



**MCAN MORTGAGE CORPORATION**

**BASEL III PILLAR 3 DISCLOSURES**

**December 31, 2019**

## 1. Scope of Application

This document represents the Basel III Pillar 3 disclosures for MCAN Mortgage Corporation (the “Company”, “MCAN” or “we”) as at December 31, 2019. These disclosures are made pursuant to the Pillar 3 Disclosure Requirements of the Office of the Superintendent of Financial Institutions (“OSFI”).

The amounts disclosed in the tables below represent the carrying amounts included in the Company’s 2019 consolidated financial statements, which are prepared in accordance with International Financial Reporting Standards and use the accounting policies described therein. This document is unaudited and is reported in thousands of Canadian dollars, unless otherwise noted.

The Basel III capital adequacy framework is applied to the consolidated operations of the Company, which include the Company’s wholly-owned subsidiary, XMC Mortgage Corporation (“XMC”).

MCAN is a Loan Company under the *Trust and Loan Companies Act* (Canada) (the “Trust Act”) and a Mortgage Investment Corporation (“MIC”) under the *Income Tax Act* (Canada) (the “Tax Act”). As a Loan Company under the Trust Act, the Company is subject to the guidelines and regulations set by OSFI. MCAN is incorporated in Canada with its head office located at 200 King Street West, Suite 600, Toronto, Ontario, Canada. MCAN is a public company listed on the Toronto Stock Exchange under the symbol MKP.

XMC is an originator of single family residential mortgage products across Canada.

The Company generates a reliable stream of income by investing in a diversified portfolio of Canadian mortgages, including single family residential, residential construction, non-residential construction and commercial loans, as well as other types of securities, loans and real estate investments. The Company employs leverage by issuing term deposits that are eligible for Canada Deposit Insurance Corporation deposit insurance and are sourced through a network of independent financial agents. Leverage can be up to a maximum of five times capital (on a non-consolidated tax basis in the MIC entity) as limited by the provisions of the Tax Act applicable to a MIC. The Company also participates in the National Housing Act (“NHA”) mortgage-backed securities (“MBS”) program.

## 2. Capital Structure and Capital Adequacy

The Company’s Common Equity Tier 1 (“CET 1”) capital consists of share capital, contributed surplus, and retained earnings. The Company does not hold any additional Tier 1 or Tier 2 capital instruments; therefore, its CET 1 capital is equal to its Tier 1 and Total capital. The Company’s authorized share capital consists of an unlimited number of common shares with no par value. As at December 31, 2019, the Company had 24,215,383 common shares outstanding.

As a Loan Company under the Trust Act, OSFI oversees the adequacy of the Company’s capital. OSFI requires all federally regulated institutions to meet the minimum capital to risk-weighted asset ratios of 7% CET 1 capital, 8.5% Tier 1 capital and 10.5% Total capital and a minimum leverage ratio which is calculated on a different basis from the MIC leverage ratio. The risk-weighting of all on-balance sheet assets and all off-balance sheet assets is based on a prescribed percentage of the underlying asset position, in addition to adjustments for other items such as impaired mortgages. Risk-weighted assets also include an operational risk charge, which is based on certain components of the Company’s net investment income over the past 12 quarters. The Company uses the standardized approach for credit risk and the basic indicator approach for operational risk. The Company maintains internal target minimum CET 1, Tier 1 and Total capital ratios.

The Company maintains prudent capital planning practices to ensure that it is adequately capitalized and continues to satisfy minimum standards and internal targets. In conjunction with the annual strategic planning and budgeting process, the Company completes an Internal Capital Adequacy Assessment Process (“ICAAP”) in order to ensure that it has the capital adequacy to support its business plan and risk appetite. The ICAAP assesses the capital necessary to support the various inherent risks that the Company faces, including liquidity and funding, credit, interest rate, market, operational, regulatory compliance, strategic and reputational risks. The Company’s business plan is also stress tested under various adverse scenarios to determine the impact on its results from operations and financial condition. The ICAAP is reviewed by both management and the Board of Directors (the “Board”) and is submitted to OSFI annually. In addition, the Company internally performs stress testing for capital adequacy on a quarterly basis, and the results of such testing are reported to the Board.

December 31, 2019 (Unaudited - Dollar amounts in thousands)

The Company's total balance sheet exposures, regulatory capital and leverage ratio are outlined in the table below.

