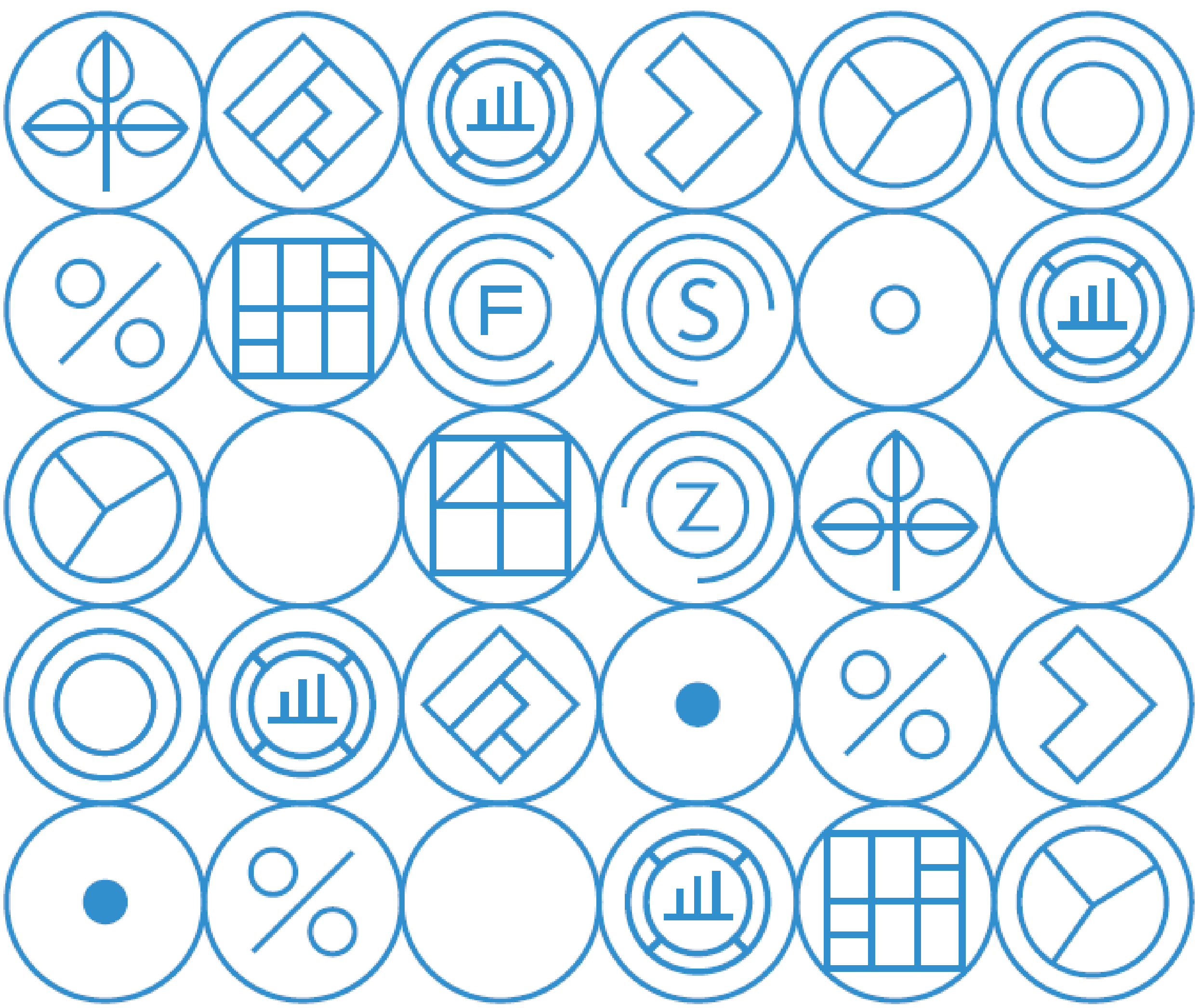
Fiera Capital Corporation

Management's Discussion and Analysis

For the Three and Six-Month Periods Ended June 30, 2020



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BASIS OF PRESENTATION AND FORWARD-LOOKING STATEMENTS

Basis of Presentation

The following management's discussion and analysis ("MD&A") dated August 13, 2020, presents an analysis of the financial condition and results of the consolidated operations of Fiera Capital Corporation (the "Company" or "Fiera Capital") as at and for the three and six-month periods ended June 30, 2020. The following MD&A should be read in conjunction with the unaudited interim condensed consolidated financial statements, including the notes thereto, for the three and six-month periods ended June 30, 2020, the audited annual consolidated financial statements and the accompanying notes for the years ended December 31, 2019 and December 31, 2018 and the related annual MD&A included in the Company's 2019 Annual Report.

The Company prepares its interim condensed consolidated financial statements in accordance with International Accounting Standard ("IAS") 34, *Interim Financial Reporting*, as issued by the International Accounting Standards Board ("IASB") and accordingly, do not include all disclosures required under International Financial Reporting Standards ("IFRS") for annual consolidated financial statements. The accounting policies applied in these interim condensed consolidated financial statements are the same as those applied by the Company in its financial statements as at and for the year ended December 31, 2019, except for the impact of the adoption of the standards, interpretations and amendment described in Note 3.

Unless otherwise stated, figures are presented in Canadian dollars. Certain totals, subtotals and percentages may not reconcile due to rounding. Certain comparative figures have been reclassified to conform with the current period's presentation.

The Company presents earnings before interest, taxes, depreciation and amortization[1] ("EBITDA"), adjusted EBITDA[1], adjusted EBITDA per share[1], adjusted EBITDA margin[1], adjusted net earnings[1] and adjusted net earnings per share[1] as non-IFRS performance measures. These non-IFRS measures do not have any standardized meaning prescribed by IFRS and may not be comparable to similar measures presented by other companies. The definition of these non-IFRS measures and the reconciliation to the most comparable IFRS measures are presented in the "Non-IFRS Measures" section of this MD&A.

Forward-Looking Statements

This MD&A contains forward-looking statements. In some cases, forward-looking statements can be identified by terminology such as "may", "will", "should", "expect", "plan", "anticipate", "believe", "estimate", "predict", "potential", "continue", "target", "intend", or other negatives of these terms, or other comparable terminology.

Forward-looking statements, by their very nature, involve numerous assumptions, inherent risks and uncertainties, both general and specific, and the risk that predictions and other forward-looking statements will prove to be inaccurate. As a result, the Company does not guarantee that any forward-looking statement will materialize and readers are cautioned not to place undue reliance on these forward-looking statements. A number of important factors, many of which are beyond Fiera Capital's control, could cause actual events or results to differ materially from the estimates and intentions expressed in such forward-looking statements. These factors include, but are not limited to: Fiera Capital's investment performance, Fiera Capital's ability to retain its existing clients and to attract new clients, Fiera Capital's reliance on major customers, Fiera Capital's ability to attract and retain key employees, Fiera Capital's ability to successfully integrate the businesses it acquires, industry competition, Fiera Capital's ability to manage conflicts of interest, adverse economic conditions in Canada or globally, including amongst other things, declines in financial markets, fluctuations in interest rates and currency values, regulatory sanctions or reputational harm due to employee errors or misconduct, regulatory and litigation risks, Fiera Capital's ability to manage risks, the failure of third parties to comply with their obligations to Fiera Capital and its affiliates, the impact of acts of

God or other force majeure events, legislative and regulatory developments in Canada and elsewhere, including changes in tax laws, the impact and consequences of Fiera Capital's indebtedness, potential share ownership dilution and other factors described under "Risk Factors" in this MD&A or discussed in the Annual Information Form for the fiscal year ended December 31, 2019 and other documents filed by the Company with applicable securities regulatory authorities from time to time.

With respect to Fiera Capital's management expectations regarding contribution to EBITDA starting in financial year 2021, financial performance is based on information available to management and certain assumptions, including realization of estimated expense savings relating to redundancies, estimated amount of investment required to develop Fiera Capital's integrated global distribution function and assumptions regarding the organic growth in assets under management. Actual results could differ depending on a number of factors, including the ability to hire key personnel at anticipated compensation terms and conditions and general market conditions.

These forward-looking statements are made as at the date of this MD&A and the Company assumes no obligation to update or revise them to reflect new events or circumstances, except as may be required pursuant to securities laws.

[1] *Please refer to the "Non-IFRS Measures" Section on page 28.*

QUARTERLY FINANCIAL HIGHLIGHTS

(in $ billions)	AUM and average quarterly AUM as at and for the periods ended				
	June 30, 2020	March 31, 2020	June 30, 2019	QoQ Change	YoY Change
AUM	**171.0**	158.1	149.5	12.9	21.5
Average quarterly AUM	**169.7**	166.4	148.9	3.3	20.8

	Summary Financial Results for the three-month periods ended				
(in $ millions unless otherwise indicated)	Q2 2020	Q1 2020	Q2 2019	QoQ Change	YoY Change
Revenues	**166.9**	161.7	149.9	5.2	17.0
Net earnings (loss) [1]	**(14.7)**	7.6	(5.5)	(22.3)	(9.2)
Adjusted EBITDA [2]	**51.9**	43.5	45.8	8.4	6.1
Adjusted EBITDA margin [2]	***31.1%***	*26.9%*	*30.6%*	*4.2%*	*0.5%*
Adjusted net earnings [1,2]	**38.7**	20.5	32.5	18.2	6.2
Basic per share					
Net earnings (loss)[1,2]	**(0.14)**	0.07	(0.06)	(0.21)	(0.08)
Adjusted EBITDA[2]	**0.50**	0.42	0.47	0.08	0.03
Adjusted net earnings[2]	**0.38**	0.20	0.33	0.18	0.05
Diluted per share					
Net earnings (loss)[1,2]	**(0.14)**	0.07	(0.06)	(0.21)	(0.08)
Adjusted EBITDA[2]	**0.50**	0.41	0.47	0.09	0.03
Adjusted net earnings[2]	**0.38**	0.19	0.33	0.19	0.05

[1] Attributable to the Company's shareholders
[2] Please refer to the "Non-IFRS Measures" Section and the related reconciliation table on page 28

Assets Under Management

AUM at June 30, 2020 was $171.0 billion compared to $158.1 billion as at March 31, 2020, an increase of $12.9 billion or 8.2%. The increase was primarily due to a favourable market impact of $15.9 billion and new mandates of $4.2 billion. The market impact was primarily due to a recovery in global equity markets in the second quarter following the economic downturn as a result of the COVID-19 pandemic which resulted in a shutdown of major economies around the world. These increases in AUM were partially offset by an unfavourable foreign exchange impact of $3.0 billion due to the weakening of the US dollar compared to the Canadian dollar, net redemptions of $3.1 billion and a decrease in AUM of $1.2 billion due to the sale of Fiera Investments' retail mutual funds to Canoe Financial on June 26, 2020. Net redemptions in the second quarter of 2020 included $0.9 billion in anticipated attrition related to historical acquisitions.

Average AUM for the three-month period ended June 30, 2020 was $169.7 billion compared to $166.4 billion for the three-month period ended March 31, 2020, an increase of $3.3 million or 2.0%. In the second quarter, average AUM was relatively comparable with the first quarter of 2020, reflecting the stability of the Company's AUM portfolio during this volatile period. In the first quarter of 2020, the negative market impact with the global onset of COVID-19 impacted the second half of March 2020 and as a result average AUM was 5.2% higher than ending AUM as at March 31, 2020.

Compared to AUM of $149.5 billion at June 30, 2019, June 30, 2020 AUM increased $21.5 billion or 14.4%. The increase was primarily due to the acquisitions of IAM and Foresters, both of which were completed in the second half of 2019 and contributed $14.4 billion incremental AUM, market appreciation of $6.5 billion, and a favourable foreign exchange impact of $2.4 billion due to the strengthening of the US dollar versus Canadian dollar over the same period.

Revenues

Q2 2020 vs Q2 2019

Revenues for the second quarter of 2020 were $166.9 million compared to $149.9 million for the same period last year, an increase of $17.0 million or 11.3%. The increase was primarily due to higher management fees of $20.4 million related to the acquisitions of IAM, Foresters and the creation of Fiera Investments following the acquisition of Natixis Canada, all of which were completed in the second half of 2019, as well as a $2.2 million increase in the Company's share of earnings in joint ventures due to the acquisition of an 80% interest in Palmer Capital Partners Limited ("Palmer Capital") in April 2019. These increases were partially offset by a $6.1 million decrease in other revenues. The second quarter of fiscal 2019 included $4.5 million of other revenue related to specific contracts which did not recur in the current period.

Q2 2020 vs Q1 2020

Compared to revenues of $161.7 million in the first quarter of 2020, revenues in the second quarter of 2020 increased by $5.2 million or 3.2%. The increase was primarily due to a $2.5 million increase in the Company's share of earnings from joint ventures and associates, primarily related to Fiera Real Estate UK (formerly known as Palmer Capital), and a $1.1 million increase in base management fees resulting from higher AUM. In addition, the first quarter of fiscal 2020 included a $5.1 million loss on foreign exchange forward contracts. These increases were partially offset by a $3.5 million decrease in performance fees and other revenues, primarily due to a decrease in traditional asset strategies in both the Canadian and US portfolio.

Net Earnings (Loss) attributable to the Company's shareholders

Q2 2020 vs Q2 2019

For the quarter ended June 30, 2020, the Company reported a net loss attributable to the Company's shareholders of $14.7 million, or $0.14 per share (basic and diluted), compared to a net loss of $5.5 million, or $0.06 per share (basic and diluted), for the same quarter of last year. The $9.2 million increase in net loss attributable to the Company's shareholders was primarily due to $25.0 million of restructuring charges recognized in the second quarter of which $20.9 million was attributable to the new global management structure announced on June 17, 2020 and $15.0 million due to higher variable compensation expense in line with the increase in revenues during the same period. The increases in net loss were partially offset by a $17.0 million increase in revenues compared to the same period last year, a $6.1 million favourable impact from income taxes, and the recognition of $2.9 million in subsidies primarily related to the Canadian Emergency Wage Subsidy (CEWS) program for eligible Canadian employers whose business was negatively impacted by COVID-19. The subsidy was recognized in SG&A as a reduction in salaries expense.

Q2 2020 vs Q1 2020

The Company reported a net loss attributable to the Company's shareholders of $14.7 million, or $0.14 per share (basic and diluted), during the second quarter of 2020, compared to net earnings attributable to the Company's shareholders of $7.6 million, or $0.07 per share (basic and diluted), in the first quarter of 2020. The decrease was driven primarily by a $21.8 million increase in restructuring costs, of which $20.9 million was attributable to the new global management structure announced on June 17, 2020, an $18.9 million decrease due to the accretion and change in fair value of purchase price obligations and puttable financial instruments, and $7.4 million of higher share-based compensation expense. Q2 2020 share-based compensation included $3.2 million of accelerated vesting related to employees who were impacted by the new global management structure. The change in accretion and change in fair value of purchase price obligations and puttable financial instruments was primarily due to fair value adjustments recognized in the first quarter of 2020 related to the City National Rochdale (CNR) and Clearwater acquisitions. The remaining increase in share-based compensation expense primarily relates to new grants issued during the current fiscal year.

These decreases in net earnings attributable to the Company's shareholders were partially offset by the recognition of a loss on interest rate swaps of $6.7 million recorded in the first quarter of 2020, a $6.3 million favourable impact from income taxes, higher revenues of $5.2 million and a $3.0 million decrease in SG&A excluding share-based compensation. The decrease in SG&A excluding share-based compensation expense was primarily due to cost containment initiatives which were put in place in response to the market pressures from COVID-19, the recognition of subsidies related to the CEWS program, partially offset by higher variable compensation expense.

Adjusted Earnings Before Interest, Taxes, Depreciation and Amortization ("Adjusted EBITDA"[(1)])

Q2 2020 vs Q2 2019

Adjusted EBITDA for the second quarter of 2020 was $51.9 million, or $0.50 per share (basic and diluted) compared to $45.8 million, or $0.47 per share (basic and diluted), an increase of $6.1 million, or 13.3% during the same period in 2019. The increase was primarily due to higher revenues from institutional, retail and private alternative investment strategies driven primarily by the acquisitions of IAM, Foresters and Natixis Canada, all of which were completed in the second half of 2019, partially offset by increases in SG&A, primarily due to higher compensation expense in line with the increases in revenue during the same period.

Q2 2020 vs Q1 2020

Compared to the first quarter of 2020, Q2 2020 Adjusted EBITDA increased by $8.4 million or 19.3% from $43.5 million or $0.50 per share (basic and diluted) to $51.9 million or $0.42 per share (basic) and $0.41 (diluted). The increase in Adjusted EBITDA was primarily due to $5.2 million of higher revenues, lower SG&A of $3.0 million primarily due to lower operating costs from cost containment initiatives and the CEWS program, partially offset by higher variable compensation expense.

