Q3 Third Quarterly Report

Three-Month Period Ended September 30, 2018

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the third quarter ended
September 30, 2018

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GENERAL INFORMATION

The following is TFI International Inc.'s management discussion and analysis ("MD&A"). Throughout this MD&A, the terms "Company", "TFI International" and "TFI" shall mean TFI International Inc., and shall include its independent operating subsidiaries. This MD&A provides a comparison of the Company's performance for its three- and nine-month periods ended September 30, 2018 with the corresponding three- and nine-month periods ended September 30, 2017 and it reviews the Company's financial position as of September 30, 2018. It also includes a discussion of the Company's affairs up to October 22, 2018, which is the date of this MD&A. The MD&A should be read in conjunction with the audited consolidated financial statements and accompanying notes as at and for the year ended December 31, 2017.

In this document, all financial data are prepared in accordance with the International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") unless otherwise noted. All amounts are in Canadian dollars, and the term "dollar", as well as the symbols "$" and "C$", designate Canadian dollars unless otherwise indicated. Variances may exist as numbers have been rounded. This MD&A also uses non-IFRS financial measures. Refer to the section of this report entitled "Non-IFRS Financial Measures" for a complete description of these measures.

The Company's unaudited condensed consolidated interim financial statements have been approved by its Board of Directors ("Board") upon recommendation of its audit committee on October 22, 2018. Prospective data, comments and analysis are also provided wherever appropriate to assist existing and new investors to see the business from a corporate management point of view. Such disclosure is subject to reasonable constraints for maintaining the confidentiality of certain information that, if published, would probably have an adverse impact on the competitive position of the Company.

Additional information relating to the Company can be found on its website at www.tfiintl.com. The Company's continuous disclosure materials, including its annual and quarterly MD&A, annual and quarterly consolidated financial statements, annual report, annual information form, management proxy circular and the various press releases issued by the Company are also available on its website or directly through the SEDAR system at www.sedar.com.

FORWARD-LOOKING STATEMENTS

The Company may make statements in this report that reflect its current expectations regarding future results of operations, performance and achievements. These are "forward-looking" statements and reflect management's current beliefs. They are based on information currently available to management. Words such as "may", "could", "should", "would", "believe", "expect", "anticipate" and words and expressions of similar import are intended to identify these forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from historical results and those presently anticipated or projected.

The Company wishes to caution readers not to place undue reliance on any forward-looking statements which reference issues only as of the date made. The following important factors could cause the Company's actual financial performance to differ materially from that expressed in any forward-looking statement: the highly competitive market conditions, the Company's ability to recruit, train and retain qualified drivers, fuel price variations and the Company's ability to recover these costs from its customers, foreign currency fluctuations, the impact of environmental standards and regulations, changes in governmental regulations applicable to the Company's operations, adverse weather conditions, accidents, the market for used equipment, changes in interest rates, cost of liability insurance coverage, downturns in general economic conditions affecting the Company and its customers, and credit market liquidity.

The foregoing list should not be construed as exhaustive, and the Company disclaims any obligation subsequently to revise or update any previously made forward-looking statements unless required to do so by applicable securities laws. Unanticipated events are likely to occur. Readers should also refer to the section "Risks and Uncertainties" at the end of this MD&A for additional information on risk factors and other events that are not within the Company's control. The Company's future financial and operating results may fluctuate as a result of these and other risk factors.

SELECTED FINANCIAL DATA AND HIGHLIGHTS

(unaudited) *(in thousands of dollars, except per share data)*	Third quarters ended September 30		Nine months ended September 30	
	2018	2017	**2018**	2017
Revenue before fuel surcharge	**1,127,440**	1,070,610	**3,345,918**	3,309,306
Fuel surcharge	**160,163**	106,021	**455,845**	335,230
Total revenue	**1,287,603**	1,176,631	**3,801,763**	3,644,536
Adjusted EBITDA[1]	**189,974**	128,193	**505,629**	383,464
Operating income	**125,083**	60,547	**312,888**	176,954
Net income	**86,713**	98,774	**215,266**	37,796
Adjusted net income[1]	**94,502**	48,843	**234,986**	137,926
Net cash from operating activities from continuing operations	**166,557**	128,912	**369,655**	256,453
Free cash flow from continuing operations[1]	**86,287**	197,970	**235,790**	274,055
Per share data				
EPS – diluted	**0.96**	1.07	**2.37**	0.41
Adjusted EPS – diluted[1]	**1.04**	0.53	**2.58**	1.48
Dividends	**0.21**	0.19	**0.63**	0.57
As a percentage of revenue before fuel surcharge				
Adjusted EBITDA margin[1]	**16.9%**	12.0%	**15.1%**	11.6%
Depreciation of property and equipment	**4.4%**	4.9%	**4.4%**	4.9%
Amortization of intangible assets	**1.4%**	1.5%	**1.4%**	1.4%
Operating margin[1]	**11.1%**	5.7%	**9.4%**	5.3%
Operating ratio[1]	**88.9%**	94.3%	**90.6%**	94.7%

Q3 Highlights

- Record operating income for the second consecutive quarter, including the fourth straight quarter of sequential margin improvement at U.S. Truckload operations.
- Operating income increased to $125.1 million, up 107% from the same quarter last year, driven by strong execution across the organization, increased quality of revenue, and cost efficiencies.
- Operating income and operating margin[1], a non-IFRS measure, increased significantly at all four of the Company's reportable segments:
  - Package and Courier operating income increased 19% to $28.0 million, with the operating margin increasing 250 basis points to 18.1%;
  - Less-Than-Truckload operating income increased 80% to $25.5 million, with the operating margin increasing 470 basis points to 11.2%;
  - Truckload operating income increased 261% to $60.5 million, with the operating margin increasing 810 basis points to 11.6%;
  - Logistics and Last Mile operating income increased 27% to $16.8 million, with the operating margin increasing 140 basis points to 7.2%.
- Net income of $86.7 million decreased by $12.1 million compared to Q3 2017. While operating income increased significantly this quarter, a gain on sale of property of $59.7 million, net of tax, was recorded in Q3 2017.
- Diluted earnings per share (diluted "EPS") was $0.96, compared to $1.07 in Q3 2017, with the decline also attributable to the gain on sale of property in the prior year period.
- Adjusted net income[1], a non-IFRS measure, increased 93% to $94.5 million primarily due to higher operating margins at all segments.
- Adjusted diluted EPS[1], a non-IFRS measure, increased 96% to $1.04 from $0.53 in Q3 2017.
- Net cash from operating activities from continuing operation increased to $166.6 million in Q3 2018, compared to $128.9 million in Q3 2017.
- Free cash flow from continuing operations[1], a non-IFRS measure, decreased to $86.3 million from $198.0 million in Q3 2017. The decline is mainly due to the sale of four real estate assets for $135.7 million in an all-cash sale-and-leaseback transaction in Q3 2017.
- The Company's long-term debt decreased to $1,473.1 million as of September 30, 2018 compared to $1,498.4 million as at December 31, 2017.
- On July 1, 2018, TFI International completed the acquisition of Timeline Logistic ("Timeline"). Headquartered in Saskatoon, Canada, Timeline provides specialized long distance truckload transportation services across North America, primarily serving the oil and gas, forestry products, and manufactured products industries.
- On September 28, 2018, TFI International renewed its normal course issuer bid for the twelve-month period from October 2, 2018 to October 1, 2019.
- On October 22, 2018, the Board of Directors of TFI has approved a $0.24 quarterly dividend, a 14% increase over its previous quarterly dividend of $0.21 per share, effective as of the next regular dividend payment.

[1] *Refer to the section "Non-IFRS financial measures".*

ABOUT TFI INTERNATIONAL

Services

TFI International is a North American leader in the transportation and logistics industry, operating across the United States, Canada and Mexico through its subsidiaries. TFI International creates value for shareholders by identifying strategic acquisitions and managing a growing network of wholly-owned operating subsidiaries. Under the TFI International umbrella, companies benefit from financial and operational resources to build their businesses and increase their efficiency. TFI International companies service the following reportable segments:

- Package and Courier;
- Less-Than-Truckload;
- Truckload;
- Logistics and Last Mile.

Seasonality of operations

The activities conducted by the Company are subject to general demand for freight transportation. Historically, demand has been relatively stable with the first quarter being generally the weakest. Furthermore, during the harsh winter months, fuel consumption and maintenance costs tend to rise.

Human resources

The Company has 17,047 employees who work in TFI International's different business segments across North America. This compares to 17,325 employees as of September 30, 2017. The year-over-year decrease of 278 is attributable to rationalizations affecting 1,047 employees mainly in the Less-Than-Truckload ("LTL") and Logistics and Last Mile segments offset by business acquisitions that added 769 employees. The Company believes that it has a relatively low turnover rate among its employees in Canada, a normal turnover rate in the U.S., and that its employee relations are very good.

Equipment

The Company has the largest trucking fleet in Canada and a significant presence in the U.S. market. As at September 30, 2018, the Company had 7,315 power units, 25,055 trailers and 8,354 independent contractors. This compares to 7,368 power units, 25,105 trailers and 9,647 independent contractors as at September 30, 2017.

Facilities

TFI International's head office is in Montréal, Québec and its executive office is located in Etobicoke, Ontario. As at September 30, 2018, the Company had 369 facilities. Of these, 265 are located in Canada, including 168 and 97, respectively, in Eastern and Western Canada. The Company also had 92 facilities in the United States and 12 facilities in Mexico. This compares to 392 facilities as at September 30, 2017. In the last twelve months, 11 facilities were added from business acquisitions and the terminal consolidation decreased the total number of facilities by 34, mainly in the Logistics and Last Mile segment. In Q3 2018, the Company closed 8 sites.

Customers

The Company has a diverse customer base across a broad cross-section of industries with no single client accounting for more than 5% of consolidated revenue. Because of its customer diversity, as well as the wide geographic scope of the Company's service offering and the range of segments in which it operates, a downturn in the activities of individual customers or customers in a particular industry is not expected to have a material adverse impact on operations. The Company has forged strategic partnerships with other transport companies in order to extend its service offering to customers across North America.

Revenue by Top Customers' Industry (55% of total revenue)	
Retail	29%
Manufactured Goods	14%
Building Materials	9%
Metals & Mining	8%
Automotive	7%
Food & Beverage	7%
Energy	6%
Forest Products	5%
Services	4%
Chemicals & Explosives	3%
Waste Management	3%
Maritime Containers	2%
Others	3%

(For the six months ended June 30, 2018)

CONSOLIDATED RESULTS

This section provides general comments on the consolidated results of operations. A more detailed analysis is provided in the "Segmented results" section.

2018 business acquisitions

In line with the Company's growth strategy, the Company acquired three businesses during 2018, Normandin Transit ("Normandin"), Brasseur Transport ("Brasseur") and Timeline Logistic ("Timeline").

On April 3, 2018, TFI International completed the acquisition of Normandin. Based in Québec, Normandin provides cross-border LTL and Truckload ("TL") services.

On May 1, 2018, the Company completed the acquisition of Brasseur. Based in Québec, Brasseur specializes in liquid bulk transportation across Canada and the U.S.

On July 1, 2018, TFI International completed the acquisition of Timeline. Headquartered in Saskatoon, Timeline provides specialized long distance truckload transportation services across North America, primarily serving the oil and gas, forestry products, and manufactured products industries.

Revenue

For the quarter ended September 30, 2018, total revenue reached $1,287.6 million, up 9%, or $111.0 million, from Q3 2017, attributable to the contribution from business acquisitions of $52.7 million and an increase in fuel surcharge revenue from existing operations of $48.3 million. Excluding business acquisitions[1], revenue before fuel surcharge increased 1%, or $10.0 million, from positive currency impact of $21.1 million offset by base revenue declines mainly attributable to the LTL and Logistics and Last Mile segments. The average exchange rate used to convert TFI International's revenue generated in U.S. dollars was 4.3% higher this quarter (C$1.3070) than it was for the same quarter last year (C$1.2528).

For the nine-month period ended September 30, 2018, total revenue reached $3.80 billion, up 4%, or $157.2 million, from $3.64 billion in the first nine months in 2017 mainly due the contribution from business acquisitions of $132.6 million.

Operating expenses

For the quarter ended September 30, 2018, the Company's operating expenses increased by $46.4 million, or 4%, from $1,116.1 million in Q3 2017 to $1,162.5 million in Q3 2018. The increase is mainly attributable to business acquisitions that added $46.9 million. Excluding business acquisitions, operating expenses were stable compared to Q3 2017, while total revenue increased by 5%. Operating improvements, better fleet utilisation and lower material and services expenses contributed to maintain the operating expenses in the Company's existing operations at the Q3 2017 level.

For the quarter ended September 30, 2018, material and services expenses, net of fuel surcharge, decreased 4.4 percentage points of revenue before fuel surcharge compared to last year same period mainly due to lower subcontractors, accident and claim costs as a percentage of revenue before fuel surcharge. Personnel expenses slightly increased in absolute terms, but decreased 0.3 percentage points of revenue before fuel surcharge as a result of rationalization and terminal optimization achieved in the previous quarters. Other operating expenses, which are primarily composed of costs related to offices' and terminals' rent, taxes, heating, telecommunications, maintenance and security and other general administrative expenses increased $4.2 million, or 0.1 percentage points of revenue before fuel surcharge compared to last year same period, mainly as a result of higher building repairs and maintenance expenses and the sale-and-leaseback transactions completed in 2017, which increased rent expense by $1.9 million on a quarterly basis. Depreciation of property and equipment decreased by $2.5 million, or 5%, compared to last year same period mainly as a result of a net fleet reduction in the U.S. TL operating segment, and the Company's consistent focus on adjusting capacity to match fluctuations in demand and to optimize capital allocation by using more subcontractors in other operating segments. This represented a 0.5 percentage point decrease of revenue before fuel surcharge. Intangible asset amortization decreased by $0.3 million compared to last year same period mainly due to intangible assets that were completely amortized during the last twelve months. Gain on sale of equipment increased by $2.9 million compared to last year same period mainly due to the Company's TL segment which incurred losses in Q3 2017; mainly generated by the CFI fleet renewal plan.

For the nine-month period ended September 30, 2018, the Company's operating expenses increased by $21.3 million, or 1%, from $3.47 billion in 2017 to $3.49 billion in 2018. The increase is mainly attributable to business acquisitions, for $120.9 million, offset by operating improvements, better fleet utilisation and lower material and services expenses in the Company's existing operations, of $99.6 million or 3%.

Operating income

For the quarter ended September 30, 2018, TFI International's operating income more than doubled, rising $64.6 million, to $125.1 million compared to $60.5 million in 2017. The operating margin as a percentage of revenue before fuel surcharge increased by 5.4 percentage points from 5.7% in Q3 2017 to 11.1% in Q3 2018. All reportable segments reported significant margin increases. Notably, the TL segment reported a margin increase of 8.1 percentage points primarily as a result of a better performance from its U.S. TL operations.

Management's consistent focus on the quality of revenue in conjunction with rigorous cost control benefited the Company, resulting in a significant improvement in the Company's operating ratio[2], a non-IFRS measure, reaching 88.9% this quarter, compared to 94.3% for Q3 2017.

For the nine-month period ended September 30, 2018, TFI International's operating income sharply increased by $135.9 million, or 77%, to $312.9 million compared to $177.0 million in the first nine months of 2017, also driven by operating margin improvements in all reportable segments.

Gain on sale of property

For the quarter ended September 30, 2018, the gain on sale of property, which is accounted for in gain or loss on sale of land and buildings and in gain or loss on sale of assets held for sale in the consolidated statements of income, was $3.1 million, compared to $70.1 million in Q3 2017. Five properties were disposed of in Q3 2018 for a total consideration of $5.5 million. In Q3 2017, notably, four properties were sold in a sale-and-leaseback transaction for a consideration of $135.7 million.

For the nine-month period ended September 30, 2018, the gain on sale of property was $14.4 million, compared to $78.4 million in 2017. Twelve properties were disposed of in 2018 for a total consideration of $27.0 million.

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[1] *After removing from the current period any contributions from business acquisitions for the portion of time that such business acquisitions have no comparable results.*
[2] *Refer to the section "Non-IFRS financial measures".*

Impairment of intangible assets

In 2017, impairment of intangible assets was $143.0 million, including $13.2 million for an impairment of the Dynamex trade name recorded in the first quarter, and $129.8 million for a goodwill impairment in the U.S. TL operating segment recorded in Q2.

Finance income and costs

(unaudited) *(in thousands of dollars)*	Third quarters ended September 30		Nine months ended September 30	
Finance costs (income)	**2018**	2017	**2018**	2017
Interest expense on long-term debt	**13,437**	14,453	**41,450**	43,656
Interest income and accretion on promissory note	**(710)**	(643)	**(2,060)**	(1,913)
Net foreign exchange (gain) loss	**(125)**	585	**(981)**	2,501
Net change in fair value of foreign exchange derivatives	**(85)**	(370)	**(299)**	(1,121)
Net change in fair value of interest rate derivatives	**(222)**	(304)	**(46)**	(558)
Others	**4,612**	2,905	**10,282**	5,013
Net finance costs	**16,907**	16,626	**48,346**	47,578

Interest expense on long-term debt

Interest expense on long-term debt for the three- and nine-month periods ended September 30, 2018 decreased by $1.0 million and $2.2 million, respectively, mainly due to lower borrowings.

Net foreign exchange gain or loss and net investment hedge

The Company designates as a hedge a portion of its U.S. dollar denominated debt held against its net investments in U.S. operations. This accounting treatment allows the Company to offset the designated portion of foreign exchange gain (or loss) of its debt against the foreign exchange loss (or gain) of its net investments in U.S. operations and present them in other comprehensive income. Net foreign exchange gains or losses recorded in income or loss are attributable to the U.S. dollar portion of the Company's credit facility not designated as a hedge and to other financial assets and liabilities denominated in foreign currencies. For the three- and nine-month periods ended September 30, 2018, a gain of $5.6 million and a loss of $12.4 million, respectively, of foreign exchange variations (gain of $4.9 million and loss of $10.7 million net of tax, respectively) were recorded to other comprehensive income as net investment hedge.

Net change in fair value of derivatives and cash flow hedge

The Company designates, as a hedge of the variable interest rate instruments, the interest rate derivatives. Therefore the effective portion of changes in fair value of the derivatives is recognized in other comprehensive income. For the three- and nine-month periods ended September 30, 2018, a loss of $0.1 million and a gain of $3.2 million on change in fair value of interest rate derivatives, respectively (nil and gain of $2.4 million net of tax, respectively), were recorded to other comprehensive income as a change in the fair value of the cash flow hedge.

The Company's derivative financial instruments, which are used to mitigate foreign exchange and interest rate risks, saw their fair values increase by $0.2 million in Q3 2018, of which a loss of $0.1 million was designated as cash flow hedge, while in the same quarter last year their fair values increased by $3.0 million, of which $2.3 million was designated as cash flow hedge. For the nine-month period ended September 30, 2018, their fair values increased by $3.6 million, of which $3.2 million was designated as cash flow hedge, while in 2017 their fair values increased by $4.7 million, of which $3.0 million was designated as cash flow hedge. The derivatives' fair values are subject to market price fluctuations in foreign exchange and interest rates.

Others

The other financial expenses mainly comprise bank charges, the net change in fair value of the Company's deferred share unit liability and net change in fair value of other financial liabilities. Higher other financial expenses are mainly attributable to the increase of the Company's deferred share unit liability's fair value for $1.9 million and $4.3 million, respectively for the three- and nine-month period ended September 30, 2018, as a result of the Company's share price increase.

Income tax expense

For the quarter ended September 30, 2018, the effective tax rate was 22.0%. The income tax expense of $24.6 million reflects a $5.1 million favourable variance versus an anticipated income tax expense of $29.7 million based on the Company's statutory tax rate of 26.7%. The favourable variance is mainly due to positive differences between the statutory rate and the effective rates in other jurisdictions of $3.5 million and to tax exempt income of $1.8 million.

For the nine-month period ended September 30, 2018, the effective tax rate was 22.8%. The income tax expense of $63.6 million reflects a $10.9 million favourable variance versus an anticipated income tax expense of $74.5 million based on the Company's statutory tax rate of 26.7%. The favourable variance is mainly due to positive differences between the statutory rate and the effective rates in other jurisdictions of $9.5 million and to tax exempt income of $3.1 million.

Net income and adjusted net income

(unaudited) *(in thousands of dollars, except per share data)*	Third quarters ended September 30		Nine months ended September 30	
	2018	2017	**2018**	2017
Net income	**86,713**	98,774	**215,266**	37,796
Amortization of intangible assets related to business acquisitions, net of tax	**10,802**	9,870	**33,041**	28,224
Net change in fair value of derivatives, net of tax	**(225)**	(494)	**(253)**	(1,231)
Net foreign exchange (gain) loss, net of tax	**(92)**	428	**(719)**	1,833
Gain on sale of land and buildings and assets held for sale, net of tax	**(2,696)**	(59,735)	**(12,349)**	(67,134)
Impairment of intangible assets, net of tax	**-**	-	**-**	138,438
Adjusted net income[1]	**94,502**	48,843	**234,986**	137,926
Adjusted EPS – basic[1]	**1.08**	0.54	**2.67**	1.52
Adjusted EPS – diluted[1]	**1.04**	0.53	**2.58**	1.48

For the quarter ended September 30, 2018, TFI International's net income was $86.7 million compared to $98.8 million in Q3 2017. The decrease of $12.1 million is mainly attributable to a gain on sale of property of $59.7 million, net of tax, recorded in Q3 2017 offset by stronger operating income in Q3 2018 compared to last year's same quarter. The Company's adjusted net income[1], a non-IFRS measure, which excludes items listed in the above table, was $94.5 million this quarter compared to $48.8 million in Q3 2017, up a significant 93% or $45.7 million. Adjusted EPS, fully diluted, increased by 96% to $1.04.

For the nine-month period ended September 30, 2018, net income was $215.3 million compared to $37.8 million in the first nine months of 2017. The increase of $177.5 million is mainly attributable to stronger operating income and to the impairment of intangible assets of $138.4 million, net of tax, recorded in 2017, offset by lower gain on sale of property of $54.8 million, net of tax, recorded in 2018 compared to last year. The Company's adjusted net income was $235.0 million in 2018 compared to $137.9 million in 2017, up 70% or $97.1 million. Adjusted EPS, fully diluted, increased by 74% to $2.58.

[1] *Refer to the section "Non-IFRS financial measures".*

SEGMENTED RESULTS

To facilitate the comparison of business level activity and operating costs between periods, the Company compares the revenue before fuel surcharge ("revenue") and reallocates the fuel surcharge revenue to materials and services expenses within operating expenses. Note that "Total revenue" is not affected by this reallocation.

