Unaudited Condensed Consolidated Interim Financial Statements
(Expressed in Canadian dollars)

HARDWOODS DISTRIBUTION INC.

Three and nine month periods ended September 30, 2017 and 2016

HARDWOODS DISTRIBUTION INC.

Unaudited Condensed Consolidated Interim Statements of Financial Position
(Expressed in thousands of Canadian dollars)

	Note	September 30, 2017	December 31, 2016
Assets			
Current assets:			
Cash		$ 322	$ 766
Accounts and other receivables	6	107,139	94,534
Income taxes receivable		686	—
Inventories	7	173,715	164,547
Prepaid expenses		4,849	2,689
Total current assets		286,711	262,536
Non-current assets:			
Non-current receivables	6	1,508	1,378
Property, plant and equipment		20,567	20,710
Intangible assets	4	17,249	20,114
Deferred income taxes		7,758	11,631
Goodwill	4	51,402	54,707
Total non-current assets		98,484	108,540
Total assets		$ 385,195	$ 371,076
Liabilities			
Current liabilities:			
Bank indebtedness	8	$ 107,623	$ 97,886
Accounts payable and accrued liabilities		40,055	40,978
Income taxes payable		—	1,949
Finance lease obligation		1,178	1,055
Dividend payable	5	1,549	1,332
Total current liabilities		150,405	143,200
Non-current liabilities:			
Finance lease obligation		791	905
Other liabilities		528	972
Total non-current liabilities		1,319	1,877
Total liabilities		151,724	145,077
Shareholders' equity			
Share capital	9(a)	112,518	112,362
Contributed surplus		105,837	104,333
Retained earnings (deficit)		6,523	(14,258)
Accumulated other comprehensive income		8,593	23,562
Shareholders' equity		233,471	225,999
Total liabilities and shareholders' equity		$ 385,195	$ 371,076

Subsequent events (note 5)
Contingency (note 14)

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

Approved on behalf of the board of directors:

(Signed) GRAHAM M. WILSON Director   **(Signed) WILLIAM R. SAUDER** Director

HARDWOODS DISTRIBUTION INC.

Unaudited Condensed Consolidated Interim Statements of Comprehensive Income
(Expressed in thousands of Canadian dollars)

	Note	Three months ended		Nine months ended	
		September 30, 2017	September 30, 2016	September 30, 2017	September 30, 2016
Sales	11	$ 257,250	$ 235,428	$ 789,608	$ 549,872
Cost of goods sold	7	(209,698)	(191,583)	(642,236)	(449,617)
Gross profit		47,552	43,845	147,372	100,255
Operating expenses:					
Selling and distribution		(26,451)	(24,703)	(79,769)	(52,945)
Administration		(9,249)	(7,141)	(27,909)	(17,141)
		(35,700)	(31,844)	(107,678)	(70,086)
Profit from operations		11,852	12,001	39,694	30,169
Finance expense	10	(777)	(629)	(2,238)	(1,167)
Finance income	10	147	663	413	370
Net finance expense		(630)	34	(1,825)	(797)
Profit before income taxes		11,222	12,035	37,869	29,372
Income tax expense:					
Current		(2,361)	(3,844)	(9,374)	(9,740)
Deferred		(1,549)	(895)	(3,485)	(2,347)
		(3,910)	(4,739)	(12,859)	(12,087)
Net Profit		7,312	7,296	25,010	17,285
Other comprehensive income:					
Exchange differences translating foreign operations		(7,993)	1,838	(14,969)	(5,762)
Total comprehensive (loss) income		$ (681)	$ 9,134	$ 10,041	$ 11,523
Basic net profit per share	9(c)	$ 0.34	$ 0.35	$ 1.17	$ 0.96
Diluted net profit per share	9(c)	$ 0.34	$ 0.35	$ 1.16	$ 0.95

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

HARDWOODS DISTRIBUTION INC.

Unaudited Condensed Consolidated Interim Statements of Changes in Shareholders' Equity
(Expressed in thousands of Canadian dollars)

