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#### **FOR IMMEDIATE RELEASE**

# Colliers Reports Better Than Anticipated Fourth Quarter and Full Year Results

## Majority of revenues from higher margin recurring services

#### **Operating highlights:**

	Three moi Decen			ended 31		
(in millions of US\$, except EPS)	2020	2019		2020		2019
Revenues	\$ 913.7	\$ 928.3	\$	2,786.9	\$	3,045.8
Adjusted EBITDA (note 1)	154.9	144.3		361.4		359.5
Adjusted EPS (note 2)	1.79	2.01		4.18		4.67
GAAP operating earnings	79.4	99.4		164.6		218.2
GAAP EPS	0.80	1.20		1.22		2.57

**TORONTO**, Canada, February 11, 2021 – Colliers International Group Inc. (NASDAQ and TSX: CIGI) today announced operating and financial results for the quarter and full year ended December 31, 2020. All amounts are in US dollars.

For the fourth quarter ended December 31, 2020, revenues were \$913.7 million, down 2% (4% in local currency) relative to the same quarter in the prior year, adjusted EBITDA (note 1) was \$154.9 million, up 7% (4% in local currency) and adjusted EPS (note 2) was \$1.79, down 11% versus the prior year period. Fourth quarter adjusted EPS would have been approximately \$0.07 lower excluding foreign exchange impacts. GAAP operating earnings were \$79.4 million, relative to \$99.4 million in the prior year quarter. GAAP diluted net earnings per share were \$0.80 relative to \$1.20 in the prior year quarter. Fourth quarter GAAP EPS would have been approximately \$0.07 lower excluding changes in foreign exchange rates.

For the full year ended December 31, 2020, revenues were \$2.79 billion, down 9% (9% in local currency) relative to the same period in the prior year, adjusted EBITDA (note 1) was \$361.4 million, up 1% (flat in local currency) versus prior year and adjusted EPS (note 2) was \$4.18, down 10% versus prior year. Full year adjusted EPS would have been approximately \$0.04 lower excluding foreign exchange impacts. GAAP operating earnings were \$164.6 million, relative to \$218.2 million in 2019. GAAP diluted earnings per share were \$1.22 per share, relative to \$2.57 in the prior year period. Full year GAAP EPS would have been approximately \$0.04 lower excluding changes in foreign exchange rates.

"Colliers delivered better than anticipated financial results for our fourth quarter and full year 2020, despite the ongoing impact of the global pandemic. The strong finish is a testament to our unique enterprising culture and the steps taken over the past few years to transform Colliers into a more balanced and resilient professional services and investment management company. The majority of our revenues and more than 60% of our Adjusted EBITDA now come from high quality recurring services with the balance coming from transactional services," said Jay S. Hennick, Global Chairman and CEO of Colliers.

"During 2020, despite many challenges, we continued to invest with a long-term perspective adding Colliers Mortgage and Colliers Engineering & Design, two new platforms that performed better than expected and offer additional growth opportunities in the future. After year end, we also formally launched our new visual identity designed for today's evolving digital era, a natural evolution of the iconic Colliers brand and reaffirming our commitment to accelerating success for our clients and our people, as we lead our company and industry into the future. With our proven track record of more than 25 years, strong balance sheet, unique enterprising culture and significant inside ownership, we are confident that Colliers will emerge from this pandemic stronger and more balanced than ever," he concluded.

#### **About Colliers International Group Inc.**

Colliers (NASDAQ, TSX: CIGI) is a leading diversified professional services and investment management company. With operations in 67 countries, our more than 15,000 enterprising professionals work collaboratively to provide expert advice to real estate occupiers, owners and investors. For more than 25 years, our experienced leadership with significant insider ownership has delivered compound annual investment returns of almost 20% for shareholders. With annualized revenues of \$3.0 billion (\$3.3)

billion including affiliates) and \$40 billion of assets under management, we maximize the potential of property and accelerate the success of our clients and our people. Learn more at corporate.colliers.com, Twitter @Colliers or LinkedIn.

