Condensed Interim Consolidated Financial Statements of

GLACIER MEDIA INC.

Three and nine months ended September 30, 2013

(Unaudited)

President's Message

Summary

While the soft economy continues to affect business conditions for parts of the Company, significant progress was made towards improved performance.

Although consolidated revenue and EBITDA were off 2.1% and 18.0% respectively for the quarter compared to last year on an adjusted basis[(1)], same store operating revenue and EBITDA were flat to last year in September, reflecting the impact of a variety of business and EBITDA enhancement initiatives that have been recently implemented.

As well, adjusted consolidated EBITDA for the quarter included a number of one-time accounting and other expense items. Excluding these items, adjusted consolidated EBITDA was off 12.2% for the quarter compared to last year – a significant improvement compared to the first and second quarter of this year.

Value Enhancement Initiatives

The Company has undertaken a number of strategic initiatives to strengthen its financial position and operating performance, including the following:

- Sale of real estate assets. The Company has initiated plans to sell a significant portfolio of real estate properties in the near term. $4 million was realized from the sale of property in April. $6.5 million of consideration was realized from real estate sales in September. Other property dispositions are currently being negotiated. Given current capitalization and interest rates, monetizing real estate value to reduce leverage has been deemed prudent. The real estate sales have been targeted to a) cover any required deposit relating to the previously reported notice of possible re-assessment from Canada Revenue Agency (CRA) for the 2008-2011 income tax years, should a deposit become payable and b) result in a net reduction of leverage from current levels. The timing of any potential CRA re-assessment is not determinable at this time.

- The Company (excluding its joint ventures) reduced debt by $8.7 million during the quarter. The Company's adjusted debt to EBITDA ratio was reduced to 2.7x at quarter end as a result.

- Sale of non-core assets. Subsequent to quarter end, the Company sold two money losing community newspapers and acquired several more profitable community media assets that provide a better strategic fit with the Company's operations.

- Cost reduction initiatives. Given the softness currently being experienced in the Company's community media operations, a variety of significant cost reduction measures have and are being implemented to reduce overall operating costs. The initiatives are targeted to reduce costs by more than $7 million on an annualized basis. Some of these savings were realized in the third quarter.

- Evolve, Enrich and Extend strategy. Management is currently reviewing the spectrum of verticals in which it operates with a view to focusing resources and efforts on those verticals and opportunities deemed to have the greatest growth potential that can be realized through Glacier's Evolve, Enrich and Extend strategy. This strategy focuses on the provision of richer content, data and information, related analytics and business and market intelligence, and the achievement of greater customer utility and decision dependence. The Company is achieving significant progress in the implementation of this strategy in its business information operations.

Business Information

Despite prevailing economic conditions, many of the Company's business information operations (which include business and professional and trade information) continue to grow and provide attractive opportunities for future growth in both existing and new verticals through multi-platform offerings, including rich information products and solutions.

Business information operations now represent more than half of Glacier's EBITDA, of which 45% comes from rich information digital data products designed for scalable growth and high levels of profitability. Many of these product lines offer resiliency in challenging economic times as they provide critical insight and analysis to Glacier's customers.

Community Media

Glacier's community media operations offer broad coverage across Western Canada in local markets; and continue to offer a strong value proposition through local information and marketing channel utility.

The soft economic conditions that adversely affected advertising revenues in the first and second quarters continued in the third quarter. This impact is particularly true of community operations in urban markets, such as the Lower Mainland of British Columbia, where both print and digital competition is stronger. The Company's smaller rural community media markets – largely spread across the Prairies – continue to enjoy stable performances although they are from time to time affected by cyclical downturns in key economies such as energy and agriculture.

The media industry, as a whole, generally continues to pursue new "business models" intended to manage the future value of content against a backdrop of maturing traditional advertising. Glacier is well advanced in this respect, with internal models structured to balance this maturation with innovative customer solutions designed to be resilient to the peaks and valleys associated with economic cycles.

Given the significant growth opportunities available in information services, the Company's strategy is to invest cash flow generated from the community media operations and the business information operations in both operational opportunities and acquisitions. In particular, the Company intends to increase capital allocated to business information acquisitions and organic growth opportunities.

Key Financial Highlights (1)

- Adjusted consolidated revenue decreased 2.1% to $76.6 million, from $78.2 million for the same period in prior year.
- Adjusted consolidated earnings before interest, taxes, depreciation and amortization (EBITDA) decreased by 18.0% to $8.0 million from $9.8 million for the same period in the prior year. Excluding one-time accounting and other expense items, adjusted consolidated EBITDA was off 12.2% for the quarter compared to last year. Same store operating revenue and EBITDA were flat to last year in September, reflecting the impact of a variety of business and EBITDA enhancement initiatives that have been recently implemented;
- Adjusted cash flow from operations (before changes in non-cash operating accounts and non-recurring items) decreased 15.5% to $6.7 million for the same period in the prior year;
- Adjusted net income attributable to common shareholders before non-recurring items was $0.6 million compared to $3.4 million for the same period in the prior year;
- Adjusted EBITDA per share decreased 17.8% to $0.09 from $0.11 for the year compared to the prior year and net income attributable to common shareholders before non-recurring items per share decreased to $0.01 from $0.04 for last year;
- Adjusted cash flow from operations (before changes in non-cash operating accounts and non-recurring items) per share decreased to $0.08 per share from $0.09 for last year; and
- The Company (excluding its joint ventures) reduced debt by $8.7 million during the quarter, of which $6.5 million was generated from the sale of real estate assets. The Company's debt to EBITDA ratio was reduced to 2.7x at quarter end as a result.

(1) These results are presented on a proportionate consolidation basis, and include the Company' shares of revenue, expenses, assets and liabilities from its joint venture operations, which reflects the basis on which management makes its operating decisions and performance evaluation. Refer to the *Impact of new Joint Venture Accounting,* below, for impact of proportionate consolidation accounting and the Company's results in accordance with IFRS.

Impact of new Joint Venture Accounting

As a result of a change in IFRS accounting policies effective January 1, 2013, the Company is now required to account for its joint venture operations under the equity method. Previously, the Company's joint venture operations were accounted for using proportionate consolidation. As a result of the change in accounting, the Company no longer includes the revenues, expenses, assets and liabilities of its share of these operations in the Company's results. The Company now carries its interest as a net investment on its balance sheet and includes the net results from these operations in its statement of operations.

Despite this accounting change, management believes that including its share of revenues and expenses in the Company's results (consistent with its prior accounting treatment) provides an important basis for assessing the overall operations of the Company. The table below adjusts the Company's reported results under IFRS to include the revenues and expenses of its joint venture operations, consistent with its historical presentation. Management continues to base its operating decisions and performance evaluation on the adjusted results.

	Three months ended September 30, 2013			Three months ended September 30, 2012		
(thousands of dollars) except share and per share amounts	Per IFRS	Joint Venture Adjustments	Adjusted	Per IFRS	Joint Venture Adjustments	Adjusted
Revenue	$ 68,341	$ 8,275	$ 76,616	$ 71,282	$ 6,963	$ 78,245
Gross profit (3)	$ 19,208	$ 5,615	$ 24,823	$ 20,572	$ 3,441	$ 24,013
Gross margin	28.1%		32.4%	28.9%		30.7%
EBITDA (1)	$ 5,610	$ 2,436	$ 8,046	$ 7,338	$ 2,477	$ 9,815
EBITDA margin (1)	8.2%		10.5%	10.3%		12.5%
EBITDA per share (1)	$ 0.06		$ 0.09	$ 0.08		$ 0.11
Net income attributable to common shareholders before non-recurring items (1)(2)(4)	$ 1,080	$ (525)	$ 555	$ 3,173	$ 247	$ 3,420
Net income attributable to common shareholders per share before non-recurring items (1)(2)(4)	$ 0.01		$ 0.01	$ 0.04		$ 0.04
Cash flow from operations (1)(2)(4)	$ 4,635	$ 2,069	$ 6,704	$ 5,938	$ 1,996	$ 7,934
Cash flow from operations per share (1)(2)(4)	$ 0.05		$ 0.08	$ 0.07		$ 0.09
Total assets	$ 597,041	$ 19,234	$ 616,275	$ 612,986	$ 14,219	$ 627,205
Weighted average shares outstanding, net	89,083,105		89,083,105	89,358,410		89,358,410

Notes:
(1) Refer to "Non-IFRS Measures" section for calculation of non-IFRS measures used in this table.
(2) 2013 excludes $1.8 million of restructuring expense, $0.7 million of transaction and transition costs, $0.2 million gain on acquistion, and $0.4 million of other expenses.
(3) Gross profit for these purposes excludes depreciation and amortization.
(4) For non-recurring items excluded in the prior period, refer to previously reported financial statements.

Under IFRS, revenues for the three months ended September 30, 2013 decreased 4.1% to $68.3 million from $71.3 million for the year prior. Cash flow from operations (before changes in non-cash operating accounts and non-recurring items) decreased 21.9% to $4.6 million and earnings before interest, taxes, depreciation and amortization (EBITDA) decreased 23.5% to $5.6 million compared to the year prior. Net income attributable to common shareholders (before non-recurring items) decreased by $2.1 million to $1.1 million.

Cash flow from operations (before changes in non-cash operating accounts and non-recurring items) per share for the three months ended September 30, 2013 decreased to $0.05 from $0.07 for the same period prior year. EBITDA per share decreased to $0.06 from $0.08 and net income attributable to common shareholders (before non-recurring items) per share decreased to $0.01 from $0.04.

Business Information Review

Many of Glacier's business information operations continued to deliver growth despite prevailing economic conditions, with revenue increases generated across a wide variety of verticals – driven by a range of product and information innovations. While in some verticals this growth was slower than prior year, the various products and services still performed well in those sectors. Overall, however, general economic conditions have resulted in decreased customer activity in a number of verticals, which in turn, results in decreased marketing and sales volumes. Glacier's management closely monitors its competitive sectors to discern when new opportunities may present themselves.

In keeping with Glacier's innovation strategies, a number of growth initiatives are being pursued and are generating strong sales results, especially those associated with sectors of the economy which are experiencing relatively stable conditions in a pan-Canadian context. This is partially the result of a stronger inter-divisional collaboration framework created between the various operations. These initiatives are now generating measurable returns.

Glacier's business information operations were impacted by a change in accounting policy with respect to revenue recognition for certain digital directory products, which has resulted in a $1.1 million reduction in accounting revenues and EBITDA for the nine months ending September 30, 2013. These revenues and corresponding EBITDA will increase by $1.1 million over the same period in 2014 assuming volumes remain the same. In particular, Glacier's business information operations enjoyed growth in the energy, agricultural, environmental risk, environmental compliance networks, medical, financial and a variety of other sectors as a result of targeted initiatives designed to align with growth areas within those sectors. Glacier's business information portfolio contains many brands that have decades of service in their respective sectors. The intrinsic equity associated with these brands is a key competitive advantage as the Company pursues its Evolve, Enrich and Extend strategy with its various products and services.

Consistent with this strategy, management is focused on initiatives designed to offer customers increasingly richer value propositions. These include multi-platform solutions – with a key focus on mobile offerings – designed to integrate more seamlessly with customer decision-making processes, thus ensuring heightened levels of decision dependency on specific information tools. Such dependence is enhanced through a focus on effective pricing and targeted timing. Consequently, these information tools are increasingly integrated in customer decision-making, and as a result, sales efficiency, renewal and retention improves. This includes a focus on advertising solutions that are underpinned by a strong economic development framework. As a result, non-traditional customers are turning to Glacier on that basis. Overall, this strategy is intended to produce products and services more resilient in times of economic stress.

Key efforts are under way to distinguish different types of digital content, advertising and subscriptions based on research designed to highlight individual industry sector needs. Premium subscription and related products are being enhanced and developed with a particular focus on essential content, data, search, interpretation, contextualization and analytics. A consistent focus on various ways of enriching content results in improved rates for advertising positioned alongside rich information. The Canadian Oilfield Services and Supply Database ("COSSD"), for example, is evolving strategically away from its roots as a phone book style directory and integrating its services more firmly in the oilfield procurement processes through digital platforms. This transactional utility creates enriched advertising opportunities by juxtaposing clients' marketing messages at key points within the database. The outcome of this transition has been continued growth in total revenues for the COSSD.

Based on momentum that accelerated in 2012 and into the first six months of 2013, a variety of initiatives highlighted how sharper focus on sector and customer needs is facilitating successful development and growth. These developments are intended to play important mid-term and long-term roles in the evolution and extension of Glacier's business franchises. They include:

- Environmental Risk Information Service ("ERIS") expanded its business into the United States. The ERIS platform will now operate as a centralized hub for North America, conforming to both Canadian and United States standards.

- WeatherFarm was re-engineered and re-launched to integrate new tools and data sets that augment the meteorological information and analytics of the Company's new Weather INnovations Consulting Ltd. business, through which real-time weather data and intelligence is supplied to Canadian farmers and agri-business companies.

- Subsequent to quarter end the Company will be adding the BC and Alberta Export Awards to its growing stable of events and conferences. Both events solidify important relationships with the Canadian Manufacturers and Exporters association, as well as respective provincial governments.

- Glacier FarmMedia (the new DBA for Glacier's agricultural group) contracted with the Alberta Wheat Commission to provide syndicated market information to commission members through its website.

- Canada's Outdoor Farm Show ("COFS") achieved record results with its 20th Anniversary exposition. Nearly 43,000 delegates attended the show which included more than 750 exhibitors. COFS attracts both global delegates and agricultural technology (seed, crop protection and equipment technology) exhibitors and strengthens Glacier's customer relationships and revenue opportunities through integrated marketing solutions along the agricultural value chain.

Management is paying close attention to key provincial and federal policy initiatives. Important developments in areas of energy and climate change, as well as international trade with Pacific Rim and European markets offer opportunity for new information products. For example, British Columbia is seeking to develop a comprehensive Liquefied Natural Gas strategy as part of its overall market access development. Such initiatives provide key opportunities for a number of Glacier assets, including its energy group, which will launch information products into this space early in 2014.

As well, these markets offer new advertising and marketing frontiers for Canadian customers seeking to expand internationally. Such enhanced distribution highlights the quality and integrity of Canadian goods and services, particularly when aligned with content that contextualizes Canada's increasingly important role in a global economy. In particular, management has been monitoring federal negotiations with the European Union that have now resulted in the framework being signed for the Comprehensive Economic and Trade Agreement (CETA) – the second largest free trade agreement in Canadian history after NAFTA. CETA will expand to 42 from 14 countries with which Canada will have free trade arrangements. Management will continue to watch developments closely to ensure it takes advantage of these trade opportunities.

Senior business information personnel are also "embedded" within key sectors in terms of representation on industry association boards and advisory groups. These roles permit senior management closer alignment with significant industry trends and developments.

Many of Glacier's business information units are located in key Western Canadian business centres. New organizational alignments between the units are resulting in innovative cross-sector marketing initiatives that help create new opportunities for brand exposure, as well as new revenue streams in the west. Similar initiatives with the Company's Toronto-based business units are resulting in new national opportunities; in the first nine months, new initiatives were outlined in the area of clean technology and carbon management, for example, which will result in new products beginning in as early as 2014.

Digital revenues now represent more than a quarter of Glacier's business information revenues and are growing steadily. Significant focus and related investment will continue to be made to enhance Glacier's digital business information verticals, through both organic development and new business acquisitions. These acquisitions will be targeted to expand the markets that Glacier covers, extend the breadth of information products and marketing solutions provided, and to enrich Glacier's digital media staff, technology and other relevant resources – all focused on consistently enhancing customer decision dependence on the Company's products.

