

Financial Statements of

**BOARD OF GOVERNORS OF
EXHIBITION PLACE**

And Independent Auditor's Report thereon

Year ended December 31, 2023

INDEPENDENT AUDITOR'S REPORT

To the Members of Board of Governors of Exhibition Place

Opinion

We have audited the financial statements of Board of Governors of Exhibition Place (the Entity), which comprise:

- the statement of financial position as at December 31, 2023
- the statement of operations and accumulated deficit for the year then ended
- the statement of changes in net debt for the year then ended
- the statement of cash flows for the year then ended
- and notes to the financial statements, including a summary of significant accounting policies

(Hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Entity as at December 31, 2023, and its results of operations, its change in net debt and its cash flows for the year then ended in accordance with Canadian public sector accounting standards.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the **"Auditor's Responsibilities for the Audit of the Financial Statements"** section of our auditor's report.

We are independent of the Entity in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian public sector accounting standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Entity's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.

The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

DRAFT

Chartered Professional Accountants, Licensed Public Accountants

Vaughan, Canada

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Statement of Financial Position

December 31, 2023, with comparative information for 2022

	2023	2022
Financial Assets		
Cash and cash equivalents (note 2(d))	\$ 13,566,791	\$ 13,672,282
Accounts receivable:		
Trade	5,761,229	9,542,577
City of Toronto	374,652	927,524
Receivable from the City of Toronto (note 2(a))	5,815,076	6,295,850
	25,517,748	30,438,233
Financial Liabilities		
Accounts payable and accrued liabilities:		
Trade	13,280,481	12,215,577
City of Toronto	209,797	301,400
Employee future benefits payable (note 6)	7,221,305	7,717,284
Payable surplus to the City of Toronto (note 2(c))	4,017,330	8,206,501
Deferred revenue and contributions	4,502,403	5,428,504
Loans payable (note 7)	32,417,618	34,359,608
Government assistance	339,545	420,502
	61,988,479	68,649,376
Net debt	(36,470,731)	(38,211,143)
Non-Financial Assets		
Prepaid expenses and other	263,412	49,763
Step-up rent receivable (note 3)	1,384,949	1,395,469
Energy retrofit assets (note 4)	5,148,397	5,876,936
Building improvements and equipment (note 5)	17,834,690	19,601,268
	24,631,448	26,923,436
Contingencies and commitments (note 11)		
Accumulated conference centre deficit (note 10)	\$ (11,839,283)	\$ (11,287,707)

See accompanying notes to financial statements.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Statement of Operations and Accumulated Deficit

Year ended December 31, 2023, with comparative information for 2022

	Budget	2023	2022
Revenue:			
Exhibition Place (Schedule 1)	\$ 29,829,025	\$ 35,389,089	\$ 34,032,910
Enercare Centre (Schedule 2)	15,540,678	18,658,394	14,647,475
Beanfield Centre (Schedule 3)	6,912,058	7,739,165	5,775,554
	52,281,761	61,786,648	54,455,939
Expenses (note 12):			
Exhibition Place (Schedule 1)	38,013,653	41,239,144	38,835,982
Enercare Centre (Schedule 2)	9,701,050	11,730,661	10,738,144
Beanfield Centre (Schedule 3)	6,767,058	7,070,315	6,100,240
	54,481,761	60,040,120	55,674,366
Surplus (deficit) before the following	(2,200,000)	1,746,528	(1,218,427)
Subsidy revenue (note 13):			
Operations - City of Toronto	2,200,000	2,200,000	4,900,000
Surplus before the following	—	3,946,528	3,681,573
Transfer to the City of Toronto	—	(4,017,330)	(4,113,391)
Net decrease in amounts to be recovered from the City of Toronto	—	(480,774)	(169,347)
Deficit	—	(551,576)	(601,165)
Accumulated conference centre deficit, beginning of year		(11,287,707)	(10,686,542)
Accumulated conference centre deficit, end of year		\$ (11,839,283)	\$ (11,287,707)

See accompanying notes to financial statements.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Statement of Changes in Net Debt

