

NEWS RELEASE

Winpak Reports 2025 Third Quarter Results

Winnipeg, Manitoba, October 22, 2025 - Winpak Ltd. (WPK) today reports consolidated results in US dollars for the third quarter of 2025, which ended on September 28, 2025.

	Quarter Ended		Year-To-Date Ended	
	September 28 2025	September 29 2024	September 28 2025	September 29 2024
<i>(thousands of US dollars, except per share amounts)</i>				
Revenue	282,967	285,473	840,569	845,752
Net income	36,513	39,309	100,897	114,103
Income tax expense	13,396	14,659	36,719	43,287
Net finance income	(2,851)	(5,710)	(8,291)	(17,816)
Depreciation and amortization	14,253	13,338	41,177	39,038
EBITDA (1)	61,311	61,596	170,502	178,612
Net income attributable to equity holders of the Company	36,375	38,486	101,156	112,833
Net income (loss) attributable to non-controlling interests	138	823	(259)	1,270
Net income	36,513	39,309	100,897	114,103
Basic and diluted earnings per share (cents)	60	61	165	177

Winpak Ltd. manufactures and distributes high-quality packaging materials and related packaging machines. The Company's products are used primarily for the packaging of perishable foods, beverages and in healthcare applications.

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¹ EBITDA is not a recognized measure under IFRS Accounting Standards (IFRS). Management believes that in addition to net income, this measure provides useful supplemental information to investors including an indication of cash available for distribution prior to debt service, capital expenditures, payment of lease liabilities and income taxes. Investors should be cautioned, however, that this measure should not be construed as an alternative to net income, determined in accordance with IFRS, as an indicator of the Company's performance. The Company's method of calculating this measure may differ from other companies and, accordingly, the results may not be comparable.

Management's Discussion and Analysis

(presented in US dollars)

Forward-looking statements: Certain statements made in the following Management's Discussion and Analysis contain forward-looking statements including, but not limited to, statements concerning possible or assumed future results of operations of the Company. Forward-looking statements represent the Company's intentions, plans, expectations and beliefs, and are not guarantees of future performance. Such forward-looking statements represent Wipak's current views based on information as at the date of this report. They involve risks, uncertainties and assumptions and the Company's actual results could differ, which in some cases may be material, from those anticipated in these forward-looking statements. Factors that could cause results to differ from those expected include, but are not limited to: the terms, availability and costs of acquiring raw materials and the ability to pass on price increases to customers; ability to negotiate contracts with new customers or renew existing customer contracts with less favorable terms; timely response to changes in customer product needs and market acceptance of our products; the potential loss of business or increased costs due to customer or vendor consolidation; competitive pressures, including new product development; industry capacity, and changes in competitors' pricing; ability to maintain or increase productivity levels; ability to contain or reduce costs; foreign currency exchange rate fluctuations; changes in governmental regulations, including environmental, health and safety; changes in Canadian and foreign tariff rates; changes in Canadian and foreign income tax rates, income tax laws and regulations. Unless otherwise required by applicable securities law, Wipak disclaims any intention or obligation to publicly update or revise this information, whether as a result of new information, future events or otherwise. The Company cautions investors not to place undue reliance upon forward-looking statements.

Financial Performance

Net income attributable to equity holders of the Company (Earnings) for the third quarter of 2025 of \$36.4 million contracted by \$2.1 million or 5.5 percent from the comparable 2024 quarter. Net finance income dampened Earnings by \$1.7 million. Additionally, gross profit reduced Earnings by \$1.5 million. The decrease in sales volumes lowered Earnings by \$1.2 million. Conversely, operating expenses raised Earnings by \$1.0 million. In total, all remaining items boosted Earnings by \$1.3 million.

For the nine months ended September 28, 2025, Earnings declined by 10.3 percent to \$101.2 million from the corresponding 2024 result of \$112.8 million. The deterioration in gross profit was a key factor, subtracting \$8.0 million from Earnings. In addition, net finance income led to a contraction in Earnings of \$6.3 million. Foreign exchange added \$2.8 million to Earnings. In combination, all other factors decreased Earnings by \$0.1 million.

Operating Segments and Product Groups

The Company provides three distinct types of packaging technologies: a) flexible packaging, b) rigid packaging and flexible lidding and c) packaging machinery. Each is deemed to be a separate operating segment.

The flexible packaging segment includes the modified atmosphere packaging, specialty films and biaxially oriented nylon product groups. Modified atmosphere packaging extends the shelf life of perishable foods, while at the same time maintains or improves the quality of the product. The packaging is used for a wide range of markets and applications, including fresh and processed meats, poultry, cheese, medical device packaging, high performance pouch applications and high-barrier films for converting applications. Specialty films include a full line of barrier and non-barrier films which are ideal for converting applications such as printing, laminating and bag making, including shrink bags. Biaxially oriented nylon film is stretched by length and width to add stability for further conversion using printing, metalizing or laminating processes and is ideal for food packaging applications such as cheese, fluid and viscous liquids, and industrial applications such as book covers and balloons.

The rigid packaging and flexible lidding segment includes the rigid containers, lidding and specialized printed packaging product groups. Rigid containers include portion control and single-serve containers, as well as plastic sheet, custom and retort trays, which are used for applications such as food, pet food, beverage, dairy, industrial and healthcare. Lidding products are available in die-cut, daisy chain and rollstock formats and are used for applications such as food, dairy, beverage, pet food, industrial and healthcare. Specialized printed packaging provides packaging solutions to the pharmaceutical, healthcare, nutraceutical, cosmetic and personal care markets.

Packaging machinery includes a full line of horizontal fill/seal machines for preformed containers and vertical form/fill/seal pouch machines for pumpable liquid and semi-liquid products and certain dry products.

