FIRST NATIONAL

FINANCIAL CORPORATION

Report to Shareholders

Period Ended June 30, 2016

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Fellow Shareholders:

First National's performance for the three months ended June 30, 2016 attests to the strength of demand in residential and commercial mortgage markets and the Company's ability to effectively serve that demand with products and services that appeal to borrowers and their mortgage broker advisors.

Once again, growth was profitable and reflected the benefit of increases in interest revenue on securitized mortgages, placement fees and mortgage servicing, partially offset by losses on short bonds used for our economic hedging program. These losses will result in wider gross spreads on the related portfolio of securitized mortgages in future periods. Looking at key indicators:

- Mortgages under administration increased by 7% year over year to a record $96.6 billion from $90.1 billion at June 30, 2015
- Mortgage originations were up by 8% to $5.5 billion from $5.1 billion in the 2015 second quarter (in spite of the economic slowdown in Alberta and Saskatchewan that manifested itself in a 10% decline in activity levels for our Calgary office)
- Net income was $41.2 million ($0.67 per common share) compared to net income of $42.5 million ($0.68 per common share) in the 2015 second quarter
- Pre-FMV EBITDA was up by 31% to $68.2 million compared to $52.0 million in the 2015 second quarter

The Board declared common share dividends in the second quarter of 2016 of $24.7 million. On an after-tax Pre-Fair Market Value basis, the dividend payout ratio was 52% compared to 64% in the second quarter of 2015, even though the dividend per share was higher this year than last. The Board also paid $0.68 million of dividends on preferred shares compared to $1.16 million in the same period a year ago. The decrease reflects the April 1, 2016 rate reset of its Class A Series 1 preference shares (fixed rate of 2.79%) and the creation of floating rate Class A Series 2 preference shares which paid 2.532% for the three months ended June 30, 2016.

Looking forward, the Company will focus on the significant value of renewal opportunities and its partnerships with institutional customers in order to maximize profitability. Management expects the Company to continue to generate cash flow from its $25 billion portfolio of mortgages pledged under securitization and $71 billion servicing portfolio that will maximize financial performance. First National also expects its underwriting and fulfillment processing services business to continue to add to earnings as mortgages processed increase in response to the Company's superior service levels to the mortgage broker distribution channel.

Yours sincerely,

Stephen Smith	Moray Tawse
Chairman and Chief Executive Officer	Executive Vice President

MANAGEMENT'S DISCUSSION AND ANALYSIS

The following management's discussion and analysis ("MD&A") of financial condition and results of operations is prepared as of July 26, 2016. This discussion should be read in conjunction with the unaudited condensed consolidated financial statements and accompanying notes of First National Financial Corporation (the "Company" or "Corporation" or "First National") as at and for the three months (the "period") ended June 30, 2016. The unaudited condensed consolidated financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS").

This MD&A contains forward-looking information. Please see "Forward-Looking Information" for a discussion of the risks, uncertainties and assumptions relating to these statements. The selected financial information and discussion below also refer to certain measures to assist in assessing financial performance. These other measures such as "Pre-FMV EBITDA" and "After tax Pre-FMV Dividend Payout Ratio" should not be construed as alternatives to net income or loss or other comparable measures determined in accordance with IFRS as an indicator of performance or as a measure of liquidity and cash flow. These measures do not have standard meanings prescribed by IFRS and therefore may not be comparable to similar measures presented by other issuers.

Unless otherwise noted, tabular amounts are in thousands of Canadian dollars.

Additional information relating to the Company is available in First National Financial Corporation's profile on the System for Electronic Data Analysis and Retrieval ("SEDAR") website at www.sedar.com.

General Description of the Company

First National Financial Corporation is the parent company of First National Financial LP ("FNFLP"), a Canadian-based originator, underwriter and servicer of predominantly prime residential (single-family and multi-unit) and commercial mortgages. With over $96 billion in mortgages under administration ("MUA"), First National is Canada's largest non-bank originator and underwriter of mortgages and is among the top three in market share in the mortgage broker distribution channel.

In 2013, First National consolidated its interest in First National Mortgage Investment Fund (the "Fund"), which it launched in late 2012. Although the Company only owns about 21% of the units issued by the Fund, because of its status as sole seller to the Fund and its rights as promoter, the application of IFRS suggests that First National exercises control over the Fund. The Fund was created to obtain economic exposure to a diversified portfolio of primarily commercial mezzanine mortgages. Through the Fund's consolidation, the Company has effectively taken on a portfolio of about $46 million (December 31, 2015 - $47 million) of mortgages. Because of the Company's small proportionate interest in the Fund's units, it has also recorded a $28 million (December 31, 2015 - $33 million) non-controlling interest in equity which offsets these assets.

Second Quarter 2016 Results Summary

The Company is pleased with the results for the second quarter of 2016. Single-family origination increased 4% compared to 2015 second quarter in spite of continued weakness in Alberta and Saskatchewan. New commercial origination was very strong and increased by 22%. These volumes and consistent renewal rates enabled the Company to grow its MUA and build the value of its portfolio of securitized mortgages.

- MUA grew to $96.6 billion at June 30, 2016 from $90.1 billion at June 30, 2015, an increase of 7%; the growth from March 31, 2016, when MUA was $94.3 billion, represented an annualized increase of 10%;
- The Canadian single-family real estate market performed steadily in mid-2016 despite the continued oil-related slowdown evident in western Canada. Even with a decrease in origination of 10% out of its Calgary office, the Company increased national new single-family mortgage origination by 4% to $4.1 billion in the second quarter of 2016 from $4.0 billion in the 2015 second quarter. The commercial segment had a strong second quarter as volumes increased by 22%, from $1.1 billion in the 2015 quarter to almost $1.4 billion in 2016. Together, overall origination for the second quarter of 2016 increased by 8% year over year;
- The Company also took advantage of opportunities in the quarter to renew $1.3 billion of single-family mortgages. In the 2015 quarter, the Company renewed $1.2 billion of single-family mortgages. The growth is attributable to more mortgages up for renewal than in the prior year offset by slightly lower retention rates. For the commercial segment, renewals increased to $296 million from $164 million as more borrowers elected to renew rather than refinance with the Company at maturity;
- Revenue for the second quarter of 2016 increased to $253.9 million from $251.2 million in the 2015 quarter. The small increase of 1% is largely attributable to losses on financial instruments incurred in 2016 as opposed to gains on financial instruments recorded in 2015. The change decreased revenue by $17.6 million year over year. Excluding these gains and losses, revenue grew by 8% as Interest revenue – securitized mortgages, placement fees and mortgage servicing all grew with origination and MUA;
- Income before income taxes for the quarter decreased from $57.5 million in 2015 to $55.9 million in 2016. This measure decreased largely because of changes in the capital markets, which had a significant effect on the Company's interest rate hedges in both 2016 and 2015. The Company recorded gains of $7.7 million on financial instruments in 2015 in contrast to losses on financial instruments of $9.9 million in 2016. The net change in losses on financial instruments between the 2016 and 2015 second quarters decreased income before income taxes between the quarters by $17.6 million; and
- Without the impact of gains and losses on financial instruments, the Company's earnings before income taxes, depreciation and amortization ("Pre-FMV EBITDA") for the second quarter increased by 31%**,** from $52.0 million in 2015 to $68.2 million in 2016. The increase was due to increased earnings from the securitization program and higher net placement fees on residential origination.

Outstanding Securities of the Corporation

At June 30, 2016 and July 26, 2016, the Corporation had 59,967,429 common shares, 2,887,147 Class A preference shares, Series 1, 1,112,853 Class A preference shares, Series 2, and 175,000 April 2020 notes outstanding.

Selected Quarterly Information

Quarterly Results of First National Financial Corporation

($000s, except per share amounts)

	Revenue	Net Income (Loss) for the period	Pre-FMV EBITDA for the period (1)	Net Income (Loss) per Common Share	Total Assets
2016					
Second Quarter	$253,915	$41,251	$68,187	$0.67	$31,011,683
First Quarter	$231,395	$37,341	$56,819	$0.59	$28,194,301
2015					
Fourth Quarter	$250,008	$41,084	$58,527	$0.66	$27,926,732
Third Quarter	$246,641	$29,308	$60,955	$0.46	$27,624,359
Second Quarter	$251,206	$42,538	$52,012	$0.68	$27,585,945
First Quarter	$167,460	($3,499)	$38,439	($0.09)	$26,638,048
2014					
Fourth Quarter	$198,254	$17,856	$43,229	$0.27	$25,953,914
Third Quarter	$230,552	$35,331	$50,121	$0.56	$25,077,361

(1) This non-IFRS measure adjusts income before income taxes by adding back expenses for amortization of intangible and capital assets but it also eliminates the impact of changes in fair value by adding back losses on the valuation of financial instruments and deducting gains on the valuation of financial instruments.

With First National's large portfolio of mortgages pledged under securitization, quarterly revenue is driven primarily by the gross interest earned on the mortgages pledged under securitization. Servicing revenue will also change as the third-party portfolio of mortgages grows or contracts. The gross interest on the mortgage portfolio is dependent both on the size of the portfolio of mortgages pledged under securitization as well as weighted average mortgage rates. Although mortgage rates have declined recently, the Company has steadily increased MUA and its portfolio of securitized mortgages over the last 24 months. Net income is partially dependent on conditions in the debt markets, which affect the value of gains and losses on financial instruments arising from the Company's interest rate hedging program. Accordingly, the movement of this measurement between quarters is related to factors external to the Company's core business (primarily conditions in the bond markets). By removing this volatility and analyzing Pre-FMV EBITDA, management believes a more appropriate measurement of the Company's performance can be assessed.

Generally, in the last eight quarters, the Company has grown its origination volumes in order to build its servicing portfolio and to enable it to securitize larger amounts of mortgages in the NHA-MBS market. This longer-term strategy has been successful and Pre-FMV EBITDA has grown steadily. The table above shows a trend of growing income reflecting typical Canadian seasonality: slower first and fourth quarters and stronger mid-year quarters. In the first quarter of 2015, the surprise cut in the Bank of Canada's overnight rate on January 21, 2015, had a large, unfavourable effect on the Company's net income due to the resultant large losses on the fair value of financial instruments as bond yields fell. Although not as large, the third quarter of 2015 also suffered because of such losses. Both the fourth quarter of 2015 and the first quarter of 2016 did not have significant losses and are more consistent with normalized operations of the Company. The second quarter of 2016 continued where 2015 left off - with a stable base of income from the securitization portfolio and third party servicing despite some large losses on account of financial instruments. Higher placement fees allowed the Company to augment both revenues and earnings and produce over $41 million of net income in the second quarter.

Selected Annual Financial Information and Reconciliation to Pre-FMV EBITDA

($000s, except per share amounts)

	2015	2014	2013
For the Year ended December 31, Income Statement Highlights			
Revenue	915,315	803,107	776,508
Interest expense – securitized mortgages	(488,659)	(434,726)	(323,236)
Brokerage fees	(107,045)	(77,105)	(84,420)
Salaries, interest and other operating expenses	(161,821)	(143,062)	(127,404)
Add (deduct): realized and unrealized (gains) losses on financial instruments	52,143	34,916	(43,866)
Pre-FMV EBITDA(1)	209,933	183,130	197,582
Amortization of capital assets	(4,114)	(2,909)	(2,374)
Amortization of intangible assets	(5,000)	(5,000)	(5,563)
Add (deduct): realized and unrealized gains (losses) on financial instruments	(52,143)	(34,916)	43,866
Provision for income taxes	(39,245)	(35,840)	(61,410)
Net income	109,431	104,465	172,101
Dividends declared	95,101	93,602	90,294
Per Share Highlights			
Net income per common share	1.71	1.62	2.75
Dividends per common share	1.51	1.48	1.38
At Year End Balance Sheet Highlights Total assets	27,926,732	25,953,914	20,569,217
Total long-term financial liabilities	174,420	176,418	179,195

Notes:

(1) Pre-FMV EBITDA is not a recognized earnings measure under IFRS and does not have a standardized meaning prescribed by IFRS. Therefore, Pre-FMV EBITDA may not be comparable to similar measures presented by other issuers. Investors are cautioned that Pre-FMV EBITDA should not be construed as an alternative to net income or loss determined in accordance with IFRS as an indicator of the Company's performance or as an alternative to cash flows from operating, investing and financing activities as a measure of liquidity and cash flows.

Vision and Strategy

The Company provides mortgage financing solutions to virtually the entire mortgage market in Canada. By offering a full range of mortgage products, with a focus on customer service and superior technology, the Company believes that it is the leading non-bank mortgage lender in the industry. Growth has been achieved while maintaining a relatively conservative risk profile. The Company intends to continue leveraging these strengths to lead the "non-bank" mortgage lending industry in Canada, while appropriately managing risk.

The Company's strategy is built on four cornerstones: providing a full range of mortgage solutions for Canadian single family and commercial customers; growing assets under administration; employing technology to enhance service to mortgage brokers and borrowers, lower costs and rationalize business processes; and maintaining a conservative risk profile. An important element of the Company's strategy is its direct relationship with the mortgage borrower. Although the Company places most of its originations with third parties, FNFLP is perceived by most of its borrowers as the mortgage lender. This is a critical distinction. It allows the Company to communicate with each borrower directly throughout the term of the related mortgage. Through this relationship, the Company can negotiate new transactions and pursue marketing initiatives. Management believes this strategy will provide long-term profitability and sustainable brand recognition for the Company.

