UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of August 2023

Commission File Number 001-40924

ALGOMA STEEL GROUP INC.
(Exact name of Registrant as specified in its charter)

N/A
(Translation of Registrant's name into English)

105 West Street
Sault Ste. Marie, Ontario
P6A 7B4, Canada
(705) 945-2351
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F ☐ Form 40-F ☒

INCORPORATION BY REFERENCE

Exhibits 99.2 and 99.3 of this Form 6-K are incorporated by reference into the Registration Statement on Form S-8 (Commission File No. 333-264063) and the Registration Statement on Form F-10 (Commission File No. 333-272816) of the Registrant, Algoma Steel Group Inc.

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press release dated August 10, 2023.
99.2	Management's discussion and analysis for the three months ended June 30, 2023.
99.3	Condensed interim consolidated financial statements for the three months ended June 30, 2023.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

		Algoma Steel Group Inc.
Date: August 10, 2023	By:	/s/ John Naccarato
		Name: John Naccarato
		Title: Vice President Strategy and Chief Legal Officer

MEDIA RELEASE
August 10, 2023

Algoma Steel Group Reports Fiscal 2024 First Quarter Financial Results

First Quarter Results Ahead of Previously Announced Expectations
Solid Performance from Operations Resulted in Strong Cash Flow Generation
Reiterated Outlook on Transformative EAF Project with $74 Million Invested in Quarter

SAULT STE. MARIE, ONTARIO (August 10, 2023) – Algoma Steel Group Inc. (NASDAQ: ASTL; TSX: ASTL) ("Algoma" or "the Company"), a leading Canadian producer of hot and cold rolled steel sheet and plate products, today announced results for its fiscal first quarter ended June 30, 2023.

Unless otherwise specified, all amounts are in Canadian dollars.

Business Highlights and Fiscal 2024 to Fiscal 2023 First Quarter Comparisons

- Consolidated revenue of $827.2 million, compared to $934.1 million in the prior-year quarter.
- Consolidated income from operations of $164.3 million, compared to $328.9 million in the prior-year quarter.
- Net income of $130.9 million, compared to $301.4 million in the prior-year quarter.
- Adjusted EBITDA of $191.2 million and Adjusted EBITDA margin of 23.1%, compared to $357.7 million and 38.3% in the prior-year quarter (See "Non-IFRS Measures" below).
- Cash flows generated from operations of $163.9 million, compared to $276.6 million in the prior-year quarter.
- Shipments of 569,433 tons, compared to 537,524 tons in the prior-year quarter.
- Declared quarterly dividend of US$0.05/share.

Michael Garcia, the Company's Chief Executive Officer, commented, "Thanks to the dedicated efforts of our employees, we delivered results that were modestly ahead of our previously disclosed outlook. We also made substantial progress on our transformative EAF project, deploying the next $74 million in the quarter to bring the cumulative total invested at June 30, 2023, to $341 million, or roughly 40% of the total expected cost, funded from existing excess cash from operations, as well as draws on committed project loan facilities. We expect to fund the remainder of the project with a combination of cash on hand, availability under our federal Strategic Innovation Fund (SIF) loan, drawdown of excess working capital, and expected cash flows from operations. We are uniquely positioned to simultaneously deliver strong financial results from our existing portfolio while advancing towards EAF commissioning, expected at the end of 2024."

First Quarter Fiscal 2024 Financial Results

First quarter revenue totaled $827.2 million, compared to $934.1 million in the prior year quarter. As compared with the prior year quarter, steel revenue was $754.5 million, compared to $877.4 million, and revenue per ton of steel sold was $1,453, compared to $1,738.

Income from operations was $164.3 million, compared to $328.9 million in the prior-year quarter. The year over year decrease was primarily due to a decrease in the selling price of steel, higher costs due to increases in the purchase price of key inputs such as metallurgical coke, coal and ore pellets and higher usage of purchased coke. Net income in the first quarter was $130.9 million, compared to net income of $301.4 million in the prior-year quarter. The decrease was driven primarily by the factors described above under income from operations.

Adjusted EBITDA in the first quarter was $191.2 million, compared with $357.7 million for the prior-year quarter. This resulted in an Adjusted EBITDA margin of 23.1%. Average realized price of steel net of freight and non-steel revenue was $1,323 per ton, compared to $1,632 per ton in the prior-year quarter. Cost per ton of steel products sold was $950, compared to $920 in the prior-year quarter. Shipments for the first quarter increased by 5.9% to 569,433 tons, compared to 537,524 tons in the prior-year quarter. See "Non-IFRS Measures" below for an explanation of Adjusted EBITDA and a reconciliation of net income to Adjusted EBITDA.

Electric Arc Furnace

The Company has made substantial progress on the construction of two new state-of-the-art electric arc furnaces ("EAF") to replace its existing blast furnace and basic oxygen steelmaking operations. The project timing and budget remain consistent with the outlook provided in the fiscal fourth quarter 2023 earnings release. As of June 30, 2023, the cumulative investment was approximately $341 million of the total projected cost of $825 million to $875 million, including approximately $74 million during the fiscal first quarter. Following the transformation to EAF steelmaking, Algoma's facility is expected to reach an annual raw steel production capacity of approximately 3.7 million tons, matching its downstream finishing capacity, and to generate an approximate 70% reduction in the Company's annual carbon emissions.

Quarterly Dividend

The Board has declared a regular quarterly dividend in the amount of US$0.05 on each common share outstanding, payable on September 29, 2023, to holders of record of common shares of the Corporation as of the close of business on August 25, 2023. This dividend is designated as an "eligible dividend" for Canadian income tax purposes.

Conference Call and Webcast Details

A webcast and conference call will be held on Friday, August 11, 2023 at 11:00 a.m. EDT to review the Company's fiscal first quarter results, discuss recent events, and conduct a question-and-answer session.

The live webcast and archived replay of the conference call can be accessed on the Investors section of the Company's website at www.algoma.com. For those unable to access the webcast, the conference call will be accessible domestically or internationally by dialing 877-425-9470 or 201-389-0878, respectively. Upon dialing in, please request to join the Algoma Steel First Quarter Conference Call. To access the replay of the call, dial 844-512-2921 (domestic) or 412-317-6671 (international) with passcode 13740289.

Consolidated Financial Statements and Management's Discussion and Analysis

The Company's unaudited interim consolidated financial statements for the three months ended June 30, 2023, and Management's Discussion & Analysis thereon are available under the Company's profile on the U.S. Securities and Exchange Commission's ("SEC") EDGAR website at www.sec.gov and under the Company's profile on SEDAR+ at www.sedarplus.ca.

Cautionary Statement Regarding Forward-Looking Statements

This news release contains "forward-looking information" under applicable Canadian securities legislation and "forward-looking statements" within the meaning of the U.S. Private Securities Litigation Reform Act of 1995 (collectively, "forward-looking statements"), including statements regarding trends in the pricing of steel and other key inputs in the steelmaking process, Algoma's expectation to continue to pay a quarterly dividend, Algoma's transition to EAF steelmaking, including the progress, costs and timing of completion of the Company's EAF project, Algoma's future as a leading producer of green steel, Algoma's modernization of its plate mill facilities, transformation journey, ability to deliver greater and long-term value, ability to offer North America a secure steel supply and a sustainable future, and investment in its people, and processes, statements regarding the Company's intended use of cash on hand, cash from operations and proceeds from the Company's credit facilities, and the Company's strategy, plans or future financial or operating performance. These forward-looking statements generally are identified by the words "believe," "project," "expect," "anticipate," "estimate," "intend," "strategy," "future," "opportunity," "plan," "design," "pipeline," "may," "should," "will," "would," "will be," "will continue," "will likely result," and similar expressions. Forward-looking statements are predictions, projections and other statements about future events that are based on current expectations and assumptions. Many factors could cause actual future events to differ materially from the forward-looking statements in this document. Readers should also consider the other risks and uncertainties set forth in the section entitled "Risk Factors" and "Cautionary Note Regarding Forward-Looking Information" in Algoma's Annual Information Form, filed by Algoma with applicable Canadian securities regulatory authorities (available under the company's SEDAR+ profile at www.sedarplus.ca) and with the SEC, as part of Algoma's Annual Report on Form 40-F (available at www.sec.gov), as well as in Algoma's current reports with the Canadian securities regulatory authorities and SEC. Forward-looking statements speak only as of the date they are made. Readers are cautioned not to put undue reliance on forward-looking statements, and Algoma assumes no obligation and does not intend to update or revise these forward-looking statements, whether as a result of new information, future events, or otherwise.

Non-IFRS Financial Measures

To supplement our financial statements, which are prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS"), we use certain non-IFRS measures to evaluate the performance of Algoma. These terms do not have any standardized meaning prescribed within IFRS and, therefore, may not be comparable to similar measures presented by other companies. Rather, these measures are provided as additional information to complement those IFRS measures by providing a further understanding of our financial performance from management's perspective.

Accordingly, they should not be considered in isolation nor as a substitute for analysis of our financial information reported under IFRS.

Adjusted EBITDA, as we define it, refers to net income before amortization of property, plant, equipment and amortization of intangible assets, finance costs, interest on pension and other post-employment benefit obligations, income taxes, foreign exchange loss (gain), finance income, carbon tax, changes in fair value of warrant, earnout and share-based compensation liabilities, and share-based compensation related to performance share units. Adjusted EBITDA margin is calculated by dividing Adjusted EBITDA by revenue for the corresponding period. Adjusted EBITDA is not intended to represent cash flow from operations, as defined by IFRS, and should not be considered as alternatives to net profit from operations, or any other measure of performance prescribed by IFRS. Adjusted EBITDA, as we define and use it, may not be comparable to Adjusted EBITDA as defined and used by other companies. We consider Adjusted EBITDA to be a meaningful measure to assess our operating performance in addition to IFRS measures. It is included because we believe it can be useful in measuring our operating performance and our ability to expand our business and provide management and investors with additional information for comparison of our operating results across different time periods and to the operating results of other companies. Adjusted EBITDA is also used by analysts and our lenders as a measure of our financial performance. In addition, we consider Adjusted EBITDA margin to be a useful measure of our operating performance and profitability across different time periods that enhance the comparability of our results. However, these measures have limitations as analytical tools and should not be considered in isolation from, or as alternatives to, net income, cash flow from operations or other data prepared in accordance with IFRS. Because of these limitations, such measures should not be considered as measures of discretionary cash available to invest in business growth or to reduce indebtedness. We compensate for these limitations by relying primarily on our IFRS results using such measures only as supplements to such results. See the financial tables below for a reconciliation of net income (loss) to Adjusted EBITDA.

About Algoma Steel Group Inc.

Based in Sault Ste. Marie, Ontario, Canada, Algoma is a fully integrated producer of hot and cold rolled steel products including sheet and plate. Driven by a purpose to build better lives and a greener future, Algoma is positioned to deliver responsive, customer-driven product solutions to applications in the automotive, construction, energy, defense, and manufacturing sectors. Algoma is a key supplier of steel products to customers in North America and is the only producer of discrete plate products in Canada. Its state-of-the-art Direct Strip Production Complex (“DSPC”) is one of the lowest-cost producers of hot rolled sheet steel (HRC) in North America.

Algoma is on a transformation journey, modernizing its plate mill and adopting electric arc technology that builds on the strong principles of recycling and environmental stewardship to significantly lower carbon emissions. Today Algoma is investing in its people and processes, working safely, as a team to become one of North America’s leading producers of green steel.

As a founding industry in their community, Algoma is drawing on the best of its rich steelmaking tradition to deliver greater value, offering North America the comfort of a secure steel supply and a sustainable future as your partner in steel.

Algoma Steel Group Inc.

Condensed Interim Consolidated Statements of Financial Position
(Unaudited)

As at, *expressed in millions of Canadian dollars*	**June 30, 2023**	March 31, 2023
Assets		
Current		
Cash	**$ 300.6**	$ 247.4
Restricted cash	**3.9**	3.9
Taxes receivable	**8.3**	—
Accounts receivable, net	**302.1**	291.2
Inventories	**759.3**	722.7
Prepaid expenses and deposits	**99.5**	94.4
Other assets	**6.5**	6.7
Total current assets	**$1,480.2**	$1,366.3
Non-current		
Property, plant and equipment, net	**$1,139.1**	$1,081.3
Intangible assets, net	**0.9**	0.9
Other assets	**7.6**	7.1
Total non-current assets	**$1,147.6**	$1,089.3
Total assets	**$2,627.8**	$2,455.6
Liabilities and Shareholders' Equity		
Current		
Bank indebtedness	**$ 1.2**	$ 1.9
Accounts payable and accrued liabilities	**271.5**	204.6
Taxes payable and accrued taxes	**52.8**	14.4
Current portion of other long-term liabilities	**0.5**	0.4
Current portion of governmental loans	**11.9**	10.0
Current portion of environmental liabilities	**4.1**	4.5
Warrant liability	**38.7**	57.3
Earnout liability	**14.4**	16.8
Share-based payment compensation liability	**28.8**	33.5
Total current liabilities	**$ 423.9**	$ 343.4
Non-current		
Long-term governmental loans	**$ 115.1**	$ 110.4
Accrued pension liability	**199.9**	184.0
Accrued other post-employment benefit obligation	**225.5**	222.9
Other long-term liabilities	**3.9**	3.7
Environmental liabilities	**32.9**	32.3
Deferred income tax liabilities	**87.7**	96.7
Total non-current liabilities	**$ 665.0**	$ 650.0
Total liabilities	**$1,088.9**	$ 993.4
Shareholders' equity		
Capital stock	**$ 958.8**	$ 958.4
Accumulated other comprehensive income	**265.7**	313.6
Retained earnings	**335.5**	211.6
Contributed deficit	**(21.1)**	(21.4)
Total shareholders' equity	**$1,538.9**	$1,462.2
Total liabilities and shareholders' equity	**$2,627.8**	$2,455.6

Algoma Steel Group Inc.
Condensed Interim Consolidated Statements of Net Income
(Unaudited)

Three month period ended *expressed in millions of Canadian dollars, except for per share amounts*	**June 30, 2023**	June 30, 2022
Revenue	**$827.2**	$934.1
Operating expenses		
Cost of sales	**$639.5**	$576.8
Administrative and selling expenses	**23.4**	28.4
Income from operations	**$164.3**	$328.9
Other (income) and expenses		
Finance income	**($ 3.3)**	($ 1.9)
Finance costs	**5.1**	4.7
Interest on pension and other post-employment benefit obligations	**4.8**	3.4
Foreign exchange loss (gain)	**11.0**	(11.7)
Change in fair value of warrant liability	**(17.5)**	(38.4)
Change in fair value of earnout liability	**(2.0)**	(4.1)
Change in fair value of share-based compensation liability	**(4.0)**	(9.4)
	($ 5.9)	($ 57.4)
Income before income taxes	**$170.2**	$386.3
Income tax expense	**39.3**	84.9
Net income	**$130.9**	$301.4
Net income per common share		
Basic	**$ 1.21**	$ 1.98
Diluted	**$ 0.85**	$ 1.49

Algoma Steel Group Inc.
Condensed Interim Consolidated Statements of Cash Flows
(Unaudited)

Three month period ended *expressed in millions of Canadian dollars*	**June 30, 2023**	June 30, 2022
Operating activities		
Net income	**$130.9**	$ 301.4
Items not affecting cash:		
Depreciation of property, plant and equipment and intangible assets	**23.3**	22.6
Deferred income tax benefit	**(7.0)**	(0.6)
Pension funding below (in excess) of expense	**1.2**	(0.3)
Post-employment benefit funding in excess of expense	**(1.9)**	(2.1)
Unrealized foreign exchange loss (gain) on accrued pension liability	**4.1**	(4.0)
Unrealized foreign exchange loss (gain) on post-employment benefit obligations	**4.9**	(7.3)
Finance costs	**5.1**	4.7
Interest on pension and other post-employment benefit obligations	**4.8**	3.4
Accretion of governmental loans and environmental liabilities	**3.6**	3.1
Unrealized foreign exchange loss (gain) on government loan facilities	**2.6**	(2.9)
Decrease in fair value of warrant liability	**(17.5)**	(38.4)
Decrease in fair value of earnout liability	**(2.0)**	(4.1)
Decrease in fair value of share-based payment compensation liability	**(4.0)**	(9.4)
Other	**1.5**	(1.4)
	$149.6	$ 264.7
Net change in non-cash operating working capital	**14.9**	12.2
Environmental liabilities paid	**(0.6)**	(0.2)
Cash generated by operating activities	**$163.9**	$ 276.6
Investing activities		
Acquisition of property, plant and equipment	**($106.4)**	($ 80.1)
Cash used in investing activities	**($106.4)**	($ 80.1)
Financing activities		
Bank indebtedness (repaid) advanced, net	**($ 0.7)**	$ 0.2
Transaction costs on bank indebtedness	**(1.0)**	—
Governmental loans received	**18.5**	—
Governmental loans benefit on below-market rate of interest loans	**(12.2)**	—
Repayment of governmental loans	**(2.5)**	(2.5)
Interest paid	**(0.1)**	(0.1)
Common shares repurchased and cancelled	**—**	(3.7)
Cash generated by (used in) financing activities	**$ 2.0**	($ 6.1)
Effect of exchange rate changes on cash	**($ 6.3)**	$ 31.2
Cash		
Increase in cash	**53.2**	221.6
Opening balance	**247.4**	915.3
Ending balance	**$300.6**	$1,136.9

Algoma Steel Group Inc.
Reconciliation of Net Income to Adjusted EBITDA

millions of dollars	**Three months ended June 30, 2023**	Three months ended June 30, 2022
Net income	**$ 130.9**	$ 301.4
Depreciation of property, plant and equipment and amortization of intangible assets	**23.3**	22.6
Finance costs	**5.1**	4.7
Interest on pension and other post-employment benefit obligations	**4.8**	3.4
Income taxes	**39.3**	84.9
Foreign exchange loss (gain)	**11.0**	(11.7)
Finance income	**(3.3)**	(1.9)
Inventory write-downs *(depreciation on property, plant and equipment in inventory)*	**0.4**	0.3
Carbon tax	**2.5**	3.0
Decrease in fair value of warrant liability	**(17.5)**	(38.4)
Decrease in fair value of earnout liability	**(2.0)**	(4.1)
Decrease in fair value of share-based payment compensation liability	**(4.0)**	(9.4)
Share-based compensation	**0.7**	2.9
Adjusted EBITDA (i)	**$ 191.2**	$ 357.7
Net income Margin	**15.8%**	32.3%
Net income / ton	**$ 229.9**	$ 560.7
Adjusted EBITDA Margin (ii)	**23.1%**	38.3%
Adjusted EBITDA / ton	**$ 335.8**	$ 665.4

(i) See “Non-IFRS Financial Measures” in this Press Release for information regarding the limitations of using Adjusted EBITDA.
(ii) Adjusted EBITDA Margin is Adjusted EBITDA as a percentage of revenue.