Revenue

Revenue in the third quarter of 2025 was \$283.0 million, \$2.5 million or 0.9 percent less than the third quarter of 2024. Volumes fell by 3.0 percent when compared to the third quarter of 2024. Weakened customer demand within several product categories contributed to the result. The level of customer turnover thus far in 2025 has been consistent with recent historical experience. Within the flexible packaging operating segment, volume losses amounted to 3 percent. For the modified atmosphere packaging product group, the recent growth path reversed and volumes retreated by 3 percent. New dairy business was overshadowed by muted demand levels at the core protein accounts. The rigid packaging and flexible lidding operating segment experienced a drop in volumes of 3 percent. Rigid container volumes decreased by 10 percent due to a sizeable drop in specialty beverage and snack food container shipments. For the lidding product group, volumes surpassed the prior year by 5 percent predominantly because of higher retort petfood lidding volumes. Driven by the expansion in replacement parts sales, packaging machinery volumes advanced by 7 percent. Selling price and mix changes had a positive effect on revenue of \$6.2 million. Foreign exchange lowered revenue by \$0.2 million.

For the first nine months of 2025, revenue decreased by \$5.2 million from the \$845.8 million recorded in the corresponding prior year period. Volumes receded by 1.2 percent. The flexible packaging operating segment recorded an uptick in volumes of 2 percent. Modest volume growth for the modified atmosphere packaging product group reflected business gains pertaining to dairy and healthcare packaging. For the biaxially oriented nylon product group, the volume loss of 11 percent was a reflection of competitive pricing pressures. Specialty film volumes were virtually unchanged. Within the rigid packaging and flexible lidding operating segment, volumes dropped by 5 percent. The rigid container product group experienced a 5 percent decline in volumes stemming from lower snack food, applesauce and juice container shipments. For the lidding product group, volumes declined by 4 percent because of softer specialty beverage volumes. Packaging machinery volumes were on par with the prior year. Selling price and mix changes raised revenue by 1.0 percent while foreign exchange lowered revenue by 0.3 percent.

Gross Profit Margins

Gross profit margins in the third quarter fell by 1.4 percentage points to 30.6 percent of revenue from the 32.0 percent recorded in the same quarter of 2024. Selling prices rose to a greater extent than raw material costs, generating an increase in Earnings of \$1.2 million. This outcome stemmed from the positive shift in product mix and tariff mitigation strategies which was only partially offset by selling price concessions stemming from heightened competitive pressures. Other factors combined to reduce Earnings by \$2.7 million. The most notable were quality-related and depreciation expenses.

For the first nine months of 2025, gross profit margins were 30.4 percent of revenue, shrinking by 1.5 percentage points from the 31.9 percent of revenue achieved during the 2024 year-to-date comparative period. Higher selling prices, resulting from the change in product mix and tariff pass-through adjustments, combined with relatively flat raw material costs, raised Earnings by \$6.9 million. In total, all remaining items lowered Earnings by \$14.9 million. The most prominent were production waste and expenses relating to inventory disposals on account of quality issues. The Company's cost structure was also adversely affected by higher personnel and depreciation expenses. Personnel expenses included an aggregate of \$2.3 million in one-time payments made to every employee to commemorate the 50th anniversary of Wipak's incorporation. Lastly, diminished output levels elevated the effective cost of production.

The raw material purchase price index decreased by 1 percent compared to the second quarter of 2025. During the third quarter, polypropylene resin declined by 11 percent while the prices for other specialty resins increased moderately. Over the past 12 months, the index dropped by 8 percent.

Expenses and Other

Operating expenses in the third quarter of 2025, adjusted for foreign exchange, decreased at a rate of 6.3 percent in comparison to the 3.0 percent reduction in sales volumes, thereby having a favorable impact on Earnings of \$1.0 million. Improved freight costs were the main contributor. Net finance income softened Earnings by \$1.7 million as the magnitude of cash invested in short-term deposits and money market accounts was much lower than a year earlier. The change was largely a result of the share buyback program as well as the special dividend paid in early 2025.

On a year-to-date basis, operating expenses, exclusive of foreign exchange, were virtually unchanged whereas sales volumes fell by 1.2 percent, resulting in a reduction in Earnings of \$0.9 million. One-time employee payments amounted to \$0.8 million. Foreign exchange had a positive effect on Earnings of \$2.8 million due to the favorable translation differences recorded on the revaluation of monetary assets and liabilities in comparison to the unfavorable translation differences recorded in the first nine months of 2024. Due to the substantial decrease in the balance of cash invested in short-term deposits and money market accounts, net finance income tempered Earnings by \$6.3 million.

Capital Resources, Cash Flow and Liquidity

On March 24, 2025, the Toronto Stock Exchange (the "TSX") accepted a notice filed by Winpak of its intention to renew its normal course issuer bid (the "NCIB") with respect to its outstanding common shares. The notice provided that Winpak may, during the 12-month period commencing March 26, 2025 and ending no later than March 25, 2026, purchase through the facilities of the TSX and other alternative Canadian trading systems up to a maximum of 3,087,500 common shares in total, being 5.0 percent of the issued and outstanding shares of Winpak as of March 18, 2025. The price which Winpak will pay for any common shares will be the market price at the time of acquisition. Daily purchases under the NCIB will be generally limited to 13,761 common shares, other than block purchases. All shares purchased will be canceled. In connection with the NCIB, Winpak has entered into an automatic share purchase plan with CIBC World Markets Inc. to facilitate the purchase of common shares under the NCIB, including at times when Winpak would ordinarily not be permitted to purchase its common shares due to regulatory restrictions or self-imposed blackout periods. As at September 28, 2025, the Company had purchased 1,116,869 common shares under its current NCIB.

The Company's cash and cash equivalents balance ended the third quarter of 2025 at \$365.3 million, an increase of \$9.3 million from the end of the second quarter. Winpak continued to generate strong cash flows from operating activities before changes in working capital of \$60.8 million. The net investment in working capital increased by \$0.5 million. The \$11.0 million decrease in inventories was impacted by the systematic unwinding of raw materials and finished goods that had accumulated during the first half of 2025. Stemming from the timing of equipment and inventory purchases, trade payables and other liabilities decreased by \$9.1 million. Cash was used for common share repurchases of \$26.7 million, property, plant and equipment additions of \$18.0 million, income tax payments of \$5.2 million and other items totaling \$3.1 million. Net finance income provided cash of \$2.0 million.

