# Interim Financial Statements and Notes for the Three Months Ended March 31, 2018



Nutrien

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# Financials & Notes (Unaudited)

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# **Condensed Consolidated Financial Statements**

### Condensed Consolidated Statements of (Loss) Earnings

The condensed consolidated statements of (loss) earnings present a summary of (loss) earnings.

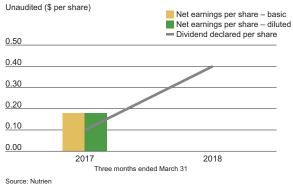
			Three Months Ended March 31		
			2018		2017 (Note 32)
Sales Freight, transportation and distribution Cost of goods sold	Note 4	\$	3,695 (208) (2,640)	\$	1,112 (133) (706)
Gross Margin Selling expenses General and administrative expenses Provincial mining and other taxes Earnings of equity-accounted investees Other expenses	Note 5 Note 19 Note 6		847 (532) (119) (48) 7 (79)		273 (9) (41) (33) - (15)
Earnings before Finance Costs and Income Taxes Finance costs	Note 7		76 (119)		175 (59)
(Loss) Earnings Before Income Taxes Income tax recovery (expense)	Note 8		(43) 42		116 (10)
Net (Loss) Earnings from Continuing Operations Net earnings from discontinued operations	Note 19	\$	(1)	\$	106 43
Net (Loss) Earnings		\$	(1)	\$	149
Net Earnings per Share from Continuing Operations Basic Diluted	Note 9	\$ \$		\$ \$	0.13 0.13
Net Earnings per Share from Continuing and Discontinued Operations Basic Diluted	Note 9	\$ \$		\$ \$	0.18 0.18
Weighted average shares outstanding for basic EPS Weighted average shares outstanding for diluted EPS	Note 9 Note 9		642,690,000 643,218,000		839,911,000 840,211,000

(See Notes to the Condensed Consolidated Financial Statements)

### 2018 HIGHLIGHTS

- Merger of Potash Corporation of Saskatchewan Inc. ("PotashCorp") and Agrium Inc. ("Agrium") occurred on January 1, 2018.
- 2017 figures throughout are the financial results of PotashCorp only, the accounting acquirer.
- **Gross margin** was earned in the retail segment \$408; potash segment \$295; nitrogen segment \$148 and phosphate and sulfate segment \$29.
- Earnings from Sociedad Quimica y Minera de Chile S.A. ("SQM") and Arab Potash Company ("APC") and income from Israel Chemicals Ltd. ("ICL") are presented as discontinued operations for the periods presented to reflect required divestitures of these investments. The company sold its equity interest in ICL on January 24, 2018.

#### NET EARNINGS AND DIVIDEND PER SHARE



### Condensed Consolidated Statements of Comprehensive (Loss) Income

The condensed consolidated statements of comprehensive (loss) income present changes in net assets during the period other than transactions with shareholders. Amounts recorded in other comprehensive (loss) income may be subsequently reclassified to net (loss) earnings or may not pass through net (loss) earnings.

	Three Months Ended March 31			Ended
(net of related income taxes)		2018		2017 e 32)
Net (Loss) Earnings	\$	(1)	\$	149
Other comprehensive (loss) income				
Items that will not be reclassified to net (loss) earnings:				
Net actuarial gain on defined benefit plans <sup>1</sup>		57		_
Financial instruments measured at FVTOCI <sup>2</sup>				
Net fair value (loss) gain on investments		(83)		33
Items that have been or may be subsequently reclassified to net (loss) earnings:				
Cash flow hedges				
Net fair value loss during the period <sup>3</sup>		(2)		(5)
Reclassification to earnings of net loss <sup>4</sup>		-		8
Foreign currency translation				
Loss on translation of net foreign operations		(41)		-
Equity-accounted investees				
Share of comprehensive (loss) income		(1)		3
Other Comprehensive (Loss) Income		(70)		39
Comprehensive (Loss) Income	\$	(71)	\$	188

<sup>1</sup> Net of income taxes of \$(17) (2017 - \$NIL).

<sup>2</sup> As at March 31, 2018, financial instruments measured at FVTOCI are comprised of shares in Sinofert Holdings Limited ("Sinofert") and other (March 31, 2017 – ICL, Sinofert and other). The company's investment in ICL was classified as held for sale at December 31, 2017 and the divestiture of all equity interests in ICL was completed on January 24, 2018.

<sup>3</sup> Cash flow hedges are comprised of natural gas derivative instruments and were net of income taxes of \$1 (2017 - \$3).

<sup>4</sup> Net of income taxes of \$NIL (2017 - \$(5)). See Note 31 for impact of adoption of new standard.

(See Notes to the Condensed Consolidated Financial Statements)

### 2018 HIGHLIGHTS

 The company adopted IFRS 9, Financial Instruments, beginning January 1, 2018. Available-for-sale investments were reclassified as financial instruments measured at fair value through other comprehensive income ("FVTOCI").

### Condensed Consolidated Statements of Cash Flows

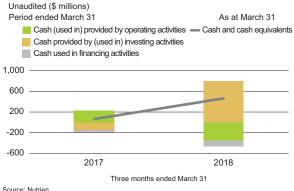
The condensed consolidated statements of cash flows start with net (loss) earnings adjusted for non-cash items affecting net (loss) earnings to arrive at cash flows from operating activities, and present cash provided by or used in investing and financing activities.

	Three Months Ended March 3			h 31	
-			2018		2017
Operating Activities Net (loss) earnings Adjustments to reconcile net (loss) earnings to cash (used in) provided by operating		\$	(1)	\$	149
activities	Note 10		401		144
Changes in non-cash operating working capital	Note 10		(740)		(70)
Cash (used in) provided by operating activities			(340)		223
Investing Activities Business acquisitions, net of cash acquired Additions to property, plant and equipment Cash acquired in Merger	Note 3		(185) (238) 466		_ (133) _
Proceeds from disposal of discontinued operations Other	Note 19		752 1		_ 1
Cash provided by (used in) investing activities			796		(132)
Financing Activities Finance costs on long-term debt Proceeds from short-term debt Dividends paid Repurchase of common shares Issuance of common shares	Note 22		(6) 496 (205) (401) 1		(1) 21 (82) - 1
Cash used in financing activities			(115)		(61)
Effect of exchange rate changes on cash and cash equivalents			3		_
Increase in Cash and Cash Equivalents Cash and Cash Equivalents, Beginning of Period			344 116		30 32
Cash and Cash Equivalents, End of Period		\$	460	\$	62
Cash and cash equivalents comprised of: Cash Short-term investments		\$	325 135	\$	44 18
		\$	460	\$	62

### 2018 HIGHLIGHTS

- Cash provided by investing activities was impacted by net proceeds on the sale of the company's shares in ICL (\$685) and Conda and North Bend facilities (\$67).
- Cash used in financing activities was primarily impacted by net disbursements on the repurchase of common shares through the company's normal course issuer bid (\$401) and payment of dividends (\$205) partially offset by the proceeds from short-term debt (\$496).

#### **CASH FLOWS**



(See Notes to the Condensed Consolidated Financial Statements)

### Condensed Consolidated Statements of Changes in Shareholders' Equity

The condensed consolidated statements of changes in shareholders' equity show the movements in shareholders' equity.

				Accumulated Other Comprehensive Income (Loss)						
	Share Capital	Contributed Surplus	Net fair value loss on investments <sup>1,2</sup>	Net loss on derivatives designated as cash flow hedges	Net actuarial gain on defined benefit plans	Translation loss of net foreign operations (Note 32)	Comprehensive loss of equity-accounted investees (Note 32)	Total Accumulated Other Comprehensive Income (Loss)	- Retained Earnings	Total Equity <sup>3</sup>
Balance – December 31, 2017	\$ 1,806	\$ 230	\$ 73	\$ (43)	\$ -4	\$ (2)	\$ (3)	\$ 25	\$ 6,242	\$ 8,303
Merger impact (Note 3)	15,898	7	-		—	—	—	-	(1)	15,904
Net loss	-	-	-	-	-	-	-	-	(1)	(1)
Other comprehensive (loss) income	-	-	(83)	(2)	57	(41)	(1)	(70)	-	(70)
Shares repurchased	(256)	(23)	-	-	-	-	-	-	(178)	(457)
Dividends declared	-	-	-	-	-	-	-	-	(258)	(258)
Effect of share-based compensation including issuance of common										
shares	1	-	-	-	-	-	-	-	-	1
Transfer of net actuarial gain on										
defined benefit plans	-	-	-	-	(57)	-	-	(57)	57	-
Transfer of net loss on sale of										
investment	-	-	19	-	-	-	-	19	(19)	-
Transfer of net loss on cash flow				0				0		0
hedges <sup>5</sup>	-		-	9	_	_	-	9	_	9
Balance – March 31, 2018	\$ 17,449	\$ 214	\$ 9	\$ (36)	\$ -4	\$ (43)	\$ (4)	\$ (74)	\$ 5,842	\$ 23,431
Balance – December 31, 2016	\$ 1,798	\$ 222	\$ 43	\$ (60)	\$ -4	\$ (2)	\$ (6)	\$ (25)	\$ 6,204	\$ 8,199
Net earnings	-	-	-	-	_	-	_	-	149	149
Other comprehensive income	-	-	33	3	_	1	2	39	-	39
Dividends declared	-	-	_	-	-	-	-	-	(84)	(84)
Effect of share-based compensation including issuance of common										
shares	2	1	_	_	_	_	_	_	_	3
Shares issued for dividend										
reinvestment plan	2		_	_	_		_	-	_	2
Balance – March 31, 2017	\$ 1,802	\$ 223	\$ 76	\$ (57)	\$ -4	\$ (1)	\$ (4)	\$ 14	\$ 6,269	\$ 8,308

<sup>1</sup> The company adopted IFRS 9 in 2018 and reclassified available-for-sale investments as financial instruments measured at FVTOCI.

<sup>2</sup> The company divested its equity interests in the investment in ICL on January 24, 2018. The loss on sale of ICL of \$(19) was transferred to retained earnings at March 31, 2018. The cumulative net unrealized gain at March 31, 2017 was \$44.

<sup>3</sup> All equity transactions were attributable to common shareholders.

<sup>4</sup> Any amounts incurred during a period were closed out to retained earnings at each period-end. Therefore, no balance exists at the beginning or end of period.

<sup>5</sup> Net of income taxes of \$(2).

(See Notes to the Condensed Consolidated Financial Statements)

### Condensed Consolidated Balance Sheets

The condensed consolidated balance sheets present assets, liabilities and shareholders' equity.

		March 31, 2018	December 31, 2017 (Note 32)
Assets			
Current assets			
Cash and cash equivalents		\$ 460	\$ 116
Receivables	Note 11	3,230	489
Inventories	Note 12	5,915	788
Prepaid expenses and other			
current assets		546	72
		10,151	1,465
Assets held for sale	Note 19	1,150	1,858
		11,301	3,323
Non-current assets			
Property, plant and equipment	Note 13	20,576	12,971
Goodwill	Note 15	10,576	97
Other intangible assets	Note 15	2,333	69
Investments	Note 19	778	292
Other assets	Note 14	474	246
Total Assets		\$ 46,038	\$ 16,998

(See Notes to the Condensed Consolidated Financial Statements)

		March 31, 2018	December 31, 2017 (Note 32)
Liabilities			
Current liabilities			
Short-term debt	Note 20	\$ 2,091	\$ 730
Current portion of long-term debt	Note 21	524	-
Payables and accrued charges	Note 16	6,920	836
		9,535	1,566
Deferred income tax liabilities on			
assets held for sale	Note 19	36	36
		9,571	1,602
Non-current liabilities			,
Long-term debt	Note 21	8,091	3,711
Deferred income tax liabilities	Note 8	2,762	2,205
Pension and other post-retirement			
benefit liabilities	Note 26	519	440
Asset retirement obligations and			
accrued environmental costs	Note 18	1,486	651
Other non-current liabilities		178	86
Total Liabilities		22,607	8,695
Shareholders' Equity			
Share capital	Note 22	17,449	1,806
Contributed surplus		214	230
Accumulated other comprehensive			
(loss) income		(74)	25
Retained earnings		5,842	6,242
Total Shareholders' Equity		23,431	8,303
Total Liabilities and Shareholders'			
Equity		\$ 46,038	\$ 16,998

(See Notes to the Condensed Consolidated Financial Statements)

### 2018 HIGHLIGHTS

#### Highlights to the condensed consolidated balance sheets

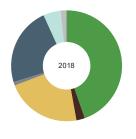
- Increase in assets and liabilities primarily relates to the Merger of PotashCorp and Agrium, Inc. effective as of January 1, 2018, as well as, the fair value increase from the purchase price allocation.
- The current ratio <sup>1</sup> was 1.18 as at March 31, 2018 (December 31, 2017 – 2.07).
- As at March 31, 2018, the company's **property, plant and equipment** accounted for 45 percent of total assets (December 31, 2017 – 76 percent).
- The total debt-to-capital ratio <sup>2</sup> was 31 percent as at March 31, 2018 (December 31, 2017 – 35 percent).
- Nutrien notes issued after March 31, 2018 in conjunction with the completion of an obligor exchange – no significant change in the economic terms of the consolidated notes outstanding as described in Note 20 and 21.

#### <sup>1</sup> Current assets / current liabilities.

<sup>2</sup> Total debt / (total debt + total shareholders' equity).

#### **TOTAL ASSETS**

As at March 31 - Unaudited (percentage)

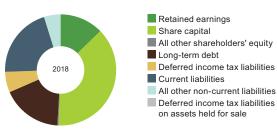


Property, plant and equipment
 Assets held for sale
 Current assets
 All other non-current assets
 Goodwill
 Other Intangibles
 Investments

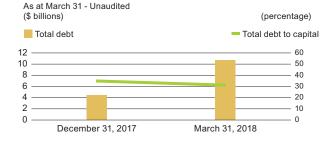
### As at March 31 - Unaudited

(percentage)

Source: Nutrien



#### TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY TOTAL DEBT AND TOTAL DEBT TO CAPITAL



Total debt = short-term debt + current portion of long-term debt + long-term debt + net unamortized debt issue costs

Capital = total debt + total shareholders' equity

Source: Nutrien

# **Note 1** Description of Business

Nutrien Ltd. is a provider of crop nutrients, inputs and services and plays a critical role in helping growers around the globe increase food production in a sustainable manner. The company's retail operations supply key products and services directly to growers – including crop nutrients, crop protection and seed, as well as agronomic and application services. The company produces the three essential nutrients – potash, nitrogen and phosphate – required to help farmers grow healthier, more abundant crops.

On January 1, 2018, after receiving all required regulatory approvals, Potash Corporation of Saskatchewan Inc. ("PotashCorp") and Agrium Inc. ("Agrium") combined their businesses in a transaction by way of a plan of arrangement (the "Merger") by becoming wholly owned subsidiaries of a new parent company named Nutrien Ltd.

With its subsidiaries, Nutrien Ltd. (together known as "Nutrien" or "the company" except where the context otherwise requires) is the world's largest provider of crop inputs and services. The company is a corporation organized under the laws of Canada and its registered head office is located at Suite 500, 122 – 1<sup>st</sup> Avenue South, Saskatoon, Saskatchewan, Canada. As at March 31, 2018, the company had assets as follows:

### Retail

 approximately 1,600 retail facilities across the US, Canada, Australia and key areas of South America

### Production

(Owned)

### Votash

- · six operations in the province of Saskatchewan
- one operation in the province of New Brunswick (indefinitely suspended in early 2016 and placed in care-and-maintenance mode)

### Nitrogen

- eight production facilities in North America, four in the province of Alberta and one located in each of the states of Texas, Georgia, Louisiana and Ohio
- one large-scale operation in the country of Trinidad
- seven upgrade facilities in North America, three in the province of Alberta and one in each of the states of Washington, Missouri, Georgia, and Alabama
- 50 percent investment in Profertil S.A. ("Profertil"), a nitrogen producer based in the country of Argentina
- 26 percent investment in Misr Fertilizers Production Company S.A.E. ("MOPCO"), a nitrogen producer based in the country of Egypt

#### Phosphate and Sulfate

- two mines and processing plants, one in each of the states of North Carolina and Florida
- · a production facility in the province of Alberta
- phosphate feed plants in the states of Illinois, Missouri, and Nebraska
- an industrial phosphoric acid plant in the state of Ohio

#### Others

- · a processing plant in the state of Louisiana
- investment in Canpotex Ltd. ("Canpotex"), a Canadian potash export, sales and marketing company owned in equal shares by Nutrien and another potash producer
- investments in Sociedad Quimica y Minera de Chile S.A. ("SQM"), Chile and Arab Potash Company ("APC"), Jordan, each currently classified as held for sale
- investment in Sinofert Holdings Limited ("Sinofert"), China

See Note 19 for additional information.