For more information, please contact:

Michael Moraca
Treasurer & Investor Relations Officer
Algoma Steel Group Inc.

Phone: 705.945.3300
E-mail: IR@algoma.com

MANAGEMENT'S DISCUSSION AND ANALYSIS

The following Management's Discussion and Analysis ("MD&A") contains information regarding the financial position and financial performance of Algoma Steel Group Inc. and its consolidated subsidiaries and unless the context otherwise requires, all references to "Algoma," "the Company,", "we," "us," or "our" refer to Algoma Steel Group Inc. and its consolidated subsidiaries.

We publish our condensed interim consolidated financial statements in Canadian dollars. In this MD&A, unless otherwise specified, all monetary amounts are in Canadian dollars, all references to "C$," mean Canadian dollars and all references to "$" or "US$" and mean U.S. dollars.

The following MD&A provides the Company's management perspective on the financial position and financial performance of the Company and its consolidated subsidiaries for the three month periods ended June 30, 2023 and June 30, 2022. This MD&A provides information to assist readers of, and should be read in conjunction with, the Company's June 30, 2023 condensed interim consolidated financial statements and the accompanying notes thereto and the March 31, 2023 audited consolidated financial statements and the accompanying notes thereto. The condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS") and the financial information included in this MD&A is derived from the condensed interim consolidated financial statements, except as otherwise noted.

This discussion of the Company's business may include forward-looking information with respect to the Company, including its operations and strategies, as well as financial performance and conditions, which are subject to a variety of risks and uncertainties. See "Cautionary Note Regarding Forward-Looking Information" below. Readers are directed to carefully review the sections entitled "Non-IFRS Financial Measures" included elsewhere in this MD&A. For a discussion of risks and uncertainties that may affect the Company and its financial position and results, refer to "Risk Factors" in the annual information form (the "Annual Information Form") filed by the Company with the applicable Canadian securities regulatory authorities (available under the Company's System for Electronic Document Analysis and Retrieval ("SEDAR+") profile at www.sedarplus.ca) and filed by the Company with the U.S. Securities and Exchange Commission (the "SEC") as part of the Company's annual report on Form 40-F (available on the SEC's EDGAR website at www.sec.gov), as well as in the other documents Algoma has filed with the OSC and the SEC.

This MD&A is dated as of August 9, 2023. This document has been approved and authorized for issue by the Board of Directors on August 9, 2023. Events occurring after this date could render the information contained herein inaccurate or misleading in a material respect.

Functional Currency

The Company's functional currency is the US dollar, which reflects the Company's operational exposure to the US dollar. The Company uses the Canadian dollar as its presentation currency. In accordance with IFRS, all amounts presented are translated to Canadian dollars using the current rate method whereby all revenues, expenses and cash flows are translated at the average rate that was in effect during the period or presented at their Canadian dollar transactional amounts and all assets and liabilities are translated at the prevailing closing rate in effect at the end of the period. Equity transactions have been translated at historical rates. The resulting net translation adjustment has been reflected in other comprehensive income or loss.

The currency exchange rates for the relevant periods of fiscal 2024 and fiscal 2023 are provided below:

	Average Rate		**Period End Rate**	
	FY2024	FY2023	**FY2024**	FY2023
April 1 to June 30	**1.3431**	1.2628	**1.3240**	1.2886

Cautionary Note Regarding Forward-Looking Information

This MD&A contains "forward-looking statements" within the meaning of the U.S. Private Securities Litigation Reform Act of 1995 and "forward-looking information" under applicable Canadian securities legislation (collectively, "**forward-looking statements**"), that are subject to risks and uncertainties. These forward-looking statements include information about possible or assumed future results of our business, financial condition, results of operations, liquidity, plans and strategic objectives, Algoma's expectation to pay a quarterly dividend, the expected timing of the EAF (as defined below) transformation and the resulting increase in raw steel production capacity and reduction in carbon emissions. In some cases, you can identify forward-looking statements by the words "believe," "project," "expect," "anticipate," "estimate," "intend," "strategy," "future," "opportunity," "plan," "pipeline," "may," "should," "will," "would," "will be," "will continue," "will likely result" or the negative of these terms or other similar expressions. In addition, any statements that refer to expectations, intentions, projections or other characterizations of future events or circumstances contain forward-looking information. Statements containing forward-looking information are not historical facts but instead represent management's expectations, estimates and projections regarding future events or circumstances. The statements we make regarding the following matters are forward-looking by their nature:

- future financial performance;
- future cash flow and liquidity;
- future capital investment;
- our ability to operate our business, remain in compliance with debt covenants and make payments on our indebtedness, with a substantial amount of indebtedness;
- significant domestic and international competition;
- macroeconomic pressures in the markets in which we operate;
- increased use of competitive products;
- a protracted fall in steel prices resulting in impairment of assets;
- excess capacity, resulting in part from expanded production in China and other developing economies;
- low-priced steel imports and decreased trade regulation, tariffs and other trade barriers;
- protracted declines in steel consumption caused by poor economic conditions in North America or by the deterioration of the financial position of our key customers;
- increases in annual funding obligations resulting from our under-funded pension plans;
- supply and cost of raw materials and energy;
- impact of a downgrade in credit rating and its impact on access to sources of liquidity;
- currency fluctuations, including an increase in the value of the Canadian dollar against the U.S. dollar;
- environmental compliance and remediation;
- unexpected equipment failures and other business interruptions;
- a protracted global recession or depression;
- changes in or interpretation of royalty, tax, environmental, greenhouse gas, carbon, accounting and other laws or regulations, including potential environmental liabilities that are not covered by an effective indemnity or insurance;
- risks associated with existing and potential lawsuits and regulatory actions made against us;
- impact of disputes arising with our partners;
- the ability of Algoma to implement and realize its business plans, including Algoma's ability to complete its transition to EAF steelmaking on time and at its anticipated cost;
- Algoma's ability to operate the EAF;
- the risks that higher cost of internally generated power and market pricing for electricity sourced from Algoma's current grid in Northern Ontario could have an adverse impact on our production and financial performance;
- access to an adequate supply of the various grades of steel scrap at competitive prices;
- the risks associated with the steel industry generally;
- economic, social and political conditions in North America and certain international markets;

- changes in general economic conditions, including as a result of the COVID-19 pandemic; or the ongoing conflict between Russia and Ukraine that commenced in February 2022;
- risks associated with inflation rates;
- risks inherent in the Corporation's corporate guidance;
- failure to achieve cost and efficiency initiatives;
- risks inherent in marketing operations;
- risks associated with technology, including electronic, cyber and physical security breaches;
- projected increases in capacity liquid steel as a result of the transformation to EAF steelmaking;
- projected cost savings associated with the transformation to EAF steelmaking;
- projected reduction in carbon dioxide ("$\mathbf{CO_2}$") emissions associated with the transformation to EAF steelmaking, including with respect to the impact of such reductions on the CIB Loan and carbon taxes payable;
- construction projects are subject to risks, including delays and cost overruns;
- our ability to enter into contracts to source scrap and the availability of scrap;
- the availability of alternative metallic supply;
- the Company's expectation to declare and pay a quarterly dividend; and
- business interruption or unexpected technical difficulties, including impact of weather; counterparty and credit risk; labour interruptions and difficulties.

The preceding list is not intended to be an exhaustive list of all of our forward-looking statements. The forward-looking statements are based on our beliefs, assumptions and expectations of future performance, taking into account the information currently available to us. These statements are only predictions based upon our current expectations and projections about future events. There are important factors that could cause our actual results, levels of activity, performance or achievements to differ materially from the results, levels of activity, performance or achievements expressed or implied by the forward-looking statements. In particular, you should consider the risks provided under "*Risk Factors*" in the Annual Information Form.

You should not rely upon forward-looking statements as predictions of future events. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee that future results, levels of activity, performance and events and circumstances reflected in the forward-looking statements will be achieved or will occur. Despite a careful process to prepare and review the forward-looking information, there can be no assurance that the underlying assumptions will prove to be correct. Except as required by law, we undertake no obligation to update publicly any forward-looking statements for any reason after the date of this MD&A, to conform these statements to actual results or to changes in our expectations.

Overview of the Business

Algoma Steel Group Inc., formerly known as 1295908 B.C. Ltd. (the "Company"), was incorporated on March 23, 2021 under the Business Corporations Act of British Columbia solely for the purpose of purchasing Algoma Steel Holdings Inc. On May 24, 2021, the Company entered into a Merger Agreement (the "Merger"), by and among the Company, a wholly-owned subsidiary of the Company and Legato Merger Corp. ("Legato"). On October 19, 2021, the Company completed its merger with Legato, listing its common shares and warrants under the symbol 'ASTL' and ASTLW', respectively, on the Toronto Stock Exchange (TSX) and the Nasdaq Stock Market (Nasdaq). Algoma Steel Group Inc. is the ultimate parent holding company of Algoma Steel Inc. and does not conduct any business operations.

Algoma Steel Inc. ("ASI"), the operating company and a wholly-owned subsidiary of Algoma Steel Holdings Inc. was incorporated on May 19, 2016 under the Business Corporations Act of British Columbia. ASI is an integrated steel producer with its active operations located entirely in Sault Ste. Marie, Ontario, Canada. ASI produces sheet and plate products that are sold primarily in Canada and the United States.

Strategic Capital Projects

Electric Arc Furnace ("EAF")

On November 10, 2021, the Company's Board of Directors authorized the Company to construct two state-of-the-art electric-arc-furnaces (EAF) to replace its existing No. 7 blast furnace steelmaking operations (EAF Transformation Project). The EAF Transformation Project is expected to reduce Algoma's carbon emissions by approximately 70%. The Company planned to invest approximately C$700 million in the EAF Transformation Project, funded with previously announced financing commitments, proceeds from the Merger, and cash from operations. EAF steelmaking is a method of producing steel by melting scrap metal and other metallic inputs using an electric arc. This process is widely used in modern steel production. The EAF steelmaking facility is to being built on vacant land adjacent to the current steelmaking facility to mitigate disruption to current operations, and will be integrated into existing downstream equipment and facilities, thereby reducing capital expenditure requirements.

The EAF Transformation Project is expected to improve product mix, reduce fixed costs, provide for significant carbon tax savings, increase production capacity and decrease the Company's environmental footprint. The Company anticipated a 30-month construction phase for the EAF facility, with construction having started in April 2022 and commencement of start-up activities to begin prior to calendar year end 2024, and expects to transition away from its current blast furnace steelmaking thereafter as increased electric power from the provincial grid supplying the Company becomes available.

On September 20, 2021, the Company secured an agreement with the Government of Canada through the Ministry of Innovation, Science and Economic Development Canada, whereby the Company will receive up to C$200.0 million in the form of a loan to support the EAF Transformation Project. The loan is provided through the Net Zero Accelerator Initiative of the Federal Strategic Innovation Fund (the "Federal SIF"). The repayment period will commence upon the earlier of the Company having access to full power from the provincial electricity grid to operate the EAFs independently, or January 1, 2030. The annual repayment is further dependent on the Company's performance in reducing greenhouse gas emissions.

On November 29, 2021, the Canada Infrastructure Bank (CIB) and the Company have entered into a definitive agreement (CIB Loan) with respect to the CIB's previously announced commitment to finance greenhouse gas reduction industrial initiatives, including the EAF Transformation Project. Under the terms of the CIB Loan, the CIB made available up to C$220 million in loan financing towards the EAF Transformation Project. Further, under the terms of CIB Loan, the amount of credit available is reduced by one-third of any restricted payments or distributions to shareholders made by the Company, including dividends and share repurchases. As of June 30, 2023, the CIB's financial commitment has been reduced by C$194.9 million as a result of restricted payments, in respect of dividends and share repurchases completed by the Company through normal course market purchases and the completion of the $400 million Substantial Issuer Bid for the Company's common shares completed in June 2022. As a result of these restricted payments and distributions, as of June 30, 2023, the amount available to the Company under the CIB's credit facility is C$25.1 million.

On December 2, 2021, the Company announced that it has selected Danieli & C. Officine Meccaniche S.p.A. ("Danieli") as the sole technology provider for the EAF steelmaking facility. In connection with this agreement, Danieli will supply its AC-Digimelter technology powered by Q-One digital power systems.

On January 27, 2022, the Company announced that it has awarded GE Gas Power (GE), a General Electric company, a contract for the upgrade to the Company's natural gas combined cycle power plant (LSP) including the installation of two gas turbine packages. The upgrade is expected to supply the Company with sufficient internal electricity generation to power phase one of its transition to EAF steelmaking. Under the terms of the contract, GE was to provide two LM6000PC aeroderivative gas turbines complete with new control systems as well as a new control system for the existing GE steam turbine. The LM6000PC (Power Capacity) is part of GE's LM6000 series, which is a widely used line of aeroderivative gas turbines, and is known for its high efficiency, flexibility, and reliability in power generation in various applications, including peaking plants, combined cycle plants, cogeneration, and industrial power generation. The Company successfully completed the installation and commissioning of the natural gas-fired turbines and control systems at its Lake Superior Power project, which is estimated to increase capacity to internally generate electricity by 110 -115 MW. In addition, GE has completed a full rewind on the No. 2 Generator.

On April 25, 2022, the Company announced that it awarded the structural building contract for its EAF Transformation Project to Hamilton, Ontario-based Walters Group Inc. ("Walters"). Walters is responsible for fabricating and erecting the main building structure in addition to the necessary dust collection hoods. Pursuant to the fixed-price contract, Walters will use Algoma's steel plate products in the fabrication of the heavy structural components, and will work with local industrial contractor, SIS Manufacturing Inc., for the fabrication of these key elements.

On March 13, 2023, the Company announced the appointment of EllisDon as Construction Manager for completion of the EAF Transformation Project. Onsite assembly of the building structure is continuing, with the completion targeted in early 2024.

The Company is progressing its applications for environmental operational permits through the Province's Ministry of Environment, Conservation and Parks.

The Company is progressing its discussions with the Independent Electricity System Operator ("IESO"), Ontario independent electricity regulator, as well as with the Ministry of Energy in respect of securing power for the full EAF Transformation Project. In April, 2023, following completion of the System Impact Assessment of Phase-1 by the IESO, the Company received formal conditional approval of the Company's EAF Connection Proposal (CAA ID Number: 2021-694 & 2021-695), providing for connecting the EAF load facility with electricity supplied from the Company's Lake Superior Power Plant (115MW) and the current 115kV transmission grid.

The EAF Transformation project advanced through fiscal 2023, with approximately 80% of the budgeted project cost contracted and the remainder uncontracted as of June 30, 2023. The Company now estimates that the project will exceed its original budget by $125 million to $175 million due to various emerging factors, including general market pressures impacting the cost of materials, along with higher costs for skilled labour and currency fluctuations. Additionally, supply chain disruptions with certain micro-processing chips is expected to delay the start of commissioning of the first furnace to calendar year-end 2024. The revised budget and schedule is based on currently available information, including responses to requests for proposals and estimates of final pricing, and is subject to change as additional information becomes available. Management remains fully committed to addressing these challenges proactively to mitigate their impacts and to ensure the successful execution of the project. The Company continues to expect that the completion of the EAF project will be funded with cash-on-hand, cash generated through operations, Federal SIF and available borrowings under the Company's existing undrawn and recently upsized and extended ABL credit facility.

From the inception of the EAF Transformation Project through June 30, 2023 the Company has spent C$340.8 million. At June 30, 2023, the Company had C$141.1 million in total available financing including C$116.0 million loan under the Federal Strategic Innovation Fund and C$25.1 million under the CIB credit facility.

Plate Mill Modernization

In 2019, the Company undertook a plate mill modernization project (the "PMM Project") which is to be completed in two phases and plans to invest a total of approximately C$135 million, which will be partly funded by government loan facilities totaling approximately C$50 million. This strategic initiative will enhance the capacity and quality of the Company's discrete plate product line, which is a differentiated product capability and a key source of competitive advantage. The PMM Project will allow the Company to satisfy higher product quality requirements of its customers with respect to surface and flatness, increase high strength capability with availability of new grades, ensure reliability of plate production with direct ship capability and increase overall plate shipment capacity through debottlenecking and automation. The modernization process is comprised of two phases: the first being a quality focus and the second phase a productivity focus. The first phase focused on quality, with installation and commissioning upgrades of a new primary slab de-scaler (to improve surface quality), automated surface inspection system (to detect and map surface quality), an in-line hot leveler (to improves flatness), and automation of the 166 inch plate mill (which expands the Company's grade offering). The second phase focuses on productivity and includes installation and commissioning upgrades of onboard descaling systems for the 2Hi and 4Hi roughing roll stands, mill alignment and work roll offset at the 4Hi, 4Hi DC drive, new cooling beds coupling the plate mill and shear line, dividing shear, plate piler and automated marking machine. The first phase installation commenced in June 2022 with the expected quality levels being achieved, and commissioning substantially completed in early 2023. The Company believes that its previously disclosed delays in commissioning Phase 1 of the PMM Project have been adequately resolved, and is working towards achieving full operating capability. Construction for the second phase, which focuses on productivity enhancements, is underway. Timing for final installation and commissioning is under review by the Company based on readiness and market conditions.

On March 17, 2023, the Company reached an amicable commercial settlement agreement with Danieli which included reimbursement of expenses incurred by Algoma during the project. This settlement did not imply any admission of liability by either Danieli or the Company and provided for reciprocal concessions between Danieli and the Company, and Algoma received a credit note from Danieli valued at $5 million to be applied against future orders or projects with Danieli.

Key Leadership and Governance Announcements

On June 1, 2023, Michael Panzeri joined the Company as Senior Vice President Production of Algoma Steel Inc.

Environmental Matters

Steel producers such as Algoma are subject to numerous environmental laws and regulations ("Environmental Law"), including federal and provincial, relating to the protection of the environment. The company can incur regulatory liability as well as civil liability for contamination on-site (soil, groundwater, indoor air), contaminant migration and impacts off-site including in respect of groundwater, rivers, lakes, other waterways, and air emissions.