Key Performance Drivers

The Company's success is driven by the following factors:

- Growth in the portfolio of mortgages under administration;
- Growth in the origination of mortgages;
- Raising capital for operations; and
- Employing innovative securitization transactions to minimize funding costs.

Growth in Portfolio of Mortgages under Administration

Management considers the growth in MUA to be a key element of the Company's performance. The portfolio grows in two ways: through mortgages originated by the Company and through third-party mortgage servicing contracts. Mortgage originations not only drive revenues from placement and interest from securitized mortgages, but perhaps more importantly, longer-term value from servicing fees, mortgage administration fees, renewals and the growth of the customer base for marketing initiatives. As at June 30, 2016, MUA totalled $96.6 billion, up from $90.1 billion at June 30, 2015, an increase of 7%. This compares to $94.3 billion at March 31, 2016, representing an annualized increase of 10%.

Growth in Origination of Mortgages

Direct origination by the Company

The origination of mortgages not only drives the growth of MUA as described above, but leverages the Company's origination platform, which has a large fixed-cost component. As more mortgages are originated, the marginal costs of underwriting decrease. By growing origination, not only can the Company satisfy demand from its institutional customers, but it can also produce volume for its own securitization programs. Despite a decrease in origination of 10% out of its Calgary office, the Company increased single-family origination in the 2016 second quarter by 4%. The commercial segment continued its strong start to the year as volumes increased by 22%, from $1.1 billion in the 2015 second quarter to almost $1.4 billion in the 2016 quarter. Together, overall origination for the second quarter of 2016 increased by 8% year over year.

Third Party Mortgage Underwriting and Fulfillment Processing Services

Early in the third quarter of 2014, the Company entered into an agreement with a large Canadian schedule I bank ("Bank") to provide underwriting and fulfillment processing services for mortgages originated by the Bank through the single-family residential mortgage broker channel. Under the strategic agreement, First National employs a customized software solution based on its industry leading MERLIN technology to accept mortgage applications from the Bank in the mortgage broker channel and underwrite these mortgages in accordance with the Bank's underwriting guidelines. The Bank funds all the mortgages underwritten under the agreement and retains full responsibility for mortgage servicing and the client relationship. The new business was launched in Ontario in early 2015, western Canada in April 2015, and finally in Quebec in July 2015. Management considers the agreement a way to leverage the capabilities and strengths of First National in the mortgage broker channel and add some diversity to the Company's service offerings. In the third quarter of 2015, this business transitioned to profitability as volumes of mortgages underwritten increased with the summer season and operations normalized.

Raising Capital for Operations

Bank Credit Facility

The Company uses a $1 billion revolving line of credit with a syndicate of banks. This facility enables the Company to fund the increasing amount of mortgages accumulated for securitization. The entire facility is floating rate and matures in May 2020. The Company has elected to undertake this debt for a number of reasons: (1) the transaction increases the amount of debt available to fund mortgages originated for securitization purposes; (2) the debt is revolving and can be used and repaid as the Company requires, providing more flexibility than the Senior Unsecured Notes, which are fully drawn during their term; (3) the four-year remaining term gives the Company a committed facility for the medium term; and (4) the cost of borrowing reflects the Company's BBB issuer rating.

Preferred Share Issuance

On February 24, 2016, the Company announced that it would not exercise its right to redeem the 4,000,000 Class A Series 1 preference shares issued in 2011. It also advised shareholders of their rights under the shares which allow for a one-for-one conversion from Series 1 shares which have a fixed rate dividend into Series 2 shares which have a floating rate dividend. Pursuant to these rights, a portion of Series 1 shareholders elected to convert 1,112,853 of the Series 1 shares into Series 2 shares. Accordingly, effective April 1, 2016, 1,112,853 Series 1 shares converted to Series 2 shares leaving 2,887,147 Series 1 shares outstanding. The Series 1 shares will continue to trade as FN.PR.A on the TSX, while the Series 2 shares began trading as FN.PR.B on April 1, 2016. The Series 1 shares provide an annual dividend rate of 2.79% effective April 1, 2016. Both the Series 1 and Series 2 shares pay quarterly dividends, subject to Board of Director approval and are redeemable at the discretion of the Company such that after the second five-year term ending on March 31, 2021, the Company can choose to extend the shares for another five-year term at a fixed spread (2.07%) over the relevant index (5 year Government of Canada bond yield for any Series 1 shares or the 90 day T-Bill rate for any Series 2 shares). While the investors in these shares have an option on each five-year anniversary to convert their Series 1 preference shares into Series 2 preference shares (or vice versa), there is no provision of redemption rights to these shareholders. As such, the Company considers these shares to represent a permanent source of capital and classifies the shares as equity on its balance sheet. Management believes this capital has provided the Company with the opportunity to pursue its strategy of increased securitization, which requires upfront investment.

Employing Securitization Transactions to Minimize Funding Costs

Approval as both an Issuer of NHA-MBS and Seller to the Canada Mortgage Bonds Program

The Company has been involved in the issuance of NHA-MBS since 1995. In December 2007, the Company was approved by Canada Mortgage and Housing Corporation ("CMHC") as an issuer of NHA-MBS and as a seller into the CMB program. Issuer status has provided the Company with a funding source that it can access independently. Perhaps more importantly, seller status for the CMB gives the Company direct access to the CMB. Generally, the demand for high-quality fixed and floating rate investments increased significantly with the economic turmoil in 2009. This demand has continued into 2016 and allowed the Company to issue almost $1.5 billion of mortgages through the NHA-MBS and CMB programs during the quarter. These programs allow First National to be the direct beneficiary of the full economics of mortgage lending. The profitability on such investment depends on mortgage spreads, which for prime mortgages, are generally market driven.

Mortgage spreads can be illustrated by comparing posted five-year fixed single-family mortgage rates to a similar-term Government of Canada bond as listed in the table below.

Period	Average five year Mortgage Spread for the Period
2006	1.12%
2007	1.50%
2008	2.68%
2009	1.76%
2010	1.75%
2011	1.76%
2012	1.92%
2013	1.75%
2014	1.57%
2015	1.87%
First quarter 2016	1.84%
Second quarter 2016	1.92%

The table shows an average spread of 1.12% in 2006. With the credit crisis, this spread ballooned to as high as 3.46% in 2008. Between 2009 and 2011, liquidity issues at financial institutions diminished and the competition for mortgages increased such that spreads remained consistently higher than pre-crisis levels. In mid-2011, the United States credit rating was downgraded and interest rates fell significantly, accounting for wider mortgage spreads in 2012 which tightened again in 2013. In 2014, more competitive pressures took mortgage rates lower and compressed mortgage spreads to 2007 levels. To begin 2015, mortgage spreads quickly widened as a slowdown in economic growth and the Bank of Canada rate cut have reduced bond yields dramatically. This trend continued through to the end of the year as economic indicators continued to decline such that as at December 31, 2015, the spread widened to 1.87%. While funding spreads have also moved out, spreads are wide enough to support the Company's securitization program. This trend continued into 2016, as optimism about the economy was mixed and "Brexit" related concerns at the end of the second quarter, led to spreads at levels in excess of 1.8%. In the second quarter of 2016, the Company originated and renewed for securitization purposes approximately $2.5 billion of single-family mortgages and $300 million of multi-unit residential mortgages in order to take advantage of these spreads. In the quarter, the Company securitized through NHA-MBS approximately $521 million of floating rate single-family mortgages, $831 million of fixed rate single-family mortgages and $104 million of fixed rate multi-unit residential mortgages.

In August 2013, CMHC announced that it would be limiting the amount of guarantees it would issue on NHA-MBS pools created for sale to the "market". CMHC indicated that the amount of guarantees it was providing for such market pools (generally any pool not sold to the Canada Housing Trust ("CHT") for the CMB) was growing significantly. In order to better control the absolute amount of risk that it takes on in this respect, CMHC has implemented policies to allocate the amount of guarantees to issuers. The current amount being allocated to First National is approximately the amount that the Company used in 2015. These rules are similar to the CMB allocation rules described below, which have been in place since 2008 and are subject to change each year.

Canada Mortgage Bonds Program

The CMB program is an initiative sponsored by CMHC whereby the CHT issues securities to investors in the form of semi-annual interest-yielding five- and 10-year bonds. Pursuant to the Company's approval as a seller into the CMB, the Company is able to make direct sales into the program. Because of the similarities to a traditional Government of Canada bond (both have five- and 10-year non-amortizing terms and a federal government guarantee), the CMB trades in the capital markets at a modest premium to the yields on Government of Canada bonds. The ability to sell into the CMB has given the Company access to lower costs of funds on both single-family and multi-family mortgage securitizations. The Company also enjoys demand for mortgages from investment dealers who sell directly into the CMB. Because of the effectiveness of the CMB, there have been requests from approved CMB sellers for larger issuances. CHT has indicated that it will not unduly increase the size of its issuances and has created guidelines through CMHC that limit the amount that can be sold by each seller into the CMB each quarter. The Company is subject to these limitations.

Key Performance Indicators

The principal indicators used to measure the Company's performance are:

- Earnings before income taxes, depreciation and amortization, and losses and gains on financial instruments ("Pre-FMV EBITDA" (1)) ; and

- Dividend payout ratio.

Pre-FMV EBITDA is not a recognized measure under IFRS. However, management believes that Pre-FMV EBITDA is a useful measure that provides investors with an indication of income normalized for capital market fluctuations and prior to capital expenditures. Pre-FMV EBITDA should not be construed as an alternative to net income determined in accordance with IFRS or to cash flows from operating, investing and financing activities. The Company's method of calculating Pre-FMV EBITDA may differ from other issuers and, accordingly, Pre-FMV EBITDA may not be comparable to measures used by other issuers.

	Quarter ended		Six months ended	
	June 30, 2016	**June 30, 2015**	**June 30, 2016**	**June 30, 2015**
For the Period		($ 000's)		
Revenue	253,915	251,206	485,310	418,666
Income before income taxes	55,901	57,538	106,592	52,639
Pre-FMV EBITDA (1)	68,187	52,012	125,006	90,451
At Period end				
Total assets	31,011,683	27,585,945	31,011,683	27,585,945
Mortgages under administration	96,591,558	90,111,441	96,591,558	90,111,441

Note:

(1) This non-IFRS measure adjusts income before income taxes by adding back expenses for amortization of intangible and capital assets but it also eliminates the impact of changes in fair value by adding back losses on the valuation of financial instruments and deducting gains on the valuation of financial instruments.

Since going public in 2006, First National has been considered a high-yielding dividend paying company. Over this period, the Company has paid almost $850 million of dividends/distributions to common shareholders/ unitholders. With a large MUA which generates continuing income and cash flow and a business model which is designed to make efficient use of capital, the Company has been able to pay distributions to its shareholders which represent a relatively large ratio of its earnings. The Company calculates the dividend payout ratio as dividends declared on common shares over net income attributable to common shareholders. This measure is useful to shareholders as it indicates the percentage of earnings which have been paid out in dividends. Similar to the performance measure for earnings, the Company also calculates the dividend payout ratio on a basis using after tax Pre-FMV EBITDA.

Determination of Common Share Dividend Payout Ratio

	Quarter ended		Six months ended	
	June 30, 2016	June 30, 2015	June 30, 2016	June 30, 2015
For the Period		($ 000's)		
Net income attributable to common shareholders	40,024	40,759	75,618	35,395
Dividends paid or declared on common shares	24,736	22,488	47,974	44,976
Common Share Dividend Payout Ratio	62%	55%	63%	127%
After tax Pre-FMV Dividend Payout Ratio (1)	52%	64%	56%	75%

Note:

(1) This non-IFRS measure adjusts the net income used in the calculation of the dividend payout ratio to after tax Pre-FMV earnings so as to eliminate the impact of changes in fair value by adding back losses on the valuation of financial instruments and deducting gains on the valuation of financial instruments. The Company uses its aggregate effective tax rate to tax affect the impact of the valuation of financial instruments on this ratio.

For the quarter ended June 30, 2016, the common share payout ratio was 62% compared to 55% in the comparative quarter of 2015. In the second quarter of 2016, the Company incurred losses on account of fair value losses. These amounts are recorded in a period in which yields on Government of Canada bond yields change; however, the offsetting economic impact is reflected in wider spreads on the mortgages pledged for securitization and will be generally realized in net interest margin over the terms of the mortgages. If the gains and losses on financial instruments in both years are excluded from the above calculations, the dividend payout ratio for the second quarter of 2016 would have been 52% compared to 64% in the 2015 second quarter.

The Company also paid $0.68 million of dividends on its preferred shares in the 2016 quarter compared to $1.16 million in the 2015 second quarter.

Revenues and Funding Sources

Mortgage Origination

The Company derives a significant amount of its revenue from mortgage origination activities. Most mortgages originated are funded either by placement with institutional investors or through securitization conduits, in each case with retained servicing. Depending upon market conditions, either an institutional placement or a securitization conduit may be the most cost-effective means for the Company to fund individual mortgages. In general, originations are allocated from one funding source to another depending on market conditions and strategic considerations related to maintaining diversified funding sources. The Company retains servicing rights on virtually all of the mortgages it originates, which provide the Company with servicing fees to complement revenue earned through originations. For the quarter ended June 30, 2016, new origination volume increased from $5.1 billion to $5.5 billion, or about 8%, compared to the second quarter of 2015.