Year ended December 31, 2023, with comparative information for 2022

	2023	2022
Operating transactions:		
Deficit	\$ (551,576)	\$ (601,165)
Tangible capital asset activities:		
Amortization of energy retrofit assets	728,539	811,392
Amortization of building improvements and equipment	1,766,578	1,766,577
	2,495,117	2,577,969
Other non-financial activities:		
Prepaid expenses and other	(213,649)	(23,591)
Accretion of step-up rent receivable	10,520	87,336
	(203,129)	63,745
Decrease in net debt	1,740,412	2,040,549
Net debt, beginning of year	(38,211,143)	(40,251,692)
Net debt, end of year	\$ (36,470,731)	\$ (38,211,143)

See accompanying notes to financial statements.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Statement of Cash Flows

Year ended December 31, 2023, with comparative information for 2022

	2023	2022
Cash provided by (used in):		
Operating activities:		
Deficit for the year	\$ (551,576)	\$ (601,165)
Add (deduct) non-cash items:		
Employee future benefits	(495,979)	(472,154)
Amortization of energy retrofit assets	728,539	811,392
Amortization of building improvements and equipment	1,766,578	1,766,577
Government assistance	(80,957)	(91,890)
Accretion of step-up rent receivable	10,520	87,336
	1,377,125	1,500,096
Change in non-cash working capital balance related to operations:		
Trade accounts receivable	3,781,348	1,042,392
Accounts receivable from the City of Toronto	552,872	(781,367)
Receivable from the City of Toronto	480,774	169,347
Prepaid expenses and other	(213,649)	(23,591)
Trade accounts payable and accrued liabilities	1,064,904	5,417,971
Accounts payable and accrued liabilities due to the City of Toronto	(91,603)	(483,152)
Deferred revenue and contributions	(926,101)	1,858,708
Payable surplus to the City of Toronto	(4,189,171)	3,713,392
	1,836,499	12,413,796
Financing activities:		
Repayments of loans payable	(1,941,990)	(1,886,320)
Increase (decrease) in cash and cash equivalents	(105,491)	10,527,476
Cash and cash equivalents, beginning of year	13,672,282	3,144,806
Cash and cash equivalents, end of year	\$ 13,566,791	\$ 13,672,282

See accompanying notes to financial statements.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements

Year ended December 31, 2023

The Board of Governors of Exhibition Place (the "Board") exists as a corporation without share capital by virtue of the City of Toronto Act, 1997 (No. 2) (the "Act"). The Board is related to the City of Toronto (the "City") as it operates, manages and maintains Exhibition Place on behalf of the City under the terms of an agreement between the Board and the City. As defined within the Act, the City is entitled to any surplus resulting from the Board's activities and is responsible for any deficit the Board incurs. The amount due to/from the City resulting from the Board's activities is shown on the statement of financial position as a payable surplus/receivable deficit to/from the City.

Major capital facilities, excluding certain building improvements, are the property of the City and therefore the cost for such assets is recorded in the accounts of the City and not the Board. To assist with major capital expenditures related to Exhibition Place, various reserves and reserve funds have been established and recorded within the City's accounts (note 8).

These financial statements include the operations of Exhibition Place (Schedule 1), Enercare Centre (Schedule 2) and Beanfield Centre (Schedule 3).

The Board is a municipal government entity under the Income Tax Act (Canada) and, accordingly, is exempt from income taxes.

1. Significant accounting policies:

These financial statements have been prepared in accordance with Canadian public sector accounting standards ("PSAS") for local governments established by the Public Sector Accounting Board of the Chartered Professional Accountants of Canada. The significant accounting policies are summarized as follows.

(a) Revenue recognition:

The majority of the revenue in these financial statements is related to sales, service revenue and rent and is recognized at the point of sale or when the service has been provided.

Included in commissions, incentives, other income and realty tax recoveries revenue is gross revenue generated from the production of electricity that is both sold and consumed in the Board's activities.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

1. Significant accounting policies (continued):

The Board enters into agreements with a number of corporate sponsors whereby these sponsors provide cash, products, advertising or entertainment support to Exhibition Place, Enercare Centre and Beanfield Centre activities. In return, consideration is provided in a number of diverse ways including specific rights to selected attractions or advertising recognition. Sponsorships received in cash and/or other consideration are recorded in the accounts at the amount of consideration received or given at either the fair value of the amount received or the fair value of the benefit given up, less any cash consideration, whichever is more reliably measurable. Revenue is recognized on a straight-line basis over the term of the agreement based on the amount received or the fair value of the benefit given up, less any cash consideration, whichever is more reliably measurable.