On June 9, 2022, the Company experienced an incident where an oil-based lubricant was released from our hot mill in Sault Ste. Marie. The oil entered our water treatment facility, and some quantity of the oil was discharged into the St. Mary's River. Following the discharge, traffic on the river was temporarily halted, the local public health authority issued a water advisory and a nearby municipality issued a precautionary emergency declaration regarding its municipal water supply. We actively worked with our response partners deploying equipment and resources to contain and mitigate the effects on the waterway and neighboring communities and to clean up the released oil, while working with local, provincial, and federal regulatory authorities. The public health authorities lifted the water advisory on June 21, 2022 and the US Coast Guard did not see any impact to shoreline or marine wild life. The provincial and federal regulators (Ontario's Ministry of the Environment, Conservation and Parks, and Environment and Climate Change Canada) are each currently investigating this incident, but have not laid any charges to date. If charges are laid, we may be subject to regulatory fines and other penalties and/or orders. We may also be subject to private actions in the future as a result of the incident. The financial and other impacts of this incident are currently unknown.

Fatal Incident Involving an Employee of a Contractor

The Company reported on June 16, 2023 a fatal incident involving an employee of a contractor who had been retained to perform specialized maintenance work.

On the afternoon of June 15th, the worker was cleaning an out-of-service gas line, where he had lost consciousness and ultimately succumbed to his injuries. Algoma Steel Emergency Services responded immediately with assistance from Sault Ste. Marie Fire and Paramedic Services. The Ministry of Labour was notified and attended the site to conduct its investigation, which remains ongoing. The Company is conducting its own investigation of this particular incident.

Environmental, Social and Governance ("ESG")

At Algoma, we recognize that ESG factors present a spectrum of risks and opportunities to both our business and stakeholders, such as our investors, customers, suppliers, employees, governments, and the communities in which we operate. We are committed to conducting our business in a manner that ensures reasonable and responsible consideration is given to ESG factors.

We aim to become a major contributor towards a sustainable and environmentally responsible future for Canadian steel production. We are making a transformational investment in EAF steelmaking and we are committed to further innovating and incorporating environmental considerations across our production processes. We are also committed to ensuring the health and safety of our employees, continuing our contribution to the prosperity of the communities in which we operate, and fostering a diverse, inclusive, and equitable workforce.

Algoma has been undertaking efforts to enhance its approach to ESG, including conducting an ESG Materiality Assessment focused on identifying and prioritizing the ESG factors with the greatest potential to impact our business to ensure that we are generating value for investors and prioritizing long-term sustainability. This foundational work will form the basis of our ESG strategy.

As part of our commitment to enhance our transparency and accountability on ESG, we are excited to have published our ESG Position Statement on the Company's website. Furthermore, we plan to publish our inaugural ESG report later this year. We will report in alignment with the Sustainability Accounting Standards Board ("SASB") Standards and the recommendations of the Task Force on Climate-related Financial Disclosures ("TCFD") to the extent possible, and we are actively working to further enhance our alignment with these frameworks over time. This report will provide additional details on our ESG strategy, our approach to mitigating ESG risks, and capturing ESG opportunities.

Our approach to ESG is underpinned by governance structures that enable us to effectively oversee and manage ESG risks and opportunities. Our Board has ultimate accountability for ESG factors, including climate change factors. The Nominating and Corporate Governance Committee has primary responsibility for supporting the Board in this oversight responsibility and is responsible for overseeing Algoma's ESG framework, coordinating with other Board Committees, and reporting on ESG to the entire Board.

Factors Affecting Financial Performance

The Company's costs are primarily driven by commodity prices, including the price of iron ore, coal, electricity and natural gas, and inflation or other fluctuations in the prices of key raw materials and other inputs essential to our operations can have a substantial impact on our profitability and overall financial performance. Inflationary pressures on commodity raw material inputs can arise from various factors, including global supply and demand dynamics, geopolitical events, natural disasters, trade policies, and currency exchange rate fluctuations. These factors are often beyond our control and can lead to substantial price increases in raw materials, as well as challenges in managing our supply chain and inventory affecting our ability to secure adequate raw material supplies in a timely and cost-effective manner. Increased costs of raw materials can directly erode our profit margins, making it challenging to maintain competitive pricing in the market.

North American steel pricing is largely dependent on global supply and demand, the level of steel imports into North America, economic conditions in North America, global steelmaking overcapacity, and increased raw material prices. North American steel producers compete with many foreign producers, including those in Europe, China and other Asian countries. Competition from foreign producers is periodically intensified by weakening regional economies of their surrounding countries, and resultant decisions by these foreign producers with respect to export volumes and pricing possibly more influenced by political and economic policy considerations than by prevailing market conditions.

Global steel production decreased 1.1% in the first half of calendar 2023 compared to the first half of calendar 2022 to 943.9 million metric tonnes. China represents approximately 57% of global crude steel production. (source: Worldsteel Association "June 2023 crude steel production" July 25, 2023). According to the Organization for Economic Cooperation and Development (OECD) global steelmaking capacity continues to increase at a rapid pace in a period of weakening steel market conditions. A total of 329 steel investment projects are either currently underway or in the planning stages around the world. Excess capacity is a structural issue that continues to dampen prospects for the global steel industry. OECD reported that global capacity utilization was 74.3% in 2022, with excess capacity of approximately 632 million metric tonnes in 2022, which is up from 2021 levels and is the equivalent to approximately 40 times the size of the Canadian steel industry.

Overall Results

Net Income

The Company's net income for the three month period ended June 30, 2023 was C$130.9 million compared to net income of C$301.4 million for the three month period ended June 30, 2022, resulting in a C$170.5 million decrease of net income. The decrease is largely due to continuing softening in steel pricing and higher cost of steel revenue which was negatively impacted by an increase in the purchase price of key inputs such as metallurgical coke, coal and ore pellets and higher usage of purchased coke.

Income from Operations

The Company's income from operations for the three month period ended June 30, 2023 was C$164.3 million compared to income from operations of C$328.9 million for the three month period ended June 30, 2022, a decrease of C$164.6 million, due primarily to the same reasons mentioned above.

Non-IFRS Financial Measures

In this MD&A, we use certain non-IFRS measures to evaluate the performance of the Company. These terms do not have any standardized meaning prescribed within IFRS and, therefore, may not be comparable to similar measures presented by other companies. Rather, these measures are provided as additional information to complement those IFRS measures by providing a further understanding of our financial performance from management's perspective. Accordingly, they should not be considered in isolation nor as a substitute for analysis of our financial information reported in accordance with IFRS. As described below, the term "Adjusted EBITDA" is a financial measure utilized by the Company in reporting its financial results that is not defined by IFRS. The terms "Average Net Sales Realization" ("NSR") and "Cost Per Ton of Steel Products Sold" are financial measures utilized by the Company in reporting its financial results that are not defined by IFRS. Average Net Sales Realization, as defined the Company, refers to steel revenue less freight per steel tons shipped. Average Net Sales Realization is included because it allows management and investors to evaluate our selling prices per ton of steel products sold, excluding geographic impact of freight charges, in order to enhance comparability when comparing our sales performance to that of our competitors. Cost Per Ton of Steel Products Sold, as defined by the Company, refers to cost of steel revenue less freight, depreciation, carbon tax and past service costs for pension and post-employment benefit adjustments (included in cost of steel revenue) per steel tons shipped. Cost Per Ton of Steel Products Sold allows management and investors to evaluate the Company's cost of steel products sold on a per ton basis, excluding the items that we exclude when calculating Adjusted EBITDA, to evaluate our operating performance and to enhance the comparability of our costs over different time periods. We consider each of Average Net Sales Realization and Cost Per Ton of Steel Products Sold to be meaningful measures to assess our operating performance in addition to IFRS measures. A reconciliation of each of Average Net Sales Realization and Cost Per Ton of Steel Products Sold to their most comparable IFRS financial measures are contained in this MD&A.

Adjusted EBITDA, as defined by the Company, refers to net income before depreciation of property, plant, equipment and amortization of intangible assets, finance costs, interest on pension and other post-employment benefit obligations, income taxes, foreign exchange loss (gain), finance income, carbon tax, changes in fair value of warrant, earnout and share-based compensation liabilities, transaction costs, listing expense, past service costs – pension, past service costs – post-employment benefits and share-based compensation related to performance share units. Adjusted EBITDA margin is calculated by dividing Adjusted EBITDA by revenue for the corresponding period. Adjusted EBITDA per ton is calculated by dividing Adjusted EBITDA by tons of steel products sold for the corresponding period. Adjusted EBITDA is not intended to represent cash flow from operations, as defined by IFRS, and should not be considered as alternatives to net profit (loss) from operations, or any other measure of performance prescribed by IFRS. Adjusted EBITDA, as defined and used by the Company, may not be comparable to Adjusted EBITDA as defined and used by other companies. We consider Adjusted EBITDA to be a meaningful measure to assess our operating performance in addition to IFRS measures. These measures are included because we believe it can be useful in measuring our operating performance and our ability to expand our business and provide management and investors with additional information for comparison of our operating results across different time periods and to the operating results of other companies. Adjusted EBITDA is also used by analysts and our lenders as measures of our financial performance. In addition, we consider Adjusted EBITDA margin and Adjusted EBITDA per ton, to be useful measures of our operating performance and profitability across different time periods that enhance the comparability of our results. For a reconciliation of Adjusted EBITDA to its most comparable IFRS financial measures, see “Adjusted EBITDA” presented in this MD&A.

Adjusted EBITDA, Average Net Sales Realization and Cost Per Ton of Steel Products Sold have limitations as analytical tools and should not be considered in isolation from, or as alternatives to, net income, cash flow from operations or other data prepared in accordance with IFRS. Some of these limitations are:

- they do not reflect cash outlays for capital expenditures or contractual commitments;
- they do not reflect changes in, or cash requirements for, working capital;
- they do not reflect the finance costs, or the cash requirements necessary to service interest or principal payments on indebtedness;
- they do not reflect income tax expense or the cash necessary to pay income taxes;
- they do not reflect interest on pension and other post-employment benefit obligations;
- although depreciation and amortization are non-cash charges, the assets being depreciated and amortized will often have to be replaced in the future, as such Adjusted EBITDA does not reflect cash requirements for such replacements;
- they do not reflect the impact of earnings or charges resulting from matters we believe not to be indicative of our ongoing operations; and
- other companies, including other companies in our industry, may calculate these measure differently than as presented by us, limiting their usefulness as a comparative measure.

Steel Revenue and Cost of Sales

	change	Three months ended June 30, 2023	Three months ended June 30, 2022
tons			
Steel Shipments	h **5.9%**	**569,433**	537,524
millions of dollars			
Revenue	i **11.4%**	**C$ 827.2**	C$ 934.1
Less:			
Freight included in revenue		**(52.2)**	(45.1)
Non-steel revenue		**(20.5)**	(11.6)
Steel revenue	i **14.0%**	**C$ 754.5**	C$ 877.4
Cost of steel revenue	h 9.0%	**C$ 566.8**	C$ 520.1
Depreciation included in cost of steel revenue		**(23.2)**	(22.5)
Carbon tax included in cost of steel revenue		**(2.5)**	(3.0)
Cost of steel products sold	h **9.4%**	**C$ 541.1**	C$ 494.6
dollars per ton			
Revenue per ton of steel sold	i **16.4%**	**C$ 1,453**	C$ 1,738
Cost of steel revenue per ton of steel sold	h **2.8%**	**C$ 995**	C$ 968
Average net sales realization on steel sales (i)	i 18.9%	C$ 1,323	C$ 1,632
Cost per ton of steel products sold	h 3.3%	C$ 950	C$ 920

(i) Represents Steel revenue (being Revenue less (a) Freight included in revenue and (b) Non-steel revenue) divided by the number of tons of Steel Shipments during the applicable period.

Revenue and steel revenue decreased by 11.4% and 14.0%, respectively, whereas steel shipment volumes increased by 5.9% during the three month period ended June 30, 2023 as compared to the three month period ended June 30, 2022. The Company's average NSR on steel sales per ton shipped was C$1,323 for the three month period ended June 30, 2023 (June 30, 2022 - C$1,632), a decrease of 18.9%. The overall decrease in revenue, steel revenue and average NSR is mainly due in part to weakening market conditions and for reasons as discussed earlier in Net Income.

For the three month period ended June 30, 2023, the Company's cost of steel revenue and cost of steel products sold increased by 9.0% to C$566.8 million (June 30, 2022 - C$520.1 million) and 9.4% to C$541.1 million (June 30, 2022 - C$494.6 million), respectively, for reasons as discussed earlier in Net Income.

Non-steel Revenue

The Company's non-steel revenue for the three month period ended June 30, 2023 was C$20.5 million (June 30, 2022 - C$11.6 million). The increase of C$8.9 million was mainly due to increased pricing on braize and tar and increased sales of mill rolls and non-ferrous scrap.

Administrative and Selling Expenses

millions of dollars	**Three months ended June 30, 2023**		Three months ended June 30, 2022	
Personnel expenses	**C$**	**9.8**	C$	13.6
Professional, consulting, legal and other fees		**9.1**		11.5
Software licenses		**1.3**		1.0
Amortization of intangible assets and non-production assets		**0.1**		0.1
Other administrative and selling		**3.1**		2.2
	C$	**23.4**	C$	28.4

As illustrated in the table above, the Company's administrative and selling expenses for the three month period ended June 30, 2023, were C$23.4 million (June 30, 2022 - C$28.4 million). The decrease in administrative and selling expenses of C$5.0 million is mainly due to a decrease in personnel expenses (C$3.8 million) primarily due to higher profit sharing expenses during the three month period ended June 30, 2022 and a decrease in professional, consulting, legal and other fees (C$2.4 million), offset, in part, by an increase in other administrative and selling (C$0.9 million) and software licenses (C$0.3 million).

Finance Costs, Finance Income, Interest on Pension and Other Post-employment Benefit Obligations, and Foreign Exchange Gains and Losses

The Company's finance costs represent interest cost on the Company's Revolving Credit Facility described in the section entitled "Capital Resources - Financial Position and Liquidity" included elsewhere in this MD&A. Finance costs also include the amortization of transaction costs related to the Company's debt facilities and the accretion of the benefits in respect of the Company's governmental loan facilities in respect of the interest free loan issued by, and the grant given by the Canadian federal government as well as the low interest rate loan issued from the Ontario provincial government, all of which are discussed below (Financial Resources and Liquidity - Cash Flow Used in Investing Activities) and the unwinding of discounts on the Company's environmental liabilities.

millions of dollars	**Three months ended June 30, 2023**		Three months ended June 30, 2022	
Interest on the following facilities				
Revolving Credit Facility fees	**C$**	**0.6**	C$	0.8
Unwinding of issuance costs of debt facilities and accretion of governmental loan benefits and discounts on environmental liabilities		**4.0**		3.5
Other interest expense		**0.5**		0.4
	C$	**5.1**	C$	4.7

As illustrated in the table above, the Company's finance costs for the three month period ended June 30, 2023 were C$5.1 million (June 30, 2022 - C$4.7 million). The increase of C$0.4 million in finance costs is primarily attributable to increased accretion of government loan benefits (C$0.5 million).

The Company's finance income for the three month period ended June 30, 2023, was C$3.3 million compared to C$1.9 million for the three month period ended June 30, 2022, representing an increase of C$1.4 million due primarily to higher interest rates on deposits.

The Company's interest on pension and other post-employment benefit obligations for the three month period ended June 30, 2023 was C$4.8 million compared to C$3.4 million for the three month period ended June 30, 2022, representing an increase of C$1.4 million due to an increase in discount rates coupled with the impact of changes to the Company's Collective Bargaining Agreement ("CBA").

The Company's foreign exchange loss for the three month period ended June 30, 2023 was C$11.0 million, compared to a gain of C$11.7 million for the three month period ended June 30, 2022. These foreign exchange movements reflect the effect of US dollar exchange rate fluctuations on the Company's Canadian dollar denominated monetary assets and liabilities.

Pension and Post-Employment Benefits

millions of dollars	**Three months ended June 30, 2023**		Three months ended June 30, 2022	
Recognized in income before income taxes:				
Pension benefits expense	**C$**	**6.3**	C$	5.3
Post-employment benefits expense		**3.4**		3.2
	C$	**9.7**	C$	8.5
Recognized in other comprehensive income (pre-tax):				
Pension benefits loss	**C$**	**12.6**	C$	61.4
Post-employment benefits loss (income)		**1.8**		(29.8)
	C$	**14.4**	C$	31.6
	C$	**24.1**	C$	40.1

As illustrated in the table above, the Company's pension expense for the three month periods ended June 30, 2023 and June 30, 2022 were C$6.3 million and C$5.3 million, respectively, representing an increase of C$1.0 million due to an increase in discount rates as well as changes to the CBA that extended indexation to July 1, 2027. The Company's post-employment benefit expense for the three month periods ended June 30, 2023 and June 30, 2022 were C$3.4 million and C$3.2 million, respectively, representing an increase of C$0.2 million due to an increase in discount rates.

As disclosed in Note 3 to the March 31, 2023 consolidated financial statements, all actuarial gains and losses that arise in calculating the present value of the defined benefit pension obligation net of assets and the defined benefit obligation in respect of other post-employment benefits, including the re-measurement components, are recognized immediately in other comprehensive income or loss. In accordance with IFRS, the Company makes an assessment at each reporting period-end as to whether the accrued pension liability and the accrued other post-employment benefit obligation have been significantly impacted by changes in market discount rates, curtailments, settlements, actual returns on defined benefit pension plan assets or other one-off events.

For the three month period ended June 30, 2023, the Company recorded an actuarially determined loss to the accrued defined pension liability and accrued other post-employment benefit obligation in other comprehensive income of C$14.4 million (June 30, 2022 – C$31.6 million), a difference of C$17.2 million. The loss for the three months ended June 30, 2022 was due to a steep increase in discount rates (up approximately 100 basis points). The loss for the three months ended June 30, 2023 is due to poor asset returns during this period.

These adjustments are required by IFRS when the accrued liability is significantly impacted by changes in market discount rates, curtailments, settlements, actual returns on defined benefit pension plan assets or other one-off events.

Carbon Taxes

On June 28, 2019, the Company became subject to the Federal Greenhouse Gas Pollution Pricing Act (the "Carbon Tax Act"). The Carbon Tax Act was enacted with retroactive effect to January 1, 2019. The Company has chosen to remove the costs associated with the Carbon Tax Act from Adjusted EBITDA to facilitate comparison with the results of its competitors in jurisdictions not subject to the Carbon Tax Act.

For the three month period ended June 30, 2023, total Carbon Tax recognized in cost of sales was C$2.5 million, compared to C$3.0 million in the three month period ended June 30, 2022. The change is mainly due to a true-up of the estimated cost in the three month period ended June 30, 2022. Carbon Tax is primarily a function of the volume of our production.

