



Q1

Quarterly Report

Three-month period ended February 28, 2025

MESSAGE TO SHAREHOLDERS

Richelieu started fiscal year 2025 strongly, with five new acquisitions and an 8.6% increase in sales in the first quarter, equally driven by internal growth and acquisitions. This result is particularly noteworthy as historically, the first quarter is the weakest period of the fiscal year, and market conditions remained relatively stagnant during this time. Market development initiatives, combined with contributions from acquisitions, diversification of market segments, and added-value services, contributed to this performance.

Total sales reached \$441.7 million, with internal growth accounting for 4.3% and an equivalent increase from acquisitions. This growth reflects strong performance in the **manufacturers'** market, where sales reached \$385.1 million, up 9.9%, with 5.1% from internal growth and 4.8% from acquisitions. In the **retail** and renovation superstore market, sales remained stable compared to the first quarter of 2024, standing at \$56.6 million.

Sales increased in **Canada** by 4.1%, totaling \$241.6 million, and by 7.6% in the **United States**, reaching US\$139.8 million, representing 45% of total sales.

EBITDA stood at \$42.4 million, up 5%. The **EBITDA margin** was 9.6%, compared to 9.9%, impacted by lower margins from our recent acquisitions as well as marketing costs to implement new product lines at our retailer customers in Canada. **Net earnings attributable to shareholders** stood at \$0.25 per diluted share, compared to \$0.27 in the corresponding quarter of 2024.

FIVE NEW ACQUISITIONS CONCLUDED SINCE THE START OF THE FISCAL YEAR, INCLUDING ONE AFTER THE FIRST QUARTER, REPRESENTING APPROXIMATELY ADDITIONAL ANNUAL SALES OF \$50 MILLION

In addition to previously announced acquisitions of **Mill Supply** completed on December 1, 2024, with operations in Dartmouth, Nova Scotia, and Charlottetown, Prince Edward Island; **Darant Distributing** acquired on January 6, 2025, operating a centre in Denver, Colorado; and **Midwest Specialty Products** acquired on January 13, 2025, located in Minneapolis, Minnesota, Richelieu acquired **Modulex Partition**, through its subsidiary Interco division 10, on February 4, 2025, specializing in Division 10 products for the construction industry. With Modulex Partition located in Hillside, New Jersey, Richelieu also has access to the strategic market of the greater New York area for these product lines. Subsequent to the first quarter, on April 1, Richelieu completed the acquisition of **Rhoads & O'Hara Architectural Products**, a distributor of architectural panels and related products operating a distribution center in Vineland, New Jersey. These acquisitions expand the Corporation's presence in strategic markets and diversify its product offering.

Furthermore, during the quarter, to support future growth and continue providing top-tier service to customers, the Corporation completed its project to consolidate two distribution centres in the Vancouver area into a single 140,000 sq. ft. facility serving the manufacturers market.

In the coming periods, the Corporation will continue its growth strategies, integrating recent acquisitions and developing new synergies.

NEXT DIVIDEND PAYMENT

On April 10, 2025, the Board of Directors approved a quarterly dividend of \$0.1533 per share. This dividend will be paid on May 8, 2025, to shareholders of record as at April 24, 2025.

RICHELIEU HARDWARE LTD.

