Brønnøysundregistrene

ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2024 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer:	921 154 747
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	CIRCLE K TERMINAL GROUP AS
Forretningsadresse:	Schweigaards gate 16A 0191 OSLO

Regnskapsår

Årsregnskapets periode:	01.05.2023 - 30.04.2024

Konsern

Morselskap i konsern:	Ja
Konsernregnskap lagt ved:	Ja

Regnskapsregler

Regler for små foretak benyttet:	Nei
Benyttet ved utarbeidelsen av årsregnskapet til selskapet:	Regnskapslovens alminnelige regler
Benyttet ved utarbeidelsen av årsregnskapet til konsernet:	-

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	Jan Eigil Sumelius
Dato for fastsettelse av årsregnskapet:	30.10.2024

Grunnlag for avgivelse

År 2024: Årsregnskapet er elektronisk innlevert

År 2023: Tall er hentet fra elektronisk innlevert årsregnskap fra 2024

Det er ikke krav til at årsregnskapet m.v. som sendes til Regnskapsregisteret er undertegnet. Kontrollen på at dette er utført ligger hos revisor/enhetens øverste organ. Sikkerheten ivaretas ved at innsender har rolle/rettighet for innsending av årsregnskapet via Altinn, og ved at det bekreftes at årsregnskapet er fastsatt av kompetent organ.

Brønnøysundregistrene, 23.10.2025

Resultatregnskap

Beløp i: NOK	Note	2024	2023
RESULTATREGNSKAP			
Inntekter			
Revenue	2	124 705 369	124 211 865
Sum inntekter		**124 705 369**	**124 211 865**
Kostnader			
Personnel expenses	3	12 043 434	14 107 678
Administrative expenses	4	17 135 328	19 631 906
Sum kostnader		**29 178 762**	**33 739 584**
Driftsresultat		**95 526 607**	**90 472 281**
Finansinntekter og finanskostnader			
Renteinntekt fra foretak i samme konsern	5	235 933	399 339
Other financial income			3 079
Sum finansinntekter		**235 933**	**402 418**
Rentekostnad til foretak i samme konsern	5	115 661	47 142
Annen rentekostnad		36 152	-21 240
Sum finanskostnader		**151 813**	**25 902**
Netto finans		**84 120**	**376 516**
Resultat før skattekostnad		**95 610 727**	**90 848 797**
Income tax	6	6 050	272 368
Årsresultat		**95 604 677**	**90 576 429**
Overføringer og disponeringer			
Ordinært utbytte		67 774 504	
Transferred (from)/to retained earnings	7	27 830 173	90 576 429
Sum overføringer og disponeringer		**95 604 677**	**90 576 429**

Balanse

Beløp i: NOK	Note	2024	2023
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utsatt skattefordel	6	2 283 804	2 289 854
Sum immaterielle eiendeler		**2 283 804**	**2 289 854**
Finansielle anleggsmidler			
Investering i datterselskap	8	646 792 286	644 304 099
Sum finansielle anleggsmidler		**646 792 286**	**644 304 099**
Sum anleggsmidler		**649 076 090**	**646 593 953**
Omløpsmidler			
Varer			
Fordringer			
Other receivables		114 033	88 499
Konsernfordringer	5	73 720 067	10 427 601
Sum fordringer		**73 834 100**	**10 516 100**
Bankinnskudd, kontanter og lignende			
Cash and cash equivalents		0	3 071
Sum bankinnskudd, kontanter og lignende		**0**	**3 071**
Sum omløpsmidler		**73 834 100**	**10 519 171**
SUM EIENDELER		**722 910 190**	**657 113 124**
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Share capital	7	1 060 001	1 060 001
Overkurs	7	587 691 349	587 691 349
Sum innskutt egenkapital		**588 751 350**	**588 751 350**

Balanse

Beløp i: NOK	Note	2024	2023
Opptjent egenkapital			
Retained earnings	7	62 890 679	60 542 507
Sum opptjent egenkapital		**62 890 679**	**60 542 507**
Sum egenkapital		**651 642 029**	**649 293 857**
Sum langsiktig gjeld		**0**	**0**
Kortsiktig gjeld			
Leverandørgjeld		3 225 275	2 433 845
Current tax payable	6	1	1
Other taxes and withholdings		915 164	732 457
Kortsiktig konserngjeld	5	67 075 435	4 652 964
Other current liabilties		52 286	0
Sum kortsiktig gjeld		**71 268 161**	**7 819 267**
Sum gjeld		**71 268 161**	**7 819 267**
SUM EGENKAPITAL OG GJELD		**722 910 190**	**657 113 124**

Brønnøysundregistrene

ÅRSREGNSKAP FOR REGNSKAPSÅRET 2024 - GENERELL INFORMASJON

Journalnummer:	2024 756152

Enheten

Organisasjonsnummer:	921 154 747
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	CIRCLE K TERMINAL GROUP AS
Forretningsadresse:	Schweigaards gate 16A 0191 OSLO

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Konsernregnskap lagt ved:	Ja

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Benyttet ved utarbeidelsen av årsregnskapet til konsernet:	-

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	Jan Eigil Sumelius
Dato for fastsettelse av årsregnskapet:	30.10.2024

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Det er ikke krav til at årsregnskapet m.v. som sendes til Regnskapsregisteret er undertegnet. Kontrollen på at dette er utført ligger hos revisor/enhetens øverste organ. Sikkerheten ivaretas ved at innsender har rolle/rettighet for innsending av årsregnskapet via Altinn, og ved at det bekreftes at årsregnskapet er fastsatt av kompetent organ.

Brønnøysundregistrene, 14.11.2024

Brønnøysundregistrene
Postadresse: Postboks 900, 8910 Brønnøysund
Telefon: 75 00 75 00
E-post: firmapost@brreg.no Internett: www.brreg.no
Organisasjonsnummer: 974 760 673

Organisasjonsnr: 921 154 747
CIRCLE K TERMINAL GROUP AS

RESULTATREGNSKAP

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Organisasjonsnr: 921 154 747
CIRCLE K TERMINAL GROUP AS

BALANSE

Beløp i: NOK	Note	2024	2023
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Anleggsmidler			
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Fordringer			
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Sum egenkapital		**651 642 029**	**649 293 857**
Sum langsiktig gjeld		**0**	**0**

Kortsiktig gjeld			
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Organisasjonsnr: 921 154 747
CIRCLE K TERMINAL GROUP AS

NOTEOPPLYSNINGER - SELSKAP

- alle poster oppgitt i hele tall

Note
1

Regnskapsprinsipper
Note 1 Significant accounting policies Circle K Terminal Group AS has in accordance with the Norwegian Accounting Act of 1998 applied the exemption for preparing group financial statements. The consolidated statements of the ultimate parent corporation Alimentation Couche-Tard Inc. can be obtained from their website at www.couche-tard.com. Alimentation Couche-Tard Inc. is a Canadian corporation which is listed on the Toronto Stock Exchange. Alimentation Couche-Tard Inc. is located in Laval, Québec, Canada. The annual accounts have been prepared in compliance with the Accounting Act and accounting principles generally accepted in Norway. Valuation and classification of assets and liabilities Assets intended for permanent ownership or use in the business are classified as non-current assets. Other assets are classified as current assets. Receivables due within one year are classified as current assets. The classification of current and non-current liabilities is based on the same criteria. Current assets are valued at the lower of historical cost and fair value. Foreign currency The functional currency and presentation currency of the company is Norwegian kroner (NOK). In preparing the financial statements, transactions in foreign currencies are translated at the foreign exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the foreign exchange rate at the balance sheet date. Foreign exchange differences arising on translation are recognised in the statement of income as financial income or financial expenses. Non-monetary assets that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transactions. Shares in subsidiaries and associates Subsidiaries are all entities controlled by Circle K Terminal Group AS. Control exists when the Company has the power, directly or indirectly, to govern the financial and operational policies of an entity so as to obtain benefits from its activities. Subsidiaries are accounted for using the cost method, and are recognised at cost less impairment. An impairment loss is recognised if the impairment is not considered temporary, in accordance with generally accepted accounting principles. Impairment losses are reversed if the reason for the impairment loss is not present in a later period. The cost price is increased when funds are added through capital increases or when group contributions are made to subsidiaries. Dividends and group contributions to be received are recognised either as income or as a reduction of the investment in the subsidiary, at the reporting date of the financial year that the proposal of dividend and group contribution relates to. To the extent that the dividend or group contribution relates to the distribution of results from the period Circle K Terminal Group AS has owned the subsidiary, it is recognised as financial income. Dividends or group contributions that are repayment of invested capital is recognised as a reduction of the investment in the subsidiary. Receivables Trade receivables and other receivables are carried at face value less an allowance for expected losses. An estimate is made for doubtful debts based on a review of all amounts outstanding at the balance sheet date. Cash and cash equivalents Cash and cash equivalents include cash and bank deposits or overdrafts. Circle K Terminal Group AS is part of an internal bank agreement established to fund the Group's net working capital needs. Any balances related to this agreement are recognised in the statement of financial position as receivables from or liabilities to related parties. The cash

flow analysis presented in the statement of cash flow is derived using the indirect method. Pensions The company has both defined contribution plans and defined benefit plans. Defined contribution plans The company has a defined contribution plan and pays fixed contributions to an insurance company. After the contribution has been made the company has no further commitment to pay contributions relating to employee service in the current and prior periods. When employee services are rendered, the company recognizes the contribution payable in exchange for that service as a liability after deducting any contribution already paid. Prepaid contributions are reflected as an asset (pension fund) to the degree the contribution can be refunded or will reduce future payments. AFP-plan in privat sector The company participates in the AFP-plan in the private sector. The AFP-plan is a multi-employer defined benefit plan. The plan is for accounting purposes treated as a defined contribution plan, as the administrator of the scheme is not able to provide sufficient information in order to calculate and allocate the liability in a reliable manner. Revenues Circle K Terminal Group AS derives its revenues primarily from allocation of headquarter costs to its subsidiaries. Revenues from the sale of intercompany services are recognised when the services are delivered. Income taxes Tax expenses are matched with operating income before tax. Tax related to equity transactions e.g. group contribution, is recognised directly in equity.

Note
3

Antall årsverk i regnskapsåret
6.00

Sum	Beløp

Balanseført verdi 31.12.	Varige driftsmidler	Immaterielle eiend.

Konsernregnskap

Morselskapet sitt navn

Forretningskontor for morselskapet

Begrunnelse for at datterselskap er utelatt fra konsolideringen

Samlet beløp - tilknyttet selskap	Årets	Fjorårets

Samlet beløp - foretak i samme konsern	Årets	Fjorårets

Samlet beløp - foretak i samme konsern	Årets	Fjorårets

Samlet beløp - felles kontrollert virksomhet	Årets	Fjorårets

Pantstillelse	Beløp

Beholdning av egne aksjer	Antall	Pålydende	Andel av aksjek.

Financial Statement

Circle K Terminal Group AS

01.05.2023. - 30.04.2024.

Circle K Terminal Group AS

Board of Directors` report

30th October 2024

The Business

Circle K Terminal Group AS (hereinafter referred to as the Company) was registered on 12 June 2018 in Brønnøysund Register Centre. Sole shareholder of the Company is Circle K AS, Norway (100%).

Circle K Terminal Group AS and its subsidiaries ("Circle K Terminal Group") operate fuel terminals and as of 2020 fuel deliveries from terminals to stations and B2B customers across Europe. As a measure to improve transparency of our terminal business, strengthen commercial focus, give strategic flexibility and enhance focus on the core retail business, terminal operations in Europe were separated into a new Terminal Group in 2018.

Circle K Terminal Group with its subsidiaries operate in Norway, Sweden, Denmark, Poland, Estonia, Latvia and Lithuania.

Position and Result

The Company ended the reporting year with NOK 95,6 million profit, compared to NOK 90,6 million the year before. Circle K Terminal Group AS operations are stable and during FY24 Company have continued to serve its subsidiaries various management services to strengthen, maintain and improve processes.

In the next financial year, the Company will stay focused on the operational efficiency efforts and process improvements. In FY25 Company will continue investments in terminal and fleet business segments and modification projects to ensure innovative and high-quality services to existing and future customers.

As per the end of FY24, the Company owe MNOK 67 to Related parties/subsidiaries, mainly due to services received from Circle K AS. The Company has an equity ratio of 90%. The liquidity is satisfactory.

The Company manages its liquidity risk by planning of terms of payment of trade payables, as well as developing and analyzing the future cash flows. The budgeting system which is being successfully applied by the Company is of great use for liquidity risk management and control.

Cash Flow from operating activities in FY24 was MNOK 28, compared to MNOK 118 in FY23, change is mainly offset by higher position in Trade payables of dividends towards Circle K AS. Net cash provided by investing activities was negative MNOK 2,5 in FY24, compared to negative MNOK 43 in FY23, due to investing in subsidiaries. Cash provided by financing activities in F24 was negative MNOK 25, compared to negative MNOK 76 in FY23, due to lower dividend payments.

During last years and FY24, Company subsidiaries have been affected by decreasing demand in conventional road transportation fuel, especially in Norway and Sweden. Subsidiaries have successfully worked to expand alternative markets - this and last two years taking advantage of a significant increase in Jet-A1 volumes due to easing of travel restrictions across Europe.

In FY24 Investments in subsidiary companies has increased by MNOK 2,5 due to investment in subsidiary Circle K Transport Poland. As a injection for setup of operations, Circle K Transport Poland FY24 was first year of full operations.

When preparing its financial statements in accordance with the effective accounting policies, the Company considered the need to recognize impairment of amounts receivable. Based on information available as at the date of these financial statements, there was no need to recognize any significant impairment.

Risk analysis and designing of risk management plans are conducted at the top management level.

The Company does not use financial instruments that may be important for the evaluation of the Company's assets, equity capital, liabilities, financial position and performance. All financial, market, credit and liquidity risks are controlled in conformity with the Circle K Group's Policy. The Company is exposed to credit risk through its trade receivables, cash and cash equivalents. Since main part of the Company's receivables are from internal customers, Credit risks is considered to be very low. Balances receivable are monitored on an ongoing basis to ensure that the Company's exposure to bad debts is minimized.

Transparency ACT

The Company is putting efforts to comply with the Transparency Act (Apenhetsloven). The work is based on already implemented routines and demands of compliance to our suppliers. The law is based on OECD's due diligence for responsible business conduct and is focusing on promoting respect for human rights and decent working conditions. We commit to conducting risk evaluation of our supply chain and take appropriate actions in prioritized areas. The sustainability goals of The Company is aligned with its global sustainability strategy.
To learn more about the transparency act, please access Circle K's website.

Health, safety, and the environment (HSE)

Risks linked to Health, Safety, Security and Environment are managed through regular risk assessments and systematic follow-up of the risks revealed as part of these processes. The Company does not pollute the external environment to any significant extent.

People and the organization

The company works to promote equality, ensure equal opportunities and rights and prevent discrimination. The requirement for good working conditions is included in Circle K's corporate responsibility principles. All employees are guaranteed a high level of safety in their work. The company offers competitive working conditions, positive physical and psychological working environment with opportunities for personal growth and career development. Sickness and other absences are considered in accordance with Norwegian Labor Law.

As at the end of financial year, the Company employs 5 people, all of them are men.
There were reported 7 sick days out of 1300 days which results in 0.54%.

Board and executive management

The management of Circle K Terminal Group AS is the responsibility of the Company's Board of Directors and the Company's senior management. In accordance with Norwegian law, the Company's Board of Directors is responsible for, among other things, supervising the general and day-to-day management of the Company's business; ensuring proper organization; preparing plans and budgets for its activities; ensuring that the Company's activities, accounts, and asset management are subject to adequate controls; and undertaking investigations necessary to perform its duties.

Circle K Terminal Group AS has not taken out insurance to cover the board members in case of personal financial liability on behalf of the company or third parties.

The management of the Company is responsible for the preparation of the annual report. The annual report has been drawn up in accordance with the accounting records and gives a true and fair view of financial position of the Company. According to section 3-3 of the Norwegian Accounting Act, the Board confirms that the financial statements of the Company have been prepared based on the going-concern assumption and that it is appropriate to use this assumption.

Allocation of net profit

In FY 2024, Circle K Terminal Group AS recorded a profit of NOK 95,6 million. The Board of Directors proposes to pay out to Parent Company, Circle K AS, dividends received by Circle K Terminal Group AS subsidiaries in amount of NOK 67,8 million.

Subsequent events

As of the last day of the reporting year until the date of signing these financial statements, there have been no events requiring adjustments of or disclosure in the financial statements or note thereto.

Oslo, 30th October 2024
Board of directors

DocuSigned by: Kjetil Aamot
Kjetil Aamot
Chairman of the Board

DocuSigned by: Espen Rebbestad
624D3D149F79465...
Ivar Espen Fadum Rebbestad
Member of the Board

Signed by: Jerry Carlsson
B2DF2E1DB295453...
Jerry Mikael Carlsson
Member of the Board

DocuSigned by: Vegard Jørgensen
Vegard Jørgensen
CEO

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Circle K Terminal Group AS
Income statement

NOTE	OPERATING REVENUE AND OPERATING EXPENSES	01.05.2023.-30.04.2024	01.05.2022.-30.04.2023
2	Revenue	124 705 369	124 211 865
	Gross profit	**124 705 369**	**124 211 865**
3	Personell expenses	-12 043 434	-14 107 678
4	Administrative expenses	-17 135 328	-19 631 906
	Operating profit/(loss)	**95 526 607**	**90 472 281**
	FINANCIAL INCOME AND FINANCIAL EXPENSES		
5	Interest received from group companies	235 933	399 339
5	Interest paid to group companies	-115 661	-47 142
	Other financial income	0	3 079
	Other financial expenses	-36 152	21 240
	Financial items, net	**84 120**	**376 516**
	Profit/(loss) on ordinary activities before taxation	**95 610 727**	**90 848 797**
6	Tax on ordinary income	6 050	272 368
	Profit/(loss) on ordinary activities after taxation	**95 604 677**	**90 576 429**
	IMPACT OF CHANGES IN ACCOUNTING PRINCIPLES/CORRECTION OF ERRORS		
	Impact of changes in accounting principles/correction of errors, net	**0**	**0**
	PROFIT/(LOSS) FOR THE FINANCIAL YEAR	**95 604 677**	**90 576 429**
	ALLOCATION OF NET PROFIT/(LOSS) AND EQUITY TRANSFERS		
	Proposed dividend	67 774 504	0
7	Transferred from/to other equity	27 830 173	90 576 429
	Total allocations and equity transfers	95 604 677	90 576 429

Circle K Terminal Group AS
Balance sheet

NOTE	ASSETS	30.04.2024	30.04.2023
	Non-current assets		
	Intangible assets		
6	Deferred tax assets	2 283 804	2 289 854
	Total intangible assets	2 283 804	2 289 854
8	Investments in subsidiary companies	646 792 286	644 304 099
	Total non-current assets	**649 076 090**	**646 593 953**
	Current assets		
5	Trade and financial accounts receivable from related parties	73 720 067	10 427 601
	Other receivables	114 033	88 499
	Cash and cash equivalents	0	3 071
	Total current assets	**73 834 100**	**10 519 171**
	TOTAL ASSETS	**722 910 190**	**657 113 124**
	Shareholders equity		
7	Share capital	1 060 001	1 060 001
7	Share premium	587 691 349	587 691 349
	Total paid-in capital	588 751 350	588 751 350
7	Retained earnings	62 890 679	60 542 507
	Total retained earnings	62 890 679	60 542 507
	Total shareholders equity	**651 642 029**	**649 293 857**
	Liabilities		
	Trade and other payables	3 225 275	2 433 845
5	Trade and financial accounts payable to related parties/subsidiaries	67 075 435	4 652 964
6	Corporate income tax liabilities	1	1
	Other taxes and withholdings	915 164	732 457
	Other current liabilities	52 286	0
	Total current liabilities	71 268 161	7 819 267
	Total liabilities	**71 268 161**	**7 819 267**
	TOTAL SHAREHOLDERS EQUITY AND LIABILITIES	**722 910 190**	**657 113 124**

Oslo, 30.10.2024
Board of directors

Signed by:
Kjetil Aamot
2821A2A4B47A...
Kjetil Aamot
Chairman of the Board

DocuSigned by:
Espen Rebbestad
Ivar Espen Fadum Rebbestad
Member of the Board

Signed by:
Jerry Carlsson
B2DF2E1DB295453...
Jerry Mikael Carlsson
Member of the Board

DocuSigned by:
Vegard Jørgensen
C5345C42DF934A7...
Vegard Jørgensen
CEO

Circle K Terminal Group AS

Statement of cash flow

	Notes	01.05.2023.- 30.04.2024	01.05.2022.- 30.04.2023
Operating activities			
Profit/(loss) for the financial year		95 610 727	90 848 797
Adjustments to reconcile profit/(loss) before income tax to net cash flows from operating activities			
Dividends and group contribution from subsidiaries, not received / non-cash	7	-67 774 504	0
Cash flows from/(to) changes in working capital			
Trade and other receivables		-63 318 000	28 369 402
Trade and other payables		63 448 894	-415 423
Net cash flow provided by/(used in) operating activities		**27 967 116**	**118 802 777**
Investing activities			
Investments in subsidiaries	8	-2 488 187	-42 845 670
Cash flows provided by/(used in) investing activities		**-2 488 187**	**-42 845 670**
Financing activities			
Payment of dividend	7	-25 482 000	-76 346 438
Cash flows provided by/(used in) financing activities		**-25 482 000**	**-76 346 438**
Net increase/(decrease) in cash		-3 071	-389 330
Cash and cash equivalents at beginning of year		3 071	392 402
Cash and cash equivalents at 30th of April		**0**	**3 071**

Oslo, 30.10.2024
Board of directors

DocuSigned by:
Kjetil Aamot
2C72821A2A4B47A...

Kjetil Aamot
Chairman of the Board

DocuSigned by:
Espen Rebbestad
624D3D149F79465...

Ivar Espen Fadum Rebbestad
Member of the Board

Signed by:
Jerry Carlsson
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Vegard Jørgensen
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Vegard Jørgensen
CEO

Circle K Terminal Group AS

Notes to the Financial Statements, year ended 30 April 2024

General information

Circle K Terminal Group AS is incorporated and domiciled in Norway. The address of its registered office is Schweigaardsgate 16, N-0191 OSLO, Norway. Alimentation Couche-Tard Inc. is the ultimate parent company of Circle K Terminal Group AS, owning through its subsidiary Circle K AS 100 percent of the shares as at 30 April 2024.

Circle K Terminal Group AS and its subsidiaries ("Circle K Terminal Group") operate fuel terminals accross Europe. As a measure to improve transparency of our terminal business, strenghten commercial focus, give strategic flexibility and enhance focus on the core retail business, terminal operations in Europe were separated into a new Terminal Group in 2018. In 2020 decision was made to seperate Fuel transportation service business in seperate legal entities owned by Circle K Terminal Group AS, two new entities established in Sweden and Estonia for that purpose in FY21. Start of operations - July and September FY22. In FY23 Fuel transportation services were expanded in Norway and Poland by establishing new entities - start of operations from FY24.

Note 1 Significant accounting policies

Circle K Terminal Group AS has in accordance with the Norwegian Accounting Act of 1998 applied the exemption for preparing group financial statements. The consolidated statements of the ultimate parent corporation Alimentation Couche-Tard Inc. can be obtained from their website at www.couche-tard.com. Alimentation Couche-Tard Inc. is a Canadian corporation which is listed on the Toronto Stock Exchange. Alimentation Couche-Tard Inc. is located in Laval, Québec, Canada.

The annual accounts have been prepared in compliance with the Accounting Act and accounting principles generally accepted in Norway.

Valuation and classification of assets and liabilities

Assets intended for permanent ownership or use in the business are classified as non-current assets. Other assets are classified as current assets. Receivables due within one year are classified as current assets. The classification of current and non-current liabilities is based on the same criteria. Current assets are valued at the lower of historical cost and fair value.

Foreign currency

The functional currency and presentation currency of the company is Norwegian kroner (NOK).

In preparing the financial statements, transactions in foreign currencies are translated at the foreign exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the foreign exchange rate at the balance sheet date. Foreign exchange differences arising on translation are recognised in the statement of income as financial income or financial expenses. Non-monetary assets that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transactions.

Shares in subsidiaries and associates

Subsidiaries are all entities controlled by Circle K Terminal Group AS. Control exists when the Company has the power, directly or indirectly, to govern the financial and operational policies of an entity so as to obtain benefits from its activities. Subsidiaries are accounted for using the cost method, and are recognised at cost less impairment. An impairment loss is recognised if the impairment is not considered temporary, in accordance with generally accepted accounting principles.

Impairment losses are reversed if the reason for the impairment loss is not present in a later period. The cost price is increased when funds are added through capital increases or when group contributions are made to subsidiaries.

Dividends and group contributions to be received are recognised either as income or as a reduction of the investment in the subsidiary, at the reporting date of the financial year that the proposal of dividend and group contribution relates to.

To the extent that the dividend or group contribution relates to the distribution of results from the period Circle K Terminal Group AS has owned the subsidiary, it is recognised as financial income. Dividends or group contributions that are repayment of invested capital is recognised as a reduction of the investment in the subsidiary.

Receivables

Trade receivables and other receivables are carried at face value less an allowance for expected losses. An estimate is made for doubtful debts based on a review of all amounts outstanding at the balance sheet date.

Cash and cash equivalents

Cash and cash equivalents include cash and bank deposits or overdrafts.

Circle K Terminal Group AS is part of an internal bank agreement established to fund the Group's net working capital needs. Any balances related to this agreement are recognised in the statement of financial position as receivables from or liabilities to related parties. The cash flow analysis presented in the statement of cash flow is derived using the indirect method.

Pensions
The company has both defined contribution plans and defined benefit plans.
Defined contribution plans

The company has a defined contribution plan and pays fixed contributions to an insurance company. After the contribution has been made the company has no further commitment to pay contributions relating to employee service in the current and prior periods. When employee services are rendered, the company recognizes the contribution payable in exchange for that service as a liability after deducting any contribution already paid.
Prepaid contributions are reflected as an asset (pension fund) to the degree the contribution can be refunded or will reduce future payments.
AFP-plan in privat sector
The company participates in the AFP-plan in the private sector. The AFP-plan is a multi-employer defined benefit plan. The plan is for accounting purposes treated as a defined contribution plan, as the administrator of the scheme is not able to provide sufficient information in order to calculate and allocate the liability in a reliable manner.

Note 2 Revenues

Circle K Terminal Group AS derives its revenues primarily from allocation of headquarter costs to its subsidiaries. Revenues from the sale of intercompany services are recognised when the services are delivered.

Specification of revenue	01.05.2023.-30.04.2024	01.05.2022.-30.04.2023
Sale of intercompany services	-29 065 347	-34 601 101
Dividends received	-95 640 022	-89 610 764
Total	**-124 705 369**	**-124 211 865**

Note 3 Salaries and other personnel expenses

Average number of employees during the year	6	9

Payroll costs	01.05.2023.-30.04.2024	01.05.2022.-30.04.2023
Wages and salaries	8 743 023	9 922 827
Social security tax	1 309 495	1 584 388
Pension costs	757 983	1 478 859
Severance	656 472	-152 581
Other benefits	50 632	228 654
Travel costs	525 829	1 045 531
Total	**12 043 434**	**14 107 678**

Share-based payment
Members of the Executive Committee Europe (ECE) are included in a share-based incentive program in Alimentation Couche-Tard Inc. Circle K Terminal Group AS has no liability or cost related to this program with the exception of applicable social taxes.

Directors' remuneration

	Salaries, fees	Pensions	Other benefits
Managing Director/Chief Executive Officer	-	-	-
Board of Directors	-	-	-
Corporate Assembly	-	-	-

* The Board members are employed by Circle K AS or Alimentation Couche-Tard Inc. and do not receive any remuneration for their roles and responsibilities as members of the Board of Directors.

There are no loans or guarantees to Chief Executive Officer or Chair of the Board as of 30 April 2024.

Pension costs

The company is required to have an occupational pension plan in accordance with Norwegian legislation on occupational pensions ("lov om obligatorisk tjenestepensjon"). The company's pension plan meets the requirements of this legislation.

Defined contribution plan
The company has a defined contribution plan. The contribution for employee services rendered in the period is recognised as pension costs. Currently 2 employees have joined the "ekstrapensjon" plan.

Net pension costs	01.05.2023.-30.04.2024	01.05.2022.-30.04.2023
Pensions paid by the company	839 151	1 733 138
Change in recognised pension liability	(81 168)	(254 279)
Expenses relating to the private sector AFP plan		
Expenses relating to the funded defined benefit plan	-	-
Net pension costs	**757 983**	**1 503 053**

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Note 4 **Other administrative expenses**

	01.05.2023.-30.04.2024	01.05.2022.-30.04.2023
Audit fee	314 218	149 042
Corporate overhead expenses	14 630 254	16 914 685
IT Costs	82 369	79 000
Office expenses, maintenance and utilities	1 357 262	1 348 402
Office supplies	11 431	9 028
Other administrative costs	34 475	95 975
Other professional fees	705 320	1 035 774
Total	**17 135 328**	**19 631 906**

Research and development expenditures
The Company did not have any significant research & development expenditures in the period 01.05.2023 to 30.04.2024.

Note 5 **Related parties**

Purchase of services from subsidiaries and related parties of Circle K Terminal Group AS amounted to 14 399 686 NOK (NOK 18 151 527.50 in FY23).

Sales to subsidiaries and other related parties mainly relate to services and amounted to 29 073 911 NOK (NOK 35 173 679.79 in FY23).
Amount of dividends received from subsidiaries in FY24 resulted in NOK 27 865 518 (NOK 89 610 763.85 in FY23). Dividends paid to parent company in FY24 - 25 482 000 NOK.
Dividends for FY24 from subsidiaries received in FY25 in amount 67 774 504 MNOK, which will be paid out to CK AS (parent company) in FY25.

The table below presents net financial expenses to related parties included in financial income and financial expenses in the statement of income. Included in financial expenses are interest expenses related to internal bank credit facility. Financial income relates to interest income on positive Internal bank account balances.

	01.05.2023.-30.04.2024	01.05.2022.-30.04.2023
Financial income related parties	235 933	399 339
Financial expenses related parties	-115 661	-47 142
Foreign exchange rate change losses	6 623	2 325
Penalty expenses		
Net financial income/(expenses) related parties	**126 895**	**354 523**

Receivables from, and payables to, related parties are included in separate captions in the statement of financial position. The table below presents the related party balances at year-end.

	30.04.2024	30.04.2023
Trade and financial accounts receivable from subsidiaries	1 437 828	569 795
Trade and financial accounts receivable from related parties	-253 408	518 306
Financial accounts receivable from the Group's cashpool	4 761 144	9 319 233
Dividend receivables	67 774 504	-
Total Trade and financial accounts receivable from related parties at year end	**73 720 067**	**10 407 334**

	30.04.2024	30.04.2023
Trade and financial accounts payable to related parties	-1 413 701	2 994 879
Trade and financial accounts payable to subsidiaries (includes overdraft)	714 631	1 658 085
Dividends payable	67 774 504	-
Total Trade and financial accounts payable to related parties at year end	**67 075 435**	**4 652 964**

Circle K Terminal Group AS is part of an internal bank agreement established to fund the Group's net intra-month working capital needs. The cash pool is managed by a subsidiary of Circle K AS, and any balances related to this agreement are recognised as related party balances in the statement of financial position.

Note 6 **Income tax**

Income tax expense	**01.05.2023.-30.04.2024**	**01.05.2022.-30.04.2023**

The tax is calculated on the basis of the profit for the year before tax and is divided into payable and deferred tax.
Deferred tax arises as a result of differences between tax and accounting values.

Profit before taxes	95 610 727	90 848 797
Permanent differences	56 794	-
Dividends, not assessable for income tax	-95 640 022	-89 610 764
Change in temporary differences	52 286	-
Use of loss going forward	-79 785	-1 238 033
Basis for tax payable	-	-
Group contribution	-	-
Taxable income	-	-

Current tax payable	-	-
Change in deferred tax in the balance sheet	6 050	272 368
Income tax expense	6 050	272 368

Profit before taxes	95 610 727	90 848 797
	22%	22%
Calculated tax costs	21 034 360	19 986 735
Tax on other permanent differences	12 495	-
Tax on dividends, not assessable for income tax	-21 040 805	-19 714 367
Total	6 050	272 368
Effective tax rate	0.01%	0.30%

Significant components of deferred tax assets and liabilities	**30.04.2024**	**30.04.2023**
Tax losses	5 125 223	5 205 008
Denied interests	5 203 422	5 203 422
Accruals	52 286	-
Sum	10 380 931	10 408 430
Deferred tax asset as at 30 April	2 283 804	2 289 854

Positive differences are offset against negative ones, as it is likely that deferred tax assets can be utilized.

Note 7 **Equity**

This year's change in equity:	**Share capital**	**Share premium**	**Other paid-in equity**	**Retained earnings**	**Total equity**
Equity at 30th of April 2023	1 060 001	587 691 349	-	60 542 507	649 293 857
Capital injection					-
Profit/(loss) of the year				95 604 677	95 604 677
Dividend				(93 256 504)	(93 256 504)
Equity at 30th of April 2024	1 060 001	587 691 349	-	62 890 679	651 642 029

As at 30 April 2024 the subscribed and fully paid capital consists of 1 060 001 ordinary shares with a nominal value of 1 NOK each. The sole shareholder of the Company is its parent company Circle K AS.

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Note 8 **Investments in subsidiaries**

Circle K Terminal Group AS has 9 directly and wholly-owned subsidiaries.

The table below presents the subsidiaries and associated companies of Circle K Terminal Group AS as at 30 April 2024 (latest available financial information).

Company	Registered office	Country of residence	Ownership interest / Voting power	Investment book value	Equity, 30.04.2024	Profit or loss, 01.05.2023.- 30.04.2024.
Circle K Terminal Norway AS	Oslo	Norway	100%	196 994 713	325 496 000	(12 918 000)
Circle K Terminal Sweden AB	Stockholm	Sweden	100%	171 414 722	219 538 041	53 315 778
Circle K Terminal and Transport Latv	Riga	Latvia	100%	65 785 368	93 952 466	10 660 568
Circle K Terminal Denmark ApS	Kopenhagen	Denmark	100%	151 144 510	220 273 244	13 957 868
Circle K Terminal Lietuva UAB	Vilnius	Lithuania	100%	11 556 637	37 511 751	4 199 181
Circle K Transport Sweden AB	Stockholm	Sweden	100%	4 181 194	5 440 550	480 522
Circle K Transport Eesti OÜ	Tallin	Estonia	100%	381 285	596 776	390 119
Circle K Transport Polska	Warsaw	Poland	100%	5 313 857	4 880 875	(1 002 272)
Circle K Transport AS	Oslo	Norway	100%	40 020 000	40 019 000	4 646 000

Note 9 **Withholding tax guarantee**

Circle K Terminal Group AS has outstanding guarantee in amount of 2 000 000 NOK (Oslo Kemnerkontor) effective from 23.08.2021.


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Annual Report
2024
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Company Highlights

OUR PEOPLE

NORTH AMERICA	~99,000
EUROPE AND OTHER REGIONS	~50,000
TOTAL	~149,000

OUR SITES

UNITED STATES	7,131	EUROPE AND OTHER REGIONS	5,272
CANADA	2,142	INTERNATIONAL LICENSEES	2,195

Financial Highlights

2024	US	EUROPE AND OTHER REGIONS	CANADA
Growth of (decrease in) Same-Store Merchandise Revenues[1]	(0.1%)[2]	0.1%[3,4]	0.9%[2]
Growth of (decrease in) Same-Store Road Transportation Fuel Volumes[1,2]	(0.8%)	(1.5%)[4]	1.6%

	2024	2023	Change
Merchandise and Service Revenues	$17,535.9	$17,283.4	+$252.5 +1.5%
Merchandise and Service Gross Profit[3]	$6,105.4	$5,939.4	+$166.0 +2.8%
Road Transportation Fuel Revenues	$51,023.2	$53,412.4	($2,389.2) (4.5%)
Road Transportation Fuel Gross Profit[3]	$5,816.9	$5,956.6	($139.7) (2.3%)
EBITDA[3,6]	$5,596.1	$5,761.7	($165.6) (2.9%)
Diluted net earnings per share	$2.82	$3.06	($0.24) (7.8%)
Net earnings attributable to shareholders of the Corporation	$2,729.7	$3,090.9	($361.2) (11.7%)
Free Cash Flow[3]	$1,707.6	$2,377.8	($670.2) (28.2%)

Return on Capital Employed[3]		Return on Equity[3]		Leverage Ratio[3]	
2024	**13.3%**	**2024**	**21.2%**	**2024**	**2.21**
2023[5]	17.5%	**2023[5]**	24.7%	**2023[5]**	1.50

All dollar figures are in USD millions, except per share amounts.

1 Presented on a comparable basis of 52 weeks.

2 For company-operated stores only.

3 Please refer to the "Non-IFRS Accounting Standards Measures and Forward-Looking Statements" section of this Annual Report for additional information on performance measures not defined by IFRS® Accounting Standards.

4 Growth of (decrease in) same-store merchandise revenues and growth of (decrease in) same-store road transportation fuel volumes for Europe and other regions do not include results from the acquisition of certain European retail assets from TotalEnergies SE.

5 The information as at April 30, 2023, has been adjusted based on our final estimates of the fair value of assets acquired and liabilities assumed for True Blue Car Wash LLC and Big Red Stores acquisitions.

6 EBITDA refers to Earnings before interest, taxes, depreciation, amortization and impairment.

Our Mission, Vision, and Values

Our Mission

To make our customers' lives a little easier every day.

Our Vision

To become the world's preferred destination for convenience and mobility.

Values we live by

One Team

We work together to make it easier for our customers and colleagues. We stay humble and celebrate shared successes. We have fun and care for each other.

Do the Right Thing

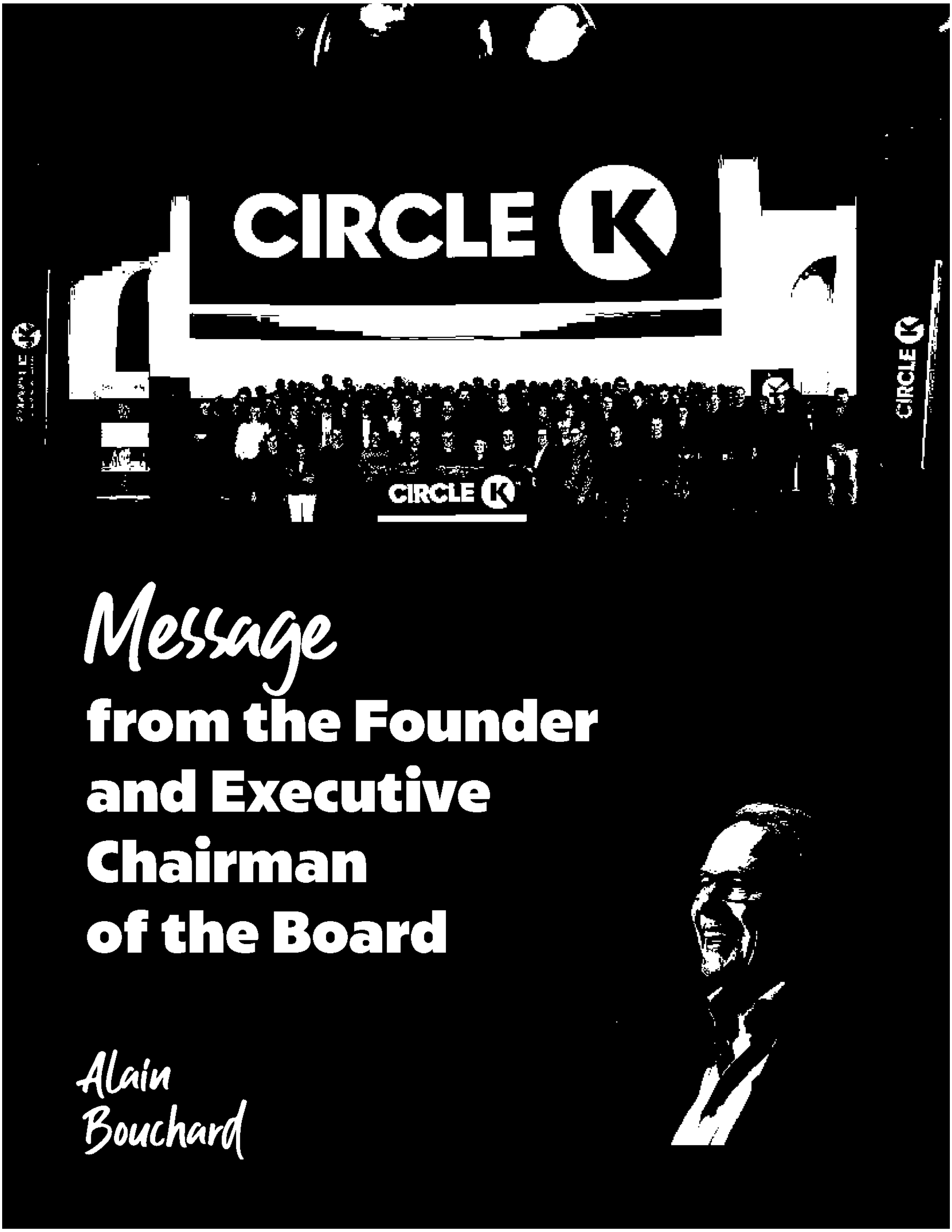
We act with honesty & integrity. We are inclusive: we treat each other, our customers, and our suppliers with respect. We strive towards a cleaner, safer, equitable workplace and planet.

Take Ownership

We treat the business as our own. We seek out problems, act quickly to solve them, and deliver better results. We take responsibility, and when we make mistakes, we learn from them.

Play to Win

We challenge ourselves to play offense, not defense, which means we need to be quick and innovative. We show up every day ready and committed to make an impact using our talents and hard work.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Message
from the Founder
and Executive
Chairman
of the Board
Alain
Bouchard

As I write this annual letter, I am reflecting on the incredible milestones that we achieved this year. From a company that started with modest beginnings of a single store, this year we reached more than 16,700 locations and 149,000 team members in 31 countries. We celebrated 20 years since we acquired Circle K and began the journey of establishing a truly global brand. And we also launched a new five-year strategy after successfully completing our *Double Again* ambition.

All of this has been beyond my wildest dreams when I opened that first location in Laval, Canada. Believe me, I am beaming with pride! Perhaps what I am most proud of is how we continue to balance our growth ambitions with staying true to our humble mission of making our customers' lives a little easier every day. From day one, we have always put our customers and people first. It is fundamental to our winning culture and how we will play to win in the future.

Our growth in Europe is a clear standout achievement of the year as we almost doubled our size in the region and welcomed thousands of new team members. After visiting those new countries, I have no doubt that this acquisition will be another great success story. How can I be so sure? I saw first hand how the team members fit into our family: they know their customers, care about their people, and live by our values. That has been the secret to our success in the past, and I am confident it will be so in the decades ahead.

Our new *10 for the Win* strategy is another milestone of the year. The strategy has strong financial goals that will bring real value to our business and shareholders. I am especially proud of how it is centered on winning the customer, innovating for the future, engaging our people and being a responsible retailer in our communities. It is one of the things I love most about this company – we are a big business that lives by its value of doing the right thing.

We had an encore highlight this year that will never get old. For the third straight year, we have been recognized as an exceptional workplace by Gallup -- one of the very few companies of our size and scale to win this award. Sustainability also continues to be a lens to the business and is engrained in the new strategy. We fully understand that as a responsible retailer, we are in a position to contribute to a cleaner, safer, and more inclusive future, and we are committed to doing so.

As we start a new fiscal year, we are ready to make another milestone with the appointment of our Chief Operating Officer Alex Miller as our next President and CEO. Couche-Tard has only had two CEOs during its almost 45-year history, and we take this appointment very seriously. Brian Hannasch leaves a big legacy after his highly successful 10-year tenure, and it was important to us that our next CEO comes from within the business and fully embraces our values, culture, and growth-oriented mind set. For those reasons, we have the utmost confidence that Alex is the best person to be our next leader, and we are truly excited to grow together in the years ahead.

Message from the President and CEO

Brian Hannasch

In a year of widespread economic challenges, I am truly pleased with our progress as we put our customers and people at the forefront of our operations, drove strategic growth across the network, and lived by our values. I am especially proud of our team members for their relentless focus on providing compelling value and ease to our customers, both inside our stores and on our forecourts.

We worked hard to prepare our business for the future as we launched our *10 for the Win* strategy and laid the groundwork for simpler, faster, and more efficient ways of working together to better serve our customers. We set ambitious goals from financial performance to winning in food, thirst, fuel, and network expansion and pushed ourselves to be a better employer and a more responsible retailer.

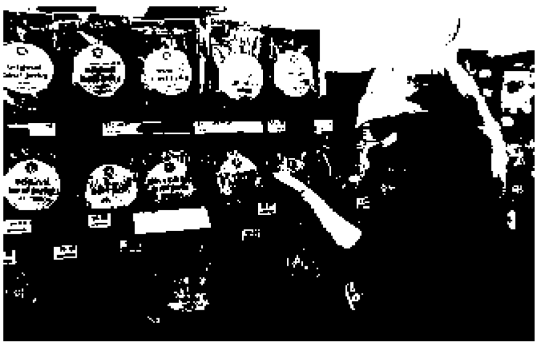
No doubt, in the back half of this year, we faced near term economic headwinds, especially in the U.S. with our more cash-strapped consumers. However, we believe this trend is transitory, and we feel very good about our extremely diversified business and its proven resilience.

Value and ease

As many consumers continue to feel a strain on their wallets, we have looked for the best ways to provide them with value and ease. Our most significant initiative has been the roll-out of our *Inner Circle* loyalty program this year in the U.S. and the advancement of our Extra loyalty program in Europe. *Inner Circle* is a free membership program with fuel and food rewards and much more, while also providing new personalized experiences to our most valuable customers. The program is now in over 4,000 stores, 30 states, and has over six million fully enrolled customers. *Inner Circle* is an important tool in helping us provide consistent and high visibility value both inside our stores and at our forecourt, and we are excited that our loyalty members are visiting our locations more frequently.

Over the year, we held fuel promotional events at thousands of stations across the network, which offered immediate discounts at the pump as well as fuel cards to use on future visits. These events are bringing increased awareness to the fuel brand, impactful savings to our customers, and driving traffic to our locations. In August, we held our first ever global Couche-Tard / Circle K Day, which started in Hong Kong, moved across Europe and North America, and finished in California bringing millions of new and returning visitors to our stores.

Many of our customers are also turning to our private label products to stretch their available cash. We have substantially expanded our portfolio in recent years with products ranging from private label wine to chocolate, chips, proprietary beverages, and much more, all at attractive price points and high quality. The value for our customers is compounded by limited time offers and bundle deals.



Strategic Roadmap

While our day-to-day focus is always on making our customers' lives a litter easier, we are also planning for the future as we look to generate more value for our shareholders, simplify work for our team members, and most of all, create a better experience in convenience and mobility for our customers.

This year, we started our five-year strategy, *10 For the Win*, which has the financial ambition to grow the business to $10 billion EBITDA[1]. Importantly, *10 for the Win* is not a radical new approach, but rather a framework for continuous improvement of our business and operations with its main pillars building upon our key differentiating strengths.

Fundamental to this new strategy is developing better ways of working together and taking advantage of our global scale and evolving technology. We are enhancing our operating model to reduce duplication, unlock value, and increase speed. We are also looking to improve our tools and processes, including implementing solutions that decrease administrative hours, provide 24-hour customer support, and add automation to make it simpler for our teams and allow them to focus more on our customers.

We are also increasing efficiency as part of our *Fit to Serve* initiative. Here, our commitment to disciplined operational cost control has already led to a strong reduction in normalized expenses[2] and we are performing notably better than the weighted average of inflation impacting our business operations. This underscores our commitment to financial prudence and operational excellence, even amidst ongoing economic pressures.

Most Trusted Brand

Our aspiration to be the most trusted brand in convenience and mobility guides the *10 for the Win* strategy, and our goalposts are clear: winning the customer, winning offer, and winning fuel. As we work to become better food operators, we are committed to creating a best-in-class food offer at our locations. We now have *Fresh Food, Fast* at more than 5,800 locations globally, and our teams are focused on improving profitability and sales by optimizing our supply chain and ensuring availability and in-stock. This includes rolling out new forecast production tools in the U.S. that are leveraging AI to determine demand more accurately. Sampling also increased globally, driving immediate sales benefit, and we continue to introduce new, popular products that target local tastes.

Quenching thirst is the main reason customers visit inside our stores, and we strive to be the number one thirst stop across our markets. We are focused on the growth of our beverage category by offering great assortment, innovation, and value in both packaged and dispensed beverages at affordable price points. We are also increasing our exclusive beverage deals and promotions with our vendors and sponsors, driving excitement and traffic to our locations.