Income Taxes

For the three month period ended June 30, 2023, the Company's deferred income tax recovery and current income tax expense were (C$7.0) million and C$46.3 million, respectively, compared to deferred income tax recovery and current income tax expense of (C$0.6) million and C$85.5 million, respectively, for the three month period ended June 30, 2022 due to net income before tax of C$170.2 million for the three month period ended June 30, 2023, compared to income before tax of C$386.3 million for the three month period ended June 30, 2022.

Share Capital

The authorized share capital of the Company consists of an unlimited number of common shares without par value and an unlimited number of preferred shares without par value issuable in series.

As at June 30, 2023, there were 103,603,263 common shares issued and outstanding, and no preferred shares issued and outstanding.

Warrants

As at June 30, 2023, 24,179,000 Warrants remain outstanding with an estimated fair value of $1.21 per Warrant based on the market price of the Warrants, for which the Company recognized a liability of C$38.7 million ($29.3 million) (March 31, 2023 - C$57.3 million; $42.3 million) in warrant liability on the condensed interim consolidated statements of financial position. Gain on change in the fair value of the warrant liability for the three month periods ended June 30, 2023 and June 30, 2022 of C$17.5 million and C$38.4 million, respectively, are presented in the condensed interim consolidated statements of net income.

Earnout

As at June 30, 2023, 1,537,184 earnout rights remain outstanding with an estimated fair value of $7.10 per unit based on the market price of the Company's common shares, for which an earnout liability of C$14.4 million ($10.9 million) (March 31, 2023 - C$16.8 million; $12.4 million) was recognized on the consolidated statements of financial position. Gain on change in the fair value of the earnout liability for the three month periods ended June 30, 2023 and June 30, 2022 of C$2.0 million and C$4.1 million, respectively, are presented in the condensed interim consolidated statements of net income.

Replacement Long Term Incentive Plan ("LTIP")

As at June 30, 2023, 3,059,643 Replacement LTIP Awards remain outstanding with an estimated fair value of $7.10 per unit based on the market price of the Company's common shares, for which the Company recognized a liability of C$28.8 million ($21.7 million) (March 31, 2023 - C$33.5 million; $24.7 million) in share-based payment compensation liability on the condensed interim consolidated statements of financial position. Gain on change in the fair value of the share-based payment compensation liability for the three month periods ended June 30, 2023 and June 30, 2022 of C$4.0 million and C$9.4 million, respectively, are presented in the condensed interim consolidated statements of net income.

Omnibus Long Term Incentive Plan ("LTIP")

Deferred share units ("DSUs")

For the three month period ended June 30, 2023, the Company granted 42,950 DSUs under the Omnibus Plan to certain directors of the Company, with a grant date fair value based on the market price of the Company's common shares on the day of the grant. For the three month period ended June 30, 2023, the Company converted 35,379 DSUs to capital stock upon the resignation of a director.

For the three month period ended June 30, 2023, the Company recorded a share-based payment compensation expense of C$0.4 million in administrative and selling expense on the condensed interim consolidated statement of net income and contributed deficit on the condensed interim consolidated statements of financial position (June 30, 2022 - C$0.9 million).

As at June 30, 2023, a total of 223,199 DSUs were outstanding. No cancellations or forfeiture of DSUs have been recorded to date.

Restricted share units ("RSU") and performance share units ("PSU")

For the three month period ended June 30, 2023, 144,682 and 178,407 units of RSUs and PSUs, respectively, remain outstanding for recognition over the remainder of the vesting period. Further, for the three month period ended June 30, 2023, the Company recorded share-based payment compensation expense of C$0.3 million (June 30, 2022 - C$2.0 million) in administrative and selling expenses on the condensed interim consolidated statement of net income and contributed deficit on the condensed interim consolidated statements of financial position. No exercises or cancellations of RSUs and PSUs have been recorded to date.

Adjusted EBITDA

The following table shows the reconciliation of Adjusted EBITDA to net income for the periods indicated:

millions of dollars	**Three months ended June 30, 2023**	Three months ended June 30, 2022
Net income	**C$ 130.9**	C$ 301.4
Depreciation of property, plant and equipment and amortization of intangible assets	**23.3**	22.6
Finance costs	**5.1**	4.7
Interest on pension and other post-employment benefit obligations	**4.8**	3.4
Income taxes	**39.3**	84.9
Foreign exchange loss (gain)	**11.0**	(11.7)
Finance income	**(3.3)**	(1.9)
Inventory write-downs *(depreciation on property, plant and equipment in inventory)*	**0.4**	0.3
Carbon tax	**2.5**	3.0
Decrease in fair value of warrant liability	**(17.5)**	(38.4)
Decrease in fair value of earnout liability	**(2.0)**	(4.1)
Decrease in fair value of share-based payment compensation liability	**(4.0)**	(9.4)
Share-based compensation	**0.7**	2.9
Adjusted EBITDA	**C$ 191.2**	C$ 357.7
Net Income Margin	**15.8%**	32.3%
Net Income / ton	**C$ 229.9**	C$ 560.7
Adjusted EBITDA Margin	**23.1%**	38.3%
Adjusted EBITDA / ton	**C$ 335.8**	C$ 665.4

(i) See "Non-IFRS Measures" for information regarding the limitations of using Adjusted EBITDA.

(ii) Adjusted EBITDA Margin is Adjusted EBITDA as a percentage of revenue.

Adjusted EBITDA for the three month period ended June 30, 2023 was C$191.2 million, compared to C$357.7 million for the three month period ended June 30, 2022, resulting in a decrease of C$166.5 million. The Adjusted EBITDA margin for the three month periods ended June 30, 2023 and June 30, 2022 was 23.1% and 38.3%, respectively. The Adjusted EBITDA per ton for the three month period ended June 30, 2023 was C$335.8 and C$665.4 for the three month period ended June 30, 2022. The decrease in Adjusted EBITDA, Adjusted EBITDA Margin and Adjusted EBITDA per ton for the three month period ended June 30, 2023 compared to the three month period ended June 30, 2022 was due mainly to a decrease in steel revenue (C$122.9 million), primarily as a result of softening in steel pricing. In addition, there was an increase in the cost of steel products sold (C$46.5 million) due primarily to the same reasons mentioned above for net income.

Financial Resources and Liquidity

Summary of Cash Flows

millions of dollars	**Three months ended June 30, 2023**	Three months ended June 30, 2022
Cash, beginning of period	**C$ 247.4**	C$ 915.3
Cash generated by (used in):		
Operating activities	**163.9**	276.6
Investing activities	**(106.4)**	(80.1)
Financing activities	**2.0**	(6.1)
Effect of exchange rate changes on cash	**(6.3)**	31.2
Increase in cash	**C$ 53.2**	C$ 221.6
Cash, end of period	**C$ 300.6**	C$ 1,136.9

As illustrated in the table above, the generation of cash for the three month period ended June 30, 2023 was C$53.2 million, compared to the generation of cash of C$221.6 million for the three month period ended June 30, 2022. The decrease in the generation of cash for the three month period ended June 30, 2023, as compared to the three month period ended June 30, 2022, was C$168.4 million, and is primarily the result of the C$112.7 million decrease in cash generated by operating activities, a result of a decrease in net income (decreased by C$170.5 million), for reasons described above, and an increase in cash used in investing activities (increased by C$26.3 million). This was offset, in part, by the increase in cash generated by financing activities (increased by C$8.1 million), for reasons described below.

Cash Flow Generated by Operating Activities

For the three month period ended June 30, 2023, the cash generated by operating activities was C$163.9 million (June 30, 2022 – cash generated C$276.6 million). The decrease in cash generated in operating activities for the three month period ended June 30, 2023 was due primarily to the same reasons mentioned above for net income.

Further impacting cash used in operating activities is the net effect from changes in non-cash working capital as presented below:

millions of dollars	**Three months ended June 30, 2023**	Three months ended June 30, 2022
Accounts receivable, net	**C$ (17.5)**	C$ 73.3
Inventories	**(52.1)**	(140.4)
Prepaid expenses and deposits and other assets	**(7.2)**	10.8
Accounts payable and accrued liabilities	**60.8**	(29.7)
Taxes payable and accrued taxes	**30.9**	92.1
Derivative financial instruments (net)	**—**	6.1
Total	**C$ 14.9**	C$ 12.2

Cash Flow Used In Investing Activities

For the three month period ended June 30, 2023, cash used in investing activities was C$106.4 million (June 30, 2022 - C$80.1 million).

For the three month period ended June 30, 2023, property, plant and equipment were acquired at an aggregate net cost of C$106.4 million (June 30, 2022 – C$80.1 million); comprised of property, plant and equipment acquired with a total cost of C$118.9 million (June 30, 2022 - C$80.1 million), against which the Company recognized benefits totaling C$12.5 million (June 30, 2022 - nil) in respect of the governmental loans and the governmental grant discussed below.

For the three month period ended June 30, 2023, the Company had additions to property under construction for the EAF project of C$73.7 million (June 30, 2022 – C$51.0 million); in addition, the Company has issued $48.1 million in letters of credit related to equipment fabrication and delivery of which $43.6 million has been released in accordance with the terms. As at June 30, 2023, since inception of the project the Company had additions to property under construction for the EAF project of C$340.8 million.

For the three month period ended June 30, 2023, the Company had additions to property under construction for the plate mill modernization project of C$3.7 million (June 30, 2022 – C$9.2 million). As at June 30, 2023, since inception of the project the Company had additions for the plate mill modernization project of C$75.8 million of which C$46.6 million has been transferred into service for the completion of phase one of the plate mill modernization project. At June 30, 2023, there was also C$41.4 million (March 31, 2023 - C$41.1 million) pertaining to the plate mill modernization project included in prepaid expenses and deposits.

Cash Flow Used In Financing Activities

For the three month period ended June 30, 2023, cash generated by financing activities was C$2.0 million (June 30, 2022 – cash used C$6.1 million). The increase in cash generated in financing activities of C$8.1 million is largely due to the governmental loans received.

Capital Resources - Financial Position and Liquidity

The Company anticipates making approximately C$100 million of capital expenditures annually in order to sustain existing production facilities. Furthermore, supported by its agreements with the federal and provincial governments and using the cash received as a result of the Merger, the Company anticipates making significant capital expenditures relating to its modernization and expansion program over the next five years, including substantial investment in EAF steelmaking.

The below capital sources and future cash flows from operating activities are expected to avail the Company of substantial financial resources to complete its proposed expansion plans. The Company's business generates significant cash flow and the Company does not anticipate any issues with generating sufficient cash and cash equivalents, both in the short term and the long term to meet its planned growth or to fund development activities.

As at June 30, 2023, the Company had cash of C$300.6 million (March 31, 2023 - C$247.4 million), and had unused availability under its Revolving Credit Facility of C$346.5 million ($261.7 million) after taking into account C$49.5 million ($37.4 million) of outstanding letters of credit. At March 31, 2023, the Company had drawn C$1.9 million ($1.4 million), and there was C$279.2 million ($206.3 million) of unused availability after taking into account C$57.3 million ($42.3 million) of outstanding letters of credit.

The Revolving Credit Facility is governed by a conventional borrowing base calculation comprised of eligible accounts receivable plus eligible inventory plus cash. At June 30, 2023, there was C$1.2 million ($0.9 million) drawn on this facility. The Company is required to maintain a calculated borrowing base. Any shortfall in the borrowing base will trigger a mandatory loan repayment in the amount of the shortfall, subject to certain cure rights including the deposit of cash into an account controlled by the agent. As at June 30, 2023, the Company has complied with these requirements.

On May 24, 2023, the Company announced that it has successfully increased its Revolving Credit Facility from $250.0 million to $300.0 million and extended the term to May, 2028. The interest rate will be based on Secured Overnight Financing Rate ("SOFR") plus a credit spread adjustment of 10 basis points plus an applicable margin, which will vary depending on usage.

On November 30, 2018, the Company secured the following debt financing:

- $250.0 million in the form of a traditional asset-based revolving credit facility, with a maturity date of November 30, 2023 subsequently increased to $300.0 million in May 2023, with maturity date of May 2028 (the "Revolving Credit Facility");
- a C$60.0 million interest free loan from the Federal Economic Development Agency of the Government of Canada, through the Advanced Manufacturing Fund (the "Federal AMF Loan"). The Company will repay the loan in equal monthly installments beginning on April 1, 2022 with the final installment payable on March 1, 2028; and
- a C$60.0 million low interest loan from the Ministry of Energy, Northern Development and Mines of the Province of Ontario (the "Provincial MENDM Loan"). The Company will repay the loan in monthly blended payments of principal and interest beginning on December 31, 2024 and ending on November 30, 2028.

On March 29, 2019, the Company secured an agreement with the Minister of Industry of the Government of Canada, whereby the Company will receive C$15.0 million in the form of a grant and C$15.0 million in the form of an interest free loan through the Federal SIF. The Company will repay the interest free loan portion of this funding in equal annual payments beginning on April 30, 2024 and ending on April 30, 2031.

The Revolving Credit Facility, the Federal AMF Loan, the Provincial MENDM Loan and the Federal SIF are expected to service the Company's principal liquidity needs (to finance working capital, fund capital expenditures and for other general corporate purposes) until the maturity of these facilities.

On September 20, 2021, the Company, together with the Government of Canada, entered into an agreement of which a benefit of up to C$420.0 million would flow to the Company in the form of a loan up to C$200.0 million from the SIF and a loan up to C$220.0 million from the CIB. Under the terms of the Federal SIF agreement, the Company will be reimbursed for certain defined capital expenditures incurred to transition from blast furnace steel production to EAF steel production between March 3, 2021 and June 30, 2025. Annual repayments of the Federal SIF loan will be scalable based on the Company's greenhouse gas emission performance.

Under the terms of the CIB agreement ("CIB Facility"), the Company may draw on a non-revolving construction credit facility. Following the completion of the project, quarterly payments including interest at a rate per annum equal to the base rate from the date of borrowing until November 27, 2031, then at a base rate plus 150 basis points until maturity of the loan are required prior to the loan maturity date, November 26, 2046. Pursuant to the terms of the CIB Facility, the amount of credit available is reduced by one-third of any restricted payments or distributions to shareholders, including dividends, and share repurchases. As of June 30, 2023, the amount available under the CIB Facility has been reduced to C$25.1 million as a result of restricted payments made.

During the three month period ended June 30, 2023, the Company declared ordinary dividends to common shareholders in the aggregate amount of C$7.0 million (June 30, 2022 - C$9.5 million), or $0.05 per common share recorded as a distribution through retained earnings.

Normal Course Issuer Bid

On March 3, 2022, the Company commenced a normal course issuer bid (the "NCIB") after receiving regulatory approval from the Toronto Stock Exchange. Pursuant to the NCIB, the Company is authorized to acquire up to a maximum of 7,397,889 of its shares, or 5% of its 147,957,790 issued and outstanding shares as of February 18, 2022, subject to a daily maximum of 16,586 shares. The common shares were available for purchase and cancellation commencing on March 3, 2022 until June 14, 2022 at which time the NCIB was suspended with the launch of the Substantial Issuer Bid ("SIB"). The NCIB resumed after the completion of the SIB and the Company was permitted to acquire shares thereunder until March 2, 2023 under the same terms and conditions.

As at June 30, 2022, the Company purchased and cancelled 1,572,968 common shares at a weighted average book value of $9.11 per share with an aggregate carrying value of C$14.7 million ($11.5 million) for a total purchase price of approximately C$18.4 million ($14.3 million). The excess of the carrying value of the common shares purchased over the purchase price paid totalling C$3.7 million, was recognized as a reduction to retained earnings.

Prior to expiry of the 2022 NCIB on March 2, 2023, the Company purchased and cancelled 3,364,262 common shares at a weighted average book value of C$9.25 ($7.30) per share for a total purchase price of approximately C$37.1 million ($28.6 million).

The Company renewed its NCIB to acquire a maximum of 5,178,394 of its shares, or approximately 5% of its 103,567,884 issued and outstanding shares as of February 28, 2023, subject to a daily maximum of 50,984 shares. The NCIB commenced March 6, 2023 and will terminate on the earlier of March 5, 2024, or such earlier time as the Company completes its purchases pursuant to the NCIB or provides notice of termination. As at June 30, 2023, the Company has not made any purchases under its renewed NCIB.

Substantial Issuer Bid

On June 21, 2022, the Company commenced a substantial issuer bid in Canada (collectively the "Offer") to purchase for cancellation up to $400 million of its common shares. The Offer expired on July 27, 2022, and proceeded by way of a "modified Dutch auction", whereby, shareholders who chose to participate in the Offer can individually select the price, within a price range of not less than $8.75 and not more than $10.25 per share (in increments of $0.10 per share), at which they will tender their shares to the Offer. Upon expiry of the Offer, the Company will determine the lowest purchase price that will allow it to purchase the maximum number of shares properly tendered to the Offer, and not properly withdrawn, having an aggregate purchase price not exceeding $400 million.

As at June 30, 2022, the Company recorded an accrual of $400 million in accounts payable and accrued liabilities on the condensed interim statements of financial position to reflect its commitment to repurchase its common shares under the Offer. Common shares are reduced by the number of shares estimated to be repurchased at the average carrying value of the common shares, which amounted to 45,714,286 common shares with an aggregate carrying value of C$431.8 million ($335.1 million). The excess of the accrued purchase price over the carrying value of the shares purchased totalling C$83.6 million ($64.9 million) was recognized as a reduction to retained earnings.

Upon expiry of the Offer on July 27, 2022, 41,025,641 common shares at a weighted average book value of C$9.11 ($7.33) per share were purchased for cancellation at $9.75 per share, for an aggregate amount of $400 million. As a result, the Company subsequently adjusted the number of common shares and the reduction to retained earnings to actual. The excess of the purchase price over the carrying value of the shares purchased totaling C$127.4 million ($99.3 million) was recognized as a reduction to retained earnings. The Company incurred transaction costs of C$1.1 million related to the SIB which were recorded within capital stock.