Management's Discussion and Analysis

First quarter ended February 28, 2025



PRESENTATION BASIS

This Management's Discussion and Analysis ("MD&A") relates to Richelieu Hardware Ltd.'s consolidated operating results and cash flows for the first quarter ended February 28, 2025, in comparison with the first quarter ended February 29, 2024, as well as the Corporation's financial position as at February 28, 2025, compared with that of November 30, 2024. This report should be read in conjunction with the unaudited interim consolidated financial statements and accompanying notes for the first quarter of 2025 as well as the Corporation's fiscal 2024 MD&A and audited consolidated financial statements available on the website SEDAR+ at www.sedarplus.com and on the Corporation's website at www.richelieu.com. In this MD&A, "Richelieu" or the "Corporation" refers to, as the case may be, Richelieu Hardware Ltd. and its subsidiaries and divisions, or one of its subsidiaries or divisions. Supplementary information, including certificates for the interim period ended February 28, 2025, signed by the Corporation's President and Chief Executive Officer and the Chief Financial Officer and Chief Operating Officer, is available on SEDAR+. The information contained in this MD&A accounts for any major event that occurred prior to April 10, 2025, on which date the unaudited interim consolidated financial statements and interim MD&A were approved by the Corporation's Board of Directors. Unless otherwise indicated, the financial information presented below, including amounts shown in tables, is expressed in Canadian dollars and prepared in accordance with International Financial Reporting Standards ("IFRS"). The consolidated financial statements for the first quarter ended February 28, 2025, have not been audited or reviewed by the Corporation's auditors.

NON-IFRS MEASURES

Richelieu uses earnings before interest, income taxes and amortization ("EBITDA") as we believe this measure enables management to assess the Corporation's operational performance. This measure is a widely accepted performance indicator of a corporation's ability to service and incur debt. However, EBITDA should not be considered by an investor as an alternative to operating income or net earnings attributable to shareholders of the Corporation, as an indicator of cash flows or as a measure of liquidity. Since EBITDA does not have a standardized meaning prescribed by IFRS, it may not be comparable to the EBITDA of other companies.

Richelieu also uses adjusted cash flows from operating activities and adjusted cash flows from operating activities per share. Adjusted cash flows from operating activities are based on net earnings plus the amortization of property, plant and equipment, intangible assets and right-of-use assets, deferred tax expense (or recovery), share-based compensation expense and financial costs. These additional measures do not consider the net change in non-cash working capital items in order to exclude seasonality effects and are used by management in its assessments of cash flows from long-term operations. Therefore, adjusted cash flows from operating activities may not be comparable to the cash flows from operating activities of other companies.

FORWARD-LOOKING STATEMENTS

Certain statements set forth in this MD&A, including statements relating to the expected adequacy of cash flows to cover contractual commitments, to maintain growth and to provide for financing and investing activities, growth outlook, Richelieu's competitive position in its industry, or ability to weather current economic conditions and access other external financing, close new acquisitions, and other statements not pertaining to past events, constitute forward-looking statements. In some cases, these statements are identified by the use of terms such as "may", "could", "might", "intend", "should", "expect", "project", "plan", "believe", "estimate" or the negative form of these expressions or other comparable variants. These statements are based on the information available at the time they are written, on assumptions made by management and on the expectations of management, acting in good faith regarding future events, including assumption that economic conditions and exchange rates will not significantly deteriorate, that operating costs will not increase significantly, that supplies will be sufficient to fulfil Richelieu's needs, that availability of credit will remain stable during the year and that no extraordinary events will require supplementary capital expenditures.

Although management believes these assumptions and expectations to be reasonable based on the information available at the time they were prepared, they could prove inaccurate. Forward-looking statements are also subject, by their very nature, to known and unknown risks and uncertainties, as mentioned in the Corporation's MD&A report for the fiscal year ended November 30, 2024 (see the "Risk Factors" section) available on SEDAR+ and on the Corporation's website.