#### **Consolidated Revenues by Line of Service**

	Three moi	nths ended		Twelve mo	nths ended		
(in thousands of US\$)	Decem	nber 31	_ Change Cha	inge <u>Dece</u> n	Change	Change	
(LC = local currency)	2020	2019	in US\$ in L	.C% <b>2020</b>	2019	in US\$	in LC%
Outsourcing & Advisory	\$ 377,191	\$ 331,152	14% 12	<b>\$ 1,226,877</b>	\$ 1,148,915	7%	7%
Investment Management (1)	43,676	44,722	-2% -3	% 172,594	174,588	-1%	-1%
Leasing	215,516	292,489	-26% -29	9% 686,482	946,399	-27%	-28%
Capital Markets	277,333	259,925	7% 4	% 700,904	775,909	-10%	-10%
Total revenues	\$ 913,716	\$ 928,288	-2% -4	\$ 2,786,857	\$ 3,045,811	-9%	-9%

<sup>(1)</sup> Investment Management local currency revenues, excluding pass-through carried interest, were up 4% and 8% for the three months and year ended December 31, 2020, respectively.

Consolidated revenues for the fourth quarter declined 4% on a local currency basis, driven by pandemic-related declines primarily in Leasing activity. Consolidated internal revenues measured in local currencies were down 15% (note 3).

For the year ended December 31, 2020, consolidated revenues declined 9% on a local currency basis, with the impact of the pandemic beginning in March 2020. Full year consolidated internal revenues measured in local currencies were down 16% (note 3).

#### **Segmented Fourth Quarter Results**

Revenues in the Americas region totalled \$524.9 million for the fourth quarter, up 8% (8% in local currency) versus \$486.0 million in the prior year quarter. Revenue growth was driven by recent acquisitions with modest internal revenue growth in Outsourcing & Advisory and Capital Markets, partially offset by lower Leasing revenues. Adjusted EBITDA was \$70.3 million, up 40% from \$50.2 million in the prior year quarter, which includes the impact of recent acquisitions and measures implemented to manage operating costs. GAAP operating earnings were \$54.8 million, relative to \$35.5 million in the prior year quarter.

Revenues in the EMEA region totalled \$182.5 million for the fourth quarter compared to \$225.6 million in the prior year quarter, down 19% (24% in local currency) with declines attributable to the pandemic experienced across all service lines. Adjusted EBITDA was \$35.6 million, versus \$51.2 million in the prior year. GAAP operating earnings were \$26.4 million compared to \$42.7 million in the fourth quarter of 2019.

Revenues in the Asia Pacific region totalled \$162.6 million for the fourth quarter compared to \$171.7 million in the prior year quarter, down 5% (11% in local currency) on a pandemic-related decline in transactional businesses partially offset by growth in

the Outsourcing & Advisory service line. Adjusted EBITDA was \$36.0 million as compared to \$32.5 million in the prior year quarter.

GAAP operating earnings were \$30.4 million, versus \$28.1 million in the prior year quarter.

Investment Management revenues for the fourth quarter were \$43.7 million compared to \$44.7 million in the prior year quarter. No pass-through revenue from historical carried interest was recognized in the fourth quarter, versus \$3.1 million in the prior year quarter. Excluding the impact of pass-through revenue, revenues were up 5% (4% in local currency) and were positively impacted by strong growth in both open and closed-end funds series. Adjusted EBITDA was \$18.4 million, up 12% relative to \$16.5 million in the prior year quarter. GAAP operating earnings were \$10.4 million in the quarter, versus \$9.9 million in the prior year quarter. Assets under management were \$39.5 billion at December 31, 2020, up 9% from \$36.2 billion at September 30, 2020 and up 20%, a significant increase from \$32.9 billion at December 31, 2019.

Unallocated global corporate costs as reported in Adjusted EBITDA were \$5.4 million in the fourth quarter, relative to \$6.0 million in the prior year quarter. The corporate GAAP operating loss for the quarter was \$42.5 million, relative to \$16.6 million in the fourth quarter of 2019 attributable to an increase in the fair value of contingent acquisition consideration on strong operating performance of recently acquired businesses.

#### **Segmented Full Year Results**

Revenues in the Americas region totalled \$1.63 billion for the full year compared to \$1.69 billion in the prior year, down 4% (3% in local currency). The decline was primarily attributable to lower Leasing activity due to the pandemic which was partly offset by contributions from recent acquisitions. Adjusted EBITDA was \$180.4 million, up 19% from \$151.3 million in the prior year and included the impact of (i) recent acquisitions of Colliers Mortgage and Colliers Engineering & Design and (ii) measures implemented to manage operating costs as a result of the pandemic. GAAP operating earnings were \$121.4 million, versus \$103.7 million in 2019.