(b) Cash equivalents:

From time to time, the Board invests surplus funds with the City. Accounts held by the City on behalf of the Board bear interest at the City's daily average rate of return for the month for the City's short term funds.

(c) Deferred revenue and contributions:

Deferred revenue and contributions consist of monies received for naming rights, space rental and service revenue from clients that have been paid in advance and are attributable to a future year.

(d) Government assistance:

The Board makes periodic applications for financial assistance under available government incentive programs. Government assistance relating to capital assets where there are ongoing obligations on the use of the capital assets is reflected as a liability on the statement of financial position and is amortized into income on the same basis as the capital asset to which the funds relate. Government assistance for non-capital expenditures is included in the statement of operations and accumulated deficit.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

1. Significant accounting policies (continued):

(e) Energy retrofit assets:

Energy retrofit assets are recorded at cost less accumulated amortization. Amortization is calculated when the project is fully commissioned on a straight-line basis over the estimated useful lives of the assets as follows:

Co-Generation (formerly Tri-Generation) project	20 years
Five Exhibition Buildings improvement project	15 years
Photovoltaic Horse Palace project	20 years
Boiler replacements and various lighting retrofit projects	20 years
Back pressure steam turbine and LED pathway lighting projects	20 years
District Energy System project	20 years
Horse Palace, East Annex Photovoltaic and multiple energy projects	20 years
LED lighting and conservation/demand management	15 years

(f) Building improvements and equipment:

Building improvements and equipment are recorded at cost less accumulated amortization. Amortization is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

Electrical equipment	5 years
Other equipment and furniture	5 to 20 years
Beanfield Centre building improvements	25 years

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

1. Significant accounting policies (continued):

(g) Employee benefit plans:

The Board provides retirement and post-employment benefits to certain employee groups. These benefits include pension, sick leave and other post retirement and post-employment benefits, including health, dental and life insurance benefits to certain employees.

The Board has the following policies with respect to accounting for its employee future benefit plans:

- The Board contributes to a multi-employer defined benefit pension plan with Ontario Municipal Employees Retirement System ("OMERS"), and contributions are expensed when due as the plan is accounted for as a defined contribution plan.
- The costs of termination benefits and compensated absences are recognized when the event that obligates the Board occurs. Costs include projected future income payments, health-care continuation costs and fees paid to independent administrators of these plans, calculated on a present value basis.
- The costs of other employee benefits are actuarially determined using the projected benefits method pro-rated on service and management's best estimate of retirement ages of employees, salary escalation and expected health-care costs.
- Past service costs from plan amendments are expensed in the year of plan amendment.
- Net actuarial gains and losses are amortized over the expected average remaining service life of the related employee group.

(h) Foreign currency translation:

Monetary assets and liabilities denominated in foreign currencies are translated into Canadian dollars at the rate of exchange in effect at the statement of financial position date. Revenue and expense transactions denominated in foreign currencies are translated into Canadian dollars at exchange rates prevailing on the transaction date. Gains or losses resulting from currency transactions are included in the statement of operations and accumulated deficit.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

1. Significant accounting policies (continued):

(i) Financial instruments:

The Board's financial assets include cash and cash equivalents, trade accounts receivable and accounts receivable from the City, and its financial liabilities include accounts payable and accrued liabilities, payable surplus to the City, loans payable, and other liabilities. It measures its financial assets and financial liabilities at amortized cost, except for cash, which is measured at fair value.

(j) Measurement uncertainty:

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting year. The employee future benefits liability and related costs charged to the statement of operations and accumulated deficit depend on certain actuarial and economic assumptions and on current information available to the Board, the City and the consultants retained to develop the actuarial projections. Actual results could differ from those estimates.

(k) Budgeted figures:

Budgeted figures have been provided for comparison purposes and have been derived from the budget submission approved by the City.

(l) Change in accounting policy:

On January 1, 2023, the Board adopted Canadian public sector accounting standard PS 3280, Asset Retirement Obligations. The new accounting standard addresses the reporting of legal obligations associated with the retirement of certain tangible capital assets, such as asbestos removal in retired buildings. The standard was adopted on the modified retroactive basis at the date of adoption. Based on management's assessment of their tangible capital assets, they are of the opinion that the impact would not be material to these financial statements.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

2. Related party balances and transactions:

The Board is related to the City and its agencies, boards and commissions as the City has the ability to affect the operating, investing and financing policies of these entities. The Board enters into transactions with these related parties in the normal course of business at the agreed upon exchange amount.