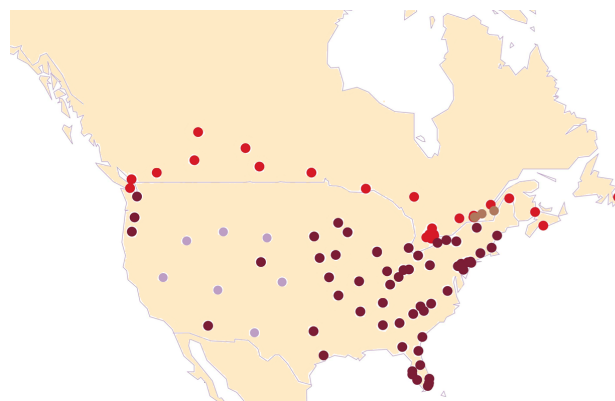
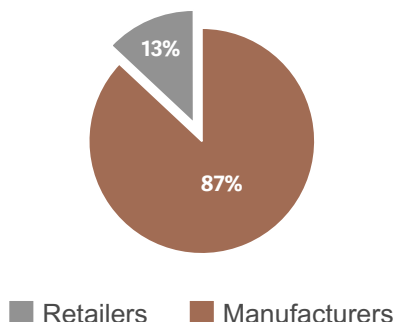
Richelieu's actual results could differ materially from those indicated in or underlying these forward-looking statements. The reader is therefore cautioned not to place undue reliance on these forward-looking statements. Forward-looking statements do not reflect the potential impact of special items, any business combination or any other transaction that may be announced or occur subsequent to the date hereof. Richelieu undertakes no obligation to update or revise the forward-looking statements to account for new events or new circumstances, except as required by law.

GENERAL BUSINESS OVERVIEW AS AT FEBRUARY 28, 2025

Richelieu is a leading North American importer, manufacturer and distributor of specialty hardware and related products.

Richelieu offers customers a broad mix of products sourced from manufacturers worldwide. The solid relationships Richelieu has built with the world's leading suppliers enable it to provide customers with the latest innovative products tailored to their business needs. The residential and commercial renovation industry is one of the Corporation's principal sources of growth.

Sales by market Q1-2025



Richelieu's offering	116 interconnected centres
Over 145,000 different items	49 DISTRIBUTION CENTRES IN CANADA 
More than 120,000 active customers	64 DISTRIBUTION CENTRES IN THE UNITED STATES 
5,300,000 sq.ft. of storage	3 MANUFACTURING PLANTS
	COVERAGE BY REPRESENTATIVES

Main product categories	
Furniture, glass and building decorative and functional hardware	Sliding systems solutions
Fasteners and fittings	Decorative and functional panels
Lighting solutions and accessories	Surfaces and quartz
Finishing and decoration products	Baluster and railings
Office accessories	Floor protection products
Kitchen and closet storage solutions	Power tools accessories

Those products are targeted to an extensive customer base of **kitchen and bathroom cabinet, storage and closet, home furnishing and office furniture, door and window manufacturers, residential and commercial woodworkers, as well as hardware retailers including renovation superstores.**

This offering is completed by the Corporation's three manufacturing subsidiaries (Les Industries Cedan Inc., Menuiserie des Pins Ltée and USIMM/UNIGRAV Inc.), which manufacture a variety of veneer sheets and edge banding products, a broad selection of decorative mouldings and components for the window and door industry as well as custom products, including a 3D scanning centre.

The Corporation employs over 3,000 people at its head office and throughout its network, close to half of whom work in marketing, sales and customer service. Nearly 50% of the Corporation's employees are Richelieu shareholders.

MAIN TRADEMARKS



MISSION AND STRATEGY

Richelieu's mission is to create shareholder value and contribute to its customers' growth and success, while favouring a business culture focused on quality of service and results, partnership and intrapreneurship.

To sustain its growth and remain leader in its specialty market, the Corporation continues to implement the strategy that has proved beneficial to date, with a particular focus on:

- strengthening its product offering by continuously introducing each year new diversified products that meet its market segment needs and position it as the specialist in functional and decorative hardware for manufacturers and retailers;
- further developing its current markets in Canada and the United States with the support of a specialized sales and marketing team capable of providing customers with personalized service, and
- pursuing its North American expansion by opening new distribution centres and through efficiently integrated, profitable acquisitions made at the right price, offering high growth potential and complementarity to its product mix and expertise.