(in thousands except %)

As at December 31, 2019	OSFI ROW #		
On-balance sheet items	1	\$	2,183,145
Deductions from Tier 1 capital	4		(36,813)
<b>Total On-Balance Sheet Exposures</b>	5		<u>2,146,332</u>
Mortgage and investment funding commitments (50%)	17		340,297
Less: conversion to credit equivalent amount (50%)	18		(170,149)
Letters of credit (50%)	17		33,965
Less: conversion to credit equivalent amount (50%)	18		(16,983)
<b>Total Off-Balance Sheet Items</b>	19		<u>187,130</u>
<b>Tier 1 capital</b>	20		293,499
<b>Total Exposure/Regulatory Assets</b>	21	\$	<u>2,333,462</u>
<b>Leverage ratio</b>	22		12.58%

The Company's regulatory capital information as at December 31, 2019 is presented in the table below. OSFI's Basel III guidance for non-Domestic Systemically Important Banks (non-DSIBs) prescribes standardized row numbers when disclosing certain capital information to facilitate comparability across regulated entities.

(in thousands except %)

As at December 31, 2019	OSFI ROW #		
Share capital and contributed surplus	1	\$	228,518
Retained earnings	2		101,794
<b>Common Equity Tier 1 capital before regulatory adjustments</b>	6		330,312
Total regulatory adjustments to Common Equity Tier 1 capital	28		(36,813)
<b>Common Equity Tier 1 capital (CET 1)</b>	29		<u>293,499</u>
<b>Tier 1 capital</b>	45		<u>293,499</u>
<b>Tier 2 capital</b>	58		—
<b>Total capital</b>	59	\$	<u>293,499</u>
Total risk-weighted assets	60	\$	1,303,502
<b>Regulatory Capital Ratios</b>			
Common Equity Tier 1 capital to risk-weighted assets ratio	61		22.52%
Tier 1 capital to risk-weighted assets ratio	62		22.52%
Total capital to risk-weighted assets ratio	63		22.52%

The Company's assets, analyzed on a risk-weighted basis, are as outlined in the table below.

(in thousands)	
As at December 31, 2019	
<b>On-Balance Sheet Assets</b>	
Cash and cash equivalents	\$ 11,651
Cash held in trust	5,715
Marketable securities	46,170
Mortgages - corporate	734,680
Mortgages - securitized	31,457
Non-marketable securities	163,601
Equity investment in MCAP Commercial LP	33,031
Deferred tax asset	132
Other assets	12,782
	1,039,219
<b>Off-Balance Sheet Items</b>	
Letters of credit	16,983
Commitments	139,437
	156,420
Charge for operational risk	107,863
	107,863
<b>Risk-Weighted Assets</b>	<b>\$ 1,303,502</b>

### 3. Credit Risk

Credit risk is the risk of financial loss resulting from the failure of a counterparty, for any reason, to fully honour its financial or contractual obligations to the Company, primarily arising from our investments and lending activities. Fluctuations in real estate values may increase the risk of default and may also reduce the net realizable value of the collateral property to the Company. These risks may result in defaults and credit losses, which may result in a loss of earnings.

#### *Credit Risk Management*

Credit risk is managed through prudent risk management policies and procedures that emphasize the quality and diversification of our investments and lending activities. Credit policies include credit risk limits in alignment with the Risk Appetite Framework ("RAF"). These credit risk limits include, but are not limited to, concentration by asset class, geographic region, dollar amount and borrower. These policies are amended on an ongoing basis and approved by the Board to reflect changes in market conditions and risk appetite.

The Capital Commitments Committee ("CCC"), which is comprised of management, is accountable for decision-making on credit risk issues and provides oversight of proposed investments for the construction, commercial and marketable and non-marketable securities portfolios.

Credit and commitment exposure are closely monitored by operational and oversight business units. The Risk and Compliance Committee, which is comprised of management, monitors and challenges credit risk exposures, monitors portfolio and underwriting quality and performance against credit risk limits on a monthly basis, and the Enterprise Risk Management and Compliance Committee ("ERM&CC") reviews all material risks affecting the Company on a quarterly basis, which includes the identification, assessment, and monitoring of material credit risks.

The Company identifies potential risks in our mortgage portfolio by way of regular review of market and portfolio metrics, which are a key component of quarterly market reports provided to the Board by management. Existing risks in our mortgage portfolio are identified by arrears reporting, portfolio diversification analysis, post funding monitoring and risk rating trends of the entire mortgage portfolio. The aforementioned reporting and analysis provide adequate monitoring of and control over our exposure to credit risk.