Securitization

The Company securitizes a portion of its origination through various vehicles, including NHA-MBS, CMB and Asset-backed Commercial Paper ("ABCP"). Although legally these transactions represent sales of mortgages, for accounting purposes they do not meet the requirements for sale recognition and instead are accounted for as secured financings. These mortgages remain as mortgage assets of the Company for the full term and are funded with securitization-related debt. Of the Company's $7.1 billion of new originations and renewals for the quarter ended June 30, 2016, $2.8 billion was originated for its own securitization programs.

Placement Fees and Gain on Deferred Placement Fees

The Company recognizes revenue at the time that a mortgage is placed with an institutional investor. Cash amounts received in excess of the mortgage principal at the time of placement are recognized in revenue as “placement fees”. The present value of additional amounts expected to be received over the remaining life of the mortgage sold (excluding normal market-based servicing fees) is recorded as a “deferred placement fee”. A deferred placement fee arises when mortgages with spreads in excess of a base spread are sold. Normally the Company would earn an upfront cash placement fee, but investors prefer paying the Company over time as they earn net interest margin on such transactions. Upon the recognition of a deferred placement fee, the Company establishes a “deferred placement fee receivable” that is amortized as the fees are received by the Company. Of the Company's $7.1 billion of new originations and renewals in the second quarter of 2016, $4.2 billion was placed with institutional investors.

For all institutional placements and mortgages sold to institutional investors for the NHA-MBS market, the Company earns placement fees. Revenues based on these originations are equal to either (1) the present value of the excess spread, or (2) an origination fee based on the outstanding principal amount of the mortgage. This revenue is received in cash at the time of placement. In addition, under certain circumstances, additional revenue from institutional placements and NHA-MBS may be recognized as “gain on deferred placement fees” as described above.

Mortgage Servicing and Administration

The Company services virtually all mortgages generated through its mortgage origination activities on behalf of a wide range of institutional investors. Mortgage servicing and administration is a key component of the Company’s overall business strategy and a significant source of continuing income and cash flow. In addition to pure servicing revenues, fees related to mortgage administration are earned by the Company throughout the mortgage term. Another aspect of servicing is the administration of funds held in trust, including borrowers’ property tax escrows, reserve escrows and mortgage payments. As acknowledged in the Company’s agreements, any interest earned on these funds accrues to the Company as partial compensation for administration services provided. The Company has negotiated favourable interest rates on these funds with the chartered banks that maintain the deposit accounts, which has resulted in significant additional servicing revenue.

In addition to the interest income earned on securitized mortgages and deferred placement fees receivable, the Company also earns interest income on mortgage-related assets, including mortgages accumulated for sale or securitization, mortgage and loan investments and purchased mortgage servicing rights.

The Company provides underwriting and fulfilment processing services to a mortgage originator using the mortgage broker distribution channel. The Company earns a fee based on the dollar value of funded mortgages. These fees are recognized at the time a mortgage funds and is included in “Mortgage servicing income” in the consolidated statement of comprehensive income.

Results of Operations

The following table shows the volume of mortgages originated by First National and mortgages under administration for the periods indicated:

	Quarter ended		Six months ended	
	June 30, 2016	June 30, 2015	June 30, 2016	June 30, 2015
	($ millions)			
Mortgage Originations by Segment				
New Single-family residential	4,131	3,970	6,117	5,906
New Multi-unit and commercial	1,355	1,107	2,241	1,837
Sub-total	5,486	5,077	8,358	7,743
Single-family residential renewals	1,310	1,166	2,239	1,890
Multi-unit and commercial renewals	296	164	458	410
Total origination and renewals	7,092	6,407	11,055	10,043
Mortgage Originations by Funding Source				
Institutional investors – new residential	2,186	2,249	3,503	2,802
Institutional investors – renew residential	699	576	1,108	851
Institutional investors – multi/commercial	1,309	748	2,082	1,457
NHA-MBS/ CMB/ ABCP securitization	2,768	2,675	4,131	4,687
Internal Company resources /CMBS	130	159	231	246
Total	7,092	6,407	11,055	10,043
Mortgages under Administration				
Single-family residential	75,415	70,561	75,415	70,561
Multi-unit residential and commercial	21,177	19,550	21,177	19,550
Total	96,592	90,111	96,592	90,111

Total new mortgage origination volumes increased in the second quarter of 2016 compared to 2015 by 8%. Single-family volumes increased by 4% and commercial segment volumes increased by 22% year over year as demand for housing and commercial real estate continued and the Company increased its share in the mortgage broker channel. The growth rate was mitigated by lower volumes originated from the Company's Calgary office. These volumes were lower by 10% year over year as the turmoil associated with the decline in the price of oil slowed the housing market in Alberta and Saskatchewan. When combined with renewals, total production increased from $6.4 billion in the second quarter of 2015 to almost $7.1 billion in the second quarter of 2016, or by 11%. The low interest rate environment which existed for most of 2015 continued in 2016. Low mortgage rates, which stimulate increased real estate transactions, together with the Company's expertise in mortgage underwriting, drove higher origination volumes. Origination for direct securitization into NHA-MBS, CMB and ABCP programs remained a large part of the Company's strategy with volumes of $2.8 billion in the second quarter of 2016, slightly higher than the $2.7 billion originated in the 2015 quarter. The funding mix remained similar to the prior year except for the commercial segment where the additional origination was placed with institutional customers.

Net Interest - Securitized Mortgages

Comparing the quarter ended June 30, 2016 to the quarter ended June 30, 2015, "net interest – securitized mortgages" increased by 15% to $36.3 million from $31.7 million. The increase was due to a larger portfolio of securitized mortgages together with wider weighted-average spreads on the portfolio year over year. The portfolio of mortgages funded through securitization increased by 4% from $23.9 billion as at June 30, 2015 to $24.9 billion as at June 30, 2016. Although mortgage spreads have only recently widened, in 2014 and 2015 the Company experienced large losses on account of the financial instruments. These losses primarily comprise losses on short bonds used by the Company for its hedging program. As described below, the typical offset to these losses is wider mortgage spreads, which the Company earns in net interest on securitized mortgages over their terms. The result of these wider spreads can now be seen in the Company's net interest – securitized mortgages revenue. Net interest is also affected by the amortization of deferred origination and other costs that are capitalized on securitized mortgages.

Placement Fees

Placement fee revenue increased by 20% to $53.0 million from $44.3 million in 2015. New residential origination volume for institutional customers, excluding renewals, decreased from almost $2.3 billion in the second quarter of 2015 to $2.2 billion in the 2016 quarter or by 3%. In the second quarter of 2016, about $750 million of these mortgages were initially funded for the Company's own securitization programs; however during the quarter, the Company negotiated sales to institutional customers. On these transactions, the Company was able to price the mortgages at a higher rate than a typical placement transaction due to current capital market conditions and earned an additional $4.7 million in the quarter compared to placements at the Company's usual rate. In the 2016 second quarter, the Company also increased single-family renewal fees by $2.9 million and commercial segment fees by about $1.0 million in comparison to the 2015 quarter. Both categories benefited from increased volumes in 2016.

Gains on Deferred Placement Fees

Gains on deferred placement fees revenue increased 45% to $4.5 million from $3.1 million. The gains relate to multi-unit residential mortgages originated and sold to institutional NHA-MBS issuers. Although volumes for these transactions increased by just 11% from 2015 to 2016, spreads on these transactions widened so that the Company realized higher per unit gains.

Mortgage Servicing Income

Mortgage servicing income increased 23% to $33.6 million from $27.3 million. This increase was due to revenue earned on the underwriting and fulfillment processing services business which the Company launched in January 2015. Without this revenue, mortgage servicing income grew at a rate slightly lower than the MUA growth of 7%. This is the result of a small decline in the average per unit servicing fee, the consequence of lower fees charged to some of the largest residential investors which commenced in late 2013.

Mortgage Investment Income

Mortgage investment income decreased 11% to $12.6 million from $14.2 million. The decrease is due largely to the Company's securitization program. As the Company elects to securitize, it funds mortgages accumulated for securitization and earns the mortgage interest rate income in the warehousing period prior to securitization. Generally mortgage rates have fallen between 2015 and 2016. Prevailing interest rates on five year closed mortgages were about 2.84% in the second quarter of 2015 compared to 2.54% in the 2016 quarter. This decreases revenue on such mortgages in the warehouse period. The decrease has been offset partially by a greater amount of mortgages accumulated for sale or securitization which has grown by over $900 million between month end June 2015 and 2016. An additional loan loss provision on four non-performing commercial mortgages due from one beneficial owner of $1.0 million in the second quarter (2015 - $0.5 million) also reduced mortgage investment income.

Realized and Unrealized Gains (Losses) on Financial Instruments

For First National, this financial statement line item typically consists of two components: (1) gains and losses related to the Company's economic hedging activities, and (2) gains and losses related to holding term assets derived using discounted cash flow methodology. Much like the short bonds that the Company uses for hedging, the term assets are affected by changes in credit markets and Government of Canada bond yields (which form the risk-free benchmarks used to estimate the fair value of the Company's deferred placement fees receivable, and mortgages designated as held for trading). The following table summarizes these gains and losses by category in the periods indicated:

Summary of realized and unrealized gains (losses) on financial instruments	**Quarter ended**		**Six months ended**	
	June 30, 2016	**June 30, 2015**	**June 30, 2016**	**June 30, 2015**
		($ 000's)		
Gains (losses) on short bonds used for the economic hedging program	(10,743)	4,782	(15,796)	(26,349)
Gains on mortgages held at fair value	2,360	651	7,011	23,324
Gains (losses) on interest rate swaps	(1,578)	2,173	(5,030)	(30,882)
Gains on deferred placement fees receivable	116	72	211	467
Other gains (losses)	(56)	49	(30)	30
Total gains (losses) on financial instruments	(9,901)	7,727	(13,634)	(33,410)

For most of the second quarter, economic sentiment was positive and 5-year bond prices decreased slightly. However with the results of "Brexit" referendum at the end of June 2016, uncertainty returned and bond prices rose which meant the Company recorded losses of account of the short bonds it uses to economically hedge mortgages. This is in contrast to the second quarter of 2015 which featured gains on the Company's short bond position. Although positive, the 2015 result was due primarily to a rebound from the very large losses recorded in the first quarter related to an unexpected decrease in the overnight rate announced by the Bank of Canada in January of that year. For the Company, this meant the value of holding short bond positions as a hedge against its mortgages pending securitization decreased in 2016 but increased in 2015. Accordingly, the Company recorded a net loss in the second quarter of 2016 and a gain in 2015 related to the valuation of these financial instruments.

The Company uses short Government of Canada bonds (including CHT-issued bonds) together with repurchase agreements to create forward interest rate contracts to hedge the interest rate risk associated with fixed rate mortgages originated for its own securitization programs. For accounting purposes, these do not qualify as interest rate hedges as the bonds used are not derivatives but cash-based financial instruments. These gains or losses are recorded in the period in which the bond yields change; however, the offsetting economic gains or losses are not recorded in the same period. Instead, the resulting economic gain (or loss) will be reflected primarily in wider or narrower spreads on the mortgages pledged for securitization and will be realized in net interest margin over the terms of the mortgages and the related debts. In the second quarter of 2016, the Company recorded losses on these hedges of $10.7 million (2015 – $4.8 million gain). While the 2016 losses decreased the net income earned in the quarter, the gross spread on the related portfolio of securitized mortgages going forward will be proportionally wider as the Company issues securitization-related debt at lower relative interest rates than it would have prior to the movement in bond yields. In order to adequately hedge its interest rate exposure, the Company had more than $2.1 billion of bonds sold short as at June 30, 2016.

The portion of the Company's mortgages which is held at fair value (primarily those funded through ABCP), was affected positively by the change in bond yields and but negatively affected by the widening of mortgage funding credit spreads experienced in the 2016 quarter. In 2015 these credit spreads widened to offset the large positive impact of lower bond yields on such mortgages. Altogether these mortgages gained $2.4 million of value in the 2016 second quarter (2015 - $0.7 million). The valuation of interest rate swaps, which are used to manage the interest rate exposure from fixed-rate mortgages in the ABCP portfolio, was negatively affected in the 2016 quarter by lower bond yields such that unrealized losses of $1.6 million were incurred in the 2016 second quarter (2015 - $2.2 million gain).

Brokerage Fees Expense

Brokerage fees expense increased 4% to $29.4 million from $28.3 million. This increase is explained almost entirely by higher origination volumes of single-family mortgages for institutional investors, which increased by 4%. This expense line was also affected by commercial broker fees and the costs of portfolio insurance, which both increased between the second quarters but at similar rates to the origination of new mortgages for institutions.