Richelieu's solid and efficient organization, highly diversified product selection and long-term relationships with leading suppliers worldwide allows the Corporation to compete effectively in a fragmented market consisting mainly of a host of regional distributors offering a limited range of products.

FIRST QUARTER HIGHLIGHTS AND KEY FINANCIAL DATA

- **Sales** of \$441.7M, up 8.6%, driven equally by internal growth and acquisitions.
- **EBITDA**¹ of \$42.4M, up 5.0%; EBITDA margin of 9.6%.
- **Net earnings** attributable to shareholders of \$13.9M, or \$0.25 per diluted share.
- **Expansion:** five new acquisitions since the beginning of the fiscal year, including one after the end of the first quarter, representing approximately \$50 million in annual sales.

NETWORK DEVELOPMENT

Since the start of fiscal year 2025, Richelieu concluded the following acquisitions:

Date	Company Name	Nature of operations	Locations
December 1, 2024	Mill Supply	Distributor of hardware and specialty products	Dartmouth, N.S. and Charlottetown, P.E.I.
January 6, 2025	Darant Distributing	Distributor of specialized hardware	Denver, CO
January 13, 2025	Midwest Specialty Products	Distributor of decorative surfaces	Minneapolis, MN
February 4, 2025	Modulex Partition	Distributor of division 10 products	Hillside, NJ
April 1st, 2025 *	Rhoads & O'Hara Architectural Products	Distributor of architectural panels	Vineland, NJ

These five acquisitions together will add approximately \$50 million in annual sales. Furthermore, during the quarter, to support future growth and continue providing top-tier service to customers, the Corporation completed its project to consolidate two distribution centres in the Vancouver area into a single 140,000 sq. ft. facility serving the manufacturers market.

* Refer to subsequent event section.

¹ This financial measure is not IFRS compliant. Refer to non-IFRS section.

OPERATING AND CASH FLOW INFORMATION (unaudited)

Quarters ended February 28 and February 29 <i>(in millions of dollars, except margins and per share data)</i>	2025	2024	Δ %
Sales	441.7	406.9	8.6
EBITDA ¹	42.4	40.4	5.0
EBITDA margin (%)	9.6	9.9	
Net earnings attributable to shareholders of the Corporation	13.9	15.2	(8.6)
• basic per share (\$)	0.25	0.27	(7.4)
• diluted per share (\$)	0.25	0.27	(7.4)
Adjusted cash flows from operating activities ¹	37.3	34.9	6.9
• diluted per share (\$) ¹	0.67	0.62	8.1
Dividends paid per share (\$)	0.1533	0.1500	2.2
Weighted average number of shares outstanding (diluted) (in thousands)	55,488	56,530	(1.8)

DATA ON THE FINANCIAL SITUATION

	As at February 28, 2025	As at November 30, 2024	Δ %
Total assets	1,480.1	1,394.1	6.2
Working capital	613.2	612.9	—
Current ratio	2.9:1	3.1:1	
Equity attributable to shareholders	944.5	926.5	1.9
Average return on shareholders' equity (%)	9.1	9.4	
Book value per share (\$)	17.08	16.78	1.8
Total debt	8.5	5.9	44.1
Net bank overdraft	(56.0)	(12.3)	355.3

CA\$ / US\$ EXCHANGE RATES

The following table presents the average exchange rates applicable to the quarters ended February 28, 2025, and February 29, 2024, as well as the closing rates on February 28, 2025 and November 30, 2024. The average rates are used to convert income and expenses from foreign establishments for the periods covered while other items in the statements of financial position and earnings of Canadian entities are translated at the exchange rates in effect at the date of transaction. The closing rates are used to convert the assets and liabilities of foreign operations and the monetary assets and liabilities in foreign currencies of Canadian operations.

Average rates for the quarters ended February 28 and February 29		Closing rates	
2025	2024	As at February 28, 2025	As at November 30, 2024
1.431	1.345	1.444	1.401

¹ These financial measures are not IFRS compliant. Refer to non-IFRS section.