Nine month periods ended September 30, 2017 and 2016

	Note	Share capital	Contributed surplus	Accumulated other comprehensive income - translation reserve	Retained earnings (deficit)	Total
Balance at January 1, 2017		$ 112,362	$ 104,333	$ 23,562	$ (14,258)	$ 225,999
Share based compensation expense	9(b)	—	1,947	—	—	1,947
Shares issued pursuant to LTIP		156	(156)	—	—	—
Shares reclassified to liabilities		—	(287)	—	—	(287)
Profit for the period		—	—	—	25,010	25,010
Dividends declared		—	—	—	(4,229)	(4,229)
Translation of foreign operations		—	—	(14,969)	—	(14,969)
Balance at September 30, 2017		$ 112,518	$ 105,837	$ 8,593	$ 6,523	$ 233,471
Balance at January 1, 2016		$ 46,859	$ 105,547	$ 23,903	$ (33,361)	$ 142,948
Share based compensation expense	9(b)	—	980	—	—	980
Shares issued in connection with the bought deal financing, net of share issue costs		54,458	—	—	—	54,458
Shares issued pursuant to the Rugby acquisition		9,091	—	—	—	9,091
Shares issued pursuant to LTIP		214	(214)	—	—	—
Deferred tax recovery on share issue costs		807	—	—	—	807
Profit for the period		—	—	—	17,285	17,285
Dividends declared		—	—	—	(3,427)	(3,427)
Translation of foreign operations		—	—	(5,762)	—	(5,762)
Balance at September 30, 2016		$ 111,429	$ 106,313	$ 18,141	$ (19,503)	$ 216,380

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

HARDWOODS DISTRIBUTION INC.

Unaudited Condensed Consolidated Interim Statements of Cash Flows
(Expressed in thousands of Canadian dollars)

	Note	Three months ended September 30, 2017	Three months ended September 30, 2016	Nine months ended September 30, 2017	Nine months ended September 30, 2016
Cash flow from operating activities:					
Profit for the period		$ 7,312	$ 7,296	$ 25,010	$ 17,285
Adjustments for:					
Depreciation and amortization		1,504	1,185	4,896	2,681
Gain on sale of property, plant and equipment		(72)	(44)	(153)	(191)
Share-based compensation expense	9(b)	1,699	325	2,731	980
Income tax expense		3,910	4,739	12,859	12,087
Net finance expense (income)	10	630	(34)	1,825	797
Interest received		122	127	348	295
Interest paid		(737)	(413)	(1,970)	(894)
Income taxes paid		(3,046)	(2,615)	(11,980)	(10,714)
		11,322	10,566	33,566	22,326
Changes in non-cash working capital:					
Accounts receivable		2,261	335	(17,646)	(11,306)
Inventories		(5,702)	(2,431)	(11,400)	(7,499)
Prepaid expenses		(605)	148	(2,341)	(1,163)
Accounts payable and accrued liabilities		(4,866)	282	(4,673)	7,794
		(8,912)	(1,666)	(36,060)	(12,174)
Net cash provided by (used in) operating activities		2,410	8,900	(2,494)	10,152
Cash flow from financing activities:					
Increase in bank indebtedness		6,419	66,673	16,444	70,210
Principle payments on finance lease obligation		(290)	(462)	(863)	(1,113)
Note repayment		(80)	—	(386)	—
Issue of common shares, net of share issue costs	9(a)	—	63,549	—	63,549
Dividends paid to shareholders	5	(1,335)	(1,172)	(4,012)	(3,017)
Net cash provided by financing activities		4,714	128,588	11,183	129,629
Cash flow from investing activities:					
Additions to property, plant and equipment		(995)	(730)	(1,831)	(2,717)
Proceeds on disposal of property, plant and equipment		94	155	353	528
Business acquisition	4	(7,461)	(137,065)	(7,937)	(137,065)
Payments received on non-current receivables		32	47	282	148
Net cash used in investing activities		(8,330)	(137,593)	(9,133)	(139,106)
(Decrease) increase in cash		(1,206)	(105)	(444)	675
Cash, beginning of the period		1,528	780	766	—
Cash, end of the period		$ 322	$ 675	$ 322	$ 675
Supplementary information:					
Property, plant and equipment acquired under finance leases, net of disposals		$ 504	$ 134	$ 973	$ 1,047

The accompanying notes are an integral part of these condensed consolidated interim financial statements.

1. Nature of operations:

Hardwoods Distribution Inc. (the "Company") is incorporated under the Canada Business Corporations Act and trades on the Toronto Stock Exchange under the symbol "HWD." The Company operates a network of 62 distribution centers in Canada and the US engaged in the wholesale distribution of architectural building products to customers that supply end-products to the residential and commercial construction markets. The Company also has a sawmill and kiln drying operation in Clinton, Michigan. The Company's principal office is located at #306, 9440 202nd Street, Langley, British Columbia V1M 4A6.