Salaries and Benefits Expense

Salaries and benefits expense increased 9% to $22.6 million from $20.8 million. The increase is due primarily to an increase in headcount and higher employee costs associated with the new third party underwriting business. The Company had 117 employees working in third party at the end of the second quarter of 2015 compared to 142 at the end of June 30, 2016. Accordingly, the Company had about $2.8 million of direct salary-related expenses for this division in the second quarter of 2016 compared to $2.0 million in the 2015 comparative quarter. The increase is augmented by higher employee costs associated with commercial segment origination. The Company compensates its commercial sales staff with commissions based on the profitability of originated mortgages. As at June 30, 2016, the Company had 944 employees compared to 879 as at June 30, 2015. The growth in head count, excluding employees working in the third-party underwriting and fulfillment services business was 5%. This growth largely reflects the need to meet the administrative demand associated with increased MUA, which grew by 7% year over year. Management salaries were paid to the two senior executives (Co-founders) who together control about 74% of the Company's common shares. The current period expense is a result of the compensation arrangement executed on the closing of the initial public offering ("IPO").

Interest Expense

Interest expense decreased 12% to $9.0 million from $10.2 million. As discussed in the "Liquidity and Capital Resources" section of this analysis, the Company warehouses a portion of the mortgages it originates prior to settlement with the ultimate investor or funding with a securitization vehicle. The Company used the senior unsecured note together with a $1 billion credit facility with a syndicate of banks and 30-day repurchase facilities to fund the mortgages during this period. The overall interest expense has decreased from the prior period due to falling interest rates as the prime lending rate of most banks was lowered from 3.0% to 2.70% during 2015 as a result of the cuts made by the Bank of Canada during 2015.

Other Operating and Amortization of Intangibles Expenses

Other operating and amortization of intangibles expenses increased 16% to $13.2 million from $11.4 million. The amortization of intangible assets recognized on the IPO was $1.25 million in each of 2016 and 2015 second quarters. These assets are now fully amortized as at June 30, 2016. Other operating expenses increased by $1.8 million related to general increases in line with MUA growth of 7% and higher costs of hedging as a result of increased hedge contracts required to support the Company's economic hedging program. As the Company has increased the volumes of mortgages for its own securitization, more hedge contracts have been used compared to 2015.

Income before Income Taxes and Pre-FMV EBITDA

Income before income taxes decreased 5% to $55.9 million from $57.5 million. This change was primarily the result of changing capital markets, which had a large negative effect on the Company's economic interest rate hedges in the 2016 quarter. Pre-FMV EBITDA, which eliminates the impact of gains and losses on financial instruments, increased 31% to $68.2 million from $52.0 million. The increase was due primarily to: 1) higher net interest from securitized mortgages as the Company benefits from a large portfolio built over the past ten years; and 2) profits from single-family residential mortgage placement transactions. In the 2016 quarter, the Company placed mortgages initially originated for securitization with institutional customers to crystalize the value of these mortgages. Combined with the value of renewed mortgages in these transactions, First National earned $7.6 million more gross profit from overall placement transactions comparing the two second quarters.

Provision for Income Taxes

The provision for taxes decreased by 2% to $14.7 million from $15.0 million. The provision is lower due to the lower net income before income taxes earned in the 2016 second quarter. The overall effective tax rate is consistent between the quarters.

Operating Segment Review

The Company aggregates its business from two segments for financial reporting purposes: (i) Residential (which includes single-family residential mortgages); and (ii) Commercial (which includes multi-unit residential and commercial mortgages), as summarized below:

	Operating Business Segments			
	Residential		Commercial	
	($000's except percent amounts)			
Quarter ended	**June 30, 2016**	**June 30, 2015**	**June 30, 2016**	**June 30, 2015**
Originations and renewals	5,440,957	5,136,133	1,651,425	1,270,850
Percentage change	*6%*		*30%*	
Revenue	199,396	191,333	54,519	59,873
Percentage change	*4%*		*(9%)*	
Income before income taxes	44,342	37,261	11,559	20,277
Percentage change	*19%*		*(43%)*	
Period ended	**June 30, 2016**	**December 31, 2015**	**June 30, 2016**	**December 31, 2015**
Identifiable assets	25,099,595	22,276,053	5,882,312	5,620,903
Mortgages under administration	75,414,822	73,311,858	21,176,736	20,517,771

Residential Segment

Overall residential origination including renewals increased by 6% between the second quarters of 2016 and 2015, while residential revenues increased by about 4%. Part of the change in revenue is due to the change in gains and losses on financial instruments. Excluding these changes, revenue increased by 9% as the Company earned increased the average placement fee per unit on residential mortgages placed in the 2016 second quarter compared to 2015. The increase in normalized revenue also includes growth in gross revenue from the third party underwriting business. The net change in losses on financial instruments of $8.6 million also affected net income before income taxes. Without the impact of this fair value change, net income before income taxes for the residential segment would have increased by 45% year over year. This growth is indicative of revenue growth and increased profitability from the Company's renewal pipeline which affects net margins from securitization and placement transactions. Identifiable assets increased from December 31, 2015, as the Company increased the amount of mortgages accumulated for sale or securitization by more than $1 billion, increased government bonds purchased under resale agreements for hedging purposes by more than $1 billion and increased securitization based assets by about $780 million. These increases are all a consequence of the Company's strategy to invest in increased mortgage commitments for its own balance sheet and securitization.

Commercial Segment

Second quarter 2016 commercial revenues decreased by about 9% compared to 2015, but increased by 7% if the impact of changes in gains and losses on the fair value of financial instruments is excluded. This growth is largely due to higher placement fees on increased new mortgage origination. Excluding fair value losses, net income before tax increased by 2% year over year as the value of these placement fees was offset by the $1 million provision for loss which reduced mortgage investment revenue. Without this provision and the one recorded in second quarter 2015, net income before tax would have increased 5% year over year. Identifiable assets increased from those at December 31, 2015, as the Company increased its mortgages accumulated for securitization by about $100 million and the amount of government bonds purchased for hedging purposes by $170 million.

Liquidity and Capital Resources

The Company's fundamental liquidity strategy has been to invest in prime Canadian mortgages. Management's belief has always been that these mortgages are considered "AAA" by investors and will always be well bid and highly liquid. This strategy proved effective during the turmoil experienced in 2007 through 2009, when capital markets retreated and only the highest-quality assets were bid. As the Company's results in those years demonstrated, First National had little trouble finding investors to purchase its mortgage origination at profitable margins. Originating prime mortgages also allows the Company to securitize in the capital markets; however, this activity requires significant cash resources to purchase and hold mortgages prior to arranging for term debt through the securitization markets. For this purpose, the Company uses the combination of the $175 million unsecured notes and the Company's revolving bank credit facility. This aggregate indebtedness is typically used to fund: (1) mortgages accumulated for sale or securitization, (2) the origination costs associated with securitization, and (3) mortgage and loan investments. The Company has a credit facility with a syndicate of eleven financial institutions for a total credit of $1 billion. This facility was extended in May 2015 for a five-year term maturing in May 2020. Bank indebtedness may also include borrowings obtained through overdraft facilities. At June 30, 2016, the Company entered into repurchase transactions with financial institutions to borrow $1.5 billion related to $1.5 billion of mortgages held in "mortgages accumulated for sale or securitization" on the balance sheet.

At June 30, 2016, outstanding bank indebtedness (excluding bank indebtedness at the Fund level) was $979.7 million (December 31, 2015 - $576.9 million). Together with the unsecured notes of $175 million (December 31, 2015 – $175 million), this "combined debt" was used to fund $1,093.4 million (December 31, 2015 - $675.3 million) of mortgages accumulated for sale or securitization. At June 30, 2016, the Company's other interest-yielding assets included: (1) deferred placement fees receivable of $41.4 million (December 31, 2015 – $38.2 million) and (2) mortgage and loan investments of $277.0 million (December 31, 2015 - $246.0 million). The difference between "combined debt" and the mortgages accumulated for sale or securitization funded by it, which the Company considers a proxy for true leverage, has decreased between December 31, 2015 and June 30, 2016, and now stands at $60.7 million (December 31, 2015 – $76.0 million). This represents a debt-to-equity ratio of approximately 0.13 to 1, which the Company believes is conservative. This ratio decreased from December 31, 2015 when it was 0.18 to 1 as, generally, the Company used retained earnings to reduce debt.

The Company funds a portion of its mortgage originations for institutional placement on the same day as the advance of the related mortgage. The remaining originations are funded by the Company on behalf of institutional investors or pending securitization on the day of the advance of the mortgage. On specified days, the Company aggregates all mortgages warehoused to date for an institutional investor and transacts a settlement with that institutional investor. A similar process occurs prior to arranging for term funding through securitization. The Company uses a portion of the committed credit facility with the banking syndicate to fund the mortgages during this warehouse period. The credit facility is designed to be able to fund the highest balance of warehoused mortgages in a month and is normally only partially drawn. At the end of June 30, 2016, the credit facility is almost fully drawn due to the large amount of mortgages accumulated for sale and securitization. June 30 is typically the largest funding day of the year as the last day of any month is generally the busiest and June usually generates the highest volume in the fiscal year. As these mortgages are sold or securitized in July, the credit facility is paid down.

The Company also invests in short-term mortgages, usually for six- to 18-month terms, to bridge existing borrowers in the interim period between long-term financing solutions. The banking syndicate has provided credit facilities to partially fund these investments. As these investments return cash, it will be used to pay down this bank indebtedness. The syndicate has also provided credit to finance a portion of the Company's deferred placement fees receivable and the origination costs associated with securitization as well as other miscellaneous longer-term financing needs.

The Company uses ABCP as an efficient source of funding primarily for short term insured mortgages. In the May 2013 federal budget, the government announced it was going to take steps to limit the securitization of government insured mortgages to CMHC sponsored programs. As ABCP is not sponsored by CMHC, such a limitation would impact the Company. Almost two years after the announcement, legislation was passed and detailed transition information was published. With the change in the federal government, the legislation was reconfirmed in February 2016 with some delayed application dates. Generally, the regulations make mortgage default insurance invalid for single-family mortgages sold to non-CMHC sponsored securitizations after June 30, 2016. Accordingly, existing single-family mortgages in ABCP conduits as at June 30, 2016 can be funded by ABCP until their maturity, not to exceed 5 years. There is still discussion in the industry concerning the legislation; however if implemented as currently described, the new legislation would mean that the Company must find other funding sources for the insured mortgages it has historically funded with ABCP. The Company is considering various alternatives including whole loan sales and selling short term NHA-MBS pools to ABCP conduits. The Company may also adjust its renewal offering to provide incentives to borrowers to select five year terms as opposed to shorter terms. These alternatives may not be as economical to the Company as ABCP. A portion of the Company's capital has been employed to support its ABCP and NHA-MBS programs, primarily to provide credit enhancements as required by rating agencies. The most significant portion of cash collateral is the investment made on behalf of the Company's ABCP programs. As at June 30, 2016, the investment in cash collateral was $19.8 million (December 31, 2015 - $29.2 million).

The Company's Board of Directors has elected to pay dividends, when declared, on a monthly basis on the outstanding common shares and on a quarterly basis on the outstanding preference shares. For purposes of the enhanced dividend tax credit rules contained in the *Income Tax Act* (Canada) and any corresponding provincial and territorial tax legislation, all dividends (and deemed dividends) paid by the Company to Canadian residents on both common and preference shares after December 31, 2010, are designated as "eligible dividends". Unless stated otherwise, all dividends (and deemed dividends) paid by the Company hereafter are designated as "eligible dividends" for the purposes of such rules. For the preference shares, the Company has elected to pay any tax under Part VI.1 of the *Income Tax Act*, such that corporate holders of the shares will not be required to pay tax under Part VI.1 of the *Income Tax Act* on dividends received on such shares.

Financial Instruments and Risk Management

The Company has elected to treat deferred placement fees receivable, certain mortgages pledged under securitization that have been funded with ABCP and NHA-MBS debt and several mortgages within mortgage and loan investments, as financial assets measured at "fair value through profit or loss" such that changes in market value are recorded in the consolidated statement of comprehensive income. Effectively, these assets are treated much like bonds earning the Company a coupon at the discount rates used by the Company. The discount rates used represent the interest rate associated with a risk-free bond of the same duration plus a premium for the risk/uncertainty of the asset's residual cash flows. As rates in the bond market change, the carrying values of these assets will change. These changes may be significant (favourable and unfavourable) from quarter to quarter. The Company enters into fixed-for-float swaps to manage the interest rate exposure of fixed mortgages sold to ABCP conduits. These instruments will also be treated as fair value through profit or loss. While the Company has attempted to exactly match the principal balances of the fixed mortgages over the next five-year period to the notional swap values for the same period, there will be differences in these amounts. Any favourable or unfavourable amounts will be recorded in the consolidated statement of comprehensive income each quarter.