One of Glacier's flagship digital properties – The Daily Oil Bulletin ("DOB") – celebrates its 75th anniversary this year. Management has taken advantage of anniversary promotion opportunities by undertaking a comprehensive redesign of the DOB that will introduce to its customers new levels of quality service and functionality in terms of how it provides context and insight through both its rich data analytical tools and its news and commentary reporting.

Overall, the business information operations and various markets offer attractive opportunities for growth with high levels of profitability – particularly when aligned with Glacier's leading position in key sectors focused on the natural resources economy. An integration framework which permits management teams in various verticals to remain entrepreneurial and market-focused will enhance the Company's ability to service its key customers with more integrated solutions.

Community Media Review

Through the third quarter, Glacier's community media operations continued to experience softer revenue performance in a number of markets, a direct result of a generally weak overall economy. The B.C. markets in particular were affected by weaker economic conditions in Victoria, the Lower Mainland and a variety of Vancouver Island and Northern Interior markets.

Digital competition also affected print spending levels, although this trend affected larger urban markets more than smaller rural markets.

As a result of softer revenues, management has implemented a significant amount of cost reduction measures, with a focus on integrated initiatives to maximize productivity and capacity. These initiatives include repatriation of printing of certain publications at the Company's printing operations, outsourcing certain functions resulting in improved product and lower production costs, and the sale of underperforming assets.

Balanced against cost control initiatives, operating expense investments are being made to improve the digital community media products in order to exploit new revenue opportunities, particularly of the larger markets, with a specific focus on content delivery and advertising effectiveness. In the third quarter, for example, Glacier entered into a new social commerce partnership with the purchase of VitaminDaily, Canada's premiere online magazine for women readers. VitaminDaily has six editions across Canada in major metropolitan centres and delivers more than 500,000 e-newsletters a week.

Glacier's community media digital revenue continues to grow and is now contributing a net profit contribution to Glacier.

While economic and market challenges have affected the community media operations, management believes that these businesses remain strong and will continue to generate solid cash flow given the nature of the markets in which Glacier operates – particularly within the more robust micro-economies of Western Canada. This cash flow can be used to fund growth through both internal investment and acquisition of digital business information and community media assets, as well as debt repayments.

Glacier's small market community media operations offer a unique selling proposition and competitive advantage through the local information that they provide – of which they are a primary source – and the primary advertising and marketing channels they offer. The value of community content is provided to readers in print and online, by tablet and smartphone platforms. As described above, a number of new digital sales products and strategies have been introduced, and new digital sales and product staff are being hired and technology investments are being made to drive these growth initiatives. Given that the demand for local community information is expected to exist for the long term, Glacier expects to be able to monetize the information and marketing value. As 85% of Glacier's local newspaper distribution is free, this also provides for a more durable reach of readership for advertisers over time wherein total market coverage can always be provided. The attributes of these community media operations are significantly different and stronger than larger metropolitan paid daily newspapers, which have been reflected in the financial performance of Glacier's community media group. An important advantage is that being local often means being integrally rooted in the fabric of a community and Glacier's community media management and staff work assiduously to remain tied to the markets they serve.

Operational Performance

As stated, for the three months ended September 30, 2013, adjusted consolidated revenue declined 2.1% for the quarter and adjusted consolidated EBITDA declined $1.8 million or 18.0% to $8.0 million for the quarter compared to $9.8 million last year. Excluding one-time accounting and other expense items, adjusted consolidated EBITDA was off 12.2% for the quarter compared to last year. The decline was primarily the result of weaker economic conditions and softness in parts of the community media operations.

Encouragingly, results improved towards the end of the quarter, with same store operating revenue and EBITDA being flat to last year in September, reflecting the impact of a variety of business and EBITDA enhancement initiatives that have been recently implemented.

One-time accounting changes resulted in expenses being higher by $0.5 million for the nine months ending September 30, 2013. In addition, pension costs have increased by $0.7 million for the nine months ending September 30, 2013 due to lower interest rates and their impact on pension costs calculations. Collectively these factors have resulted in $2.3 million of increased costs year-to-date.

The Company has also made an operating cost investment of $1.6 million year to date in its agricultural digital and data information businesses, the U.S. launch of its ERIS environmental risk information business, and its REW.ca real estate information business. These operating investments have been deemed essential and prudent to facilitate the evolution of the Company's information products and are expected to result in revenue growth, which growth has already begun to be realized from these investments.

Glacier's consolidated EBITDA margin decreased to 10.5% for the three months ended September 30, 2013 from 12.5% for same period last year as a result of the reasons described. As stated, management is seeking to improve margins and profit performance through improved print and digital sales effectiveness, cost reduction measures and other initiatives.

More than $7 million of cost reduction measures have and are being implemented across a variety of operations to improve profitability. These measures have been designed to be consistent with management's strategy of maintaining strong product and editorial quality while reducing operating costs where possible through initiatives that do not impact quality, sales capacity or market and competitive positions. Management is being careful to maintain appropriate levels of resources in staff and technology as well as business development in order to facilitate long-term revenue growth.

Increased operating infrastructure investment continues to be made in digital media management, staff, information technology and related resources, as well as other content and quality related areas. Glacier's digital revenue continues to grow in both community media and business information and has both allowed this investment to be made and has been in part a result of the digital investments already made. These investments were made consistent with Glacier's complementary media platform and product strategy and business information strategies.

The complementary media platform and product strategy address both the risks that digital media represents to the traditional print platform and the opportunities that digital media offers in Glacier's local community and business information markets. The strategy's premise is that customer utility and value should drive platform utilization and product design and functionality. Online, mobile, tablet and other information delivery devices will be fully utilized, while print content and design quality will also be fully maintained. While digital platforms offer many attractive new opportunities, print platforms continue to offer effective utility to both readers and advertisers. Maintaining strong print products also maintains strong brand image and awareness, which increases the likelihood of success online. Studies of time spent across media platforms and reader satisfaction support the complementary platform and product strategy. Management expects that customer utility will vary over time and will be affected by what Glacier and other media providers can creatively provide. Management believes the complementary platform and product strategy will be prudent for the foreseeable future, and will maximize revenue and profit generation.

As indicated, the business information strategies are focused on increasing the value provided to customers through richer content, data and analytic value and heightening customer decision dependence of Glacier's products and services. This dependence moves Glacier's products and services further up the value ladder, with the higher revenue, profitability and recurring cash flow that this value proposition provides.

In particular, the Company intends to increase capital allocated to business information acquisitions and organic growth opportunities and use the cash flow generated from community media and business information operations to fund this investment.

Financial Position

On an adjusted basis to include the Company's share of its joint ventures, Glacier's consolidated debt net of cash outstanding before deferred financing charges and other expenses was reduced to 2.7x trailing 12 months EBITDA as at September 30, 2013.

The Company (excluding its joint ventures) reduced debt by $8.7 million during the quarter, of which $6.5 million was generated from the sale of real estate assets. Glacier's consolidated debt net of cash outstanding before deferred financing charges was $109.5 million as at September 30, 2013.

Glacier made $0.8 million of investment capital expenditures during the quarter.

Declaration of Dividend

The Board of Directors declared a quarterly dividend of $0.02 per share on November 12, 2013 to shareholders of record on December 13, 2013 and payable on January 3, 2014. The dividend is consistent with the Company's dividend policy of paying $0.08 per share per annum payable quarterly.

Outlook

The Company continues to focus on the growth of its business information operations through its Evolve, Enrich and Extend strategy, which focuses on the provision of richer content, data and information, related analytics and business & market intelligence, and the achievement of greater customer utility and decision dependence. While economic conditions have impacted some community media operations and business information verticals, and digital competition is stronger in the larger urban community media markets, management expects that growth will continue in Glacier's business information operations, as well as a variety of community media markets where local market conditions are stronger.

While media maturation factors are having an impact as described, it is important to recognize that the softer economy is playing a significant role in dampening revenues, and a strengthening of the economy should result in improved revenues at the margin. In this regard, management will continue to closely monitor economic conditions in various markets and verticals to ensure appropriate decisions are made that maintain long-term viability.

As indicated, management has undertaken a number of Value Enhancement Initiatives to strengthen the Company's financial position and operating performance in the near term, including a) sale of real estate assets to reduce leverage and cover a potential tax re-assessment deposit, b) sale of non-core assets including the disposition of several money losing community newspapers, c) significant cost reduction measures targeted to reduce costs by more than $7 million, and d) review of the spectrum of verticals in which the company operates to focus operating and financial resources on those verticals deemed to have the greatest growth potential. These profitability enhancement and asset sale initiatives outlined are intended to significantly improve Glacier's financial position as indicated and place the Company in a better position with which to take advantage of growth opportunities.

Management will focus in the short-term on a balance of paying down debt, reducing costs and improving profitability, enhancing existing operations, targeting select acquisition opportunities and returning value to shareholders through growth in cash flow per share and payment of dividends.

As indicated, significant focus and related investment will continue to be made to enhance Glacier's business information verticals, through both organic development and acquisition. These acquisitions will be targeted to expand markets that Glacier covers; expand the breadth of information products and marketing solutions; and expand Glacier's digital media staff, technology and related resources.

Once leverage is reduced to moderate levels, management will seek an ongoing balance of maintaining debt at those levels and delivering growth through both operations and acquisitions.

Jonathon J.L. Kennedy
President and Chief Executive Officer

Third Quarter 2013 Management's Discussion & Analysis ("MD&A")

Forward Looking Statements

In this MD&A, Glacier Media Inc. and its subsidiaries are referred to collectively as "Glacier", "us", "our", "we" or the "Company" unless the context requires otherwise.

The information in this report is as at November 12, 2013.

Glacier Media Inc.'s third quarter 2013 Interim Report, including this MD&A and the accompanying President's Message, contains forward-looking statements that relate to, among other things, our objectives, goals, strategies, intentions, plans, beliefs, expectations and estimates and can generally be identified by the use of statements that include phrases such as "believe", "expected", "anticipate", "intend", "plan", "likely", "will", "may", "could", "should", "would", "suspect", "outlook", "estimate", "forecast", "objective", "continue" (or the negative thereof) or similar words or phrases. These forward-looking statements include, among other things, statements relating to the our expectations regarding revenues, expenses, cash flows and future profitability and the effect of our strategic initiatives, including our expectations to strengthen our financial position, business and operating performance, to grow our business information operations, to implement cost reduction measures, to sell real estate properties and utilize proceeds of such sales to cover required CRA re-assessment deposits and reduce leverage, to sell other non-core and money-losing assets, to produce products and services that provide growth opportunities and to launch information products, to organic development and new business acquisitions and to increase capital allocated to such acquisition and growth opportunities, to improve EBITDA margins and profitability, to grow cash flow per share, to generate sufficient cash flow from operations to meet anticipated working capital, capital expenditures and debt service requirements, to monetize our information and content, to pay dividends, to repurchase shares and to reduce leverage and debt levels. These forward looking statements are based on certain assumptions, including continued economic growth and recovery and the realization of cost savings in a timely manner and in the expected amounts, and are subject to risks, uncertainties and other factors which may cause results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements, and undue reliance should not be placed on such statements.

Important factors that could cause actual results to differ materially from these expectations include failure to implement or achieve the intended results from our strategic initiatives, the failure to implement or realize cost savings in a timely manner or in the expected amounts, the failure to negotiate or complete the sale of real estate and other non-core assets, the failure to identify, negotiate and complete the acquisition of new businesses, the failure to develop or launch new products, and the other risk factors listed in our Annual Information Form under the heading "Risk Factors" and in our annual MD&A under the heading "Business Environment and Risks", many of which are out of our control. These other risk factors include, but are not limited to, the ability of the Company to sell advertising and subscriptions related to its publications, foreign exchange rate fluctuations, the seasonal and cyclical nature of the agricultural industry, discontinuation of the Department of Canadian Heritage's Canada Periodical Fund, general market conditions in both Canada and the United States, changes in the prices of purchased supplies including newsprint, the effects of competition in the Company's markets, dependence on key personnel, integration of newly acquired businesses, technological changes, tax risk and financing and debt service risk.

The forward-looking statements made in the Company's Interim Report, including this MD&A and the accompanying President's Message, relate only to events or information as of the date on which the statements are made. Except as required by law, the Company undertakes no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events.

The Interim Report and this MD&A and the documents to which we refer herein should be read completely and with the understanding that our actual future results may be materially different from what we expect.

Basis of Discussion and Analysis

The following management discussion and analysis of the financial condition and results of operations of the Company and other information is dated as at November 12, 2013 and should be read in conjunction with the Company's condensed interim consolidated financial statements and notes thereto as at and for the three and nine months ended September 30, 2013. These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. These condensed interim consolidated financial statements include only significant events and transactions affecting the Company during the current fiscal period and do not include all disclosures normally provided in the Company's annual financial statements. As a result, these condensed interim consolidated financial statements should be read in conjunction with the Company's audited financial statements for the year ended December 31, 2012. The Company's consolidated financial statements for the year ended December 31, 2012 and related MD&A can be obtained on the Company's web site: www.glaciermedia.ca and on the System for Electronic Document Analysis and Retrieval ("SEDAR"). Interim results are not necessarily indicative of the results expected for the fiscal year.

Non-IFRS Measures

Earnings before interest, taxes, depreciation and amortization, ("EBITDA"), EBITDA margin, EBITDA per share, cash flow from operations, cash flow from operations per share, net income attributable to common shareholders before non-recurring items and net income attributable to common shareholders before non-recurring items per share are not generally accepted measures of financial performance under IFRS. Management utilizes these financial performance measures to assess profitability and return on equity in its decision making. In addition, the Company and its lenders and investors use EBITDA to measure performance and value for various purposes. Investors are cautioned, however, that EBITDA should not be construed as an alternative to net income attributable to common shareholders determined in accordance with IFRS as an indicator of the Company's performance. The Company's method of calculating these financial performance measures may differ from other companies and, accordingly, they may not be comparable to measures used by other companies. A quantitative reconciliation of these non-IFRS measures is included in the section entitled EBITDA, Cash Flow from Operations and Net Income Attributable to Common Shareholders before Non-recurring Items Reconciliation in this MD&A.

Refer to **Change in Accounting Policy and Adjusted Operating Results** for a discussion of the accounting change and a reconciliation of the adjusted results to the results in accordance with IFRS (including adjusted non-IFRS measures).

All financial references are in millions of Canadian dollars unless otherwise noted.

Overview of the Business

Glacier Media Inc. is an information communications company focused on the provision of primary and essential information and related services through print, electronic and online media. Glacier is pursuing this strategy through its core business segments: the business and professional information, trade information and community media sectors.

The operations in the community media and trade information group include the agricultural information group (which includes Western Producer Publications, Farm Business Communications, Canada's Outdoor Farm Show and a joint venture in Weather INnovations Consulting, which is presented within investments in joint ventures and associates), the JuneWarren/Nickle's Energy Group, the Business in Vancouver Media Group, the Business Information Group and the Glacier community media group, which includes direct, joint venture and other interests in community and local daily newspapers and related publications, websites and digital products in British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Quebec, Rhode Island, Arizona and California.

Glacier's operations in the business and professional information group include Specialty Technical Publishers, Inceptus Media, ERIS, and a 50% joint venture interest in Fundata, which is presented within investments in joint ventures and associates.

For additional information on Glacier's operations see the Company's Annual Information Form as filed on SEDAR (www.sedar.com).