For the first nine months of 2025, the cash and cash equivalents balance decreased by \$131.9 million. Cash flows generated from operating activities before changes in working capital were solid at \$170.1 million. Investments in working capital amounted to \$22.2 million. The \$9.3 million build up of inventories was largely due to the measures taken since early 2025 to minimize the effect of cross-border import tariffs. Influenced by the timing of supplier payments relating to inventory, equipment and building additions, trade payables and other liabilities decreased by \$14.3 million. Cash outflows included: dividend payments of \$137.6 million, property, plant and equipment expenditures of \$64.0 million, common share repurchases of \$45.8 million, income tax payments of \$36.1 million and other items amounting to \$3.5 million. Net finance income produced incremental cash of \$7.2 million.

Summary of Quarterly Results

	Thousands of US dollars, except per share amounts (US cents)							
	Q3 2025	Q2 2025	Q1 2025	Q4 2024	Q3 2024	Q2 2024	Q1 2024	Q4 2023
Revenue	282,967	272,800	284,802	285,143	285,473	283,496	276,783	275,637
Net income attributable to equity holders of the Company	36,375	30,205	34,576	36,622	38,486	38,825	35,522	34,846
EPS	60	49	56	58	61	61	55	54

Looking Forward

With the exception of foil-based products, the Company's entire product portfolio is currently exempt from tariffs under the United States-Mexico-Canada Agreement (USMCA). Furthermore, nearly all raw materials sourced within North America are exempt from tariffs. However, these exemptions could lapse within the next nine months with modifications to the USMCA or the introduction of a complementary bilateral trade agreement with the United States. This could have a sizeable impact on the Company's growth aspirations and manufacturing costs. The Company is keenly focused on mobilizing strategic capital investments that enhance its resilience to a more protectionist trade environment.

Restrained customer demand, which is mainly attributed to persistent inflation and trade uncertainty, has had a significant impact on sales volumes thus far in 2025. These dynamics will likely persist throughout the fourth quarter and accordingly, the Company is projecting flat volume growth relative to the fourth quarter of 2024. Looking ahead to 2026, the Company is optimistic that the commercialization of new extrusion capacity at the modified atmosphere packaging facility will fuel solid growth, particularly with respect to recycle-ready products. Additionally, during 2025, the Company has secured new business awards at large Consumer Packaged Goods companies. Other opportunities at these companies are being aggressively pursued, and in combination with recent gains, will be a key driver for growth in 2026 and over the long-term.

Raw material costs have been consistent over the past six months. Market expectations are that overall resin and foil prices will be relatively stable for the balance of the year. The majority of the foil import tariffs should continue to be passed along to customers. Going forward, Winpak is focused on optimizing its cost structure with respect to manufacturing performance, automation, product formulations, raw material procurement and personnel levels. Gross profit margin in the fourth quarter of 2025 should be comparable to the immediately preceding quarter.



Capital expenditures of approximately \$80 to \$90 million are forecast for 2025, highlighted by the completion of the extensive expansion of the Winnipeg, Manitoba modified atmosphere packaging facility. Simultaneously, Winpak will investigate potential acquisition opportunities that align strategically with the Company's core strengths, especially those that are focused on medical and pharmaceutical applications.

Accounting Changes - Future Changes to Accounting Standards

(a) Amendments to the Classification and Measurement of Financial Instruments:

In May 2024, the IASB issued "Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7)", that clarify the recognition date and derecognition date of certain financial assets and liabilities, clarify and add guidance to assess whether a financial asset meets the solely payments of principal and interest criteria. The amendments include additional disclosure requirements for certain instruments with contractual terms that could change cash flows and updates the disclosure requirements relating to equity instruments at fair value through other comprehensive income. The amendments are effective for annual reporting periods beginning on or after January 1, 2026. The Company does not expect the amendments to have a significant impact on the consolidated financial statements when they are adopted in 2026.

(b) Presentation and Disclosure of Financial Statements:

In April 2024, the IASB issued IFRS 18 "Presentation and Disclosure in Financial Statements" to improve reporting of financial performance. IFRS 18 replaces IAS 1 "Presentation of Financial Statements". It carries forward many requirements from IAS 1 unchanged. IFRS 18 applies for annual reporting periods beginning on or after January 1, 2027 with early adoption permitted. The Company is currently assessing the impact of this new standard and does not intend to early adopt IFRS 18 in its consolidated financial statements.

Controls and Procedures

Disclosure Controls

Management is responsible for establishing and maintaining disclosure controls and procedures in order to provide reasonable assurance that material information relating to the Company is made known to them in a timely manner and that information required to be disclosed is reported within time periods prescribed by applicable securities legislation. There are inherent limitations to the effectiveness of any system of disclosure controls and procedures, including the possibility of human error and the circumvention or overriding of the controls and procedures. Accordingly, even effective disclosure controls and procedures can only provide reasonable assurance of achieving their control objectives. Based on management's evaluation of the design of the Company's disclosure controls and procedures, the Company's Chief Executive Officer and Chief Financial Officer have concluded that these controls and procedures are designed as of September 28, 2025 to provide reasonable assurance that the information being disclosed is recorded, summarized and reported as required.

Internal Controls Over Financial Reporting

Management is responsible for establishing and maintaining adequate internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. Internal control systems, no matter how well designed, have inherent limitations and therefore can only provide reasonable assurance as to the effectiveness of internal controls over financial reporting, including the possibility of human error and the circumvention or overriding of the controls and procedures. Management used the Internal Control – Integrated Framework published by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO") as the control framework in designing its internal controls over financial reporting. Based on management's design of the Company's internal controls over financial reporting, the Company's Chief Executive Officer and Chief Financial Officer have concluded that these controls and procedures are designed as of September 28, 2025 to provide reasonable assurance that the financial information being reported is materially accurate. During the third quarter ended September 28, 2025, there have been no changes to the design of the Company's internal controls over financial reporting that have materially affected, or are reasonably likely to materially affect, its internal controls over financial reporting.

Winpak Ltd.
Interim Condensed Consolidated Financial Statements
Third Quarter Ended: September 28, 2025

These interim condensed consolidated financial statements have not been audited or reviewed by the Company's independent external auditors, KPMG LLP.