ANALYSIS OF OPERATING RESULTS FOR THE FIRST QUARTER ENDED FEBRUARY 28, 2025, COMPARED WITH THE FIRST QUARTER ENDED FEBRUARY 29, 2024

Quarters ended February 28 and February 29 <i>(in millions of dollars, except per share data)</i>	2025	2024	Δ %
Sales	441.7	406.9	8.6
Operating expenses excluding amortization	399.3	366.4	9.0
EBITDA	42.4	40.4	5.0
Amortization of property, plant and equipment and right-of-use assets	15.9	14.0	13.6
Amortization of intangible assets	2.8	2.6	7.7
Net financial costs	3.7	2.5	48.0
	22.4	19.2	16.7
Earnings before income taxes	20.0	21.2	(5.7)
Income taxes	5.3	5.7	(7.0)
Net earnings	14.7	15.5	(5.2)
Net earnings attributable to:			
Shareholders of the Corporation	13.9	15.2	(8.6)
Non-controlling interests	0.8	0.3	166.7
Net earnings per share attributable to shareholders of the Corporation			
Basic	0.25	0.27	(7.4)
Diluted	0.25	0.27	(7.4)

Sales

The following table provides an overview of Richelieu's sales in its two main markets for the quarters ended February 28, 2025, and February 29 2024 :

Quarters ended February 28 and February 29 <i>(in millions of dollars, except exchange rates)</i>	2025	2024	Δ %		
			Total	Internal	Acquisitions
Consolidated	441.7	406.9	8.6	4.3	4.3
Manufacturers	385.1	350.3	9.9	5.1	4.8
Retailers	56.6	56.6	—	—	—
Canada	241.6	232.1	4.1	2.4	1.7
Manufacturers	195.3	188.0	3.9	1.8	2.1
Retailers	46.3	44.1	5.0	5.0	—
United States in US\$	139.8	129.9	7.6	0.3	7.3
Manufacturers	132.5	120.5	10.0	2.3	7.7
Retailers	7.3	9.4	(22.3)	(23.9)	1.6
United States in CA\$	200.1	174.8	14.5		
Average exchange rates	1.431	1.345			

For the **first quarter** ended February 28, 2025, consolidated sales amounted to \$441.7M, compared to \$406.9M for the first quarter of 2024, an increase of \$34.8M, or 8.6%, driven equally by internal growth and acquisitions. In currency comparable to that of the first quarter of 2024, the increase in consolidated sales would have been 5.6% for the quarter ended February 28, 2025.

Breakdown of sales by major markets (in Canadian dollars)



Operating expenses excluding amortization

For the three months ended February 28, 2025, operating expenses excluding amortization totalled \$399.3M, or 90.4% of sales, compared to \$366.4M, or 90.1% of sales, for the corresponding period in fiscal 2024. The increase in monetary terms reflects the increase in sales, while the increase, as a percentage of sales, is attributable mostly to lower margins from our recent acquisitions and marketing costs for new product lines at our retailer customers.

Earnings before income taxes, interest, and amortization (EBITDA)

EBITDA for 2025 first quarter was \$42.4M, up \$2.0M or 5.0% from the corresponding quarter of 2024, mainly as a result of higher sales. The EBITDA margin was 9.6%, compared with 9.9% for the corresponding quarter of 2024.

Amortization and net financial costs

Amortization expense for the first quarter of 2025 amounted to \$18.7M, up \$2.0M over the corresponding period of 2024, mainly due to an increase in property, plant and equipment and right-of-use assets related to expansion and business acquisitions completed in the past year and first quarter of 2025. Net financial costs were \$3.7M for the three months of 2025 compared to \$2.5M last year, up \$1.2M mainly resulting from the increase in credit lines, which were used to finance, among other things, the business acquisitions during the quarter.