EMEA region revenues totalled \$516.5 million for the year compared to \$636.5 million in the prior year, down 19% (20% in local currency) on lower activity attributable to the pandemic across all service lines. Adjusted EBITDA was \$45.9 million, versus \$80.3 million in the prior year. GAAP operating earnings were \$8.3 million as compared to \$48.5 million in 2019.

Asia Pacific region revenues totalled \$470.6 million for the year compared to \$542.6 million in the prior year, down 13% (15% in local currency) primarily on lower Leasing and Capital Markets activity due to the pandemic, partially offset by a small increase in Outsourcing & Advisory revenues. Adjusted EBITDA was \$66.3 million, versus \$76.2 million in the prior year. GAAP operating earnings were \$45.2 million, versus \$67.1 million in the prior year.

Investment Management revenues were \$172.6 million compared to \$174.6 million in the prior year. Pass-through revenue from historical carried interest represented \$4.2 million in the current year, versus \$19.2 million in the prior year. Excluding the impact of pass-through revenue, revenues were up 8% (8% in local currency) and were positively impacted by strong fundraising in closed

end funds and growth in open-end funds. Adjusted EBITDA was \$69.5 million relative to \$61.9 million in the prior year. GAAP operating earnings were \$40.7 million, versus \$35.0 million in 2019.

Unallocated global corporate costs as reported in Adjusted EBITDA were \$0.7 million in 2020, relative to \$10.3 million in the prior year with the change attributable to lower compensation and variable expenses. The corporate GAAP operating loss was \$51.1 million, relative to \$36.2 million in 2019 attributable to an increase in the fair value of contingent acquisition consideration based on strong operating performance of recently acquired businesses.

#### 2021 Outlook

The impact of the COVID-19 pandemic is expected to subside over the course of 2021, although the timing and extent remain uncertain. Transactional revenues are anticipated to rebound in the second half of the year, while Outsourcing & Advisory and Investment Management revenues are expected to remain resilient throughout the year. The outlook for the full year 2021 (relative to 2020), including the full year impact of acquisitions completed during 2020, is as follows:

	Full Year 2021 Outlook
Revenue	+10% to +25%
Adjusted EBITDA	+10% to +25%

This outlook is based on the Company's best available information as of the date of this press release and remains subject to change based on numerous macroeconomic, health, social, geo-political and related factors.

During 2020, the Company took significant measures to maintain business continuity across all service lines, including steps to optimize the level of all critical functions across our business. Expenses incurred in connection with these adjustments are recorded as restructuring costs (note 1) and were primarily severance related. The Company may take further cost management measures in future guarters.

The Company also received wage subsidies totalling \$10.9 million during the fourth quarter (\$34.8 million for the full year) from governments in several countries. These subsidies were recorded in earnings as an offset to employment costs. The Company may receive further government wage subsidies in future quarters.

#### **Conference Call**

Colliers will be holding a conference call on Thursday, February 11, 2021 at 11:00 a.m. Eastern Time to discuss the quarter's results. The call, as well as a supplemental slide presentation, will be simultaneously web cast and can be accessed live or after the call at <u>corporate.colliers.com</u> in the Events section.