Winpak Ltd.
Condensed Consolidated Balance Sheets
(thousands of US dollars) (unaudited)

	Note	September 28 2025	December 29 2024
Assets			
Current assets:			
Cash and cash equivalents		365,337	497,261
Trade and other receivables	13	216,261	220,201
Income taxes receivable		12,939	8,749
Inventories	7	259,696	250,383
Prepaid expenses		8,657	6,710
Derivative financial instruments		287	-
		<u>863,177</u>	<u>983,304</u>
Non-current assets:			
Property, plant and equipment	8	645,792	622,666
Intangible assets and goodwill		29,385	29,709
Employee benefit plan assets		10,973	11,405
		<u>686,150</u>	<u>663,780</u>
Total assets		<u>1,549,327</u>	<u>1,647,084</u>
Equity and Liabilities			
Current liabilities:			
Trade payables and other liabilities		107,803	252,134
Contract liabilities		1,120	1,747
Income taxes payable		4,688	6,879
Derivative financial instruments		640	4,175
		<u>114,251</u>	<u>264,935</u>
Non-current liabilities:			
Employee benefit plan liabilities		4,476	4,774
Deferred income		19,268	19,721
Provisions and other long-term liabilities		15,169	16,781
Deferred tax liabilities		62,430	56,999
		<u>101,343</u>	<u>98,275</u>
Total liabilities		<u>215,594</u>	<u>363,210</u>
Equity:			
Share capital	10	27,034	27,735
Reserves		(259)	(3,174)
Retained earnings		<u>1,272,001</u>	<u>1,224,097</u>
Total equity attributable to equity holders of the Company		<u>1,298,776</u>	<u>1,248,658</u>
Non-controlling interests		<u>34,957</u>	<u>35,216</u>
Total equity		<u>1,333,733</u>	<u>1,283,874</u>
Total equity and liabilities		<u>1,549,327</u>	<u>1,647,084</u>

See accompanying notes to condensed consolidated financial statements.

Winpak Ltd.**Condensed Consolidated Statements of Income***(thousands of US dollars, except per share amounts) (unaudited)*

	Note	Quarter Ended		Year-To-Date Ended	
		September 28 2025	September 29 2024	September 28 2025	September 29 2024
Revenue	5	282,967	285,473	840,569	845,752
Cost of sales		(196,383)	(194,121)	(585,234)	(576,143)
Gross profit		86,584	91,352	255,335	269,609
Sales, marketing and distribution expenses		(22,482)	(25,240)	(70,797)	(74,307)
General and administrative expenses		(11,594)	(11,632)	(37,829)	(36,766)
Research and technical expenses		(5,177)	(5,221)	(16,519)	(15,952)
Pre-production expenses		(117)	-	(397)	-
Other expenses	6	(156)	(1,001)	(468)	(3,010)
Income from operations		47,058	48,258	129,325	139,574
Finance income		3,855	6,833	11,744	21,461
Finance expense		(1,004)	(1,123)	(3,453)	(3,645)
Income before income taxes		49,909	53,968	137,616	157,390
Income tax expense		(13,396)	(14,659)	(36,719)	(43,287)
Net income for the period		36,513	39,309	100,897	114,103
Attributable to:					
Equity holders of the Company		36,375	38,486	101,156	112,833
Non-controlling interests		138	823	(259)	1,270
		36,513	39,309	100,897	114,103
Basic and diluted earnings per share - cents	11	60	61	165	177

Condensed Consolidated Statements of Comprehensive Income*(thousands of US dollars) (unaudited)*

	Note	Quarter Ended		Year-To-Date Ended	
		September 28 2025	September 29 2024	September 28 2025	September 29 2024
Net income for the period		36,513	39,309	100,897	114,103
<u>Items that will not be reclassified to the statements of income:</u>					
Cash flow hedge gains (losses) recognized		-	241	57	(919)
Cash flow hedge (gains) losses transferred to property, plant and equipment		-	(35)	378	29
		-	206	435	(890)
<u>Items that are or may be reclassified subsequently to the statements of income:</u>					
Cash flow hedge (losses) gains recognized		(1,583)	684	1,249	(879)
Cash flow hedge losses transferred to the statements of income	6	557	142	2,137	494
Income tax effect		275	(221)	(906)	103
		(751)	605	2,480	(282)
Other comprehensive (loss) income for the period - net of income tax		(751)	811	2,915	(1,172)
Comprehensive income for the period		35,762	40,120	103,812	112,931
Attributable to:					
Equity holders of the Company		35,624	39,297	104,071	111,661
Non-controlling interests		138	823	(259)	1,270
		35,762	40,120	103,812	112,931

See accompanying notes to condensed consolidated financial statements.

Winpak Ltd.

Condensed Consolidated Statements of Changes in Equity

(thousands of US dollars) (unaudited)

		Attributable to equity holders of the Company				
	Note	Share capital	Reserves	Retained earnings	Total	Non-controlling interests
						Total equity
Balance at January 1, 2024		29,195	1,361	1,319,491	1,350,047	33,602
Comprehensive (loss) income for the period						
Cash flow hedge losses, net of tax		-	(1,563)	-	(1,563)	-
Cash flow hedge losses transferred to the statements of income, net of tax		-	362	-	362	-
Cash flow hedge losses transferred to property, plant and equipment		-	29	-	29	-
Other comprehensive loss		-	(1,172)	-	(1,172)	-
Net income for the period		-	-	112,833	112,833	1,270
Comprehensive (loss) income for the period		-	(1,172)	112,833	111,661	1,270
Dividends	10	-	-	(5,151)	(5,151)	-
Repurchase of common shares	10	(876)	-	(63,250)	(64,126)	-
Balance at September 29, 2024		28,319	189	1,363,923	1,392,431	34,872
Balance at December 30, 2024		27,735	(3,174)	1,224,097	1,248,658	35,216
Comprehensive income (loss) for the period						
Cash flow hedge gains, net of tax		-	971	-	971	-
Cash flow hedge losses transferred to the statements of income, net of tax		-	1,566	-	1,566	-
Cash flow hedge losses transferred to property, plant and equipment		-	378	-	378	-
Other comprehensive income		-	2,915	-	2,915	-
Net income (loss) for the period		-	-	101,156	101,156	(259)
Comprehensive income (loss) for the period		-	2,915	101,156	104,071	(259)
Dividends	10	-	-	(6,574)	(6,574)	-
Repurchase of common shares	10	(701)	-	(46,678)	(47,379)	-
Balance at September 28, 2025		27,034	(259)	1,272,001	1,298,776	34,957

See accompanying notes to condensed consolidated financial statements.