The Company believes its hedging policies are suitably designed such that the interest rate risk of holding mortgages prior to securitization is mitigated. From an accounting perspective, any gains or losses on these instruments are recorded in the current period, as the Company's economic hedging strategy does not qualify as hedging for accounting purposes. The Company uses synthetic bond forwards (consisting of bonds sold short and bonds purchased under resale agreements) to manage interest rate exposure between the time a mortgage rate is committed to the borrower and the time the mortgage is transferred to the securitization vehicle and the matched term debt is arranged. As interest rates change, the value of these short bonds will vary inversely with the value of the related mortgages. As interest rates increase, a gain will be recorded on the bonds, which should be offset by a tighter interest rate spread between the interest rates on mortgages and the securitization debt. This spread will be earned over the term of the related mortgages. For single-family mortgages, primarily mortgages for the Company's own securitization programs, only some of the mortgage commitments issued by the Company eventually fund. The Company must assign a probability of funding to each mortgage in the pipeline and estimate how that probability changes as mortgages move through the various stages of the pipeline. The amount that is actually hedged is the expected value of mortgages funding within the next 120 days (120 days being the standard maximum rate hold period available for the mortgages). As at June 30, 2016, the Company had almost $1.6 billion of notional forward bond positions related to its single-family programs. For multi-unit residential and commercial mortgages, the Company assumes all mortgages committed will fund and hedges each mortgage individually. This includes mortgages committed for the CMB program as well as mortgages for transfer to the Company's other securitization vehicles. As at June 30, 2016, the Company had entered into $204.2 million of notional value forward bond sales for this segment. The total net value of realized and unrealized gains and losses on account of all notional hedges pertaining to the period April 1, 2016 to June 30, 2016 was a $10.7 million loss. This amount has been included in revenue in the statement of comprehensive income.

The Company is party to two interest rate swaps that economically hedge the interest rate exposure related to certain mortgages held on the balance sheet that the Company has originated as replacement assets for its CMB activities. As at June 30, 2016, the aggregate notional value of these swaps was $26.0 million. During the quarter the value of these swaps did not change significantly. The swaps mature between December 2016 and June 2021.

As described above, the Company employs various strategies to reduce interest rate risk. In the normal course of business, the Company takes some credit spread risk. This is the risk that the credit spread at which a mortgage is originated changes between the date of commitment of that mortgage and the date of sale or securitization. This can be illustrated by the Company's experience with commercial mortgages originated for the CMBS market in the spring of 2007. These mortgages were originated at credit spreads designed to be profitable to the Company when sold to a bank-sponsored CMBS conduit. Unfortunately for the Company, when these mortgages funded, the CMBS market had shut down. The alternative to this channel was more expensive as credit spreads elsewhere in the marketplace for this type of mortgage had widened. The Company adjusted for market-suggested increases in credit spreads in 2007 and 2008, adjusting the value of the mortgages downward. In 2009, the economic environment remained weak but did not worsen from what it was at the end of 2008. Overall credit spreads stopped widening such that the Company applied the same spreads to these mortgages and the Company did not record any additional unrealized losses or gains related to credit spread movement. Despite entering into effective economic interest rate hedges, the Company's exposure to credit spreads remained. This risk is inherent in the Company's business model and cannot be economically hedged.

The same exposure to risk is inherent in the Company's securitization through ABCP. The Company is exposed to the risk that 30-day ABCP rates are greater than 30-day BA rates. Prior to the financial crisis, the Company considered this a low risk given the quality of the assets securitized, the amount of credit enhancements provided by the Company and the strong covenant of the bank-sponsored conduits with which the Company transacted. In 2008, 30-day ABCP traded at approximately 1.10 percentage points over BAs; but by the end of March 2011 and continuing through the current period, it was priced at a discount to BAs. At the same time the Company has leveraged on changing credit spreads. The success of this approach has been demonstrated through the increase in volume and profitability of the NHA-MBS program and significant increases in gains on deferred placement fees from the sale of prime insured mortgages. As at June 30, 2016, the Company had various exposures to changing credit spreads. In particular, in mortgages accumulated for sale or securitization, there were almost $2.6 billion of mortgages that are susceptible to some degree of changing credit spreads.

Capital Expenditures

A significant portion of First National's business model consists of the origination and placement or securitization of financial assets. Generally, placement activities do not require much capital investment as the Company acts primarily in the capacity of a broker. On the other hand, the undertaking of securitization transactions may require significant amounts of the Company's own capital. This capital is provided in the form of cash collateral, credit enhancements, and the upfront funding of broker fees and other origination costs. These are described more fully in the "Liquidity and Capital Resources" section above. For fixed assets, the business requires capital expenditures on technology (both software and hardware), leasehold improvements and office furniture. During the quarter ended June 30, 2016, the Company purchased new computers and office and communications equipment. In the long term, the Company expects capital expenditures on fixed assets will be approximately $4.0 million annually.

Summary of Contractual Obligations

The Company's long-term obligations include five- to 10-year premises leases for its six offices across Canada, and its obligations for the ongoing servicing of mortgages sold to securitization conduits and mortgages related to purchased servicing rights. The Company sells its mortgages to securitization conduits on a fully-serviced basis, and is responsible for the collection of the principal and interest payments on behalf of the conduits, including the management and collection of mortgages in arrears.

Critical Accounting Policies and Estimates

The Company prepares its financial statements in accordance with IFRS, which requires management to make estimates, judgments and assumptions that management believes are reasonable based upon the information available. These estimates, judgments and assumptions affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenue and expenses during the reporting period. Management bases its estimates on historical experience and other assumptions that it believes to be reasonable under the circumstances. Management also evaluates its estimates on an ongoing basis. The significant accounting policies of First National are described in Note 2 to the Company's annual consolidated financial statements as at December 31, 2015. The policies which First National believes are the most critical to aid in fully understanding and evaluating its reported financial results include the determination of the gains on deferred placement fees and the impact of fair value accounting on financial instruments.

The Company uses estimates in valuing its gain or loss on the sale of its mortgages placed with institutions earning a deferred placement fee. Under IFRS, valuing a gain on deferred placement fees requires the use of estimates to determine the fair value of the retained interest (derived from the present value of expected future cash flows) in the mortgages. These retained interests are reflected on the Company's balance sheet as deferred placement fees receivable. The key assumptions used in the valuation of gains on deferred placement fees are prepayment rates and the discount rate used to present value future expected cash flows. The annual rate of unscheduled principal payments is determined by reviewing portfolio prepayment experience on a monthly basis. The Company uses different rates for its various programs, which average approximately 11% for single-family mortgages. The Company assumes there is virtually no prepayment on multi-unit residential fixed rate mortgages.

On a quarterly basis, the Company reviews the estimates used to ensure their appropriateness and monitors the performance statistics of the relevant mortgage portfolios to adjust and improve these estimates. The estimates used reflect the expected performance of the mortgage portfolio over the lives of the mortgages. The assumptions underlying the estimates used for the quarter ended June 30, 2016 continue to be consistent with those used for the year ended December 31, 2015 and the quarter ended March 31, 2016.

The Company has elected to treat its financial assets and liabilities, including deferred placement fees receivable, specific mortgages pledged under securitization, some mortgage and loan investments and bonds sold short, at fair value through profit or loss. Essentially, this policy requires the Company to record changes in the fair value of these instruments in the current period's earnings. The Company's assets and liabilities are such that the Company must use valuation techniques based on assumptions that are not fully supported by observable market prices or rates in most cases. Much like the valuation of deferred placement fees receivable described above, the Company's method of determining the fair value of its securitized mortgages has a significant impact on earnings. The Company uses different prepayment rates for its various programs, which average approximately 10% for single-family mortgages. The Company assumes there is virtually no prepayment on multi-unit residential fixed rate mortgages. Actual prepayment experience has been consistent with these assumptions. The Company has also assumed discount rates based on Government of Canada bond yields plus a spread that the Company believes would enable a third party to purchase the mortgages and make a normal profit margin for the risk involved.

Future Accounting Changes

In July 2014, the IASB issued the final version of IFRS 9 – Financial Instrument, replacing IAS 39 and all previous versions of IFRS 9. This final version of IFRS 9 includes a logical model for classification and measurement, a single, forward-looking 'expected loss' impairment model and a substantially-reformed approach to hedge accounting. Under this standard, financial assets are classified and measured based on the business model in which they are held and the characteristics of their contractual cash flows. The accounting model for financial liabilities is largely unchanged from IAS 39 except for the presentation of the impact of own credit risk on financial liabilities which will be recognized in OCI, rather than in profit and loss as under IAS 39. The new general hedge accounting principles under IFRS 9 are aimed to align hedge accounting more closely with risk management. This new standard does not fundamentally change the types of hedging relationships or the requirement to measure and recognize ineffectiveness; however it is expected to provide more hedging strategies that are used for risk management to qualify for hedge accounting and introduce more judgment to assess the effectiveness of a hedging relationship.

IFRS 9 is mandatorily effective for annual periods beginning on or after January 1, 2018. The Company is in process of evaluating the impact of IFRS 9 on the Company's financial statements.

In May 2014, the IASB issued IFRS 15 Revenue from Contracts with Customers, replacing IAS 11 - Construction Contracts, IAS 18 - Revenue, IFRIC 13 - Customer Loyalty Programs, IFRIC 15 - Agreements for the Construction of Real Estate, IFRIC 18 - Transfer of Assets from Customers, and SIC 31 Revenue – Barter Transactions Involving Advertising Services. The standard contains a single model that applies to contracts with customers and two approaches to recognizing revenue: at a point in time or over time. The model features a contract-based five-step revenue recognition process to determine the nature, amount, timing and uncertainty of revenue and cash flows from the contracts with customers.

IFRS 15 is effective for fiscal years ending on or after December 31, 2018. The Company intends to adopt IFRS 15 in its financial statements for the annual period beginning on January 1, 2018 and is currently analyzing the impact on the Company's financial statements.

In January 2016, the IASB issued IFRS 16 - *Leases*, replacing IAS 17 - *Leases*. IFRS 16 requires lessees to recognize assets and liabilities for most leases instead of previous categories of finance leases, which are reported on the balance sheet, or operating leases, which are disclosed only in the notes to the financial statements, under IAS 17. IFRS 16 is effective for annual periods beginning on or after January 1, 2019. Early adoption is permitted for companies that also adopt IFRS 15. The Company is currently assessing the impact of this standard on the Company's consolidated financial statements.

Disclosure Controls and Internal Controls over Financial Reporting

The Company's disclosure controls and procedures are designed to provide reasonable assurance that information required to be disclosed by the Company in reports filed under Canadian securities laws is recorded, processed, summarized and reported within the time periods specified under those laws, and include controls and procedures that are designed to ensure that information is accumulated and communicated to management, including the Chief Executive Officer and Chief Financial Officer, to allow timely decisions regarding required disclosure.

Management is responsible for establishing and maintaining adequate internal control over financial reporting. Internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with reporting standards; however, because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements on a timely basis.

No changes were made in the Company's internal controls over financial reporting during the quarter ended June 30, 2016 that have materially affected, or are reasonably likely to materially affect, the Company's internal controls over financial reporting.

Risks and Uncertainties Affecting the Business

The business, financial condition and results of operations of the Company are subject to a number of risks and uncertainties, and are affected by a number of factors outside the control of management of the Company. In addition to the risks addressed elsewhere in this discussion and the financial statements, these risks include: ability to sustain performance and growth, reliance on sources of funding, concentration of institutional investors, reliance on independent mortgage brokers, changes in interest rates, repurchase obligations and breach of representations and warranties on mortgage sales, risk of servicer termination events and trigger events on cash collateral and retained interests, reliance on multi-unit residential and commercial mortgages, general economic conditions, legislation and government regulation (including the policies set for mortgage default insurance companies), competition, reliance on mortgage insurers, reliance on key personnel and the ability to attract and retain employees and executives, conduct and compensation of independent mortgage brokers, failure or unavailability of computer and data processing systems and software, insufficient insurance coverage, change in or loss of ratings, impact of natural disasters and other events, and environmental liability. In addition, risks associated with the structure of the Company include those related to the dependence on FNFLP, leverage and restrictive covenants, dividends which are not guaranteed and could fluctuate with FNFLP's performance, restrictions on potential growth, the market price of the Company's shares, statutory remedies, control of the Company and contractual restrictions, and income tax matters. Risk and risk exposure are managed through a combination of insurance, a system of internal controls and sound operating practices. The Company's key business model is to originate primarily prime mortgages and find funding through various channels to earn ongoing servicing or spread income. For the single-family residential segment, the Company relies on independent mortgage brokers for origination and several large institutional investors for sources of funding. These relationships are critical to the Company's success. For a more complete discussion of the risks affecting the Company, reference should be made to the Company's Annual Information Form.

Forward-Looking Information

Forward-looking information is included in this MD&A. In some cases, forward-looking information can be identified by the use of terms such as ''may'', ''will'', ''should'', ''expect'', ''plan'', ''anticipate'', ''believe'', ''intend'', ''estimate'', ''predict'', ''potential'', ''continue'' or other similar expressions concerning matters that are not historical facts. Forward-looking information may relate to management's future outlook and anticipated events or results, and may include statements or information regarding the future financial position, business strategy and strategic goals, product development activities, projected costs and capital expenditures, financial results, risk management strategies, hedging activities, geographic expansion, licensing plans, taxes and other plans and objectives of or involving the Company. Particularly, information regarding growth objectives, any increase in mortgages under administration, future use of securitization vehicles, industry trends and future revenues is forward-looking information. Forward-looking information is based on certain factors and assumptions regarding, among other things, interest rate changes and responses to such changes, the demand for institutionally placed and securitized mortgages, the status of the applicable regulatory regime, and the use of mortgage brokers for single-family residential mortgages. This forward-looking information should not be read as providing guarantees of future performance or results, and will not necessarily be an accurate indication of whether or not, or the times by which, those results will be achieved. While management considers these assumptions to be reasonable based on information currently available to it, they may prove to be incorrect. Forward-looking information is subject to certain factors, including risks and uncertainties, which could cause actual results to differ materially from what management currently expects. These factors include reliance on sources of funding, concentration of institutional investors, reliance on independent mortgage brokers, and changes in interest rates as outlined under ''Risk and Uncertainties Affecting the Business''. In evaluating this information, the reader should specifically consider various factors, including the risks outlined under ''Risk and Uncertainties Affecting the Business'', which may cause actual events or results to differ materially from any forward-looking information. The forward-looking information contained in this discussion represents management's expectations as of July 26, 2016, and is subject to change after such date. However, management and the Company disclaim any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required under applicable securities regulations.

