CAPSTONE INFRASTRUCTURE CORPORATION

Financial Report for the Quarter Ended September 30, 2017

TABLE OF CONTENTS

LEGAL NOTICE

This document is not an offer or invitation for the subscription or purchase of or a recommendation of securities. It does not take into account the investment objectives, financial situation and particular needs of any investors. Before making an investment in Capstone Infrastructure Corporation (the "Corporation"), an investor or prospective investor should consider whether such an investment is appropriate to their particular investment needs, objectives and financial circumstances and consult an investment adviser if necessary.

CAUTION REGARDING FORWARD-LOOKING STATEMENTS

Certain of the statements contained within this document are forward-looking and reflect management's expectations regarding the future growth, results of operations, performance and business of Capstone Infrastructure Corporation (the "Corporation") based on information currently available to the Corporation. Forward-looking statements are provided for the purpose of presenting information about management's current expectations and plans relating to the future and readers are cautioned that such statements may not be appropriate for other purposes. These statements use forward-looking words, such as "anticipate", "continue", "could", "expect", "may", "will", "intend", "estimate", "plan", "believe" or other similar words, and include, among other things, statements found in "Results of Operations" and "Financial Position Review". These statements are subject to known and unknown risks and uncertainties that may cause actual results or events to differ materially from those expressed or implied by such statements and, accordingly, should not be read as guarantees of future performance or results. The forward-looking statements within this document are based on information currently available and what the Corporation currently believes are reasonable assumptions, including the material assumptions set out in the management's discussion and analysis of the results of operations and the financial condition of the Corporation ("MD&A") for the year ended December 31, 2016 under the headings "Changes in the Business", "Results of Operations" and "Financial Position Review", as updated in subsequently filed MD&A of the Corporation (such documents are available under the Corporation's SEDAR profile at www.sedar.com).

Other potential material factors or assumptions that were applied in formulating the forward-looking statements contained herein include or relate to the following: that the business and economic conditions affecting the Corporation's operations will continue substantially in their current state, including, with respect to industry conditions, general levels of economic activity, regulations, weather, taxes and interest rates; that the preferred shares will remain outstanding and that dividends will continue to be paid on the preferred shares; that there will be no material delays in the Corporation's wind development projects achieving commercial operation; that the Corporation's power infrastructure facilities will experience normal wind, hydrological and solar irradiation conditions, and ambient temperature and humidity levels; that there will be no material changes to the Corporation's facilities, equipment or contractual arrangements; that there will be no material changes in the legislative, regulatory and operating framework for the Corporation's businesses; that there will be no material delays in obtaining required approvals for the Corporation's power infrastructure facilities; that there will be no material changes in environmental regulations for the power infrastructure facilities; that there will be no significant event occurring outside the ordinary course of the Corporation's businesses; the refinancing on similar terms of the Corporation's and its subsidiaries' various outstanding credit facilities and debt instruments which mature during the period in which the forward-looking statements relate; that the conversion rights pursuant to the convertible debenture issued in connection with the Grey Highlands ZEP wind facility, the Ganaraska wind facility, the Snowy Ridge wind facility and the Settlers Landing wind facility are exercised; market prices for electricity in Ontario and the amount of hours that Cardinal is dispatched; the price that Whitecourt will receive for its electricity production considering the market price for electricity in Alberta, the impact of renewable energy credits, and Whitecourt's agreement with Millar Western, which includes sharing mechanisms regarding the price received for electricity sold by the facility; and the re-contracting of the power purchase agreement ("PPA") for Sechelt.

Although the Corporation believes that it has a reasonable basis for the expectations reflected in these forward-looking statements, actual results may differ from those suggested by the forward-looking statements for various reasons, including: risks related to the Corporation's securities (controlling shareholder, dividends on common shares and preferred shares are not guaranteed; and volatile market price for the Corporation's securities); risks related to the Corporation and its businesses (availability of debt and equity financing; default under credit agreements and debt instruments; geographic concentration; foreign currency exchange rates; acquisitions, development and integration; environmental, health and safety; changes in legislation and administrative policy; and reliance on key personnel); and risks related to the Corporation's power infrastructure facilities (market price for electricity; power purchase agreements; completion of the Corporation's wind development projects; operational performance; contract performance and reliance on suppliers; land tenure and related rights; environmental; and regulatory environment).

For a comprehensive description of these risk factors, please refer to the "Risk Factors" section of the Corporation's Annual Information Form dated March 24, 2017, as supplemented by disclosure of risk factors contained in any subsequent annual information form, material change reports (except confidential material change reports), business acquisition reports, interim financial statements, interim management's discussion and analysis and information circulars filed by the Corporation with the securities commissions or similar authorities in Canada (which are available under the Corporation's SEDAR profile at www.sedar.com).

The assumptions, risks and uncertainties described above are not exhaustive and other events and risk factors could cause actual results to differ materially from the results and events discussed in the forward-looking statements. The forward-looking statements within this document reflect current expectations of the Corporation as at the date of this document and speak only as at the date of this document. Except as may be required by applicable law, the Corporation does not undertake any obligation to publicly update or revise any forward-looking statements.

MANAGEMENT'S DISCUSSION AND ANALYSIS

INTRODUCTION

Management's discussion and analysis ("MD&A") summarizes Capstone Infrastructure Corporation's (the "Corporation" or "Capstone") consolidated operating results for the three and nine months ended September 30, 2017 and cash flows for the nine months ended with the comparative prior periods and the Corporation's financial position as at September 30, 2016 and December 31, 2016.

This MD&A should be read in conjunction with the accompanying unaudited interim consolidated financial statements of the Corporation and notes thereto as at, and for the three and nine months ended September 30, 2017, and the financial statements and MD&A for the year ended December 31, 2016. Additional information about the Corporation can be found in its other public filings, specifically the Corporation's Annual Information Form dated March 24, 2017 and its Annual Report for the year ended December 31, 2016. These filings are available under the Corporation's profile on the Canadian Securities Administrators' System for Electronic Document Analysis and Retrieval ("SEDAR") website at www.sedar.com.

This MD&A is dated November 8, 2017, the date on which this MD&A was approved by the Corporation's Board of Directors.

BASIS OF PRESENTATION

Financial information in this MD&A is prepared in accordance with International Financial Reporting Standards ("IFRS") and amounts are in Canadian thousands of dollars or thousands of share amounts unless otherwise indicated.

Discontinued Operations and Assets Held for Sale

On March 3, 2017, Capstone sold its interest in Värmevärden, resulting in the *utilities - district heating* segment being presented as a discontinued operation in the statements of income for the nine months ended September 30, 2017 and both periods ended September 30, 2016. Capstone's consolidated statement of financial position as at September 30, 2017 does not include balances related to Värmevärden. As at December 31, 2016, Capstone accounted for its investment in Värmevärden as assets held for sale ("AHFS") on the consolidated statement of financial position within the current assets and liabilities.

On December 15, 2016, Capstone sold its 50% interest in Bristol Water, resulting in the *utilities - water* segment being presented as a discontinued operation in the statements of income for both periods ended September 30, 2016. Capstone's consolidated statements of financial position as at September 30, 2017 and December 31, 2016 do not contain balances related to Bristol Water.

Foreign Currency Translation and Presentation

Amounts included in the consolidated financial statements of each entity in the Corporation are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The consolidated financial statements are presented in Canadian dollars ("presentation currency"), which is Capstone's functional currency. The exchange rates used in the translation to the presentation currency are:

	Swedish Krona (SEK)		UK Pound Sterling (£)	
As at and for the periods ended	**Average**	**Spot**	**Average**	**Spot**
Year ended December 31, 2016 (1)	0.1550	0.1478	1.8014	1.6597
Quarter ended March 31, 2017 (2)	0.1484	0.1491	N/A	N/A
Quarter ended June 30, 2017 (2)	0.1529	0.1538	N/A	N/A
Quarter ended September 30, 2017 (2)	0.1540	0.1530	N/A	N/A

(1) Bristol Water's spot rate and average rate were as at and for the period ended December 15, 2016, the date of sale.
(2) Refer to page 4 of "Changes in the Business" in this MD&A for details on the sale of Värmevärden. Capstone continues to have minimal SEK-denominated balances following the sale, which are expected to cease in late 2017.

Results of Operations

The results of operations in this MD&A are discussed using GAAP performance measures such as revenue and expenses, and Earnings before Interest Expense, Taxes, Depreciation and Amortization ("EBITDA"), an additional GAAP performance measure, which is not defined by IFRS. These performance measures are in place of the non-GAAP performance measures Adjusted EBITDA and AFFO discussed in the Annual Report for the year ended December 31, 2016. The Corporation believes that the GAAP and additional GAAP performance measures are more useful for Capstone's common and preferred shareholders.

ADDITIONAL GAAP PERFORMANCE MEASURES DEFINITIONS

While the accompanying consolidated financial statements have been prepared in accordance with IFRS, this MD&A also contains a performance measure not defined by IFRS. The additional GAAP performance measure does not have any standardized meaning prescribed by IFRS and is, therefore, unlikely to be comparable to similar measures presented by other issuers. The Corporation believes that this indicator is useful since it provides additional information about the Corporation's earnings performance and facilitates comparison of results over different periods. The additional GAAP measure used in this MD&A is defined below.

EBITDA

EBITDA is an additional GAAP financial measure defined as earnings (loss) before financing costs, income tax expense, depreciation and amortization. EBITDA includes earnings (loss) related to the non-controlling interest (“NCI”), impairment charges, and interest income. EBITDA represents Capstone’s capacity to generate income from operations before taking into account management’s financing decisions and costs of consuming tangible capital assets and intangible assets, which vary according to their vintage, technological currency, and management’s estimate of their useful life. EBITDA is presented on the consolidated statement of income.

CHANGES IN THE BUSINESS

In 2017, Capstone made a strategic shift to focus the business as a North American independent power producer. This included changes to management and the Board of Directors, as well as selling its 33.3% indirect interest in Värmevärden.

In addition, progress was made on the following initiatives:

- Received funding under Alberta's Bioenergy Producer Program (“BPP”) at Whitecourt;
- Continued discussions with BC Hydro for a new Electricity Purchase Agreement ("EPA") for the Sechelt Creek facility; and
- Achieved commercial operation ("COD") at Settlers Landing on April 5, 2017.