Adjusted Net Earnings Attributable to the Company's Shareholders[(1)]

Q2 2020 vs Q2 2019

Adjusted net earnings for the second quarter of 2020 was $38.7 million or $0.38 per share (basic and diluted), compared to $32.5 million, or $0.33 per share (basic and diluted) in the second quarter of 2019. The $6.2 million increase was mainly due to a $17.0 million increase in revenues driven by the acquisitions of IAM, Foresters and Natixis Canada, all of which were completed in the second half of 2019. This was partly offset by a $9.6 million increase in SG&A driven primarily by higher variable compensation expense.

Q2 2020 vs Q1 2020

Adjusted net earnings for the second quarter of 2020 was $38.7 million or $0.38 per share (basic and diluted), compared to $20.5 million, or $0.20 per share (basic) and $0.19 per share (diluted) in the first quarter of 2020. The $18.2 million increase was primarily driven by the recognition of a loss on interest rate swaps of $6.7 million recorded in the first quarter of 2020, a $5.2 million increase in revenues and a $3.0 million decrease in SG&A.

(1) Please refer to the "Non-IFRS Measures" Section and the related reconciliation table on page 28

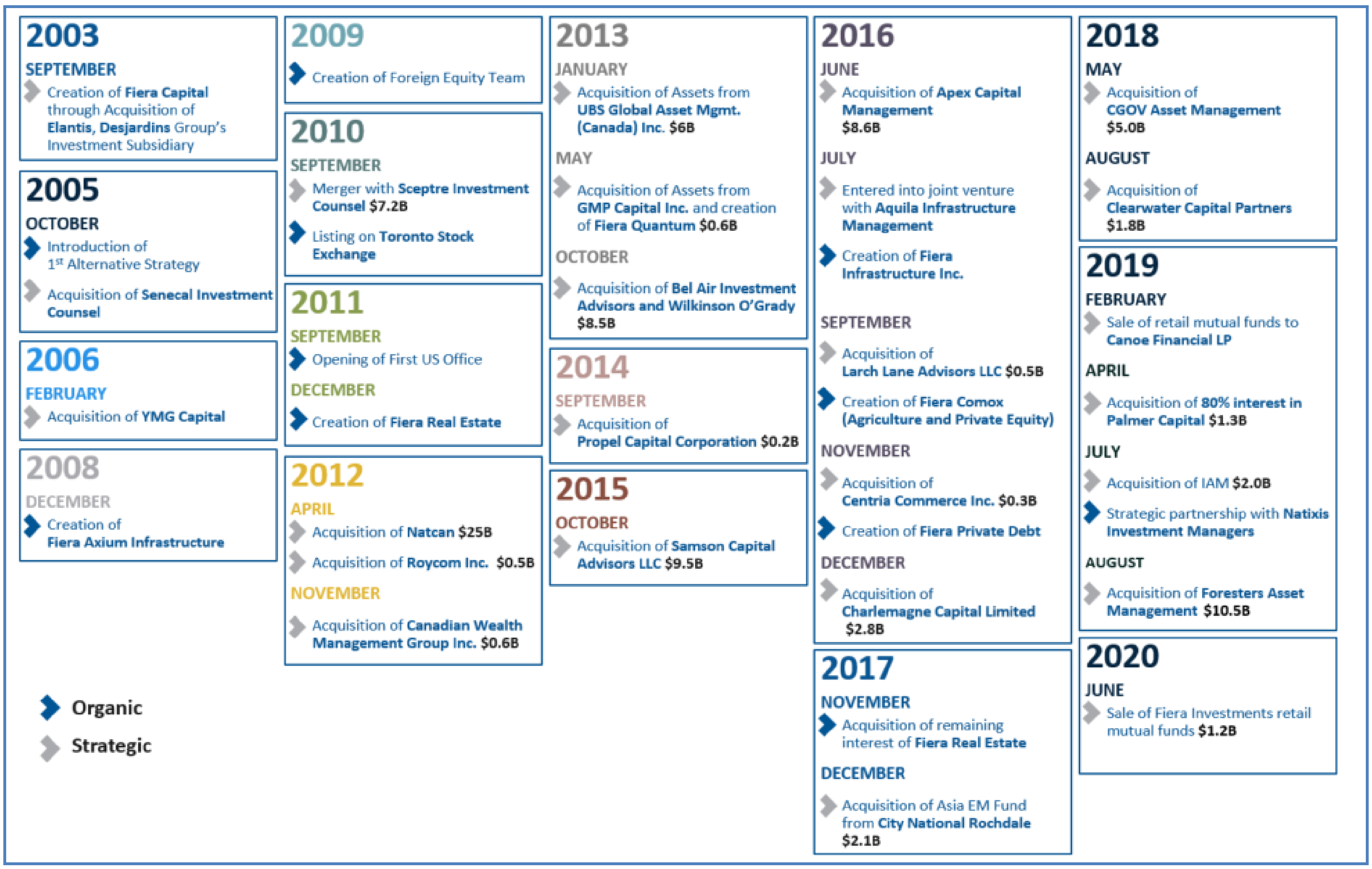
Overview

Company Overview

Fiera Capital is a global independent asset management firm with $171.0 billion in AUM at June 30, 2020. The Company delivers customized multi-asset solutions across traditional and alternative asset classes to institutional, private wealth and retail clients across North America, Europe and key markets in Asia. The Company's approach to investing is rooted in its commitment to investment excellence and acting as a trusted advisor to our clients. Its integrated model offers its clients the scale, resources and reach of a global asset manager coupled with the client-centric approach of a multi-boutique firm.

Company Evolution

The following diagram shows key initiatives, including organic growth and business acquisitions since the Company was established in 2003.



MARKET, ECONOMIC AND FUND PERFORMANCE REVIEW

Economic and Market Review – Q2 2020

The gradual reopening of major economies around the world is supporting the potential for a "V" shaped recovery although significant uncertainty remains around whether this rapid pace of economic activity can be sustained. The COVID-19 virus, which was declared a global pandemic on March 11, 2020, continues to impact major economies around the world and the potential for a second wave still exists which could significantly impact the speed and extent of recovery. To mitigate this, governments around the world continue to monitor the progression of the virus very closely and implement aggressive economic stimulus packages to limit the long-term financial impact from this global pandemic.

Global equity markets have recovered much of their losses from the previous quarter and have proven resilient amid optimism that the curve of the virus has flattened and allowed for major economies to reopen, while the timely and assertive response from both central banks and governments have boosted sentiment and increased the risk appetite of investors. The momentum in the equity markets has continued despite the latest spike of COVID-19 cases in certain economies. The unprecedented government policy interventions explain the disconnect between stock prices and economic fundamentals as investors are taking a long-term view with an eventual return to economic growth. The economic stoppage in March and April of 2020 has led to an economic output gap and high unemployment rates which will keep inflation low and allow global central banks to pursue extremely accommodative monetary policies with the potential for a strong, above-trend growth cycle that will follow for the next several years.

Fixed income markets posted positive results during the second quarter of 2020. Yield curves bull-steepened, with short-term bond yields falling by much more than their longer-term counterparts. The short end dropped sharply thanks to ongoing commitments from central banks to keep interest rates low for an extended period of time. Meanwhile, longer-term bond yields traded in a narrow range. Improved sentiment failed to put any notable upward pressure on bond yields during the quarter, owing to the abundance of central bank support that has helped to absorb incoming supply and placed a cap on government yields. Finally, corporate and high yield spreads narrowed as direct purchases by central banks and a revival in risk appetite in general boosted appetite for credit.

Return prospects for fixed income appear less appealing going forward with bond yields at depressed levels, increasing the risk of capital loss. Policymakers have confirmed they will anchor rates in the short term; however the expectation of an economic recovery in the second half of 2020 should place some very modest upward pressure on the long end of the curve as lockdowns are eased and economic activity improves progressively across the globe.

From a geographic perspective, the Canadian economy reversed course in May as the virus was brought under control and as the economy continued to gradually reopen, with measures of consumer spending, housing activity, and business confidence staging a recovery from April's historic lows. Fortunately, aggressive fiscal stimulus policy from the Canadian government and Bank of Canada provided much needed support in bridging the income gap for households and corporations.

The US economy rebounded towards the prospect of a speedy recovery from the pandemic-induced recession. Government support measures and substantial pent-up demand helped to revitalize consumer spending, while business confidence also improved markedly. The assertive policy response has limited the negative economic impact from the pandemic and will continue to be instrumental in guiding the economy back to health going forward.

The European economy appears to have turned the corner as infection rates stabilized and allowed for a relaxation of lockdowns, while extraordinary efforts from the European Central Bank and a move towards federalizing fiscal stimulus has also bolstered activity. Similarly, the UK economy has regained some ground, underpinned by increased support from both the Treasury and the Bank of England. Japan has also joined the recovery as authorities quickly contained the virus and fiscal and monetary policy was pushed to new extremes.

China was the first major economy to be impacted by COVID-19 and has provided a blueprint on the path forward for the rest of the world. Thus far, the recovery has been uneven. While supply-side stimulus and pent-up demand have made way for a sharp acceleration in industrial activity, domestic conditions remain soft amid a clear wariness amongst consumers to re-engage fully in their spending habits.

Fund Performance

The Company's strategies delivered good absolute and relative performance over the short, medium and long term. During the second quarter, the positive trend in relative performance continued.

Public Markets

Equity Strategies

Large Cap Equity

The Company's large cap equity investment teams delivered strong outperformance during the first quarter of the year, while markets experienced extreme volatility. Their quality tilts worked as expected and the teams managed to preserve capital as markets were experiencing large drawdowns. As markets rebounded in Q2 2020, the Company's large cap equity strategies underperformed but still managed to get most of the upside, resulting in continued outperformance on a year-to-date basis. On a long-term basis, the large cap equity results are in the first quartile as compared to their respective peer groups.

Small Cap, Emerging and Frontier Equity Strategies

The Company's Canadian small cap strategies are also delivering outperformance year-to-date, and teams were able to protect capital during the volatile times experienced during end of the first quarter.

U.S. small cap stocks outpaced large caps in the second quarter, and value continued to lag growth. Our Small-Mid Cap Growth strategy outperformed its benchmark driven primarily by selection in the Healthcare and Consumer Discretionary sectors. In addition, the Emerging Markets Select strategy outperformed its benchmark in the second quarter and on a trailing one-year basis, net of fees.

Fixed Income Strategies

Canadian Fixed Income Strategies

The Company's Canadian fixed income strategies also performed very well on a year-to-date basis with the majority delivering first quartile results within their peer group. The outperformance within the Active Universe strategy was driven primarily by curve positioning and under-allocation to credit, while the outperformance within the Credit Focus strategy was driven primarily by better credit allocation.

The Company's other fixed income strategies, which include credit strategies, preferred shares and infrastructure bonds, are still performing well on a long-term basis, amid recent underperformance year-to-date.

US Fixed Income Strategies

There was a significant rally in municipal bonds following the March sell off with tax-exempt bonds outperforming Treasuries. Liquidity and spreads also improved allowing investment teams to transact more efficiently by the end of the quarter. The Tax-Efficient Core Intermediate strategy was in line with the benchmark for the quarter as the strategy was fairly close to neutral in most attributes, driven primarily by a bulleted maturity structure as well as underexposure to AAA and pre-refunded bonds. Detractors were our small Treasury position and overweight to NY issuers.

The High Grade Core Intermediate strategy outperformed its benchmark in the second quarter, benefitting from its relative overweight position in Corporates as well as the outperformance of Taxable Municipals over Treasuries as spreads tightened.

Balanced Investment Strategies

The balanced investment strategies continue to outperform on a long-term basis driven primarily by strong value-added from underlying strategies.

Liquid Alternative Investment Strategies

The majority of the Company's hedge fund strategies have delivered positive returns over the last twelve months.

Private Markets

Real Estate Strategies

The real estate strategies continue to deliver strong returns since inception and held up well relative to peers in the second quarter of 2020. Some of the real estate strategies have experienced temporary market value depreciation due to more challenged rent collections but continue to generate positive income. The allocation to the more challenged sectors in real estate, such as retail, is minimal across the strategies in Canada and the UK. Transactions that took place during the second quarter of 2020 within the existing portfolios were at prices similar to the beginning of the first quarter of 2020, prior to any COVID-19 impacts.

Infrastructure Strategy

The infrastructure strategy generated steady and positive returns in the second quarter of 2020 and year-to-date. The portfolio has remained resilient compared to traditional equities due to the long-term contractual frameworks and essential nature of the assets within the portfolio.

Private Debt Strategies

The Company's private debt strategies globally continued to deliver attractive positive returns over the last twelve months and the majority of the strategies delivered positive returns during the second quarter of 2020. We continue to monitor our private debt strategies as private debt market default rates have increased since the COVID-19 pandemic began. Collections have improved in June and lenders are seeing more liquidity across their portfolios as they begin to receive loan reimbursements as forbearance plans, put into place at the start of the market downturn, expire.

Global Agriculture Strategy

The Global Agriculture strategy has generated positive returns in the second quarter of 2020 as well as year-to-date. The solid performance of the strategy during the COVID-19 crisis has been underpinned by the inherent "store of value" of high-quality farmland and the essential nature of the food and goods provided by the portfolio companies. As a result, COVID-related factors have had a minimal impact on portfolio performance.

Private Equity Strategy

The Company's private equity strategy performed well in the second quarter of 2020, resulting in positive return year-to-date, showing its ability to continue to withstand the economic shock and resulting impact on financial markets. The largest investments in the strategy are well-capitalized, provide a cash flow stream from fees, and are generally uncorrelated to common economic growth drivers. The overall exposure is largely focused on non-cyclical industries.

Developments

The Company is committed to responsible investing and adheres to its duty to act professionally, responsibly and diligently in the best interests of its investors and stakeholders with a view to creating long-term, sustainable value. As such, additional efforts have been devoted to maintaining and improving on our environmental, social and governance ("ESG") framework within a boutique management approach. We have launched a Global Impact Fund which has performed well since inception. As of June 30, 2020, our Global Small Cap strategy that was launched last year has outperformed the MSCI World Small Cap Index by 19.56% since its inception. For more information on our commitment to responsible investing, as well as our focus on diversity and inclusion, the environment and community partnerships, please refer to our 2019 Responsible Investing and Corporate Social Responsibility Report.