2. Basis of preparation:

(a) Statement of compliance:

These condensed consolidated interim financial statements of the Company have been prepared in accordance with International Accounting Standards ("IAS 34") "Interim Financial Reporting". The disclosures contained in these condensed consolidation interim financial statements do not include all of the requirements of International Financial Reporting Standards ("IFRS") for annual financial statements, and accordingly, should be read in conjunction with the Company's annual consolidated financial statements for the year ended December 31, 2016.

The condensed consolidated interim financial statements were authorized for issue by the Board of Directors on November 10, 2017.

(b) Basis of measurement:

These condensed consolidated interim financial statements have been prepared on the historical cost basis.

(c) Functional and presentation currency:

These condensed consolidated interim financial statements are presented in Canadian dollars, which is the Company's functional currency. The Company's subsidiaries operating in the United States have a US dollar functional currency. All financial information presented in the interim financial statements, with the exception of per share amounts, has been rounded to the nearest thousand dollar.

(d) Use of estimates and judgment:

The preparation of financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual amounts may differ from the estimates applied in the preparation of these interim financial statements.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In preparing these condensed consolidated interim financial statements, the significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty are consistent with those disclosed in the Company's annual audited consolidated financial statements for the year ended December 31, 2016.

3. Significant accounting policies:

The significant accounting policies that have been used in the preparation of these condensed consolidated interim financial statements are summarized in the Company's annual audited consolidated financial statements for the year ended December 31, 2016.

(a) New accounting policy:

Effective January 1, 2017, the Company adopted Recognition of Deferred Tax Assets for Unrealized Losses as an amendment to IAS 12, *Income Taxes (Amendments)* that clarify when a deductible temporary difference exists. The adoption of this amendment did not impact the Company's consolidated financial statements.

3. Significant accounting policies (continued):

(b) Future accounting pronouncements:

A number of new standards, amendments to standards and interpretations, are not yet effective for the period ended September 30, 2017, and have not been applied in preparing these condensed consolidated interim financial statements. The following pronouncements are considered by the Company to be the most significant of several pronouncements that may affect the consolidated financial statements in future periods.

IFRS 9, *Financial Instruments ("IFRS 9")*

IFRS 9 will replace the multiple classification and measurement models in IAS 39 *Financial Instruments: Recognition and Measurement*, with a single model that has only two classification categories: amortized cost and fair value. The new standard also requires a single impairment method to be used, provides additional guidance on the classification and measurement of financial liabilities, and provides a new general hedge accounting standard.

The mandatory effective date has been set for January 1, 2018, however early adoption of the new standard is permitted. The adoption of IFRS 9 is currently not expected to have a material impact on the consolidated financial statements given the nature of the Company's operations and the types of financial instruments that it currently holds; however, the Company will continue to assess the extent of impact as the mandatory adoption date approaches. The Company expects to complete its assessment of IFRS 9 by the end of of 2017.

IFRS 15, *Revenue from Contracts with Customers ("IFRS 15")*

IFRS 15 is effective for fiscal years commencing on or after January 1, 2018 and will replace IAS 18, *Revenue* and a number of revenue related standards and interpretations. IFRS 15 contains a single model that applies to contracts with customers and two approaches to recognizing revenue: at a point in time or over time. The model features a contract-based five-step analysis of transactions to determine whether, how much and when revenue is recognized. New estimates and judgmental thresholds have also been introduced, which may affect the amount and/or timing of revenue recognized.

IFRS 15 permits two methods of adoption: (i) the retrospective method, under which comparative periods would be restated, and the cumulative impact of applying the standard would be recognized as at January 1, 2017, the earliest period presented; and (ii) the cumulative effect method, under which comparative periods would not be restated and the cumulative impact of applying the standard would be recognized at the date of initial adoption January 1, 2018. The Company expects to use the cumulative effect method, however it continues to monitor industry developments. Any significant industry developments could change the Company's expected method of adoption.

The majority of the Company's revenue is generated from the sale of hardwood lumber, sheet goods, specialty products and non-structural architectural grade building products to customers. The Company has performed a preliminary assessment and expects that the adoption of this standard will not have an impact on the measurement of revenue generated from the sale of its products to customers and therefore, will not have an impact on earnings. The Company will continue to assess the extent of the impact as the mandatory adoption date approaches. The adoption of this standard will impact the Company's revenue disclosures as the Company will be required to disclose the judgments, and changes in judgments made in applying IFRS 15 and a reconciliation of certain balances. The Company is in the process of drafting these required disclosures. The Company expects to complete its assessment of IFRS 15 in the fourth quarter of 2017.