Significant Developments in 2013 and Outlook

As a result of a change in IFRS accounting policies effective January 1, 2013, the Company is now required to account for its joint ventures under the equity method. Previously, the Company's joint ventures were accounted for using proportionate consolidation. As a result of the change in accounting, the Company no longer includes the revenues, expenses, assets and liabilities of its share of these operations in the Company's results on a line by line basis. The Company now carries its interest as a net investment on its balance sheet and includes the net results from these operations in its statement of operations as earnings from joint ventures and associates.

Despite this accounting change, management believes that including its share of revenues and expenses in the Company's results (consistent with its prior accounting treatment) provides an important basis for assessing the overall operations of the Company. Additional information on the impact of the change in accounting policies and a reconciliation adjusting the Company's reported results under IFRS to include the revenues and expenses of its joint ventures, consistent with its historical presentation is included under the heading **Change in Accounting Policy and Adjusted Operating Results**.

Revenues in the three months ended September 30, 2013 decreased compared to the prior year due to the general weakness in the Canadian economy and increased digital competition. Traditional advertising revenues within the Community media operations have been impacted and continue to be weaker than in 2012. The Company's business and professional and trade information revenues, while not experiencing the same near record growth as last year continue to be strong in most markets and verticals. Softness in a number of business and professional and trade information verticals particularly mining related products has affected year over year business and professional and trade information revenues. New revenues continue to be generated in a wide variety of areas including specialized information, online, mobile, tablet, electronic product and lead generation developments, special publishing initiatives, special features, supplements, new community magazines, production and promotion of community events, custom publishing, sponsored industry specific research studies, educational offerings, conferences and tradeshows, new directories, and a number of other initiatives. Efforts continue to be made to leverage and monetize content across channels and platforms, particularly mobile applications. Efforts are also being made to improve inter-divisional marketing and branding collaboration to create new organic growth and market opportunities.

Management expects that growth will continue in a variety of Glacier's business segments. While growth continues to be achieved across many of Glacier's verticals including energy, agriculture, environmental risk, environmental compliance networks, medical, financial information and other business verticals, revenue continues to be softer in community media and in some business and professional and trade information verticals and continues to be impacted by the economy. Weaker economic conditions continue to adversely affect both national and local revenues in the community media operations – a trend which has been largely cyclical in the past. Digital competition exacerbated the weaker economic conditions in the larger urban markets, but has been less of a factor in the smaller regional markets. Customer demand for Glacier's electronic information and other digital products continues to grow.

The softness in community media and certain business and professional and trade information revenues has resulted in lower operating results for the three months ended September 30, 2013. Comprehensive cost reduction measures are being implemented to address the overall economic situation and resulting revenue decreases. Consistent with management's strategy of maintaining strong product and editorial quality while reducing operating costs where possible through initiatives that do not impact quality, sales capacity or market and competitive positions, management is being careful to maintain appropriate levels of resources in staff and technology in order to facilitate long-term revenue growth as the economic situation improves.

Despite the current softness, significant growth opportunities are available to Glacier in a variety of business segments. Consequently, the Company's strategy is to invest cash flow generated from the community media and certain business and professional and trade information operations in both operational opportunities and acquisitions. In particular, the Company intends to increase capital allocated to business and professional and trade information acquisitions and growth opportunities, which includes internal technology investments. These cash flows also allow the Company to continue to focus on debt reduction.

Operational Performance

Revenue for the third quarter of 2013 was 4.1% lower than revenue in the same period of 2012. Revenues were generally lower due to weaker advertising revenues at both the national and retail levels and in some business information verticals, reflecting overall uncertainty in the economy.

EBITDA decreased 23.5% to $5.6 million for the third quarter of 2013 from $7.3 million for the same period in 2012. The general softness in the advertising sales in community media and certain trade information sectors had a direct impact on EBITDA. EBITDA was also impacted by operating expense investments made to strengthen some community media assets acquired from Postmedia, as well as operating expense investments made in a new digital real estate information business.

Management believes that including its share of revenues and expenses from its joint venture operations provides an important basis for assessing the overall operations of the Company. Management therefore reports its results adjusted to include its joint ventures in the President's Message and under the heading **Change in Accounting Policy and Adjusted Operating Results**.

Third Quarter Results and Overview of Operating Performance

Selected Financial Data

The following outlines selected financial statistics and performance measures for Glacier for the three and nine months ended September 30, 2013 and 2012:

(thousands of dollars) *except share and per share amounts*	Three months ended September 30, 2013	Three months ended September 30, 2012	Nine months ended September 30, 2013	Nine months ended September 30, 2012
Revenue	$ 68,341	$ 71,282	$ 219,547	$ 219,938
Gross profit [3]	$ 19,208	$ 20,572	$ 66,149	$ 70,754
Gross margin	28.1%	28.9%	30.1%	32.2%
EBITDA [1]	$ 5,610	$ 7,338	$ 22,863	$ 28,588
EBITDA margin [1]	8.2%	10.3%	10.4%	13.0%
EBITDA per share [1]	$ 0.06	$ 0.08	$ 0.26	$ 0.32
Interest expense, net	$ 1,440	$ 1,243	$ 4,141	$ 4,236
Net income attributable to common shareholders before non-recurring items [(1)(2)(4)]	$ 1,080	$ 3,173	$ 4,418	$ 12,939
Net income attributable to common shareholder before non-recurring items per share [(1)(2)(4)]	$ 0.01	$ 0.04	$ 0.05	$ 0.14
Net income (loss) attributable to common shareholders	$ (1,531)	$ 5,501	$ (513)	$ 15,161
Net income (loss) attributable to common shareholders per share	$ (0.02)	$ 0.06	$ (0.01)	$ 0.17
Cash flow from operations before non-recurring items [(1)(2)(4)]	$ 4,635	$ 5,938	$ 20,341	$ 24,595
Cash flow from operations per share before non-recurring items [(1)(2)(4)]	$ 0.05	$ 0.07	$ 0.23	$ 0.28
Investment capital expenditures	$ 762	$ 1,136	$ 9,026	$ 4,364
Sustaining capital expenditures	$ 472	$ 425	$ 1,396	$ 1,337
Total assets	$ 597,041	$ 612,986	$ 597,041	$ 612,986
Total non-current financial liabilities	$ 107,945	$ 124,284	$ 107,945	$ 124,284
Debt net of cash outstanding before deferred financing charges and other expenses	$ 109,482	$ 129,719	$ 109,482	$ 129,719
Equity attributable to common shareholders	$ 348,152	$ 352,713	$ 348,152	$ 352,713
Dividends paid [5]	$ 1,840	$ 2,681	$ 3,680	$ 5,362
Dividends paid per share [5]	$ 0.02	$ 0.03	$ 0.04	$ 0.06
Weighted average shares outstanding, net	89,083,105	89,358,410	89,186,253	89,358,410

Notes:
(1) Refer to "Non-IFRS Measures" section for calculation of non-IFRS measures used in this table.
(2) 2013 excludes $2.7 million of restructuring expense, $1.6 million of transaction and transition costs, $0.2 million gain on acquistion, and $0.9 million of other expenses.
(3) Gross profit for these purposes excludes depreciation and amortization.
(4) For non-recurring items excluded in the prior period, refer to previously reported financial statements.
(5) Dividends in 2013 total $0.08 per share paid quarterly, dividends in 2012 total $0.06 per share paid semi-annually, quarterly dividends totalling $1.8 million or $0.02 per share were declared in August 2013 and paid on October 4, 2013.

The main factors affecting the comparability of the results for the quarter:

- Operating performance of the Company’s various business units and general market conditions during the reported periods;
- Restructuring expenses including severance payments and transition costs for new acquisitions;
- Other income of $3.1 million in 2012 related to the redemption of miscellaneous investments received in connection with the 2008 Sun Times settlement; and
- The seasonal nature of certain of Glacier’s businesses.

Revenue

Glacier's consolidated revenue for the quarter ended September 30, 2013 was $68.3 million compared to $71.3 million in the same period last year.

Community Media and Trade Information

The community media and trade information group generated $65.9 million of revenue for the quarter ended September 30, 2013, as compared to $69.0 million for the same period last year. The decrease in revenue during the period compared to the same period in the prior year was the result of softer revenues in the Company's existing businesses in both the community media and certain trade information verticals.

Energy, medical, environmental and many of Glacier's other trade information verticals continued to experience strong revenue and profitability. These and a number of other trade information verticals remain strong despite the general softness in the economy which has impacted year over year results. Other verticals including mining have shown weaker results consistent with the overall economic slowdown in the mining industry in Canada. Glacier's community media operations continued to experience softness in revenues in various markets as a result of weaker economic conditions and digital competition, particularly in national advertising, resulting in a same store revenue decrease in Glacier's community media markets. A wide array of digital media initiatives resulted in growth in online and digital revenues.

Business and Professional Information

The business and professional group – which includes STP, Inceptus Media (formerly CD-Pharma), and ERIS - generated revenues of $2.4 million compared to $2.3 million in the same period last year. The Company's business and professional information operations were higher in revenues overall, with strong growth from Inceptus and ERIS. STP continues to transition from the sale of print products to online and network sales. STP has a significant US focus and uncertainty in the US economy is continuing to impact its revenues. Inceptus generated stronger revenues as a result of the launch of a new iPad based medical education product and new contracts from three major pharmaceutical clients. The environmental health and safety information business had strong growth in its products for the quarter and launched into the United States.

Gross Profit

Glacier's consolidated gross profit, being revenues less direct expenses, for the three months ended September 30, 2013 was $19.2 million compared to $20.6 million in the same period last year. The decrease in gross profit is largely attributable to revenue decreases in the Company's community media operations and certain trade information sectors.

Gross profit as a percentage of revenues ("gross profit margin") for the quarter ended September 30, 2013 decreased to 28.1% from 28.9% in the quarter ended September 30, 2012 primarily as a result of the overall general softness in revenues, increased digital operating expenses, accounting changes relating to certain business directory digital revenue recognition and operating expense investments made in a new digital real estate information business. The Company is in the process of implementing significant cost reduction initiatives throughout its operations to improve the operating margin going forward.

General & Administrative Expenses

Glacier's consolidated general and administrative expenses were $13.6 million for the quarter ended September 30, 2013 as compared to $13.2 million in the same period last year. The increase primarily relates to higher pension and post-retirement benefit costs, other small acquisitions and increased operating infrastructure investment made in digital media management, staff, and information technology and related resources, which is offset by the implementation of cost reduction measures.

EBITDA

EBITDA was $5.6 million for the period ended September 30, 2013 as compared to $7.3 million for the same period in the prior year. The decrease in EBITDA was due to the reasons stated under **Revenue, Gross Profit** and **General & Administrative Expenses**.

Net Interest Expense

Glacier's consolidated net interest expense for the quarter ended September 30, 2013 was $1.4 million as compared to $1.2 million for the same period in the prior year, an increase of $0.2 million. The increase reflects debt repayments made in the first half of 2013 and 2012, offset by higher borrowing costs.

Depreciation and Amortization

Depreciation of property, plant and equipment for the quarter ended September 30, 2013 increased $0.1 million as compared to the same period in the prior year primarily as a result of the additional assets acquired in the last twelve months. Amortization of intangible and other assets decreased $0.1 million for the quarter ended September 30, 2013 as compared to the same period in the prior year as a result of the impairments taken in fiscal 2012.

Other Expenses

Other expenses for the quarter ended September 30, 2013 increased by $1.7 million compared to the same period in the prior year. Other expenses include restructuring costs, transaction and transition costs, foreign exchange and gains or losses on the disposal of assets.

Earnings from Joint Ventures and Associates

Earnings from joint ventures and associates ("equity earnings") which include the Company's share of Continental Newspapers Ltd. ("Continental"), certain assets acquired from Postmedia in November 2011, Infomine Inc. ("Infomine"), Great West Newspapers Limited Partnership ("GWNLP"), Fundata Canada Inc. ("Fundata"), Rhode Island Suburban Newspapers ("RISN"), and other joint ventures and associates, decreased $2.0 million as compared to the same period in the prior year. The decrease was due primarily to weaker results from the Company's community media joint ventures.

The results for ANGLP are also included in the earnings from joint ventures and associates for the three months ended March 31, 2012 which results in an overall decrease in equity earnings for that period, as ANGLP's results are consolidated and therefore are included in revenues and expenses for same period in 2013.

Operating results for the Company's joint ventures and associates at the Company's proportionate share of the results are as follows:

(thousands of dollars)	**As at September 30, 2013**	As at December 31, 2012
	$	$
Assets	**114,522**	113,244
Liabilities	**46,785**	48,167
Net assets	**67,737**	65,077

(thousands of dollars)	For the three months ended September 30, 2013	2012	For the nine months ended September 30, 2013	2012
	$	$	**$**	$
Revenues	**18,873**	17,920	**55,328**	58,339
Net income for the period	**974**	2,088	**1,865**	6,621
Other comprehensive income (loss)	**(14)**	995	**1,198**	964

Net Income Attributable to Common Shareholders

Net income attributable to common shareholders decreased by $7.0 million compared to the third quarter of 2012. The change resulted from i) decreased operating results, ii) increased interest costs of $0.2 million, iii) lower other income of $2.8 million ($3.1 million was realized in the third quarter of 2012 from the sale of miscellaneous asset backed commercial paper that had been received in connection with the 2008 Sun Times settlement), iv) increased other expenses of $1.7 million (primarily restructuring costs) and v) lower earnings from joint ventures and associates of $2.0 million. These decreases were partially offset by i) lower income tax expense of $1.1 million and ii) lower non-controlling interest of $0.3 million.

Cash Flow from Operations

Glacier's consolidated cash flow from operations decreased to $4.6 million (before changes in non-cash operating accounts and non-recurring items) for the quarter ended September 30, 2013 from $5.9 million for the same period last year. The decrease in cash flow from operations is primarily due to decreased operating results for the period as stated under **Revenue**, **Gross Profit**, **General & Administrative Expenses** and **EBITDA**.

Capital expenditures were $1.2 million for the quarter ended September 30, 2013 compared to $1.6 million in the same period in the prior year. $0.8 million of these capital expenditures were investment capital expenditures, the majority of which relate to building improvements, new printing equipment, new office space and software. These investment capital expenditures are expected to result in attractive direct revenues and cash flow improvements and payback consistent with Glacier's targeted return on investment. Sustaining capital expenditures for the period were $0.5 million.

See "**Summary of Financial Position, Financial Requirements and Liquidity**" for further details.