The Company assigns a credit score and risk rating for all mortgages at the time of underwriting based on the assessed credit quality of the borrower and the value of the underlying real estate. Risk ratings are reviewed annually at a minimum, and more frequently whenever there is an amendment, or a material change such as a default or impairment.

As part of the Company's credit risk management process, the Company monitors its loan portfolio for early indicators of potential concerns. The "monitored/arrears" category includes construction and commercial loans that may experience events such as slow sales, cost overruns or are located in geographic markets in which risks have increased. Loans in this category are included in stage 2. Considering factors such as borrower equity, portfolio loan to value ratios and project liquidity, as at December 31, 2019, there have been no indications at the portfolio level of potential loss of principal in excess of the allowances for credit losses recorded for mortgages in stage 1 and 2. These collective allowances are based on forward-looking economic assumptions and other factors.

**Corporate mortgages by exposure type**

As at December 31, 2019	Gross		Allowance			Net Principal
	Principal	Stage 1	Stage 2	Stage 3	Total	
<b>Corporate Portfolio:</b>						
Single family mortgages						
Insured	\$ 110,182	\$ 1	\$ —	\$ —	\$ 1	\$ 110,181
Uninsured	383,638	405	219	194	818	382,820
Uninsured - completed inventory	45,708	226	27	—	253	45,455
Construction loans	507,643	2,731	392	—	3,123	504,520
Commercial loans						
Multi family residential	14,075	35	8	—	43	14,032
Other commercial	32,468	75	—	—	75	32,393
	<b>\$ 1,093,714</b>	<b>\$ 3,473</b>	<b>\$ 646</b>	<b>\$ 194</b>	<b>\$ 4,313</b>	<b>\$ 1,089,401</b>

**Corporate mortgages by geography**

As at December 31, 2019	Single Family	Construction	Commercial	Total	% of Total
Ontario	\$ 360,245	\$ 182,378	\$ 45,478	\$ 588,101	53.9%
Alberta	73,401	30,948	947	105,296	9.7%
British Columbia	78,359	281,088	—	359,447	33.0%
Quebec	8,662	10,106	—	18,768	1.7%
Atlantic Provinces	10,509	—	—	10,509	1.0%
Other	7,280	—	—	7,280	0.7%
	<b>\$ 538,456</b>	<b>\$ 504,520</b>	<b>\$ 46,425</b>	<b>\$ 1,089,401</b>	<b>100.0%</b>

*Allowances for credit losses*

The allowance for credit losses reduces the carrying value of mortgage assets by an estimate of the principal amounts that borrowers may not repay in the future. In assessing the estimated realizable value of assets, the Company must rely on estimates and exercise judgment regarding matters for which the ultimate outcome is unknown. A number of factors can affect the amount that the Company ultimately collects, including the quality of its own underwriting process and credit criteria, the diversification of the portfolio, the underlying security relating to the loans and the overall economic environment. Allowances on impaired mortgages include all of the accumulated provisions for losses to reduce the assets to their estimated realizable value. Allowances depend on asset class, as different classes have varying underlying risks. Future changes in circumstances could materially affect net realizable values and lead to an increase or decrease in the allowance for credit losses.

The measurement of impairment losses under IFRS 9 across all categories of financial assets requires judgment, in particular, the estimation of the amount and timing of future cash flows and collateral values and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances.

The Company's expected credit loss ("ECL") calculations are model outputs with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Elements of the ECL models that are considered accounting judgments and estimates include:

- The Company's criteria for assessing if there has been a significant increase in credit risk which results in allowances being measured on a lifetime versus 12 month ECL basis;
- The segmentation of financial assets for the purposes of assessing ECL on a collective basis;
- Development of ECL models, including the various formulas and the choice of inputs;
- Determination of associations between macroeconomic scenarios and economic inputs such as unemployment levels and collateral values, and the effect on probability of default, exposure at default and loss given default; and
- Forward-looking information used as economic inputs.

The Company may also make qualitative adjustments or overlays using expert credit judgment in the calculations of ECLs, which represent accounting judgments and estimates.

### Corporate mortgage allowance continuity

	Stage 1	Stage 2	Stage 3	Total
Balance, October 1, 2019	\$ 3,258	\$ 726	\$ 246	\$ 4,230
Provisions for (recovery of) losses	215	(80)	6	141
Write-offs, net	—	—	(58)	(58)
Balance, December 31, 2019	\$ 3,473	\$ 646	\$ 194	\$ 4,313

### Impaired and past due mortgages

The Company considers a financial instrument defaulted and therefore stage 3 (credit-impaired) for ECL calculations in all cases when the borrower becomes 90 days past due on its contractual payments. In certain other cases, where qualitative thresholds indicate unlikelihood to pay as a result of a credit event, the Company carefully considers whether the event should result in an assessment at stage 2 or 3 for ECL calculations.