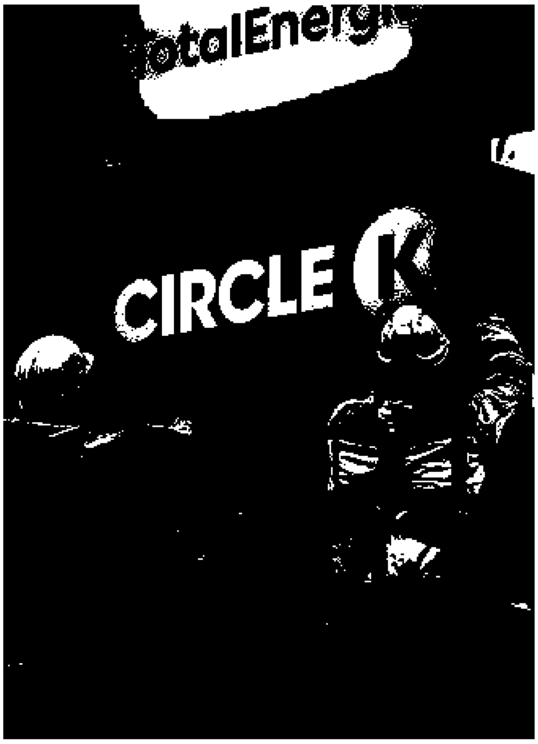
We are pleased with the performance of our fuel business, in terms of both volumes and margins, as we continue to build value for our customers and business through the optimization of our fuel supply chains globally. The partnership with Musket and our trading capability in Geneva empower us to explore new and lower cost sourcing options while ensuring we maintain supply across our network. Our B2B work continues with solid growth in Europe, and it is beginning to take a foothold in the U.S as new initiatives and strategic relationships start to bring in business and fleet customers. Our network of truck accessible sites is growing as we expand our offer of high-speed diesel and relevant services for the long- and short-haul truck drivers.

Our EV fast-charging network in Europe now consists of more than 2,600 charge points including nearly 55 charging points for heavy trucks in Scandinavia. We are seeing marked increases in charging transactions on our Circle K branded chargers driven by network expansion, improved payment options, and station upgrades. We are also moving forward with our deployment of EV chargers in North America.

Winning Growth

We have had significant network growth this year as we welcomed four new countries in Europe from TotalEnergies, about 22,000 team members, and nearly 2,200 sites into the Couche-Tard family. We have a strong track record of successful integrations and realization of synergies, and we are pleased with how the transition is progressing. We have identified local leadership, rebranded several stores to Circle K, and are working closely with our new, engaged teams. With this acquisition, we have an ambition to unlock synergies of approximately $187 million[3] over five years and have a clear and well-structured realization plan in place.

We are also advancing nicely on the integration of the 112 MAPCO sites, and with our customary financial discipline and decentralized structure, we are ready to take on future acquisitions at the right price and fit. On the organic front, we are advancing on our stated goal of building 500 stores, including opening nearly 85 in North America this year with many more in the pipeline.



Customer-centric teams

We are determined to have store operations that are fast, friendly, and in-stock, and we know that customer-centric teams are critical to our success. Improving retention and lowering turnover is essential here, and we are making notable progress by investing in our store team members in areas they care about, including compensation, benefits, and engagement. We have improved and expanded our onboarding and training programs, both in person and gamified. We are also helping store team members with new scheduling tools and programs to simplify their workload and make it easier to operate our stores and focus on our customers.

For the third year in a row, we have been recognized as a Gallup Exceptional Workplace, which is a testament to our highly engaged customer-centric teams. There is nothing more important to us than protecting and promoting our special culture, and we are humbled that in a demanding year, our team members continue to feel heard, valued, and respected at work.

Responsible Retailer

As a responsible retailer, sustainability continues to be a lens through which we conduct our business. Here, we remain disciplined and transparent in our approach as we navigate turbulent global conditions. We are steadfast in our commitment and are proud of our progress within our Planet, People, and Prosperity framework. You can read all about our sustainability work in our 2024 report.

Road Ahead

In closing, this certainly has been a challenging year, especially in its closing months, with persistent inflation and continuing economic pressures on consumers. Yet, our focus consistently remained on providing everyday value and ease for our customers and leveraging the competitive advantages of our global scale and diversified business to grow market share and drive long-term growth.

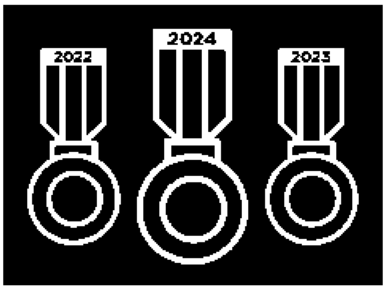
As I come to the end of my tenth year as Couche-Tard's President and CEO, I have made the decision to retire from the position, effective this September. It has been the honor of a lifetime to lead this amazing company, and I am so proud of the value that we have created together as well as the commitment and passion of our team members to serving our customers and communities. I know Couche-Tard will be in strong hands with Alex Miller as its next President and CEO as he has been one of my closest business partners for well over a decade, he deeply shares our One Team culture, and he will be supported by our exceptional executive leadership team. I also want to thank Alain Bouchard and our Board of Directors, customers, team members, and shareholders for your enduring support and for giving me the opportunity to lead this great business. For that and much more, you have my lasting and sincere gratitude.

[1] Please refer to the "Non-IFRS Accounting Standards Measures and Forward-Looking Statements" section of this Annual Report for additional information on performance measures not defined by IFRS Accounting Standards. More specifically, this measure should be read in conjunction with the "EBITDA ambition for fiscal 2028" section, which represents a Non-IFRS Accounting Standards measure that is forward-looking information.

[2] Please refer to the "Non-IFRS Accounting Standards Measures" section of the 2024 Management Discussion and Analysis for additional information on performance measures not defined by IFRS Accounting Standards.

[3] Expected synergies represent forward-looking information and are destined to illustrate additional benefits expected to stem from these transactions. They might not be suitable for other needs. For additional information, please refer to the "Non-IFRS Accounting Standards Measure and Forward-Looking Statements" section of this Annual Report.

Highlights of the year

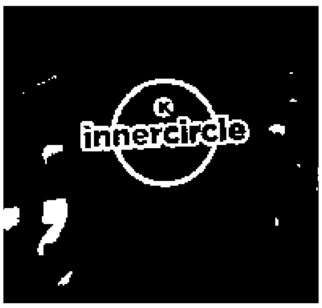


Gallup Recognition Times Three
Proudly recognized for third straight year as an Exceptional Workplace for our highly engaged teams, and one of only 60 companies to win global award.

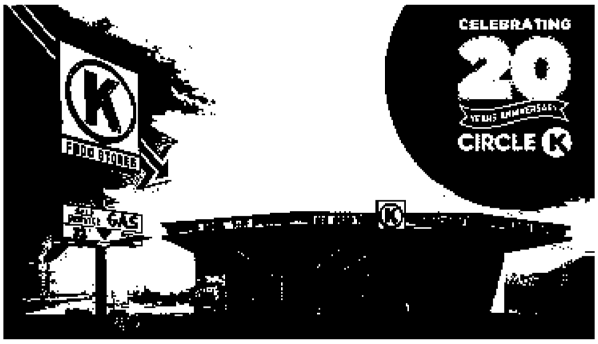
10 for the Win Strategy
Five-year strategy launched with ambitious financial goals, growth, and optimization plans and aspiration to be the most trusted brand in convenience and mobility.

Global Couche-Tard/Circle K Day
24-hour event rallying teams from Hong Kong to Europe and across North America offering significant fuel and food discounts to millions of customers.

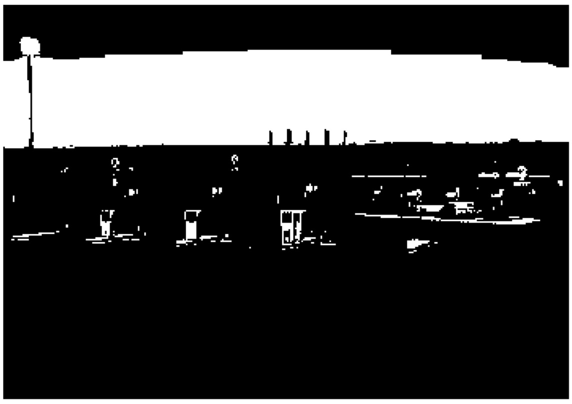
Game-changing European Growth
Welcomed nearly 22,000 team members, 2,200 stores, and 4 new countries, almost doubling size in Europe with early progress on integration and rebranding.



Inner Circle Launch
Free membership program rolled out in over 30 U.S. states with compelling convenience and fuel rewards and differentiated personalized experiences for loyalty customers.



20th Anniversary with Circle K
Celebrated two decades since acquisition of Circle K, a regional U.S. chain, accelerating journey to become a global brand leader in convenience and mobility.



Silver Award for Swedish Station
Flagship location in Gothenburg, Sweden, recognized as one of ten Best EV Hubs in World due to fantastic high-speed charging experience and convenience offers.

1 Million Meals Milestone
Too Good To Go global partnership provided over 1 million meals of surplus food at affordable prices, minimizing spoilage and reducing 2,000 tons of CO_2 emissions.

HACR
HISPANIC ASSOCIATION ON CORPORATE RESPONSIBILITY

Inaugural Class Hispanic Development Program
New partnership with Hispanic Association of Corporate Responsibility (HACR) amplifies D&I efforts in developing our Hispanic talent in U.S.

Award-winning Analyst and Investor Conference
Highly successful one-day event in Arizona with unveiling of 10 for the Win strategy and visits to stores and new tunnel car wash business.

10 for the Win *Strategy*

Our North Star

To be the most trusted brand in convenience and mobility

Our Lighthouses

Winning the Customer
Winning Fuel
Winning Offer
Winning Growth

The Foundation

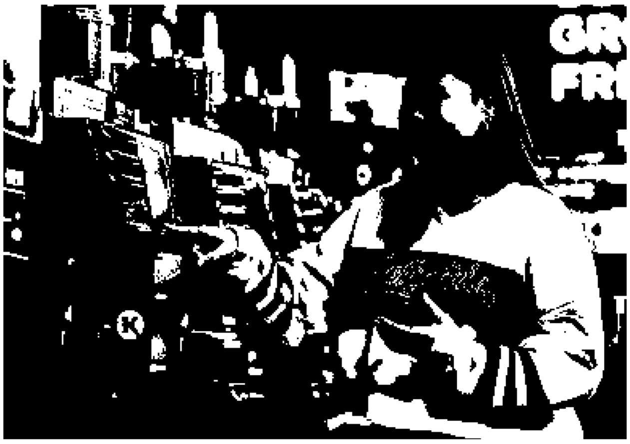
Customer-centric team
Fit to serve
Responsible Retailer
Fortified Fundamentals

The Lighthouses Guiding Our Growth

Winning Offer	Winning Fuel	Winning the Customer	Winning Growth
Win in Food	B2C value proposition	Build fans through loyalty	NTIs, R&R, RELO
Own Thirst	B2B value proposition	Digital experience	M&A
Private Brands	Fuel supply chain	Operation First	TotalEnergies
			E-mobility

The Foundation

Customer-centric team	Responsible Retailer	Fit to Serve	Fortified Fundamentals



Non-IFRS Accounting Standards Measures and Forward-Looking Statements

Non-IFRS Accounting Standards Measures

To provide more information for evaluating the Corporation's performance, the financial information included in our presentation contains certain data that are not performance measures under IFRS® Accounting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards"), which are also calculated on an adjusted basis to exclude specific items. Those performance measures are called "Non-IFRS Accounting Standards measures". We believe that providing those Non-IFRS Accounting Standards measures is useful to management, investors, and analysts, as they provide additional information to measure the performance and financial position of the Corporation.

The following Non-IFRS Accounting Standards financial measures are used in our financial disclosures:

- Gross profit;
- Earnings before interest, taxes, depreciation, amortization and impairment ("EBITDA") and adjusted EBITDA;
- Free cash flow, including Net capex and Other items;
- Interest-bearing debt and net interest-bearing debt.

The following Non-IFRS Accounting Standards ratios are used in our financial disclosures:

- Growth of (decrease in) same-store merchandise revenues for Europe and other regions;
- Leverage ratio;
- Return on capital employed and return on equity.

Non-IFRS Accounting Standards financial measures and ratios are mainly derived from the consolidated financial statements but do not have standardized meanings prescribed by IFRS Accounting Standards. These Non-IFRS Accounting Standards measures should not be considered in isolation or as a substitute for financial measures prepared in accordance with IFRS Accounting Standards. In addition, our definitions of Non-IFRS Accounting Standards measures may differ from those of other public corporations. Any such modification or reformulation may be significant. These measures are also adjusted for the pro forma impact of our acquisitions and impacts of new accounting standards if they are considered to be material.

Growth of (decrease in) same-store merchandise revenues for Europe and other regions. Same-store merchandise revenues represent cumulative merchandise revenues between the current period and comparative period for those stores that were open for at least 23 days out of every 28-day period included in the reported periods. Merchandise revenues are defined as Merchandise and service revenues excluding service revenues. For Europe and other regions, the growth of (decrease in) same-store merchandise revenues is calculated based on constant currencies using the respective current period average exchange rate for both the current and corresponding period. In Europe and other regions, same-store merchandise revenues include same-store revenues from company-operated stores, as well as CODO and DODO stores which are not included in our consolidated results. This measure is considered useful for evaluating our ability to generate organic growth on a comparable basis in our overall European and other regions store network.

The table below reconcile Merchandise and service revenues, as per IFRS Accounting Standards, to same-store merchandise revenues for Europe and other regions and the resulting percentage of growth (decrease):

	52-week period ended	53-week period ended
(in millions of US dollars, unless otherwise noted)	**April 28, 2024**	**April 30, 2023**
Merchandise and service revenues for Europe and other regions	**2,750.3**	**2,386.7**
Adjusted for:		
Service revenues	**(277.3)**	**(200.5)**
Net foreign exchange impact	**—**	**39.8**
Merchandise revenues not meeting the definition of same-store	**(313.9)**	**(51.6)**
Same-store merchandise revenues from stores not included in our consolidated results, including the impact of store conversions	**324.6**	**308.0**
Total Same-store merchandise revenues for Europe and other regions	**2,483.7**	**2,482.4**
Growth of same-store merchandise revenues for Europe and other regions	**0.1%**	

Same-store merchandise revenues for Europe and other regions are presented on a comparable basis of 52 weeks for April 28, 2024 and for April 30, 2023.

Gross profit. Gross profit consists of revenues less the cost of sales, excluding depreciation, amortization and impairment. This measure is considered useful for evaluating the underlying performance of our operations.

The table below reconciles revenues and cost of sales, excluding depreciation, amortization and impairment, as per IFRS Accounting Standards, to gross profit:

	52-week period ended	53-week period ended
(in millions of US dollars)	**April 28, 2024**	April 30, 2023
Revenues	**69,263.5**	71,856.7
Cost of sales, excluding depreciation, amortization and impairment	**57,165.6**	59,804.6
Gross profit	**12,097.9**	12,052.1

Please note that the same reconciliation applies in the determination of gross profit by category and by geography presented in the section "Summary Analysis of Consolidated Results for Fiscal 2024" of our Management Discussion & Analysis for the 52-week period ended April 28, 2024 available on SEDAR+ at www.sedarplus.ca.

Earnings before interest, taxes, depreciation, amortization and impairment ("EBITDA") and adjusted EBITDA. EBITDA represents net earnings plus income taxes, net financial expenses, and depreciation, amortization and impairment. Adjusted EBITDA represents the EBITDA adjusted for acquisition costs, the impact from changes in accounting policies and adoption of accounting standards, as well as other specific items for which the impact on consolidated results is not deemed indicative of future trends. These performance measures are considered useful to facilitate the evaluation of our ongoing operations and our ability to generate cash flows to fund our cash requirements, including our capital expenditures program, share repurchases, and payment of dividends.

The table below reconciles net earnings, as per IFRS Accounting Standards, to EBITDA and adjusted EBITDA:

(in millions of US dollars)	**52-week period ended April 28, 2024**	53-week period ended April 30, 2023
Net earnings	**2,732.2**	3,090.9
Add:		
Income taxes	**715.9**	838.2
Net financial expenses	**387.9**	306.7
Depreciation, amortization and impairment	**1,760.1**	1,525.9
EBITDA	**5,596.1**	5,761.7
Adjusted for:		
Acquisition costs	**18.1**	13.7
Adjusted EBITDA	**5,614.2**	5,775.4

Earnings before interest, taxes, depreciation, amortization and impairment ("EBITDA") ambition for fiscal 2028. The table below reconciles EBITDA for the 53-week period ended April 30, 2023, for which the calculation methodology is described in another table of the section, to the EBITDA ambition for fiscal 2028. Every mention of the EBITDA ambition for fiscal 2028 in this Annual Report should be read in conjunction with this table. EBITDA ambition for fiscal 2028 represents a Non-IFRS Accounting Standards measure that is forward-looking information, please refer to the "Forward-Looking Statements" section of this Annual Report for additional information.

(in millions of US dollars)	
EBITDA for the 53-week period ended April 30, 2023	**5,761.7**
Add: Impact of initiatives	
Winning offer	
Win in food	**150.0**
Own thirst	**250.0**
Private brands	**120.0**
Winning Fuel	**450.0**
Winning the customer	
Build fans through loyalty	**200.0**
Other initiatives	**70.0**
Winning growth	
New to industry, Raze and rebuild and relocations	**400.0**
New mergers and acquisitions opportunities	**1,100.0**
Acquisition of certain retail assets from TotalEnergies SE	**700.0**
Fit to serve	**800.0**
EBITDA ambition for fiscal 2028	**10,001.7**

The multi-year strategic plan's initiatives are described as follows:

- **Winning Offer**: Focuses on optimizing and enhancing food service, beverage selection, and private label offerings to drive customer attraction and retention through improved product quality and variety. This strategic focus is designed to increase store traffic and uplift in-store spending.
- **Winning Fuel**: Aims to refine the fuel supply chain and optimize both Business-to-Consumer and Business-to-Business fuel offerings. By improving efficiency and leveraging scale in fuel procurement and sales, Couche-Tard anticipates increased stability in fuel margins and growth in fuel volume market share.
- **Winning the Customer**: Centers on building customer loyalty through enhanced digital experiences and tailored customer service. This focus aims to enhance customer engagement and satisfaction, driving repeat business and higher spending per visit.
- **Winning Growth**: Involves strategic initiatives such as network expansion through new site developments and M&A activities. This lighthouse is aimed at expanding market reach and operational scale.
- **The Foundation, which includes Fit to Serve**: Supports all other initiatives by focusing on operational agility and efficiency across the organization. Key components include automation, data analytics, supply chain optimization, and fostering a strong corporate culture.

Free cash flow, including Net capex and Other items. Free cash flow consists of EBITDA minus i) Purchase of property and equipment, intangible assets and other assets ("Capex") net of Proceeds from disposal of property and equipment and other assets (together "Net Capex") and ii) Interest paid, Principal elements of lease payments, Income taxes paid net and Cash dividends paid, net of Interest and dividends received (together "Other items"). This measure is considered useful to management, investors and analysts as it demonstrates our efficiency at generating cash.

The table below reconciles EBITDA, for which the calculation methodology is described in "Earnings before interest, taxes, depreciation, amortization and impairment ("EBITDA") and adjusted EBITDA" of this section, to free cash flow:

(in millions of US dollars)	**52-week period ended April 28, 2024**	53-week period ended April 30, 2023
EBITDA	**5,596.1**	5,761.7
Less:		
Purchase of property and equipment, intangible assets and other assets ("Capex")	**1,943.1**	1,803.8
Less: Proceeds from disposal of property and equipment and other assets	**87.1**	262.1
Net Capex	**1,856.0**	1,541.7
Less:		
Interest paid	**491.3**	353.6
Principal elements of lease payments	**478.9**	438.9
Income taxes paid, net	**770.7**	794.5
Cash dividends paid	**453.0**	377.7
Less: Interest and dividends received	**161.4**	122.5
Other items	**2,032.5**	1,842.2
Free cash flow	**1,707.6**	2,377.8

Interest-bearing debt and net interest-bearing debt. Interest bearing-debt is the sum of the following balance sheet accounts: Short-term debt and current portion of long-term debt, Long-term debt, Current portion of lease liabilities and Lease liabilities. Net interest-bearing debt corresponds to the previous measure minus Cash and cash equivalents. Both measures are considered useful to facilitate the understanding of our financial position in relation with financing obligations.

The table below presents the calculation of these measures:

(in millions of US dollars)	**As at April 28, 2024**	As at April 30, 2023[1]
Short-term debt and current portion of long-term debt	**1,066.8**	0.7
Current portion of lease liabilities	**503.6**	438.1
Long-term debt	**9,226.5**	5,888.3
Lease liabilities	**3,674.8**	3,146.5
Interest-bearing debt	**14,471.7**	9,473.6
Less: Cash and cash equivalents	**(1,309.0)**	(834.2)
Net interest-bearing debt	**13,162.7**	8,639.4

Leverage ratio. This measure represents a measure of financial condition considered useful to assess our financial leverage and our ability to cover our net financing obligations in relation to our adjusted EBITDA and pro forma impact of the acquisition of certain European retail assets from TotalEnergies SE for the 52-week period ended April 28, 2024.

The table below reconciles net interest-bearing debt and adjusted EBITDA, for which the calculation methodologies are described in other tables of this section, as well as the pro forma impact of the acquisition of certain European retail assets from TotalEnergies SE, with the leverage ratio:

(in millions of US dollars, except ratio data)	**52-week period ended April 28, 2024**	53-week period ended April 30, 2023[1]
Net interest-bearing debt	**13,162.7**	8,639.4
Adjusted EBITDA	**5,614.2**	5,775.4
Pro forma adjustments(1)	**328.7**	—
Adjusted EBITDA and pro forma adjustments	**5,942.9**	5,775.4
Leverage ratio	**2.21 : 1**	1.50 : 1

(1) Represents the pre-acquisition EBITDA estimate of the European retail assets acquired from TotalEnergies SE from May 1, 2023 to the acquisition date, as well as the estimated impact of synergies stemming from the transaction for the same period. EBITDA used in determining this adjustment is derived from unaudited financial information. Please refer to the "Forward-Looking Statements" section for additional information on expected synergies.

[1] The information as at April 30, 2023, has been adjusted based on our final estimates of the fair value of assets acquired and liabilities assumed for True Blue Car Wash LLC and Big Red Stores acquisitions.

Return on capital employed. This measure is considered useful as it provides insights into our ability to generate returns from the total amount of capital invested in our operations and it also helps in assessing our operational efficiency and capital allocation decisions. Earnings before interest and taxes ("EBIT") represents net earnings plus income taxes and net financial expenses. Capital employed represents total assets less short-term liabilities not bearing interest, which excludes the short-term debt and current portion of long-term debt and current portion of lease liabilities. Average capital employed is calculated by taking the average of i) the opening balance of capital employed for the 52 and 53-week periods and pro forma adjustments and ii) the ending balance of capital employed for the 52 and 53-week periods.

The table below reconciles net earnings, as per IFRS Accounting Standards, to EBIT with the ratio of return on capital employed, including the pro forma impact of the acquisition of certain European retail assets from TotalEnergies SE:

	52-week period ended	53-week period ended
(in millions of US dollars, unless otherwise noted)	**April 28, 2024**	April 30, 2023[1]
Net earnings	**2,732.2**	3,090.9
Add:		
Income taxes	**715.9**	838.2
Net financial expenses	**387.9**	306.7
EBIT	**3,836.0**	4,235.8
Pro forma adjustments(1)	**142.6**	—
EBIT and pro forma adjustments	**3,978.6**	4,235.8
Capital employed - Opening balance(2)	**24,330.7**	24,001.0
Pro forma adjustments(3)	**4,766.0**	—
Capital employed - Opening balance and pro forma adjustments	**29,096.7**	24,001.0
Capital employed - Ending balance(2)	**30,684.3**	24,330.7
Average capital employed	**29,890.5**	24,165.9
Return on capital employed	**13.3%**	17.5%

(1) Represents the pre-acquisition EBIT estimate of the European retail assets acquired from TotalEnergies SE from May 1, 2023 to the acquisition date as well as the estimated impact of synergies and required capital expenditures for the same period. EBIT used in determining this adjustment is derived from unaudited financial information. Please refer to the "Forward-Looking Statements" section for additional information on expected synergies.

(2) The table below reconciles balance sheet line items, as per IFRS Accounting Standards, to capital employed:

(in millions of US dollars)	**As at April 28, 2024**	As at April 30, 2023[1]	As at April 24, 2022
Total Assets	**36,942.1**	29,058.4	29,591.6
Less: Current liabilities	**(7,828.2)**	(5,166.5)	(6,017.4)
Add: Short-term debt and current portion of long-term debt	**1,066.8**	0.7	1.4
Add: Current portion of lease liabilities	**503.6**	438.1	425.4
Capital employed	**30,684.3**	24,330.7	24,001.0

(3) Represents the estimated impact of the European retail assets acquired from TotalEnergies SE on the opening balance of capital employed, using the same calculation methodology and based on the preliminary estimates of the fair value of assets acquired and liabilities assumed for this acquisition at the acquisition date.

Return on equity. This measure is considered useful to assess the relationship between our profitability and our net assets and it also provides insights into how efficiently we are using our equity to generate returns for our shareholders. Average equity attributable to shareholders of the Corporation is calculated by taking the average of the opening and closing balance for the 52 and 53-week periods.

The table below reconciles net earnings attributable to shareholders of the Corporation, as per IFRS Accounting Standards, with the ratio of return on equity:

	52-week period ended	53-week period ended
(in millions of US dollars, unless otherwise noted)	**April 28, 2024**	April 30, 2023
Net earnings attributable to shareholders of the Corporation	**2,729.7**	3,090.9
Equity attributable to shareholders of the Corporation - Opening balance	**12,564.5**	12,437.6
Equity attributable to shareholders of the Corporation - Ending balance	**13,189.2**	12,564.5
Average equity attributable to shareholders of the Corporation	**12,876.9**	12,501.1
Return on equity	**21.2%**	24.7%

[1] The information as at April 30, 2023, has been adjusted based on our final estimates of the fair value of assets acquired and liabilities assumed for True Blue Car Wash LLC and Big Red Stores acquisitions.

Forward-Looking Statements

This Annual Report includes certain statements that are "forward-looking statements" within the meaning of the securities laws of Canada. Any statement in this Annual Report that is not a statement of historical fact may be deemed to be a forward-looking statement. When used in this Annual Report, the words "believe", "could", "should", "intend", "expect", "estimate", "assume", "aim", "align", "maintain", "continue", "effect", "growth", "position","seek", "strategy", "strive", "will", "may", "might" and other similar expressions or the negative of these terms are generally intended to identify forward-looking statements. Forward-looking statements include, but are not limited to, those set forth in the table below, which also presents key assumptions used in determining the forward-looking statements. See also the section "Outlook" in our 2024 Annual Report.

Forward-looking statements	Assumptions
Statements relating to our strategic initiatives, including "Winning Offer", "Winning Fuel", "Winning the Customer", "Winning Growth", and "The Foundation", which includes "Fit to Serve" and our ability to execute these initiatives	• Ability to anticipate and respond to sudden challenges that we may face in the marketplace, trends in the market for our products and changing consumer demands • Ability to remain relevant with respect to consumer's needs and preferences for ways of doing business with us • No serious disruption of our information technology systems • Ability to recruit and retain qualified employees in our stores • Ability to receive refined oil products and merchandise for resale • No major decrease in the demand for our major product, petroleum-based fuel, due to attitudes toward its relationship to the environment and the green movement • Market's ability to absorb road transportation fuel prices fluctuations • Ability to meet customer requirements relative to price, quality, customer service and services offerings
Additional statements relating to our "10 for the Win" strategy	• Ability to identify and complete strategic acquisitions in the future • Continued deployment of our strategic growth initiatives, such as network expansion through new site developments and merger and acquisition activities • Ability to obtain regulatory approval and financing on satisfactory terms for larger acquisitions • Ability to integrate the acquired business in an efficient and effective manner • Accuracy of our assessment of bases or sources of synergies and the occurrence of the benefits anticipated • Ability to take advantage of expected synergistic savings and increased operating efficiencies

It is important to know that the forward-looking statements in this Annual Report describe our expectations in light of the information available to us as at the date of this Annual Report, which are inherently not guarantees of the future performance of Couche-Tard or its industry, and involve known and unknown risks and uncertainties that may cause Couche-Tard's or the industry's outlook, actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such statements. Our statements should not be read to indicate that we have conducted an exhaustive inquiry into, or review of all relevant information. Although we believe there is a reasonable basis for the forward-looking statements, our actual results could be materially different from our expectations if known or unknown risks affect our business, or if our estimates or assumptions turn out to be inaccurate. A change affecting an assumption can also have an impact on other interrelated assumptions, which could increase or diminish the effect of the change. As a result, we cannot guarantee that any forward-looking statement will materialize and, accordingly, the reader is urged to consider the risks, uncertainties, and assumptions carefully in evaluating the forward-looking statement and is cautioned not to place undue reliance on these forward-looking statements. Forward-looking statements do not take into account the effect that transactions or special items announced or occurring after the statements are made may have on our business. For example, they do not include sales of assets, monetization, mergers, acquisitions, other business combinations or transactions, asset write-down, the impact of pandemics and geopolitical conflicts and tensions, or other charges announced or occurring after forward-looking statements are made.

Our forward-looking statements in this Annual Report speak only as of the date of this Annual Report, and unless otherwise required by applicable securities laws, we expressly disclaim any intention or obligation to update or revise forward-looking statements, whether as a result of new information, future events or otherwise. Our business is subject to substantial risks and uncertainties, including those referenced above. Investors, potential investors, and others should give careful consideration to these risks and uncertainties. The forward-looking statements contained in this Annual Report are expressly qualified by this cautionary statement.

The foregoing risks and uncertainties include the risks set forth under "Business Risks" in our 2024 Annual Report as well as other risks detailed from time to time in reports filed by Couche-Tard with securities regulators in Canada.

Financial *Results*

Management Discussion and Analysis

The purpose of this Management Discussion and Analysis ("MD&A") is, as required by regulators, to explain management's point of view on the financial position and results of the operations of Alimentation Couche-Tard Inc. ("Couche-Tard") as well as its performance during the fiscal year ended April 28, 2024. More specifically, it aims to let the reader better understand our development strategy, performance in relation to objectives, future expectations, and how we address risk and manage our financial resources. This MD&A also provides information to improve the reader's understanding of Couche-Tard's audited annual consolidated financial statements and related notes. It should therefore be read in conjunction with those documents. By "we", "our", "us" and "the Corporation", we refer collectively to Couche-Tard and its subsidiaries.

Except where otherwise indicated, all financial information reflected herein is expressed in United States dollars ("US dollars") and determined on the basis of IFRS® Accounting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards"). We also use measures in this MD&A that do not comply with IFRS Accounting Standards as well as supplementary financial measures. The measures that do not comply with IFRS Accounting Standards are described in the "Non-IFRS Accounting Standards Measures" section of this MD&A and where such measures are presented, the reader is informed. Supplementary financial measures are described where such measures are presented. This MD&A should be read in conjunction with the audited annual consolidated financial statements and related notes included in our 2024 Annual Report, which, along with additional information relating to Couche-Tard, including the most recent Annual Information Form, are available on SEDAR+ at https://www.sedarplus.com/ and on our website at https://corpo.couche-tard.com/.

Forward-Looking Statements

This MD&A includes certain statements that are "forward-looking statements" within the meaning of the securities laws of Canada. Any statement in this MD&A that is not a statement of historical fact may be deemed to be a forward-looking statement. When used in this MD&A, the words "believe", "could", "should", "intend", "expect", "estimate", "assume", and other similar expressions are generally intended to identify forward-looking statements. It is important to know that the forward-looking statements in this MD&A describe our expectations as at June 25, 2024, which are not guarantees of the future performance of Couche-Tard or its industry, and involve known and unknown risks and uncertainties that may cause Couche-Tard's or the industry's outlook, actual results or performance to be materially different from any future results or performance expressed or implied by such statements. Our actual results could be materially different from our expectations if known or unknown risks affect our business, or if our estimates or assumptions turn out to be inaccurate. A change affecting an assumption can also have an impact on other interrelated assumptions, which could increase or diminish the effect of the change. Assumptions such as synergies objective are based on our comparative analysis of organizational structures and current level of spending across Couche-Tard's network as well as on Couche-Tard's ability to bridge the gap, where relevant, and Couche-Tard's assessment of current contracts in the geographical areas of operations and how Couche-Tard expects to be able to renegotiate these contracts to take advantage of our increased purchasing power. In addition, our synergies objective assumes that we will be able to establish and maintain an effective process for sharing best practices across our network. Finally, our objective is also based on our ability to integrate acquired business. An important change in these facts and assumptions could significantly impact our synergies estimate as well as the timing of the implementation of our different initiatives. As a result, we cannot guarantee that any forward-looking statement will materialize and, accordingly, the reader is cautioned not to place undue reliance on these forward-looking statements. Forward-looking statements do not take into account the effect that transactions or special items announced or occurring after the statements are made may have on our business. For example, they do not include sales of assets, monetization, mergers, acquisitions, other business combinations or transactions, asset write-down, ongoing military conflicts, or other charges announced or occurring after forward-looking statements are made.

Unless otherwise required by applicable securities laws, we disclaim any intention or obligation to update or revise forward-looking statements, whether as a result of new information, future events or otherwise.

The foregoing risks and uncertainties include the risks set forth under "Business Risks" in our 2024 Annual Report as well as other risks detailed from time to time in reports filed by Couche-Tard with securities regulators in Canada.

Our Business

We are the leader in the Canadian convenience store industry. In the United States, we are one of the largest independent convenience store operators. In Europe, we are a leader in the convenience store and mobility retail business in the Scandinavian countries (Norway, Sweden, and Denmark), in the Baltic countries (Estonia, Latvia, and Lithuania), in Belgium, as well as in Ireland, and we have a strong presence in Luxembourg, Germany, the Netherlands and Poland. In Asia, we operate a network of company-operated convenience stores in Hong Kong Special Administrative Region of the People's Republic of China ("Hong Kong SAR") with an enviable local position.

As of April 28, 2024, our network comprised 9,273 convenience stores throughout North America, including 8,211 stores with road transportation fuel dispensing. Our North American network consists of 17 business units, including 14 in the United States covering 46 states and 3 in Canada covering all 10 provinces. Approximately 99,000 people are employed throughout our network and at our service offices in North America. In Europe, we operate a broad retail network across Scandinavia, Germany, Belgium, Ireland, Poland, the Netherlands, the Baltics and Luxembourg through 11 business units. As of April 28, 2024, our network comprised 4,883 stores, the majority of which offer road transportation fuel and convenience products while the others are unmanned automated fuel stations which only offer road transportation fuel. We also offer other products, including energy for stationary engines. With employees at branded franchise stores, approximately 46,000 people are employed in our retail network, terminals, and service offices across Europe. In Asia, our network includes 389 company-operated convenience stores in Hong Kong SAR through 1 business unit, offering a strong on-the-go food offer as well as a variety of other merchandise items and services. Approximately 4,000 people are employed in our retail network and service offices in Asia.

Furthermore, under licensing agreements, close to 2,200 stores are operated under the Circle K banner in 16 other countries and territories (Cambodia, Egypt, Guam, Guatemala, Honduras, Indonesia, Jamaica, Macau, Mexico, Morocco, New Zealand, Saudi Arabia, South Africa, Tanzania, United Arab Emirates, and Vietnam), which brings the worldwide total network to more than 16,700 stores.

Our mission is to make our customers' lives a little easier every day. To this end, we strive to meet the demands and needs of people on-the-go. We offer fast and friendly service, providing fresh food, hot and cold beverages, car wash services, and other high-quality products and services including road transportation fuel and electric vehicle charging solutions, designed to meet or exceed our customers' demands in a clean, welcoming, and efficient environment. Our business model is our key to success. We are a customer-centric, financially disciplined organization that routinely compares best practices, and we use our global experience to enhance our operational expertise and continually invest in our people and our stores.

Value Creation

In the United States, the convenience store sector is fragmented and currently undergoing consolidation. We are actively participating in this process through strategic acquisitions, gaining market share as competitors close their sites, and enhancing our product offerings. Latin America and Southeast Asia remain highly attractive markets for expansion. Given the varying stages of vehicle electrification in these areas, we have identified a unique opportunity to adapt our strategy to local market dynamics. Our goal is to collaborate with strong management teams in these regions to establish a robust growth platform. In Europe and Canada, the sector is often dominated by a few major players, including integrated oil companies. We intend to study investment opportunities that might present themselves, as significant synergies remain to be unlocked by bridging the regional gaps in our current network.

No matter the context, to create value, acquisitions must be concluded under optimal conditions. Therefore, we do not prioritize store count growth at the expense of profitability. In addition to acquisitions, organic development plays a crucial role in the growth of our net earnings. We are committed to continuing to build and expand our network in key geographies where we can leverage our strengths to create value for our Corporation and its shareholders. Highlights include the ongoing improvements we have made to our offerings, such as our Fresh Food, Fast program, the continued rollout of our Inner Circle loyalty program, as well as our innovative and sustainable mobility solutions. Our efforts to enhance the flexibility and control of our supply chain and our ability to adapt quickly to changes have also been key. While maintaining our customary financial discipline, all these elements, alongside our strong balance sheet, have contributed to the growth in our net earnings and to value creation for our shareholders and other stakeholders. We intend to continue in this direction.

Exchange Rate Data

We use the US dollar as our reporting currency, which provides more relevant information given the predominance of our operations in the United States.

The following tables set forth information about exchange rates based upon closing rates expressed as US dollars per comparative currency unit:

	12-week period ended	13-week period ended	52-week period ended	53-week period ended	52-week period ended
	April 28, 2024	April 30, 2023	**April 28, 2024**	April 30, 2023	April 24, 2022
Average for the period(1)					
Canadian dollar	**0.7369**	0.7386	**0.7406**	0.7531	0.7978
Norwegian krone	**0.0937**	0.0961	**0.0938**	0.0995	0.1150
Swedish krone	**0.0949**	0.0960	**0.0940**	0.0959	0.1130
Danish krone	**0.1448**	0.1449	**0.1452**	0.1401	0.1555
Zloty	**0.2505**	0.2301	**0.2447**	0.2216	0.2522
Euro	**1.0798**	1.0789	**1.0828**	1.0423	1.1565
Ruble(2)	**Not applicable**	Not applicable	**Not applicable**	Not applicable	0.0131
Hong Kong dollar	**0.1278**	0.1274	**0.1278**	0.1276	0.1284

(1) Calculated by taking the average of the closing exchange rates of each day in the applicable period.

(2) For the 52-week period ended April 24, 2022, calculated by taking the average of the closing exchange rates of each day, until April 8, 2022.

	As at April 28, 2024	As at April 30, 2023
Period end		
Canadian dollar	**0.7322**	0.7330
Norwegian krone	**0.0908**	0.0931
Swedish krone	**0.0915**	0.0967
Danish krone	**0.1437**	0.1473
Zloty	**0.2480**	0.2397
Euro	**1.0714**	1.0981
Hong Kong dollar	**0.1277**	0.1274

As we use the US dollar as our reporting currency in our consolidated financial statements and in this document, unless indicated otherwise, results from our operations in other currencies are translated into US dollars using the average rate for the period. Unless otherwise indicated, variations and explanations regarding changes in the foreign exchange rate and the volatility of the Canadian dollar, European currencies, and Hong Kong dollar, which we discuss in the present document, are related to the translation into US dollars of our Canadian, European, Asian, and corporate operations' results ("foreign currency operations"). For the analysis of consolidated results, those variations are determined as being the difference between the corresponding period results in local currencies translated at the current period average exchange rate and the corresponding period results in local currencies translated at the corresponding period average exchange rate. For the analysis of the consolidated balance sheet, those variations are determined as being the difference between the balances in local currencies as at April 28, 2024 translated at the April 28, 2024 closing exchange rate, the balances in local currencies as at April 30, 2023 translated at the April 30, 2023 closing exchange rate, and the variations in local currencies between those two dates translated at the current period average exchange rate.

Fiscal 2024 Overview

Financial Results

Net earnings attributable to shareholders of the Corporation amounted to $2.7 billion for fiscal 2024, a decrease of $361.2 million compared with fiscal 2023. Diluted net earnings per share stood at $2.82, compared with $3.06 for the previous fiscal year.

The results for fiscal 2024 and fiscal 2023 were affected by specific items disclosed in the "Non-IFRS Accounting Standards Measures" section of this MD&A. Excluding these items, adjusted net earnings attributable to shareholders of the Corporation[1] were approximately $2.7 billion ($2.81 per share on a diluted basis[1]) for fiscal 2024, compared with $3.2 billion ($3.12 per share on a diluted basis[1]) for fiscal 2023, a decrease of $436.0 million, or 13.8%, driven by lower road transportation fuel gross margin[1], the impact of our investments and business acquisitions on depreciation and financial expenses, and the impact of one less week in fiscal 2024 compared with fiscal 2023, partly offset by the contribution from acquisitions.

Changes in our Network during Fiscal 2024

Acquisition of certain European retail assets from TotalEnergies SE

On December 28, 2023 and January 3, 2024, we closed the acquisition of 2,175 sites from TotalEnergies SE for a total cash consideration of approximately €3.4 billion ($3.8 billion), including preliminary adjustments, and subject to post closing adjustments. The retail assets included in the transaction cover 1,191 sites located in Germany, 562 sites in Belgium, 378 sites in the Netherlands, and 44 sites in Luxembourg, of which 1,492 sites are company-owned and 683 sites are dealer-owned. For the same sites included in the transaction, 19% are company-operated and 81% are dealer-operated. The transaction comprises 100% of TotalEnergies SE's retail assets in Germany and the Netherlands, as well as a 60% controlling interest in the Belgium and Luxembourg entities (together "Circle K Belgium SA").

From December 28, 2023 and January 3, 2024, the acquired sites' results, balance sheet and cash flows are included in our consolidated financial statements. The earnings attributable to Circle K Belgium SA's other shareholders are presented as Net earnings attributable to non-controlling interest.

Synergies and integration

We expect that our synergies[2] associated with the acquisition of certain European retail assets from TotalEnergies SE will reach €170.0 million ($187.0 million) over the 5 years following the transaction. These synergies[2] should mainly result from improvements in the convenience activities as well as from reductions in operating, selling, general and administrative expenses.

Redemption liability

In relation with the acquisition of 60% of Circle K Belgium SA, we entered into a shareholder's agreement with TotalEnergies Marketing Belgium SA, which holds the remaining 40% ownership interest in this entity. This shareholder's agreement entitled each of the parties, at their sole discretion after a period of two years following the closing of the transaction, to sell their ownership interests to the other party. As a result, a redemption liability of $251.0 million, representing the present value of the estimated redemption amount as at January 3, 2024, was recorded to Other long-term financial liabilities on the consolidated balance sheet, with an equivalent amount reclassified from Retained earnings. Subsequent to the initial recognition of the redemption liability, the effects of its discounting and any changes to the gross redemption amount are recorded to Retained earnings. As at April 28, 2024, the redemption liability amounted to $247.2 million.

Financing

In order to finance the acquisition of certain European retail assets from TotalEnergies SE and the related acquisition costs, we entered into a new credit agreement consisting of a non-revolving credit facility of an aggregate maximum amount of $1.75 billion and €1.5 billion (the "acquisition facility"). As at April 28, 2024, this acquisition facility was fully repaid.

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.
[2] Expected synergies represent forward-looking information and are destined to illustrate additional benefits expected to stem from these transactions. They might not be suitable for other needs. For additional information, please refer to the "Forward-Looking Statements" section.

Settlement of currency forward contracts

Prior to the acquisition, to mitigate the currency fluctuation risk associated with the Euro, we entered into Euro / US dollar currency forward contracts with financial institutions for a portion of the consideration, representing €1.9 billion. In relation with the closing of the transaction, the currency forwards were settled for net proceeds of $16.6 million.

Acquisition of convenience retail and fuel sites operating under the MAPCO brand

On November 1, 2023, we closed the acquisition of 112 company-owned and operated convenience retail and fuel sites operating under the MAPCO brand and located in the states of Alabama, Georgia, Kentucky, Mississippi and Tennessee, in the United States. The acquisition also includes surplus properties and a logistics fleet. The transaction was settled for a consideration of $468.7 million, financed using our available cash and our United States commercial paper program.

Other acquisitions

During fiscal 2024, we also acquired 27 company-operated stores. We settled these transactions using our available cash.

Store construction

During fiscal 2024, we completed the construction of 76 stores and the relocation or reconstruction of 14 stores. As of April 28, 2024, another 24 stores were under construction and should open in the upcoming quarters.

Summary of changes in our store network

The following tables present certain information regarding changes in our store network over the 12 and 52-week periods ended April 28, 2024[(1)]:

	12-week period ended April 28, 2024				
Type of site	**Company-operated[(2)]**	**CODO[(3)]**	**DODO[(4)]**	**Franchised and other affiliated[(5)]**	**Total**
Number of sites, beginning of period	10,463	1,415	1,476	1,241	14,595
Openings / constructions / additions	25	—	7	9	41
Closures / disposals / withdrawals	(48)	—	(20)	(23)	(91)
Store conversions	5	(6)	1	—	—
Number of sites, end of period	**10,445**	**1,409**	**1,464**	**1,227**	**14,545**
Circle K branded sites under licensing agreements					2,195
Total network					**16,740**
Number of automated fuel stations included in the period-end figures[(6)]	1,171	—	92	—	1,263

	52-week period ended April 28, 2024				
Type of site	**Company-operated[(2)]**	**CODO[(3)]**	**DODO[(4)]**	**Franchised and other affiliated[(5)]**	**Total**
Number of sites, beginning of period	9,983	344	820	1,285	12,432
Acquisitions	548	1,083	683	—	2,314
Openings / constructions / additions	76	—	36	57	169
Closures / disposals / withdrawals	(174)	(6)	(71)	(119)	(370)
Store conversions	12	(12)	(4)	4	—
Number of sites, end of period	**10,445**	**1,409**	**1,464**	**1,227**	**14,545**
Circle K branded sites under licensing agreements					2,195
Total network					**16,740**

(1) Stores which are part of Circle K Belgium SA's network are included at 100%, while stores operated through our RDK joint venture are included at 50%.
(2) Sites for which the real estate is controlled by Couche-Tard (through ownership or lease agreements) and for which the stores (and/or the service stations) are operated by Couche-Tard or one of its commission agents. This includes stand alone car wash sites.
(3) Sites for which the real estate is controlled by Couche-Tard (through ownership or lease agreements) and for which the stores (and/or the service stations) are operated by an independent operator in exchange for rent and to which Couche-Tard sometimes provides road transportation fuel through supply contracts. Some of these sites are subject to a franchise agreement, licensing or other similar agreement under one of our main or secondary banners.
(4) Sites controlled and operated by independent operators. Couche-Tard either supplies road transportation fuel through supply contracts or operates the road transportation fuel activities. Some of these sites are subject to a franchise agreement, licensing or other similar agreement under one of our main or secondary banners.
(5) Stores operated by an independent operator through a franchising, licensing or another similar agreement under one of our main or secondary banners.
(6) These sites sell road transportation fuel only.

Issuance of Senior Unsecured Notes

On September 25, 2023, we issued the following Canadian-dollar-denominated senior unsecured notes:

Principal amount	Maturity	Coupon rate	Effective rate	Interest payment dates
CA $800.0	September 25, 2030	5.59%	5.70%	March 25th and September 25th

The $591.9 million net proceeds from this issuance were used for corporate purposes as well as to invest an amount of CA $700.0 million ($512.5 million as at April 28, 2024) in term deposits with major financial institutions which meet our minimum credit ratings requirements. The term deposits will mature on July 23, 2024, and are classified in Other short-term financial assets on the consolidated balance sheet.

As a result of the issuance of those Canadian-dollar-denominated senior unsecured notes, we determined that an anticipated issuance of US-dollar-denominated senior unsecured notes, for which the proceeds were intended to be used for the repayment of the Canadian-dollar-denominated senior unsecured notes maturing in July 2024, was no longer expected to occur. We had designated specific forward starting interest rate swaps as a cash flow hedge of our interest rate risk related to the variability of the interest payments on the anticipated issuance, which led to a pre-tax reclassification adjustment of $32.9 million from Other comprehensive loss to Other financial items in the consolidated statement of earnings.

On January 25, 2024, we issued the following Canadian-dollar-denominated senior unsecured notes:

Principal amount	Maturity	Coupon rate	Effective rate	Interest payment dates
CA $500.0	January 25, 2029	4.60%	4.70%	July 25th and January 25th

The $369.4 million net proceeds from this issuance were used to partially repay outstanding indebtedness under our acquisition facility.

On February 12, 2024, we issued the following senior unsecured notes:

Principal	Maturity	Coupon rate	Effective rate	Interest payment dates
€700.0	May 12, 2031	3.65%	3.68%	May 12th
$900.0	February 12, 2034	5.27%	5.31%	August 12th and February 12th
€650.0	February 12, 2036	4.01%	4.03%	February 12th
$600.0	February 12, 2054	5.62%	5.69%	August 12th and February 12th

The $2.9 billion net proceeds from these issuances were used to repay outstanding indebtedness under our acquisition facility.