Summary of Selected Quarterly Results

The following outlines the significant financial performance measures for Glacier for the last eight quarters:

	IFRS			Previous IFRS [4]
(thousands of dollars) except share and per share amounts	Q3 2013	Q2 2013	Q1 2013	Q4 2012
Revenue	$ 68,341	$ 80,680	$ 70,526	$ 83,962
EBITDA [1]	$ 5,610	$ 11,021	$ 6,232	$ 12,570
EBITDA margin [1]	8.2%	13.7%	8.8%	15.0%
EBITDA per share [1]	$ 0.06	$ 0.12	$ 0.07	$ 0.14
Interest expense, net	$ 1,440	$ 1,468	$ 1,233	$ 1,586
Net income attributable to common shareholders before non-recurring items [1][2][3]	$ 1,080	$ 2,609	$ 729	$ 5,058
Net income attributable to common shareholders before non-recurring items per share [1][2][3]	$ 0.01	$ 0.03	$ 0.01	$ 0.06
Net income (loss) attributable to common shareholders	$ (1,531)	$ 1,386	$ (368)	$ (5,015)
Net income (loss) attributable to common shareholders per share	$ (0.02)	$ 0.02	$ 0.00	$ (0.06)
Cash flow from operations [1][2][3]	$ 4,635	$ 10,021	$ 5,685	$ 11,536
Cash flow from operations per share [1][2][3]	$ 0.05	$ 0.11	$ 0.06	$ 0.13
Capital expenditures	$ 1,234	$ 8,057	$ 1,131	$ 4,341
Debt net of cash outstanding before deferred financing charges and other expenses	$ 109,482	$ 118,148	$ 118,494	$ 127,107
Equity attributable to common shareholders	$ 348,152	$ 349,843	$ 348,905	$ 348,015
Weighted average shares outstanding, net	89,083,105	89,234,311	89,243,102	89,354,650

	IFRS			Previous IFRS [4]
	Q3 2012	Q2 2012	Q1 2012	Q4 2011
Revenue	$ 71,282	$ 83,797	$ 64,859	$ 73,019
EBITDA [1]	$ 7,338	$ 14,029	$ 7,221	$ 12,555
EBITDA margin [1]	10.3%	16.7%	11.1%	17.2%
EBITDA per share [1]	$ 0.08	$ 0.16	$ 0.08	$ 0.14
Interest expense, net	$ 1,243	$ 1,573	$ 1,420	$ 1,028
Net income attributable to common shareholders before non-recurring items [1][3]	$ 3,173	$ 7,568	$ 3,300	$ 6,633
Net income attributable to common shareholders before non-recurring items per share [1][3]	$ 0.04	$ 0.08	$ 0.04	$ 0.07
Net income attributable to common shareholders [4]	$ 5,501	$ 6,914	$ 2,746	$ 12,221
Net income attributable to common shareholders per share [4]	$ 0.06	$ 0.08	$ 0.03	$ 0.14
Cash flow from operations [1][3]	$ 5,938	$ 12,901	$ 5,757	$ 11,177
Cash flow from operations per share [1][3]	$ 0.07	$ 0.14	$ 0.06	$ 0.13
Capital expenditures	$ 1,561	$ 2,404	$ 1,736	$ 7,124
Debt net of cash outstanding before deferred financing charges and other expenses	$ 129,719	$ 136,173	$ 111,167	$ 131,413
Equity attributable to common shareholders	$ 352,713	$ 346,954	$ 343,288	$ 340,416
Weighted average shares outstanding, net	89,358,410	89,358,410	89,358,410	89,358,410

Notes:
[1] Refer to "**Non-IFRS Measures**" section for calculation of non-IFRS measures used in this table.
[2] 2013 excludes $2.7 million of restructuring expense, $1.6 million of transaction and transition costs, $0.2 million gain on acquisition and a $0.9 million of other expenses.
[3] For non-recurring items in the prior quarters, refer to the prior quarter management discussion & analysis.
[4] Previous IFRS refers to International Financial Reporting Standards prior to the implementation of the new accounting standards on January 1, 2013. Refer to *Change in Accounting Standards* for more information.

The main factors affecting comparability of results over the last eight quarters are:

- The adoption of new international accounting standards which require previously proportionately consolidated joint ventures to be equity accounted for in the first, second and third quarters of 2013 and 2012;
- Operating performance of the Company’s various business units and general market conditions during the reported periods;

- The acquisitions and dispositions made during the fourth quarter of 2011, the second quarter of 2012 and the first, second and third quarters of 2013;
- Restructuring expenses in 2011, 2012 and 2013;
- Transaction and transition costs of $1.1 million in the fourth quarter of 2011, and $0.1 million, $0.3 million, $0.6 million and $1.1 million in the first, second, third and fourth quarters of 2012 respectively, and $0.4 million, $0.5 million and $0.7 million in the first, second and third quarters of 2013 respectively;
- A goodwill and intangible assets impairment charge of $8.5 million in the fourth quarter of 2011 and $8.5 million in the fourth quarter of 2012;
- A one-time gain in earnings from associates of $15.1 million in the fourth quarter of 2011;
- Gain on acquisition of $1.1 million in the second quarter of 2012 related to the acquisition of control of ANGLP;
- Other income of $3.1 million in the third quarter of 2012 related to the redemption of miscellaneous investments received in connection with the 2008 Sun Times settlement; and
- The seasonal nature of some of Glacier's businesses.

Change in Accounting Policy and Adjusted Operating Results

In May 2011, the IASB issued the following standards: IFRS 10, *Consolidated Financial Statements* (IFRS 10), IFRS 11, *Joint Arrangements* (IFRS 11), IFRS 12, *Disclosure of Interests in Other Entities* (IFRS 12), IAS 27, *Separate Financial Statements* (IAS 27), IFRS 13, *Fair Value Measurement* (IFRS 13) and amended IAS 28, *Investments in Associates and Joint Ventures* (IAS 28). These standards are referred to collectively as "the new accounting standards" in these financial statements.

The new accounting standards were applied effective January 1, 2013 and require retrospective application. Therefore the prior year comparative balances have been restated to present the Company's new accounting policies resulting from the implementation of the new standards.

In accordance with IFRS 11, the Company classifies its joint arrangements as joint ventures and accounts for them using the equity method of accounting. Under the equity method of accounting the Company records its investment in its joint ventures as an investment asset on the Company's balance sheet and records its share of the net earnings on the Company's statement of operations.

Previously, the Company accounted for its joint ventures using proportionate consolidation and recorded i) the Company's share of the assets that it controls jointly and the liabilities for which it is jointly responsible, ii) the Company's share of the income and expenses of the jointly controlled entity and iii) eliminated all transactions between the Company and its joint venture.

In accordance with the transitional provisions of the new accounting standards, on January 1, 2012 (the beginning of the restated comparative period), the Company recognized its initial investment in each of its joint ventures as the aggregate of the carrying amounts of the assets and liabilities that the entity had previously proportionately consolidated.

Despite this accounting change, management believes that including its share of revenues, expenses and cash flows in the Company's results (consistent with its prior accounting treatment) provides an important basis for assessing the overall operations of the Company. The table below adjusts the Company's reported results under IFRS to include the revenues and expenses of its joint ventures, consistent with its historical presentation. Management bases its operating decisions and performance evaluation using the adjusted results.

(thousands of dollars) except share and per share amounts	Three months ended September 30, 2013 Per IFRS	Joint Venture Adjustments	Adjusted	Three months ended September 30, 2012 Per IFRS	Joint Venture Adjustments	Adjusted
Revenue	$ 68,341	$ 8,275	$ 76,616	$ 71,282	$ 6,963	$ 78,245
Gross profit [3]	$ 19,208	$ 5,615	$ 24,823	$ 20,572	$ 3,441	$ 24,013
Gross margin	28.1%		32.4%	28.9%		30.7%
EBITDA [1]	$ 5,610	$ 2,436	$ 8,046	$ 7,338	$ 2,477	$ 9,815
EBITDA margin [1]	8.2%		10.5%	10.3%		12.5%
EBITDA per share [1]	$ 0.06		$ 0.09	$ 0.08		$ 0.11
Net income attributable to common shareholders before non-recurring items [1][2][4]	$ 1,080	$ (525)	$ 555	$ 3,173	$ 247	$ 3,420
Net income attributable to common shareholders per share before non-recurring items [1][2][4]	$ 0.01		$ 0.01	$ 0.04		$ 0.04
Cash flow from operations [1][2][4]	$ 4,635	$ 2,069	$ 6,704	$ 5,938	$ 1,996	$ 7,934
Cash flow from operations per share [1][2][4]	$ 0.05		$ 0.08	$ 0.07		$ 0.09
Total assets	$ 597,041	$ 19,234	$ 616,275	$ 612,986	$ 14,219	$ 627,205
Weighted average shares outstanding, net	89,083,105		89,083,105	89,358,410		89,358,410

Notes:
(1) Refer to "Non-IFRS Measures" section for calculation of non-IFRS measures used in this table.
(2) 2013 excludes $1.8 million of restructuring expense, $0.7 million of transaction and transition costs, $0.2 million gain on acquistion, and $0.4 million of other expenses.
(3) Gross profit for these purposes excludes depreciation and amortization.
(4) For non-recurring items excluded in the prior period, refer to previously reported financial statements.

- For the three months ended September 30, 2013, Glacier's adjusted consolidated revenue decreased 2.1% to $76.6 million from $78.2 million for the same period in the prior period;
- Adjusted consolidated earnings before interest, taxes, depreciation and amortization (EBITDA) decreased by 18.0% to $8.0 million from $9.8 million for the same period in the prior period;
- Adjusted cash flow from operations (before changes in non-cash operating accounts and non-recurring items) decreased 15.5% to $6.7 million;
- Adjusted net income attributable to common shareholders before non-recurring items was $0.6 million compared to $3.4 million for the same period in the prior period;
- Adjusted EBITDA per share decreased 17.8% to $0.09 from $0.11 for the period compared to the same period in the prior year and net income attributable to common shareholders (before non-recurring items) per share decreased to $0.01 from $0.04 for the period compared to the same period last year; and
- Adjusted cash flow from operations (before changes in non-cash operating accounts and non-recurring items) per share decreased to $0.08 per share from $0.09 for the same period in the prior period.

For the three months ended September 30, 2013, excluding its share of revenues and expenses from its joint ventures and in accordance with IFRS, consolidated revenues were $68.3 million, a decrease of 4.1% over the same period in the prior year; EBITDA was $5.6 million, a decrease of $1.7 million or 23.5%; and cash flow from operations was $4.6 million, a decrease of $1.3 million or 21.9%. On a per share basis, EBITDA decreased to $0.06 for the three months ended September 30, 2013, and cash flow from operations decreased to $0.05.

EBITDA, Cash Flow from Operations and Net Income Attributable to Common Shareholders before Non-recurring Items Reconciliation

The following table reconciles the Company's net income attributable to common shareholders as reported under IFRS to EBITDA, cash flow from operations and net income attributable to common shareholders before non-recurring items.

(thousands of dollars) *except share and per share amounts*	**Three months ended September 30, 2013**	Three months ended September 30, 2012	**Nine months ended September 30, 2013**	Nine months ended September 30, 2012
EBITDA [1]				
Net income (loss) attributable to common shareholders	**$ (1,531)**	$ 5,501	**$ (513)**	$ 15,161
Add (deduct):				
Non-controlling interest	**$ 800**	$ 1,142	**$ 3,077**	$ 3,107
Depreciation of property, plant and equipment	**$ 1,563**	$ 1,508	**$ 4,714**	$ 4,300
Amortization of intangible and other assets	**$ 2,033**	$ 2,096	**$ 5,879**	$ 5,833
Income tax expense (recovery)	**$ (404)**	$ 735	**$ 2,010**	$ 5,489
Interest	**$ 1,440**	$ 1,243	**$ 4,141**	$ 4,236
Share of losses (earnings) from joint ventures and associates	**$ (730)**	$ (2,769)	**$ (1,023)**	$ (7,388)
Other income	**$ (311)**	$ (3,136)	**$ (442)**	$ (4,238)
Other expenses	**$ 2,750**	$ 1,018	**$ 5,020**	$ 2,088
EBITDA [1]	**$ 5,610**	$ 7,338	**$ 22,863**	$ 28,588
Cash flow from operations [1]				
Net income (loss) attributable to common shareholders	**$ (1,531)**	$ 5,501	**$ (513)**	$ 15,161
Add (deduct):				
Non-controlling interest	**$ 800**	$ 1,142	**$ 3,077**	$ 3,107
Depreciation and amortization	**$ 3,596**	$ 3,604	**$ 10,593**	$ 10,133
Employee future benefits	**$ 303**	$ 84	**$ 962**	$ 347
Deferred income taxes	**$ (404)**	$ 735	**$ 2,010**	$ 5,489
Non cash interest	**$ 84**	$ 72	**$ 150**	$ 178
Share of losses (earnings) from joint ventures and associates	**$ (730)**	$ (2,769)	**$ (1,023)**	$ (7,388)
(Gain) on acquisition	**$ (243)**	$ -	**$ (243)**	$ (1,102)
Other non-cash expenses	**$ 337**	$ (103)	**$ 1,015**	$ (15)
Other income	**$ -**	$ (3,136)	**$ -**	$ (3,136)
Restucturing costs	**$ 1,756**	$ 233	**$ 2,709**	$ 818
Transaction and transition costs	**$ 667**	$ 575	**$ 1,604**	$ 1,003
Cash flow from operations [1]	**$ 4,635**	$ 5,938	**$ 20,341**	$ 24,595
Net income attributable to common shareholders before non-recurring items [1]				
Net income (loss) attributable to common shareholders	**$ (1,531)**	$ 5,501	**$ (513)**	$ 15,161
Add (deduct):				
Other (income) expense	**$ 431**	$ (3,136)	**$ 861**	$ (2,941)
(Gain) on acquisition	**$ (243)**	$ -	**$ (243)**	$ (1,102)
Restructuring costs	**$ 1,756**	$ 233	**$ 2,709**	$ 818
Transaction and transition costs	**$ 667**	$ 575	**$ 1,604**	$ 1,003
Net income attributable to common shareholders before non-recurring items [1]	**$ 1,080**	$ 3,173	**$ 4,418**	$ 12,939
Weighted average shares outstanding, net	**89,083,105**	89,358,410	**89,186,253**	89,358,410
EBITDA per share [1]	**$ 0.06**	$ 0.08	**$ 0.26**	$ 0.32
Net income attributable to common shareholders before non-recurring items per share [1]	**$ 0.01**	$ 0.04	**$ 0.05**	$ 0.14
Net income (loss) attributable to common shareholders per share	**$ (0.02)**	$ 0.06	**$ (0.01)**	$ 0.17
Cash flow from operations per share [1]	**$ 0.05**	$ 0.07	**$ 0.23**	$ 0.28

Notes:
[1] Refer to "**Non-IFRS Measures**" section for calculation of non-IFRS measures used in this table.

Summary of Financial Position, Financial Requirements and Liquidity

Glacier generates sufficient cash flow from operations to meet anticipated working capital, capital expenditures, and debt service requirements.

As at September 30, 2013, Glacier had consolidated cash and cash equivalents of $3.6 million, current and long-term debt of $113.1 million before adjustment for deferred financing fees attributable directly to the issuance of long-term debt, and working capital of $21.4 million excluding deferred revenue. Glacier's actual cash working capital is greater than reflected by the amounts indicated on the consolidated balance sheet due to deferred revenue relating to quarterly updates, renewals and newspaper subscriptions that have been paid for by subscribers but not yet delivered; the costs associated with the fulfillment of this liability are less than the amount indicated in current liabilities as Glacier receives cash revenue on an ongoing basis that offsets the deferred revenue liability.

Capital expenditures were $1.2 million for the quarter ended September 30, 2013 compared to $1.6 million for the same period last year, $0.8 million of these capital expenditures were investment capital expenditures, the majority of which relate to building improvements, new press equipment, new office facilities and software. Sustaining capital expenditures for the quarter were $0.5 million.

Changes in Financial Position

	Three months ended		Nine months ending	
(thousands of dollars)	**September 30, 2013**	September 30, 2012	**September 30, 2013**	September 30, 2012
Cash generated from (used in)				
Operating activities	**5,868**	10,285	**21,115**	22,711
Investing activities	**1,150**	(624)	**(5,839)**	4
Financing activities	**(7,144)**	(9,236)	**(12,923)**	(22,882)
Increase (Decrease) in cash	**(126)**	425	**2,353**	(167)

The changes in the components of cash flows during 2013 and 2012 are detailed in the consolidated statements of cash flows of the Financial Statements. The more significant changes are discussed below.

Operating Activities

Glacier generated cash from operations before non-recurring items and changes in non-cash operating accounts of $4.6 million compared to $5.9 million in the same period in the prior year. The decrease was primarily due to the decreased operating results for the period. Cash from operations before non-recurring items and after change in non-cash working capital was $8.3 million compared to $8.0 million in the same period in the prior year.