Outlook

Management is very pleased with both the MUA and origination growth in the second quarter of 2016. With higher origination levels and renewal volume, the Company was able to increase the volume it retained for its securitization activities while maintaining the volume originated for institutional customers.

Looking forward, the Company expects the low interest rate environment to continue in 2016. Low rates will keep mortgage affordability at favourable levels and mitigate refinancing risk. The Company will focus on the significant value of renewal opportunities and its partnerships with institutional customers in order to maximize profitability. Management expects the Company to continue to generate cash flow from its $25 billion portfolio of mortgages pledged under securitization and $71 billion servicing portfolio that will maximize financial performance. First National also expects the underwriting and fulfillment processing services business to continue to add to earnings as mortgages processed increase in response to the Company's superior service levels to the mortgage broker distribution channel.

Interim Condensed Consolidated Financial Statements

First National Financial Corporation

[Unaudited]

Second Quarter 2016

First National Financial Corporation

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

[Unaudited – in thousands of Canadian dollars]

As at

	Notes	June 30, 2016 $	December 31, 2015 $
ASSETS			
Restricted cash	3	**908,663**	497,904
Cash held as collateral for securitization	3	**19,785**	29,157
Accounts receivable and sundry		**78,686**	73,785
Securities purchased under resale agreements and owned		**2,120,809**	974,062
Mortgages accumulated for sale or securitization	5	**2,632,142**	1,497,413
Mortgages pledged under securitization	3	**24,890,594**	24,524,061
Deferred placement fees receivable	4	**41,359**	38,164
Mortgage and loan investments	6	**277,020**	246,011
Other assets		**42,625**	46,175
Total assets		**31,011,683**	27,926,732
LIABILITIES AND EQUITY			
Liabilities			
Bank indebtedness	8	**984,732**	582,973
Obligations related to securities and mortgages sold under repurchase agreements		**1,507,804**	805,850
Accounts payable and accrued liabilities		**157,742**	125,024
Securities sold under repurchase agreements and sold short		**2,121,792**	971,606
Debt related to securitized and participation mortgages	9	**25,522,662**	24,743,727
Senior unsecured notes		**174,488**	174,420
Income taxes payable		**13,558**	10,202
Deferred tax liabilities		**48,600**	55,400
Total liabilities		**30,531,378**	27,469,202
Equity attributable to shareholders			
Common shares	10	**122,671**	122,671
Preferred shares	10	**97,394**	97,394
Retained earnings		**232,331**	204,686
		452,396	424,751
Non-controlling interests		**27,909**	32,779
Total equity		**480,305**	457,530
Total liabilities and equity		**31,011,683**	27,926,732

See accompanying notes

On behalf of the Board:

John Brough

Robert Mitchell

First National Financial Corporation

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

[Unaudited – in thousands of Canadian dollars, except earnings per share]

		Three months ended		Six months ended	
		June 30, 2016	**June 30, 2015**	**June 30, 2016**	**June 30, 2015**
	Notes	$	$	$	$
REVENUE					
Interest revenue – securitized mortgages		**160,101**	154,615	**315,692**	304,924
Interest expense – securitized mortgages		**(123,770)**	(122,897)	**(242,716)**	(243,749)
Net interest – securitized mortgages	3	**36,331**	31,718	**72,976**	61,175
Placement fees		**53,044**	44,349	**87,942**	60,687
Gains on deferred placement fees	4	**4,489**	3,088	**8,092**	5,516
Mortgage investment income		**12,605**	14,171	**25,144**	27,418
Mortgage servicing income		**33,577**	27,256	**62,074**	53,531
Realized and unrealized gains (losses) on financial instruments		**(9,901)**	7,727	**(13,634)**	(33,410)
		130,145	128,309	**242,594**	174,917
EXPENSES					
Brokerage fees		**29,432**	28,311	**48,540**	37,460
Salaries and benefits		**22,613**	20,808	**44,067**	41,019
Interest		**8,987**	10,224	**17,245**	18,726
Other operating		**11,962**	10,178	**23,650**	22,573
Amortization of intangible assets		**1,250**	1,250	**2,500**	2,500
		74,244	70,771	**136,002**	122,278
Income before income taxes		**55,901**	57,538	**106,592**	52,639
Income tax expense		**14,650**	15,000	**28,000**	13,600
Net income and comprehensive income for the period		**41,251**	42,538	**78,592**	39,039
Net income and comprehensive income attributable to:					
Shareholders		**40,703**	41,921	**77,459**	37,720
Non-controlling interests		**548**	617	**1,133**	1,319
		41,251	42,538	**78,592**	39,039
Earnings per share					
Basic	10	**0.67**	0.68	**1.26**	0.59

See accompanying notes

First National Financial Corporation

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

[Unaudited – in thousands of Canadian dollars]

	Common shares $	**Preferred shares** $	**Retained earnings** $	**Non-controlling interests** $	**Total equity** $
Balance as at January 1, 2016	**122,671**	**97,394**	**204,686**	**32,779**	**457,530**
Comprehensive income	**—**	**—**	**77,459**	**1,133**	**78,592**
Dividends paid or declared	**—**	**—**	**(49,814)**	**(1,060)**	**(50,874)**
Redemptions by non-controlling interests	**—**	**—**	**—**	**(4,943)**	**(4,943)**
Balance as at June 30, 2016	**122,671**	**97,394**	**232,331**	**27,909**	**480,305**

	Common shares $	**Preferred shares** $	**Retained earnings** $	**Non-controlling interests** $	**Total equity** $
Balance as at January 1, 2015	122,671	97,394	192,669	38,547	451,281
Comprehensive income	—	—	37,720	1,319	39,039
Dividends paid or declared	—	—	(47,300)	(1,246)	(48,546)
Redemptions by non-controlling interests	—	—	—	(5,775)	(5,775)
Balance as at June 30, 2015	122,671	97,394	183,089	32,845	435,999

See accompanying notes

First National Financial Corporation

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

[Unaudited – in thousands of Canadian dollars]

	Three months ended		Six months ended	
	June 30, 2016	**June 30, 2015**	**June 30, 2016**	**June 30, 2015**
	$	$	$	$
OPERATING ACTIVITIES				
Net income for the period	**41,251**	42,538	**78,592**	39,039
Add (deduct) items not affecting cash				
Deferred income taxes	**(3,000)**	5,400	**(6,800)**	1,600
Non-cash portion of gains on deferred placement fees	**(4,301)**	(3,011)	**(7,757)**	(5,340)
Increase in restricted cash	**(481,605)**	(46,213)	**(410,759)**	(128,589)
Net repayment of (investment in) mortgages pledged under securitization	**131,438**	(882,734)	**(359,521)**	(1,535,452)
Net increase in debt related to securitized mortgages	**360,030**	925,991	**793,483**	1,652,848
Provision for loan loss	**1,000**	—	**1,500**	—
Amortization of deferred placement fees receivable	**2,421**	2,051	**4,773**	3,759
Amortization of purchased mortgage servicing rights	**126**	179	**320**	449
Amortization of property, plant and equipment	**1,135**	951	**2,280**	1,902
Amortization of other intangible assets	**1,250**	1,250	**2,500**	2,500
Unrealized losses (gains) on financial instruments	**9,750**	(10,733)	**10,632**	7,863
	59,495	35,669	**109,243**	40,579
Net change in non-cash working capital balances related to operations	**(1,485,374)**	(191,888)	**(1,108,812)**	(361,670)
Cash used in operating activities	**(1,425,879)**	(156,219)	**(999,569)**	(321,091)
INVESTING ACTIVITIES				
Additions to property, plant and equipment	**(752)**	(1,441)	**(1,550)**	(2,975)
Repayment of (investment in) cash held as collateral for securitization	**(1,180)**	3,181	**9,372**	(3,680)
Investment in mortgage and loan investments	**(28,763)**	(28,426)	**(92,452)**	(64,233)
Repayment of mortgage and loan investments	**29,680**	32,775	**59,943**	45,176
Cash provided by (used in) investing activities	**(1,015)**	6,089	**(24,687)**	(25,712)
FINANCING ACTIVITIES				
Dividends paid	**(25,680)**	(24,273)	**(50,610)**	(48,546)
Obligations related to securities and mortgages sold under repurchase agreements	**1,107,991**	194,306	**701,954**	217,643
Increase (decrease) in debt related to participation mortgages	**(8,358)**	1,766	**(14,548)**	3,092
Securities purchased under resale agreements and owned, net	**(944,767)**	179,309	**(1,146,747)**	444,688
Securities sold under repurchase agreements and sold short, net	**936,077**	(167,462)	**1,137,391**	(440,032)
Repayment of debenture loan payable	—	(175,000)	—	(175,000)
Senior unsecured notes	—	174,352	—	174,352
Redemptions by non-controlling interests	**(4,943)**	(5,775)	**(4,943)**	(5,775)
Cash provided by financing activities	**1,060,320**	177,223	**622,497**	170,422
Net decrease (increase) in bank indebtedness during the period	**(366,574)**	27,093	**(401,759)**	(176,381)
Bank indebtedness, beginning of period	**(618,158)**	(813,344)	**(582,973)**	(609,870)
Bank indebtedness, end of period	**(984,732)**	(786,251)	**(984,732)**	(786,251)
Supplemental cash flow information				
Interest received	**189,484**	187,127	**373,797**	366,169
Interest paid	**119,199**	126,652	**240,315**	252,722
Income taxes paid	**10,994**	6,247	**31,444**	6,742

See accompanying notes

First National Financial Corporation

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

June 30, 2016

1. GENERAL ORGANIZATION AND BUSINESS OF FIRST NATIONAL FINANCIAL CORPORATION

First National Financial Corporation [the "Corporation" or "Company"] is the parent company of First National Financial LP ["FNFLP"], a Canadian-based originator, underwriter and servicer of predominantly prime residential [single family and multi-unit] and commercial mortgages. With over $96 billion in mortgages under administration as at June 30, 2016, FNFLP is an originator and underwriter of mortgages and a significant participant in the mortgage broker distribution channel.

The Corporation is incorporated under the laws of the Province of Ontario, Canada and has its registered office and principal place of business located at 100 University Avenue, Toronto, Ontario. The Corporation's common and preferred shares are listed on the Toronto Stock Exchange under the symbols FN, FN.PR.A and FN.PR.B, respectively.

2. SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation

The interim condensed consolidated financial statements have been prepared in accordance with IAS 34 – *Interim Financial Reporting* under International Financial Reporting Standards, as issued by the International Accounting Standards Board. The interim condensed consolidated financial statements have been prepared using the same accounting policies used in the preparation of the audited annual consolidated financial statements for the year ended December 31, 2015.

These interim condensed consolidated financial statements should be read in conjunction with the audited annual consolidated financial statements and are presented in Canadian dollars with all values rounded to the nearest thousand, except when otherwise indicated. The interim condensed consolidated financial statements were authorized for issue by the Board of Directors on July 26, 2016.

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

3. MORTGAGES PLEDGED UNDER SECURITIZATION

The Company securitizes residential and commercial mortgages in order to raise debt to fund these mortgages. Most of these securitizations consist of the transfer of fixed and floating rate mortgages into securitization programs, such as asset-backed commercial paper ["ABCP"], NHA-MBS, and the Canada Mortgage Bonds ["CMB"] program. In these securitizations, the Company transfers the assets to structured entities for cash, and incurs interest-bearing obligations typically matched to the term of the mortgages. These securitizations do not qualify for derecognition, although the structured entities and other securitization vehicles have no recourse to the Company's other assets for failure of the mortgages to make payments when due.

As part of the ABCP transactions, the Company provides cash collateral for credit enhancement purposes as required by the rating agencies. Credit exposure to securitized mortgages is generally limited to this cash collateral. The principal and interest payments on the securitized mortgages are paid to the Company by the structured entities monthly over the term of the mortgages. The full amount of the cash collateral is recorded as an asset and the Company anticipates full recovery of these amounts. NHA-MBS securitizations may also require cash collateral in some circumstances. As at June 30, 2016, the cash held as collateral for securitization was $19,785 [December 31, 2015 – $29,157].