Changes to Management and Board of Directors

In 2017, David Eva and Andrew Kennedy were appointed as Chief Executive Officer and Chief Financial Officer, respectively, and were also appointed as members of the Board of Directors. Michael Smerdon, Capstone's outgoing Chief Financial Officer, remains on Capstone's Board of Directors.

In addition, Paul Smith was appointed as a member of Capstone's Board of Directors. Mr. Smith, who was previously the non-executive chairman of Capstone Power Corp. ("CPC"), brings a breadth of operations experience to the board. On August 11, 2017, Paul Smith was appointed chairman of the board. Paul Malan, Capstone's outgoing chairman, remains on the Board of Directors. On September 13, 2017, Enis Moran resigned from the Board of Directors.

Sale of Värmevärden

As previously announced, on March 3, 2017, Capstone and its co-shareholder Macquarie European Infrastructure Fund 2 (“MEIF 2”) sold 100% of Värmevärden. Capstone received proceeds of $142,198, net of transaction costs of $2,378, for its 33.3% indirect interest in Värmevärden and the related outstanding loans receivable. Following the sale, on March 31, 2017, Capstone satisfied the remaining promissory notes due to Irving Infrastructure Corp. ("Irving"). Capstone then distributed $131,968 to Irving as a return of capital, which included reductions of $45,636 to retained earnings and $86,332 to the Class A shares. The impact of these transactions did not change the carrying value of the Class A shares.

As a result of the sale, the *utilities - district heating* segment, including the gain on sale of $128,087, is presented as a discontinued operation (refer to page 3 "Basis of Presentation" in this MD&A).

Whitecourt Bioenergy Producer Program

On February 8, 2017, Whitecourt, Capstone’s biomass facility, was notified that the Government of Alberta approved its application to the BPP. Whitecourt expects to receive grant funding of up to $4,800 for contributing to Alberta’s bioenergy production capacity over two program periods, the second of which ended September 30, 2017. As at September 30, 2017, Capstone produced enough eligible power to receive the full grant funding, of which $2,937 was received.

Sechelt Creek Facility Extension and shíshálh Nation Facility Agreement

On February 28, 2017, Capstone’s EPA for the Sechelt Creek facility with BC Hydro was extended from its original expiry at a price per megawatt hour that is lower than the 2016 price. On October 31, 2017, Capstone’s EPA was extended on an interim basis. Capstone expects any new or amended EPA will provide a lower price for electricity supplied than what was paid under the previous contract, which expired February 28, 2017. In addition, on March 1, 2017, Capstone signed a facility agreement with the shíshálh Nation, which will result in minority equity ownership by the shíshálh Nation and profit sharing for the project.

Settlers Landing Achieved Commercial Operation and Project Financing Term Conversion

On April 5, 2017, Capstone achieved COD on the Settlers Landing wind development project, an 8 MW facility located in Ontario with a PPA expiring in 2037. This was followed by the conversion of the construction facility on August 31, 2017, to a five-year term facility, which is non-recourse to Capstone.

Project Development

As at September 30, 2017, Capstone's development pipeline includes a 100% interest in the Riverhurst wind development project, a 10 MW facility located in Saskatchewan with an expected COD of 2020. Capstone executed the previously awarded 20-year PPA and interconnection agreement dated March 22, 2017 for this project with the Saskatchewan Power Corporation ("SaskPower").

RESULTS OF OPERATIONS

Overview

In 2017, Capstone's EBITDA and net income from continuing operations were both lower in the third quarter, while EBITDA was higher and net income from continuing operations was lower for the year-to-date period. Higher year-to-date EBITDA from Capstone's continuing operations reflects:

- Higher power segment results, primarily due to new wind facilities added since January 1, 2016, consisting of Ganaraska and Grey Highlands ZEP (collectively, "GHG"), Grey Highlands Clean, Snowy Ridge and Settlers Landing;
- Contributions from Whitecourt relating to the new government grant and an increase in the fair value of the embedded derivative, which generally increases as forecasted Alberta power pool prices fall; and
- Lower corporate expenses from costs associated with the 2016 acquisition of Capstone by iCON Infrastructure Partners III, LP ("iCON III"), including professional fees and staff separation costs; partially offset by
- The Ontario Electricity Financial Corporation ("OEFC") net proceeds awarded for retroactive payments to Cardinal and the Ontario hydro facilities in 2016.

	Three months ended			Nine months ended		
	Sep 30, 2017	Sep 30, 2016	Change	Sep 30, 2017	Sep 30, 2016	Change
Revenue	29,089	66,145	(37,056)	112,602	132,812	(20,210)
Expenses	(13,447)	(27,882)	14,435	(40,155)	(76,777)	36,622
Other income and expenses	6,579	16,344	(9,765)	9,079	15,593	(6,514)
EBITDA	22,221	54,607	(32,386)	81,526	71,628	9,898
Interest expense	(9,223)	(8,993)	(230)	(26,768)	(25,831)	(937)
Depreciation and amortization	(16,054)	(13,195)	(2,859)	(48,411)	(38,149)	(10,262)
Income tax recovery (expense)	436	(8,683)	9,119	(19,374)	(8,740)	(10,634)
Net income (loss) from continuing operations	(2,620)	23,736	(26,356)	(13,027)	(1,092)	(11,935)
Net income (loss) from discontinued operations	—	(42,517)	42,517	129,317	(36,044)	165,361
Net income (loss)	(2,620)	(18,781)	16,161	116,290	(37,136)	153,426

The remaining material changes in year-to-date net income were:

- Higher depreciation and amortization, primarily due to new wind facilities added since January 1, 2016, consisting of GHG, Grey Highlands Clean, Snowy Ridge and Settlers Landing;
- Higher income tax expense, primarily attributable to the sale of Värmevärden in 2017. This includes current taxes payable from the gain and the release of the deferred income tax asset for Capstone's tax basis in Värmevärden; and
- Higher net income from discontinued operations, primarily reflecting the 2017 gain on sale of Värmevärden and net losses at Bristol Water in 2016.

Seasonality

Capstone's power segment results fluctuate during the year due to seasonal factors that affect the production of each facility over the quarter. These factors include scheduled maintenance and environmental factors such as water flows, solar radiation, wind speeds and air density, ambient temperature and humidity, which affect the amount of electricity generated. In aggregate, these factors have historically resulted in higher electricity production during the first and fourth quarters.

Results by Segment

Capstone's MD&A discusses the results of the power segment in Canada, as well as corporate activities. The power segment facilities produce electricity from gas cogeneration, wind, biomass, hydro and solar resources, and are located in Ontario, Nova Scotia, Alberta, British Columbia and Québec. The segment also includes power development activities.

Corporate activities primarily comprise growth initiatives, capital structure expenses not specifically attributed to the facilities and costs to manage, oversee and report on the facilities.

Both of the utilities segments are presented as discontinued operations resulting from Capstone's sale of these investments.

Revenue

Capstone's revenue is mainly driven by the generation and sale of electricity through long-term power contracts.

Revenue	Three months ended			Nine months ended		
	Sep 30, 2017	Sep 30, 2016	Change	Sep 30, 2017	Sep 30, 2016	Change
Wind	13,743	14,419	(676)	63,967	50,139	13,828
Gas [(1)]	6,798	39,692	(32,894)	16,361	49,549	(33,188)
Hydro [(1), (2)]	2,319	5,367	(3,048)	10,944	15,944	(5,000)
Solar	5,228	5,431	(203)	13,108	13,819	(711)
Biomass	1,001	1,236	(235)	8,222	3,361	4,861
Total Revenue	29,089	66,145	(37,056)	112,602	132,812	(20,210)

(1) Revenue included proceeds awarded of $33,288 for retroactive adjustments from the OEFC for Cardinal and the Ontario hydro facilities in 2016.
(2) The current Sechelt EPA was set to expire on February 28, 2017 and was extended from its original expiry on an interim basis. Capstone continues discussions for a new EPA with BC Hydro.

Power generated (GWh)	Three months ended			Nine months ended		
	Sep 30, 2017	Sep 30, 2016	Change	Sep 30, 2017	Sep 30, 2016	Change
Wind [(1)]	119.5	127.0	(7.5)	563.1	454.3	108.8
Gas	37.3	82.5	(45.2)	37.3	88.6	(51.3)
Hydro	27.3	28.2	(0.9)	132.5	137.4	(4.9)
Solar	12.3	12.9	(0.6)	31.0	32.9	(1.9)
Biomass [(2)]	27.2	52.9	(25.7)	124.7	148.3	(23.6)
Total Power	223.6	303.5	(79.9)	888.6	861.5	27.1

(1) Production reflects 100% ownership but excludes Capstone's equity investments (Glen Dhu and Fitzpatrick wind facilities).
(2) On August 17, 2017, Whitecourt began a temporary shutdown to progress its refurbishment project. Production was lower because the facility did not operate for 44 days in the third quarter. Whitecourt expects to resume operations in the fourth quarter of 2017.

Capstone's power segment earns revenue from:

- The wind facilities, which are located in Ontario, Nova Scotia and Québec, by producing and selling electricity in accordance with their power purchase agreements ("PPA") with government agencies or regulated credit-worthy counterparties. On a megawatt ("MW") weighted-average-basis, the wind facilities have 15 years remaining on the current PPAs, with the earliest expiry in 2020.
- Cardinal, a gas co-generation facility, from fixed payments for providing capacity and availability to the IESO with a 2034 power contract expiry and by supplying electricity to the Ontario grid when it is profitable to do so.
- Amherstburg Solar Park, a solar facility located in Ontario, and the four hydro facilities located in Ontario and British Columbia, by generating and selling electricity under long-term PPAs. On a MW weighted-average-basis, the hydro facilities have 19 years remaining on the current PPAs, excluding the Sechelt Creek facility PPA, which was extended on an interim basis. Capstone continues discussions for a new Sechelt Creek facility PPA with BC Hydro. The Amherstburg Solar Park PPA expires in 2031.
- Whitecourt, a biomass facility, by selling electricity at market rates to the Alberta Power Pool. This is supplemented by a revenue sharing agreement with its fuel supplier, Millar Western. In addition, Whitecourt earns a portion of its revenue from government grants and the sale of renewable energy credits.