Winpak Ltd.
Condensed Consolidated Statements of Cash Flows
(thousands of US dollars) (unaudited)

		Quarter Ended		Year-To-Date Ended	
	Note	September 28 2025	September 29 2024	September 28 2025	September 29 2024
Cash provided by (used in):					
Operating activities:					
Net income for the period		36,513	39,309	100,897	114,103
Items not involving cash:					
Depreciation		14,348	13,313	41,541	39,079
Amortization - deferred income		(438)	(432)	(1,403)	(1,276)
Amortization - intangible assets		343	457	1,039	1,235
Employee defined benefit plan expenses		620	756	1,977	2,112
Net finance income		(2,851)	(5,710)	(8,291)	(17,816)
Income tax expense		13,396	14,659	36,719	43,287
Other		(1,089)	(2,351)	(2,400)	(3,368)
Cash flow from operating activities before the following		60,842	60,001	170,079	177,356
Change in working capital:					
Trade and other receivables		(2,905)	(6,866)	3,896	(13,997)
Inventories		11,022	(5,468)	(9,313)	(12,788)
Prepaid expenses		932	639	(1,947)	798
Trade payables and other liabilities		(9,110)	9,618	(14,250)	20,613
Contract liabilities		(446)	98	(627)	(430)
Employee defined benefit plan contributions		(21)	(18)	(1,259)	(1,192)
Income tax paid		(5,236)	(9,546)	(36,136)	(44,144)
Interest received		2,941	6,787	10,384	20,865
Interest paid		(941)	(1,037)	(3,145)	(3,365)
Net cash from operating activities		57,078	54,208	117,682	143,716
Investing activities:					
Acquisition of property, plant and equipment - net		(18,018)	(26,785)	(63,952)	(101,214)
Acquisition of intangible assets		(295)	(6)	(714)	(38)
		(18,313)	(26,791)	(64,666)	(101,252)
Financing activities:					
Payment of lease liabilities		(545)	(409)	(1,456)	(1,208)
Dividends paid	10	(2,245)	(1,382)	(137,644)	(4,289)
Repurchase of common shares	10	(26,668)	-	(45,840)	(62,878)
		(29,458)	(1,791)	(184,940)	(68,375)
Change in cash and cash equivalents		9,307	25,626	(131,924)	(25,911)
Cash and cash equivalents, beginning of period		356,030	490,333	497,261	541,870
Cash and cash equivalents, end of period		365,337	515,959	365,337	515,959

See accompanying notes to condensed consolidated financial statements.

1. General

Winpak Ltd. (the "Company" or "Winpak") is incorporated under the Canada Business Corporations Act. The Company manufactures and distributes high-quality packaging materials and related packaging machines. The Company's products are used primarily for the packaging of perishable foods, beverages and in healthcare applications. The address of the Company's registered office is 100 Saulteaux Crescent, Winnipeg, Manitoba, Canada R3J 3T3.

2. Basis of presentation

Statement of compliance

The unaudited interim condensed consolidated financial statements were prepared in accordance with IFRS Accounting Standards (IFRS). The unaudited interim condensed consolidated financial statements are in compliance with IAS 34. Accordingly, certain information and note disclosures normally included in annual consolidated financial statements prepared in accordance with IFRS as issued by the International Accounting Standards Board (IASB) have been omitted or condensed. These unaudited interim condensed consolidated financial statements should be read in conjunction with the Company's consolidated financial statements for the year ended December 29, 2024, which are included in the Company's 2024 Annual Report.

The unaudited interim condensed consolidated financial statements were approved by the Audit Committee on behalf of the Board of Directors on October 22, 2025.

3. Future accounting standards

(a) Amendments to the classification and measurement of financial instruments:

In May 2024, the IASB issued "Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7)", that clarify the recognition date and derecognition date of certain financial assets and liabilities, clarify and add guidance to assess whether a financial asset meets the solely payments of principal and interest criteria. The amendments include additional disclosure requirements for certain instruments with contractual terms that could change cash flows and updates the disclosure requirements relating to equity instruments at fair value through other comprehensive income. The amendments are effective for annual reporting periods beginning on or after January 1, 2026. The Company does not expect the amendments to have a significant impact on the consolidated financial statements when they are adopted in 2026.

(b) Presentation and disclosure of financial statements:

In April 2024, the IASB issued IFRS 18 "Presentation and Disclosure in Financial Statements" to improve reporting of financial performance. IFRS 18 replaces IAS 1 "Presentation of Financial Statements". It carries forward many requirements from IAS 1 unchanged. IFRS 18 applies for annual reporting periods beginning on or after January 1, 2027 with early adoption permitted. The Company is currently assessing the impact of this new standard and does not intend to early adopt IFRS 18 in its consolidated financial statements.

4. Segment reporting

Operating segments and product groups

The Company provides three distinct types of packaging technologies: a) flexible packaging, b) rigid packaging and flexible lidding and c) packaging machinery. Each is deemed to be a separate operating segment.

The flexible packaging segment includes the modified atmosphere packaging, specialty films and biaxially oriented nylon product groups. Modified atmosphere packaging extends the shelf life of perishable foods, while at the same time maintains or improves the quality of the product. The packaging is used for a wide range of markets and applications, including fresh and processed meats, poultry, cheese, medical device packaging, high performance pouch applications and high-barrier films for converting applications. Specialty films include a full line of barrier and non-barrier films which are ideal for converting applications such as printing, laminating and bag making, including shrink bags. Biaxially oriented nylon film is stretched by length and width to add stability for further conversion using printing, metalizing or laminating processes and is ideal for food packaging applications such as cheese, fluid and viscous liquids, and industrial applications such as book covers and balloons.

The rigid packaging and flexible lidding segment includes the rigid containers, lidding and specialized printed packaging product groups. Rigid containers include portion control and single-serve containers, as well as plastic sheet, custom and retort trays, which are used for applications such as food, pet food, beverage, dairy, industrial and healthcare. Lidding products are available in die-cut, daisy chain and rollstock formats and are used for applications such as food, dairy, beverage, pet food, industrial and healthcare. Specialized printed packaging provides packaging solutions to the pharmaceutical, healthcare, nutraceutical, cosmetic and personal care markets.