Investing Activities

Cash generated by investing activities totalled $1.2 million for the quarter ended September 30, 2013 compared to $0.6 million used in the same period in 2012. Investing activities included $0.8 million of investment capital expenditures, $0.5 million of sustaining capital expenditures, distributions received of $1.4 million and other investing activities.

Financing Activities

Cash used for financing activities was $7.1 million for the quarter ended September 30, 2013 compared to $9.2 million in the same period in 2012. The Company made net debt repayments of $5.1 million for the three months ended September 30, 2013 compared to $6.1 million in the same period in the prior year (total debt was reduced during the third quarter of 2013 by $8.7 million, which included the $5.1 million of cash principal repayments and a net $3.6 million reduction of debt realized from the transfer of a mortgage liability upon sale of real estate). In the three months ended September 30, 2013, the Company distributed $0.2 million to its minority partners (non-controlling interests) and paid dividends of $1.8 million.

Outstanding Share Data

As at September 30, 2013, there were 89,083,105 common shares, 475,000 share purchase options and 1,115,000 share purchase warrants outstanding. The options have an exercise price of $2.44 per share and expire on March 29, 2014. The warrants outstanding allow the holder to purchase one common share per warrant at $4.48 per share. The warrants expire on June 28, 2014, unless extended.

At November 12, 2013, there were 89,083,105 common shares, 475,000 share purchase options and 1,115,000 share purchase warrants outstanding.

Contractual Agreements

As at September 30, 2013, Glacier has agreements with a syndicate of major Canadian banks whereby the lenders provided a single revolving loan facility with no required principal repayments during its term. There were no changes to the Company's banking agreements during the three months ended September 30, 2013.

The Company also has additional long term debt with a major international bank which is held by ANGLP and is non-recourse to the Company.

The Company has entered into operating leases for premises and office equipment, which expire on various dates up to 2019.

In summary, the Company's contractual obligations excluding the U.S. dollar foreign exchange contract, due over the next five calendar years, are as follows:

(thousands of dollars)	**Total**	**2013**	**2014**	**2015**	**2016**	**2017**	**Thereafter**
Long term debt	112,719	1,334	6,788	98,346	5,587	78	586
Operating leases	21,184	3,888	4,052	3,141	2,672	2,442	4,989
	133,903	5,222	10,840	101,487	8,259	2,520	5,575

Under various financing arrangements with its banks, the Company, its subsidiaries, and its affiliates are required to meet certain covenants. The Company, its subsidiaries, and its affiliates were in compliance with these covenants at September 30, 2013 and September 30, 2012.

Financial Instruments

The Company's activities result in exposure to a variety of financial risks, including risks relating to foreign exchange, credit, interest rate risk, and liquidity risk.

A small portion of the Company's products are sold at prices denominated in U.S. dollars or based on prevailing U.S. dollar prices while the majority of its operational costs and expenses are incurred in Canadian dollars. An increase in the value of the Canadian dollar relative to the U.S. dollar reduces the revenue in Canadian dollar terms realized by the Company from sales made in U.S. dollars. The Company also has investments in self-sustaining operations in the United States, whose net assets are exposed to foreign currency translation risk.

The Company has previously hedged a portion of its foreign exchange exposure with financial forward contracts.

The Company sells its products and services to a variety of customers under various payment terms and therefore is exposed to credit risks from its trade receivables from customers. The Company has adopted policies and procedures designed to limit these risks. The carrying amounts for trade receivables are net of applicable allowances for doubtful accounts, which are estimated based on past experience, specific risks associated with the customer and other relevant information. The Company is protected against any concentration of credit risk through its products, broad clientele and geographic diversity.

The Company's interest rate risk mainly arises from the interest rate impact on cash and floating rate debt. The Company actively manages its interest rate risk through ongoing monitoring of market interest rates and the overall economic situation. In the past, the Company had entered into five year amortizing interest rate swap contracts with fixed interest rates and variable acceptance fees.

The fair value of exchange contracts represents an estimate of the amount that the Company would receive or pay if the contracts were closed out at a market price on the balance sheet date. The Company concluded that those contracts do not qualify for hedge accounting; therefore, changes in fair value of the contracts are recorded in the statement of operations each period.

The Company is exposed to liquidity risk with respect to trade payables, long-term debt, derivatives and contractual obligations. The Company manages liquidity by maintaining adequate cash balances and by having appropriate lines of credit available. In addition, the Company continuously monitors and reviews both actual and forecasted cash flows. Management believes that future cash flows from operations and the availability under existing banking arrangements will be adequate to support its financial liabilities.

The carrying value of certain financial instruments maturing in the short-term approximates their fair value. These financial instruments include cash and cash equivalents, trade receivables, trade payables, dividends payable, and other current liabilities. The fair value of the other financial instruments is determined essentially by discounting cash flows or quoted market prices. The fair values calculated approximate the amounts for which the financial instruments could be settled between consenting parties, based on current market data for similar instruments. Consequently, as estimates must be used to determine fair value, they must not be interpreted as being realizable in the event of an immediate settlement of the instruments. For fair value estimates relating to derivatives and available-for-sale securities, the Company classifies its fair value measurements within a fair value hierarchy, which reflects the significance of the inputs used in making the measurements. The fair value of all of the Company's available for sale financial instruments was determined using quoted prices in active markets.

Business Environment and Risks

A comprehensive discussion of Risks and Uncertainties was included in the 2012 Annual Report and can be found on SEDAR.

Disclosure Controls and Internal Controls over Financial Reporting

The Company has established disclosure controls and procedures to ensure that information disclosed in this MD&A and the related financial statements was properly recorded, processed, summarized and reported to the Audit Committee and the Board.

The Company did not make any changes to its internal controls over financial reporting ("ICFR") during the most recent period ended September 30, 2013 which materially affected, or are reasonably likely to materially affect, the Company's ICFR.

Critical Accounting Estimates

The preparation of financial statements in conformity with International Financial Reporting Standards requires management to make estimates and assumptions that affect the amounts recorded in the financial statements. Management regularly reviews these estimates, including those related to useful lives for depreciation and amortization, impairment of long-lived assets, certain trade receivables, pension and other employee future benefit plans based on currently available information. While it is reasonably possible that circumstances may arise which cause actual results to differ from these estimates, management does not believe it is likely that any such differences will materially affect Glacier's financial position.

INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS
Three and nine months ended September 30, 2013 and 2012

(Expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2013	2012	**2013**	2012
	$	$	**$**	$
Revenue	**68,341**	71,282	**219,547**	219,938
Expenses before depreciation and amortization				
Direct expenses (Note 16)	**49,133**	50,710	**153,398**	149,184
General and administrative (Note 16)	**13,598**	13,234	**43,286**	42,166
	5,610	7,338	**22,863**	28,588
Interest expense, net	**1,440**	1,243	**4,141**	4,236
Depreciation of property, plant and equipment	**1,563**	1,508	**4,714**	4,300
Amortization of intangible assets	**2,033**	2,096	**5,879**	5,833
Other income (Note 14)	**(311)**	(3,136)	**(442)**	(4,238)
Other expenses (Note 15)	**2,750**	1,018	**5,020**	2,088
Share of (earnings) from joint ventures and associates (Note 7)	**(730)**	(2,769)	**(1,023)**	(7,388)
Net income (loss) before income taxes	**(1,135)**	7,378	**4,574**	23,757
Income tax expense (recovery) (Note 13)	**(404)**	735	**2,010**	5,489
Net income (loss) for the period	**(731)**	6,643	**2,564**	18,268
Net income (loss) attributable to:				
Common shareholders	**(1,531)**	5,501	**(513)**	15,161
Non-controlling interest	**800**	1,142	**3,077**	3,107
Earnings (loss) per share attributable to common shareholders				
Basic and diluted	**(0.02)**	0.06	**(0.01)**	0.17
Weighted average number of common shares				
Basic and diluted	**89,083,105**	89,358,410	**89,186,253**	89,358,410

See accompanying notes to these interim consolidated financial statements

INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

Three and nine months ended September 30, 2013 and 2012

(Expressed in thousands of Canadian dollars)
(Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2013	2012	**2013**	2012
	$	$	**$**	$
Net income (loss) for the period	**(731)**	6,643	**2,564**	18,268
Other comprehensive income (net of tax) (Note 12)				
Actuarial gains (losses) on defined benefit pension plans	**1,699**	(825)	**5,292**	(827)
Unrealized (loss) on investments classified as available-for-sale	**(155)**	(16)	**(417)**	(95)
Share of other comprehensive income from joint ventures and associates (Note 7)	**134**	1,105	**1,346**	1,075
Other comprehensive income, net of tax	**1,678**	264	**6,221**	153
Total comprehensive income	**947**	6,907	**8,785**	18,421
Total comprehensive income attributable to:				
Common shareholders	**94**	5,757	**5,515**	15,310
Non-controlling interest	**853**	1,150	**3,270**	3,111

See accompanying notes to these interim consolidated financial statements

INTERIM CONSOLIDATED BALANCE SHEETS

As at September 30, 2013, December 31, 2012 and January 1, 2012

(Expressed in thousands of Canadian dollars)
(Unaudited)

	As at September 30, 2013	As at December 31, 2012	As at January 1, 2012
	$	$	$
Assets			
Current assets			
Cash and cash equivalents	**3,586**	1,233	3,105
Trade receivables and other	**51,906**	55,121	48,807
Inventory	**4,412**	5,538	5,042
Prepaid expenses	**3,143**	3,268	2,782
	63,047	65,160	59,736
Non-current assets			
Investments in joint ventures and associates (Note 7)	**119,513**	114,723	160,360
Other investments	**3,370**	3,848	3,945
Other assets	**1,965**	2,591	3,065
Property, plant and equipment (Note 8)	**57,659**	66,261	59,638
Goodwill (Note 10)	**202,373**	202,180	141,263
Intangible assets (Note 9)	**149,114**	151,177	128,503
Total assets	**597,041**	605,940	556,510
Liabilities			
Current liabilities			
Trade and other payables	**29,398**	29,180	30,259
Dividends payable	**1,784**	-	2,770
Deferred revenue	**13,795**	15,824	14,783
Current portion of long-term debt (Note 11)	**6,345**	8,163	3,171
Other current liabilities	**4,119**	1,700	2,748
	55,441	54,867	53,731
Non-current liabilities			
Non-current portion of deferred revenue	**1,457**	736	652
Other non-current liabilities	**1,571**	1,491	1,856
Post-employment benefit obligation	**6,347**	12,484	10,430
Long-term debt (Note 11)	**106,374**	116,225	114,115
Deferred income taxes	**27,622**	23,836	21,534
Total liabilities	**198,812**	209,639	202,318
Equity			
Share capital	**198,605**	198,962	199,216
Contributed surplus	**8,951**	8,844	8,792
Accumulated other comprehensive loss (Note 12)	**(924)**	(520)	(441)
Retained earnings	**141,520**	140,956	132,517
Total equity attributable to common shareholders	**348,152**	348,242	340,084
Non-controlling interest	**50,077**	48,059	14,108
Total equity	**398,229**	396,301	354,192
Total liabilities and equity	**597,041**	605,940	556,510

See accompanying notes to these interim consolidated financial statements

INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
Three and nine months ended September 30, 2013 and 2012

(Expressed in thousands of Canadian dollars, except share amounts)
(Unaudited)

	Attributable to common shareholders							
	Share capital		Contributed	Accumulated other comprehensive	Retained		Non-controlling	Total
	Shares	Amount	surplus	loss	earnings	Total	interests	equity
		$	$	$	$	$	$	$
Balance, December 31, 2012	89,243,102	198,962	8,844	(520)	140,956	348,242	48,059	396,301
Net income (loss) for the period	-	-	-	-	(513)	(513)	3,077	2,564
Other comprehensive income (loss) (net of tax):	-	-	-	(404)	6,432	6,028	193	6,221
Total comprehensive income (loss) for the period	-	-	-	(404)	5,919	5,515	3,270	8,785
Dividends declared on common shares	-	-	-	-	(5,355)	(5,355)	(170)	(5,525)
Non-controlling interest on acquisition	-	-	-	-	-	-	502	502
Distributions to non-controlling interests	-	-	-	-	-	-	(1,584)	(1,584)
Repurchase of common shares	(159,997)	(357)	107	-	-	(250)	-	(250)
Balance, September 30, 2013	**89,083,105**	**198,605**	**8,951**	**(924)**	**141,520**	**348,152**	**50,077**	**398,229**
Balance, December 31, 2011	89,358,410	199,216	8,792	(441)	132,517	340,084	14,108	354,192
Net income for the period	-	-	-	-	15,161	15,161	3,107	18,268
Other comprehensive income (net of tax):	-	-	-	(92)	241	149	4	153
Total comprehensive income (loss) for the period	-	-	-	(92)	15,402	15,310	3,111	18,421
Dividends declared on common shares	-	-	-	-	(2,681)	(2,681)	(85)	(2,766)
Distributions to non-controlling interests	-	-	-	-	-	-	(981)	(981)
Acuisition of control of ANGLP	-	-	-	-	-	-	31,474	31,474
Repurchase of non-controlling interest	-	-	-	-	-	-	(231)	(231)
Repurchase of common shares	-	-	-	-	-	-	-	-
Balance, September 30, 2012	89,358,410	199,216	8,792	(533)	145,238	352,713	47,396	400,109

See accompanying notes to these interim consolidated financial statements

INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS
Three and nine months ended September 30, 2013 and 2012

(Expressed in thousands of Canadian dollars)
(Unaudited)

	Three months ended September 30, 2013	Three months ended September 30, 2012	Nine months ended September 30, 2013	Nine months ended September 30, 2012
	$	$	**$**	$
Operating activities				
Net income (loss)	**(731)**	6,643	**2,564**	18,268
Items not affecting cash				
Depreciation of property, plant and equipment	**1,563**	1,508	**4,714**	4,300
Amortization of intangible and other assets	**2,033**	2,096	**5,879**	5,833
(Gain) on acquisition	**(243)**	-	**(243)**	(1,102)
Employee future benefit expense in excess of employer contributions	**303**	84	**962**	347
Deferred income taxes (recovery)	**(404)**	735	**2,010**	5,489
Non-cash interest expense	**84**	72	**150**	178
Share of (earnings) from joint ventures and associates	**(730)**	(2,769)	**(1,023)**	(7,388)
Other non-cash expenses (income)	**337**	(103)	**1,015**	(15)
Cash flow from operations before changes in non-cash operating accounts	**2,212**	8,266	**16,028**	25,910
Changes in non-cash operating accounts				
Trade and other receivables	**3,672**	1,506	**6,997**	5,175
Inventory	**(989)**	(795)	**1,037**	668
Prepaid expenses	**846**	(557)	**75**	(1,606)
Trade and other payables	**1,902**	3,272	**(1,692)**	(4,191)
Deferred revenue	**(1,775)**	(1,407)	**(1,330)**	(3,245)
Cash generated from operating activities	**5,868**	10,285	**21,115**	22,711
Investing activities				
Acquisitions, inclusive of bank indebtedness assumed and related financing liabilities	**(1,222)**	-	**(1,828)**	-
Net cash acquired on acquisitions	**-**	-	**524**	2,154
Investments in joint ventures and associates	**(50)**	-	**(3,460)**	(187)
Other investing activities	**(500)**	(222)	**(816)**	(464)
Proceeds from disposal of assets	**2,776**	-	**6,726**	239
Distributions received from joint ventures and associates	**1,380**	1,159	**3,437**	3,963
Purchase of property, plant, equipment	**(880)**	(999)	**(9,164)**	(3,691)
Purchase of intangible assets	**(354)**	(562)	**(1,258)**	(2,010)
Cash generated from (used in) investing activities	**1,150**	(624)	**(5,839)**	4
Financing activities				
Proceeds from long-term debt	**-**	-	**3,871**	-
Distribution to non-controlling interests	**(207)**	(413)	**(952)**	(981)
Dividends paid	**(1,842)**	(2,770)	**(3,682)**	(5,540)
Repayment of long-term debt	**(5,095)**	(6,053)	**(11,910)**	(16,361)
Repurchase of common shares	**-**	-	**(250)**	-
Cash (used in) financing activities	**(7,144)**	(9,236)	**(12,923)**	(22,882)
Net cash inflow (outflow)	**(126)**	425	**2,353**	(167)
Cash and cash equivalents, beginning of period	**3,712**	2,513	**1,233**	3,105
Cash and cash equivalents, end of period	**3,586**	2,938	**3,586**	2,938

Supplemental information (Note 17)

See accompanying notes to these interim consolidated financial statements

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

1. General business description

Glacier Media Inc. ("Glacier" or the "Company") is an information communications company providing primary and essential information and related services through print, electronic and online media. Glacier is pursuing this strategy through its core business segments: the Community Media and Trade Information and Business and Professional sectors.