Selected segmented financial information

(unaudited) *(in thousands of dollars)*	Package and Courier	Less-Than-Truckload	Truckload	Logistics and Last Mile	Corporate	Eliminations	Total
Q3 2018							
Revenue before fuel surcharge[1]	**154,571**	**227,514**	**520,647**	**234,700**	**-**	**(9,992)**	**1,127,440**
% of total revenue[2]	**14%**	**21%**	**46%**	**19%**			**100%**
Adjusted EBITDA	**31,155**	**34,322**	**106,625**	**22,865**	**(4,993)**	**-**	**189,974**
Adjusted EBITDA margin[3]	**20.2%**	**15.1%**	**20.5%**	**9.7%**			**16.9%**
Operating income (loss)	**27,965**	**25,470**	**60,450**	**16,822**	**(5,624)**	**-**	**125,083**
Operating margin[3]	**18.1%**	**11.2%**	**11.6%**	**7.2%**			**11.1%**
Net capital expenditures[4, 5]	**6,294**	**11,811**	**61,375**	**577**	**213**		**80,270**
Q3 2017*							
Revenue before fuel surcharge[1]	150,760	216,987	485,114	229,812	-	(12,063)	1,070,610
% of total revenue[2]	14%	21%	45%	20%			100%
Adjusted EBITDA	27,702	21,606	66,567	18,887	(6,569)	-	128,193
Adjusted EBITDA margin[3]	18.4%	10.0%	13.7%	8.2%			12.0%
Operating income (loss)	23,577	14,139	16,737	13,269	(7,175)	-	60,547
Operating margin[3]	15.6%	6.5%	3.5%	5.8%			5.7%
Net capital expenditures[4, 6]	616	(115,924)	45,067	745	438		(69,058)
YTD 2018							
Revenue before fuel surcharge[1]	**455,723**	**670,326**	**1,536,424**	**718,137**	**-**	**(34,692)**	**3,345,918**
% of total revenue[2]	**14%**	**20%**	**46%**	**20%**			**100%**
Adjusted EBITDA	**88,676**	**84,797**	**281,331**	**69,793**	**(18,968)**	**-**	**505,629**
Adjusted EBITDA margin[3]	**19.5%**	**12.7%**	**18.3%**	**9.7%**			**15.1%**
Operating income (loss)	**78,805**	**59,351**	**143,813**	**51,648**	**(20,729)**	**-**	**312,888**
Operating margin[3]	**17.3%**	**8.9%**	**9.4%**	**7.2%**			**9.4%**
Total assets less intangible assets	**142,215**	**388,012**	**1,315,407**	**131,790**	**58,959**		**2,036,383**
Net capital expenditures[4, 5]	**9,428**	**9,396**	**113,590**	**1,753**	**(302)**		**133,865**
YTD 2017*							
Revenue before fuel surcharge[1]	449,318	673,353	1,493,147	730,551	-	(37,063)	3,309,306
% of total revenue[2]	14%	21%	45%	20%			100%
Adjusted EBITDA	76,788	63,397	206,811	58,492	(22,024)	-	383,464
Adjusted EBITDA margin[3]	17.1%	9.4%	13.9%	8.0%			11.6%
Operating income (loss)	64,981	39,729	55,155	40,804	(23,715)	-	176,954
Operating margin[3]	14.5%	5.9%	3.7%	5.6%			5.3%
Total assets less intangible assets	156,984	337,404	1,258,797	126,097	51,795		1,931,077
Net capital expenditures[4, 6]	6,422	(143,463)	117,550	1,216	673		(17,602)

(*) Recasted for changes in composition of reportable segments and changes in presentation (see note 4 of the unaudited condensed consolidated interim financial statements)

When the Company changes the structure of its internal organization in a manner that causes the composition of its reportable segments to change, the corresponding information for the comparative period is recasted to conform to the new structure. Effective January 1, 2018, the composition of reportable segments was modified to better reflect the nature of the Company's operations. In particular, the Same-Day / Last Mile delivery operating companies, which were previously included in the Package and Courier operating segment, and the Logistics operating companies are now part of a new segment named Logistics and Last Mile. Also, two Logistics operations, TLS Trailer Leasing Services and Centre Mécanique Henri-Bourassa, moved respectively into the LTL and the TL segments to which they primarily render services. Comparative figures have been restated.

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[1] *Includes intersegment revenue.*
[2] *Segment revenue including fuel and intersegment revenue to consolidated revenue including fuel and intersegment revenue.*
[3] *As a percentage of revenue before fuel surcharge.*
[4] *Additions to property and equipment, net of proceeds from sale of property and equipment and assets held for sale.*
[5] *YTD 2018 net capital expenditures include proceeds from the sale of property for consideration of $4.5 million in the LTL segment (nil in Q3), of $21.7 million in the TL segment ($5.5 million in Q3) and of $0.8 million in the corporate segment (nil in Q3).*
[6] *YTD 2017 net capital expenditures include proceeds from the sale of property for consideration of $148.3 million in the LTL segment ($117.5 million in Q3) and of $7.5 million in the TL segment (nil in Q3).*

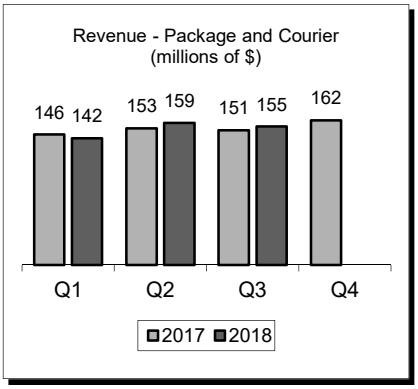
Package and Courier

(unaudited) - (in thousands of dollars)	Third quarters ended September 30				Nine months ended September 30			
	2018	**%**	2017*	%	**2018**	**%**	2017*	%
Total revenue	**178,812**		166,744		**524,128**		499,396	
Fuel surcharge	**(24,241)**		(15,984)		**(68,405)**		(50,078)	
Revenue	**154,571**	**100.0%**	150,760	100.0%	**455,723**	**100.0%**	449,318	100.0%
Materials and services expenses (net of fuel surcharge)	**64,637**	**41.8%**	65,450	43.4%	**189,792**	**41.6%**	192,111	42.8%
Personnel expenses	**45,312**	**29.3%**	44,916	29.8%	**136,198**	**29.9%**	139,602	31.1%
Other operating expenses	**13,485**	**8.7%**	12,715	8.4%	**41,124**	**9.0%**	40,978	9.1%
Depreciation of property and equipment	**2,850**	**1.8%**	3,418	2.3%	**8,815**	**1.9%**	10,474	2.3%
Amortization of intangible assets	**340**	**0.2%**	707	0.5%	**1,056**	**0.2%**	1,333	0.3%
Gain on sale of rolling stock and equipment	**(18)**	**0.0%**	(23)	0.0%	**(67)**	**0.0%**	(161)	0.0%
Operating income	**27,965**	**18.1%**	23,577	15.6%	**78,805**	**17.3%**	64,981	14.5%
Adjusted EBITDA	**31,155**	**20.2%**	27,702	18.4%	**88,676**	**19.5%**	76,788	17.1%
Gain on sale of land and buildings and assets held for sale	**-**		9,156		**-**		9,156	

(*) Recasted for changes in composition of reportable segments and changes in presentation (see note 4 of the unaudited condensed consolidated interim financial statements)

Revenue

For the quarter ended September 30, 2018, the Package and Courier segment's revenue increased by $3.8 million, or 3%, from $150.8 million to $154.6 million in 2018 mainly attributable to higher volume from new and existing customers combined with a volume resurgence due to the threat of strike at Canada Post in the last month of the quarter.

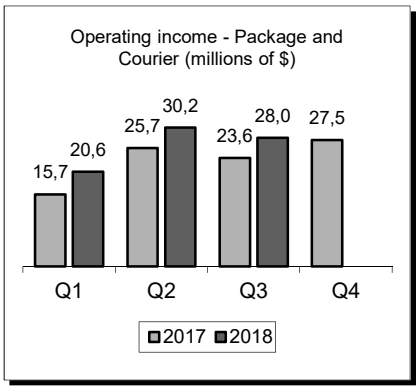


For the nine-month period ended September 30, 2018, revenue increased by $6.4 million, or 1%, from $449.3 million to $455.7 million.

Operating expenses

For the quarter ended September 30, 2018, the Package and Courier segment's operating expenses, net of fuel surcharge, decreased by $0.6 million from $127.2 million in Q3 2017 to $126.6 million. The operating expenses, net of fuel surcharge, remained approximately the same while revenue increased 3% from Q3 2017 to Q3 2018. This efficiency improvement was mainly attributable to the consolidation of routes and terminals which caused the materials and services expenses, net of fuel surcharge, to decrease 1.6 percentage points of revenue, and personnel expenses to decrease 0.5 percentage points of revenue.

For the nine-month period ended September 30, 2018, Package and Courier's operating expenses, net of fuel surcharge, decreased by $7.4 million, or 2%, from $384.3 million in 2017 to $376.9 million. Materials and services expenses, net of fuel surcharge, decreased by $2.3 million or 1.2 percentage points of revenue while personnel expenses decreased by $3.4 million or 1.2 percentage points of revenue as a result of benefits from previous quarters' rationalisations and $3.5 million in employee termination costs included in the same period last year.



Operating income

The Company's operating income in the Package and Courier segment for the quarter ended September 30, 2018 increased by 19% or $4.4 million compared to the third quarter of 2017, from $23.6 million to $28.0 million. The increase is attributable to improvements achieved in operating expenses and organic revenue growth. For the quarter ended September 30, 2018, the Package and Courier operating margin increased 2.5 percentage points year-over-year to 18.1%.

For the nine-month period ended September 30, 2018, operating income increased by 21% or $13.8 million compared to 2017, from $65.0 million to $78.8 million. The operating margin increased 2.8 percentage points year-over-year to 17.3% mainly due to efficiency gains.

Less-Than-Truckload

(unaudited) - (in thousands of dollars)	Third quarters ended September 30				Nine months ended September 30			
	2018	**%**	2017*	%	**2018**	**%**	2017*	%
Total revenue	**268,231**		244,283		**785,184**		760,081	
Fuel surcharge	**(40,717)**		(27,296)		**(114,858)**		(86,728)	
Revenue	**227,514**	**100.0%**	216,987	100.0%	**670,326**	**100.0%**	673,353	100.0%
Materials and services expenses (net of fuel surcharge)	**117,828**	**51.8%**	121,223	55.9%	**358,016**	**53.4%**	380,929	56.6%
Personnel expenses	**55,965**	**24.6%**	55,750	25.7%	**168,230**	**25.1%**	173,618	25.8%
Other operating expenses	**19,581**	**8.6%**	18,503	8.5%	**59,735**	**8.9%**	55,407	8.2%
Depreciation of property and equipment	**6,040**	**2.7%**	5,005	2.3%	**17,404**	**2.6%**	16,455	2.4%
Amortization of intangible assets	**2,812**	**1.2%**	2,462	1.1%	**8,042**	**1.2%**	7,213	1.1%
(Gain) loss on sale of rolling stock and equipment	**(182)**	**-0.1%**	(95)	0.0%	**(452)**	**-0.1%**	2	0.0%
Operating income	**25,470**	**11.2%**	14,139	6.5%	**59,351**	**8.9%**	39,729	5.9%
Adjusted EBITDA	**34,322**	**15.1%**	21,606	10.0%	**84,797**	**12.7%**	63,397	9.4%
Gain (loss) on sale of land and buildings and assets held for sale	**(61)**		60,968		**2,320**		69,231	

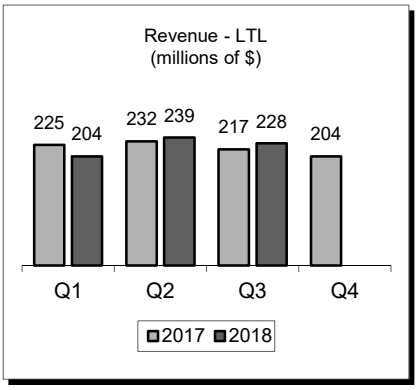
(*) Recasted for changes in composition of reportable segments and changes in presentation (see note 4 of the unaudited condensed consolidated interim financial statements)

Operational data	Third quarters ended September 30				Nine months ended September 30			
	2018	2017	Variance	%	**2018**	2017	Variance	%
Operating ratio	**88.8%**	93.5%			**91.1%**	94.1%		
Revenue per hundredweight (including fuel)	**$15.54**	$12.83	$2.71	21.1%	**$14.50**	$13.33	$1.17	8.8%
Revenue per hundredweight (excluding fuel)	**$13.18**	$11.40	$1.78	15.6%	**$12.38**	$11.81	$0.57	4.8%
Revenue per shipment (including fuel)	**$316.68**	$250.29	$66.39	26.5%	**$299.69**	$254.89	$44.80	17.6%
Tonnage (in thousands of tons)	**863**	952	(89)	-9.3%	**2,707**	2,852	(145)	-5.1%
Shipments (in thousands)	**847**	976	(129)	-13.2%	**2,620**	2,982	(362)	-12.1%
Average weight per shipment (in lbs)	**2,038**	1,951	87	4.5%	**2,066**	1,913	153	8.0%
Average length of haul (in miles)	**833**	794	39	4.9%	**827**	773	54	7.0%
Vehicle count, average	**1,081**	882	199	22.6%	**983**	917	66	7.2%
Revenue per week per vehicle (incl. fuel, in thousands of dollars)	**$19.09**	$21.30	($2.21)	-10.4%	**$20.48**	$21.25	($0.77)	-3.6%

On April 3, 2018, the Company acquired Normandin Transit Inc. ("Normandin"). Normandin provides LTL & TL freight shipments to and from U.S. or Canadian destinations and its results are included in the LTL segment.

Revenue

For the quarter ended September 30, 2018, revenue was $227.5 million, an increase of $10.5 million, or 5% when compared to the same period in 2017. This increase is mainly due to the Normandin acquisition. Excluding the Normandin acquisition, revenue decreased by 5% or $11.2 million mainly due to a 22% decrease in tonnage partially offset by a $1.5 million positive currency fluctuation. The decrease in tonnage before acquisition was the result of a 16% decrease in shipments combined with a 6% decrease in weight per shipment. That volume decrease was mostly due to the termination of unprofitable domestic Canadian shipments. For the quarter ended September 30, 2018, the LTL segment improved its yield as reflected by the 21.1% increase in revenue per hundredweight that went from $12.83 in Q3 2017 to $15.54 in Q3 2018.



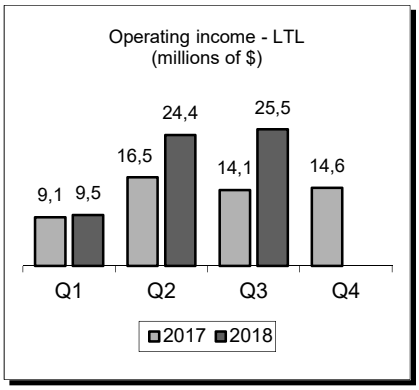
For the nine-month period ended September 30, 2018, revenue decreased $3.0 million or 0.4% to $670.3 million. Excluding acquisitions, revenue decreased 8% or $51.2 million.

Operating expenses

For the quarter ended September 30, 2018, materials and services expenses, net of fuel surcharge revenue, decreased $3.4 million, or 3%, mostly due to a reduction in subcontractor costs. Personnel expenses as a percentage of revenue decreased from 25.7% in 2017 to 24.6% in 2018. The reduction is mostly due to administrative salaries. Other operating expenses increased $1.1 million, or 6% in the third quarter of 2018. This increase was mostly related to additional rent incurred following a sale-and-leaseback transaction of 3 properties that occurred at the end of September 2017 and higher building repair and maintenance expenses. Excluding real estate costs, other operating expenses as a percentage of revenue slightly decreased from 3.6% in 2017 to 3.4% in 2018. Depreciation of property and equipment as a percentage of revenue increased from 2.3% in the third quarter of 2017 to 2.7% in the third quarter of 2018, attributable to the Normandin acquisition. The increase in amortization of intangible assets was also related to the Normandin acquisition.

For the nine-month period ended September 30, 2018, materials and services expenses, net of fuel surcharge, decreased $22.9 million, or 6%, due to a reduction in subcontractor cost partially offset rolling stock maintenance and repair costs. Personnel expenses as a percentage of revenue decreased from 25.8% in 2017 to 25.1% in 2018, mostly due to administrative salaries reduction. Other operating expenses as a percentage of revenue increased

from 8.2% in 2017 to 8.9% in 2018, all related to real estate costs. Depreciation of property and equipment as a percentage of revenue slightly increased from 2.4% in 2017 to 2.6% in 2018 and amortization of intangible assets also increased, both related to the Normandin acquisition.



Operating income

Operating income for the third quarter ended September 30, 2018 increased $11.3 million, or 80% when compared to the same period in 2017. Although volume decreased year-over-year, operating income was favorably impacted in 2018 by tight asset management, cost optimisation, a focus on more profitable customers, and continued improvements in route density as well as the Normandin acquisition. For a second quarter in a row, operating income as a percentage of revenue was above 10% and reached 11.2%, a very strong performance when compared to 6.5% for the same period in 2017. The third quarter of 2018 operating ratio was 88.8%, a 4.7 percentage point improvement when compared to 93.5% in the same period in 2017.

For the nine-month period ended September 30, 2018, operating income increased $19.6 million to $59.4 million. The operating ratio also improved 3.0 percentage points, from 94.1% in 2017 to 91.1% in 2018.

Gain on sale of property

For the nine-month period ended September 30, 2018, a $2.3 million gain on sale of assets held for sale was recorded following the sale of three properties for a total consideration of $4.5 million.

Truckload

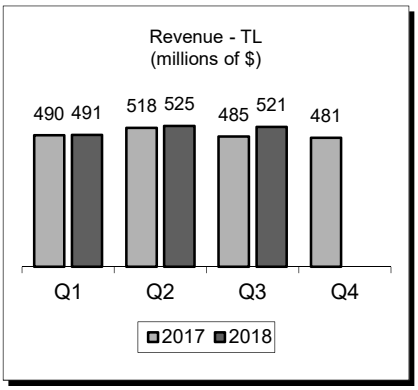
(unaudited) - (in thousands of dollars)	Third quarters ended September 30				Nine months ended September 30			
	2018	**%**	2017*	%	**2018**	**%**	2017*	%
Total revenue	**604,759**		541,823		**1,778,704**		1,671,956	
Fuel surcharge	**(84,112)**		(56,709)		**(242,280)**		(178,809)	
Revenue	**520,647**	**100.0%**	485,114	100.0%	**1,536,424**	**100.0%**	1,493,147	100.0%
Materials and services expenses (net of fuel surcharge)	**232,648**	**44.7%**	248,359	51.2%	**720,687**	**46.9%**	757,216	50.7%
Personnel expenses	**166,109**	**31.9%**	154,060	31.8%	**488,119**	**31.8%**	482,618	32.3%
Other operating expenses	**17,869**	**3.4%**	15,815	3.3%	**51,883**	**3.4%**	49,556	3.3%
Depreciation of property and equipment	**39,665**	**7.6%**	42,334	8.7%	**116,782**	**7.6%**	130,257	8.7%
Amortization of intangible assets	**6,510**	**1.3%**	7,496	1.5%	**20,736**	**1.3%**	21,399	1.4%
Gain (loss) on sale of rolling stock and equipment	**(2,604)**	**-0.5%**	313	0.1%	**(5,596)**	**-0.4%**	(3,054)	-0.2%
Operating income	**60,450**	**11.6%**	16,737	3.5%	**143,813**	**9.4%**	55,155	3.7%
Adjusted EBITDA	**106,625**	**20.5%**	66,567	13.7%	**281,331**	**18.3%**	206,811	13.9%
Gain on sale of land and buildings and assets held for sale	**3,208**		-		**11,628**		97	
Impairment of intangible assets	**-**		-		**-**		(129,770)	

(*) Recasted for changes in composition of reportable segments and changes in presentation (see note 4 of the unaudited condensed consolidated interim financial statements)

Operational data *(all Canadian dollars unless otherwise specified)*	Third quarters ended September 30				Nine months ended September 30			
	2018	2017	Variance	%	**2018**	2017	Variance	%
U.S. based Conventional TL								
Revenue (in thousands of U.S. dollars)	**171,766**	165,833	5,933	3.6%	**510,532**	517,332	(6,800)	-1.3%
Operating ratio	**92.4%**	106.0%			**95.0%**	103.8%		
Total mileage (in thousands)	**94,735**	102,795	(8,060)	-7.8%	**290,537**	323,892	(33,355)	-10.3%
Tractor count, average	**3,109**	3,329	(220)	-6.6%	**3,093**	3,577	(484)	-13.5%
Trailer count, average	**11,210**	11,362	(152)	-1.3%	**11,205**	11,322	(117)	-1.0%
Tractor age	**2.1**	2.5	(0.4)	-16.0%	**2.1**	2.5	(0.4)	-16.0%
Trailer age	**6.8**	6.2	0.6	9.7%	**6.8**	6.2	0.6	9.7%
Number of owner operators, average	**425**	590	(165)	-28.0%	**473**	641	(168)	-26.2%
Canadian based Conventional TL								
Revenue (in thousands of dollars)	**78,154**	74,073	4,081	5.5%	**234,288**	227,495	6,793	3.0%
Operating ratio	**85.2%**	92.2%			**87.5%**	92.5%		
Total mileage (in thousands)	**26,139**	28,060	(1,921)	-6.8%	**80,148**	91,425	(11,277)	-12.3%
Tractor count, average	**700**	748	(48)	-6.4%	**714**	767	(53)	-6.9%
Trailer count, average	**3,182**	3,146	36	1.1%	**3,102**	3,142	(40)	-1.3%
Tractor age	**2.8**	2.8	0.0	0.0%	**2.8**	2.8	0.0	0.0%
Trailer age	**5.6**	5.4	0.2	3.7%	**5.6**	5.4	0.2	3.7%
Number of owner operators, average	**371**	424	(53)	-12.5%	**368**	437	(69)	-15.7%
Specialized TL								
Revenue (in thousands of dollars)	**220,333**	203,384	16,949	8.3%	**650,025**	588,847	61,178	10.4%
Operating ratio	**85.6%**	88.6%			**87.4%**	89.2%		
Tractor count, average	**1,439**	1,343	96	7.1%	**1,407**	1,313	94	7.2%
Trailer count, average	**4,541**	4,696	(155)	-3.3%	**4,597**	4,577	20	0.4%
Tractor age	**3.6**	3.5	0.1	2.9%	**3.6**	3.5	0.1	2.9%
Trailer age	**10.2**	10.8	(0.6)	-5.6%	**10.2**	10.8	(0.6)	-5.6%
Number of owner operators, average	**1,054**	1,176	(122)	-10.4%	**1,079**	1,175	(96)	-8.2%

Revenue

The TL segment produced record results for a second quarter in a row, including a fourth consecutive quarter of improved U.S. TL margins. For the quarter ended September 30, 2018, TL revenue increased by $35.5 million or 7%, from $485.1 million in Q3 2017 to $520.6 million. Business acquisitions contributed $14.7 million to the TL segment and $13.2 million is due to favourable currency fluctuations. This suggests $7.6 million or 2% of organic growth within the TL segment mainly due to improved pricing. In fact, while revenue increased compared to the same quarter last year, mileage decreased which indicates a strong improvement in revenue per mile along with better management of the existing trucking network. Average revenue per total mile for conventional TL operations increased 13% in the U.S. and 6% in Canada compared to Q3 2017.

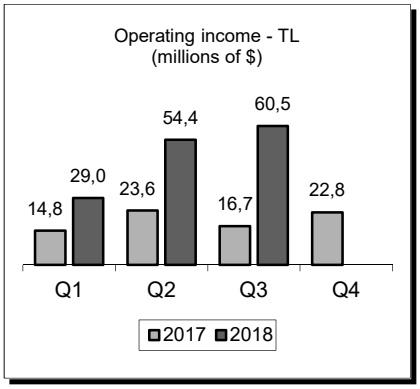


As part of its asset-light strategy, the TL segment increased its brokerage revenue by 20%, or $11.3 million, to $67.9 million compared to the same quarter last year.

For the nine-month period ended September 30, 2018, TL revenue increased by $43.3 million or 3% from $1,493.1 million in 2017 to $1,536.4 million in 2018. This increase is due to recent business acquisitions which contributed $38.0 million while unfavourable currency fluctuations reduced revenue by $14.2 million. This resulted in an organic growth of $19.5 million explained mainly by higher revenue per mile. On the brokerage side, revenue increased by 26% or $42.9 million while margins were steady.

Operating expenses

For the quarter ended September 30, 2018, operating expenses, net of fuel surcharge, decreased by $8.2 million or 2% from $468.4 million in Q3 2017 to $460.2 million in Q3 2018. The TL segment continues to improve its cost structure and increase the productivity of its assets. The decline in miles positively impacted the costs related to repairs and maintenance, and indirectly reduced accident related costs. Personnel expenses slightly increased by 0.1 percentage points of revenue. Driver pay and retention remain challenging throughout the trucking industry and the Company is focused on cost effective methods of recruiting and retaining drivers. Although cost and efficiency improvements were seen this quarter, the Company continues to focus on being cost-conscious and its priority remains to improve the efficiency and profitability of its existing fleet and network of independent contractors.



For the nine-month period ended September 30, 2018, TL operating expenses, net of fuel surcharge, decreased by $45.4 million or 3% which is attributable primarily to reduced miles.