Share Repurchase Program

On April 26, 2023, the Toronto Stock Exchange approved the renewal of our share repurchase program, which took effect on May 1, 2023. The renewed share repurchase program allowed us to repurchase up to 49.1 million shares, representing 5.0% of the shares outstanding as at April 20, 2023, and the share repurchase period ended April 30, 2024. During fiscal 2024, we repurchased 26.6 million shares, for an amount of $1.4 billion.

On April 26, 2024, the Toronto Stock Exchange approved another renewal of our share repurchase program, which took effect on May 1, 2024. The renewed share repurchase program allows us to repurchase up to 78.1 million shares, representing 10.0% of the shares outstanding as at April 18, 2024, and the share repurchase period will end no later than April 30, 2025.

All shares repurchased under the share repurchase program were cancelled upon their repurchase. An automatic securities purchase plan, which was pre-cleared by the Toronto Stock Exchange, is also in place and could allow a designated broker to repurchase our shares on our behalf within parameters established by us.

True Blue Car Wash LLC and Big Red Stores

During fiscal 2024, we finalized our estimates of the fair value of assets acquired and liabilities assumed for the True Blue Car Wash LLC and Big Red Stores acquisitions. There were no changes to adjusted net earnings attributable to shareholders of the Corporation[1] previously reported.

[1] Please refer to the “Non-IFRS Accounting Standards Measures” section for additional information on performance measures not defined by IFRS Accounting Standards.

Fire & Flower Holdings Corp. ("Fire & Flower")

In June 2023, Fire & Flower received an order for creditor protection under the *Companies' Creditors Arrangement Act* and the Ontario Superior Court of Justice approved a Sales and Investment Solicitation Process ("SISP") pursuant to which one of our wholly-owned subsidiaries was acting as stalking horse bidder. On August 15, 2023, an auction was held in accordance with the SISP and our wholly-owned subsidiary was not the successful bidder. The transaction contemplated by the successful bid was completed on September 15, 2023, and as a result, the principal and accrued interests related to a CA $9.8 million ($7.2 million) debtor-in-possession loan and a CA $11.0 million ($8.0 million) secured loan, which were granted to Fire & Flower, were repaid, and our ownership interest in Fire & Flower was cancelled. During fiscal 2024, losses of $3.5 million were recorded, bringing the carrying amount of our ownership interest in Fire & Flower to nil.

Dividends

During its June 25, 2024 meeting, the Board of Directors declared a quarterly dividend of CA 17.5¢ per share for the fourth quarter of fiscal 2024 to shareholders on record as at July 5, 2024, and approved its payment effective July 19, 2024. This is an eligible dividend within the meaning of the *Income Tax Act* (Canada).

For fiscal 2024, the Board of Directors declared total dividends of CA 66.50¢ per share, an increase of 25.5% compared to CA 53.00¢ for fiscal 2023.

Outstanding Shares and Stock Options

As at June 21, 2024, Couche-Tard had 956,681,427 Common shares issued and outstanding. In addition, as at the same date, Couche-Tard had 2,146,941 outstanding stock options for the purchase of Common shares.

Changes in Accounting Policies

Amendments to IAS 1 Presentation of financial statements

During fiscal 2024, the Corporation adopted *Disclosure of Accounting Policies (Amendments to IAS 1)*, which had no significant impact on the Corporation's consolidated financial statements.

Amendments to IAS 12 Income taxes

During fiscal 2024, the Corporation adopted *International Tax Reform – Pillar Two Model Rules (Amendments to IAS 12)*. As a result, the Corporation has applied the exception to not recognize and disclose information about deferred tax assets and liabilities related to Pillar Two income taxes. As a result of its evaluation, the Corporation does not expect that enacted or substantively enacted but not yet in effect Pillar Two legislation will have a significant impact on its consolidated financial statements.

Statements of Earnings Categories

Merchandise and service revenues. In-store merchandise sales primarily comprise the sale of cigarette products and other nicotine products, beverages, beer, wine, fresh food offerings including quick service restaurants, candy and snacks and grocery items. These revenues are recognized at the time of the transaction since control of goods and services is considered transferred when the customer makes payment and takes possession of the sold item. Merchandise sales also include the wholesale of merchandise and goods to certain independent operators and franchisees made from our distribution centers and commissaries, which are generally recognized upon delivery to our customers. Service revenues primarily include car wash revenues, commissions on the sale of lottery tickets, fees from automatic teller machines, sales of calling cards, sales of gift cards and revenues from electric vehicles charging stations.

Service revenues also include franchise and license fees, commissions from agents and royalties from franchisees and licensees which are recognized over the estimated term of the related agreement or periodically based on sales reported.

When our loyalty programs provide our customers with an option to acquire additional goods for free or at a discount and that the option represents a material right through the customer's membership, we recognize revenues related to this separate performance obligation when those future goods are transferred or when the option expires. The stand-alone selling price of the customer's option is generally estimated based on historical data and is adjusted to consider the likelihood that the option will be exercised.

One of our wholly owned subsidiaries generated revenues from the direct sale of cannabis and cannabis-related products in certain company-operated licensed stores in Canada. Moreover, we indirectly participate in the sale of cannabis and cannabis-related products through various license agreements in Canada and in subleasing a portion or all of the premises of certain of our convenience stores and other sites.

Road transportation fuel revenues. We include in our revenues the total dollar amount of road transportation fuel sales, including any embedded taxes when they are included in the purchase price, if we take ownership of the road transportation fuel inventory. In some instances, we purchase road transportation fuel and sell it to certain independent store operators at cost plus a mark-up. We record the full value of these revenues (cost plus mark-up) as road transportation fuel revenues. Where we act as a selling agent for a petroleum distributor, only the commission we earn is recorded as revenue.

Other revenues. Other revenues include sales of energy for stationary engines and aviation fuel, which are generally recognized upon delivery to the customer. Other revenues also include rental income from operating leases, which is recognized on a straight-line basis over the term of the lease.

Cost of sales, excluding depreciation, amortization and impairment. Cost of sales, excluding depreciation, amortization and impairment mainly comprises the cost of finished goods and input materials, transportation costs incurred to bring products to the point of sale, as well as internal logistics costs. Inventories are valued at the lesser of cost and net realizable value. The cost of merchandise is generally valued based on the retail price less a normal margin. The cost of road transportation fuel inventory is generally determined according to the average cost method.

Operating, selling, general and administrative expenses. The main items comprising Operating, selling, general and administrative expenses are labor, electronic payment modes fees, occupancy costs, repairs, maintenance, information technologies and overhead, excluding depreciation, amortization and impairment.

Key performance indicators used by management, which can be found under "Summary Analysis of Consolidated Results for Fiscal 2024 - Other Operating Data", are merchandise and service gross margin[1], growth of same-store merchandise revenues[1], road transportation fuel gross margin[1], growth of same-store road transportation fuel volumes, return on equity[1] and return on capital employed[1].

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

Non-IFRS Accounting Standards Measures

To provide more information for evaluating the Corporation's performance, the financial information included in our financial documents contains certain data that are not performance measures under IFRS® Accounting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards"), which are also calculated on an adjusted basis to exclude specific items. Those performance measures are called "Non-IFRS Accounting Standards measures". We believe that providing those Non-IFRS Accounting Standards measures is useful to management, investors, and analysts, as they provide additional information to measure the performance and financial position of the Corporation.

The following Non-IFRS Accounting Standards financial measures are used in our financial disclosures:

- Gross profit;
- Earnings before interest, taxes, depreciation, amortization and impairment ("EBITDA") and adjusted EBITDA;
- Adjusted net earnings attributable to shareholders of the Corporation;
- Interest-bearing debt;
- Available liquidities.

The following Non-IFRS Accounting Standards ratios are used in our financial disclosures:

- Merchandise and service gross margin and Road transportation fuel gross margin;
- Normalized growth of (decrease in) operating, selling, general and administrative expenses;
- Growth of (decrease in) same-store merchandise revenues for Europe and other regions;
- Adjusted diluted net earnings per share;
- Leverage ratio;
- Return on equity and return on capital employed.

The following capital management measure is used in our financial disclosures:

- Net interest-bearing debt/total capitalization.

Supplementary financial measures are also used in our financial disclosures and those measures are described where they are presented.

Non-IFRS Accounting Standards financial measures and ratios, as well as the capital management measure, are mainly derived from the consolidated financial statements but do not have standardized meanings prescribed by IFRS Accounting Standards. These Non-IFRS Accounting Standards measures should not be considered in isolation or as a substitute for financial measures prepared in accordance with IFRS Accounting Standards. In addition, our definitions of Non-IFRS Accounting Standards measures may differ from those of other public corporations. Any such modification or reformulation may be significant. These measures are also adjusted for the pro forma impact of our acquisitions and impacts of new accounting standards if they are considered to be material.

Gross profit. Gross profit consists of revenues less the cost of sales, excluding depreciation, amortization and impairment. This measure is considered useful for evaluating the underlying performance of our operations.

The table below reconciles revenues and cost of sales, excluding depreciation, amortization and impairment, as per IFRS Accounting Standards, to gross profit:

	12-week period ended	13-week period ended	**52-week period ended**	53-week period ended	52-week period ended
(in millions of US dollars)	**April 28, 2024**	April 30, 2023	**April 28, 2024**	April 30, 2023	April 24, 2022
Revenues	**17,592.7**	16,264.4	**69,263.5**	71,856.7	62,809.9
Cost of sales, excluding depreciation, amortization and impairment	**14,811.2**	13,355.8	**57,165.6**	59,804.6	51,805.1
Gross profit	**2,781.5**	2,908.6	**12,097.9**	12,052.1	11,004.8

Please note that the same reconciliation applies in the determination of gross profit by category and by geography presented in the section "Summary Analysis of Consolidated Results".

Merchandise and service gross margin. Merchandise and service gross margin consists of Merchandise and service gross profit divided by Merchandise and service revenues, both measures are presented in the section "Summary Analysis of Consolidated Results". Merchandise and service gross margin is considered useful for evaluating how efficiently we generate gross profit by dollar of revenue.

Road transportation fuel gross margin. Road transportation fuel gross margin consists of Road transportation fuel gross profit divided by total volume of road transportation fuel sold. For the United States and Europe and other regions, both measures are presented in the section "Summary Analysis of Consolidated Results". For Canada, this measure is presented in functional currency and the table below reconciles, for road transportation fuel, Revenues and Cost of sales, excluding depreciation, amortization and impairment, as per IFRS Accounting Standards, to gross profit and the resulting road transportation fuel gross margin. This measure is considered useful for evaluating how efficiently we generate gross profit by gallon or liter of road transportation fuel sold.

	12-week period ended	13-week period ended	**52-week period ended**	53-week period ended	52-week period ended
(in millions of Canadian dollars, unless otherwise noted)	**April 28, 2024**	April 30, 2023	**April 28, 2024**	April 30, 2023	April 24, 2022
Road transportation fuel revenues	**1,736.0**	1,894.7	**7,978.0**	8,412.4	6,703.8
Road transportation fuel cost of sales, excluding depreciation, amortization and impairment	**1,568.2**	1,724.5	**7,221.4**	7,686.7	6,085.5
Road transportation fuel gross profit	**167.8**	170.2	**756.6**	725.7	618.3
Total road transportation fuel volume sold (in millions of liters)	**1,226.5**	1,403.6	**5,665.9**	5,690.1	5,264.8
Road transportation fuel gross margin (CA cents per	**13.68**	12.13	**13.35**	12.75	11.74

Normalized growth of (decrease in) operating, selling, general and administrative expenses ("normalized growth of (decrease in) expenses"). Normalized growth of (decrease in) expenses consists of the growth of (decrease in) Operating, selling, general and administrative expenses adjusted for the impact of the changes in our network, the impact from changes in accounting policies and adoption of accounting standards, the impact of more volatile items over which we have limited control including, but not limited to, the net impact of foreign exchange translation, electronic payment fees excluding acquisitions, and acquisition costs, as well as other specific items for which the impact on consolidated results is not deemed indicative of future trends. This measure is considered useful for evaluating our ability to control our expenses on a comparable basis.

The tables below reconcile growth of Operating, selling, general and administrative expenses to normalized growth of (decrease in) expenses:

	12-week period ended	**13-week period ended**		13-week period ended	12-week period ended	
(in millions of US dollars, unless otherwise noted)	**April 28, 2024**	**April 30, 2023**	Variation	April 30, 2023	April 24, 2022	Variation
Operating, selling, general and administrative expenses, as published	**1,642.5**	**1,614.6**	1.7%	1,614.6	1,483.8	8.8%
Adjusted for:						
Increase from incremental expenses related to acquisitions	**(160.1)**	—	(9.9%)	(18.6)	—	(1.3%)
Decrease (increase) from changes in electronic payment fees, excluding acquisitions	**17.5**	—	1.1%	(6.0)	—	(0.4%)
Increase from changes in acquisition costs recognized to earnings	**(0.3)**	—	—	(3.6)	—	(0.2%)
Decrease from the net impact of foreign exchange translation	—	—	—	29.4	—	2.0%
Cloud computing transition adjustment	—	—	—	15.1	—	1.0%
Normalized (decrease in) growth of expenses	**1,499.6**	**1,614.6**	(7.1%)	1,630.9	1,483.8	9.9%

	52-week period ended	**53-week period ended**		53-week period ended	52-week period ended	
(in millions of US dollars, unless otherwise noted)	**April 28, 2024**	**April 30, 2023**	Variation	April 30, 2023	April 24, 2022	Variation
Operating, selling, general and administrative expenses, as published	**6,525.2**	**6,361.8**	2.6%	6,361.8	5,884.5	8.1%
Adjusted for:						
Increase from incremental expenses related to acquisitions	**(298.7)**	—	(4.7%)	(59.3)	—	(1.0%)
Decrease (increase) from changes in electronic payment fees, excluding acquisitions	**68.0**	—	1.1%	(98.6)	—	(1.7%)
Increase from changes in acquisition costs recognized to earnings	**(4.4)**	—	(0.1%)	(7.0)	—	(0.1%)
(Increase) decrease from the net impact of foreign exchange translation	**(1.4)**	—	—	159.6	—	2.7%
Cloud computing transition adjustment	—	—	—	15.1	—	0.3%
Normalized (decrease in) growth of expenses	**6,288.7**	**6,361.8**	(1.1%)	6,371.6	5,884.5	8.3%

Growth of (decrease in) same-store merchandise revenues for Europe and other regions. Same-store merchandise revenues represent cumulative merchandise revenues between the current period and comparative period for those stores that were open for at least 23 days out of every 28-day period included in the reported periods. Merchandise revenues are defined as Merchandise and service revenues excluding service revenues. For Europe and other regions, the growth of (decrease in) same-store merchandise revenues is calculated based on constant currencies using the respective current period average exchange rate for both the current and corresponding period. In Europe and other regions, same-store merchandise revenues include same-store revenues from company-operated stores, as well as CODO and DODO stores which are not included in our consolidated results. This measure is considered useful for evaluating our ability to generate organic growth on a comparable basis in our overall European and other regions store network.

The tables below reconcile Merchandise and service revenues, as per IFRS Accounting Standards, to same-store merchandise revenues for Europe and other regions and the resulting percentage of growth (decrease):

(in millions of US dollars, unless otherwise noted)	**12-week period ended April 28, 2024**	**13-week period ended April 30, 2023**	13-week period ended April 30, 2023	12-week period ended April 24, 2022
Merchandise and service revenues for Europe and other regions	**769.9**	**585.7**	585.7	571.4
Adjusted for:				
Service revenues	**(101.3)**	**(60.5)**	(60.5)	(57.8)
Net foreign exchange impact	**—**	**1.8**	—	(17.9)
Merchandise revenues not meeting the definition of same-store	**(193.6)**	**(12.5)**	(25.1)	(12.5)
Same-store merchandise revenues from stores not included in our consolidated results, including the impact of store conversions	**88.4**	**60.6**	75.3	75.4
Total Same-store merchandise revenues for Europe and other regions	**563.4**	**575.1**	575.4	558.6
Growth of (decrease in) same-store merchandise revenues for Europe and other regions	**(2.0%)**		3.0%	

(in millions of US dollars, unless otherwise noted)	**52-week period ended April 28, 2024**	**53-week period ended April 30, 2023**	53-week period ended April 30, 2023	52-week period ended April 24, 2022
Merchandise and service revenues for Europe and other regions	**2,750.3**	**2,386.7**	2,386.7	2,429.1
Adjusted for:				
Service revenues	**(277.3)**	**(200.5)**	(200.5)	(205.0)
Net foreign exchange impact	**—**	**39.8**	—	(178.4)
Merchandise revenues not meeting the definition of same-store	**(313.9)**	**(51.6)**	(93.9)	(50.5)
Same-store merchandise revenues from stores not included in our consolidated results, including the impact of store conversions	**324.6**	**308.0**	332.7	357.1
Total Same-store merchandise revenues for Europe and other regions	**2,483.7**	**2,482.4**	2,425.0	2,352.3
Growth of same-store merchandise revenues for Europe and other regions	**0.1%**		3.1%	

Earnings before interest, taxes, depreciation, amortization and impairment ("EBITDA") and adjusted EBITDA. EBITDA represents net earnings plus income taxes, net financial expenses, and depreciation, amortization and impairment. Adjusted EBITDA represents the EBITDA adjusted for acquisition costs, the impact from changes in accounting policies and adoption of accounting standards, as well as other specific items for which the impact on consolidated results is not deemed indicative of future trends. These performance measures are considered useful to facilitate the evaluation of our ongoing operations and our ability to generate cash flows to fund our cash requirements, including our capital expenditures program, share repurchases, and payment of dividends.

The table below reconciles net earnings, as per IFRS Accounting Standards, to EBITDA and adjusted EBITDA:

(in millions of US dollars)	**12-week period ended April 28, 2024**	13-week period ended April 30, 2023	**52-week period ended April 28, 2024**	53-week period ended April 30, 2023	52-week period ended April 24, 2022
Net earnings	**454.5**	670.7	**2,732.2**	3,090.9	2,683.3
Add:					
Income taxes	**51.4**	159.6	**715.9**	838.2	734.3
Net financial expenses	**139.9**	99.0	**387.9**	306.7	281.0
Depreciation, amortization and impairment	**492.5**	389.6	**1,760.1**	1,525.9	1,545.7
EBITDA	**1,138.3**	1,318.9	**5,596.1**	5,761.7	5,244.3
Adjusted for:					
Acquisition costs	**4.8**	4.5	**18.1**	13.7	6.7
Cloud computing transition adjustment	**—**	—	**—**	—	15.1
Adjusted EBITDA	**1,143.1**	1,323.4	**5,614.2**	5,775.4	5,266.1

Adjusted net earnings attributable to shareholders of the Corporation and adjusted diluted net earnings per share. Adjusted net earnings attributable to shareholders of the Corporation represents net earnings attributable to shareholders of the Corporation adjusted for net foreign exchange gains or losses, acquisition costs, the impact from changes in accounting policies and adoption of accounting standards, impairment on goodwill, investments in subsidiaries, joint ventures and associated companies, as well as other specific items for which the impact on consolidated results is not deemed indicative of future trends, and the impact of the non-controlling interests on the items mentioned previously. These measures are considered useful for evaluating the underlying performance of our operations on a comparable basis.

The table below reconciles net earnings attributable to shareholders of the Corporation, as per IFRS Accounting Standards, with adjusted net earnings attributable to shareholders of the Corporation and adjusted diluted net earnings per share:

(in millions of US dollars, except per share amounts, or unless otherwise noted)	**12-week period ended**	13-week period ended	**52-week period ended**	53-week period ended	52-week period ended
	April 28, 2024	April 30, 2023	**April 28, 2024**	April 30, 2023	April 24, 2022
Net earnings attributable to shareholders of the Corporation	**453.0**	670.7	**2,729.7**	3,090.9	2,683.3
Adjusted for:					
Net foreign exchange loss (gain)	**5.2**	(0.4)	**(6.2)**	0.7	(20.7)
Acquisition costs	**4.8**	4.5	**18.1**	13.7	6.7
Reclassification adjustment of gain on forward starting interest rate swaps	**—**	—	**(32.9)**	—	—
Impairment of our investment in Fire & Flower	**—**	—	**2.0**	23.9	33.7
Loss on convertible promissory notes recorded at fair value through earnings or loss prior to their maturity	**—**	26.4	**—**	26.4	—
Impairment and impact of deconsolidation of Russian subsidiaries	**—**	—	**—**	—	56.2
Cloud computing transition adjustment	**—**	—	**—**	—	15.1
Tax impact of the items above and rounding	**(2.0)**	(3.2)	**5.3**	(3.6)	(4.3)
Adjusted net earnings attributable to shareholders of the Corporation	**461.0**	698.0	**2,716.0**	3,152.0	2,770.0
Weighted average number of shares - diluted (in millions)	**961.5**	985.4	**968.2**	1,009.5	1,063.5
Adjusted diluted net earnings per share	**0.48**	0.71	**2.81**	3.12	2.60

Interest-bearing debt. This measure represents the sum of the following balance sheet accounts: Short-term debt and current portion of long-term debt, Long-term debt, Current portion of lease liabilities and Lease liabilities. This measure is considered useful to facilitate the understanding of our financial position in relation with financing obligations. The calculation of this measure of financial position is detailed in the "Net interest-bearing debt/total capitalization" section below.

Net interest-bearing debt/total capitalization. This measure represents the basis for monitoring our capital and is considered useful to assess our financial health, risk profile, and ability to meet our financing obligations. It also provides insights into how our financing obligations are structured in relation with our total capitalization.

The table below presents the calculation of this performance measure:

(in millions of US dollars, except ratio data)	**As at April 28, 2024**	As at April 30, 2023[1]	As at April 24, 2022
Short-term debt and current portion of long-term debt	**1,066.8**	0.7	1.4
Current portion of lease liabilities	**503.6**	438.1	425.4
Long-term debt	**9,226.5**	5,888.3	5,963.6
Lease liabilities	**3,674.8**	3,146.5	3,049.5
Interest-bearing debt	**14,471.7**	9,473.6	9,439.9
Less: Cash and cash equivalents	**(1,309.0)**	(834.2)	2,143.9
Net interest-bearing debt	**13,162.7**	8,639.4	7,296.0
Equity attributable to shareholders of the Corporation	**13,189.2**	12,564.5	12,437.6
Net interest-bearing debt	**13,162.7**	8,639.4	7,296.0
Total capitalization	**26,351.9**	21,203.9	19,733.6
Net interest-bearing debt to total capitalization ratio	**0.50 : 1**	0.41 : 1	0.37 : 1

Leverage ratio. This measure represents a measure of financial condition considered useful to assess our financial leverage and our ability to cover our net financing obligations in relation to our adjusted EBITDA and pro forma impact of the acquisition of certain European retail assets from TotalEnergies SE for the 52-week period ended April 28, 2024.

[1] The information as at April 30, 2023, has been adjusted based on our final estimates of the fair value of assets acquired and liabilities assumed for True Blue Car Wash LLC and Big Red Stores acquisitions.

The table below reconciles net interest-bearing debt and adjusted EBITDA, for which the calculation methodologies are described in other tables of this section, as well as the pro forma impact of the acquisition of certain European retail assets from TotalEnergies SE, with the leverage ratio:

(in millions of US dollars, except ratio data)	**52-week period ended April 28, 2024**	53-week period ended April 30, 2023[1]	52-week period ended April 24, 2022
Net interest-bearing debt	**13,162.7**	8,639.4	7,296.0
Adjusted EBITDA	**5,614.2**	5,775.4	5,266.1
Pro forma adjustments(1)	**328.7**	—	—
Adjusted EBITDA and pro forma adjustments	**5,942.9**	5,775.4	5,266.1
Leverage ratio	**2.21 : 1**	1.50 : 1	1.39 : 1

(1) Represents the pre-acquisition EBITDA estimate of the European retail assets acquired from TotalEnergies SE from May 1, 2023 to the acquisition date, as well as the estimated impact of synergies stemming from the transaction for the same period. EBITDA used in determining this adjustment is derived from unaudited financial information. Please refer to the "Forward-Looking Statements" section for additional information on expected synergies.

Return on equity. This measure is considered useful to assess the relationship between our profitability and our net assets and it also provides insights into how efficiently we are using our equity to generate returns for our shareholders. Average equity attributable to shareholders of the Corporation is calculated by taking the average of the opening and closing balance for the 52 and 53-week periods.

The table below reconciles net earnings attributable to shareholders of the Corporation, as per IFRS Accounting Standards, with the ratio of return on equity:

(in millions of US dollars, unless otherwise noted)	**52-week period ended April 28, 2024**	53-week period ended April 30, 2023	52-week period ended April 24, 2022
Net earnings attributable to shareholders of the Corporation	**2,729.7**	3,090.9	2,683.3
Equity attributable to shareholders of the Corporation - Opening balance	**12,564.5**	12,437.6	12,180.9
Equity attributable to shareholders of the Corporation - Ending balance	**13,189.2**	12,564.5	12,437.6
Average equity attributable to shareholders of the Corporation	**12,876.9**	12,501.1	12,309.3
Return on equity	**21.2%**	24.7%	21.8%

[1] The information as at April 30, 2023, has been adjusted based on our final estimates of the fair value of assets acquired and liabilities assumed for True Blue Car Wash LLC and Big Red Stores acquisitions.

Return on capital employed. This measure is considered useful as it provides insights into our ability to generate returns from the total amount of capital invested in our operations and it also helps in assessing our operational efficiency and capital allocation decisions. Earnings before interest and taxes ("EBIT") represents net earnings plus income taxes and net financial expenses. Capital employed represents total assets less short-term liabilities not bearing interest, which excludes the short-term debt and current portion of long-term debt and current portion of lease liabilities. Average capital employed is calculated by taking the average of i) the opening balance of capital employed for the 52 and 53-week periods and pro forma adjustments and ii) the ending balance of capital employed for the 52 and 53-week periods.

The table below reconciles net earnings, as per IFRS Accounting Standards, to EBIT with the ratio of return on capital employed, including the pro forma impact of the acquisition of certain European retail assets from TotalEnergies SE:

	52-week period ended	53-week period ended	52-week period ended
(in millions of US dollars, unless otherwise noted)	**April 28, 2024**	April 30, 2023[1]	April 24, 2022
Net earnings	**2,732.2**	3,090.9	2,683.3
Add:			
Income taxes	**715.9**	838.2	734.3
Net financial expenses	**387.9**	306.7	281.0
EBIT	**3,836.0**	4,235.8	3,698.6
Pro forma adjustments(1)	**142.6**	—	—
EBIT and pro forma adjustments	**3,978.6**	4,235.8	3,698.6
Capital employed - Opening balance(2)	**24,330.7**	24,001.0	23,971.5
Pro forma adjustments(3)	**4,766.0**	—	—
Capital employed - Opening balance and pro forma adjustments	**29,096.7**	24,001.0	23,971.5
Capital employed - Ending balance(2)	**30,684.3**	24,330.7	24,001.0
Average capital employed	**29,890.5**	24,165.9	23,986.3
Return on capital employed	**13.3%**	17.5%	15.4%

(1) Represents the pre-acquisition EBIT estimate of the European retail assets acquired from TotalEnergies SE from May 1, 2023 to the acquisition date as well as the estimated impact of synergies and required capital expenditures for the same period. EBIT used in determining this adjustment is derived from unaudited financial information. Please refer to the "Forward-Looking Statements" section for additional information on expected synergies.

(2) The table below reconciles balance sheet line items, as per IFRS Accounting Standards, to capital employed:

(in millions of US dollars)	**As at April 28, 2024**	As at April 30, 2023[1]	As at April 24, 2022
Total Assets	**36,942.1**	29,058.4	29,591.6
Less: Current liabilities	**(7,828.2)**	(5,166.5)	(6,017.4)
Add: Short-term debt and current portion of long-term debt	**1,066.8**	0.7	1.4
Add: Current portion of lease liabilities	**503.6**	438.1	425.4
Capital employed	**30,684.3**	24,330.7	24,001.0

(3) Represents the estimated impact of the European retail assets acquired from TotalEnergies SE on the opening balance of capital employed, using the same calculation methodology and based on the preliminary estimates of the fair value of assets acquired and liabilities assumed for this acquisition at the acquisition date.

Available liquidities. This measure represents Cash and cash equivalents plus amounts available under our term revolving unsecured operating credit facility less the outstanding principal of issued unsecured commercial paper notes. This measure is considered useful to evaluate our ability to meet our liquidity needs for the foreseeable future.

The table below reconciles Cash and cash equivalents, as per IFRS Accounting Standards, with available liquidities:

(in millions of US dollars)	**As at April 28, 2024**	As at April 30, 2023	As at April 24, 2022
Cash and cash equivalents	**1,309.0**	834.2	2,143.9
Add: Unused portion of the term revolving unsecured operating credit facility	**3,500.0**	3,500.0	2,525.0
Less: Letters of credit reducing the amount that may be borrowed on the term revolving unsecured operating credit facility	**(2.8)**	(2.9)	(6.7)
Less: Outstanding principal of issued unsecured commercial paper notes	**(551.3)**	—	—
Available liquidities	**4,254.9**	4,331.3	4,662.2

[1] The information as at April 30, 2023, has been adjusted based on our final estimates of the fair value of assets acquired and liabilities assumed for True Blue Car Wash LLC and Big Red Stores acquisitions.

Summary Analysis of Consolidated Results for the Fourth Quarter of Fiscal 2024

The following table highlights certain information regarding our operations for the 12-week period ended April 28, 2024, and 13-week period ended April 30, 2023, and the results analysis in this section should be read in conjunction with this table. The results from our operations in Europe and Asia are presented together as Europe and other regions.

	12-week period ended	13-week period ended	
(in millions of US dollars, unless otherwise stated)	**April 28, 2024**	April 30, 2023	Variation %
Revenues	**17,592.7**	16,264.4	8.2
Operating income	**642.2**	933.7	(31.2)
Net earnings attributable to shareholders of the Corporation	**453.0**	670.7	(32.5)
Selected Operating Data:			
Merchandise and service gross margin[(1)(2)]:			
Consolidated	**35.1%**	35.0%	0.1
United States	**34.1%**	34.1%	—
Europe and other regions	**39.2%**	40.9%	(1.7)
Canada	**34.9%**	34.1%	0.8
Growth of (decrease in) same-store merchandise revenues[(3)(4)]:			
United States[(5)(6)]	**(0.5%)**	3.3%	
Europe and other regions[(2)(7)]	**(2.0%)**	3.0%	
Canada[(5)(6)]	**(3.4%)**	5.9%	
Road transportation fuel gross margin[(2)]:			
United States (cents per gallon)	**38.79**	45.34	(14.4)
Europe and other regions (cents per liter)	**8.30**	10.60	(21.7)
Canada (CA cents per liter)	**13.68**	12.13	12.8
Growth of (decrease in) same-store road transportation fuel volumes[(4)(5)]:			
United States	**(1.6%)**	0.8%	
Europe and other regions[(7)]	**(1.7%)**	(2.4%)	
Canada	**(3.5%)**	6.0%	

(1) Includes revenues derived from franchise fees, royalties, suppliers' rebates on some purchases made by franchisees and licensees, as well as from wholesale of merchandise. Franchise fees from international licensed stores are presented in the United States.
(2) Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on our performance measures not defined by IFRS Accounting Standards.
(3) This measure represents the growth of (decrease in) cumulative merchandise revenues between the current period and comparative period for those stores that were open for at least 23 days out of every 28-day period included in the reported periods. Merchandise revenues are defined as Merchandise and service revenues excluding service revenues.
(4) Presented on a comparable basis of 12 weeks.
(5) For company-operated stores only.
(6) Calculated based on respective functional currencies.
(7) Growth of (decrease in) same-store merchandise revenues and growth of (decrease in) same-store road transportation fuel volumes for Europe and other regions do not include results from the acquisition of certain European retail assets from TotalEnergies SE.

Revenues

Our revenues were $17.6 billion for the fourth quarter of fiscal 2024, up by $1.3 billion, an increase of 8.2% compared with the corresponding quarter of fiscal 2023, mainly attributable to the contribution from acquisitions, higher revenues in our wholesale fuel business, as well as the contribution from net growth in store count. Those growth items were partly offset by the impact of one less week in the fourth quarter of fiscal 2024 compared with the fourth quarter of fiscal 2023, a lower average road transportation fuel selling price, softness in traffic as low income consumers are impacted by challenging economic conditions, as well as lower aviation fuel volumes sold as a result of a change in business model. The translation of our foreign currency operations into US dollars had a net positive impact of approximately $12.0 million on our revenues for the fourth quarter.

Merchandise and service revenues

Total merchandise and service revenues for the fourth quarter of fiscal 2024 were $4.1 billion, a decrease of $71.2 million, or 1.7%, compared with the corresponding quarter of fiscal 2023. The decrease is primarily attributable to the impact of one less week in the fourth quarter of fiscal 2024 compared with the fourth quarter of fiscal 2023, and softness in traffic, partly offset by the contribution from acquisitions, which amounted to approximately $302.0 million, and the contribution from net growth in store count. The translation of our foreign currency operations into US dollars had no impact on merchandise and service revenues for the fourth quarter. Same-store merchandise revenues decreased by 0.5% in the United States, by 2.0% in Europe and other regions[1], and by 3.4% in Canada, all impacted by constraints on discretionary spending due to challenging economic conditions for low income consumers, as well as the continuous decline in the cigarettes industry, partly offset by the growth in other nicotine products.

Road transportation fuel revenues

Total road transportation fuel revenues for the fourth quarter of fiscal 2024 were $13.3 billion, an increase of $1.4 billion compared with the corresponding quarter of fiscal 2023. The translation of our foreign currency operations into US dollars had a net positive impact of approximately $13.0 million. The remaining increase of approximately $1.4 billion, or 12.1%, is mainly attributable to the contribution from acquisitions, which amounted to approximately $2.5 billion, higher revenues in our European wholesale activities following a change in our business model, as well as the contribution from net growth in store count, while being partly offset by the impact of one less week in the fourth quarter of fiscal 2024 compared with the fourth quarter of fiscal 2023, a lower average road transportation fuel selling price, which had a negative impact of approximately $405.0 million, and softness in fuel demand. Same-store road transportation fuel volumes decreased by 1.6% in the United States, by 1.7% in Europe and other regions, and by 3.5% in Canada. During the quarter, fuel demand remained unfavorably impacted by challenging economic conditions.

Other revenues

Total other revenues for the fourth quarter of fiscal 2024 were $186.9 million, a decrease of $48.1 million, or 20.5%, compared with the corresponding quarter of fiscal 2023. The decrease is primarily driven by lower aviation fuel volumes sold as a result of a change in business model and lower average selling prices of our other fuel products, which had a minimal impact on gross profit[1], partly offset by the contribution from acquisitions, which amounted to approximately $15.0 million. The translation of our foreign currency operations into US dollars had no impact on other revenues for the fourth quarter.

Gross profit[1]

Our gross profit was $2.8 billion for the fourth quarter of fiscal 2024, down by $127.1 million, or 4.4%, compared with the corresponding quarter of fiscal 2023, mainly attributable to the impact of one less week in the fourth quarter of fiscal 2024 compared with the fourth quarter of fiscal 2023, and lower road transportation fuel gross margins[1], partly offset by the contribution from acquisitions. The translation of our foreign currency operations into US dollars had a net negative impact of approximately $1.0 million.

Merchandise and service gross profit

In the fourth quarter of fiscal 2024, our merchandise and service gross profit was $1.4 billion, a decrease of $20.6 million compared with the corresponding quarter of fiscal 2023. The translation of our foreign currency operations into US dollars had a net negative impact of approximately $1.0 million. The remaining decrease of approximately $20.0 million, or 1.4%, is primarily attributable to the impact of one less week in the fourth quarter of fiscal 2024 compared with the fourth quarter of fiscal 2023, and softness in traffic, while being partly offset by the contribution from acquisitions, which amounted to approximately $106.0 million. Our merchandise and service gross margin[1] remained stable in the United States at 34.1%, and increased by 0.8% in Canada to 34.9%, mainly due to a change in product mix. Our merchandise and service gross margin[1] decreased by 1.7% in Europe and other regions to 39.2%, mainly due to the integration of certain retail assets from

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

TotalEnergies SE, which have a different product mix than our operations in Europe and other regions. Excluding this impact, our gross margin[1] in Europe and other regions would have been stable.

Road transportation fuel gross profit

In the fourth quarter of fiscal 2024, our road transportation fuel gross profit was $1.3 billion, a decrease of $117.8 million, or 8.4%, compared with the corresponding quarter of fiscal 2023. The decrease was mainly driven by the decline in road transportation fuel gross margin[1] in the United States, and the impact of one less week in the fourth quarter of fiscal 2024 compared with the fourth quarter of fiscal 2023, partly offset by the impact from acquisitions, which amounted to approximately $138.0 million. The translation of our foreign currency operations into US dollars had no impact on gross profit. In the United States, our road transportation fuel gross margin[1] was 38.79¢ per gallon, a decrease of 6.55¢ per gallon, in Europe and other regions, it was US 8.30¢ per liter, a decrease of US 2.30¢ per liter, while in Canada, it was CA 13.68¢ per liter, an increase of CA 1.55¢ per liter. In the United States, road transportation fuel gross margins[1] experienced a decline in the first half of the quarter, primarily due to reduced volatility in road transportation fuel prices, but returned to a more usual level towards the end of the quarter. In Europe and other regions, our road transportation fuel gross margin[1] was impacted by changes in our wholesale activities, which had a negative impact of approximately US 0.60¢ per liter on road transportation fuel margin[1], as well as by low retail prices in some regions.

Other revenues gross profit

In the fourth quarter of fiscal 2024, other revenues gross profit was $51.6 million, an increase of $11.3 million, or 28.0%, compared with the corresponding period of fiscal 2023, mainly attributable to the contribution from acquisitions, which amounted to approximately $15.0 million. The translation of our foreign currency operations into US dollars had a net negative impact of approximately $1.0 million.

Operating, selling, general and administrative expenses (“expenses”)

For the fourth quarter of fiscal 2024, expenses increased by 1.7%, compared with the corresponding quarter of fiscal 2023. Normalized decrease in expenses[1] was 7.1%, as shown in the table below:

	12-week period ended	13-week period ended
	April 28, 2024	April 30, 2023
Growth of expenses, as reported	**1.7%**	8.8%
Adjusted for:		
Increase from incremental expenses related to acquisitions	**(9.9%)**	(1.3%)
Decrease (increase) from changes in electronic payment fees, excluding acquisitions	**1.1%**	(0.4%)
Increase from changes in acquisition costs recognized to earnings	**—**	(0.2%)
Decrease from the net impact of foreign exchange translation	**—**	2.0%
Cloud computing transition adjustment	**—**	1.0%
Normalized (decrease in) growth of expenses[1]	**(7.1%)**	9.9%

Normalized decrease in expenses[1] for the fourth quarter was mainly driven by the impact of one less week in the fourth quarter of fiscal 2024 compared with the fourth quarter of fiscal 2023, as well as by the continued strategic efforts to control our expenses, including labor efficiency in our stores. Our control of expenses remains evidenced by our normalized decrease in expenses[1] as disciplined cost control more than compensated the inflationary pressures, the impact of costs from rising minimum wages, as well as incremental investments to support our strategic initiatives.

Earnings before interest, taxes, depreciation, amortization and impairment (“EBITDA[1]”) and adjusted EBITDA[1]

During the fourth quarter of fiscal 2024, EBITDA stood at $1.1 billion, a decrease of $180.6 million, or 13.7%, compared with the corresponding quarter of fiscal 2023. Adjusted EBITDA for the fourth quarter of fiscal 2024 decreased by $180.3 million, or 13.6%, compared with the corresponding quarter of fiscal 2023, mainly due to lower road transportation fuel gross profit[1], the impact of one less week during the fourth quarter of fiscal 2024 compared with the fourth quarter of fiscal 2023, as well as softness in traffic as low income consumers remain impacted by challenging economic conditions, while being partly offset by the contribution from acquisitions, which amounted to approximately $98.0 million, and strong control in operating expenses. The translation of our foreign currency operations into US dollars had a negative impact of approximately $1.0 million.

[1] Please refer to the “Non-IFRS Accounting Standards Measures” section for additional information on performance measures not defined by IFRS Accounting Standards.

Depreciation, amortization and impairment ("depreciation")

For the fourth quarter of fiscal 2024, our depreciation expense increased by $102.9 million compared with the fourth quarter of fiscal 2023. The translation our foreign currency operations into US dollars had a net favorable impact of approximately $1.0 million. The remaining increase of $104.0 million, or 26.7%, is mainly driven by the impact from investments made through business acquisitions, the replacement of equipment, the go-live of several technology projects, as well as the ongoing improvement of our network, partly offset by the impact of one less week during the fourth quarter of fiscal 2024 compared with the fourth quarter of fiscal 2023.

Net financial expenses

Net financial expenses for the fourth quarter of fiscal 2024 were $139.9 million, an increase of $40.9 million, compared with the corresponding period of fiscal 2023. A portion of the variation is explained by certain items that are not considered indicative of future trends, as shown in the table below:

	12-week period ended	13-week period ended	
(in millions of US dollars)	**April 28, 2024**	April 30, 2023	Variation
Net financial expenses, as reported	**139.9**	99.0	40.9
Explained by:			
Net foreign exchange (loss) gain	**(5.2)**	0.4	(5.6)
Change in fair value of financial instruments and amortization of deferred differences	**1.1**	(0.1)	1.2
Loss on convertible promissory notes recorded at fair value through earnings or loss prior to their maturity	**—**	(26.4)	26.4
Remaining variation	**135.8**	72.9	62.9

The remaining variation of the fourth quarter of fiscal 2024 is mainly driven by higher average short-term and long-term debt in connection with our recent acquisitions, as well as higher interest rates, partly offset by higher interest revenue.

Income taxes

The income tax rate for the the fourth quarter of fiscal 2024 was 10.2% compared with 19.2% for the fourth quarter of fiscal 2023. The income tax rate includes a net tax benefit derived from an internal reorganization, which had a favorable impact of 6.5% on the income tax rate. The remaining decrease of 2.5% is mainly stemming from the impact of a different mix in our earnings across the various jurisdictions in which we operate.

Net earnings attributable to shareholders of the Corporation and adjusted net earnings attributable to shareholders of the Corporation[1]

Net earnings attributable to shareholders of the Corporation for the fourth quarter of fiscal 2024 were $453.0 million, compared with $670.7 million for the fourth quarter of fiscal 2023, a decrease of $217.7 million, or 32.5%. Diluted net earnings per share stood at $0.47, compared with $0.68 for the corresponding quarter of the previous fiscal year. The translation of our foreign currency operations into US dollars had a net negative impact of approximately $1.0 million on net earnings attributable to shareholders of the Corporation for the fourth quarter of fiscal 2024.

Adjusted net earnings attributable to shareholders of the Corporation for the fourth quarter of fiscal 2024 were approximately $461.0 million, compared with $698.0 million for the fourth quarter of fiscal 2023, a decrease of $237.0 million, or 34.0%. Adjusted diluted net earnings per share[1] were $0.48 for the fourth quarter of fiscal 2024, compared with $0.71 for the corresponding quarter of fiscal 2023, a decrease of 32.4%.

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

Summary Analysis of Consolidated Results for Fiscal 2024

The following table highlights certain information regarding our operations for the 52-week period ended April 28, 2024, the 53-week period ended April 30, 2023, and the 52-week period ended April 24, 2022, and the results analysis in this section should be read in conjunction with this table. The results from our operations in Europe and Asia are presented together as Europe and other regions.

(in millions of US dollars, unless otherwise stated)	**52-week period ended April 28, 2024**	53-week period ended April 30, 2023	52-week period ended April 24, 2022
Statement of Operations Data:			
Merchandise and service revenues[1]:			
United States	**12,334.5**	12,356.0	11,593.2
Europe and other regions	**2,750.3**	2,386.7	2,429.1
Canada	**2,451.1**	2,540.7	2,581.5
Total merchandise and service revenues	**17,535.9**	17,283.4	16,603.8
Road transportation fuel revenues:			
United States	**31,531.1**	35,232.1	30,115.0
Europe and other regions	**13,581.1**	11,837.7	9,892.0
Canada	**5,911.0**	6,342.6	5,344.4
Total road transportation fuel revenues	**51,023.2**	53,412.4	45,351.4
Other revenues[2]:			
United States	**45.6**	43.8	46.2
Europe and other regions	**622.9**	1,067.7	785.6
Canada	**35.9**	49.4	22.9
Total other revenues	**704.4**	1,160.9	854.7
Total revenues	**69,263.5**	71,856.7	62,809.9
Merchandise and service gross profit[1][3]:			
United States	**4,192.6**	4,172.4	3,904.5
Europe and other regions	**1,079.3**	925.2	927.4
Canada	**833.5**	841.8	830.2
Total merchandise and service gross profit	**6,105.4**	5,939.4	5,662.1
Road transportation fuel gross profit[3]:			
United States	**4,152.5**	4,375.6	3,626.4
Europe and other regions	**1,103.7**	1,034.4	1,057.7
Canada	**560.7**	546.6	493.0
Total road transportation fuel gross profit	**5,816.9**	5,956.6	5,177.1
Other revenues gross profit[2][3]:			
United States	**39.0**	43.8	46.2
Europe and other regions	**106.5**	82.9	96.5
Canada	**30.1**	29.4	22.9
Total other revenues gross profit	**175.6**	156.1	165.6
Total gross profit[3]	**12,097.9**	12,052.1	11,004.8
Operating, selling, general and administrative expenses	**6,525.2**	6,361.8	5,884.5
Loss (gain) on disposal of property and equipment and other assets	**2.4**	(67.6)	(103.9)
Depreciation, amortization and impairment	**1,760.1**	1,525.9	1,545.7
Operating income	**3,810.2**	4,232.0	3,678.5
Net financial expenses	**387.9**	306.7	281.0
Net earnings	**2,732.2**	3,090.9	2,683.3
Net earnings attributable to non-controlling interests	**(2.5)**	—	—
Net earnings attributable to shareholders of the Corporation	**2,729.7**	3,090.9	2,683.3
Per Share Data:			
Basic net earnings per share (dollars per share)	**2.82**	3.07	2.53
Diluted net earnings per share (dollars per share)	**2.82**	3.06	2.52
Adjusted diluted net earnings per share (dollars per share)[3]	**2.81**	3.12	2.60
Cash dividend per share declared for fiscal year (CA cents per share)	**66.50**	53.00	41.75

(in millions of US dollars, unless otherwise stated)	**52-week period ended April 28, 2024**	53-week period ended April 30, 2023	52-week period ended April 24, 2022
Other Operating Data:			
Merchandise and service gross margin[1][3]:			
Consolidated	**34.8%**	34.4%	34.1%
United States	**34.0%**	33.8%	33.7%
Europe and other regions	**39.2%**	38.8%	38.2%
Canada	**34.0%**	33.1%	32.2%
Growth of (decrease in) same-store merchandise revenues[4][8]:			
United States[5][6]	**(0.1%)**	4.3%	1.9%
Europe and other regions[3][7]	**0.1%**	3.1%	5.9%
Canada[5][6]	**0.9%**	1.2%	(3.4%)
Road transportation fuel gross margin[3]:			
United States (cents per gallon)	**45.28**	47.51	39.62
Europe and other regions (cents per liter)	**8.73**	9.98	9.86
Canada (CA cents per liter)	**13.35**	12.75	11.74
Total volume of road transportation fuel sold:			
United States (millions of gallons)	**9,171.7**	9,209.7	9,152.9
Europe and other regions (millions of liters)	**12,640.5**	10,365.7	10,722.7
Canada (millions of liters)	**5,665.9**	5,690.1	5,264.8
Growth of (decrease in) same-store road transportation fuel volumes[5][8]:			
United States	**(0.8%)**	(1.9%)	4.0%
Europe and other regions[7]	**(1.5%)**	(3.2%)	3.8%
Canada	**1.6%**	(0.1%)	6.1%

(in millions of US dollars, unless otherwise stated)	**As at April 28, 2024**	As at April 30, 2023[9]	As at April 24, 2022
Balance Sheet Data:			
Total assets	**36,942.1**	29,058.4	29,591.6
Interest-bearing debt[3]	**14,471.7**	9,473.6	9,439.9
Equity attributable to shareholders of the Corporation	**13,189.2**	12,564.5	12,437.6
Indebtedness Ratios[3]:			
Net interest-bearing debt/total capitalization	**0.50 : 1**	0.41 : 1	0.37 : 1
Leverage ratio	**2.21 : 1**	1.50 : 1	1.39 : 1
Returns[3][9]:			
Return on equity	**21.2%**	24.7%	21.8%
Return on capital employed	**13.3%**	17.5%	15.4%

(1) Includes revenues derived from franchise fees, royalties, suppliers' rebates on some purchases made by franchisees and licensees, as well as from wholesale of merchandise. Franchise fees from international licensed stores are presented in the United States.
(2) Includes revenues from the rental of assets and from the sale of energy for stationary engines and aviation fuel.
(3) Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on our performance measures not defined by IFRS Accounting Standards, as well as our capital management measure.
(4) This measure represents the growth of (decrease in) cumulative merchandise revenues between the current period and comparative period for those stores that were open for at least 23 days out of every 28-day period included in the reported periods. Merchandise revenues are defined as Merchandise and service revenues excluding service revenues.
(5) For company-operated stores only.
(6) Calculated based on respective functional currencies.
(7) Growth of (decrease in) same-store merchandise revenues and growth of (decrease in) same-store road transportation fuel volumes for Europe and other regions do not include results from the acquisition of certain European retail assets from TotalEnergies SE.
(8) Presented on a comparable basis of 12 and 52 weeks.
(9) The information as at April 30, 2023, has been adjusted based on our final estimates of the fair value of assets acquired and liabilities assumed for True Blue Car Wash LLC and Big Red Stores acquisitions.