The following table compares the carrying amount of mortgages pledged for securitization and the associated debt:

	June 30, 2016		**December 31, 2015**	
	Carrying amount of securitized mortgages $	**Carrying amount of associated liabilities** $	**Carrying amount of securitized mortgages** $	**Carrying amount of associated liabilities** $
Securitized mortgages at face value	**24,726,848**	**25,572,964**	24,346,182	24,787,631
Mark-to-market adjustment	**35,289**	**—**	39,914	—
Capitalized origination costs	**128,457**	**—**	137,965	—
Debt discounts	**—**	**(56,416)**	—	(64,566)
	24,890,594	**25,516,548**	24,524,061	24,723,065
Add:				
Principal portion of payments held in restricted cash	**862,500**	**—**	452,226	—
Participation debt	**—**	**6,114**	—	20,662
	25,753,094	**25,522,662**	24,976,287	24,743,727

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

The principal portion of payments held in restricted cash represents payments on account of mortgages pledged under securitization which have been received at period end but have not yet been applied to reduce the associated debt. This cash is applied to pay down the debt in the month subsequent to period end. In order to compare the components of mortgages pledged under securitization to securitization debt, this amount is added to the carrying value of mortgages pledged under securitization in the above table.

The changes in capitalized origination costs for the three months ended June 30 are as follows:

	2016	**2015**
	$	$
Opening balance, April 1	**130,607**	132,911
Add: new origination costs capitalized in the period	**13,482**	25,233
Less: amortization in the period	**(15,632)**	(14,921)
Ending balance, June 30	**128,457**	143,223

Mortgages pledged under securitization have been classified as loans and receivables, except for approximately $3.2 billion [December 31, 2015 – $3.4 billion] of fair valued mortgages classified as fair value through profit or loss [“FVTPL”]. The mortgages classified as loans and receivables are carried at par plus adjustment for unamortized origination costs.

Within mortgages pledged under securitization, the Company’s exposure to credit loss is limited to uninsured mortgages with principal balances totalling $100,934 [December 31, 2015 – $14,864], before consideration of the value of underlying collateral. As at June 30, 2016, two of the mortgages have principal and interest payments in arrears totalling $331 [December 31, 2015 – nil]. All such mortgages are conventional prime single-family mortgages (80% or less loan to value, with verification of borrower income). Accordingly, the Company considers there to be a very small risk of loss; therefore, no provision for credit loss has been provided.

The Company uses various assumptions to value the FVTPL mortgages, which are set out in the table below, including the rate of unscheduled prepayment. Accordingly, FVTPL mortgages are subject to measurement uncertainty. The effect of variations between actual experience and assumptions will be recorded in future statements of comprehensive income.

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

Key economic weighted average assumptions and the sensitivities of the current carrying values to immediate 10% and 20% adverse changes in those assumptions are as follows:

	June 30, 2016	
	Commercial mortgages	**Residential mortgages**
FVTPL mortgages	**$109,449**	**$3,131,367**
Average life [in months] [1]	**27**	**20**
Prepayment speed assumption [annual rate]	**0.1%**	**11.2%**
Impact on fair value of 10% adverse change	**—**	**$362**
Impact on fair value of 20% adverse change	**—**	**$721**
Discount rate [annual rate]	**1.7%**	**1.7%**
Impact on fair value of 10% adverse change	**$431**	**$7,524**
Impact on fair value of 20% adverse change	**$858**	**$15,006**

	December 31, 2015	
	Commercial mortgages	**Residential mortgages**
FVTPL mortgages	$116,878	$3,344,045
Average life [in months] [1]	28	23
Prepayment speed assumption [annual rate]	0.3%	11.4%
Impact on fair value of 10% adverse change	—	$408
Impact on fair value of 20% adverse change	—	$812
Discount rate [annual rate]	1.8%	1.7%
Impact on fair value of 10% adverse change	$516	$9,079
Impact on fair value of 20% adverse change	$1,026	$18,092

[1] The weighted average life of prepayable assets in periods [for example, months or years] can be calculated by multiplying the principal collections expected in each future period by the number of periods until that future period, summing those products, and dividing the sum by the initial principal balance.

These sensitivities are hypothetical and should be used with caution. As the figures indicate, changes in carrying value based on a 10% or 20% variation in assumptions generally cannot be extrapolated because the relationship of the change in assumption to the change in fair value may not be linear. Also, in this table, the effect of a variation in a particular assumption on the fair value is calculated without changing any other assumption; in reality, changes in one factor may result in changes in another [for example, increases in market interest rates may result in lower prepayments], which might magnify or counteract the sensitivities.

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

4. DEFERRED PLACEMENT FEES RECEIVABLE

The Company enters into transactions with institutional investors to sell primarily fixed rate mortgages in which placement fees are received over time as well as at the time of the mortgage placement. These mortgages are derecognized when substantially all of the risks and rewards of ownership are transferred and the Company has minimal exposure to the variability of future cash flows from these mortgages. The investors have no recourse to the Company's other assets for failure of mortgagors to make payments when due.

During the three months ended June 30, 2016, $581,803 [2015 – $526,037] of mortgages were placed with institutional investors, which created gains on deferred placement fees of $4,489 [2015 – $3,088]. Cash receipts on deferred placement fees receivable for the three months ended June 30, 2016 were $2,762 [2015 – $2,500].

The Company uses assumptions to value the deferred placement fees receivable, which are set out in the table below. Accordingly, the deferred placement fees receivable are subject to measurement uncertainty. As at June 30, 2016, the fair value of deferred placement fees receivable is $41,359 [December 31, 2015 – $38,164]. No assumption for credit losses was used, commensurate with the credit quality of the investors. An assumption of no prepayment was used, as commercial borrowers cannot refinance for financial advantage without paying the Company a fee commensurate with its investment in the mortgage. The effect of variations between actual experience and assumptions will be recorded in future statements of comprehensive income. Key economic weighted average assumptions and the sensitivity of the current carrying value of residual cash flows to immediate 10% and 20% adverse changes in those assumptions are summarized as follows.

	Commercial mortgages	
	June 30, 2016	**December 31, 2015**
Average life [in months] [1]	**63**	64
Residual cash flows discount rate [annual rate]	**3.3%**	3.5%
Impact on fair value of 10% adverse change	**$351**	$339
Impact on fair value of 20% adverse change	**$697**	$673

[1] The weighted average life of prepayable assets in periods [for example, months or years] can be calculated by multiplying the principal collections expected in each future period by the number of periods until that future period, summing those products, and dividing the sum by the initial principal balance.

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

These sensitivities are hypothetical and should be used with caution. As the figures indicate, changes in carrying value based on a 10% or 20% variation in assumptions generally cannot be extrapolated because the relationship of the change in assumption to the change in fair value may not be linear.

5. MORTGAGES ACCUMULATED FOR SALE OR SECURITIZATION

Mortgages accumulated for sale or securitization consist of mortgages the Company has originated for its own securitization programs together with mortgages funded in advance of settlement with institutional investors.

Mortgages originated for the Company's own securitization programs are classified as loans and receivables and are recorded at amortized cost. Mortgages funded for placement with institutional investors are designated as FVTPL and are recorded at fair value. The fair values of mortgages at FVTPL approximate their carrying values due to their short-term nature. The following table summarizes the components of mortgages according to their classification:

	June 30, 2016 $	**December 31, 2015** $
Mortgages accumulated for securitization	**2,557,764**	1,483,836
Mortgages accumulated for sale	**74,378**	13,577
	2,632,142	1,497,413

The Company's exposure to credit loss is limited to $350,627 [December 31, 2015 – $217,205] in principal balances of uninsured mortgages within mortgages accumulated for sale or securitization, before consideration of the value of underlying collateral. These are conventional prime single-family mortgages similar to the mortgages described in note 3. For the same rationale, the Company has not provided any provision for credit loss.

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

6. MORTGAGE AND LOAN INVESTMENTS

Mortgage and loan investments consist primarily of commercial first and second mortgages held for various terms, the majority of which mature within one year.

Mortgage and loan investments consist of the following:

	June 30, 2016 $	**December 31, 2015** $
Mortgage loans, classified as loans and receivables	**230,992**	198,744
Mortgage loans, designated as FVTPL	**46,028**	47,267
	277,020	246,011

Mortgage and loan investments classified as loans and receivables are carried at outstanding principal balances adjusted for unamortized premiums or discounts and are net of specific provisions for credit losses, if any.

Within mortgage and loan investments, the total of uninsured mortgages in arrears is approximately $42,812 [December 31, 2015 – $49,177]. Four of these mortgages are non-performing and have principal balances totalling $42,604 as at June 30, 2016 [December 31, 2015 – six mortgages, totalling $42,394]. The Company has stopped accruing interest on these mortgages, and has provided an allowance for potential credit loss of $8,041 as at June 30, 2016 [December 31, 2015 – $6,541]. The Company acknowledges that there is a higher risk of credit losses on this portfolio than the other mortgage portfolios on its statement of financial position. The Company believes it has adequately provided for such losses in the allowance for potential credit loss disclosed above and considers there to be a small risk of credit loss on performing mortgages, such that credit losses have not been recorded on any of these mortgages.

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

7. MORTGAGES UNDER ADMINISTRATION

As at June 30, 2016, the Company had mortgages under administration of $96,591,558 [December 31, 2015 – $93,829,629], including mortgages held on the Company's interim condensed consolidated statements of financial position. Mortgages under administration are serviced for financial institutions such as banks, insurance companies, pension funds, mutual funds, trust companies, credit unions and securitization vehicles. As at June 30, 2016, the Company administered 300,431 mortgages [December 31, 2015 – 292,905] for 93 institutional investors [December 31, 2015 – 94] with an average remaining term to maturity of 41 months [December 31, 2015 – 42 months].

Mortgages under administration are serviced as follows:

	June 30, 2016 $	**December 31, 2015** $
Institutional investors	**59,991,537**	58,993,211
Mortgages accumulated for sale or securitization and mortgage and loan investments	**2,891,483**	1,738,652
Deferred placement investors	**6,653,471**	6,006,487
Mortgages pledged under securitization	**24,726,848**	24,346,182
CMBS conduits	**2,328,219**	2,745,097
	96,591,558	93,829,629

The Company's exposure to credit loss is limited to mortgage and loan investments as described in note 6, uninsured securitized mortgages as described in note 3 and uninsured mortgages held in mortgages accumulated for securitization as described in note 5. As at June 30, 2016, the Company has included in accounts receivable and sundry $17,713 [December 31, 2015 – $19,776] of uninsured non-performing mortgages, net of provisions for credit losses, and outstanding claims from mortgage default insurers. The Company did not incur any actual credit losses during the three months ended June 30, 2016.

The Company maintains trust accounts on behalf of the investors it represents. The Company also holds municipal tax funds in escrow for mortgagors. Since the Company does not hold a beneficial interest in these funds, they are not presented on the interim condensed consolidated statements of financial position. The aggregate of these accounts as at June 30, 2016 was $758,215 [December 31, 2015 – $651,737].

8. BANK INDEBTEDNESS

Bank indebtedness includes a revolving credit facility of $1,000,000 [December 31, 2015 – $1,000,000] maturing in May 2020, of which $978,806 [December 31, 2015 – $592,908] was drawn as at June 30, 2016 and against which the following have been pledged as collateral:

[a] a general security agreement over all assets, other than real property, of the Company; and

[b] a general assignment of all mortgages owned by the Company.

The credit facility bears a variable rate of interest based on prime and bankers' acceptance rates.

9. DEBT RELATED TO SECURITIZED AND PARTICIPATION MORTGAGES

Debt related to securitized mortgages represents the funding for mortgages pledged under the NHA-MBS, CMB and ABCP programs. As at June 30, 2016, debt related to securitized mortgages was $25,516,548 [December 31, 2015 – $24,723,065], net of unamortized discounts of $56,416 [December 31, 2015 – $64,566]. A comparison of the carrying amounts of the pledged mortgages and the related debt is summarized in note 3.

As at June 30, 2016, debt related to participation mortgages was $6,114 [December 31, 2015 – $20,662].

Debt related to securitized and participation mortgages is reduced on a monthly basis when the principal payments received from the mortgages are applied. Debt discounts and premiums are amortized over the term of each debt on an effective yield basis. Debt related to securitization mortgages had a similar contractual maturity profile as the associated mortgages in mortgages pledged under securitization.

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

10. SHAREHOLDERS' EQUITY

[a] Authorized

Unlimited number of common shares
Unlimited number of cumulative 5-year rate reset preferred shares, Class A Series 1
Unlimited number of cumulative 5-year rate reset preferred shares, Class A Series 2

[b] Capital stock activities

	Common shares		Preferred shares	
	#	$	#	$
Balance, December 31, 2015 and June 30, 2016	**59,967,429**	**122,671**	**4,000,000**	**97,394**

[c] Preferred shares

On April 1, 2016, certain preferred shareholders exercised their right to convert fixed rate Series 1 shares into floating rate Series 2 shares. Subsequent to the conversion, 2,887,147 Series 1 preferred shares and 1,112,853 Series 2 preferred shares were outstanding with a total carrying value of $97,394.

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

[d] Earnings per share

	Three months ended June 30,		Six months ended June 30,	
	2016	**2015**	**2016**	**2015**
Net income attributable to shareholders	**$40,703**	$41,921	**$77,459**	$37,720
Less dividends declared on preferred shares	**(679)**	(1,162)	**(1,842)**	(2,325)
Net earnings attributable to common shareholders	**$40,024**	$40,759	**$75,617**	$35,395
Number of common shares outstanding	**59,967,429**	59,967,429	**59,967,429**	59,967,429
Basic earnings per common share	**$0.67**	$0.68	**$1.26**	$0.59

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair value measurement

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments recorded at fair value in the interim condensed consolidated statements of financial position:

Level 1 – quoted market price observed in active markets for identical instruments;
Level 2 – quoted market price observed in active markets for similar instruments or other valuation techniques for which all significant inputs are based on observable market data; and
Level 3 – valuation techniques in which one or more significant inputs are unobservable.