Operating income

The Company's operating income in the TL segment for the quarter ended September 30, 2018 reached $60.5 million from $16.7 million in the prior year period which represents an increase of 261%, mainly due to higher revenue per mile, lower costs, more miles per tractor, and a more efficient truckload freight network. Initiatives aimed at equipment cost reductions have continued to yield positive results including

lower repairs and maintenance costs due to a newer fleet. Operating margin increased to 11.6% compared to 3.5% in 2017. Individually, each TL operating segment was able to significantly improve its operating ratio.

For the nine-month period ended September 30, 2018, the TL segment increased its operating income by $88.7 million or 161% from $55.2 million in 2017 to $143.8 million in 2018.

Gain on sale of land and buildings and assets held for sale

For the quarter ended September 30, 2018, the Company disposed of five properties for a total consideration of $5.5 million, creating a gain of $3.2 million.

For the nine-month period ended September 30, 2018, the Company disposed of eight properties generating $11.6 million in gains while adding $21.7 million of cash inflows.

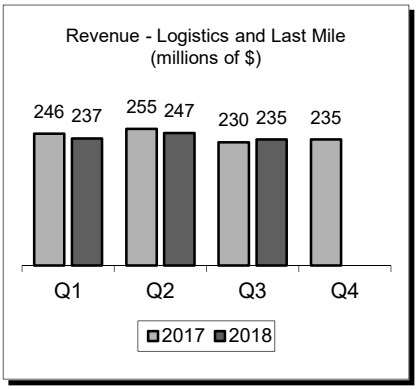
Logistics and Last Mile

(unaudited) - (in thousands of dollars)	Third quarters ended September 30				Nine months ended September 30			
	2018	**%**	2017*	%	**2018**	**%**	2017*	%
Total revenue	**247,255**		237,087		**753,196**		752,939	
Fuel surcharge	**(12,555)**		(7,275)		**(35,059)**		(22,388)	
Revenue	**234,700**	**100.0%**	229,812	100.0%	**718,137**	**100.0%**	730,551	100.0%
Materials and services expenses (net of fuel surcharge)	**163,855**	**69.8%**	161,703	70.4%	**496,312**	**69.1%**	516,868	70.8%
Personnel expenses	**32,109**	**13.7%**	34,526	15.0%	**102,451**	**14.3%**	106,814	14.6%
Other operating expenses	**15,882**	**6.8%**	14,784	6.4%	**49,702**	**6.9%**	48,542	6.6%
Depreciation of property and equipment	**729**	**0.3%**	963	0.4%	**2,195**	**0.3%**	3,020	0.4%
Amortization of intangible assets	**5,314**	**2.3%**	4,655	2.0%	**15,950**	**2.2%**	14,668	2.0%
Gain on sale of rolling stock and equipment	**(11)**	**0.0%**	(88)	0.0%	**(121)**	**0.0%**	(165)	0.0%
Operating income	**16,822**	**7.2%**	13,269	5.8%	**51,648**	**7.2%**	40,804	5.6%
Adjusted EBITDA	**22,865**	**9.7%**	18,887	8.2%	**69,793**	**9.7%**	58,492	8.0%
Loss on sale of land and buildings	**(7)**		(26)		**(7)**		(112)	
Impairment of intangible assets	**-**		-		**-**		(13,211)	

(*) Recasted for changes in composition of reportable segments and changes in presentation (see note 4 of the unaudited condensed consolidated interim financial statements)

Revenue

For the quarter ended September 30, 2018, revenue for the Logistics and Last Mile segment increased by 2% or $4.9 million year-over-year, from $229.8 million to $234.7 million. Excluding business acquisitions, revenue decreased by 2%, or $5.5 million, mainly attributable to lower volumes and non-recurring business in the prior year period of $12.0 million offset by a positive currency fluctuation of $6.5 million. Approximately 58% of the Logistics and Last Mile segment's revenues in the quarter were generated from operations in the U.S., 40% in Canada, and 2% in Mexico.

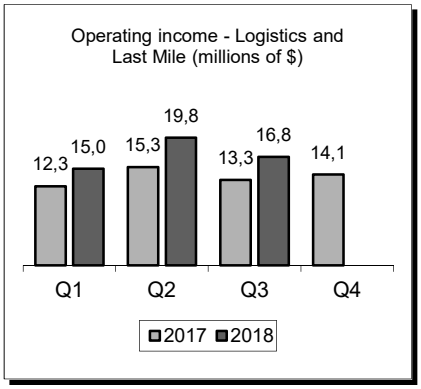


For the nine-month period ended September 30, 2018, revenue decreased by 2% or $12.5 million year-over-year, from $730.6 million to $718.1 million. Excluding business acquisition, revenue decreased by 6%, or $44.7 million.

Operating expenses

For the quarter ended September 30, 2018, operating expenses, net of fuel surcharge, increased 1% or $1.4 million compared to the third quarter of 2017, from $216.5 million to $217.9 million. Excluding business acquisitions, operating expenses, net of fuel surcharge, decreased 4% or $9.5 million in the third quarter of 2018. Excluding business acquisitions, materials and services expenses, net of fuel surcharge, representing 69.8% of revenue, decreased by $5.1 million, an improvement of 0.6 percentage points of revenue when compared to last year's same quarter. Excluding business acquisitions, personnel expenses decreased by $3.6 million, an improvement of 1.2 percentage points of revenue.

For the nine-month period ended September 30, 2018, operating expenses, net of fuel surcharge, decreased by 3% or $23.2 million compared to 2017, from $689.7 million to $666.5 million. This decrease was mostly attributable to lower materials and services expenses, net of fuel surcharge, as a percentage of revenue.



Operating income

Operating income in the Logistics and Last Mile segment for the quarter ended September 30, 2018 increased 27% or $3.5 million compared to the third quarter of 2017, from $13.3 million to $16.8 million. The Logistics and Last Mile segment's operating margin increased 1.4 percentage points year-over-year mainly as a result of higher quality of revenue and cost efficiency measures.

For the nine-month period ended September 30, 2018, operating income increased 27% or $10.8 million compared to 2017, from $40.8 million to $51.6 million. The Logistics and Last Mile segment's operating margin increased 1.6 percentage points to reach 7.2%.

LIQUIDITY AND CAPITAL RESOURCES

Sources and uses of cash

(unaudited) *(in thousands of dollars)*	Third quarters ended September 30		Nine months ended September 30	
	2018	2017	**2018**	2017
Sources of cash:				
Net cash from operating activities from continuing operations	**166,557**	128,912	**369,655**	256,453
Proceeds from sale of property and equipment	**23,261**	29,404	**55,590**	67,940
Proceeds from sale of assets held for sale	**4,923**	117,459	**26,444**	155,639
Net variance in cash and bank indebtedness	**-**	-	**3,495**	20,903
Others	**12,354**	2,414	**16,947**	11,093
Total sources	**207,095**	278,189	**472,131**	512,028
Uses of cash:				
Purchases of property and equipment	**96,250**	83,377	**201,296**	192,998
Business combinations, net of cash acquired	**9,332**	2,580	**75,112**	88,267
Net variance in cash and bank indebtedness	**9,234**	2,406	**-**	-
Net repayment of long-term debt	**65,721**	162,957	**57,787**	73,501
Dividends paid	**18,374**	17,121	**55,621**	51,930
Repurchase of own shares	**5,564**	8,476	**77,731**	50,985
Net cash used in discontinued operations	**-**	11	**-**	52,424
Others	**2,620**	1,261	**4,584**	1,923
Total usage	**207,095**	278,189	**472,131**	512,028

Cash flow from operating activities from continuing operations

For the nine-month period ended September 30, 2018, net cash from operating activities from continuing operations significantly increased by 44% from $256.5 million in 2017 to $369.7 million. This $113.2 million increase is mainly attributable to higher cash flow from operating activities from continuing operations before net change in non-cash operating working capital of $112.9 million. The net change in non-cash operating working capital was negative $20.8 million in 2018, compared to negative $21.0 million in 2017.

Cash flow from operating activities from discontinued operations

For the nine-month period ended September 30, 2017, discontinued operations had negative cash flow of $52.4 million mainly attributable to the balance of income tax due on the gain on the sale of the Waste group, realized in February 2016, which was paid in January 2017.

Cash flow used in investing activities

Property and equipment

The following table presents the additions of property and equipment by category for the three- and nine-month periods ended September 30, 2018 and 2017.

(unaudited) *(in thousands of dollars)*	Third quarters ended September 30		Nine months ended September 30	
	2018	2017	**2018**	2017
Additions to property and equipment:				
Purchases as stated on cash flow statements	**96,250**	83,377	**201,296**	192,998
Non-cash adjustments	**12,204**	(5,572)	**14,603**	12,979
	108,454	77,805	**215,899**	205,977
Additions by category:				
Land and buildings	**7,853**	2,975	**11,787**	5,877
Rolling stock	**95,787**	71,415	**192,939**	190,096
Equipment	**4,814**	3,415	**11,173**	10,004
	108,454	77,805	**215,899**	205,977

The Company invests in new equipment to maintain its quality of service while keeping maintenance costs low. Its capital expenditures reflect the level of reinvestment required to keep its equipment in good order as well as maintain a strategic allocation of its capital resources. In line with its asset light model, increasing the use of independent contractors to replace owned equipment is beneficial for the Company as it reduces capital needs to serve customers. The Company intends to further pursue this conversion strategy, particularly given the recent business acquisitions that still operates with more invested capital.

In the normal course of activities, the Company constantly renews its rolling stock equipment generating regular proceeds and gain or loss on disposition. The following table indicates the proceeds and gains or losses from sale of property and equipment and assets held for sale by category for the three- and nine-month periods ended September 30, 2018 and 2017.

(unaudited) *(in thousands of dollars)*	Third quarters ended September 30		Nine months ended September 30	
	2018	2017	**2018**	2017
Proceeds by category:				
Land and buildings	**5,504**	117,469	**27,032**	155,839
Rolling stock	**22,638**	29,394	**54,954**	67,698
Equipment	**42**	-	**48**	42
	28,184	146,863	**82,034**	223,579
Gains (losses) by category:				
Land and buildings	**3,140**	70,098	**14,353**	78,372
Rolling stock	**2,834**	(71)	**6,300**	3,415
Equipment	**(19)**	(36)	**(64)**	(81)
	5,955	69,991	**20,589**	81,706

For the nine-month period ended September 30, 2018, the Company disposed of 12 properties for total consideration of $27.0 million ($155.8 million in the same period in 2017), generating a gain of $14.4 million.

Business acquisitions

For the nine-month period ended September 30, 2018, cash used in business acquisitions totalled $75.1 million ($88.3 million in the same period in 2017).

In 2018, the Company acquired three businesses. Refer to the section of this report entitled "2018 business acquisitions" and further information can be found in note 5 of the September 30, 2018 unaudited condensed consolidated interim financial statements.

Free cash flow from continuing operations

(unaudited) *(in thousands of dollars, except per share data)*	Third quarters ended September 30		Nine months ended September 30	
	2018	2017	**2018**	2017
Net cash from operating activities from continuing operations	**166,557**	128,912	**369,655**	256,453
Additions to property and equipment	**(108,454)**	(77,805)	**(215,899)**	(205,977)
Proceeds from sale of property and equipment	**23,261**	29,404	**55,590**	67,940
Proceeds from sale of assets held for sale	**4,923**	117,459	**26,444**	155,639
Free cash flow from continuing operations[1]	**86,287**	197,970	**235,790**	274,055

The Company's objectives when managing its cash flow from operations are to ensure proper capital investment in order to provide stability and competitiveness to its operations, to ensure sufficient liquidity to pursue its growth strategy, and to undertake selective business acquisitions within a sound capital structure and a solid financial position.

For the nine-month period ended September 30, 2018, TFI International generated free cash flow from continuing operations of $235.8 million, compared to $274.1 million in 2017, which represents a year-over-year decrease of $38.3 million. This decrease is mainly due to lower proceeds from the sale of assets held for sale of $129.2 million offset by higher net cash from operating activities from continuing operations of $113.2 million.

Based on the September 30, 2018 closing share price of $46.88, the free cash flow from continuing operations generated by the Company in the last twelve months ($338.2 million) represented a yield of 8.2%.

Financial position

(unaudited) *(in thousands of dollars)*	**As at September 30, 2018**	As at December 31, 2017	As at December 31, 2016
Total assets	**3,890,721**	3,727,628	4,026,879
Long-term debt	**1,473,072**	1,498,396	1,584,815
Shareholders' equity	**1,544,740**	1,415,124	1,458,650
Debt-to-equity ratio[2]	**0.95**	1.06	1.09
Debt-to-capitalization ratio[3]	**0.49**	0.51	0.52

Compared to December 31, 2017, the Company's total assets increased mainly as a result of business acquisitions and to U.S. denominated assets converting at a higher rate. The debt-to-equity ratio and the debt-to-capitalization ratio were similar to those of December 31, 2017. The Company's current financial position reflects an appropriate debt level to further pursue its acquisition strategy. Strict cash flow management and cash flow generated from operations have allowed the Company to pursue debt reductions as appropriate.

As at September 30, 2018, the Company's working capital (current assets less current liabilities) was $33.0 million compared to $116.7 million as at December 31, 2017. The decrease is mainly attributable to a $75.0 million term loan due within 12 months that is now presented in current liabilities.

Contractual obligations

The following table indicates the Company's contractual obligations with their respective maturity dates at September 30, 2018, excluding future interest payments.

(unaudited) *(in thousands of dollars)*	**Total**	**Less than 1 year**	**1 to 3 years**	**3 to 5 years**	**After 5 years**
Unsecured revolving facility – *June 2022*	**645,760**	-	-	645,760	-
Term loan – *June 2020 & 2021*	**500,000**	-	500,000	-	-
Unsecured debentures – *December 2020*	**125,000**	-	125,000	-	-
Term loan – *August 2019*	**75,000**	75,000	-	-	-
Finance lease liabilities	**10,980**	5,508	4,013	1,418	41
Conditional sales contracts and other long-term debt	**121,454**	47,302	48,458	25,371	323
Operating leases and other commitments (see commitments)	**635,906**	254,052	167,166	88,882	125,806
Total contractual obligations	**2,114,100**	**381,862**	**844,637**	**761,431**	**126,170**

As at September 30, 2018, the Company had $39.0 million of outstanding letters of credit ($40.1 million on December 31, 2017).

On May 9, 2018, the Company extended its existing revolving credit facility, by one year, to June 2022.

On May 9, 2018, the Company extended the maturity of the $500 million term loan by one year for each tranche. This term loan is within the confines of the credit facility for the specific purpose of acquiring CFI. It remains at a total of $500 million, with $200 million now due in June 2020 and $300 million

[1] *Refer to the section "Non-IFRS financial measures".*
[2] *Long-term debt divided by shareholders' equity.*
[3] *Long-term debt divided by the sum of shareholders' equity and long-term debt.*

due in June 2021. Early repayment in part or whole is permitted, and will permanently reduce the amount borrowed. The terms and conditions of the facility are the same as the credit facility and it is subject to the same covenants.

The following table indicates the Company's financial covenants to be maintained under its credit facility. These covenants are measured on a consolidated rolling twelve-month basis:

Covenants	*Requirements*	*As at September 30, 2018*
Funded debt-to-EBITDA ratio [ratio of total debt plus letters of credit and some other long-term liabilities to earnings before interest, income tax, depreciation and amortization ("EBITDA"), including last twelve months adjusted EBITDA from business acquisitions]	< 3.50	2.32
EBITDAR-to-interest and rent ratio [ratio of EBITDAR (EBITDA before rent and including last twelve months adjusted EBITDAR from business acquisitions) to interest and net rent expenses]	> 1.75	3.69

Commitments, contingencies and off-balance sheet arrangements

The following table indicates the Company's commitments with their respective terms at September 30, 2018.

(unaudited) *(in thousands of dollars)*	Total	Less than 1 year	1 to 3 years	3 to 5 years	After 5 years
Operating leases – rolling stock	**94,462**	40,017	43,112	11,249	84
Operating leases – real estate & others	**415,081**	87,672	124,054	77,633	125,722
Other commitments	**126,363**	126,363	-	-	-
Total off-balance sheet obligations	**635,906**	**254,052**	**167,166**	**88,882**	**125,806**

Long-term real estate leases, totalling $415.1 million, include 11 significant real estate commitments for an aggregate value of $232.9 million, which expire between 2024 and 2035. A total of 268 properties constitute the remaining real estate operating leases.

Dividends and outstanding share data

Dividends

The Company declared $18.5 million in dividends, or 21 cents per common share, in the third quarter of 2018. For the nine-month period ended September 30, 2018, dividends declared were $55.4 million, or 63 cents per common share.

On October 22, 2018, the Board of Directors of TFI has approved a $0.24 quarterly dividend, a 14% increase over its previous quarterly dividend of $0.21 per share, effective as of the next regular dividend payment.

NCIB on common shares

Pursuant to the renewal of the normal course issuer bid ("NCIB"), which began on October 2, 2018 and will expire on October 1, 2019, the Company is authorized to repurchase for cancellation up to a maximum of 6,000,000 of its common shares under certain conditions. The Board of TFI International believes that, at appropriate times, repurchasing its shares through the NCIB represents a good use of TFI International's financial resources, as such action can protect and enhance shareholder value when opportunities or volatility arise.

For the nine-month period ended September 30, 2018, the Company repurchased 2,180,348 common shares (2017 – 1,830,726) at a price ranging from $32.18 to $40.99 for a total purchase price of $77.7 million (as compared to $51.0 million in the same period in 2017).

Outstanding shares, stock options and restricted share units

A total of 87,969,542 common shares were outstanding as at September 30, 2018 (December 31, 2017 – 89,123,588). There was no significant change in the Company's outstanding share capital between September 30, 2018 and October 22, 2018.

As at September 30, 2018, the number of outstanding options to acquire common shares issued under the Company's stock option plan was 5,048,489 (December 31, 2017 – 5,493,286) of which 3,866,310 were exercisable (December 31, 2017 – 4,169,819). On February 20, 2018, the Board of Directors approved the grant of 617,735 stock options under the Company's stock option plan. Each stock option entitles the holder to purchase one common share of the Company at an exercise price based on the closing price of the volume weighted average trading price of the Company's shares for the last five trading days immediately preceding the effective date of the grant.

As at September 30, 2018, the number of restricted share units (''RSUs'') granted under the Company's equity incentive plan to its senior employees was 301,407 (December 31, 2017 – 206,396). On February 20, 2018, the Board of Directors approved the grant of 95,243 RSUs under the Company's equity incentive plan. The RSUs will vest in December of the second year following the grant date. Upon satisfaction of the required service period, the plan provides for settlement of the award through shares.

Legal proceedings

The Company is involved in litigation arising from the ordinary course of business primarily involving claims for bodily injury and property damage. It is not feasible to predict or determine the outcome of these or similar proceedings. However, the Company believes the ultimate recovery or liability, if any, resulting from such litigation individually or in total would not materially adversely affect the Company's financial condition or performance and, if necessary, has been provided for in the financial statements.

Subsequent event

On October 1, 2018, the Company completed the acquisition of Gorski Bulk Transport ("Gorski"). Headquartered in Oldcastle, Ontario, Gorski specializes in the tank truck transportation of liquid and dry bulk commodities throughout North America with a focus on cross-border shipments.

OUTLOOK

The North American economy continues to grow and economic conditions are favourable for the transportation and logistics industry. Unemployment is at multi-decade lows, consumer confidence is high, and 2017's U.S. tax law changes have helped to create a constructive macroeconomic backdrop. As a result, the Company expects upward pressure on freight volumes and shipping rates to continue.

Potential risks in this environment include, among other things, the possibility of more pronounced driver shortages and accompanying upward pressure on wages, increasing fuel, insurance, interest rate and other costs. In addition, while the U.S., Canada and Mexico have tentatively reached a trade agreement replacing NAFTA, a continually evolving international trade environment could result in higher tariffs that could slow business expansion.

In addition to monitoring the economic outlook, TFI International expects to further improve efficiency, rationalize its assets, tightly control costs, and execute a disciplined acquisition strategy in the fragmented North American transportation and logistics market.

In Package and Courier, TFI's priorities include optimizing the business mix and asset utilization, improving efficiency, and generating additional savings through the consolidation of routes and terminals, administration and IT platforms.

In LTL, TFI remains disciplined in adapting supply to demand, as overcapacity continues to affect the industry. The Company expects to continue to emphasize major cities, cross-border, and high-density regions to enhance value, is focused on further cost rationalization, especially for its domestic Canadian business, and is leveraging its capabilities in asset-light intermodal activities that it believes will generate higher returns.

In TL, TFI is cost-conscious and focused on improving the efficiency and profitability of its existing fleet and network of independent contractors. TFI's operating ratio are expected to continue to improve in the U.S., as well as in Canada for both conventional and specialized operations.

In Logistics and Last Mile, the Company believes both online and conventional retailers increasingly view last mile delivery solutions as strategic to their business, and e-commerce continues to increase as a share of overall retail sales. TFI expects to continue to benefit from its extensive logistics experience and last mile infrastructure.

TFI International aims to distinguish itself by providing innovative, value-added solutions to its growing North American customer base. The Company is embracing an asset-light business model, and deploying capital toward initiatives that it believes provide strong returns and solid cash flow. In the short term, TFI expects to use its cash flow for opportunistic share repurchases, dividends, debt reimbursement, and acquisitions.

TFI International believes it is uniquely positioned to benefit from the current dynamics in the North American freight environment, including the continued strength across the Canadian and U.S. transportation markets. Management believes that adherence to its operating principles, with the same discipline and rigour that have made the Company a North American leader in the transportation and logistics industry, will continue to grow shareholder value.

SUMMARY OF EIGHT MOST RECENT QUARTERLY RESULTS

(unaudited) - (in millions of dollars, except per share data)	Q3'18	Q2'18	Q1'18	Q4'17	Q3'17	Q2'17	Q1'17	Q4'16
Total revenue*	1,287.6	1,317.7	1,196.5	1,192.9	1,176.6	1,263.8	1,204.1	1,168.0
Adjusted EBITDA[1]	190.0	186.7	129.0	131.0	128.2	145.7	109.5	127.9
Operating income	125.1	122.0	65.9	66.8	60.5	74.3	42.1	69.7
Net income (loss)	86.7	80.4	48.2	120.2	98.8	(75.0)	14.1	45.3
EPS – basic	0.99	0.92	0.54	1.34	1.10	(0.82)	0.15	0.50
EPS – diluted	0.96	0.89	0.53	1.31	1.07	(0.82)	0.15	0.48
Adjusted net income[1]	94.5	89.7	50.8	54.6	48.8	56.2	32.9	50.6
Adjusted EPS - diluted[1]	1.04	0.99	0.56	0.60	0.53	0.60	0.35	0.54

(*) Recasted for changes in presentation (see note 3 of the unaudited condensed consolidated interim financial statements).

The differences between the quarters are mainly the result of seasonality (softer in Q1) and business acquisitions. Higher 2018 operating income was also driven by strong execution across the organization, increased quality of revenue, cost efficiencies and improvement in the Company's U.S. TL operating segment. In Q4 2017, higher net income, as well as higher basic and diluted EPS, is mainly due to an income tax gain for $76.1 million as a result of the U.S. tax reform. In Q3 2017, higher net income, as well as higher basic and diluted EPS, is mainly due to gain on sale of property for $70.1 million, $59.7 million after-tax. In Q2 2017, the Company recorded a net loss and negative basic and diluted EPS principally due to a goodwill impairment in its U.S. TL operating segment of $129.8 million (no tax impact on this impairment).

NON-IFRS FINANCIAL MEASURES

Financial data have been prepared in conformity with IFRS, including the following measures:

Operating expenses: Operating expenses, as defined in the unaudited condensed consolidated interim financial statements.

Operating income (loss): Net income or loss before finance income and costs, income tax expense (recovery), gain or loss on sale of land and buildings and assets held for sale, and impairment of intangible assets, as stated in the unaudited condensed consolidated interim financial statements.

This MD&A includes references to certain non-IFRS financial measures as described below. These non-IFRS measures do not have any standardized meanings prescribed by IFRS and are therefore unlikely to be comparable to similar measures presented by other companies. Accordingly, they should not be considered in isolation, in addition to, not as a substitute for or superior to, measures of financial performance prepared in accordance with IFRS. The terms and definitions of IFRS and non-IFRS measures used in this MD&A and a reconciliation of each non-IFRS measure to the most directly comparable IFRS measure are provided below or in the MD&A.