Revenues

For fiscal 2024, our revenues decreased by $2.6 billion, or 3.6%, compared with fiscal 2023, mainly attributable to a lower average road transportation fuel selling price, the impact of one less week in fiscal 2024 compared with fiscal 2023, lower aviation fuel volumes sold as a result of a change in business model, as well as softness in traffic as low income consumers are impacted by challenging economic conditions, while being partly offset by the contribution from acquisitions, and higher revenues in our wholesale business. The translation of our foreign currency operations into US dollars had a net positive impact of approximately $141.0 million on our revenues for fiscal 2024.

Merchandise and service revenues

For fiscal 2024, the growth in merchandise and service revenues was $252.5 million, or 1.5%, compared with fiscal 2023, mainly attributable to the contribution from acquisitions, which amounted to approximately $567.0 million, partly offset by the impact of one less week in fiscal 2024 compared with fiscal 2023. The translation of our foreign currency operations into US dollars had a net negative impact of approximately $3.0 million. Same-store merchandise revenues decreased by 0.1% in the United States, while they increased by 0.1% in Europe and other regions[1], impacted by constraints on discretionary spending due to challenging economic conditions for low income consumers, as well as the continuous decline in the cigarettes industry, partly offset by the growth in other nicotine products. Same-store merchandise revenues increased by 0.9% in Canada, driven by our diversified offer in the beverage category, as well as the continued growth of our *Fresh Food, Fast* program and private brands in the first-half of the year. The rest of the year was affected by similar reasons to those of our other regions.

Road transportation fuel revenues

For fiscal 2024, the road transportation fuel revenues decreased by $2.4 billion compared with fiscal 2023. The translation of our foreign currency operations into US dollars had a net positive impact of approximately $112.0 million. The remaining decrease of approximately $2.5 billion, or 4.7%, is mainly attributable to a lower road transportation fuel selling price, which had a negative impact of approximately $5.6 billion, the impact of one less week in fiscal 2024 compared with fiscal 2023, and softness in fuel demand, partly offset by the contribution from acquisitions, which amounted to approximately $3.9 billion, as well as higher revenues in our European wholesale business activities following a change in our business model. Same-store road transportation fuel volumes decreased by 0.8% in the United States, and by 1.5% in Europe and other regions. During fiscal 2024, fuel demand in those regions remained unfavorably impacted by challenging economic conditions. Same store road transportation fuel volumes increased by 1.6% in Canada, favorably impacted by promotional activities.

The following table shows the average selling price of road transportation fuel of our company-operated stores in our various markets for the last eight quarters. The average selling price of road transportation fuel consists of the road transportation fuel revenues divided by the volume of road transportation fuel sold:

Quarter	1st	2nd	3rd	4th	Weighted average
52-week period ended April 28, 2024					
United States (US dollars per gallon)	3.52	3.76	3.18	3.40	3.44
Europe and other regions (US cents per liter)	98.02	108.87	112.53	125.90	113.64
Canada (CA cents per liter)	142.77	152.03	136.26	143.91	143.28
53-week period ended April 30, 2023					
United States (US dollars per gallon)	4.61	3.84	3.50	3.52	3.84
Europe and other regions (US cents per liter)	129.11	117.39	113.55	109.77	118.51
Canada (CA cents per liter)	179.15	149.55	143.32	137.66	151.49

Other revenues

For fiscal 2024, total other revenues were $704.4 million, a decrease of $456.5 million compared with fiscal 2023. The translation of our foreign currency operations into US dollars had a net positive impact of approximately $32.0 million. The remaining decrease of approximately $488.0 million, or 42.0%, is primarily driven by lower aviation fuel volumes sold as a result of a change in business model and lower average selling prices of our other fuel products, which had a minimal impact on gross profit[1], partly offset by the contribution from acquisitions, which amounted to approximately $23.0 million.

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

Gross profit[1]

For fiscal 2024, our gross profit increased by $45.8 million, or 0.4%, compared with fiscal 2023, mainly attributable to the contribution from acquisitions, and organic growth in our convenience activities, while being partly offset by lower road transportation fuel gross margins[1], and the impact of one less week in fiscal 2024 compared with fiscal 2023. The translation of our foreign currency operations into US dollars had a net positive impact of approximately $2.0 million.

Merchandise and service gross profit

During fiscal 2024, our merchandise and service gross profit was $6.1 billion, an increase of $166.0 million compared with fiscal 2023. The translation of our foreign currency operations into US dollars had a net negative impact of $2.0 million. The remaining increase of approximately $168.0 million, or 2.8%, is mainly attributable to the contribution from acquisitions, which amounted to approximately $235.0 million, and organic growth in our convenience activities, partly offset by the impact of one less week in fiscal 2024 compared with fiscal 2023. Our merchandise and service gross margin[1] increased by 0.2% to 34.0% in the United States, by 0.4% in Europe and other regions to 39.2%, and by 0.9% in Canada to 34.0%, all impacted favorably by a change in product mix.

Road transportation fuel gross profit

During fiscal 2024, our road transportation fuel gross profit was $5.8 billion, a decrease of $139.7 million compared with fiscal 2023. The translation of our foreign currency operations into US dollars had a net positive impact of approximately $4.0 million. The remaining decrease of $144.0 million, or 2.4%, is mainly driven by the decline in road transportation fuel gross margin[1] in the United States, and the impact of one less week in fiscal 2024 compared with fiscal 2023, partly offset by the impact from acquisitions, which amounted to approximately $244.0 million. In the United States, our road transportation fuel gross margin[1] was 45.28¢ per gallon, a decrease of 2.23¢ per gallon, and in Europe and other regions, it was US 8.73¢ per liter, a decrease of US 1.25¢ per liter, mostly driven by the volatility of the global fuel market. Notwithstanding the decline from previous levels, fuel gross margins[1] remained healthy throughout our network for most of the year. In Canada, our road transportation fuel gross margin[1] was CA 13.35¢ per liter, an increase of CA 0.60¢ per liter.

The road transportation fuel gross margin[1] of our company-operated stores in the United States and the impact of expenses related to electronic payment modes for the last eight quarters, were as follows:

(US cents per gallon)

Quarter	1st	2nd	3rd	4th	Weighted average
52-week period ended April 28, 2024					
Before deduction of expenses related to electronic payment modes	51.26	51.15	44.38	39.28	46.38
Expenses related to electronic payment modes(1)	6.13	6.04	5.77	6.03	5.98
After deduction of expenses related to electronic payment modes	45.13	45.11	38.61	33.25	40.40
53-week period ended April 30, 2023					
Before deduction of expenses related to electronic payment modes	50.95	51.11	48.39	46.43	49.13
Expenses related to electronic payment modes(1)	7.21	6.53	6.20	6.17	6.50
After deduction of expenses related to electronic payment modes	43.74	44.58	42.19	40.26	42.63

(1) Expenses related to electronic payment modes are determined by allocating the portion of total electronic payment modes, which are included in Operating, selling, general and administrative expenses, deemed related to our United States company-operated stores road transportation fuel transactions.

The road transportation fuel gross margin[1] of our network in Europe and other regions and in Canada for the last eight quarters, were as follows:

Quarter	1st	2nd	3rd	4th	Weighted average
52-week period ended April 28, 2024					
Europe and other regions (US cents per liter)	8.21	10.20	8.56	8.30	8.73
Canada (CA cents per liter)	13.25	13.63	12.99	13.68	13.35
53-week period ended April 30, 2023					
Europe and other regions (US cents per liter)	12.26	9.76	8.01	10.60	9.98
Canada (CA cents per liter)	14.04	12.55	12.52	12.13	12.75

Generally, road transportation fuel margins can be volatile from one quarter to another but tend to be more stable over longer periods. In Europe and other regions, fuel margin volatility is impacted by a longer supply chain due to a more integrated model. In Europe and other regions and in Canada, expenses related to electronic payment modes are not as volatile as in the United States.

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

Other revenues gross profit

During fiscal 2024, other revenues gross profit was $175.6 million, an increase of $19.5 million, or 12.5%, compared with fiscal 2023, mainly attributable to the contribution from acquisitions, which amounted to approximately $19.0 million. The translation of our foreign currency operations into US dollars had a net positive impact of approximately $1.0 million.

Operating, selling, general and administrative expenses ("expenses")

For fiscal 2024, expenses increased by 2.6% compared with fiscal 2023. Normalized decrease in expenses[1] was 1.1%, as shown in the table below:

	52-week period ended	53-week period ended
	April 28, 2024	April 30, 2023
Growth of expenses, as reported	**2.6%**	8.1%
Adjusted for:		
Increase from incremental expenses related to acquisitions	**(4.7%)**	(1.0%)
Decrease (increase) from changes in electronic payment fees, excluding acquisitions	**1.1%**	(1.7%)
Increase from changes in acquisition costs recognized to earnings	**(0.1%)**	(0.1%)
Decrease from the net impact of foreign exchange translation	**—**	2.7%
Cloud computing transition adjustment	**—**	0.3%
Normalized (decrease in) growth of expenses[1]	**(1.1%)**	8.3%

Normalized decrease in expenses[1] for fiscal 2024 is mainly driven by our disciplined cost control, as well as the impact of one less week in fiscal 2024 compared with fiscal 2023, partly offset by incremental investments to support our strategic initiatives. Our control of expenses remains evidenced by our normalized decrease in expenses[1] as disciplined cost control more than compensated the inflationary pressures and the impact of costs from rising minimum wages, as well as the continued strategic efforts to control our expenses, including labor efficiency in our stores.

Earnings before interest, taxes, depreciation, amortization and impairment ("EBITDA[1]") and adjusted EBITDA[1]

During fiscal 2024, EBITDA stood at $5.6 billion, a decrease of $165.6 million, or 2.9%, compared with fiscal 2023. Adjusted EBITDA for fiscal 2024 decreased by $161.2 million, or 2.8%, compared with fiscal 2023, mainly due to lower road transportation fuel gross profit[1] and the impact of one less week in fiscal 2024 compared with fiscal 2023, while being partly offset by the contribution from acquisitions, which amounted to approximately $200.0 million. The translation of our foreign currency operations into US dollars had a net positive impact of approximately $1.0 million.

Depreciation, amortization and impairment ("depreciation")

For fiscal 2024, our depreciation expense increased by $234.2 million compared with fiscal 2023. The translation of our foreign currency operations into US dollars had a net favorable impact of approximately $2.0 million. The remaining increase of approximately $236.0 million, or 15.5%, is mainly driven by the impact from investments made through business acquisitions, the replacement of equipment, the go-live of several technology projects, as well as the ongoing improvement of our network, partly offset by the impact of one less week in fiscal 2024 compared with fiscal 2023, and by the impact of the impairment on our investment in Fire & Flower Holdings Corp. of $23.9 million in the comparable year.

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

Net financial expenses

Net financial expenses for fiscal 2024 were $387.9 million, an increase of $81.2 million compared with fiscal 2023. A portion of the variation is explained by certain items that are not considered indicative of future trends, as shown in the table below:

	52-week period ended	53-week period ended	
(in millions of US dollars)	**April 28, 2024**	April 30, 2023	Variation
Net financial expenses, as reported	**387.9**	306.7	81.2
Explained by:			
Reclassification adjustment of gain on forward starting interest rate swaps	**32.9**	—	32.9
Change in fair value of financial instruments and amortization of deferred differences	**(10.7)**	0.8	(11.5)
Net foreign exchange gain (loss)	**6.2**	(0.7)	6.9
Loss on convertible promissory notes recorded at fair value through earnings or loss prior to their maturity	—	(26.4)	26.4
Remaining variation	**416.3**	280.4	135.9

The remaining variation of fiscal 2024 is mainly driven by higher average short-term and long-term debt in connection with our recent acquisitions, as well as higher interest rates, partly offset by higher interest revenue.

Income taxes

The income tax rate for fiscal 2024 was 20.8% compared with 21.3% for fiscal 2023. The income tax rate include a tax benefit derived from an internal reorganization, which had a favorable impact of 1.0%. The remaining increase of 0.5% is mainly stemming from the impact of a different mix in our earnings across the various jurisdictions in which we operate.

Net earnings attributable to shareholders of the Corporation and adjusted net earnings attributable to shareholders of the Corporation[1]

For fiscal 2024, net earnings attributable to shareholders of the Corporation stood at $2.7 billion, a decrease of $361.2 million, or 11.7%, compared with fiscal 2023. Diluted net earnings per share stood at $2.82, compared with $3.06 for the previous fiscal year. The translation of our foreign currency operations into US dollars had a net positive impact of approximately $4.0 million on net earnings attributable to shareholders of the Corporation for fiscal 2024.

Adjusted net earnings attributable to shareholders of the Corporation for fiscal 2024 stood at $2.7 billion, a decrease of $436.0 million, or 13.8%, compared with fiscal 2023. Adjusted diluted net earnings per share[1] were $2.81 for fiscal 2024, compared with $3.12 for fiscal 2023, a decrease of 9.9%.

Financial Position as at April 28, 2024

As shown by our indebtedness ratios included in the "Summary Analysis of Consolidated Results Fiscal 2024" section and our net cash provided by operating activities, our financial position remains healthy.

Our total consolidated assets amounted to $36.9 billion as at April 28, 2024, an increase of $7.9 billion over the balance as at April 30, 2023, primarily due to our business acquisitions, including the acquisition of certain European retail assets from TotalEnergies SE and sites operating under the MAPCO brand.

For the 52-week period ended April 28, 2024, and the 53-week period ended April 30, 2023, we recorded a return on capital employed[1] of 13.3% and 17.5%, respectively. The decrease is mostly driven by the business acquisitions closed during this period.

Significant balance sheet variations are explained as follows:

Accounts receivable

Accounts receivable increased by $630.9 million, from $2.3 billion as at April 30, 2023, to $2.9 billion as at April 28, 2024. The increase stems mainly from our business acquisitions, partly offset by the weakening of the European currencies against the US dollar, which had an impact of approximately $31.0 million.

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

Other short-term financial assets

Other short-term financial assets amounted to $559.2 million as at April 28, 2024, an increase of $464.2 million over the balance as at April 30, 2023, mainly due to a new investment in term deposits.

Property and equipment

Property and equipment increased by $2.1 billion, from $11.8 billion as at April 30, 2023, to $13.9 billion as at April 28, 2024, mainly attributable to the investments we made in our network and through our business acquisitions, partly offset by depreciation and amortization expense and disposals, as well as the weakening of the European currencies against the US dollar, which had an impact of approximately $101.0 million.

Right-of-use assets

Right-of-use assets increased by $570.3 million, from $3.4 billion as at April 30, 2023, to $4.0 billion as at April 28, 2024, mainly as a result of our business acquisitions, the addition of new leases and changes in estimates, partly offset by depreciation and amortization expense, as well as the weakening of the European currencies against the US dollar, which had an impact of approximately $38.0 million.

Intangible assets

Intangible assets increased by $413.3 million, from $772.5 million as at April 30, 2023, to $1.2 billion as at April 28, 2024, mainly attributable to business acquisitions, partly offset by depreciation and amortization expense as well as the weakening of the European currencies against the US dollar, which had an impact of approximately $17.0 million.

Goodwill

Goodwill increased by $2.9 billion, from $6.6 billion as at April 30, 2023, to $9.6 billion as at April 28, 2024, mainly as a result of the preliminary purchase price allocation for the acquisition of certain European retail assets from TotalEnergies SE and sites operating under the MAPCO brand, partly offset by the weakening of the European currencies against the US dollar, which had an impact of approximately $96.0 million.

Accounts payable and accrued liabilities

Accounts payable and accrued liabilities increased by $1.5 billion, from $4.5 billion as at April 30, 2023, to $6.0 billion as at April 28, 2024. The increase is mainly attributable to business acquisitions, higher road transportation fuel costs and greater fuel purchases, partly offset by the weakening of the European currencies against the US dollar, which had an impact of approximately $32.0 million.

Long-term debt and Short-term debt and current portion of long-term debt

Short-term debt and current portion of long-term debt amounted to $1.1 billion as at April 28, 2024, an increase of $1.1 billion over the balance as at April 30, 2023, due to the issuance of unsecured commercial paper notes and the reclassification of Canadian-dollar-denominated senior unsecured notes maturing in July 2024 from Long-term debt to Short-term debt and current portion of long term debt, partly offset by the net impact of approximately $19.0 million from the weakening of the Canadian dollar against the US dollar.

Long-term debt amounted to $9.2 billion as at April 28, 2024, an increase of $3.3 billion over the balance as at April 30, 2023, due to the issuance of senior unsecured notes, partly offset by the reclassification of Canadian-dollar-denominated senior unsecured notes maturing in July 2024 from Long-term debt to Short-term debt and current portion of long term debt, as well as the net impact of approximately $12.0 million from the weakening of the Canadian dollar, the Euro and the Norwegian krone against the US dollar.

Lease liability

Lease liability increased by $528.3 million, from $3.1 billion as at April 30, 2023, to $3.7 billion as at April 28, 2024, mainly as a result of our business acquisitions, the addition of new leases and changes in estimates, partly offset by payments of principal elements, as well as the weakening of the European currencies against the US dollar, which had an impact of approximately $37.0 million.

Equity attributable to shareholders of the Corporation

Equity amounted to $13.2 billion as at April 28, 2024, an increase of $624.7 million over the balance as at April 30, 2023, reflecting the impact of net earnings attributable to shareholders of the Corporation for fiscal 2024, partly offset by the share repurchase program, the dividends declared, as well as the initial recognition of the redemption liability. For the 52-week period ended April 28, 2024, and the 53-week period ended April 30, 2023, we recorded a return on equity[1] of 21.2% and 24.7%, respectively.

Liquidity and Capital Resources

Our principal sources of liquidity are our net cash provided by operating activities and borrowings available under our revolving unsecured credit facility or United States commercial paper program. Our principal uses of cash are to repay our debt, finance our acquisitions and capital expenditures, repurchase shares and pay dividends, as well as to provide for working capital. We expect that cash generated from operations and borrowings available under our term revolving unsecured operating credit facility or United States commercial paper program will be adequate to meet our liquidity needs in the foreseeable future.

Our credit facility and United States commercial paper program are detailed as follows:

Term revolving unsecured operating credit facility ("operating credit facility")

Credit agreement consisting of a revolving unsecured facility of a maximum amount of $3.5 billion, including a first tranche of $1.0 billion and a second tranche of $2.5 billion, maturing in April 2026 and April 2028, respectively. As at April 28, 2024, the term revolving unsecured operating credit facility was not used, standby letters of credit in the amount of $2.8 million were outstanding and we were in compliance with the restrictive covenants and ratios imposed by the credit agreement. Subsequent to the end of fiscal 2024, the maturity of the first and second tranches of the credit facility was extended to May 2027 and May 2029, respectively.

United States commercial paper program

Commercial paper program in the United States allowing us to issue unsecured commercial paper notes. The aggregate principal amount of unsecured commercial paper notes outstanding at any given time cannot exceed $2.5 billion and our operating credit facility serves as a liquidity backstop for their repayment. As at April 28, 2024, a principal of issued unsecured commercial paper notes of $551.3 million was outstanding. The weighted average effective interest rate of the outstanding unsecured commercial paper notes was 5.59%.

Available liquidities[1]

As at April 28, 2024, when considering the outstanding principal of issued unsecured commercial paper notes, a total of approximately $2.9 billion was available under our operating credit facility. Thus, at the same date, we had access to $4.3 billion through our available cash and our operating credit facility.

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

Selected Consolidated Cash Flow Information

(in millions of US dollars)	52-week period ended April 28, 2024	53-week period ended April 30, 2023	Variation
Operating activities			
Net cash provided by operating activities	**4,817.2**	4,344.6	472.6
Investing activities			
Business acquisitions	**(4,297.2)**	(847.9)	(3,449.3)
Purchase of property and equipment, intangible assets and other assets	**(1,943.1)**	(1,803.8)	(139.3)
Investment in term deposits	**(520.9)**	—	(520.9)
Proceeds from disposal of investments in equity instruments and from repayments of loans granted to Fire & Flower	**167.6**	194.2	(26.6)
Purchase of equity instruments, other financial assets and investments and loans related to Fire & Flower	**(118.2)**	(55.6)	(62.6)
Proceeds from disposal of property and equipment and other assets	**87.1**	262.1	(175.0)
Settlement of currency forward contracts	**16.6**	—	16.6
Change in restricted cash	**4.2**	5.5	(1.3)
Investment in a joint venture	—	(30.1)	30.1
Net cash used in investing activities	**(6,603.9)**	(2,275.6)	(4,328.3)
Financing activities			
Issuance of senior unsecured notes, net of financing costs	**3,894.5**	—	3,894.5
Increase in acquisition facility	**3,391.9**	—	3,391.9
Repayment of acquisition facility	**(3,385.3)**	—	(3,385.3)
Share repurchases	**(1,349.4)**	(2,392.5)	1,043.1
Net issuance of unsecured commercial paper notes	**549.6**	—	549.6
Principal elements of lease payments	**(478.9)**	(438.9)	(40.0)
Cash dividends paid	**(453.0)**	(377.7)	(75.3)
Exercise of stock options	**35.8**	5.3	30.5
Net proceeds (payments) on other debts	**0.2**	(1.4)	1.6
Repayment of debts on business acquisitions	—	(144.5)	144.5
Net cash provided by (used in) financing activities	**2,205.4**	(3,349.7)	5,555.1
Credit ratings			
S&P Global Ratings – Corporate and Senior unsecured notes credit ratings	**BBB+**	BBB	
Moody's – Corporate and Senior unsecured notes credit ratings	**Baa1**	Baa2	

Operating activities

During fiscal 2024, net cash from our operations reached $4.8 billion, up $472.6 million compared with fiscal 2023, mainly due to changes in non-cash working capital, partly offset by lower cash earnings.

Investing activities

During fiscal 2024, investing activities were mainly related to the acquisition of 2,175 sites from TotalEnergies SE for a total cash consideration of approximately €3.4 billion ($3.8 billion), including preliminary adjustments, and subject to post closing adjustments, and the acquisition of 112 sites operating under the MAPCO brand for a consideration of $468.7 million. Purchase of property and equipment, intangible assets and other assets, net of Proceeds from disposal of property and equipment and other assets amounted to $1.9 billion. These investments were primarily for the replacement of equipment in some of our stores in order to enhance our offering of products and services, for the addition of new stores, for the ongoing improvement of our network, as well as for strategic initiatives. In addition, during fiscal 2024, we invested in term deposits for an amount of $520.9 million.

Financing activities

During fiscal 2024, we issued senior unsecured notes for an amount of $3.9 billion, net of financing costs, which funds were used to repay our acquisition facility used during the year for $3.4 billion, settled share repurchases for an amount of $1.3 billion, issued $549.6 million of unsecured commercial paper notes, paid $478.9 million on the principal elements of our lease liabilities and paid dividends in the amount of $453.0 million.

Contractual Obligations and Commercial Commitments

Set out below is a summary of our material contractual obligations as at April 28, 2024[(1)]:

(in millions of US dollars)	2025	2026	2027	2028	2029	Thereafter	Total
Contractual obligations[(2)]							
Long-term debt	1,412.1	951.3	1,149.0	1,312.9	661.2	9,533.4	**15,019.9**
Lease liabilities	643.5	586.1	537.9	462.3	423.0	2,533.9	**5,186.7**
Cross-currency interest rate swaps payable	601.5	593.9	13.1	13.1	378.9	—	**1,600.5**
Cross-currency interest rate swaps receivable	(555.7)	(538.6)	(16.9)	(16.9)	(383.0)	—	**(1,511.1)**
Total	2,101.4	1,592.7	1,683.1	1,771.4	1,080.1	12,067.3	**20,296.0**

(1) The summary does not include the payments required under defined benefit pension plans.
(2) Based on spot rates, as at April 28, 2024, for balances for which the underlying currency differs from our reporting currency and for balances bearing interest at variable rates.

	2025	2026	2027	2028	2029	Thereafter	Total
Fuel Purchase Obligations							
United States (in millions of gallons)	1,541.5	1,538.6	1,538.6	1,538.6	152.6	158.6	**6,468.5**
Europe (in millions of liters)	7,168.4	—	—	—	—	—	**7,168.4**
Canada (in millions of liters)	3,272.2	3,272.2	3,272.2	3,009.7	2,200.0	16,133.3	**31,159.6**

Long-term debt. As at April 28, 2024, our long-term debt totaled $10.3 billion, detailed as follows:

i. Senior unsecured notes denominated in US-dollar totaling $5.5 billion, in Canadian-dollar totaling CA $2.7 billion, in Euro totaling €2.1 billion and in Norwegian-krone totaling NOK 675.0 million, divided as follows:

Issuance date	Principal amount	Maturity	Coupon rate	Effective rate	Interest payment dates
July 26, 2017	CA $700.0	July 26, 2024	3.06%	3.13%	July 26th and January 26th
June 2, 2015	CA $700.0	June 2, 2025	3.60%	3.65%	June 2nd and December 2nd
February 18, 2016	NOK 675.0	February 18, 2026	3.85%	3.93%	April 20th and October 20th
May 6, 2016	€750.0	May 6, 2026	1.88%	1.94%	May 6th
July 26, 2017	$1,000.0	July 26, 2027	3.55%	3.64%	July 26th and January 26th
January 25, 2024	CA $500.0	January 25, 2029	4.60%	4.70%	July 25th and January 25th
January 22, 2020	$750.0	January 25, 2030	2.95%	3.03%	July 25th and January 25th
September 25, 2023	CA $800.0	September 25, 2030	5.59%	5.70%	March 25th and September 25th
February 12, 2024	€700.0	May 12, 2031	3.65%	3.68%	May 12th (1)
February 12, 2024	$900.0	February 12, 2034	5.27%	5.31%	August 12th and February 12th
February 12, 2024	€650.0	February 12, 2036	4.01%	4.03%	February 12th
May 13, 2021	$650.0	May 13, 2041	3.44%	3.50%	May 13th and November 13th
July 26, 2017	$500.0	July 26, 2047	4.50%	4.58%	July 26th and January 26th
January 22, 2020	$750.0	January 25, 2050	3.80%	3.88%	July 25th and January 25th
May 13, 2021 Green Bonds	$350.0	May 13, 2051	3.63%	3.69%	May 13th and November 13th
February 12, 2024	$600.0	February 12, 2054	5.62%	5.69%	August 12th and February 12th

(1) The first interest payments of the €700.0 Euro-denominated senior unsecured notes are due on May 12, 2025.

ii. Unsecured commercial paper notes of $551.3 million.

iii. Other debts of $9.7 million, including various notes payable.

Lease liabilities. We lease mainly land, buildings, building components, motor vehicles and equipment. Lease terms are negotiated on an individual basis and contain a wide range of terms and conditions. The lease terms, for the majority of leases in North America, vary between 5 and 20 years, which include the initial base term and renewal option(s) when applicable. In Europe and Asia, the lease terms range from less than 12 months to contracts with maturities up to more than 50 years and also include options to renew at market prices when applicable. When contracts are determined to contain a lease, lease liabilities and related right-of-use assets are included in our consolidated balance sheets. Under certain leases, we are subject to additional rent based on revenues as well as future escalations in the minimum lease amount.

Fuel purchase obligations. We have entered into various fuel purchase agreements, which require us to purchase minimum volume of road transportation fuel annually. Failure to satisfy the minimum purchase requirements could result in termination of the contract, penalties for shortfall volumes, change in the pricing of the products, payment to the applicable providers of a predetermined percentage of the commitments and repayments of a portion of rebates received. We have generally exceeded such minimum requirements in the past and do not expect that any potential failure to meet those in the foreseeable future could lead to the materialization of any of the outcomes described above. As at April 28, 2024, our fuel purchase obligation consisted of multiple contracts under which we have 6.5 billion gallons and 38.3 billion liters to be purchased over the next years.

Contingencies. Various claims and legal proceedings have been initiated against us in the normal course of our operations. Although the outcome of such matters is not predictable with assurance, we have no reason to believe that the outcome of any such current matter could reasonably be expected to have a materially adverse impact on our financial position, results of operations or our ability to carry on any of our business activities.

We are covered by insurance policies that have significant deductibles. At this time, we believe that we are adequately covered through the combination of insurance policies and self-insurance. Future losses which exceed insurance policy limits or, under adverse interpretations, could be excluded from coverage would have to be paid out of general corporate funds. In relation to workers' compensation policies, we issue letters of credit as collateral for certain policies.

Guarantees. We assigned a number of lease agreements for premises to third parties. Under some of these agreements, we retain a secondary responsibility to the landlord for payment of amounts under the lease agreements should the sub lessees, which assume primary responsibility, fail to pay. As at April 28, 2024, the total future lease payments under such agreements are approximately $19.8 million and the fair value of the guarantee is not significant. Historically, we have not made any significant payments in connection with these contracts and we do not expect to make any in the foreseeable future.

We have also issued different form of guarantees, including financial guarantee commitments under car rental agreements and on behalf of retailers in Sweden and Ireland. The maximum undiscounted future payments related to those guarantees total $16.4 million and the carrying amount and fair value of the guarantee commitments recognized in our consolidated balance sheet as at April 28, 2024, were not significant.

We also issue surety bonds for a variety of business purposes for our own operations, including surety bonds for taxes, lottery sales, wholesale distribution and alcoholic beverage sales. In most cases, a municipality or state governmental agency requires the surety bonds as a condition of operating a store in that area.

Other commitments. We have entered into various property purchase agreements, IT service agreements, as well as product purchase agreements, which require us to purchase minimum amounts or quantities of merchandise annually. Failure to satisfy the minimum purchase requirements could result in termination of the contracts, penalties for shortfall volumes, change in the pricing of the products, payments to the applicable providers of a predetermined percentage of the commitments and repayments of a portion of rebates received. We have generally exceeded such minimum requirements in the past and do not expect that any potential failure to meet those in the foreseeable future could lead to the materialization of any of the outcomes described above.

Off-Balance Sheet Arrangements

In the normal course of business, we had issued outstanding letters of credit for an amount of $236.8 million as at April 28, 2024. Other than those letters of credit, we have no other off-balance sheet activities. Our future commitments are presented in the section "Contractual Obligations and Commercial Commitments".

Selected Quarterly Financial Information

Our 52-week reporting cycle is divided into quarters of 12 weeks each except for the third quarter, which comprises 16 weeks. When a fiscal year, such as fiscal 2023, contains 53 weeks, the fourth quarter comprises 13 weeks. The following is a summary of selected consolidated financial information derived from our interim consolidated financial statements for each of the eight most recently completed quarters.

(in millions of US dollars, except per share data)	**52-week period ended April 28, 2024**				53-week period ended April 30, 2023			
Quarter	**4th**	3rd	2nd	1st	4th	3rd	2nd	1st
Weeks	**12 weeks**	16 weeks	12 weeks	12 weeks	13 weeks	16 weeks	12 weeks	12 weeks
Revenues	**17,592.7**	19,622.0	16,425.6	15,623.2	16,264.4	20,055.1	16,879.5	18,657.7
Depreciation, amortization and impairment	**492.5**	537.5	369.6	360.5	389.6	463.2	353.9	319.2
Operating income	**642.2**	927.3	1,098.4	1,142.3	933.7	1,026.1	1,093.7	1,178.5
Share of earnings of joint ventures and associated companies	**3.6**	3.6	9.7	8.9	(4.4)	0.5	2.1	5.6
Net financial expenses	**139.9**	130.3	47.0	70.7	99.0	82.5	58.1	67.1
Net earnings	**454.5**	624.4	819.2	834.1	670.7	737.4	810.4	872.4
Net earnings attributable to non-controlling interests	**(1.5)**	(1.0)	—	—	—	—	—	—
Net earnings attributable to shareholders of the Corporation	**453.0**	623.4	819.2	834.1	670.7	737.4	810.4	872.4
Net earnings per share								
Basic	**$0.47**	$0.65	$0.85	$0.85	$0.68	$0.73	$0.79	$0.85
Diluted	**$0.47**	$0.65	$0.85	$0.85	$0.68	$0.73	$0.79	$0.85

The volatility of road transportation fuel gross margins, seasonality and changes in the exchange rates have an impact on the variability of our quarterly net earnings.

Analysis of Consolidated Results for the Fiscal Year Ended April 30, 2023

Revenues

For fiscal 2023, our revenues increased by $9.0 billion, or 14.4%, compared with fiscal 2022, mainly attributable to a higher average road transportation fuel and other fuel products selling price, the impact of the 53rd week in fiscal 2023, the contribution from acquisitions, and organic growth of our convenience activities, while being partly offset by the net negative impact of approximately $1.8 billion from the translation of our foreign currency operations into US dollars as well as lower fuel demand.

Merchandise and service revenues

For fiscal 2023, the growth in merchandise and service revenues was $679.6 million compared with fiscal 2022. The translation of our foreign currency operations into US dollars had a net negative impact of approximately $341.0 million. The remaining increase of approximately $1.0 billion, or 6.1%, is primarily attributable to organic growth, the impact of the 53rd week in fiscal 2023 as well as to the contribution from acquisitions, which amounted to approximately $145.0 million. Same-store merchandise revenues increased by 4.3% in the United States, by 3.1% in Europe and other regions[1], and by 1.2% in Canada, driven by our diversified offer in the beverage category as well as the continued growth of our *Fresh Food, Fast* program and private brands partly offset by the continued softness of our cigarette and other nicotine products revenues from illicit competition and increased restrictions.

Road transportation fuel revenues

For fiscal 2023, the road transportation fuel revenues increased by $8.1 billion compared with fiscal 2022. The translation of our foreign currency operations into US dollars had a net negative impact of approximately $1.4 billion. The remaining increase of approximately $9.5 billion, or 20.9%, is attributable to a higher average road transportation fuel selling price, which had a positive impact of approximately $9.2 billion, as well as the impact of the 53rd week in fiscal 2023. Same-store road transportation fuel volumes decreased by 1.9% in the United States, by 3.2% in Europe and other regions, and by 0.1% in Canada. During the year, road transportation fuel demand remained unfavorably impacted by the high retail prices driven by the increase in crude oil costs compared with fiscal 2022, and the continued work from home trends.

The following table shows the average selling price of road transportation fuel of our company-operated stores in our various markets for the last eight quarters. The average selling price of road transportation fuel consists of the road transportation fuel revenues divided by the volume of road transportation fuel sold:

Quarter	1st	2nd	3rd	4th	Weighted average
53-week period ended April 30, 2023					
United States (US dollars per gallon)	4.61	3.84	3.50	3.52	3.84
Europe and other regions (US cents per liter)	129.11	117.39	113.55	109.77	118.51
Canada (CA cents per liter)	179.15	149.55	143.32	137.66	151.49
52-week period ended April 24, 2022					
United States (US dollars per gallon)	2.97	3.08	3.28	3.94	3.31
Europe and other regions (US cents per liter)	79.09	86.29	96.66	120.84	95.89
Canada (CA cents per liter)	117.51	123.00	129.39	150.30	129.60

Other revenues

Total other revenues for fiscal 2023 were $1.2 billion, an increase of $306.2 million compared with fiscal 2022. The translation of our foreign currency operations into US dollars had a net negative impact of approximately $71.0 million. The remaining increase of approximately $377.0 million, or 44.1%, is primarily driven by higher prices on our other fuel products, which had a minimal impact on gross profit[1].

Gross profit[1]

For fiscal 2023, our gross profit increased by $1.0 billion, or 9.5%, compared with fiscal 2022, mainly attributable to higher road transportation fuel gross profit, organic growth in our convenience activities, as well as the impact of the 53rd week in fiscal 2023, while being partly offset by the net negative impact from the translation of our foreign currency operations into US dollars of approximately $293.0 million.

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

Merchandise and service gross profit

During fiscal 2023, our merchandise and service gross profit was $5.9 billion, an increase of $277.3 million compared with fiscal 2022. The translation of our foreign currency operations into US dollars had a net negative impact of approximately $132.0 million. The remaining increase of approximately $409.0 million, or 7.2%, is primarily due to organic growth, the impact of the 53rd week in fiscal 2023 as well as the contribution of our acquisitions, which had an impact of approximately $55.0 million. Our gross margin[1] in the United States increased by 0.1% to 33.8%, by 0.6% to 38.8% in Europe and other regions, and by 0.9% in Canada to 33.1%, all impacted favorably by a change in product mix.

Road transportation fuel gross profit

During fiscal 2023, our road transportation fuel gross profit was $6.0 billion, an increase of $779.5 million compared with fiscal 2022. The translation of our foreign currency operations into US dollars had a net negative impact of approximately $148.0 million. The remaining increase in our gross profit was approximately $927.0 million, or 17.9%. The road transportation fuel gross margin[1] was 47.51¢ per gallon in the United States, an increase of 7.89¢ per gallon, CA 12.75¢ per liter in Canada, an increase of CA 1.01¢ per liter and in Europe and other regions, US 9.98¢ per liter, an increase of US 0.12¢ per liter. Fuel margins remained healthy throughout our network, due to favorable market conditions and the continued work on the optimization of our supply chain.

The road transportation fuel gross margin[1] of our company-operated stores in the United States and the impact of expenses related to electronic payment modes for the last eight quarters, were as follows:

(US cents per gallon)

Quarter	1st	2nd	3rd	4th	Weighted average
53-week period ended April 30, 2023					
Before deduction of expenses related to electronic payment modes	50.95	51.11	48.39	46.43	49.13
Expenses related to electronic payment modes(1)	7.21	6.53	6.20	6.17	6.50
After deduction of expenses related to electronic payment modes	43.74	44.58	42.19	40.26	42.63
52-week period ended April 24, 2022					
Before deduction of expenses related to electronic payment modes	37.58	37.68	41.02	47.55	40.87
Expenses related to electronic payment modes(1)	5.38	5.31	5.74	6.61	5.75
After deduction of expenses related to electronic payment modes	32.20	32.37	35.28	40.94	35.12

(1) Expenses related to electronic payment modes are determined by allocating the portion of total electronic payment modes, which are included in Operating, selling, general and administrative expenses, deemed related to our United States company-operated stores road transportation fuel transactions.

Generally, during normal economic cycles, road transportation fuel margins in the United States can be volatile from one quarter to another, while in Europe and other regions and in Canada, fuel margins and expenses related to electronic payment modes are not as volatile.

Other revenues gross profit

During fiscal 2023, other revenues gross profit was $156.1 million, a decrease of $9.5 million compared with fiscal 2022. The translation of our foreign currency operations into US dollars had a net negative impact of approximately $14.0 million.

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

Operating, selling, general and administrative expenses ("expenses")

For fiscal 2023, expenses increased by 8.1% compared with fiscal 2022. Normalized growth of expenses[1] was 8.3%, as shown in the table below:

	53-week period ended	52-week period ended
	April 30, 2023	April 24, 2022
Growth of expenses, as reported	**8.1%**	14.3%
Adjusted for:		
Decrease (increase) from the net impact of foreign exchange translation	**2.7%**	(0.3%)
Increase from higher electronic payment fees, excluding acquisitions	**(1.7%)**	(2.6%)
Increase from incremental expenses related to acquisitions	**(1.0%)**	(1.8%)
Prior year cloud computing transition adjustment	**0.3%**	(0.3%)
(Increase) decrease from changes in acquisition costs recognized to earnings	**(0.1%)**	0.1%
Normalized growth of expenses[1]	**8.3 %**	9.4 %

Normalized growth of expenses[1] was mainly driven by the impact of the 53rd week in fiscal 2023, inflationary pressures, notably on energy costs in our European operations, costs from rising minimum wages, increased usage of software as a service solutions, and by incremental investments to support our strategic initiatives, while being partly offset by the impact of lower pressure in the employment market. When factoring in the estimated impact of the 53rd week in fiscal 2023, our normalized growth of expenses[1] remained lower than the average inflation observed throughout our network as we have continued to deploy strategic efforts in order to mitigate the impact of a higher inflation level and continued pressure on wages.

Earnings before interest, taxes, depreciation, amortization and impairment ("EBITDA[1]") and adjusted EBITDA[1]

During fiscal 2023, EBITDA stood at $5.8 billion, an increase of $517.4 million, or 9.9%, compared with fiscal 2022. Adjusted EBITDA for fiscal 2023 increased by $509.3 million, or 9.7%, compared with fiscal 2022, mainly attributable to higher road transportation fuel gross profit, organic growth in our convenience operations as well as to the impact of the 53rd week in fiscal 2023, partly offset by higher expenses as well as by the translation of our foreign currency operations into US dollars which had a net negative impact of approximately $133.0 million.

Depreciation, amortization and impairment ("depreciation")

For fiscal 2023, our depreciation expense decreased by $19.8 million compared with fiscal 2022. The translation of our foreign currency operations into US dollars had a net favorable impact of approximately $52.0 million. The remaining increase of approximately $32.0 million, or 2.1%, is mainly driven by the impact of the impairment on our investment in Fire & Flower Holdings Corp. of $23.9 million, the replacement of equipment, the ongoing improvement of our network, the impact from investments made through acquisitions as well as the impact of the 53rd week in fiscal 2023, partly offset by the impact of the deconsolidation and the impairment of our Russian subsidiaries of $56.2 million and the impairment on our investment in Fire & Flower Holdings Corp. of $33.7 million in the comparable fiscal year.

Net financial expenses

Net financial expenses for fiscal 2023 was $306.7 million, an increase of $25.7 million compared with fiscal 2022. A portion of the increase is explained by certain items that are not considered indicative of future trends, as shown in the table below:

	53-week period ended	52-week period ended	
(in millions of US dollars)	**April 30, 2023**	April 24, 2022	Variation
Net financial expenses, as reported	**306.7**	281.0	25.7
Explained by:			
Loss on convertible promissory notes recorded at fair value through earnings or loss prior to their maturity	**(26.4)**	—	(26.4)
Net foreign exchange (loss) gain	**(0.7)**	20.7	(21.4)
Change in fair value of financial instruments and amortization of deferred differences	**0.8**	8.9	(8.1)
Impact of the redemption notice of senior unsecured notes	—	(3.2)	3.2
Remaining variation	**280.4**	307.4	(27.0)

The remaining variation of fiscal 2023 is mainly driven by increased interest revenue due to a higher interest rate on available cash compared with fiscal 2022.

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

Income taxes

The income tax rate for fiscal 2023 was 21.3% compared with 21.5% for fiscal 2022. The decrease is mainly stemming from the impact of a different mix in our earnings across the various jurisdictions in which we operate.

Net earnings and adjusted net earnings[1]

For fiscal 2023, net earnings stood at $3.1 billion, an increase of $407.6 million, or 15.2%, compared with fiscal 2022. Diluted net earnings per share stood at $3.06, compared with $2.52 for the previous fiscal year. The translation of our foreign currency operations into US dollars had a net negative impact of approximately $81.0 million on net earnings of fiscal 2023.

Adjusted net earnings for fiscal 2023 stood at $3.2 billion, an increase of $382.0 million, or 13.8%, compared with fiscal 2022. Adjusted diluted net earnings per share[1] were $3.12 for fiscal 2023, compared with $2.60 for fiscal 2022, an increase of 20.0%.

Internal Controls over Financial Reporting

We maintain a system of internal controls over financial reporting designed to safeguard assets and ensure that financial information is reliable. We also maintain a system of disclosure controls and procedures designed to ensure, in all material respects, the reliability, completeness and timeliness of the information we disclose in this MD&A and other public disclosure documents. Disclosure controls and procedures are designed to ensure that information required to be disclosed by us in reports filed with securities regulatory agencies is recorded and/or disclosed on a timely basis, as required by law, and is accumulated and communicated to our management, including our President and Chief Executive Officer and our Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosure. As at April 28, 2024, our management, following its assessment, certifies the design and operating effectiveness of the Corporation's controls and procedures.

We undertake ongoing evaluations of the effectiveness of our internal controls over financial reporting and implement control enhancements, when appropriate. As at April 28, 2024, our management and our external auditors reported that these internal controls were effective.

We exclude the acquisition of certain European retail assets from TotalEnergies SE from our evaluation of the overall effectiveness of our internal control over financial reporting. This is due to the size and timing of the transaction, which occurred on December 28, 2023 and on January 3, 2024. The limitation is primarily based on the time required to assess the controls over financial reporting of the acquisition of certain European retail assets from TotalEnergies SE and to confirm they are consistent with ours, as permitted by the Canadian Securities Administrator's National Instrument 52-109 for 365 days following an acquisition. We expect to finalize our assessment by the third quarter of fiscal 2025.

The results of the acquisition of certain European retail assets from TotalEnergies SE since the acquisition date are included in our consolidated financial statements and constituted approximately 16.3% of total consolidated assets and 12.7% of total consolidated liabilities as of April 28, 2024, and constituted approximately 5.2% of consolidated revenues and 0.6% of consolidated net earnings for the 52-week period ending on that date.

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

Critical Accounting Policies and Estimates

Estimates. This MD&A is based on the Corporation's consolidated financial statements, which have been prepared in accordance with IFRS Accounting Standards. These standards require management to make estimates and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes. On an ongoing basis, management reviews its estimates which are based on its best knowledge of current events and actions that the Corporation may undertake in the future. Actual results could differ from those estimates. The most significant accounting judgments and estimates that the Corporation has made in the preparation of the consolidated financial statements are discussed along with the relevant accounting policies or with the related notes to the consolidated financial statements when applicable and relate primarily to the following topics: useful lives of tangible and intangible assets, income taxes, provisions, impairment of tangible, intangible and other assets, impairment of goodwill and business combinations.

Useful lives of tangible and intangible assets. Property and equipment are depreciated over their estimated useful lives using the straight-line method based on the following periods:

Buildings and building components	3 to 40 years
Equipment	3 to 40 years
Leasehold improvements	Lesser of the lease term and useful life

Licenses and trademarks that are expected to provide economic benefits to the Corporation indefinitely have indefinite useful lives and are not amortized. Motor fuel supply agreements, franchise agreements, reacquired rights, licenses, trademarks and rights to use trademarks with finite lives are amortized using the straight-line method over the term of the agreements they relate to. Software, customer relationships and other intangible assets are amortized using the straight-line method over a period of 5 to 15 years.

The Corporation performs an annual evaluation of estimated useful lives used for tangible and intangible assets and any change resulting from this evaluation is applied prospectively by the Corporation.

*Income taxes.*The income tax expense recorded to earnings is the sum of the Deferred income taxes and Current income taxes that are not recognized in Other comprehensive income (loss) ("OCI") or directly in Equity.

The Corporation uses the balance sheet liability method to account for income taxes. Under this method, deferred tax assets and liabilities are determined based on differences between the carrying amount and the tax base of assets and liabilities, using enacted or substantively enacted tax rates and laws, as appropriate, at the date of the consolidated financial statements for the years in which the temporary differences are expected to reverse. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

The Corporation is subject to income taxes in numerous jurisdictions and there could be certain positions for which the ultimate tax determination is uncertain. The Corporation recognizes provisions for uncertain tax positions on the basis of amounts expected to be paid to the tax authorities with respect to uncertain tax positions where it is not considered probable that the taxation authority will accept the Corporation's position. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences impact the current and deferred income tax assets and liabilities in the period in which such determination is made. Significant judgment is required in determining the worldwide provision for income taxes and assessing whether it is probable that a taxation authority will accept uncertain tax positions. As at April 28, 2024, no provision for uncertain tax positions were significant to the Corporation.

*Environmental costs.*The Corporation provides for estimated future site remediation costs to meet government or contractual standards for known site contaminations, when such costs can be reasonably estimated. Estimates of the anticipated future costs for remediation activities at such sites are based on the Corporation's prior experience with remediation sites and consideration of other factors such as the condition of the site's contamination, location of sites and experience of the contractors performing the environmental assessments and remediation work.

In most of the U.S. states in which the Corporation operates, with the exception of Alaska, California, Florida, Iowa, Maryland, New York, Oregon, Texas, Washington, West Virginia and Wisconsin, the Corporation participates in a state fund to cover the cost of certain environmental remediation activities after the applicable trust fund deductible is met, which varies by state. These state funds provide insurance for motor fuel facilities operations to cover some of the costs of cleaning up certain environmental contamination caused by the use of road transportation fuel equipment. Road transportation fuel storage tank registration fees and/or a motor fuel tax in each of the states finance the trust funds. The Corporation pays annual registration fees and remits sales taxes to applicable states. Insurance coverage differs from state to state.

Asset retirement obligations. Asset retirement obligations primarily relate to estimated future costs to remove road transportation fuel storage tanks and are based on the Corporation's prior experience in removing these tanks, estimated tank useful life, remaining lease terms for those tanks installed on leased properties, external estimates and governmental regulatory requirements. A discounted liability is recorded for the present value of an asset retirement obligation, with a corresponding increase to the carrying value of the related long-lived asset at the time a storage tank is installed. Following the initial recognition of the asset retirement obligation, the carrying amount of the liability is increased to reflect the passage of time and then adjusted for variations in the current market-based discount rate or the scheduled underlying cash flows required to settle the liability.