Contractual Obligations and Off Balance Sheet Arrangements

The following table presents, at June 30, 2023, the Company's undiscounted obligations and commitments to make future payments under contracts and contingent commitments. The following figures assume that the June 30, 2023, Canadian/US dollar exchange rate of $1.00 = C$0.7553 remains constant throughout the periods indicated.

millions of dollars	Total	Less than 1 year	Year 2	Years 3-5	More than 5 years
Bank indebtedness	C$ 1.2	C$ 1.2	C$ —	C$ —	C$ —
Long-term governmental loans	205.8	11.9	21.9	77.3	94.7
Purchase obligations - non-capital	1,028.9	557.1	471.8	—	—
Purchase obligations - capital	187.8	187.8	—	—	—
Environmental liabilities	71.6	4.1	4.3	12.9	50.3
Lease obligations	1.5	1.3	0.1	0.1	—
Total	C$1,496.8	C$763.4	C$498.1	C$90.3	C$ 145.0

Purchase obligations - non-capital, which represent the Company's most significant contractual obligations across the periods indicated above, are comprised of contracts to purchase the raw materials required to manufacture the Company's products and therefore contribute directly to the Company's ability to generate revenue. The Company enters into such contracts on an ongoing basis based on its production requirements to secure favorable raw material pricing and consistency of supply. Most of the Company's purchase obligations mature in less than one year and are contracted based on the Company's anticipated production, and the revenue generated from such production is applied to satisfy such purchase obligations. Purchase obligations – capital, represent the Company's contractual obligations across the periods indicated above for the Electric Arc Furnace and Plate Mill Modernization capital projects.

Off balance sheet arrangements include letters of credit, and operating lease obligations as disclosed above. At June 30, 2023, the Company had C$49.5 million ($37.4 million) (March 31, 2023 - C$57.3 million ($42.3 million)) of outstanding letters of credit.

As discussed above, the Company maintains defined benefit pension plans and other post-employment benefit plans. At June 30, 2023, the Company's net obligation in respect of its defined benefit pension plans was C$199.9 million (March 31, 2023 - C$184.0 million) and the Company's obligation in respect of its other post-employment benefits plans was C$225.5 million (March 31, 2023 – C$222.9 million).

The Company's obligations, commitments and future payments under contract are expected to be financed through cash flow from operations and funds from the Company's Revolving Credit Facility. Any default in the Company's ability to meet such commitments and future payments could have a material and adverse effect on the Company.

Related Party Transactions

As at June 30, 2023, there were no transactions, ongoing contractual or other commitments with related parties.

Financial Instruments

The Company's financial assets and liabilities (financial instruments) include cash, restricted cash, accounts receivable, bank indebtedness, accounts payable and accrued liabilities, warrant liability, earnout liability and long-term governmental loans.

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument or non-financial derivative contract. Financial instruments are disclosed in Notes 23 to the June 30, 2023 condensed interim consolidated financial statements.

Financial Risk Management

The Company's activities expose it to a variety of financial risks including credit risk, liquidity risk, interest rate risk and market risk. The Company may use derivative financial instruments to hedge certain of these risk exposures. The use of derivatives is based on established practices and parameters, which are subject to the oversight of the Board of Directors. The Company does not utilize derivative financial instruments for trading or speculative purposes.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises primarily from the Company's receivables from customers. The Company has an established credit policy under which each new customer is analyzed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. The Company's review includes a review of the potential customer's financial information, external credit ratings and bank and supplier references. Credit limits are established for each new customer and customers that fail to meet the Company's credit requirements may transact with the Company only on a prepayment basis.

The maximum credit exposure at June 30, 2023 is the carrying amount of accounts receivable of C$302.1 million (March 31, 2023 - C$291.2 million). At June 30, 2023 and March 31, 2023, there was no customer account greater than 10% of the carrying amount of accounts receivable. As at June 30, 2023, C$4.6 million, or 1.7% (March 31, 2023 - C$2.0 million, or 0.7%), of accounts receivable were more than 90 days old.

The Company establishes an allowance for doubtful accounts that represents its estimate of losses in respect of accounts receivable. The main components of this allowance are a specific provision that relates to individual exposures and a provision for expected losses that have been incurred but not yet identified. The allowance for doubtful accounts at June 30, 2023 was C$0.7 million (March 31, 2023 - C$0.5 million), as disclosed in Note 8 to the June 30, 2023 condensed interim consolidated financial statements.

The Company may be exposed to certain losses in the event of non-performance by counterparties to derivative financial instruments such as commodity price contracts and foreign exchange contracts. The Company mitigates this risk by entering into transactions with highly rated major financial institutions.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due. The Company manages liquidity risk by maintaining adequate cash balances. The Company continuously monitors and reviews actual and forecasted cash flows to ensure adequate liquidity and anticipate liquidity requirements. There have been no changes to the Company's objectives and processes for capital management, including the management of long-term debt, as described in Note 5 to the March 31, 2023 consolidated financial statements.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and commodity prices, will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return on risk. As disclosed in Note 15 to the June 30, 2023 condensed interim consolidated financial statements, during the three month period ended June 30, 2023, the Company was not a party to agreements to hedge the commodity price risk associated with the revenue on the sale of steel however was a party to agreements during the three month period ended June 30, 2022. These activities are carried out under the oversight of the Company's Board of Directors.

Currency risk

The Company is exposed to currency risk on purchases, labour costs and pension and other post retirement employment benefits liabilities that are denominated in Canadian dollars. The prices for steel products sold in Canada are derived mainly from price levels in the US market in US dollars converted into Canadian dollars at the prevailing exchange rates. As a result, a stronger US dollar relative to the Canadian dollar increases the Company's Canadian dollar selling prices for sales within Canada.

Interest rate risk

Interest rate risk is the risk that the value of the Company's assets and liabilities will be affected by a change in interest rates. The Company's interest rate risk mainly arises from the interest rate impact on its banking facilities and debt. The Company may manage interest rate risk through the periodic use of interest rate swaps.

For the three month periods ended June 30, 2023 and June 30, 2022, a one percent increase (or decrease) in interest rates would have decreased (or increased) net income (loss) by approximately nil.

Commodity price risk

The Company is subject to price risk from fluctuations in the market prices of commodities, including natural gas, iron ore and coal. The Company enters into supply agreements for certain of these commodities as disclosed in Note 19 to the June 30, 2023 condensed interim consolidated financial statements. To manage risks associated with future variability in cash flows attributable to certain commodity purchases, the Company may use derivative instruments with maturities of 12 months or less as disclosed in Note 15 to the June 30, 2023 condensed interim consolidated financial statements to hedge the commodity price risk associated with the cost of natural gas and the revenue on the sale of steel.

At June 30, 2023, the Company had no commodity-based swap contracts. At June 30, 2022, the Company had commodity-based swap contracts with an aggregate notional quantity of 66,000 net tons outstanding, and a 10% increase in the price of hot-rolled coil (U.S. Midwest Domestic Hot-Rolled Coil Steel (CRU) Index), assuming foreign exchange remains unchanged, would result in approximately C$8.7 million decrease in the Company's profit or loss.

Critical Accounting Estimates

As disclosed in Note 4 to the March 31, 2023 consolidated financial statements, the preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the dates of the financial statements and the reported amounts of revenue and expenses during the years.

Significant items subject to such estimates and assumptions include the going concern assessment, allowance for doubtful accounts, carrying amount and useful life of property, plant and equipment and intangible assets, defined benefit retirement plans and income tax expense and scientific research and development investment tax credits. Further, Note 3 to the March 31, 2023 consolidated financial statements discloses the basis for determining the fair value of the warrant, earnout and share-based compensation liabilities. Actual results could differ from those estimates.

Allowance for doubtful accounts

Management analyzes accounts receivable to determine the allowance for doubtful accounts by assessing the collectability of receivables owing from each individual customer. This assessment takes into consideration certain factors including the age of outstanding receivable, customer-operating performance, historical payment patterns and current collection efforts, relevant forward-looking information and the Company's security interests, if any.

Useful lives of property, plant and equipment and Intangible assets

The Company reviews the estimated useful lives of property, plant and equipment and intangible assets at the end of each annual reporting period, and whenever events or circumstances indicate a change in useful life. Estimated useful lives of items of property, plant and equipment and intangible assets are based on a best estimate and the actual useful lives may be different.

Impairment of property, plant and equipment and Intangible assets

Determining whether property, plant and equipment and intangible assets are impaired requires the Company to determine the recoverable amount of the CGU to which the asset is allocated. To determine the recoverable amount of the CGU, management is required to estimate its fair value. To calculate the value of the CGU in use, management determines expected future cash flows, which involves, among other items, forecasted steel selling prices, forecasted tons shipped, costs and volume of production, growth rate, and the estimated selling costs, using an appropriate discount rate.

Defined Benefit Retirement Plans

The Company's determination of employee benefit expense and obligations requires the use of assumptions such as the discount rate applied to determine the present value of all future cash flows expected in the plan. Since the determination of the cost and obligations associated with employee future benefits requires the use of various assumptions, there is measurement uncertainty inherent in the actuarial valuation process. Actual results could differ from estimated results which are based on assumptions.

Taxation

The Company computes and recognizes an income tax provision in each of the jurisdictions in which it operates. Actual amounts of income tax expense and scientific research and experimental development investment tax credits only become final upon filing and acceptance of the returns by the relevant authorities, which occur subsequent to the issuance of the consolidated financial statements.

Additionally, the estimation of income taxes includes evaluating the recoverability of deferred income tax assets based on an assessment of the ability to use the underlying future tax deductions before they expire against future taxable income. The assessment is based upon existing tax laws and estimates of future taxable income. To the extent estimates differ from the final tax return, net income will be affected in a subsequent period. The Company will file tax returns that may contain interpretations of tax law and estimates. Positions taken and estimates utilized by the Company may be challenged by the relevant tax authorities. Rulings that result in adjustments to tax returns filed will be recorded in the period where the ruling is made known to the Company.

Significant Accounting Policies

The Company's condensed interim consolidated financial statements have been prepared using consistent accounting policies described in Note 3 to the Company's annual consolidated financial statements for the years ended March 31, 2023 and 2022, except for the new IFRS standards adopted, as described below.

New IFRS Standards, Amendments and Interpretations adopted as of April 1, 2023 (effective January 1, 2023)

The Company adopted the following amendments which did not have a material impact on the condensed interim consolidated financial statements:

Amended Disclosure for Accounting Policies

IAS 1 "Presentation of Financial Statements" was amended with the intention to help companies provide useful accounting policy disclosures. The key amendments include the requirement to disclose material accounting policy information rather than significant accounting policies, clarifying that accounting policies related to immaterial transactions, other events or conditions are themselves immaterial and as such need not be disclosed; and clarifying that not all accounting policies that relate to material transactions, other events or conditions are themselves material to a company's financial statements.

Amended Scope of Recognition

IAS 12 "Income Taxes" was amended to narrow the scope of recognition exemption in paragraphs 15 and 24 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences.

Definition of Accounting Estimates

IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" was amended to introduce the definition of an accounting estimate and includes other amendments to assist entities to distinguish changes in accounting estimates from changes in accounting policies.

Disclosure Controls and Procedures and Internal Controls Over Financial Reporting

In compliance with the provisions of National Instrument 52-109 – *Certification of Disclosure in Issuers' Annual and Interim Filings*, we have filed certificates signed by our Chief Executive Officer ("CEO") and by our Chief Financial Officer ("CFO") that, among other things, report on (i) their responsibility for establishing and maintaining disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR") for the Company; and (ii) the design and effectiveness of DC&P and the design and effectiveness of ICFR.

Management, including our CEO and CFO, does not expect that the disclosure controls or internal controls over financial reporting of the Company will prevent or detect all errors and all fraud or will be effective under all potential future conditions. A control system is subject to inherent limitations and, no matter how well designed and operated, can provide only reasonable, not absolute, assurance that the control systems objectives will be met.

Further, the design of a control system must reflect that there are resource constraints, and the benefits of controls must be considered relative to their costs. Inherent limitations include the realities that judgments in decision making can be faulty, and that breakdowns can occur because of simple errors or mistakes. Controls can also be circumvented by individual acts of some persons, by collusion of two or more people or by management override of the controls. Due to the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected. The design of any control system is also based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential conditions. Projections of any evaluations of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Disclosure Controls and Procedures

The CEO and the CFO have designed DC&P, or have caused them to be designed under their supervision, in order to provide reasonable assurance that:

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

An evaluation was carried out, under the supervision of the CEO and the CFO, of the design and operation effectiveness of our disclosure controls and procedures. Based upon this evaluation, the CEO and the CFO concluded that the disclosure controls and procedures were effective as at June 30, 2023.

Internal Controls Over Financial Reporting

The CEO and CFO have also designed ICFR, or have caused them to be designed under their supervision, in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. The control framework used to design our ICFR is based on the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) on Internal Control – Integrated Framework (2013 framework).

Management assessed the effectiveness of the Company's ICFR as of June 30, 2023, based on the aforementioned criteria. This evaluation included review of the documentation of controls, evaluation of the design effectiveness of controls, testing of the operating effectiveness of controls and a conclusion on this evaluation. Based on this evaluation, management has concluded that the Company's internal control over financial reporting was effective as of June 30, 2023.

Changes in Internal Controls Over Financial Reporting

No changes were made to our ICFR during three month period ended June 30, 2023 that have materially affected, or are reasonably likely to materially affect, our ICFR.

Selected Quarterly Information

(millions of dollars, except where otherwise noted)	**2024**	2023				2022			
As at and for the three months ended[1]	**Q1**	**Q4**	**Q3**	**Q2**	**Q1**	**Q4**	**Q3**	**Q2**	**Q1**
Financial results									
Total revenue	**C$ 827.2**	C$ 677.4	C$ 567.8	C$ 599.2	C$ 934.1	C$ 941.8	C$ 1,064.9	C$ 1,010.2	C$ 789.
Steel products	**754.5**	609.2	512.0	551.5	877.4	879.9	1,009.5	936.5	722.
Non-steel products	**20.5**	14.1	12.1	8.2	11.6	13.9	14.2	31.8	24.
Freight	**52.2**	54.1	43.7	39.5	45.1	48.0	41.2	41.9	41.
Cost of sales	**639.5**	630.7	611.8	569.4	576.8	603.2	599.9	578.7	510.
Administrative and selling expenses	**23.4**	25.0	21.7	24.2	28.4	28.0	18.9	29.4	26.
Income (loss) from operations	**164.3**	21.7	(65.7)	5.6	328.9	310.6	446.1	402.1	252.
Net income (loss)	**130.9**	(20.4)	(69.8)	87.2	301.4	242.9	123.0	288.2	203.
Adjusted EBITDA	**C$ 191.2**	C$ 47.9	C$ (35.9)	C$ 82.7	C$ 357.7	C$ 334.4	C$ 457.3	C$ 430.6	C$ 280.
Per common share (diluted)[3]									
Net income (loss)	**C$ 0.85**	C$ (0.2)	C$ (0.6)	C$ 0.36	C$ 1.49	C$ 1.45	C$ 0.92	C$ 4.02	C$ 2.8
Financial position									
Total assets	**C$ 2,627.8**	C$ 2,455.6	C$ 2,549.0	C$ 2,716.0	C$ 3,070.5	C$ 2,693.6	C$ 2,520.7	C$ 2,185.7	C$ 1,697.
Total non-current liabilities	**665.0**	650.0	663.4	693.3	618.0	573.5	640.1	1,038.8	1,002.
Operating results									
Average NSR per nt[2]	**C$ 1,323**	C$ 1,066	C$ 1,116	C$ 1,266	C$ 1,632	C$ 1,608	C$ 1,827	C$ 1,594	C$ 1,18
Adjusted EBITDA per nt[2]	**335.8**	83.8	(78.3)	189.9	665.4	611.1	827.6	733.1	460.
Shipping volume (in thousands of nt)									
Sheet	498	505	421	411	485	486	481	514	54
Plate	70	66	37	23	52	61	72	73	6
Slab	2	1	1	—	—	—	—	—	—

1 - Period end date refers to the following: “Q4” - March 31, “Q3” - December 31, “Q2” - September 30 and “Q1” - June 30.

2 - The definition and reconciliation of these non-IFRS measures are included in the “Non-IFRS Financial Measures” section of this MD&A.

3 - Pursuant to the Merger with Legato, on October 19, 2021, the Company effected a reverse stock split retroactively, such that each outstanding common share became such number of common shares, each valued at $10.00 per share, as determined by the conversion factor of 71.76775% (as defined in the Merger Agreement), with such common shares subsequently distributed to the equity holders of the Company’s former ultimate parent company.

Further, on February 9, 2022, the Company issued 35,883,692 common shares in connection with the earnout rights granted to non-management shareholders that existed prior to the Merger.

On March 3, 2022, the Company commenced a normal course issuer bid for which the Company purchased and cancelled 3,364,262 common shares as at March 31, 2023.

On June 21, 2022, the Company commenced a substantial issuer bid in Canada and a Tender Offer (the “Offer”) in the United States. On July 27, 2022, the Offer was completed and 41,025,641 common shares were purchased for cancellation.

On June 26, 2023, the Company converted 35,379 DSUs to common shares. At June 30, 2023, 103,603,263 common shares are outstanding.

Trend Analysis

The Company’s financial performance for the first quarter of fiscal year end 2024 (“Q1 2024”) increased from the fourth quarter of fiscal year end 2023 (“Q4 2023”), primarily due to an increase in Adjusted EBITDA per net ton (“nt”). The following discussion reflects the Company’s trend analysis in chronological order:

Revenue:

- increased C$221.1 million or 28% from C$789.1 million in Q1 2022 to C$1,010.2 million in Q2 2022, a result of increased steel revenue mostly due to higher selling price of steel as average NSR per nt increased by C$409.5 from C$1,185 per nt in Q1 2022 to C$1,594 per nt in Q2 2022.
- increased C$54.7 million or 5% from C$1,010.2 million in Q2 2022 to C$1,064.9 million in Q3 2022, a result of increased steel revenue primarily due to higher selling prices of steel as average NSR per nt increased by C$233 from C$1,594 per nt in Q2 2022 to C$1,827 per nt in Q3 2022.
- decreased C$123.1 million or 12% from C$1,064.9 million in Q3 2022 to C$941.8 million in Q4 2022, a result of decreased steel revenue primarily due to lower selling prices of steel as average NSR per nt decreased by C$219 from C$1,827 per nt in Q3 2022 to C$1,608 per nt in Q4 2022.