The Company is incorporated under the Canada Business Corporations Act, with common shares listed on the Toronto Stock Exchange ("TSX"). The address of its head office is 2188 Yukon Street, Vancouver, British Columbia.

2. Basis of preparation

These condensed interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. The condensed interim consolidated financial statements should be read in conjunction with the annual financial statements for the year ended December 31, 2012, which have been prepared in accordance with IFRS as issued by the IASB.

These financial statements have been approved by the Board of Directors for issue on November 12, 2013.

3. Significant accounting policies

The principal accounting policies adopted in the preparation of these condensed interim consolidated financial statements are the same as those applied to the consolidated financial statements for the year ended December 31, 2012 except for the implementation of new accounting standards as described in Notes 4 and 21. The policies applied are based on the International Financial Reporting Standards issued and outstanding as at the date the board of directors approved these financial statements.

4. New accounting standards

In May 2011, the IASB issued the following standards: IFRS 10, *Consolidated Financial Statements* (IFRS 10), IFRS 11, *Joint Arrangements* (IFRS 11), IFRS 12, *Disclosure of Interests in Other Entities* (IFRS 12), IAS 27, *Separate Financial Statements* (IAS 27), IFRS 13, *Fair Value Measurement* (IFRS 13), and amended IAS 28, *Investments in Associates and Joint Ventures* (IAS 28).

In 2011, IAS 19, *Employee Benefits*, was amended to include new guidance with respect to pension plans.

These standards are referred to collectively as "the new accounting standards" in these financial statements.

The new accounting standards were applied effective January 1, 2013 and require retrospective application. Therefore the prior period comparative balances have been restated to present the Company's new accounting policies resulting from the implementation of the new standards (refer to Note 21).

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

5. Critical accounting estimates and judgements

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these condensed interim consolidated financial statements, the significant judgements made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended December 31, 2012.

6. Acquisitions

(a) During the quarter ended September 30, 2013, the Company completed the asset acquisition of a small community media operation, as well as other small digital media operations. The total purchase price for these acquisitions was $1.5 million. The acquisition accounting resulted in a gain on acquisition of $0.2 million.

(b) On April 1, 2012, the Company acquired control of its joint venture partner Alta Newspaper Group Limited Partnership ("ANGLP"). In accordance with IFRS 3, this acquisition was treated as a step acquisition by the Company, whereby its existing investment was disposed of at April 1, 2012 and a new investment reacquired. Effective April 1, 2012, the Company accounts for its investment in ANGLP as a subsidiary and consolidates the financial position and results of the Company. Prior to April 1, 2012, the Company accounted for its investment in ANGLP using the equity method.

The Company acquired total assets of $110.8 million, liabilities of $36.3 million, a non-controlling interest of $41.9 million and recognized a gain on the acquisition transaction of $1.1 million and finalized its purchase accounting in the fourth quarter of 2012.

The prior year comparative balances have been reclassified as at and for the period ended September 30, 2012 to reflect the finalization of the purchase accounting.

(c) On November 30, 2011, the Company completed the acquisition of assets from Postmedia Networks Inc. for which the purchase accounting was finalized in the fourth quarter of 2012. The Company acquired assets of $34.1 million, liabilities of $3.1 million and paid $31.0 million including working capital.

The prior year comparative balances have been reclassified as at and for the period ended September 30, 2012 to reflect the finalization of the purchase accounting.

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

7. Investments in joint ventures and associates

Investments in joint ventures and associates include the following investments:

(a) A 59% equity interest in a private holding company which owns community media operations on Vancouver Island. The Company does not have control over this investment as it does not have a majority of members on the Board of Directors nor does it have voting control over the company.

(b) A 50% equity interest in Fundata Canada Inc. (“Fundata”), which owns and operates information services to the mutual fund industry.

(c) A 50% equity interest in Great West Newspapers Limited Partnership (“GWNLP”), which owns community media operations in Alberta.

(d) A 50% equity interest in InfoMine Inc. (“InfoMine”) which operates online and digital services to the mining industry.

(e) A 49% equity interest in Weather INnovations Consulting Limited Partnership (“WIN”) which operates key weather information provision systems.

(f) A 48% equity interest in Rhode Island Suburban Newspapers (“RISN”) which owns community media operations in Rhode Island, Arizona and California.

(g) Various other equity investments.

The investment in its various joint ventures and associates consists of the following:

(thousands of dollars)	**As at and for the nine months ended September 30, 2013**	As at and for the year ended December 31, 2012
	$	$
Balance, beginning of year	**114,723**	160,360
Investments in (derecognition of) joint ventures and associates	**5,858**	(48,815)
Share of earnings for the period	**1,023**	7,497
Share of other comprehensive income income for the period (net of tax)	**1,346**	942
Distributions and dividends received and other equity movements	**(3,437)**	(5,261)
Balance, end of period	**119,513**	114,723

The following summarizes financial information about the assets, liabilities, revenues, net income (loss), and other comprehensive income (loss) of the Company’s joint venture and associate entities and are reported at the Company’s share of each entity. The amounts disclosed include adjustments made to the carrying amount of assets and liabilities of the joint ventures and associates on acquisition if applicable.

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

7. Investments in joint ventures and associates (continued)

(thousands of dollars)	**As at September 30, 2013**	As at December 31, 2012
	$	$
Assets	**114,522**	113,244
Liabilities	**46,785**	48,167
Net assets	**67,737**	65,077

	For the three months ended September 30,		**For the nine months ended September 30,**	
(thousands of dollars)	**2013**	2012	**2013**	2012
	$	$	**$**	$
Revenues	**18,873**	17,920	**55,328**	58,339
Net income for the period	**974**	2,088	**1,865**	6,621
Other comprehensive income (loss)	**(14)**	995	**1,198**	964

The Company also owns a 59% equity interest in Alta Newspaper Group Limited Partnership ("ANGLP") which owns community media operations in Southern Alberta and Quebec. The Company acquired control of this operation on April 1, 2012 and effective April 1, 2012, records ANGLP's results on a consolidated basis. Consequently, the operations of ANGLP are only included in the results for joint ventures and associates for the three months ended March 31, 2012.

On April 5, 2013, the Company acquired a 49% interest in a new joint venture, Weather INnovations Consulting Limited Partnership – created as the result of merging Weather Farm (a former Canadian Wheat Board asset acquired by Glacier in late 2012) and Weather INnovations Inc. (an agricultural meteorology business). Total consideration was $2.7 million consisting of cash of $2.2 million and other assets of $0.5 million.

On April 30, 2013, the Company, through one of its joint ventures, Rhode Island Suburban Newspapers, completed a business combination for the acquisition of newspaper assets. The Company's share of the acquisition was $5.6 million. The Company's contribution was $1.6 million consisting of $1.0 million in cash and $0.6 million in other consideration, with the remainder of the purchase financed through borrowings by RISN.

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

8. Property, plant and equipment

As at September 30, 2013

(thousands of dollars)	**Cost**	**Accumulated depreciation**	**Carrying amount**
	$	**$**	**$**
Land	10,637	-	10,637
Buildings	19,422	(1,714)	17,708
Production equipment	47,538	(25,579)	21,959
Office equipment and leaseholds	25,803	(18,448)	7,355
	103,400	**(45,741)**	**57,659**

As at December 31, 2012

(thousands of dollars)	Cost	Accumulated depreciation	Carrying amount
	$	$	$
Land	15,649	-	15,649
Buildings	20,231	(1,799)	18,432
Production equipment	47,773	(23,628)	24,145
Office equipment and leaseholds	23,891	(15,856)	8,035
	107,544	(41,283)	66,261

During the three months ended September 30, 2013, the Company disposed of a property consisting of land and a building for consideration equal to the carrying value of $6.5 million.

The Company has classified certain land and building assets with a carrying value of $6.4 million as available-for-sale. These assets are recorded at their carrying value as the fair value less cost to sell is greater than the carrying amount. These assets are no longer being amortized.

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

9. Intangible assets

The Company has various intangible assets including customer relationships, subscription lists, mastheads, software, web sites, copyrights and trademarks. Of these, certain mastheads and trademarks are considered to have an indefinite life and are therefore not amortized.

Intangible assets are as follows:

		As at September 30, 2013	
(thousands of dollars)	**Cost**	**Accumulated amortization**	**Carrying amount**
	$	**$**	**$**
Indefinite life			
Mastheads and trademarks	**93,969**	**-**	**93,969**
Amortizating			
Copyrights	**12,481**	**(10,026)**	**2,455**
Customer relationships	**73,045**	**(26,016)**	**47,029**
Subscription lists	**3,851**	**(2,759)**	**1,092**
Software and websites	**18,427**	**(13,858)**	**4,569**
	201,773	**(52,659)**	**149,114**

		As at December 31, 2012	
(thousands of dollars)	Cost	Accumulated amortization	Carrying amount
	$	$	$
Indefinite life			
Mastheads and trademarks	93,186	-	93,186
Amortizating			
Copyrights	12,481	(9,775)	2,706
Customer relationships	71,074	(21,540)	49,534
Subscription lists	3,955	(2,751)	1,204
Software and websites	17,261	(12,714)	4,547
	197,957	(46,780)	151,177

10. Goodwill

(thousands of dollars)	**As at and for the nine months ended September 30, 2013**	As at and for the year ended December 31, 2012
	$	$
Balance, beginning of year	**202,180**	141,263
Acquisition on business combinations	**193**	67,920
Disposition	**-**	(179)
Impairment	**-**	(6,824)
Balance, end of period	**202,373**	202,180

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

11. Long-term debt

The Company has the following long-term debt outstanding:

(thousands of dollars)	**As at September 30, 2013**	As at December 31, 2012
	$	$
Current		
ANGLP non-recourse debt	**6,112**	6,736
Finance lease liability	**-**	660
Mortgages and other loans	**233**	767
	6,345	8,163
Non-current		
Revolving bank loan	**92,000**	97,000
ANGLP non-recourse debt	**13,760**	18,727
Mortgages and other loans	**614**	498
	106,374	116,225
	112,719	124,388

Under various financing arrangements with its banks, the Company, its subsidiaries and its affiliates are required to meet certain covenants. The Company, its subsidiaries and its affiliates were in compliance with these covenants at September 30, 2013 and December 31, 2012.

12. Other comprehensive income

The components of other comprehensive income (net of tax) are as follows:

	Accumulated other comprehensive income (loss)			Retained earnings			
(thousands of dollars)	Equity Securities classified as available for sale	Cumulative Translation Adjustment	Total	Actuarial gains (losses) on defined benefit plans	Total	Non-controlling interests	Total comprehensive loss
	$	$		$	$	$	$
Balance, December 31, 2012	(395)	(125)	(520)	(7,894)	(7,894)	(269)	(8,683)
Actuarial gain on defined benefit plans	-	-	-	5,128	5,128	164	5,292
Unrealized (loss) on available for sale investments	(404)	-	(404)	-	-	(13)	(417)
Share of other comprehensive income from joint ventures and associates	-	-	-	1,304	1,304	42	1,346
Other comprehensive income (loss) for the period			(404)		6,432	193	6,221
Balance, September 30, 2013	**(799)**	**(125)**	**(924)**	**(1,462)**	**(1,462)**	**(76)**	**(2,462)**
Balance, December 31, 2011	(316)	(125)	(441)	(8,349)	(8,349)	269	(8,521)
Actuarial (losses) on defined benefit plans	-	-	-	(801)	(801)	(26)	(827)
Unrealized (loss) on available for sale investments	(92)	-	(92)	-	-	(3)	(95)
Share of other comprehensive income from joint ventures and associates	-	-	-	1,042	1,042	33	1,075
Other comprehensive income (loss) for the period			(92)		241	4	153
Balance, September 30, 2012	(408)	(125)	(533)	(8,108)	(8,108)	273	(8,368)

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

12. Other comprehensive income (continued)

Other comprehensive income items that do not recycle through the statement of operations in future periods are recorded directly in retained earnings.

Other comprehensive income items are reported net of the following tax effects:

(thousands of dollars)	Three months ended September 30, 2013	2012	Nine months ended September 30, 2013	2012
Income tax effect of:	$	$	$	$
Actuarial gain (losses) on defined benefit plans	**(597)**	275	**(1,815)**	276
Unrealized (loss) on available for sale investments	**23**	3	**61**	14

13. Income taxes

Income tax expense is recognized based on management’s estimate of the weighted average annual income tax rate expected for the full financial year. The components of income tax expense are shown in the following table:

(thousands of dollars)	Three months ended September 30, 2013	2012	Nine months ended September 30, 2013	2012
	$	$	**$**	$
Current tax	**-**	-	**-**	-
Deferred tax	**(404)**	735	**2,010**	5,489
Income tax expense	**(404)**	735	**2,010**	5,489

At September 30, 2013, the Company has available non-capital losses and unclaimed tax credits which may be used to reduce future Canadian income taxes otherwise payable. Refer to Note 20.

14. Other income

Other income for the nine months ended September 30, 2012 included $3.1 million recognized on the redemption of miscellaneous asset backed commercial paper and a $1.1 million gain on acquisition.

15. Other expenses

Other expenses include restructuring costs and severance related to cost reduction initiatives of $2.7 million, transition costs related to the integration of newly acquired operations of $1.6 million, and other items.

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

16. Expense by nature

(thousands of dollars)	For the three months ended September 30, 2013	2012	For the nine months ended September 30, 2013	2012
	$	$	**$**	$
Wages and benefits	**34,693**	34,219	**104,598**	99,211
Newsprint, ink and other printing costs	**8,520**	9,184	**29,726**	30,082
Delivery costs	**6,803**	6,892	**20,851**	21,067
Rent, utilities and other property costs	**3,046**	3,289	**8,864**	8,968
Advertising, marketing and other promotion costs	**2,613**	2,923	**8,474**	9,005
Third party production and editorial costs	**3,622**	3,285	**10,796**	9,737
Legal, bank, insurance and professional services	**1,372**	1,927	**4,562**	4,878
Data services, system maintenance, telecommunications and software licenses	**1,287**	1,361	**3,829**	3,741
Other	**775**	864	**4,984**	4,661
	62,731	63,944	**196,684**	191,350
Direct expenses	**49,133**	50,710	**153,398**	149,184
General and administrative expenses	**13,598**	13,234	**43,286**	42,166
	62,731	63,944	**196,684**	191,350

The results of the nine months ended September 30, 2012 include the additional share of ANGLP's operations, as the Company acquired control on April 1, 2012.