Obligations related to general liability and workers' compensation. In the United States, Ireland and Canada, in particular, the Corporation is self-insured for certain losses related to general liability and workers' compensation. The expected ultimate cost for claims incurred as of the consolidated balance sheet date is discounted and is recognized as a liability. This cost is estimated based on an analysis of the Corporation's historical data and actuarial estimates.

Impairment of long-lived assets. The Corporation performs an annual evaluation of residual values, estimated useful lives and depreciation methods used for property and equipment and any change resulting from this evaluation is applied prospectively by the Corporation. Property and equipment are tested for impairment should events or circumstances indicate that their carrying amount may not be recoverable. The Corporation's evaluation of the existence of impairment indicators is based on market conditions and its operational performance. The variability of these factors depends on a number of conditions, including uncertainty about future events. These factors could cause the Corporation to conclude that impairment indicators exist and require that impairment tests be performed, which could result in determining that the value of certain long-lived assets is impaired, resulting in a write-down of such long-lived assets.

Goodwill and other intangible assets. Goodwill and other intangible assets with indefinite-life are evaluated for impairment annually, or more often if events or changes in circumstances indicate that the value of certain goodwill or intangibles may be impaired or if necessary due to the timing of acquisitions. For the purpose of this impairment test, management uses estimates and assumptions to establish the fair value of the Corporation's cash-generating units and intangible assets. If these assumptions and estimates prove to be incorrect, the carrying value of the cash generating unit or other intangible assets may be overstated. The annual impairment test is performed in the first quarter of each fiscal year.

Business combinations. Business combinations are accounted for using the acquisition method. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under IFRS 3 *Business Combinations*, are recognized at their fair value at the acquisition date. Determination of the fair value of the assets acquired and liabilities assumed requires judgment and the use of assumptions that, if changed, may affect the consolidated statements of earnings and consolidated balance sheets.

Recently issued accounting policies but not yet implemented

Amendments to IAS 1 Presentation of financial statements

In January 2020, the International Accounting Standards Board ("IASB") issued *Classification of Liabilities as Current or Non-current (Amendments to IAS 1)*. The amendments clarify that the classification of liabilities as current or non-current should be based on rights that exist at the end of the reporting period. For the purpose of non-current classification, the amendments remove the requirement for a right to defer settlement of or roll over a liability for at least 12 months to be unconditional. Instead, such a right must have substance and must exist at the end of the reporting period. The amendments also clarify the definition of a settlement and provide situations which would be considered as a settlement of a liability. In October 2022, the IASB issued *Non-current Liabilities with Covenants (Amendments to IAS 1)*. These further amendments clarify how to address the effects on classification and disclosure of covenants which an entity is required to comply with on or before the reporting date and covenants which an entity must comply with only after the reporting date. On April 29, 2024, the Corporation will apply these amendments, which are not expected to have a significant impact on its consolidated financial statements.

Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures

In May 2023, the IASB issued *Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7).* The amendments introduce new disclosure requirements related to supplier finance arrangements and their effects on an entity's liabilities, cash flows and exposure to liquidity risk. On April 29, 2024, the Corporation will apply these amendments. The Corporation expects to provide additional disclosures on its supplier finance arrangements.

Amendments to IFRS 7 Financial instruments: disclosures and IFRS 9 Financial instruments

In May 2024, the IASB issued *Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7)*. The amendments clarify the date of recognition and derecognition of some financial assets and liabilities, clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest criterion, add new disclosures for certain instruments with contractual terms that can change cash flows and update the disclosures for equity instruments designated at fair value through OCI. The amendments are effective for annual reporting periods beginning on or after January 1, 2026. The Corporation is currently evaluating the impact of these amendments on its consolidated financial statements.

IFRS 18 Presentation and Disclosure in Financial Statements

In April 2024, the IASB issued *IFRS 18 Presentation and Disclosure in Financial Statements*, which will replace *IAS 1 Presentation of financial statements*. The standard introduces a defined structure for the statement of earnings, composed of categories and required subtotals. The standard also introduces specific disclosure requirements related to management-defined performance measures and a reconciliation between these measures and the most similar specified subtotal in IFRS Accounting Standards, which will need to be disclosed in a single note. The standard is effective for annual reporting periods beginning on or after January 1, 2027 and retrospective application is required. The Corporation is currently evaluating the impact of this new standard on its consolidated financial statements.

A number of other new standards or amendments to standards and interpretations will be effective for the fiscal year beginning April 29, 2024 or after. The Corporation does not expect that these other new standards or amendments will have a significant impact on its consolidated financial statements.

Business Risks

We are constantly looking to control and improve our operations. In this perspective, identification and management of risks are key components of such activities. We have identified and assessed key risk factors that could negatively impact our objectives and their ensuing performance.

We manage risks on an ongoing basis and implement a series of measures designed to mitigate key risks described in the present section as well as their financial impact.

Changes in customer behaviour. In the road transportation fuel and convenience business sector, customer traffic is generally driven by consumer preferences and spending trends, growth of road traffic and trends in travel and tourism as well as working from home policies. A decline in the number of potential customers using our fuel stations and convenience stores due to changes in consumer preferences, changes in discretionary consumer spending or modes of transportation could adversely impact our business, financial condition and results of operations.

Our continued success depends on our ability to remain relevant with respect to consumer's needs and preferences for ways of doing business with us, particularly with respect to digital engagement, contactless transactions and other non-traditional ordering and delivery platforms. We continually work to develop, produce and market new products, optimize the offer of our food program and refine our approach as to how and where we market, sell and deliver our products. If we are unable to anticipate and respond to sudden challenges that we may face in the marketplace, trends in the market for our products and changing consumer demands, or to consistently execute our food program, it could have a material adverse effect on our business, financial condition and results of operations.

Information technology systems. We depend on information technology systems ("IT systems") to manage numerous aspects of our business transactions and to provide complete and reliable information to management. Our IT systems are an essential component of our business and growth strategies. The obsolescence of or a serious disruption to our IT systems, and our capacity to protect ourselves from cyber threats, could significantly limit our ability to manage and operate our business efficiently. These systems are vulnerable to, among other things, damage and interruption from power outage or natural disasters, computer system and network failures, loss of telecommunications services, physical and electronic loss of data, security breaches, cyberattacks, computer viruses and laws and regulations necessitating mandatory upgrades and timelines with which we may not be able to comply. Any serious disruption could adversely affect our operations, our competitive position and/or reputation, our business continuity capacity, and could lead to claims that could have an adverse effect on profitability.

Legislative and regulatory requirements. Our operations are subject to extensive and evolving laws, regulations, by-laws and self-regulatory standards, including, but without limitation, laws and regulations relating to the sale and labeling of alcohol, cigarette and other nicotine products, and products containing cannabidiol (CBD), various food preparation, packaging, safety and product quality requirements, lottery and related products and other age-restricted products laws and regulations, minimum wage laws, overtime and other employment laws and regulations, data privacy laws, securities laws, competition laws, tax laws and regulations, and self-regulatory standards, including the Payment Card Industry Data Security Standards. In addition, convenience store operations are subject to numerous environmental laws and regulations that are discussed under "Environmental laws and regulations".

We currently incur substantial operating and capital costs for compliance with existing health, safety, environmental and other laws regulations and self-regulatory frameworks applicable to our operations. Such laws and regulations are subject to change and it is expected that, given the nature of our business, we will continue to be subject to increasingly stringent health, safety, environmental laws and regulations, and other laws and regulations that may increase the cost of operating our business above currently expected levels and require substantial future capital and other expenditures. As a result, there can be no assurance that the effect of any future laws and regulations or any changes to existing laws and regulations, or their current interpretation, on our business, financial condition and results of operations would not be material.

If we fail to comply with any laws and regulations or permit limitations or conditions, or fail to obtain any necessary permits or registrations, or to extend current permits or registrations upon expiry of their terms, or to comply with any restrictive terms contained in our current permits or registrations, we may be subject to, among other things, civil and criminal penalties, litigation and, in certain circumstances, the temporary or permanent curtailment or shutdown of a portion of our operations. Further, if we or our business partners fail to comply with the Payment Card Industry Data Security Standards or to adequately protect sensitive customer information, we may become subject to fines or limitations on our ability to accept credit or debit cards and litigation, which could adversely affect our sales, operating income, brand and reputation.

As we sell products containing cannabidiol ("CBD") derived from hemp, the U.S. Agricultural Improvement Act of 2018 (also known as the 2018 Farm Bill) enacted a number of changes to the legal status of hemp and products containing CBD derived from hemp, including removal from the statutory list of controlled substances. However, implementation of the 2018 Farm Bill is ongoing, and there is still significant uncertainty regarding the legal status of products containing CBD under U.S. law. For example, under U.S. federal law, products containing CBD may be unlawful if derived from cannabis (including hemp with a tetrahydrocannabinol (THC) concentration greater than 0.3% on a dry weight basis) or if derived from U.S. hemp cultivated in violation of the 2018 Farm Bill. Even after enactment of the 2018 Farm Bill, the U.S. Drug Enforcement Administration ("DEA") may not treat all products containing U.S. hemp-derived ingredients, including CBD, as exempt from the U.S. Controlled Substances Act. Furthermore, the Food and Drug Administration ("FDA") regulates human and animal food products and dietary supplements containing CBD and has stated that it interprets the Federal Food, Drug, and Cosmetic Act of 1938, as amended, to prohibit the sale of these products that contain CBD. Additionally, numerous states have enacted various state laws concerning the use of hemp and hemp derivatives like CBD, with some states expressly authorizing the use, some states expressly prohibiting the use, some states limiting the use to certain forms, and many states still remaining silent on the issue. While the FDA indicated for several years that it was reviewing the current regulatory framework and considering changes to allow for certain CBD-containing products, the FDA announced in January 2023 (and has reaffirmed its position in recent months) that it will defer any consideration of statutory and regulatory changes to the U.S. Congress. Unless and until such changes are enacted by the U.S. Congress, the DEA, the FDA and other federal and state regulatory authorities could take enforcement action to prevent the marketing of products with CBD, which could adversely impact our business, reputation, financial condition and results of operations or cause us to halt certain product sales altogether.

There is a risk that our interpretation of the U.S. legislation is inaccurate or that it will be successfully challenged by U.S. federal or state authorities. A successful challenge to such position by a U.S. state or federal authority could have an adverse impact on our operations and results, including as a result of civil and criminal penalties, damages, fines, the curtailment of a portion of our operations or asset seizures and the denial of regulatory applications, as well as on our reputation.

Recruitment and retention of employees. We are dependent on our ability to attract and retain a strong management team and key employees. If, for any reason, we are not able to attract and retain sufficient and appropriately skilled people, our business, our financial results and our ability to achieve our strategic objectives may be compromised. Furthermore, we are dependent on our ability to recruit and retain qualified employees in our stores, which is subject to many environmental factors, such as unemployment levels, wage rates and labor legislation in the various geographies in which we operate.

Economic conditions. Our revenues may be negatively influenced by changes in global, national, regional and/or local economic variables and consumer confidence. Changes in economic conditions, including inflationary pressures, and decisions taken by governments to manage economic matters, could adversely affect consumer spending patterns, travel and tourism in certain of our market areas.

Competition. The industries and geographic areas in which we operate are highly competitive and marked by a constant change in terms of the number and type of retailers offering the products and services found in our stores. We compete with other convenience store chains, independent convenience stores, gas station operators, large and small food retailers, quick service restaurants, local pharmacies and pharmacy chains and dollar stores. There can be no assurance that we will be able to compete successfully against our competitors. Our business may also be adversely affected if we do not sustain our ability to meet customer requirements relative to price, quality, customer service and service offerings.

Cigarette products and other nicotine products. Cigarette products and other nicotine products represent our largest product category of merchandise and service revenues. For fiscal 2024, cigarette products and other nicotine products revenues and gross profit[1] were $6.4 billion and $1.2 billion, respectively, representing approximately 37.0% and 20.0% of total merchandise and service revenues and gross profit[1], respectively. Significant increases in wholesale cigarette pricing, significant increases or structural changes in cigarette products related taxes, current and future legislation and national and local campaigns to discourage smoking, or prevent use of cigarette products or ban on specific products, competition of illicit trade and introduction of smoking alternatives may have an adverse impact on the demand for cigarette products, and may therefore adversely affect our revenues and profits in light of the competitive landscape and consumer sensitivity to the price of such products.

Acts of war, terrorism and geopolitical events. Acts of war and terrorism, political instability, armed conflict and sanctions imposed by countries could impact general economic conditions as well as supply chain and price of crude oil. Such events could adversely impact our business continuity capacity, financial condition and results of operations.

[1] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

Road transportation fuel. Our results are sensitive to the changes in road transportation fuel prices and gross margin. Factors beyond our control such as market-driven changes in supply terms, road transportation fuel price fluctuations due to, among other things, general political and economic conditions, as well as the market's limited ability to absorb road transportation fuel prices fluctuations, are factors that could influence road transportation fuel selling price and related gross margin. During fiscal 2024, road transportation fuel revenues accounted for approximately 74.0%[1] of our total revenues, yet the road transportation fuel gross profit represented about only 48.0%[1] of our overall gross profit[2].

Climate change impact on regulations. Developments regarding climate change and the effects of greenhouse gas emissions on climate change and the environment may decrease the demand for our major product, petroleum-based fuel. Attitudes toward our product and its relationship to the environment and the green movement may significantly affect our sales and ability to market our product. New technologies developed to steer the public toward non-fuel dependent means of transportation may create an environment with negative attitude toward fuel, thus affecting the public's attitude toward our major product and potentially having a material effect on our business, financial condition and results of operations. Further, new technologies developed to improve fuel efficiency or governmental mandates to improve fuel efficiency may result in decreased demand for petroleum-based fuel, which could have a material effect on our business, financial condition and results of operations.

Our business may also be affected by laws and regulations addressing global climate change and the role played in it by fossil fuel combustion and the resulting carbon emissions. Some jurisdictions in which we operate have enacted measures to limit carbon emissions, and such measures increase the costs of petroleum-based fuels above what they otherwise would be and may adversely affect the demand for road transportation fuel. Similarly, adoption of other environmental protection measures affecting the petroleum supply chain, such as more stringent requirements applicable to the exploration, drilling, and transportation of crude oil and to the refining and transportation of petroleum products, may also increase the costs of petroleum-based fuels with similar effects on demand for road transportation fuel. The impact of such developments, individually or in combination, could adversely affect our sales of road transportation fuel and associated gross profit.

Dependence on third party suppliers. Our fuel business is dependent upon the supply of refined oil products from a relatively limited number of suppliers and upon a distribution network serviced principally by third party tanker trucks. Furthermore, we are also dependent on our suppliers and their manufacturers for convenience merchandise for resale and other raw materials. Political and economic instability, international conflicts, or other events may cause a disruption to our suppliers' supply chains, which can have a significant effect on our ability to receive refined oil products and merchandise for resale, or can result in us paying higher cost to obtain such products.

Acquisitions. Acquisitions have been and should continue to be a significant part of our growth strategy. Our ability to identify and complete strategic acquisitions in the future may be limited by different factors, including the number of attractive acquisition targets with motivated sellers, internal demands on our resources and, to the extent necessary, our ability to obtain regulatory approval and financing on satisfactory terms for larger acquisitions, if at all.

Achieving anticipated benefits and synergies of an acquisition will depend in part on whether the operations, systems, management and cultures of our Corporation and the acquired business can be integrated in an efficient and effective manner and whether the presumed bases or sources of synergies produce the benefits anticipated. We may not be able to achieve anticipated synergies and cost savings for an acquisition for many reasons, including contractual constraints, an inability to take advantage of expected synergistic savings and increased operating efficiencies, loss of key employees, or changes in tax laws and regulations. The process of integrating an acquired business may lead to greater than expected operating costs, significant one-time write-offs or restructuring charges, customer loss and business disruption (including, without limitation, difficulties in maintaining relationships with employees, customers, or suppliers). Failure to successfully integrate an acquired business may have an adverse effect on our business, financial condition and results of operations.

Although we perform a due diligence investigation of the businesses or assets that we acquire, there may be liabilities or expenses of the acquired business or assets that we do not uncover during our due diligence investigation and for which we, as a successor owner, may be responsible. The discovery of any material liabilities relating to an acquisition could have a material adverse effect on our business, financial condition and results of operations.

Sensitive information – data protection. In the normal course of our business as a fuel and merchandise retailer, we are in receipt of personal data from our customers as well as other sensitive information regarding our employees, business partners and vendors. While we have invested significant amounts in the protection of our information technology and maintain what we believe are appropriate security controls over individually identifiable customer, employee and vendor data provided to us, a breakdown or a breach in our systems that results in the unauthorized release of individually identifiable customer or other sensitive data could nonetheless occur and have a material effect on our reputation, operating results and financial condition. Such a breakdown or breach could also materially increase the costs we incur to protect against such risks. A material failure

[1] Please refer to the "Summary Analysis of Consolidated Results for Fiscal 2024" section for additional information of these performance measures.
[2] Please refer to the "Non-IFRS Accounting Standards Measures" section for additional information on performance measures not defined by IFRS Accounting Standards.

on our part to comply with regulations relating to our obligations to protect such sensitive data or to the privacy rights of our customers, employees and others could subject us to fines or other regulatory sanctions and potentially to lawsuits.

Environmental laws and regulations. Our operations, particularly those relating to the storage, transportation and sale of fuel products, are subject to numerous environmental laws and regulations in the countries in which we operate. These include laws and regulations governing the quality of fuel products, ground pollution and emissions and discharges into air and water, the implementation of targets regarding the use of certain bio-fuel or renewable energy products, the handling and disposal of hazardous wastes, the use of vapor reduction systems to capture fuel vapor, and the remediation of contaminated sites. Environmental requirements, and the enforcement and interpretation of these requirements, change frequently and have generally become more stringent over time. Under various national, provincial, state and local laws and regulations, we may, as the owner or operator, be liable for the costs of removal or remediation of contamination at our current or former sites, whether or not we knew of, or caused, the presence of such contamination. We may also be subject to litigation costs, fines and other sanctions as a result of our failure to comply with these requirements.

Tax incentives and other subsidies in different legislations in which we operate have also made renewable fuels as well as alternative powered and energy-efficient vehicles more competitive than they otherwise would have been, which may adversely impact our business, financial condition and results of operations.

Electronic payment modes. We are exposed to significant fluctuations in expenses related to electronic payment modes resulting from large changes in road transportation fuel retail prices, because the majority of this expense is based on a percentage of the retail prices of road transportation fuel. For fiscal 2024, a variation of 10.0% in our expenses associated with electronic payment modes would have had an impact of approximately $0.06 on earnings per share on a diluted basis.

Tax laws and liabilities. We are subject to extensive tax obligations imposed by multiple jurisdictions, including direct and indirect taxes, payroll taxes, franchise taxes, foreign withholding taxes and property taxes. New or changes to existing tax laws and regulations, involve judgement, and could result in increased tax expenses or liabilities in the future and could materially and adversely impact our financial condition, results of operations and cash flows. Additionally, many tax obligations are subject to periodic audits by tax authorities which could result in penalties and interest payments.

Litigation. In the ordinary course of business, we are a defendant in a number of legal proceedings, suits, and claims common to companies engaged in our business and an adverse outcome in such proceedings could adversely affect our business, financial condition and results of operations. Effectively, convenience store businesses and other foodservices operators can be adversely affected by litigation and complaints from customers or government agencies resulting from food quality, illness, or other health or environmental concerns or operating issues stemming from one or more locations. Lack of fresh food handling experience among our workforce increases the risk of food borne illness resulting in litigation and reputational damage. Adverse publicity about these allegations may negatively potentially affect us, regardless of whether the allegations are true, by discouraging customers from purchasing fuel, merchandise or food at one or more of our convenience stores. We could also incur significant liabilities if a lawsuit or claim results in a decision against us. Even if we are successful in defending such litigation, our litigation costs could be significant, and the litigation may divert time and money away from our operations and adversely affect our performance or our ability to continue operating our stores.

Brand image and reputation. Trademarks and other proprietary rights are important to the Corporation's competitive position and we benefit from a well-recognized brand. If the Corporation is unsuccessful in protecting its intellectual property rights, or if another party prevails in litigation claiming any rights thereto, the value of the brand could be diminished, causing customer confusion and materially adversely impacting our business and financial results. Failure to maintain product safety and quality could materially adversely affect our brand image and reputation and lead to potential product liability claims (including class-action), government agency investigations and damages.

Seasonality and natural disasters. Weather conditions can have an impact on our revenues as historical purchase patterns indicate that our customers increase their transactions and also purchase higher margin items when weather conditions are favorable. We are exposed to severe weather conditions, mainly in the Southeast and West Coast regions of the United States and, although these regions are generally known for their mild weather, they are susceptible to severe storms, hurricanes, earthquakes and other natural disasters.

Indebtedness. Our current level of indebtedness could have important consequences, such as allocating a portion of cash flows from operations to the payment of interests on the indebtedness and other financial obligations, and thus making it unavailable for other purposes and potentially affecting the Corporation's ability to obtain additional financing. The credit arrangements contain restrictive covenants that may limit our ability to incur, assume or permit to exist additional indebtedness, guarantees or liens. They also require the Corporation to comply with certain coverage ratio tests which may prevent the Corporation from pursuing certain business opportunities or taking certain actions. Please refer to the sections "Contractual Obligations and Commercial Commitments" and "Liquidity and Capital Resources" for more information on the composition of our long-term debt and credit arrangements.

Hazards and risks associated with fuel products. Our operations expose us to certain risks, particularly at our terminals and other storage facilities, where large quantities of fuel are stored, and at our fuel stations. These risks include equipment failure, work accidents, fires, explosions, vapour emissions, spills and leaks at storage facilities and/or in the course of transportation to or from our or a third party's terminal, fuel stations or other sites. In addition, we are also exposed to the risk of accidents involving the tanker trucks used in our fuel product distribution system. These types of hazards and accidents may cause personal injuries or the loss of life, business interruptions and/or property, equipment and environmental contamination and damage. Further, we may be subject to litigation, compensation claims, governmental fines or penalties or other liabilities or losses in relation to such incidents and accidents and may incur significant costs as a result. Such incidents and accidents may also affect our reputation or our brands, leading to a decline in the sales of our products and services, and may adversely impact our business, financial condition and results of operations.

Pandemic, epidemic or outbreak of an infectious disease. The widespread outbreak of an illness or any other public health crisis, could adversely affect our business, results of operations and financial condition. Changes in general economic and other impacts in response to such outbreak, whether self-imposed or due to governmental or other authority, could materially impact financial results and may include temporary closures of facilities, temporary or long-term labor shortages or disruptions, temporary or long-term impacts on supply chains and distribution channels, temporary or long-term restrictions on cross-border commerce and travel, greater currency volatility, and increased risks to IT systems, networks and digital services.

Uncertain economic conditions resulting from a pandemic, epidemic or outbreak may, in the short or long term, adversely impact operations and the financial performance of the Corporation and each of its operating segments. These could include the loss of consumer confidence and spend, greater currency volatility, consequences on the financial condition of our customers, suppliers and other counterparties.

Interest rates. We are exposed to interest rate fluctuations associated with changes in the short-term interest rate. Borrowings under our credit facilities bear interest at variable rates, and other debt we incur could likewise bear interest at variable rates. As at April 28, 2024, our variable rate debt was not significant, which limits our interest rate risk. If market interest rates increase, variable-rate debt will create higher debt service requirements, which could adversely affect our cash flows. We do not currently use derivative instruments to mitigate this risk. We could also be exposed to a risk of change in cash flows due to changes in interest rates on future debt issuance. To mitigate this risk, we can enter into interest rate locks and/or forward starting interest rate swaps in order to hedge the interest rates on forecasted debt issuance.

Exchange rate. The functional currency of our parent Company is the Canadian dollar. As such, our investments in our U.S., European and Asian operations are exposed to net changes in currency exchange rates. Should changes in currency exchange rates occur, the amount of our net investment in our U.S., European and Asian operations could increase or decrease. From time to time, we use cross-currency interest rate swap agreements to hedge a portion of this risk.

We are also exposed to foreign currency risk with respect to our cash and cash equivalents denominated in currencies other than the respective functional currencies, debt denominated in US dollars, our Norwegian-krone and Euro-denominated senior unsecured notes, the cross-currency interest rate swaps and the currency forwards, a portion of which are designated as net investment hedges of our operations in the United States, Norway, Denmark and in the Eurozone. As we use the US dollar as our reporting currency, part of these impacts is compensated by the translation of the Canadian dollar consolidated financial statements into US dollars. For the long-term debt denominated in US dollars, Norwegian-krone and Euro, the cross-currency interest rate swaps which are designated as net investment hedges of foreign operations, as at April 28, 2024, a variation in those currencies would be offset by equivalent amounts from the hedged net investments in Other comprehensive income ("OCI"). For the cash and cash equivalent denominated in currencies other than the respective functional currencies and the US dollar / Canadian dollar currency forwards, as at April 28, 2024, and with all other variables held constant, a hypothetical variation of 5.0% of the various currencies other than the respective functional currencies would have had a net impact of $30.1 million on Net earnings, which would be partially offset by a net impact of $15.5 million from the portion of our long-term debt denominated in US dollars not designated as net investment hedges of foreign operations.

We use the US dollar as our reporting currency. As such, changes in currency exchange rates could materially increase or decrease our foreign currency-denominated net assets on consolidation which would increase or decrease, as applicable, shareholders' equity. In addition, changes in currency exchange rates will affect the translation of the revenues and expenses of our Canadian, European and Asian operations and will result in lower or higher net earnings than would have occurred had the exchange rate not changed.

In addition to currency translation risks, we incur a currency transaction risk whenever one of our subsidiaries enters into a contract with customer or supplier labelled in a different currency than its functional currency. Given the volatility of exchange rates, we may not be able to manage our currency transaction and/or translation risks effectively, and volatility in currency exchange rates could have an adverse effect on our business, financial condition and results of operations.

Credit risk. We are exposed to credit risk arising from the share units indexed deposits and from derivative financial instruments when the unsettled fair value is favorable to us. In accordance with our risk management policy, to reduce this risk, we have entered into these instruments with major financial institutions with a very low credit risk. In some European markets, customers can settle their purchases at our multiple points of sale or at any other merchants with a Circle K / MasterCard credit card. We have entered into agreements whereby the risks and rewards related to the credit cards, such as fee income, administration expenses and credit losses, are shared between us and the issuing banks. In light of accurate credit assessments and continuous monitoring of outstanding balances, we believe that the receivables do not represent any significant risk.

Liquidity. Liquidity risk is the risk that we will encounter difficulties in meeting our obligations associated with financial liabilities and lease liabilities. We are exposed to this risk mainly through our Long-term debt, United States commercial paper program, Accounts payable and accrued liabilities, lease liabilities and outflows associated with derivative financial instruments. Our liquidities are provided mainly by cash flows from operating activities and borrowings available under our credit facilities and United States commercial paper program.

Accounts receivable. We are exposed to risk related to the creditworthiness and performance of our customers, suppliers and contract counterparties. As at April 28, 2024, we had outstanding accounts receivable totaling $2.9 billion. This amount primarily consists of receivables arising from credit card receivables, the sale of fuel and other products to independent franchised or licensed fuel station operators, receivables from other industrial and commercial clients, as well as amounts receivable from vendor rebates due from our suppliers. Contracts with longer payment cycles or difficulties in enforcing contracts or collecting accounts receivable could lead to material fluctuations in our cash flows and could adversely impact our business, financial condition and results of operations.

Insurance. We carry comprehensive liability, fire and extended coverage insurance on most of our facilities, with policy specifications and insured limits customarily carried in our industry for similar properties. There can be no assurance that we will be able to continue to obtain such insurance on favorable terms or at all. Some types of losses, such as losses resulting from wars, acts of terrorism, pandemics, or natural disasters, generally are not insured because they are either uninsurable or not economically practical.

Global operations. We have significant operations in multiple jurisdictions throughout the world. Some of the risks inherent in the scope of our international operations include: the difficulty of enforcing agreements and collecting receivables through certain foreign legal systems, more expansive legal rights of foreign labor unions and employees, foreign currency exchange rate fluctuations, the potential for changes in local economic conditions, potential tax inefficiencies in repatriating funds from foreign subsidiaries and foreign exchange controls and restrictive governmental actions, such as restrictions on transfer or repatriation of funds and trade protection matters, including prohibitions or restrictions on acquisitions or joint ventures. Any of these factors could materially and adversely affect our business, financial condition and results of operations.

Corporate structure. We are a holding company and essentially all of our assets consist of the capital stock of our material subsidiaries. We conduct substantially all of our business through our subsidiaries, which generate substantially all of our revenues. Consequently, our cash flows and ability to complete current or desirable future enhancement opportunities are dependent on the earnings of our subsidiaries and the distribution of those earnings to us. The ability of these entities to pay dividends and other distributions will depend on their operating results and will be subject to applicable laws and regulations which require that solvency and capital standards be maintained by such companies and contractual restrictions contained in the instruments governing their debt. In the event of a bankruptcy, liquidation or reorganization of any of our material subsidiaries, holders of indebtedness and trade creditors may be entitled to payment of their claims from the assets of those subsidiaries before us.

Outlook

We unveiled our *10 For the Win* five-year strategic plan designed to meet our customers' needs and making their lives a little easier every day. The strategic lighthouses outlined in our strategic plan include the following 5 areas: *Win in Food & Own Thirst; Gain Share in Fuel; Digital Acceleration; Fast, Friendly & In-Stock; and Lowest Cost Operator.* Despite challenging global economic conditions, we will remain focused on our convenience and mobility business by refining our *Fresh Food, Fast* program, pursuing opportunities to expand the flexibility in our supply chain, rolling out our new *Inner Circle* loyalty program and growing our electric vehicles offer to solidify our position as a global leader in the future of electric charging solutions. We are excited to begin the integration of our newly acquired European network and to unlock all of its synergistic opportunities. We stand ready to seek out additional acquisition opportunities and nurture the culture of discipline and entrepreneurship that has been our trademark over the past four decades. In this rapidly evolving environment, the roll out of the *Values We Live By* and actions taken toward them are proofs of our commitment into increasing employee engagement, diversity and inclusion as well as sustainability which will remain at the forefront of our priorities and a lens to the business.

Looking ahead, we will continue, as always, to look for and seize opportunities to grow the business and integrate all of our acquisitions into our network, always focusing on creating value for our employees, partners, and shareholders.

June 25, 2024

Management's Report

The consolidated financial statements of Alimentation Couche-Tard Inc. and the financial information contained in this Annual Report are the responsibility of management. This responsibility is applied through a judicious choice of accounting procedures and principles, the application of which requires the informed judgment of management. The consolidated financial statements have been prepared in accordance with IFRS® Accounting Standards, as issued by the International Accounting Standards Board ("IFRS Accounting Standards"), and were approved by the Board of Directors. In addition, the financial information included in the Annual Report is consistent with the consolidated financial statements.

Alimentation Couche-Tard Inc. maintains accounting and administrative control systems which, in the opinion of management, ensure the reasonable accuracy, relevance and reliability of financial information and the well-ordered, efficient management of the Corporation's affairs.

The Board of Directors is responsible for approving the consolidated financial statements included in this Annual Report, primarily through its Audit Committee. This committee, which holds periodic meetings with members of management as well as with the independent auditors, reviewed the consolidated financial statements of Alimentation Couche-Tard Inc. and recommended their approval to the Board of Directors.

The consolidated financial statements for the fiscal years ended April 28, 2024, and April 30, 2023, were audited by PricewaterhouseCoopers LLP, a partnership of Chartered Professional Accountants, and their report indicates the extent of their audit and their opinion on the consolidated financial statements.

June 25, 2024

(/s/ Brian Hannasch)	*(/s/ Filipe Da Silva)*
Brian Hannasch President and Chief Executive Officer	Filipe Da Silva Chief Financial Officer

Management's Report on Internal Control over Financial Reporting

Management is responsible for establishing and maintaining adequate internal control over financial reporting for Alimentation Couche-Tard Inc., as such term is defined in Canadian securities regulations. With our participation, management carried out an evaluation of the effectiveness of our internal control over financial reporting for the fiscal year ended April 28, 2024. The framework on which such evaluation was based is contained in the report entitled *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO"). This evaluation includes the review of the documentation of controls, evaluation of the design effectiveness of controls, testing of the operating effectiveness of controls and a conclusion on this evaluation. Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, and that the degree of compliance with the policies or procedures may deteriorate. On December 28, 2023 and January 3, 2024, the Corporation acquired certain European retail assets from TotalEnergies SE for which the internal control over financial reporting has been excluded from Management's evaluation of the effectiveness of internal control over financial reporting. The results of these European retail assets since the acquisition date are included in the Corporation's consolidated financial statements and constituted approximately 16.3% of total consolidated assets and 12.7% of total consolidated liabilities as at April 28, 2024, and approximately 5.2% of consolidated revenues and 0.6% of consolidated net earnings for the fiscal year then ended. See Note 4 of the consolidated financial statements for a discussion about this acquisition. Based on this evaluation, management concluded that Alimentation Couche-Tard Inc.'s internal control over financial reporting was effective as at April 28, 2024.

PricewaterhouseCoopers LLP, a partnership of Chartered Professional Accountants, audited the effectiveness of Alimentation Couche-Tard Inc.'s internal control over financial reporting as at April 28, 2024 and expressed an unqualified opinion thereon, which is included herein.

June 25, 2024

/s/ Brian Hannasch
Brian Hannasch
President and
Chief Executive Officer

/s/ Filipe Da Silva
Filipe Da Silva
Chief Financial Officer

Independent auditor's report

To the Shareholders of
Alimentation Couche-Tard Inc.

Our opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Alimentation Couche-Tard Inc. and its subsidiaries (together, the Corporation) as at April 28, 2024 and April 30, 2023, and its financial performance and its cash flows for the fiscal years then ended in accordance with IFRS Accounting Standards, as issued by the International Accounting Standards Board (IFRS Accounting Standards).

What we have audited

The Corporation's consolidated financial statements comprise:

- the consolidated statements of earnings for the fiscal years ended April 28, 2024 and April 30, 2023;
- the consolidated statements of comprehensive income for the fiscal years ended April 28, 2024 and April 30, 2023;
- the consolidated statements of changes in equity for the fiscal years ended April 28, 2024 and April 30, 2023;
- the consolidated statements of cash flows for the fiscal years ended April 28, 2024 and April 30, 2023;
- the consolidated balance sheets as at April 28, 2024 and April 30, 2023; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

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 consolidated financial statements* section of our report.

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

Independence

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

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended April 28, 2024. These matters were addressed in the context of our audit of the consolidated financial statements, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

<table>
<tr><th>Key audit matter</th><th>How our audit addressed the key audit matter</th></tr>
<tr><td>

Preliminary valuation of intangible assets and property and equipment acquired in the acquisition of certain European retail assets from TotalEnergies SE

Refer to note 3 – Accounting policies and note 4 – Business acquisitions to the consolidated financial statements.

On December 28, 2023, and January 3, 2024, the Corporation closed the acquisition of 2,175 sites from TotalEnergies SE for a total consideration of $3,783.8 million.

The provisional amounts of the fair values of the identifiable assets acquired included $479.4 million in intangible assets, of which a significant portion relates to right to use trademarks, and $1,216.1 million in property and equipment. The allocation of the purchase price to the different assets acquired is based on the fair value of those assets which are determined using preliminary information and therefore, during the measurement period, the fair values are subject to change.

Management applied significant judgment in estimating the provisional amounts of the fair values of the right to use trademarks and property and equipment acquired. To estimate the provisional amounts of the fair values of such assets, management used the relief from royalty method using discounted cash flow models to value the right to use trademarks and the indirect method of the cost approach to value property and equipment. Management developed key assumptions which include, projected growth rates for revenues and volumes of road transportation fuel sold, projected royalty rates, useful lives, depreciation methods, inflation indices and discount rates.

We considered this a key audit matter due to the significant judgment applied by management in estimating the provisional amounts of the fair values of the right to use trademarks and property and equipment, including the development of key assumptions. This, in turn, led to a high degree of auditor judgment, subjectivity and effort in performing procedures and evaluating audit evidence relating to the key assumptions used by management. The audit effort involved the use of professionals with specialized skills and knowledge in the field of valuation.

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Our approach to addressing the matter included the following procedures, among others:

- Tested the operating effectiveness of internal controls related to the provisional amounts of the fair values of the intangible assets and property and equipment acquired, including management's review of the key assumptions used.
- Tested how management estimated the provisional amounts of the fair values of the right to use trademarks and property and equipment acquired, which included the following:
  - Read the relevant contracts and purchase agreements.
  - Tested the underlying data used by management in the discounted cash flow models and the indirect method of the cost approach calculations.
  - Evaluated the reasonableness of key assumptions used by management, such as projected growth rates for revenues and volumes of road transportation fuel sold, projected royalty rates, useful lives, depreciation methods and inflation indices by considering budgets approved by the board of directors, similar prior acquisitions made by the Corporation, as well as economic and industry data, as applicable.
  - Professionals with specialized skills and knowledge in the field of valuation assisted in evaluating the appropriateness of the valuation methods and the models used, as well as the reasonableness of certain key assumptions such as the discount rates.

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</table>

Other matter – audit opinion of internal control over financial reporting

We also have audited, in accordance with the standard of audits of internal control over financial reporting set out in the *CPA Canada Handbook – Assurance*, the effectiveness of the Corporation's internal control over financial reporting as at April 28, 2024, in accordance with criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO), and issued our report dated June 25, 2024.

Other information

Management is responsible for the other information. The other information comprises the Management's Discussion and Analysis and the information, other than the consolidated financial statements and our auditor's report thereon, included in the annual report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the consolidated financial statements

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

In preparing the consolidated financial statements, management is responsible for assessing the Corporation'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 Corporation or to cease operations, or has no realistic alternative but to do so.

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

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 these consolidated 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 consolidated 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 Corporation'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 Corporation'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 consolidated 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 Corporation to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Corporation to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We 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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Frédéric Lepage.

/s/PricewaterhouseCoopers LLP[1]

Montréal, Quebec

June 25, 2024

[1] CPA auditor, public accountancy permit No. A123475

Independent auditor's report

To the Shareholders of
Alimentation Couche-Tard Inc.

We have audited the effectiveness of Alimentation Couche-Tard Inc. and its subsidiaries' (the Corporation) internal control over financial reporting as at April 28, 2024.

Management's responsibility

Management is responsible for maintaining effective internal control over financial reporting and for its evaluation of the effectiveness of internal control over financial reporting included in the accompanying Management's Report on Internal Control over Financial Reporting.

Auditor's responsibility

Our responsibility is to express an opinion based on our audit, on whether the Corporation's internal control over financial reporting was effectively maintained in accordance with criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

We conducted our audit in accordance with the standard for audits of internal control over financial reporting set out in the *CPA Canada Handbook – Assurance*. This standard requires that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances.

As indicated in the Management's Report on Internal Control over Financial Reporting, on December 28, 2023 and January 3, 2024, the Corporation acquired certain European retail assets from TotalEnergies SE for which the internal control over financial reporting has been excluded from Management's evaluation of the effectiveness of internal control over financial reporting. The results of these European retail assets since the acquisition date are included in the Corporation's consolidated financial statements and constituted approximately 16.3% of total consolidated assets and 12.7% of total consolidated liabilities as at April 28, 2024, and approximately 5.2% of consolidated revenues and 0.6% of consolidated net earnings for the fiscal year then ended. We have also excluded the acquired European retail assets of TotalEnergies SE from our audit of internal control over financial reporting.

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

An entity's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Canadian generally accepted accounting principles. An entity's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the entity; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with Canadian generally accepted accounting principles, and that receipts and expenditures of the entity are being made only in accordance with authorizations of management and directors of the entity; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the entity's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Corporation maintained, in all material respects, effective internal control over financial reporting as at April 28, 2024, in accordance with the criteria established in *Internal Control – Integrated Framework (2013)* issued by the COSO.

We also have audited, in accordance with Canadian generally accepted auditing standards, the consolidated financial statements of the Corporation as at April 28, 2024 and April 30, 2023 and for the fiscal years then ended and issued our report dated June 25, 2024.

/s/PricewaterhouseCoopers LLP[1]

Montréal, Quebec

June 25, 2024

[1] CPA auditor, public accountancy permit No. A123475

Consolidated Statements of Earnings

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2), except per share amounts)

	2024 (52 weeks)	2023 (53 weeks)
	$	$
Revenues	**69,263.5**	71,856.7
Cost of sales, excluding depreciation, amortization and impairment (Note 8)	**57,165.6**	59,804.6
Operating, selling, general and administrative expenses (Note 8)	**6,525.2**	6,361.8
Loss (gain) on disposal of property and equipment and other assets (Notes 8 and 17)	**2.4**	(67.6)
Depreciation, amortization and impairment (Notes 8, 16, 17 and 18)	**1,760.1**	1,525.9
Operating income	**3,810.2**	4,232.0
Share of earnings of joint ventures and associated companies (Note 7)	**25.8**	3.8
Financial expenses (Note 10)	**574.7**	384.2
Other financial items (Note 10)	**(180.6)**	(78.2)
Foreign exchange (gain) loss	**(6.2)**	0.7
Net financial expenses	**387.9**	306.7
Earnings before income taxes	**3,448.1**	3,929.1
Income taxes (Note 11)	**715.9**	838.2
Net earnings	**2,732.2**	3,090.9
Net earnings attributable to non-controlling interests (Note 5)	**(2.5)**	—
Net earnings attributable to shareholders of the Corporation	**2,729.7**	3,090.9
Net earnings per share (Note 12)		
Basic	**2.82**	3.07
Diluted	**2.82**	3.06

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated Statements of Comprehensive Income

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2))

	2024 (52 weeks)	2023 (53 weeks)
	$	$
Net earnings	**2,732.2**	3,090.9
Other comprehensive loss		
Items that may be reclassified subsequently to earnings		
Translation adjustments		
Change in cumulative translation adjustments(1)	**(115.5)**	(241.9)
Net changes in fair value and net interest on cross-currency interest rate swaps and currency forwards designated as a hedge of the Corporation's net investment in some of its foreign operations(2) (Notes 20 and 24)	**0.8**	(49.2)
Cash flow hedges		
Change in fair value of financial instruments(2)	**24.5**	36.7
Gain realized on financial instruments transferred to earnings(2)	**(6.5)**	(3.8)
Reclassification adjustment(3) (Note 23)	**(28.5)**	—
Items that will never be reclassified to earnings		
Net actuarial gain(4) (Note 30)	**18.9**	3.6
Gain (loss) on investments in equity instruments measured at fair value through Other comprehensive loss(5)	**8.2**	(6.1)
Other comprehensive loss	**(98.1)**	(260.7)
Comprehensive income	**2,634.1**	2,830.2
Comprehensive income attributable to non-controlling interests	**(0.2)**	—
Comprehensive income attributable to shareholders of the Corporation	**2,633.9**	2,830.2

(1) For the fiscal years ended April 28, 2024 and April 30, 2023, these amounts include a loss of $51.6 (net of income taxes recoveries of $3.9) and a loss of $256.2 (net of income taxes recoveries of $36.2), respectively. These losses arise from the translation of debt denominated in foreign currencies and designated as net investment hedges in some of the Corporation's foreign operations.
(2) For the fiscal years ended April 28, 2024 and April 30, 2023, these amounts are net of income tax expenses of $1.8 and $7.9, respectively.
(3) For the fiscal year ended April 28, 2024, this amount is net of income taxes of $4.4.
(4) For the fiscal years ended April 28, 2024 and April 30, 2023, these amounts are net of income tax expenses of $5.7 and $0.9, respectively.
(5) For the fiscal years ended April 28, 2024 and April 30, 2023, these amounts are net of income tax expenses (recoveries) of $1.6 and $(1.0), respectively.

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated Statements of Changes in Equity

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2))

2024 (52 weeks)

	Attributable to shareholders of the Corporation						
	Capital stock	**Contributed surplus**	**Retained earnings**	**Accumulated other comprehensive loss (Note 29)**	**Total**	**Non-controlling interests**	**Equity**
	$	**$**	**$**	**$**	**$**	**$**	**$**
Balance, beginning of year	**614.7**	**28.8**	**12,934.6**	**(1,013.6)**	**12,564.5**	**—**	**12,564.5**
Addition to non-controlling interests (Note 4)					**—**	**112.0**	**112.0**
Comprehensive income:							
Net earnings			**2,729.7**		**2,729.7**	**2.5**	**2,732.2**
Other comprehensive loss				**(95.8)**	**(95.8)**	**(2.3)**	**(98.1)**
					2,633.9	**0.2**	**2,634.1**
Share repurchases (Note 27)	**(17.0)**		**(1,357.0)**		**(1,374.0)**		**(1,374.0)**
Dividends declared			**(453.0)**		**(453.0)**		**(453.0)**
Transfer of realized net gains on investments in equity instruments measured at fair value through Other comprehensive income (loss)			**9.8**	**(9.8)**	**—**		**—**
Removal of accumulated losses on notional currency forwards (Note 4)				**23.6**	**23.6**		**23.6**
Redemption liability incurred (Note 5)			**(251.0)**		**(251.0)**		**(251.0)**
Changes in redemption liability (Note 5)			**3.8**		**3.8**		**3.8**
Stock option-based compensation expense (Note 28)		**5.6**			**5.6**		**5.6**
Exercise of stock options	**47.0**	**(11.2)**			**35.8**		**35.8**
Balance, end of year	**644.7**	**23.2**	**13,616.9**	**(1,095.6)**	**13,189.2**	**112.2**	**13,301.4**

2023 (53 weeks)

	Attributable to shareholders of the Corporation						
	Capital stock	Contributed surplus	Retained earnings	Accumulated other comprehensive loss (Note 29)	Total	Non-controlling interests	Equity
	$	$	$	$	$	$	$
Balance, beginning of year	639.9	25.8	12,521.0	(749.1)	12,437.6	—	12,437.6
Comprehensive income:							
Net earnings			3,090.9		3,090.9	—	3,090.9
Other comprehensive loss				(260.7)	(260.7)	—	(260.7)
					2,830.2	—	2,830.2
Share repurchases (Note 27)	(32.4)		(2,303.4)		(2,335.8)		(2,335.8)
Dividends declared			(377.7)		(377.7)		(377.7)
Transfer of realized gains on investments in equity instruments measured at fair value through Other comprehensive income (loss)			3.8	(3.8)	—		—
Stock option-based compensation expense (Note 28)		4.9			4.9		4.9
Exercise of stock options	7.2	(1.9)			5.3		5.3
Balance, end of year	614.7	28.8	12,934.6	(1,013.6)	12,564.5	—	12,564.5

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated Statements of Cash Flows

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2))

	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Operating activities		
Net earnings	**2,732.2**	3,090.9
Adjustments to reconcile net earnings to net cash provided by operating activities		
Depreciation, amortization, impairment and amortization of financing costs	**1,765.3**	1,533.5
Changes in non-cash working capital (Note 13)	**163.1**	(315.4)
Deferred income taxes (Note 11)	**60.5**	80.9
Settlement of forward starting interest rate swaps (Note 23)	**50.7**	—
Reclassification adjustment (Note 23)	**(32.9)**	—
Net changes in commodity indexed deposits and fuel swaps (Note 31)	**25.0**	(99.2)
Non-operating foreign exchange (gain) loss	**(16.3)**	21.0
Net change in fair value of investments in equity instruments and other financial assets (Note 31)	**8.7**	30.0
Share of earnings of joint ventures and associated companies, net of dividends received	**(2.4)**	20.8
Loss (gain) on disposal of property and equipment and other assets	**2.4**	(67.6)
Other	**60.9**	49.7
Net cash provided by operating activities	**4,817.2**	4,344.6
Investing activities		
Business acquisitions (Note 4)	**(4,297.2)**	(847.9)
Purchase of property and equipment, intangible assets and other assets	**(1,943.1)**	(1,803.8)
Investment in term deposits (Note 22)	**(520.9)**	—
Proceeds from disposal of investments in equity instruments, share units indexed deposits and from repayments of loans granted to Fire & Flower (Notes 6 and 31)	**167.6**	194.2
Purchase of equity instruments, other financial assets and investments and loans related to Fire & Flower (Notes 6 and 31)	**(118.2)**	(55.6)
Proceeds from disposal of property and equipment and other assets	**87.1**	262.1
Settlement of currency forward contracts (Notes 4 and 20)	**16.6**	—
Change in restricted cash	**4.2**	5.5
Investment in a joint venture	—	(30.1)
Net cash used in investing activities	**(6,603.9)**	(2,275.6)
Financing activities		
Issuance of senior unsecured notes, net of financing costs (Notes 13 and 22)	**3,894.5**	—
Increase in acquisition facility (Notes 13 and 22)	**3,391.9**	—
Repayment of acquisition facility (Notes 13 and 22)	**(3,385.3)**	—
Share repurchases (Note 27)	**(1,349.4)**	(2,392.5)
Net issuance of unsecured commercial paper notes (Notes 13 and 22)	**549.6**	—
Principal elements of lease payments (Note 13)	**(478.9)**	(438.9)
Cash dividends paid	**(453.0)**	(377.7)
Exercise of stock options	**35.8**	5.3
Net proceeds (payments) on other debts (Note 13)	**0.2**	(1.4)
Repayment of debts on business acquisitions (Notes 4 and 13)	—	(144.5)
Net cash provided by (used in) financing activities	**2,205.4**	(3,349.7)
Effect of exchange rate fluctuations on cash and cash equivalents	**56.1**	(29.0)
Net increase (decrease) in cash and cash equivalents	**474.8**	(1,309.7)
Cash and cash equivalents, beginning of year	**834.2**	2,143.9
Cash and cash equivalents, end of year	**1,309.0**	834.2
Supplemental information:		
Interest paid	**491.3**	353.6
Interest and dividends received	**161.4**	122.5
Income taxes paid, net	**770.7**	794.5

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated Balance Sheets

As at April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2))

	2024	2023 (adjusted, Note 2)
	$	$
Assets		
Current assets		
Cash and cash equivalents	**1,309.0**	834.2
Restricted cash	**9.6**	13.8
Accounts receivable (Note 14)	**2,929.4**	2,298.5
Inventories (Note 15)	**2,333.1**	2,176.0
Prepaid expenses	**144.1**	151.6
Other short-term financial assets (Notes 20, 22, 23 and 31)	**559.2**	95.0
Income taxes receivable	**192.8**	100.5
	7,477.2	5,669.6
Property and equipment (Note 16)	**13,923.8**	11,844.3
Right-of-use assets (Note 17)	**3,963.1**	3,392.8
Intangible assets (Note 18)	**1,185.8**	772.5
Goodwill (Note 18)	**9,568.2**	6,641.4
Other assets (Note 19)	**393.7**	330.5
Other long-term financial assets (Notes 23 and 31)	**146.6**	172.9
Investments in joint ventures and associated companies (Note 7)	**185.7**	183.4
Deferred income taxes (Note 11)	**98.0**	51.0
	36,942.1	29,058.4
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities (Note 21)	**5,987.9**	4,499.4
Short-term provisions (Note 25)	**143.6**	147.9
Other short-term financial liabilities (Notes 5, 13, 23, 24 and 31)	**54.2**	0.8
Income taxes payable	**72.1**	79.6
Short-term debt and current portion of long-term debt (Notes 13 and 22)	**1,066.8**	0.7
Current portion of lease liabilities (Note 13)	**503.6**	438.1
	7,828.2	5,166.5
Long-term debt (Notes 13 and 22)	**9,226.5**	5,888.3
Lease liabilities (Note 13)	**3,674.8**	3,146.5
Long-term provisions (Note 25)	**819.9**	647.7
Pension benefit liability (Note 30)	**85.8**	85.1
Other long-term financial liabilities (Notes 5, 13, 23, 24 and 31)	**303.3**	93.8
Deferred credits and other liabilities (Note 26)	**220.1**	182.1
Deferred income taxes (Note 11)	**1,482.1**	1,283.9
	23,640.7	16,493.9
Equity		
Capital stock (Note 27)	**644.7**	614.7
Contributed surplus	**23.2**	28.8
Retained earnings	**13,616.9**	12,934.6
Accumulated other comprehensive loss (Note 29)	**(1,095.6)**	(1,013.6)
Equity attributable to shareholders of the Corporation	**13,189.2**	12,564.5
Non-controlling interests (Note 5)	**112.2**	—
	13,301.4	12,564.5
	36,942.1	29,058.4

The accompanying notes are an integral part of the consolidated financial statements.