- (a) The Board has a long-term, non-interest bearing receivable from the City, which relates to the funding of the following items:

	2023	2022
Employee future benefits payable (note 6)	\$ 7,221,305	\$ 7,717,284
Vacation and lieu time	226,874	245,930
Less net book value of certain equipment	(491,328)	(600,675)
Other	243,174	243,174
Receivable from the City before the following	7,200,025	7,605,713
Net step-up rent receivable on certain buildings and signage	(1,384,949)	(1,309,863)
Receivable from the City	\$ 5,815,076	\$ 6,295,850

- (b) The Board has several agreements with the City for the establishment of various reserve funds that are recorded within the City's accounts (note 8).
- (c) The amount due to the City resulting from the Board's activities is shown on the statement of financial position as a payable surplus to the City. The payable balance of \$4,017,330 is in respect of 2023 activities.
- (d) Included in cash and cash equivalents is \$6,500,000 (2022 - \$3,000,000) in a deposit account held with the City. The deposit account is available for withdrawal on demand for general operating purposes.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

3. Step-up rent receivable:

The Board has numerous long-term tenants on the grounds that pay annual rents based on the stipulated contract amount indicated in the lease for that year. Many of these leases have step-up provisions so that the annual lease amount changes during the term of the lease. The Board recognizes lease revenue over the term of the lease on a straight-line basis. The amount will be included in the statement of operations and accumulated deficit at various amounts over time up to fiscal 2061.

4. Energy retrofit assets:

2023	Cost	Accumulated amortization	Net book value
Co-Generation (formerly Tri-Generation) project	\$ 4,400,000	\$ 3,662,084	\$ 737,916
Five Exhibition Buildings improvement project	1,500,365	1,500,365	—
Photovoltaic Horse Palace project	1,100,000	935,000	165,000
Boiler replacements and various lighting retrofit projects	955,000	692,375	262,625
Back pressure steam turbine and LED pathway lighting projects	1,345,000	807,000	538,000
District Energy System project	4,500,000	1,800,000	2,700,000
Horse Palace, East Annex Photovoltaic and multiple energy projects	884,640	530,784	353,856
LED lighting and conservation/demand management	782,000	391,000	391,000
	\$ 15,467,005	\$ 10,318,608	\$ 5,148,397

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

4. Energy retrofit assets (continued):

2022	Cost	Accumulated amortization	Net book value
Co-Generation (formerly Tri-Generation) project	\$ 4,400,000	\$ 3,442,085	\$ 957,915
Five Exhibition Buildings improvement project	1,500,365	1,483,191	17,174
Photovoltaic Horse Palace project	1,100,000	880,000	220,000
Boiler replacements and various lighting retrofit projects	955,000	644,625	310,375
Back pressure steam turbine and LED pathway lighting projects	1,345,000	739,750	605,250
District Energy System project	4,500,000	1,575,000	2,925,000
Horse Palace, East Annex Photovoltaic and multiple energy projects	884,640	486,552	398,088
LED lighting and conservation/demand management	782,000	338,866	443,134
	\$ 15,467,005	\$ 9,590,069	\$ 5,876,936

5. Building improvements and equipment

2023	Cost	Accumulated amortization	Net book value
Electrical equipment	\$ 59,366	\$ 59,366	\$ —
Other equipment and furniture	6,237,455	5,214,710	1,022,745
Beanfield Centre building improvements	38,764,844	21,952,899	16,811,945
	\$ 45,061,665	\$ 27,226,975	\$ 17,834,690

2022	Cost	Accumulated amortization	Net book value
Electrical equipment	\$ 59,366	\$ 59,366	\$ —
Other equipment and furniture	6,237,455	4,998,738	1,238,717
Beanfield Centre building improvements	38,764,844	20,402,293	18,362,551
	\$ 45,061,665	\$ 25,460,397	\$ 19,601,268

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

6. Employee future benefits payable:

The employee future benefits are for certain employees of the Board, the cost of which is reported in these financial statements. The benefit plans as noted below are all unfunded; however, the Board participates in reserve funds established by the City for sick leave and health-care benefits.