Adjusted net income: Net income or loss excluding amortization of intangible assets related to business acquisitions, net change in the fair value of derivatives, net foreign exchange gain or loss, gain or loss on sale of land and buildings and assets held for sale and impairment of intangible assets, net of tax, and impact from the U.S. tax reform. In presenting an adjusted net income and adjusted EPS, the Company's intent is to help provide an understanding of what would have been the net income and earnings per share in a context of significant business combinations and excluding specific impacts and to reflect earnings from a strictly operating perspective. The amortization of intangible assets related to business acquisitions comprises amortization expense of customer relationships, trademarks and non-compete agreements accounted for in business combinations and the income tax effects related to this amortization. Management also believes, in excluding amortization of intangible assets related to business acquisitions, it provides more information on the amortization of intangible asset expense portion, net of tax, that will not have to be replaced to preserve the Company's ability to generate similar future cash flows. The Company excludes these items because they affect the comparability of its financial results and could potentially distort the analysis of trends in its business performance. Excluding these items does not imply they are necessarily non-recurring. See reconciliation on page 7.

Adjusted earnings per share (adjusted "EPS") - basic: Adjusted net income divided by the weighted average number of common shares.

Adjusted EPS - diluted: Adjusted net income divided by the weighted average number of diluted common shares.

Adjusted EBITDA: Net income or loss before finance income and costs, income tax expense (recovery), depreciation, amortization, gain or loss on sale of land and buildings and assets held for sale and impairment of intangible assets. **Segmented adjusted EBITDA** refers to operating income (loss) before depreciation and amortization. Management believes adjusted EBITDA to be a useful supplemental measure. Adjusted EBITDA is provided to assist in determining the ability of the Company to assess its performance.

[1] *Refer to the section "Non-IFRS financial measures".*

Consolidated adjusted EBITDA reconciliation:

(unaudited) *(in thousands of dollars)*	Third quarters ended September 30		Nine months ended September 30	
	2018	2017	**2018**	2017
Net income	**86,713**	98,774	**215,266**	37,796
Net finance costs	**16,907**	16,626	**48,346**	47,578
Income tax expense	**24,603**	15,245	**63,629**	26,971
Depreciation of property and equipment	**49,601**	52,079	**146,100**	161,259
Amortization of intangible assets	**15,290**	15,567	**46,641**	45,251
(Gain) loss on sale of land and buildings	**(212)**	17	**(212)**	162
Gain on sale of assets held for sale	**(2,928)**	(70,115)	**(14,141)**	(78,534)
Impairment of intangible assets	**-**	-	**-**	142,981
Adjusted EBITDA	**189,974**	128,193	**505,629**	383,464

Segmented adjusted EBITDA reconciliation:

(unaudited) *(in thousands of dollars)*	Third quarters ended September 30		Nine months ended September 30	
	2018	2017	**2018**	2017
Package and Courier				
Operating income	**27,965**	23,577	**78,805**	64,981
Depreciation of property and equipment	**2,850**	3,418	**8,815**	10,474
Amortization of intangible assets	**340**	707	**1,056**	1,333
Adjusted EBITDA	**31,155**	27,702	**88,676**	76,788
Less-Than-Truckload				
Operating income	**25,470**	14,139	**59,351**	39,729
Depreciation of property and equipment	**6,040**	5,005	**17,404**	16,455
Amortization of intangible assets	**2,812**	2,462	**8,042**	7,213
Adjusted EBITDA	**34,322**	21,606	**84,797**	63,397
Truckload				
Operating income	**60,450**	16,737	**143,813**	55,155
Depreciation of property and equipment	**39,665**	42,334	**116,782**	130,257
Amortization of intangible assets	**6,510**	7,496	**20,736**	21,399
Adjusted EBITDA	**106,625**	66,567	**281,331**	206,811
Logistics and Last Mile				
Operating income	**16,822**	13,269	**51,648**	40,804
Depreciation of property and equipment	**729**	963	**2,195**	3,020
Amortization of intangible assets	**5,314**	4,655	**15,950**	14,668
Adjusted EBITDA	**22,865**	18,887	**69,793**	58,492
Corporate				
Operating loss	**(5,624)**	(7,175)	**(20,729)**	(23,715)
Depreciation of property and equipment	**317**	359	**904**	1,053
Amortization of intangible assets	**314**	247	**857**	638
Adjusted EBITDA	**(4,993)**	(6,569)	**(18,968)**	(22,024)

Adjusted EBITDA margin is calculated as adjusted EBITDA as a percentage of revenue before fuel surcharge.

Free cash flow from continuing operations: Net cash from operating activities from continuing operations less additions to property and equipment plus proceeds from sale of property and equipment and assets held for sale. Management believes that this measure provides a benchmark to evaluate the performance of the Company in regard to its ability to meet capital requirements. See reconciliation on page 16.

Operating margin is calculated as operating income (loss) as a percentage of revenue before fuel surcharge.

Operating ratio: Operating expenses, net of fuel surcharge revenue, divided by revenue before fuel surcharge. Although the operating ratio is not a recognized financial measure defined by IFRS, it is a widely recognized measure in the transportation industry, which the Company believes it provides a comparable benchmark for evaluating the Company's performance. Also, to facilitate the comparison of business level activity and operating costs between periods, the Company compares the revenue before fuel surcharge ("revenue") and reallocates the fuel surcharge revenue to materials and services expenses within operating expenses.

Operating ratio *(unaudited)* *(in thousands of dollars)*	**Third quarters ended September 30**		**Nine months ended September 30**	
	2018	2017	**2018**	2017
Operating expenses	**1,162,520**	1,116,084	**3,488,875**	3,467,582
Fuel surcharge revenue	**(160,163)**	(106,021)	**(455,845)**	(335,230)
Operating expenses, net of fuel surcharge revenue	**1,002,357**	1,010,063	**3,033,030**	3,132,352
Revenue before fuel surcharge	**1,127,440**	1,070,610	**3,345,918**	3,309,306
Operating ratio	**88.9%**	94.3%	**90.6%**	94.7%

RISKS AND UNCERTAINTIES

The Company's future results may be affected by a number of factors over some of which the Company has little or no control. The following discussion of risk factors contains forward-looking statements. The following issues, uncertainties and risks, among others, should be considered in evaluating the Company's business and growth outlook.

Competition. The Company operates in a highly-competitive and fragmented industry, and numerous competitive factors could impair the Company's ability to maintain or improve its profitability and could have a material adverse effect on the Company's results of operations. In addition, the Company faces growing competition from other transporters in Canada, the United States and Mexico. These factors, including the following, could impair the Company's ability to maintain or improve its profitability and could have a material adverse effect on the Company's results of operations:

- the Company competes with many other transportation companies of varying sizes, including Canadian, U.S. and Mexican transportation companies;
- the Company's competitors may periodically reduce their freight rates to gain business, which may limit the Company's ability to maintain or increase freight rates or maintain growth in the Company's business;
- some of the Company's customers are other transportation companies or companies that also operate their own private trucking fleets, and they may decide to transport more of their own freight or bundle transportation with other services;
- some of the Company's customers may reduce the number of carriers they use by selecting so-called "core carriers" as approved service providers or by engaging dedicated providers, and in some instances the Company may not be selected;
- many customers periodically accept bids from multiple carriers for their shipping needs, and this process may depress freight rates or result in the loss of some of the Company's business to competitors;
- the market for qualified drivers is highly competitive, particularly in the Company's growing U.S. operations, and the Company's inability to attract and retain drivers could reduce its equipment utilization and cause the Company to increase compensation, both of which would adversely affect the Company's profitability;
- economies of scale that may be passed on to smaller carriers by procurement aggregation providers may improve their ability to compete with the Company;
- some of the Company's smaller competitors may not yet be fully compliant with recently-enacted regulations, such as regulations requiring the use of electronic logging devices in the United States, which may allow such competitors to take advantage of additional driver productivity;
- advances in technology, such as advanced safety systems, automated package sorting, handling and delivery, vehicle platooning, alternative fuel vehicles and digitization of freight services, may require the Company to increase investments in order to remain competitive, and the Company's customers may not be willing to accept higher freight rates to cover the cost of these investments;
- the Company's competitors may have better safety records than the Company or a perception of better safety records, which could impair the Company's ability to compete;
- some high-volume package shippers, such as Amazon.com, are developing and implementing in-house delivery capabilities and utilizing independent contractors for deliveries, which could in turn reduce the Company's revenues and market share;
- competition from freight brokerage companies may materially adversely affect the Company's customer relationships and freight rates; and
- higher fuel prices and, in turn, higher fuel surcharges to the Company's customers may cause some of the Company's customers to consider freight transportation alternatives, including rail transportation.

Regulation. The Company operates in a highly-regulated industry, and changes in existing regulations or violations of existing or future regulations could have a material adverse effect on the Company's operations and profitability. In Canada, carriers must obtain licenses issued by provincial transport boards in order to carry goods inter-provincially or to transport goods within any province. Licensing from U.S. and Mexican regulatory authorities is also required for the transportation of goods in the United States, in Mexico and between Canada, the United States and Mexico. Any change in or violation of existing or future regulations could have an adverse impact on the scope of the Company's activities. Future laws and regulations may be more stringent, require changes in the Company's operating practices, influence the demand for transportation services or require the Company to incur significant additional costs. Higher costs incurred by the Company, or by the Company's suppliers who pass the costs onto the Company through higher supplies and materials pricing, could adversely affect the Company's results of operations.

The Company is increasing its operations in the United States, where the transportation industry is subject to regulation from various federal, state and local agencies, including the Department of Transportation ("DOT") (in part through the Federal Motor Carrier Safety Administration ("FMCSA")), the Environmental Protection Agency and the Department of Homeland Security. Drivers must comply with safety and fitness regulations, including those relating to drug and alcohol testing, driver safety performance and hours of service, and matters such as equipment weight and dimensions, exhaust emissions and fuel efficiency are also subject to government regulation. The Company also may become subject to new or more restrictive regulations relating to fuel efficiency, exhaust emissions, hours of service, drug and alcohol testing, ergonomics, on-board reporting of operations, collective bargaining, security at ports, speed limitations, driver training and other matters affecting safety or operating methods.

In the United States, under the FMCSA's Compliance, Safety, Accountability ("CSA") program, fleets are evaluated and ranked against their peers based on certain safety-related standards. As a result, the Company's fleet could be ranked poorly as compared to peer carriers. The Company recruits first-time drivers to be part of its fleet, and these drivers may have a higher likelihood of creating adverse safety events under CSA. The occurrence of future deficiencies could affect driver recruitment in the United States by causing high-quality drivers to seek employment with other carriers or limit the pool of available drivers or could cause the Company's customers to direct their business away from the Company and to carriers with higher fleet safety rankings, either of which would materially adversely affect the Company's business, financial condition and results of operations. In addition, future deficiencies could increase the Company's insurance expenses. Additionally, competition for drivers with favourable safety backgrounds may increase, which could necessitate increases in driver-related compensation costs. Further, the Company may incur greater than expected expenses in its attempts to improve unfavourable scores.

Based on the ratings of the Company's U.S. subsidiaries in a number of the seven CSA safety-related categories, the Company may be prioritized for roadside inspection, which could have an adverse effect on the Company's business, financial condition and results of operations.

In December 2015, the U.S. Congress passed a new highway funding bill called *Fixing America's Surface Transportation Act* (the "**FAST Act**"), which calls for significant CSA reform. The FAST Act directs the FMCSA to conduct studies of the scoring system used to generate CSA rankings to determine if it is effective in identifying high-risk carriers and predicting future crash risk. This study was conducted and delivered to the FMCSA in June 2017 with several recommendations to make the CSA program more fair, accurate and reliable. In June 2018, the FMCSA provided a report to the U.S. Congress outlining the changes it may make to the CSA program in response to the study. Such changes include the testing and possible adoption of a revised risk modeling theory, potential collection and dissemination of additional carrier data and revised measures for intervention thresholds. The adoption of such changes is contingent on the results of the new modeling theory and additional public feedback. Thus, it is unclear if, when and to what extent such changes to the CSA program will occur. However, any changes that increase the likelihood of the Company receiving unfavourable scores could materially adversely affect the Company's results of operations and profitability.

In December 2016, the FMCSA issued a final rule establishing a national clearinghouse for drug and alcohol testing results and requiring motor carriers and medical review officers to provide records of violations by commercial drivers of FMCSA drug and alcohol testing requirements. Motor carriers in the United States will be required to query the clearinghouse to ensure drivers and driver applicants do not have violations of federal drug and alcohol testing regulations that prohibit them from operating commercial motor vehicles. The compliance date for this rule is early 2020. In addition, other rules have been recently proposed or made final by the FMCSA, including (i) a rule requiring the use of speed-limiting devices on heavy-duty tractors to restrict maximum speeds, which was proposed in 2016 and (ii) a rule setting out minimum driver training standards for new drivers applying for commercial driver's licenses for the first time and to experienced drivers upgrading their licenses or seeking a hazardous materials endorsement, which was made final in December 2016 with a compliance date in February 2020. In July 2017, the DOT announced that it would no longer pursue a speed limiter rule, but left open the possibility that it could resume such a pursuit in the future. The effect of these rules, to the extent they become effective, could result in a decrease in fleet production and/or driver availability, either of which could materially adversely affect the Company's business, financial condition and results of operations.

The Company currently has a satisfactory DOT rating for each of its U.S. operations, which is the highest available rating under the current safety rating scale. If the Company were to receive a conditional or unsatisfactory DOT safety rating, it could materially adversely affect the Company's business, financial condition and results of operations as customer contracts may require a satisfactory DOT safety rating, and a conditional or unsatisfactory rating could materially adversely affect or restrict the Company's operations.

The FMCSA has proposed regulations that would modify the existing rating system and the safety labels assigned to motor carriers evaluated by the DOT. Under regulations that were proposed in 2016, the methodology for determining a carrier's DOT safety rating would be expanded to include the on-road safety performance of the carrier's drivers and equipment, as well as results obtained from investigations. Exceeding certain thresholds based on such performance or results would cause a carrier to receive an unfit safety rating. The proposed regulations were withdrawn in March 2017, but the FMCSA noted that a similar process may be initiated in the future. If similar regulations were enacted and the Company were to receive an unfit or other negative safety rating, the Company's business would be materially adversely affected in the same manner as if it received a conditional or unsatisfactory safety rating under the current regulations. In addition, poor safety performance could lead to increased risk of liability, increased insurance, maintenance and equipment costs and potential loss of customers, which could materially adversely affect the Company's business, financial condition and results of operations.

The U.S. National Highway Traffic Safety Administration, the Environmental Protection Agency and certain U.S. states, including California, have adopted regulations that are aimed at reducing tractor emissions and/or increasing fuel economy of the equipment the Company uses. Certain of these regulations are currently effective, with stricter emission and fuel economy standards becoming effective over the next several years. Other regulations have been proposed in the United States that would similarly increase these standards. The effects of these regulations have been and may continue to be increases in new tractor and trailer prices, additional parts and maintenance costs, impaired productivity and uncertainty as to the reliability of the newly-designed diesel engines and the residual values of the Company's equipment. Such effects could materially adversely affect the Company's business, financial condition and results of operations. Furthermore, any future regulations that impose restrictions, caps, taxes or other controls on emissions of greenhouse gases could adversely affect the Company's operations and financial results.

In March 2014, the U.S. Ninth Circuit Court of Appeals held that the application of California state wage and hour laws to interstate truck drivers is not pre-empted by U.S. federal law. The case was appealed to the U.S. Supreme Court, which denied *certiorari* in May 2015, and accordingly, the Ninth Circuit Court of Appeals decision stands. Current and future U.S. state and local wage and hour laws, including laws related to employee meal breaks and rest periods, may vary significantly from U.S. federal law. As a result, the Company, along with other companies in the industry, is subject to an uneven patchwork of wage and hour laws throughout the United States. There is proposed federal legislation to solidify the pre-emption of state and local wage and hour laws applied to interstate truck drivers; however, passage of such legislation is uncertain. If U.S. federal legislation is not passed, the Company will either need to continue complying with the most restrictive state and local laws across its entire fleet in the United States, or revise its management systems to comply with varying state and local laws. Either solution could result in increased compliance and labour costs, driver turnover and decreased efficiency.

Changes in existing regulations and implementation of new regulations, such as those related to trailer size limits, emissions and fuel economy, hours of service, mandating electronic logging devices and drug and alcohol testing in Canada, the United States and Mexico, could increase capacity in the industry or improve the position of certain competitors, either of which could negatively impact pricing and volumes or require additional investments by the Company. The short-term and long-term impacts of changes in legislation or regulations are difficult to predict and could materially adversely affect the Company's results of operations.

The right to continue to hold applicable licenses and permits is generally subject to maintaining satisfactory compliance with regulatory and safety guidelines, policies and laws. Although the Company is committed to compliance with laws and safety, there is no assurance that it will be in full compliance with them at all times. Consequently, at some future time, the Company could be required to incur significant costs to maintain or improve its compliance record.

International Operations. A growing portion of the Company's revenue is derived from operations in the United States and transportation to and from Mexico. The Company's international operations are subject to a variety of risks, including fluctuations in foreign currencies, changes in the economic strength or greater volatility in the economies of foreign countries in which the Company does business, difficulties in enforcing contractual rights and intellectual property rights, compliance burdens associated with export and import laws, and social, political and economic instability. The Company's international operations could be adversely affected by restrictions on travel. Additional risks associated with the Company's international operations include restrictive trade policies, imposition of duties, changes to trade agreements and other treaties, taxes or government royalties by foreign governments, adverse changes in the regulatory environments, including in tax laws and regulations, of the foreign countries in which the Company does business, compliance with anti-corruption and anti-bribery laws, restrictions on the withdrawal of foreign investments, the ability to identify and retain qualified local managers and the challenge of managing a culturally and geographically diverse operation. The Company cannot guarantee compliance with all applicable laws, and violations could result in substantial fines, sanctions, civil or criminal penalties, competitive or reputational harm, litigation or regulatory action and other consequences that might adversely affect the Company's results of operations.

Recent activity by the Trump Administration has led to the imposition of tariffs on certain imported steel and aluminum. The implementation of these tariffs, as well as the imposition of additional tariffs or quotas or changes to certain trade agreements could, among other things, increase the costs of the materials used by the Company's suppliers to produce new revenue equipment or increase the price of fuel. Such cost increases for the Company's revenue equipment suppliers would likely be passed on to the Company, and to the extent fuel prices increase, the Company may not be able to fully recover such increases through

rate increases or the Company's fuel surcharge program, either of which could have a material adverse effect on the Company's business.

In December 2017, the United States enacted comprehensive tax legislation, commonly referred to as the *2017 Tax Cuts and Jobs Act*. The new law requires complex computations not previously required by U.S. tax law. As such, the application of accounting guidance for such items is currently uncertain. Further, compliance with the new law and the accounting for such provisions require preparation and analysis of information not previously required or regularly produced. In addition, the U.S. Department of Treasury has broad authority to issue regulations and interpretative guidance that may significantly impact how the Company will apply the law and impact the Company's results of operations in future periods. The timing and scope of such regulations and interpretative guidance are uncertain. In addition, there is a risk that states within the United States or foreign jurisdictions may amend their tax laws in response to these tax reforms, which could have a material adverse effect on the Company's results.

In addition, if the Company is unable to maintain its Free and Secure Trade ("FAST") and U.S. Customs Trade Partnership Against Terrorism ("C-TPAT") certification statuses, it may have significant border delays, which could cause its cross-border operations to be less efficient than those of competitor truckload carriers that obtain or continue to maintain FAST and C-TPAT certifications.

Operating Environment and Seasonality. The Company is exposed to the following factors, among others, affecting its operating environment:

- the Company's future insurance and claims expense, including the cost of its liability insurance premiums and the number and dollar amount of claims, may exceed historical levels, which would require the Company to incur additional costs and could reduce the Company's earnings;
- a decline in the demand for used revenue equipment could result in decreased equipment sales, lower resale values and lower gains (or recording losses) on sales of assets;
- tractor and trailer vendors may reduce their manufacturing output in response to lower demand for their products in economic downturns or shortages of component parts, which may materially adversely affect the Company's ability to purchase a quantity of new revenue equipment that is sufficient to sustain its desired growth rate; and
- increased prices for new revenue equipment, design changes of new engines, reduced equipment efficiency resulting from new engines designed to reduce emissions, or decreased availability of new revenue equipment.

The Company's tractor productivity decreases during the winter season because inclement weather impedes operations and some shippers reduce their shipments after the winter holiday season. Revenue may also be adversely affected by inclement weather and holidays, since revenue is directly related to available working days of shippers. At the same time, operating expenses increase and fuel efficiency declines because of engine idling and harsh weather creating higher accident frequency, increased claims and higher equipment repair expenditures. The Company also may suffer from weather-related or other unforeseen events such as tornadoes, hurricanes, blizzards, ice storms, floods, fires, earthquakes and explosions. These events may disrupt fuel supplies, increase fuel costs, disrupt freight shipments or routes, affect regional economies, damage or destroy the Company's assets or adversely affect the business or financial condition of the Company's customers, any of which could materially adversely affect the Company's results of operations or make the Company's results of operations more volatile.

General Economic, Credit, and Business Conditions. The Company's business is subject to general economic, credit, business and regulatory factors that are largely beyond the Company's control, and which could have a material adverse effect on the Company's operating results.

The Company's industry is subject to cyclical pressures, and the Company's business is dependent on a number of factors that may have a material adverse effect on its results of operations, many of which are beyond the Company's control. The Company believes that some of the most significant of these factors include (i) excess tractor and trailer capacity in the transportation industry in comparison with shipping demand; (ii) declines in the resale value of used equipment; (iii) strikes, work stoppages or work slowdowns at the Company's facilities or at customer, port, border crossing or other shipping-related facilities; and (iv) increases in interest rates, fuel taxes, tolls and license and registration fees.

The Company is also affected by (i) recessionary economic cycles, which tend to be characterized by weak demand and downward pressure on rates; (ii) changes in customers' inventory levels and in the availability of funding for their working capital; (iii) changes in the way in which the Company's customers choose to source or utilize the Company's services; and (iv) downturns in customers' business cycles, such as retail and manufacturing, where the Company has significant customer concentration. Economic conditions may adversely affect customers and their demand for and ability to pay for the Company's services. Customers encountering adverse economic conditions represent a greater potential for loss and the Company may be required to increase its allowance for doubtful accounts.

Economic conditions that decrease shipping demand and increase the supply of available tractors and trailers can exert downward pressure on rates and equipment utilization, thereby decreasing asset productivity. The risks associated with these factors are heightened when the economy is weakened. Some of the principal risks during such times include:

- the Company may experience a reduction in overall freight levels, which may impair the Company's asset utilization;
- freight patterns may change as supply chains are redesigned, resulting in an imbalance between the Company's capacity and assets and customers' freight demand;
- the Company may be forced to accept more loads from freight brokers, where freight rates are typically lower, or may be

forced to incur more non-revenue generating miles to obtain loads;

- the Company may increase the size of its fleet during periods of high freight demand during which its competitors also increase their capacity, and the Company may experience losses in greater amounts than such competitors during subsequent cycles of softened freight demand if the Company is required to dispose of assets at a loss to match reduced freight demand;
- customers may solicit bids for freight from multiple trucking companies or select competitors that offer lower rates in an attempt to lower their costs, and the Company may be forced to lower its rates or lose freight; and
- lack of access to current sources of credit or lack of lender access to capital, leading to an inability to secure credit financing on satisfactory terms, or at all.