Packaging machinery includes a full line of horizontal fill/seal machines for preformed containers and vertical form/fill/seal pouch machines for pumpable liquid and semi-liquid products and certain dry products.

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(thousands of US dollars, unless otherwise indicated) (Unaudited)

Due to similar economic characteristics, including long-term sales volume growth and long-term average gross profit margins, and having similar products, production processes, types of customers and distribution methods, the flexible packaging and rigid packaging and flexible lidding operating segments have been aggregated as one reportable segment. In addition, the packaging machinery operating segment has been aggregated with these two segments as the segment's revenue and assets represents less than 3 percent of total Company revenue and assets.

The Company operates principally in Canada and the United States. See note 5 for a breakdown of revenue by operating and geographic segment. The following summary presents property, plant and equipment, intangible assets and goodwill information by geographic segment:

	September 28 2025	December 29 2024
United States	272,674	274,630
Canada	385,522	360,499
Mexico	16,981	17,246
	<u>675,177</u>	<u>652,375</u>

5. Revenue

Most of the Company's contracts have a single performance obligation as the promise to transfer the individual goods. Revenue for each of the three operating segments is recognized at a point in time when the customer obtains control of a product, which typically takes place when legal title and physical possession of the product is transferred to the customer. These conditions are usually fulfilled upon shipment, however, in some instances, upon delivery. Invoices are generated when control has transferred and are usually payable within 30 to 60 days.

Disaggregation of revenue

	Quarter Ended		Year-To-Date Ended	
	September 28 2025	September 29 2024	September 28 2025	September 29 2024
Operating segment				
Flexible packaging	144,330	151,220	449,534	447,172
Rigid packaging and flexible lidding	129,312	125,539	366,925	374,610
Packaging machinery	9,325	8,714	24,110	23,970
	<u>282,967</u>	<u>285,473</u>	<u>840,569</u>	<u>845,752</u>
Geographic segment				
United States	223,339	226,581	664,384	672,937
Canada	35,764	37,491	107,869	111,394
Mexico and other	23,864	21,401	68,316	61,421
	<u>282,967</u>	<u>285,473</u>	<u>840,569</u>	<u>845,752</u>

The Company's products are primarily used for the packaging of perishable foods and beverages. Other markets include medical, pharmaceutical, nutraceutical, personal care, industrial and other consumer goods.

6. Other expenses

	Quarter Ended		Year-To-Date Ended	
	September 28 2025	September 29 2024	September 28 2025	September 29 2024
Amounts shown on a net basis				
Foreign exchange gains (losses)	401	(859)	1,669	(2,516)
Cash flow hedge losses transferred from other comprehensive income	(557)	(142)	(2,137)	(494)
	<u>(156)</u>	<u>(1,001)</u>	<u>(468)</u>	<u>(3,010)</u>

7. Inventories

	September 28 2025	December 29 2024
Raw materials	75,199	79,142
Work-in-process	65,568	54,297
Finished goods	98,107	96,889
Spare parts	20,822	20,055
	<u>259,696</u>	<u>250,383</u>

During the third quarter of 2025, the Company recorded, within cost of sales, inventory write-downs for slow-moving and obsolete inventory of \$3,742 (2024 - \$3,050) and reversals of previously written-down items of \$745 (2024 - \$1,019). On a year-to-date basis, the Company recorded, within cost of sales, inventory write-downs for slow-moving and obsolete inventory of \$11,948 (2024 - \$8,335) and reversals of previously written-down items of \$3,975 (2024 - \$4,878).

8. Property, plant and equipment

At September 28, 2025, the Company has commitments to purchase property, plant and equipment of \$34,861 (December 29, 2024 - \$41,777). No impairment losses or impairment reversals were recognized during the year-to-date periods ended September 28, 2025 and September 29, 2024.

9. Leases

Extension options

Some leases of office and manufacturing facilities contain extension options exercisable by the Company up to one year before the end of the non-cancellable contract period. Where practicable, the Company seeks to include extension options in new leases to provide operational flexibility. The extension options held are exercisable only by the Company and not by the lessors. The Company assesses at lease commencement whether it is reasonably certain to exercise the extension options. The Company reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant change in circumstances within its control. At September 28, 2025, potential future lease payments not included in lease liabilities totalled \$4,873 on a discounted basis.

10. Share capital

The following table presents changes in the Company's share capital:

	Quarter Ended		Year-To-Date Ended	
	September 28 2025	September 29 2024	September 28 2025	September 29 2024
Number of common shares				
Issued and outstanding, beginning of period	61,514,351	63,050,000	62,145,874	65,000,000
Repurchase of common shares	(881,220)	-	(1,512,743)	(1,950,000)
Issued and outstanding, end of period	<u>60,633,131</u>	<u>63,050,000</u>	<u>60,633,131</u>	<u>63,050,000</u>
Share capital amount				
Beginning of period	27,415	28,319	27,735	29,195
Repurchase of common shares	(381)	-	(701)	(876)
End of period	<u>27,034</u>	<u>28,319</u>	<u>27,034</u>	<u>28,319</u>

Repurchase of common shares during the third quarter of 2025 does not include the shares that may be repurchased subsequent to the end of the quarter under the automatic share purchase plan ("ASPP"), which is described below. However, the ending share capital balance reflects a reduction of \$199 related to the ASPP.

Dividends

During the third quarter of 2025, dividends in Canadian dollars of 5 cents per common share were declared (2024 - 5 cents) and on a year-to-date basis, 15 cents per common share were declared (2024 - 11 cents). In addition, on December 12, 2024, the Company declared a special dividend in Canadian dollars of \$3.00 per common share, paid on January 10, 2025.