The Board has the following benefit plans:

(a) Sick leave:

The Board's non-union hourly, permanent, and full-time renewable contract employees are eligible to participate in the Short-Term Disability ("STD") plan. A permanent employee who has completed six months of service will be entitled to receive STD benefits. A renewable full-time contract employee who has completed 12 months of service will be entitled to receive STD benefits.

Eligible hourly, permanent employees and eligible full-time renewable contract employees using sick days will be paid 100% of their regular earnings for the first twenty (20) days, and 75% of their regular earnings for an additional one hundred and ten (110) days per calendar year.

If an eligible employee uses less than the twenty (20) days STD allotment paid at 100% coverage, they can carry-over up to a maximum of fifteen (15) of the unused days at 100% coverage to the following year as top-up credits. Carry-over days will be converted at a two (2) to one (1) ratio, therefore fifteen (15) unused 100% STD days is equivalent to thirty (30) top-up credits. Credits are deducted based on the employee shifts hours.

(b) Workplace Safety Insurance Board ("WSIB"):

The Board is a Schedule 2 employer and, as such, pays the full cost of all medical and all other benefits for its employees who sustain injuries at the workplace, plus the administration cost as determined by the WSIB.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

6. Employee future benefits payable (continued):

(c) Post retirement and post-employment benefits:

The Board provides health, dental, and life insurance benefits to certain employees post-retirement.

The disclosures relating to these benefits are as follows:

	2023	2022
Defined benefit obligation	\$ 5,922,238	\$ 5,836,905
Net unamortized actuarial gains	1,299,067	1,880,379
Total employee future benefits payable	\$ 7,221,305	\$ 7,717,284

(i) Components of the accrued defined benefit obligation are as follows:

	2023	2022
Sick leave	\$ 324,903	\$ 394,713
WSIB	703,012	787,612
Other post-employment and post-retirement benefit	4,894,323	4,654,580
	\$ 5,922,238	\$ 5,836,905

(ii) The continuity of the Board's defined benefit obligation is as follows:

	2023	2022
Balance, beginning of year	\$ 5,836,905	\$ 7,493,430
Current service cost	110,981	140,002
Interest cost	257,290	184,148
Benefits paid	(507,913)	(569,438)
Actuarial gain	224,975	(1,411,237)
Balance, end of year	\$ 5,922,238	\$ 5,836,905

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

6. Employee future benefits payable (continued):

(iii) The benefit cost recognized during the year is calculated as follows:

	2023	2022
Current service cost	\$ 110,981	\$ 140,002
Interest cost	257,290	184,148
Amortization of net actuarial gain	(356,337)	(226,866)
	\$ 11,934	\$ 97,284

(iv) There was \$71,764 (2022 - \$85,166) in cash payments made in 2023 with respect to the sick leave plan.

(v) Actuarial valuations are conducted on a periodic basis. The most recent actuarial valuation was completed as at December 31, 2021. The next actuarial valuation is expected to be completed in 2024.

(vi) The significant actuarial assumptions adopted in measuring the Board's accrued benefit obligation and benefit costs for employee future benefits are as follows:

	2023	2022
Discount rate:		
Sick leave	3.70%	3.90%
Post-employment benefits	3.50%	3.80%
Post-retirement benefits	4.20%	4.60%
WSIB	4.00%	4.30%
Health-care inflation - hospital, dental care and other medical	3.00% - 5.00%	3.00% - 5.00%
Health-care inflation - drugs	6.00%	6.00%
Rate of compensation increase	3.00%	3.00%

The health-care inflation rate for medical and drugs is assumed to be reduced from 5.00% and 6.00%, respectively to 3.57% by 2040.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

6. Employee future benefits payable (continued):

- (vii) In addition to the above-noted plans, the Board makes contributions to OMERS, which is a multi-employer plan, on behalf of qualifying employees. The plan is a defined benefit plan, which specifies the amount of the retirement benefit to be received by the employees based on the length of service and rates of pay. However, it is accounted for as a defined contribution plan as it is a multi-employer plan. Total employer contributions for the year ended December 31, 2023 amounted to \$1,288,639 (2022 - \$1,109,573) and are included in the statement of operations and accumulated deficit.

The Board does not recognize any share of the pension plan deficit based on the fair market value of OMERS assets, as this is a joint responsibility of all Ontario municipalities and their employees. The Board is current with all payments to OMERS. As at December 31, 2023, OMERS has a deficit of \$4.2 billion (2022 - \$6.7 billion deficit). The date of the most recent filed actuarial valuation for funding purposes for the OMERS Primary Pension Plan was December 31, 2021. The next required filing of an actuarial valuation for funding purposes will be performed with a date no later than December 31, 2024.