#### **Forward-looking Statements**

This press release includes or may include forward-looking statements. Forward-looking statements include the Company's financial performance outlook and statements regarding goals, beliefs, strategies, objectives, plans or current expectations. These statements involve known and unknown risks, uncertainties and other factors which may cause the actual results to be materially different from any future results, performance or achievements contemplated in the forward-looking statements. Such factors include: economic conditions, especially as they relate to commercial and consumer credit conditions and consumer spending, particularly in regions where our business may be concentrated; commercial real estate property values, vacancy rates and general conditions of financial liquidity for real estate transactions; trends in pricing and risk assumption for commercial real estate services; the effect of significant movements in average capitalization rates across different property types; a reduction by companies in their reliance on outsourcing for their commercial real estate needs, which would affect revenues and operating performance; competition in the markets served by the Company; the ability to attract new clients and to retain major clients and renew related contracts; the ability to retain and incentivize producers; increases in wage and benefit costs; the effects of changes in interest rates on the cost of borrowing; unexpected increases in operating costs, such as insurance, workers' compensation and health care; changes in the frequency or severity of insurance incidents relative to historical experience; the effects of changes in foreign exchange rates in relation to the US dollar on the Company's Canadian dollar, Euro, Australian dollar and UK pound sterling denominated revenues and expenses; the impact of pandemics on client demand for the Company's services, the ability of the Company to deliver its services and the health and productivity of its employees; the impact of political events including elections, referenda, trade policy changes, immigration policy changes, hostilities and terrorism on the Company's operations; the ability to identify and make acquisitions at reasonable prices and successfully integrate acquired operations; the ability to execute on, and adapt to, information technology strategies and trends; the ability to comply with laws and regulations related to our global operations, including real estate and mortgage banking licensure, labour and employment laws and regulations, as well as the anti-corruption laws and trade sanctions; and changes in government laws and policies at the federal, state/provincial or local level that may adversely impact the business.

Additional information and risk factors are identified in the Company's other periodic filings with Canadian and US securities regulators (which factors are adopted herein and a copy of which can be obtained at <a href="www.sedar.com">www.sedar.com</a>). Forward looking statements contained in this press release are made as of the date hereof and are subject to change. All forward-looking statements in this press release are qualified by these cautionary statements. Except as required by applicable law, Colliers undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

Summary financial information is provided in this press release. This press release should be read in conjunction with the Company's annual consolidated financial statements and MD&A to be made available on SEDAR at <a href="https://www.sedar.com">www.sedar.com</a>.

#### **Notes**

#### 1. Reconciliation of net earnings to adjusted EBITDA:

Adjusted EBITDA is defined as net earnings, adjusted to exclude: (i) income tax; (ii) other expense (income) other than equity earnings from non-consolidated investments; (iii) interest expense; (iv) depreciation and amortization, including amortization of mortgage servicing rights ("MSRs"); (v) gains attributable to MSRs; (vi) acquisition-related items (including transaction costs, contingent acquisition consideration fair value adjustments and contingent acquisition consideration-related compensation expense); (vii) restructuring costs and (viii) stock-based compensation expense. We use adjusted EBITDA to evaluate our own operating performance and our ability to service debt, as well as an integral part of our planning and reporting systems. Additionally, we use this measure in conjunction with discounted cash flow models to determine the Company's overall enterprise valuation and to evaluate acquisition targets. We present adjusted EBITDA as a supplemental measure because we believe such measure is useful to investors as a reasonable indicator of operating performance because of the low capital intensity of the Company's service operations. We believe this measure is a financial metric used by many investors to compare companies, especially in the services industry. This measure is not a recognized measure of financial performance under GAAP in the United States, and should not be considered as a substitute for operating earnings, net earnings or cash flow from operating activities, as determined in accordance with GAAP. Our method of calculating adjusted EBITDA may differ from other issuers and accordingly, this measure may not be comparable to measures used by other issuers. A reconciliation of net earnings to adjusted EBITDA appears below.

(in thousands of US\$)	Three mon Deceml		Twelve months ended December 31						
	2020	2019		2020		2019			
Net earnings	\$ 49,568	\$ 67,877	\$	94,489	\$	137,585			
Income tax	22,980	25,742		42,046		53,013			
Other income, net	(1,427)	(868)		(2,906)		(1,853)			
Interest expense, net	 8,322	 6,677		30,949		29,452			
Operating earnings	79,443	99,428		164,578		218,197			
Depreciation and amortization	38,795	25,382		125,906		94,664			
Gains attributable to MSRs	(9,668)	-		(17,065)		-			
Equity earnings from non-consolidated investments	1,468	-		2,919		-			
Acquisition-related items	34,349	9,767		45,848		28,532			
Restructuring costs	6,947	7,110		29,628		10,252			
Stock-based compensation expense	 3,572	2,633		9,628		7,831			
Adjusted EBITDA	\$ 154,906	\$ 144,320	\$	361,442	\$	359,476			