The combined impact of several events may cause financial assets to become defaulted as opposed to one discrete event. The decision whether to classify an asset as stage 1 or stage 2 once cured depends on the current assessment of significant increase in credit risk.

### Corporate mortgages past due but not impaired

As at December 31, 2019	1 to 30 days	31 to 60 days	61 to 90 days	Total
Single family - insured	\$ 1,557	\$ —	\$ —	\$ 1,557
Single family - uninsured	5,571	1,248	263	7,082
	\$ 7,128	\$ 1,248	\$ 263	\$ 8,639

The provincial breakdown of mortgages past due but not impaired is as follows: Ontario - \$4,170; Alberta - \$3,291; British Columbia - \$1,178; New Brunswick - \$0; Quebec - \$0; Manitoba - \$0; and Nova Scotia - \$0.

**Impaired corporate mortgages**

<b>As at December 31, 2019</b>	<b>SF Insured</b>	<b>SF Uninsured</b>	<b>Construction</b>	<b>Total</b>
Ontario	\$ —	\$ 423	\$ —	423
Alberta	1,565	416	—	1,981
British Columbia	—	545	—	545
Quebec	170	88	—	258
Atlantic Provinces	48	127	—	175
Manitoba	—	140	—	140
	\$ 1,783	\$ 1,739	\$ —	3,522

**4. Securitizations**

The Company is an NHA MBS issuer, which involves the securitization of insured mortgages to create MBS. The Company issues MBS through its internal market MBS program and the Canada Housing Trust Canada Mortgage Bonds (“CMB”) program. When the MBS is sold to third parties and the interest-only strip is retained by MCAN, the securitized mortgages remain on MCAN’s consolidated balance sheet while a corresponding financial liability from securitization is incurred, due to the fact that the Company retains significant continuing involvement with the assets. When the Company has transferred substantially all the risks and rewards of ownership of the MBS or when the Company has neither transferred nor retained substantially all the risks and rewards of ownership of the MBS but has transferred control of the financial asset, the securitized mortgages are derecognized from MCAN’s consolidated balance sheet.

The primary risks associated with the market MBS program and CMB program are prepayment, liquidity and funding risk, including the obligation to fund 100% of any cash shortfall related to the Timely Payment obligation. Prepayment risk includes the acceleration of the amortization of mortgage premiums, as applicable, as a result of early payouts.

*Market MBS Program*

During Q4 2019, the Company securitized \$77 million of MBS through the market MBS program.

*CMB Program*

During Q4 2019, the Company securitized \$26 million of insured single family mortgages and \$nil of insured multi family mortgages through the CMB program.

**Securitized mortgages exposure by type**

As at December 31, 2019, the Company had \$784,296 of securitized mortgages which consisted of single family insured mortgages securitized through the market MBS program and CMB program.

**Securitized mortgages past due not impaired**

<b>As at December 31, 2019</b>	<b>1 to 30 days</b>	<b>31 to 60 days</b>	<b>61 to 90 days</b>	<b>Total</b>
Single family - Market MBS Program	\$ 2,051	\$ 518	\$ —	2,569
Single family - CMB Program	247	173	—	420
	\$ 2,298	\$ 691	\$ —	2,989

As at December 31, 2019, there were \$761 of impaired securitized mortgages, of which \$561 were located in Alberta and \$200 were located in Quebec.

## 5. Operational Risk

Operational risk is the potential for loss resulting from people, inadequate or failed internal processes, systems, or from external events.

### *Operational Risk Management*

The Operational Risk Management Framework (“ORMF”) covers all components of MCAN’s operational risk management including processes and control activities to ensure adherence with business and regulatory requirements. The ORMF sets out an integrated approach to identify, measure, monitor, manage and report on known and emerging operational risks. Senior management and the Board review operational risk assessments on a quarterly basis.

## 6. Marketable Securities

Marketable securities are designated as fair value through profit and loss. Fair values are based on bid prices quoted in active markets, and changes in fair value are recognized in the consolidated statements of income. Marketable securities provide MCAN with additional liquidity at yields in excess of cash and cash equivalents.