Income taxes

Income tax expense was \$5.3M, representing an effective tax rate of 26.4%, in the first quarter of 2025, compared to an expense of \$5.7M, representing a rate of 26.7%, in the first quarter of 2024.

Net earnings and comprehensive income

Net earnings for the first quarter were \$14.7M, a decrease 5.2% from the prior year. Including non-controlling interests, net earnings attributable to the Corporation's shareholders were \$13.9M, a decrease of 8.6% from the first quarter of 2024. Net earnings per share were \$0.25 basic and diluted, compared to \$0.27 basic and diluted for the first quarter of 2024, a decrease 7.4%.

Comprehensive income amounted to \$24.5M, reflecting a positive adjustment of \$9.8M on translation of the financial statements of the subsidiary in the United States, compared to \$15.2M for the same period in 2024, which reflected a negative adjustment of \$0.3M on translation of the financial statements of the subsidiary in the United States.

Quarterly data

<i>(in millions of dollars, except per share data)</i>				
2025	Q1	Q2	Q3	Q4
Sales	441.7			
EBITDA	42.4			
Net earnings attributable to shareholders of the Corporation	13.9			
• basic per share (\$)	0.25			
• diluted per share (\$)	0.25			
2024	Q1	Q2	Q3	Q4
Sales	406.9	481.4	467.7	476.2
EBITDA	40.4	53.8	53.0	54.3
Net earnings attributable to shareholders of the Corporation	15.2	23.4	22.7	24.4
• basic per share (\$)	0.27	0.42	0.41	0.44
• diluted per share (\$)	0.27	0.42	0.41	0.44
2023	Q1	Q2	Q3	Q4
Sales	403.0	472.1	459.0	453.7
EBITDA	49.1	61.5	61.0	58.8
Net earnings attributable to shareholders of the Corporation	22.4	30.7	29.8	28.5
• basic per share (\$)	0.40	0.55	0.53	0.51
• diluted per share (\$)	0.40	0.55	0.53	0.51

Quarterly variations in earnings - The first quarter closing at the end of February is generally the year's weakest for Richelieu in light of fewer number of business days due to the end-of-year holiday period and the wintertime slowdown in renovation and construction work. The third quarter ending August 31 also includes fewer business days due to the summer holidays, which can be reflected in the period's financial results. The second and fourth quarters ending May 31 and November 30, respectively, generally represent the year's most active periods.

Analysis of principal cash flows for the first quarter ended February 28, 2025

Quarters ended February 28 and February 29	2025	2024
<i>(in millions of dollars)</i>		
Cash flows provided by (used in):		
Operating activities	3.7	0.5
Financing activities	(21.4)	(19.1)
Investing activities	(25.0)	(15.5)
Effect of exchange rate changes on cash and cash equivalents	(1.0)	0.1
Net change in cash and cash equivalents (bank overdraft)	(43.7)	(33.9)
Cash and cash equivalents (bank overdraft), beginning of period	(12.3)	23.7
Cash and cash equivalents (bank overdraft), end of period	(56.0)	(10.2)

Reconciliation of cash flow from operating activities to adjusted cash flow from operating activities :

Quarters ended February 28 and February 29	2025	2024
<i>(in millions of dollars)</i>		
Cash flow from operating activities	3.7	0.5
Net change in non-cash working capital balances	33.6	34.4
Adjusted cash flows from operating activities	37.3	34.9

Operating activities

First quarter cash flow from operating activities, before net change in non-cash working capital balances, was \$37.3M or \$0.67 per diluted share compared to \$34.9M or \$0.62 per diluted share for the first quarter of 2024. This 8.1% increase primarily reflects the increase in amortizations. The net change in non-cash working capital items used cash flows of \$33.6M, mainly reflecting the increase in inventories while other items used cash of \$10.8M. As a result, operating activities provided a cash inflow of \$3.7M, compared to a cash inflow of \$0.5M in the first quarter of 2024.