# Transportation and Distribution (excluding Retail) (Leased and Owned)

- leased or owned 403 terminals and warehouses (543 multi-product distribution points) in North America
- leased or owned approximately 15,300 railcars in North America
- · leased a warehouse in Malaysia
- ownership in a joint venture that leases a dry bulk fertilizer
   port terminal in Brazil
- · leased four vessels for ammonia transportation
- owned one multi-purpose vessel used for molten sulfur and phosphoric acid transportation

### **Note 2** Basis of Presentation

These unaudited interim condensed consolidated financial statements ("interim financial statements") are based on International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS), and have been prepared in accordance with International Accounting Standard (IAS) 34, "Interim Financial Reporting." The accounting policies and methods of computation used in preparing these unaudited interim condensed consolidated financial statements are consistent with those used in the preparation of PotashCorp's, the accounting acquirer, 2017 annual consolidated financial statements, with the exception of IFRS 9 "Financial Instruments" and IFRS 15 "Revenue from Contracts with Customers" which were adopted effective January 1, 2018. PotashCorp is the acquirer for accounting purposes, and as a result, figures for 2017 and

prior reflect the historical operations of PotashCorp. The financial statements and related notes of Nutrien in 2018 and beyond reflect the operations of Nutrien.

These interim financial statements include the accounts of Nutrien and its subsidiaries; however, they do not include all disclosures normally provided in annual consolidated financial statements. In management's opinion, the interim financial statements include all adjustments necessary to fairly present such information in all material respects. Interim results are not necessarily indicative of the results expected for any other interim period or the fiscal year.

These interim financial statements were authorized by the audit committee of the Board of Directors for issue on May 7, 2018.

These interim financial statements were prepared under the historical cost convention, except for certain items as discussed in the applicable accounting policies.

Where an accounting policy is applicable to a specific note to the statements, the policy is described within that note, with the related financial disclosures by major caption as noted in the table below. Certain of the company's accounting policies that relate to the financial statements as a whole, as well as estimates and judgments it has made and how they affect the amounts reported in the consolidated financial statements, are disclosed in Note 31. New standards and amendments or interpretations that were either effective and applied by the company during the first three months of 2018 or that were not yet effective are described in Note 31.

		Accounting	Accounting Estimates and	
Note	Торіс	Policies	Judgments	Page
3	Business combination	Х	Х	61
4	Revenue recognition	Х	Х	63
8	Income taxes	Х	Х	69
10	Cash equivalents	Х		72
11	Receivables	Х	Х	73
12	Inventories	Х	Х	74
13	Property, plant and equipment	Х	Х	75
14	Other assets		Х	77
15	Goodwill and other intangible assets	Х	Х	77
17	Derivative instruments	Х	Х	79

	Accounting	Accounting Estimates and	
Торіс	Policies	Judgments	Page
Asset retirement obligations and accrued			
environmental costs	Х	Х	81
Investments	Х	Х	84
Long-term debt	Х		87
Commitments	Х	Х	92
Guarantees	Х		93
Pension and other post-retirement			
benefits	Х	Х	94
Share-based compensation	Х	Х	98
Related party transactions	Х		102
Fair value and offsetting of financial			
instruments	Х	Х	103
Contingencies	Х	Х	108
	Asset retirement obligations and accrued environmental costs Investments Long-term debt Commitments Guarantees Pension and other post-retirement benefits Share-based compensation Related party transactions Fair value and offsetting of financial instruments	Asset retirement obligations and accrued environmental costsXInvestmentsXLong-term debtXCommitmentsXGuaranteesXPension and other post-retirement benefitsXShare-based compensationXRelated party transactionsXFair value and offsetting of financial instrumentsX	Accounting PoliciesEstimates and JudgmentsAsset retirement obligations and accrued environmental costsXXInvestmentsXXLong-term debtXXCommitmentsXXGuaranteesXXPension and other post-retirement benefitsXXShare-based compensationXXRelated party transactionsXXFair value and offsetting of financial instrumentsXX

# **Note 3** Business Combinations

#### **Accounting Policies**

Business combinations are recognized as follows:

- · Acquisitions of subsidiaries and businesses are accounted for using the acquisition method.
- Consideration for each acquisition is measured at the aggregate of the fair values of assets given, liabilities incurred or assumed, and equity instruments issued in exchange for control of the acquiree at the acquisition date.
- The acquisition date is the date the company obtains control over the acquiree and is generally the day the purchase consideration transfers.
- At the acquisition date, the identifiable assets acquired and liabilities assumed are recognized at their fair values with the
  exception of contingent liabilities, deferred taxes, employee benefit arrangements, replaced acquiree share-based
  compensation awards and assets held for sale, where IFRS provides exceptions to recording amounts at fair value.
- · Acquisition-related costs are recognized in net (loss) earnings as incurred.
- The excess of total consideration for each acquisition plus non-controlling interest in the acquiree, over the fair value of the identifiable net assets acquired, is recorded as goodwill. If the total consideration plus non-controlling interest is less than the fair value of the net assets acquired, a purchase gain is recognized in net (loss) earnings.
- If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination
  occurs, provisional amounts are recorded for the incomplete items. The measurement period is the period from the date of
  acquisition to the date complete information about facts and circumstances that existed as of the acquisition date is received,
  subject to a maximum of one year. Provisional amounts are retrospectively adjusted during the measurement period, or
  recognized as additional assets or liabilities to reflect new information obtained about facts and circumstances that existed as
  of the acquisition date that, if known, would have affected the amounts recognized as of that date.

#### Accounting Estimates and Judgments

- Estimation is required to allocate the purchase consideration to the fair value of the identifiable tangible and intangible assets acquired and liabilities assumed.
- Judgment is required to determine which entity is the acquirer in a merger of equals. PotashCorp is treated as the acquiring entity for accounting purposes. In identifying PotashCorp as the acquirer, the companies considered the voting rights of all equity instruments, the intended corporate governance structure of the combined company, the intended composition of senior management of the combined company and the size of each of the companies. In assessing the size of each of the companies, the companies evaluated various metrics. No single factor was the sole determinant in the overall conclusion that PotashCorp is the acquirer for accounting purposes; rather all factors were considered in arriving at the conclusion.

#### Merger with Agrium

As described in Note 1, PotashCorp and Agrium combined their businesses in a merger of equals. Expected benefits of the acquisition include operating synergies, primarily from the distribution and retail integration, production and expense optimization, and procurement savings.

Agrium was a retail distributor of agricultural crop inputs, providing growers with fertilizer, crop protection products, seed, services and solutions. Agrium was also one of the largest manufacturers of fertilizer in the world producing and marketing all three major crop nutrients – nitrogen, potash and phosphate.

On January 2, 2018, the first day Nutrien began trading, shareholders of PotashCorp received 0.400 common shares of Nutrien for each PotashCorp share held and shareholders of Agrium received 2.230 common shares of Nutrien for each Agrium share held. The exchange ratios represent the respective closing share prices of each company's common shares at market close on the NYSE on August 29, 2016, the last trading day prior to when the companies announced that they were in preliminary discussions regarding a merger of equals, which is consistent with the weighted average prices through that date. The outstanding share-based compensation awards of PotashCorp and Agrium were replaced by Nutrien share-based compensation awards of the applicable exchange ratio (refer to Note 27). The purchase consideration was \$16 billion. Merger and related costs of \$66 for the three months ended March 31, 2018 are included in other expenses (2017 – \$9).

The company has engaged independent valuation experts to assist in determining the fair value of certain assets acquired and liabilities assumed and related deferred income tax impacts. The purchase price allocation is not final as the company is continuing to obtain and verify information required to determine the fair value of certain assets and liabilities and the amount of deferred income taxes arising on their recognition. The company expects to finalize the amounts recognized as it obtains the information necessary to complete the analysis, not later than December 31, 2018. Due to the inherent complexity associated with valuations and the timing of the acquisition, the numbers below are provisional. The preliminary value that was allocated to Agrium's assets and liabilities based upon fair values is as follows:

	uary 1, 2018
Cash and cash equivalents	\$ 466
Receivables <sup>1</sup>	2,424
Inventories	3,321
Prepaid expenses and other current assets	1,124
Assets held for sale <sup>2</sup>	105
Property, plant and equipment <sup>3</sup>	7,783
Goodwill <sup>4</sup>	10,455
Other intangible assets <sup>5</sup>	2,318
Investments	522
Other assets	123
Total assets	\$ 28,641
Short-term debt	\$ 867
Payables and accrued charges	5,223
Long-term debt	4,941
Deferred income tax liabilities	498
Pension and other post-retirement benefit liabilities	142
Asset retirement obligations and accrued environmental costs 6	888
Other non-current liabilities	72
Total liabilities	\$ 12,631
Net assets (consideration for the merger)	\$ 16,010

<sup>1</sup> This includes trade receivables with gross contractual trade receivables of \$2,247, of which \$78 are considered to be uncollectible.

<sup>2</sup> This relates to the assets held at Conda phosphate and North Bend nitric acid operations. The sale was completed on January 12, 2018.

<sup>3</sup> Refer to Note 13 for detailed information of property, plant and equipment acquired.

<sup>4</sup> Goodwill resulting from the acquisition is attributed to the strategic and financial benefits expected to be realized, including the increased post-acquisition scale of operations, purchasing and distribution capability, and the assembled workforce. The portion of goodwill deductible for income tax purposes, if any, will be determined when the purchase allocation is finalized.

<sup>5</sup> Refer to Note 15 for detailed information of other intangible assets acquired.

<sup>6</sup> Refer to Note 18 for detailed information of asset retirement obligations and accrued environmental costs acquired. Included in payables and accrued charges is \$39 related to the current portion of asset retirement obligations and accrued environmental costs.

The significant fair value considerations included in the preliminary allocation of purchase price are discussed below:

#### Property, plant and equipment

The preliminary estimated fair value was primarily determined using a market approach for land and certain types of personal property, and a replacement cost approach for the remainder. The market approach for land and certain types of personal property represents a sales comparison that measures the value of an asset through an analysis of sales and offerings of comparable assets. The replacement cost approach used for all other depreciable property, plant and equipment measures the value of an asset by estimating the cost to acquire or construct comparable assets and adjusts for age and condition of the asset.

#### Other intangible assets

Other intangible assets primarily consist of acquired customer relationships, brands, proprietary technology, trademarks and tradenames. The preliminary fair value of customer-related assets was determined using the excess earnings method, an income approach.

#### Long-term debt

The fair value of debentures was determined based on comparable debt instruments with similar maturities, adjusted where necessary to Agrium's credit spread, based on information published by financial institutions.

#### Accrued environmental costs

The preliminary fair value for environmental costs was determined using a decision-tree approach of future costs and a risk premium to capture the compensation sought by risk-averse market participants for bearing the uncertainty inherent in the cash flows of the liability. Accrued environmental costs are expected to be paid over a period extending up to 30 years and were discounted using a credit adjusted risk free rate.

# Financial information related to the acquired operations of Agrium

The following table provides "Gross sales" and "earnings (loss) from continuing operations before income taxes":

Summary results of acquired operations of	
Agrium <sup>1</sup>	
Gross sales	\$ 2,488
Net loss	\$ (243)

<sup>1</sup> Results of acquired operations included in the company's condensed consolidated statements of (loss) earnings for the period from January 1, 2018 to March 31, 2018.

# **Note 4** Segment Information

The company has four reportable operating segments: retail, potash, nitrogen and phosphate and sulfate. The retail segment distributes crop nutrients, crop protection products, seed and merchandise and provides services directly to growers through a network of farm centers in North and South America and Australia. The potash, nitrogen and phosphate and sulfate segments are differentiated by the chemical nutrient contained in the products that each produces.

#### Accounting Policies

#### **Operating Segments**

Prior to the Merger, the company identified the Chief Executive Officer as the Chief Operating Decision Maker ("CODM") and used gross margin to measure the segments' profit or loss. The operating segments were limited to the following: potash, nitrogen, and phosphate. The changes in the structure of the company's internal organization as a result of the Merger caused the composition of the operating segments to change as well as who the company has identified to be the CODM.

Post-Merger, the company identified the Executive Leadership Team ("ELT") as the CODM. The CODM uses net (loss) earnings from continuing operations before finance costs, income tax (recovery) expense, and depreciation and amortization ("EBITDA") to measure performance and allocate resources to the operating segments. The CODM believes EBITDA to be an important measure as it excludes the effects of items that primarily reflect the impact of long-term investment and financing decisions, rather than the performance of the company's day-to-day operations.

Accounting policies of the segments are the same as those described in Note 2 and Note 31; and measured in a manner consistent with the financial statements.

#### Revenue

The company follows a policy of recognizing revenue when it satisfies the performance obligations in its contracts by transferring control of a product or service to a customer.

#### Retail

The company generates revenue through the sale of goods and the provision of services in the retail product lines which include crop protection products, crop nutrients, seed, merchandise and services throughout the US, Canada, Australia and South America.

Sales revenue consists primarily of:

- Crop Nutrients sales of dry and liquid macronutrient products which include nitrogen, potash and phosphates, proprietary liquid micronutrient products and nutrient application services;
- Crop Protection products sales of various third-party supplier and proprietary products designed to maintain crop quality and manage plant diseases, weeds, and other pests;
- · Seed various third-party supplier seed brands and proprietary seed product lines;
- Merchandise sales of fencing, feed supplements, livestock-related animal health products, storage and irrigation equipment, and other products; and
- Services and other revenues sales of product application, soil and leaf testing, crop scouting and precision agriculture services and financial services.

Sales revenue for the sale of goods is recognized at the point in time when the product is picked up by the customer at the company's retail farm center or delivered to the customer's farm. Sales revenue for the sale of services is recognized when the promised service is delivered. The company sells certain retail products to end customers with a right of return. A refund liability and a right to the returned goods (included in inventory) are recognized for the products expected to be returned. Provisions for returns, trade discounts and rebates are deducted from revenue. Returns and incentives are estimated based on historical and

#### Accounting Estimates and Judgments

#### **Operating Segments**

The ELT, comprised of officers at the Executive Vice President level and above, are responsible for strategic decision making, resource allocation and assessing financial performance and is identified as the company's CODM for the purposes of reporting segment operations under IFRS. The CODM reviews the results of the company's operations and financial position on consolidated and operating segment levels. The company's operating segments are defined by the organization and reporting structure through which the company's business operates.

#### Revenue

Accumulated experience is used to estimate and provide for product sales which contain volume rebates, using the most likely method, and revenue is recognized to the extent that it is highly probable that significant reversals will not occur. Estimates on rebates are described in Note 11.

#### Accounting Policies continued

forecasted data, contractual terms and current conditions. Due to the nature of goods and services sold, any single estimate would have only a negligible impact on revenue recognition.

#### Potash, Nitrogen, and Phosphate and Sulfate

The company manufactures and sells potash, nitrogen and phosphate and sulfate products. While agriculture is the company's primary market, it also produces products for animal nutrition and industrial uses. Sales from contracts with customers are recognized at the point in time when control of products have transferred to the customer, which is when the related goods are loaded for shipping or delivered to the customer, depending on the contractual terms. Indicators of transfer of control depend on the contractual terms with the company's customers and include when the customer is obliged to pay for the products, has legal title of the products, has physical possession of the products, has assumed the significant risks and rewards of ownership of the products, has accepted the products and any other relevant indicators.