IFRS 16, *Leases ("IFRS 16")*

On January 13, 2016, the IASB published a new standard, IFRS 16, eliminating the current dual accounting model for lessees, which distinguishes between on-balance sheet finance leases and off-balance sheet operating leases. The main provision of IFRS 16 is the recognition of lease assets and lease liabilities on the balance sheet by lessees for those leases that were previously classified as operating leases. Under IFRS 16, a lessee is required to do the following: (i) recognize a right-of-use asset and a lease liability, initially measured at the present value of the lease payments, on the balance sheet; and (ii) recognize a front-loaded pattern of expense for most leases, even when cash rentals are constant, as the right-of-use asset is depreciated and the lease liability is accreted using the effective interest method. The new standard also requires qualitative disclosures along with specific quantitative disclosures. IFRS 16 is effective for annual periods

3. Significant accounting policies (continued):

(b) Future accounting pronouncements (continued):

IFRS 16, *Leases ("IFRS 16") (continued)*

beginning on or after January 1, 2019, with earlier adoption permitted. Upon adoption of IFRS 16, the Company's operating leases, which are principally comprised of its warehouse facilities and automobiles, will be recorded in the statement of financial position with a corresponding lease obligation. The Company continues to assess the impact of adopting this standard on its consolidated financial statements.

4. Business acquisitions:

(a) Rugby acquisition

On July 15, 2016 (the "Acquisition date"), the Company acquired through one of its wholly owned subsidiaries substantially all the assets used in the business of Rugby Acquisition, LLC and its subsidiaries ("Rugby") and assumed certain of Rugby's liabilities (the "Rugby Acquisition") for a base purchase price of $138.6 million (US$106.8 million) (the “Purchase Price”) plus up to another $16.9 million (US$13.0 million) in earn-outs based on future performance. Rugby operates a network of 28 distribution centers in the US and is engaged in the wholesale distribution of non-structural architectural grade building products to customers that supply end-products to the commercial construction market. Rugby also serves industrial, retail, residential and institutional construction end-markets.

The base purchase price was comprised of (i) $129.6 million (US$99.8 million) in cash consideration and the assumption of notes payable, and (ii) $9.0 million (US$7.0 million) in cash that was immediately used by the sellers to acquire 563,542 common shares of the Company from treasury. The base purchase price paid in cash was adjusted downwards by $0.9 million (US$0.7 million) for the value of notes payable assumed by the Company.

The base purchase price was determined on the basis that the sellers deliver working capital, as defined in the asset purchase agreement as net asset value ("NAV"), on closing of the acquisition of between US$47.5 million and US$48.5 million and, to the extent that the NAV is outside this range at closing of the Rugby Acquisition, the purchase price would be adjusted on a dollar for dollar basis. As security for the NAV adjustment, the Company retained $1.0 million (US$0.8 million) of the base purchase price as a holdback. In March 2017, the Company finalized the NAV and the estimated NAV exceeded the final NAV by $0.2 million. The Company reduced the holdback amount for the $0.2 million NAV adjustment and the remaining amount of the holdback was settled in the third quarter of 2017.

The Rugby Acquisition has been accounted for as a business combination using the acquisition method, with the Company being the acquirer and Rugby being the acquiree, and where the assets acquired and liabilities assumed are recorded at their fair values at the Acquisition date.

4. Business acquisitions (continued):

(a) Rugby acquisition (continued)

Fair value of assets acquired and liabilities assumed

The fair value of Rugby's identified assets and liabilities assumed in accordance with the acquisition method are as follows:

	US$	CDN$
Cash consideration	$ 106,140	$ 137,717
Notes payable assumed	709	920
Consideration	$ 106,849	$ 138,637
Assets acquired and liabilities assumed:		
Accounts and other receivables	$ 28,931	$ 37,538
Inventories	35,546	46,121
Prepaid expenses	499	647
Non-current receivables	577	749
Property plant and equipment	3,166	4,108
Intangible assets - customer relationships	15,700	20,371
Accounts payable and accrued liabilities	(18,314)	(23,762)
Identifiable net assets acquired	66,105	85,772
Goodwill	40,744	52,865
Net assets acquired	$ 106,849	$ 138,637

The goodwill of $52.9 million (US$40.7 million) is attributable primarily to the skills and talent of Rugby's workforce, and synergies expected to be achieved in respect of purchasing power with vendors, increases in market share, and operational efficiencies related to the combined operations. The goodwill is deductible for tax purposes.

The intangible asset of $20.4 million (US$15.7 million) represents the value of customer relationships acquired and is being amortized over 10 years, which is the period the Company expects to benefit from these relationships. The intangible asset is deductible for tax purposes.