2. Reconciliation of net earnings and diluted net earnings per common share to adjusted net earnings and adjusted EPS:

Adjusted EPS is defined as diluted net earnings per share as calculated under the If-Converted method, adjusted for the effect, after income tax, of: (i) the non-controlling interest redemption increment; (ii) amortization expense related to intangible assets recognized in connection with acquisitions and MSRs; (iii) gains attributable to MSRs; (iv) acquisition-related items; (v) restructuring costs and (vi) stock-based compensation expense. We believe this measure is useful to investors because it provides a supplemental way to understand the underlying operating performance of the Company and enhances the comparability of operating results from period to period. Adjusted EPS is not a recognized measure of financial performance under GAAP, and should not be considered as a substitute for diluted net earnings per share from continuing operations, as determined in accordance with GAAP. Our method of calculating this non-GAAP measure may differ from other issuers and, accordingly, this measure may not be comparable to measures used by other issuers. A reconciliation of net earnings to adjusted net earnings and of diluted net earnings per share to adjusted EPS appears below.

Adjusted EPS is calculated using the "if-converted" method of calculating earnings per share in relation to the Convertible Notes, which were issued on May 19, 2020. As such, the interest (net of tax) on the Convertible Notes is added to the numerator and the additional shares issuable on conversion of the Convertible Notes are added to the denominator of the earnings per share calculation to determine if an assumed conversion is more dilutive than no assumption of conversion. The "if-converted" method is used if the impact of the assumed conversion is dilutive. For the year ended December 31, 2020, the "if-converted" method is anti-dilutive for the GAAP diluted EPS calculation but dilutive for the adjusted EPS calculation

(in thousands of US\$)	Three mon Decem			Twelve months ended December 31					
	2020		2019		2020		2019		
Net earnings Non-controlling interest share of earnings	\$ 49,568 (15,666)	\$	67,877 (12,930)	\$	94,489 (29,572)	\$	137,585 (26,829)		
Interest on Convertible Notes	2,300		-		5,673		-		
Amortization of intangible assets	27,544		16,437		86,557		61,273		
Gains attributable to MSRs Acquisition-related items	(9,668) 34,349		- 9,767		(17,065) 45,848		- 28,532		
Restructuring costs	6,947		7,110		45,648 29,628		10,252		
Stock-based compensation expense	3,572		2,633		9,628		7,831		
Income tax on adjustments	(15,115)		(7,493)		(35,350)		(22,232)		
Non-controlling interest on adjustments Adjusted net earnings	\$ (4,257) 79,574	\$	(2,769) 80,632	\$	(11,479) 178,357	\$	(9,868) 186,544		
Adjusted fiet earnings	 79,374	Ψ	80,032		170,337	<u> </u>	100,544		
	Three mon				Twelve mor				
(in US\$)	Decem				Decem		1		
(in US\$)									
(in US\$)  Diluted net earnings per common share	\$ Decem			\$	Decem		1		
	\$ <u>Decem</u> <b>2020</b>	ber 31	2019	\$	Decem <b>2020</b>	ber 3′	1 2019		
Diluted net earnings per common share Non-controlling interest redemption increment Amortization expense, net of tax	\$ Decem 2020 0.80	ber 31	2019	\$	Decemi 2020 1.25	ber 3′	2019 2.57		
Diluted net earnings per common share Non-controlling interest redemption increment Amortization expense, net of tax Gains attributable to MSRs, net of tax	\$ Decem 2020 0.80 0.01	ber 31	2019 1.20 0.17	\$	2020 1.25 0.37	ber 3′	2019 2.57 0.20		
Diluted net earnings per common share Non-controlling interest redemption increment Amortization expense, net of tax Gains attributable to MSRs, net of tax Acquisition-related items	\$ 0.80 0.01 0.35 (0.09) 0.53	ber 31	2019 1.20 0.17 0.25 - 0.19	\$	2020 1.25 0.37 1.23 (0.22) 0.82	ber 3′	2019 2.57 0.20 0.93 - 0.58		
Diluted net earnings per common share Non-controlling interest redemption increment Amortization expense, net of tax Gains attributable to MSRs, net of tax Acquisition-related items Restructuring costs, net of tax	\$ 0.80 0.01 0.35 (0.09)	ber 31	2019 1.20 0.17 0.25	\$	2020 1.25 0.37 1.23 (0.22)	ber 3′	2019 2.57 0.20 0.93		
Diluted net earnings per common share Non-controlling interest redemption increment Amortization expense, net of tax Gains attributable to MSRs, net of tax Acquisition-related items Restructuring costs, net of tax Stock-based compensation expense, net of tax	 0.80 0.01 0.35 (0.09) 0.53 0.12 0.07	<u>ber 31</u> \$	2019  1.20 0.17 0.25 - 0.19 0.13 0.07		1.25 0.37 1.23 (0.22) 0.82 0.51 0.22	<u>\$</u>	2.57 0.20 0.93 - 0.58 0.19 0.20		
Diluted net earnings per common share Non-controlling interest redemption increment Amortization expense, net of tax Gains attributable to MSRs, net of tax Acquisition-related items Restructuring costs, net of tax	\$ 0.80 0.01 0.35 (0.09) 0.53 0.12	ber 31	2019 1.20 0.17 0.25 - 0.19 0.13	\$	2020  1.25 0.37 1.23 (0.22) 0.82 0.51	ber 3′	2.57 0.20 0.93 - 0.58 0.19		