Financing activities

Financing activities in Q1 required a cash outflow of \$21.4M compared to \$19.1M in the first quarter of 2024. During the quarter, the Corporation paid \$11.5M in lease obligations, 8.5M in dividends to shareholders and repaid \$2.5M in long-term debt, compared to a lease obligation payment of \$9.7M, a dividend payment of 8.4M in the first quarter of 2024 and a \$1.7M repayment of long-term debt.

Investing activities

Investing activities amounted to \$25.0M, including \$20.1M for the business acquisitions made during the first quarter, and \$4.9M mainly for the purchase of warehousing equipment to maintain and improve operational efficiency.

Sources of financing

As at February 28, 2025, the bank overdraft, net of cash and cash equivalents, was \$56.0M, compared to net bank overdraft of \$12.3M as at November 30, 2024. The Corporation had working capital of \$613.2M with a ratio of 2.9:1, compared to \$612.9M (ratio of 3.1:1) as at November 30, 2024.

Richelieu believes it has the capital resources to fulfill its ongoing commitments and obligations and to assume the funding requirements needed for its growth and the financing and investing activities between now and the end of 2025. The Corporation continues to have access to an authorized line of credit of \$85M [\$85M as at November 30, 2024] as well as a line of credit of US\$56M [US\$56M as at November 30, 2024] renewable annually and bearing interest at the bank's prime and *Secured Overnight Financial Rate* ("SOFR") rate plus 1.40%, respectively. In addition, Richelieu considers it could access other outside financing if necessary.

ANALYSIS OF FINANCIAL POSITION

<i>(in millions of dollars)</i>	As at February 28, 2025	As at November 30, 2024	Δ %
Current assets	945.3	901.8	4.8
Non-current assets	534.8	492.3	8.6
Total	1,480.1	1,394.1	6.2
Current liabilities	332.1	288.9	15.0
Non-current liabilities	201.1	176.3	14.1
Equity attributable to shareholders	944.5	926.5	1.9
Non-controlling interests	2.4	2.5	(4.0)
Total	1,480.1	1,394.1	6.2

Assets

Total assets were \$1.48B as at February 28, 2025, compared to \$1.39B as at November 30, 2024, an increase of 6.2%. Current assets increased by 4.8% or \$43.5M from November 30, 2024. Non-current assets increased by 8.6% mainly due to the addition of right-of-use assets.

Liabilities

Current liabilities amounted to \$332.1M as at February 28, 2025, an increase of 15.0% from \$288.9M as at November 30, 2024, primarily due to an increase in bank overdrafts compared to November 30, 2024. Non-current liabilities totalled \$201.1M as at February 28, 2025 compared to \$176.3M as at November 30, 2024, reflecting the increase in lease obligations. Long-term debt, including the current portion, was \$8.5M as at February 28, 2025 and primarily represents balances payable on acquisitions.

Shareholders' equity

The Corporation's shareholders' equity was \$944.5M as at February 28, 2025, compared to \$926.5M as at November 30, 2024, an increase of \$18.0M mainly due to an increase of \$5.4M in retained earnings and \$2.8M in capital stock and contributed surplus, while accumulated other comprehensive income increased \$9.8M. As at February 28, 2025, the book value per share was \$17.08, up 1.8% from November 30, 2024.

Share capital and stock options

As at February 28, 2025, the Corporation's share capital consisted of 55,299,103 common shares [55,218,678 shares as at November 30, 2024]. For the three-month period ended February 28, 2025, the weighted average number of diluted shares outstanding was 55,487,500 [56,530,470 in 2024]. In addition, 1,940,350 stock options were outstanding as at February 28, 2025 [November 30, 2024 - 1,734,525].