The following table shows the significant changes in revenue from 2016:

Three months	Nine months	Explanations
1,397	13,386	Higher revenue from the new wind facilities, consisting of GHG, Grey Highlands Clean, Snowy Ridge and Settlers Landing, which reached COD after January 1, 2016.
136	4,800	Higher revenue at Whitecourt attributable to the BPP.
(1,746)	696	Higher year-to-date revenue from the operating wind facilities (excluding new facilities) due to increased production, reflecting higher wind resource in the first six months of 2017. Lower third quarter revenue due to decreased production, reflecting lower wind resource.
(33,288)	(33,288)	Lower revenue due to OEFC proceeds awarded for retroactive revenue adjustments to Cardinal and the Ontario hydro facilities in 2016.
(2,244)	(2,624)	Lower revenue due to fewer runs at Cardinal.
(394)	(2,146)	Lower revenue from the Sechelt hydro facility due to lower rates.
(460)	(460)	Lower revenue from Whitecourt due to temporary shutdown for refurbishment.
(457)	(574)	Various other changes.
(37,056)	(20,210)	Change in revenue.

Expenses

Expenses consist of expenditures within the power segment relating to operating expenses and costs to develop new projects, as well as corporate business development and administrative expenses.

Expenses	Three months ended			Nine months ended		
	Sep 30, 2017	Sep 30, 2016	Change	Sep 30, 2017	Sep 30, 2016	Change
Wind	(4,139)	(3,514)	(625)	(11,686)	(11,014)	(672)
Gas (1)	(3,940)	(17,006)	13,066	(8,881)	(22,050)	13,169
Hydro	(1,081)	(1,190)	109	(3,192)	(3,257)	65
Solar	(270)	(305)	35	(706)	(886)	180
Biomass	(1,973)	(2,583)	610	(7,339)	(8,056)	717
Power operating expenses	(11,403)	(24,598)	13,195	(31,804)	(45,263)	13,459
Power	(439)	(981)	542	(1,395)	(2,389)	994
Corporate	(54)	(276)	222	(312)	(12,194)	11,882
Project development costs	(493)	(1,257)	764	(1,707)	(14,583)	12,876
Administrative expenses	(1,551)	(2,027)	476	(6,644)	(16,931)	10,287
Total Expenses	(13,447)	(27,882)	14,435	(40,155)	(76,777)	36,622

(1) Operating expenses included a one time increase in fuel expenses of $12,049 related to the OEFC settlement in 2016.

Expenses for the operation and maintenance ("O&M") of the power facilities mainly consist of wages and benefits and payments to third party providers. The hydro facilities are operated and maintained under an O&M agreement. Capstone's wind facilities are operated by Capstone's workforce and maintained under service agreements, typically with the original equipment manufacturers, except for the Erie Shores wind facility, which has an internalized service function. In addition, Cardinal, Whitecourt and Amherstburg rely on the internal capabilities and experience of Capstone's workforce. The remaining significant costs include fuel, transportation, insurance, utilities, land leases, raw materials, chemicals, supplies and property taxes.

Project development costs consist of professional fees and directly attributable staff costs to pursue greenfield projects, as well as costs to explore and execute transactions. Administrative expenses comprise of staff costs, professional fees for legal, audit and tax, as well as certain office administration and premises costs.

The following table shows the significant changes in expenses from 2016:

Three months	Nine months	Explanations
12,049	12,049	Lower operating expenses due to a one time increase in fuel expenses related to the OEFC settlement in 2016.
184	11,835	Lower professional fees within corporate project development costs attributable to the iCON III acquisition in 2016.
270	9,273	Lower staff costs within administrative expenses related to the iCON III acquisition in 2016, including short-term and long-term incentive plan payments and employee separation costs.
725	3,304	Lower operating expenses at SkyGen due to repairs to a tower at Ferndale in 2016, net of insurance recoveries.
1,207	161	Various other changes.
14,435	36,622	Change in expenses.

FINANCIAL POSITION REVIEW

Overview

The September 30, 2017 consolidated statement of financial position excludes balances relating to Capstone's 33.3% interest in Värmevärden as a result of the sale on March 3, 2017 and the remaining tranches of the Irving promissory note payable which were converted or repaid on March 31, 2017. These transactions have improved Capstone's net current liabilities to $39,317 compared with $55,627 as at December 31, 2016.

As at September 30, 2017, Capstone and its subsidiaries have complied with all debt covenants.

Liquidity

Working capital

As at	Sep 30, 2017	Dec 31, 2016
Power	(55,525)	26,092
Corporate	16,208	(81,719)
Net current assets (liabilities)	(39,317)	(55,627)
Corporate - promissory note payable (1)	—	96,702
Working capital	(39,317)	41,075

(1) In 2016, the promissory note was held by Irving, the owner of the Corporation's Class A shares, and was classified as current due to the demand feature of the note. The promissory note was converted or repaid on March 31, 2017.

Capstone's working capital was $80,392 lower than as at December 31, 2016 due to a reduction of $81,617 for the power segment, partially offset by a $1,225 increase at corporate. The power segment reduction reflects an increase of $62,437 in the current portion of long-term debt, as well as net lower cash and restricted cash of $13,361 and $5,569, respectively.

The increase in the current portion of long-term debt is attributable to:

- $47,042 increase in upcoming payments for the CPC credit facility; and
- $36,901 of debt maturing in February 2018 at SkyGen and Skyway 8; partially offset by
- $23,631 of scheduled repayments.

The current portion of the CPC credit facility of $51,400 primarily relies on forecasts of Capstone's excess cash derived from the power facilities as defined in the credit agreement. This is because repayments of the CPC credit facility primarily rely on the same underlying future cash flows. Capstone does not expect the working capital deficit to present a liquidity concern, as repayments fluctuate with future cash flows and cash flows are expected to exceed the next mandatory minimum payment in April 2018.

The decrease in cash includes the $23,340 distribution of OEFC proceeds from Cardinal and the Ontario hydro facilities to corporate, partially offset by higher average cash balances across the businesses, including funds for Whitecourt's capital expenditures.

The corporate working capital increase primarily reflects $23,340 received from the Cardinal and the Ontario hydro facilities OEFC proceeds, partially offset by funding for the Whitecourt refurbishment, as well as the sale of $13,197 of current assets attributable to Värmevärden, net of taxes payable on the sale.

Cash and cash equivalents

As at	Sep 30, 2017	Dec 31, 2016
Power	42,639	56,000
Corporate	19,928	6,246
Unrestricted cash and cash equivalents	62,567	62,246

Unrestricted cash represents funds available for operating activities, capital expenditures and future acquisitions. The unrestricted cash and cash equivalents increase of $321 consists of a $13,682 increase at corporate, partially offset by a decrease of $13,361 at the power segment. The increase at corporate reflects the $23,340 distribution of OEFC proceeds from Cardinal and the Ontario hydro facilities to corporate, partially offset by funding for the Whitecourt refurbishment and cash payments to settle year-end liabilities. The related decrease at the power segment from the distribution was partially offset by higher cash balances due to seasonality of production and funds for Whitecourt's capital expenditures.

Cash at the power segment of $42,639 is only periodically accessible by corporate through distributions. The power segment's cash and cash equivalents are accessible through distributions under the terms of the CPC credit facility, which allows for distributions, subject to certain conditions. In turn, CPC receives distributions from its subsidiary power assets, which are subject to the terms of their project-specific credit agreements.

Restricted cash

Restricted cash decreased by $5,569 primarily due to lower cash reserve requirements at the hydro facilities, which are now funded through letters of credit, and releases of construction reserves at GHG, Grey Highlands Clean, Snowy Ridge and Settlers Landing.

Cash flow

Capstone’s consolidated cash and cash equivalents increased by $292 in 2017 compared with a decrease of $16,481 in 2016. The components of the change in cash, as presented in the consolidated statement of cash flows, from both continuing and discontinued operations, are summarized as follows:

Nine months ended	Sep 30, 2017	Sep 30, 2016
Operating activities	55,707	43,092
Investing activities	(18,224)	(139,796)
Financing activities (excluding dividends to shareholders)	(35,351)	87,047
Dividends paid to shareholders	(1,840)	(2,596)
Exchange difference on translation of discontinued operations	—	(4,228)
Change in cash and cash equivalents	292	(16,481)

Cash flow from operating activities were $12,615 higher in 2017 and $52,069 higher, excluding discontinued operations. The increase from continuing operations consists of $28,413 of higher power segment cash flows and $23,656 of higher corporate cash flows. The increase in power segment cash flows primarily reflects higher revenue from the new wind facilities and the grants received from the BPP at Whitecourt. Cash flows from corporate increased in 2017 primarily because of non-recurring costs in 2016, relating to the iCON III acquisition.

Cash flows from discontinued operations decreased primarily due to the sale of Bristol Water in December 2016.

Cash flow used in investing activities were $121,572 lower in 2017 and $104,368 lower, excluding discontinued operations. In 2017, cash used by the continuing operations primarily included power segment funding of $18,224 (2016 - $94,960) for the construction of projects under development and $7,675 (2016 - $12,856) to fund capital asset additions. In addition, restricted cash decreased by $5,569 in 2017 (2016 - $16,661 increase in restricted cash) primarily because the hydro facilities cash reserves were replaced with letters of credit and the release of construction reserves at GHG, Grey Highlands Clean, Snowy Ridge and Settlers Landing.

Cash flows used in discontinued operations in 2016 primarily consist of $40,609 used to fund capital asset additions at Bristol Water, partially offset by a $23,432 settlement of the Värmevärden shareholder loan.

Cash flow from financing activities changed by $122,398 in 2017 and $265,331, excluding discontinued operations, to a use of funds. In 2017, cash used in the continuing operations were higher primarily due to lower proceeds from debt draws of $259,857 due to debt raised for CPC, Cardinal, GHG, Grey Highlands Clean and Snowy Ridge in 2016. In addition, $131,968 of cash was used as a return of capital to Irving. These uses were partially offset by lower repayments of $43,466 on the Irving promissory note and lower debt payments of $37,673, primarily due to the repayment of the corporate credit facility in 2016. Capstone also paid $43,176 in 2016 to redeem the convertible debentures.