The Company financed the Rugby Acquisition through a combination of an equity offering (the "Bought Deal Financing") (note 9(a)) and a renegotiated Hardwoods USLP Credit Facility (note 8).

Had the Rugby Acquisition occurred on January 1, 2016 management estimates that the Company's consolidated sales would have been approximately $250.0 million and $750.1 million and profit before tax would have been approximately $12.3 million and $34.9 million for the three and nine month periods ended September 30, 2016, respectively. Included in these condensed consolidated interim financial statements for the three and nine month periods ended September 30, 2017 are sales of $92.9 million (US$74.1 million) and $289.3 million (US$221.3 million) and profit before tax of $2.6 million (US$2.1 million) and $8.8 million (US$6.7 million), respectively, relating to Rugby.

(b) Eagle Plywood and Lumber acquisition

On March 13, 2017, the Company acquired through one of its wholly owned subsidiaries substantially all of the assets and assumed certain liabilities of Eagle Plywood and Lumber ("Eagle") for a base purchase price of US$0.4 million plus up to an additional US$0.2 million subject to future sales performance.

Eagle is a single site wholesale distributor located in Dallas, Texas distributing architectural grade building products to customers that supply end-products to the residential and commercial construction markets. The acquisition has been accounted for as a business combination using the acquisition method, with the Company being the acquirer and Eagle being the acquiree, and where the assets acquired and liabilities assumed are recorded at their fair values at the acquisition date.

4. Business acquisitions (continued):

(c) Downes & Reader Hardwood Company Inc. acquisition

On July 17, 2017, the Company acquired through one of its wholly owned subsidiaries substantially all of the assets and assumed certain liabilities of Downs & Reader Hardwood Company Inc. ("D&R") for a total value of $7.4 million (US$5.9 million). The fair value of D&R's identified assets and liabilities assumed in accordance with the acquisition consisted of accounts and other receivables of $1.4 million (US$1.1 million), inventories of $7.8 million (US$6.2 million), property, plant and equipment of $1.9 million (US$1.5 million) and accounts payable and accrued liabilities of $3.7 million (US$2.9 million).

D&R is a distributor of hardwood lumber with four locations in the US Northeast and services both the wholesale and retail customer segments. The D&R acquisition has been accounted for as a business combination using the acquisition method, with the Company being the acquirer and D&R being the acquiree, and where the assets acquired and liabilities assumed are recorded at their fair values at the acquisition date.

The Company financed the D&R acquisition through drawings from its Hardwoods USLP Credit Facility.

5. Capital management:

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future growth of the business. The Company considers its capital to be, bank indebtedness (net of cash) and shareholders' equity.

The Company's capitalization is as follows:

	September 30, 2017	December 31, 2016
Cash	$ (322)	$ (766)
Bank indebtedness	107,623	97,886
Shareholder's equity	233,471	225,999
Total capitalization	$ 340,772	$ 323,119

The terms of the Company's US and Canadian credit facilities are described in note 8. The terms of the agreements with the Company's lenders provide that distributions cannot be paid by its subsidiaries in the event that its subsidiaries do not meet certain credit ratios, as applicable. The Company's operating subsidiaries were compliant with all required credit ratios under the US and Canadian credit facilities as at September 30, 2017 and December 31, 2016, and accordingly there were no restrictions on distributions arising from non-compliance with financial covenants.

Dividends are one way the Company manages its capital. Dividends are declared having given consideration to a variety of factors including the outlook for the business and financial leverage. There were no changes to the Company's approach to capital management during the three and nine month periods ended September 30, 2017.

On August 10, 2017, the Company declared a cash dividend of $0.0725 per common share to shareholders of record as of October 16, 2017. The dividend was paid to shareholders on October 27, 2017. On November 10, 2017, the Company declared a cash dividend of $0.0725 per common share to shareholders of record as of January 15, 2018, to be paid on January 26, 2018.

6. Accounts and other receivables:

The following is a breakdown of the Company's current and non-current receivables and represents the Company's principal exposure to credit risk.