#### 3. Local currency revenue growth rate and internal revenue growth rate measures

Percentage revenue variances presented on a local currency basis are calculated by translating the current period results of our non-US dollar denominated operations to US dollars using the foreign currency exchange rates from the periods against which the current period results are being compared. Percentage revenue variances presented on an internal growth basis are calculated assuming no impact from acquired entities in the current and prior periods. Revenue from acquired entities, including any foreign exchange impacts, are treated as acquisition growth until the respective anniversaries of the acquisitions. We believe that these revenue growth rate methodologies provide a framework for assessing the Company's performance and operations excluding the effects of foreign currency exchange rate fluctuations and acquisitions. Since these revenue growth rate measures are not calculated under GAAP, they may not be comparable to similar measures used by other issuers.

#### 4. Assets under management

We use the term assets under management ("AUM") as a measure of the scale of our Investment Management operations. AUM is defined as the gross market value of operating assets and the projected gross cost of development properties of the funds, partnerships and accounts to which we provide management and advisory services, including capital that such funds, partnerships and accounts have the right to call from investors pursuant to capital commitments. Our definition of AUM may differ from those used by other issuers and as such may not be directly comparable to similar measures used by other issuers.

## COLLIERS INTERNATIONAL GROUP INC. Condensed Consolidated Statements of Earnings

(in thousands of US\$, except per share amounts)

	[ <u> </u>	Three			Twelve			
		ended De	ber 31	ended De	ecember 31			
(unaudited)		2020		2019	2020		2019	
Revenues	\$	913,716	\$	928,288	\$ 2,786,857	\$	3,045,811	
Cost of revenues		543,124		576,609	1,740,860		1,959,544	
Selling, general and administrative expenses		218,005		217,102	709,665		744,874	
Depreciation		11,251		8,945	39,349		33,391	
Amortization of intangible assets		27,544		16,437	86,557		61,273	
Acquisition-related items (1)		34,349		9,767	 45,848		28,532	
Operating earnings		79,443		99,428	 164,578		218,197	
Interest expense, net		8,322		6,677	30,949		29,452	
Equity earnings from unconsolidated investments		(1,468)		(845)	(2,919)		(2,065)	
Other income		41		(23)	 13		212	
Earnings before income tax		72,548		93,619	136,535		190,598	
Income tax		22,980		25,742	 42,046		53,013	
Net earnings		49,568		67,877	94,489		137,585	
Non-controlling interest share of earnings		15,666		12,930	29,572		26,829	
Non-controlling interest redemption increment		270		6,934	 15,843		7,853	
Net earnings attributable to Company	\$	33,632	\$	48,013	\$ 49,074	\$	102,903	
Net earnings per common share								
Basic								
	\$	0.84	\$	1.21	\$ 1.23	\$	2.60	
Diluted (2)								
	\$	0.80	\$	1.20	\$ 1.22	\$	2.57	
Adjusted EPS (3)	\$	1.79	\$	2.01	\$ 4.18	\$	4.67	
Weighted average common shares (thousands)								
Basic		40,111		39,754	39,986		39,550	
Diluted		44,365		40,109	40,179		39,980	
Dilacca		44,505		40,100	40,173		33,300	