The company's sales revenue is recorded and measured based on the freight on board mine, plant, warehouse or terminal price specified in the contract (except for certain vessel sales or specific product sales that are shipped and recorded on a delivered basis) which reflects the consideration the company expects to be entitled to in exchange for the goods or services, net of any variable consideration (e.g. any trade discounts or estimated volume rebates). Where volume rebates are provided for in customer contracts, the company estimates revenue at the earlier of the most likely amount of consideration expected to receive or when the consideration becomes fixed. The company's customer contracts may provide certain product quality specification guarantees but do not generally provide for refunds or returns. No significant element of financing is deemed present due to the short-term nature of the company's sales contracts.

Sales prices are based on North American and International benchmark market prices which are variable and subject to global supply and demand and competitive factors. Potash international prices are referenced at the mine site thereby excluding transportation and distributions costs while North American prices are referenced at delivered prices and include transportation and distribution costs. Nitrogen products primarily consist of urea, ammonia, urea ammonium nitrate, and industrial-grade ammonium nitrate where realized selling prices are impacted by global energy costs and supply. Phosphate products primarily consist of solid fertilizer, liquid fertilizer, industrial products and feed products where realized selling prices are impacted by global sulfur and ammonia costs and supply.

#### Other

The company does not provide general warranties. Intersegment sales are made under terms that approximate market value. Transportation costs are recovered from the customer through sales pricing.

Seasonality in the company's business results from increased demand for products during planting season. Sales are generally higher in spring and fall.

Accounting Estimates and Judgments continued

#### Supporting Information

Financial information on each of these segments, consistent with the company's disaggregated revenue information under IFRS 15, is summarized in the following tables:

	Three Months Ended March 31, 2018						
	Retail	Potash	Nitrogen	Phosphate and Sulfate	Others	Eliminations	Consolidated
Sales – third party – intersegment	\$2,088 11	\$ 602 68	\$ 624 122	\$  381 81	\$ — —	\$	\$    3,695 —
Sales – total Freight, transportation and distribution	2,099 —	670 (95)	746 (74)	462 (58)		(282) 19	3,695 (208)
Net sales Cost of goods sold	2,099 (1,691)	575 (280)	672 (524)	404 (375)	-	(263) 230	(2,640)
Gross margin Selling expenses General and administrative expenses	408 (523) (23)	295 (3) (3)	148 (8) (6)	29 (3) (3)	- 5 (84)	(33) —	847 (532) (119)
Provincial mining and other taxes Earnings of equity-accounted investees Other income (expenses)	(23) - 2 3	(48) - (4)	(6) - 4 (6)	(3)	(04) - 1 (72)	-	(113) (48) 7 (79)
(Loss) Earnings before finance costs and income taxes Depreciation and amortization	(133) 123	237 91	(6) 132 129	23 51	(150) 17	(33)	76 411
EBITDA <sup>1</sup> Assets <sup>2</sup>	(10) 13,709	328 13,360	261 5,615	74 2,493	(133) 10,861	(33)	487 46,038

<sup>1</sup> EBITDA is a non-IFRS measure calculated as net (loss) earnings from continuing operations before finance costs, income taxes and depreciation and amortization. Nutrien uses EBITDA as a supplemental measure. EBITDA is frequently used by investors and analysts for valuation purposes when multiplied by a factor to estimate the enterprise value of a company. EBITDA is also used in determining annual incentive compensation for certain management employees and in calculating certain of the company's debt covenants. Generally, this measure is a numerical measure of a company's performance, financial position or cash flows that either excludes or includes amounts that are not normally excluded or included in the most directly comparable measure calculated and presented in accordance with IFRS. EBITDA is not a measure of financial performance (nor does it have a standardized meaning) under IFRS. In evaluating this measure, investors should consider that the methodology applied in calculating such measures may differ among companies and analysts. The company uses both IFRS and certain non-IFRS measures to assess performance. Management believes the non-IFRS measures provide useful supplemental information to investors in order that they may evaluate Nutrien's financial performance using the same measures as management. Management believes that, as a result, the investor is afforded greater transparency in assessing the financial performance of the company. These non-IFRS financial measures should not be considered as a substitute for, nor superior to, measures of financial performance prepared in accordance with IFRS.

<sup>2</sup> Included in the total assets relating to the others segment are \$1,150 relating to the investments held for sale as described in Note 19. Goodwill related to the Merger is not allocated due to the timing of close and the provisional status of the purchase price allocation.

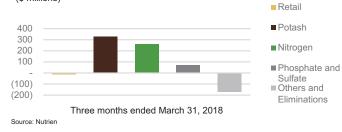
### \$847 Gross Margin Earned from all nutrients in the first guarter of 2018

		Three Months Ended March 31, 2017					
	Potash	Nitrogen		phate Sulfate	Others	Eliminations	Consolidated
Sales – third party – intersegment	\$    429 _	\$ 37 2		308 —	\$	\$	\$    1,112 _
Sales – total Freight, transportation and distribution	429 (64)	39 (3		308 (37)		(22)	1,112 (133)
Net sales Cost of goods sold	365 (200)	36 (26		271 (260)		(22) 22	(706)
Gross margin Selling expenses	165 (2)		4)	11 (2)	- (1)	-	273 (9)
General and administrative expenses Provincial mining and other taxes Other expenses	(2) (33) (5)		1) - 2)	(1) - (1)	(37) - (7)	-	(41) (33) (15)
Earnings (loss) before finance costs and income taxes Depreciation and amortization	123 55	9 5		7 58	(45) 9	-	175 172
EBITDA Assets <sup>1</sup>	178 9,784	14 2,51		65 2,324	(36) 2,693	-	347 17,311

<sup>1</sup> Included in the total assets relating to the others segment are \$1,969 relating to the investments held for sale as described in Note 19.

### EBITDA BY SEGMENT Unaudited

#### (\$ millions)



The company has disaggregated revenue from contracts with customers by product line or geographic location for each reportable segment, as it believes this best depicts how the nature, amount, timing and uncertainty of revenue and cash flows are affected by economic factors.

	Three	e Months E	Ended	
Retail sales by product line	March 3 2018	1, N	/arch 2017	31, 7
Crop nutrients		684	\$	_
Crop protection products		774		_
Seed		341		_
Merchandise		149		_
Services and other		151		-
	\$2,	099	\$	_
Manufactured Potash sales by geography				
North America		346	\$	231
Offshore		324	¢	198
	\$	670	\$	429
Nitrogen sales by product line		_		
Manufactured Product				
Ammonia	\$	236	\$	169
Urea		232	•	97
Solutions and nitrates		155		125
Other nitrogen and purchased products		123		6
	\$	746	\$	397
Phosphate and Sulfate sales by product line				
Manufactured Product			•	
Fertilizer		276	\$	161
Feed and Industrial		118		146
Ammonium sulfate		20		-
Other phosphate and purchased products		48		1
	\$	462	\$	308

### **Note 5** Provincial Mining and Other Taxes

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Under Saskatchewan provincial legislation, the company is subject to resource taxes, including the potash production tax and the resource surcharge.

	For the	e Three Marc	Ended
		2018	2017
Potash production tax	\$	28	\$ 22
Saskatchewan resource surcharge and other		20	11
	\$	48	\$ 33

### **Note 6** Other Expenses

	For th	ne Three Marc		Ended
		2018		2017
			(No	ote 32)
Foreign exchange gain	\$	2	\$	1
Merger and related costs		(66)		(9)
Other expenses		(15)		(7)
	\$	(79)	\$	(15)

### **Note 7** Finance Costs

Finance costs mainly arise from interest expense on long-term senior notes and debentures.

	For the Three Months End March 31,			
		2018		2017
Interest expense on				
Short-term debt	\$	18	\$	1
Long-term debt		92		52
Interest on net defined benefit pension and other post-retirement plan obligations				
(Note 26)		5		5
Unwinding of discount on asset retirement obligations (Note 18)		7		4
Borrowing costs capitalized to property, plant and equipment		(2)		(3)
Other interest income		(1)		-
	\$	119	\$	59

Borrowing costs capitalized to property, plant and equipment during the three months ended March 31, 2018 were calculated by applying an average capitalization rate of 4.5 percent (2017 – 4.4 percent) to expenditures on qualifying assets. See Note 10 for interest paid.

# **Note 8** Income Taxes

This note explains the company's income tax recovery (expense) and tax-related balances within the interim financial statements.

#### **Accounting Policies**

The company operates in a specialized industry and in several tax jurisdictions. As a result, its income is subject to various rates of taxation. Taxation on items recognized in the condensed consolidated statements of (loss) earnings, other comprehensive income ("OCI") or contributed surplus is recognized in the same location as those items.

Taxation on earnings is comprised of current and deferred income tax.

<ul> <li>Current income tax is:</li> <li>Deferred income tax is:</li> <li>the expected tax payable on the taxable earnings for the period;</li> <li>calculated using rates enacted or substantively enacted at the condensed consolidated balance sheet date in the countries where the company's subsidiaries, held for sale investees and equity-accounted investees operate and generate taxable earnings; and</li> <li>inclusive of any adjustment to income tax payable or recoverable in respect of previous years.</li> <li>Deferred income tax is:</li> <li>recognized using the liability method;</li> <li>based on temporary differences between financial statements' carrying amounts of assets and liabilities and their respective income tax bases; and</li> <li>determined using tax rates that have been enacted or substantively enacted by the condensed consolidated balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is</li> </ul>
<ul> <li>the period;</li> <li>calculated using rates enacted or substantively enacted at the condensed consolidated balance sheet date in the countries where the company's subsidiaries, held for sale investees and equity- accounted investees operate and generate taxable earnings; and</li> <li>based on temporary differences between financial statements' carrying amounts of assets and liabilities and their respective income tax bases; and</li> <li>determined using tax rates that have been enacted or substantively enacted by the condensed consolidated balance sheet date and are expected to apply when the related deferred income tax asset</li> </ul>
settled.

The realized and unrealized excess tax benefit from share-based compensation arrangements is recognized in contributed surplus as current and deferred tax, respectively.

Uncertain income tax positions are accounted for using the standards applicable to current income tax liabilities and assets; i.e., both liabilities and assets are recorded when probable and measured at the amount expected to be paid to (recovered from) the taxation authorities using the company's best estimate of the amount.

Deferred income tax is not accounted for:

- with respect to investments in subsidiaries and equity-accounted investees where the company is able to control the reversal of the temporary difference and that difference is not expected to reverse in the foreseeable future; and
- if arising from initial recognition of an asset or liability in a transaction, other than a business combination, that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred income tax assets are reviewed at each balance sheet date and amended to the extent that it is no longer probable that the related tax benefit will be realized.

#### Accounting Estimates and Judgments

Estimates and judgments to determine the company's taxes are impacted by:

- · the breadth of the company's operations; and
- · global complexity of tax regulations.

The final taxes paid, and potential adjustments to tax assets and liabilities, are dependent upon many factors including:

- negotiations with taxation authorities in various jurisdictions;
- · outcomes of tax litigation; and
- resolution of disputes arising from federal, provincial, state and local tax audits.

Estimates and judgments are used to recognize the amount of deferred tax assets, which:

- includes the probability that future taxable profit will be available to use deductible temporary differences; and
- could be reduced if projected earnings are not achieved or increased if earnings previously not projected becomes probable.

#### Accounting Policies continued

Income tax assets and liabilities are offset when:

#### Accounting Estimates and Judgments continued

For current income taxes, the company has:	For deferred income taxes:					
<ul> <li>a legally enforceable right <sup>1</sup> to offset the recognized amounts; and</li> <li>the intention to settle on a net basis or realize the asset and settle the liability simultaneously.</li> </ul>	<ul> <li>the company has a legally enforceable right to set off current tax assets against current tax liabilities; and</li> <li>they relate to income taxes levied by the same taxation authority on either: (1) the same taxable entity; or (2) different taxable entities intending to settle current tax liabilities and assets on a net basis, or realize assets and settle liabilities simultaneously in each future period. <sup>2</sup></li> </ul>					
<sup>1</sup> For income taxes levied by the same taxation authority and the authority permits the company to make or receive a single net						
payment or receipt.						
<sup>2</sup> In which significant amounts of deferred tax liabilities or assets exp	bected are to be settled or recovered.					

#### Supporting Information

A separate estimated average annual effective income tax rate was determined for each taxing jurisdiction and applied individually to the interim period pre-tax income from continuing operations for each jurisdiction.

	Thre	e Mor Marc	nths Er ch 31	nded
Income Tax Related to Continuing Operations	20	18	20	17
Income tax recovery (expense)	\$	42	\$	(10)
Actual effective tax rate on ordinary earnings		89%		12%
Actual effective tax rate including discrete items		95%		8%
Discrete tax adjustments that impacted the tax rate	\$	3	\$	5

Ordinary earnings for the three months ended March 31, 2018 were negative as compared to positive earnings for the three months ended March 31, 2017. This produced very different weightings between jurisdictions on a quarter-over-quarter basis. This resulted in an increase in the actual effective tax rate on ordinary earnings. Compared to the same period last year, earnings were significantly lower in the United States and Canada and higher in lower-tax jurisdictions resulting in overall lower income taxes.

#### Income Tax Balances

Income tax balances within the condensed consolidated balance sheet were comprised of the following:

Income Tax Assets (Liabilities)	Balance Sheet Location	March 31, 2018	December 31, 2017
Current income tax assets			
Current	Receivables (Note 11)	\$ 152	\$ 24
Non-current	Other assets (Note 14)	63	64
Deferred income tax assets	Other assets (Note 14)	149	18
Total income tax assets		\$ 364	\$ 106
Current income tax liabilities			
Current	Payables and accrued charges (Note 16)	\$ (57	\$ (16)
Non-current	Other non-current liabilities	(81	(43)
Deferred income tax liabilities	Deferred income tax liabilities	(2,762	(2,205)
Total income tax liabilities		\$ (2,900	\$ (2,264)

Amounts and expiry dates of unused tax losses and unused tax credits as at January 1, 2018 were:

	Amount	Expiry Date
Unused operating losses	\$314	2018 – Indefinite
Unused tax credits	\$ 59	2018 – Indefinite
Unused capital losses	\$ 17	None

Subsequent to March 31, 2018, capital losses totaling \$675 were realized upon completion of a debt restructuring in Canada. Deferred tax assets will not be recognized for these capital losses.

# **Note 9** Net Earnings per Share

Basic net earnings per share provides a measure of the interests of each ordinary common share in the company's performance over the period. Diluted net earnings per share adjusts basic net earnings per share for the effects of all dilutive potential common shares.

	For the T	March 31,		
		2018 <sup>2</sup>		2017
Basic net earnings per share <sup>1</sup> Net (loss) earnings from continuing operations available to common shareholders Net earnings from discontinued operations available to common shareholders	\$	(1)	\$	106 43
Net (Loss) Earnings	\$	(1)	\$	149
Weighted average number of common shares	64	2,690,000	8	39,911,000
Basic net earnings per share from continuing operations Basic net earnings per share from discontinued operations Basic net earnings per share from continuing and discontinued operations	\$\$		\$ \$ \$	0.13 0.05 0.18
Diluted net earnings per share <sup>1</sup> Net (loss) earnings from continuing operations available to common shareholders Net earnings from discontinued operations available to common shareholders	\$	(1)	\$	106 43
Net (Loss) Earnings	\$	(1)	\$	149
Weighted average number of common shares Dilutive effect of stock options Dilutive effect of share-settled performance share units ("PSUs")	64	2,690,000 521,000 7,000	8	39,911,000 251,000 49,000
Weighted average number of diluted common shares	64	3,218,000	8	40,211,000
Diluted net earnings per share from continuing operations Diluted net earnings per share from discontinued operations Diluted net earnings per share from continuing and discontinued	\$ \$	_	\$ \$	0.13 0.05
operations	\$	-	\$	0.18

For performance-based stock option plans, the number of contingently issuable common shares included in the calculation was based on the number of shares, if any, that would be issuable if the end of the reporting period was the end of the performance period and the effect was dilutive.

Options excluded from the calculation of diluted net earnings per share due to the option exercise prices being greater than the average market price of common shares were as follows:

	For the Three Months Ended March 31,						
	2018	2017					
Number of options excluded Performance option plan	7,472,060	13,151,912					
years fully excluded	2008 – 2015	2008 – 2014, 2017					
Stock option plan years fully							
excluded	2015, 2018	-					

<sup>1</sup> Net earnings per share calculations are based on dollar and share amounts each rounded to the nearest thousand.