- decreased C$7.7 million or 1% from C$941.8 million in Q4 2022 to C$934.1 million in Q1 2023, a result of decreased steel revenue primarily due to lower shipments of steel as shipping volume decreased by 9,693 tons from 547,217 tons in Q4 2022 to 537,524 tons in Q4 2022.
- decreased C$334.9 million or 36% from C$934.1 million in Q1 2023 to C$599.2 million in Q2 2023, a result of decreased steel revenue primarily due to lower selling prices of steel as average NSR per nt decreased by C$366 from C$1,632 per nt in Q1 2023 to C$1,266 per nt in Q2 2023.
- decreased C$31.4 million or 5% from C$599.2 million in Q2 2023 to C$567.8 million in Q3 2023, a result of decreased steel revenue primarily due to lower selling prices of steel as average NSR per nt decreased by C$150 from C$1,266 per nt in Q2 2023 to C$1,116 per nt in Q3 2023.
- increased C$109.6 million or 19% from C$567.8 million in Q3 2023 to C$677.4 million in Q4 2023, a result of increased steel revenue primarily due to increased shipments of steel as shipping volume increased by 113,306 tons from 458,341 tons in Q3 2023 to 571,647 tons in Q4 2023.
- increased C$149.8 million or 22% from C$677.4 million in Q4 2023 to C$827.2 million in Q1 2024, a result of increased steel revenue primarily due to higher selling prices of steel as average NSR per nt increased by C$257 from C$1,066 per nt in Q4 2023 to C$1,323 per nt in Q1 2024.

Net income (loss):

- of C$288.2 million in Q2 2022 increased compared to C$203.6 million in Q1 2022 primarily due to higher revenue of C$221.1 million, a result of higher selling prices of steel with a proportionately lower increase in cost of sales of C$68.5 million.
- of C$123.0 million in Q3 2022 decreased compared to C$288.2 million in Q2 2022 mostly due to listing expense (C$235.6 million) as a result of the Merger. This was offset in part by changes in fair value of warrant liability (C$6.8 million), changes in fair value of earnout liability (C$33.6 million), changes in fair value of share-based compensation liability (C$2.9 million) and increased revenue due primarily to higher selling price of steel.
- of C$242.9 million in Q4 2022 increased compared to C$123.0 million in Q3 2022 mostly due to listing expense (C$235.6 million) as a result of the Merger in Q3 2022. This was offset in part by decreased revenue due primarily to lower selling price of steel.
- of C$301.4 million in Q1 2023 increased compared to C$242.9 million in Q4 2022 mainly due to the changes in fair value of warrant liability (C$51.6 million) and changes in fair value of share-based compensation liability (C$12.3 million).
- of C$87.2 million in Q2 2023 decreased compared to C$301.4 million in Q1 2023 primarily due to decreased revenue of C$334.9 million, a result of lower selling prices of steel with a lower decrease in cost of sales of C$55.2 million. In addition, pension and post-employment benefit expenses increased as a result of ratifying the collective bargaining agreements (C$53.3 million). This was offset in part by lower income tax expense of C80.0 million due to lower income before income taxes.
- of (C$69.8) million in Q3 2023 decreased compared to C$87.2 million in Q2 2023 primarily due to decreased revenue of C$31.4 million, a result of lower selling prices of steel, and due to an increase in cost of sales of C$42.4 million. In addition, the decrease was due in part to foreign exchange loss increasing as a result of fluctuating exchange rates (C$50.7 million) and the changes in fair value of warrant liability (C$41.5 million).
- of (C$20.4) million in Q4 2023 increased compared to (C$69.8) million in Q3 2023 primarily due to increased revenue (C$109.6 million), a result of increased shipping volume. This was offset, in part, by an increase in cost of sales (C$18.9 million), the changes in fair value of the warrant liability (C$13.0 million), the fair value of the share-based payment compensation liability (C$7.1 million) and the fair value of earnout liability (C$3.7 million).
- of C$130.9 million in Q1 2024 increased compared to (C$20.4) million in Q4 2023 primarily due to increased revenue (C$149.8 million), a result of higher selling prices of steel. This was offset, in part, by an increase in cost of sales (C$8.8 million) due to higher purchase price of key inputs such as ore pellets.

Condensed Interim Consolidated Financial Statements

ALGOMA STEEL GROUP INC.

(Unaudited)

As at June 30, 2023 and March 31, 2023
and for the three month periods ended
June 30, 2023 and 2022

ALGOMA STEEL GROUP INC.

Condensed Interim Consolidated Statements of Net Income
(Unaudited)

Three month period ended	June 30, 2023	June 30, 2022
expressed in millions of Canadian dollars		
Revenue (Note 4)	**$827.2**	$934.1
Operating expenses		
Cost of sales (Note 5)	**$639.5**	$576.8
Administrative and selling expenses (Note 6)	**23.4**	28.4
Income from operations	**$164.3**	$328.9
Other (income) and expenses		
Finance income	**$ (3.3)**	$ (1.9)
Finance costs	**5.1**	4.7
Interest on pension and other post-employment benefit obligations	**4.8**	3.4
Foreign exchange loss (gain)	**11.0**	(11.7)
Change in fair value of warrant liability (Note 24)	**(17.5)**	(38.4)
Change in fair value of earnout liability (Note 25)	**(2.0)**	(4.1)
Change in fair value of share-based compensation liability (Note 26)	**(4.0)**	(9.4)
	$ (5.9)	$ (57.4)
Income before income taxes	**$170.2**	$386.3
Income tax expense (Note 18)	**39.3**	84.9
Net income	**$130.9**	$301.4
Net income per common share		
Basic (Note 21)	**$ 1.21**	$ 1.98
Diluted (Note 21)	**$ 0.85**	$ 1.49

See accompanying notes to the condensed interim consolidated financial statements

ALGOMA STEEL GROUP INC.

Condensed Interim Consolidated Statements of Comprehensive Income
(Unaudited)

Three month period ended	**June 30, 2023**	June 30, 2022
expressed in millions of Canadian dollars		
Net income	**$ 130.9**	$301.4
Other comprehensive income, net of income tax, that will be reclassifed subsequently to profit or loss		
Net unrealized income on cash flow hedges, net of tax expense nil and $0.9 million, respectively (Note 15)	**$ —**	$ 26.7
Other comprehensive (loss) income, net of income tax, that will not be reclassified subsequently to profit or loss		
Foreign exchange (loss) gain on translation to presentation currency	**$ (33.5)**	$ 52.7
Remeasurement of pension and other post-employment benefit obligations, net of tax nil (Note 16, 17)	**$ (14.4)**	$ (31.6)
	$(47.9)	**$47.8**
Total comprehensive income	**$ 83.0**	$349.2

See accompanying notes to the condensed interim consolidated financial statements

ALGOMA STEEL GROUP INC.

Condensed Interim Consolidated Statements of Financial Position
(Unaudited)

As at,	**June 30, 2023**	March 31, 2023
expressed in millions of Canadian dollars		
Assets		
Current		
Cash (Note 7)	**$ 300.6**	$ 247.4
Restricted cash (Note 7)	**3.9**	3.9
Taxes receivable	**8.3**	—
Accounts receivable, net (Note 8)	**302.1**	291.2
Inventories (Note 9)	**759.3**	722.7
Prepaid expenses and deposits	**99.5**	94.4
Other assets	**6.5**	6.7
Total current assets	**$1,480.2**	$1,366.3
Non-current		
Property, plant and equipment, net (Note 10)	**$1,139.1**	$1,081.3
Intangible assets, net	**0.9**	0.9
Other assets	**7.6**	7.1
Total non-current assets	**$1,147.6**	$1,089.3
Total assets	**$2,627.8**	$2,455.6
Liabilities and Shareholders' Equity		
Current		
Bank indebtedness (Note 11)	**$ 1.2**	$ 1.9
Accounts payable and accrued liabilities (Note 12)	**271.5**	204.6
Taxes payable and accrued taxes (Note 13)	**52.8**	14.4
Current portion of other long-term liabilities	**0.5**	0.4
Current portion of governmental loans (Note 14)	**11.9**	10.0
Current portion of environmental liabilities	**4.1**	4.5
Warrant liability (Note 24)	**38.7**	57.3
Earnout liability (Note 25)	**14.4**	16.8
Share-based payment compensation liability (Note 26)	**28.8**	33.5
Total current liabilities	**$ 423.9**	$ 343.4
Non-current		
Long-term governmental loans (Note 14)	**$ 115.1**	$ 110.4
Accrued pension liability (Note 16)	**199.9**	184.0
Accrued other post-employment benefit obligation (Note 17)	**225.5**	222.9
Other long-term liabilities	**3.9**	3.7
Environmental liabilities	**32.9**	32.3
Deferred income tax liabilities	**87.7**	96.7
Total non-current liabilities	**$ 665.0**	$ 650.0
Total liabilities	**$1,088.9**	$ 993.4
Shareholders' equity		
Capital stock (Note 20)	**$ 958.8**	$ 958.4
Accumulated other comprehensive income	**265.7**	313.6
Retained earnings	**335.5**	211.6
Contributed deficit (Note 28)	**(21.1)**	(21.4)
Total shareholders' equity	**$1,538.9**	$1,462.2
Total liabilities and shareholders' equity	**$2,627.8**	$2,455.6

See accompanying notes to the condensed interim consolidated financial statements

ALGOMA STEEL GROUP INC.

Condensed Interim Consolidated Statement of Changes in Shareholders' Equity
(Unaudited)

expressed in millions of Canadian dollars	**Capital stock**	**Contributed deficit**	Foreign exchange gain (loss) on translation to presentation currency	Actuarial gain on pension and other post-employment benefit obligation	Cash flow hedge reserve - unrealized gain (loss) (Note 15)	**Accumulated Other comprehensive income**	**Retained earnings**	**Total Shareholders' equity**
Balance at March 31, 2023	$ 958.4	$ (21.4)	$ 106.7	$ 206.9	$ —	$ 313.6	$ 211.6	$ 1,462.2
Net income	—	—	—	—	—	—	130.9	**130.9**
Other comprehensive loss	—	—	(33.5)	(14.4)	—	(47.9)	—	**(47.9)**
Issuance of performance and restricted share units (Note 28)	—	0.3	—	—	—	—	—	**0.3**
Issuance of deferred share units (Note 28)	—	0.4	—	—	—	—	—	**0.4**
Issuance of capital stock (Notes 20, 28)	0.4	(0.4)	—	—	—	—	—	**—**
Dividends declared (Note 29)	—	—	—	—	—	—	(7.0)	**(7.0)**
Balance at June 30, 2023	**$ 958.8**	**$ (21.1)**	**$ 73.2**	**$ 192.5**	**$ —**	**$ 265.7**	**$ 335.5**	**$ 1,538.9**
Balance at March 31, 2022	1,378.0	(25.2)	(16.4)	193.1	(24.7)	152.0	77.8	1,582.6
Net income	—	—	—	—	—	—	301.4	301.4
Other comprehensive income	—	—	52.7	(31.6)	26.7	47.8	—	47.8
Common shares repurchased and cancelled (Note 20)	(446.6)	—	—	—	—	—	(87.4)	(534.0)
Issuance of performance and restricted share units (Note 28)	—	2.0	—	—	—	—	—	2.0
Issuance of deferred shared units (Note 28)	—	0.9	—	—	—	—	—	0.9
Dividends declared (Note 29)	—	—	—	—	—	—	(9.5)	(9.5)
Balance at June 30, 2022	$ 931.4	$ (22.3)	$ 36.3	$ 161.5	$ 2.0	$ 199.8	$ 282.3	$ 1,391.2

See accompanying notes to the condensed interim consolidated financial statements

Algoma Steel Group Inc.
Condensed Interim Consolidated Statements of Cash Flows
(Unaudited)

Three month period ended *expressed in millions of Canadian dollars*	**June 30, 2023**	June 30, 2022
Operating activities		
Net income	**$ 130.9**	$ 301.4
Items not affecting cash:		
Depreciation of property, plant and equipment and intangible assets	**23.3**	22.6
Deferred income tax benefit (Note 18)	**(7.0)**	(0.6)
Pension funding below (in excess of) expense	**1.2**	(0.3)
Post-employment benefit funding in excess of expense	**(1.9)**	(2.1)
Unrealized foreign exchange loss (gain) on accrued pension liability	**4.1**	(4.0)
Unrealized foreign exchange loss (gain) on accrued post-employment benefit obligations	**4.9**	(7.3)
Finance costs	**5.1**	4.7
Interest on pension and other post-employment benefit obligations	**4.8**	3.4
Accretion of governmental loans and environmental liabilities	**3.6**	3.1
Unrealized foreign exchange loss (gain) on government loan facilities	**2.6**	(2.9)
Decrease in fair value of warrant liability (Note 24)	**(17.5)**	(38.4)
Decrease in fair value of earnout liability (Note 25)	**(2.0)**	(4.1)
Decrease in fair value of share-based payment compensation liability (Note 26)	**(4.0)**	(9.4)
Other	**1.5**	(1.4)
	$ 149.6	$ 264.7
Net change in non-cash operating working capital (Note 22)	**14.9**	12.2
Environmental liabilities paid	**(0.6)**	(0.2)
Cash generated by operating activities	**$ 163.9**	$ 276.6
Investing activities		
Acquisition of property, plant and equipment (Note 10)	**$(106.4)**	$ (80.1)
Cash used in investing activities	**$(106.4)**	$ (80.1)
Financing activities		
Bank indebtedness (repaid) advanced, net (Note 11)	**$ (0.7)**	$ 0.2
Transaction costs on bank indebtedness (Note 11)	**(1.0)**	—
Governmental loans received (Note 14)	**18.5**	—
Governmental loans benefit on below-market rate of interest loans (Note 14)	**(12.2)**	—
Repayment of governmental loans (Note 14)	**(2.5)**	(2.5)
Interest paid	**(0.1)**	(0.1)
Common shares repurchased and cancelled (Note 20)	**—**	(3.7)
Cash generated by (used in) financing activities	**$ 2.0**	$ (6.1)
Effect of exchange rate changes on cash	**$ (6.3)**	$ 31.2
Cash		
Increase in cash	**53.2**	221.6
Opening balance	**247.4**	915.3
Ending balance (Note 7)	**$ 300.6**	$1,136.9

See accompanying notes to the condensed interim consolidated financial statements

1. GENERAL INFORMATION

Algoma Steel Group Inc., formerly known as 1295908 B.C. Ltd. (the “Company”), was incorporated on March 23, 2021 under the Business Corporations Act of British Columbia solely for the purpose of purchasing Algoma Steel Holdings Inc. On May 24, 2021, the Company entered into a Merger Agreement (the “Merger”), by and among the Company, a wholly-owned subsidiary of the Company and Legato Merger Corp. (“Legato”). On October 19, 2021, the Company completed its merger with Legato, listing its common shares and warrants under the symbol ‘ASTL’ and ASTLW’, respectively, on the Toronto Stock Exchange (TSX) and the Nasdaq Stock Market (Nasdaq). Algoma Steel Group Inc. is the ultimate parent holding company of Algoma Steel Inc. and does not conduct any business operations.

Algoma Steel Inc. (“ASI”), the operating company and a wholly-owned subsidiary of Algoma Steel Holdings Inc. was incorporated on May 19, 2016 under the Business Corporations Act of British Columbia. ASI is an integrated steel producer with its active operations located entirely in Sault Ste. Marie, Ontario, Canada. ASI produces sheet and plate products that are sold primarily in Canada and the United States.

The registered address of the Company is 1055 West Hastings Street, Vancouver, British Columbia, Canada. The head office of the Company is located at 105 West Street, Sault Ste. Marie, Ontario, Canada.

The condensed interim consolidated financial statements of the Company as at June 30, 2023 and March 31, 2023 and for the three month periods ended June 30, 2023 and 2022 are comprised of the Company and its wholly-owned subsidiaries as follows:

- Algoma Steel Holdings Inc.
- Algoma Steel Intermediate Holdings Inc.
- Algoma Steel Inc.
- Algoma Steel Inc. USA
- Algoma Docks GP Inc.
- Algoma Docks Limited Partnership

Algoma Steel Holdings Inc., Algoma Steel Intermediate Holdings Inc. and Algoma Docks GP Inc. are holding companies and do not conduct any business operations.

2. BASIS OF PRESENTATION

Statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard (“IAS”) 34 *Interim Financial Reporting* as issued by the International Accounting Standards Board (“IASB”).

Certain information and footnote disclosure normally included in annual financial statements prepared in accordance with International Financial Reporting Standards (“IFRS”), as issued by the IASB, have been omitted or condensed. The preparation of financial statements in accordance with IAS 34 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements have been set out in Notes 4 and 31 of the Company’s annual consolidated financial statements for the year ended March 31, 2023. The accounting policies and accounting judgements used in the preparation of these condensed interim

2. BASIS OF PRESENTATION *(continued)*

consolidated financial statements are consistent with those used in the Company's annual consolidated financial statements.

These condensed interim consolidated financial statements should be read in conjunction with the Company's annual consolidated financial statements for the years ended March 31, 2023 and 2022.

These condensed interim consolidated financial statements have been approved by the Board of Directors, and authorized for issuance on August 9, 2023.

The condensed interim consolidated financial statements have been prepared on a going concern assumption using historical cost basis, except for certain financial instruments that are measured at fair value, as explained in the accounting policies disclosed in Note 3 to the Company's annual consolidated financial statements for the years ended March 31, 2023 and 2022. Historical cost is generally based on the fair value of the consideration given in exchange for assets. The going concern assumption assumes the realization of assets and the discharge of liabilities in the normal course of business.

Functional and presentation currency

The Company and its subsidiaries' functional currency is the United States dollar ("US dollar"). The US dollar is the currency of the primary economic environment in which the Company and its subsidiaries operate.

For reporting purposes, the condensed interim consolidated financial statements are presented in millions of Canadian dollars ("$C"). The assets and liabilities are translated into the reporting currency using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at average exchange rates for the reporting period. Exchange differences arising are recognized in other comprehensive income and accumulated in equity under the heading 'Foreign exchange on translation to presentation currency'.

New IFRS Standards, Amendments and Interpretations adopted as of April 1, 2023 (effective January 1, 2023)

The Company adopted the following amendments which did not have a material impact on the condensed interim consolidated financial statements:

Amended Disclosure for Accounting Policies

IAS 1 "Presentation of Financial Statements" was amended with the intention to help companies provide useful accounting policy disclosures. The key amendments include the requirement to disclose material accounting policy information rather than significant accounting policies, clarifying that accounting policies related to immaterial transactions, other events or conditions are themselves immaterial and as such need not be disclosed; and clarifying that not all accounting policies that relate to material transactions, other events or conditions are themselves material to a company's financial statements.

Amended Scope of Recognition

IAS 12 "Income Taxes" was amended to narrow the scope of recognition exemption in paragraphs 15 and 24 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences.

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

2. BASIS OF PRESENTATION *(continued)*

Definition of Accounting Estimates

IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" was amended to introduce the definition of an accounting estimate and includes other amendments to assist entities to distinguish changes in accounting estimates from changes in accounting policies.