#### **Notes to Condensed Consolidated Statements of Earnings**

- (1) Acquisition-related items include contingent acquisition consideration fair value adjustments, contingent acquisition consideration-related compensation expense and transaction costs.
- (2) Diluted EPS is calculated using the "if-converted" method of calculating earnings per share in relation to the Convertible Notes, which were issued on May 19, 2020. As such, the interest (net of tax) on the Convertible Notes is added to the numerator and the additional shares issuable on conversion of the Convertible Notes are added to the denominator of the earnings per share calculation to determine if an assumed conversion is more dilutive than no assumption of conversion. The "if-converted" method is used if the impact of the assumed conversion is dilutive. For the three-month period and year ended December 30, 2020, the interest (net of tax) on the Convertible Notes was \$1,691 and \$4,170, respectively. The "if-converted" method is dilutive for the three-month period ended December 31, 2020 and anti-dilutive for the year ended December 31, 2020.
- (3) See definition and reconciliation above.

#### **Condensed Consolidated Balance Sheets**

(in thousands of US\$)

(unaudited)	Decen	nber 31, 2020	Decen	nber 31, 2019
Assets				
Cash and cash equivalents	\$	156,614	\$	114,993
Restricted cash (1)		20,919		-
Accounts receivable and contract assets		433,250		436,717
Warehouse receivables (2)		232,207		-
Prepaids and other assets		192,821		155,606
Real estate assets held for sale		-		10,741
Current assets		1,035,811		718,057
Other non-current assets		94,679		92,350
Fixed assets		129,221		107,197
Operating lease right-of-use assets		288,134		263,639
Deferred tax assets, net		45,008		37,420
Goodwill and intangible assets		1,699,314		1,426,675
Real estate assets held for sale				247,376
Total assets	\$	3,292,167	\$	2,892,714
Liabilities and shareholders' equity				
Accounts payable and accrued liabilities	\$	748,660	\$	757,284
Other current liabilities		53,661		56,702
Long-term debt - current		9,024		4,223
Warehouse credit facilities (2)		218,018		-
Operating lease liabilities - current		78,923		69,866
Liabilities related to real estate assets held for sale		-		36,191
Current liabilities		1,108,286		924,266
Long-term debt - non-current		470,871		607,181
Operating lease liabilities - non-current		251,680		229,224
Other liabilities		158,366		99,873
Deferred tax liabilities, net		50,523		28,018
Convertible notes		223,957		-
Liabilities related to real estate assets held for sale		-		127,703
Redeemable non-controlling interests		442,375		359,150
Shareholders' equity		586,109		517,299
Total liabilities and equity	\$	3,292,167	\$	2,892,714
Supplemental balance sheet information				
Total debt (3)	\$	479,895	\$	611,404
Total debt, net of cash (3)		323,281		496,411
Net debt / pro forma adjusted EBITDA ratio (4)		1.0		1.4

#### **Note to Condensed Consolidated Balance Sheets**

- (1) Restricted cash consists primarily of cash amounts set aside to satisfy legal or contractual requirements arising in the normal course of business, primarily Colliers Mortgage.
- (2) Warehouse receivables represent mortgage loans receivable, the majority of which are offset by borrowings under warehouse credit facilities which fund loans that financial institutions have committed to purchase.
- (3) Excluding warehouse credit facilities and convertible notes.
- (4) Net debt for financial leverage ratio excludes restricted cash, warehouse credit facilities and convertible notes, in accordance with debt agreements.

### **Condensed Consolidated Statements of Cash Flows**

(in thousands of US\$)