On behalf of the Board of Directors,

/s/ Brian Hannasch	*/s/ Alain Bouchard*
Brian Hannasch	**Alain Bouchard**
Director	Director

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

1. GOVERNING STATUTES AND NATURE OF OPERATIONS

Alimentation Couche-Tard Inc. (the "Corporation") is governed by the *Business Corporations Act* (Quebec). The Corporation's head office is located at 4204 Boulevard Industriel in Laval, Quebec, Canada.

As at April 28, 2024, the Corporation operates a network of 14,545 convenience stores across North America, Europe and Asia, of which 10,445 are company-operated, and generates income primarily from the sale of cigarette products and other nicotine products, beverages, beer, wine, fresh food offerings including quick service restaurants, candy and snacks, grocery items, car wash and other services in addition to road transportation fuel.

Furthermore, under licensing agreements, close to 2,200 stores are operated under the Circle K banner in 16 other countries and territories (Cambodia, Egypt, Guam, Guatemala, Honduras, Indonesia, Jamaica, Macau, Mexico, Morocco, New Zealand, Saudi Arabia, South Africa, Tanzania, the United Arab Emirates and Vietnam), which brings the worldwide total network to more than 16,700 stores.

2. BASIS OF PREPARATION

Year-end date

The Corporation's year-end is the last Sunday of April of each year. The fiscal years ended April 28, 2024 and April 30, 2023, are referred to as "2024" and "2023". Fiscal 2024 had 52 weeks (53 weeks in 2023).

Basis of presentation

The Corporation prepares its consolidated financial statements in accordance with IFRS® Accounting Standards, as issued by the International Accounting Standards Board ("IFRS Accounting Standards").

Reporting currency

The parent corporation's functional currency is the Canadian dollar. The Corporation uses the US dollar as its reporting currency to provide more relevant information considering its predominant operations are in the United States.

Approval of the financial statements

On June 25, 2024, these consolidated financial statements were authorized for issue by the Board of Directors.

Comparative figures

During fiscal 2024, the Corporation finalized its estimates of the fair value of assets acquired and liabilities assumed for the acquisitions of True Blue Car Wash LLC ("True Blue") and Big Red Stores. As a result, changes were made to the following consolidated balance sheet accounts as at April 30, 2023: Property and equipment decreased by $28.7, Right-of-use assets increased by $7.7, Intangible assets increased by $10.3, Accounts payable and accrued liabilities increased by $1.5, including an increase of $1.3 in consideration payable, and Lease liabilities increased by $7.7. Consequently, Goodwill increased by $19.9. These changes did not result in any changes to the consolidated statement of earnings for the fiscal year ended April 30, 2023.

3. ACCOUNTING POLICIES

Use of estimates and judgments

The preparation of the consolidated financial statements requires management to make estimates and assumptions that affect the amounts reported. On an ongoing basis, management reviews its estimates which are based on its best knowledge of current events and actions that the Corporation may undertake in the future. Actual results could differ from those estimates. The most significant accounting judgments and estimates that the Corporation has made in the preparation of the consolidated financial statements are discussed along with the relevant accounting policies or with the related notes to the consolidated financial statements when applicable and relate primarily to the following topics: useful lives of tangible and intangible assets, income taxes, provisions, impairment of tangible, intangible and other assets, impairment of goodwill and business combinations.

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

Principles of consolidation

The consolidated financial statements include the accounts of the Corporation and its subsidiaries, over which the Corporation generally has a direct or indirect shareholding of 100% of the voting rights. Subsidiaries are fully consolidated from the date control is transferred to the Corporation and deconsolidated from the date control ceases. The consolidated financial statements also include the Corporation's share of earnings of joint ventures and associated companies accounted for using the equity method, as well as its shares of assets, liabilities and earnings of joint operations. All intercompany balances and transactions have been eliminated on consolidation.

The Corporation holds contracts with franchisees and independent operators. When they manage their store and are responsible for merchandising and financing their inventory, their financial operations are not included in the Corporation's consolidated financial statements.

Foreign currency translation

Functional currency

The functional currency is the currency of the primary economic environment in which an entity operates. The functional currency of the parent corporation and its Canadian operations is the Canadian dollar. The functional currency of foreign subsidiaries is generally their local currency, mainly the US dollar for operations in the United States and various other currencies for operations in Europe and Asia.

Consolidation and foreign operations

The consolidated financial statements are consolidated in Canadian dollars using the following procedure: assets and liabilities are translated into Canadian dollars using the exchange rate in effect at the consolidated balance sheet date. Revenues and expenses are translated using the average exchange rate of the period. Individual transactions with a significant impact on the consolidated statements of earnings, comprehensive income or cash flows are translated using the transaction date exchange rate.

Gains and losses arising from such translation are included in Accumulated other comprehensive income (loss) in Equity.

Reporting currency

The Corporation has adopted the US dollar as its reporting currency. The Canadian-dollar consolidated financial statements are translated into the reporting currency using the procedure described above. Capital stock, Contributed surplus and Retained earnings are translated using historical rates. Gains and losses arising from such translations are included in Accumulated other comprehensive income (loss) in Equity.

Revenue recognition

For its three major product categories, merchandise and services, road transportation fuel and other, the Corporation recognizes revenue when control of goods or services is transferred to a customer.

For retail operations, merchandise sales primarily comprise the sale of cigarette products and other nicotine products, beverages, beer, wine, fresh food offerings including quick service restaurants, candy and snacks and grocery items. Service revenues primarily include car wash revenues, commissions on the sale of lottery tickets, fees from automatic teller machines, sales of calling cards, sales of gift cards and revenues from electric vehicles charging stations. Road transportation fuel sales comprise the sale of different types of road transportation fuel via fuel dispensers located at the Corporation's convenience stores or automated stations. These revenues are recognized at the time of the transaction since control of goods and services is considered transferred when the customer makes payment and takes possession of the sold item.

Service revenues also include franchise and license fees, commissions from agents and royalties from franchisees and licensees which are recognized over the estimated term of the related agreement or periodically based on sales reported.

When the Corporation's loyalty programs provide its customers with an option to acquire additional goods for free or at a discount and that the option represents a material right through the customer's membership, the Corporation recognizes revenues related to this separate performance obligation when those future goods are transferred or when the option expires.

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

The stand-alone selling price of the customer's option is generally estimated based on historical data and is adjusted to consider the likelihood that the option will be exercised.

For its wholesale operations, the Corporation generally recognizes sales of road transportation fuel upon delivery to independent operators and other customers, as well as sales of merchandise and goods to certain independent operators and franchisees made from the Corporation's distribution centers and commissaries.

Other revenues include sales of energy for stationary engines and aviation fuel, which are generally recognized upon delivery to the customer. Other revenues also include rental income from operating leases, which is recognized on a straight-line basis over the term of the lease.

In markets where refined oil products are purchased excluding excise duties, revenues from sales to customers are reported net of excise duties. In markets where refined oil products are purchased including excise duties, revenues and costs of goods sold are reported including these duties.

One of the Corporation's wholly owned subsidiaries has been generating revenues from the direct sale of cannabis and cannabis-related products in certain company-operated licensed stores in Canada. Moreover, the Corporation indirectly participates in the sale of cannabis and cannabis-related products through various license agreements in Canada and in subleasing a portion or all of the premises of certain of its convenience stores and other sites.

Cost of sales, excluding depreciation, amortization and impairment and vendor rebates

Cost of sales, excluding depreciation, amortization and impairment mainly comprises the cost of finished goods and input materials, transportation costs incurred to bring products to the point of sale, as well as internal logistics costs.

The Corporation records vendor rebates as a reduction in the price of the vendors' products and reflects them as a reduction of related inventory and cost of sales, excluding depreciation, amortization and impairment in its consolidated balance sheets and consolidated statements of earnings when it is probable that they will be received. Amounts received but not yet earned are deferred and included in Accounts payable and accrued liabilities or Deferred credits and other liabilities.

Operating, selling, general and administrative expenses

The main items comprising Operating, selling, general and administrative expenses are labor, electronic payment modes fees, occupancy costs, repairs, maintenance, information technologies and overhead, excluding depreciation, amortization and impairment.

Inventories

Inventories are valued at the lesser of cost and net realizable value. The cost of merchandise is generally valued based on the retail price less a normal margin. The cost of road transportation fuel inventory is generally determined according to the average cost method.

Income taxes

The income tax expense recorded to earnings is the sum of the Deferred income taxes and Current income taxes that are not recognized in Other comprehensive income (loss) ("OCI") or directly in Equity.

The Corporation uses the balance sheet liability method to account for income taxes. Under this method, deferred tax assets and liabilities are determined based on differences between the carrying amount and the tax base of assets and liabilities, using enacted or substantively enacted tax rates and laws, as appropriate, at the date of the consolidated financial statements for the years in which the temporary differences are expected to reverse. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

The Corporation is subject to income taxes in numerous jurisdictions and there could be certain positions for which the ultimate tax determination is uncertain. The Corporation recognizes provisions for uncertain tax positions on the basis of amounts expected to be paid to the tax authorities with respect to uncertain tax positions where it is not considered probable that the taxation authority will accept the Corporation's position. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences impact the current and deferred income tax assets and liabilities in the period in which such determination is made. Significant judgment is required in determining the worldwide provision for income

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

taxes and assessing whether it is probable that a taxation authority will accept uncertain tax positions. As at April 28, 2024, no provision for uncertain tax positions were significant to the Corporation.

Property and equipment, depreciation, amortization and impairment

Property and equipment are stated at cost less accumulated depreciation, amortization and impairment and are depreciated over their estimated useful lives using the straight-line method based on the following periods:

Buildings and building components	3 to 40 years
Equipment	3 to 40 years
Leasehold improvements	Lesser of the lease term and useful life

Building components include air conditioning, heating systems, plumbing and electrical fixtures. Equipment includes signage, fuel equipment, in-store equipment and equipment for electric vehicles charging stations.

The Corporation performs an annual evaluation of residual values, estimated useful lives and depreciation methods used for property and equipment and any change resulting from this evaluation is applied prospectively by the Corporation. Property and equipment are tested for impairment should events or circumstances indicate that their carrying amount may not be recoverable.

Intangible assets, depreciation, amortization and impairment

Intangible assets, which are initially recorded at cost, mainly comprise trademarks and rights to use trademarks, franchise agreements, motor fuel supply agreements, customer relationships, reacquired rights, software and licenses. Licenses and trademarks that have indefinite lives, since they are expected to provide economic benefits to the Corporation indefinitely, are not amortized and are tested for impairment annually during the first quarter or more frequently should events or changes in circumstances indicate that they might be impaired or if necessary due to the timing of acquisitions. Motor fuel supply agreements, franchise agreements, reacquired rights, licenses, trademarks and rights to use trademarks with finite lives are amortized using the straight-line method over the term of the agreements they relate to. Software, customer relationships and other intangible assets are amortized using the straight-line method over a period of 5 to 15 years. Amortization of intangible assets with finite lives is included in Depreciation, amortization and impairment in the consolidated statements of earnings.

Leases

Lease arrangements in which the Corporation is a lessee

For all leases (except those meeting limited exception criteria, see below), the Corporation recognizes right-of-use assets and lease liabilities in the consolidated balance sheet.

The lease liability is initially measured at the net present value of future lease payments, discounted using the Corporation's incremental borrowing rate or the implicit interest rate of the lease, if that rate can be readily determined. The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability and by reducing the carrying amount to reflect the lease payments made. The resulting interest expense is charged to Financial expenses on the consolidated statements of earnings over the lease period.

Right-of-use assets are subsequently measured at cost less accumulated depreciation, amortization and impairment and are depreciated over the shorter period of the lease term and useful life of the underlying asset. Right-of-use assets are tested for impairment should events or circumstances indicate that their carrying amount may not be recoverable.

Variable lease payments that are not based on an index or a rate are not included in the measurement of both the lease liability and the right-of-use asset and are recognized as an expense in the period in which the conditions that trigger those payments occur and are recorded as Operating, selling, general and administrative expenses in the consolidated statements of earnings.

For short-term leases (lease term of 12 months or less) and leases of low-value assets (such as personal computers and office furniture), the Corporation recognizes a lease expense on a straight-line basis over the lease term. This expense is presented within Operating, selling, general and administrative expenses in the consolidated statements of earnings.

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

In determining the lease term, the Corporation considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods subject to termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the Corporation's control.

Lease arrangements in which the Corporation is a lessor

Leases for which their terms do not transfer substantially all the risks and rewards of the ownership of the underlying asset to the lessee are classified as operating leases. Payments received in relation with operating leases are recognized as Revenues on a straight-line basis over the term of the relevant lease in the consolidated statements of earnings.

When the Corporation is an intermediate lessor, it accounts for the head lease and the sublease as separate contracts. The intermediate lessor is required to classify the sublease as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

Leases for which their terms transfer substantially all the risks and rewards of the ownership of the underlying asset to the lessee are classified as finance leases. Whenever it is determined that a lease where the Corporation is the lessor or intermediate lessor is a finance lease, the present value of the future lease payments due from the lessee are recognized as the Corporation's net investment in the lease or sublease which is recorded under Other assets on the consolidated balance sheet.

The Corporation has assessed that some arrangements with franchisees contain lease components and accordingly accounts for a portion of those agreements as leases.

Provisions

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. The present value of provisions depends on a number of factors that are assessed on a regular basis using a number of assumptions, including the discount rate, the expected cash flows to settle the obligation and the number of years until the realization of the provision. Any changes in these assumptions or in governmental regulations will impact the carrying amount of provisions. Historically, the Corporation has not experienced significant differences in its estimates compared with actual results.

Asset retirement obligations

Asset retirement obligations primarily relate to estimated future costs to remove road transportation fuel storage tanks and are based on the Corporation's prior experience in removing these tanks, estimated tank useful life, remaining lease terms for those tanks installed on leased properties, external estimates and governmental regulatory requirements. A discounted liability is recorded for the present value of an asset retirement obligation, with a corresponding increase to the carrying value of the related long-lived asset at the time a storage tank is installed. Following the initial recognition of the asset retirement obligation, the carrying amount of the liability is increased to reflect the passage of time and then adjusted for variations in the current market-based discount rate or the scheduled underlying cash flows required to settle the liability.

Environmental costs

The Corporation provides for estimated future site remediation costs to meet government or contractual standards for known site contaminations, when such costs can be reasonably estimated. Estimates of the anticipated future costs for remediation activities at such sites are based on the Corporation's prior experience with remediation sites and consideration of other factors such as the condition of the site's contamination, location of sites and experience of the contractors performing the environmental assessments and remediation work.

Obligations related to general liability and workers' compensation

In the United States, Ireland and Canada, in particular, the Corporation is self-insured for certain losses related to general liability and workers' compensation. The expected ultimate cost for claims incurred as of the consolidated balance sheet date is discounted and is recognized as a liability. This cost is estimated based on an analysis of the Corporation's historical data and actuarial estimates.

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

Financial instruments recognition and measurement

The Corporation has made the following classifications for its financial assets and financial liabilities:

Financial assets and financial liabilities	Classification	Subsequent measurement[1]	Classification of gains and losses
Cash and cash equivalents	Amortized cost	Amortized cost	Net earnings
Restricted cash	Amortized cost	Amortized cost	Net earnings
Accounts receivable	Amortized cost	Amortized cost	Net earnings
Term deposits	Amortized cost	Amortized cost	Net earnings
Indexed deposits	Fair value through earnings or loss	Fair value	Net earnings
Investments	Fair value through earnings or loss (unless fair value through OCI is elected)[2]	Fair value	Net earnings (OCI not subject to reclassification to net earnings if election made)
Derivative financial instruments	Fair value through earnings or loss	Fair value	Net earnings
Derivative financial instruments designated as net investment hedges and cash flow hedges	Fair value through earnings or loss subject to hedge accounting requirements	Fair value	OCI subject to reclassification to net earnings
Bank indebtedness, short-term debt and long-term debt	Amortized cost	Amortized cost	Net earnings
Accounts payable and accrued liabilities	Amortized cost	Amortized cost	Net earnings

(1) Initial measurement of Accounts receivable is at transaction price while initial measurement of all other financial assets and financial liabilities is at fair value.

(2) The Corporation elected to classify certain investments in equity instruments as fair value through OCI.

Please refer to Note 5 for information on the recognition and measurement of the redemption liability related to the remaining 40% ownership interest in Circle K Belgium SA.

Hedging and derivative financial instruments

The Corporation applies general hedge accounting requirements of IAS 39 *Financial Instruments: Recognition and Measurement.*

Total return swaps

The Corporation uses total return swaps to manage current and forecasted risks related to changes in the fair value of the share units and deferred share units ("DSUs") granted by the Corporation ("share units total return swaps").

The Corporation has documented and designated the share units total return swaps as the hedging items in a cash flow hedge of the anticipated cash settlement transaction related to the granted share units and DSUs. The Corporation has determined that the share units total return swaps are an effective hedge at the time of the establishment of the hedge and for the duration of the share units total return swaps. The changes in the fair value are initially recorded in OCI and subsequently reclassified to consolidated net earnings in the same period that the change in the fair value of the share units and DSUs affects consolidated net earnings.

Until April 19, 2023, the Corporation used indexed deposits contracts to manage current and forecasted risks related to changes in the fair value of the share units and DSUs granted by the Corporation, with a similar designation as the total return swaps for hedge accounting purposes.

Commodity indexed deposits, fuel swaps and fuel futures contracts

To manage the price risk associated with the commodity prices of road transportation fuel and to add flexibility to its road transportation fuel supply chain, the Corporation uses fuel swaps, fuel futures contracts as well as deposit contracts indexed on road transportation fuel commodity prices ("commodity indexed deposits"). These financial instruments are classified as fair value through earnings or loss, whereas changes in fair value are recorded under Cost of sales, excluding depreciation, amortization and impairment.

Designated debts denominated in foreign currencies and cross-currency interest rate swaps

The Corporation designates a portion of its debt as a foreign exchange hedge of its net investment in some of its foreign operations. The Corporation also designates cross-currency interest rate swaps as a foreign exchange hedge of its net investment in some of its foreign operations. Accordingly, the gains and losses arising from the translation of the debts that are designated to be an effective hedge and the effective portion of the changes in fair value of the cross-currency interest rate

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

swaps are recognized in OCI, counterbalancing gains and losses arising from the translation of the Corporation's related net investments.

Currency financial derivatives

Occasionally, the Corporation uses currency financial derivatives to manage the currency fluctuation risk associated with forecasted cash disbursements in a foreign currency, including in relation with its United States commercial paper program (Note 22). Gains or losses arising from the change in fair value of these derivative financial instruments are recognized in the consolidated statements of earnings as foreign exchange gain or loss unless they have been designated as part of hedging relationships.

Forward starting interest rate swaps

From time to time, the Corporation uses forward starting interest rate swaps to manage the interest rate risk associated with forecasted debt issuance. The Corporation designates these forward starting interest rate swaps as a cash flow hedge of the anticipated interest from the debt issuance. Accordingly, the effective portion of the changes in the fair value of the derivative financial instruments is recognized in OCI. Realized gains and losses in Accumulated other comprehensive income (loss) are reclassified to Financial expenses over the same periods as the interest expense on the debt is recognized in earnings.

Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under IFRS 3 *Business Combinations*, are recognized at their fair value at the acquisition date.

Goodwill arising from business combinations is recognized as an asset and initially measured at cost, being the excess of the cost of the business combination and any non-controlling interests in the acquiree over the net fair value of the identifiable assets, liabilities and contingent liabilities recognized.

Determination of the fair value of the assets acquired and liabilities assumed requires judgment and the use of assumptions that, if changed, may affect the consolidated statements of earnings and consolidated balance sheets.

For purchase price allocation and impairment testing purposes, goodwill and other intangible assets with indefinite useful lives are allocated to cash-generating units ("CGUs") based on the lowest level at which management reviews the results, a level which is not higher than the operating segment. Goodwill is tested for impairment annually during the Corporation's first quarter or more frequently should events or changes in circumstances indicate that it might be impaired or if necessary due to the timing of acquisitions.

New accounting policy adopted during the current fiscal year

Amendments to IAS 1 Presentation of financial statements

During fiscal 2024, the Corporation adopted *Disclosure of Accounting Policies (Amendments to IAS 1)*, which had no significant impact on the Corporation's consolidated financial statements.

Amendments to IAS 12 Income taxes

During fiscal 2024, the Corporation adopted *International Tax Reform – Pillar Two Model Rules (Amendments to IAS 12)*. As a result, the Corporation has applied the exception to not recognize and disclose information about deferred tax assets and liabilities related to Pillar Two income taxes. As a result of its evaluation, the Corporation does not expect that enacted or substantively enacted but not yet in effect Pillar Two legislation will have a significant impact on its consolidated financial statements.

Recently issued accounting policies but not yet implemented

Amendments to IAS 1 Presentation of financial statements

In January 2020, the International Accounting Standards Board ("IASB") issued *Classification of Liabilities as Current or Non-current (Amendments to IAS 1)*. The amendments clarify that the classification of liabilities as current or non-current should be based on rights that exist at the end of the reporting period. For the purpose of non-current classification, the amendments remove the requirement for a right to defer settlement of or roll over a liability for at least 12 months to be unconditional. Instead, such a right must have substance and must exist at the end of the reporting period. The amendments also clarify the

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definition of a settlement and provide situations which would be considered as a settlement of a liability. In October 2022, the IASB issued *Non-current Liabilities with Covenants (Amendments to IAS 1)*. These further amendments clarify how to address the effects on classification and disclosure of covenants which an entity is required to comply with on or before the reporting date and covenants which an entity must comply with only after the reporting date. On April 29, 2024, the Corporation will apply these amendments, which are not expected to have a significant impact on its consolidated financial statements.

Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures

In May 2023, the IASB issued *Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7)*. The amendments introduce new disclosure requirements related to supplier finance arrangements and their effects on an entity's liabilities, cash flows and exposure to liquidity risk. On April 29, 2024, the Corporation will apply these amendments. The Corporation expects to provide additional disclosures on its supplier finance arrangements.

Amendments to IFRS 7 Financial instruments: disclosures and IFRS 9 Financial instruments

In May 2024, the IASB issued *Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7)*. The amendments clarify the date of recognition and derecognition of some financial assets and liabilities, clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest criterion, add new disclosures for certain instruments with contractual terms that can change cash flows and update the disclosures for equity instruments designated at fair value through OCI. The amendments are effective for annual reporting periods beginning on or after January 1, 2026. The Corporation is currently evaluating the impact of these amendments on its consolidated financial statements.

IFRS 18 Presentation and Disclosure in Financial Statements

In April 2024, the IASB issued *IFRS 18 Presentation and Disclosure in Financial Statements*, which will replace *IAS 1 Presentation of financial statements*. The standard introduces a defined structure for the statement of earnings, composed of categories and required subtotals. The standard also introduces specific disclosure requirements related to management-defined performance measures and a reconciliation between these measures and the most similar specified subtotal in IFRS Accounting Standards, which will need to be disclosed in a single note. The standard is effective for annual reporting periods beginning on or after January 1, 2027 and retrospective application is required. The Corporation is currently evaluating the impact of this new standard on its consolidated financial statements.

A number of other new standards or amendments to standards and interpretations will be effective for the fiscal year beginning April 29, 2024 or after. The Corporation does not expect that these other new standards or amendments will have a significant impact on its consolidated financial statements.

4. BUSINESS ACQUISITIONS

The Corporation has made the following business acquisitions:

2024

Acquisition of certain European retail assets from TotalEnergies SE

On December 28, 2023 and January 3, 2024, the Corporation closed the acquisition of 2,175 sites from TotalEnergies SE for a total cash consideration of €3,447.4 ($3,801.0), including preliminary adjustments, and subject to post closing adjustments representing a consideration receivable of €37.0 ($40.8) as at the date of publication of these consolidated financial statements. The retail assets included in the transaction cover 1,191 sites located in Germany, 562 sites in Belgium, 378 sites in the Netherlands, and 44 sites in Luxembourg, of which 1,492 sites are company-owned and 683 sites are dealer-owned. For the same sites included in the transaction, 19% are company-operated and 81% are dealer-operated. The transaction comprises 100% of TotalEnergies SE's retail assets in Germany and the Netherlands, as well as a 60% controlling interest in the Belgium and Luxembourg entities (together "Circle K Belgium SA" (Note 5)). The transaction was financed using the Corporation's available cash, United States commercial paper program and a new non-revolving credit facility (Note 22).

During the fiscal year ended April 30, 2023 and the fiscal year ended April 28, 2024, to mitigate the currency fluctuation risk associated with the Euro, the Corporation entered into Euro / US dollar currency forward contracts with financial institutions for a portion of the consideration, representing €1,600.0 and €298.0, respectively. For hedge accounting purposes, the

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Corporation notionally divided these currency forwards, with the Canadian dollar imputed as the base currency for two notional derivatives (Note 20). In relation with the closing of the transaction, the currency forwards were settled and as a result, on December 28, 2023, the accumulated losses of $23.6 for the Euro / Canadian dollar notional derivatives were removed from Accumulated other comprehensive loss and were included as part of the consideration paid for the acquisition.

Given the timing and the size of this transaction, the Corporation has not yet completed its measurement assessment of the assets acquired, the liabilities assumed, the non-controlling interests and the goodwill related to this acquisition. The allocation of the purchase price to the different assets acquired and liabilities assumed is based on the fair value of those assets and liabilities which are determined using preliminary information and therefore, during the measurement period, the fair values are subject to change, mainly relating to property and equipment, right-of-use assets, intangible assets, provisions, lease liabilities and deferred income taxes. Non-controlling interests at the acquisition date were measured based on the proportionate share of Circle K Belgium SA's identifiable net assets.

The preliminary estimates of the fair value of assets acquired and liabilities assumed for this acquisition based on the estimated fair value on the date of acquisition and available information as at the date of the publication of these consolidated financial statements are as follows:

	Preliminary estimate	Changes	Adjusted preliminary estimate
	$	$	$
Tangible assets acquired			
Cash and cash equivalents	118.4	—	118.4
Accounts receivable[(a)]	780.6	(18.5)	762.1
Inventories	170.6	—	170.6
Property and equipment	748.0	468.1	1,216.1
Right-of-use assets	614.0	22.6	636.6
Other assets	7.0	—	7.0
Total tangible assets	2,438.6	472.2	2,910.8
Liabilities assumed			
Accounts payable and accrued liabilities	1,361.3	(19.2)	1,342.1
Other short-term financial liabilities	52.1	—	52.1
Income taxes payable	16.6	(0.2)	16.4
Provisions	21.8	116.5	138.3
Lease liabilities	613.4	23.2	636.6
Pension benefit liability	5.2	—	5.2
Deferred credits and other liabilities	16.1	—	16.1
Deferred income taxes	7.8	79.7	87.5
Total liabilities assumed	2,094.3	200.0	2,294.3
Net tangible assets acquired	344.3	272.2	616.5
Intangible assets	128.0	351.4	479.4
Non-controlling interests	(49.1)	(62.9)	(112.0)
Goodwill	3,401.4	(601.5)	2,799.9
Total cash consideration to the seller	3,801.0	—	3,801.0
Consideration receivable	—	(40.8)	(40.8)
Basis adjustment for the Euro / Canadian dollar notional derivatives	23.6	—	23.6
Total consideration	3,824.6	(40.8)	3,783.8
Consideration receivable	—	40.8	40.8
Cash and cash equivalent acquired, including bank overdrafts of $52.1	(66.3)	—	(66.3)
Net cash flow for the acquisition	3,758.3	—	3,758.3

(a) Gross contractual amounts receivable of $767.1, with an amount of $5.0 not expected to be collected.

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The preliminary estimates of the fair value of the identifiable assets acquired included $479.4 in intangible assets and management applied significant judgment in estimating these provisional amounts of the fair values. To estimate the provisional amounts of the fair values of the intangible assets, management used valuations methods such as the relief from royalty and multi-period excess earnings using discounted cash flow models. Management developed key assumptions which include i) projected growth rates for revenues and volumes of road transportation fuel sold; ii) projected cash flows iii) projected royalty rates; iv) useful lives; v) attrition rates and vi) discount rates.

The preliminary estimates of the fair value of the identifiable assets acquired included $1,216.1 in property and equipment and management applied significant judgment in estimating these provisional amounts of the fair values. To estimate the provisional amounts of the fair values of the property and equipment, management used the indirect method of the cost approach. Management developed key assumptions which include i) useful lives; ii) depreciation methods and iii) inflation indices.

This acquisition was concluded in order to penetrate new strategic markets and generated goodwill mainly due to the strategic value of the locations acquired for the Corporation. The Corporation expects that all of the goodwill related to the German entities will be deductible for tax purposes, while it expects that none of the goodwill related to the Netherlands entities and Circle K Belgium SA will be deductible for tax purposes. Since the date of acquisition, revenues and net earnings from this acquisition amounted to $3,587.4 and $16.6, respectively.

Acquisition of convenience retail and fuel sites operating under the MAPCO brand

On November 1, 2023, the Corporation closed the acquisition of 112 company-owned and operated convenience retail and fuel sites operating under the MAPCO brand and located in the states of Alabama, Georgia, Kentucky, Mississippi and Tennessee, in the United States. The acquisition also includes surplus properties and a logistics fleet. The transaction was settled for a consideration of $468.7, financed using the Corporation's available cash and its United States commercial paper program. The Corporation owns the building and the land for 84 sites and owns the building while leasing the land for 28 sites.

Given the timing and the size of this transaction, the Corporation has not yet completed its measurement assessment of the assets acquired, the liabilities assumed and the goodwill related to this acquisition. The allocation of the purchase price to the different assets acquired and liabilities assumed is based on the fair value of those assets and liabilities which are determined using preliminary information and therefore, during the measurement period, the fair values are subject to change, mainly relating to property and equipment, right-of-use assets, provisions and lease liabilities.

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The preliminary estimates of the fair value of assets acquired and liabilities assumed for this acquisition based on the estimated fair value on the date of acquisition and available information as at the date of the publication of these consolidated financial statements are as follows:

	Preliminary estimate	Changes	Adjusted preliminary estimate
	$	$	$
Tangible assets acquired			
Cash and cash equivalents	—	0.6	0.6
Accounts receivable	—	0.4	0.4
Inventories	16.7	—	16.7
Property and equipment	245.3	26.0	271.3
Right-of-use assets	15.8	7.7	23.5
Total tangible assets	277.8	34.7	312.5
Liabilities assumed			
Accounts payable and accrued liabilities	17.1	—	17.1
Provisions	3.3	4.2	7.5
Lease liabilities	15.8	7.7	23.5
Total liabilities assumed	36.2	11.9	48.1
Net tangible assets acquired	241.6	22.8	264.4
Intangible assets	0.8	—	0.8
Goodwill	226.2	(22.7)	203.5
Total consideration	468.6	0.1	468.7
Cash and cash equivalents acquired	—	(0.6)	(0.6)
Net cash flow for the acquisition	468.6	(0.5)	468.1

This acquisition was concluded in order to expand the Corporation's market share and generated goodwill mainly due to the strategic value of the locations acquired for the Corporation. The Corporation expects that all of the goodwill related to this transaction will be deductible for tax purposes. Since the date of acquisition, revenues and net earnings from this acquisition amounted to $339.9 and $14.2, respectively.

Pro forma information

On a pro forma basis and considering associated financing costs, had the Corporation concluded the acquisition of certain European retail assets from TotalEnergies SE and the acquisition of convenience retail and fuel sites operating under the MAPCO brand at the beginning of its fiscal year, the Corporation's estimated total revenues and net earnings would have amounted to $77,300.0 and $2,770.0, respectively.

Other acquisitions

During the fiscal year ended April 28, 2024, the Corporation acquired 27 company-operated stores, for which it owns the building and the land for 16 sites, owns the building while leasing the land for 7 sites and leases the building and the land for the other sites. These transactions were settled for a total consideration of $93.2 using available cash and generated goodwill for an amount of $27.2.

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The preliminary estimates of the fair value of assets acquired and liabilities assumed for these acquisitions based on the estimated fair value on the date of acquisition and available information as at the date of the publication of these consolidated financial statements are as follows:

	$
Tangible assets acquired	
Cash and cash equivalents	0.1
Inventories	4.4
Prepaid expenses	0.3
Property and equipment	51.7
Right-of-use assets	6.1
Total tangible assets	62.6
Liabilities assumed	
Accounts payable and accrued liabilities	0.2
Provisions	1.0
Lease liabilities	6.1
Total liabilities assumed	7.3
Net tangible assets acquired	55.3
Intangible assets	10.7
Goodwill	27.2
Total consideration	93.2
Cash and cash equivalents acquired	(0.1)
Net cash flow for the acquisitions	93.1

These acquisitions were concluded in order to expand the Corporation's market shares and generated goodwill mainly due to the strategic value of the locations acquired for the Corporation. The Corporation expects that almost all of the goodwill related to these transactions will be deductible for tax purposes. Since the date of acquisition, revenues and net earnings from these stores amounted to $80.7 and $1.8, respectively. Considering the size and the nature of these acquisitions, the available financial information does not allow for the accurate disclosure of pro forma revenues and net earnings had the Corporation concluded these acquisitions at the beginning of its fiscal year.

For the fiscal year ended April 28, 2024, acquisition costs of $18.1 in connection with the acquisitions closed during this period and other unrealized and ongoing acquisitions are included in Operating, selling, general and administrative expenses.

2023

Acquisition of Cape D'Or Holdings Limited, Barrington Terminals Limited and other related holding entities

On August 30, 2022, the Corporation closed the acquisition of all the issued and outstanding shares of Cape D'Or Holdings Limited, Barrington Terminals Limited, and other related holding entities which operate an independent convenience store and fuel network in Atlantic Canada under the Esso, Go! Store and Wilsons Gas Stops brands (collectively "Wilsons"). The Wilsons network comprises 79 company-owned and operated convenience retail and fuel locations, 2 company-owned and dealer-operated locations, 137 dealer-owned and operated locations, and a fuel terminal in Halifax, Canada. The transaction was settled for a consideration of CA $280.9 ($215.3), using available cash.

In connection with obtaining the Competition Bureau (Canada) approval for the transaction, the Corporation entered into a consent agreement with the Commissioner of Competition to divest 34 company-owned and operated convenience retail and fuel locations, 1 company-owned and dealer-operated location, and 12 dealer-owned and operated locations in New Brunswick, Newfoundland and Labrador, Nova Scotia and Prince Edward Island, Canada. From the acquisition date, the assets and liabilities related to the locations to be divested were classified as held for sale on the consolidated balance sheet. On March 1, 2023, the Corporation closed the divestiture of these locations and of five additional dealer-owned and operated locations for a consideration of $59.2. In addition, the consideration includes a contingent consideration receivable based on the future performance of the divested locations and which can go up to a maximum amount of $8.5. The Corporation assessed that the fair value of the contingent consideration receivable was not significant.

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The final estimates of the fair value of assets acquired and liabilities assumed for the Wilsons acquisition are as follow:

	$
Identifiable assets acquired	
Current assets	
Cash and cash equivalents	7.2
Accounts receivable	7.8
Inventories	8.7
Prepaid expenses	0.5
Assets held for sale[(a)]	64.9
	89.1
Property and equipment	79.7
Right-of-use assets	0.6
Intangible assets	29.8
Other assets	0.7
Total identifiable assets	199.9
Liabilities assumed	
Current liabilities	
Accounts payable and accrued liabilities	29.8
Short-term provisions	0.1
Liabilities associated with assets held for sale	1.6
Current portion of long-term debt	52.3
Current portion of lease liabilities	0.1
	83.9
Lease liabilities	0.5
Long-term provisions	1.9
Deferred credits and other liabilities	0.3
Deferred income taxes	12.1
Total liabilities assumed	98.7
Net identifiable assets acquired	101.2
Goodwill[(a)]	114.1
Total consideration	215.3
Cash and cash equivalents acquired	(7.2)
Net cash flow for the acquisition	208.1

(a) Assets held for sale include goodwill for an amount of $29.7.

On August 30, 2022, the Corporation repaid all of Wilsons' borrowings for an amount of $52.3. The Wilsons acquisition was concluded in order to expand the Corporation's market share and generated goodwill mainly due to the strategic value of the locations acquired for the Corporation. None of the goodwill related to this transaction was deductible for tax purposes.

Acquisition of True Blue Car Wash LLC

On February 8, 2023, the Corporation acquired all of the memberships interests of True Blue. True Blue operates 65 express tunnel car wash sites under the brands Clean Freak and Rainstorm, in the Midwest and Southwest regions of the United States. The transaction was settled for a consideration of $303.5 and was financed using borrowings available under the Corporation's United States commercial paper program (Note 22) and available cash.

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During fiscal 2024, the Corporation has made adjustments and finalized its estimates of the fair value of assets acquired and liabilities assumed for the True Blue acquisition, which are as follows:

	2023 preliminary estimate	Changes	Final estimate
	$	$	$
Identifiable assets acquired			
Current assets			
Cash and cash equivalents	3.4	—	3.4
Accounts receivable	0.3	—	0.3
Inventories	0.2	—	0.2
Prepaid expenses	0.3	—	0.3
	4.2	—	4.2
Property and equipment	43.5	0.2	43.7
Right-of-use assets	183.8	7.7	191.5
Intangible assets	38.5	10.3	48.8
Other assets	0.2	—	0.2
Total identifiable assets	270.2	18.2	288.4
Liabilities assumed			
Current liabilities			
Accounts payable and accrued liabilities	9.3	0.2	9.5
Current portion of long-term debt	92.2	—	92.2
Current portion of lease liabilities	6.3	—	6.3
	107.8	0.2	108.0
Lease liabilities	176.5	7.7	184.2
Total liabilities assumed	284.3	7.9	292.2
Net liabilities assumed	(14.1)	10.3	(3.8)
Goodwill	316.3	(9.0)	307.3
Total consideration	302.2	1.3	303.5
Cash and cash equivalents acquired	(3.4)	—	(3.4)
Net cash flow for the acquisition	298.8	1.3	300.1

On February 8, 2023, the Corporation repaid all of True Blue's borrowings for an amount of $92.2. The True Blue acquisition was concluded in order to expand the Corporation's market share related to its car wash operations and generated goodwill mainly due to the strategic value of the locations acquired for the Corporation. All of the goodwill related to this transaction was deductible for tax purposes.

Acquisition of Big Red Stores

On April 17, 2023, the Corporation acquired 45 company-owned and operated convenience retail and fuel sites operating under the Big Red Stores brand and located in the state of Arkansas, United States. The transaction was settled for a consideration of $285.7. The transaction was financed using the Corporation's available cash and existing credit facilities.

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During fiscal 2024, the Corporation has made adjustments and finalized its estimates of the fair value of assets acquired and liabilities assumed for the Big Red Stores acquisition, which are as follows:

	2023 preliminary estimate	Changes	Final estimate
	$	$	$
Identifiable assets acquired			
Current assets			
Cash and cash equivalents	0.1	—	0.1
Accounts receivable	0.2	—	0.2
Inventories	5.3	—	5.3
	5.6	—	5.6
Property and equipment	122.1	(28.9)	93.2
Total identifiable assets	127.7	(28.9)	98.8
Liabilities assumed			
Provisions	0.9	—	0.9
Total liabilities assumed	0.9	—	0.9
Net identifiable assets acquired	126.8	(28.9)	97.9
Goodwill	158.9	28.9	187.8
Total consideration	285.7	—	285.7
Cash and cash equivalents acquired	(0.1)	—	(0.1)
Net cash flow for the acquisition	285.6	—	285.6

The Big Red Stores acquisition was concluded in order to expand the Corporation's market share and generated goodwill mainly due to the strategic value of the locations acquired for the Corporation. All of the goodwill related to this transaction was deductible for tax purposes.

Other acquisitions

During the fiscal year ended April 30, 2023, the Corporation also acquired 17 company-operated stores, including 10 company-owned and operated convenience retail and fuel sites operating under the Dion's Quik Chik brand and located in the state of Florida, United States. The Corporation owns the building and the land for seven sites, owns the building while leasing the land for seven sites and leases the building and the land for the other sites. These transactions were settled for a total consideration of $63.5, including a cash consideration of $54.6 using available cash and a consideration payable of $8.9.

The final estimates of the fair value of the assets acquired and the liabilities assumed for these acquisitions are as follows:

	$
Identifiable assets acquired	
Current assets	
Inventories	2.0
Prepaid expenses	0.1
	2.1
Property and equipment	19.3
Right-of-use assets	16.5
Total identifiable assets	37.9
Liabilities assumed	
Accounts payable and accrued liabilities	0.7
Provisions	0.3
Lease liabilities	16.4
Total liabilities assumed	17.4
Net identifiable assets acquired	20.5
Goodwill	43.0
Total consideration	63.5
Consideration payable	(8.9)
Net cash flows for the acquisitions	54.6

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These acquisitions were concluded in order to expand the Corporation's market share and generated goodwill mainly due to the strategic value of stores acquired for the Corporation. Almost all of the goodwill related to these transactions was deductible for tax purposes.

For the fiscal year ended April 30, 2023, acquisition costs of $13.7 in connection with the acquisitions closed during this period and other unrealized and ongoing acquisitions are included in Operating, selling, general and administrative expenses.

5. CIRCLE K BELGIUM SA

In relation with the acquisition of certain European retail assets from TotalEnergies SE (Note 4), the Corporation acquired a 60% ownership interest in Circle K Belgium SA, a company established in Belgium and which, together with its wholly-owned subsidiaries, operates the sites located in Belgium and Luxembourg. Following the evaluation of its relationship with Circle K Belgium SA, the Corporation concluded that it controls the company's operations and, as a result, the Corporation fully consolidates Circle K Belgium SA in its consolidated financial statements. The consolidated statements of earnings, comprehensive income, changes in equity and cash flows for the fiscal year ended April 28, 2024 include those of Circle K Belgium SA for the period beginning January 3, 2024 and ending April 28, 2024. As at April 28, 2024, the Corporation held a 60% ownership interest in Circle K Belgium SA.

The Corporation and TotalEnergies Marketing Belgium SA, which holds the remaining 40% ownership interest in this entity, entered into a shareholder's agreement which entitles each of the parties, at their sole discretion after a period of two years following the closing of the transaction and as long as the shareholder's agreement is in force, to sell its ownership interests to the other party. As a result, a redemption liability of $251.0, representing the present value of the estimated redemption amount for the remaining 40% ownership interest as at January 3, 2024, was recorded to Other long-term financial liabilities on the consolidated balance sheet, with an equivalent amount reclassified from Retained earnings. Subsequent to the initial recognition of the redemption liability, the effects of its discounting and any changes to the gross redemption amount are recorded to Retained earnings. As at April 28, 2024, the redemption liability amounted to $247.2.

The tables below present summarized financial information about the assets, liabilities, earnings, comprehensive income and cash flows of Circle K Belgium SA's:

Statements of Earnings and Comprehensive Income for the period from January 3, 2024 to April 28, 2024	**$**
Revenues	**1,040.5**
Net earnings	**6.2**
Comprehensive loss	**(13.3)**
Statement of Cash Flows for the period from January 3, 2024 to April 28, 2024	**$**
Net cash provided by operating activities	**109.1**
Net cash used in investing activities	**(5.9)**
Net cash used in financing activities	**(7.5)**
Balance Sheet as at April 28, 2024	**$**
Current assets	**403.0**
Long-term assets	**1,143.1**
Current liabilities	**438.3**
Long-term liabilities	**250.0**

6. INVESTMENTS IN FIRE & FLOWER HOLDINGS CORP. ("FIRE & FLOWER")

On August 7, 2019, the Corporation invested in Fire & Flower, an independent cannabis retailer. The investment was in the form of unsecured convertible debentures with an initial principal amount of CA $26.0 as well as five series of common share purchase warrants. On June 30, 2023, the unsecured convertible debentures matured without being converted and the remaining outstanding common share purchase warrants expired without being exercised. Until the occurrence of the events described below, the Corporation had assessed that its voting rights were providing it with significant influence over Fire & Flower.

On June 6, 2023, following the reception by Fire & Flower of an order for creditor protection under the *Companies' Creditors Arrangement Act*, the Corporation executed a facility agreement with Fire & Flower pursuant to which it agreed to advance a

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CA $9.8 ($7.2) debtor-in-possession loan. On June 21, 2023, the Ontario Superior Court of Justice approved a Sales and Investment Solicitation Process ("SISP") which concluded with a sale transaction with a successful bidder on September 15, 2023. As a result, the principal and accrued interests related to the debtor-in-possession loan and a CA $11.0 ($8.0) secured loan, which was granted to Fire & Flower, were repaid, and the Corporation's ownership interest in Fire & Flower was cancelled. During the fiscal year ended April 28, 2024, losses of $3.5 were recorded, bringing the carrying amount of the Corporation's ownership interest in Fire & Flower to nil.

7. INVESTMENTS IN JOINT VENTURES AND ASSOCIATED COMPANIES

The following table shows the amounts related to the Corporation's investment in joint ventures and associated companies presented on the consolidated balance sheets:

	2024	2023
	$	$
Investment in joint ventures	**185.7**	179.9
Investment in associated companies	**—**	3.5
	185.7	183.4

These investments, none of which are individually significant to the Corporation, are recorded according to the equity method. The following amounts represent the Corporation's share of the joint ventures' and associated companies' net earnings and comprehensive income:

	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Joint ventures' net earnings and comprehensive income	**27.3**	28.9
Associated companies' losses and comprehensive loss	**(1.5)**	(25.1)
	25.8	3.8

8. SUPPLEMENTARY INFORMATION RELATING TO EXPENSES

	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Cost of sales	**57,193.7**	59,827.1
Selling and marketing expenses	**7,055.8**	6,739.0
Administrative expenses	**1,121.4**	981.8
Other operating expenses	**82.4**	76.8

	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Employee benefit charges		
Salaries	**3,087.5**	2,973.5
Fringe benefits and other employer contributions	**307.6**	279.8
Employee future benefits (Note 30)	**176.6**	170.2
Stock-based compensation and other stock-based payments (Note 28)	**30.9**	28.3
Termination benefits	**—**	14.1
	3,602.6	3,465.9

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9. COMPENSATION OF KEY MANAGEMENT PERSONNEL

	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Salaries and other current benefits	**9.4**	13.0
Stock-based compensation and other stock-based payments	**19.1**	14.3
Employee future benefits (Note 30)	**2.9**	2.9
	31.4	30.2

Key management personnel comprise members of the Board of Directors, President and Chief Executive Officer, and Executive Vice-Presidents.