The Company is subject to cost increases that are outside the Company's control that could materially reduce the Company's profitability if it is unable to increase its rates sufficiently. Such cost increases include, but are not limited to, increases in fuel and energy prices, driver and office employee wages, purchased transportation costs, taxes, interest rates, tolls, license and registration fees, insurance premiums and claims, revenue equipment and related maintenance, and tires and other components. Strikes or other work stoppages at the Company's service centres or at customer, port, border or other shipping locations, deterioration of Canada, the U.S. and Mexico transportation infrastructure and reduced investment in such infrastructure, or actual or threatened armed conflicts or terrorist attacks, efforts to combat terrorism, military action against a foreign state or group located in a foreign state or heightened security requirements could lead to wear, tear and damage to the Company's equipment, driver dissatisfaction, reduced economic demand, reduced availability of credit, increased prices for fuel or temporary closing of the shipping locations or borders between Canada, the United States and Mexico. Further, the Company may not be able to appropriately adjust its costs and staffing levels to meet changing market demands. In periods of rapid change, it is more difficult to match the Company's staffing level to its business needs.

The Company's operations, with the exception of its brokerage operations, are capital intensive and asset heavy. If anticipated demand differs materially from actual usage, the Company may have too many or too few assets. During periods of decreased customer demand, the Company's asset utilization may suffer, and it may be forced to sell equipment on the open market or turn in equipment under certain equipment leases in order to right size its fleet. This could cause the Company to incur losses on such sales or require payments in connection with equipment the Company turns in, particularly during times of a softer used equipment market, either of which could have a material adverse effect on the Company's profitability.

Although the Company's business volume is not highly concentrated, its customers' financial failures or loss of customer business may materially adversely affect the Company. If the Company were unable to generate sufficient cash from operations, it would need to seek alternative sources of capital, including financing, to meet its capital requirements. In the event that the Company were unable to generate sufficient cash from operations or obtain financing on favourable terms in the future, it may have to limit its fleet size, enter into less favourable financing arrangements or operate its revenue equipment for longer periods, any of which could have a materially adverse effect on its profitability.

Interest Rate Fluctuations. Changes in interest rates may result in fluctuations in the Company's future cash flows related to variable-rate financial liabilities. Future cash flows related to variable-rate financial liabilities could be impacted by changes in benchmark rates such as Bankers' Acceptance or London Interbank Offered Rate (Libor). In addition, the Company is exposed to gains and losses arising from changes in interest rates through its derivative financial instruments carried at fair value.

Currency Fluctuations. Significant fluctuations in relative currency values against the Canadian dollar could have a significant impact on the Company's future profitability. The Company's financial results are reported in Canadian dollars and a growing portion of the Company's revenue and operating costs are realized in currencies other than the Canadian dollar, primarily the U.S. dollar. The exchange rates between these currencies and the Canadian dollar have fluctuated in recent years and will likely continue to do so in the future. It is not possible to mitigate all exposure to fluctuations in foreign currency exchange rates. The results of operations are therefore affected by movements of these currencies against the Canadian dollar.

Price and Availability of Fuel. Fuel is one of the Company's largest operating expenses. Diesel fuel prices fluctuate greatly due to factors beyond the Company's control, such as political events, commodity futures trading, currency fluctuations, natural man-made disasters, terrorist activities and armed conflicts any of which may lead to an increase in the cost of fuel. Fuel prices are also affected by the rising demand for fuel in developing countries and could be materially adversely affected by the use of crude oil and oil reserves for purposes other than fuel production and by diminished drilling activity. Such events may lead not only to increases in fuel prices, but also to fuel shortages and disruptions in the fuel supply chain. Because the Company's operations are dependent upon diesel fuel, significant diesel fuel cost increases, shortages or supply disruptions could have a material adverse effect on the Company's business, financial condition and results of operations.

While the Company has fuel surcharge programs in place with a majority of the Company's customers, which historically have helped the Company offset the majority of the negative impact of rising fuel prices, the Company also incurs fuel costs that cannot be recovered even with respect to customers with which the Company maintains fuel surcharge programs, such as those associated with non-revenue generating miles or time when the Company's engines are idling. Moreover, the terms of each customer's fuel surcharge program vary from one division to another, and the recoverability for fuel price increases varies as well. In addition, because the Company's fuel surcharge recovery lags behind changes in fuel prices, the Company's fuel surcharge recovery may not

capture the increased costs the Company pays for fuel, especially when prices are rising. This could lead to fluctuations in the Company's levels of reimbursement, such as has occurred in the past. There can be no assurance that such fuel surcharges can be maintained indefinitely or that they will be fully effective.

Insurance. The Company's operations are subject to risks inherent in the transportation sector, including personal injury, property damage, workers' compensation and employment and other issues. The Company's future insurance and claims expenses may exceed historical levels, which could reduce the Company's earnings. The Company subscribes for insurance in amounts it considers appropriate in the circumstances and having regard to industry norms. Like many in the industry, the Company self-insures a significant portion of the claims exposure related to cargo loss, bodily injury, workers' compensation and property damages. Due to the Company's significant self-insured amounts, the Company has exposure to fluctuations in the number or severity of claims and the risk of being required to accrue or pay additional amounts if the Company's estimates are revised or claims ultimately prove to be in excess of the amounts originally assessed. Further, the Company's self-insured retention levels could change and result in more volatility than in recent years.

The Company holds a fully-fronted policy of $10 million limit per occurrence for automobile bodily injury, property damage and commercial general liability for its Canadian Insurance Program (subject to certain exceptions) and a deductible of $2 million for certain U.S. subsidiaries on their primary $10 million limit policies for automobile bodily injury, property damage and commercial general liability. The Company retains deductibles of up to $1 million per occurrence for workers' compensation claims, said deductibles making the Company's insurance and claims expense higher or more volatile than if it maintained lower retentions. The Company's liability coverage has a total limit of $100 million per occurrence.

Although the Company believes its aggregate insurance limits should be sufficient to cover reasonably expected claims, it is possible that the amount of one or more claims could exceed the Company's aggregate coverage limits or that the Company will chose not to obtain insurance in respect of such claims. If any claim were to exceed the Company's coverage, the Company would bear the excess, in addition to the Company's other self-insured amounts. The Company's results of operations and financial condition could be materially and adversely affected if (i) cost per claim, premiums or the number of claims significantly exceeds the Company's coverage limits or retention amounts; (ii) the Company experiences a claim in excess of its coverage limits; (iii) the Company's insurance carriers fail to pay on the Company's insurance claims; or (iv) the Company experiences a claim for which coverage is not provided, either because the Company chose not to obtain insurance as a result of high premiums or because the claim is not covered by insurance which the Company has in place.

The Company accrues the costs of the uninsured portion of pending claims based on estimates derived from the Company's evaluation of the nature and severity of individual claims and an estimate of future claims development based upon historical claims development trends. Actual settlement of the Company's retained claim liabilities could differ from its estimates due to a number of uncertainties, including evaluation of severity, legal costs and claims that have been incurred but not reported. Due to the Company's high retained amounts, it has significant exposure to fluctuations in the number and severity of claims. If the Company were required to accrue or pay additional amounts because its estimates are revised or the claims ultimately prove to be more severe than originally assessed, its financial condition and results of operations may be materially adversely affected.

Employee Relations. The Company's unionized employees are all Canadian employees, and the Company does not currently have union contracts in place with respect to any of the Company's U.S. operations. Although the Company believes that its relations with its employees are satisfactory, no assurance can be given that the Company will be able to successfully extend or renegotiate the Company's current collective agreements as they expire from time to time or that employees in the United States will not attempts to unionize. If the Company fails to extend or renegotiate the Company's collective agreements, if disputes with the Company's unions arise, or if the Company's unionized or non-unionized workers engage in a strike or other work stoppage or interruption, the Company could experience a significant disruption of, or inefficiencies in, its operations or incur higher labour costs, which could have a material adverse effect on the Company's business, results of operations, financial condition and liquidity.

At the date hereof, the collective agreements between the Company and the vast majority of its unionized employees have been renewed. The renewed collective agreements have a variety of expiration dates, ranging from December 31, 2018 to June 30, 2023. The Company cannot predict the effect which any new collective agreements or the failure to enter into such agreements upon the expiry of the current agreements may have on its operations.

Drivers. Increases in driver compensation or difficulties attracting and retaining qualified drivers could have a material adverse effect on the Company's profitability and the ability to maintain or grow the Company's fleet.

Like many in the transportation sector, the Company experiences substantial difficulty in attracting and retaining sufficient numbers of qualified drivers. The truckload (TL) industry periodically experiences a shortage of qualified drivers. The Company believes the shortage of qualified drivers and intense competition for drivers from other transportation companies will create difficulties in maintaining or increasing the number of drivers and may negatively impact the Company's ability to engage a sufficient number of drivers, and the Company's inability to do so may negatively impact its operations. Further, the compensation the Company offers its drivers and independent contractor expenses are subject to market conditions, and the Company may find it necessary to increase driver and independent contractor compensation in future periods.

In addition, the Company and many other trucking companies suffer from a high turnover rate of drivers in the U.S. TL market. This high

turnover rate requires the Company to continually recruit a substantial number of new drivers in order to operate existing revenue equipment. Driver shortages are exacerbated during periods of economic expansion, in which alternative employment opportunities, including in the construction and manufacturing industries, which may offer better compensation and/or more time at home, are more plentiful and freight demand increases, or during periods of economic downturns, in which unemployment benefits might be extended and financing is limited for independent contractors who seek to purchase equipment, or the scarcity or growth of loans for students who seek financial aid for driving school. The lack of adequate tractor parking along some U.S. highways and congestion caused by inadequate highway funding may make it more difficult for drivers to comply with hours of service regulations and cause added stress for drivers, further reducing the pool of eligible drivers. The Company's use of team-driven tractors for expedited shipments requires two drivers per tractor, which further increases the number of drivers the Company must recruit and retain in comparison to operations that require one driver per tractor. The Company also employs driver hiring standards, which could further reduce the pool of available drivers from which the Company would hire. If the Company is unable to continue to attract and retain a sufficient number of drivers, the Company could be forced to, among other things, adjust the Company's compensation packages, increase the number of the Company's tractors without drivers or operate with fewer trucks and face difficulty meeting shipper demands, any of which could adversely affect the Company's growth and profitability.

Independent Contractors. The Company's contracts with U.S. independent contractors are governed by U.S. federal leasing regulations, which impose specific requirements on the Company and the independent contractors. If more stringent U.S. federal leasing regulations are adopted, U.S. independent contractors could be deterred from becoming independent contractor drivers, which could materially adversely affect the Company's goal of maintaining its current fleet levels of independent contractors.

The Company provides financing to certain qualified Canadian independent contractors and financial guarantees to a small number of U.S. independent contractors. If the Company were unable to provide such financing or guarantees in the future, due to liquidity constraints or other restrictions, it may experience a decrease in the number of independent contractors it is able to engage. Further, if independent contractors the Company engages default under or otherwise terminate the financing arrangements and the Company is unable to find replacement independent contractors or seat the tractors with its drivers, the Company may incur losses on amounts owed to it with respect to such tractors.

Pursuant to the Company's fuel surcharge program with independent contractors, the Company pays independent contractors with which it contracts a fuel surcharge that increases with the increase in fuel prices. A significant increase or rapid fluctuation in fuel prices could cause the Company's costs under this program to be higher than the revenue the Company receives under its customer fuel surcharge programs.

U.S. tax and other regulatory authorities, as well as U.S. independent contractors themselves, have increasingly asserted that U.S. independent contractor drivers in the trucking industry are employees rather than independent contractors, and the Company's classification of independent contractors has been the subject of audits by such authorities from time to time. U.S. federal legislation has been introduced in the past that would make it easier for tax and other authorities to reclassify independent contractors as employees, including legislation to increase the recordkeeping requirements for those that engage independent contractor drivers and to increase the penalties for companies who misclassify their employees and are found to have violated employees' overtime and/or wage requirements. Additionally, U.S. federal legislators have sought to abolish the current safe harbor allowing taxpayers meeting certain criteria to treat individuals as independent contractors if they are following a long-standing, recognized practice, to extend the U.S. *Fair Labor Standards Act* to independent contractors and to impose notice requirements based on employment or independent contractor status and fines for failure to comply. Some U.S. states have put initiatives in place to increase their revenue from items such as unemployment, workers' compensation and income taxes, and a reclassification of independent contractors as employees would help states with this initiative. Further, U.S. class actions and other lawsuits have been filed against certain members of the Company's industry seeking to reclassify independent contractors as employees for a variety of purposes, including workers' compensation and health care coverage. In addition, companies that use lease purchase independent contractor programs, such as the Company, have been more susceptible to reclassification lawsuits, and several recent decisions have been made in favour of those seeking to classify independent contractor truck drivers as employees. U.S. taxing and other regulatory authorities and courts apply a variety of standards in their determination of independent contractor status. If the independent contractors with whom the Company contracts are determined to be employees, the Company would incur additional exposure under U.S. federal and state tax, workers' compensation, unemployment benefits, labour, employment and tort laws, including for prior periods, as well as potential liability for employee benefits and tax withholdings, and the Company's business, financial condition and results of operations could be materially adversely affected.

Acquisitions and Integration Risks. Historically, acquisitions have been a part of the Company's growth strategy. The Company may not be able to successfully integrate acquisitions into the Company's business, or may incur significant unexpected costs in doing so. Further, the process of integrating acquired businesses may be disruptive to the Company's existing business and may cause an interruption or reduction of the Company's business as a result of the following factors, among others:

- loss of drivers, key employees, customers or contracts;
- possible inconsistencies in or conflicts between standards, controls, procedures and policies among the combined companies and the need to implement company-wide

financial, accounting, information technology and other systems;

- failure to maintain or improve the safety or quality of services that have historically been provided;
- inability to retain, integrate, hire or recruit qualified employees;
- unanticipated environmental or other liabilities;
- failure to coordinate geographically dispersed organizations; and
- the diversion of management's attention from the Company's day-to-day business as a result of the need to manage any disruptions and difficulties and the need to add management resources to do so.

Anticipated cost savings, synergies, revenue enhancements or other benefits from any acquisitions that the Company undertakes may not materialize in the expected timeframe or at all. The Company's estimated cost savings, synergies, revenue enhancements and other benefits from acquisitions are subject to a number of assumptions about the timing, execution and costs associated with realizing such synergies. Such assumptions are inherently uncertain and are subject to a wide variety of significant business, economic and competition risks. There can be no assurance that such assumptions will turn out to be correct and, as a result, the amount of cost savings, synergies, revenue enhancements and other benefits the Company actually realizes and/or the timing of such realization may differ significantly (and may be significantly lower) from the ones the Company estimated, and the Company may incur significant costs in reaching the estimated cost savings, synergies, revenue enhancements or other benefits.

Many of the Company's recent acquisitions have involved the purchase of stock of existing companies. These acquisitions, as well as acquisitions of substantially all of the assets of a company, may expose the Company to liability for actions taken by an acquired business and its management before the Company's acquisition. The due diligence the Company conducts in connection with an acquisition and any contractual guarantees or indemnities that the Company receives from the sellers of acquired companies may not be sufficient to protect the Company from, or compensate the Company for, actual liabilities. The representations made by the sellers expire at varying periods after the closing. A material liability associated with an acquisition, especially where there is no right to indemnification, could adversely affect the Company's results of operations, financial condition and liquidity.

The Company intends to continue to review acquisition and investment opportunities in order to acquire companies and assets that meet the Company's investment criteria. Depending on the number of acquisitions and investments and funding requirements, the Company may need to raise substantial additional capital and increase the Company's indebtedness. Instability or disruptions in the capital markets, including credit markets, or the deterioration of the Company's financial condition due to internal or external factors, could restrict or prohibit access to the capital markets and could also increase the Company's cost of capital. To the extent the Company raises additional capital through the sale of equity, equity-linked or convertible debt securities, the issuance of such securities could result in dilution to the Company's existing shareholders. If the Company raises additional funds through the issuance of debt securities, the terms of such debt could impose additional restrictions and costs on the Company's operations. Additional capital, if required, may not be available on acceptable terms or at all. If the Company is unable to obtain additional capital at a reasonable cost, the Company may be required to forego potential acquisitions, which could impair the execution of the Company's growth strategy.

In addition, the Company faces competition for acquisition opportunities. This external competition may hinder the Company's ability to identify and/or consummate future acquisitions successfully. There is also a risk of impairment of acquired goodwill and intangible assets. This risk of impairment to goodwill and intangible assets exists because the assumptions used in the initial valuation, such as interest rates or forecasted cash flows, may change when testing for impairment is required.

There is no assurance that the Company will be successful in identifying, negotiating, consummating or integrating any future acquisitions. If the Company does not make any future acquisitions, the Company's growth rate could be materially and adversely affected. Any future acquisitions the Company does undertake could involve the dilutive issuance of equity securities or the incurring of additional indebtedness.

Environmental Matters. The Company uses storage tanks at certain of its Canadian and U.S. transportation terminals. Canadian and U.S. laws and regulations generally impose potential liability on the present and former owners or occupants or custodians of properties on which contamination has occurred. Although the Company is not aware of any contamination which, if remediation or clean-up were required, would have a material adverse effect on it, certain facilities have been in operation for many years and over such time, the Company or the prior owners, operators or custodians of the properties may have generated and disposed of wastes which are or may be considered hazardous. Liability may be imposed without regard to whether the Company knew of, or was responsible for, the presence or disposal of them. In addition, the presence of those substances, or the failure to properly dispose of or remove those substances, may adversely affect the Company's ability to sell or rent that property. There can be no assurance that the Company will not be required at some future date to incur significant costs to comply with environmental laws, or that the Company's operations, business or assets will not be material affected by current or future environmental laws.

The Company's transportation operations and its properties are subject to extensive and frequently-changing federal, provincial, state, municipal and local environmental laws, regulations and requirements in Canada, the United States and Mexico relating to, among other things, air emissions, the management of contaminants, including hazardous substances and other materials (including the generation, handling, storage, transportation and disposal thereof), discharges and the remediation of environmental impacts (such as the contamination of soil and water, including ground water). A risk of environmental liabilities is inherent in transportation operations, historic activities associated with

such operations and the ownership, management and control of real estate.

Environmental laws may authorize, among other things, federal, provincial, state and local environmental regulatory agencies to issue orders, bring administrative or judicial actions for violations of environmental laws and regulations or to revoke or deny the renewal of a permit. Potential penalties for such violations may include, among other things, civil and criminal monetary penalties, imprisonment, permit suspension or revocation and injunctive relief. These agencies may also, among other things, revoke or deny renewal of the Company's operating permits, franchises or licenses for violations or alleged violations of environmental laws or regulations and impose environmental assessment, removal of contamination, follow-up or control procedures.

Environmental Contamination. The Company may have liability for environmental contamination associated with its current or formerly-owned or leased facilities as well as third-party facilities. If the Company incurs liability under applicable federal, state, provincial or local environmental-contamination laws and regulations and if it cannot identify other parties which it can compel to contribute to its expenses and who are financially able to do so, it could have a material adverse effect on the Company's financial condition and results of operations.

The Company could be subject to orders and other legal actions and procedures brought by governmental or private parties in connection with environmental contamination, emissions or discharges. Although the Company has instituted programs to monitor and control environmental risks and promote compliance with applicable environmental laws and regulations, if the Company is involved in a spill or other accident involving hazardous substances, if there are releases of hazardous substances the Company transports, if soil or groundwater contamination is found at the Company's facilities or results from the Company's operations, or if the Company is found to be in violation of applicable laws or regulations, the Company could be subject to cleanup costs and liabilities, including substantial fines or penalties or civil and criminal liability, any of which could have a materially adverse effect on the Company's business and operating results.

Key Personnel. The future success of the Company will be based in large part on the quality of the Company's management and key personnel. The loss of key personnel could have a negative effect on the Company. There can be no assurance that the Company will be able to retain its current key personnel or, in the event of their departure, to develop or attract new personnel of equal quality.

Dependence on Third Parties. Certain portions of the Company's business are dependent upon the services of third-party capacity providers, including other transportation companies. For that portion of the Company's business, the Company does not own or control the transportation assets that deliver the customers' freight, and the Company does not employ the people directly involved in delivering the freight. This reliance could cause delays in reporting certain events, including recognizing revenue and claims. These third-party providers seek other freight opportunities and may require increased compensation in times of improved freight demand or tight trucking capacity. The Company's inability to secure the services of these third parties could significantly limit the Company's ability to serve its customers on competitive terms. Additionally, if the Company is unable to secure sufficient equipment or other transportation services to meet the Company's commitments to its customers or provide the Company's services on competitive terms, the Company's operating results could be materially and adversely affected. The Company's ability to secure sufficient equipment or other transportation services is affected by many risks beyond the Company's control, including equipment shortages in the transportation industry, particularly among contracted carriers, interruptions in service due to labour disputes, changes in regulations impacting transportation and changes in transportation rates.

Loan Default. The Company's current credit facilities and financing agreements contain certain restrictions and other covenants relating to, among other things, funded debt, distributions, liens, investments, acquisitions and dispositions outside the ordinary course of business and affiliate transactions. If the Company fails to comply with any of its financing arrangement covenants, restrictions and requirements, the Company could be in default under the relevant agreement, which could cause cross-defaults under other financing arrangements. In the event of any such default, if the Company failed to obtain replacement financing or amendments to or waivers under the applicable financing arrangement, the Company may be unable to pay dividends to its shareholders, its lenders could cease making further advances, declare the Company's debt to be immediately due and payable, fail to renew letters of credit, impose significant restrictions and requirements on the Company's operations, institute foreclosure procedures against their collateral, or impose significant fees and transaction costs. If debt acceleration occurs, economic conditions may make it difficult or expensive to refinance the accelerated debt or the Company may have to issue equity securities, which would dilute share ownership. Even if new financing is made available to the Company, credit may not be available to the Company on acceptable terms. A default under the Company's financing arrangements could result in a materially adverse effect on its liquidity, financial condition and results of operations. As at the date hereof, the Company is in compliance with all of its debt covenants and obligations.

Credit Facilities. The Company's credit facilities and financing agreements mature on various dates. The Company has significant ongoing capital requirements that could affect the Company's profitability if the Company is unable to generate sufficient cash from operations and/or obtain financing on favourable terms. The Company's indebtedness may increase from time to time in the future for various reasons, including fluctuations in results of operations, capital expenditures and potential acquisitions. There can be no assurance that such credit facilities or financing agreements will be renewed or refinanced, or if renewed or refinanced, that the renewal or refinancing will occur on equally favourable terms to the Company. The Company's ability to pay dividends to shareholders and ability to purchase new revenue equipment may be adversely affected if the Company is not able to renew its credit facilities or arrange refinancing, or if such renewal

or refinancing, as the case may be, occurs on terms materially less favourable to the Company than at present. If the Company is unable to generate sufficient cash flow from operations and obtain financing on terms favourable to the Company in the future, the Company may have to limit the Company's fleet size, enter into less favourable financing arrangements or operate the Company's revenue equipment for longer periods, any of which may have a material adverse effect on the Company's operations.

Customer and Credit Risks. The Company provides services to clients primarily in Canada, the United States and Mexico. The concentration of credit risk to which the Company is exposed is limited due to the significant number of customers that make up its client base and their distribution across different geographic areas. Furthermore, no client accounted for more than 5% of the Company's total accounts receivable for the period ended September 30, 2018. Generally, the Company does not have long-term contracts with its major customers. Accordingly, in response to economic conditions, supply and demand factors in the industry, the Company's performance, the Company's customers' internal initiatives or other factors, the Company's customers may reduce or eliminate their use of the Company's services, or may threaten to do so to gain pricing and other concessions from the Company.

Economic conditions and capital markets may adversely affect the Company's customers and their ability to remain solvent. The customers' financial difficulties can negatively impact the Company's results of operations and financial condition, especially if those customers were to delay or default in payment to the Company. For certain customers, the Company has entered into multi-year contracts, and the rates the Company charges may not remain advantageous.

Availability of Capital. If the economic and/or the credit markets weaken, or the Company is unable to enter into acceptable financing arrangements to acquire revenue equipment, make investments and fund working capital on terms favourable to it, the Company's business, financial results and results of operations could be materially and adversely affected. The Company may need to incur additional indebtedness, reduce dividends or sell additional shares in order to accommodate these items. A decline in the credit or equity markets and any increase in volatility could make it more difficult for the Company to obtain financing and may lead to an adverse impact on the Company's profitability and operations.