Cash flows from discontinued operations in 2017 consist of $142,198 of proceeds received on the sale of Värmevärden.

Dividends paid to shareholders were $756 lower in 2017 because of lower fixed dividend rates for the preferred shares which took effect on July 31, 2016.

Long-term Debt

Capstone's long-term debt continuity for the nine months ended was:

	Dec 31, 2016	Additions	Repayments	Other	Sep 30, 2017
Long-term debt (1), (2)	782,220	17,802	(47,761)	—	752,261
Deferred financing fees	(16,229)	—	—	1,162	(15,067)
	765,991	17,802	(47,761)	1,162	737,194
Less: current portion of long-term debt	(62,169)	—	23,631	(86,068)	(124,606)
	703,822	17,802	(24,130)	(84,906)	612,588

(1) Repayments of $47,761 reflect scheduled repayments and the additions of $17,802 were to construct the Settlers Landing wind development project. The facility converted to a five-year term facility on August 31, 2017.
(2) As at September 30, 2017, Capstone's power facilities have used $48,431 of credit capacity to support letters of credit.

As at September 30, 2017, Capstone's long-term debt consisted of $64,683 for the CPC credit facility and $687,578 of project debt within the power segment. The current portion of long-term debt was $124,606, consisting of scheduled debt amortization, including payments for the CPC credit facility of $51,400, and upcoming maturities for SkyGen and Skyway 8 of $20,802 and $18,510, respectively. Capstone expects to repay the scheduled amortization from income generated by the power assets and is evaluating options to refinance or extend the project debt maturing in February 2018 for the SkyGen and Skyway 8 wind facilities.

CPC is subject to customary covenants, including specific limitations on leverage and interest coverage ratios. All of the power segment's project debt is non-recourse to Capstone, except for $6,160 of limited recourse guarantees provided to the lenders of the various wind projects.

Equity

Shareholders' equity comprised:

As at	Sep 30, 2017	Dec 31, 2016
Common shares (1)	40,433	40,433
Preferred shares (2)	72,020	72,020
Share capital	112,453	112,453
Retained earnings	71,367	2,800
Equity attributable to Capstone shareholders	183,820	115,253
Non-controlling interests	56,359	61,417
Total shareholders' equity	240,179	176,670

(1) Refer to page 4 of "Changes in the Business" in this MD&A for details on the sale of Värmevärden.
(2) Capstone has 3,000 publicly listed Series A preferred shares on the Toronto Stock Exchange.

Promissory Note Payable

On April 29, 2016, Capstone issued a $316,225 demand interest-free promissory note to Irving, the owner of the Corporation's Class A shares, as part of the iCON III acquisition. On issuance, the promissory note consisted of three tranches: £106,000, 712,700 SEK, and $10,370 which were classified as a current liability and were due on demand. On September 2, 2016, 160,000 SEK or $24,992 was repaid and on December 15, 2016, the £106,000 tranche was converted into Class A shares of the Corporation. On March 31, 2017, Irving converted the remaining SEK tranche of the promissory note into Class A shares of the Corporation and the Canadian denominated tranche of the promissory note was repaid. As a result, no promissory note payable to Irving remains.

Contractual Obligations

Capstone enters into contractual commitments in the normal course of business, summarized as follows:

- Long-term debt, financial instruments and operating leases;
- Purchase obligations, including capital expenditure commitments, operations and management agreements; and
- Other commitments, including management services agreements, wood waste agreements and guarantees.

During the second quarter, Whitecourt entered into several contracts as part of its plans to refurbish the steam turbine and boiler. On April 4, 2017, Whitecourt entered into a turbine and generation major maintenance agreement with Enerserv Inc. to overhaul the steam turbine and on June 23, 2017, Whitecourt formally committed to its Engineering, Procurement and Construction agreement with CIMS General Partner Ltd. to refurbish the boiler. As at September 30, 2017, Whitecourt had commitments of approximately $7,900.

There have been no other significant changes to the specified contractual obligations that are outside the ordinary course of business. In addition, Capstone is not engaged in any off-balance sheet financing transactions.

Equity Accounted Investments

Capstone's significant equity accounted investments were:

Name of entity	Principal place of business and country of incorporation	Ownership at Sep 30, 2017	Ownership at Dec 31, 2016	Principal activity
Värmevärden AB ("Värmevärden") (1)	Sweden	—%	33.3%	District heating
Glen Dhu Wind Energy Limited Partnership ("Glen Dhu")	Canada	49%	49%	Power generation
Fitzpatrick Mountain Wind Energy Inc. ("Fitzpatrick")	Canada	50%	50%	Power generation

(1) Refer to page 4 of "Changes in the Business" in this MD&A for details on the sale of Värmevärden.

Capital Asset Expenditure Program

Capstone incurred $23,776 of capital asset expenditures during 2017, which included $14,365 of additions to projects under development and $9,411 of additions to capital assets. Capstone's capital expenditures were:

	Three months ended		Nine months ended	
	Sep 30, 2017	Sep 30, 2016	Sep 30, 2017	Sep 30, 2016
Power	8,442	33,700	23,730	101,837
Corporate	36	—	46	—
Utilities – water	—	13,514	—	38,465
	8,478	47,214	23,776	140,302

Capital expenditures primarily reflect costs to develop and construct the wind development projects as well costs to refurbish Whitecourt's steam turbine and boiler. In 2017, $15,565 was capitalized primarily for the Settlers Landing wind facility versus $96,757 related to developing and constructing the Ganaraska, Grey Highlands ZEP, Grey Highlands Clean and Snowy Ridge development projects in 2016. In 2017, Whitecourt invested $7,830 to date to refurbish its steam turbine and boiler. On August 17, 2017, Whitecourt began a temporary shutdown to progress its refurbishment project which is underway as of the date of this MD&A. Management anticipates Whitecourt will resume operations in the fourth quarter of 2017.

Income Taxes

The 2017 current income tax expense of $1,634 is mainly due to the taxes payable for the taxable capital gain earned on the sale of Värmevärden.

Deferred income tax assets and liabilities are recognized on Capstone's consolidated statement of financial position based on temporary differences between the accounting and tax bases of existing assets and liabilities. Deferred income tax assets and liabilities are calculated on a net basis where there is a legal right of offset within the same tax jurisdictions.

Capstone's total deferred income tax assets were fully realized on the sale of Värmevärden (December 31, 2016 - $14,750). Deferred income tax liabilities primarily relate to the differences between the amortization of intangible and capital assets for tax and accounting purposes. In 2017, Capstone's net deferred income tax liability increased by $17,057 primarily due to the derecognition of the deferred income tax asset in the cost base of the Värmevärden investment, which was sold during the year.

DERIVATIVE FINANCIAL INSTRUMENTS

To manage certain financial risks inherent in the business, Capstone enters into derivative contracts primarily to mitigate the economic impact of the fluctuations in interest rates and foreign exchange rates. The fair values of these contracts, as well as the Whitecourt embedded derivative included in the consolidated statement of financial position, were:

As at	Sep 30, 2017	Dec 31, 2016
Derivative contract assets	22,397	18,526
Derivative contract liabilities	(1,414)	(3,572)
Net derivative contract assets (liabilities)	20,983	14,954

Net derivative contract assets increased by $6,029 from December 31, 2016, primarily due comprehensive gains of $10,985, partially offset by contractual settlement payments of $4,956 received from Millar Western.

The gains (losses) attributable to fair value changes of derivatives in the consolidated statements of income and comprehensive income comprised:

	Three months ended		Nine months ended	
	Sep 30, 2017	Sep 30, 2016	Sep 30, 2017	Sep 30, 2016
Whitecourt embedded derivative	4,400	14,426	6,001	23,938
Interest rate swap contracts	5,318	(156)	4,984	(7,669)
Foreign currency option contracts	—	12	—	115
Gain on derivatives in net income from continuing operations	9,718	14,282	10,985	16,384
Interest rate swap contracts in other comprehensive income from discontinued operations	—	192	—	(2,878)
Gain (losses) on derivatives in total comprehensive income	9,718	14,474	10,985	13,506

For the year to date, the comprehensive gain on derivatives was primarily attributable to increases in assets relating to the interest rate swap contracts, mainly because of higher long-term interest rates since December 31, 2016. In addition, the Whitecourt embedded derivative asset increased because of lower estimated forward Alberta power pool prices since December 31, 2016.

RISKS AND UNCERTAINTIES

Capstone is subject to a variety of risks and uncertainties. These risks and uncertainties could impact future operating results and financial condition, which could adversely affect Capstone's ability to pay preferred dividends.

For a comprehensive description of risks, please refer to the disclosure in the Corporation's Annual Report for the year ended December 31, 2016 and the “Risk Factors” section of the Annual Information Form dated March 24, 2017 as supplemented by risk factors contained in any material change reports (except confidential material change reports), business acquisition reports, interim financial statements, interim MD&A and information circulars filed by the Corporation with securities commissions or similar authorities in Canada, which are available on the SEDAR website at www.sedar.com.

ENVIRONMENTAL, HEALTH AND SAFETY REGULATION

Capstone monitors developments with respect to environmental, health and safety regulation. Refer to the Corporation’s prior environmental, health and safety regulation disclosure in its Annual Report for the year ended December 31, 2016 and the “Environmental, Health and Safety Matters” section of the Corporation’s Annual Information Form dated March 24, 2017, which are available on the SEDAR website at www.sedar.com.

SUMMARY OF QUARTERLY RESULTS

The following table provides a summary of the previous eight quarters of Capstone’s financial performance.

		2017			2016			2015
	Q3	Q2	Q1	Q4	Q3	Q2	Q1	Q4
Revenue (1)	**29,089**	40,380	43,133	40,128	66,145	32,492	34,175	32,794
EBITDA (1)	**22,221**	30,176	29,129	36,622	54,608	8,180	8,839	16,867
Net income (loss) (2), (3), (4)	**(2,125)**	3,285	114,936	18,407	(9,488)	(18,170)	(4,507)	8,885
Preferred dividends	**613**	613	613	613	938	938	938	938

(1) Comparative figures for revenue and EBITDA have been adjusted to remove amounts from discontinued operations.
(2) Net income (loss) attributable to the common shareholders of Capstone, which excludes non-controlling interests.
(3) Results include continuing operations and discontinued operations for all periods.
(4) Net income includes a gain on sale of Värmevärden of $128,087 in Q1 2017 and a loss on sale of Bristol Water of $2,803 in Q4 2016.