Share redemptions

On March 24, 2025, the Toronto Stock Exchange (the "TSX") accepted a notice filed by Winpak of its intention to renew its normal course issuer bid (the "NCIB") with respect to its outstanding common shares. The notice provided that Winpak may, during the 12-month period commencing March 26, 2025 and ending no later than March 25, 2026, purchase through the facilities of the TSX and other alternative Canadian trading systems up to a maximum of 3,087,500 common shares in total, being 5.0 percent of the issued and outstanding shares of Winpak as of March 18, 2025. The price which Winpak will pay for any common shares will be the market price at the time of acquisition. Daily purchases under the NCIB will be generally limited to 13,761 common shares, other than block purchases. All shares purchased will be canceled. In connection with the NCIB, Winpak has entered into an ASPP with CIBC World Markets Inc. to facilitate the purchase of common shares under the NCIB, including at times when Winpak would ordinarily not be permitted to purchase its common shares due to regulatory restrictions or self-imposed blackout periods. As at September 28, 2025, the Company had purchased 1,116,869 common shares under its current NCIB.

During the third quarter of 2025, 881,220 common shares were repurchased under the NCIB for cancellation at a weighted average price of CDN \$41.63 for aggregate consideration of CDN \$36,685 (US \$26,668) of which \$396 was recorded to share capital and the remaining \$26,272 was recorded to retained earnings. During the third quarter of 2024, no common shares were repurchased under the NCIB for cancellation. On a year-to-date basis, 1,512,743 common shares (2024 - 1,950,000) were repurchased under the NCIB program for cancellation at a weighted average price of CDN \$42.47 (2024 - \$43.81) for aggregate consideration of CDN \$64,253 (US \$45,840) (2024 - CDN \$85,436 (US \$62,878)) of which \$680 (2024 - \$876) was recorded to share capital and the remaining \$45,160 (2024 - \$62,002) was recorded to retained earnings.

At September 28, 2025, the Company recorded an obligation to repurchase common shares of \$14,350 under the ASPP in trade payables and other liabilities of which \$199 was recorded to share capital and the remaining \$14,151 was recorded to retained earnings. Subsequent to the quarter ended September 28, 2025, the Company repurchased 459,649 additional common shares for cancellation as at the close of trading on October 21, 2025. The transactions were completed at a weighted average price of CDN \$41.36 for aggregate consideration of CDN \$19,011 (US \$13,640).

At September 28, 2025, the Company recorded an obligation totaling \$916 for a two percent Canadian federal tax on the net value of equity repurchased during the year. The liability was recognized within 'Trade payables and other liabilities' and the corresponding amount was recorded to retained earnings.

11. Earnings per share

	Quarter Ended		Year-To-Date Ended	
	September 28 2025	September 29 2024	September 28 2025	September 29 2024
Net income attributable to equity holders of the Company	36,375	38,486	101,156	112,833
Weighted average shares outstanding (000's)	61,134	63,050	61,488	63,913
Basic and diluted earnings per share - cents	60	61	165	177

12. Financial instruments

The Company measures assets and liabilities under the following fair value hierarchy in accordance with IFRS. The inputs used for fair value measurements, including their classification within the required three levels of the fair value hierarchy that prioritizes the inputs used for fair value measurement, are as follows:

- Level 1 - unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 - inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 - inputs that are not based on observable market data.

The fair value of cash and cash equivalents, trade and other receivables, including trade and other receivables subject to factoring arrangements and classified as measured at fair value through other comprehensive income (FVOCI), trade payables and other liabilities approximate their carrying value because of the short-term maturity of these instruments. The fair value of foreign currency forward contracts, designated as cash flow hedges, has been determined by valuing those contracts to market against prevailing forward foreign exchange rates as at the reporting date.

The following table presents the classification of financial instruments within the fair value hierarchy:

Financial Assets (Liabilities)	Level 1	Level 2	Level 3	Total
<u>At September 28, 2025</u>				
Foreign currency forward contracts - net	-	(353)	-	(353)
<u>At December 29, 2024</u>				
Foreign currency forward contracts - net	-	(4,175)	-	(4,175)

When the Company has a legally enforceable right to set off supplier rebates accounts receivable against supplier trade payables and intends to settle the amount on a net basis or simultaneously, the balance is presented as an offset within 'Trade payables and other liabilities' on the consolidated balance sheet. At September 28, 2025, the supplier rebate receivable balance that was offset was \$5,085 (December 29, 2024 - \$7,327).

13. Financial risk management

In the normal course of business, the Company has risk exposures consisting primarily of foreign exchange risk, interest rate risk, commodity price risk, liquidity risk, and credit risk. The Company manages its risks and risk exposures through a combination of derivative financial instruments, insurance, a system of internal and disclosure controls and sound business practices. The Company does not purchase any derivative financial instruments for speculative purposes.

Financial risk management is primarily the responsibility of the Company's corporate finance function. Significant risks are regularly monitored and actions are taken, when appropriate, according to the Company's approved policies, established for that purpose. In addition, as required, these risks are reviewed with the Company's Board of Directors.

Foreign exchange risk

The Company's Foreign Exchange Policy requires that between 50 and 80 percent of the Company's net requirement of CDN dollars for the ensuing 9 to 15 months will be hedged at all times with a combination of cash and cash equivalents and forward or zero-cost option foreign currency contracts. The Company may also enter into foreign currency forward contracts when equipment purchases, share repurchases and special dividend payments will be settled in foreign currencies. Transactions are only conducted with certain approved 'AA' rated or higher Schedule 1 CDN financial institutions. All foreign currency contracts are designated as cash flow hedges of the highly probable CDN dollar expenditures. These derivatives meet the hedge effectiveness criteria as a result of the following factors:

- a) An economic relationship exists between the hedged item and the hedging instrument as notional amounts match and both the hedged item and hedging instrument fair values move in response to the same risk - foreign exchange rates. There are no significant reasons or causes for the designated hedged item and hedging instrument to be mismatched since the hedging instrument matures during the same month as the expected hedged expenditures are incurred. The correlation between the foreign exchange rate of the hedged item and the hedging instrument should be highly correlated and closely aligned as the maturity and the notional amount are the same.
- b) The hedge ratio is one to one for this hedging relationship as the hedged item is foreign currency risk that is hedged with a foreign currency hedging instrument.
- c) Credit risk is not material in the fair value of the hedging instrument.