In addition to contributions for employees who participate in the OMERS plan, the Board has arrangements with bargaining units to make contributions to various pension plans and registered retirement savings plans on behalf of its employees. Contributions expensed under these plans for 2023 amounted to \$951,838 (2022 - \$893,516) and are included in the statement of operations and accumulated deficit.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

7. Loans payable:

	2023	2022
Loans payable to the City:		
Beanfield Centre building improvements, \$36,764,844 loan bearing interest at 5% and due on December 1, 2040, interest owing on the loan was added to the principal until the first repayment date of December 1, 2010	\$ 26,841,723	\$ 27,831,010
Trigeneration, \$2,325,000 loan bearing interest at 5%, due on December 31, 2032	1,998,551	2,189,096
Photovoltaic Horse Palace, a non-interest bearing loan of \$600,000 discounted at an imputed interest rate of 5%, due on October 1, 2030	175,373	193,049
Boiler replacements and various lighting retrofit, \$716,250 loan bearing interest at 4.5%, due on December 31, 2037	655,973	689,926
Back pressure steam turbine and LED pathway lighting retrofit, a non-interest bearing loan of \$1,000,000 discounted at an imputed interest rate of 5%, due on April 1, 2030	276,016	311,112
District Energy System project, \$4,500,000 loan bearing interest at 2.70%, due on January 31, 2026	1,530,988	2,014,722
Enercare Halls LED lighting retrofit, \$782,000 loan bearing interest at 2.70%, due on October 1, 2025	175,453	259,735
Loan payable to Federation of Canadian Municipalities:		
Beanfield Centre building improvements, \$2,000,000 loan bearing interest at 2.375%, due on January 29, 2030	763,541	870,958
	\$ 32,417,618	\$ 34,359,608

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

7. Loans payable (continued):

The fixed principal repayments of the loans payable are as follows:

2024	\$2,009,424
2025	2,095,011
2026	2,132,494
2027	1,660,330
2028	1,740,152
Thereafter	22,780,207
	\$ 32,417,618

8. City of Toronto reserve funds:

The City maintains a number of reserve funds on behalf of the Board. These reserve funds are established by the City's Council and are detailed in the City's Municipal Code. The Board earns interest on funds placed in these reserves and it is added to the reserve balance at year-end.

(a) Capital Improvement Fund:

The purpose of this fund is to assist in the financing of major capital costs related to all buildings at Exhibition Place. Contributions are no longer being made to this fund. The balance of the Capital Improvement Fund is \$1,214 (2022 - \$1,190).

(b) Exhibition Place Conference Centre Reserve Fund ("CCRF"):

The purpose of this fund is to provide a source of funding, in the first instance, for any shortfalls in the loan payments to the City from Exhibition Place for the new conference centre, and in the second instance to support cash shortfalls with respect to capital funding required to maintain the Enercare Centre and the Beanfield Centre in a state of good repair. If Exhibition Place achieves a surplus in excess of the budgeted surplus, the excess above budget is transferred into the CCRF. The balance of the CCRF is \$5,899,734 (2022 - \$3,894,550).

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

8. City of Toronto reserve funds (continued):

(c) City of Toronto Fleet Reserve Fund:

The purpose of this fund is to provide funding to the City for acquiring or purchasing fleet and motorized vehicles for the Board's operations. Annual funding promotes efficiencies and budget stabilization by moderating large fluctuations in the annual replacement of vehicles. The Board contributed \$375,000 (2022 - \$375,000) in the year. The balance in the City of Toronto Fleet Reserve Fund is \$402,892 (2022 - \$440,102).

(d) Equipment Reserve Fund:

The purpose of this fund is to provide funding for acquiring or purchasing non-motorized portable equipment for the Board's operations. Annual funding promotes efficiencies and budget stabilization by moderating large fluctuations in the annual replacement of non-motorized portable equipment. The Board contributed \$200,000 (2022 - \$200,000) in the year. The balance in the Equipment Reserve Fund is \$100,426 (2022 - \$100,426).