ACCOUNTING POLICIES AND INTERNAL CONTROLS

Significant Changes in Accounting Standards

Capstone’s accounting policies are consistent with those disclosed in the notes to the December 31, 2016 consolidated financial statements included in the Annual Report.

Future Accounting Changes

The International Accounting Standards Board (“IASB”) has not issued any significant accounting changes that impact the Corporation since the standards described in the most recent annual financial statements for the year ended December 31, 2016. Refer to note 2 of the interim consolidated financial statements for discussion of the implementation of the upcoming material changes to standards, which include IFRS 15, "Revenue from Contracts with Customers", IFRS 9, "Financial Instruments" and IFRS 16, "Leases". Capstone continues to monitor changes to IFRS and has implemented applicable IASB changes to standards, new interpretations and annual improvements, none of which had an impact in 2017.

Accounting Estimates

The interim consolidated financial statements are prepared in accordance with IFRS, which require the use of estimates and judgment in reporting assets, liabilities, revenues, expenses and contingencies.

Refer to note 2, "Summary of Significant Accounting Policies" in the most recent annual financial statements for the year ended December 31, 2016 for greater details of the areas of significance and the related critical estimates and judgments.

On January 1, 2017, Capstone adjusted the remaining useful life of a few of the wind facilities to better reflect their estimated future economic benefit. The changes in estimated useful lives are accounted for prospectively.

The following accounting estimates included in the preparation of the interim consolidated financial statements are based on significant estimates and judgments, which are summarized as follows:

Area of Significance	Critical Estimates and Judgments
Capital assets, projects under development and intangible assets:	
• Purchase price allocations.	• Initial fair value of net assets.
• Depreciation on capital assets.	• Estimated useful lives and residual value.
• Amortization on intangible assets.	• Estimated useful lives.
• Asset retirement obligations.	• Expected settlement date, amount and discount rate.
• Impairment assessments of capital assets, projects under development and intangible assets.	• Future cash flows and discount rate.
Deferred income taxes	• Timing of reversal of temporary differences, tax rates and current and future taxable income.
Financial instruments and fair value measurements	• Forward Alberta power pool prices, volatility, credit spreads, cost and inflation escalators and fuel supply volumes and electricity sales.
Accounting for investments in non-wholly owned subsidiaries	• Determine how relevant activities are directed (either through voting rights or contracts); • Determine if Capstone has substantive or protective rights; and • Determine Capstone's ability to influence returns.

Management’s estimates are based on historical experience, current trends and various other assumptions that are believed to be reasonable under the circumstances. Actual results could materially differ from those estimates.

Internal Controls over Financial Reporting and Disclosure Controls and Procedures

Since December 31, 2016, no material changes have occurred in Capstone’s policies and procedures and other processes that comprise its internal controls over financial reporting and disclosure controls and procedures.

INTERIM CONSOLIDATED FINANCIAL STATEMENTS

UNAUDITED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

As at	Notes	Sep 30, 2017	Dec 31, 2016
Current assets			
Cash and cash equivalents		62,538	62,246
Restricted cash		22,164	27,733
Accounts receivable		15,898	23,064
Other assets		3,619	3,145
Current portion of derivative contract assets	5	844	—
Assets held for sale	4b(ii)	—	13,445
		105,063	129,633
Non-current assets			
Derivative contract assets	5	21,553	18,526
Equity accounted investments	6	20,468	22,464
Capital assets	7	785,717	787,271
Projects under development	8	712	22,267
Intangible assets	9	148,503	153,493
Deferred income tax assets		—	14,750
Total assets		1,082,016	1,148,404
Current liabilities			
Accounts payable and other liabilities		19,770	25,383
Promissory note payable	5 & 11b	—	96,702
Current portion of derivative contract liabilities	5	4	758
Current portion of long-term debt	10	124,606	62,169
Liabilities held for sale	4b(ii)	—	248
		144,380	185,260
Long-term liabilities			
Derivative contract liabilities	5	1,410	2,814
Deferred income tax liabilities		74,980	72,673
Long-term debt	10	612,588	703,822
Liability for asset retirement obligation		8,479	7,165
Total liabilities		841,837	971,734
Equity attributable to shareholders' of Capstone		183,820	115,253
Non-controlling interest		56,359	61,417
Total liabilities and shareholders’ equity		1,082,016	1,148,404
Commitments and contingencies	15		

See accompanying notes to these consolidated financial statements

UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

	Notes	Equity attributable to shareholders of Capstone					
		Share Capital [2]	Other Equity Items [3]	AOCI [4]	Retained Earnings (Deficit)	NCI [5]	Total Equity
Balance, December 31, 2015 [1]		814,719	9,284	51,151	(366,579)	273,505	782,080
Other comprehensive income (loss) from January 1 - April 29, 2016 [6]		—	—	(29,743)	(10,004)	(32,192)	(71,939)
Net income (loss) from January 1 - April 29, 2016 included in retained earnings reset [7]		—	—	—	(20,600)	6,501	(14,099)
Dividends declared to common shareholders of Capstone	11	617	—	—	—	—	617
Dividends declared to preferred shareholders of Capstone [8]	11	—	—	—	(1,279)	—	(1,279)
Redemption of Capstone's 2016 convertible debentures		—	(9,284)	—	9,284	—	—
Dividends declared to NCI from January 1 - April 29, 2016		—	—	—	—	(1,060)	(1,060)
Convertible debenture advances, net [9]		—	—	—	—	3,077	3,077
Elimination of deficit		(389,178)	—	—	389,178	—	—
Issuance of promissory note in exchange for common shares		(316,225)	—	—	—	—	(316,225)
Balance, April 29, 2016		109,933	—	21,408	—	249,831	381,172
Other comprehensive income (loss) after April 29, 2016 [6]		—	—	(18,808)	(964)	(14,972)	(34,744)
Net loss after April 29, 2016 [7]		—	—	—	(11,565)	(11,472)	(23,037)
Dividends declared to preferred shareholders of Capstone [8]	11	—	—	—	(1,384)	—	(1,384)
Dividends declared to NCI after April 29, 2016		—	—	—	—	(1,304)	(1,304)
Convertible debenture advances, net [9]		—	—	—	—	(2,771)	(2,771)
Balance, September 30, 2016		109,933	—	2,600	(13,913)	219,312	317,932

	Notes	Equity attributable to shareholders of Capstone			
		Share Capital [2]	Retained Earnings	NCI [5]	Total Equity
Balance, December 31, 2016		112,453	2,800	61,417	176,670
Net income for the period		—	116,096	194	116,290
Conversion of promissory note [10]	4b(ii)	86,332	—	—	86,332
Return of capital [10]	4b(ii)	(86,332)	(45,636)	—	(131,968)
Dividends declared to preferred shareholders of Capstone [8]	11	—	(1,893)	—	(1,893)
Dividends declared to NCI		—	—	(2,735)	(2,735)
Convertible debenture advances, net [9]		—	—	(2,517)	(2,517)
Balance, September 30, 2017		112,453	71,367	56,359	240,179

(1) The equity balance as at December 31, 2015 has been revised to reflect historical adjustments to non-controlling interests associated with Bristol Water, resulting in an increase to non-controlling interests of $11,960 and a corresponding decrease to opening retained earnings (deficit).
(2) After April 29, 2016, share capital consists of Class A shares and preferred shares. Just prior to April 29, 2016, share capital was comprised of common shares, preferred shares and Class B exchangeable units (refer to note 4a).
(3) Other equity items include the equity portion of Capstone's 2016 convertible debentures, which was redeemed on April 29, 2016.
(4) Accumulated other comprehensive income (loss) ("AOCI").
(5) Non-controlling interest ("NCI").
(6) Total other comprehensive loss for the nine months ended September 30, 2016 is $106,683.
(7) Total net loss for the nine months ended September 30, 2016 is $37,136.
(8) Dividends declared to preferred shareholders of Capstone include deferred income taxes of $53 (2016 - $31 prior to April 29, 2016 and $38 after April 29, 2016).
(9) Capital contributions, net of repayments are with One West Holdings Ltd. ("Concord"), the holder of the convertible debenture related to the Ganaraska and Grey Highlands ZEP ("GHG"), Snowy Ridge and Settlers Landing projects. The convertible debenture provides Concord the option to become a 50% partner in these projects.
(10) Refer to note 4b(ii) for changes related to the sale of Värmevärden.

See accompanying notes to these consolidated financial statements

UNAUDITED CONSOLIDATED STATEMENTS OF INCOME

		Three months ended		Nine months ended	
	Notes	Sep 30, 2017	Sep 30, 2016	Sep 30, 2017	Sep 30, 2016
Revenue		29,089	66,145	112,602	132,812
Operating expenses	12	(11,403)	(24,598)	(31,804)	(45,263)
Administrative expenses	12	(1,551)	(2,027)	(6,644)	(16,931)
Project development costs	12	(493)	(1,257)	(1,707)	(14,583)
Equity accounted income (loss)	6	(768)	(501)	110	211
Interest income		181	2,382	418	2,571
Other gains and (losses), net	13	7,164	14,055	8,532	12,403
Foreign exchange gain (loss)		2	408	19	408
Earnings before interest expense, taxes, depreciation and amortization		22,221	54,607	81,526	71,628
Interest expense		(9,223)	(8,993)	(26,768)	(25,831)
Depreciation of capital assets	7	(13,583)	(10,684)	(41,074)	(30,798)
Amortization of intangible assets	9	(2,471)	(2,511)	(7,337)	(7,351)
Earnings before income taxes		(3,056)	32,419	6,347	7,648
Income tax recovery (expense)					
Current		719	(4)	(1,634)	(21)
Deferred		(283)	(8,679)	(17,740)	(8,719)
Total income tax recovery (expense)		436	(8,683)	(19,374)	(8,740)
Net income (loss) from continuing operations		(2,620)	23,736	(13,027)	(1,092)
Net income (loss) from discontinued operations, net of tax	4b	—	(42,517)	129,317	(36,044)
Net income (loss)		(2,620)	(18,781)	116,290	(37,136)
Net income (loss) attributable to:					
Shareholders of Capstone		(2,125)	(9,488)	116,096	(32,165)
Non-controlling interest		(495)	(9,293)	194	(4,971)
		(2,620)	(18,781)	116,290	(37,136)

UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

		Three months ended		Nine months ended	
	Notes	Sep 30, 2017	Sep 30, 2016	Sep 30, 2017	Sep 30, 2016
Other comprehensive income (loss) from discontinued operations, net of tax	4b(i)	—	(9,415)	—	(106,683)
Net income (loss) from discontinued operations, net of tax	4b	—	(42,517)	129,317	(36,044)
Total comprehensive income (loss) from discontinued operations, net of tax		—	(51,932)	129,317	(142,727)
Total comprehensive income (loss) from continuing operations		(2,620)	23,736	(13,027)	(1,092)
Total comprehensive income (loss)		(2,620)	(28,196)	116,290	(143,819)
Comprehensive income (loss) attributable to:					
Shareholders of Capstone		(2,125)	(14,480)	116,096	(91,684)
Non-controlling interest		(495)	(13,716)	194	(52,135)
		(2,620)	(28,196)	116,290	(143,819)

See accompanying notes to these consolidated financial statements

UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS

Nine months ended	Notes	Sep 30, 2017	Sep 30, 2016
Operating activities:			
Net income (loss) from continuing operations		(13,027)	(1,092)
Deferred income tax expense (recovery)		17,740	8,719
Depreciation and amortization		48,411	38,149
Non-cash other gains and losses (net)		(3,576)	(6,197)
Amortization of deferred financing costs and non-cash financing costs		1,412	1,873
Equity accounted income	6	(110)	(211)
Foreign exchange gain		(19)	(408)
Change in non-cash working capital		3,504	(38,567)
Cash flows from continuing operations		54,335	2,266
Cash flows from discontinued operations	4b	1,372	40,826
Total cash flows from operating activities		55,707	43,092
Investing activities:			
Investment in projects under development	8	(18,224)	(94,960)
Investment in capital assets	7	(7,675)	(12,856)
Decrease (increase) in restricted cash		5,569	(16,661)
Distributions from equity accounted investments	6	2,106	1,885
Cash flows used in continuing operations		(18,224)	(122,592)
Cash flows used in discontinued operations	4b	—	(17,204)
Total cash flows used in investing activities		(18,224)	(139,796)
Financing activities:			
Return of capital to Irving	4b	(131,968)	—
Repayment of long-term debt		(47,761)	(85,434)
Repayment of promissory note	4b	(10,370)	(53,836)
Dividends paid to non-controlling interests		(2,735)	(2,364)
Convertible debenture advances, net		(2,517)	306
Dividends paid to common and preferred shareholders		(1,840)	(2,594)
Proceeds from issuance of long-term debt		17,802	277,659
Redemption of debentures		—	(43,176)
Transaction costs on debt issuance		—	(5,458)
Settlement of interest rate swaps		—	85
Cash flows from (used in) continuing operations		(179,389)	85,188
Cash flows from (used in) discontinued operations	4b	142,198	(737)
Total cash flows from (used in) financing activities		(37,191)	84,451
Exchange difference on translation of discontinued operations		—	(4,228)
Increase (decrease) in cash and cash equivalents		292	(16,481)
Cash and cash equivalents, beginning of year		62,246	74,392
Cash and cash equivalents, end of period		62,538	57,911
Supplemental information:			
Interest paid (Bristol Water in 2016 - $21,172)		24,900	46,883
Taxes paid (recovery) (Bristol Water recovery in 2016 - $1,609)		1,637	(507)

See accompanying notes to these consolidated financial statements

NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

Capstone is incorporated in British Columbia and domiciled in Canada and located at 155 Wellington Street West, Suite 2930, Toronto, Ontario, M5V 3H1. Capstone Infrastructure Corporation and its subsidiaries (together the "Corporation" or "Capstone") have refocused their mission to provide investors with an attractive total return from responsibly managed long-term investments in power generation in North America. The Corporation's strategy is to develop, acquire and manage a portfolio of high quality power facilities that operate in a contractually-defined environment and generate stable cash flow. As at September 30, 2017, Capstone owns, operates and develops thermal and renewable power generation facilities in North America with a total installed net capacity of 509 megawatts.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

There have been no material changes to Capstone's accounting policies during the first nine months of 2017.

On January 1, 2017, Capstone adjusted the remaining useful life of a few of the wind facilities to better reflect their estimated future economic benefit. The changes in estimated useful lives are accounted for prospectively and are expected to result in an additional depreciation expense of $3,700 in the statement of comprehensive income each year beginning in 2017.

Basis of Preparation

Statement of Compliance

The interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), including International Accounting Standard ("IAS") 34 Interim Financial Reporting ("IAS 34") on a basis consistent with the accounting policies disclosed in the audited consolidated financial statements for the year ended December 31, 2016. In accordance with IAS 34, certain information and footnote disclosures included in the annual financial statements prepared in accordance with IFRS, as issued by the International Accounting Standards Board ("IASB"), have been omitted or condensed. These unaudited interim consolidated financial statements should be read in conjunction with the audited 2016 annual consolidated financial statements.

These interim condensed consolidated financial statements were approved by the Board of Directors for issue on November 8, 2017.

All amounts are in Canadian thousands of dollars or thousands of share amounts unless otherwise indicated.

Discontinued Operations and Assets Held for Sale

On March 3, 2017, Capstone sold its interest in Värmevärden, resulting in the *utilities - district heating* segment being presented as a discontinued operation in the statements of income for the nine months ended September 30, 2017 and both periods ended September 30, 2016. Capstone's consolidated statement of financial position as at September 30, 2017 does not include balances related to Värmevärden. As at December 31, 2016, Capstone accounted for its investment in Värmevärden as assets held for sale ("AHFS") on the consolidated statement of financial position within the current assets and liabilities.

On December 15, 2016, Capstone sold its 50% interest in Bristol Water, resulting in the *utilities - water* segment being presented as a discontinued operation in the statements of income for both periods ended September 30, 2016. Capstone's consolidated statements of financial position as at September 30, 2017 and December 31, 2016 do not contain balances related to Bristol Water.

Basis of Measurement

The interim consolidated financial statements have been prepared on a going concern basis of accounting and primarily under the historical cost basis, except for the revaluation of certain financial instruments, which are measured at fair value.

Future Accounting Changes

The IASB has not issued any significant new accounting standards that impact the Corporation since the standards described in the most recent annual financial statements for the year ended December 31, 2016.

Capstone is assessing the material standards described in the annual financial statements, which include:

Title of the New IFRS	Status of Capstone's adoption
IFRS 15, Revenue from Contracts with Customers Effective: Jan 1, 2018	Capstone has reviewed its revenue streams and underlying contracts with customers to determine the impact that the adoption of IFRS 15 will have on its financial statements. Capstone will adopt IFRS 15 using a modified retrospective approach and does not anticipate that there will be any significant recognition or measurement impact subsequent to adoption. Capstone continues to evaluate the impact that the adoption will have on disclosure in the consolidated financial statements.
IFRS 9, Financial Instruments Effective: Jan 1, 2018	Capstone has reviewed its financial instruments to determine the impact that the adoption of IFRS 9 will have on its financial statements. Capstone does not anticipate that there will be any changes to the classification or the carrying values of the Company's financial instruments as a result of the adoption. Capstone does not currently apply hedge accounting to its risk management contracts and does not intend to apply hedge accounting to any of its existing risk management contracts on adoption of IFRS 9. Capstone continues to evaluate the impact that the adoption will have on disclosure in the consolidated financial statements.
IFRS 16, Leases Effective: Jan 1, 2019	Capstone has reviewed its contracts for leases to determine the impact that the adoption of IFRS 16 will have on its financial statements. Capstone will adopt IFRS 16 prospectively using the cumulative catch-up approach. Capstone is assessing the recognition and measurement impact of the lease asset and liability which may be recognized on transition. In addition, Capstone continues to evaluate the impact the adoption will have on disclosure in the consolidated financial statements.

Capstone continues to monitor changes to IFRS and has implemented applicable IASB changes to standards, new interpretations and annual improvements, none of which had an impact in 2017.

3. SEASONALITY

The seasonality of wind speed and air density, volume of water flows, sunlight, ambient temperatures and pricing provisions within the power purchase agreements ("PPA") with counterparties may result in fluctuations in revenue and net income during the period.

4. ACQUISITIONS, DISPOSALS AND DISCONTINUED OPERATIONS

(A) Acquisition of Capstone by iCON III

On April 29, 2016, Capstone completed the arrangement under which Irving Infrastructure Corp. ("Irving"), a subsidiary of iCON Infrastructure Partners III, LP ("iCON III"), a fund managed by London, UK-based iCON Infrastructure LLP ("iCON"), acquired all the issued and outstanding common shares of Capstone and all the Class B exchangeable units of Capstone's subsidiary MPT LTC Holding LP ("Class B units") for $4.90 cash per share or unit, as applicable ("iCON III acquisition"). As part of the transaction, Capstone issued Class A common shares and a demand interest-free promissory note to Irving which consisted of three multi-currency tranches: £106,000, 712,700 SEK, and $10,370. In addition, Capstone Power Corp. ("CPC") entered into a credit agreement for $125,000. Upon completion, the common shares, Class B units, and 2016 and 2017 convertible debentures were delisted from the Toronto Stock Exchange and ceased trading. Capstone also settled all outstanding share-based compensation.

(B) Discontinued Operations

Capstone's consolidated statements of income and cash flows for the nine months ended September 30, 2017 and 2016 include results for the discontinued operations of Bristol Water and Värmevärden as follows:

For the nine months ended	Notes	Sep 30, 2017	Sep 30, 2016
Net income (loss) from discontinued operations, net of tax:			
Bristol Water [(1)]	4b(i)	—	(35,955)
Värmevärden	4b(ii)	129,317	(89)
		129,317	(36,044)

(1) Includes an impairment charge of $58,000 recognized against the carrying value of Bristol Water's goodwill in 2016.