### **As at December 31, 2019**

Real estate investment trusts	\$	46,141
Corporate bonds		29
	<b>\$</b>	<b>46,170</b>

## 7. Interest Rate Risk

Interest rate risk is the potential impact of changes in interest rates on our earnings and capital. Interest rate risk arises when the Company’s assets and liabilities, both on and off-balance sheet, have mismatched repricing and maturity dates. Changes in interest rates where the Company has mismatched repricing and maturity dates may have an adverse effect on its financial condition and results of operations. Risk factors that MCAN regularly considers are credit spread, gap, basis and yield curve risks.

### *Interest Rate Risk Management*

The Interest Rate Risk Management Framework, which is reviewed and approved by the Board, details MCAN’s interest rate risk measurement tools, including stress testing, roles and accountabilities, and monitoring and reporting requirements. Additionally, it establishes appropriate interest rate risk limits and articulates appetite for interest rate exposures.

The Company evaluates its exposure to a variety of changes in interest rates across the term spectrum of our assets and liabilities including, both parallel and non-parallel changes in interest rates. By managing and strategically matching the terms of corporate assets and term deposits, the Company seeks to reduce the risks associated with interest rate changes, and in conjunction with liquidity management policies and procedures, the Company also manages cash flow mismatches. The Asset and Liability Committee (“ALCO”) reviews the Company’s interest rate exposure on a monthly basis using an interest rate spread and gap analysis as well as an interest rate sensitivity analysis based on various scenarios. This information is also formally reviewed by the Board each quarter.

The Company is exposed to interest rate risk on insured single family mortgages between the time that a mortgage rate is committed to borrowers and the time that the mortgage is funded, and, in the case of mortgages securitized through the market MBS or CMB programs, the time that the mortgage is securitized. To manage this risk, the Company may employ various hedging strategies.

### *Interest Rate Risk – Quantitative Impact*

An immediate and sustained parallel 1% increase to market interest rates on interest-bearing financial instruments as at December 31, 2019 would have an estimated positive effect of \$3,807 to net income over the following twelve month period. An immediate and sustained parallel 1% decrease to market interest rates at December 31, 2019 would have an estimated adverse effect of \$3,376 to net income over the following twelve month period. The Company has an integrated balance sheet approach on

interest rate risk and our management of liquidity and funding risk. The Company expects that the impact of an immediate and sustained interest rate change would be substantially mitigated by the effect of changes in interest rates on our other financial instruments, such as marketable securities, given our balance sheet composition.

## 8. Liquidity and Funding Risk

Liquidity and funding risk is the risk that cash inflows, including the ability to raise deposits and access to other sources of funding, supplemented by assets readily convertible to cash, will be insufficient to honour all cash outflow commitments (both on and off-balance sheet) as they come due.

The following table below summarizes the Company's corporate assets by maturity:

As at December 31, 2019	Within 3 months	3 Months to 1 Year	1 to 3 Years	3 to 5 Years	Over 5 Years	Total
Cash and cash equivalents	\$ 54,452	\$ —	\$ —	\$ —	\$ —	54,452
Marketable securities	46,141	—	—	29	—	46,170
Mortgages - corporate	289,240	473,737	256,583	59,380	10,461	1,089,401
Non-marketable securities	—	—	17,619	—	76,070	93,689
Other loans	882	217	—	—	—	1,099

### *Liquidity Risk Management*

On a daily basis, the Company monitors its liquidity position to ensure that the level of liquid assets held (including insured single family mortgages, which are readily marketable within a time frame of one to three months), together with its ability to raise new deposits and other funding sources, is sufficient to meet its funding commitments, deposit maturity obligations, and other financial obligations.

The Board is accountable for the approval of the Liquidity Risk Management Framework (“LRMF”). The LRMF establishes a framework to maintain sufficient liquidity, including holding a portfolio of high-quality liquid assets to meet commitments as they come due. The LRMF details the daily, monthly and quarterly analyses that are performed by management, and includes a framework for daily funding requirements, gap analysis between assets and liabilities, deposit concentration levels, liquidity risk limits, and stress testing requirements, in alignment with both the standards set under the Trust Act and regulations or guidelines issued by OSFI. Further to the LRMF, we maintain a Contingency Funding Plan that details the strategies and action plans to respond to stress events that could materially impair our access to funding and liquidity.