10. FINANCIAL EXPENSES AND OTHER FINANCIAL ITEMS

	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Financial expenses		
Interest on short-term debt and long-term debt	**390.8**	256.6
Interest on lease liabilities	**126.1**	96.3
Accretion of provisions (Note 25)	**31.7**	18.9
Other finance costs	**26.1**	12.4
	574.7	384.2
Other financial items		
Interest on bank deposits and term deposits	**(150.8)**	(93.9)
Other financial revenues	**(7.5)**	(9.9)
Change in fair value of financial instruments classified at fair value through earnings or loss (Note 31)	**10.6**	25.6
Reclassification adjustment (Note 23)	**(32.9)**	—
	(180.6)	(78.2)

11. INCOME TAXES

	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Current income tax expense	**655.4**	757.3
Deferred income tax expense	**60.5**	80.9
	715.9	838.2

The principal items which resulted in differences between the Corporation's effective income tax rates and its combined statutory rates in Canada are detailed as follows:

	2024	2023
	%	%
Combined statutory income tax rate in Canada[a]	**26.50**	26.50
Impact of other jurisdictions' tax rates	**(4.28)**	(4.29)
Other permanent differences	**(1.46)**	(0.88)
Effective income tax rate	**20.76**	21.33

(a) The Corporation's combined statutory income tax rate in Canada includes the appropriate provincial income tax rates.

Notes to the Consolidated Financial Statements

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The components of deferred income tax assets and liabilities are as follows:

					2024 (52 weeks)
	Balance as at April 30, 2023	Recognized to earnings	Recognized directly to OCI or equity	Recognized through business acquisitions	Balance as at April 28, 2024
	$	$	$	$	$
Deferred income tax assets					
Property and equipment	(11.3)	15.4	(10.0)	—	(5.9)
Expenses deductible during the following years	(5.0)	4.7	—	—	(0.3)
Intangible assets	3.6	33.1	(0.5)	—	36.2
Deferred charges	35.5	4.8	(1.2)	—	39.1
Tax losses and tax credits carried forward	5.9	13.2	(4.3)	—	14.8
Asset retirement obligations	13.8	0.2	0.3	—	14.3
Deferred credits	(6.8)	(4.0)	0.1	—	(10.7)
Revenues taxable during the following years	0.1	0.1	—	—	0.2
Right-of-use assets	(63.6)	6.5	(1.8)	—	(58.9)
Lease liabilities	65.5	(4.4)	0.8	—	61.9
Investments	10.1	(3.8)	0.3	—	6.6
Other	3.2	(4.7)	2.2	—	0.7
	51.0	61.1	(14.1)	—	98.0

					2024 (52 weeks)
	Balance as at April 30, 2023	Recognized to earnings	Recognized directly to OCI or equity	Recognized through business acquisitions	Balance as at April 28, 2024
	$	$	$	$	$
Deferred income tax liabilities					
Property and equipment	1,196.2	166.9	(7.2)	57.1	1,413.0
Expenses deductible during the following years	(19.2)	0.6	—	—	(18.6)
Intangible assets	89.5	(30.4)	(1.2)	44.2	102.1
Goodwill	293.2	6.5	(0.2)	(1.9)	297.6
Deferred Charges	(51.8)	(14.3)	3.9	—	(62.2)
Tax losses and tax credits carried forward	(47.2)	(2.3)	(1.5)	—	(51.0)
Asset retirement obligations	(74.3)	(14.4)	1.3	(10.4)	(97.8)
Deferred credits	(6.2)	2.8	0.1	(0.6)	(3.9)
Revenues taxable during the following years	20.0	10.9	(0.6)	—	30.3
Right-of-use assets	214.5	(7.0)	(5.2)	67.4	269.7
Lease liabilities	(270.2)	2.0	5.2	(68.3)	(331.3)
Investments	4.7	3.9	—	—	8.6
Other	—	—	(0.5)	—	(0.5)
Unrealized exchange loss	(65.3)	(3.6)	(5.0)	—	(73.9)
	1,283.9	121.6	(10.9)	87.5	1,482.1

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					2023 (53 weeks)
	Balance as at April 24, 2022	Recognized to earnings	Recognized directly to OCI or equity	Recognized through business acquisitions	Balance as at April 30, 2023
	$	$	$	$	$
Deferred income tax assets					
Property and equipment	(10.5)	(4.9)	4.1	—	(11.3)
Expenses deductible during the following years	(4.1)	(1.2)	0.3	—	(5.0)
Intangible assets	0.9	1.4	1.3	—	3.6
Deferred charges	34.3	4.6	(3.4)	—	35.5
Tax losses and tax credits carried forward	15.1	0.5	(9.7)	—	5.9
Asset retirement obligations	12.2	2.8	(1.2)	—	13.8
Deferred credits	(7.2)	(0.9)	1.3	—	(6.8)
Revenues taxable during the following years	2.0	(1.7)	(0.2)	—	0.1
Right-of-use assets	(68.1)	(0.7)	5.2	—	(63.6)
Lease liabilities	69.9	1.0	(5.4)	—	65.5
Investments	1.3	7.5	1.3	—	10.1
Other	3.7	9.2	(9.7)	—	3.2
	49.5	17.6	(16.1)	—	51.0

					2023 (53 weeks)
	Balance as at April 24, 2022	Recognized to earnings	Recognized directly to OCI or equity	Recognized through business acquisitions	Balance as at April 30, 2023
	$	$	$	$	$
Deferred income tax liabilities					
Property and equipment	1,161.5	36.3	(5.0)	3.4	1,196.2
Expenses deductible during the following years	(27.0)	7.8	—	—	(19.2)
Intangible assets	1.1	80.4	(0.7)	8.7	89.5
Goodwill	288.3	9.5	(4.6)	—	293.2
Deferred charges	(65.0)	12.0	1.2	—	(51.8)
Tax losses and tax credits carried forward	(40.5)	(13.5)	6.8	—	(47.2)
Asset retirement obligations	(66.9)	(9.0)	1.6	—	(74.3)
Deferred credits	(8.4)	2.2	—	—	(6.2)
Revenues taxable during the following years	19.5	0.3	0.2	—	20.0
Right-of-use assets	236.5	(9.2)	(13.0)	0.2	214.5
Lease liabilities	(288.5)	4.5	14.0	(0.2)	(270.2)
Investments	7.5	(2.6)	(0.2)	—	4.7
Unrealized exchange loss	(35.4)	(20.2)	(9.7)	—	(65.3)
	1,182.7	98.5	(9.4)	12.1	1,283.9

The losses carried forward and deductible temporary differences for which deferred tax assets have not been recognized amounted to $731.9 as at April 28, 2024 ($694.8 as at April 30, 2023), of which $599.0 will reverse through OCI ($570.9 as at April 30, 2023).

Notes to the Consolidated Financial Statements

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Of these amounts, approximately $708.2 as at April 28, 2024 had no expiration date ($682.5 as at April 30, 2023). Net capital losses can be carried forward indefinitely and can only be used against future taxable capital gains. Other losses carried forward and deductible temporary differences will expire as follows:

	$
Less than one year to three years	—
Three to four years	0.1
Four to five years	5.5
Five to ten years	0.3
Ten to twenty years	17.8
	23.7

During the fiscal year ended April 28, 2024, $0.9 of previously unrecognized deferred tax assets have been used.

Deferred income tax liabilities that would be payable upon repatriation of the retained earnings of some foreign subsidiaries have not been recognized because such amounts are not expected to materialize in the foreseeable future. Temporary differences related to these investments amounted to $10,691.6 ($9,132.5 in 2023).

12. NET EARNINGS PER SHARE

The following table presents the information for the computation of basic and diluted net earnings per share:

	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Net earnings attributable to shareholders of the Corporation	**2,729.7**	3,090.9
Weighted average number of shares (in millions)	**966.7**	1,007.7
Dilutive effect of stock options (in millions)	**1.5**	1.8
Weighted average number of diluted shares (in millions)	**968.2**	1,009.5
Basic net earnings per share	**2.82**	3.07
Diluted net earnings per share	**2.82**	3.06

When they have an antidilutive effect, stock options must be excluded from the calculation of the diluted net earnings per share. For fiscal 2024, 14,198 stock options were excluded (nil stock options excluded in 2023).

For fiscal 2024, the Board of Directors declared total dividends of CA 66.50¢ per share (CA 53.00¢ per share for 2023).

13. SUPPLEMENTARY INFORMATION RELATING TO THE STATEMENTS OF CASH FLOWS

Changes in non-cash working capital

	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Accounts receivable	**110.4**	106.5
Inventories	**20.6**	202.8
Prepaid expenses	**6.2**	(5.9)
Accounts payable and accrued liabilities	**145.1**	(577.5)
Current income taxes	**(119.2)**	(41.3)
	163.1	(315.4)

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
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Changes in liabilities arising from financing activities

	2024 (52 weeks)			2023 (53 weeks)		
	Net other financial liabilities[a]	**Lease liabilities**	**Long-term debt**	Net other financial liabilities[a]	Lease liabilities (adjusted, Note 2)	Long-term debt
	$	**$**	**$**	$	$	$
Balance, beginning of year	**94.6**	**3,584.6**	**5,889.0**	36.6	3,474.9	5,965.0
Cash flows						
Net cash proceeds (payments) on debts presented as financing activities	—	—	**4,450.9**	—	—	(145.9)
Principal elements of lease payments	—	**(478.9)**	—	—	(438.9)	—
Non-cash movements						
Reclassified to liabilities associated with assets held for sale	—	—	—	—	(2.5)	—
Change in estimates	—	**215.0**	—	—	189.1	—
Additions	—	**228.7**	—	—	241.4	—
Change in fair value	**6.7**	—	—	58.0	—	—
Business acquisitions (Note 4)	—	**666.2**	—	—	207.5	144.5
Amortization of financing costs and discounts on issuance of short-term debt	—	—	**5.2**	—	—	3.8
Effect of exchange rate fluctuations	—	**(37.2)**	**(51.8)**	—	(86.9)	(78.4)
Balance, end of year	**101.3**	**4,178.4**	**10,293.3**	94.6	3,584.6	5,889.0

(a) Excluding fuel swaps and redemption liability.

14. ACCOUNTS RECEIVABLE

	2024	2023
	$	$
Trade accounts receivable, proprietary cards receivable and vendor rebates receivable[a]	**1,998.2**	1,569.8
Credit and debit cards receivable from payment-processing providers[a]	**652.3**	510.0
Provision for expected credit losses	**(37.7)**	(28.2)
	2,612.8	2,051.6
Other accounts receivable[b]	**316.6**	246.9
	2,929.4	2,298.5

(a) These amounts are presented net of an amount of $127.8 from Accounts payable and accrued liabilities (Note 21) due to netting arrangements ($133.4 as at April 30, 2023).
(b) No provision for expected credit losses on Other accounts receivable for the fiscal years ended April 28, 2024 and April 30, 2023.

The following table details the aging of Credit and debit cards receivable from payment-processing providers, and Trade accounts receivable, proprietary cards receivable and vendor rebates receivable on a gross basis as well as the aging of provision for expected credit losses based on expected loss rate:

	2024			2023		
	Gross carrying amount	**Expected loss rate**	**Loss allowance**	Gross carrying amount	Expected loss rate	Loss allowance
	$	**%**	**$**	$	%	$
Not past due	**2,330.9**	**0.5**	**10.7**	1,891.1	0.1	2.2
Past due 1-90 days	**265.1**	**1.5**	**3.9**	128.9	1.5	1.9
Past due 91 days and over	**54.5**	**42.4**	**23.1**	59.8	40.3	24.1
	2,650.5		**37.7**	2,079.8		28.2

Notes to the Consolidated Financial Statements

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Movements in the provision for expected credit losses are as follows:

	2024 (52 weeks)	2023 (53 weeks)
	$	$
Balance, beginning of year	**28.2**	33.4
Provision for expected credit losses, net of unused beginning balance	**14.6**	0.3
Receivables written off during the year	**(5.0)**	(4.8)
Effect of exchange rate variations	**(0.1)**	(0.7)
Balance, end of year	**37.7**	28.2

15. INVENTORIES

	2024	2023
	$	$
Merchandise	**1,113.5**	1,008.6
Road transportation fuel[a]	**1,199.0**	1,131.7
Other products	**20.6**	35.7
	2,333.1	2,176.0

(a) For the fiscal year ended April 28, 2024, write-down to net realizable value expenses of $12.3 were recorded for this category in Cost of sales, excluding depreciation, amortization and impairment in the consolidated statements of earnings ($8.1 for the fiscal year ended April 30, 2023).

The Cost of sales, excluding depreciation, amortization and impairment amounts presented in the consolidated statements of earnings are almost entirely composed of inventory recognized as an expense.

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
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16. PROPERTY AND EQUIPMENT

	Land	Buildings and building components	Equipment	Leasehold improvements	Total
	$	$	$	$	$
2024 (52 weeks)					
Net book amount, beginning	**3,577.5**	**3,144.5**	**4,465.1**	**657.2**	**11,844.3**
Additions	**87.6**	**446.3**	**1,089.5**	**240.7**	**1,864.1**
Business acquisitions (Note 4)	**314.7**	**569.5**	**512.5**	**142.4**	**1,539.1**
Disposals	**(25.7)**	**(18.1)**	**(45.4)**	**(4.3)**	**(93.5)**
Depreciation, amortization and impairment expense	**—**	**(306.5)**	**(718.4)**	**(104.8)**	**(1,129.7)**
Transfers	**—**	**6.4**	**(3.7)**	**(2.7)**	**—**
Effect of exchange rate variations	**(23.4)**	**(33.2)**	**(40.2)**	**(3.7)**	**(100.5)**
Net book amount, ending[(a)]	**3,930.7**	**3,808.9**	**5,259.4**	**924.8**	**13,923.8**
As at April 28, 2024					
Cost	**3,932.1**	**6,156.0**	**9,684.2**	**1,681.0**	**21,453.3**
Accumulated depreciation, amortization and impairment	**(1.4)**	**(2,347.1)**	**(4,424.8)**	**(756.2)**	**(7,529.5)**
Net book amount[(a)]	**3,930.7**	**3,808.9**	**5,259.4**	**924.8**	**13,923.8**
Portion related to property and equipment not operated by the Corporation as they are subject to operating leases[(b)]	**35.0**	**196.6**	**50.7**	**—**	**282.3**
2023 (53 weeks) (adjusted, Note 2)					
Net book amount, beginning	3,563.8	3,003.9	4,196.2	522.3	11,286.2
Additions	75.0	295.8	1,074.7	214.2	1,659.7
Business acquisitions (Note 4)	75.1	77.6	75.0	8.2	235.9
Disposals	(59.6)	(13.4)	(55.4)	(1.8)	(130.2)
Depreciation and amortization expense	—	(270.6)	(626.0)	(81.2)	(977.8)
Transfers	—	107.4	(109.9)	2.5	—
Reclassified to assets held for sale	(5.3)	(2.8)	(4.4)	(0.7)	(13.2)
Effect of exchange rate variations	(71.5)	(53.4)	(85.1)	(6.3)	(216.3)
Net book amount, ending[(a)]	3,577.5	3,144.5	4,465.1	657.2	11,844.3
As at April 30, 2023 (adjusted, Note 2)					
Cost	3,579.0	5,227.6	8,387.4	1,338.5	18,532.5
Accumulated depreciation, amortization and impairment	(1.5)	(2,083.1)	(3,922.3)	(681.3)	(6,688.2)
Net book amount[(a)]	3,577.5	3,144.5	4,465.1	657.2	11,844.3
Portion related to property and equipment not operated by the Corporation as they are subject to operating leases	38.9	9.9	5.4	—	54.2

(a) The net book amount as at April 28, 2024 includes $1,561.0 related to construction in progress ($1,236.4 as at April 30, 2023).

(b) As at April 28, 2024, an amount of $239.8 (net of accumulated depreciation, amortization and impairment of $8.6) relates to the acquisition of certain European retail assets from TotalEnergies SE (Note 4).

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17. LEASES

Information about leases for which the Corporation is a lessee is presented below:

Right-of-use assets

The reconciliation of the Corporation's right-of-use assets by underlying asset classes is as follows:

	Properties	Motor vehicles	Equipment	Total
	$	$	$	$
2024 (52 weeks)				
Net book amount, beginning	**3,282.7**	**86.7**	**23.4**	**3,392.8**
Additions	**164.7**	**64.2**	**0.5**	**229.4**
Business acquisitions (Note 4)	**647.2**	**8.4**	**10.6**	**666.2**
Depreciation and amortization expense	**(462.0)**	**(32.1)**	**(6.9)**	**(501.0)**
Change in estimates	**227.0**	**(11.4)**	**(1.9)**	**213.7**
Deemed disposals related to subleases	**(0.4)**	—	—	**(0.4)**
Effect of exchange rate variations	**(34.7)**	**(2.0)**	**(0.9)**	**(37.6)**
Net book amount, ending	**3,824.5**	**113.8**	**24.8**	**3,963.1**
2023 (53 weeks) (adjusted, Note 2)				
Net book amount, beginning	3,216.3	66.2	19.7	3,302.2
Additions	184.1	49.0	9.2	242.3
Business acquisitions (Note 4)	208.6	—	—	208.6
Depreciation and amortization expense	(432.8)	(25.7)	(5.1)	(463.6)
Change in estimates	195.4	(2.1)	(0.3)	193.0
Reclassified to assets held for sale	(2.1)	—	—	(2.1)
Deemed disposals related to subleases	(5.8)	—	—	(5.8)
Effect of exchange rate variations	(81.0)	(0.7)	(0.1)	(81.8)
Net book amount, ending	3,282.7	86.7	23.4	3,392.8

Amounts recognized in the consolidated statements of earnings

	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Expenses relating to short-term leases and leases of low-value assets	**39.6**	33.4
Expenses relating to variable lease payments not included in the measurement of lease liabilities	**35.3**	23.4
Gain on sale and leaseback transactions	**3.6**	63.1

Information on cash flows

	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Total cash outflow for leases	**675.3**	592.0
Proceeds on sale and leaseback transactions	**14.5**	94.7

As at April 28, 2024, the Corporation leases mainly land, buildings, building components, motor vehicles and equipment. Lease terms are negotiated on an individual basis and contain a wide range of terms and conditions. The lease terms, for the majority of leases in North America, vary between 5 and 20 years, which include the initial base term and renewal option(s) when applicable. In Europe and Asia, the lease terms range from less than 12 months to contracts with maturities up to more than 50 years and also include options to renew at market prices when applicable. As at April 28, 2024, the Corporation was in compliance with the restrictions imposed by its lease agreements. The Corporation concludes from time to time sale and leaseback transactions, where it will usually continue to operate the sold property temporarily when it is beneficial for both the buyer and the Corporation to do so.

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Some of the property leases contain variable payment terms that are linked to sales generated from a store. Variable lease payments that depend on sales are recognized in earnings in the period in which the conditions that trigger those payments occur. For the fiscal year ended April 28, 2024, a 10.0% increase in variable terms across all stores in the group with such variable payment terms would not have had a significant impact on the total lease payments.

Extension and termination options are included in a number of leases that the Corporation is party to. These terms are used to optimize operational flexibility in terms of managing contracts. The majority of extension and termination options held are exercisable only by the Corporation and not by the respective lessors. As at April 28, 2024, potential future annual undiscounted cash outflows of $137.8 have not been included in the lease liabilities for which the contractual maturities are in less than five years because it is not reasonably certain that renewal options on those leases will be exercised.

As at April 28, 2024, future undiscounted cash outflows of $134.1 have not been included in the lease liabilities because they are related to leases not yet commenced but to which the Corporation is committed.

Information about leases for which the Corporation is a lessor is presented below:

As at April 28, 2024, the Corporation leases mainly properties and motor vehicles. Lease terms are negotiated on an individual basis and contain a wide range of terms and conditions.

Amounts recognized in the consolidated statements of earnings

	2024 (52 weeks)	2023 (53 weeks)
	$	$
Income relating to operating leases, excluding those variable lease payments that do not depend on an index or a rate	**34.2**	33.3
Income relating to variable lease payments that do not depend on an index or a rate	**21.7**	19.3
Rental income from subleasing right-of-use assets	**49.4**	44.4

As at April 28, 2024, the total amount of undiscounted future minimum operating leases payments expected to be received under operating lease and sublease agreements is $112.8. These minimum payments are expected to be received as follows:

	$
Less than one year	**35.3**
One to five years	**45.2**
More than five years	**32.3**
	112.8

As at April 28, 2024, the total amount of undiscounted future minimum payments expected to be received under net investment in finance subleases is $21.7. These minimum payments are expected to be received as follows:

	$
Less than one year	**6.4**
One to five years	**12.2**
More than five years	**3.1**
	21.7
Unearned finance income included in payments above	**(2.5)**
Net investment in subleases	**19.2**

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18. GOODWILL AND INTANGIBLE ASSETS

Goodwill

	2024	2023 (adjusted, Note 2)
	$	$
Net book amount, beginning of year	**6,641.4**	6,094.1
Business acquisitions (Note 4)	**3,030.6**	652.2
Disposals	**(7.8)**	(5.7)
Effect of exchange rate variations	**(96.0)**	(99.2)
Net book amount, end of year	**9,568.2**	6,641.4

Intangible assets

	Trademarks and rights to use trademarks	Franchise agreements	Software[(a)]	Fuel supply agreements	Licenses	Other	Total
	$	$	$	$	$	$	$
2024 (52 weeks)							
Net book amount, beginning	**293.5**	**29.8**	**291.7**	**33.0**	**57.1**	**67.4**	**772.5**
Additions	—	—	**59.2**	**2.0**	**2.9**	**0.5**	**64.6**
Business acquisitions (Note 4)	**181.7**	**63.9**	**0.9**	**46.0**	**94.6**	**103.8**	**490.9**
Disposals	—	**(1.8)**	**(0.2)**	**(0.3)**	—	—	**(2.3)**
Depreciation, amortization and impairment expense	**(14.7)**	**(7.6)**	**(62.0)**	**(9.2)**	**(3.4)**	**(25.9)**	**(122.8)**
Effect of exchange rate variations	**(6.6)**	**(1.8)**	**(2.7)**	**(0.9)**	**(3.7)**	**(1.4)**	**(17.1)**
Net book amount, ending	**453.9**	**82.5**	**286.9**	**70.6**	**147.5**	**144.4**	**1,185.8**
As at April 28, 2024							
Cost	**510.0**	**190.4**	**600.8**	**123.2**	**154.0**	**260.3**	**1,838.7**
Accumulated depreciation and amortization	**(56.1)**	**(107.9)**	**(313.9)**	**(52.6)**	**(6.5)**	**(115.9)**	**(652.9)**
Net book amount	**453.9**	**82.5**	**286.9**	**70.6**	**147.5**	**144.4**	**1,185.8**
2023 (53 weeks) (adjusted, Note 2)							
Net book amount, beginning	249.3	38.1	253.5	14.9	53.9	77.8	687.5
Additions	—	—	101.2	—	3.3	—	104.5
Business acquisitions (Note 4)	49.9	—	0.1	22.5	—	6.1	78.6
Disposals	—	(0.3)	(3.7)	—	—	—	(4.0)
Depreciation and amortization expense	(1.1)	(6.5)	(42.1)	(3.4)	(0.1)	(16.0)	(69.2)
Effect of exchange rate variations	(4.6)	(1.5)	(17.3)	(1.0)	—	(0.5)	(24.9)
Net book amount, ending	293.5	29.8	291.7	33.0	57.1	67.4	772.5
As at April 30, 2023 (adjusted, Note 2)							
Cost	334.9	135.2	546.8	78.9	58.5	162.0	1,316.3
Accumulated depreciation and amortization	(41.4)	(105.4)	(255.1)	(45.9)	(1.4)	(94.6)	(543.8)
Net book amount	293.5	29.8	291.7	33.0	57.1	67.4	772.5

(a) The net book amount as at April 28, 2024 includes $66.0 related to software in progress ($115.3 as at April 30, 2023).

Notes to the Consolidated Financial Statements

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Goodwill and intangible assets with indefinite useful lives are allocated to groups of CGUs (a CGU for the purpose of the remainder of this note) based on the geographical location of the acquired stores. Allocation as at April 28, 2024, and April 30, 2023, is as follows:

		2024		2023
CGU	**Intangible assets with indefinite useful lives**	**Goodwill**	Intangible assets with indefinite useful lives (adjusted, Note 2)	Goodwill (adjusted, Note 2)
	$	**$**	$	$
Canada	**—**	**871.6**	—	875.2
United States	**254.7**	**5,154.7**	252.8	4,960.2
Europe	**76.8**	**3,234.9**	77.4	499.6
Asia	**12.6**	**307.0**	12.5	306.4
	344.1	**9,568.2**	342.7	6,641.4

The intangible assets with indefinite useful lives for the United States CGU are the Circle K trademark, trademarks related to car wash operations and licenses, which are expected to provide economic benefits to the Corporation indefinitely. The intangible asset with indefinite useful life for the Europe CGU is the droplet logo, which is expected to provide economic benefits to the Corporation indefinitely. During the fiscal year ended April 28, 2024, the Scandinavia, Central and Eastern Europe and Ireland CGUs have been regrouped into the Europe CGU which now includes the activities of Belgium, Denmark, Estonia, Germany, Ireland, Latvia, Lithuania, Luxembourg, Netherlands, Norway, Poland and Sweden. As a result, the comparatives figures from the fiscal year ended April 30, 2023 presented in the table above have been adjusted to reflect this change. The intangible assets with indefinite useful lives for the Asia CGU are the proprietary products trademarks, which are expected to provide economic benefits to the Corporation indefinitely. The Asia CGU includes the activities in the Hong Kong Special Administrative Region of the People's Republic of China ("Hong Kong SAR").

For the annual impairment test, the recoverable amount of the Canada, United States, Europe and Asia CGUs is determined on the basis of their fair value less costs to sell. The Corporation uses an approach based on Earnings before interest, taxes, depreciation and amortization ("EBITDA", which is a non-IFRS Accounting Standards Measures) multiples of comparable corporations (Level 3) ranging from 8.5x to 10.2x to determine these values. Subsequent to the annual impairment test and due to the timing of acquisitions, the goodwill of the United States and Europe CGUs have been retested for impairment using the same approach.

19. OTHER ASSETS

	2024	2023
	$	$
Pension benefit assets (Note 30)	**93.0**	74.6
Deferred compensation assets	**90.9**	70.8
Environmental costs receivable (Note 25)	**63.9**	62.7
Deferred incentive payments	**42.8**	37.8
Deposits	**30.3**	17.0
Net investment in subleases (Note 17)	**19.2**	27.9
Notes receivable	**13.8**	16.6
Other	**39.8**	23.1
	393.7	330.5

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(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

20. CURRENCY FORWARDS

During the fiscal year ended April 28, 2024, the Corporation was party to currency forward contracts with the following terms:

Receive - Notional	Pay - Notional	Exchange rate (Currency paid per currency received)	Maturity date	Fair value as at (Note 31)	
				April 28, 2024	April 30, 2023
				$	$
$260.6[a]	CA $350.0	From 1.3391 to 1.3481	July 2024	**4.0**	—
€1,600.0[b]	$1,739.5	From 1.0739 to 1.1029	December 2023	**Settled**	41.9
€298.0[b]	$321.4	From 1.0749 to 1.0825	December 2023	**Settled**	—

(a) US dollar / Canadian dollar currency forwards

These currency forwards were entered into following the September 25, 2023 issuance of Canadian-dollar-denominated senior unsecured notes (Note 22) and in relation with the future repayment of the Canadian-dollar-denominated senior unsecured notes and associated cross-currency interest rate swaps maturing on July 26, 2024. The changes in fair value of these currency forwards are recognized in the consolidated statement of earnings under Foreign exchange (gain) loss. These currency forwards are presented as Other short-term financial assets on the consolidated balance sheet.

(b) Euro / US dollar currency forwards

For hedge accounting purposes, the Corporation designated these Euro / US dollar currency forwards as the hedge of more than one type of risk by notionally dividing them, with the Canadian dollar imputed as the base currency for two notional derivatives. The Euro / Canadian dollar notional derivatives were designated as a cashflow hedge of the Corporation's currency fluctuation risk associated with the firm and irrevocable offer to acquire certain European retail assets from TotalEnergies SE (Note 4) and the effective portion of the change in fair value of these currency forwards was recognized in OCI until the date of this business acquisition. The Canadian dollar / US dollar notional derivatives were designated as a foreign exchange hedge of the Corporation's net investment in its operations in the United States and the effective portion of the change in fair value of these notional currency forwards was recognized in OCI, counterbalancing gains and losses arising from the translation of the Corporation's related net investments. In relation with the closing of the acquisition of certain European retail assets from TotalEnergies SE, the currency forwards were settled, resulting in accumulated losses of $23.6 for the Euro / Canadian dollar notional derivatives and accumulated gains of $40.2 for the Canadian dollar / US dollar notional derivatives.

21. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	2024	2023 (adjusted, Note 2)
	$	$
Accounts payable and accrued expenses[a]	**4,572.4**	3,183.2
Sales and excise taxes	**734.2**	702.5
Salaries and related benefits	**393.6**	388.3
Other	**287.7**	225.4
	5,987.9	4,499.4

(a) This amount is presented net of an amount of $69.7 from Credit and debit cards receivable from payment-processing providers (Note 14) and $58.1 from Trade accounts receivable, proprietary cards receivable and vendor rebates receivable (Note 14) due to netting arrangements ($88.3 and $45.1, respectively as at April 30, 2023).

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
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22. DEBT

	2024	2023
	$	$
US-dollar-denominated senior unsecured notes, maturing from July 2027 to February 2054[a]	**5,459.5**	3,969.5
Euro-denominated senior unsecured notes, maturing from May 2026 to February 2036[a]	**2,240.2**	821.9
Canadian-dollar-denominated senior unsecured notes, maturing from July 2024 to September 2030[a]	**1,971.4**	1,025.2
Unsecured commercial paper notes, maturing from May to June 2024[b]	**551.3**	—
NOK-denominated senior unsecured notes, maturing in February 2026[a]	**61.2**	62.7
Other debts	**9.7**	9.7
	10,293.3	5,889.0
Short-term debt and current portion of long-term debt	**1,066.8**	0.7
Long-term portion of long-term debt	**9,226.5**	5,888.3

(a) Senior unsecured notes

As at April 28, 2024, the Corporation had senior unsecured notes denominated in US-dollar totaling $5,500.0, in Canadian-dollar totaling CA $2,700.0, in Euro totaling €2,100.0 and in Norwegian-krone totaling NOK 675.0, divided as follows:

Issuance date	Principal amount	Maturity	Coupon rate	Effective rate	Interest payment dates
July 26, 2017	CA $700.0	July 26, 2024	3.06%	3.13%	July 26th and January 26th
June 2, 2015	CA $700.0	June 2, 2025	3.60%	3.65%	June 2nd and December 2nd
February 18, 2016	NOK 675.0	February 18, 2026	3.85%	3.93%	April 20th and October 20th
May 6, 2016	€750.0	May 6, 2026	1.88%	1.94%	May 6th
July 26, 2017	$1,000.0	July 26, 2027	3.55%	3.64%	July 26th and January 26th
January 25, 2024	CA $500.0	January 25, 2029	4.60%	4.70%	July 25th and January 25th
January 22, 2020	$750.0	January 25, 2030	2.95%	3.03%	July 25th and January 25th
September 25, 2023	CA $800.0	September 25, 2030	5.59%	5.70%	March 25th and September 25th
February 12, 2024	€700.0	May 12, 2031	3.65%	3.68%	May 12th (1)
February 12, 2024	$900.0	February 12, 2034	5.27%	5.31%	August 12th and February 12th
February 12, 2024	€650.0	February 12, 2036	4.01%	4.03%	February 12th
May 13, 2021	$650.0	May 13, 2041	3.44%	3.50%	May 13th and November 13th
July 26, 2017	$500.0	July 26, 2047	4.50%	4.58%	July 26th and January 26th
January 22, 2020	$750.0	January 25, 2050	3.80%	3.88%	July 25th and January 25th
May 13, 2021 Green Bonds	$350.0	May 13, 2051	3.63%	3.69%	May 13th and November 13th
February 12, 2024	$600.0	February 12, 2054	5.62%	5.69%	August 12th and February 12th

(1) The first interest payments of the €700.0 Euro-denominated senior unsecured notes are due on May 12, 2025.

The Canadian-dollar-denominated notes issued on June 2, 2015, July 26, 2017 and January 25, 2024 are associated with cross-currency interest rate swaps (Note 24).

On September 25, 2023, the Corporation issued Canadian-dollar-denominated senior unsecured notes totaling CA $800.0. The $591.9 net proceeds from this issuance were used for corporate purposes as well as to invest an amount of CA $700.0 ($512.5 as at April 28, 2024) in term deposits with major financial institutions which meet the Corporation's minimum credit ratings requirements. The term deposits will mature on July 23, 2024, bear interest at a weighted average annual rate of 6.15%, and are classified in Other short-term financial assets on the consolidated balance sheet.

On January 25, 2024, the Corporation issued Canadian-dollar-denominated senior unsecured notes totaling CA $500.0. The $369.4 net proceeds from this issuance were used to partially repay outstanding indebtedness under the acquisition facility detailed below.

On February 12, 2024, the Corporation issued US-dollar-denominated senior unsecured notes totaling $1,500.0. The Corporation also issued Euro-denominated senior unsecured notes totaling €1,350.0. The $2,933.2 net proceeds from these issuances were used to repay outstanding indebtedness under the acquisition facility detailed below.

Notes to the Consolidated Financial Statements

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(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

(b) United States commercial paper program

On May 9, 2022, the Corporation established a commercial paper program in the United States on a private placement basis. The commercial paper program allows the Corporation to issue, at its discretion, unsecured commercial paper notes with maturities not exceeding 397 days. The aggregate principal amount of unsecured commercial paper notes outstanding at any given time cannot exceed $2,500.0 and the Corporation's term revolving unsecured operating credit facility serves as a liquidity backstop for the repayment of the unsecured commercial paper notes. As at April 28, 2024, the weighted average effective interest rate of the outstanding unsecured commercial paper notes was 5.59%.

Acquisition facility

On December 12, 2023, the Corporation entered into a new credit agreement consisting of a non-revolving credit facility of an aggregate maximum amount of $1,750.0 and €1,500.0 (the "acquisition facility"), divided into three tranches as follows:

	Principal amount	Maturity
Tranche A	$700.0 and €600.0	December 12, 2024
Tranche B	$525.0 and €450.0	December 12, 2025
Tranche C	$525.0 and €450.0	December 12, 2026

The acquisition facility was used and was available exclusively to finance the acquisition of certain European retail assets from TotalEnergies SE and the related acquisition costs (Note 4). The acquisition facility was available in US dollars and in Euro by way of loans bearing interest at the US base rate, SOFR or EURIBOR plus a variable margin. As at April 28, 2024, this acquisition facility was fully repaid.

Term revolving unsecured operating credit facility

As at April 28, 2024, the Corporation had a credit facility agreement, which was amended on May 21, 2024, consisting of a revolving unsecured facility of a maximum amount of $3,500.0, including a first tranche of $975.0 and a second tranche of $2,525.0, maturing in April 2026 and April 2028, respectively. Subsequent to the end of the fiscal year ended April 28, 2024, the maturity of the first and second tranches of the credit facility was extended to May 2027 and May 2029, respectively.

The first tranche of the credit facility was available in the following form:

- A term revolving unsecured operating credit facility, available i) in Canadian dollars, ii) in US dollars, and iii) in Euros. Depending on the form and the currency of the loan, the amounts borrowed bear interest at variable rates based on the Canadian prime rate, the bankers' acceptance rate (which was replaced by CORRA following the May 2024 amendments), the US base rate, the US prime rate, SOFR or EURIBOR plus a variable margin.

The second tranche of the credit facility was available in the following forms:

- A term revolving unsecured operating credit facility, available i) in Canadian dollars, ii) in US dollars, iii) in Euros, and iv) in the form of standby letters of credit not exceeding $150.0 or the equivalent in Canadian dollars, in Euros or in other currencies, if needed, with applicable fees. Depending on the form and the currency of the loan, the amounts borrowed bear interest at variable rates based on the Canadian prime rate, the bankers' acceptance rate (which was replaced by CORRA following the May 2024 amendments), the US base rate, the US prime rate, SOFR or EURIBOR plus a variable margin; and
- An unsecured line of credit in the maximum amount of $115.0, available in Canadian or US dollars, bearing interest at variable rates based on the Canadian prime rate, the US prime rate or the US base rate plus a variable margin, depending on the form and currency of the loan.

Standby fees, which vary based on the Corporation's credit rating, were applied to the unused portion of the credit facility. Letters of credit fees and the variable margin used to determine the interest rate applicable to borrowed amounts were determined according to the Corporation's credit rating as well. Under this credit facility agreement, the Corporation must maintain certain financial ratios and respect certain restrictive provisions.

As at April 28, 2024 and April 30, 2023, the term revolving unsecured operating credit facility was unused and the Corporation was in compliance with the restrictive provisions and ratios imposed by the credit agreement.

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Bank overdraft facilities

As at April 28, 2024, the Corporation had access to bank overdraft facilities totaling approximately $111.6, of which $0.4 was used.

Letters of credit

As at April 28, 2024, the Corporation had outstanding letters of credit related to its own operations of $236.8 ($243.9 as at April 30, 2023), of which $2.8 ($2.9 as at April 30, 2023) reduced funds available under the Corporation's term revolving unsecured operating credit facility.

23. FORWARD STARTING INTEREST RATE SWAPS

During the fiscal year ended April 28, 2024, the Corporation was party to forward starting interest rate swaps with the following terms:

	Notional amount	Interest rate swaps terms	Rate	Maturity date	Fair value as at (Note 31)	
					April 28, 2024	April 30, 2023
					$	$
2022 issuance	$275.0	10 years	From 2.06% to 2.27%	June 2025	**42.7**	18.0
2022 issuance[(a)(b)]	$275.0	10 years	From 2.06% to 2.26%	July 2024	**Settled**	18.6
2023 issuance[(b)]	$625.0	From 7 to 30 years	From 2.79% to 3.14%	September 2024	**Settled**	(3.1)
2023 issuance[(b)]	€750.0	From 7 to 12 years	From 2.76% to 3.01%	September 2024	**Settled**	0.9

These instruments allowed the Corporation to hedge the variability of its interest payments on the anticipated issuance of senior unsecured notes due to changes in the US and Euro benchmark fixed rates. These instruments were designated as a cash flow hedge of the Corporation's interest rate risk.

(a) Reclassification adjustment

As a result of the September 25, 2023 issuance of Canadian-dollar-denominated senior unsecured notes (Note 22), the Corporation determined that an anticipated issuance of US-dollar-denominated senior unsecured notes, for which the proceeds were intended to be used for the repayment of the Canadian-dollar-denominated senior unsecured notes maturing in July 2024, was no longer expected to occur. The Corporation had designated these forward starting interest rate swaps as a cash flow hedge of its interest rate risk related to the variability of the interest payments on the anticipated issuance, which led to a pre-tax reclassification adjustment of $32.9 from OCI to Other financial items in the consolidated statement of earnings. Following the reclassification adjustment, the Corporation designated these forward starting interest rate swaps as a cash flow hedge of its interest rate risk related to the variability of the interest payments on the anticipated issuance of US-dollar-denominated senior unsecured notes, which occurred on February 12, 2024 (Note 22).

(b) Settlements

During the fiscal year ended April 28, 2024 and in relation with the issuances of US-dollar-denominated and Euro-denominated senior unsecured notes on February 12, 2024 (Note 22), the Corporation settled, prior to their maturity, these forward starting interest rate swaps for net proceeds of $50.7.

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24. INTEREST RATE AND CROSS-CURRENCY SWAPS

During the fiscal year ended April 28, 2024, the Corporation was party to cross-currency interest rate swap agreements, allowing it to synthetically convert its Canadian-dollar-denominated senior unsecured notes into US dollars and into Euros.

Receive – Notional	Receive – Rate	Pay – Notional	Pay – Rate	Maturity	Fair value as at (Note 31)	
					April 28, 2024	April 30, 2023
					$	$
CA $1,400.0	From 3.06% to 3.60%	US $1,127.2	From 3.23% to 3.87%	From July 26, 2024 to June 2, 2025	**(99.0)**	(90.7)
CA $500.0	4.60%	€341.4	3.58%	January 25, 2029	**(2.1)**	—

These agreements are designated as foreign exchange hedges of the Corporation's net investment in its operations in the United States and in the Eurozone.

25. PROVISIONS

The reconciliation of the Corporation's main provisions is as follows:

	Asset retirement obligations[(a)]	Provision for environmental costs[(b)]	Provision for workers' compensation[(c)]	Provision for general liability[(c)]	Other	Total
	$	**$**	**$**	**$**	**$**	**$**
2024 (52 weeks)						
Balance, beginning of year	**514.5**	**137.3**	**38.4**	**71.6**	**33.8**	**795.6**
Business acquisitions (Note 4)	**125.2**	**9.0**	**—**	**1.7**	**10.9**	**146.8**
Liabilities incurred	**5.9**	**33.6**	**35.8**	**36.3**	**3.4**	**115.0**
Liabilities settled	**(7.4)**	**(25.4)**	**(31.8)**	**(39.1)**	**(13.5)**	**(117.2)**
Accretion expense	**27.4**	**1.9**	**1.4**	**0.9**	**0.1**	**31.7**
Reversal of provisions	**(1.3)**	**(1.1)**	**—**	**—**	**(8.2)**	**(10.6)**
Change in estimates	**17.8**	**(4.4)**	**0.5**	**0.1**	**—**	**14.0**
Effect of exchange rate variations	**(9.9)**	**(1.2)**	**(0.1)**	**(0.1)**	**(0.5)**	**(11.8)**
Balance, end of year	**672.2**	**149.7**	**44.2**	**71.4**	**26.0**	**963.5**
Current portion	**63.7**	**50.4**	**6.7**	**14.2**	**8.6**	**143.6**
Long-term portion	**608.5**	**99.3**	**37.5**	**57.2**	**17.4**	**819.9**
2023 (53 weeks)						
Balance, beginning of year	435.2	142.8	49.8	61.8	32.1	721.7
Business acquisitions (Note 4)	3.2	—	—	—	—	3.2
Liabilities incurred	11.0	18.0	22.0	45.5	23.7	120.2
Liabilities settled	(8.7)	(23.0)	(29.9)	(36.4)	(18.7)	(116.7)
Accretion expense	16.5	1.3	0.8	0.3	—	18.9
Reversal of provisions	(4.8)	(1.8)	—	—	(2.7)	(9.3)
Change in estimates	76.7	4.1	(4.3)	0.5	—	77.0
Reclassified to liabilities associated with assets held for sale	(0.6)	—	—	—	—	(0.6)
Effect of exchange rate variations	(14.0)	(4.1)	—	(0.1)	(0.6)	(18.8)
Balance, end of year	514.5	137.3	38.4	71.6	33.8	795.6
Current portion	54.6	51.4	6.8	14.0	21.1	147.9
Long-term portion	459.9	85.9	31.6	57.6	12.7	647.7

(a) The total undiscounted amount of estimated cash flows to settle the asset retirement obligations is approximately $1,211.8 and is expected to be incurred over the next 40 years. Should changes occur in estimated future removal costs, tank useful lives, lease terms or governmental regulatory requirements, revisions to the liability could be made.
(b) Environmental costs should be disbursed over the next 20 years.
(c) Workers' compensation and general liability indemnities should be disbursed over the next five years.

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Environmental costs

The Corporation is subject to Canadian, United States and European legislation governing the storage, handling and sale of road transportation fuel and other petroleum-based products. The Corporation considers that it is compliant with all important aspects of current environmental legislation. The Corporation has an ongoing training program for its employees on environmental issues and performs preventative site testing and site restoration in cooperation with regulatory authorities. The Corporation also examines its motor fuel equipment on a regular basis.

In most of the U.S. states in which the Corporation operates, with the exception of Alaska, California, Florida, Iowa, Maryland, New York, Oregon, Texas, Washington, West Virginia and Wisconsin, the Corporation participates in a state fund to cover the cost of certain environmental remediation activities after the applicable trust fund deductible is met, which varies by state. These state funds provide insurance for motor fuel facilities operations to cover some of the costs of cleaning up certain environmental contamination caused by the use of road transportation fuel equipment. Road transportation fuel storage tank registration fees and/or a motor fuel tax in each of the states finance the trust funds. The Corporation pays annual registration fees and remits sales taxes to applicable states. Insurance coverage differs from state to state.

In order to provide for the above-mentioned environmental costs, the Corporation has recorded a $149.7 provision for environmental costs as at April 28, 2024 ($137.3 as at April 30, 2023). Furthermore, the Corporation has recorded an amount of $71.7 for environmental costs receivable from trust funds as at April 28, 2024 ($70.9 as at April 30, 2023), of which $7.8 ($8.2 as at April 30, 2023) is included in Accounts receivable and $63.9 in Other assets ($62.7 as at April 30, 2023).

26. DEFERRED CREDITS AND OTHER LIABILITIES

	2024	2023
	$	$
Deferred compensation liabilities	**112.5**	92.3
Deposits from independent operators, franchisees, tenants and customers	**46.3**	28.0
Deferred credits	**18.4**	29.5
Deferred branding credits	**10.8**	7.2
Employee benefits	**7.0**	5.8
Other liabilities	**25.1**	19.3
	220.1	182.1

27. CAPITAL STOCK

Authorized

Unlimited number of shares without par value

- First and second preferred shares issuable in series, non-voting, ranking prior to other classes of shares with respect to dividends and payment of capital upon dissolution. The Board of Directors is authorized to determine the designation, rights, privileges, conditions and restrictions relating to each series of shares prior to their issuance.
- Common voting and participating shares, with each share comprising one vote.

The order of priority for the payment of dividends is as follows:
- First preferred shares;
- Second preferred shares; and
- Common shares.

On September 1, 2022, as a result of the adoption of a special resolution at the Corporation's Annual General and Special Meeting of Shareholders, all of the Corporation's issued and outstanding Class A multiple-voting shares were converted into Common shares, a newly created class of shares having an unlimited number of shares, carrying one vote per share. Following the conversion, the Corporation's Class A multiple-voting shares and Class B subordinate voting shares as well as their rights, privileges, restrictions and conditions were repealed and all stock-based compensation and other stock-based payment plans of the Corporation (Note 28) are covering Common shares.

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Issued and outstanding

The changes in the number of shares are as follows:

	2024 (52 weeks)	2023 (53 weeks)
Common shares (in millions)		
Balance, beginning of year	**981.3**	1,032.9
Share repurchases[(a)]	**(26.6)**	(52.0)
Issuance of shares on stock options exercised	**2.0**	0.4
Balance, end of year	**956.7**	981.3
Shares repurchased and not yet cancelled	**0.4**	—
Issued and outstanding	**957.1**	981.3

(a) Share repurchase program

On April 26, 2023, the Toronto Stock Exchange approved the renewal of the Corporation's share repurchase program, which took effect on May 1, 2023. The renewed share repurchase program allowed the Corporation to repurchase up to 49,066,629 shares, representing 5.0% of the shares outstanding as at April 20, 2023, and the share repurchase period ended April 30, 2024.

During the fiscal year ended April 28, 2024, the Corporation repurchased 26,618,337 shares (52,024,694 shares for the fiscal year ended April 30, 2023). These repurchases were settled for an amount of $1,374.0 ($2,335.8 for the fiscal year ended April 30, 2023), of which $24.6 is recorded in Accounts payable and accrued liabilities as at April 28, 2024 related to 433,300 shares which had been repurchased in the last two business days prior to April 28, 2024 and cancelled subsequent to year end.

On April 26, 2024, the Toronto Stock Exchange approved another renewal of the Corporation's share repurchase program, which took effect on May 1, 2024. The renewed share repurchase program allows the Corporation to repurchase up to 78,083,521 shares, representing 10.0% of the shares outstanding as at April 18, 2024, and the share repurchase period will end no later than April 30, 2025.

When making such repurchases, the number of shares in circulation is reduced and the proportionate interest of all remaining shareholders in the Corporation's share capital is increased on a pro rata basis. All shares repurchased under the share repurchase program were cancelled upon their repurchase. An automatic securities purchase plan, which was pre-cleared by the Toronto Stock Exchange, is also in place and could allow a designated broker to repurchase the Corporation's shares on its behalf within parameters established by the Corporation.

28. STOCK-BASED COMPENSATION AND OTHER STOCK-BASED PAYMENTS

Stock option plan

The Corporation has a stock option plan under which it has authorized the grant of up to 101,352,000 stock options for the purchase of its shares.

Stock options have up to a 10-year term, vest 20.0% on the date of the grant and cumulatively thereafter on each anniversary date of the grant and are exercisable at the designated market price on the date of the grant. The grant price of each stock option shall not be set below the weighted average closing price for a board lot of the shares on the Toronto Stock Exchange for the five days preceding the grant. Each stock option is exercisable into one share of the Corporation at the price specified in the terms of the stock option. To enable option holders to proceed with a cashless exercise of their options, the stock option plan allows them to elect to receive a number of shares equivalent to the difference between the total number of shares underlying the options exercised and the number of shares required to settle the exercise of the options on a gross or net basis.