For the nine months ended	Sep 30, 2017	Sep 30, 2016
Operating cash flows provided by discontinued operations:		
Bristol Water	—	42,045
Värmevärden	1,372	(1,219)
	1,372	40,826
Investing cash flows used by discontinued operations:		
Bristol Water	—	(40,636)
Värmevärden	—	23,432
	—	(17,204)
Financing cash flows provided by discontinued operations:		
Bristol Water	—	(737)
Värmevärden [(1)]	142,198	—
	142,198	(737)

(1) Financing cash flows provided by discontinued operations include net proceeds on sale of $142,198. Refer to note 4b(ii).

(i) Sale of Bristol Water to iCON III

On December 15, 2016, Capstone sold its 50% ownership interest in Bristol Water to iCON III Bristol Limited, a subsidiary of Capstone's ultimate parent, iCON III. As part of the sale, Irving converted its £106,000 tranche of the promissory note into 123,905 Class A shares of the Corporation, which reduced the promissory note payable to Irving by $194,531. In return, Capstone received a promissory note receivable of £115,690 or $192,011 from iCON III Bristol Limited and then distributed the promissory note receivable to Irving as a $192,011 return of capital. This resulted in a $2,520 increase in Capstone's Class A shares and a loss of $2,803 in the year ended December 31, 2016.

The results of Bristol Water, the *utilities - water* segment, are presented as a discontinued operation in the prior period.

Financial information relating to the discontinued operations for the nine months ended September 30, 2016 is set out below.

Net income and comprehensive loss from discontinued operations

Net income and comprehensive loss from Bristol Water's discontinued operations for the nine months ended September 30, 2016 were:

For the nine months ended	Sep 30, 2016
Revenue	152,400
Operating expenses	(90,694)
Other expenses (1)	(100,504)
Earnings before income taxes	(38,798)
Total income tax recovery (expense)	2,843
Net income from discontinued operations, net of tax	(35,955)
Other comprehensive loss from discontinued operations, net of tax	(106,683)
Total comprehensive loss from discontinued operations, net of tax	(142,638)

(1) Includes an impairment charge of $58,000 recognized against the carrying value of Bristol Water's goodwill in 2016.

(ii) Sale of Värmevärden

On March 3, 2017, Capstone and its co-shareholder Macquarie European Infrastructure Fund 2 ("MEIF 2") sold 100% of Värmevärden. Capstone received proceeds of $142,198, net of transaction costs, for its 33.3% indirect interest in Värmevärden and the related outstanding loans receivable.

On March 31, 2017, Irving converted its 552,700 SEK tranche of the promissory note into 76,876 Class A shares of the Corporation, with a carrying value of $86,332, and the $10,370 Canadian denominated tranche of the promissory note was repaid. As a result, no promissory note payable to Irving remains. Capstone then distributed $131,968 to Irving as a return of capital, which included a $45,636 reduction to retained earnings and $86,332 to the Class A shares. The impact of these transactions did not change the carrying value of the Class A shares.

As at March 3, 2017	$
Net proceeds on sale (1)	142,198
Carrying value of assets held for sale (2)	(14,111)
Gain on sale of Värmevärden	128,087

(1) Proceeds are net of transaction costs of $2,378.
(2) Värmevärden had $3,025 working capital and $11,086 loans receivable on March 3, 2017.

The results of the *utilities - district heating* segment, including the gain on sale, are presented as a discontinued operation.

Financial information relating to the nine months ended September 30, 2017 and September 30, 2016 is set out below.

Net income from discontinued operations

The net income from Värmevärden's discontinued operations for the nine months ended September 30, 2017 and 2016 was:

For the nine months ended	Sep 30, 2017	Sep 30, 2016
Administrative expenses	(238)	(439)
Gain on sale (1)	128,087	—
Other income (loss)	1,468	350
Net income (loss) from discontinued operations, net of tax	129,317	(89)

(1) Gain on sale is net of foreign exchange impact of $119.

5. FINANCIAL INSTRUMENTS

(A) Classification by Level

The following table summarizes the Corporation's financial instruments that have been recorded at fair value:

Recurring measurements	Level 1 Quoted prices in active markets for identical assets	Level 2 Significant other observable inputs	Level 3 Significant unobservable inputs	Sep 30, 2017	Dec 31, 2016
Derivative contract assets:					
Whitecourt embedded derivative [(1)]	—	—	14,719	14,719	13,674
Interest rate swap contracts	—	7,678	—	7,678	4,852
Less: current portion	—	(844)	—	(844)	—
	—	6,834	14,719	21,553	18,526
Promissory note payable [(2)]	—	—	—	—	96,702
Derivative contract liabilities:					
Interest rate swap contracts	—	1,414	—	1,414	3,572
Less: current portion	—	(4)	—	(4)	(758)
	—	1,410	—	1,410	2,814

(1) Whitecourt's embedded derivative consists of a $19,045 fair value asset, offset by the $4,326 amortized contra-asset, set up on inception (2016 - $18,265 fair value asset, offset by the $4,591 of contra-asset).

(2) Capstone's promissory note payable to Irving was converted or repaid on March 31, 2017. As a result, no balance remains. Refer to note 4b(ii) for details.

Financial instruments not recorded at fair value

Accounts receivable, accounts payable and long-term debt are reported at carrying value on the statement of financial position. The fair values of these items approximate their carrying values with the exception of long-term debt, which has a fair value of $756,185 compared to a carrying value of $737,194.

(B) Fair Value Determination

The Corporation has determined the fair value of Level 2 and 3 financial instruments as follows:

Interest rate swap	• The interest rate swap contract's fair value fluctuates with changes in market interest rates. • A discounted cash flow analysis based on a forward interest rate curve was used to determine its fair value.
Whitecourt embedded derivative	• The determination of the fair value of the embedded derivative requires the use of option pricing models involving significant judgment based on management's estimates and assumptions, including estimates on the forward Alberta power pool prices, volatility, credit spreads, cost and inflation escalators and fuel supply volumes and electricity sales.

The Corporation, with the assistance of third-party experts, determines the fair value of financial instruments, including Level 3 fair values. The valuation processes and results are reviewed and approved each reporting period. These critical estimates are discussed as part of the Audit Committee's quarterly review of the financial statements.

6. EQUITY ACCOUNTED INVESTMENTS

As at	Ownership %	Sep 30, 2017 Carrying Value	Dec 31, 2016 Carrying Value
Glen Dhu	49.0%	20,038	21,946
Fitzpatrick	50.0%	430	518
		20,468	22,464

The change in the Corporation's total equity accounted investments for the periods ended September 30, were as follows:

Three months ended	Opening Balance	Equity Accounted Income (loss)	Distributions Received	Ending Balance
September 30, 2017	21,726	(768)	(490)	20,468
September 30, 2016	22,537	(501)	(318)	21,718

Nine months ended	Opening Balance	Equity Accounted Income	Distributions Received	Ending Balance
September 30, 2017	22,464	110	(2,106)	20,468
September 30, 2016	23,392	211	(1,885)	21,718

7. CAPITAL ASSETS

As at January 1, 2017	787,271
Additions	9,411
Disposals [1]	(3,524)
Transfers [2] (refer to note 8)	33,633
Depreciation	(41,074)
As at September 30, 2017	785,717

(1) Disposals include capital assets replaced as part of Whitecourt's refurbishment, which resulted in a loss of $2,205 in other gains and losses on the consolidated statement of income. Refer to note 13.

(2) Amounts were transferred from projects under development upon Settlers Landing reaching commercial operation ("COD").

The reconciliation of capital asset additions to a cash basis included in the consolidated statement of cash flows was:

	Nine months ended	
	Sep 30, 2017	Sep 30, 2016
Additions	9,411	49,619
Adjustment for change in capital asset additions included in accounts payable and accrued liabilities	(1,736)	5,700
Net foreign exchange difference [1]	—	(1,857)
Cash additions attributable to Bristol Water [1]	—	(40,606)
Cash additions	7,675	12,856

(1) Bristol Water was sold on December 15, 2016 (refer to note 4b(i)).

8. PROJECTS UNDER DEVELOPMENT ("PUD")

As at January 1, 2017	22,267
Capitalized costs during the period [1]	14,365
Transferred to capital assets [2] (refer to note 7)	(33,633)
Transferred to intangibles [2] (refer to note 9)	(2,287)
As at September 30, 2017 [3]	712

(1) Includes $123 of capitalized borrowing costs during the construction of the Settlers Landing wind development project, using the interest rate of the long-term debt (2016 - $1,413 during the construction of GHG, Grey Highlands Clean and Snowy Ridge projects).
(2) Amounts were transferred on the COD of Settlers Landing.
(3) PUD balance as at September 30, 2017 relates to the Riverhurst wind development project.

The reconciliation of additions to PUD to a cash basis included in consolidated statement of cash flow was:

	Nine months ended	
	Sep 30, 2017	Sep 30, 2016
Additions	14,365	90,683
Adjustment for change in additions to PUD included in accounts payable and accrued liabilities	3,859	4,277
Cash additions	18,224	94,960

9. INTANGIBLE ASSETS

As at January 1, 2017	153,493
Additions	60
Transfers [1] (refer to note 8)	2,287
Amortization	(7,337)
As at September 30, 2017	148,503

(1) Amounts were transferred from projects under development on the COD of Settlers Landing.

10. LONG-TERM DEBT

As at	Sep 30, 2017	Dec 31, 2016
CPC credit facility	64,683	85,000
Project Debt		
Wind - Operating [1]	461,774	453,050
Wind - Development [2]	—	7,700
Hydro	78,583	81,851
Solar	82,103	87,062
Gas	65,118	67,557
Power [3]	752,261	782,220
Less: deferred financing costs	(15,067)	(16,229)
Long-term debt	737,194	765,991
Less: current portion	(124,606)	(62,169)
	612,588	703,822

(1) Wind - Operating project debt consists of Erie Shores, Amherst, SkyGen, Skyway8, Glace Bay, Saint-Philémon, Goulais, GHG, Grey Highlands Clean and Snowy Ridge. In addition, 2017 includes the Settlers Landing debt which was transferred from Wind - Development on COD and converted to a five-year term facility on August 31, 2017.
(2) Wind - Development project debt consisted of the Settlers Landing construction facility in 2016 and was transferred to Wind - Operating on COD.
(3) The power segment has a cumulative $48,431 utilized on its letter of credit facilities.