<sup>2</sup> The number of shares, stock options and share-settled PSUs reflect the Merger. Refer to Note 3 for details.

Net earnings per share = net earnings available to common shareholders / weighted average number of common shares issued and outstanding during the period. Diluted net earnings per share incorporated the following adjustments. The denominator was:

- ▲ increased by the total of the additional common shares that would have been issued assuming exercise of all stock options with exercise prices at or below the average market price for the period;
- increased by the total of the additional share-settled PSUs that could be issued if vesting criteria are achieved; and
- decreased by the number of shares that the company could have repurchased if it had used the assumed proceeds from the exercise of stock options to repurchase them on the open market at the average share price for the period.

## **Note 10** Consolidated Statements of Cash Flows

### Accounting Policy

Highly liquid investments with a maturity of three months or less from the date of purchase are considered to be cash equivalents.

For the Three Months Ended March 31		:	2018			2017 te 32)
Reconciliation of cash (used in) provided by operating activities Net (loss) earnings Adjustments to reconcile net (loss) earnings to cash (used in) provided by operating activities Depreciation and amortization Net undistributed earnings of equity-accounted investees (Note 19) Share-based compensation (Note 27) Recovery of deferred income tax (Note 8) Asset retirement obligations and accrued environmental costs (Note 18) Other long-term liabilities and miscellaneous	411 (6) 16 (8) (18) 6	\$	(1)	172 (37) 5 (14) (1) 19	\$	149
Subtotal of adjustments Changes in non-cash operating working capital Receivables Inventories Prepaid expenses and other current assets Payables and accrued charges	(187) (1,701) 645 503		401	15 (49) (5) (31)		144
Subtotal of changes in non-cash operating working capital			(740)			(70)
Cash (used in) provided by operating activities		\$	(340)		\$	223
Supplemental cash flows disclosure Interest paid Income taxes paid		\$ \$	114 29		\$ \$	29 15

The following is a summary of changes in liabilities arising from financing activities:

	and cu	-term debt rent portion -term debt <sup>1</sup>	ng-term debt	Total
Balance – December 31, 2017	\$	730	\$ 3,711	\$ 4,441
Cash flows 1		494	(4)	490
Non-cash changes		(5)	(27)	(32)
Reclassifications		518	(518)	-
Debt acquired in Merger (Note 3)		878	4,930	5,808
Foreign currency translation		-	(1)	(1)
Balance – March 31, 2018	\$	2,615	\$ 8,091	\$ 10,706
Balance – December 31, 2016	\$	884	\$ 3,707	\$ 4,591
Cash flows 1		21	_	21
Balance – March 31, 2017	\$	905	\$ 3,707	\$ 4,612

<sup>1</sup> Cash inflows and cash outflows arising from short-term debt transactions are presented on a net basis.

## **Note 11** Receivables

Receivables represent amounts the company expects to collect from other parties. Trade receivables consist mainly of amounts owed to Nutrien by its customers, the largest individual customer being the related party, Canpotex.

#### Accounting Policies

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost less provision for impairment of trade accounts receivable. When a trade receivable is uncollectible, it is written off against the provision. Subsequent recoveries of amounts previously written off are credited to the condensed consolidated statements of (loss) earnings.

Vendors may offer various incentives to purchase products for resale. Vendor rebates and prepay discounts are accounted for as a reduction of the prices of the suppliers' products. Rebates based on the amount of materials purchased reduce cost of goods as inventory is sold. Rebates are offset based on sales volume to cost of goods sold if the rebate has been earned based on sales volume of products.

Rebates that are probable and can be reasonably estimated are accrued. Rebates that are not probable or estimable are accrued when certain milestones are achieved. Rebates not covered by binding agreements or published vendor programs are accrued when conclusive documentation of right of receipt is obtained.

#### Accounting Estimates and Judgments

Determining when amounts are deemed uncollectible requires judgment.

Vendor arrangements are diverse and can be highly complex. When vendor rebates are probable and can be estimated, a rebate will be accrued by estimating the point at which performance has been completed under an agreement. The amount of the accrual is determined by analyzing and reviewing historical trends to apply negotiated rates to estimated and actual purchase volumes. Estimated amounts accrued throughout the year could be impacted if actual purchase volumes differ from projected volumes.

#### Supporting Information

	March 31, 2018	December 31, 2017
Trade accounts – third parties	\$ 2,494	\$ 314
– Canpotex (Note 28)	171	82
Less provision for impairment of trade accounts receivable	(19)	(6)
	2,646	390
Rebates	271	-
Income taxes receivable (Note 8)	152	24
Other non-trade accounts	161	75
	\$ 3,230	\$ 489

#### Note 12 Inventories

Inventories consist of retail inventory (crop nutrients, crop protection products, seed and merchandise products) and products from the potash, nitrogen and phosphate and sulfate segment in varying stages of the production process.

· replacement cost, considered to be the

best available measure of net realizable

#### Accounting Policies

Inventories are valued monthly at the lower of cost and net realizable value. Costs, allocated to inventory using the weighted average cost method, include direct acquisition costs, direct costs related to units of production and a systematic allocation of fixed and variable production overhead, as applicable.

Net realizable value is based on:

For products for resale, finished goods and raw materials For materials and supplies

- · selling price of the finished product (in ordinary course of business);
- · less the estimated costs of completion; and
- · less the estimated costs to make the sale.

A writedown is recognized if carrying amount exceeds net realizable value, and may be reversed if the circumstances which

#### Supporting Information

caused it no longer exist.

	ch 31, )18	December 31, 2017		
Purchased for resale	\$ 4,513	\$	_	
Finished products	557		260	
Intermediate products	215		202	
Raw materials	248		62	
Materials and supplies	382		264	
	\$ 5,915	\$	788	

The carrying amount of inventory recorded at net realizable value was \$55 as at March 31, 2018 (December 31, 2017 - \$45), with the remaining inventory recorded at cost.

value.

#### Accounting Estimates and Judgments

Judgment involves determining:

- the appropriate measure of net realizable value;
- · inputs to the determination of net realizable value, consisting of a combination of interrelated demand and supply variables; and
- · the allocation of production overhead to inventories.

## **Note 13** Property, Plant and Equipment

The majority of the company's tangible assets are the buildings, machinery and equipment used to produce and/or distribute its products and services. These assets are depreciated over their estimated useful lives.

#### Accounting Policies

Property, plant and equipment (which include certain mine development costs, pre-stripping costs and assets under construction) are carried at cost less accumulated depreciation and any recognized impairment loss.

Cost includes all expenditures directly attributable to bringing the asset to the location and installing it in working condition for its intended use, including:

- income or expenses; 1
- a reduction for investment tax credits to which the company is entitled;
- additions, betterments and renewals; and
- borrowing costs during construction.<sup>2</sup>

Each component of an item of property, plant and equipment with a cost that is significant in relation to the item's total cost is depreciated separately. When the cost of replacing part of an item of property, plant and equipment is capitalized, the carrying amount of the replaced part is derecognized. The cost of major inspections and overhauls is capitalized and depreciated over the period until the next major inspection or overhaul. Maintenance and repair expenditures that do not improve or extend productive life are expensed in the period incurred.

Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognized in earnings before finance costs and income taxes.

<sup>1</sup> Derived from the necessity to bring an asset under construction to

the location and condition necessary to be capable of operating in the manner and location intended.

<sup>2</sup> The capitalization rate is based on the weighted average interest rate on all of the company's outstanding third-party debt. Capitalization ceases when assets are substantially ready for their intended use.

#### Accounting Estimates and Judgments

Judgment involves determining:

- which costs are directly attributable (e.g., labor, overhead) and when income or expenses derived from an asset under construction are recognized as part of the asset cost;
- appropriate timing for ceasing cost capitalization <sup>1</sup>, considering the circumstances and the industry in which the asset is to be operated, normally predetermined by management with reference to such factors as productive capacity;
- the appropriate level of componentization (for individual components for which different depreciation methods or rates are appropriate);
- · which repairs and maintenance constitute major inspections and overhauls; and
- · the appropriate life over which such costs should be amortized.

Property, plant and equipment directly related to the potash, nitrogen and phosphate and sulfate operations are depreciated using the units-of-production method based on the shorter of estimates of reserves or service lives. Pre-stripping costs are depreciated on a units-of-production basis over the ore mined from the mineable acreage stripped. Land is not depreciated. Other asset classes are depreciated on a straight-line basis.

The following estimated useful lives have been applied to the majority of property, plant and equipment assets as at March 31, 2018:

	Useful Life Range (years)	Weighted Average Useful Life (years) <sup>3</sup>
Land improvements	5 to 70	34
Buildings and improvements	5 to 70	44
Machinery and equipment <sup>2</sup>	2 to 60	25

Asset residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the depreciation period or method, as appropriate, and are treated as changes in accounting estimates.

The company assesses its existing assets and their depreciable lives in connection with the review at the end of each reporting period. When it is determined that assigned asset lives do not reflect the expected remaining period of benefit, prospective changes are made to their depreciable lives. Uncertainties are inherent in estimating reserve quantities, particularly as they relate to assumptions regarding future prices, the geology of the company's mines, the mining methods used, and the related costs incurred to develop and mine its reserves. Changes in these assumptions could result in material adjustments to reserve estimates, which could result in impairments or changes to depreciation expense in future periods, particularly if reserve estimates are reduced.

<sup>1</sup> Generally when the asset or asset under construction is substantially complete and in the location and condition necessary for it to be capable of operating in the manner intended by management.

- <sup>2</sup> Comprised primarily of plant equipment.
- <sup>3</sup> Weighted by carrying amount as at March 31, 2018. Carrying amounts do not include preliminary fair value adjustments related to the Merger.

Accounting policies, estimates and judgments related to impairment of long-lived assets are included within Note 31.

#### Supporting Information

		ind and ovements	lings and ovements	achinery and uipment	ts Under struction	Total
Carrying amount – December 31, 2017	\$	1,591	\$ 4,184	\$ 6,744	\$ 452	\$ 12,971
Merger impact <sup>1</sup>		452	2,947	3,988	396	7,783
Other acquisitions		14	(3)	40	-	51
Additions		14	9	21	172	216
Disposals		(1)	(1)	(12)	-	(14)
Transfers		12	8	84	(104)	_
Foreign currency translation		(2)	(4)	(5)	(1)	(12)
Other adjustments		(10)	_	4	_	(6)
Depreciation		(28)	(70)	(315)	-	(413)
Carrying amount – March 31, 2018	\$	2,042	\$ 7,070	\$ 10,549	\$ 915	\$ 20,576
Balance as at March 31, 2018 comprised of:						 
Cost	\$	3,204	\$ 7,790	\$ 16,131	\$ 915	\$ 28,040
Accumulated depreciation		(1,162)	(720)	(5,582)	-	(7,464)
Carrying amount	\$	2,042	\$ 7,070	\$ 10,549	\$ 915	\$ 20,576

<sup>1</sup> The company recorded \$7,783 of acquired property, plant and equipment from Agrium, representing their preliminary fair values as at the acquisition date as described in Note 3.

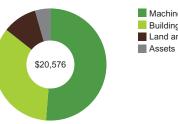
Depreciation of property, plant and equipment was included in the following:

	ch 31, 018	March 31, 2017		
Cost of goods sold	\$ 272	\$	164	
Selling expenses	64		_	
General and administrative expenses	12		2	
	348		166	
Depreciation recorded in inventory	76		7	
	\$ 424	\$	173	

Operating accounts payable incurred for additions to property, plant and equipment do not result in a cash outflow. When paid, the liabilities are reflected as a cash outflow within investing activities. The applicable net change in accounts payable relating to investing activities on the condensed consolidated statements of cash flow for the three months ended March 31, 2018 was (24) (2017 - (49)).

### CARRYING AMOUNTS OF PROPERTY, PLANT AND EQUIPMENT

As at March 31, 2018 – Unaudited (percentage)



Machinery and equipment
 Buildings and improvements
 Land and improvements
 Assets under construction

Source: Nutrien

### Note 14 Other Assets

#### Accounting Estimates and Judgments

The costs of certain ammonia catalysts are capitalized to other assets and are amortized, net of residual value, on a straight-line basis over their estimated useful lives of one to 12 years.

Upfront lease costs are capitalized to other assets and amortized over the life of the leases on a straight-line basis, the latest of which extends through 2037.

#### Supporting Information

Other assets were comprised of:

		ch 31, 018	December 31 2017		
Deferred income taxes assets (Note 8)	\$	149	\$	18	
Ammonia catalysts – net of accumulated amortization of \$63 (2017 – \$61)		78		42	
Long-term income taxes receivable (Note 8)		63		64	
Accrued pension benefit asset (Note 26)		32		24	
Investment tax credits receivable		23		24	
Margin deposits on derivative instruments		16		17	
Upfront lease costs – net of accumulated amortization of \$12 (2017 – \$12)		15		15	
Other – net of accumulated amortization of \$23 (2017 – \$23)		98		42	
	\$	474	\$	246	

## **Note 15** Goodwill and Other Intangible Assets

Intangible assets, including goodwill, are identifiable, represent future economic benefits and are controlled by the company. Goodwill is not amortized but is subject to annual impairment reviews.

#### **Accounting Policies**

All business combinations are accounted for using the acquisition method. Identifiable intangible assets are recognized separately from goodwill. Goodwill is carried at cost, is not amortized and represents the excess of the cost of an acquisition over the fair value of the company's share of the net identifiable assets of the acquired subsidiary or equity method investee at the date of acquisition. Certain trade names have indefinite useful lives as there are no legal, regulatory, contractual, cooperative, economic or other factors that limit their useful lives. These are not amortized.

Separately recognized goodwill is carried at cost less accumulated amortization and impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

An intangible asset is recognized when it is:

- · reliably measurable;
- identifiable (separable or arises from contractual rights);
- · probable that expected future economic benefits will flow to the company; and
- · controllable by the company.

Intangible assets are recorded initially at cost, including development and applicable employee costs, and relate primarily to:

- goodwill
- contractual customer relationships;
- · production and technology rights;

#### Accounting Estimates and Judgments

Goodwill is allocated to CGUs or groups of CGUs for impairment testing based on the level at which it is monitored by management, and not at a level higher than an operating segment. The allocation is made to those CGUs or groups of CGUs expected to benefit from the business combination in which the goodwill arose.

Judgment is applied in determining when expenditures are eligible for capitalization as intangible assets.

Estimation is applied to determine expected useful lives used in the straight-line amortization of intangible assets with finite lives. Changes in accounting estimates can result from changes in useful life or the expected pattern of consumption of an asset (taken into account by changing the amortization period or method, as appropriate).

**Useful Life Range (years)** 

#### Accounting Policies continued

- trade names; and
- · computer software and other developed projects (internally generated).

The following expenses are never recognized as an asset in current or subsequent periods:

· costs to maintain software programs; and

<ul> <li>development costs previously recognized as an expense.</li> </ul>	Trade names	10 to 20
Amortization is recognized in net earnings as an expense related to the function of the intangible asset.	Customer relationships	6 to 15
	Technology	3 to 7
Useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.	Other	1 to 30

#### Supporting Information

Following is a reconciliation of intangible assets:

	G	oodwill	Trade	e nam	nes <sup>2</sup>	Custo relation		Techno	ology	0	ther	l other ngibles
Carrying amount – December 31, 2017 Merger impact <sup>1</sup>	\$	97 10,455		\$	_ 27	\$	_ 2,091	\$	_ 96	\$	69 104	\$ 69 2,318
Other acquisitions Additions developed internally		30			_		_		- 5		6 —	6 5
Foreign currency translation Amortization		(6)			_		(1) (43)		(1) (5)		(2) (13)	(4) (61)
Carrying amount – March 31, 2018	\$	10,576		\$	27	\$	2,047	\$	95	\$	164	\$ 2,333
Balance as at March 31, 2018 comprised of: Cost Accumulated amortization	\$	10,583 (7)		\$	27	\$	2,090 (43)	\$	100 (5)	\$	231 (67)	\$ 2,448 (115)
Carrying amount	\$	10,576		\$	27	\$	2,047	\$	95	\$	164	\$ 2,333

<sup>1</sup> The company recorded \$10,455 of preliminary goodwill, representing the excess of the purchase price of acquiring Agrium and the preliminary fair values of Agrium's assets and liabilities. The company also recorded \$2,318 of acquired intangible assets from Agrium, representing their preliminary fair values as at the acquisition date as described in Note 3.