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The table below presents the status of the Corporation's stock option plan as at April 28, 2024, and April 30, 2023, and the changes therein during the years then ended:

	2024		2023	
	(52 weeks)		(53 weeks)	
(in thousands, except otherwise noted)	**Number of stock options**	**Weighted average exercise price**	Number of stock options	Weighted average exercise price
		CA $		CA $
Outstanding, beginning of year	**3,417.7**	**32.39**	3,423.7	27.50
Granted	**400.0**	**67.37**	425.7	56.61
Exercised	**(1,950.0)**	**24.85**	(421.4)	16.88
Forfeited	**(17.7)**	**59.11**	(10.3)	41.03
Outstanding, end of year	**1,850.0**	**47.59**	3,417.7	32.39
Exercisable, end of year	**1,221.0**	**41.98**	2,915.5	29.42

For options exercised in 2024, the weighted average share price at the date of exercise was CA $76.55 (CA $64.38 in 2023).

The following table presents information on the stock options outstanding and exercisable as at April 28, 2024:

(in thousands, except otherwise noted)	Options outstanding			Options exercisable	
Range of exercise prices	Number of stock options outstanding as at April 28, 2024	Weighted average remaining contractual life (years)	Weighted average exercise price	Number of stock options exercisable as at April 28, 2024	Weighted average exercise price
CA $			CA $		CA $
17 – 40	473.1	2.83	29.98	472.5	29.97
40 – 74	1,376.9	7.59	53.65	748.5	49.56
	1,850.0			1,221.0	

For 2024, the compensation cost charged to the consolidated statements of earnings amounts to $5.6 ($4.9 in 2023).

Deferred share unit plan

The Corporation has a DSU plan for the benefit of its external directors which allows them, at their option, to receive all or a portion of their annual compensation and directors' fee in the form of DSUs. Selected key employees are also allowed to receive part of their annual compensation in the form of DSUs. A DSU is a notional unit, equivalent in value to the Corporation's share. Upon leaving the Board of Directors or cessation of employment, participants are entitled to receive the payment of their cumulated DSUs in the form of cash based on the volume weighted average reported trading price of the Corporation's share on the Toronto Stock Exchange for the five trading days immediately preceding the payout date. DSU are antidilutive since they are payable solely in cash.

The DSU expense and the related liability are recorded at the grant date. The liability is adjusted periodically to reflect any variation in the market value of the Corporation's shares. As at April 28, 2024, the Corporation had a total of 838,492 DSUs outstanding (699,003 as at April 30, 2023) and an obligation related to this plan of $47.0 was recorded in Accounts payable and accrued liabilities ($33.6 as at April 30, 2023). The exposure to the Corporation's share price risk was managed with the share units total return swaps starting April 20, 2023 and with the share units indexed deposits beforehand (Note 31). For 2024, the compensation cost amounted to $9.4 ($7.6 for 2023).

Share unit plan

The Corporation has a share unit plan allowing the Board of Directors, through its Human Resources and Corporate Governance Committee, to grant performance share units ("PSUs") and restricted share units ("RSUs") to the officers and selected key employees of the Corporation (the "participants"). A share unit is a notional unit whose value is based on the volume weighted average reported trading price of the Corporation's share on the Toronto Stock Exchange for the five trading days immediately preceding the valuation date and provides the participants with the opportunity to earn a cash award. Each PSU granted vests at the end of a three-year performance period subject, namely, to the achievement of performance

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objectives of the Corporation, based on external and internal benchmarks. Each RSU granted vests at the end of a three-year restricted period. Share units are antidilutive since they are payable solely in cash.

The table below presents the status of the Corporation's share unit plan as at April 28, 2024, and April 30, 2023, and the changes therein during the years then ended in number of units:

	2024	2023
(in thousands of units)	**(52 weeks)**	(53 weeks)
Outstanding, beginning of year	**1,327.4**	1,452.2
Granted	**418.6**	434.1
Paid	**(471.4)**	(438.6)
Forfeited	**(62.5)**	(120.3)
Outstanding, end of year	**1,212.1**	1,327.4

As at April 28, 2024, an obligation related to this notional unit allocation plan of $22.8 was recorded in Accounts payable and accrued liabilities ($19.0 as at April 30, 2023) and $21.9 was recorded in Deferred credits and other liabilities ($20.7 as at April 30, 2023). The price risk of this obligation was also managed with the share units total return swaps starting April 20, 2023 and with the share units indexed deposits beforehand (Note 31). For 2024, the compensation cost amounted to $15.9 ($15.8 for 2023).

29. ACCUMULATED OTHER COMPREHENSIVE LOSS

	Attributable to shareholders of the Corporation					
	Cumulative translation adjustments[(a)]	**Net investment hedge[(a)]**	**Cash flow hedge[(a)(c)]**	**Cumulative net actuarial gain[(b)]**	**Investments in equity instruments measured at fair value through OCI[(b)]**	**Accumulated other comprehensive loss**
	$	**$**	**$**	**$**	**$**	**$**
2024 (52 weeks)						
Balance, beginning of year	**(764.4)**	**(341.6)**	**54.1**	**36.7**	**1.6**	**(1,013.6)**
Other comprehensive (loss) income	**(115.5)**	**0.8**	**(10.5)**	**18.9**	**8.2**	**(98.1)**
Other comprehensive loss attributable to non-controlling interests	**2.3**	**—**	**—**	**—**	**—**	**2.3**
Transfer of realized net gains on investments in equity instruments measured at fair value through OCI	**—**	**—**	**—**	**—**	**(9.8)**	**(9.8)**
Removal of accumulated losses on notional currency forwards (Note 4)	**—**	**—**	**23.6**	**—**	**—**	**23.6**
Balance, end of year	**(877.6)**	**(340.8)**	**67.2**	**55.6**	**—**	**(1,095.6)**
2023 (53 weeks)						
Balance, beginning of year	(522.5)	(292.4)	21.2	33.1	11.5	(749.1)
Other comprehensive (loss) income	(241.9)	(49.2)	32.9	3.6	(6.1)	(260.7)
Transfer of realized gains on investments in equity instruments measured at fair value through OCI	—	—	—	—	(3.8)	(3.8)
Balance, end of year	(764.4)	(341.6)	54.1	36.7	1.6	(1,013.6)

(a) May be reclassified subsequently to earnings.
(b) Will never be reclassified to earnings.
(c) For the fiscal year ended April 28, 2024, includes a reclassification adjustment of $28.5 (net of income taxes of $4.4) in relation with a forecasted transaction no longer expected to occur (Note 23).

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30. EMPLOYEE FUTURE BENEFITS

The Corporation has a number of funded and unfunded defined benefit and defined contribution plans that provide retirement benefits to certain employees.

Defined benefit plans

The Corporation measures its accrued defined benefit obligation and the fair value of plan assets for accounting purposes on the last Sunday of April of each year.

The Corporation has defined benefit plans in Canada, the United States, Norway, Sweden, Ireland, Hong Kong SAR, Switzerland and Belgium in particular. Those plans provide benefits based on average earnings at retirement, or based on the years with the highest salaries and the number of years of service. The Corporation performs required actuarial valuations of its pension plans for funding purposes every one to three years.

Some plans include benefit adjustments in line with the consumer price index, whereas most of them do not provide such adjustments. The majority of the benefit payments are from trustee-administered funds. However, there is also a number of unfunded plans where the Corporation meets the benefit payment obligation as it falls due. Plan assets held in trusts are governed by local regulations and practice in each country, as is the nature of the relationship between the Corporation and the trustees and their composition. Responsibility for governance of the plans, investment decisions and contribution schedules lies jointly with the plan committees and the Corporation.

Reconciliation of the funded status of the benefit plans to the amount recorded in the consolidated financial statements:

	2024	2023
	$	$
Present value of defined benefit obligation for funded pension plans	**(91.7)**	(96.1)
Fair value of plans' assets	**184.4**	170.7
Net funded status of funded plans – net surplus	**92.7**	74.6
Present value of defined benefit obligation for unfunded pension plans	**(85.5)**	(85.1)
Net accrued pension benefit liability	**7.2**	(10.5)

As at April 28, 2024, the pension benefit asset of $92.7 ($74.6 as at April 30, 2023) is included in Other assets and the Pension benefit liability of $85.5 ($85.1 as at April 30, 2023) is presented separately in the consolidated balance sheets.

The defined benefit obligation and plan assets are composed by country as follows:

	Canada	**Norway**	**Sweden**	**Others**	**Total**
2024	**$**	**$**	**$**	**$**	**$**
Present value of defined benefit obligation	**(43.7)**	**(27.2)**	**(73.2)**	**(33.1)**	**(177.2)**
Fair value of plans' assets	**15.6**	**1.4**	**164.6**	**2.8**	**184.4**
Net funded status of plans – (deficit) surplus	**(28.1)**	**(25.8)**	**91.4**	**(30.3)**	**7.2**
2023					
Present value of defined benefit obligation	(46.0)	(29.8)	(79.9)	(25.5)	(181.2)
Fair value of plans' assets	17.1	1.7	151.9	—	170.7
Net funded status of plans – (deficit) surplus	(28.9)	(28.1)	72.0	(25.5)	(10.5)

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As at the measurement date, the plans' assets consisted of:

	2024				2023			
	Quoted	**Unquoted**	**Total**	**Plans' assets allocation**	Quoted	Unquoted	Total	Plans' assets allocation
	$	**$**	**$**	**%**	$	$	$	%
Cash and cash equivalents	**0.2**	**0.1**	**0.3**	**0.2**	0.6	—	0.6	0.4
Equity securities	**116.3**	**—**	**116.3**	**63.1**	103.7	—	103.7	60.8
Debt instruments								
Government	**39.5**	**—**	**39.5**	**21.4**	46.5	—	46.5	27.2
Corporate	**26.5**	**0.2**	**26.7**	**14.5**	18.9	0.3	19.2	11.2
Real estate	**0.2**	**0.9**	**1.1**	**0.6**	0.2	0.2	0.4	0.2
Other assets	**0.2**	**0.3**	**0.5**	**0.2**	0.3	—	0.3	0.2
Total	**182.9**	**1.5**	**184.4**	**100.0**	170.2	0.5	170.7	100.0

The Corporation's service cost under its defined benefit plans, net of employee contributions and curtailment gains, for the fiscal year 2024 is $2.4 ($4.2 for 2023).

The amount recognized in OCI for the fiscal year is determined as follows:

	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Losses from changes in demographic assumptions	**0.8**	0.1
Gains from changes in financial assumptions	**(10.2)**	(20.6)
Losses from changes in experience adjustments assumptions	**1.7**	12.5
Return on assets (excluding interest income)	**(17.1)**	3.5
Changes in asset ceiling/onerous liability (excluding interest income)	**0.2**	—
Net gains recognized in OCI	**(24.6)**	(4.5)

The Corporation expects to make a contribution of $6.6 to the defined benefit plans during the next fiscal year.

The significant weighted average actuarial assumptions, which management considers the most likely to determine the accrued benefit obligations and the pension expense, are the following:

	2024				2023			
	Canada	**Norway**	**Sweden**	**Others**	Canada	Norway	Sweden	Others
	%	**%**	**%**	**%**	%	%	%	%
Discount rate	**5.2**	**3.8**	**3.8**	**3.8**	4.8	3.3	3.8	4.5
Rate of compensation increase	**3.8**	**3.5**	**2.8**	**2.7**	3.8	3.5	3.0	3.6
Rate of benefit increase	**2.1**	**2.6**	**1.8**	**1.6**	2.1	2.2	2.0	2.2
Rate of social security base amount increase (*G-amount*)	**—**	**3.5**	**2.8**	**—**	—	3.3	3.0	—

The Corporation uses mortality tables provided by regulatory authorities and actuarial associations in each country. The social security base amount (*G-amount*) is the expected increase of pensions paid from the state. In some European countries, the Corporation is responsible for the difference between what the pensioners receive from the state and the entitled pension based on their salary at the time of retirement. In determining the appropriate discount rate, the Corporation considers the interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating the terms of the related pension obligation.

The weighted average duration of the defined benefit obligation of the Corporation is 19 years.

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The sensitivity of the defined benefit obligation to changes in the weighted principal actuarial assumptions is as follows:

	Change in assumption	Impact on obligation from an increase in the assumption	Impact on obligation from a decrease in the assumption
Discount rate	0.5 %	Decrease by 8.2%	Increase by 9.5%
Rate of compensation increase	0.5 %	Increase by 1.8%	Decrease by 1.7%
Rate of benefit increase	0.5 %	Increase by 6.5%	Decrease by 6.9%
Increase of life expectancy	1 year	Increase by 3.8%	-

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, because changes in some of the assumptions may be correlated. When calculating the above sensitivity analysis, the same method has been applied as when calculating the pension liability recognized in the consolidated balance sheets.

In Europe, it is the Corporation's responsibility to make contributions, where required, to the defined benefit plans. The Corporation contributes to these plans except when they are overcapitalized. For funded plans that are running a deficit, the Corporation makes payments based on the actuaries' recommendations and existing regulations. The Corporation is committed to making special payments in the coming years to eliminate the deficit. These contributions have limited impact on the Corporation's cash flows. The Corporation does not have a funded plan in the United States.

Defined contribution plans

The Corporation's total pension expense under its defined contribution plans and mandatory governmental plans for the fiscal year 2024 is $174.2 ($166.0 for 2023).

Deferred compensation plan – United States operations

The Corporation sponsors a deferred compensation plan that allows certain employees in its United States operations to defer up to 25.0% of their base salary and 100.0% of their cash bonuses for any given year. Interest accrued on the deferral and amounts due to the participants are generally payable on retirement, except in certain limited circumstances. Obligations under this plan amount to $90.6 as at April 28, 2024 ($71.6 as at April 30, 2023) and are included in Deferred credits and other liabilities. The assets of the plan are held in a trust and are subject to the claims of the Corporation's general creditors under federal and state laws in the event of insolvency, therefore, the trust qualifies as a Rabbi trust for income tax purposes. The plan's assets mainly consist of mutual funds and are classified as investments measured at fair value through earnings or loss. Assets under this plan amount to $89.8 as at April 28, 2024 ($70.8 as at April 30, 2023) and are included in Other assets (Note 19).

31. FINANCIAL INSTRUMENTS AND CAPITAL MANAGEMENT

Financial risk management objectives and policies

The Corporation's activities expose it to a variety of financial risks: foreign currency risk, interest rate risk, credit risk, liquidity risk and price risk. The Corporation uses cross-currency interest rate swaps and used Canadian dollar / US dollar notional currency forwards to hedge its foreign currency risk related to its net investments in some of its foreign operations. The Corporation also uses from time to time interest rate locks and/or forward starting interest rate swaps to hedge the interest rates on forecasted debt issuance, and fixed-to-floating interest rate swaps to hedge the interest rates associated with fixed interest rate debt.

The Corporation's risk management is predominantly controlled by its treasury department and its road transportation fuel and other fossil fuel supply group under policies approved by the Board of Directors. The groups that manage these risks identify, evaluate and hedge financial risks in close co-operation with the Corporation's operating units. The Board of Directors provides written principles for overall risk management, as well as policies covering specific areas, such as foreign currency risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, investment of excess liquidity and capital risk management.

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Foreign currency risk

A large portion of the Corporation's consolidated revenues and expenses are received or denominated in the functional currency of the business units operating in the markets in which it does business. Accordingly, the Corporation's sensitivity to variations in foreign exchange rates is economically limited.

The Corporation is exposed to foreign currency risk with respect to its cash and cash equivalents denominated in currencies other than the respective functional currencies, debt denominated in US dollars, its Norwegian-krone and Euro-denominated senior unsecured notes, the cross-currency interest rate swaps and the currency forwards, a portion of which are designated as net investment hedges of its operations in the United States, Norway, Denmark and in the Eurozone. As the Corporation uses the US dollar as its reporting currency, part of these impacts is compensated by the translation of the Canadian-dollar consolidated financial statements into US dollars. For debts denominated in US dollars, Norwegian-krone and Euro and the cross-currency interest rate swaps which are designated as net investment hedges of foreign operations, as at April 28, 2024, a variation in those currencies would be offset by equivalent amounts from the hedged net investments in OCI. For the cash and cash equivalent denominated in currencies other than the respective functional currencies and the US dollar / Canadian dollar currency forwards, as at April 28, 2024, and with all other variables held constant, a hypothetical variation of 5.0% of the various currencies other than the respective functional currencies would have had a net impact of $30.1 on Net earnings, which would be partially offset by a net impact of $15.5 from the portion of its long-term debt denominated in US dollars not designated as net investment hedges of foreign operations.

Interest rate risk

The Corporation's fixed rate long-term debt is exposed to a risk of change in fair value due to changes in interest rates. As at April 28, 2024, the Corporation did not hold any derivative instruments to mitigate this risk but it enters from time to time into fixed-to-floating interest rate swaps in order to hedge a portion of the interest rate fair value risk associated with fixed interest rate debt.

The Corporation is exposed to a risk of change in cash flows due to changes in interest rates when its long-term debt includes variable rate balances or when there is a need to refinance commercial paper notes with the term revolving unsecured operating credit facility which serves as a liquidity backstop for their repayment. As at April 28, 2024, the Corporation did not hold any derivative instruments to mitigate this risk. The Corporation analyzes its cash flow exposure on an ongoing basis. Various scenarios are simulated taking into consideration refinancing, renewal of existing positions, alternative financing and hedging. Based on these scenarios, the Corporation calculates the impact on net financial expenses of a defined interest rate shift. Based on variable rate long-term debt balances as at April 28, 2024 and April 30, 2023, the annual impact on net financial expenses of a 1.0% parallel shift in the interest rate curve would not have been significant.

The Corporation is exposed to a risk of change in cash flows due to changes in interest rates on future debt issuance. To mitigate this risk, the Corporation enters from time to time into interest rate locks and/or forward starting interest rate swaps in order to hedge the interest rates on forecasted debt issuance (Note 23). As at April 28, 2024, a 1.0% increase in the interest rate curve would have favorably impacted the fair value of the forward starting interest rate swaps by $17.2, while a 1.0% decrease in the interest rate curve would have unfavorably impacted the fair value of the forward starting interest rate swaps by $19.5.

Credit risk

The Corporation is exposed to credit risk with respect to cash and cash equivalents, trade accounts receivable, proprietary cards receivable and vendor rebates receivable, credit and debit cards receivable from payment-processing providers, term deposits, net investment in subleases, notes receivable, deposits, indexed deposits and derivative financial instruments when their fair value is favorable to the Corporation.

Key elements of the Corporation's credit risk management approach include credit risk policies, credit mandates, an internal credit assessment process, credit risk mitigation tools and continuous monitoring and management of credit exposures. Prior to entering into transactions with new counterparties, the Corporation's credit policy requires counterparties to be formally approved and assigned internal credit ratings as well as exposure limits. Once established, counterparties are reassessed according to policy and monitored on a regular basis. Counterparty risk assessments are based on a quantitative and qualitative analysis of recent financial statements, when available, and other relevant business information. In addition, the

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Corporation evaluates any past payment performance, the counterparties' size and business diversification, and the inherent industry risk. The Corporation monitors outstanding balances and individual exposures against limits on a regular basis.

Credit risk related to trade accounts receivable, proprietary cards receivable and vendor rebates receivable and commodity indexed deposits is limited considering the nature of the Corporation's activities and measures taken to manage the credit risk of its counterparties. As at April 28, 2024, no single creditor accounted for over 10.0% of total Trade accounts receivable, proprietary cards receivable and vendor rebates receivable and the related amounts at risk corresponds to their carrying amount.

The Corporation mitigates the credit risk related to cash, cash equivalents, credit and debit cards receivable from payment-processing providers and term deposits by transacting solely with major financial institutions and payment-processing providers which meet the Corporation's minimum credit ratings requirements. As at April 28, 2024, the amounts at risk related to Cash and cash equivalents, Credit and debit cards receivable from payment-processing providers and term deposits corresponds to their carrying amount in addition to the credit risk exposure related to the Circle K / MasterCard credit cards as described below.

In some European markets, customers can settle their purchases at the Corporation's multiple points of sale or at any other merchants with a Circle K / MasterCard credit card. The Corporation has entered into agreements whereby the risks and rewards related to the credit cards, such as fee income, administration expenses and credit losses, are shared between the Corporation and the issuing banks. Outstanding balances are charged to the customer monthly. The Corporation's exposure as at April 28, 2024, relates to receivables of $93.0, of which $38.0 was interest-bearing. These receivables from cardholders are not recognized in the Corporation's consolidated balance sheet. For fiscal year 2024, the losses recognized were not significant. In light of accurate credit assessments and continuous monitoring of outstanding balances, the Corporation believes that the receivables do not represent any significant risk. The income and risks related to these arrangements with the banks are reported and accounted for on a monthly basis and settlements occur every four months.

The Corporation is exposed to credit risk arising from derivative financial instruments when their unsettled fair value is favorable to the Corporation. In accordance with its risk management policy, to reduce this risk, the Corporation has entered into these instruments with major financial institutions which meet the Corporation's minimum credit ratings requirements.

Liquidity risk

Liquidity risk is the risk that the Corporation would encounter difficulties in meeting its obligations associated with financial liabilities and lease liabilities. The Corporation is exposed to this risk mainly through its Long-term debt, United States commercial paper program, Accounts payable and accrued liabilities, lease liabilities and outflows associated with derivative financial instruments. The Corporation's liquidity is provided mainly by cash flows from operating activities and borrowings available under its credit facilities and United States commercial paper program.

On an ongoing basis, the Corporation monitors rolling forecasts of its liquidity reserve on the basis of expected cash flows taking into account operating needs, the tax situation and capital requirements and ensures that it has sufficient flexibility under its available liquidity resources to meet its obligations.

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The contractual maturities of financial liabilities and their related interest as at April 28, 2024, are as follows:

	Carrying amount	Contractual cash flows	Less than one year	Between one and two years	Between two and five years	More than five years
	$	$	$	$	$	$
Non-derivative financial liabilities(1)						
Accounts payable and accrued liabilities(2)	**5,123.3**	**5,123.3**	**5,123.3**	**—**	**—**	**—**
US-dollar-denominated senior unsecured notes	5,459.5	9,252.0	224.8	224.8	1,621.1	7,181.3
Canadian-dollar-denominated senior unsecured notes	1,971.4	2,309.6	588.4	571.4	514.9	634.9
Euro-denominated senior unsecured notes	2,240.2	2,828.5	43.0	90.7	984.5	1,710.3
NOK-denominated senior unsecured notes	61.2	66.0	2.4	63.6	—	—
Unsecured commercial paper notes	551.3	552.6	552.6	—	—	—
Other debts	9.7	11.2	0.9	0.8	2.6	6.9
Long-term debt	**10,293.3**	**15,019.9**	**1,412.1**	**951.3**	**3,123.1**	**9,533.4**
Lease liabilities - Current contractual maturities		3,341.1	635.7	529.9	1,010.7	1,164.8
Lease liabilities - Future renewal options		1,845.6	7.8	56.2	412.5	1,369.1
Lease liabilities	**4,178.4**	**5,186.7**	**643.5**	**586.1**	**1,423.2**	**2,533.9**
Redemption liability	**247.2**	**288.3**	**—**	**288.3**	**—**	**—**
Cross-currency interest rate swaps payable(1)	**101.1**	**1,600.5**	**601.5**	**593.9**	**405.1**	**—**
Cross-currency interest rate swaps receivable(1)		**(1,511.1)**	**(555.7)**	**(538.6)**	**(416.8)**	**—**
	19,943.3	**25,707.6**	**7,224.7**	**1,881.0**	**4,534.6**	**12,067.3**

(1) Based on spot rates, as at April 28, 2024, for balances for which the underlying currency differs from the Corporation's reporting currency and for balances bearing interest at variable rates.
(2) Excludes deferred credits as well as statutory accounts payable and accrued liabilities such as sales taxes, excise taxes and property taxes.

Price risk

The Corporation's sales of refined oil products, which include road transportation fuel and energy for stationary engines, constitute a material share of its operating income. As a result, its business, financial position, results of operation and cash flows are affected by changes in the commodity prices of such products. The Corporation seeks to pass on any changes in purchase prices to its customers by adjusting sale prices to reflect changes in refined oil product prices. The time lag between a change in refined oil product prices and a change of prices of fuel sold by the Corporation can impact the operating income on sales of these products. From time to time, based on purchases timing and price risk assessments, the Corporation enters into commodity derivatives to reduce a portion of this risk for its sales and purchases of road transportation fuel, other fossil fuels and commodity indexed deposits. Hedge accounting was not applied for any of these derivatives.

The Corporation's obligations related to its share units plan and DSU plan create a price risk as the recorded amounts of the related liabilities fluctuate in part with the fair value of the Corporation's shares. To reduce this risk, the Corporation has entered into share units total return swaps with an investment grade financial institution with an underlying index representing the Corporation's shares. The share units total return swaps are recorded at fair market value on the consolidated balance sheet under Other short-term financial assets and Other long-term financial assets. As at April 28, 2024, the nominal of the share units total return swaps was 1,925,816 shares. The share units total return swaps are adjusted as needed to reflect new awards, adjustments, expected performance conditions and/or settlements of share units and DSUs. As at April 28, 2024, the impact to net earnings or Equity attributable to shareholders of the Corporation of a 5.0% shift in the value of the Corporation's share price would not have been significant.

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(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

Maturities of derivative financial instruments

The table below presents the maturities of the notional principal or net quantity outstanding related to the Corporation's derivative financial instruments recognized on the consolidated balance sheets as at April 28, 2024:

	Less than one year	Between one and two years	Between two and five years
Cross-currency interest rate swaps (in millions of US dollars)	557.4	569.8	—
Cross-currency interest rate swaps (in millions of Euro)	—	—	341.4
Forward starting interest rate swaps (in millions of US dollars)	—	275.0	—
Currency forwards (in millions of Canadian dollars)	350.0	—	—
Fuel swaps - gasoline (in metric tons)(1)	26,300	—	—
Fuel futures - diesel (in metric tons)(1)	60,500	—	—
Fuel futures - gasoline (in millions of gallons)(1)	8.6	—	—

(1) As at April 28, 2024, the Corporation had a net short position in order to mitigate exposure to fuel prices.

Offsetting of derivative financial instruments

The following table presents information about derivative financial instruments that are set off and not set off on the consolidated balance sheets as at April 28, 2024 and April 30, 2023, and which are subject to a master netting agreement or a similar agreement:

	Gross amounts	Set off amounts	Net amounts presented on the consolidated balance sheets	Associated amounts not set off on the consolidated balance sheets(1)	Residual amounts not set off
	$	$	$	$	$
2024					
Assets					
Derivative financial instruments	**90.3**	—	**90.3**	**(17.0)**	**73.3**
Liabilities					
Derivative financial instruments	**(110.3)**	—	**(110.3)**	**17.0**	**(93.3)**
2023					
Assets					
Derivative financial instruments	145.7	(19.5)	126.2	(19.7)	106.5
Liabilities					
Derivative financial instruments	(114.1)	19.5	(94.6)	19.7	(74.9)

(1) Relate to derivative financial instruments subject to International Swaps and Derivatives Association's master netting agreements that do not meet the criteria for offsetting as they give a right to set off that is enforceable only in the event of default, insolvency or bankruptcy.

Fair value

The fair value of trade accounts receivable, proprietary cards receivable and vendor rebates receivable, credit and debit cards receivable from payment-processing providers, term deposits, secured loan granted to Fire & Flower (as at April 30, 2023, Note 6), accounts payable and accrued liabilities and outstanding unsecured commercial paper notes is comparable to their carrying amounts given their short maturity.

Fair value hierarchy

Fair value measurements are categorized in accordance with the following levels:

Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2: Inputs other than quoted prices included in Level 1 but which are observable for the asset or liability, either directly or indirectly; and

Level 3: Inputs for the asset or liability which are not based on observable market data.

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

The estimated fair value of each class of financial instruments, the methods and assumptions that were used to determine them and their fair value hierarchy are as follows:

Financial instruments at fair value on the consolidated balance sheets:

	Estimated fair value as at		Consolidated balance sheets classification	Methods and assumptions used	Fair value hierarchy
	April 28, 2024	April 30, 2023			
	$	$			
Share units total return swaps - Current	**18.5**	10.8	Other short-term financial assets	Fair market value of the Corporation's shares	Level 2
Share units total return swaps - Non-current	**22.9**	15.8	Other long-term financial assets	Fair market value of the Corporation's shares	Level 2
Commodity indexed deposits	**22.0**	20.1	Other short-term financial assets	Market rates	Level 2
Currency forwards	**4.0**	41.9	Other short-term financial assets	Market rates	Level 2
Forward starting interest rate swaps	**42.7**	37.5	Other long-term financial assets	Market rates	Level 2
Forward starting interest rate swaps	**—**	(3.1)	Other long-term financial liabilities	Market rates	Level 2
Fuel swaps	**1.8**	19.7	Other short-term financial assets	Market rates	Level 2
Fuel swaps	**(9.0)**	—	Other short-term financial liabilities	Market rates	Level 2
Investments in equity instruments	**—**	30.0	Other long-term financial assets	Unadjusted quoted prices	Level 1
Investments in equity instruments	**70.9**	79.5	Other long-term financial assets	Latest transactions / Cessation of operations	Level 3
Investments in other financial assets	**10.1**	10.1	Other long-term financial assets	Latest transactions / Cessation of operations	Level 3
Cross-currency interest rate swaps	**(45.0)**	—	Other short-term financial liabilities	Market rates	Level 2
Cross-currency interest rate swaps	**(56.1)**	(90.7)	Other long-term financial liabilities	Market rates	Level 2
Other currency derivatives	**0.4**	0.5	Other short-term financial assets	Market rates	Level 2
Other currency derivatives	**(0.2)**	(0.8)	Other short-term financial liabilities	Market rates	Level 2
Unsecured convertible debentures and common share warrants	**—**	2.0	Other short-term financial assets	Longstaff-Schwartz / Monte Carlo / Black-Scholes	Level 3

The table below shows the amounts related to the investments in equity instruments (Level 3) and investments in other financial assets (Level 3) presented on the consolidated balance sheets:

	Estimated fair value	
	2024	2023
	(52 weeks)	(53 weeks)
	$	$
Balance, beginning of year	**89.6**	81.3
Purchases	**0.1**	34.1
Net loss recognized in Other financial items(1)	**(8.7)**	(25.8)
Balance, end of year	**81.0**	89.6

(1) For 2024, related to financial instruments still held by the Corporation as at April 28, 2024. For 2023, includes a loss of $4.1 related to financial instruments no longer held by the Corporation.

The valuations of these financial instruments were mainly based on prices for similar instruments stemming from larger private investments. Subsequently, in order to determine if any adjustments to their fair value is required, the Corporation performs an ongoing review of its investments. A number of factors are reviewed and monitored including, but not limited to, current operating performance of investees as well as changes in their respective market, economic and financing environment over time. As at April 28, 2024, following its review, the Corporation determined that sensitivity to unobservable inputs is not deemed to have a significant impact on the estimated fair value of those financial instruments given the limited impact of the few underlying assumptions used in their valuation.

During the fiscal year ended April 30, 2023, as a result of the cessation of operations of an investee in which the Corporation held convertible promissory notes, a pre-tax loss of $26.4 was recorded in Other financial items to bring the investment in other financial assets to its fair value.

The Corporation performs the valuation of its financial instruments required for financial reporting purposes, including Level 2 and Level 3 fair values. Changes in Level 2 and Level 3 fair values are analyzed at the end of each reporting period by the Corporation and reports explaining the reasons for the fair value movements are presented to the Corporation's management.

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

Financial instruments not at fair value on the consolidated balance sheets:

The table below presents the fair value, which is based on unadjusted quoted prices (Level 1) or on observable market data (Level 2), and the carrying value of the Corporation's senior unsecured notes which are not measured at fair value on the consolidated balance sheets:

	2024		2023	
	Carrying value	**Fair value**	Carrying value	Fair value
	$	**$**	$	$
US-dollar-denominated senior unsecured notes (Level 2)	**5,459.5**	**4,717.4**	3,969.5	3,309.2
Euro-denominated senior unsecured notes (Level 2)	**2,240.2**	**2,201.0**	821.9	777.4
Canadian-dollar-denominated senior unsecured notes (Level 1)	**1,971.4**	**1,980.3**	1,025.2	1,004.3
NOK-denominated senior unsecured notes (Level 2)	**61.2**	**59.4**	62.7	61.5

Capital management

The Corporation's objective when managing capital is to safeguard its ability to continue as a going concern in order to provide returns for shareholders and to maintain an optimal capital structure to reduce its cost of capital. The Corporation's capital comprises Equity attributable to shareholders of the Corporation and the net interest-bearing debt which refers to Long-term debt, Short-term debt and current portion of long-term, as well as lease liabilities, net of Cash and cash equivalents.

In order to maintain or adjust its capital structure, the Corporation may issue new shares, repurchase its shares, dispose of assets to reduce debt or adjust the amount of dividends paid to shareholders (Notes 22 and 27).

As part of the management of its capital structure, the Corporation factors in the economic value of its stock option, share units and DSU plans (Note 28).

The Corporation monitors capital on the basis of the net interest-bearing debt to total capitalization ratio and also monitors its credit ratings as determined by third parties.

As at the consolidated balance sheets dates, the net interest-bearing debt to total capitalization ratio was as follows:

	2024	2023 (adjusted, Note 2)
	$	$
Short-term debt and current portion of long-term debt	**1,066.8**	0.7
Current portion of lease liabilities	**503.6**	438.1
Long-term debt	**9,226.5**	5,888.3
Leases liabilities	**3,674.8**	3,146.5
Interest-bearing debt	**14,471.7**	9,473.6
Less: Cash and cash equivalents	**(1,309.0)**	(834.2)
Net interest-bearing debt	**13,162.7**	8,639.4
Equity attributable to shareholders of the Corporation	**13,189.2**	12,564.5
Net interest-bearing debt	**13,162.7**	8,639.4
Total capitalization	**26,351.9**	21,203.9
Net interest-bearing debt to total capitalization ratio	**49.9%**	40.7%

Under its term revolving unsecured operating credit facility, the Corporation must meet the following ratios on a consolidated basis, adjusted for pro forma results related to the acquisition of certain European retail assets from TotalEnergies SE (Note 4):

- A leverage ratio, which is the ratio of Total debt less Cash and cash equivalents to EBITDA for the four most recent quarters; and
- An interest coverage ratio, which is the ratio of EBITDA for the four most recent quarters to the total interest paid in the same periods.

The Corporation monitors these ratios regularly and was in compliance with these covenants as at April 28, 2024, and April 30, 2023. The Corporation is not subject to any significant externally imposed capital requirements.

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

32. CONTRACTUAL OBLIGATIONS

Purchase commitments

The Corporation has entered into various property purchase agreements, as well as product purchase agreements, which require the Corporation to purchase minimum amounts or quantities of merchandise and road transportation fuel annually. Failure to satisfy the minimum purchase requirements could result in termination of the contracts, penalties for shortfall volumes, change in the pricing of the products, payments to the applicable providers of a predetermined percentage of the commitments and repayments of a portion of rebates received. Historically, the Corporation has generally exceeded such minimum requirements and does not expect that any potential failure to meet those in the foreseeable future could lead to the materialization of any of the outcomes described above.

33. CONTINGENCIES AND GUARANTEES

Contingencies

Various claims and legal proceedings have been initiated against the Corporation in the normal course of its operations. The Corporation has no reason to believe that the outcome of these matters could reasonably be expected to have a materially adverse impact on the Corporation's financial position, results of operations or its ability to carry on any of its business activities.

Guarantees

The Corporation assigned a number of lease agreements for premises to third parties. Under some of these agreements, the Corporation retains a secondary responsibility to the landlord for payment of amounts under the lease agreements should the sub lessees, which assume primary responsibility, fail to pay. As at April 28, 2024, the total future lease payments under such agreements are approximately $19.8 and the fair value of the guarantee is not significant. Historically, the Corporation has not made any significant payments in connection with these contracts and do not expect to make any in the foreseeable future.

The Corporation also issues different forms of guarantees, including financial guarantee commitments under car rental agreements and on behalf of retailers in Sweden and Ireland. The maximum undiscounted future payments related to those guarantees total $16.4 and the carrying amount and fair value of the guarantee commitments recognized in the consolidated balance sheet as at April 28, 2024, were not significant.

Notes to the Consolidated Financial Statements

For the fiscal years ended April 28, 2024 and April 30, 2023
(in millions of US dollars (Note 2), except share and stock option data, or unless otherwise noted)

34. SEGMENTED INFORMATION

The Corporation operates convenience stores in the United States, in Europe and Asia, which are presented together as Europe and other regions, and in Canada. It operates in one reportable segment, the sale of goods for immediate consumption, road transportation fuel and other products mainly through company-operated and franchised stores. The Corporation operates its convenience store chain under various banners, including Circle K, Couche-Tard, Holiday, and Ingo. Revenues from external customers mainly fall into three categories: merchandise and service, road transportation fuel and other.

Information on the principal revenue categories as well as geographic information is as follows:

				2024				2023 (adjusted, Note 2)
				(52 weeks)				(53 weeks)
	United States	**Europe and other regions**	**Canada**	**Total**	United States	Europe and other regions	Canada	Total
	$	**$**	**$**	**$**	$	$	$	$
External customer revenues[a]								
Merchandise and service	**12,334.5**	**2,750.3**	**2,451.1**	**17,535.9**	12,356.0	2,386.7	2,540.7	17,283.4
Road transportation fuel	**31,531.1**	**13,581.1**	**5,911.0**	**51,023.2**	35,232.1	11,837.7	6,342.6	53,412.4
Other	**45.6**	**622.9**	**35.9**	**704.4**	43.8	1,067.7	49.4	1,160.9
	43,911.2	**16,954.3**	**8,398.0**	**69,263.5**	47,631.9	15,292.1	8,932.7	71,856.7
External customer revenues less Cost of sales, excluding depreciation, amortization and impairment								
Merchandise and service	**4,192.6**	**1,079.3**	**833.5**	**6,105.4**	4,172.4	925.2	841.8	5,939.4
Road transportation fuel	**4,152.5**	**1,103.7**	**560.7**	**5,816.9**	4,375.6	1,034.4	546.6	5,956.6
Other	**39.0**	**106.5**	**30.1**	**175.6**	43.8	82.9	29.4	156.1
	8,384.1	**2,289.5**	**1,424.3**	**12,097.9**	8,591.8	2,042.5	1,417.8	12,052.1
Total long-term assets[a][b][c]	**16,939.7**	**9,000.6**	**2,911.1**	**28,851.4**	15,804.0	4,111.4	2,926.9	22,842.3

(a) Geographic areas are determined according to where the Corporation generates operating income (where the sale takes place) and according to the location of the long-term assets.

(b) Excluding financial instruments, deferred tax assets and post-employment benefit assets.

(c) Comparative figures as at April 30, 2023 were adjusted from $15,794.8 to $15,804.0 for the United States to reflect the finalization of the estimates of the fair value of assets acquired and liabilities assumed for the acquisition of True Blue Car Wash LLC.

35. DIVIDENDS

During its June 25, 2024 meeting, the Board of Directors declared a quarterly dividend of CA 17.5¢ per share for the fourth quarter of fiscal 2024 to shareholders on record as at July 5, 2024, and approved its payment effective July 19, 2024. This is an eligible dividend within the meaning of the *Income Tax Act* (Canada).

Corporate Governance & Executive Leadership Team

Board of Directors

Alain Bouchard
Founder and Executive Chairman of the Board

Jean Bernier [1]

Karinne Bouchard

Eric Boyko [2]
Chair of the Audit Committee

Marie-Eve D'Amours

Janice L. Fields [1]

Éric Fortin

Richard Fortin
Co-founder

Brian Hannasch
President and Chief Executive Officer

Rt. Hon. Stephen J. Harper

Mélanie Kau [1]
Chair of the Human Resources and Corporate Governance Committee

Marie-Josée Lamothe [2]

Monique F. Leroux [2]

Réal Plourde
Co-founder

Louis Têtu [1]

Louis Vachon
Lead Director

(1) Member of the Human Resources and Corporate Governance Committee
(2) Member of the Audit Committee

Executive Leadership Team

Brian Hannasch
President and Chief Executive Officer

Filipe Da Silva
Executive Vice President, Chief Financial Officer

Ed Dzadovsky
Executive Vice President, Chief Technology Officer

Hans-Olav Høidahl
Executive Vice President, Operations, Europe

Alex Miller
Executive Vice President, Chief Operating Officer

Ina Strand
Executive Vice President, Chief People Officer

Niall Anderton
Senior Vice President, Strategy and Transformation

Brian Bednarz
Senior Vice President, Operations

Mathieu Bolté
Senior Vice President, Finance

Aaron Brooks
Senior Vice President, Real Estate

Mélanie Charbonneau
Chief of Legal Affairs and Corporate Secretary

Kathleen K. Cunnington
Senior Vice President, Global Capabilities Network

Jørn Madsen
Senior Vice President, Operations

Trey Powell
Senior Vice President, Global Merchandising

Stéphane Trudel
Senior Vice President, Operations

Mette Uglebjerg
Interim Senior Vice President, Operations

Louise Warner
Senior Vice President, Global Fuels

General Information

Head Office
4204, Industriel Boulevard
Laval, Québec, H7L 0E3 Canada

Stock Exchange
Toronto Stock Exchange
Symbol: ATD
Constituent of the TSX 60 index.

Transfer Agent
TSX Trust Company
1 Toronto Street, Suite 1200
Toronto, Ontario, M5C 2V6 Canada

Auditors
PricewaterhouseCoopers LLP
1250, René-Lévesque Boulevard West, Suite 2500
Montréal, Québec, H3B 4Y1 Canada

Investor Relations
Mathieu Brunet, Vice President, Investor Relations and Treasury
investor.relations@couche-tard.com | 1-450-662-6632, ext. 4619

Corporate Secretary
Mélanie Charbonneau, Chief of Legal Affairs and Corporate Secretary
melanie.charbonneau@couche-tard.com | 1-450-662-6632, ext. 4549

Media Relations
Lisa Koenig, Head of Global Communications
communication@couche-tard.com | 1-450-662-6632, ext. 6611

Annual Shareholders Meeting
September 5, 2024

Additional information on Alimentation Couche-Tard Inc. and press releases are available on the company's website at:
www.corpo.couche-tard.com


CIRCLE K
ingo
10 for the Win

Skatteetaten

Vår dato	Din/Deres dato	Saksbehandler
12.09.2019	11.09.2019	Torstein Kinden Helleland
800 80 000 Skatteetaten.no	Din/Deres referanse	Telefon 22078139
Org.nr 974761076	Vår referanse 2019/6419651	Postadresse Postboks 9200 Grønland 0134 OSLO

CIRCLE K AS
Postboks 1176 Sentrum
0107 OSLO

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk og fritak for konsernregnskapsplikt

Vi viser til deres brev av 7. mars og 11. september 2019 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk og om fritak for konsernregnskapsplikt. Vi beklager den lange saksbehandlingstiden. Søknaden gjelder for følgende selskaper;

CIRCLE K TERMINAL GROUP AS ORG.NR. 921 154 747
CIRCLE K TERMINAL NORWAY AS ORG.NR. 921 154 720

Søknad om tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk
Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering de overnevnte selskaper dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen gjelder så lenge opplysningene som vedtaket baserer seg på ikke endres vesentlig.

Kopi av dette brevet må sendes Regnskapsregisteret i Brønnøysund sammen med årsregnskapet.
Det påligger den regnskapspliktige å dokumentere ved dette brev at tillatelsen er gitt.

Bakgrunn
Circle K Terminal Norway AS er eid av Circle K Group AS som igjen er eid av Circle K AS. Circle K AS er eid av Alimentation Couche Tard Inc. Virksomheten til morselskapet er også etablert i flere forskjellige land med store språkforskjeller. Således er engelsk språk et naturlig valg for å sikre at regnskapsinformasjon når frem til alle sentrale regnskapsbrukere. På denne bakgrunn tilsier hensynet til selskapets sentrale regnskapsbrukere at engelsk bør benyttes som språk i årsregnskap og årsberetning. Utarbeidelse av årsregnskapet og årsberetning på norsk for Circle K Terminal Group AS og Circle K Terminal Norway AS blir kun gjort for å oppfylle kravet i regnskapsloven og innebærer ingen merverdi. Øvrige konsernselskap har tidligere fått dispensasjon.

Skattedirektoratets vurdering
Etter regnskapsloven § 3-4 tredje ledd skal" årsregnskapet *og årsberetningen ... være på norsk. Departementet kan ved ... enkeltvedtak bestemme at årsregnskapet og/eller årsberetningen kan være på et annet språk."*

I Ot. prp. nr. 42 (1997-1998) Om lov om årsregnskap m.v., er det uttalt følgende om regnskapslovens formål, jf. pkt. 1.1:

"Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising av finansielle objekter. Riktig prisdannelse på aksjer er en forutsetning for at ressursbruken i samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon."

Det fremgår således at et av hovedformålene med regnskapsloven er å bidra til "informative regnskaper for ulike grupper av regnskapsbrukere". Regnskapsbrukere vil omfatte, jf. uttalelsen i proposisjonen, blant andre investorer, kreditorer, ansatte og lokalsamfunnet.

Det er etter Skattedirektoratets vurdering derfor avgjørende ved vurdering av om dispensasjon fra kravet til å utarbeide årsregnskap og/eller årsberetning på norsk kan gis, at det ikke foreligger mulige brukere av regnskapsinformasjon som blir vesentlig berørt negativt ved en eventuell dispensasjon.

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt vekt på at selskapene inngår i et utenlandsk konsern. Eierkretsen er begrenset. Arbeidsspråket er engelsk. Øvrige konsernselskap har tidligere fått dispensasjon.

Søknad om fritak for konsernregnskapsplikt
Overordnet morselskap i Canada, Alimentation Couche-Tard Inc., utarbeider konsernregnskap som omfatter det norske underkonsernet etter IFRS.

Skattedirektoratet finner med hjemmel i regnskapsloven av 17. juni 1998 nr. 56 § 3-7 fjerde ledd å kunne gi tillatelse til at det gjøres unntak for konsernregnskapsplikten for det norske underkonsernet. Det forutsettes at Alimentation Couche-Tard Inc. utarbeider konsernregnskap som omfatter den regnskapspliktige og dennes datterselskaper. Det legges til grunn at dette konsernregnskapet er utarbeidet i samsvar med IFRS og at kravene i regnskapsloven § 3-7 med forskrifter for øvrig følges. Bestemmelsene i regnskapsloven kapittel 8 gjelder tilsvarende for dette konsernregnskapet.

Når det gjelder hvilket språk morselskapet skal utarbeide konsernregnskapet på, vises det til forskrift av 7. september 2006 nr. 1062 til utfylling og gjennomføring mv. av regnskapsloven. Det følger av § 3-7-1 at konsernregnskapet foruten på norsk, kan være på svensk, dansk eller engelsk.

Kopi av dette brev må sendes Regnskapsregisteret i Brønnøysund sammen med årsregnskapet mv. Det påligger den regnskapspliktige å dokumentere ved dette brev at tillatelsen er gitt.

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Inger Helene Iversen
seniorrådgiver
Juridisk avdeling
Skattedirektoratet

Torstein Kinden Helleland

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.

Side 3 / 3

To the General Meeting of Circle K Terminal Group AS

Independent Auditor's Report

Opinion

We have audited the financial statements of Circle K Terminal Group AS (the Company), which comprise the balance sheet as at 30 April 2024, the income statement and statement of cash flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion

- the financial statements comply with applicable statutory requirements, and
- the financial statements give a true and fair view of the financial position of the Company as at 30 April 2024, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company as required by relevant laws and regulations in Norway and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), 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.

Other Information

The Board of Directors and the Managing Director (management) are responsible for the information in the Board of Directors' report. The other information comprises information in the annual report, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the information in the Board of Directors' report.

In connection with our audit of the financial statements, our responsibility is to read the Board of Directors' report. The purpose is to consider if there is material inconsistency between the Board of Directors' report and the financial statements or our knowledge obtained in the audit, or whether the Board of Directors' report otherwise appears to be materially misstated. We are required to report if there is a material misstatement in the Board of Directors' report. We have nothing to report in this regard.

Based on our knowledge obtained in the audit, it is our opinion that the Board of Directors' report

- is consistent with the financial statements and
- contains the information required by applicable statutory requirements.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, 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.

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T: 02316, org. no.: 987 009 713 MVA, www.pwc.no
Statsautoriserte revisorer, medlemmer av Den norske Revisorforening og autorisert regnskapsførerselskap

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern. The financial statements use the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations.

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 ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to: https://revisorforeningen.no/revisjonsberetninger

Oslo , 30 October 2024
PricewaterhouseCoopers AS

Anne Kristin Huuse
State Authorised Public Accountant
(This document is signed electronically)

Securely signed with Brevio

Revisjonsberetning - CK Terminal Group AS

Signers:

Name	***Method***	***Date***
Huuse, Anne Kristin	BANKID	2024-10-30 19:45