Information Systems. The Company depends heavily on the proper functioning, availability and security of the Company's information and communication systems, including financial reporting and operating systems, in operating the Company's business. The Company's operating system is critical to understanding customer demands, accepting and planning loads, dispatching equipment and drivers and billing and collecting for the Company's services. The Company's financial reporting system is critical to producing accurate and timely financial statements and analyzing business information to help the Company manage its business effectively.

The Company's operations and those of its technology and communications service providers are vulnerable to interruption by natural and man-made disasters and other events beyond the Company's control, including cybersecurity breaches and threats, such as hackers, malware and viruses, fire, earthquake, power loss, telecommunications failure, terrorist attacks and Internet failures. If any of the Company's critical information systems fail, are breached or become otherwise unavailable, the Company's ability to manage its fleet efficiently, to respond to customers' requests effectively, to maintain billing and other records reliably, to maintain the confidentiality of the Company's data and to bill for services and prepare financial statements accurately or in a timely manner would be challenged. Any significant system failure, upgrade complication, cybersecurity breach or other system disruption could interrupt or delay the Company's operations, damage its reputation, cause the Company to lose customers, cause the Company to incur costs to repair its systems, pay fines or in respect of litigation or impact the Company's ability to manage its operations and report its financial performance, any of which could have a material adverse effect on the Company's business.

Litigation. The Company's business is subject to the risk of litigation by employees, customers, vendors, government agencies, shareholders and other parties. The outcome of litigation is difficult to assess or quantify, and the magnitude of the potential loss relating to such lawsuits may remain unknown for substantial periods of time. The cost to defend litigation may also be significant. Not all claims are covered by the Company's insurance, and there can be no assurance that the Company's coverage limits will be adequate to cover all amounts in dispute. In the United States, where the Company has growing operations, many trucking companies have been subject to class-action lawsuits alleging violations of various federal and state wage laws regarding, among other things, employee classification, employee meal breaks, rest periods, overtime eligibility, and failure to pay for all hours worked. A number of these lawsuits have resulted in the payment of substantial settlements or damages by the defendants. The Company may at some future date be subject to such a class-action lawsuit. To the extent the Company experiences claims that are uninsured, exceed the Company's coverage limits, involve significant aggregate use of the Company's self-insured retention amounts or cause increases in future premiums, the resulting expenses could have a material adverse effect on the Company's business, results of operations, financial condition and cash flows.

Internal Control. Effective internal controls over financial reporting are necessary for the Company to provide reliable financial reports and, together with adequate disclosure controls and procedures, are designed to prevent fraud. Inferior internal controls could cause investors to lose confidence in the Company's reported financial information, which could have a negative effect on the trading price of its shares.

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

The preparation of the financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions

about future events. These estimates and the underlying assumptions affect the reported amounts of assets and liabilities, the disclosures about contingent assets and liabilities, and the reported amounts of revenues and expenses. Such estimates include the valuation of goodwill and intangible assets, the measurement of identified assets and liabilities acquired in business combinations, the provision for income taxes, and the self-insurance provisions. These estimates and assumptions are based on management's best estimates and judgments.

Management evaluates its estimates and assumptions on an ongoing basis using historical experience and other factors, including the current economic environment, which management believes to be reasonable under the circumstances. Management adjusts such estimates and assumptions when facts and circumstances dictate. Actual results could differ from these estimates. Changes in those estimates and assumptions resulting from changes in the economic environment will be reflected in the financial statements of future periods.

CHANGES IN ACCOUNTING POLICIES

Adopted during the period

The following new standards, and amendments to standards and interpretations, are effective for the first time for interim periods beginning on or after January 1, 2018 and have been applied in preparing the unaudited condensed consolidated interim financial statements:

IFRS 15, Revenue from Contracts with Customers

Classification and Measurement of Share-based Payment Transactions: Amendments to IFRS 2

IFRIC 22, Foreign Currency Transactions and Advance Consideration

Annual Improvements to IFRS Standards (2014-2016 cycle)

Except modifications from the adoption of IFRS 15 as reported in note 3, these new standards did not have a material impact on the Company's unaudited condensed consolidated interim financial statements.

To be adopted in future periods

The following new standards and amendments to standards are not yet effective for the year ended December 31, 2018, and have not been applied in preparing the unaudited condensed consolidated interim financial statements:

IFRS 16, Leases

IFRIC 23, Uncertainty over Income Tax Treatments

Plan Amendment, Curtailment or Settlement (Amendments to IAS 19)

Annual Improvements to IFRS Standards (2015-2017 cycle)

Further information can be found in note 3 of the September 30, 2018 unaudited condensed consolidated interim financial statements.

CONTROLS AND PROCEDURES

Disclosure controls and procedures ("DC&P")

The President and Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO"), have designed DC&P, or have caused them to be designed under their supervision, in order to provide reasonable assurance that:

- material information relating to the Company is made known to the CEO and CFO by others, particularly during the period in which the interim and annual filings are being prepared; and
- information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation.

Internal controls over financial reporting ("ICFR")

The CEO and CFO have also designed ICFR, or have caused them to be designed under their supervision, in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

The control framework used to design the Company's ICFR is based on the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) on Internal Control – Integrated Framework (2013 framework).

Changes in internal controls over financial reporting

No changes were made to the Company's ICFR during the quarter ended September 30, 2018 that have materially affected, or are reasonably likely to materially affect, the Company's ICFR.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the third quarter ended
September 30, 2018

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TFI International Inc. **CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**
(UNAUDITED)

(in thousands of Canadian dollars)	Note	**As at September 30, 2018**	As at December 31, 2017
Assets			
Trade and other receivables		**627,653**	567,106
Inventoried supplies		**10,448**	9,296
Current taxes recoverable		**-**	14,852
Prepaid expenses		**38,948**	33,228
Derivative financial instruments	19	**8,463**	4,521
Assets held for sale		**1,303**	23,409
Current assets		**686,815**	652,412
Property and equipment	8	**1,302,411**	1,197,613
Intangible assets	9	**1,854,338**	1,832,274
Other assets	10	**33,814**	35,874
Deferred tax assets		**7,248**	5,138
Derivative financial instruments	19	**6,095**	4,317
Non-current assets		**3,203,906**	3,075,216
Total assets		**3,890,721**	3,727,628
Liabilities			
Bank indebtedness		**12,612**	9,392
Trade and other payables		**474,277**	425,815
Current taxes payable		**9,677**	13,913
Provisions	12	**26,244**	32,344
Other financial liabilities		**3,227**	1,300
Derivative financial instruments	19	**12**	559
Long-term debt	11	**127,810**	52,427
Current liabilities		**653,859**	535,750
Long-term debt	11	**1,345,262**	1,445,969
Employee benefits		**18,045**	17,559
Provisions	12	**38,802**	39,380
Other financial liabilities		**15,896**	13,281
Derivative financial instruments	19	**-**	373
Deferred tax liabilities		**274,117**	260,192
Non-current liabilities		**1,692,122**	1,776,754
Total liabilities		**2,345,981**	2,312,504
Equity			
Share capital	13	**714,386**	711,036
Contributed surplus		**22,473**	21,995
Accumulated other comprehensive income		**23,409**	(2,811)
Retained earnings		**784,472**	684,904
Equity attributable to owners of the Company		**1,544,740**	1,415,124
Operating leases, contingencies, letters of credit and other commitments	20		
Subsequent event	21		
Total liabilities and equity		**3,890,721**	3,727,628

The notes on pages 6 to 28 are an integral part of these condensed consolidated interim financial statements.

TFI International Inc.

CONDENSED CONSOLIDATED STATEMENTS OF INCOME
(UNAUDITED)

(In thousands of Canadian dollars, except per share amounts)	Note	**Three months ended Sept. 30, 2018**	Three months ended Sept. 30, 2017*	**Nine months ended Sept. 30, 2018**	Nine months ended Sept. 30, 2017*
Revenue		**1,127,440**	1,070,610	**3,345,918**	3,309,306
Fuel surcharge		**160,163**	106,021	**455,845**	335,230
Total revenue		**1,287,603**	1,176,631	**3,801,763**	3,644,536
Materials and services expenses	16	**723,882**	688,186	**2,172,815**	2,137,595
Personnel expenses	16	**309,377**	297,113	**924,720**	928,993
Other operating expenses	16	**67,185**	63,032	**204,835**	197,818
Depreciation of property and equipment	16	**49,601**	52,079	**146,100**	161,259
Amortization of intangible assets	16	**15,290**	15,567	**46,641**	45,251
(Gain) loss on sale of rolling stock and equipment	16	**(2,815)**	107	**(6,236)**	(3,334)
Total operating expenses		**1,162,520**	1,116,084	**3,488,875**	3,467,582
Operating income		**125,083**	60,547	**312,888**	176,954
Gain (loss) on sale of land and buildings		**212**	(17)	**212**	(162)
Gain on sale of assets held for sale		**2,928**	70,115	**14,141**	78,534
Impairment of intangible assets	9	**-**	-	**-**	(142,981)
Finance income (costs)					
Finance income	17	**1,142**	1,317	**3,386**	3,592
Finance costs	17	**(18,049)**	(17,943)	**(51,732)**	(51,170)
Net finance costs		**(16,907)**	(16,626)	**(48,346)**	(47,578)
Income before income tax		**111,316**	114,019	**278,895**	64,767
Income tax expense	18	**24,603**	15,245	**63,629**	26,971
Net income for the period attributable to owners of the Company		**86,713**	98,774	**215,266**	37,796
Earnings per share					
Basic earnings per share	14	**0.99**	1.10	**2.44**	0.42
Diluted earnings per share	14	**0.96**	1.07	**2.37**	0.41

(*) Recasted for changes in presentation due to adoption of IFRS 15

The notes on pages 6 to 28 are an integral part of these condensed consolidated interim financial statements.

TFI International Inc. CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (UNAUDITED)

(In thousands of Canadian dollars)	**Three months ended Sept. 30, 2018**	Three months ended Sept. 30, 2017	**Nine months ended Sept. 30, 2018**	Nine months ended Sept. 30, 2017
Net income for the period attributable to owners of the Company	**86,713**	98,774	**215,266**	37,796
Other comprehensive income (loss)				
Items that may be reclassified to income or loss in future periods:				
Foreign currency translation differences	**(19,233)**	(42,131)	**37,552**	(82,294)
Net investment hedge, net of tax	**4,877**	12,177	**(10,715)**	23,421
Cash flow hedge, net of tax	**(46)**	1,693	**2,372**	2,228
Items directly reclassified to retained earnings:				
Unrealized gain (loss) on investment in equity securities measured at fair value through OCI, net of tax	**(214)**	**2,966**	**(2,989)**	**(1,132)**
Other comprehensive income (loss) for the period, net of tax	**(14,616)**	(25,295)	**26,220**	(57,777)
Total comprehensive income (loss) for the period attributable to owners of the Company	**72,097**	73,479	**241,486**	(19,981)

The notes on pages 6 to 28 are an integral part of these condensed consolidated interim financial statements.

TFI International Inc.

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
PERIODS ENDED SEPTEMBER 30, 2018 AND 2017 - (UNAUDITED)

(In thousands of Canadian dollars)

	Note	Share capital	Contributed surplus	Accumulated unrealized loss on employee benefit plans	Accumulated cash flow hedge gain	Accumulated foreign currency translation differences and net invest-ment hedge	Accumulated unrealized loss on investment in equity securities	Retained earnings	Total equity attributable to owners of the Company
Balance as at December 31, 2017		**711,036**	**21,995**	**(369)**	**13,052**	**(14,324)**	**(1,170)**	**684,904**	**1,415,124**
Net income for the period		**-**	**-**	**-**	**-**	**-**	**-**	**215,266**	**215,266**
Other comprehensive income (loss) for the period, net of tax		**-**	**-**	**-**	**2,372**	**26,837**	**(2,989)**	**-**	**26,220**
Total comprehensive income (loss) for the period		**-**	**-**	**-**	**2,372**	**26,837**	**(2,989)**	**215,266**	**241,486**
Share-based payment transactions	15	**-**	**4,507**	**-**	**-**	**-**	**-**	**-**	**4,507**
Stock options exercised	13, 15	**20,772**	**(3,995)**	**-**	**-**	**-**	**-**	**-**	**16,777**
Dividends to owners of the Company		**-**	**-**	**-**	**-**	**-**	**-**	**(55,379)**	**(55,379)**
Repurchase of own shares	13	**(17,439)**	**-**	**-**	**-**	**-**	**-**	**(60,292)**	**(77,731)**
Restricted share units exercised	13, 15	**17**	**(34)**	**-**	**-**	**-**	**-**	**(27)**	**(44)**
Total transactions with owners, recorded directly in equity		**3,350**	**478**	**-**	**-**	**-**	**-**	**(115,698)**	**(111,870)**
Balance as at September 30, 2018		**714,386**	**22,473**	**(369)**	**15,424**	**12,513**	**(4,159)**	**784,472**	**1,544,740**
Balance as at December 31, 2016		723,390	20,230	(221)	9,125	44,127	(1,054)	663,053	1,458,650
Net income for the period		-	-	-	-	-	-	37,796	37,796
Other comprehensive income (loss) for the period, net of tax		-	-	-	2,228	(58,873)	(1,132)	-	(57,777)
Realized loss on equity securities, net of tax		-	-	-	-	-	1,287	(1,287)	-
Total comprehensive income (loss) for the period		-	-	-	2,228	(58,873)	155	36,509	(19,981)
Share-based payment transactions	15	-	5,318	-	-	-	-	-	5,318
Stock options exercised	13, 15	3,939	(760)	-	-	-	-	-	3,179
Dividends to owners of the Company		-	-	-	-	-	-	(51,617)	(51,617)
Repurchase of own shares	13	(14,474)	-	-	-	-	-	(36,511)	(50,985)
Total transactions with owners, recorded directly in equity		(10,535)	4,558	-	-	-	-	(88,128)	(94,105)
Balance as at September 30, 2017		712,855	24,788	(221)	11,353	(14,746)	(899)	611,434	1,344,564

The notes on pages 6 to 28 are an integral part of these condensed consolidated interim financial statements.

TFI International Inc.

CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

(In thousands of Canadian dollars)	Note	**Three months ended Sept. 30, 2018**	Three months ended Sept. 30, 2017	**Nine months ended Sept. 30, 2018**	Nine months ended Sept. 30, 2017
Cash flows from operating activities					
Net income for the period		**86,713**	98,774	**215,266**	37,796
Adjustments for					
Depreciation of property and equipment		**49,601**	52,079	**146,100**	161,259
Amortization of intangible assets		**15,290**	15,567	**46,641**	45,251
Impairment of intangible assets		**-**	-	**-**	142,981
Share-based payment transactions		**1,591**	1,683	**4,507**	5,318
Net finance costs		**16,907**	16,626	**48,346**	47,578
Income tax expense		**24,603**	15,245	**63,629**	26,971
(Gain) loss on sale of property and equipment		**(3,027)**	124	**(6,448)**	(3,172)
Gain on sale of assets held for sale		**(2,928)**	(70,115)	**(14,141)**	(78,534)
Employee benefits and provisions		**(88)**	(50)	**(8,028)**	(1,479)
		188,662	129,933	**495,872**	383,969
Net change in non-cash operating working capital	7	**12,708**	30,207	**(20,759)**	(21,032)
Cash generated from operating activities		**201,370**	160,140	**475,113**	362,937
Interest paid		**(16,711)**	(17,438)	**(48,507)**	(50,715)
Income tax paid		**(18,102)**	(13,790)	**(56,951)**	(55,769)
Net cash from operating activities from continuing operations		**166,557**	128,912	**369,655**	256,453
Net cash used in operating activities from discontinued operations		**-**	(11)	**-**	(52,424)
		166,557	128,901	**369,655**	204,029
Cash flows from investing activities					
Purchases of property and equipment		**(96,250)**	(83,377)	**(201,296)**	(192,998)
Proceeds from sale of property and equipment		**23,261**	29,404	**55,590**	67,940
Proceeds from sale of assets held for sale		**4,923**	117,459	**26,444**	155,639
Purchases of intangible assets		**(893)**	(1,261)	**(2,819)**	(1,861)
Business combinations, net of cash acquired		**(9,332)**	(2,580)	**(75,112)**	(88,267)
Proceeds from sale of investments		**-**	-	**-**	7,914
Others		**524**	107	**170**	(62)
Net cash (used in) from investing activities from continuing operations		**(77,767)**	59,752	**(197,023)**	(51,695)
Cash flows from financing activities					
Increase (decrease) in bank indebtedness		**(9,234)**	(2,406)	**3,495**	17,249
Proceeds from long-term debt		**19,823**	12,479	**45,807**	33,232
Repayment of long-term debt		**(85,544)**	(175,436)	**(103,594)**	(106,733)
Payment of other financial liability		**(1,721)**	-	**(1,721)**	-
Dividends paid		**(18,374)**	(17,121)	**(55,621)**	(51,930)
Repurchase of own shares		**(5,564)**	(8,476)	**(77,731)**	(50,985)
Proceeds from exercise of stock options		**11,830**	2,307	**16,777**	3,179
Payment of restricted share units		**(6)**	-	**(44)**	-
Net cash used in financing activities from continuing operations		**(88,790)**	(188,653)	**(172,632)**	(155,988)
Net change in cash and cash equivalents		**-**	-	**-**	(3,654)
Cash and cash equivalents, beginning of period		**-**	-	**-**	3,654
Cash and cash equivalents, end of period		**-**	**-**	**-**	**-**

The notes on pages 6 to 28 are an integral part of these condensed consolidated interim financial statements.

1. Reporting entity

TFI International Inc. (the "Company") is incorporated under the *Canada Business Corporations Act*, and is a company domiciled in Canada. The address of the Company's registered office is 8801 Trans-Canada Highway, Suite 500, Montreal, Quebec, H4S 1Z6.

The condensed consolidated interim financial statements of the Company as at and for the three and nine months ended September 30, 2018 and 2017 comprise the Company and its subsidiaries (together referred to as the "Group" and individually as "Group entities").

The Group is involved in the provision of transportation and logistics services across the United States, Canada and Mexico.

2. Basis of preparation

a) Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34 Interim Financial Reporting of International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These condensed consolidated interim financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the most recent annual consolidated financial statements of the Group.

These condensed consolidated interim financial statements were authorized for issue by the Board of Directors on October 22, 2018.

b) Basis of measurement

These condensed consolidated interim financial statements have been prepared on the historical cost basis except for the following material items in the statements of financial position:

- investment in equity securities, derivative financial instruments and contingent considerations are measured at fair value;
- liabilities for cash-settled share-based payment arrangements are measured at fair value in accordance with IFRS 2;
- the defined benefit pension plan liability is recognized as the net total of the present value of the defined benefit obligation less the fair value of the plan assets; and
- assets and liabilities acquired in business combinations are measured at fair value at acquisition date.

c) Seasonality of interim operations

The activities conducted by the Group are subject to general demand for freight transportation. Historically, demand has been relatively stable with the first quarter being generally the weakest in terms of demand. Furthermore, during the harsh winter months, fuel consumption and maintenance costs tend to rise. Consequently, the results of operations for the interim period are not necessarily indicative of the results of operations for the full year.

d) Functional and presentation currency

These condensed consolidated interim financial statements are presented in Canadian dollars ("CDN$"), which is the Company's functional currency. All financial information presented in Canadian dollars has been rounded to the nearest thousand.

e) Use of estimates and judgments

The preparation of the accompanying financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions about future events. These estimates and the underlying assumptions affect the reported amounts of assets and liabilities, the disclosures about contingent assets and liabilities, and the reported amounts of revenues and expenses. Such estimates include the valuation of accounts receivable, goodwill, intangible assets, identified assets and liabilities acquired in business combinations, other long-lived assets, income taxes, provisions for self-insurance and claims, and pension obligations. These estimates and assumptions are based on management's best estimates and judgments.

Management evaluates its estimates and assumptions on an ongoing basis using historical experience and other factors, including the current economic environment, which management believes to be reasonable under the circumstances. Management adjusts such estimates and assumptions when facts and circumstances dictate. Actual results could differ from these estimates. Changes in those estimates and assumptions resulting from changes in the economic environment will be reflected in the financial statements of future periods.

In preparing these condensed consolidated interim financial statements, the significant judgments made by management applying the Group's accounting policies and the key sources of estimation uncertainty are the same as those applied and described in the Group's 2017 annual consolidated financial statements.

3. Significant accounting policies

The accounting policies described in the Group's 2017 annual consolidated financial statements have been applied consistently to all periods presented in these condensed consolidated interim financial statements, unless otherwise indicated. The accounting policies have been applied consistently by Group entities.

New standards and interpretations adopted during the period

The following new standards, and amendments to standards and interpretations, are effective for the first time for interim periods beginning on or after January 1, 2018 and have been applied in preparing these condensed consolidated interim financial statements:

IFRS 15 Revenue from Contracts with Customers: On May 28, 2014 the IASB issued IFRS 15 *Revenue from Contracts with Customers*. IFRS 15 replaces IAS 11 *Construction Contracts*, IAS 18 *Revenue*, IFRIC 13 *Customer Loyalty Programmes*, IFRIC 15 *Agreements for the Construction of Real Estate*, IFRIC 18 *Transfer of Assets from Customers*, and SIC 31 *Revenue – Barter Transactions Involving Advertising Services*. On April 12, 2016, the IASB issued *Clarifications to IFRS 15, Revenue from Contracts with Customers*, which is effective at the same time as IFRS 15. The standard contains a single model that applies to contracts with customers and two approaches to recognising 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 been introduced, which may affect the amount and/or timing of revenue recognized. The new standard applies to contracts with customers. It does not apply to insurance contracts, financial instruments or lease contracts, which fall in the scope of other IFRSs. The clarifications to IFRS 15 provide additional guidance with respect to the five-step analysis, transition, and the application of the Standard to licenses of intellectual property.

The Group's normal business operations consist of the provision of transportation and logistics services. The accounting policy described in the Group's 2017 annual consolidated financial statements states that all income relating to transportation and logistics is recognized as revenue based on the stage of completion of the service in the statement of income. The stage of completion of the service is determined using the proportion of costs incurred to date compared to the estimated total costs of the service. Revenue is measured at the fair value of the consideration received or receivable, net of trade discounts and volume rebates. Revenue is recognized as services are rendered, when the amount of revenue and income can be reliably measured and in all probability the economic benefits from the transactions will flow to the Group.

Having completed the five-step analysis, the Group identified contracts with customers and performance obligations therein, determined transaction price and its allocation to performance obligations and confirmed the appropriateness of its revenue recognition policy being over time as the transportation and logistics services are rendered, based on costs incurred as described above. Adoption of IFRS 15 did not have a material impact on the Group's overall revenue recognition policy or its operating income in the condensed consolidated interim financial statements.

The standard also requires that the Group evaluates whether there is a performance obligation to transfer services to the customer as a principal or to arrange for services to be provided by another party (as an agent). To make that determination, the standard uses a control model rather than the risks-and-rewards model under the previous standard. Based on the evaluation of the control model, it was determined that certain businesses, mainly in the Less-Than-Truckload segment, act as the principal rather than the agent within their revenue arrangements. This change requires the affected businesses to report transportation revenue gross of associated purchase transportation costs rather than net of such amounts within the condensed consolidated statements of income. This resulted in a change in presentation only for the related revenues and expenses in the condensed consolidated interim financial statements as noted below. There is no impact on net income, retained earnings or assets and liabilities as a result of this change.

The Group adopted IFRS 15 retrospectively, by restating comparatives. The table below summarizes the impact of adopting IFRS 15 on the Group's condensed interim consolidated statement of income and its previously reported years ended December 31, 2017 and 2016.

	As reported	Adjustments	Restated
Three months ended September 30, 2017			
Total revenue	1,154,443	22,188	1,176,631
Materials and services expenses	(665,998)	(22,188)	(688,186)
Nine months ended September 30, 2017			
Total revenue	3,558,548	85,988	3,644,536
Materials and services expenses	(2,051,607)	(85,988)	(2,137,595)
Year ended December 31, 2017			
Total revenue	4,741,019	96,395	4,837,414
Materials and services expenses	(2,739,834)	(96,395)	(2,836,229)
Year ended December 31, 2016			
Total revenue	4,025,208	126,443	4,151,651
Materials and services expenses	(2,352,594)	(126,443)	(2,479,037)

Classification and Measurement of Share-based Payment Transactions: Amendments to IFRS 2: On June 20, 2016, the IASB issued amendments to IFRS 2 *Share-based Payment*, clarifying how to account for certain types of share-based payment transactions. The amendments provide requirements on the accounting for:

- the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments;
- share-based payment transactions with a net settlement feature for withholding tax obligations; and
- a modification to the terms and conditions of a share-based payment that changes the classification of the transaction from cash-settled to equity-settled.