(e) Exhibition Place Green Space Renewal:

The purpose of this fund is to hold funds for the re-conversion of the temporary parking into functional green space on the baseball diamond site at Exhibition Place. The balance in the Exhibition Place Green Space Renewal reserve is \$978,124 (2022 - \$1,060,025).

9. Financial instruments:

(a) Fair value:

The carrying values of the Board's financial instruments approximate their fair values unless otherwise noted.

The fair value of the long-term receivable from the City is not determinable since there are no fixed terms of repayment.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

9. Financial instruments (continued):

(b) Risk management:

The main risks to which the Board's financial instruments are exposed are as follows:

(i) Credit risk:

Credit risk on financial instruments is the risk of a financial loss occurring as a result of default or insolvency of a counterparty on its obligations to the Board. The cost of the financial assets as presented in the statement of financial position represents the maximum credit risk exposure at the date of the financial statements.

The Board, in the normal course of business, is exposed to credit risk from its customers. This risk is mitigated by the fact that management believes the Board has thorough and rigorous credit approval procedures. As at December 31, 2023, three customers have a balance greater than 10% of the Board's trade accounts receivable balance (2022 - four customers).

Exhibition Place allowance for doubtful accounts has a year over year increase of \$1,058,721.

The following accounts receivable were past due but not impaired:

	0-30 days	31-60 days	61-90 days	Over 90 days
Trade accounts receivable	\$ 4,070,374	\$ 1,094,741	\$ (44,874)	\$ 640,988
City of Toronto	231,739	142,913	—	—
	\$ 4,302,113	\$ 1,237,654	\$ (44,874)	\$ 640,988

Management continues to work with tenants during the pandemic to collect outstanding receivables.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

9. Financial instruments (continued):

(ii) Liquidity risk:

Liquidity risk is the risk the Board will not be able to meet its financial obligations when they come due. The Board manages its liquidity risk by forecasting cash flows from operations, anticipating investing and financing activities and maintaining credit facilities to ensure it has sufficient available funds to meet current and foreseeable financial requirements. The following table presents the maturity analysis for the financial liabilities that shows the remaining contractual maturities:

	Up to 6 months	More than 6 months up to 1 year	More than 1 year up to 5 years	More than 5 years	Total
Accounts payable and accrued liabilities:					
Trade	\$ 12,793,144	\$ 84,365	\$ 402,972	\$ –	\$ 13,280,481
City of Toronto	209,797	–	–	–	209,797
Payable surplus to the City of Toronto	4,017,330	–	–	–	4,017,330
Loans payable	1,078,852	930,572	7,627,987	22,780,207	32,417,618
	<u>\$ 18,099,123</u>	<u>\$ 1,014,937</u>	<u>\$ 8,030,959</u>	<u>\$ 22,780,207</u>	<u>\$ 49,925,226</u>

(iii) Foreign currency risk:

The Board has limited foreign currency risk with respect to its financial instruments, as substantially all the Board's financial assets and financial liabilities are denominated in Canadian dollars.

(iv) Interest rate risk:

Interest rate risk arises from fluctuations in interest rates and the degree of volatility of those rates. The Board has mitigated its interest rate risk on its loans payable through the use of fixed interest rates.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

10. Conference centre deficit:

The conference centre accumulated deficit results from the non-cash expenditures that are not funded by the CCRF (Schedule 3). The loss for the year is represented by the amortization of the conference centre's building improvements offset by the principal loan repayments. The accumulated loss will reverse over 25 years, as this is the term of the loan repayment and amortization period of the building improvements. The amortization of the conference centre's building improvement commenced in 2009 and there are 12 years remaining for the amortization. The accumulated deficit balance as at December 31, 2023 is \$11,839,283 (2022 - \$11,287,707).

11. Contingencies and commitments:

In the normal course of operations, the Board is subject to various arbitrations, litigations and claims. Where a potential liability is determinable, management believes the ultimate disposition of the matters will not materially exceed the amounts recorded in the accounts. In other cases, the ultimate outcome of the claims cannot be determined at this time. Any additional losses related to claims will be recorded in the year the liability is able to be estimated.