	September 30, 2017	December 31, 2016
Trade accounts receivable - Canada	$ 16,553	$ 14,246
Trade accounts receivable - United States	92,251	81,776
Sundry receivable	2,782	2,417
Current portion of non-current receivables	679	1,133
	112,265	99,572
Less:		
Allowance for credit loss	5,126	5,038
	$ 107,139	$ 94,534
Non-current receivables:		
Employee housing loans	$ 358	$ 424
Customer notes	455	758
Security deposits	1,374	1,329
	2,187	2,511
Less:		
Current portion, included in accounts receivable	679	1,133
	$ 1,508	$ 1,378

The aging of trade receivables is:

	September 30, 2017	December 31, 2016
Current	$ 80,240	$ 70,936
1 - 30 days past due	19,677	17,467
31 - 60 days past due	5,167	4,957
60+ days past due	3,720	2,662
	$ 108,804	$ 96,022

The Company determines its allowance for credit loss based on its best estimate of the net recoverable amount by customer account. Accounts that are considered uncollectable are written off. The total allowance at September 30, 2017 was $5.1 million (December 31, 2016 - $5.0 million). The amount of the allowance is considered sufficient based on the past experience of the business, current and expected collection trends, the security the Company has in place for past due accounts and management's regular review and assessment of customer accounts and credit risk.

Bad debt expense, net of recoveries, for the three month period ended September 30, 2017 was $0.1 million which equates to 0.03% of sales (three month period ended September 30, 2016 - $0.2 million, being 0.1% of sales). For the nine month period ended September 30, 2017, net bad debt expense was $0.6 million being 0.1% of sales (nine month period ended September 30, 2016 - $0.8 million, being 0.1% of sales).

7. Inventories:

	September 30, 2017	December 31, 2016
Raw materials	$ 1,240	$ 1,779
Work in process	4,485	5,021
Goods in-transit	8,111	10,927
Finished goods:		
Lumber	50,378	43,279
Sheet goods	79,114	76,224
Specialty	30,387	27,317
	$ 173,715	$ 164,547

The Company regularly reviews and assesses the condition and value of its inventories and records write-downs to net realizable value as necessary.

Inventory related expenses are included in the condensed consolidated interim statement of comprehensive income as follows:

	Three months ended		Nine months ended	
	September 30, 2017	September 30, 2016	September 30, 2017	September 30, 2016
Inventory write-downs, included in cost of goods sold	$ 443	$ 398	$ 1,349	$ 1,142
Cost of inventory sold	200,725	183,940	615,056	432,851
Other cost of goods sold	8,973	7,643	27,180	16,766
Total cost of goods sold	$ 209,698	$ 191,583	$ 642,236	$ 449,617

8. Bank indebtedness:

	September 30, 2017	December 31, 2016
Cheques issued in excess of funds on deposit	$ 2,077	$ 480
Credit facility, Hardwoods LP	8,806	12,546
Credit facility, Hardwoods USLP (September 30, 2017 - US$77,681 December 31, 2016 - US$63,398)	96,740	84,860
	$ 107,623	$ 97,886

Bank indebtedness consists of cheques issued in excess of funds on deposit and advances under operating lines of credit (the “Credit Facilities”) available to subsidiaries of the Company, Hardwoods Specialty Products LP (“Hardwoods LP”) and Hardwoods Specialty Product USLP (“Hardwoods USLP”).

The Credit Facilities are payable in full at maturity. The Credit Facilities are revolving credit facilities which the Company may terminate at any time without prepayment penalty. The Credit Facilities bear interest at a floating rate based on the Canadian or US prime rate (as the case may be), LIBOR or bankers’ acceptance rates plus, in each case, an applicable margin. Letters of credit are also available under the Credit Facilities on customary terms for facilities of this nature. Commitment fees and standby charges usual for borrowings of this nature were and are payable.

8. Bank indebtedness (continued):

Hardwoods LP Credit Facility ("LP Credit Facility")

In February 2017 the LP Credit Facility was amended to increase the amount made available under the facility from $20.0 million to $25.0 million. The LP Credit Facility matures in August 2021. The amount made available under the LP Credit Facility is limited to the extent of 90% of the net book value of eligible accounts receivable and the lesser of 60% of the book value or 85% of appraised value of eligible inventories with the amount based on inventories not to exceed 60% of the total amount to be available. Certain identified accounts receivable and inventories are excluded from the calculation of the amount available under the LP Credit Facility. Hardwoods LP is required to maintain a fixed charge coverage ratio of not less than 1.0 to 1. However, this covenant does not apply so long as the unused availability under the credit line is in excess of $2.0 million. At September 30, 2017, the LP Credit Facility has unused availability of $15.4 million, before cheques issued in excess of funds on deposit of $2.1 million (December 31, 2016 - $6.9 million, cheques issued in excess of funds on deposit - $0.5 million).