3. FUTURE ACCOUNTING CHANGES

Standards and Interpretations issued and not yet adopted

Classification of Liabilities as Current or Non-current

In January 2020, the IASB issued an amendment to IAS 1, "Presentation of Financial Statements" to clarify its requirements for the presentation of liabilities in the statement of financial position. The limited scope amendment affected only the presentation of liabilities in the statement of financial position and not the amount or timing of its recognition. The amendment clarified that the classification of liabilities as current or non-current is based on rights that are in existence at the end of the reporting period and specified that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability. It also introduced a definition of 'settlement' to make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services. On October 31, 2022, the IASB issued Non-Current Liabilities with Covenants (Amendments to IAS 1). These amendments specify that covenants to be complied with after the reporting date do not affect the classification of debt as current or non-current at the reporting date. The application of these amendments are not expected to have a significant impact on the condensed interim consolidated statements of financial position or on the Company's financial reporting. The amendment is effective for annual reporting periods beginning on or after January 1, 2024. Earlier application is permitted.

4. REVENUE

The Company is viewed as a single reportable segment involving steel production for purposes of internal performance measurement and resource allocation.

Three month period ended	**June 30, 2023**	June 30, 2022
Total revenue is comprised of:		
Sheet & Strip	**$608.7**	$759.3
Plate	**144.9**	118.1
Slab	**0.9**	—
Freight	**52.2**	45.1
Non-steel revenue	**20.5**	11.6
	$827.2	$934.1
The geographical distribution of total revenue is as follows:		
Sales to customers in Canada	**$312.6**	$335.1
Sales to customers in the United States	**501.2**	588.2
Sales to customers in the rest of the world	**13.4**	10.8
	$827.2	$934.1

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

4. REVENUE *(continued)*

For the three month periods ended June 30, 2023 and June 30, 2022, sales of $113.3 million and $120.0 million, respectively, to one customer represented greater than 10% of total revenue.

5. COST OF SALES

Three month period ended	June 30, 2023	June 30, 2022
Total cost of sales is comprised of:		
Cost of steel revenue	**$566.8**	$520.1
Cost of freight revenue	**52.2**	45.1
Cost of non-steel revenue	**20.5**	11.6
	$639.5	$576.8
Inventories recognized as cost of sales:	**$587.3**	$531.7
Net inventory write-downs as a result of net realizable value lower than cost included in cost of sales:	**$ 6.7**	$ 0.4

Depreciation included in cost of steel revenue for the three month period ended June 30, 2023 was $23.2 million (June 30, 2022 - $22.5 million). Wages and benefits included in cost of steel revenue for the three month period ended June 30, 2023 was $88.5 million (June 30, 2022 - $79.5 million).

Federal Greenhouse Gas Pollution Pricing Act

On June 28, 2019, the Company became subject to the Federal Greenhouse Gas Pollution Pricing Act (the “Carbon Tax Act”). The Carbon Tax Act was enacted with retroactive effect to January 1, 2019. During the three month period ended June 30, 2023, total Carbon Tax recognized in cost of sales as an expense was $2.5 million (June 30, 2022 - $3.0 million).

6. ADMINISTRATIVE AND SELLING EXPENSES

Three month period ended	June 30, 2023	June 30, 2022
Administrative and selling expense is comprised of:		
Personnel expenses	**$ 9.8**	$ 13.6
Professional, consulting, legal and other fees	**9.1**	11.5
Software licenses	**1.3**	1.0
Amortization of intangible assets and non-producing assets	**0.1**	0.1
Other administrative and selling	**3.1**	2.2
	$ 23.4	$ 28.4

7. CASH AND RESTRICTED CASH

At June 30, 2023, the Company had $300.6 million of cash (March 31, 2023 – $247.4 million) and restricted cash of $3.9 million (March 31, 2023 – $3.9 million). Restricted cash was held to provide collateral for letters of credit and other obligations of the Company at both June 30, 2023 and March 31, 2023.

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

8. ACCOUNTS RECEIVABLE, NET

As at,	June 30, 2023	March 31, 2023
The carrying amount of:		
Trade accounts receivable	**$272.1**	$ 277.3
Allowance for doubtful accounts	**(0.7)**	(0.5)
Governmental loan claims receivable		
Federal Ministry of Industry, Strategic Innovation Fund (“Federal SIF”) Agreement	**21.5**	3.0
Northern Industrial Electricity Rate program rebate receivable	**2.4**	2.7
Other accounts receivable	**6.8**	8.7
	$302.1	$ 291.2

Allowance for doubtful accounts	
Balance at March 31, 2022	$(2.4)
Remeasurement of loss allowance	1.9
Balance at March 31, 2023	(0.5)
Remeasurement of loss allowance	(0.2)
Balance at June 30, 2023	**$(0.7)**

9. INVENTORIES

As at,	June 30, 2023	March 31, 2023
The carrying amount of:		
Raw materials and consumables	**$532.4**	$ 485.7
Work in progress	**155.2**	168.1
Finished goods	**71.7**	68.9
	$759.3	$ 722.7

10. PROPERTY, PLANT AND EQUIPMENT, NET

As at,	June 30, 2023	March 31, 2023
The carrying amount of:		
Freehold land	**$ 6.5**	$ 6.6
Buildings	**37.4**	39.2
Machinery and equipment	**669.9**	691.7
Computer hardware	**1.9**	1.9
Right-of-use assets	**3.3**	3.4
Property under construction	**420.1**	338.5
	$1,139.1	$1,081.3

10. PROPERTY, PLANT AND EQUIPMENT, NET *(continued)*

Depreciation of property, plant and equipment

Depreciation of property, plant and equipment for the three month period ended June 30, 2023 was $24.1 million (June 30, 2022 - $23.8 million). Depreciation included in inventories at June 30, 2023, amounted to $10.2 million (June 30, 2022 - $9.5 million).

Acquisitions and disposals

During the three month period ended June 30, 2023, property, plant and equipment were acquired at an aggregate net cost of $106.4 million (June 30, 2022 – $80.1 million); comprised of property, plant and equipment acquired with a total cost of $118.9 million (June 30, 2022 - $80.1 million), against which the Company recognized benefits totaling $12.5 million (June 30, 2022 – nil) in respect of the governmental loans and the governmental grant discussed in Note 14.

During the three month period ended June 30, 2023, the Company had additions to property under construction for the electric arc furnace (“EAF”) and plate mill modernization projects of $73.7 million and $3.7 million, respectively (June 30, 2022 – $51.0 million and $9.2 million, respectively).

At June 30, 2023, property under construction includes prepaid progress payments of $187.3 million for the transition from blast furnace steel production to EAF (March 31, 2023 – $188.7 million). As at June 30, 2023, property under construction is largely comprised of the EAF and plate mill modernization projects with cumulative net additions/transfers totaling $340.8 million (March 31, 2023 - $267.1 million) and $29.2 million (March 31, 2023 - $26.2 million), respectively. Since inception for the plate mill modernization, there has been $75.8 million in additions and $46.6 million transferred into service for completion of Phase 1. Further, at June 30, 2023, there was $41.4 million (March 31, 2023 - $41.4 million) pertaining to the plate mill modernization project included in prepaid expenses and deposits.

11. BANK INDEBTEDNESS

On November 30, 2018, the Company obtained US $250.0 million in the form of a traditional asset-based revolving credit facility (the “Revolving Credit Facility”). The Revolving Credit Facility is secured by substantially all of the Company’s assets. Under the General Security Agreement, the Revolving Credit Facility has a priority claim on the accounts receivable and the inventories of the Company and a secondary claim on the rest of the Company’s assets. In May 2023, the Company increased its Revolving Credit Facility from US $250 million to US $300 million and extended the term to May, 2028. The interest rate on the Revolving Credit Facility is based on Secured Overnight Financing Rate (“SOFR”) plus a credit spread adjustment of 10 basis points plus an applicable margin, which varies depending on usage.

At June 30, 2023, the Company had drawn $1.2 million (US $0.9 million), and there was $346.5 million (US $261.7 million) of unused availability after taking into account $49.5 million (US $37.4 million) of outstanding letters of credit, and borrowing base reserves. At March 31, 2023, the Company had drawn $1.9 million (US $1.4 million), and there was $279.2 million (US $206.3 million) of unused availability after taking into account $57.3 million (US $42.3 million) of outstanding letters of credit and borrowing base reserves.

Initial transaction costs related to the Revolving Credit Facility obtained on November 30, 2018 amounted to $7.0 million, with additional transaction costs of $1.0 million incurred for the increase in the Revolving Credit Facility in May 2023. Transaction costs are disclosed as other non-current assets in the condensed interim consolidated statements of financial position, and have been amortized on a straight-line basis over the life of this facility, which have a maturity date of May 31,

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

11. BANK INDEBTEDNESS *(continued)*

2028. At June 30, 2023, the unamortized transaction costs related to the Revolving Credit Facility were $1.5 million (March 31, 2023 - $0.9 million).

Reconciliation of liabilities arising from financing activities

The changes in the Company's bank indebtedness for the three month period ended June 30, 2023 arising from financing activities are presented below:

Balance at March 31, 2023	$ 1.9
Revolving Credit Facility drawn	18.5
Repayment of Revolving Credit Facility	(19.2)
Balance at June 30, 2023	**$ 1.2**

12. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

As at,	**June 30, 2023**	March 31, 2023
The carrying amount of:		
Accounts payable	**$ 108.6**	$ 59.8
Accrued liabilities	**106.9**	74.9
Wages and accrued vacation payable	**49.0**	69.9
Dividends payable (Note 29)	**7.0**	—
	$ 271.5	$ 204.6

13. TAXES PAYABLE AND ACCRUED TAXES

As at,	**June 30, 2023**	March 31, 2023
The carrying amount of:		
Payroll taxes payable	**$ 10.1**	$ 4.3
Sales taxes payable	**1.2**	—
Carbon tax accrual	**10.9**	8.4
Income taxes payable (Note 18)	**30.6**	1.7
	$ 52.8	$ 14.4

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

14. GOVERNMENTAL LOANS

As at,	**June 30, 2023**	March 31, 2023
The carrying amount of:		
Long-term portion		
Federal AMF Loan, denominated in Canadian dollars, due March 1, 2028	**$ 26.4**	$ 27.9
Provincial MENDM Loan, denominated in Canadian dollars, due November 30, 2028	**46.3**	45.4
Federal SIF Agreement loan, denominated in Canadian dollars, due April 30, 2031	**8.1**	9.7
Federal SIF EAF Agreement loan, denominated in Canadian dollars, due January 1, 2030	**34.3**	27.4
	$ 115.1	$ 110.4
Current portion		
Federal AMF Loan, denominated in Canadian dollars	**$ 10.0**	$ 10.0
Federal SIF Loan, denominated in Canadian dollars	**1.9**	—
	$ 11.9	$ 10.0
	$ 127.0	$ 120.4

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

14. GOVERNMENTAL LOANS *(continued)*

The changes in the Company's governmental loan facilities arising from financing activities are presented below:

	Governmental Loan Issued (Repaid)	Governmental loan benefit recognized immediately	Accretion of governmental loan benefit	Carrying value
Federal AMF Loan				
Balance at March 31, 2023	$ 49.2	$ (26.5)	$ 15.0	$ 37.9
Movement in the period	**(2.5)**	**—**	**1.0**	**(1.5)**
Balance at June 30, 2023	**$ 46.7**	**$ (26.5)**	**$ 16.0**	**$ 36.4**
Provincial MENDM Loan				
Balance at March 31, 2023	$ 60.0	$ (26.4)	$ 11.9	$ 45.4
Movement in the period	**—**	**—**	**0.9**	**0.9**
Balance at June 30, 2023	**$ 60.0**	**$ (26.4)**	**$ 12.8**	**$ 46.3**
Federal SIF Loan				
Balance at March 31, 2023	$ 15.0	$ (7.8)	$ 2.5	$ 9.7
Movement in the period	**—**	**—**	**0.3**	**0.3**
Balance at June 30, 2023	**$ 15.0**	**$ (7.8)**	**$ 2.8**	**$ 10.0**
Federal SIF EAF Loan				
Balance at March 31, 2023	$ 65.5	$ (38.7)	$ 0.6	$ 27.4
Movement in the period	**18.5**	**(12.2)**	**0.6**	**6.9**
Balance at June 30, 2023	**$ 84.0**	**$ (50.9)**	**$ 1.2**	**$ 34.3**
Total, Governmental Loans				
Balance at March 31, 2023	$ 189.8	$ (99.4)	$ 30.0	$ 120.4
Movement in the period	**16.0**	**(12.2)**	**2.8**	**6.6**
Balance at June 30, 2023	**$ 205.8**	**$ (111.6)**	**$ 32.8**	**$ 127.0**

15. DERIVATIVE FINANCIAL INSTRUMENTS

The Company is party to an International Swaps and Derivatives Association, Inc. (ISDA) 2002 master agreement with an investment and financial services company to hedge the commodity price risk associated with various commodities. As of June 30, 2023, the Company had no outstanding hedging agreements. As of June 30, 2022, the Company entered into agreements to hedge the revenue on the sale of steel. The credit support annex to the master agreement requires the Company to make margin payments to satisfy collateral requirements based on Mark-to-Market (MTM) exposure of the commodity contracts in excess of US $0.25 million. As of June 30, 2023 and March 31, 2023, no margin payments were made by the Company.

The commodity contracts to hedge the NYMEX price of the hot rolled coil price of steel are derivatives, which are designated as cash flow hedges for which hedge effectiveness is measured for

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

15. DERIVATIVE FINANCIAL INSTRUMENTS *(continued)*

the duration of the agreements and therefore carried at fair value through other comprehensive income or loss. As of June 30, 2023 and March 31, 2023, the company had no outstanding steel derivative contracts and as a result, the fair value liability, respectively, was nil.

The cumulative amount of gains and losses on cash flow hedging instruments assessed as effective are presented in the cash flow hedge reserve through other comprehensive income or loss and is recognized in profit or loss only when the hedged transaction impacts the profit or loss, or is included directly in the initial cost or other carrying amount of the hedged non-financial items (basis adjustment).

The movements in the cash flow hedge reserve for the period as a component of accumulated other comprehensive income is as follows:

As at,	**June 30, 2023**	March 31, 2023
Opening balance	**$ —**	$ (24.7)
Income arising on changes in fair value of cash flow hedges, net of tax expense of nil, respectively	**—**	34.0
Loss reclassified to net income	**—**	(9.3)
Income on cash flow hedges	**—**	24.7
Ending balance	**$ —**	$ —

16. PENSION BENEFITS

Defined benefit plans

The components of amounts recognized in the condensed interim consolidated statements of net income in respect of the defined benefit plans are presented below:

Three month period ended	**June 30, 2023**	June 30, 2022
Amounts recognized in net income were as follows:		
Current service cost	**$ 4.2**	$ 4.3
Net interest cost	**2.1**	1.0
	$ 6.3	$ 5.3
Defined benefit costs recognized in:		
Cost of sales	**$ 3.8**	$ 3.9
Administrative and selling expenses	**0.4**	0.4
Interest on pension liability	**2.1**	1.0
	$ 6.3	$ 5.3

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

16. PENSION BENEFITS *(continued)*

The amounts recognized in the condensed interim consolidated statements of other comprehensive income in respect of the defined benefit plans are presented below:

Three month period ended	**June 30, 2023**	June 30, 2022
Amounts recognized in other comprehensive income, were as follows:		
Actuarial loss on accrued pension liability	**$ 12.6**	$ 61.4

17. OTHER POST-EMPLOYMENT BENEFITS

The components of amounts recognized in the condensed interim consolidated statements of net income in respect of the other post-employment benefit plans are presented below:

Three month period ended	**June 30, 2023**	June 30, 2022
Amounts recognized in net income were as follows:		
Current service cost	**$ 0.7**	$ 0.8
Net interest cost	**2.7**	2.4
	$ 3.4	$ 3.2
Post employment benefit costs recognized in:		
Cost of sales	**$ 0.6**	$ 0.7
Administrative and selling expenses	**0.1**	0.1
Interest on pension liability	**2.7**	2.4
	$ 3.4	$ 3.2

The amounts recognized in the condensed interim consolidated statements of other comprehensive income in respect of these other post-employment benefit plans are presented below:

Three month period ended	**June 30, 2023**	June 30, 2022
Amounts recognized in other comprehensive income, were as follows:		
Actuarial loss (income) on accrued post employment benefit liability	**$ 1.8**	$(29.8)

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

18. TAX MATTERS

The components of income tax expense (recovery) for the three month periods ended June 30, 2023 and June 30, 2022, are as follows:

Three month period ended	**June 30, 2023**	June 30, 2022
Income tax expense recognized in net income:		
Current tax expense	**$ 46.3**	$ 85.5
Deferred income tax benefit	**(7.0)**	(0.6)
	$ 39.3	$ 84.9
Income tax expense recognized in other comprehensive income:		
Tax effect of net unrealized loss on cash flow hedges	**$ —**	$ 0.9
	$ —	$ 0.9

19. COMMITMENTS AND CONTINGENCIES

Property, plant and equipment

In the normal course of business operations the Company has certain commitments for capital expenditures related to the maintenance and acquisition of property, plant and equipment.

Key inputs to production

The Company requires large quantities of iron ore, coal, oxygen, electricity and natural gas in order to satisfy the demands of the steel manufacturing operation. The Company makes most of its purchases of these principal raw materials at negotiated prices under annual and multi-year agreements. These agreements provide the Company with comfort that an adequate supply of these key raw materials will be available to the Company at a price acceptable to the Company.

Legal Matters

Additionally, from time to time, in the ordinary course of business, the Company is a defendant or party to a number of pending or threatened legal actions and proceedings. Although such matters cannot be predicted with certainty, management currently considers the Company’s exposure to such ordinary course claims and litigation, to the extent not covered by the Company’s insurance policies or otherwise provided for, not to have a material adverse effect on these condensed interim consolidated financial statements. In addition, the Company is involved in and potentially subject to regular audits from federal and provincial tax authorities relating to income, capital and commodity taxes and, as a result of these audits, may receive assessments and reassessments.

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

20. CAPITAL STOCK

	Number of shares issued and outstanding	Stated capital value
Balance at March 31, 2023	103,567,884	$958.4
Issuance of capital stock	35,379	0.4
Balance at June 30, 2023	**103,603,263**	**958.8**

For the three month period ended June 30, 2023, the Company converted 35,379 deferred share units ("DSUs") to capital stock upon the resignation of a director.