Adoption of the amendments to IFRS 2 did not have a material impact on the Group's condensed consolidated interim financial statements.

IFRIC 22, Foreign Currency Transactions and Advance Consideration: On December 8, 2016, the IASB issued IFRIC Interpretation 22 *Foreign Currency Transactions and Advance Consideration.* The Interpretation clarifies which date should be used for translation when a foreign currency transaction involves an advance payment or receipt. The Interpretation clarifies that the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income (or part of it) is the date on which an entity initially recognizes the non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration. The Interpretation was applied prospectively to all assets, expenses and income in the scope of the Interpretation initially recognized as of January 1, 2018. Adoption of IFRIC 22 did not have a material impact on the Group's condensed consolidated interim financial statements.

Annual Improvements to IFRS Standards (2014-2016 cycle): On December 8, 2016, the IASB issued narrow-scope amendments to two standards as part of its annual improvements process. Each of the amendments has its own specific transaction requirements and effective date. Amendments were made to the following standards:

- Removal of outdated exemptions for first time adopters under IFRS 1 *First-time Adoption of International Financial Reporting Standards*;

- Clarification that the election to measure an associate or joint venture at fair value under IAS 28 *Investments in Associates and Joint Ventures* for investments held directly, or indirectly, through a venture capital or other qualifying entity can be made on an investment-by-investment basis.

Adoption of Annual Improvements to IFRS Standards (2014-2016 cycle) did not have a material impact on the Group's condensed consolidated interim financial statements.

New standards and interpretations not yet adopted

The following new standards are not yet effective for the year ending December 31, 2018, and have not been applied in preparing these condensed consolidated interim financial statements:

IFRS 16, Leases: On January 13, 2016, the IASB issued IFRS 16 *Leases*. The new standard is effective for annual periods beginning on or after January 1, 2019. IFRS 16 will replace IAS 17 *Leases* and the related interpretations. This standard introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee is required to recognize a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. This standard substantially carries forward the lessor accounting requirements of IAS 17, while requiring enhanced disclosures to be provided by lessors. Other areas of the lease accounting model have also been impacted, including the definition of a lease. Transitional provisions have been provided. The Group intends to adopt IFRS 16 in its financial statements for the annual period beginning on January 1, 2019. The Group is finalizing its review of the lease agreements in accordance with the new standard. In preparation for the adoption of the new standard, the Group is implementing a new lease module to enable the tracking and accounting of leases. Available transitional provisions have been reviewed and the Group has finalized its position with regards to the following transitional provisions:

- The Group will be applying the standard using a modified retrospective approach. The comparative figures will not be adjusted.
- The Group will elect to apply the practical expedient to grandfather the assessment of which transactions are leases. It applied IFRS 16 only to contracts which were previously identified as leases. IFRS definition of a lease will be applied for leases entered into after January 1, 2019.
- The Group will elect to apply the practical expedient to not include any leases whose term will end within twelve months of the adoption date. The leases will be treated as short term under IFRS 16.
- The Group will apply the exemption for low value items. These low value items continue to be classified as a lease expense.

The precise impact on the consolidated financial statements upon the adoption of this standard has not yet been finalized, however it will have a material impact on the consolidated statement of financial position and on the consolidated statement of income and comprehensive income. Consequently the earnings per share will be impacted.

IFRIC 23 Uncertainty over Income Tax Treatments: On June 7, 2017, the IASB issued IFRIC Interpretation 23 *Uncertainty over Income Tax Treatments*. The Interpretation provides guidance on the accounting for current and deferred tax liabilities and assets in circumstances in which there is uncertainty over income tax treatments. The Interpretation is applicable for annual periods beginning on or after January 1, 2019. Earlier application is permitted. The Interpretation requires:

- an entity to contemplate whether uncertain tax treatments should be considered separately, or together as a group, based on which approach provides better predictions of the resolution;
- an entity to determine if it is probable that the tax authorities will accept the uncertain tax treatment; and
- if it is not probable that the uncertain tax treatment will be accepted, measure the tax uncertainty based on the most likely amount or expected value, depending on whichever method better predicts the resolution of the uncertainty.

The Group intends to adopt the Interpretation in its financial statements for the annual period beginning on January 1, 2019. The extent of the impact of adoption of the Interpretation has not yet been determined.

Plan Amendment, Curtailment or Settlement (Amendments to IAS 19): On February 7, 2018, the IASB issued *Plan Amendment, Curtailment or Settlement (Amendments to IAS 19)*. The amendments apply for plan amendments, curtailments or settlements that occur on or after January 1, 2019, or the date on which they are first applied (earlier application is permitted). The amendments to IAS 19 clarify that:

- on amendment, curtailment or settlement of a defined benefit plan, a company now uses updated actuarial assumptions to determine its current service cost and net interest for the period; and
- the effect of the asset ceiling is disregarded when calculating the gain or loss on any settlement of the plan.

The Group intends to adopt the amendments to IAS 19 in its financial statements for the annual period beginning on January 1, 2019. The extent of the impact of adoption of the amendments will not be material.

Annual Improvements to IFRS Standards (2015-2017 cycle): On December 12, 2017, the IASB issued narrow-scope amendments to three standards as part of its annual improvements process. The amendments are effective on or after January 1, 2019, with early application permitted. Each of the amendments has its own specific transition requirements. Amendments were made to the following standards:

- IFRS 3 *Business Combinations* and IFRS 11 *Joint Arrangements* - to clarify how a company accounts for increasing its interest in a joint operation that meets the definition of a business;
- IAS 12 *Income Taxes* – to clarify that all income tax consequences of dividends are recognized consistently with the transactions that generated the distributable profits – i.e. in profit or loss, OCI, or equity; and
- IAS 23 *Borrowing Costs* – to clarify that specific borrowings – i.e. funds borrowed specifically to finance the construction of a qualifying asset – should be transferred to the general borrowings pool once the construction of the qualifying asset has been completed. They also clarify that an entity includes funds borrowed specifically to obtain an asset other than a qualifying asset as part of general borrowings.

The Group intends to adopt these amendments in its financial statements for the annual period beginning on January 1, 2019. The extent of the impact of adoption of the amendments has not yet been determined.

4. Segment reporting

The Group operates within the transportation and logistics industry in the United States, Canada and Mexico in different reportable segments, as described below. The reportable segments are managed independently as they require different technology and capital resources. For each of the operating segments, the Group's CEO reviews internal management reports on a monthly basis. The following summary describes the operations in each of the Group's reportable segments:

Package and Courier:	Pickup, transport and delivery of items across North America.
Less-Than-Truckload:	Pickup, consolidation, transport and delivery of smaller loads.
Truckload [(a)]:	Full loads carried directly from the customer to the destination using a closed van or specialized equipment to meet customer's specific needs. Includes expedited transportation, flatbed, container and dedicated services.
Logistics and Last Mile:	Logistics services and last mile delivery of both small parcels and larger, heavy goods.

(a) The Truckload reporting segment represents the aggregation of the Canadian Truckload, U.S. Truckload, and Specialized Truckload operating segments. The aggregation of the segment was analyzed using management's judgment in accordance with IFRS 8. The operating segments were determined to be similar with respect to the nature of services offered and the methods used to distribute their services, additionally, they have similar economic characteristics with respect to long term expected gross margin, levels of capital invested and market place trends.

Information regarding the results of each reportable segment is included below. Performance is measured based on segment operating income or loss. This measure is included in the internal management reports that are reviewed by the Group's CEO and refers to "Operating income (loss)" in the consolidated statements of income. Segment's operating income or loss is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

During the first quarter of 2018, the composition of the reportable segments was modified to better reflect the nature of the Group's operations. In particular, the Last Mile delivery operating companies, which were previously included in the Package and Courier operating segment, are now presented in the newly named Logistics and Last Mile segment (previously the Logistics segment). The Last Mile delivery operating companies and the logistics companies have similar economic characteristics such as expected gross margins and levels of capital expenditure. These similarities are achieved through the employment of asset and personnel-light operating models. The corresponding information for the comparative period is recast to conform to the new reportable segments.

	Package and Courier	Less-Than-Truckload	Truckload	Logistics and Last Mile	Corporate	Eliminations	Total
Three months ended September 30, 2018							
External revenue	**153,163**	**224,489**	**516,301**	**233,487**	**-**	**-**	**1,127,440**
External fuel surcharge	**24,039**	**40,490**	**83,114**	**12,520**	**-**	**-**	**160,163**
Inter-segment revenue and fuel surcharge	**1,610**	**3,252**	**5,344**	**1,248**	**-**	**(11,454)**	**-**
Total revenue	**178,812**	**268,231**	**604,759**	**247,255**	**-**	**(11,454)**	**1,287,603**
Operating income (loss)	**27,965**	**25,470**	**60,450**	**16,822**	**(5,624)**	**-**	**125,083**
Selected items:							
Depreciation and amortization	**3,190**	**8,852**	**46,175**	**6,043**	**631**	**-**	**64,891**
Gain (loss) on sale of land and buildings	**-**	**(61)**	**280**	**(7)**	**-**	**-**	**212**
Gain on sale of assets held for sale	**-**	**-**	**2,928**	**-**	**-**	**-**	**2,928**
Intangible assets	**249,312**	**258,919**	**1,007,903**	**335,219**	**2,985**	**-**	**1,854,338**
Total assets	**391,527**	**646,931**	**2,323,310**	**467,009**	**61,944**	**-**	**3,890,721**
Total liabilities	**68,747**	**157,685**	**405,245**	**104,481**	**1,609,823**	**-**	**2,345,981**
Additions to property and equipment	**6,423**	**13,502**	**87,572**	**744**	**213**	**-**	**108,454**
Three months ended September 30, 2017*							
External revenue	149,309	214,697	478,905	227,699	-	-	1,070,610
External fuel surcharge	15,834	27,191	55,844	7,152	-	-	106,021
Inter-segment revenue and fuel surcharge	1,601	2,395	7,074	2,236	-	(13,306)	-
Total revenue	166,744	244,283	541,823	237,087	-	(13,306)	1,176,631
Operating income (loss)	23,577	14,139	16,737	13,269	(7,175)	-	60,547
Selected items:							
Depreciation and amortization	4,125	7,467	49,830	5,618	606	-	67,646
Gain (loss) on sale of land and buildings	-	9	-	(26)	-	-	(17)
Gain on sale of assets held for sale	9,156	60,959	-	-	-	-	70,115
Intangible assets	250,764	247,086	994,471	312,078	2,417	-	1,806,816
Total assets	407,748	584,490	2,253,268	438,175	54,212	-	3,737,893
Total liabilities	66,038	145,197	496,298	109,306	1,574,610	-	2,391,449
Additions to property and equipment	928	2,372	73,068	999	438	-	77,805

(*) Recasted for changes in composition of reportable segments and changes in presentation due to adoption of IFRS 15 (see note 3).

	Package and Courier	Less-Than-Truckload	Truckload	Logistics and Last Mile	Corporate	Eliminations	Total
Nine months ended September 30, 2018							
External revenue	**451,672**	**660,526**	**1,521,711**	**712,009**	**-**	**-**	**3,345,918**
External fuel surcharge	**67,848**	**114,178**	**239,147**	**34,672**	**-**	**-**	**455,845**
Inter-segment revenue and fuel surcharge	**4,608**	**10,480**	**17,846**	**6,515**	**-**	**(39,449)**	**-**
Total revenue	**524,128**	**785,184**	**1,778,704**	**753,196**	**-**	**(39,449)**	**3,801,763**
Operating income (loss)	**78,805**	**59,351**	**143,813**	**51,648**	**(20,729)**	**-**	**312,888**
Selected items:							
Depreciation and amortization	**9,871**	**25,446**	**137,518**	**18,145**	**1,761**	**-**	**192,741**
Gain (loss) on sale of land and buildings	**-**	**(61)**	**280**	**(7)**	**-**	**-**	**212**
Gain on sale of assets held for sale	**-**	**2,381**	**11,348**	**-**	**412**	**-**	**14,141**
Intangible assets	**249,312**	**258,919**	**1,007,903**	**335,219**	**2,985**	**-**	**1,854,338**
Total assets	**391,527**	**646,931**	**2,323,310**	**467,009**	**61,944**	**-**	**3,890,721**
Total liabilities	**68,747**	**157,685**	**405,245**	**104,481**	**1,609,823**	**-**	**2,345,981**
Additions to property and equipment	**9,774**	**19,525**	**183,878**	**2,214**	**508**	**-**	**215,899**
Nine months ended September 30, 2017*							
External revenue	443,768	667,036	1,474,031	724,471	-	-	3,309,306
External fuel surcharge	49,548	86,504	177,064	22,114	-	-	335,230
Inter-segment revenue and fuel surcharge	6,080	6,541	20,861	6,354	-	(39,836)	-
Total revenue	499,396	760,081	1,671,956	752,939	-	(39,836)	3,644,536
Operating income (loss)	64,981	39,729	55,155	40,804	(23,715)	-	176,954
Selected items:							
Depreciation and amortization	11,807	23,668	151,656	17,688	1,691	-	206,510
Gain (loss) on sale of land and buildings	-	25	(75)	(112)	-	-	(162)
Gain on sale of assets held for sale	9,156	69,206	172	-	-	-	78,534
Impairment of intangible assets	-	-	129,770	13,211	-	-	142,981
Intangible assets	250,764	247,086	994,471	312,078	2,417	-	1,806,816
Total assets	407,748	584,490	2,253,268	438,175	54,212	-	3,737,893
Total liabilities	66,038	145,197	496,298	109,306	1,574,610	-	2,391,449
Additions to property and equipment	7,512	6,638	189,570	1,584	673	-	205,977

(*) Recasted for changes in composition of reportable segments and changes in presentation due to adoption of IFRS 15 (see note 3).

The following tables summarize recasted segmented information for the previously reported years ended December 31, 2017 and 2016 to reflect changes in composition of reportable segments and changes in presentation due to the adoption of IFRS 15 (see note 3).

	Package and Courier	Less-Than-Truckload	Truckload	Logistics and Last Mile	Corporate	Eliminations	Total
2017							
External revenue	604,477	868,622	1,948,691	957,195	-	-	4,378,985
External fuel surcharge	69,353	116,895	241,481	30,700	-	-	458,429
Inter-segment revenue and fuel surcharge	7,576	9,260	28,035	8,738	-	(53,609)	-
Total revenue	681,406	994,777	2,218,207	996,633	-	(53,609)	4,837,414
Operating income (loss)	92,443	54,305	77,986	54,905	(35,915)	-	243,724
Selected items:							
Depreciation and amortization	15,539	31,354	197,520	24,096	2,248	-	270,757
Gain (loss) on sale of land and buildings	682	(242)	(93)	(115)	-	-	232
Gain on sale of assets held for sale	9,156	68,118	172	-	-	-	77,446
Impairment	-	-	129,770	13,211	-	-	142,981
Intangible assets	250,368	242,345	990,310	346,885	2,366	-	1,832,274
Total assets	387,021	563,485	2,234,032	477,210	65,880	-	3,727,628
Total liabilities	76,000	155,497	377,815	100,376	1,602,816	-	2,312,504
Additions to property and equipment	12,607	12,640	231,936	1,712	771	-	259,666

	Package and Courier	Less-Than-Truckload	Truckload	Logistics and Last Mile	Corporate	Eliminations	Total
2016							
External revenue	588,881	811,750	1,483,015	947,285	-	-	3,830,931
External fuel surcharge	56,927	95,381	145,952	22,460	-	-	320,720
Inter-segment revenue and fuel surcharge	8,004	19,060	22,757	8,873	-	(58,694)	-
Total revenue	653,812	926,191	1,651,724	978,618	-	(58,694)	4,151,651
Operating income (loss)	83,015	49,598	103,163	49,424	(35,935)	-	249,265
Selected items:							
Depreciation and amortization	15,524	30,228	123,860	21,376	2,098	-	193,086
Gain on sale of land and buildings	-	4,442	2,875	1,631	-	-	8,948
Intangible assets	251,586	233,497	1,157,606	328,662	1,799	-	1,973,150
Total assets	407,149	642,458	2,438,518	463,195	75,233	-	4,026,553
Total liabilities	80,866	146,641	515,988	96,554	1,725,480	-	2,565,529
Additions to property and equipment	8,447	17,046	80,020	3,057	1,990	-	110,560

Geographical information

Revenue is attributed to geographical locations based on the origin of service's location.

Total revenue	Package and Courier	Less-Than-Truckload	Truckload	Logistics and Last Mile	Eliminations	Total
Three months ended September 30, 2018						
Canada	**178,812**	**220,964**	**254,520**	**76,458**	**(11,103)**	**719,651**
United States	**-**	**47,267**	**350,239**	**165,148**	**(351)**	**562,303**
Mexico	**-**	**-**	**-**	**5,649**	**-**	**5,649**
Total	**178,812**	**268,231**	**604,759**	**247,255**	**(11,454)**	**1,287,603**
Three months ended September 30, 2017						
Canada	166,744	217,421	236,154	80,568	(12,918)	687,969
United States	-	26,862	305,669	151,465	(388)	483,608
Mexico	-	-	-	5,054	-	5,054
Total	166,744	244,283	541,823	237,087	(13,306)	1,176,631
Nine months ended September 30, 2018						
Canada	**524,128**	**658,237**	**747,912**	**240,205**	**(38,571)**	**2,131,911**
United States	**-**	**126,947**	**1,030,792**	**496,291**	**(878)**	**1,653,152**
Mexico	**-**	**-**	**-**	**16,700**	**-**	**16,700**
Total	**524,128**	**785,184**	**1,778,704**	**753,196**	**(39,449)**	**3,801,763**
Nine months ended September 30, 2017						
Canada	499,396	673,128	683,709	241,804	(38,949)	2,059,088
United States	-	86,953	988,247	495,095	(887)	1,569,408
Mexico	-	-	-	16,040	-	16,040
Total	499,396	760,081	1,671,956	752,939	(39,836)	3,644,536

Segment assets are based on the geographical location of the assets.

	As at September 30, 2018	As at December 31, 2017
Property and equipment and intangible assets		
Canada	**1,843,177**	1,693,190
United States	**1,290,454**	1,314,635
Mexico	**23,118**	22,062
	3,156,749	3,029,887

5. Business combinations

a) Business combinations

In line with the Group's growth strategy, the Group acquired three businesses during 2018, one of which was considered significant. These transactions were concluded in order to add density in the Group's current network and further expand value-added services.

On April 3, 2018, the Group completed the acquisition of Normandin Transit Inc. ("Normandin"). Based in Quebec, Normandin focuses on the transportation of less-than-truckload and full truckload freight shipments to and from the United States and Canada. The purchase price for this business acquisition totalled $55.9 million, of which $50.5 million has been paid in cash and the remaining consists of a contingent consideration of $5.3 million (see note 5 c)). Normandin contributed revenue and net income of $53.5 million and $5.9 million, respectively.

If the Group acquired the three businesses on January 1, 2018, per management's best estimates, the revenue and net income would have been $116.2 million and $10.4 million, respectively. In determining these estimated amounts, management assumed that the fair value adjustments that arose on the date of acquisition would have been the same had the acquisition occurred on January 1, 2018.

During 2018, transaction costs of $0.2 million have been expensed in other operating expenses in the consolidated statements of income in relation to the above mentioned business acquisitions.

As of the reporting date, the Group had not completed the purchase price allocation over the identifiable net assets and goodwill of the 2018 acquisitions. Information to confirm fair value of certain assets and liabilities is still to be obtained for these acquisitions. As the Group obtains more information, the allocations will be completed. The table below presents the purchase price allocation based on the best information available to the Group to date.

Identifiable assets acquired and liabilities assumed	Note	**Normandin**	**Others***	**2018**
Cash and cash equivalents		2,071	1,176	**3,247**
Trade and other receivables		15,100	5,166	**20,266**
Inventoried supplies and prepaid expenses		2,115	1,877	**3,992**
Property and equipment	8	41,834	14,771	**56,605**
Intangible assets	9	17,429	6,155	**23,584**
Trade and other payables		(7,202)	(6,996)	**(14,198)**
Income tax payable		(130)	103	**(27)**
Long-term debt		(12,289)	(3,568)	**(15,857)**
Deferred tax liabilities		(9,820)	(2,786)	**(12,606)**
Total identifiable net assets		49,108	15,898	**65,006**
Total consideration transferred		55,894	27,811	**83,705**
Goodwill	9	6,786	11,913	**18,699**
Cash		50,548	27,811	**78,359**
Contingent consideration	c)	5,346	-	**5,346**
Total consideration transferred		55,894	27,811	**83,705**

(*) Includes non material adjustments to prior year acquisitions

The trade receivables comprise gross amounts due of $19.0 million, of which $0.1 million was expected to be uncollectible at the acquisition date.

Of the goodwill and intangible assets acquired through business combinations in 2018, nil is deductible for tax purposes.

b) Goodwill

The goodwill is attributable mainly to the premium of an established business operation with a good reputation in the transportation industry, and the synergies expected to be achieved from integrating the acquired entity into the Group's existing business.

The goodwill arising in the above business combinations has been allocated to operating segments as indicated in the table below, which represents the lowest level at which goodwill is monitored internally.

Operating segment	Reportable segment	**2018***
Less-Than-Truckload	Less-Than-Truckload	**6,786**
Specialized Truckload	Truckload	**12,904**
Logistics and Last Mile	Logistics and Last Mile	**(991)**
		18,699

(*) Includes non material adjustments to prior year acquisitions

c) Contingent consideration

The contingent consideration relates to the Normandin business combination and is recorded in the original purchase price allocation. The fair value was determined using expected cash flows based on probability weighted scenario discounted at a rate of 6.0%. This consideration is contingent on achieving specified earning levels in future periods. The maximum yearly amount payable over the next three years is $2.0 million for a total consideration of $6.0 million. At September 30, 2018, the fair value of the contingent arrangement was estimated at $5.5 million and is currently presented in other financial liabilities on the consolidated statements of financial position.

6. Discontinued operations

On February 1, 2016, the Company sold the Waste Management segment ("Waste") to GFL Environmental Inc. ("GFL") for total consideration of $800 million, which includes an unsecured promissory note of $25 million yielding 3% interest with a term of 4 years. These discontinued operations impact only comparative period cash flows, specifically the payment of income taxes on the gain of the sale of Waste.

7. Additional cash flow information

Net change in non-cash operating working capital

	Three months ended Sept. 30, 2018	Three months ended Sept. 30, 2017	**Nine months ended Sept. 30, 2018**	Nine months ended Sept. 30, 2017
Trade and other receivables	**6,536**	3,831	**(32,865)**	(22,673)
Inventoried supplies	**453**	1,061	**1,148**	(760)
Prepaid expenses	**6,550**	7,683	**(3,366)**	1,610
Trade and other payables	**(831)**	17,632	**14,324**	791
	12,708	30,207	**(20,759)**	(21,032)

8. Property and equipment

	Land and buildings	Rolling stock	Equipment	**Total**
Cost				
Balance at December 31, 2017	333,465	1,294,403	152,470	**1,780,338**
Additions through business combinations	21,762	33,395	1,448	**56,605**
Other additions	11,787	192,939	11,173	**215,899**
Disposals	(2,233)	(127,201)	(12,825)	**(142,259)**
Reclassification to assets held for sale	(13,457)	-	-	**(13,457)**
Reclassification from assets held for sale	23,834	-	-	**23,834**
Effect of movements in exchange rates	2,225	17,751	361	**20,337**
Balance at September 30, 2018	**377,383**	**1,411,287**	**152,627**	**1,941,297**
Depreciation				
Balance at December 31, 2017	69,676	411,785	101,264	**582,725**
Depreciation for the period	8,107	128,432	9,561	**146,100**
Disposals	(1,780)	(78,635)	(12,702)	**(93,117)**
Reclassification to assets held for sale	(1,400)	-	-	**(1,400)**
Reclassification from assets held for sale	1,974	-	-	**1,974**
Effect of movements in exchange rates	290	2,237	77	**2,604**
Balance at September 30, 2018	**76,867**	**463,819**	**98,200**	**638,886**
Net carrying amounts				
At December 31, 2017	263,789	882,618	51,206	1,197,613
At September 30, 2018	**300,516**	**947,468**	**54,427**	**1,302,411**

As at September 30, 2018, $14.6 million is included in trade and other payables for the purchases of property and equipment (December 31, 2017 – $0.5 million).