Hardwoods USLP Credit Facility ("USLP Credit Facility")

In July 2016, in connection with the closing of the Rugby Acquisition, a subsidiary of the Company entered into a new USLP Credit Facility with its lender, and has made the funds available to Hardwoods USLP. The USLP Credit Facility has a five year term and can be prepaid at any time with no prepayment penalty. The USLP Credit Facility is guaranteed by certain of the Company's subsidiaries and replaced the previous credit facility. The USLP Credit Facility consists of a revolving credit facility of up to US$125.0 million with the amount made available limited to the extent of 85% of the value of eligible accounts receivable, and 60% of the value of eligible inventory plus the lesser of (i) 55% of the book value of eligible in-transit inventory or (ii) $2.0 million.

The financial covenants under the USLP Credit Facility include, among others, a springing fixed charge coverage ratio of 1.0 to 1, triggered if excess availability under the USLP Credit Facility falls below 10% of the USLP Credit Facility at any time.

In addition to the financial covenants, the ability of the Company's US subsidiaries to pay distributions and dividends, complete acquisitions, make additional investments, take on additional indebtedness, allow its assets to become subject to liens, complete affiliate transactions and make capital expenditures are limited and subject to the satisfaction of certain conditions.

At September 30, 2017, the USLP Credit Facility has unused availability of $50.5 million (US$40.4 million), before cheques issued in excess of funds on deposit of nil. At December 31, 2016, the USLP Credit Facility had unused availability of $50.9 million (US$37.9 million), before cheques issued in excess of funds on deposit of nil.

The Company has a letter of credit outstanding at September 30, 2017 totaling $1.3 million (US$1.0 million) (December 31, 2016 - $0.8 million (US$0.6 million) against the USLP Credit Facility to support self-insured benefit claims.

9. Share capital:

(a) Share capital

A continuity of share capital is as follows:

	Shares		Total
Balance at December 31, 2015	16,762,071	$	46,859
Bought deal financing - conversion of subscription receipts, net of share issue costs of $3.1 million	3,966,350		54,434
Issued concurrent with the Rugby acquisition (note 4(a))	563,542		9,091
Issued pursuant to long term incentive plan	58,607		1,162
Deferred income tax on share issue costs	—		816
Share adjustment	2		—
Balance at December 31, 2016	21,350,572		112,362
Issued pursuant to long term incentive plan	13,035		156
Balance at September 30, 2017	21,363,607	$	112,518

In July 2016, the Company issued 563,542 common shares for cash consideration to the sellers of Rugby in accordance with the terms of the Rugby Acquisition (note 4(a)) and issued 3,966,350 common shares as part of the financing arrangement related to the Rugby Acquisition, as described below.

Bought Deal Financing

In connection with the Rugby Acquisition, the Company entered into an agreement with a syndicate of investment dealers pursuant to which the underwriters agreed to purchase for resale to the public on a bought deal basis 3,449,000 subscription receipts of the Company, at a price of $14.50 per receipt with an over-allotment option for an additional 517,350 subscription receipts for gross overall proceeds of $57.5 million ($54.4 million net of fees associated with the offering).

On June 30, 2016, the Bought Deal Financing closed and $50.0 million, representing 3,449,000 subscription receipts, was received by the Company and was held in escrow pending the closing of the Rugby Acquisition. Each subscription receipt was converted to one common share of the Company on the Acquisition date for no additional consideration in accordance with the terms of the subscription agreement. The over-allotment option, representing 517,350 subscription receipts, was fully exercised by the underwriters in July 2016 and these subscription receipts were also converted on the basis of one subscription receipt to one common share of the Company on the Acquisition date.

(b) Long Term Incentive Plan ("LTIP"):

A continuity of the LTIP Shares outstanding is as follows:

	Performance Shares	Restricted Shares
Balance at December 31, 2015	49,209	86,827
LTIP shares issued during the year	20,502	53,166
LTIP shares forfeited during the year	(2,763)	(8,292)
LTIP shares settled	(8,347)	(58,040)
Balance at December 31, 2016	58,601	73,661
LTIP shares issued during the period	87,594	128,197
LTIP shares forfeited during the period	(10,975)	(2,119)
LTIP shares settled	(13,714)	—
Balance at September 30, 2017	121,506	199,739

9. Share capital (continued):

(b) Long Term Incentive Plan ("LTIP") (continued):

LTIP compensation expense of $1.7 million was recognized in the condensed consolidated interim statement of comprehensive income for the three month period ended September 30, 2017 (September 30, 2016 - $0.3 million) and $2.7 million for the nine month period ended September 30, 2017 (September 30, 2016 - $1.0 million). The equity classified portion of the LTIP compensation expense was $1.9 million (September 30, 2016 - $1.0 million) and the liability classified portion was $0.8 million as at September 30, 2017 (December 31, 2016 - nil).