ALCO, which is comprised of management, is accountable for liquidity management oversight. On a monthly basis, ALCO reviews the Company’s liquidity risk profile, reviews funding strategies and regularly monitors performance against established liquidity risk limits. Monitoring of liquidity risk is reported to the Board and any exceptions or breach of key limits are immediately reported by ALCO to the ERM&CC. As at December 31, 2019, we were in full compliance with the LRMF, key liquidity risk limits and regulatory requirements.

Stress testing is reviewed monthly by ALCO and quarterly by the Board. Liquidity stress testing is performed on singular and simultaneous scenarios. MCAN’s stress testing is designed to ensure that exposures remain within the liquidity risk appetite and established Board-approved liquidity risk limits under the stress test scenarios. As at December 31, 2019, we held sufficient liquidity and maintained the ability to fund obligations over the forecast period under the stress test scenarios.

The Company has access to liquidity through its ability to issue term deposits eligible for CDIC deposit insurance. These term deposits also provide the Company with the ability to fund asset growth as needed.

The Company maintains a demand loan revolver facility to meet our short-term obligations as required. Under the facility, there is a sublimit for issued letters of credit, which may be used to support the obligations of borrowers to municipalities in conjunction with construction loans. During 2019, the facility limit was increased from \$75,000 to \$120,000.

The Company also has an agreement with a Canadian Schedule I Chartered bank that enables the Company to execute repurchase agreements for liquidity purposes. This facility provides liquidity and allows the Company to encumber certain eligible securities for financing purposes. As part of the agreement, we may sell assets to the counterparty at a specified price with an agreement

to repurchase at a specified future date. The interest rate on the borrowings is driven by market spot rates at the time of borrowing. We will execute these repurchase agreements to provide alternative sources of liquidity when it is efficient and effective to do so.

## 9. Strategic Risk

Strategic risk is the risk of loss due to fluctuations in the external business environment, and the failure of management to adjust its strategies, business model and business activities to adapt or respond appropriately.

### *Strategic Risk Management*

Strategic risk is managed by the CEO and senior management. The Board approves the Company's strategies at least annually and reviews results and needed changes as applicable against those strategies regularly. Strategies are aligned to be consistent with the RAF, regulatory and other internal requirements.

## 10. Regulatory Compliance Risk

Regulatory compliance risk arises from the Company's potential non-conformance with existing and new laws, rules, regulations, prescribed practices, or ethical standards in any jurisdiction in which it operates. Regulatory compliance risk also arises from the exercise of discretionary oversight by regulatory or other competent authorities that may adversely affect us, including by limiting the products or services that we provide, restricting the scope of our operations or business lines, limiting pricing and availability of products in the market, increasing the ability of competitors to compete with our products and services or requiring us to cease carrying on business. Our failure to comply with applicable laws and regulations may result in sanctions and financial penalties that could adversely impact our earnings and damage our reputation. Increasing regulations and expectations, both globally and domestically, have increased the cost and resources necessary to meet regulatory expectations for the Company.

The Company's Chief Compliance Officer, Chief Anti Money Laundering Officer & Privacy Officer independently oversees the adequacy of, adherence to, and effectiveness of day-to-day compliance procedures in alignment with the Company's Regulatory Compliance Management Framework. Additionally, the Risk and Compliance Committee and the Board review and effectively challenge regulatory compliance risk-related reports on a quarterly basis.

## 11. Reputational Risk

Reputational risk is a risk of loss or adverse impacts resulting from damages to MCAN's reputation, regardless of whether the facts that underlie the event are true or not.

The loss of reputation can greatly affect shareholder value through reduced public confidence, a loss of business, legal action, or increased regulatory oversight. Reputation refers to the perception of the enterprise by various stakeholders. Typically, key stakeholder groups include investors, borrowers, depositors, employees, suppliers, regulators, brokers and strategic partners. Perceptions may be impacted by various events including financial performance, specific adverse occurrences from events such as cybersecurity issues, unfavourable media coverage, and changes or actions of the Company's leadership. Failure to effectively manage reputational risk can result in reduced market capitalization, loss of client loyalty, reduced access to deposit funding and the inability to achieve our strategic objectives.

### *Reputational Risk Management*

We believe that the most effective way for the Company to safeguard its public reputation is through embedding successful processes and controls, along with the promotion of appropriate conduct, risk culture and risk management. Reputational risk is mitigated by management of the underlying risks in the business and is monitored and reported to the Board on a quarterly basis.

## 12. Remuneration

For information regarding the remuneration of executives of the Company, refer to the "Compensation Discussion and Analysis" section of the 2019 Management Information Circular.