The following table presents the changes in outstanding share capital and stock options for the three-month period ended February 28, 2025:

Number of shares		Number of options	
Outstanding, November 30, 2024	55,218,678	Outstanding, November 30, 2024	1,734,525
Issued upon exercise of options	80,425	Exercised	(80,425)
Repurchased	—	Granted	299,000
Other	—	Cancelled	(12,750)
Outstanding, February 28, 2025	55,299,103	Outstanding, February 28, 2025	1,940,350

SUBSEQUENT EVENT

Effective April 1, 2025, the Corporation acquired the principal net assets of Rhoads & O'Hara Architectural Products, a distributor of architectural panels and related products, operating one distribution centre in Vineland, NJ.

The repercussions of the announcements made after the end of the quarter and during the quarter by the U.S. administration regarding the imposition of tariffs on imports from numerous countries, including Canada, as well as the potential imposition of counter-tariffs and/or other retaliatory measures by the affected countries, could have significant effects on the global economy and, consequently, on the Corporation's business. The Corporation is assessing the impact of these measures on its operations as the situation evolves.

FINANCIAL INSTRUMENTS

Richelieu periodically enters into foreign exchange forward contracts to fully or partially hedge the effects of foreign currency fluctuations related to foreign-currency denominated liabilities or to hedge forecasted purchase transactions. The Corporation has a policy of not entering into derivatives for speculative or negotiation purposes and to enter into these contracts only with major financial institutions. Richelieu also uses equity swaps to reduce the effect of fluctuations in its share price on net earnings in connection with its deferred share unit plan.

In notes 1 and 13 of the audited consolidated financial statements for the year ended November 30, 2024, the Corporation presents the information on the classification and fair value of its financial instruments, as well as on their value and management of the risks arising from their use.

INTERNAL CONTROL OVER FINANCIAL REPORTING

As indicated in the 2024 annual MD&A, available on SEDAR+, management has designed and evaluated internal controls over financial reporting ("ICFR") and disclosure controls and procedures ("DC&P") to provide reasonable assurance that the Corporation's financial reporting is reliable and that its publicly disclosed consolidated financial statements are prepared in accordance with IFRS. The President and Chief Executive Officer and the Chief Financial Officer and Chief operating officer have assessed, within the meaning of National Instrument 52-109 - Certification of Disclosure in Issuers' Annual and Interim Filings, the design and the effectiveness of internal controls over financial reporting as at November 30, 2024. In light of this assessment, they concluded that the design and the effectiveness of internal controls over financial reporting ("ICFR and DC&P") were effective. During the quarter ended February 28, 2025, management ensured that there were no material changes in the Corporation's procedures that were reasonably likely to have a material impact on its internal control over financial reporting. No such changes were identified.

Due to their intrinsic limits, internal controls over financial reporting only provide reasonable assurance and may not prevent or detect misstatements. In addition, projections of an assessment of effectiveness in future periods carry the risk that controls will become inappropriate as a result of changes in conditions or if the degree of conformity with standards and methods should deteriorate.

SIGNIFICANT ACCOUNTING POLICIES

The Corporation's interim consolidated financial statements for the quarter ended February 28, 2025, have been prepared by management in accordance with IFRS.

The interim consolidated financial statements were prepared in accordance with the accounting policies that the Corporation applied when preparing its consolidated financial statements as at November 30, 2024 and for the year then ended, which require management to make estimates and assumptions that affect the amounts reported in the interim consolidated financial statements and appearing in the accompanying notes, which could be modified. The estimates are based on management's knowledge of current events, on the measures the Corporation could take in the future and on other factors deemed relevant and reasonable.

The risk factors are described in the "Risk Factors" section of Richelieu's annual report for the fiscal year ended November 30, 2024, available on SEDAR+ and the Corporation's website.

SUPPLEMENTARY INFORMATION

Further information about Richelieu, including its latest Annual Information Form, is available on SEDAR+ at www.sedarplus.com and on the Corporation's website at www.richelieu.com.

President and Chief Executive Officer,



Richard Lord

Chief Financial Officer and Chief Operating Officer,



Antoine Auclair

April 10, 2025