<sup>2</sup> Trade names with a net book value of \$19 have indefinite useful lives for accounting purposes.

<sup>3</sup> The remaining amortization period of customer relationships at March 31, 2018, is approximately 15 years.

Amortization of intangible assets was included in the following:

		า 31, I8	March 201	
Cost of goods sold	\$	1	\$	_
Selling expenses		56		2
General and administrative expenses		4		2
	\$	61	\$	4

The following estimated useful lives have been applied to finite-lived intangible assets as at March 31, 2018.

### **Note 16** Payables and Accrued Charges

Trade and other payables and accrued charges mainly consist of amounts owed to suppliers, contractors, employees and shareholders that have been invoiced or accrued.

Payables and accrued charges were comprised of:

	March 31, 2018	December 31, 2017
Trade accounts	\$ 3,310	\$ 255
Customer prepayments <sup>1</sup>	2,027	-
Dividends	258	84
Accrued compensation	220	98
Current portion of asset retirement obligations and accrued environmental costs (Note 18)	130	72
Accrued interest	106	33
Current portion of share-based compensation (Note 27)	84	13
Current portion of derivatives	81	29
Income taxes (Note 8)	57	16
Accrued utilities	53	51
Property and other taxes	52	8
Current portion of pension and other post-retirement benefits (Note 26)	38	35
Deferred revenue	18	51
Accrued merger costs (Note 3)	19	42
Other payables and other accrued charges <sup>2</sup>	467	49
	\$ 6,920	\$ 836

**48%** Total trade accounts included in payables and accrued charges at March 31, 2018

<sup>1</sup> Prepayments made by customers planning to purchase products for the upcoming planting and application season.

<sup>2</sup> Includes employee termination accruals of \$23 as at March 31, 2018 relating to the Merger.

# **Note 17** Derivative Instruments

Nutrien enters into contracts with other parties primarily to fix the price of natural gas and the exchange rate for foreign currency transactions.

#### **Accounting Policies**

Derivative financial instruments are used to lock in commodity prices and exchange rates. These are measured at fair value through profit or loss ("FVTPL") unless classified as a designated and qualified cash flow hedge. Contracts to buy or sell a non-financial item <sup>1</sup> are recognized at fair value on the condensed consolidated balance sheet where appropriate.

For designated and qualified cash flow hedges:

- the effective portion of the change in the fair value of the derivative is accumulated in OCI;
- when the hedged forecasted transaction occurs, the related gain or loss is removed from accumulated other comprehensive income ("AOCI") and included in the cost of inventory;
- the hedging gain or loss included in the cost of inventory is recognized in earnings when the product containing the hedged item is sold or becomes impaired; and
- the ineffective portions of hedges are recorded in net earnings in the current period.

#### Accounting Estimates and Judgments

Uncertainties, estimates and use of judgment include the assessment of contracts as derivative instruments and for embedded derivatives, application of hedge accounting and valuation of derivatives at fair value (discussed further in Note 29).

For derivatives or embedded derivatives, the most significant area of judgment is whether the contract can be settled net, one of the criteria in determining whether a contract for a nonfinancial asset is considered a derivative and accounted for as such. Judgment is also applied in determining whether an embedded derivative is closely related to the host contract, in

#### Accounting Policies continued

The change in fair value of derivative instruments, not designated or not qualified as hedges, is recorded in net earnings in the current period.

The company's policy is not to use derivative instruments for trading or speculative purposes. The company may choose not to designate a qualifying derivative instrument in an economic hedging relationship as an accounting hedge.

For natural gas derivative instruments designated as accounting hedges, the company formally documents:

- · all relationships between hedging instruments and hedged items;
- its risk management objective and strategy for undertaking the hedge transaction; and
- the linkage of derivatives to specific assets and liabilities or to specific firm commitments or forecast transactions.

The company also assesses whether the natural gas derivatives used in hedging transactions are expected to be or were highly effective, both at the hedge's inception and on an ongoing basis, in offsetting changes in fair values of hedged items. Hedge effectiveness related to the company's NYMEX natural gas hedges is assessed on a prospective and retrospective basis using regression analyses. The company's AECO natural gas hedges are assessed using a qualitative assessment. Potential sources of ineffectiveness are changes in timing of forecast transactions, changes in volume delivered or changes in credit risk of the company or the counterparty.

A hedging relationship is terminated if:

- · the hedge ceases to be effective;
- · the underlying asset or liability being hedged is derecognized; or
- · the derivative instrument is no longer designated as a hedging instrument.

In such instances, the difference between the fair value and the accrued value of the hedging derivatives upon termination is deferred and recognized in net earnings on the same basis that gains, losses, revenue and expenses of the previously hedged item are recognized. If a cash flow hedging relationship is terminated because it is no longer probable that the anticipated transaction will occur, then the net gain or loss accumulated in OCI is recognized in current period net earnings.

<sup>1</sup> Can be settled net in cash or another financial instrument, or by exchanging financial instruments, as if the contracts were financial instruments (except contracts that were entered into and continue to be held for the purpose of the receipt or delivery of a non-financial item in accordance with expected purchase, sale or usage requirements).

#### Supporting Information

Significant derivatives include the following:

- · natural gas swap agreements to manage the cost of natural gas, generally designated as cash flow hedges of anticipated transactions; and
- foreign currency forward contracts, used by the company to reduce volatility in net earnings and to limit exposure to exchange rate fluctuations relating to expenditures denominated in currencies other than the US dollar, not designated as hedging instruments for accounting purposes.

Derivatives were comprised of:

	March 31, 2018				December 31, 2017						
	As	sets	Liab	oilities	Net	A	ssets	Liab	ilities		Net
Natural gas derivatives – designated cash flow hedges Natural gas derivatives Foreign currency derivatives	\$	8 8 4	\$	103 21 6	\$ (95) (13) (2)	\$	- 9 1	\$	35 29 —	\$	(35) (20) 1
Total Less current portion		20 (18)		130 (81)	(110) 63		10 (7)		64 (29)		(54) 22
Long-term portion	\$	2	\$	49	\$ (47)	\$	3	\$	35	\$	(32)

#### Accounting Estimates and Judgments continued

which case bifurcation and separate accounting are not necessary.

The process to test effectiveness and meet stringent documentation standards requires the application of judgment and estimation.

#### Natural gas derivatives outstanding:

	March 31, 2018					December	31, 2017	
	Notional <sup>1</sup>	Maturities	Average contract price <sup>2</sup>	Fair value of assets (liabilities)	Notional <sup>1</sup>	Maturities	Average contract price <sup>2</sup>	Fair value of assets (liabilities)
Natural gas NYMEX swaps AECO swaps <sup>3</sup>	26 53	2018 – 2022 2018 – 2019	\$ 4.68 \$ 2.31	(46) (62)	27	2018 – 2022 –	\$    4.89 _	(54)

<sup>1</sup> In millions of metric British Thermal units (MMBtu).

<sup>2</sup> US dollars per MMBtu.

3 AECO swaps are only included in 2018 as a result of the Merger.

# **Note 18** Asset Retirement Obligations and Accrued Environmental Costs

A provision is an estimated liability with uncertainty over the timing or amount that will be paid. The most significant asset retirement and environmental restoration provisions relate to costs to restore potash and phosphate sites to their original, or another specified, condition.

#### Accounting Policies

#### Provisions are recognized when:

- . there is a present legal or constructive obligation as a result of past events;
- . it is probable an outflow of resources will be required to settle the obligation; and
- the amount has been reliably estimated.

Provisions are not recognized for costs that need to be incurred to operate in the future or expected future operating losses.

The company recognizes provisions for termination benefits at the earlier of when it can no longer withdraw the offer of the termination benefits and when it recognizes any related restructuring costs.

Provisions are measured at the present value of the cash flow <sup>1</sup> expected to be required to settle the obligation.

Expensed, if

related to existing

operations; and

conditions caused by past

they do not contribute to current

or future revenue generation.

As a result of the Merger, the company recognized additional environmental costs that are present obligations of the company though cash outflows of resources are not probable. These are subsequently measured at the higher of the amount initially recognized and the best estimate of the expenditures to be incurred.

Environmental costs related to current operations are:

#### Capitalized as an asset, if

- property life is extended;
- capacity is increased;
- contamination from future operations is mitigated or prevented; or
- related to legal or constructive asset retirement obligations.

Recorded as a provision, when

- environmental remedial efforts are likely;
  - the costs can be reasonably estimated; and
- the company uses the most current information available, including similar past experiences, available technology, regulations in effect, the timing of remediation, and cost-sharing arrangements.

<sup>1</sup> Using a pre-tax risk-free discount rate that reflects current market assessments of the time value of money and the risks specific to the timing and jurisdiction of the obligation.

#### Accounting Estimates and Judgments

Estimates for provisions take into account:

- most provisions will not be settled for a number of years;
- environmental laws and regulations and interpretations by regulatory authorities could change or circumstances affecting the company's operations could change, either of which could result in significant changes to current plans; and
- the nature, extent and timing of current and proposed reclamation and closure techniques in view of present environmental laws and regulations.

It is reasonably possible that the ultimate costs could change in the future and that changes to these estimates could have a material effect on the company's interim financial statements.

Estimates for asset retirement obligation costs depend on the development of environmentally acceptable closure and post-closure plans. In some cases, this may require significant research and development to identify preferred methods for such plans that are economically sound and that, in most cases, may not be implemented for several decades. The company uses appropriate technical resources, including outside consultants, to develop specific site closure and post-closure plans in accordance with the requirements of the various jurisdictions in which it operates. Other than certain land reclamation programs, settlement of the obligations is typically correlated with mine life estimates.

Employee termination activities are complex processes that can take months to complete and involve making and reassessing estimates.

#### Accounting Policies continued

The company recognizes provisions for decommissioning obligations (also known as asset retirement obligations) primarily related to mining and mineral activities. The major categories of asset retirement obligations are:

- reclamation and restoration costs at its potash and phosphate mining operations, including management of materials generated by mining and mineral processing, such as various mine tailings and gypsum;
- · land reclamation and revegetation programs;
- · decommissioning of underground and surface operating facilities;
- · general cleanup activities aimed at returning the areas to an environmentally acceptable condition; and
- · post-closure care and maintenance.

The present value of a liability for a decommissioning obligation is recognized in the period in which it is incurred if a reasonable estimate can be made and it is probable that there will be an outflow of resources. The associated costs are:

- capitalized as part of the carrying amount of any related long-lived asset and then amortized over its estimated remaining useful life;
- · recorded as inventory; or
- · expensed in the period.

The best estimate of the amount required to settle the obligation is reviewed at the end of each reporting period and updated for any changes in the discount and foreign exchange rates and the amount or timing of the underlying cash flows. When there is a change in the best estimate, an adjustment is recorded against the carrying amount of the provision and any related asset, and the effect is then recognized in net earnings over the remaining life of the asset. The increase in the provision due to the passage of time is recognized as a finance cost. A gain or loss may be incurred upon settlement of the liability

#### Accounting Estimates and Judgments continued

The risk-free rate and expected cash flow payments for asset retirement obligations and accrued environmental costs at March 31, 2018 were as follows:

	Risk-Free Rate	Cash Flow Payments <sup>1</sup>
Asset retirement		
obligations		
Potash	3.64% - 5.00%	40 - 431 years
Phosphate	1.60% - 3.15%	1 - 484 years
Other segments	1.22% - 6.50%	1 - 87 years
Accrued		
environmental costs	0.65% - 4.27%	1 - 30 years

<sup>1</sup> Timeframe in which payments are expected to principally occur from March 31, 2018, with the majority of phosphate payments taking place over the next 80 years. Changes in years can result from changes to the mine life and/or changes in the rate in tailing volumes.

Sensitivity of asset retirement obligations and accrued environmental costs to changes in the discount rate on the recorded liability as at March 31, 2018 is as follows:

						Discount Rate			
	I			Discounted Cash Flows		+0.5%		-0.5%	
Asset retirement obligations						\$	(92)	\$	101
Potash		\$	797 <sup>1</sup>	\$	106				
Phosphate			1,333		948				
Other segments			85		24				
Accrued environmental costs			710		538		(28)		31

Represents total undiscounted cash flows in the first year of decommissioning. Excludes subsequent years of tailings dissolution, fine tails capping, tailings management area reclamation, post reclamation activities and monitoring, and final decommissioning, which are estimated to take an additional 92-373 years.

#### Supporting Information

Following is a reconciliation of asset retirement and environmental restoration obligations:

	Ass Retire Obliga	ment	Accrue Environm Cost	ental	Тс	otal
Balance – December 31, 2017	\$	702	\$	21	\$	723
Merger impact <sup>1</sup>		407		520		927
Recorded in (loss) earnings						
New obligations		1		_		1
Change in discount rate		(11)	1	-		(11)
Change in other estimates		1		-		1
Unwinding of discount		7		-		7
Capitalized to property, plant and equipment						
Change in discount rate		(10)		—		(10)
Settled during period		(11)		(3)		(14)
Other adjustments		-		2		2
Foreign currency translation		(8)		(2)		(10)
Balance – March 31, 2018	\$	1,078	\$	538	\$	1,616
Balance as at March 31, 2018 comprised of: Current liabilities						
Payables and accrued charges (Note 16) Non-current liabilities	\$	99	\$	31	\$	130
Asset retirement obligations and accrued environmental costs	\$	979	\$	507	\$	1,486

*Environmental Operating and Capital Expenditures* The company's operations are subject to numerous environmental requirements under federal, provincial, state and local laws and regulations in the countries in which it operates. These laws and regulations govern matters such as air emissions, wastewater discharges, land use and reclamation, and solid and hazardous waste management. Many of these laws, regulations and permit requirements are becoming increasingly stringent, and the cost of compliance can be expected to rise over time.

#### Other Environmental Obligations

Other environmental obligations generally relate to regulatory compliance, environmental management practices associated with ongoing operations other than mining, site assessment and remediation of environmental contamination related to the activities of the company and its predecessors, including waste disposal practices and ownership and operation of real property and facilities.

<sup>1</sup> The company recorded \$927 of assumed asset retirement and environmental restoration obligations from Agrium, representing their preliminary fair values as at the acquisition date as discussed in Note 3.

### **Note 19** Investments

Nutrien holds interests in associates and joint ventures, the most significant being Canpotex, MOPCO and Profertil. The company's most significant investment accounted for as FVTOCI is Sinofert. The company's significant investments in SQM and APC are classified as held for sale.

#### **Investments Held for Sale and Discontinued Operations**

#### Accounting Policies

The company classifies assets and liabilities as held for sale if it is highly probable that the carrying value will be recovered through a sale transaction within one year rather than through continuing use.

Discontinued operations represent a component of the company's business that either has been disposed of, or is classified as held for sale, and represents a separate major line of business or geographic area of operations or is a part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations.

The company's significant policies include:

- cessation of equity accounting for associates and joint ventures at the date the investments were classified as held for sale;
- measurement of assets at the lower of carrying amount and fair value less costs to sell, with the exception of financial assets (measured at FVTOCI);
- unrealized gains and losses on remeasurement of investments measured at FVTOCI are recorded, net of related income taxes, to OCI; and
- dividends received are recorded on the condensed consolidated statement of (loss) earnings.

The company's investments in SQM and APC were classified as held for sale and as discontinued operations in December 2017, due to regulatory requirements to dispose of these investments in connection with the Merger. Share of earnings, dividend income and income tax recovery (expense) pertaining to these investments were reclassified from (loss) earnings before income taxes and income tax recovery (expense) to net earnings from discontinued operations on the condensed consolidated statements of (loss) earnings. The company is actively seeking buyers for its investments in SQM and APC and expects to complete the sales in 2018. On January 24, 2018, the company completed the sale of its equity interests in ICL through a private secondary offering for net proceeds of \$685, resulting in a loss on disposal of \$19 recorded through AOCI, net of income taxes of \$NIL.