Table 1 – Public Markets Performance as at June 30, 2020

Public market strategies	Currency	Q2 2020			YTD			1 yr			3 yr			5 yrs or Since Inception (SI)* (SI if inception < 5 yrs)		
		Strategy return	Added value	Quartile	Strategy return	Added value	Quartile	Strategy return	Added value	Quartile	Strategy return	Added value	Quartile	Strategy return	Added value	Quartile
Equity Investment Strategies																
Large Cap Equity																
US Equity	CAD	14.89	-0.46	2	5.64	3.84	2	15.79	3.74	2	17.37	4.87	1	15.86	3.18	1
International Equity	CAD	11.92	1.99	2	1.28	8.16	1	10.81	11.93	1	11.12	8.70	1	10.79	6.95	1
Global Equity	CAD	11.23	-2.98	3	1.17	2.20	2	10.12	2.92	2	13.90	5.50	1	13.53	4.76	1
Canadian Equity	CAD	8.71	-8.26	4	-5.06	2.41	1	-0.10	2.08	1	6.96	3.05	1	8.23	3.78	1
Canadian Equity Core	CAD	12.02	-4.95	4	-7.65	-0.18	2	-3.20	-1.03	2	3.92	0.01	2	4.52	0.07	2
Small Cap, Emerging and Frontier																
U.S. Small & Mid Cap Growth	USD	33.31	0.44	2	2.96	0.95	3	8.66	-0.54	3	12.61	0.53	3	8.51	-1.04	3
Canadian Equity Small Cap Core	CAD	33.70	-4.82	2	-4.03	10.25	1	6.18	16.26	1	4.89	9.40	1	3.41	3.57	2
Canadian Equity Small Cap	CAD	29.27	-9.25	2	-7.12	7.16	3	-4.12	5.95	3	-1.57	2.94	3	0.17	0.34	4
Emerging Markets Select	USD	21.89	3.80	2	-9.53	0.25	2	-1.71	1.67	2	-0.57	-2.46	3	2.92	0.06	2
Emerging Markets Core Growth	USD	17.37	-0.71	3	-16.84	-7.06	4	-12.29	-8.90	4	-1.52	-3.42	4	2.57	-0.29	3
Frontier Markets	USD	25.57	10.83	1	-26.12	-10.35	4	-20.68	-9.50	4	-7.05	-5.28	3	4.10	4.23	1
Canadian Fixed Income Strategies																
Active Universe Strategies																
Active Core	CAD	6.61	0.74	3	8.74	1.22	1	9.23	1.35	1	-	-	-	6.83*	0.52*	N/A
Strategic Core	CAD	7.33	1.45	1	8.61	1.08	1	9.02	1.15	1	-	-	-	7.07*	0.75*	N/A
Credit Oriented	CAD	6.68	0.81	2	7.65	0.13	2	8.28	0.40	2	5.74	0.45	1	4.69	0.49	1
Specialized Credit	CAD	8.10	2.23	3	7.29	-0.24	1	8.60	0.72	1	6.27	0.98	1	5.22	1.03	1
Relative Value	CAD	6.45	1.37	3	9.27	0.93	1	10.08	1.72	1	-	-	-	7.22*	1.10*	N/A
Credit Oriented and Others																
Corporate Universe	CAD	8.35	0.26	3	5.36	-0.05	3	6.83	0.21	3	5.31	0.32	2	4.72	0.32	3
Preferred Shares	CAD	15.07	0.05	1	-13.52	-2.33	4	-9.04	-1.81	4	-5.21	-1.20	4	-0.66	0.22	4
Infrastructure Bonds	CAD	10.16	-1.47	1	9.99	-1.31	1	11.75	-0.03	1	8.66	0.19	1	7.85	0.83	1
Multi-Strategy Income	CAD	4.05	N/A	N/A	-4.67	N/A	N/A	-4.67	N/A	N/A	0.85	N/A	N/A	3.11	N/A	N/A
US Fixed Income Strategies																
Tax Efficient Core Intermediate	USD	2.68	-0.01	N/A	2.59	0.47	N/A	4.20	0.36	N/A	3.31	0.02	N/A	3.01	0.04	N/A
High Grade Core Intermediate	USD	2.33	0.20	N/A	5.41	0.74	N/A	7.21	0.60	N/A	4.49	0.20	N/A	3.60	0.20	N/A
Balanced Investment Strategies																
Balanced Core	CAD	8.96	-2.65	2	0.38	-0.69	3	4.77	-0.71	3	7.14	1.03	1	6.92	1.04	2
Balanced EFT[1]	CAD	8.59	-1.39	2	0.28	0.36	3	5.06	0.59	2	6.75	1.28	1	6.71	1.16	2
Tactical Asset Allocation[2]	CAD	7.70	-0.74	N/A	-2.40	-3.45	N/A	3.06	-2.50	N/A	4.93	-0.65	N/A	5.26	-0.28	N/A
Liquid Alternative Investment Strategies																
Global Market Neutral	CAD	-0.06	N/A	N/A	-0.51	N/A	N/A	3.58	N/A	N/A	-	-	N/A	8.74*	N/A	N/A
OCCO Eastern European Fund	USD	0.86	N/A	3	3.04	N/A	2	10.49	N/A	1	8.45	N/A	2	10.11	N/A	2
OAKS Emerging & Frontier Opportunities Fund	USD	13.76	N/A	1	-24.37	N/A	4	-19.30	N/A	4	-6.58	N/A	4	3.29	N/A	2

Important Disclosures:

- *Performance returns are annualized for periods of 1 year and up.*
- *All returns are presented gross of management and custodial fees and withholding taxes but net of all trading expenses.*
- *The performance returns above assume reinvestment of all dividends.*
- *Each strategy listed above represents a single discretionary portfolio or group of discretionary portfolios that collectively represent a unique investment strategy or composite.*
- *The since inception date represents the earliest date at which a discretionary portfolio was in operation within the strategy.*
- *The above composites and pooled funds were selected from the Firm's major investment strategies*
- *Quartile rankings are calculated using eVestment.*
- *GIPS Composites are available upon request.*

Notes:

[1] Balanced Fund for Endowments, Foundations and Trusts. Includes an allocation to Fiera Diversified Real Assets Fund

[2] Theorical value added of tactical asset mix decisions over a fictitious traditional balanced portfolio. Includes theorical allocation to private assets

Table 2 – Private Markets Performance as at June 30, 2020

Private market strategies	Currency	Inception date	Open-ended	Closed-ended	Performance - Since Inception		NAV (in $M)	Total Undrawn Commitment (in $M)
					Return[1]	Gross IRR[2]		
Real Estate								
Fiera Real Estate CORE Fund L.P.	CAD	Apr-13	✓		7.77%	-	2,026	136
Fiera Real Estate Small Cap Industrial Fund L.P.	CAD	Feb-14	✓		12.66%	-	289	34
UK CORE INCOME FUND	GBP	Aug-09	✓		6.80%	-	191	-
Infrastructure								
EagleCrest Infrastructure[3]	CAD	Jan-16	✓		-	9.96%	1,332	202
Private Debt								
Real Estate & Infrastructure								
Fiera Real Estate Core Mortgage Fund[4]	CAD	Dec-17	✓		4.82%	-	72	49
Fiera FP Real Estate Financing Fund, L.P.[4]	CAD	Dec-06	✓		8.19%	-	531	-
Fiera Infrastructure Debt Fund LP	CAD	Feb-17		✓	6.15%	-	255	81
Clearwater Capital Partners Direct Lending Opportunities Fund, L.P.	USD	Feb-17	✓		-	12.14%	132	-
Corporate Debt								
Fiera Private Debt Fund VI	CAD	Feb-19		✓	5.74%	-	244	578
Fiera Comox Private Credit Opportunities Open-End Fund L.P.[5]	USD	Apr-20	✓		-	8.40%	15	44
Fiera FP Business Financing Fund, L.P.[4]	CAD	May-13	✓		9.05%	-	120	-
Clearwater Capital Yield Fund, L.P.	USD	Nov-18		✓	-	14.11%	105	-
Funds of Funds								
Global Diversified Lending Master Fund, L.P.[6]	USD	Jun-18	✓		9.25%	-	208	-
Fiera Diversifed Lending Fund[4,6]	CAD	Apr-08	✓		6.48%	-	1,301	-
Global Agriculture								
Global Agriculture Open-End Fund L.P.[5]	USD	Jul-17	✓		-	6.50%	380	74
Private Equity								
Glacier Global Private Equity Fund I L.P.[5]	USD	Sep-18	✓		-	10.60%	76	16

Important Disclosures:

[1] *Annualized time weighted returns, presented gross of management and performance fees and expenses, unless otherwise stated.*

[2] *Presented gross of management and performance fees and expenses, unless otherwise stated.*

[3] *EagleCrest represents the combined performance of EagleCrest Infrastructure Canada LP and EagleCrest Infrastrcuture SCSp. IRR shown gross of management fees, performance fees, fund operating expenses and adjusted for FX movements.*

[4] *Returns shown net of fees and expenses.*

[5] *Gross IRR shown net of fund operating expenses.*

[6] *Strategies with diversified allocation to various private debt LP, including some of the above-mentioned strategies.*

Outlook

OUTLOOK

The health and safety of our employees remains our highest priority as governments around the world carefully re-start their economies and our Company begins to rollout plans for employees returning to our offices in accordance with the highest health and safety standards. The economic impact from the spread of COVID-19, which was declared a global pandemic on March 11, 2020 by the World Health Organization, remains significant and widespread, however, we remain cautiously optimistic. The Company is continuing to review the potential impact from COVID-19 and the market risk to its capital position and profitability should the duration, spread or intensity of the pandemic further develop.

Fiera Capital has demonstrated its financial strength through the pandemic due to the depth and resilience of its asset portfolio with the majority of our strategies under management outperforming their respective benchmarks. We will continue to build on this positive momentum by maintaining our focus and executing against the following priorities in support of our 2022 Strategic Plan.

- **Investment Excellence –** Over the last few years, we have significantly added to our competitive suite of public and private market investment strategies through both organic initiatives and strategic acquisitions. By capitalizing on our robust investment platform, we are making great strides to deliver investment solutions as a trusted investment advisor to all our clients. During this difficult investment environment, many of our strategies have shown attractive downside protection. Moreover, with central banks moving interest rates close to zero or negative and stating their intention to maintain these policies for a few years, strategies that focus on delivering higher stable income like Private Alternative Investments should see increasing interest.

- **New Global Operating Model** – On June 17, 2020, we announced a new global operating model effective July 1, 2020 that will better align the focus of the Company's Public Markets, Private Markets and Private Wealth Operations which were previously managed on a geographic basis. The new structure will increase collaboration and partnership between our investment and distribution teams driving operating efficiency through increased synergies. While the new management structure and global operating model is expected to generate synergies by reducing redundancies and increasing operating efficiency, savings generated in 2020 will be redeployed during the current fiscal year to certain key functions in order to accelerate future growth. The Company expects this new structure to generate positive EBITDA, net of redeployed investments, in the range of $5 million to $10 million starting in the 2021 financial year.

  Talent continues to be the key to success for our firm. Fiera Capital remains committed to promoting continuous development opportunities to support our employees in reaching their full potential. Our new global model will allow for increased opportunities for global talent development.

- **Focus on Distribution** – In order to fully deploy our investment capabilities, we continue to transition away from a product-selling organization to an investment-based relationship approach focused on investor needs and objectives. This will enable us to become a global player recognized for the quality and depth of its interactions with investors. The new model results in an integrated distribution team focused on offering holistic investment solutions across various asset classes, in order to better service our existing clients and compete for new mandates going forward.

- **Capital Allocation –** Delivering value to our shareholders remains a key priority. We continue to invest in our investment management teams and distribution function, in order to accelerate revenue growth opportunities. We are also strengthening and globalizing our technology and operations platforms to reduce operating costs. Our disciplined approach to managing our cost structure also helps ensure that we continue to focus on increasing our operating leverage with the intent of reducing our financial leverage. Finally, we announced the filing of a normal course issuer bid, pursuant to which we may choose to opportunistically purchase our shares until July 14, 2021, as we monitor the on-going market volatility brought on by the COVID-19 pandemic.

Outlook

Our diversified and competitive investment platform enables us to offer customized solutions to our clients, which diversifies our revenue streams for a more resilient business model. As we look ahead, we are confident in our ability to execute on the priorities outlined above to support and drive future long-term growth.

Financial Results

Table 3 – Consolidated Statements of Earnings (Loss) and Assets under Management as at and for the three-month periods ended June 30, 2020 and 2019, and March 31, 2020

STATEMENTS OF EARNINGS (LOSS) (in $ thousands except per share data)	FOR THE THREE-MONTH PERIODS ENDED			VARIANCE	
	JUNE 30, 2020	MARCH 31, 2020	JUNE 30, 2019	QUARTER OVER QUARTER FAV/(UNF) [2]	YEAR OVER YEAR FAV/(UNF) [2]
Revenues					
Base management fees	**155,902**	**154,824**	**135,543**	1,078	20,359
Performance fees - Traditional Assets	**1,963**	**2,785**	**1,195**	(822)	768
Performance fees - Alternative Assets	**28**	**466**	**359**	(438)	(331)
Share of earnings in joint ventures and associates	**2,216**	**(249)**	**-**	2,465	2,216
Other revenues	**6,756**	**3,831**	**12,807**	2,925	(6,051)
	166,865	**161,657**	**149,904**	5,208	16,961
Expenses					
Selling, general and administrative expenses	**120,976**	**116,631**	**110,599**	(4,345)	(10,377)
External managers	**1,495**	**1,697**	**249**	202	(1,246)
Amortization of intangible assets	**14,350**	**13,717**	**12,622**	(633)	(1,728)
Depreciation of property and equipment	**1,632**	**1,562**	**1,216**	(70)	(416)
Depreciation of right-of-use assets	**4,866**	**5,042**	**4,561**	176	(305)
Restructuring, integration and other costs	**24,964**	**3,205**	**1,022**	(21,759)	(23,942)
Acquisition costs	**275**	**210**	**6,670**	(65)	6,395
Realized and unrealized (gain) loss on investments	**(966)**	**134**	**(452)**	1,100	514
Other losses (gains)	**638**	**(1,000)**	**-**	(1,638)	(638)
Interest on lease liabilities	**1,474**	**1,452**	**1,288**	(22)	(186)
Interest on long-term debt and other financial charges	**7,807**	**15,822**	**6,709**	8,015	(1,098)
Accretion and change in fair value of purchase price obligations	**6,025**	**(10,662)**	**6,636**	(16,687)	611
Accretion and change in fair value of puttable financial instrument liability	**379**	**(1,799)**	**350**	(2,178)	(29)
Revaluation of assets held-for-sale	**-**	**-**	**(153)**	-	(153)
Total expenses	**183,915**	**146,011**	**151,317**	(37,904)	(32,598)
Earnings (loss) before income taxes	**(17,050)**	**15,646**	**(1,413)**	(32,696)	(15,637)
Income tax expense	**(2,736)**	**3,624**	**3,370**	(6,360)	(6,106)
Net earnings (loss)	**(14,314)**	**12,022**	**(4,783)**	(26,336)	(9,531)
Attributable to:					
Company's shareholders	**(14,703)**	**7,581**	**(5,513)**	(22,284)	(9,190)
Non-controlling interest	**389**	**4,441**	**730**	(4,052)	(341)
Net earnings (loss)	**(14,314)**	**12,022**	**(4,783)**	(26,336)	(9,531)
BASIC PER SHARE					
Adjusted EBITDA [1]	**0.50**	**0.42**	**0.47**	0.08	0.03
Net earnings (loss)	**(0.14)**	**0.07**	**(0.06)**	(0.21)	(0.08)
Adjusted net earnings [1]	**0.38**	**0.20**	**0.33**	0.18	0.05
DILUTED PER SHARE					
Adjusted EBITDA [1]	**0.50**	**0.41**	**0.47**	0.09	0.03
Net earnings (loss)	**(0.14)**	**0.07**	**(0.06)**	(0.21)	(0.08)
Adjusted net earnings [1]	**0.38**	**0.19**	**0.33**	0.19	0.05

[1] Please refer to the "Non-IFRS Measures" Section and the related reconciliation table on page 28
[2] FAV: Favourable - UNF: Unfavourable
Certain totals, subtotals and percentages may not reconcile due to rounding.

Table 4 – Consolidated Statements of Earnings (Loss) for the six-month periods ended June 30, 2020 and 2019

STATEMENTS OF EARNINGS (LOSS) (in $ thousands except per share data)	FOR THE SIX-MONTH PERIODS ENDED JUNE 30, 2020	JUNE 30, 2019	VARIANCE YEAR OVER YEAR FAV/(UNF) [(2)]
Revenues			
Base management fees	**310,726**	**264,636**	46,090
Performance fees - Traditional Assets	**4,748**	**2,752**	1,996
Performance fees - Alternative Assets	**494**	**409**	85
Share of earnings in joint ventures and associates	**1,967**	**-**	1,967
Other revenues	**10,587**	**24,892**	(14,305)
	328,522	**292,689**	35,833
Expenses			
Selling, general and administrative expenses	**237,607**	**219,619**	(17,988)
External managers	**3,192**	**431**	(2,761)
Amortization of intangible assets	**28,067**	**25,037**	(3,030)
Depreciation of property and equipment	**3,194**	**2,300**	(894)
Depreciation of right-of-use assets	**9,908**	**9,618**	(290)
Restructuring, integration and other costs	**28,169**	**4,150**	(24,019)
Acquisition costs	**485**	**8,377**	7,892
Realized (gain) loss on investments	**(832)**	**(447)**	385
Other losses (gains)	**(362)**	**300**	662
Interest on lease liabilities	**2,926**	**2,572**	(354)
Interest on long-term debt and other financial charges	**23,629**	**14,107**	(9,522)
Accretion and change in fair value of purchase price obligations	**(4,637)**	**13,127**	17,764
Accretion and change in fair value of puttable financial instrument liability	**(1,420)**	**350**	1,770
Revaluation of assets held-for-sale	**-**	**(699)**	(699)
Total expenses	**329,926**	**298,842**	(31,084)
Earnings (loss) before income taxes	**(1,404)**	**(6,153)**	4,749
Income tax expense	**888**	**5,214**	4,326
Net earnings (loss)	**(2,292)**	**(11,367)**	9,075
Attributable to:			
Company's shareholders	**(7,122)**	**(12,066)**	4,944
Non-controlling interest	**4,830**	**699**	4,131
Net earnings (loss)	**(2,292)**	**(11,367)**	9,075
BASIC PER SHARE			
Adjusted EBITDA [(1)]	**0.92**	**0.86**	0.06
Net earnings (loss)	**(0.07)**	**(0.12)**	0.05
Adjusted net earnings [(1)]	**0.57**	**0.58**	(0.01)
DILUTED PER SHARE			
Adjusted EBITDA [(1)]	**0.92**	**0.86**	0.05
Net earnings (loss)	**(0.07)**	**(0.12)**	0.05
Adjusted net earnings [(1)]	**0.57**	**0.58**	(0.01)

[(1)] Please refer to the "Non-IFRS Measures" Section and the related reconciliation table on page 28
[(2)] FAV: Favourable - UNF: Unfavourable
Certain totals, subtotals and percentages may not reconcile due to rounding.