17. Supplemental cash flow information

(thousands of dollars)	For the three months ended September 30, 2013	2012	For the nine months ended September 30, 2013	2012
	$	$	**$**	$
Interest paid	**1,356**	1,171	**3,991**	4,058
Income taxes paid	**-**	-	**-**	-

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

18. Related party transactions

During the nine months ended September 30, 2013, the Company and its affiliates recorded administration, consulting and interest expenses of $1.6 million (2012: $1.7 million) from Madison Venture Corporation ("Madison") and its subsidiaries. Madison is a minority shareholder of the Company and certain of its officers and directors are officers and directors of the Company. Madison provides strategic, financial, transactional advisory services and administrative services to Glacier on an ongoing basis. This has been done with the intention of maintaining an efficient and cost effective corporate overhead structure, instead of i) hiring more full-time corporate and administrative staff and thereby increasing fixed overhead costs and ii) retaining outside professional advisory firms on a more extensive basis. These services were provided in the normal course of operations and were measured at the exchange amount, which represented the amount of consideration established and agreed to by the related parties. These services include:

	Three months ended September, 30		Nine months ended September 30,	
(thousands of dollars)	**2013**	2012	**2013**	2012
	$	$	**$**	$
Interest (a)	**200**	290	**675**	770
Consulting and administration fees (b)	**116**	110	**342**	329
Rent, office, telephone and other (c)	**26**	47	**118**	152
Insurance (d)	**-**	-	**431**	385
Directors fees (e)	**13**	19	**51**	59
	355	466	**1,617**	1,695

(a) $0.7 million (2012: $0.8 million) represents interest expense incurred by a subsidiary company on its borrowings, which was paid by Madison Venture Corporation and reimbursed by the subsidiary. Due to the nature of the subsidiary financing, Madison Venture Corporation is the direct and guarantor borrower for these borrowings. Madison charges a fee of 50 basis points for this transaction, which amounts to $0.1 million (2012: $0.1 million) for the nine months ended September 30, 2013.

(b) Consulting and administration fees are charged by Madison for services related to transaction work, tax and financial planning, strategic planning and administration and are at rates consistent with those charged by third parties for similar services.

(c) Certain of the Company's officers and management shared office space with Madison during the year and paid fees related to their proportionate share of the rent, utilities, telephones, reception and other office services.

(d) The Company purchased its general liability insurance in conjunction with Madison in order to obtain lower rates as part of a larger group and the Company reimbursed Madison for its proportionate share of the insurance.

(e) The Company paid directors fees to Madison for the Company's directors who are shareholders of Madison. These fees are the same as those for the independent directors.

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

19. Segment disclosure

The Company and its subsidiaries operate in two distinct operating segments throughout Canada and the United States. These segments are the business and professional market in which Specialty Technical Publishers ("STP"), Inceptus Media, ERIS and Fundata operate and the community media and trade information market in which the rest of Glacier's businesses operate. All of the Company's assets are located in Canada except the assets of a joint venture located in the United States.

The chief operating decision maker reviews operating results and bases decisions on the actual economic interest in its joint ventures. Therefore, the Company presents its segments based on its adjusted results which include its share of the revenues and expenses from its joint ventures. A reconciliation of the segment disclosure to the statement of operations and balance sheet is provided below.

The following segment information is as at and for the three and nine months ended September 30, 2013 and 2012:

(thousands of dollars)	Community Media and Trade Information	Business and Professional	Corporate and Other	Total Operations	Joint Venture Adjustment (1)	IFRS Total
Three months ended September 30, 2013	**$**	**$**	**$**	**$**	**$**	**$**
Revenue						
Canada	**68,378**	**3,221**	**-**	**71,599**	**(6,238)**	**65,361**
United States	**4,207**	**810**	**-**	**5,017**	**(2,037)**	**2,980**
				76,616		**68,341**
Income (loss) before interest, taxes, depreciation and amortization	**6,748**	**1,324**	**(26)**	**8,046**	**(2,436)**	**5,610**
Interest	**1,540**	**30**	**-**	**1,570**	**(130)**	**1,440**
Amortization and depreciation	**4,410**	**320**	**-**	**4,730**	**(1,134)**	**3,596**
Other income	**(311)**	**-**	**-**	**(311)**	**-**	**(311)**
Other expense	**2,442**	**343**	**63**	**2,848**	**(98)**	**2,750**
Income tax	**(323)**	**247**	**-**	**(76)**	**(328)**	**(404)**
Share of (earnings) loss from joint ventures and associates	**716**	**-**	**-**	**716**	**(1,446)**	**(730)**
Segment Net income (loss)	**(1,726)**	**384**	**(89)**	**(1,431)**	**700**	**(731)**
Assets	**600,343**	**16,006**	**(74)**	**616,275**	**(19,234)**	**597,041**
Capital expenditures	**2,768**	**88**	**-**	**2,856**	**(1,622)**	**1,234**
Investment in joint ventures and associates	**64,506**	**-**	**-**	**64,506**	**55,007**	**119,513**

(1) Adjustments represent the elimination of the proportionately consolidated results of the Company's joint ventures.

(thousands of dollars)	Community Media and Trade Information	Business and Professional	Corporate and Other	Total Operations	Joint Venture Adjustment (1)	IFRS Total
Three months ended September 30, 2012	$	$	$	$		
Revenue						
Canada	71,036	3,027	-	74,063	(5,883)	68,180
United States	3,273	909	-	4,182	(1,080)	3,102
				78,245		71,282
Income (loss) before interest, taxes, depreciation and amortization	8,358	1,457	-	9,815	(2,477)	7,338
Interest	1,237	67	-	1,304	(61)	1,243
Amortization and depreciation	3,749	248	-	3,997	(393)	3,604
Other income	-	-	(3,136)	(3,136)	-	(3,136)
Other expense	765	(44)	181	902	116	1,018
Income tax	732	293	-	1,025	(290)	735
Share of (earnings) loss from joint ventures and associates	(839)	-	-	(839)	(1,930)	(2,769)
Segment Net income	2,714	893	2,955	6,562	81	6,643
Assets	593,103	30,934	-	624,037	(18,097)	605,940
Capital expenditures	2,535	132	-	2,667	(1,106)	1,561
Investment in joint ventures and associates	61,937	-	-	61,937	52,786	114,723

(1) Adjustments represent the elimination of the proportionately consolidated results of the Company's joint ventures.

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

19. Segment disclosure (continued)

(thousands of dollars)	Community Media and Trade Information	Business and Professional	Corporate and Other	Total Operations	Joint Venture Adjustment [1]	IFRS Total
Nine months ended September 30, 2013	**$**	**$**	**$**	**$**	**$**	**$**
Revenue						
Canada	**218,823**	**9,573**	**-**	**228,396**	**(18,183)**	**210,213**
United States	**11,341**	**2,789**	**-**	**14,130**	**(4,796)**	**9,334**
				242,526		**219,547**
Income (loss) before interest, taxes, depreciation and amortization	**25,272**	**4,096**	**(67)**	**29,301**	**(6,438)**	**22,863**
Interest	**4,327**	**84**	**-**	**4,411**	**(270)**	**4,141**
Amortization and depreciation	**11,612**	**591**	**-**	**12,203**	**(1,610)**	**10,593**
Other income	**(492)**	**-**	**-**	**(492)**	**50**	**(442)**
Other expense	**4,097**	**348**	**1,444**	**5,889**	**(869)**	**5,020**
Income tax	**1,846**	**681**	**-**	**2,527**	**(517)**	**2,010**
Share of (earnings) loss from joint ventures and associates	**2,303**	**-**	**-**	**2,303**	**(3,326)**	**(1,023)**
Segment Net income	**1,579**	**2,392**	**(1,511)**	**2,460**	**104**	**2,564**
Assets	**600,343**	**16,006**	**(74)**	**616,275**	**(19,234)**	**597,041**
Capital expenditures	**13,280**	**438**		**13,718**	**(3,296)**	**10,422**
Investment in joint ventures and associates	**64,506**	**-**	**-**	**64,506**	**55,007**	**119,513**

(1) Adjustments represent the elimination of the proportionately consolidated results of the Company's joint ventures.

(thousands of dollars)	Community Media and Trade Information	Business and Professional	Corporate and Other	Total Operations	Joint Venture Adjustment [1]	IFRS Total
Nine months ended September 30, 2012	$	$	$	$		
Revenue						
Canada	224,196	9,062	-	233,258	(22,857)	210,401
United States	10,173	2,623	-	12,796	(3,259)	9,537
				246,054		219,938
Income (loss) before interest, taxes, depreciation and amortization	33,932	3,935	(44)	37,823	(9,235)	28,588
Interest	4,275	213	-	4,488	(252)	4,236
Amortization and depreciation	10,768	729	-	11,497	(1,364)	10,133
Other income	(1,102)	-	(3,136)	(4,238)	-	(4,238)
Other expense	1,393	(125)	729	1,997	91	2,088
Income tax	5,408	808	-	6,216	(727)	5,489
Share of (earnings) loss from joint ventures and associates	(446)	-	-	(446)	(6,942)	(7,388)
Segment Net income	13,636	2,310	2,363	18,309	(41)	18,268
Assets	593,103	30,934	-	624,037	(18,097)	605,940
Capital expenditures	12,071	460		12,531	(6,830)	5,701
Investment in joint ventures and associates	61,937	-	-	61,937	52,786	114,723

(1) Adjustments represent the elimination of the proportionately consolidated results of the Company's joint ventures.

20. Contingency

In March 2013, an affiliate of the Company received correspondence from Canada Revenue Agency ("CRA") proposing to issue a notice of reassessment with respect to the utilization of non-capital losses by the affiliate, pertaining to taxation years 2008, 2009, 2010 and 2011. The Company believes that it has reported its tax position appropriately. No provision has been made in these financial statements for additional income taxes, if any, which may be determined to be payable on ultimate resolution of this matter. Should CRA issue the notice of reassessment, the Company's affiliate would be obligated to pay an initial payment of fifty percent of the reassessed tax amount plus penalties and interest, in conjunction with appealing the reassessment. The Company believes its affiliate has substantial defences in response to the matters raised by CRA and would vigorously appeal any reassessment. Nevertheless, the initial payment upon appeal, as well as the proposed reassessment by CRA, if upheld, would have a material impact on the Company's financial statements and cash flows. Notwithstanding, the Company's affiliate has the financial capacity to pay such amounts, if any. The likely timing to resolve this matter may take years. As of November 12, 2013, there has been no change in the status of this matter.

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

21. Application of new accounting standards

The Company has made the following changes to its significant accounting policies as a result of implementing the new accounting standards as described in Note 4:

Principles of consolidation

Subsidiaries
The consolidated financial statements incorporate the assets and liabilities of all entities controlled by the Company as at December 31, 2012 and the results of all controlled entities for the year then ended. Controlled entities are those entities over which the Company has i) the power to govern the financial and operating policies, ii) the right to receive benefits from that entity and iii) the ability to use its operating decisions to alter the benefits received. These criteria are met by having a shareholding of more than one-half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Company controls another entity. In addition, for consolidation purposes factors may exist where one may consolidate without having more than 50% of the voting power through ownership or agreements, or in the circumstances of enhanced minority rights, as a consequence of *de facto* control. *De facto* control is control without the legal right to exercise unilateral control, and involves decision making ability that is not shared with others and the ability to give direction with respect to the operating and financial policies of the entity concerned. Where control of a subsidiary ceases during a financial year, its results are included up to the point in the year when control ceases.

All inter-company balances, transactions and unrealized profits resulting from inter-company transactions have been eliminated. Where control of an entity is acquired during a financial year, its results are included in the statement of operations from the date on which control commences.

Non-controlling interests
Non-controlling interests represent equity interests in subsidiaries owned by outside parties. The share of net assets of subsidiaries attributable to non-controlling interests is presented as a component of equity. Their share of net income (loss) and comprehensive income (loss) is recognized directly in equity. Changes in the parent company's ownership interest in subsidiaries that do not result in a loss of control are accounted for as equity transactions.

There were no changes to the accounting for its subsidiaries as a result of implementing the new accounting standards.

Joint arrangements
Joint arrangements are entities over which the Company has joint control with one or more unaffiliated entities. The Company classifies its joint arrangements as Joint ventures and accounts for them using the equity method of accounting in accordance with the new standards. The Company records its investment in its joint ventures as follows:

- Investments are initially recognized at cost.
- The Company's share of its joint venture's post-acquisition profits or losses is recognized in the statement of operations.
- Dividends and distributions receivable from joint ventures reduce the carrying amount of the investment.
- The Company's liability with respect to its joint ventures is limited to its net investment and has no obligation to fund any subsequent losses should they arise.

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

21. Application of new accounting standards (continued)

- Certain joint ventures are considered tax transparent entities and in accordance with IAS 12, the deferred taxes related to these entities are included in deferred income taxes on the Company's consolidated balance sheets and income tax expense in the Company's consolidated statements of operations.

Previously, the Company accounted for its joint ventures using proportionate consolidation and recorded i) the Company's share of the assets that it controls jointly and the liabilities for which it is jointly responsible, ii) the Company's share of the income and expenses of the jointly controlled entity and iii) eliminated all transactions between the Company and its joint venture.

The accounting policies of subsidiaries, associates and joint ventures were changed where necessary to ensure consistency with the policies adopted by the Company.

In accordance with the transitional provisions of the new accounting standards on January 1, 2012, the Company recognized its initial investment in each of its joint ventures as the aggregate of the carrying amounts of the assets and liabilities that the entity had previously proportionately consolidated.

Associates
Associates are entities over which the Company has significant influence but not control. Generally, the Company has a voting shareholding of between 20% and 50% of the voting rights in its associates. Investments in associates are accounted for using the equity method as follows:

- Investments are initially recognized at cost.
- Associates include goodwill and intangibles identified on acquisition, net of any accumulated impairment loss.
- The Company's share of its associate's post-acquisition profits or losses is recognized in the statement of operations.
- Dividends and distributions receivable from associates reduce the carrying amount of the investment.
- The Company's liability with respect to its associates is limited to its net investment and has no obligation to fund any subsequent losses should they arise.

There were no changes to the accounting for its associates as a result of implementing the new accounting standards.

Employee Benefits

IAS 19 was amended to include new guidance with respect to pension plans. A number of these changes were previously optional under IFRS 19, *Employee Benefits,* and were implemented by the Company on initial adoption of IFRS on January 1, 2011. Additional changes were adopted on January 1, 2013. The implementation of the IAS 19 amendments required a change in the method of determining the annual pension expense and has been applied retrospectively. The change in accounting did not result in a material adjustment to the financial statements.