#### Supporting Information

Assets and liabilities held for sale were comprised of:

		ch 31, )18	December 31 2017		
Assets	¢	1 146	¢	1 1 4 6	
Investment in SQM and APC Investment in ICL	\$	1,146 —	\$	1,146 708	
Current tax asset		4		4	
Assets held for sale	\$	1,150	\$	1,858	
Liabilities					
Deferred income tax liabilities	\$	36	\$	36	

Accounting Estimates and Judgments

Estimation is used to determine fair value less cost to sell.

Judgment is used to assess whether the highly probable standard is met and the date when equity accounting ceases.

Judgment is also used in determining if the discontinued operations are a component of the company.

Net earnings from discontinued operations was comprised of:

	For the Three Montl Ended March 31, 2018 2017					
Share in earnings of SQM and APC	\$	_	\$	38		
Dividend income		_		8		
Income tax expense		-		(3)		
Net earnings from discontinued operations	\$	-	\$	43		
Net earnings per share from discontinued operations						
Basic	\$	_	\$	0.05		
Diluted	\$	-	\$	0.05		

		Dringing Diago		of Ownership /oting Rights Held	Quoteo	d Fair Value <sup>1</sup>	Carryi	ng Amount
Name	Principal Activity	Principal Place – of Business and Incorporation	March 31, 2018	December 31, 2017	March 31, 2018	December 31, 2017	March 31, 2018	December 31, 2017
SQM	Chemicals & Mining	Chile	<b>32%</b> <sup>2</sup>	32% <sup>2</sup>	\$ 3,807	\$ 4,645	\$ 784	\$ 784
APC	Mining	Jordan	28%	28%	558	543	362	362
ICL	Fertilizer & Specialty Chemicals	Israel	0%	14%	-	708	-	708
							\$ 1,146	\$ 1,854

<sup>1</sup> The quoted market value (fair value) was based on unadjusted quoted prices in active markets (Level 1).

<sup>2</sup> Due to provisions in SQM's bylaws, the company holds proportional voting rights of 28 percent.

#### **Investments in Equity-Accounted Investees**

#### Accounting Policies

Investments in which the company exercises significant influence (but does not control) are accounted for using the equity method. Significant influence is the power to participate in the financial and operating policy decisions of the investee. Such investees that are not jointly controlled are referred to as associates. All investees the company jointly controls are classified and accounted for as joint ventures, which are also accounted for using the equity method.

The company's significant policies include:

- its proportionate share of any net earnings or losses from investees, and any gain or loss on disposal, are recorded in net earnings adjusted for any fair value adjustment at acquisition date and differences in accounting policies;
- its proportionate share of post-acquisition movements in OCI is recognized in the company's OCI;
- the cumulative post-acquisition movements in net earnings and OCI are adjusted against the carrying amount of the investment; dividends received reduce the carrying amount of the company's investment;
- an impairment test is performed when there is objective evidence of impairment, such as significant adverse changes in the environment in which the equity-accounted investee operates or a significant or prolonged decline in the fair value of the investment below its carrying amount. An impairment loss is recorded when the recoverable amount<sup>1</sup> becomes lower than the carrying amount; and
- · impairment losses are reversed if the recoverable amount subsequently exceeds the carrying amount.

<sup>1</sup> The higher of value in use and fair value less costs to sell.

#### Accounting Estimates and Judgments

Judgment is necessary in determining when significant influence (power to participate in the financial and operating policy decisions of the investee but not control or jointly control over those policies) exists.

Judgment is also used in determining if objective evidence of impairment exists, and if so, the amount of impairment.

#### Supporting Information

Equity-accounted investees were comprised of:

			Proportion o Interest and Vot		Carrying	Amount
Name	Principal Activity	Principal Place of Business and Incorporation	March 31, 2018	December 31, 2017	March 31, 2018	December 31, 2017
MOPCO <sup>1</sup>	Nitrogen Producer	Egypt	26%	0% <sup>3</sup>	\$ 242	\$ -
Profertil	Nitrogen Producer	Argentina	50%	0% <sup>3</sup>	173	_
Canpotex	Marketing & Logistics	Canada	50% <sup>2</sup>	33%	-	_
Other associates and joint ventures					161	30
Total equity-accounted investees					\$ 576	\$ 30

<sup>1</sup> The company recorded the shares of MOPCO's earnings on a one-quarter lag as the financial statements of MOPCO are not available on the date of issuance of the company's interim financial statements. Future conditions, including those related to MOPCO in Egypt, which has been subject to political instability and civil unrest, may restrict the company's ability to obtain dividends from MOPCO. The company is also exposed to currency risk related to fluctuations in the Egyptian pound against the US dollar.

<sup>2</sup> Upon closing of the Merger on January 1, 2018 as described in Note 3, the company's interest in Canpotex is a 50% voting interest and the classification of the investment changed from an associate to a joint venture. The equity method is required for both associates and joint ventures, therefore, there is no change in the accounting for Canpotex.

<sup>3</sup> Investments in MOPCO and Profertil are only included in 2018 as a result of the Merger.

#### **Investments at FVTOCI**

#### Accounting Policies

The fair value of investments designated as FVTOCI is recorded in the condensed consolidated balance sheet, with unrealized gains and losses, net of related income taxes, recorded in AOCI.

Accounting Estimates and Judgments

The company's 22 percent ownership of Sinofert does not constitute significant influence and its investment is therefore accounted for as FVTOCI.

The company's significant policies include:

- · the cost of investments sold is based on the weighted average method; and
- realized gains and losses on these investments remain in OCI, but the cumulative balance can be transferred to another equity reserve, such as retained earnings.

See Note 29 for a description of how the company determines fair value for its investments.

#### Supporting Information

Investments at FVTOCI were as follows:

			Proportion o Interest and Vol	f Ownership ting Rights Held	Fair Value and Carrying Amount				
Name	Principal Place Principal Activity and Incor		March 51, December 51, March		, March 31, 2018		Decembe 2017		
Sinofert <sup>1</sup> Other	Fertilizer Supplier & Distributor	China/Bermuda	22%	22%	\$	197 5	\$	258 4	
					\$	202	\$	262	

<sup>1</sup> The quoted market value (fair value) was based on unadjusted quoted prices in active markets (Level 1).

As at March 31, 2018, the net unrealized loss on these investments was \$380 (March 31, 2017 - \$313).

Changes in fair value, and related accounting, for the company's investment in Sinofert since December 31, 2017 were as follows:

				Impac	s on:								
	Fair Value		Fair Value		Fair Value		Fair Value		alized ) Gain	OCI a AOC		Net Earning Retained Ea	
Balance – December 31, 2017	\$	258	\$ (321)	\$	68	\$	(389)						
Decrease in fair value during the period		(61)	(61)		(61)		—						
Balance – March 31, 2018	\$	197	\$ (382)	\$	7	\$	(389)						

# **Note 20** Short-Term Debt

The company uses its \$5 billion commercial paper programs for its short-term cash requirements. The commercial paper program is backstopped by a long-term credit facility. Short-term facilities are renegotiated periodically.

Short-term debt was comprised of:

	March 31, Decemb 2018 201				
Commercial paper Credit facilities <sup>1</sup>	\$ 1,851 240	\$	730		
	\$ 2,091	\$	730		

<sup>1</sup> Is unsecured and consists of US dollar-denominated debt of \$69, euro-denominated debt of \$34 and debt of \$137 in other currency denominations.

The amount available under the commercial paper program is limited to the availability of backup funds under the credit facility. As at March 31, 2018, the company was authorized to issue commercial paper up to \$5,000 (2017 – \$2,500), pursuant to the legacy commercial paper programs of PotashCorp and Agrium. The company also had other facilities, mostly denominated in foreign currencies, of \$509, a line of credit of \$75, and an accounts receivable securitization program of \$300 available from which they could draw other short-term debt.

Principal covenants and events of default under the line of credit are the same as those under the \$3,500 credit facility described in Note 21.

Under the accounts receivable securitization program, the company sells certain trade receivables to a special purchase vehicle, which is a consolidated entity within

Nutrien. The company controls and retains substantially all the risks and rewards of the receivables sold to the special purchase vehicle. Should the company wish to draw funds under the program, the sold accounts receivable balances may be used as capacity for collateralized borrowings from a third party financial institution. At March 31, 2018, the company had not drawn down on the capacity made available under this program.

Subsequent to March 31, 2018, the company launched a commercial paper program having an aggregate authorized amount of \$4,500 ("Nutrien Commercial Paper Facility"). Concurrent with the launch, Nutrien has discontinued new issuances under the legacy commercial paper programs of PotashCorp and Agrium.

# Note 21 Long-Term Debt

The company's sources of borrowing for funding and liquidity purposes are primarily senior notes, debentures and a long-term credit facility that provides for unsecured borrowings and backstops its commercial paper program. The company has access to the capital markets through its base shelf prospectus.

# Accounting Policy

Issue costs of long-term debt obligations are capitalized to long-term obligations and are amortized to expense over the term of the related liability using the effective interest method.

#### Supporting Information

Long-term debt was held at the subsidiary level and was comprised of:

	Rate of Interest	Maturity	March 31, 2018		nber 31, )17
Senior notes <sup>1</sup>					
Notes issued 2009	6.500%	May 15, 2019	\$ 500	) \$	500
Notes issued 2009	4.875%	March 30, 2020	500	)	500
Notes issued 2014	3.625%	March 15, 2024	750	)	750
Notes issued 2015	3.000%	April 1, 2025	500	)	500
Notes issued 2016	4.000%	December 15, 2026	500	)	500
Notes issued 2006	5.875%	December 1, 2036	500	)	500
Notes issued 2010	5.625%	December 1, 2040	500	)	500
Debentures <sup>1</sup>					
Debentures issued 2008	6.750%	January 15, 2019	500	)	-
Debentures issued 2012	3.150%	October 1, 2022	500	)	-
Debentures issued 2013	3.500%	June 1, 2023	500	)	-
Debentures issued 2015	3.375%	March 15, 2025	550	)	-
Debentures issued 1997	7.800%	February 1, 2027	125	5	_
Debentures issued 2015	4.125%	March 15, 2035	450	)	-
Debentures issued 2006	7.125%	May 23, 2036	300	)	-
Debentures issued 2010	6.125%	January 15, 2041	500	)	-
Debentures issued 2013	4.900%	June 1, 2043	500	)	-
Debentures issued 2014	5.250%	January 15, 2045	500	)	-
Other			29	)	-
			8,204	L .	3,750
Add net unamortized fair value adjustments <sup>2</sup>			474	l I	-
Less net unamortized debt issue costs			(63	3)	(43)
			8,615	5	3,707
Less current maturities			(510	))	_
Less current net unamortized fair value adjustme	nts <sup>2</sup>		(18	3)	_
Add current portion of amortization			` _		4
			\$ 8,091	\$	3,711

<sup>1</sup> Each series of senior notes and debentures is unsecured and has no sinking fund requirements prior to maturity. Each series is redeemable and have various provisions that allow redemption prior to maturity, at the company's option, at specified prices.

<sup>2</sup> Associated with the Merger on January 1, 2018.

Under the senior notes and debentures, the company is not subject to any financial test covenants, but is subject to certain customary covenants and events of default. The company was in compliance with these covenants as at March 31, 2018. Subsequent to March 31, 2018, other than in respect of the 7.800% debentures due 2027 (the "2027 debentures"), these covenants were replaced with the covenants described below in conjunction with the debt exchange.

During the first quarter of 2018, the company commenced offers to exchange the senior notes and debentures for new notes issued by Nutrien (the "Nutrien Notes"). The Nutrien Notes have interest rates and maturities identical to those of the applicable exchanged series of senior notes or debentures. Subsequent to March 31, 2018, approximately \$7,578 of senior notes and debentures were tendered and accepted in exchange for \$7,578 of Nutrien Notes.

A small portion of senior notes and debentures, excluding the 2027 debentures, were not exchanged and remained outstanding with the issuing subsidiary. In accordance with the amended terms of the senior notes and debentures, the company is not required to provide additional financial reporting at the issuing subsidiary level. The indentures governing these remaining senior notes and debentures have been amended to eliminate certain covenants and events of default provisions. In addition, none of the 2027 debentures were exchanged, but debt holders have consented to amend certain covenants of the indenture governing this series such that the financial reporting of Nutrien rather than the issuing subsidiary will satisfy any financial reporting requirements.

The Nutrien Notes have various provisions that allow for redemption prior to maturity, at the company's option, at specified prices. The company is not subject to any financial test covenants but is subject to certain customary covenants including limitation on liens of 15% of consolidated net tangible assets, merger and change of control covenants and customary events of default.

The debt exchange is accounted for as a modification of debt as the financial terms of the Nutrien Notes were identical to senior notes and debentures and there is no substantial difference between the present value of cash flows under the Nutrien Notes compared to the notes and debentures. The transaction costs from the debt exchange of approximately \$18 were recorded to the carrying amount of the long-term debt and will be amortized over the life of the Nutrien Notes. The company has long-term revolving credit facilities at the subsidiary level that provide for unsecured borrowings and also backstops its commercial paper programs. The availability of borrowings is reduced by the amount of commercial paper outstanding. Details of the company's credit facilities were as follows:

		Marc 20	Decemb 201			
Credit Facility	\$3,250 – May 31 \$250 – 1 May 31	I, 2021 maturity	\$2,500 – n Decembe 2020	er 21,	\$3,250 – r May 31, \$250 – m May 31,	2021 aturity
Borrowings outstanding	\$	NIL	\$	NIL	\$	NIL
Commercial paper outstanding, backstopped by the credit facility (Note 20)	\$	1,736	\$	115	\$	730
Amounts borrowed and repaid during the period ended	\$	NIL	\$	NIL	\$	NIL

Principal covenants and events of default under the \$3,500 revolving credit facility include a debt to capital ratio of less than or equal to 0.65:1, net book value of disposed assets not to exceed 25 percent of the prior year-end's total assets, debt of subsidiaries not to exceed \$1,000 and a \$300 permitted lien basket. Other customary covenants and events of default for non-payment of other debt in excess of the greater of \$100 or two percent of shareholders' equity. Non-compliance with such covenants could result in accelerated payment of amounts due under the credit facility, and its termination.

Principal covenants and events of default under the \$2,500 revolving credit facility include an interest coverage ratio of greater than or equal 2.5:1, debt to capital ratio of less than or equal to 0.65:1, debt of subsidiaries not to exceed 15% of consolidated tangible assets, and non-payment of other debt in excess of the greater of \$100 or two percent of shareholders' equity. Non-compliance with such covenants could result in accelerated payment of amounts due under the credit facility, and its termination.

Subsequent to March 31, 2018, these covenants were replaced with the covenants described below in conjunction with the credit facility replacement.

The company was in compliance with the covenants identified above as at March 31, 2018.

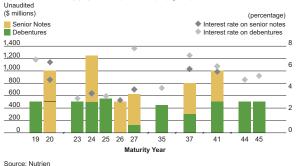
Subsequent to March 31, 2018, the company replaced the existing \$3,500 unsecured revolving credit facility and the \$2,500 multi-jurisdictional unsecured revolving credit facility with a new Nutrien \$4,500 unsecured revolving credit facility ("Nutrien Credit Facility"). The Nutrien Credit Facility matures April 10, 2023, subject to extension at the request of Nutrien provided that the resulting maturity date shall not exceed five years from the date specified in the request. Principal covenants and events of default under the Nutrien Credit Facility include a debt to capital ratio of less than or equal to 0.65:1 and other customary events of default and covenant provisions. Non-compliance with such covenants could result in accelerated repayment and/or termination of the credit facility.

Long-term debt obligations as at March 31, 2018 will mature between April 1 and March 31 in the years indicated as follows <sup>1</sup>:

2019	\$ 510
2020	1,008
2021	5
2022	_
2023	500
Subsequent years	6,181
	\$ 8,204

<sup>1</sup> Actual amounts and timing may differ depending on prepayments or refinancing prior to or at maturity.

#### LONG-TERM DEBT OUTSTANDING AT MARCH 31, 2018



# **Note 22** Share Capital

Share capital represents amounts associated with issued common shares.

#### Authorized

#### Issued

The company is authorized to issue an unlimited number of common shares without par value and an unlimited number of preferred shares. The common shares are not redeemable or convertible. The preferred shares may be issued in one or more series with rights and conditions to be determined by the Board of Directors. No preferred shares have been issued.