RESULTS FROM OPERATIONS AND OVERALL PERFORMANCE - AUM AND REVENUES

Assets under Management

AUM are the main driver of Fiera Capital's revenues. Fiera Capital's revenues, for the most part, are calculated as a percentage of the Company's AUM. The change in the Company's AUM is determined by i) the amount of new mandates ("New"); ii) the amount of redemptions ("Lost"); iii) the amount of inflows and outflows from existing customers ("Net Contributions"); iv) the increase or decrease in the market value of the assets held in the portfolio of investments ("Market"); and v) business acquisitions ("Acquisitions") and/or business disposals ("Disposals"). "Net variance" is the sum of the New mandates, Lost mandates and Net contributions, the change in Market value and the impact of foreign exchange rate changes. Also, the average assets under management ("Average AUM") for a given period is the average of the ending value of AUM of the months during this period.

The following tables (Tables 5-7) provide a summary of changes in the Company's assets under management.

Current Quarter versus Prior-Year Quarter

Table 5 – Assets under Management by Clientele Type – Yearly Activity Continuity Schedule (in $ millions)

	JUNE 30, 2019	NEW	LOST	NET CONTRIBUTIONS	MARKET	FOREIGN EXCHANGE IMPACT	ACQUISITION (DISPOSITION) /ADJUSTMENT	JUNE 30, 2020
Institutional	80,198	9,764	(8,085)	(2,639)	3,443	1,244	14,333	98,258
Private Wealth	32,788	2,515	(1,235)	(350)	1,611	597	22	35,948
Retail	36,545	2,117	(2,705)	(1,249)	1,487	549	37	36,781
AUM - end of period	149,531	14,396	(12,025)	(4,238)	6,541	2,390	14,392	170,987

Certain totals, subtotals and percentages may not reconcile due to rounding.

AUM at June 30, 2020 was $171.0 billion compared to $149.5 billion as at June 30, 2019, an increase of $21.5 billion or 14.4%. The higher AUM is primarily due to $14.4 billion of AUM from the acquisitions of IAM and Foresters which were completed in the second half of 2019, new mandates won of $14.4 billion driven by Institutional clientele in Canada of $4.1 billion, USA of $3.0 billion and Europe of $2.0 billion, combined with market appreciation of $6.5 billion and a favourable foreign exchange impact of $2.4 billion due to the strengthening of the US dollar versus the Canadian dollar. These increases were offset by $16.3 billion of lost mandates and negative net contributions, mainly driven by redemptions from Institutional clientele in Canada of $9.3 billion and Retail clientele of $3.9 billion. Net redemptions from Institutional clientele included $1.8 billion of anticipated attrition in relation to historical acquisitions.

Current Quarter versus Previous Quarter

Table 6 – Assets under Management by Clientele Type – Quarterly Activity Continuity Schedule (in $ millions)

	MARCH 31, 2020	NEW	LOST	NET CONTRIBUTIONS	MARKET	FOREIGN EXCHANGE IMPACT	ACQUISITION (DISPOSITION) /ADJUSTMENT	JUNE 30, 2020
Institutional	90,242	2,339	(1,263)	(953)	9,240	(1,347)	-	98,258
Private Wealth	34,496	803	(329)	(20)	2,198	(1,200)	-	35,948
Retail	33,383	1,016	(467)	(55)	4,490	(406)	(1,180)	36,781
AUM - end of period	158,121	4,158	(2,059)	(1,028)	15,928	(2,953)	(1,180)	170,987

Certain totals, subtotals and percentages may not reconcile due to rounding.

AUM at June 30, 2020 was $171.0 billion compared to $158.1 billion as at March 31, 2020, an increase of $12.9 billion or 8.2%. The higher AUM is due primarily to market appreciation of $15.9 billion, consisting of $9.2 billion in Institutional clientele, $4.5 billion in Retail clientele and $2.2 billion in Private Wealth clientele, driven by the recovery in global equity markets in the second quarter following the economic downturn as a result of the COVID-19 pandemic. New mandates of $4.2 billion were won in the current quarter primarily by Institutional clientele added in the United States contributing $1.5 billion, new Retail clientele across all platforms of $1.0 billion and new Private Wealth clientele in the United States contributing $0.4 billion. These increases in AUM were partially offset by an unfavourable foreign exchange impact across all clientele of $3.0 billion due to the weakening of the US dollar versus the Canadian dollar, lost mandates and negative net contributions of $3.1 billion driven primarily by Institutional clientele in the Canadian market, and a decrease in Retail clientele AUM of $1.2 billion due to the sale of Fiera Investments' retail mutual funds to Canoe Financial on June 26, 2020. Net redemptions from Institutional clientele included $0.9 billion of anticipated attrition in relation to historical acquisitions.

Year-to-Date Activity

Table 7 – Assets under Management by Clientele Type – Year-to-Date Activity Continuity Schedule (in $ millions)

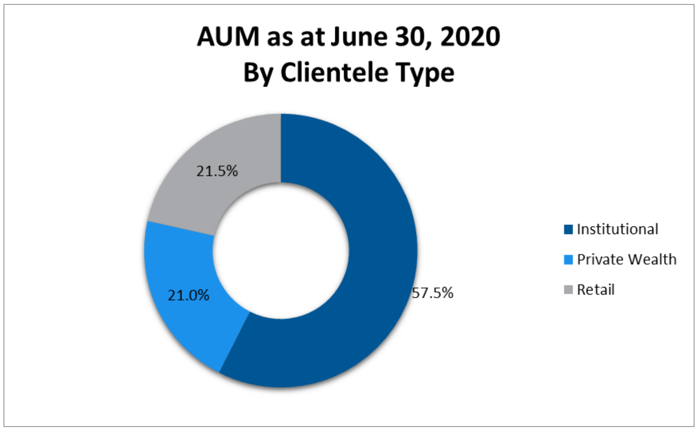
	DECEMBER 31, 2019	NEW	LOST	NET CONTRIBUTIONS	MARKET	FOREIGN EXCHANGE IMPACT	ACQUISITION (DISPOSITION) /ADJUSTMENT	JUNE 30, 2020
Institutional	96,298	2,968	(2,626)	(1,354)	908	1,503	561	98,258
Private Wealth	33,838	1,488	(676)	(66)	10	1,354	-	35,948
Retail	39,535	1,416	(2,158)	(1,127)	(336)	631	(1,180)	36,781
AUM - end of period	169,671	5,872	(5,460)	(2,547)	582	3,488	(619)	170,987

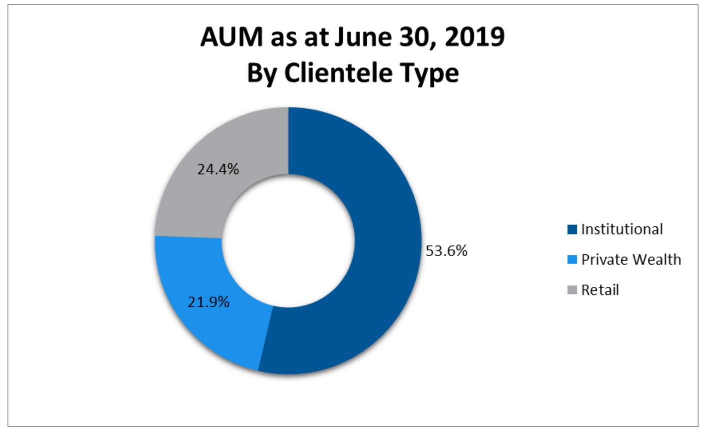
Certain totals, subtotals and percentages may not reconcile due to rounding.

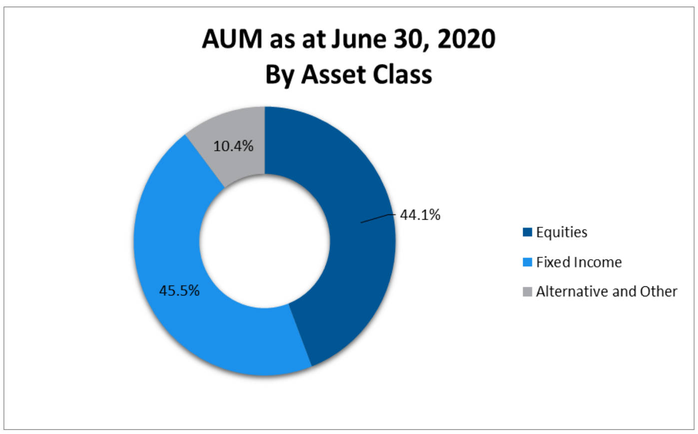
Total AUM was $171.0 billion as at June 30, 2020, representing an increase of $1.3 billion, or 0.8%, compared to $169.7 billion as at December 31, 2019. The increase in AUM was primarily due to new mandates of $5.9 billion, driven by $2.6 billion of new Institutional clientele in Canada and the USA, $1.9 billion of new Private Wealth clientele in the USA and $1.4 billion of new Retail clientele across all markets, a favourable foreign exchange impact of $3.5 billion driven by the strengthening of the US dollar compared to the Canadian dollar, and market appreciation of $0.6 billion driven primarily by Canadian equity strategies. These increases were partially offset by lost mandates and negative net contributions of $8.0 billion driven primarily by decreases related to Institutional clientele in Canada and Retail clientele in Canada and Europe, and a decrease in Retail clientele AUM of $1.2 billion due to the sale of Fiera Investments' retail mutual funds to Canoe Financial. Net redemptions from Institutional clientele included $1.5 billion of anticipated attrition in relation to historical acquisitions.

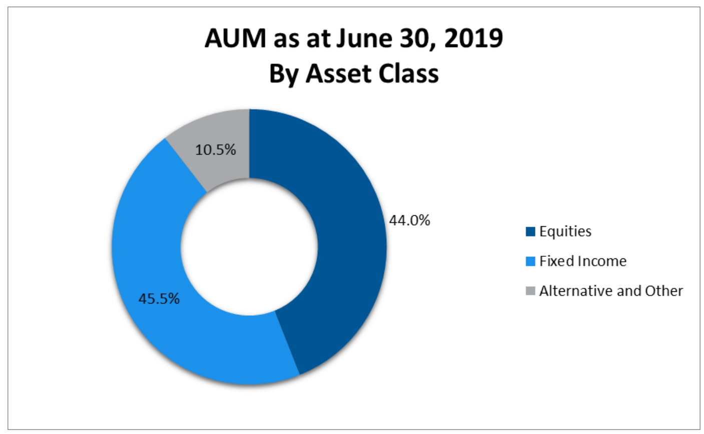
The following graphs illustrate the breakdown of the Company's AUM by clientele type and by asset class as at June 30, 2020, and June 30, 2019, respectively.

Results from Operations and Overall Performance - AUM and Revenues









Revenues

The Company's revenues consist of (i) management fees, (ii) performance fees, (iii) share of earnings in joint ventures and associates, and (iv) other revenues. Management fees are AUM-based and for each clientele type, revenues are primarily earned on the AUM average closing value at the end of each day, month or calendar quarter in accordance with contractual agreements. For certain mandates, the Company is also entitled to performance fees. The Company categorizes performance fees in two groups: those associated with traditional asset classes or strategies and those associated with alternative asset classes or strategies. Revenues also comprise share of earnings in joint ventures and associates in which the Company has ownership interests. Other revenues are primarily comprised of brokerage and consulting fees which are not AUM-driven, commitment and transaction fees from the Private Alternative strategies, as well as gains or losses on the foreign exchange forward contracts.

Table 8 – Revenues: Quarterly Activity (in $ thousands)

	FOR THE THREE-MONTH PERIODS ENDED			VARIANCE	
	JUNE 30, 2020	MARCH 31, 2020	JUNE 30, 2019	QUARTER OVER QUARTER	YEAR OVER YEAR
Institutional	84,379	80,552	67,507	3,827	16,872
Private Wealth	37,766	36,375	35,939	1,391	1,827
Retail	33,757	37,897	32,097	(4,140)	1,660
Total management fees	155,902	154,824	135,543	1,078	20,359
Performance fees – Traditional asset class	1,963	2,785	1,195	(822)	768
Performance fees – Alternative asset class	28	466	359	(438)	(331)
Total performance fees	1,991	3,251	1,554	(1,260)	437
Share of earnings in joint ventures and associates	2,216	(249)	-	2,465	2,216
Other revenues	6,756	3,831	12,807	2,925	(6,051)
Total revenues	166,865	161,657	149,904	5,208	16,961

Certain totals, subtotals and percentages may not reconcile due to rounding.

Current Quarter versus Prior-Year Quarter

Revenues for the second quarter ended June 30, 2020, were $166.9 million, representing an increase of $17.0 million, or 11.3%, compared to $149.9 million for the same period last year. The increase was due to the following:

Management Fees

Management fees were $155.9 million for the second quarter ended June 30, 2020 compared to $135.5 million for the same period last year, an increase of $20.4 million, or 15%. The increase in management fees by clientele type is as follows:

› Management fees from Institutional clientele were $84.4 million for the second quarter ended June 30, 2020, representing an increase of $16.9 million, or 25%, compared to $67.5 million for the same quarter last year. The increase in base management fees is mainly due to additional revenues from the IAM and Foresters acquisitions completed in the second half of 2019, combined with organic growth driven primarily by US and Private Alternative activities.

› Management fees from Private Wealth clientele were $37.8 million for the second quarter ended June 30, 2020, representing an increase of $1.9 million, or 5.3%, compared to $35.9 million for the same period last year. The increase is primarily driven by higher average AUM due to growth in Bel Air Investment Advisors and in Canada.

› Management fees from Retail clientele were $33.8 million for the second quarter ended June 30, 2020, representing an increase of $1.7 million, or 5.3%, compared to $32.1 million for the same quarter last year. The increase was mainly driven by the creation of Fiera Investments following the acquisition of Natixis Canada of $3.7 million and partially offset by lower management fees from the European business of $2.2 million.

Performance Fees

Performance fees were $2.0 million for the second quarter ended June 30, 2020, compared to $1.6 million for the same period last year. The increase in performance fees was mainly driven by activities in the traditional asset class, partially offset by activities in the alternative asset class.

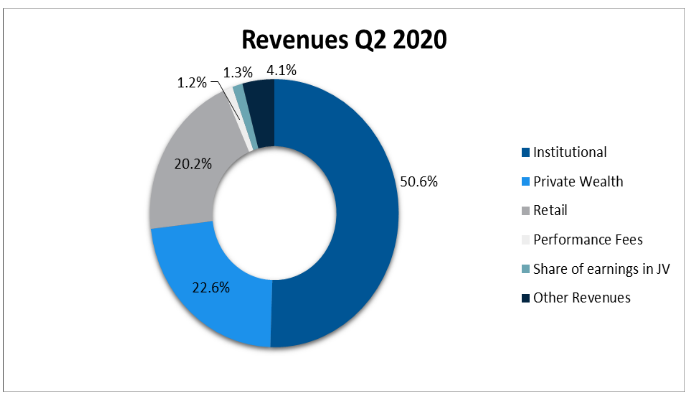
Share of Earnings from Joint Ventures and Associates

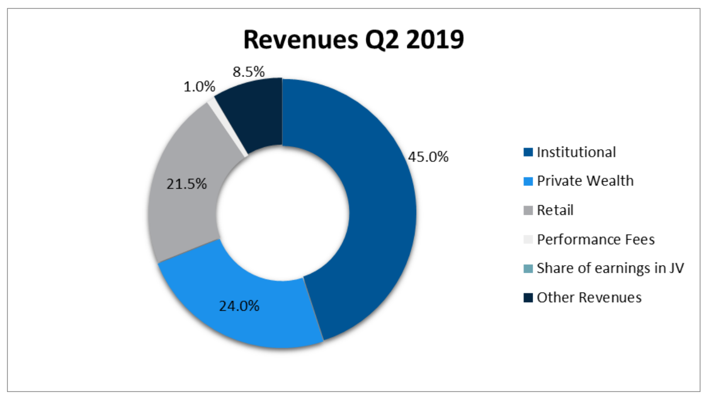
The Company has ownership interests in a number of individually insignificant joint ventures and associates that are accounted for using the equity method. The Company recorded a $2.2 million share of earnings in joint ventures and associates for the second quarter ended June 30, 2020, primarily due to incremental revenue from specific joint venture projects within Fiera Real Estate UK, which included the favourable impact of a reversal of a provision recorded in the current period.

Other Revenues

Other revenues were $6.8 million for the second quarter ended June 30, 2020 compared to $12.8 million for the same period last year, a decrease of $6.0 million, or 46.9%. The second quarter of fiscal 2019 included $4.5 million of other revenue related to specific contracts which did not recur in the current period.

The following graphs illustrate the breakdown of the Company's revenues for the three-month periods ended June 30, 2020 and June 30, 2019, respectively.