Valuation methods and assumptions

The Company uses valuation techniques to estimate fair values, including reference to third-party valuation service providers using proprietary pricing models and internal valuation models such as discounted cash flow analysis. The valuation methods and key assumptions used in determining fair values for the financial assets and financial liabilities are as follows:

[a] FVTPL mortgages in mortgages under securitization and certain mortgage and loan investments

The fair value of these mortgages is determined by discounting projected cash flows using market industry pricing practices. Discount rates used are determined by comparison to similar term loans made to borrowers with similar credit. This methodology will reflect changes in interest rates which have occurred since the mortgages were originated. Impaired mortgages are recorded at net realizable value. Refer to note 3 "Mortgages pledged under securitization" for the key assumptions used and sensitivity analysis.

[b] Deferred placement fees receivable

The fair value of deferred placement fees receivable is determined by internal valuation models using market data inputs, where possible. The fair value is determined by discounting the expected future cash flows related to the placed mortgages at market interest rates. The expected future cash flows are estimated based on certain assumptions which are not supported by observable market data. Refer to note 4 "Deferred placement fees receivable" for the key assumptions used and sensitivity analysis.

[c] Securities owned and sold short

The fair values of securities owned and sold short used by the Company to hedge its interest rate exposure are determined by quoted prices.

[d] Servicing liabilities

The fair value of the servicing liability is determined by internal valuation models using market data inputs, where possible. The fair value is determined by discounting the expected future cost related to the servicing of explicit mortgages at market interest rates. The expected future cash flows are estimated based on certain assumptions which are not supported by observable market data.

[Unaudited – in thousands of Canadian dollars, except per share amounts
or unless otherwise noted]

[e] Other financial assets and financial liabilities

The fair values of mortgage and loan investments classified as loans and receivables, mortgages accumulated for sale or securitization, cash held as collateral for securitization, restricted cash and bank indebtedness correspond to the respective outstanding amounts due to their short-term maturity profiles.

Carrying value and fair value of selected financial instruments

The fair value of the financial assets and financial liabilities of the Company approximates its carrying value, except for mortgages pledged under securitization, which has a carrying value of $24,890,594 [December 31, 2015 – $24,524,061] and a fair value of $25,427,144 [December 31, 2015 – $24,996,681], debt related to securitized and participation mortgages, which has a carrying value of $25,522,662 [December 31, 2015 – $24,743,727] and a fair value of $25,849,152 [December 31, 2015 – $25,035,142], and senior unsecured notes, which have a carrying value of $174,488 [December 31, 2015 – $174,420] and a fair value of $176,257 [December 31, 2015 – $177,233]. These fair values are estimated using valuation techniques in which one or more significant inputs are unobservable [Level 3].

The following tables represent the Company's financial instruments measured at fair value on a recurring basis:

	June 30, 2016			
	Level 1 $	**Level 2** $	**Level 3** $	**Total** $
Financial assets				
Mortgages accumulated for sale	**—**	**74,378**	**—**	**74,378**
FVTPL mortgages	**—**	**—**	**3,240,816**	**3,240,816**
Deferred placement fees receivable	**—**	**—**	**41,359**	**41,359**
Mortgage and loan investments	**—**	**—**	**46,028**	**46,028**
Interest rate swaps	**—**	**667**	**—**	**667**
Total financial assets	**—**	**75,045**	**3,328,203**	**3,403,248**
Financial liabilities				
Securities sold under repurchase agreements and sold short	**2,121,792**	**—**	**—**	**2,121,792**
Interest rate swaps	**—**	**28,359**	**—**	**28,359**
Total financial liabilities	**2,121,792**	**28,359**	**—**	**2,150,151**

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

	December 31, 2015			
	Level 1 $	**Level 2** $	**Level 3** $	**Total** $
Financial assets				
Mortgages accumulated for sale	—	13,577	—	13,577
FVTPL mortgages	—	—	3,460,924	3,460,924
Deferred placement fees receivable	—	—	38,164	38,164
Mortgage and loan investments	—	—	47,267	47,267
Total financial assets	—	13,577	3,546,355	3,559,932
Financial liabilities				
Securities sold under repurchase agreements and sold short	971,606	—	—	971,606
Interest rate swaps	—	30,244	—	30,244
Total financial liabilities	971,606	30,244	—	1,001,850

In estimating the fair value of financial assets and financial liabilities using valuation techniques or pricing models, certain assumptions are used, including those that are not fully supported by observable market prices or rates [Level 3]. The amount of the change in fair value recognized by the Company in net income for the three months ended June 30, 2016 that was estimated using a valuation technique based on assumptions that are not fully supported by observable market prices or rates, was a gain of $2,476 [2015 – $723]. Although the Company's management believes that the estimated fair values are appropriate as at the date of the interim condensed consolidated statements of financial position, those fair values may differ if other reasonably possible alternative assumptions are used.

Transfers between levels in the fair value hierarchy are deemed to have occurred at the beginning of the period in which the transfer is made. Transfers between levels can occur as a result of additional or new information regarding valuation inputs and changes in their observability. During the quarter, there were no transfers between levels.

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

The following table presents changes in the fair values of the Company's financial assets and financial liabilities for the three and six months ended June 30, 2016 and 2015, all of which have been classified as FVTPL. Realized losses of $150 [2015 – $3,006] for the three months and realized losses of $3,001 [2015 – $25,548] for the six months are included in the total realized and unrealized gains (losses).

	Three months ended June 30,		Six months ended June 30,	
	2016 $	2015 $	**2016** $	2015 $
FVTPL mortgages	**2,360**	651	**7,011**	23,324
Deferred placement fees receivable	**116**	72	**211**	467
Securities owned and sold short	**(10,743)**	4,782	**(15,796)**	(26,349)
Interest rate swaps	**(1,634)**	2,222	**(5,060)**	(30,852)
Total realized and unrealized gains (losses)	**(9,901)**	7,727	**(13,634)**	(33,410)

Movement in Level 3 financial instruments measured at fair value

The following tables show the movement in Level 3 financial instruments in the fair value hierarchy for the three months ended June 30, 2016 and 2015. The Company classifies financial instruments as Level 3 when there is reliance on at least one significant unobservable input in the valuation models.

	Fair value as at April 1, 2016 $	Investments $	Unrealized gains recorded in income $	Payments and amortization $	Fair value as at June 30, 2016 $
Financial assets					
FVTPL mortgages	**3,507,336**	**970,980**	**2,360**	**(1,239,860)**	**3,240,816**
Deferred placement fees receivable	**39,363**	**4,301**	**116**	**(2,421)**	**41,359**
Mortgage and loan investments	**50,838**	**2,505**	**—**	**(7,315)**	**46,028**
Total financial assets	**3,597,537**	**977,786**	**2,476**	**(1,249,596)**	**3,328,203**

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

	Fair value as at April 1, 2015 $	**Investments** $	**Unrealized gains recorded in income** $	**Payments and amortization** $	**Fair value as at June 30, 2015** $
Financial assets					
FVTPL mortgages	3,458,054	727,441	651	(827,326)	3,358,820
Deferred placement fees receivable	35,660	3,011	72	(2,051)	36,692
Mortgage and loan investments	53,724	9,969	—	(15,072)	48,621
Total financial assets	3,547,438	740,421	723	(844,449)	3,444,133

12. CAPITAL MANAGEMENT

The Company's objective is to maintain a strong capital base so as to maintain investor, creditor and market confidence and sustain future development of the business. Management defines capital as the Company's equity, long-term debt and retained earnings. The Company has a minimum capital requirement as stipulated by its bank credit facility. The agreement limits the debt under bank indebtedness together with the unsecured notes to four times FNFLP's equity. As at June 30, 2016, the ratio was 2.38:1 [December 31, 2015 – 1.64:1]. The Company was in compliance with the bank covenant throughout the period.

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

13. EARNINGS BY BUSINESS SEGMENT

The Company operates principally in two business segments, Residential and Commercial. These segments are organized by mortgage type and contain revenue and expenses related to origination, underwriting, securitization and servicing activities. Identifiable assets are those used in the operations of the segments.

	Three months ended June 30, 2016			Six months ended June 30, 2016		
	Residential $	**Commercial** $	**Total** $	**Residential** $	**Commercial** $	**Total** $
REVENUE						
Interest revenue – securitized mortgages	**121,931**	**38,170**	**160,101**	**240,199**	**75,493**	**315,692**
Interest expense – securitized mortgages	**(93,043)**	**(30,727)**	**(123,770)**	**(181,808)**	**(60,908)**	**(242,716)**
Net interest – securitized mortgages	**28,888**	**7,443**	**36,331**	**58,391**	**14,585**	**72,976**
Placement and servicing	**75,218**	**15,892**	**91,110**	**129,188**	**28,920**	**158,108**
Mortgage investment income	**8,551**	**4,054**	**12,605**	**15,919**	**9,225**	**25,144**
Realized and unrealized losses on financial instruments	**(6,304)**	**(3,597)**	**(9,901)**	**(7,357)**	**(6,277)**	**(13,634)**
	106,353	**23,792**	**130,145**	**196,141**	**46,453**	**242,594**
EXPENSES						
Amortization	**1,708**	**677**	**2,385**	**3,425**	**1,355**	**4,780**
Interest	**6,847**	**2,140**	**8,987**	**13,419**	**3,826**	**17,245**
Other operating	**53,456**	**9,416**	**62,872**	**96,566**	**17,411**	**113,977**
	62,011	**12,233**	**74,244**	**113,410**	**22,592**	**136,002**
Income before income taxes	**44,342**	**11,559**	**55,901**	**82,731**	**23,861**	**106,592**
Identifiable assets	**25,099,595**	**5,882,312**	**30,981,907**	**25,099,595**	**5,882,312**	**30,981,907**
Goodwill	**—**	**—**	**29,776**	**—**	**—**	**29,776**
Total assets	**25,099,595**	**5,882,312**	**31,011,683**	**25,099,595**	**5,882,312**	**31,011,683**
Capital expenditures	**526**	**226**	**752**	**1,085**	**465**	**1,550**

[Unaudited – in thousands of Canadian dollars, except per share amounts or unless otherwise noted]

	Three months ended June 30, 2015			Six months ended June 30, 2015		
	Residential $	**Commercial** $	**Total** $	**Residential** $	**Commercial** $	**Total** $
REVENUE						
Interest revenue – securitized mortgages	118,947	35,668	154,615	234,111	70,813	304,924
Interest expense – securitized mortgages	(94,058)	(28,839)	(122,897)	(186,328)	(57,421)	(243,749)
Net interest – securitized mortgages	24,889	6,829	31,718	47,783	13,392	61,175
Placement and servicing	61,017	13,676	74,693	96,355	23,379	119,734
Mortgage investment income	9,045	5,126	14,171	17,777	9,641	27,418
Realized and unrealized gains (losses) on financial instruments	2,324	5,403	7,727	(32,814)	(596)	(33,410)
	97,275	31,034	128,309	129,101	45,816	174,917
EXPENSES						
Amortization	1,554	647	2,201	3,109	1,293	4,402
Interest	9,281	943	10,224	16,953	1,773	18,726
Other operating	49,179	9,167	58,346	81,991	17,159	99,150
	60,014	10,757	70,771	102,053	20,225	122,278
Income before income taxes	37,261	20,277	57,538	27,048	25,591	52,639
Identifiable assets	22,557,187	4,998,982	27,556,169	22,557,187	4,998,982	27,556,169
Goodwill	—	—	29,776	—	—	29,776
Total assets	22,557,187	4,998,982	27,585,945	22,557,187	4,998,982	27,585,945
Capital expenditures	1,008	433	1,441	2,082	893	2,975

14. RELATED PARTY AND OTHER TRANSACTIONS

The Company originated and sold several commercial mezzanine mortgages to various entities controlled by a senior executive and shareholder of the Company. The Company services these mortgages during their terms at market commercial servicing rates. The mortgages, which are administered by the Company, have a balance of $47,933 as at June 30, 2016 [December 31, 2015 – $36,624]. As at June 30, 2016, one of the mortgages is secured by real estate in which the Company is also a mortgage lender [December 31, 2015 – three mortgages], and the Company is subordinate to the mortgage held by the related entities. During the quarter, one of the related entities advanced a new mortgage totalling $407.

A senior executive and shareholder of the Company has a significant investment in a mortgage default insurance company. In the ordinary course of business, the insurance company provides insurance policies to the Company's borrowers at market rates. In addition, the insurance company has also provided the Company with portfolio insurance at market premiums. The total bulk insurance premium paid by the Company during the three months ended June 30, 2016 was $1,006 [2015 – $1,053], net of third-party investor reimbursement. The insurance company has also engaged the Company to service a portfolio of mortgages at market commercial servicing rates. As at June 30, 2016, the portfolio had a balance of $4.0 million [December 31, 2015 – $4.1 million].

15. COMPARATIVE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The comparative unaudited interim condensed consolidated financial statements have been reclassified from statements previously presented to conform to the presentation of the 2016 unaudited interim condensed consolidated financial statements.

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