#### Share repurchase program

On February 20, 2018, the company's Board of Directors approved a share repurchase program of up to five percent of the company's outstanding common shares over a one-year period through a normal course issuer bid. Purchases under the normal course issuer bid will be made through open market purchases at market price, as well as by other means as may be permitted by applicable securities regulatory authorities, including private agreements. Any purchases made by private agreement under an issuer bid exemption order issued by a securities regulatory authority will be at a discount to the prevailing market price as provided in any exemption order. Purchases of common shares commenced on February 23, 2018 and will expire on the earlier of February 22, 2019, the date on which the company has acquired the maximum number of common shares allowable or the date the company announces that it has otherwise decided not to make any further repurchases.

The company repurchased for cancellation 9,321,587 common shares during the three months ended March 31, 2018, at a cost of \$457 and an average price per share of \$49.02. The repurchase resulted in a reduction of share capital of \$256, and the excess of net cost over the average book value of the shares was recorded as a reduction of contributed surplus of \$23 and a reduction of retained earnings of \$178.

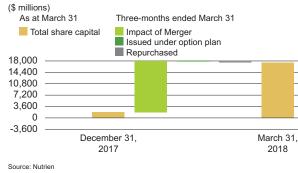
	Number of Common Shares (Pre-Merger)	Number of Common Shares (Post-Merger)	Consid	deration
Balance – December 31, 2017 (Pre-Merger)	840,223,041			
Conversion ratio	0.40			
PotashCorp shares converted to Nutrien shares		336,089,216	\$	1,806
Agrium shares – December 31, 2017 (Pre-Merger)	138,165,765			
Conversion ratio	2.23			
Agrium shares converted to Nutrien shares		308,109,656		15,898
Fractional shares cancelled 1		(1,399)		-
Balance – January 1, 2018 (Post-Merger)		644,197,473	\$	17,704
Issued under option plans and share-settled plans		35,849		1
Repurchased		(9,321,587)		(256)
Balance – March 31, 2018		634,911,735	\$	17,449

<sup>1</sup> No fractional shares of Nutrien were issued. Each PotashCorp shareholder and Agrium shareholder that would otherwise have been entitled to receive a fraction of a Nutrien share received, in lieu thereof, a cash amount, without interest, determined by reference to the volume weighted average trading price of Nutrien shares on the Toronto Stock Exchange on the first five trading days on which such shares trade on such exchange following January 2, 2018.

#### **Dividends declared**

During the three months ended March 31, 2018, the company declared a quarterly dividend of \$0.40 per share (2017 - \$0.10).

### SHARE CAPITAL CONSIDERATION Unaudited



# DIVIDENDS AND EARNINGS PER SHARE Unaudited



Source: Nutrien

# **Note 23** Capital Management

The objective of Nutrien's capital allocation policy is to balance between the return of capital to shareholders, improvement in the efficiency of the company's existing assets, and delivery on the company's growth opportunities, while maintaining a strong balance sheet and flexible capital structure to optimize the cost of capital at an acceptable level of risk. Nutrien's goal is to pay a stable and modestly growing dividend with a target payout that represents 40 to 60 percent of free cash flow after sustaining capital through the agricultural cycle.

The company monitors its capital structure and, based on changes in economic conditions, may adjust the structure by adjusting the amount of dividends paid to shareholders, repurchasing shares, issuing new shares, issuing new debt or retiring existing debt.

The company uses a combination of short-term and long-term debt to finance its operations. It typically pays floating rates of interest on short-term debt and credit facilities, and fixed rates on senior notes and debentures.

Net debt and adjusted shareholders' equity are included as components of the company's capital structure. The calculation of net debt, adjusted shareholders' equity and adjusted capital is set out in the following table:

	I	March 31, 2018	nber 31, 017
Short-term debt	\$	2,091	\$ 730
Current portion of long-term debt 1		510	_
Long-term debt <sup>1</sup>		7,694	3,750
Net unamortized debt issue costs		(59) <sup>2</sup>	(39) <sup>1</sup>
Total debt		10,236	4,441
Cash and cash equivalents		(460)	(116)
Net debt		9,776	4,325
Total shareholders' equity		23,431	8,303
Accumulated other comprehensive loss (income)		74	(25)
Adjusted shareholders' equity		23,505	8,278
Adjusted capital <sup>3</sup>	\$	33,281	\$ 12,603

The company monitors capital on the basis of a number of ratios, including net debt to EBITDA, interest coverage and debt to capital.

The company maintains a base shelf prospectus, which permit issuance through April 2020 in Canada and the United States, of common shares, debt, and other securities up to \$11,000. Issuance of securities under the base shelf prospectus requires filing a prospectus supplement and is subject to the availability of funding in capital markets. During the first quarter of 2018, the company filed a prospectus supplement to exchange \$8,175 of the senior notes of PotashCorp and debentures of Agrium, for the Nutrien Notes issued by the company, as discussed in Note 21.

<sup>1</sup> Excludes unamortized fair value adjustments

<sup>2</sup> Comprised of net unamortized debt issue costs less current portion of amortization included in prepaid expenses and other current assets.

<sup>3</sup> Adjusted capital = (total debt – cash and cash equivalents) + (total shareholders' equity – accumulated other comprehensive (income) loss).

# Note 24 Commitments

A commitment is an agreement that is enforceable and legally binding to make a payment in the future for the purchase of goods or services. These amounts are not recorded in the condensed consolidated balance sheet since the company has not yet received the goods or services from the supplier. The amounts below are what the company is committed to pay based on current expected contract prices.

#### **Accounting Policies**

Leases entered into are classified as either finance or operating leases. Leases that transfer substantially all of the risks and rewards of ownership of property to the company are accounted for as finance leases. They are capitalized at the commencement of the lease at the lower of the fair value of the leased property and the present value of the minimum lease payments. Property acquired under a finance lease is depreciated over the shorter of the period of expected use on the same basis as other similar property, plant and equipment and the lease term.

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Rental payments under operating leases are expensed in net earnings on a straight-line basis over the period of the lease.

#### Supporting Information

#### Lease Commitments

The company has various long-term operating lease agreements for land, buildings, port and distribution facilities, equipment, ocean-going transportation vessels, railcars, vehicles and application equipment. The majority of lease agreements are renewable at the end of the lease period at market rates. Rental expenses for operating leases for the three months ended March 31, 2018 were \$75 (2017 – \$20).

#### Purchase Commitments

The company has entered into long-term natural gas contracts with the National Gas Company of Trinidad and Tobago Limited, the latest of which expires in 2018. The contracts provide for prices that vary primarily with ammonia market prices, escalating floor prices and minimum purchase quantities. The commitments included in the following table are based on floor prices and minimum purchase quantities. The company is in ongoing negotiations with the National Gas Company of Trinidad and Tobago Limited for the renewal of the natural gas contracts. Contract negotiations are expected to be complete by the end of 2018.

Profertil has long-term gas contracts denominated in US dollars and expiring in 2019, which account for

approximately 100 percent of Profertil's gas requirements. YPF S.A., the company's joint venture partner in Profertil, supplies approximately 70 percent of the gas under these contracts. Commitments include the company's proportionate share of this joint venture.

The Carseland facility has a power co-generation agreement, expiring on December 31, 2026, for which the company can purchase 60 megawatt-hours of power per hour. The price for the power is based on a fixed charge adjusted for inflation and a variable charge based on the cost of natural gas provided to the facility for power generation.

The company has a phosphate rock supply agreement that includes a minimum commitment to purchase phosphate rock until December 2018. The purchase price is based on a formula that tracks finished product pricing and key published phosphate input costs. The company entered into a freight contract to import phosphate rock extending to 2019.

Agreements for the purchase of sulfur for use in the production of phosphoric acid provide for specified purchase quantities, and prices based on market rates at the time of delivery. The commitments included in the following table are based on expected contract prices.

#### Accounting Estimates and Judgments

The company is party to various leases, including leases for railcars and vessels. Judgment is required in considering a number of factors to ensure that leases to which the company is party are classified appropriately as operating or financing. Such factors include whether the lease term is for the major part of the asset's economic life and whether the present value of minimum lease payments amounts to substantially all of the fair value of the leased asset.

Substantially all of the leases to which the company is party have been classified as operating leases.

As part of the agreement to sell Conda Phosphate operations ("CPO"), the company entered into long-term strategic supply and offtake agreements which extend to 2023. Under the terms of the supply and offtake agreements, the company will supply 100 percent of the ammonia requirements of CPO and purchase 100 percent of the monoammonium phosphate ("MAP") product produced at CPO. The MAP production is estimated at 330,000 tonnes per year.

#### Capital Commitments

The company has various long-term contractual commitments related to the acquisition of property, plant and equipment, the latest of which expires in 2022. The commitments included in the following table are based on expected contract prices.

#### Other Commitments

Other commitments consist principally of pipeline capacity, throughput and various rail and vessel freight contracts, the latest of which expires in 2026, and mineral lease commitments, the latest of which expires in 2038.

Minimum future commitments under these contractual arrangements were as follows at March 31, 2018:

	Operating Leases				Purchase Commitments				Capita Commitm		Oth Commit		т	otal
Within 1 year	\$	197	\$	950	\$	28	\$	80	\$	1,255				
1 to 3 years		350		499		26		101		976				
3 to 5 years		232		383		10		65		690				
Over 5 years		334		327		—		33		694				
Total	\$	1,113	\$	2,159	\$	64	\$	279	\$	3,615				

# **Note 25** Guarantees

General guarantees are not recognized in the condensed consolidated balance sheet but are disclosed.

# Accounting Policies

General guarantees are not recognized in the condensed consolidated balance sheet but are disclosed and include:

- contracts or indemnifications that contingently require the guarantor to make payments based on changes in an underlying;
- contracts that contingently require payments to a guaranteed party based on another entity's failure to perform under an agreement; and
- an indirect guarantee of the indebtedness of another party.

A financial guarantee contract requires the issuer to make payments to reimburse the holder for a loss it incurs because a debtor fails to make payment when due. A financial guarantee contract is recognized as a financial instrument in the condensed consolidated balance sheet when the company becomes party to the contract.

# Supporting Information

The company provides indemnifications, which are often standard contractual terms, to counterparties in transactions such as purchase and sale contracts, service agreements, director/officer contracts and leasing transactions. Indemnification agreements:

 may require the company to compensate counterparties for costs incurred as a result of various events, including environmental liabilities and changes in (or in the interpretation of) laws and regulations, or as a result of litigation claims or statutory sanctions that may be suffered by a counterparty as a consequence of the transaction;

- will vary based upon the contract, the nature of which prevents the company from making a reasonable estimate of the maximum potential amount that it could be required to pay to counterparties; and
- have not historically required the company to make any significant payments and no amounts have been accrued in the condensed consolidated financial statements (except for accruals relating to the underlying potential liabilities).

Various debt obligations (such as overdrafts, lines of credit with counterparties for derivatives and back-to-back loan arrangements) and other commitments (such as railcar leases) related to certain subsidiaries and investees have been directly guaranteed by the company under certain agreements with third parties. It would be required to perform on these guarantees in the event of default by the guaranteed parties. No material loss is anticipated by reason of such agreements and guarantees. As at March 31, 2018, the maximum potential amount of future (undiscounted) payments under significant guarantees provided to third parties approximated \$503. It is unlikely these guarantees will be drawn upon and, since the maximum potential amount of future payments does not consider the possibility of recovery under recourse or collateral provisions, this amount is not indicative of future cash requirements or the company's expected losses from these arrangements.

As at March 31, 2018, no subsidiary balances subject to guarantees were outstanding in connection with the company's cash management facilities, and it had no liabilities recorded for other guarantee obligations.

The company has guaranteed the gypsum stack capping, closure and post-closure obligations of PCS Phosphate Company, Inc ("PCS Phosphate") in White Springs, Florida and PCS Nitrogen Inc. ("PCS Nitrogen") in Geismar, Louisiana, respectively, pursuant to the financial assurance regulatory requirements in those states. In addition to the foregoing guarantees associated with US mining operations, the company has guaranteed the performance of certain remediation obligations of PCS Joint Venture, Ltd. at the Lakeland, Florida and Moultrie, Georgia sites.

The environmental regulations of the Province of Saskatchewan require each potash mine to have decommissioning and reclamation plans, and financial assurances for these plans, approved by the responsible provincial minister. The next scheduled review of the decommissioning and reclamation plans is to be completed by June 30, 2021. With respect to the financial assurances for these plans, the Minister of the Environment for Saskatchewan ("MOE") approved the established trust funds of CDN \$50 to be funded by the company in equal annual payments. The company has two trust funds held at the subsidiary level. As at March 31, 2018, the total balance in the trust funds was CDN \$22.

The company has met its financial assurance responsibilities as at March 31, 2018. Costs associated with

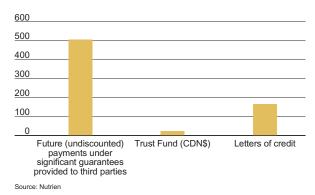
the retirement of long-lived tangible assets have been accrued in the interim financial statements to the extent that a legal or constructive liability to retire such assets exists.

During the period, the company entered into various other commercial letters of credit in the normal course of operations. As at March 31, 2018, \$164 of letters of credit were outstanding.

The company expects that it will be able to satisfy all applicable credit support requirements without disrupting normal business operations.

# **GUARANTEES**

As at March 31 - Unaudited (\$ millions)



# Note 26 Pension and Other Post-Retirement Benefits

The company offers pension and other post-retirement benefits to qualified employees: defined benefit pension plans; defined contribution pension plans; and health, disability, dental and life insurance (referred to as other defined benefit) plans. Substantially all employees participate in at least one of these plans.

# **Defined Benefit Plans**

**Accounting Policies** 

For employee retirement and other defined benefit plans:

- · accrued liabilities are recorded net of plan assets;
- costs <sup>1</sup> are actuarially determined on a regular basis using the projected unit credit method;
- net interest is based on the discount rate used to measure plan obligations or assets at the beginning of the annual period;
- past service cost is recognized in net earnings at the earlier of when i) a plan amendment or curtailment occurs; or ii) related restructuring costs or termination benefits are recognized;
- · net interest is presented within finance costs; and
- other components of costs are presented within cost of goods sold, selling or general and administrative expenses, as applicable.

#### Accounting Estimates and Judgments

Estimates and judgments are required to determine discount rates, health care cost trend rates, projected salary increases, retirement age, longevity and termination rates. These assumptions are determined by management and are reviewed annually by the company's independent actuaries.

The company's discount rate assumption is impacted by:

- the weighted average interest rate at which each pension and other post-retirement plan liability could be effectively settled at the measurement date;
- · country specific rates; and
- the use of a yield curve approach.<sup>2</sup>
- <sup>2</sup> Based on the respective plans' demographics, expected future pension benefits and medical claims, payments are measured and discounted to determine the present value of the expected future cash flows. The cash flows are discounted using yields on high-quality AA-rated non-callable bonds with cash flows of similar timing where there is a deep market for such bonds. Where the company does not believe there is a deep market for such bonds (such as for terms in excess of 10 years in Canada), the cash flows are discounted using a yield curve derived from yields on provincial bonds rated AA or better to which a spread adjustment is added to reflect the additional risk of corporate bonds. For Trinidad plans, the cash flows are discounted using yields on local market government bonds with cash flows of similar timing. The resulting rates are used by the company to determine the final discount rate.

#### Accounting Policies continued

Remeasurements, recognized immediately in OCI in the period they occur, are comprised of actuarial gains and losses, return on plan assets (excluding amounts included in net interest) and the effect of the asset ceiling (if applicable).

When a plan amendment occurs before a settlement, the company recognizes past service cost before any gain or loss on settlement.