Current Quarter versus Previous Quarter

Revenues for the second quarter ended June 30, 2020, were $166.9 million compared to $161.7 million for the previous quarter ended March 31, 2020, representing an increase of $5.2 million, or 3.2%. The increase was due to the following:

Management Fees

Management fees were $155.9 million for the second quarter ended June 30, 2020 compared to $154.8 million for the previous quarter ended March 31, 2020, an increase of $1.1 million, or 0.7%. The following is the breakdown of the management fees by clientele type:

- Management fees from the Institutional clientele were $84.4 million for the second quarter ended June 30, 2020 compared to $80.6 million for the previous quarter ended March 31, 2020, an increase of $3.8 million, or 4.8%. The increase was primarily due to a large mandate won in the US contributing $1.5 million and higher revenues of $1.6 million due to a higher average AUM base in Canada.

- Management fees from the Private Wealth clientele were $37.8 million for the second quarter ended June 30, 2020 compared to $36.4 million for the previous quarter ended March 31, 2020, an increase of $1.4 million, or 3.8%. The increase is mainly due to higher revenues from US activities.
- Management fees from the Retail clientele were $33.8 million for the second quarter ended June 30, 2020 compared to $37.9 million for the previous quarter ended March 31, 2020, a decrease of $4.1 million, or 10.9%. The decrease was mainly due to a lower average AUM base driven by US and European activities of $3.6 million, combined with a decrease of $0.6 million resulting from the sale of Fiera Investments' retail mutual funds to Canoe Financial.

Performance Fees

Performance fees were $2.0 million for the second quarter ended June 30, 2020, compared to $3.3 million for the previous quarter ended March 31, 2020, a decrease of $1.3 million or 39.4%.

Share of Earnings from Joint Ventures and Associates

The Company has ownership interests in a number of individually insignificant joint ventures and associates that are accounted for using the equity method. The Company recorded a $2.2 million share of earnings in joint ventures and associates for the second quarter ended June 30, 2020, versus a loss of $0.2 million in the previous quarter ended March 31, 2020. The increase in the current quarter was primarily due to incremental revenue from specific joint venture projects within Fiera Real Estate UK and a reversal of a provision associated with a profit-sharing arrangement recorded in the first quarter of 2020.

Share of earnings from joint ventures and associates can vary significantly from quarter to quarter as a result of the long-term nature of the underlying projects.

Other Revenues

Other revenues were $6.8 million for the second quarter ended June 30, 2020 compared to $3.8 million for the previous quarter ended March 31, 2020, an increase of $3.0 million, or 79.0%. The increase is mainly due to a favourable impact in the current quarter as compared to the $5.1 million loss on foreign exchange forward contracts recorded in the previous quarter, partially offset by lower other revenues in the US.

Table 9 – Revenues: Year-to-Date Activity (in $ thousands)

	FOR THE SIX-MONTH PERIODS ENDED		VARIANCE
	JUNE 30, 2020	JUNE 30, 2019	YEAR OVER YEAR
Institutional	164,931	130,564	34,367
Private Wealth	74,141	69,548	4,593
Retail	71,654	64,524	7,130
Total management fees	310,726	264,636	46,090
Performance fees – Traditional asset class	4,748	2,752	1,996
Performance fees – Alternative asset class	494	409	85
Total performance fees	5,242	3,161	2,081
Share of earnings in joint ventures and associates	1,967	-	1,967
Other revenues	10,587	24,892	(14,305)
Total revenues	328,522	292,689	35,833

Certain totals, subtotals and percentages may not reconcile due to rounding.

Year-to-Date June 30, 2020, versus Year-to-Date June 30, 2019

Revenues for the six-month period ended June 30, 2020, were $328.5 million compared to $292.7 million for the same period last year, an increase of $35.8 million, or 12.2%. The year-over-year increase in revenues is mainly due to additional revenues from the acquisitions of IAM and Foresters which were completed in the second half of 2019, combined with organic growth resulting from enhanced distribution capabilities, mostly from the institutional and private wealth sectors as well as growth in Private Alternative Investment strategies, partially offset by lower other revenues due to a loss on foreign exchange forward contracts recorded in the six-month period ended June 30, 2020 compared to a gain recorded in the comparable period in 2019.

Management Fees

Management fees for the six-month period ended June 30, 2020, were $310.7 million compared to $264.6 million for the same period last year, an increase of $46.1 million, or 17.4%. The overall increase in management fees by clientele type are as follows:

› Revenues from Institutional clientele for the six-month period ended June 30, 2020, were $164.9 million, representing an increase of $34.3 million, or 26.3%, compared to $130.6 million for the same period last year. The increase in base management fees is mainly due to the acquisitions of Foresters and IAM completed in the second half of 2019, combined with higher AUM from new mandates in Global Equity strategies in the US and Private Alternative strategies.

› Revenues from the Private Wealth clientele for the six-month period ended June 30, 2020, were $74.1 million compared to $69.5 million for the same period last year, an increase of $4.6 million, or 6.6%, The increase is primarily due to higher revenues from US and Canadian activities.

› Revenues from the Retail clientele for the six-month period ended June 30, 2020, were $71.7 million, compared to $64.5 million for the same period last year, an increase of $7.2 million or 11.2%. The increase is mainly due to the creation of Fiera Investments following the acquisition of Natixis Canada, combined with higher revenues from US activities. This is partially offset by lower management fees from the European business.

Performance Fees

Total performance fees were $5.2 million for the six-month period ended June 30, 2020 compared to $3.2 million for the same period last year, an increase of $2.0 million. The increase in performance fees is attributable to the traditional asset class during the first six months of 2020 compared to the same period last year.

Share of Earnings in Joint Ventures and Associates

The Company recorded a $2.0 million share of earnings from joint ventures and associates for the six-month period ended June 30, 2020, compared to nil in the comparable period last year, due to the acquisition of Fiera Real Estate UK (formerly Palmer Capital).

Other Revenues

Other revenues were $10.6 million for the six-month period ended June 30, 2020 compared to $24.9 million for the same period last year, a decrease of $14.3 million, or 57.4%. The decrease was primarily due to a $5.1 million loss on foreign exchange forward contracts on revenues denominated in US dollars recorded in the six-month period ended June 30, 2020 as compared to a $2.0 million gain recorded in the same period in 2019. In addition, other revenue during the six months ended June 30, 2019 included $4.5 million of revenue from specific contracts which did not recur in the current period.

RESULTS FROM OPERATIONS AND OVERALL PERFORMANCE - EXPENSES

Selling, General and Administrative ("SG&A") and External Managers' Expenses

Current Quarter versus Prior-Year Quarter

SG&A and external managers' expenses were $122.5 million for the three-month period ended June 30, 2020 compared to $110.8 million for the same period last year, an increase of $11.7 million, or 10.6%. The increase was primarily due to $10.6 million of higher variable compensation expense and additional fixed compensation of $3.6 million due to higher operating costs as a result of the three acquisitions completed in the second half of 2019. These increases were partially offset by cost containment measures in response to market pressures from the economic effects of COVID-19. In addition, the Company recognized $2.9 million in subsidies primarily due to the CEWS program for eligible Canadian employers whose business was negatively affected by COVID-19. The subsidy was recognized as a reduction in salaries expense in SG&A.

Current Quarter versus Previous Quarter

SG&A and external managers' expenses were $122.5 million for the three-month period ended June 30, 2020 compared to $118.3 million for the previous quarter ended March 31, 2020, representing an increase of $4.2 million, or 3.6%. The increase was primarily due to $8.9 million of higher variable compensation expense and share-based compensation of $7.4 million which included $3.2 million of accelerated vesting from employee terminations as a result of the new global management structure announced on June 17, 2020. The remaining increase in share-based compensation expense was primarily due to new grants issued during the current fiscal year. This was partially offset by a $5.0 million decrease in SG&A due to cost containment measures in response to market pressures from the effects of COVID-19, and a $6.4 million decrease in salaries and benefits due to the recognition of subsidies related to the CEWS program combined with lower employee benefit costs in the current period.

Year-to-Date June 30, 2020, versus Year-to-Date June 30, 2019

SG&A and external managers' expenses were $240.8 million for the six-month period ended June 30, 2020 compared to $220.1 million for the same period last year, an increase of $20.7 million, or 9.4%. The increase in costs was primarily due to an increase in cost structure from the acquisitions completed in the second half of 2019 and an increase in variable compensation expense.

Depreciation and Amortization

Current Quarter versus Prior-Year Quarter

Depreciation and amortization expense was $20.8 million for the second quarter of 2020, compared to $18.4 million in the second quarter of 2019, representing an increase of $2.4 million or 13.0%. The increase was primarily due to higher amortization recorded in Q2 2020 as a result of the incremental intangible assets recognized as a result of the three acquisitions completed in the second half of 2019.

Current Quarter versus Previous Quarter

Depreciation and amortization expense was $20.8 million for the second quarter of 2020, in line with $20.3 million of depreciation and amortization expense in the first quarter of 2020.

Year-to-Date June 30, 2020, versus Year-to-Date June 30, 2019

Depreciation and amortization expense was $41.2 million for the six-month period ended June 30, 2020, compared to $37.0 million for the comparable period in 2019, representing a $4.2 million increase or 11.4%. The increase is primarily attributable to higher amortization of intangible assets recorded in Q2 2020 as a result of the recognition of intangible assets related to the three acquisitions completed in the second half of 2019.

Interest on Long-Term Debt and Other Financial Charges

Current Quarter versus Prior-Year Quarter

Interest on long-term debt and other financial charges was $7.8 million for the second quarter ended June 30, 2020 compared to $6.7 million for the same quarter last year, an increase of $1.1 million or 16.4%. The increase was mainly due to incremental interest from the issuance of hybrid debentures in the third quarter of 2019.

Current Quarter versus Previous Quarter

Interest on long-term debt and other financial charges was $7.8 million for the second quarter ended June 30, 2020 compared to $15.8 million for the previous quarter ended March 31, 2020, a decrease of $8.0 million, or 50.6%. The decrease was primarily due to the loss on interest rate swaps recorded in the first quarter of 2020.

Year-to-Date June 30, 2020, versus Year-to-Date June 30, 2019

Interest on long-term debt and other financial charges was $23.6 million for the six-month period ended June 30, 2020 compared to $14.1 million for the same period last year, an increase of $9.5 million, or 67.4%. The increase was mainly due to an increase in other financial charges due to the change in the fair value of derivative contracts which consisted of a $3.7 million higher loss on interest rate swaps recorded in the first quarter of 2020 and a $2.1 million increase in the unfavourable net impact of foreign exchange currency swaps and realized currency revaluation, combined with $3.5 million of incremental interest from the issuance of hybrid debentures in the third quarter of 2019.

Interest on Lease Liabilities

Interest on lease liabilities was $1.5 million in the current quarter which was consistent with the previous quarter and the same period last year.

Accretion and Change in Fair Value of Purchase Price Obligations

Current Quarter versus Prior-Year Quarter

The accretion and change in fair value of purchase price obligations represented an expense of $6.0 million for the second quarter ended June 30, 2020 compared to an expense of $6.6 million for the same quarter last year. The slight decrease is as a result of settlements of purchase price obligations.

Current Quarter versus Previous Quarter

The accretion and change in fair value of purchase price obligations represented an expense of $6.0 million for the second quarter ended June 30, 2020, compared to an unrealized gain of $10.7 million for the previous quarter ended March 31, 2020. In the first quarter of 2020, the fair value of the purchase price obligations related to the City National Rochdale (CNR) and Clearwater acquisitions were reduced as a result of a reduction in the market value of assets under management due to the significant volatility caused by the COVID-19 global pandemic. No significant fair value adjustments were recorded on the purchase price obligations in the current quarter.

Year-to-Date June 30, 2020, versus Year-to-Date June 30, 2019

The accretion and change in fair value of purchase price obligations represented a net unrealized gain of $4.6 million for the six-month period ended June 30, 2020, compared to an expense of $14.1 million for the same period last year. The $18.7 million variance was primarily due to fair value adjustments on purchase price obligations recorded in the first quarter of 2020 related to the City National Rochdale (CNR) and Clearwater acquisitions of $17.3 million.

Acquisition and Restructuring, Integration and Other Costs

Current Quarter versus Prior-Year Quarter

Acquisition and restructuring, integration and other costs were $25.2 million for the second quarter ended June 30, 2020, compared to $7.7 million for the same period last year an increase of $17.5 million. The increase was primarily due to a $20.9 million restructuring charge recognized in the current quarter as a result of a new global management structure announced on June 17, 2020, partially offset by a decrease in acquisition costs due to a higher number of acquisitions completed in the same period last year.

Current Quarter versus Previous Quarter

Acquisition and restructuring, integration and other costs were $25.2 million for the second quarter ended June 30, 2020 compared to $3.4 million for the previous quarter ended March 31, 2019, an increase of $21.8 million. The increase was primarily due to a $20.9 million restructuring charge recognized in the current quarter.

Year-to-Date June 30, 2020, versus Year-to-Date June 30, 2019

Acquisition and restructuring, integration and other costs were $28.7 million for the six-month period ended June 30, 2020 compared to $12.5 million for the same period last year, an increase of $16.2 million. The increase was primarily due to a $20.9 million restructuring charge recognized as a result of a new global management structure partially offset by a decrease in acquisition costs recognized in the current period due to a higher number of acquisitions completed in the same period in 2019.

RESULTS FROM OPERATIONS AND OVERALL PERFORMANCE – NET EARNINGS (LOSS)

Current Quarter versus Prior-Year Quarter

For the quarter ended June 30, 2020, the Company reported a net loss attributable to the Company's shareholders of $14.7 million, or $0.14 per share (basic and diluted), compared to a net loss of $5.5 million, or $0.06 per share (basic and diluted), for the same quarter of last year. The $9.2 million increase in net loss attributable to the Company's shareholders was primarily due to $25.0 million of restructuring charges recognized in the second quarter of which $20.9 million was attributable to the new global management structure announced on June 17, 2020 and $15.0 million due to higher compensation expense. These were partially offset by a $17.0 million increase in revenues compared to the same period last year, a $6.1 million favourable impact from income taxes, and the recognition of $2.9 million in subsidies primarily from the CEWS program.

Current Quarter versus Previous Quarter

The Company reported a net loss attributable to the Company's shareholders of $14.7 million, or $0.14 per share (basic and diluted), during the second quarter of 2020, compared to net earnings attributable to the Company's shareholders of $7.6 million, or $0.07 per share (basic and diluted), in the first quarter of 2020. The decrease was primarily due to a $21.8 million increase in restructuring costs, of which $20.9 million was attributable to the new global management structure announced on June 17, 2020, an $18.9 million decrease due to the accretion and change in fair value of purchase price obligations and puttable financial instruments, and $7.4 million of higher share-based compensation expense. Q2 2020 share-based compensation included $3.2 million of accelerated vesting related to employees that were impacted by the new global management structure. These were partially offset by the recognition of a loss on interest rate swaps of $6.7 million recorded in the first quarter of 2020, a $6.3 million favourable impact from income taxes, higher revenues of $5.2 million and a $3.0 million net decrease in SG&A excluding share-based compensation. The decrease in SG&A was primarily due to lower SG&A due to cost containment initiatives and the recognition of subsidies from the CEWS program, partially offset by higher variable compensation expense.

Year-to-Date June 30, 2020, versus Year-to-Date June 30, 2019

For the six-month period ended June 30, 2020, the Company recorded a net loss attributable to the Company's shareholders of $7.1 million, or $0.07 per share (basic and diluted), compared to a net loss of $12.1 million, or $0.12 per share (basic and diluted) for the same period last year. The decrease in net loss attributable to the Company's shareholders is mainly due to $41.1 million of higher revenues due to enhanced distribution capabilities, market appreciation and acquisitions, combined with the fair value adjustments on the purchase price obligations related to the City National Rochdale (CNR) acquisitions and Clearwater acquisitions completed of $10.7 million recorded in the first quarter of 2020. This was partially offset by higher expenses including the $20.9 million restructuring charge as a result of the new global management structure announced on June 17, 2020.

NON-IFRS MEASURES

We have included non-IFRS measures to provide investors with supplemental measures of our operating and financial performance. We believe non-IFRS measures are important supplemental metrics of operating and financial performance because they highlight trends in our core business that may not otherwise be apparent when one relies solely on IFRS measures. Securities analysts, investors and other interested parties frequently use non-IFRS measures in the evaluation of issuers, many of which present non-IFRS measures when reporting their results. Management also uses non-IFRS measures in order to facilitate operating and financial performance comparisons from period to period, to prepare annual budgets and to assess our ability to meet our future debt service, capital expenditure and working capital requirements.

Non-IFRS measures are not recognized measures under IFRS. Non-IFRS measures do not have any standardized meaning prescribed by IFRS and may not be comparable to similar measures presented by other companies. For example, some or all of the non-IFRS measures do not reflect: (a) our cash expenditures, or future requirements for capital expenditures or contractual commitments; (b) changes in, or cash requirements for, our working capital needs; (c) the significant interest expense, or the cash requirements necessary to service interest or principal payments on our debt; and (d) income tax payments that represent a reduction in cash available to us. These non-IFRS measures have important limitations as analytical tools, and the reader should not consider them in isolation, or as substitutes in the analysis of our results as reported under IFRS. Because of these limitations, we rely primarily on our results as reported in accordance with IFRS and use non-IFRS measures only as a supplement.