12. Expenses by object:

	2023	2022
Salaries and benefits	\$ 33,019,131	\$ 30,426,955
Trade labour recoveries	(12,402,144)	(11,684,507)
Net salary and benefits	20,616,987	18,742,448
Direct overhead and event/tenant labour costs	12,402,144	11,684,507
Utilities	4,805,255	3,695,254
Supplies and equipment	675,992	550,065
Contribution to reserve funds	1,682,500	1,681,994
Amortization of energy retrofit assets, building improvements and equipment	2,495,117	2,577,969
Interest	1,570,009	1,648,530
Other indirect costs and recoverable services	15,792,116	15,093,599
	\$ 60,040,120	\$ 55,674,366

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Notes to Financial Statements (continued)

Year ended December 31, 2023

13. Subsidy revenue:

During 2023, the Board received \$2,200,000 as an operating subsidy from the City to cover the operating deficit (2022 - \$4,900,000).

14. Comparative information:

Certain comparative information has been reclassified to conform with the financial statement presentation adopted in the current year.

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Schedule 1 - Exhibition Place

Year ended December 31, 2023 with comparative information for 2022

	Budget	2023	2022
Revenue:			
Parking	\$ 7,276,000	\$ 9,061,626	\$ 7,068,237
Building rentals and concessions	9,247,787	10,614,745	9,398,962
Sales of services	6,149,725	9,576,229	10,063,267
Commissions, incentives, other income and realty tax recoveries	6,730,513	5,711,489	7,077,444
Naming rights	425,000	425,000	425,000
	29,829,025	35,389,089	34,032,910
Expenses:			
Maintenance, cleaning and security	13,508,433	14,292,226	13,051,124
Utilities	4,451,754	4,512,121	3,451,823
Cost of services	4,789,607	7,549,257	8,268,926
Administration	9,897,029	9,397,902	9,102,340
Parking attendants' wages and sundry costs	3,372,641	3,984,732	3,104,996
Amortization of energy retrofit assets and equipment	824,134	847,903	930,765
Contribution to the City - Exhibition Place			
Conference Centre Reserve Fund	382,500	382,500	382,500
Contribution to the City - Fleet and Equipment			
Reserve Funds	575,000	575,000	575,000
Interest	212,555	212,555	241,457
	38,013,653	41,754,196	39,108,931
Deficit before the following	(8,184,628)	(6,365,107)	(5,076,021)
Sick leave benefits recovery	–	515,052	272,949
Deficit for the year	\$ (8,184,628)	\$ (5,850,055)	\$ (4,803,072)

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Schedule 2 - Enercare Centre

Year ended December 31, 2023, with comparative information for 2022

	Budget	2023	2022
Revenue:			
Building rentals	\$ 8,685,633	\$ 9,470,043	\$ 6,828,053
Sales of services	4,943,502	6,460,018	5,737,588
Catering commissions	763,500	1,076,919	725,881
Naming rights	750,000	750,000	750,000
Advertising, sponsorship, interest and recoveries	398,043	901,414	605,953
	15,540,678	18,658,394	14,647,475
Expenses:			
Administration	5,426,877	6,117,230	5,570,202
Cost of services	2,867,800	3,653,141	3,483,928
Maintenance, cleaning and security	731,373	1,285,290	1,009,303
Contribution to the City - Exhibition Place			
Conference Centre Reserve Fund	675,000	675,000	674,711
	9,701,050	11,730,661	10,738,144
Surplus for the year	\$ 5,839,628	\$ 6,927,733	\$ 3,909,331

BOARD OF GOVERNORS OF EXHIBITION PLACE

DRAFT Schedule 3 - Beanfield Centre

Year ended December 31, 2023, with comparative information for 2022

	Budget	2023	2022
Revenue:			
Building rentals	\$ 2,487,398	\$ 2,989,917	\$ 2,024,539
Sales of services	1,817,500	2,249,312	1,494,447
Catering commissions	1,279,400	1,150,816	951,383
Parking	270,260	291,620	248,191
Contribution from the City - Exhibition Place			
Conference Centre Reserve Fund	1,057,500	1,057,500	1,056,994
	6,912,058	7,739,165	5,775,554
Expenses:			
Amortization of building improvements and equipment	1,095,629	1,647,214	1,647,204
Interest	1,357,454	1,357,454	1,407,073
Administration	1,933,223	1,641,700	1,403,026
Cost of services	1,424,000	1,543,778	1,050,597
Utilities	385,332	293,134	243,430
Maintenance, cleaning and security	571,420	587,035	348,910
	6,767,058	7,070,315	6,100,240
Surplus (deficit) for the year	\$ 145,000	\$ 668,850	\$ (324,686)