Normal Course Issuer Bid

On March 3, 2022, the Company commenced a normal course issuer bid (the "2022 NCIB") after receiving regulatory approval from the Toronto Stock Exchange. Pursuant to the NCIB, the Company was authorized to acquire up to a maximum of 7,397,889 of its shares, or 5% of its 147,957,790 issued and outstanding shares as of February 18, 2022, subject to a daily maximum of 16,586 shares. The common shares were available for purchase and cancellation commencing on March 3, 2022 until June 14, 2022 at which time the NCIB was suspended with the launch of the Substantial Issuer Bid ("SIB").

As at June 30, 2022, the Company purchased and cancelled 1,572,968 common shares at a weighted average book value of US$9.11 per share with an aggregate carrying value of $14.7 million (US $11.5 million) for a total purchase price of approximately $18.4 million (US $14.3 million). The excess of the carrying value of the common shares purchased over the purchase price paid totalling $3.7 million, was recognized as a reduction to retained earnings.

Prior to expiry of the 2022 NCIB on March 2, 2023, the Company purchased and cancelled 3,364,262 common shares at a weighted average book value of $9.25 (US $7.30) per share for a total purchase price of approximately $37.1 million (US $28.6 million).

The Company renewed its NCIB to acquire a maximum of 5,178,394 of its shares, or approximately 5% of its 103,567,884 issued and outstanding shares as of February 28, 2023, subject to a daily maximum of 50,984 shares. The NCIB commenced March 6, 2023 and will terminate on the earlier of March 5, 2024, or such earlier time as the Company completes its purchases pursuant to the NCIB or provides notice of termination. As at June 30, 2023 and March 31, 2023, the Company has not made any purchases under its renewed NCIB.

Substantial Issuer Bid

On June 21, 2022, the Company commenced a substantial issuer bid in Canada and a Tender Offer in the United States (collectively the "Offer") to purchase for cancellation up to US $400 million of its common shares. The Offer, expiring on July 27, 2022, proceeded by way of a "modified Dutch auction", whereby, shareholders who chose to participate in the Offer can individually select the price, within a price range of not less than US $8.75 and not more than US $10.25 per share (in increments of US $0.10 per share), at which they will tender their shares to the Offer. Upon expiry of the Offer, the Company determined the lowest purchase price that allowed it to purchase the maximum number of shares properly tendered to the Offer, and not properly withdrawn, having an aggregate purchase price not exceeding US $400 million.

20. CAPITAL STOCK *(continued)*

As at June 30, 2022, the Company recorded an accrual of US $400 million in accounts payable and accrued liabilities on the condensed interim statements of financial position to reflect its commitment to repurchase its common shares under the Offer. Common shares are reduced by the number of shares estimated to be repurchased at the average carrying value of the common shares, which amounted to 45,714,286 common shares with an aggregate carrying value of $431.8 million (US$335.1 million). The excess of the accrued purchase price over the carrying value of the shares purchased totalling $83.6 million (US$64.9 million) was recognized as a reduction to retained earnings.

Upon expiry of the Offer on July 27, 2022, 41,025,641 common shares at a weighted average book value of $9.11 (US $7.33) per share were purchased for cancellation at US $9.75 per share, for an aggregate amount of US $400 million. As a result, the Company subsequently adjusted the number of common shares and the reduction to retained earnings to actual. The excess of the purchase price over the carrying value of the shares purchased totalling $127.4 million (US $99.3 million) was recognized as a reduction to retained earnings. The Company incurred transaction costs of $1.1 million related to the SIB which were recorded within capital stock.

21. NET INCOME PER COMMON SHARE

The following table sets forth the computation of basic and diluted net income per common share:

Three month period ended	**June 30, 2023**	June 30, 2022
(in millions)		
Net income attributable to ordinary shareholders	**$130.9**	$301.4
(Gain) loss on change in fair value of warrants(i)	**(17.5)**	(38.4)
Net income attributable to ordinary shareholders (diluted)	**$113.4**	$263.0
(in millions)		
Weighted average common shares outstanding(ii)	**108.4**	152.4
Dilutive effect of warrants, restricted share units and performance share units(i)	**24.3**	24.2
Dilutive weighted average common shares outstanding	**132.7**	176.6
Net income per common share:		
Basic	**$ 1.21**	$ 1.98
Diluted	**$ 0.85**	$ 1.49

(i) As at June 30, 2023, 24,179,000 warrants remain outstanding. For the purposes of determining diluted net income per common share, net income for the three months ended June 30, 2023 was adjusted for the change in the fair value of the warrants in the amount of $17.5 million (US $13.1 million) as the warrants were determined to be dilutive (June 30, 2022 - $38.4 million; US $30.0 million).

On May 17, 2022, the Board of Directors granted 141,203 and 556,348 restricted share units and performance share units, respectively, to various employees of the Company under the Omnibus Plan. For the purposes of determining diluted net income per share, the restricted

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

21. NET INCOME PER COMMON SHARE *(continued)*

share units and performance share units are considered contingently issuable potential ordinary shares. The treasury stock method is applied based on the number of units that vest based on achievement of various financial and nonfinancial targets. Based on the achievement of such targets and forfeiture of awards, the restricted share units and performance share units included in diluted net income per share for the three month period ended June 30, 2023 is 97,599 common shares (June 30, 2022 – 36,450). See Note 28.

(ii) The total weighted average common shares outstanding as at June 30, 2023 include 103,603,263 (June 30, 2022 – 147,543,379) common shares issued and outstanding for the period.

The Company issued earnout rights and Replacement LTIP awards in connection with the Company's merger transaction from fiscal 2022. As at June 30, 2023, 1,537,187 (June 30, 2022 – 1,616,308) earnout rights remain outstanding and have been included in the calculation of basic and diluted net income per common share as if they were issued on the day of the merger transaction.

As at June 30, 2023, 3,059,643 (June 30, 2022 – 3,222,408) units of Replacement LTIP awards remain outstanding. Replacement LTIP awards are included within the weighted average common shares outstanding, as the Replacement LTIP Awards are fully vested and exercisable for a nominal price. See Note 26.

The Company also routinely grants DSUs to Directors of the Company under its Omnibus Equity Incentive Plan ("Omnibus Plan"). As at June 30, 2023, the Company recognized 227,843 (June 30, 2022 – 55,384) DSUs as vested to various Directors of the Company in respect of their annual retainers. The DSUs recognized under the Omnibus Plan are included within the weighted average common shares outstanding, as the units are exercisable for no consideration. See Note 28.

22. NET CHANGE IN NON-CASH OPERATING WORKING CAPITAL

Three month period ended	**June 30, 2023**	June 30, 2022
Accounts receivable	**$ (17.5)**	$ 73.3
Net taxes payable and accrued taxes	**30.9**	92.1
Inventories	**(52.1)**	(140.4)
Prepaid expenses and other current assets	**(7.2)**	10.8
Accounts payable and accrued liabilities	**60.8**	(29.7)
Derivative financial instruments (net)	**—**	6.1
	$ 14.9	$ 12.2

23. FINANCIAL INSTRUMENTS

Fair value of financial instruments

The fair value of cash, restricted cash, accounts receivable and accounts payable and accrued liabilities approximates their carrying value due to the short-term nature of these instruments. The fair value of the Revolving Credit Facility, disclosed in Note 11 approximates the respective carrying value due to variable interest rates.

23. FINANCIAL INSTRUMENTS *(continued)*

The fair value of steel commodity swaps are classified as Level 2 and is calculated using the mark-to-market forward prices of NYMEX hot rolled coil steel based on the applicable settlement dates of the outstanding swap contracts.

The fair values of the warrant liability, earnout liability and the share-based payment compensation liability are classified as Level 1 and are calculated using the quoted market price of the Company’s common shares at the end of each reporting period.

Financial risk management

The Company’s activities expose it to a variety of financial risks including credit risk, liquidity risk, interest rate risk and market risk. The Company may use derivative financial instruments to hedge certain of these risk exposures. The use of derivatives is based on established practices and parameters, which are subject to the oversight of the Board of Directors. The Company does not utilize derivative financial instruments for trading or speculative purposes.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises primarily from the Company’s receivables from customers. The Company has an established credit policy under which each new customer is analyzed individually for creditworthiness before the Company’s standard payment and delivery terms and conditions are offered. The Company’s review includes a review of the potential customer’s financial information, external credit ratings and bank and supplier references. Credit limits are established for each new customer and customers that fail to meet the Company’s credit requirements may transact with the Company only on a prepayment basis.

The maximum credit exposure at June 30, 2023 is the carrying amount of accounts receivable of $302.1 million (March 31, 2023 - $291.2 million). At June 30, 2023 and March 31, 2023, there was no customer account greater than 10% of the carrying amount of accounts receivable. As at June 30, 2023, $4.6 million, or 1.7% (March 31, 2023 - $2.0 million, or 0.7%), of accounts receivable were more than 90 days old.

The Company establishes an allowance for doubtful accounts that represents its estimate of losses in respect of accounts receivable. The main components of this allowance are a specific provision that relates to individual exposures and a provision for expected losses that have been incurred but not yet identified. The allowance for doubtful accounts at June 30, 2023 was $0.7 million (March 31, 2023 - $0.5 million), as disclosed in Note 8.

The Company may be exposed to certain losses in the event of non-performance by counterparties to derivative financial instruments such as commodity price contracts and foreign exchange contracts. The Company mitigates this risk by entering into transactions with highly rated major financial institutions.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due. The Company manages liquidity risk by maintaining adequate cash balances. The Company continuously monitors and reviews actual and forecasted cash flows to ensure adequate liquidity and anticipate liquidity requirements. There have been no changes to the Company’s objectives and processes for capital management, including the management of long-term debt, as described in Note 5 to the March 31, 2023 consolidated financial statements.

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

23. FINANCIAL INSTRUMENTS *(continued)*

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and commodity prices, will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return on risk. As disclosed in Note 15, during the three month period ended June 30, 2023, the Company was not a party to agreements to hedge the commodity price risk associated with the revenue on the sale of steel however was a party to agreements during the three month period ended June 30, 2022. These activities are carried out under the oversight of the Company's Board of Directors.

Currency risk

The Company is exposed to currency risk on purchases, labour costs and pension and other post retirement employment benefits liabilities that are denominated in Canadian dollars. The prices for steel products sold in Canada are derived mainly from price levels in the US market in US dollars converted into Canadian dollars at the prevailing exchange rates. As a result, a stronger US dollar relative to the Canadian dollar increases the Company's Canadian dollar selling prices for sales within Canada.

The Company's Canadian dollar denominated financial instruments as at June 30, 2023 and March 31, 2023, were as follows:

As at,	**June 30, 2023**	March 31, 2023
Cash	**$ 8.3**	$ 51.2
Restricted cash	**3.9**	3.9
Accounts receivable	**135.8**	127.1
Bank indebtedness	**—**	—
Accounts payable and accrued liabilities	**(121.9)**	(147.1)
Governmental loans	**(127.0)**	(120.4)
Other long-term liabilities	**(3.7)**	(3.3)
Net Canadian dollar denominated financial instruments	**$(104.6)**	$ (88.6)

A $0.01 decrease (or increase) in the US dollar relative to the Canadian dollar for the three month period ended June 30, 2023 would have decreased (or increased) income (loss) from operations by $0.5 million (March 31, 2023 - $0.2 million).

Interest rate risk

Interest rate risk is the risk that the value of the Company's assets and liabilities will be affected by a change in interest rates. The Company's interest rate risk mainly arises from the interest rate impact on its banking facilities and debt. The Company may manage interest rate risk through the periodic use of interest rate swaps.

For the three month periods ended June 30, 2023 and June 30, 2022, a one percent increase (or decrease) in interest rates would have decreased (or increased) net income (loss) by approximately nil.

23. FINANCIAL INSTRUMENTS *(continued)*

Commodity price risk

The Company is subject to price risk from fluctuations in the market prices of commodities, including natural gas, iron ore and coal. The Company enters into supply agreements for certain of these commodities as disclosed in Note 19. To manage risks associated with future variability in cash flows attributable to certain commodity purchases, the Company may use derivative instruments with maturities of 12 months or less as disclosed in Note 15 to hedge the commodity price risk associated with the revenue on the sale of steel.

At June 30, 2023, the Company had no commodity-based swap contracts. At June 30, 2022, the Company had commodity-based swap contracts with an aggregate notional quantity of 66,000 net tons outstanding, and a 10% increase in the price of hot-rolled coil (U.S. Midwest Domestic Hot-Rolled Coil Steel (CRU) Index), assuming foreign exchange remains unchanged, would result in approximately $8.7 million decrease in the Company’s profit or loss.

24. WARRANT LIABILITY

As at June 30, 2023, 24,179,000 Warrants remain outstanding with an estimated fair value of US $1.21 per Warrant based on the market price of the Warrants, for which the Company recognized a liability of $38.7 million (US $29.3 million) (March 31, 2023 - $57.3 million; US $42.3 million) in warrant liability on the condensed interim consolidated statements of financial position. Gain on change in the fair value of the warrant liability for the three month periods ended June 30, 2023 and June 30, 2022 of $17.5 million and $38.4 million, respectively, are presented in the condensed interim consolidated statements of net income.

25. EARNOUT LIABILITY

As at June 30, 2023, 1,537,184 earnout rights remain outstanding with an estimated fair value of US $7.10 per unit based on the market price of the Company’s common shares, for which an earnout liability of $14.4 million (US $10.9 million) (March 31, 2023 - $16.8 million; US $12.4 million) was recognized on the condensed interim consolidated statements of financial position. Gain on change in the fair value of the earnout liability for the three month periods ended June 30, 2023 and June 30, 2022 of $2.0 million and $4.1 million, respectively, are presented in the condensed interim consolidated statements of net income.

26. SHARE-BASED PAYMENT COMPENSATION LIABILITY

Replacement Long Term Incentive Plan (“LTIP”) Awards

As at June 30, 2023, 3,059,643 Replacement LTIP Awards remain outstanding with an estimated fair value of US $7.10 per unit based on the market price of the Company’s common shares, for which the Company recognized a liability of $28.8 million (US $21.7 million) (March 31, 2023 - $33.5 million; US $24.7 million) in share-based payment compensation liability on the condensed interim consolidated statements of financial position. Gain on change in the fair value of the share-based payment compensation liability for the three month periods ended June 30, 2023 and June 30, 2022 of $4.0 million and $9.4 million, respectively, are presented in the condensed interim consolidated statements of net income.

27. KEY MANAGEMENT PERSONNEL

The Company’s key management personnel, and persons connected with them, are also considered to be related parties for disclosure purposes. Key management personnel are defined as those

Tabular amounts expressed in millions of Canadian dollars except for share and per share information

27. KEY MANAGEMENT PERSONNEL *(continued)*

individuals having authority and responsibility for planning, directing and controlling the activities of the Company and include the executive leadership team (ELT) and the Board of Directors.

Remuneration of the Company's Board of Directors and ELT for the respective periods are as follows:

Three month period ended	**June 30, 2023**	June 30, 2022
Salaries and benefits	**$ 1.6**	$ 4.5
Director fees	**0.8**	0.2
Share-based compensation (Note 28)	**0.6**	2.2
	$ 3.0	$ 6.9

28. SHARE BASED COMPENSATION

Long-term incentive plan

On October 19, 2021, the Company approved an Omnibus Equity Incentive Plan ("Omnibus Plan") that would allow the Company to grant various awards to its employees. Under the terms of the Omnibus Plan, the maximum number of common shares that may be awarded is 8.8 million common shares. The awards issuable under the Plan consists of Restricted Share Units ("RSU"), DSUs, Performance Share Units ("PSU") and stock options.

Deferred share units

Under the terms of the Omnibus Plan, DSUs may be issued to members of the Board of Directors as may be designated by the Board of Directors from time-to-time in satisfaction of all or a portion of Director fees. The number of DSUs to be issued in satisfaction of a payment of Director fees shall be equal to the amount of the Director fees divided by the given day volume weighted average price of the Company's common shares preceding the grant date. DSUs are equity-settled share-based payments measured at fair value at the date of grant and expensed immediately as the underlying services have been rendered. The grant date fair value is approximated by the price of the Company's common shares on the date of grant. DSUs do not have an exercise price and become exercisable for one common share of the Company upon the retirement of the Director, or in the event of incapacity.

For the three month period ended June 30, 2023, the Company granted 42,950 DSUs under the Omnibus Plan to certain directors of the Company, with a grant date fair value based on the market price of the Company's common shares on the day of the grant. For the three month period ended June 30, 2023, the Company converted 35,379 DSUs to capital stock upon the resignation of a director.

For the three month period ended June 30, 2023, the Company recorded a share-based payment compensation expense of $0.4 million in administrative and selling expense on the condensed interim consolidated statement of net income and contributed deficit on the condensed interim consolidated statements of financial position (June 30, 2022 - $0.9 million).

As at June 30, 2023, a total of 223,199 DSUs were outstanding. No cancellations or forfeiture of DSUs have been recorded to date.

28. SHARE BASED COMPENSATION *(continued)*

Restricted share units and performance share units

Under the terms of the Omnibus Plan, RSUs and PSUs may be issued to employees of the Company as may be designed by the Board of Directors in order to retain and motivate employees. RSUs and PSUs are equity-settled share-based payments measured at fair value at the date of grant and expensed over the vesting period. The grant date fair value takes into account any non-vesting conditions. The subsequent recognition of the grant date fair value over the vesting period involves

the Company's estimation of the RSUs and PSUs that will eventually vest and adjusts for the likelihood of achieving service conditions and non-market performance conditions. RSUs and PSUs do not have an exercise price and become exercisable for one common share of the Company on the vesting date. The price of the Company's common shares on the grant date is used to approximate the grant date fair value of each unit of RSUs and PSUs.

For the three month period ended June 30, 2023, 144,682 and 178,407 units of RSUs and PSUs, respectively, remain outstanding for recognition over the remainder of the vesting period. Further, for the three month period ended June 30, 2023, the Company recorded share-based payment compensation expense of $0.3 million (June 30, 2022 - $2.0 million) in administrative and selling expenses on the condensed interim consolidated statement of net income and contributed deficit on the condensed interim consolidated statements of financial position. No exercises or cancellations of RSUs and PSUs have been recorded to date.

29. DIVIDENDS

On June 21, 2023, the Board of Directors declared a dividend of US$0.05 per common share for shareholders of record at market close on July 5, 2023. At June 30, 2023, a dividend payable of $7.0 million (US $5.2 million) was recorded as a distribution through retained earnings (June 30, 2022 - $9.5 million; US $7.3 million).