We define ***EBITDA*** as net earnings (loss) before interest, income taxes, depreciation and amortization (EBITDA). ***Adjusted EBITDA*** is calculated as EBITDA, adjusted for acquisition, restructuring, integration and other costs, accretion and change in fair value of purchase price obligations, realized and unrealized loss (gain) on investments, other losses (gains), accretion and change in fair value of puttable financial instrument liability, revaluation of assets held-for-sale, and share-based compensation expenses.

We believe that EBITDA and adjusted EBITDA are meaningful measures as they allow for the evaluation of our core operating performance from one period to the next without the variations caused by the impact of the items described above. The Company considers its core operating activities to be asset management, investment advisory and related services. Costs related to strategic initiatives such as business acquisitions, integration of newly acquired businesses and restructuring are considered non-core. The Company excludes these items because they affect the comparability of its financial results amongst periods and could potentially distort the analysis of trends in its core business performance. Excluding these items does not imply they are necessarily non-recurring.

We define the ***adjusted EBITDA margin*** as the ratio of adjusted EBITDA to revenues. It is an important measure of overall operating performance because it measures Company profitability from operations.

Adjusted net earnings is net earnings (loss) attributable to the Company's shareholders, adjusted for depreciation of property and equipment, depreciation of right-of-use assets, amortization of intangible assets and share-based compensation, as well as after-tax acquisition, restructuring, integration and other costs, accretion and change in fair value of purchase price obligations, accretion on effective interest on convertible debt, and after-tax revaluation of assets held-for-sale, after-tax accretion and change in fair value of puttable financial instrument liability, and after-tax other losses (gains).

We believe that adjusted net earnings is a meaningful measure as it allows for the evaluation of the Company's overall performance from one period to the next without the variation caused by the impacts of the items described above. The Company excludes these items because they affect the comparability of its financial results amongst periods and could potentially distort the analysis of trends in its business performance. Excluding these items does not imply they are necessarily non-recurring.

Tables 10 and 11 provides a reconciliation of the non-IFRS measures to the most comparable IFRS earnings measures.

Adjusted EBITDA

The following table presents the Company's adjusted EBITDA and adjusted EBITDA per share for the three and six-month periods ended June 30, 2020, and 2019, as well as for the three-month period ended March 31, 2020.

Table 10 - Adjusted EBITDA (in $ thousands except per share data)

	FOR THE THREE-MONTH PERIODS ENDED			FOR THE SIX-MONTH PERIODS ENDED	
	JUNE 30, 2020	MARCH 31, 2020	JUNE 30, 2019	JUNE 30, 2020	JUNE 30, 2019
Net earnings (Loss)	**(14,314)**	**12,022**	**(4,783)**	**(2,292)**	**(11,367)**
Income tax expense (recovery)	(2,736)	3,624	3,370	888	5,214
Depreciation of property and equipment	1,632	1,562	1,216	3,194	2,300
Amortization of intangible assets	14,350	13,717	12,622	28,067	25,037
Depreciation of right-of-use assets	4,866	5,042	4,561	9,908	9,618
Interest on lease liabilities	1,474	1,452	1,288	2,926	2,572
Interest on long-term debt and other financial charges	7,807	15,822	6,709	23,629	14,107
EBITDA	**13,079**	**53,241**	**24,983**	**66,320**	**47,481**
Restructuring, integration and other costs	24,964	3,205	1,022	28,169	4,150
Acquisition costs	275	210	6,670	485	8,377
Accretion and change in fair value of purchase price obligations	6,025	(10,662)	6,636	(4,637)	13,127
Realized and unrealized loss (gain) on investments	(966)	134	(452)	(832)	(447)
Other losses (gains)	638	(1,000)	-	(362)	300
Accretion and change in fair value of puttable financial instrument liability	379	(1,799)	350	(1,420)	350
Revaluation of assets-held-for-sale	-	-	(153)	-	(699)
Share-based compensation	7,499	122	6,748	7,621	11,982
Adjusted EBITDA	**51,893**	**43,451**	**45,804**	**95,344**	**84,621**
Per share basic	**0.50**	**0.42**	**0.47**	**0.92**	**0.86**
Per share diluted	**0.50**	**0.41**	**0.47**	**0.92**	**0.86**

Certain totals, subtotals and percentages may not reconcile due to rounding.

Current Quarter versus Prior-Year Quarter

Adjusted EBITDA for the second quarter of 2020 was $51.9 million, or $0.50 per share (basic and diluted) compared to $45.8 million, or $0.47 per share (basic and diluted) for the comparable 2019 period, an increase in adjusted EBITDA of $6.1 million, or 13.3%. The increase was primarily due to a $17.0 million increase in revenues, offset by a $9.6 million increase in SG&A, excluding the impact of share-based compensation.

Current Quarter versus Previous Quarter

Compared to the first quarter of 2020, Q2 2020 adjusted EBITDA increased from $43.5 million or $0.42 per share (basic) and $0.41 (diluted) to $51.9 million or $0.50 per share (basic and diluted), an adjusted EBITDA increase of $8.4 million or 19.3%. The increase in adjusted EBITDA was primarily due to a $5.2 million increase in revenues and a $3.0 million decrease in SG&A excluding the impact of share-based compensation.

Year-to-Date June 30, 2020, versus Year-to-Date June 30, 2019

For the six-month period ended June 30, 2020, adjusted EBITDA was $95.3 million, or $0.92 per share (basic and diluted), compared to $84.6 million, or $0.86 per share (basic and diluted), for the same period last year, an increase of $10.7 million, or 12.7%.

The increase in adjusted EBITDA for the six-month period ended June 30, 2020, was primarily due to an AUM-driven increase in revenues resulting from the three acquisitions completed in the second half of 2019, combined with organic and market growth, partially offset by higher operating costs.

Adjusted Net Earnings

The following table presents the Company's net earnings (loss) and adjusted net earnings for the three and six-month periods ended June 30, 2020, and 2019, as well as for the three-month period ended March 31, 2020.

Table 11 - Net Earnings (Loss) and Adjusted Net Earnings (in $ thousands except per share data)

	FOR THE THREE-MONTH PERIODS ENDED			FOR THE SIX-MONTH PERIODS ENDED	
	JUNE 30, 2020	MARCH 31, 2020	JUNE 30, 2019	JUNE 30, 2020	JUNE 30, 2019
Net earnings (loss) attributable to the Company's shareholders	**(14,703)**	**7,581**	**(5,513)**	**(7,122)**	**(12,066)**
Depreciation of property and equipment	1,632	1,562	1,216	3,194	2,300
Amortization of intangible assets	14,350	13,717	12,622	28,067	25,037
Depreciation of right-of-use assets	4,866	5,042	4,561	9,908	9,618
Share-based compensation	7,499	122	6,748	7,621	11,982
Restructuring, integration and other costs	24,964	3,205	1,022	28,169	4,150
Acquisition costs	275	210	6,670	485	8,377
Accretion and change in fair value of purchase price obligations and effective interest on convertible bonds	6,624	(10,051)	6,992	(3,427)	13,799
Accretion and change in fair value of puttable financial instrument liability	379	(1,799)	350	(1,420)	350
Other losses (gains)	638	(1,100)	-	(362)	-
Revaluation of assets-held-for-sale	-	-	(153)	-	(699)
Income tax expense (recovery) on above-mentioned items	7,820	(1,982)	2,034	5,838	5,494
Adjusted net earnings attributable to the Company's shareholders	**38,704**	**20,471**	**32,481**	**59,275**	**57,354**
Per share – basic					
Net earnings (loss)	**(0.14)**	**0.07**	**(0.06)**	**(0.07)**	**(0.12)**
Adjusted net earnings	**0.38**	**0.20**	**0.33**	**0.57**	**0.58**
Per share – diluted					
Net earnings (loss)	**(0.14)**	**0.07**	**(0.06)**	**(0.07)**	**(0.12)**
Adjusted net earnings	**0.38**	**0.19**	**0.33**	**0.57**	**0.58**

Certain totals, subtotals and percentages may not reconcile due to rounding.

Current Quarter versus Prior-Year Quarter

Adjusted net earnings for the second quarter of 2020 was $38.7 million or $0.38 per share (basic and diluted), compared to $32.5 million, or $0.33 per share (basic and diluted) in the second quarter of 2019. The $6.2 million increase was mainly due to a $17.0 million increase in revenues driven by the three acquisitions completed in the second half of 2019. This was partially offset by a $9.6 million increase in SG&A excluding the impact of share-based compensation, driven primarily by higher variable compensation expense.

Current Quarter versus Previous Quarter

Adjusted net earnings for the second quarter of 2020 was $38.7 million or $0.38 per share (basic and diluted), compared to $20.5 million, or $0.20 per share (basic) and $0.19 per share (diluted) in the first quarter of 2020. The $18.2 million increase was primarily driven by the recognition of a loss on interest rate swaps of $6.7 million recorded in the first quarter of 2020, a $5.2 million increase in revenues, a $3.0 million decrease in SG&A excluding the impact of share-based compensation and the favourable impact of realized and unrealized gains on investments recorded in the second quarter of 2020 of $1.1 million.

Year-to-Date June 30, 2020, versus Year-to-Date June 30, 2019

For the six-month period ended June 30, 2020, adjusted net earnings attributable to the Company's shareholders amounted to $59.3 million, or $0.57 per share (basic and diluted), consistent with adjusted net earnings attributable to the Company's shareholders of $57.4 million, or $0.58 per share (basic and diluted) for the same period last year.

Summary of Quarterly Results

The Company's AUM, total revenues, adjusted EBITDA[1], adjusted EBITDA margin[1], net earnings (loss) and adjusted net earnings[1,2], on a consolidated basis, including per share amounts, for each of the Company's most recently completed eight quarterly periods, as well as for the last-twelve-month period ended June 30, 2020, are as follows:

Table 12 – Quarterly Results (in $ thousands except AUM in $ millions and per share data)

	Last Twelve Months [3]	Q2 Jun. 30 2020	Q1 Mar. 31 2020	Q4 Dec. 31 2019	Q3 Sep. 30 2019	Q2 Jun. 30 2019	Q1 Mar. 31 2019	Q4 Dec. 31 2018	Q3 Sep. 30 2018
AUM	165,860	170,986	158,121	169,671	164,664	149,531	144,861	136,675	143,475
Total revenues	693,004	166,865	161,657	204,526	159,956	149,904	142,785	156,963	137,109
Adjusted EBITDA [1]	203,674	51,893	43,451	61,752	46,578	45,804	38,817	39,322	36,620
Adjusted EBITDA margin [1]	29.4%	31.1%	26.9%	30.2%	29.1%	30.6%	27.2%	25.1%	26.7%
Net earnings (loss) attributable to the Company's shareholders	(8,475)	(14,703)	7,581	3,387	(4,740)	(5,513)	(6,553)	(1,709)	995
Adjusted net earnings attributable to the Company's shareholders	134,302	38,704	20,471	42,661	32,466	32,481	24,873	28,251	27,533
PER SHARE – BASIC									
Adjusted EBITDA [1]	1.99	0.50	0.42	0.61	0.46	0.47	0.40	0.41	0.38
Net earnings (loss) attributable to the Company's shareholders	(0.09)	(0.14)	0.07	0.03	(0.05)	(0.06)	(0.07)	(0.02)	0.01
Adjusted net earnings[1,2] attributable to the Company's shareholders	1.32	0.38	0.20	0.42	0.32	0.33	0.26	0.29	0.29
PER SHARE – DILUTED									
Adjusted EBITDA [1,2]	1.97	0.50	0.41	0.60	0.46	0.47	0.40	0.41	0.36
Net earnings (loss) attributable to the Company's shareholders	(0.09)	(0.14)	0.07	0.03	(0.05)	(0.06)	(0.07)	(0.02)	0.01
Adjusted net earnings[1,2] attributable to the Company's shareholders	1.30	0.38	0.19	0.41	0.32	0.33	0.26	0.29	0.27

Certain totals, subtotals and percentages may not reconcile due to rounding.

[1] The Company adopted IFRS 16, *Leases*, on January 1, 2019 using the modified retrospective approach where comparative information presented for 2018 has not been restated and is presented as previously reported and, therefore, may not be comparable. Prior to the adoption of IFRS 16 on January 1, 2019, as a lessee, the Company classified leases as an operating lease or finance lease under IAS 17, based on its assessment of whether the lease transferred substantially of the risks and rewards of ownership. Rent expenses related to operating leases were previously recognized in selling, general and administrative expenses. For the three-month periods ended March 31, 2018, June 30, 2018, September 30, 2018 and December 31, 2018, the Company recognized rent expense of $3.0 million, $3.3 million, $3.4 million and $3.4 million, respectively. For the twelve-month period ended December 31, 2018, the Company recognized rent expense of $13.1 million in selling, general and administrative expenses. Following the adoption of IFRS 16, lease payments are presented as cash generated (used in) financing activities whereas prior to the adoption of IFRS 16, on January 1, 2019, they were presented as cash generated (used in) operating activities in the statement of cash flows. Refer to Note 2 of the audited consolidated financial statements for the year ended December 31, 2019 for further details on the transition to IFRS 16. The Company's lease portfolio in 2019 was impacted by the four acquisitions completed over the course of the year, in addition to new leases entered into in 2019 related to the Company's new headquarters in Montreal, Canada and new office premises in London, United Kingdom. Our lease payments presented in the statement of cash flows for the twelve-month period ended December 31, 2019 were also impacted by lease inducements and rent-free periods related to these new leases in 2019.

[2] Effective March 31, 2018, the Company amended the definition of adjusted net earnings to adjust for the accretion and change in fair value of purchase price obligations. Also, effective December 31, 2018, the Company amended the definition of adjusted net earnings to adjust for the accretion on effective interest on convertible debt. Accretion expenses and the gains or losses recognized on the change in fair value of purchase price obligations arise from contingent consideration arrangements, generally in business combinations which are considered non-core operations. The fair value of contingent consideration is remeasured at each reporting date and it is determined using valuation techniques which make use of forecasted net cash flows discounted to present value. Accretion expense (i.e. non-cash interest expense) brings the present value of the purchase price obligation up to its future value over time. Adjusting accretion expense and change in fair value

of purchase price obligations from adjusted net earnings provides for better comparability of the financial results between periods where valuation assumptions used by management may introduce volatility in earnings. Comparative figures prior to December 31, 2018, for adjusted net earnings and adjusted net earnings per share (basic and diluted) have been restated to be consistent with the current presentation.

[3] AUM Last Twelve Months ("LTM'') represents the average of the ending AUM of the last four quarters.