9. Intangible assets

		Other intangible assets				
	Goodwill	Customer relationships	Trademarks	Non-compete agreements	Information technology	**Total**
Cost						
Balance at December 31, 2017	1,576,661	538,139	102,626	8,964	23,961	**2,250,351**
Additions through business combinations	18,699	18,435	2,450	2,020	679	**42,283**
Other additions	-	793	-	-	2,026	**2,819**
Extinguishments	-	(7,612)	-	(28)	(2,762)	**(10,402)**
Effect of movements in exchange rates	20,701	8,208	2,089	161	109	**31,268**
Balance at September 30, 2018	**1,616,061**	**557,963**	**107,165**	**11,117**	**24,013**	**2,316,319**
Amortization and impairment losses						
Balance at December 31, 2017	185,450	174,218	37,578	1,714	19,117	**418,077**
Amortization for the period	-	37,751	5,547	1,319	2,024	**46,641**
Extinguishments	-	(7,612)	-	(28)	(2,762)	**(10,402)**
Effect of movements in exchange rates	4,000	2,897	655	29	84	**7,665**
Balance at September 30, 2018	**189,450**	**207,254**	**43,780**	**3,034**	**18,463**	**461,981**
Net carrying amounts						
At December 31, 2017	1,391,211	363,921	65,048	7,250	4,844	1,832,274
At September 30, 2018	**1,426,611**	**350,709**	**63,385**	**8,083**	**5,550**	**1,854,338**

In Q2 2018, the Group reassessed the useful lives of some operational trade names from finite to indefinite. Brand recognition, dominance in geographical area, resilience to economic and social changes as well as management intent to keep the brands indefinitely were decisive factors leading to this conclusion. At the time of change in estimate, which is applied prospectively, the Group tested these trade names for impairment. The Group estimated the value in use to be $38.6 million compared to its carrying value of $32.7 million, resulting in no impairment charge. Management used the relief-from-royalty method and discount rates between 9.5% and 10.5% in its analysis.

10. Other assets

	As at September 30, 2018	As at December 31, 2017
Promissory note	**22,183**	20,739
Restricted cash	**4,260**	4,294
Security deposits	**3,661**	3,748
Investments in equity securities	**2,861**	6,310
Other	**849**	783
	33,814	35,874

11. Long-term debt

	As at September 30, 2018	As at December 31, 2017
Non-current liabilities		
Revolving facility	**642,380**	690,893
Term loans	**498,454**	572,788
Unsecured debentures	**124,803**	124,738
Conditional sales contracts	**74,153**	52,553
Finance lease liabilities	**5,472**	4,997
	1,345,262	1,445,969
Current liabilities		
Current portion of conditional sales contracts	**38,556**	33,502
Current portion of finance lease liabilities	**5,508**	9,959
Current portion of other long-term debt	**8,746**	8,966
Current portion of term loans	**75,000**	-
	127,810	52,427

For the nine months ended September 30, 2018, in addition to the repayments and new borrowings, the debt increased due to currency fluctuations by $2.2 million and increased by $1.8 million due to the amortization of deferred financing fees.

On May 9, 2018, the Group extended its existing revolving credit facility, by one year, to June 2022. Deferred financing fees of $0.9 million were recognized on the extension.

On May 9, 2018, the Group extended the maturity of the $500 million term loan by one year for each tranche. This term loan is within the confines of the credit facility for the specific purpose of acquiring CFI. It remains at a total of $500 million, with $200 million now due in June 2020 and $300 million due in June 2021. Early repayment, in part or whole is permitted, and will permanently reduce the amount borrowed. The terms and conditions of the facility are the same as the credit facility and is subject to the same covenants. Deferred financing fees of $0.3 million were recognized on the extension.

12. Provisions

	Self insurance	Other	**Total**
As at September 30, 2018			
Current provisions	23,305	2,939	**26,244**
Non-current provisions	23,870	14,932	**38,802**
	47,175	**17,871**	**65,046**
As at December 31, 2017			
Current provisions	26,992	5,352	32,344
Non-current provisions	28,223	11,157	39,380
	55,215	16,509	71,724

13. Share capital

The Company is authorized to issue an unlimited number of common shares and preferred shares, issuable in series. Both common and preferred shares are without par value. All issued shares are fully paid.

The following table summarizes the number of common shares issued:

(in number of shares)	Note	**Nine months ended Sept. 30, 2018**	Nine months ended Sept. 30, 2017
Balance, beginning of period		**89,123,588**	91,575,319
Repurchase and cancellation of own shares		**(2,180,348)**	(1,830,726)
Stock options exercised	15	**1,026,302**	182,334
Balance, end of period		**87,969,542**	89,926,927

The following table summarizes the share capital issued and fully paid:

	Nine months ended Sept. 30, 2018	Nine months ended Sept. 30, 2017
Balance, beginning of period	**711,036**	723,390
Repurchase and cancellation of own shares	**(17,439)**	(14,474)
Cash consideration of stock options exercised	**16,777**	3,179
Ascribed value credited to share capital on stock options exercised	**3,995**	760
Issuance of shares on settlement of RSUs	**17**	-
Balance, end of period	**714,386**	712,855

Pursuant to the normal course issuer bid ("NCIB") which began on October 2, 2017 and expired on October 1, 2018, the Company was authorized to repurchase for cancellation up to a maximum of 6,000,000 of its common shares under certain conditions. As at September 30, 2018, and since the inception of this NCIB, the Company has repurchased and cancelled 3,159,748 common shares.

During the nine months ended September 30, 2018, the Company repurchased 2,180,348 common shares at a price ranging from $32.18 to $40.99 per share for a total purchase price of $77.7 million relating to the NCIB. During the nine months ended September 30, 2017, the Company repurchased 1,830,726 common shares at a price ranging from $26.56 to $29.32 per share for a total purchase price of $51.0 million relating to a previous NCIB. The excess of the purchase price paid over the carrying value of the shares repurchased in the amount of $60.3 million (2017 – $36.5 million) was charged to retained earnings as share repurchase premium.

On September 28, 2018, the Company announced the renewal of its NCIB which begins on October 2, 2018 and expires on October 1, 2019. Pursuant to the renewal, the Company is authorized to repurchase for cancellation up to a maximum of 6,000,000 of its common shares under certain conditions.

14. Earnings per share

Basic earnings per share

The basic earnings per share and the weighted average number of common shares outstanding have been calculated as follows:

(in thousands of dollars and number of shares)	**Three months ended Sept. 30, 2018**	Three months ended Sept. 30, 2017	**Nine months ended Sept. 30, 2018**	Nine months ended Sept. 30, 2017
Net income attributable to owners of the Company	**86,713**	98,774	**215,266**	37,796
Issued common shares, beginning of period	**87,398,416**	90,112,611	**89,123,588**	91,575,319
Effect of stock options exercised	**381,605**	32,716	**338,010**	62,275
Effect of repurchase of own shares	**(107,185)**	(269,375)	**(1,308,662)**	(807,299)
Weighted average number of common shares	**87,672,836**	89,875,952	**88,152,936**	90,830,295
Earnings per share – basic	**0.99**	1.10	**2.44**	0.42

Diluted earnings per share

The diluted earnings per share and the weighted average number of common shares outstanding after adjustment for the effects of all dilutive common shares have been calculated as follows:

(in thousands of dollars and number of shares)	**Three months ended Sept. 30, 2018**	Three months ended Sept. 30, 2017	**Nine months ended Sept. 30, 2018**	Nine months ended Sept. 30, 2017
Net income attributable to owners of the Company	**86,713**	98,774	**215,266**	37,796
Weighted average number of common shares	**87,672,836**	89,875,952	**88,152,936**	90,830,295
Dilutive effect:				
Stock options and restricted share units	**3,085,307**	2,249,730	**2,814,674**	2,366,184
Weighted average number of diluted common shares	**90,758,143**	92,125,682	**90,967,610**	93,196,479
Earnings per share - diluted	**0.96**	1.07	**2.37**	0.41

For the three and nine month periods ended September 30, 2018, no stock options were excluded from the calculation of diluted earnings per share (2017 – 395,113 stock options for the three and nine month periods because they were anti-dilutive).

The average market value of the Company's shares for purposes of calculating the dilutive effect of stock options was based on quoted market prices for the period during which the options were outstanding.

15. Share-based payment arrangements

Stock option plan (equity-settled)

The Company offers a stock option plan for the benefit of certain of its employees. The maximum number of shares that can be issued upon the exercise of options granted under the current 2012 stock option plan is 5,979,201. Each stock option entitles its holder to receive one common share upon exercise. The exercise price payable for each option is determined by the Board of Directors at the date of grant, and may not be less than the volume weighted average trading price of the Company's shares for the last five trading days immediately preceding the grant date. The options vest in equal installments over three years and the expense is recognized following the accelerated method as each installment is fair valued separately and recorded over the respective vesting periods. The table below summarizes the changes in the outstanding stock options:

(in thousands of options and in dollars)	**Three months ended Sept. 30, 2018**		Three months ended Sept. 30, 2017		**Nine months ended Sept. 30, 2018**		Nine months ended Sept. 30, 2017	
	Number of options	**Weighted average exercise price**	Number of options	Weighted average exercise price	**Number of options**	**Weighted average exercise price**	Number of options	Weighted average exercise price
Balance, beginning of period	**5,766**	**20.51**	5,830	19.21	**5,493**	**19.22**	5,496	18.02
Granted	**-**	**-**	-	-	**618**	**29.92**	395	35.02
Exercised	**(710)**	**16.66**	(121)	18.94	**(1,026)**	**16.35**	(182)	17.43
Forfeited	**(8)**	**30.07**	-	-	**(37)**	**29.77**	-	-
Balance, end of period	**5,048**	**21.03**	5,709	19.22	**5,048**	**21.03**	5,709	19.22
Options exercisable, end of period					**3,866**	**18.44**	4,346	16.56

The following table summarizes information about stock options outstanding and exercisable at September 30, 2018:

(in thousands of options and in dollars)	Options outstanding		Options exercisable
Exercise prices	Number of options	Weighted average remaining contractual life (in years)	Number of options
6.32	509	0.8	509
9.46	586	1.8	586
16.46	561	0.8	561
20.18	582	1.8	582
24.64	862	4.8	535
24.93	677	3.8	677
25.14	312	2.8	312
29.92	611	6.4	-
35.02	348	5.4	104
	5,048	3.2	3,866

Of the options outstanding at September 30, 2018, a total of 4,200,523 (December 31, 2017 – 4,456,400) are held by key management personnel.

The weighted average share price at the date of exercise for stock options exercised in the nine months ended September 30, 2018 was $42.76 (2017 – $31.31).

For the three and nine months ended September 30, 2018, the Group recognized a compensation expense of $0.8 million and $2.4 million, respectively (2017 – $0.8 million and $2.8 million) with a corresponding increase to contributed surplus.

On February 20, 2018, the Board of Directors approved the grant of 617,735 stock options under the Company's stock option plan of which 437,361 were granted to key management personnel. The options vest in equal installments over three years and have a life of seven years. The fair value of the stock options granted was estimated using the Black-Scholes option pricing model using the following weighted average assumptions:

	February 20, 2018
Average expected option life	4.5 years
Risk-free interest rate	1.83%
Expected stock price volatility	21.92%
Average dividend yield	2.56%
Weighted average fair value per option of options granted	$4.55

Deferred share unit plan for board members (cash-settled)

The Company offers a deferred share unit ("DSU") plan for its board members. Under this plan, board members may elect to receive cash, DSUs or a combination of both for their compensation. The following table provides the number of DSUs related to this plan:

(in units)	**Three months ended Sept. 30, 2018**	Three months ended Sept. 30, 2017	**Nine months ended Sept. 30, 2018**	Nine months ended Sept. 30, 2017
Balance, beginning of period	**298,164**	263,146	**281,323**	260,567
Board members compensation	**5,305**	7,170	**18,576**	20,040
Deferred share units redeemed	**(9,418)**	-	**(9,418)**	(13,428)
Dividends paid in units	**1,488**	1,820	**5,058**	4,957
Balance, end of period	**295,539**	272,136	**295,539**	272,136

For the three and nine months ended September 30, 2018, the Group recognized, as a result of DSUs, a compensation expense of $0.2 million and $0.7 million, respectively (2017 - $0.2 million and $0.6 million) with a corresponding increase to trade and other payables. In addition, in other finance costs, the Group recognized a mark-to-market loss on DSUs of $1.9 million and $4.3 million for the three and nine months ended September 30, 2018, respectively (2017 – loss of $1.2 million and gain of $0.5 million).

As at September 30, 2018, the total carrying amount of liabilities for cash-settled arrangements recorded in trade and other payables amounted to $13.9 million (December 31, 2017 - $9.3 million).

Performance contingent restricted share unit plan (equity-settled)

The Company offers an equity incentive plan for the benefit of senior employees of the Group. The plan provides for the issuance of restricted share units (''RSUs'') under conditions to be determined by the Board of Directors. The RSUs will vest in December of the second year from the grant date. Upon satisfaction of the required service period, the plan provides for settlement of the award through shares.

On February 20, 2018, the Company granted a total of 95,243 RSUs under the Company's equity incentive plan of which 66,506 were granted to key management personnel. The fair value of the RSUs is determined to be the share price fair value at the date of the grant and is recognized as a share-based compensation expense, through contributed surplus, over the vesting period. The fair value of the RSUs granted during the period was $29.92 per unit.

The table below summarizes changes to the outstanding RSUs:

(in thousands of RSUs and in dollars)	**Three months ended Sept. 30, 2018**		Three months ended Sept. 30, 2017		**Nine months ended Sept. 30, 2018**		Nine months ended Sept. 30, 2017	
	Number of RSUs	**Weighted average exercise price**	Number of RSUs	Weighted average exercise price	**Number of RSUs**	**Weighted average exercise price**	Number of RSUs	Weighted average exercise price
Balance, beginning of period	**302**	**28.43**	346	26.60	**206**	**27.74**	281	24.78
Granted	**-**	**-**	-	-	**95**	**29.92**	61	35.02
Reinvested	**2**	**28.43**	2	26.60	**5**	**28.29**	6	25.99
Settled	**-**	**-**	-	-	**(1)**	**26.63**	-	-
Forfeited	**(3)**	**27.58**	-	-	**(4)**	**28.10**	-	-
Balance, end of period	**301**	**28.44**	348	26.60	**301**	**28.44**	348	26.60

The following table summarizes information about RSUs outstanding and exercisable as at September 30, 2018:

(in thousands of RSUs and in dollars)	RSUs outstanding	
Exercise prices	Number of RSUs	Remaining contractual life (in years)
24.64	144	0.2
29.92	95	2.3
35.02	62	1.2
	301	1.1

For the three and nine months ended September 30, 2018, the Group recognized, as a result of RSUs, a compensation expense of $0.7 million and $2.1 million, respectively (2017 - $0.9 million and $2.5 million) with a corresponding increase to contributed surplus.

Of the RSUs outstanding at September 30, 2018, a total of 205,445 (December 31, 2017 – 129,246) are held by key management personnel.

16. Operating expenses

The Group's operating expenses include: a) materials and services expenses, which are primarily costs related to independent contractors and vehicle operation; vehicle operation expenses, which primarily include fuel, repairs and maintenance, vehicle leasing costs, insurance, permits and operating supplies; b) personnel expenses; c) other operating expenses, which are primarily composed of costs related to offices' and terminals' rent, taxes, heating, telecommunications, maintenance and security and other general administrative expenses; and d) depreciation of property and equipment, amortization of intangible assets and gain or loss on disposition of rolling stock and equipment.

	Three months ended Sept. 30, 2018	Three months ended Sept. 30, 2017*	**Nine months ended Sept. 30, 2018**	Nine months ended Sept. 30, 2017*
Materials and services expenses				
Independent contractors	**506,076**	472,154	**1,531,636**	1,516,030
Vehicle operation expenses	**217,806**	216,032	**641,179**	621,565
	723,882	688,186	**2,172,815**	2,137,595
Personnel expenses	**309,377**	297,113	**924,720**	928,993
Other operating expenses	**67,185**	63,032	**204,835**	197,818
Depreciation of property and equipment	**49,601**	52,079	**146,100**	161,259
Amortization of intangible assets	**15,290**	15,567	**46,641**	45,251
(Gain) loss on sale of rolling stock and equipment	**(2,815)**	107	**(6,236)**	(3,334)
	1,162,520	1,116,084	**3,488,875**	3,467,582

(*) Recasted for changes in presentation due to adoption of IFRS 15 (see note 3).

17. Finance income and finance costs

Recognized in income or loss:

(Income) costs	**Three months ended Sept. 30, 2018**	Three months ended Sept. 30, 2017	**Nine months ended Sept. 30, 2018**	Nine months ended Sept. 30, 2017
Interest expense on long-term debt	**13,437**	14,453	**41,450**	43,656
Interest income and accretion on promissory note	**(710)**	(643)	**(2,060)**	(1,913)
Net foreign exchange (gain) loss	**(125)**	585	**(981)**	2,501
Net change in fair value of foreign exchange derivatives	**(85)**	(370)	**(299)**	(1,121)
Net change in fair value of interest rate derivatives	**(222)**	(304)	**(46)**	(558)
Other financial expenses	**4,612**	2,905	**10,282**	5,013
Net finance costs	**16,907**	16,626	**48,346**	47,578
Presented as:				
Finance income	**(1,142)**	(1,317)	**(3,386)**	(3,592)
Finance costs	**18,049**	17,943	**51,732**	51,170

18. Income tax expense

Income tax recognized in income or loss:

	Three months ended Sept. 30, 2018	Three months ended Sept. 30, 2017	**Nine months ended Sept. 30, 2018**	Nine months ended Sept. 30, 2017
Current tax expense				
Current period	**27,847**	21,113	**72,367**	56,285
Adjustment for prior years	**(3,049)**	(1,250)	**(3,049)**	(2,329)
	24,798	19,863	**69,318**	53,956
Deferred tax expense (recovery)				
Origination and reversal of temporary differences	**(3,006)**	(4,763)	**(8,243)**	(27,164)
Variation in tax rate	**40**	236	**(184)**	170
Adjustment for prior years	**2,771**	(91)	**2,738**	9
	(195)	(4,618)	**(5,689)**	(26,985)
Income tax expense	**24,603**	15,245	**63,629**	26,971

Reconciliation of effective tax rate:

	Three months ended Sept. 30, 2018		Three months ended Sept. 30, 2017		**Nine months ended Sept. 30, 2018**		Nine months ended Sept. 30, 2017	
Income before income tax		**111,316**		114,019		**278,895**		64,767
Income tax using the Company's statutory tax rate	**26.7%**	**29,721**	26.8%	30,558	**26.7%**	**74,465**	26.8%	17,358
Increase (decrease) resulting from:								
Rate differential between jurisdictions	**(3.2%)**	**(3,527)**	(5.4%)	(6,144)	**(3.4%)**	**(9,520)**	(49.6%)	(32,102)
Variation in tax rate	**0.0%**	**40**	0.2%	236	**(0.1%)**	**(184)**	0.3%	170
Non deductible expenses	**0.4%**	**492**	0.6%	710	**0.8%**	**2,153**	80.4%	52,085
Tax exempt income	**(1.7%)**	**(1,846)**	(7.8%)	(8,925)	**(1.1%)**	**(3,090)**	(16.4%)	(10,599)
Adjustment for prior years	**(0.2%)**	**(278)**	(1.2%)	(1,341)	**(0.1%)**	**(311)**	(3.6%)	(2,320)
Tax on multi-jurisdiction distributions	**0.0%**	**1**	0.1%	151	**0.0%**	**116**	3.7%	2,379
	22.0%	**24,603**	13.3%	15,245	**22.8%**	**63,629**	41.6%	26,971

19. Financial instruments

Derivative financial instruments' fair values were as follows:

		Measured at fair value through income or loss		Designated as effective cash flow hedge instruments	
	Note	**As at September 30, 2018**	As at December 31, 2017	**As at September 30, 2018**	As at December 31, 2017
Current assets					
Interest rate derivatives	a	**-**	-	**8,463**	4,521
Non-current assets					
Interest rate derivatives	a	**-**	-	**6,095**	4,317
Current liabilities					
Embedded foreign exchange derivatives in finance leases		**12**	311	**-**	-
Interest rate derivatives	a	**-**	-	**-**	248
		12	311	**-**	248
Non-current liabilities					
Interest rate derivatives	a	**-**	-	**-**	373

a) Interest rate risk

The Company's intention is to minimize its exposure to changes in interest rates by maintaining a significant portion of fixed-rate interest-bearing long-term debt. This is achieved by entering into interest rate swaps.

The Group's interest rate derivatives are as follows:

	As at September 30, 2018					As at December 31, 2017				
	Average B.A. rate	**Notional Contract Amount CDN$**	**Average Libor rate**	**Notional Contract Amount US$**	**Fair value CDN$**	Average B.A. rate	Notional Contract Amount CDN$	Average Libor rate	Notional Contract Amount US$	Fair value CDN$
Coverage period:										
Less than 1 year	**0.99%**	**316,667**	**1.92%**	**325,000**	**8,463**	0.98%	500,000	1.92%	325,000	4,273
1 to 2 years	**-**	**-**	**1.90%**	**293,750**	**3,751**	0.99%	300,000	1.92%	325,000	3,129
2 to 3 years	**-**	**-**	**1.92%**	**100,000**	**1,172**	-	-	1.89%	237,500	433
3 to 4 years	**-**	**-**	**1.92%**	**100,000**	**1,172**	-	-	1.92%	100,000	218
4 to 5 years	**-**	**-**	**-**	**-**	**-**	-	-	1.92%	75,000	164
Asset					**14,558**					8,217
Presented as:										
Current assets					**8,463**					4,521
Non-current assets					**6,095**					4,317
Current liabilities					**-**					(248)
Non-current liabilities					**-**					(373)

20. Operating leases, contingencies, letters of credit and other commitments

a) Operating leases

The Group has entered into operating leases expiring on various dates through March 2035, with respect to rolling stock, real estate and other. The total future minimum lease payments under non-cancellable operating leases are as follows:

	As at September 30, 2018	As at December 31, 2017
Less than 1 year	**127,689**	128,345
Between 1 and 5 years	**256,048**	259,236
More than 5 years	**125,806**	146,581
	509,543	534,162

For the three and nine months ended September 30, 2018, expenses of $39.6 million and $116.8 million, respectively, were recognized in the consolidated statement of income for the operating leases (2017 – $37.4 million and $111.3 million).

b) Contingencies

There are pending operational and personnel related claims against the Group. The Group has accrued $9.6 million for claim settlements which are presented in long term provisions on the consolidated statements of financial position (December 31, 2017 – $6.9 million). In the opinion of management, these claims are adequately provided for and settlement should not have a significant impact on the Group's financial position or results of operations.

c) Letters of credit

As at September 30, 2018, the Group had $39.0 million of outstanding letters of credit (December 31, 2017 - $40.1 million).

d) Other commitments

As at September 30, 2018, the Group had $126.4 million of purchase and lease commitments materializing within a year (December 31, 2017 – $75 million).

21. Subsequent event

On October 1, 2018, the Group completed the acquisition of Gorski Bulk Transport ("Gorski"). Headquartered in Oldcastle, Ontario, Gorski specializes in the tank truck transportation of liquid and dry bulk commodities throughout North America with a focus on cross-border shipments.

Corporate

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TFI International Inc. shares are listed on the Toronto Stock Exchange under the symbol TFII and on the OTCQX marketplace in the U.S. under the symbol TFIFF.

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HSBC Bank Canada
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