The key estimate in determining the compensation in any period is whether the performance criteria have been met and the amount of the payout multiplier on the Performance Shares. The payout multiplier is reviewed and approved by the Company's compensation committee on an annual basis. The liability associated with the cash-settled awards is recorded in accounts payable and accrued liabilities, for amounts expected to be settled within one year, and in other liabilities for amounts to be settled in excess of one year.

(c) Weighted average shares:

The calculation of basic and fully diluted net profit per share is based on the net profit for the three month period ended September 30, 2017 of $7.3 million (September 30, 2016 - $7.3 million) and nine month period ended September 30, 2017 of $25.0 million (September 30, 2016 - $17.3 million). The weighted average number of common shares outstanding in each of the reporting periods was as follows:

	Three months ended		Nine months ended	
	September 30, 2017	September 30, 2016	September 30, 2017	September 30, 2016
Issued ordinary shares at beginning of the period	21,363,607	16,778,767	21,350,572	16,762,071
Effect of shares issued during the period				
Pursuant to long-term incentive plan	—	—	4,393	8,438
Pursuant to Bought Deal Financing	—	3,305,292	—	1,101,764
Pursuant to Rugby acquisition	—	469,618	—	156,539
Weighted average common shares - basic	21,363,607	20,553,677	21,354,965	18,028,812
Effect of dilutive securities:				
Long-term incentive plan	174,771	169,097	145,548	166,589
Weighted average common shares - diluted	21,538,378	20,722,774	21,500,513	18,195,401

10. Finance income and expense:

		Three months ended		Nine months ended	
	Note	September 30, 2017	September 30, 2016	September 30, 2017	September 30, 2016
Finance expense:					
Interest on bank indebtedness	8	$ (731)	$ (587)	$ (2,097)	$ (1,068)
Accretion of finance lease obligation		(46)	(42)	(141)	(99)
Total finance expense		(777)	(629)	(2,238)	(1,167)
Finance income:					
Interest on trade receivables, customer notes, and employee loans	6	122	127	348	295
Foreign exchange gain		25	536	65	75
Total finance income		147	663	413	370
Net finance (expense) income		$ (630)	$ 34	$ (1,825)	$ (797)

11. Segment reporting:

Information about geographic areas is as follows:

	Three months ended		Nine months ended	
	September 30, 2017	September 30, 2016	September 30, 2017	September 30, 2016
Revenue from external customers:				
Canada	$ 34,497	$ 32,909	$ 104,254	$ 98,259
United States	222,753	202,519	685,354	451,613
	$ 257,250	$ 235,428	$ 789,608	$ 549,872

	September 30, 2017	December 31, 2016
Non-current assets[1]:		
Canada	$ 1,475	$ 1,552
United States	87,743	93,979
	$ 89,218	$ 95,531

[1] Excludes financial instruments and deferred income taxes.

12. Seasonality:

The Company is subject to seasonal influences. Historically, the first and fourth quarters are seasonally slower periods for construction activity and therefore demand for hardwoods products.

13. Provisions:

Legal

The Company and its subsidiaries are subject to legal proceedings from time to time that arise in the ordinary course of its business. Management is of the opinion, based upon information presently available, that it is unlikely that any liability, to the extent not provided for or through insurance, would be material in relation to the Company's condensed consolidated interim financial statements as at September 30, 2017.

Decommissioning

The Company and its subsidiaries are not obligated in a material way for decommissioning or site restoration.

14. Contingency:

On November 18, 2016 a trade case was filed in the United States by a coalition of U.S. plywood manufacturers (the "Petitioners") seeking the imposition of countervailing duties ("CVD") and antidumping duties ("AD") against Chinese hardwood plywood. On April 19, 2017 the US Department of Commerce ("Commerce") issued its preliminary determination regarding CVD against hardwood plywood manufactured in China and imported into the United States. The preliminary stage of the CVD investigation conducted by Commerce concluded a preliminary duty rate of 9.89% will apply to manufacturers that the Company does business with.

Commerce is also conducting a separate investigation into antidumping duties. On June 20, 2017 Commerce issued its preliminary determination regarding AD against hardwoods plywood manufactured in China and imported into the United States. The preliminary stage of the AD investigation conducted by Commerce concluded a preliminary AD rate of 57.36% will apply to manufacturers that the Company does business with.

On November 13, Commerce announced its final CVD and AD rates of 22.98% and 183.36% respectively. The final phase of this trade case now passes to a separate US government agency, the International Trade Commission ("ITC"). The ITC will determine if final CVD and AD duties are to be implemented or rejected. The ITC's final decision is expected to be rendered on or about December 21, 2017.