Summary of Quarterly Results

The following table provides a reconciliation between EBITDA[1], adjusted EBITDA[1], adjusted EBITDA margin[1] and adjusted EBITDA per share[1] to the most comparable IFRS earnings measures for each of the Company's last eight quarters:

Table 13 – EBITDA[1] and Adjusted EBITDA[1] Reconciliation (in $ thousands except per share data)

	Q2 2020	Q1 2020	Q4 2019	Q3 2019	Q2 2019	Q1 2019	Q4 2018	Q3 2018
Net earnings (loss)	**(14,314)**	**12,022**	**5,254**	**(4,593)**	**(4,783)**	**(6,584)**	**(1,573)**	**1,127**
Income tax expense (recovery)	(2,736)	3,624	3,589	889	3,370	1,844	(3,056)	969
Depreciation of property and equipment	1,632	1,562	1,504	1,403	1,216	1,084	1,179	1,091
Amortization of intangible assets	14,350	13,717	14,412	13,525	12,622	12,415	12,468	11,834
Depreciation of right-of-use assets	4,866	5,042	5,412	4,892	4,561	5,057	-	-
Interest on lease liabilities	1,474	1,452	1,425	1,393	1,288	1,284	-	-
Interest on long-term debt and other financial charges	7,807	15,822	8,870	8,865	6,709	7,398	10,147	5,393
EBITDA[1]	**13,079**	**53,241**	**40,466**	**26,374**	**24,983**	**22,498**	**19,165**	**20,414**
Restructuring, integration and other costs	24,964	3,205	6,812	3,577	1,022	3,128	3,399	871
Acquisition costs	275	210	(391)	2,306	6,670	1,707	2,966	2,594
Accretion and change in fair value of purchase price obligations	6,025	(10,662)	8,052	8,801	6,636	6,491	8,332	5,978
Realized and unrealized (gain) loss on investments	(966)	134	(550)	140	(452)	5	(171)	(3)
Other losses (gains)	638	(1,000)	121	(313)	-	300	81	1
Accretion and change in fair value of puttable financial instrument liability	379	(1,799)	336	317	350	-	-	-
Revaluation of assets-held-for-sale	-	-	-	-	(153)	(546)	191	-
Share-based compensation	7,499	122	6,906	5,376	6,748	5,234	5,359	6,765
Adjusted EBITDA[1]	**51,893**	**43,451**	**61,752**	**46,578**	**45,804**	**38,817**	**39,322**	**36,620**
REVENUES	**166,865**	**161,657**	**204,526**	**159,956**	**149,904**	**142,785**	**156,963**	**137,109**
Adjusted EBITDA Margin[1]	**31.1%**	**26.9%**	**30.2%**	**29.1%**	**30.6%**	**27.2%**	**25.1%**	**26.7%**
Adjusted EBITDA Per Share[1]								
Basic	**0.50**	**0.42**	**0.61**	**0.46**	**0.47**	**0.40**	**0.41**	**0.38**
Diluted	**0.50**	**0.41**	**0.60**	**0.46**	**0.47**	**0.40**	**0.41**	**0.36**

Certain totals, subtotals and percentages may not reconcile due to rounding

[1] The Company adopted IFRS 16, *Leases*, on January 1, 2019 using the modified retrospective approach where comparative information presented for 2018 has not been restated and is presented as previously reported and, therefore, may not be comparable. Prior to the adoption of IFRS 16 on January 1, 2019, as a lessee, the Company classified leases as an operating lease or finance lease under IAS 17, based on its assessment of whether the lease transferred substantially of the risks and rewards of ownership. Rent expenses related to operating leases were previously recognized in selling, general and administrative expenses. For the three-month periods ended March 31, 2018, June 30, 2018, September 30, 2018 and December 31, 2018, the Company recognized rent expense of $3.0 million, $3.3 million, $3.4 million and $3.4 million, respectively. For the twelve-month period ended December 31, 2018, the Company recognized rent expense of $13.1 million in selling, general and administrative expenses. Following the adoption of IFRS 16, lease payments are presented as cash generated (used in) financing activities whereas prior to the adoption of IFRS 16, on January 1, 2019, they were presented as cash generated (used in) operating activities in the statement of cash flows. Refer to Note 2 of the audited consolidated financial statements for the year ended December 31, 2019 for further details on the transition to IFRS 16. The Company's lease portfolio in 2019 was impacted by the four acquisitions completed over the course of the year, in addition to new leases entered into in 2019 related to the Company's new headquarters in Montreal, Canada and new office premises in London, United Kingdom. Our lease payments presented in the statement of cash flows for the twelve-month period ended December 31, 2019 were also impacted by lease inducements and rent-free periods related to these new leases in 2019.

Summary of Quarterly Results

The following table provides a reconciliation between adjusted net earnings[1,2] and adjusted net earnings per share[1,2] to the most comparable IFRS earnings measures for each of the Company's last eight quarters:

Table 14 – Adjusted Net Earnings[1,2] Reconciliation (in $ thousands except per share data)

	Q2 2020	Q1 2020	Q4 2019	Q3 2019	Q2 2019	Q1 2019	Q4 2018	Q3 2018
Net earnings (loss) attributable to the Company's shareholders	**(14,703)**	**7,581**	**3,387**	**(4,740)**	**(5,513)**	**(6,553)**	**(1,709)**	**995**
Depreciation of property and equipment	1,632	1,562	1,504	1,403	1,216	1,084	1,179	1,091
Amortization of intangible assets	14,350	13,717	14,412	13,525	12,622	12,415	12,468	11,834
Depreciation of right-of-use assets	4,866	5,042	5,412	4,892	4,561	5,057	-	-
Share-based compensation	7,499	122	6,906	5,376	6,748	5,234	5,359	6,765
Restructuring, integration and other costs	24,964	3,205	6,812	3,577	1,022	3,128	3,399	871
Acquisition costs	275	210	(391)	2,306	6,670	1,707	2,966	2,594
Accretion and change in fair value of purchase price obligations and effective interest on convertible debt	6,624	(10,051)	8,676	9,297	6,992	6,807	8,692	6,285
Revaluation of assets-held-for-sale	-	-	-	-	(153)	(546)	191	-
Accretion and change in fair value of puttable financial instrument liability	379	(1,799)	336	317	350	-	-	-
Other losses (gains)	638	(1,100)	-	(114)	-	-	-	-
Income tax expense (recovery) on above-mentioned items	7,820	(1,982)	4,393	3,373	2,034	3,460	4,294	2,902
Adjusted net earnings attributable to the Company's shareholders	**38,704**	**20,471**	**42,661**	**32,466**	**32,481**	**24,873**	**28,251**	**27,533**
Per share – basic								
Net earnings (loss) attributable to the Company's shareholders	**(0.14)**	**0.07**	**0.03**	**(0.05)**	**(0.06)**	**(0.07)**	**(0.02)**	**0.01**
Adjusted net earnings attributable to the Company's shareholders	**0.38**	**0.20**	**0.42**	**0.32**	**0.33**	**0.26**	**0.29**	**0.29**
Per share – diluted								
Net earnings (loss) attributable to the Company's shareholders	**(0.14)**	**0.07**	**0.03**	**(0.05)**	**(0.06)**	**(0.07)**	**(0.02)**	**0.01**
Adjusted net earnings attributable to the Company's shareholders	**0.38**	**0.19**	**0.41**	**0.32**	**0.33**	**0.26**	**0.29**	**0.27**

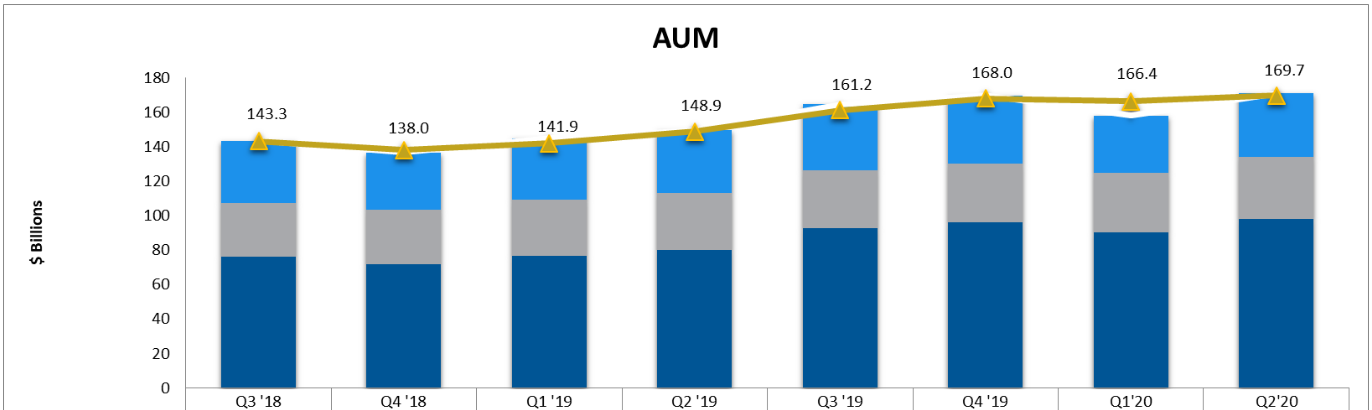
Certain totals, subtotals and percentages may not reconcile due to rounding.

[1] The Company adopted IFRS 16, *Leases*, on January 1, 2019 using the modified retrospective approach where comparative information presented for 2018 has not been restated and is presented as previously reported and, therefore, may not be comparable. Prior to the adoption of IFRS 16 on January 1, 2019, as a lessee, the Company classified leases as an operating lease or finance lease under IAS 17, based on its assessment of whether the lease transferred substantially of the risks and rewards of ownership. Rent expenses related to operating leases were previously recognized in selling, general and administrative expenses. For the three-month periods ended March 31, 2018, June 30, 2018, September 30, 2018 and December 31, 2018, the Company recognized rent expense of $3.0 million, $3.3 million, $3.4 million and $3.4 million, respectively. For the twelve-month period ended December 31, 2018, the Company recognized rent expense of $13.1 million in selling, general and administrative expenses. Following the adoption of IFRS 16, lease payments are presented as cash generated (used in) financing activities whereas prior to the adoption of IFRS 16, on January 1, 2019, they were presented as cash generated (used in) operating activities in the statement of cash flows. Refer to Note 2 of the audited consolidated financial statements for the year ended December 31, 2019 for further details on the transition to IFRS 16. The Company's lease portfolio in 2019 was impacted by the four acquisitions completed over the course of the year, in addition to new leases entered into in 2019 related to the Company's new headquarters in Montreal, Canada and new office premises in London, United Kingdom. Our lease payments presented in the statement of cash flows for the twelve-month period ended December 31, 2019 were also impacted by lease inducements and rent-free periods related to these new leases in 2019.

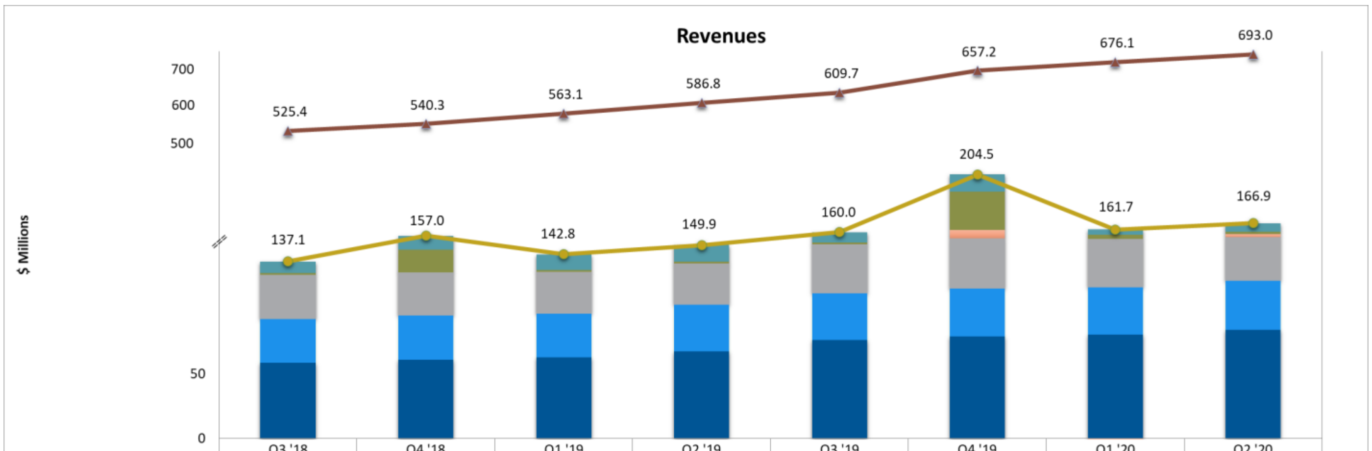
[2] Effective March 31, 2018, the Company amended the definition of adjusted net earnings to adjust for the accretion and change in fair value of purchase price obligations. Also, effective December 31, 2018, the Company amended the definition of adjusted net earnings to adjust for the accretion on effective interest on convertible debt. Accretion expenses and the gains or losses recognized on the change in fair value of purchase price obligations arise from contingent consideration arrangements, generally in business combinations which are considered non-core operations. The fair value of contingent consideration is remeasured at each reporting date and it is determined using valuation techniques which make use of forecasted net cash flows discounted to present value. Accretion expense (i.e. non-cash interest expense) brings the present value of the purchase price obligation up to its future value over time. Adjusting accretion expense and change in fair value of purchase price obligations from adjusted net earnings provides for better comparability of the financial results between periods where valuation assumptions used by management may introduce volatility in earnings. Comparative figures prior to December 31, 2018, for adjusted net earnings and adjusted net earnings per share (basic and diluted) have been restated to be consistent with the current presentation.

AUM and Revenue Trend

The following illustrates the Company's trends regarding Assets under Management ("AUM"), quarterly and last twelve months ("LTM") revenues, LTM Adjusted EBITDA[1], LTM Adjusted EBITDA Margin[1], LTM Net Earnings (loss) per share, LTM Adjusted Earnings per share[1,2], as well as the LTM dividend payout.

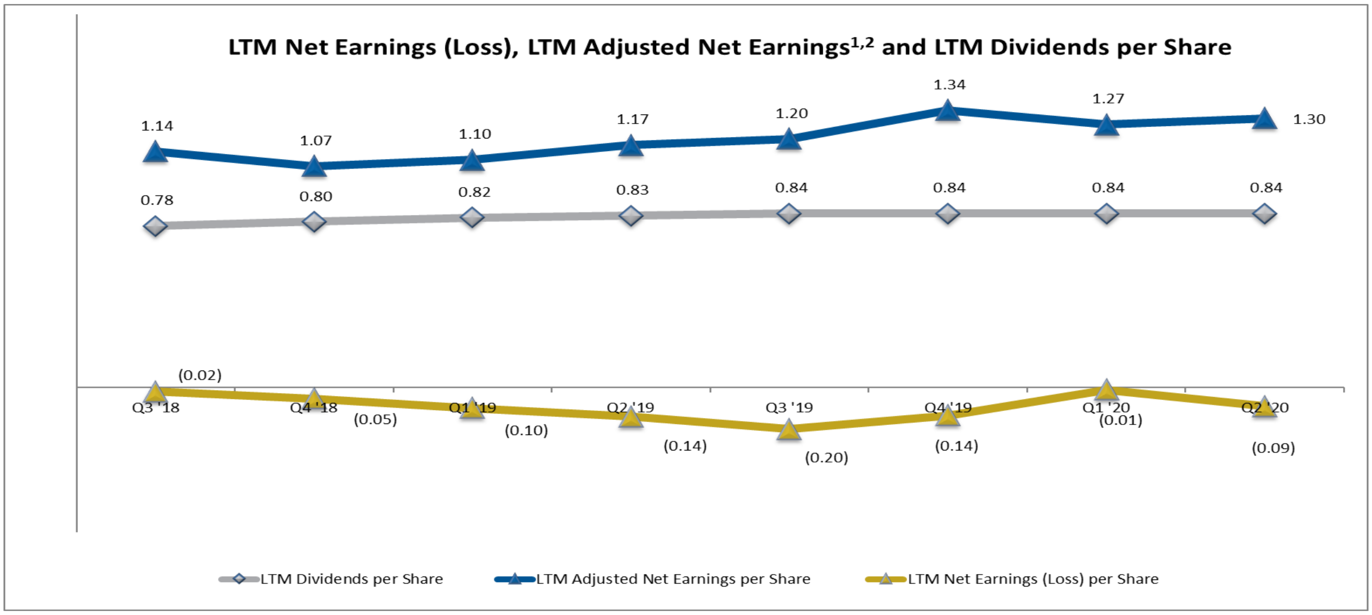


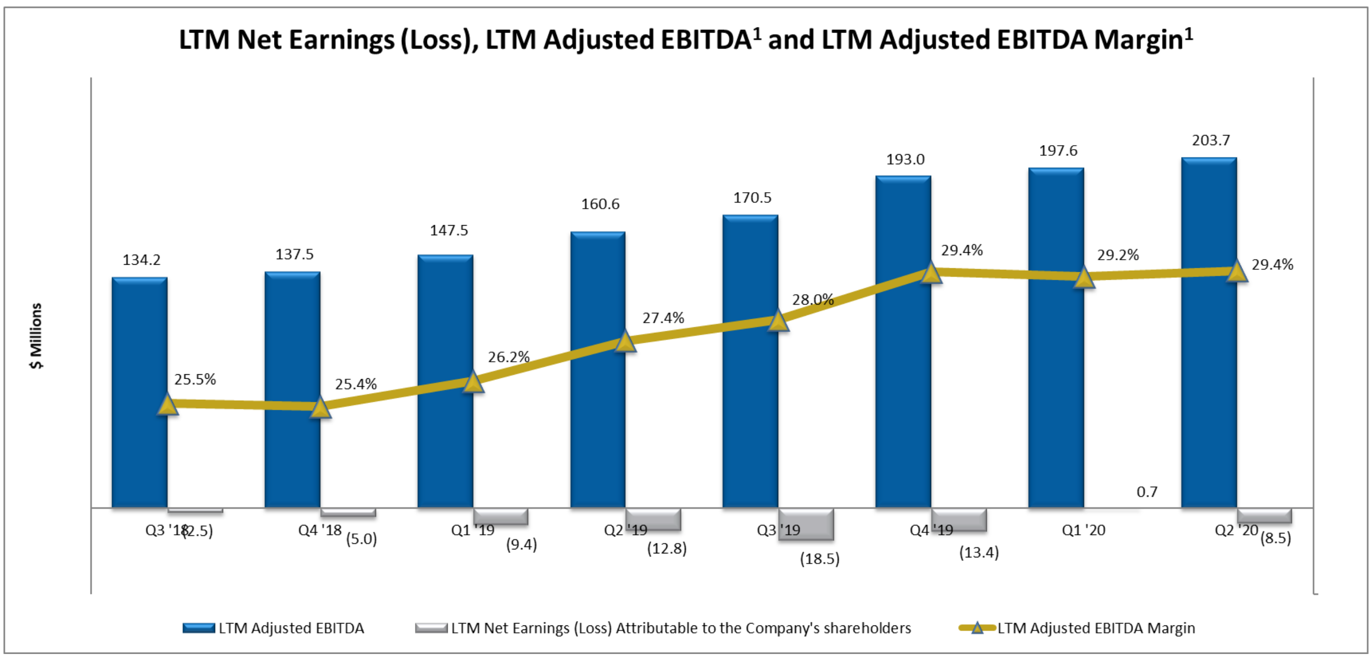
	Q3 '18	Q4 '18	Q1 '19	Q2 '19	Q3 '19	Q4 '19	Q1'20	Q2'20
Retail	36.1	33.4	35.7	36.5	38.4	39.5	33.4	36.8
Private Wealth	31.0	31.3	32.7	32.8	33.5	33.9	34.5	35.9
Institutional	76.4	72.0	76.5	80.2	92.8	96.3	90.2	98.3
Total AUM	143.5	136.7	144.9	149.5	164.7	169.7	158.1	171.0
Average AUM	143.3	138.0	141.9	148.9	161.2	168.0	166.4	169.7