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

21. Application of new accounting standards (continued)

As a result of implementing the new accounting standards the Company made the following adjustments to its balance sheets at September 30, 2013, December 31, 2012 and January 1, 2012 as follows:

	As at September 30, 2013			As at December 31, 2012			As at January 1, 2012		
	Under previous IFRS	Adjustment	Under new IFRS Standards	Under previous IFRS	Adjustment	Under new IFRS Standards	Under previous IFRS	Adjustment	Under new IFRS Standards
Assets									
Current assets									
Cash and cash equivalents	7,628	(4,042)	3,586	5,216	(3,983)	1,233	9,206	(6,101)	3,105
Trade receivables and other	54,235	(2,329)	51,906	62,284	(7,163)	55,121	58,746	(9,939)	48,807
Inventory	5,086	(674)	4,412	5,722	(184)	5,538	5,431	(389)	5,042
Prepaid expenses	3,327	(184)	3,143	3,376	(108)	3,268	3,248	(466)	2,782
	70,276	(7,229)	63,047	76,598	(11,438)	65,160	76,631	(16,895)	59,736
Non-current assets									
Investments in joint ventures and associates	64,506	55,007	119,513	61,937	52,786	114,723	62,369	97,991	160,360
Other investments	3,370	-	3,370	3,953	(105)	3,848	3,970	(25)	3,945
Other assets	1,316	649	1,965	1,376	1,215	2,591	1,595	1,470	3,065
Property, plant and equipment	79,490	(21,831)	57,659	84,380	(18,119)	66,261	73,843	(14,205)	59,638
Goodwill	228,914	(26,541)	202,373	228,061	(25,881)	202,180	207,139	(65,876)	141,263
Intangible assets	168,403	(19,289)	149,114	167,732	(16,555)	151,177	166,209	(37,706)	128,503
Total assets	616,275	(19,234)	597,041	624,037	(18,097)	605,940	591,756	(35,246)	556,510
Liabilities									
Current liabilities									
Trade and other payables	32,405	(3,007)	29,398	32,159	(2,979)	29,180	34,080	(3,821)	30,259
Dividends payable	1,784	-	1,784	-	-	-	2,770	-	2,770
Deferred revenue	14,631	(836)	13,795	21,656	(5,832)	15,824	20,861	(6,078)	14,783
Current portion of long-term debt	13,944	(7,599)	6,345	13,749	(5,586)	8,163	10,724	(7,553)	3,171
Other current liabilities	4,119	-	4,119	1,700	-	1,700	2,748	-	2,748
	66,883	(11,442)	55,441	69,264	(14,397)	54,867	71,183	(17,452)	53,731
Non-current liabilities									
Non-current portion of deferred revenue	1,457	-	1,457	736	-	736	652	-	652
Other non-current liabilities	1,571	-	1,571	1,491	-	1,491	1,860	(4)	1,856
Post-employment benefit obligation	6,347	-	6,347	12,484	-	12,484	10,471	(41)	10,430
Long-term debt	111,817	(5,443)	106,374	118,108	(1,883)	116,225	129,272	(15,157)	114,115
Deferred income taxes	29,220	(1,598)	27,622	25,607	(1,771)	23,836	23,478	(1,944)	21,534
Total liabilities	217,295	(18,483)	198,812	227,690	(18,051)	209,639	236,916	(34,598)	202,318
Equity									
Share capital	198,605	-	198,605	198,962	-	198,962	199,216	-	199,216
Contributed surplus	8,951	-	8,951	8,844	-	8,844	8,792	-	8,792
Accumulated other comprehensive loss	(705)	(219)	(924)	(549)	29	(520)	(441)	-	(441)
Retained earnings	141,483	37	141,520	140,758	198	140,956	132,849	(332)	132,517
Total equity attributable to common shareholders	348,334	(182)	348,152	348,015	227	348,242	340,416	(332)	340,084
Non-controlling interest	50,646	(569)	50,077	48,332	(273)	48,059	14,424	(316)	14,108
Total equity	398,980	(751)	398,229	396,347	(46)	396,301	354,840	(648)	354,192
Total liabilities and equity	616,275	(19,234)	597,041	624,037	(18,097)	605,940	591,756	(35,246)	556,510

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

21. Application of new accounting standards (continued)

As a result of implementing the new accounting standards the Company made the following adjustments to its statements of operations for the three months ended September 30, 2013 and 2012 as follows:

	For the three months ended September 30, 2013			For the three months ended September 30, 2012		
	Under previous IFRS	Adjustment	Under new IFRS Standards	Under previous IFRS [1]	Adjustment	Under new IFRS Standards
Revenue	76,616	(8,275)	68,341	78,245	(6,963)	71,282
Expenses before depreciation and amortization						
Direct expenses	51,793	(2,660)	49,133	54,232	(3,522)	50,710
General and administrative	16,777	(3,179)	13,598	14,198	(964)	13,234
	8,046	(2,436)	5,610	9,815	(2,477)	7,338
Interest expense, net	1,570	(130)	1,440	1,304	(61)	1,243
Depreciation of property, plant and equipment	1,777	(214)	1,563	1,687	(179)	1,508
Amortization of intangible and other assets	2,953	(920)	2,033	2,310	(214)	2,096
Other income	(311)	-	(311)	(3,136)	-	(3,136)
Other expenses	2,848	(98)	2,750	902	116	1,018
Share of (earnings)/losses from joint ventures and associates	716	(1,446)	(730)	(839)	(1,930)	(2,769)
Net income (loss) before income taxes	(1,507)	372	(1,135)	7,587	(209)	7,378
Income tax expense (recovery)	(76)	(328)	(404)	1,025	(290)	735
Net income (loss) for the year	(1,431)	700	(731)	6,562	81	6,643
Net income (loss) attributable to:						
Common shareholders	(2,162)	631	(1,531)	5,749	(248)	5,501
Non-controlling interest	731	69	800	813	329	1,142
Earnings (loss) per share attributable to common shareholders						
Basic and diluted	(0.02)		(0.02)	0.06		0.06
Weighted average number of common shares						
Basic and diluted	89,083,105		89,083,105	89,358,410		89,358,410

[1] The balances reported under previous IFRS have been restated for the finalization of the puchase accounting of the Postmedia acquisition, which occurred in November 2011, and the acquisition of control of ANGLP, which occured in April 2012.

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

21. Application of new accounting standards (continued)

As a result of implementing the new accounting standards the Company made the following adjustments to its statements of operations for the nine months ended September 30, 2013 and 2012 as follows:

	For the nine months ended September 30, 2013			For the nine months ended September 30, 2012		
	Under previous IFRS	Adjustment	Under new IFRS Standards	Under previous IFRS (1)	Adjustment	Under new IFRS Standards
Revenue	242,526	(22,979)	219,547	246,054	(26,116)	219,938
Expenses before depreciation and amortization						
Direct expenses	165,834	(12,436)	153,398	163,614	(14,430)	149,184
General and administrative	47,391	(4,105)	43,286	44,617	(2,451)	42,166
	29,301	(6,438)	22,863	37,823	(9,235)	28,588
Interest expense, net	4,411	(270)	4,141	4,488	(252)	4,236
Depreciation of property, plant and equipment	5,481	(767)	4,714	4,819	(519)	4,300
Amortization of intangible and other assets	6,722	(843)	5,879	6,678	(845)	5,833
Other income	(492)	50	(442)	(4,238)	-	(4,238)
Other expenses	5,889	(869)	5,020	1,997	91	2,088
Share of (earnings)/losses from joint ventures and associates	2,303	(3,326)	(1,023)	(446)	(6,942)	(7,388)
Net income (loss) before income taxes	4,987	(413)	4,574	24,525	(768)	23,757
Income tax expense	2,527	(517)	2,010	6,216	(727)	5,489
Net income (loss) for the year	2,460	104	2,564	18,309	(41)	18,268
Net income (loss) attributable to:						
Common shareholders	(330)	(183)	(513)	15,468	(307)	15,161
Non-controlling interest	2,790	287	3,077	2,841	266	3,107
Earnings per share attributable to common shareholders						
Basic and diluted	(0.00)		(0.01)	0.17		0.17
Weighted average number of common shares						
Basic and diluted	89,186,253		89,186,253	89,358,410		89,358,410

(1) The balances reported under previous IFRS have been restated for the finalization of the puchase accounting of the Postmedia acquisition, which occurred in November 2011, and the acquisition of control of ANGLP, which occured in April 2012.

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

21. Application of new accounting standards (continued)

As a result of implementing the new accounting standards the Company made the following adjustments to its statements of cash flows for the three months ended September 30, 2013 and 2012 as follows:

	For the three months ended September 30, 2013			For the three months ended September 30, 2012		
	Under previous IFRS	Adjustment	Under new IFRS Standards	Under previous IFRS (1)	Adjustment	Under new IFRS Standards
Operating activities						
Net income (loss)	(1,431)	700	(731)	6,562	81	6,643
Items not affecting cash						
Depreciation of property, plant and equipment	1,777	(214)	1,563	1,687	(179)	1,508
Amortization of intangible and other assets	2,953	(920)	2,033	2,310	(214)	2,096
Gain on acquisition	(243)	-	(243)	-	-	-
Employee future benefit expense in excess of employer contributions	303	-	303	(85)	169	84
Deferred income taxes	(321)	(83)	(404)	656	79	735
Non-cash interest expense	84	-	84	72	-	72
Share of (earnings) losses from joint ventures and associates	716	(1,446)	(730)	(839)	(1,930)	(2,769)
Other non-cash expenses	363	(26)	337	(101)	(2)	(103)
Cash flow from operations before changes in non-cash operating accounts	4,201	(1,989)	2,212	10,262	(1,996)	8,266
Changes in non-cash operating accounts						
Trade and other receivables	4,568	(896)	3,672	2,284	(778)	1,506
Inventory	(1,303)	314	(989)	(821)	26	(795)
Prepaid expenses	902	(56)	846	(664)	107	(557)
Trade and other payables	3,505	(1,603)	1,902	2,717	555	3,272
Deferred revenue	(4,875)	3,100	(1,775)	(2,511)	1,104	(1,407)
Cash generated from operating activities	6,998	(1,130)	5,868	11,267	(982)	10,285
Investing activities						
Acquisitions, inclusive of bank indebtedness assumed and related financing liabilities	(1,222)	-	(1,222)	(265)	265	-
Net cash acquired on acquisitions	-	-	-	-	-	-
Investments in joint ventures and associates	(50)	-	(50)	-	-	-
Other investing activities	(500)	-	(500)	-	(222)	(222)
Proceeds from disposal of assets	2,736	40	2,776	-	-	-
Distrubtions received from joint ventures and associates	380	1,000	1,380	387	772	1,159
Purchase of property, plant, equipment	(2,337)	1,457	(880)	(2,131)	1,132	(999)
Purchase of intangible assets	(519)	165	(354)	(536)	(26)	(562)
Cash generated from (used in) investing activities	(1,512)	2,662	1,150	(2,545)	1,921	(624)
Financing activities						
Proceeds from long-term debt	(37)	37	-	309	(309)	-
Distribution to non-controlling interests	(207)	-	(207)	(413)	-	(413)
Dividends paid	(1,842)	-	(1,842)	(2,766)	(4)	(2,770)
Repayment of long-term debt	(5,095)	-	(5,095)	(6,032)	(21)	(6,053)
Repurchase of common shares	-	-	-	-	-	-
Cash (used in) financing activities	(7,181)	37	(7,144)	(8,902)	(334)	(9,236)
Net cash inflow (outflow)	(1,695)	1,569	(126)	(180)	605	425
Cash and cash equivalents, beginning of period	9,323	(5,611)	3,712	6,891	(4,378)	2,513
Cash and cash equivalents, end of period	7,628	(4,042)	3,586	6,711	(3,773)	2,938

(Amounts in tables expressed in thousands of Canadian dollars, except share and per share amounts)
(Unaudited)

21. Application of new accounting standards (continued)

As a result of implementing the new accounting standards the Company made the following adjustments to its statements of cash flows for the nine months ended September 30, 2013 and 2012 as follows:

	For the nine months ended September 30, 2013			For the nine months ended September 30, 2012		
	Under previous IFRS	Adjustment	Under new IFRS Standards	Under previous IFRS [1]	Adjustment	Under new IFRS Standards
Operating activities						
Net income	2,460	104	2,564	18,309	(41)	18,268
Items not affecting cash						
Depreciation of property, plant and equipment	5,481	(767)	4,714	4,819	(519)	4,300
Amortization of intangible and other assets	6,722	(843)	5,879	6,678	(845)	5,833
Gain on acquisition	(243)	-	(243)	(1,102)	-	(1,102)
Employee future benefit expense in excess of employer contributions	962	-	962	198	149	347
Deferred income taxes	1,821	189	2,010	5,420	69	5,489
Non-cash interest expense	150	-	150	178	-	178
Share of (earnings) losses from joint ventures and associates	2,303	(3,326)	(1,023)	(446)	(6,942)	(7,388)
Other non-cash expenses	1,035	(20)	1,015	(13)	(2)	(15)
Cash flow from operations before changes in non-cash operating accounts	20,691	(4,663)	16,028	34,041	(8,131)	25,910
Changes in non-cash operating accounts						
Trade and other receivables	12,184	(5,187)	6,997	8,525	(3,350)	5,175
Inventory	581	456	1,037	660	8	668
Prepaid expenses	(149)	224	75	(1,586)	(20)	(1,606)
Trade and other payables	(872)	(820)	(1,692)	(5,396)	1,205	(4,191)
Deferred revenue	(6,326)	4,996	(1,330)	(6,155)	2,910	(3,245)
Cash generated from operating activities	26,109	(4,994)	21,115	30,089	(7,378)	22,711
Investing activities						
Acquisitions, inclusive of bank indebtedness assumed and related financing liabilities	(1,828)	-	(1,828)	(265)	265	-
Net cash acquired on acquisitions	(5,057)	5,581	524	872	1,282	2,154
Investments in joint ventures and associates	(2,422)	(1,038)	(3,460)	303	(490)	(187)
Other investing activities	(816)	-	(816)	(801)	337	(464)
Proceeds from disposal of assets	6,686	40	6,726	239	-	239
Distrubtions received from joint ventures and associates	837	2,600	3,437	1,182	2,781	3,963
Purchase of property, plant, equipment	(12,189)	3,025	(9,164)	(10,538)	6,847	(3,691)
Purchase of intangible assets	(1,529)	271	(1,258)	(1,993)	(17)	(2,010)
Cash generated from (used in) investing activities	(16,318)	10,479	(5,839)	(11,001)	11,005	4
Financing activities						
Proceeds from long-term debt	9,444	(5,573)	3,871	2,379	(2,379)	-
Distribution to non-controlling interests	(981)	29	(952)	(981)	-	(981)
Dividends paid	(3,682)	-	(3,682)	(5,540)	-	(5,540)
Repayment of long-term debt	(11,910)	-	(11,910)	(17,441)	1,080	(16,361)
Repurchase of common shares	(250)	-	(250)	-	-	-
Cash (used in) financing activities	(7,379)	(5,544)	(12,923)	(21,583)	(1,299)	(22,882)
Net cash inflow (outflow)	2,412	(59)	2,353	(2,495)	2,328	(167)
Cash and cash equivalents, beginning of period	5,216	(3,983)	1,233	9,206	(6,101)	3,105
Cash and cash equivalents, end of period	7,628	(4,042)	3,586	6,711	(3,773)	2,938

[1] The balances reported under previous IFRS have been restated for the finalization of the puchase accounting of the Postmedia acquisition, which occurred in November 2011, and the acquisition of control of ANGLP, which occured in April 2012.

Board of Directors

Bruce W. Aunger*
John S. Burns, Q.C.*
Sam Grippo
Brian Hayward
S. Christopher Heming
Jonathon J.L. Kennedy
Geoffrey L. Scott*

*Member of the Audit Committee

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Sam Grippo, Chairman
Jonathon J.L. Kennedy, President & Chief Executive Officer
Orest Smysnuik, CA, Chief Financial Officer
Bruce W. Aunger, Secretary

Transfer Agent

Computershare Trust Company of Canada
Toronto, Calgary and Vancouver

Auditors

PricewaterhouseCoopers LLP

Stock Exchange Listing

The Toronto Stock Exchange
Trading symbol: GVC

Investor Relations

Institutional investors, brokers, security analysts and others requiring financial and corporate information about Glacier should visit our website *www.glaciermedia.ca* or contact: Orest Smysnuik, CA, Chief Financial Officer.

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