11. SHAREHOLDERS' EQUITY AND PROMISSORY NOTE PAYABLE

(A) Equity

The share capital of the Corporation was:

As at	Sep 30, 2017	Dec 31, 2016
Common shares [1]	40,433	40,433
Preferred shares	72,020	72,020
	112,453	112,453

(1) On March 31, 2017, Irving converted the remaining SEK tranche of the promissory note payable into 76,876 newly issued Class A shares, which increased share capital by $86,332. Additionally, Capstone distributed $86,332 to Irving as a return of capital which impacted share capital. The transaction did not change the value of Capstone's Class A shares. Refer to note 4b(ii) for details.

Capstone maintains its preferred shares which declared dividends during the quarter as follows:

	Three months ended		Nine months ended	
	Sep 30, 2017	Sep 30, 2016	Sep 30, 2017	Sep 30, 2016
Preferred shares declared [1]	632	729	1,893	2,663

(1) Includes $17 and $53 of deferred income taxes, for the quarter and year to date, respectively (2016 - $38 and $69, respectively).

(B) Promissory Note Payable

On April 29, 2016, as part of the iCON III acquisition described in note 4a, Capstone issued a demand interest-free promissory note to Irving for $316,225 in exchange for common share capital, which was reduced to $96,702 as at December 31, 2016. On March 31, 2017, Irving converted its remaining 552,700 SEK tranche of the promissory note into 76,876 Class A shares of Capstone at fair value using the foreign exchange rate as at April 29, 2016 and the $10,370 Canadian denominated tranche of the promissory note was repaid using proceeds from the sale of Värmevärden. Refer to note 4b(ii) for details.

12. EXPENSES BY NATURE

	Three months ended Sep 30, 2017				Three months ended Sep 30, 2016			
	Operating	Admin.	Project Development Costs	Total	Operating	Admin.	Project Development Costs	Total
Wages and benefits (1)	2,205	1,034	74	3,313	2,000	1,427	605	4,032
Property expenses (2)	1,738	127	—	1,865	1,469	119	—	1,588
Maintenance & supplies (1)	2,803	—	—	2,803	2,689	—	—	2,689
Fuel and transportation	2,295	—	—	2,295	16,149	—	—	16,149
Professional fees (1), (3)	477	109	384	970	341	132	570	1,043
Insurance	660	30	—	690	579	68	—	647
Power facility administration	627	—	—	627	583	—	—	583
Other	598	251	35	884	788	281	82	1,151
Total	11,403	1,551	493	13,447	24,598	2,027	1,257	27,882

	Nine months ended Sep 30, 2017				Nine months ended Sep 30, 2016			
	Operating	Admin.	Project Development Costs	Total	Operating	Admin.	Project Development Costs	Total
Wages and benefits (1)	6,843	4,494	457	11,794	6,254	13,965	1,732	21,951
Property expenses (2)	5,627	371	—	5,998	4,854	358	—	5,212
Maintenance & supplies (1)	6,816	—	—	6,816	8,716	—	—	8,716
Professional fees (1), (3)	1,987	769	995	3,751	1,416	919	12,638	14,973
Fuel and transportation	4,822	—	—	4,822	18,082	—	—	18,082
Insurance	1,938	91	—	2,029	1,824	167	—	1,991
Power facility administration	1,915	—	—	1,915	1,930	—	—	1,930
Other	1,856	919	255	3,030	2,187	1,522	213	3,922
Total	31,804	6,644	1,707	40,155	45,263	16,931	14,583	76,777

(1) Certain comparative figures for the periods ended September 30, 2016 have been adjusted for discontinued operations (refer to note 4b).
(2) Property expenses include leases, utilities, and property taxes.
(3) Professional fees include legal, audit, tax and other advisory services.

13. OTHER GAINS AND LOSSES

	Three months ended		Nine months ended	
	Sep 30, 2017	Sep 30, 2016	Sep 30, 2017	Sep 30, 2016
Unrealized gains on derivative financial instruments (1)	9,718	14,270	10,985	16,321
Losses on disposal of capital assets (2), (3)	(2,464)	(227)	(2,477)	(659)
Losses on settlement of convertible debentures (4)	—	—	—	(3,324)
Realized gains (losses) on derivative financial instruments	—	12	—	63
Other	(90)	—	24	2
Other gains and (losses), net	7,164	14,055	8,532	12,403

(1) Unrealized gains on derivative financial instruments were primarily attributable to increases in assets related to the interest rate swap contracts due to higher long-term interest rates since December 31, 2016.
(2) Certain comparative figures for the periods ended September 30, 2016 have been adjusted for discontinued operations (refer to note 4b).
(3) Primarily relates to $2,205 of losses on capital assets replaced as part of Whitecourt's refurbishment.
(4) On April 29, 2016, Capstone's 2016 and 2017 convertible debentures were redeemed and converted as part of the iCON III acquisition.

14. SEGMENTED INFORMATION

Management historically organized the Corporation's business into three reportable segments in order to assess performance and allocate capital. As at September 30, 2017, two of these segments are discontinued operations for which performance will not be evaluated going forward because of the sale of Bristol Water on December 15, 2016 and Värmevärden on March 3, 2017. Cash generating units within each reportable segment have similar economic characteristics based on the nature of the products or services they provide, the customers they serve, the method of distributing those products or services and the prevailing regulatory environment.

Management evaluates the performance of these segments primarily on revenue, expenses and EBITDA. In 2017, the information disclosed for each reportable segment was updated to be consistent with the measures reviewed by management to assess performance and allocate capital.

Infrastructure segments consist of:	Geographical Location
Power The Corporation's investments in gas cogeneration, wind, hydro, biomass and solar power, as well as project development.	Canada
Discontinued operations (refer to note 4b)	
Utilities – water The regulated water services business (Bristol Water), in which the Corporation held a 50% indirect interest until December 15, 2016.	United Kingdom
Utilities – district heating ("DH") The district heating business (Värmevärden), in which the Corporation held a 33.3% indirect interest until March 3, 2017.	Sweden

	Three months ended Sep 30, 2017			Three months ended Sep 30, 2016				
	Continuing Operations			Continuing Operations				
	Power	Corporate	Total	Power	Corporate	Total	Discontinued Operations (2)	Total
Revenue (1)	29,089	—	29,089	66,145	—	66,145	—	66,145
Expenses	(11,951)	(1,496)	(13,447)	(25,650)	(2,232)	(27,882)	—	(27,882)
EBITDA	23,638	(1,417)	22,221	56,378	(1,771)	54,607	—	54,607
Interest expense	(9,223)	—	(9,223)	(8,972)	(21)	(8,993)	—	(8,993)
Income tax recovery (expense)	(607)	1,043	436	(9,148)	465	(8,683)	—	(8,683)
Net income (loss)	(2,225)	(395)	(2,620)	25,081	(1,345)	23,736	(42,517)	(18,781)
Additions to capital assets, net	8,468	—	8,468	6,404	35	6,439	13,514	19,953
Additions to PUD	10	—	10	27,261	—	27,261	—	27,261

	Nine months ended Sep 30, 2017					Nine months ended Sep 30, 2016				
	Continuing Operations					Continuing Operations				
	Power	Corporate	Total	Discontinued Operations (3)	Total	Power	Corporate	Total	Discontinued Operations (3)	Total
Revenue (1)	112,602	—	112,602	—	112,602	132,812	—	132,812	—	132,812
Expenses	(33,419)	(6,736)	(40,155)	—	(40,155)	(47,981)	(28,796)	(76,777)	—	(76,777)
EBITDA	88,095	(6,569)	81,526	—	81,526	103,118	(31,490)	71,628	—	71,628
Interest expense	(26,768)	—	(26,768)	—	(26,768)	(22,867)	(2,964)	(25,831)	—	(25,831)
Income tax recovery (expense)	(4,361)	(15,013)	(19,374)	—	(19,374)	(12,801)	4,061	(8,740)	—	(8,740)
Net income (loss)	8,616	(21,643)	(13,027)	129,317	116,290	29,363	(30,455)	(1,092)	(36,044)	(37,136)
Additions to capital assets, net	9,411	—	9,411	—	9,411	11,119	35	11,154	38,465	49,619
Additions to PUD	14,365	—	14,365	—	14,365	90,683	—	90,683	—	90,683

(1) For the three and nine months ended September 30, 2017, Whitecourt produced enough eligible power to receive $136 and $4,800 of grant funding, respectively, which was included in power revenue.

(2) Results from discontinued operations for the three months ended September 30, 2016 include a $43,711 net loss from the utilities - water segment, including a goodwill impairment charge of $58,000, and a $1,194 net income from the utilities - DH segment. Additions to capital assets for the three months ended September 30, 2016 were entirely related to the utilities - water segment.

(3) Results from discontinued operations for the nine months ended September 30, 2017 are entirely related to the utilities - DH segment. For the nine months ended September 30, 2016, $35,955 of net loss relate to the utilities - water segment, including a goodwill impairment charge of $58,000, and $89 of net loss relate to the utilities - DH segment. Additions to capital assets for the nine months ended September 30, 2016 were entirely related to the utilities - water segment.

Certain comparative figures for the periods ended September 30, 2016 have been adjusted to conform with the presentation in the current year.

15. COMMITMENTS AND CONTINGENCIES

The Corporation, either directly or indirectly through its subsidiaries, has entered into various material contracts and commitments as disclosed in the annual consolidated financial statements for the year ended December 31, 2016.

During the second quarter, Whitecourt entered into several contracts as part of its plans to refurbish the steam turbine and boiler. On April 4, 2017, Whitecourt entered into a turbine and generation major maintenance agreement with Enerserv Inc. to overhaul the steam turbine and on June 23, 2017, Whitecourt formally committed to its Engineering, Procurement and Construction agreement with CIMS General Partner Ltd. to refurbish the boiler. As at September 30, 2017, Whitecourt had commitments of approximately $7,900.

There have been no other significant changes to the specified contractual obligations that are outside the ordinary course of business.

CONTACT INFORMATION

Address:
155 Wellington Street West, Suite 2930
Toronto, ON M5V 3H1
www.capstoneinfrastructure.com
Email: info@capstoneinfra.com

Contacts:

Andrew Kennedy
Chief Financial Officer
Tel: 416-649-1300
Email: akennedy@capstoneinfra.com