	Q3 '18	Q4 '18	Q1 '19	Q2 '19	Q3 '19	Q4 '19	Q1 '20	Q2 '20
Other Revenues	9.0	10.6	12.1	12.8	8.1	13.3	3.8	6.8
Performance Fees	1.2	17.8	1.6	1.6	1.6	29.9	3.3	2.0
Share of earnings in JV	-	-	-	-	-	6.0	(0.2)	2.2
Retail	34.6	33.3	32.4	32.1	37.7	39.3	37.9	33.8
Private Wealth	33.6	34.4	33.6	35.9	36.2	36.8	36.4	37.8
Institutional	58.8	60.9	63.1	67.5	76.4	79.2	80.6	84.4
Total Revenues	137.1	157.0	142.8	149.9	160.0	204.5	161.7	166.9
LTM Revenues	525.4	540.3	563.1	586.8	609.7	657.2	676.1	693.0

Summary of Quarterly Results





[1] The Company adopted IFRS 16, *Leases*, on January 1, 2019 using the modified retrospective approach where comparative information presented for 2018 has not been restated and is presented as previously reported and, therefore, may not be comparable. Prior to the adoption of IFRS 16 on January 1, 2019, as a lessee, the Company classified leases as an operating lease or finance lease under IAS 17, based on its assessment of whether the lease transferred substantially of the risks and rewards of ownership. Rent expenses related to operating leases were previously recognized in selling, general and administrative expenses. For the three-month periods ended March 31, 2018, June 30, 2018, September 30, 2018 and December 31, 2018, the Company recognized rent expense of $3.0 million, $3.3 million, $3.4 million and $3.4 million, respectively. For the twelve-month period ended December 31, 2018, the Company recognized rent expense of $13.1 million in selling, general and administrative expenses. Following the adoption of IFRS 16, lease payments are presented as cash generated (used in) financing activities whereas prior to the adoption of IFRS 16, on January 1, 2019, they were presented as cash generated (used in) operating activities in the statement of cash flows. Refer to Note 2 of the audited consolidated financial statements for the year ended December 31, 2019 for further details on the transition to IFRS 16. The Company's lease portfolio in 2019 was impacted by the four acquisitions completed over the course of the year, in addition to new leases entered into in 2019 related to the Company's new headquarters in Montreal, Canada and new office premises in London, United Kingdom. Our lease payments presented in the statement of cash flows for the twelve-month period ended December 31, 2019 were also impacted by lease inducements and rent-free periods related to these new leases in 2019.

[2] Effective March 31, 2018, the Company amended the definition of adjusted net earnings to adjust for the accretion and change in fair value of purchase price obligations. Also, effective December 31, 2018, the Company amended the definition of adjusted net earnings to adjust for the accretion on effective interest on convertible debt. Accretion expenses and the gains or losses recognized on the change in fair value of purchase price obligations arise from contingent consideration

arrangements, generally in business combinations which are considered non-core operations. The fair value of contingent consideration is remeasured at each reporting date and it is determined using valuation techniques which make use of forecasted net cash flows discounted to present value. Accretion expense (i.e. non-cash interest expense) brings the present value of the purchase price obligation up to its future value over time. Adjusting accretion expense and change in fair value of purchase price obligations from adjusted net earnings provides for better comparability of the financial results between periods where valuation assumptions used by management may introduce volatility in earnings. Comparative figures prior to December 31, 2018, for adjusted net earnings and adjusted net earnings per share (basic and diluted) have been restated to be consistent with the current presentation.

LIQUIDITY AND CAPITAL RESOURCES

Cash Flows

The Company's principal uses of cash, other than for SG&A expenses, include (but are not limited to) dividend payments, debt servicing, capital expenditures and business acquisitions.

The following table provides additional cash flow information for Fiera Capital.

Table 15 – Summary of Consolidated Statements of Cash Flows (in $ thousands)

	FOR THE THREE-MONTH PERIODS ENDED		FOR THE SIX-MONTH PERIODS ENDED	
	JUNE 30, 2020	JUNE 30, 2019	JUNE 30, 2020	JUNE 30, 2019
Cash generated by (used in) operating activities	52,434	42,049	25,697	19,478
Cash generated by (used in) investing activities	11,153	(11,463)	(2,493)	(17,310)
Cash generated by (used in) financing activities	(71,063)	(11,013)	(64,856)	2,156
Net (decrease) increase in cash and cash equivalent	(7,476)	19,573	(41,652)	4,324
Effect of exchange rate changes on cash denominated in foreign currencies	(1,448)	1,177	1,741	(3,545)
Cash and cash equivalents, beginning of period	65,232	32,495	96,219	52,466
Cash and cash equivalents, end of period	56,308	53,245	56,308	53,245

Current Quarter versus Prior-Year Quarter

Cash generated by Operating Activities

Cash generated by operating activities was $52.4 million for the three-month period ended June 30, 2020 compared to $42.0 million in the same period last year, an increase $10.4 million or 24.8%. The increase was primarily due to a decrease in cash used in working capital of $10.0 million.

Cash generated by (used in) Investing Activities

Cash generated by investing activities was $11.2 million for the three-month period ended June 30, 2020. In the current period, $19.0 million of cash was generated from proceeds of the sale of Fiera Investments' retail mutual funds to Canoe Financial and $4.5 million of net cash from investments in and distributions received from joint ventures and associates. This was partially offset by $8.2 million of cash used for the settlement of purchase price adjustments and obligations and $2.5 million of cash used for the purchase of property and equipment and intangible assets.

The increase in cash flows from investing activities of $22.7 million compared to $11.5 million cash used in investing activities for the same period last year is mainly attributable to a decrease in cash used for business combinations and the purchase of intangible assets of $15.1 million, a decrease in cash used for the purchase of property and equipment of $8.1 million, and $4.4 million of net cash from investments in and distributions received from joint ventures and associates. This was partially offset by an increase in cash used for the settlement of purchase price adjustments and obligations of $4.9 million.

Cash used in Financing Activities

Cash used in financing activities was $71.1 million for the three-month period ended June 30, 2020, resulting mainly from $41.7 million cash used for dividend payments, a $17.5 million net decrease in long-term debt, $7.4 million of long-term debt interest payments and $4.7 million of lease payments during the period.

Compared to $11.0 million cash used in financing activities for the same period last year, the increase of $60.1 million was primarily due to lower net cash generated from long-term debt of $86.5 million and an increase in lease payments of $3.6 million. In the second quarter of fiscal 2019, $29.4 million of cash was used towards share repurchase and cancellation which did not occur in the current period.

Effect of exchange rate changes on cash denominated in foreign currencies

Exchange rate fluctuations on cash denominated in foreign currencies had an unfavourable impact of $1.4 million during the three-month period ended June 30, 2020, compared to a favourable impact of $1.2 million for the same period last year. The effect of exchange rate changes on cash is primarily due to the revaluation of cash denominated in US dollars and the impact of currency fluctuations between the Canadian dollar and US dollar.

Year-to-Date June 30, 2020, versus Year-to-Date June 30, 2019

Cash generated by Operating Activities

Cash generated by operating activities was $25.7 million for the six-month period ended June 30, 2020 compared to $19.5 million in the same period last year, an increase $6.2 million or 31.8%. The increase was primarily due to higher cash generated from operating activities excluding working capital of $14.3 million. This increase was partially offset by higher cash used in working capital of $8.1 million.

Cash used in Investing Activities

Cash used in investing activities was $2.5 million for the six-month period ended June 30, 2020. In the current period, $19.9 million of cash was used for the settlement of purchase price adjustments and obligations and $4.4 million of cash was used for the purchase of property and equipment and intangible assets. This was partially offset by $19.0 million in proceeds from the sale of Fiera Investments' retail mutual funds to Canoe Financial and $3.2 million of net cash from investments in and distributions received from joint ventures and associates.

The decrease in cash used in investing activities of $14.8 million compared to $17.3 million cash used in investing activities for the same period last year is mainly attributable to a decrease in cash used for business combinations and the purchase of intangible assets of $14.6 million, a decrease in cash used for purchase of property and equipment of $11.1 million, and $3.2 million of net cash from investments in and distributions received from joint ventures and associates. This was partially offset by a decrease in cash proceeds from the disposal of assets of $13.8 million.

Cash used in Financing Activities

During the current fiscal year, the Company paid $16.4 million for the settlement of performance share units applicable to a business unit ("PSU BU"). Following the Company's acquisition of all issued and outstanding shares of Charlemagne Capital Limited ("CCL") on December 14, 2016, the Company granted these PSU BUs on November 17, 2017 to an executive of CCL in connection with their previous equity arrangement which existed prior to the acquisition by the Company.

Cash generated from financing activities was $64.9 million for the six-month period ended June 30, 2020, resulting mainly from $45.7 million cash used for dividend payments, $16.4 million of cash used for the settlement of share-based compensation, $15.8 million of long-term debt interest payments, and $9.1 million of lease payments during the period. This was partially offset by a $21.9 million increase in long-term debt.

Compared to $2.2 million of cash generated from financing activities for the same period last year, the increase in cash used in financing activities of $67.1 million was primarily due to lower net cash generated from long-term debt of $68.8 million, an increase in cash used for the settlement of share-based compensation of $14.7 million, an increase in interest paid on long-term debt of $5.3 million, an increase in dividends paid of $4.3 million and an increase in lease payments of $3.3 million. During the six months ended June 30, 2019, $29.4 million of cash was used towards share repurchase and cancellation which did not occur in the current period.

Effect of exchange rate changes on cash denominated in foreign currencies

Exchange rate fluctuations on cash denominated in foreign currencies had an unfavourable impact of $1.8 million during the six-month period ended June 30, 2020, compared to an unfavourable impact of $3.5 million for the same period last year. The effect of exchange rate changes on cash is primarily due to the revaluation of cash denominated in US dollars and the impact of currency fluctuations between the Canadian dollar and US dollar.

Components of Total Debt

Credit Facility

The Company has a $600 million senior unsecured revolving facility ("Facility") which can be drawn in Canadian or US dollars at the discretion of the Company. As at June 30, 2020, the total amount drawn on the Facility was $279.5 million (December 31, 2019 - $29.8 million) and US$151.0 million ($205.7 million) (December 31, 2019 – US$323.7 million ($419.7 million)).

Other Facilities

One of the Company's subsidiaries has a line of credit with a dollar limit of $0.92 million. As at June 30, 2020 the subsidiary had not drawn on the line of credit (nil as at December 31, 2019).

Convertible Debentures

On December 21, 2017, the Company issued $86.25 million unsecured convertible debentures at 5.00% maturing on June 23, 2023 (the "Convertible debentures").

Hybrid Debentures

On July 4, 2019, the Company issued $100 million senior subordinated unsecured hybrid debentures due July 31, 2024, and on July 9, 2019, the Company issued $10 million senior subordinated unsecured hybrid debentures related to the overallotment option, due July 31, 2024 (together, the "Hybrid debentures"). The Hybrid debentures bear interest at a rate of 5.60% per annum.

Share Capital

As at June 30, 2020, the Company had 84,092,143 Class A shares and 19,412,401 Class B special voting shares for a total of 103,504,544 outstanding shares compared to 78,899,586 Class A shares and 19,412,401 Class B special voting shares for a total of 98,311,987 outstanding shares as at June 30, 2019.

Liquidity and Capital Resources

Capital Management

The Company's capital comprises share capital, retained earnings (deficit), long-term debt, convertible debentures and hybrid debentures, less cash and cash equivalents. The Company manages its capital to ensure there are adequate capital resources while maximizing the return to shareholders through the optimization of the debt and equity balance and to maintain compliance with regulatory requirements and certain restrictive covenants required by the lender of the debt. As at June 30, 2020 and 2019, the Company and one of its subsidiaries are subject to calculations of excess working capital as required by National Instrument 31-103 *Registration Requirements and Exemptions*, calculated on a non-consolidated basis, and they have complied with their respective calculations. The Company and its subsidiaries have also complied with their restrictive debt covenants under the various credit facilities.

In order to maintain or adjust its capital structure, the Company may issue shares, proceed with the issuance or repayment of debt or redeem convertible debentures (as applicable under the terms of the respective final short-term prospectuses for these convertible debt).

Contractual Obligations

As at June 30, 2020, the Company had no material contractual obligation other than those described in the Company's 2019 Annual MD&A in the section entitled *"Contractual Obligations"*.

Contingent Liabilities

In the ordinary course of business, the Company may be involved in and potentially subject to claims, proceedings, and investigations, including, legal, regulatory and tax. There are a number of uncertainties involved in such matters, individually or in aggregate, and as such, it is not currently possible to predict the final outcome with certainty. The Company intends to defend these actions and management believes that the resolution of these matters will not have a material adverse effect on the Company's financial condition. Management regularly assesses its position on the adequacy of accruals or provisions related to such matters.

SUBSEQUENT EVENTS

Normal Course Issuer Bid

On July 13, 2020, the Toronto Stock Exchange (the "TSX") approved the Company's normal course issuer bid ("NCIB") to purchase for cancellation up to a maximum of 2,000,000 Class A subordinate voting shares (the "Class A Shares"), representing approximately 2.4% of its 84,124,711 issues and outstanding Class A Shares as at July 8, 2020. The NCIB began on July 15, 2020 and will end at the latest on July 14, 2021. The Company has not purchased any Class A Shares since the beginning of the NCIB on July 15, 2020.

Dividends declared

On August 13, 2020, the Board declared a quarterly dividend of $0.21 per Class A Share and Class B Special Voting Share, payable on September 23, 2020 to shareholders of record at the close of business on August 26, 2020.

CONTROLS AND PROCEDURES

The Chairman of the Board and Chief Executive Officer ("CEO") and the Executive Vice President, Global Chief Financial Officer ("CFO"), together with Management, are responsible for establishing and maintaining adequate disclosure controls and procedures and internal controls over financial reporting, as defined in *National Instrument 52-109*.

The CEO and CFO, have designed or caused to be designed under their supervision, disclosure controls and procedures to provide reasonable assurance that material information is collected and communicated to Management in a timely manner so that information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted by the Company under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation.

Internal Controls over Financial Reporting

There have been no changes to the Company's internal controls over financial reporting that occurred during the three-month period beginning on April 1, 2020 and ended on June 30, 2020, that have materially affected, or are reasonably likely to materially affect, the Company's internal controls over financial reporting.

RISK FACTORS

Fiera Capital's business is subject to a number of risk factors that may impact the Company's operating and financial performance. These risks and the management of these risks are detailed in the Company's 2019 Annual MD&A in the section entitled "Risk Factors" and disclosed in the Company's Annual Information Form for the fiscal year ended December 31, 2019. The Company has not identified any material changes to the risk factors affecting its business or in the management of these risks disclosed in the foregoing documents. However, the following update regarding COVID-19 should be read in conjunction with these risk factors.

COVID-19

The Company is continuing to review the financial impact of the COVID-19 pandemic and market risk to its capital position and profitability should the duration, spread or intensity of the pandemic further develop. It is not possible to forecast with certainty the duration and full scope of the economic impact of COVID-19 both in the short and long term. The Company maintains sufficient liquidity to satisfy all of its financial obligations for the foreseeable future. Despite this liquidity, the Company may see an impact to the cost of capital in the future as a result of disrupted credit markets or potential credit rating actions in relation to the Company's debt if the timing and pace of economic recovery is slow. Furthermore, a sustained period of significant market volatility could result in a write-down of the Company's goodwill and intangible assets in subsequent quarters. The valuation of the Company's purchase price obligations could also be impacted if expected results from operations change significantly from current assumptions.

Additional information about Fiera Capital Corporation, including the Company's most recent audited annual financial statements and annual information form, is available on SEDAR at www.sedar.com.

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