The Company has identified two sources of potential ineffectiveness: a) the timing of cash flow differences between the expenditure and the related derivative and b) the inclusion of credit risk in the fair value of the derivative not replicated in the hedged item. The Company expects the impact of these sources of hedge ineffectiveness to be minimal. The timing of hedge settlements and incurred expenditures are closely aligned as they are expected to occur within 30 days of each other. Credit risk is not a material component of the fair value of the Company's hedging instruments as all counterparties are 'AA' rated or higher Schedule 1 CDN financial institutions.

Certain foreign currency forward contracts matured during the third quarter of 2025 and the Company realized pre-tax foreign exchange losses of \$557 (year-to-date losses - \$2,515). Of these foreign exchange differences, losses of \$557 were recorded in other expenses (year-to-date losses - \$2,137) and no amount was recorded in property, plant and equipment (year-to-date losses - \$378). During the third quarter of 2024, the Company realized pre-tax foreign exchange losses of \$107 (year-to-date losses - \$720). Of these foreign exchange differences, losses of \$142 were recorded in other expenses (year-to-date losses - \$494), gains of \$35 were recorded in property, plant and equipment (year-to-date losses - \$29), and losses of \$0 were recorded directly to equity (year-to-date losses - \$197).

As at September 28, 2025, the Company had US to CDN dollar foreign currency forward contracts outstanding with a notional amount of US \$68.0 million at an average exchange rate of 1.3740 maturing between October 2025 and October 2026. The fair value of these financial instruments was negative \$353 US and the corresponding unrealized loss has been recorded in other comprehensive income. The Company did not recognize any ineffectiveness on the hedging instruments for the year-to-date periods ended September 28, 2025 and September 29, 2024.

Interest rate risk

The Company's interest rate risk arises from interest rate fluctuations on the finance income that it earns on its cash invested in money market accounts and short-term deposits. The Company developed and implemented an investment policy, which was approved by the Company's Board of Directors, with the primary objective to preserve capital, minimize risk and provide liquidity. Regarding the September 28, 2025 cash and cash equivalents balance of \$365.3 million, a 1.0 percent increase/decrease in interest rate fluctuations would increase/decrease income before income taxes by \$3,653 annually.

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For the periods ended September 28, 2025 and September 29, 2024
(thousands of US dollars, unless otherwise indicated) (Unaudited)

Commodity price risk

The Company's manufacturing costs are affected by the price of raw materials, namely petroleum-based and natural gas-based plastic resins and aluminum. In order to manage its risk, the Company has entered into selling price-indexing programs with certain customers. Changes in raw material prices for these customers are reflected in selling price adjustments but there is a slight time lag. For the year-to-date period ended September 28, 2025, 75 percent of revenue was generated from customers with selling price-indexing programs. For all other customers, the Company's preferred practice is to match raw material cost changes with selling price adjustments, albeit with a slight time lag. This matching is not always possible, as customers react to selling price pressures related to raw material cost fluctuations according to conditions pertaining to their markets.

Liquidity risk

Liquidity risk is the risk that the Company would not be able to meet its financial obligations as they come due. Management believes that the liquidity risk is low due to the strong financial condition of the Company. This risk assessment is based on the following: (a) cash and cash equivalents amounts of \$365.3 million, (b) no outstanding bank loans, (c) unused credit facilities comprised of unsecured operating lines of \$38 million, (d) the ability to obtain term-loan financing to fund an acquisition, if needed, (e) an informal investment grade credit rating and (f) the Company's ability to generate positive cash flows from ongoing operations. Management believes that the Company's cash flows are more than sufficient to cover its operating costs, working capital requirements, capital expenditures, payment of lease liabilities, share repurchases and dividend payments in the next twelve months. The Company's trade payables and other liabilities and derivative financial instrument liabilities are all due within twelve months.

Credit risk

The Company is exposed to credit risk from its cash and cash equivalents held with banks and financial institutions, derivative financial instruments (foreign currency forward contracts), as well as credit exposure to customers, including outstanding trade and other receivable balances.

The following table details the maximum exposure to the Company's counterparty credit risk which represents the carrying value of the financial asset:

	September 28 2025	December 29 2024
Cash and cash equivalents	365,337	497,261
Trade and other receivables	216,261	220,201
Foreign currency forward contracts	287	-
	<u>581,885</u>	<u>717,462</u>

Credit risk on cash and cash equivalents and other financial instruments arises in the event of non-performance by the counterparties when the Company is entitled to receive payment from the counterparty who fails to perform. The Company has established an investment policy to manage its cash. The policy requires that the Company manage its risk by investing its excess cash on hand on a short-term basis, up to a maximum of six months, with several financial institutions and/or governmental bodies that must be rated 'AA' or higher for CDN financial institutions and 'A-1' or higher for US financial institutions by recognized international credit rating agencies or insured 100 percent by the US government or a 'AAA' rated CDN federal or provincial government. The Company manages its counterparty risk on its financial instruments by only dealing with 'AA' rated or higher Schedule 1 CDN financial institutions.

In the normal course of business, the Company is exposed to credit risk on its trade and other receivables from customers. To mitigate such risk, the Company performs ongoing customer credit evaluations and assesses their credit quality by taking into account their financial position, past experience and other pertinent factors. Management regularly monitors customer credit limits, performs credit reviews and, in certain cases insures trade and other receivables against credit losses.

As at September 28, 2025, the Company believes that the credit risk for trade and other receivables is mitigated due to the following: a) a broad customer base which is dispersed across varying market sectors and geographic locations, b) 98 percent of the gross trade and other receivables balance is within 30 days of the agreed upon payment terms with customers, c) the sale of certain extended term trade receivables without recourse to a third party and d) 28 percent of the trade and other receivables balance is insured against credit losses.

The following table sets out the aging details of the Company's trade and other receivables balances outstanding based on when the receivable was due and payable and related allowance for expected credit losses:

	September 28 2025	December 29 2024
Current (not past due)	194,301	192,326
1 - 30 days past due	19,075	23,295
31 - 60 days past due	1,991	3,265
More than 60 days past due	3,290	3,552
	<u>218,657</u>	<u>222,438</u>
Less: Allowance for expected credit losses	<u>(2,396)</u>	<u>(2,237)</u>
Total trade and other receivables, net	<u>216,261</u>	<u>220,201</u>

14. Seasonality

The Company experiences seasonal variation in revenue, with revenue typically being the highest in the second and fourth quarters, and lowest in the first quarter.