( 1 1 1 1 1 1 1	Three mo				ended 31		
(unaudited)	2020		2019		2020		2019
Cash provided by (used in)							
Operating activities							
Net earnings	\$ 49,568	\$	67,877	\$	94,488	\$	137,585
Items not affecting cash:							
Depreciation and amortization	38,795		25,382		125,906		94,664
Gains attributable to mortgage servicing rights	(9,668)		-		(17,065)		-
Gains attributable to the fair value of loan premiums and origination fees	(22,418)				(20 E21)		
Deferred income tax	3,790		3,286		(38,531) (13,184)		(6,699)
Other	43,214		16,020		80,497		57,520
other	 103,281		112,565		232,111	-	283,070
(Increase) degrees in accounts receivable prepaid	100,201		/ 0 0 0				200,070
(Increase) decrease in accounts receivable, prepaid expenses and other assets	(31,683)		(89,503)		49,039		(89,235)
(Decrease) increase in accounts payable, accrued	(31,063)		(69,303)		49,039		(03,233)
expenses and other liabilities	(73,645)		36,564		(13,901)		(15,692)
(Decrease) increase in accrued compensation	67,780		123,895		(78,591)		16,580
Contingent acquisition consideration paid	(2,540)		(3,216)		(18,224)		(8,928)
Proceeds from sale of mortgage loans	744,907		-		1,226,041		-
Origination of mortgage loans	(769,532)		-		(1,395,734)		-
Increase in warehouse credit facilities	36,802		-		193,168		-
Sale proceeds from AR Facility, net of repurchases	 (13,141)		7,268		(27,431)		124,963
Net cash provided by operating activities	 62,229		187,573		166,478		310,758
Investing activities							
Acquisition of businesses, net of cash acquired	(1,692)		(56,899)		(205,608)		(80,576)
Purchases of fixed assets	(10,823)		(12,888)		(40,353)		(44,197)
Purchase of held for sale real estate assets	(38,464)		(94,223)		(84,382)		(94,223)
Proceeds from sale of held for sale real estate assets	84,382		-		178,604		-
Cash collections on AR facility deferred purchase price	13,862		12,936		51,994		28,100
Other investing activities	 (12,573)		(7,459)	_	(13,713)		(27,372)
Net cash used in investing activities	 34,692		(158,533)		(113,458)	-	(218,268)
Financing activities							
(Decrease) increase in long-term debt, net	(181,192)		(10,612)		(163,064)		(59,312)
Issuance of convertible notes	(042)		(((5)		230,000		(11 400)
Purchases of non-controlling interests, net of sales Dividends paid to common shareholders	(813) -		(652)		(19,791) (3,992)		(11,480) (3,940)
Distributions paid to non-controlling interests	(6,636)		(4,007)		(35,698)		(31,858)
Other financing activities	4,581		(1,173)		(6,406)		5,602
Net cash provided by (used in) financing activities	 (184,060)		(16,444)		1,049		(100,988)
Effect of exchange rate changes on cash	 16,939		721		8,471		(3,541)
Increase (Decrease) in cash and cash		-					
equivalents and restricted cash	(70,200)		13,317		62,540		(12,039)
Cash and cash equivalents and	(70,200)		1 1 6,61		02,340		(12,033)
restricted cash, beginning of period	247,733		101,676		114,993		127,032
Cash and cash equivalents and	 ,		- ,		,		,
restricted cash, end of period							

### **Segmented Results**

(in thousands of US dollars)

(unaudited)	۸r	mericas	EMEA	Asia Pacific		vestment	C	orporato	Co	nsolidated
(unauditeu)	AI	Hericas	CIVICA	Pacific	IVIa	nagement	ر (	orporate	CU	nisonuateu
Three months ended December 31										
2020 Revenues Adjusted EBITDA Operating earnings (loss)	\$	524,860 70,267 54,834	\$ 182,461 35,599 26,407	\$ 162,616 36,034 30,354	\$	43,676 18,425 10,391	\$	103 (5,419) (42,543)	\$	913,716 154,906 79,443
2019 Revenues Adjusted EBITDA Operating earnings (loss)	\$	486,038 50,170 35,453	\$ 225,589 51,163 42,682	\$ 171,681 32,495 28,066	\$	44,722 16,509 9,867	\$	258 (6,017) (16,641)	\$	928,288 144,320 99,427
				Asia		vestment				
	Ar	mericas	EMEA	Asia Pacific		vestment nagement	C	orporate	Co	onsolidated
Twelve months ended December 31	Ar	mericas	EMEA				C	orporate	Co	nsolidated
Twelve months ended December 31 2020 Revenues Adjusted EBITDA Operating earnings		nericas ,626,372 180,427 121,371	\$ 516,507 45,934 8,336	\$	Ma			752 (699) (51,088)	\$	2,786,857 361,442 164,578