<sup>1</sup> Including service costs, past service costs, gains and losses on curtailments and settlements, net interest and remeasurements

The significant assumptions used to determine the benefit obligations and expense for the company's significant plans were as follows:

	Pension	Other
	2018	2018
Assumptions used to determine benefit obligations as at March 31		
Discount rate, %	3.93	3.87
Assumptions used to determine benefit expense for the three months ended March 31		
Discount rate, %	3.67	3.60
Assumptions used to determine both the benefit obligations as at March 31 and expense for the three months ended March 31		
Rate of increase in compensation levels, %	4.74	n/a
Medical cost trend rate – assumed, %	n/a	5.60-4.50 <sup>1</sup>
Medical cost trend rate – year reaches ultimate trend rate	n/a	2037
Mortality assumptions <sup>2</sup>		
Life expectancy at 65 for a male member currently at age 65	20.6	20.4
Life expectancy at 65 for a female member currently at age 65	22.8	22.8
Average remaining service period of active employees (years)	9.2	12.3
Average duration of the defined benefit obligations <sup>3</sup> (years)	15.4	18.8

<sup>1</sup> The company assumed a graded medical cost trend rate starting at 5.60 percent in 2018, moving to 4.50 percent by 2037.

<sup>2</sup> Based on actuarial advice in accordance with the latest available published tables, adjusted where appropriate to reflect future longevity improvements for each country.

<sup>3</sup> Weighted average length of the underlying cash flows.

n/a = not applicable

Of the most significant assumptions, a change in discount rates has the greatest potential impact on the company's pension and other post-retirement benefit plans, with sensitivity to change as follows:

			rch 31, 2018	For the Three Months En March 31, 2018					
	Change in Assumption	Benefit Obligations		Expense in Earni Before Income Ta					
As reported		\$	2,074	\$	21				
Discount rate	1.0 percentage point decrease		384		6				
	1.0 percentage point increase		(299)		(5)				

These sensitivities are hypothetical, should be used with caution and cannot be extrapolated because the relationship of the change in assumption to the change in amounts may not be linear. The sensitivities have been calculated independently of changes in other key variables. Changes in one factor may result in changes in another, which could amplify or reduce certain sensitivities.

#### Accounting Estimates and Judgments continued

#### Supporting Information

Description of Defined Benefit Pension Plans

The company sponsors defined benefit pension plans as follows:

	Plan Type	Contributions
United States	<ul> <li>Non-contributory;</li> <li>guaranteed annual pension payments for life;</li> <li>benefits generally depend on years of service and compensation level in the final years</li> </ul>	<ul> <li>Made to meet or exceed minimum funding requirements of the Employee Retirement Income Security Act of 1974 ("ERISA") and associated Internal Revenue Service regulations and procedures.</li> </ul>
Canada	<ul> <li>benefits available starting at age 55 at a reduced rate; and</li> <li>plans provide for maximum pensionable salary and maximum annual benefit limits.</li> </ul>	<ul> <li>Made to meet or exceed minimum funding requirements based on provincial statutory requirements and associated federal taxation rules.</li> </ul>
Trinidad	<ul> <li>Contributory;</li> <li>guaranteed annual pension payments for life;</li> <li>benefits depend on years of service, compensation level in the final years leading up to age 60 and additional voluntary contributions, if any;</li> <li>benefits available with at least five years of pensionable service at age 50 at a reduced rate; and</li> <li>plan provides for pensionable salary and maximum annual benefit limits.</li> </ul>	<ul> <li>Made to meet or exceed minimum funding requirements based on local statutory requirements; and</li> <li>any company contributions must meet or exceed any required employee contributions.</li> </ul>
Supplemental Plans in US and Canada for Senior Management	<ul><li>Non-contributory;</li><li>unfunded; and</li><li>supplementary pension benefits.</li></ul>	<ul> <li>Provided for by charges to earnings sufficient to meet the projected benefit obligations; and</li> <li>payments to plans are made as plan payments to retirees occur.</li> </ul>

PotashCorp and Agrium did not combine their pension and post-retirement benefit plans as a result of the Merger. There have been no significant changes in the agreements or structure of these individual plans. The following discussions incorporate both companies' plans. The company's defined benefit pension plans discussed above are funded with separate funds that are legally separated from the company and administered through an employee benefits or management committee in each country, which is composed of employees of the company. The employee benefits or management committee is required by law to act in the best interests of the plan participants and in the US and Canada is responsible for the governance of the plans, including setting certain policies (e.g., investment and contribution) of the funds. In Trinidad, the plan's trustee has these responsibilities and the management committee assists the trustee to administer the plan. The current investment policy for each country's plans generally does not include any asset/liability matching strategies or currency hedging strategies. Plan assets held in trusts are governed by local regulations and practice in each country, as is the nature of the relationship between the company and the trustees and their composition.

The defined benefit pension plans expose the company to broadly similar actuarial risks. The most significant risks as discussed below include: investment risk, interest rate risk, longevity risk and salary risk. These plans are not exposed to any other significant, unusual or specific risks.

#### Investment Risk

A deficit will be created if plan assets underperform the discount rate used in the defined benefit obligation valuation. To mitigate investment risk, the company employs:

- a total return on investment approach whereby a mix of equities and fixed income investments is used to maximize long-term return for a prudent level of risk;
- risk tolerance established through careful consideration of plan liabilities, plan funded status and corporate financial condition; and
- a diversified mix of equity and fixed income investments.

For plans in the US and Canada, equity investments are diversified across US and non-US stocks, as well as growth, value and small and large capitalization investments. US equities are also diversified across actively managed and passively invested portfolios. Other assets such as private equity and hedge funds are not used at this time. Investment risk is measured and monitored on an ongoing basis through quarterly investment portfolio reviews, annual liability measurements and periodic asset/liability studies.

The investment strategy in Trinidad is largely dictated by local investment restrictions (maximum of 50 percent in equities and 20 percent in assets originating from outside of Trinidad) and asset availability since the local equity market is small and there is little secondary market activity in debt securities.

#### Interest Rate Risk

A decrease in bond interest rates will increase the pension liability; however, this is generally expected to be partially offset by an increase in the return on the plan's debt investments.

#### Longevity Risk

An increase in life expectancy of plan participants will increase the plan's liability.

# Salary Risk

An increase in the salary of the plan's participants will increase the plan's liability.

#### **Description of Other Post-Retirement Plans**

The company provides health care plans for certain eligible retired employees in the US, Canada and Trinidad. Eligibility

for these benefits is generally based on a combination of age and years of service at retirement. Certain terms of the plans include:

- coordination with government-provided medical insurance in each country;
- certain unfunded cost-sharing features such as co-insurance, deductibles and co-payments – benefits subject to change;
- · for certain plans, maximum lifetime benefits;

- at retirement, the employee's spouse and certain dependent children may be eligible for coverage;
- benefits are self-insured and are administered through third-party providers; and
- generally, retirees contribute towards annual cost of the plans.

The company provides non-contributory life insurance plans for certain US, Canadian and Trinidadian retired employees who meet specific age and service eligibility requirements. The company's other post-retirement plans expose it to similar risks as discussed above related to the defined benefit plans. These plans are not exposed to any other unusual or specific risks.

There were no significant plan amendments, settlements or curtailments during the three months ended March 31, 2018.

#### Financial Information

### Movements in the pension and other post-retirement benefit assets (liabilities) as at and for the period ended March 31, 2018

			Pen	sion									
	Obli	gation	Plan	Assets	Net	Obli	gation	Plan a	ssets	5	Net		Total
Balance – December 31, 2017 Merger impact <sup>1</sup> Components of defined benefit expense recognized in earnings	\$	(1,445) (258)	\$	1,380 205	\$ (65) (53)	\$	(386) (89)	\$	-	- \$	(386) (89)	\$	(451) (142)
Current service cost for benefits earned during the three months ended March 31, 2018 Interest (expense) income Past service cost, including curtailment gains and settlements Foreign exchange rate changes and other		(13) (15) 2 6		14 - (8)	(13) (1) 2 (2)		(4) (4) - 1		-	- - -	(4) (4) - 1		(17) (5) 2 (1)
		(20)		6	 (14)		(7)		-	-	(7)		(21)
Remeasurements of the net defined benefit liability recognized in other comprehensive income during the three months ended March 31, 2018 <sup>2</sup> Actuarial gain arising from:													
Changes in financial assumptions Changes in demographic assumptions Loss on plan assets (excluding amounts included in net interest)		74 		(30)	74 (30)		29 1 -		-	- -	29 1 -		103 1 (30)
		74		(30)	 44		30		-		30		74
Cash flows Contributions by plan participants Employer contributions Benefits paid		_ _ 25		13 (25)	  13 		(1) 		122		_ 2 _		_ 15 _
		25		(12)	 13		2		-	-	2		15
Balance – March 31, 2018	\$	(1,624)	\$	1,549	\$ (75)	\$	(450)	\$	_	- \$	(450)	\$	(525)
Arising from: Funded plans Unfunded plans		(1,598) (26)					(450)						(1,598) (476)
Balance – March 31, 2018	\$	(1,624)				\$	(450)					\$	(2,074)
Balance comprised of: Non-current assets Other assets (Note 14) Current liabilities Payables and accrued charges (Note 16) Non-current liabilities					\$ 32 (26)					\$	- (12)	\$ \$	32 (38)
Pension and other post-retirement benefit liabilities					\$ (81)					\$	(438)	\$	(519)

<sup>1</sup> The company acquired Agrium's pension and post-retirement benefit liabilities, representing the preliminary fair values at the acquisition date as described in Note 3.

<sup>2</sup> Total net of income taxes was \$57.

#### Plan Assets

The fair value of plan assets of the company's defined benefit pension plans, by asset category, was as follows as at March 31:

	2018	
Cash and cash equivalents	\$	54
Equity securities		858
Debt securities		559
International balanced funds		66
Other		12
Total pension plan assets	\$	1,549

Letters of credit secured certain of the Canadian unfunded defined benefit plan liabilities as at March 31, 2018.

# Note 27 Share-Based Compensation

## Defined Contribution Plans Accounting Policy

Defined contribution plan costs are recognized in net earnings for services rendered by employees during the period.

#### Supporting Information

Total contributions recognized as expense under all defined contribution plans for the three months ended March 31, 2018 was 35 (2017 - 5).

#### Cash Payments to All Plans

Total cash payments for pensions and other post-retirement benefits for the three months ended March 31, 2018 were \$50 (2017 – \$8). The company expects to contribute approximately \$75 to all pension and post-retirement plans during the remainder of 2018.

The company has share-based compensation plans for eligible employees and directors as part of their remuneration package, including Stock Options, Performance Share Units ("PSU"), Restricted Share Units ("RSU") and Director Deferred Share Units ("DSU"). In addition, in connection with the completion of the Merger, the company assumed the legacy compensation plans and outstanding awards of PotashCorp and Agrium, which include Stock Options, PSUs, RSUs and Stock Appreciation Rights ("SAR"), as well as and the former PotashCorp CEO multi-year incentive plan.

#### Accounting Policies

The accounting for share-based compensation plans is fair value-based.

The grant date is the date the company and the employee have a shared understanding of the terms and conditions of the arrangement, at which time the company confers on the employee the right to cash equity instruments, provided the specified vesting conditions, if any, are met.

For those awards with performance conditions that determine the number of options or units to which employees will be entitled, measurement of compensation cost is based on the company's best estimate of the outcome of the performance conditions.

For plans settled through the issuance of equity:

- fair value for stock options is determined on grant date using the Black-Scholes-Merton option-pricing model;
- fair value for performance share units is determined on grant date by projecting the outcome of performance conditions;
- compensation expense is recorded over the period the plans vest (corresponding increase to contributed surplus);
- forfeitures are estimated throughout the vesting period based on past experience and future expectations, and adjusted upon actual vesting; and
- when exercised, the proceeds and amounts recorded in contributed surplus are recorded in share capital.

# Accounting Estimates and Judgments

Judgment involves determining:

- at which date the company and employee agree to a share-based compensation award, and, hence, what the grant date is; and
- · the fair value of share-based compensation awards at the grant date.

Estimation involves determining:

- stock option pricing model assumptions described in the weighted average assumptions table below;
- · the number of stock option awards expected to be forfeited;
- the projected outcome of performance conditions for PSUs, including the relative ranking of the company's total shareholder return, including expected dividends, compared with a specified peer group using a Monte Carlo simulation option-pricing model and the outcome of the company's synergies relative to the target. Actual results may significantly differ from these estimates; and
- the number of dividend equivalent units expected to be earned.

PSUs vest based on the achievement of performance conditions over a three-year performance cycle. Changes to vesting assumptions may change based on non-market vesting conditions at the end of each reporting period.

RSUs are not subject to performance conditions and vest at the end of the three-year vesting period.

#### Accounting Policies continued

For plans settled in cash:

- · a liability is recorded based on the fair value of the awards each period;
- · expense accrues from the grant date over the vesting period; and
- fluctuations in fair value of the award and related compensation expense are recognized in the period the fluctuation occurs.

#### Supporting Information

During the three months ended March 31, 2018, the company issued stock options under a new stock option plan (the "2018 Stock Option Plan") and PSUs and RSUs under a new PSU/RSU plan (the "2018 PSU/RSU Plan"), in each case to eligible employees. Stock options granted during the three months ended March 31, 2018 are subject to shareholder approval. In connection with the completion of the Merger, the outstanding legacy share-based compensation plans of PotashCorp and Agrium were assumed by, and are now settled in or with reference to shares of, Nutrien on the basis of the exchange ratios described in Note 3.

As at March 31, 2018, the company had the following awards available to be granted under the 2018 Stock Option Plan, the 2018 PSU/RSU Plan and a new director deferred share unit plan:

#### **Plan Features**

Form of payment	Eligibility	Granted	Vesting period	Maximum term	Settlement
Stock Options	Officers and eligible employees	Annually	25% per year over four years	10 years	Shares
PSUs	Officers and other eligible employees	Annually	On third anniversary of grant date	N/A	Cash
RSUs	Eligible employees	Annually	On third anniversary of grant date	N/A	Cash
DSUs	Non-executive directors	At the discretion of the Board of Directors	Fully vest upon grant	N/A	In cash on director's departure from Board of Directors

In addition, as at March 31, 2018, the company had the following awards outstanding under one or more assumed legacy plans of PotashCorp and/or Agrium (under which no new awards will be granted):

### **Plan Features**

Form of payment	Eligibility	Granted	Vesting period	Maximum term	Settlement
Stock Options	N/A	N/A	<ul> <li>25% per year over four years <sup>1</sup></li> <li>On third anniversary of grant date <sup>2</sup></li> </ul>	10 years	Shares
PSUs	N/A	N/A	On third anniversary of grant date	N/A	Cash / Shares
RSUs	N/A	N/A	On third anniversary of grant date	N/A	Cash
SARs <sup>3</sup>	N/A	N/A	25% per year over four years	10 years	Cash

<sup>1</sup> Under the assumed legacy Agrium stock option plan.

<sup>2</sup> Under the assumed legacy PotashCorp long term incentive plan and performance option plans.

<sup>3</sup> Under the assumed legacy Agrium SARs plan, effective January 1, 2015, tandem stock appreciation rights (TSARs) were no longer issued to eligible officers and employees. TSARs granted in Canada prior to January 1, 2015 have similar terms and vesting conditions to SARs and also provide the holder with the ability to choose between (a) receiving the price of the company's shares on the date of exercise in excess of the exercise price of the right and (b) receiving common shares by paying the exercise price of the right. The company's past experience and future expectation is that substantially all option holders will elect to exercise their options as a SAR, surrendering their options and receiving settlement in cash. TSARs are included with the SARs disclosure.

#### Accounting Estimates and Judgments continued

Changes to vesting assumptions are reflected in earnings immediately for compensation cost already recognized.

The weighted average fair value of stock options granted was estimated as of the date of the grant using the Black-Scholes-Merton option-pricing model. The weighted average grant date fair value of stock options per unit granted in the three months ended March 31, 2018 was \$9.71. The weighted average assumptions for both legacy companies by year of grant that impact the current period results are as follows:

			Year of Grant		
		2018	2017	2016	2015
Assumptions	Based On				
Exercise price per option	Quoted market closing price <sup>1</sup>	\$ 44.50	\$ 46.47	\$ 48.46	\$ 51.96
Expected annual dividend yield	Annualized dividend rate <sup>2</sup>	3.58%	2.93%	6.14%	2.69%
Expected volatility	Historical volatility <sup>3</sup>	29%	28%	39%	38%
Risk-free interest rate	Zero-coupon government issues <sup>4</sup>	2.79%	1.95%	1.59%	1.66%
Average expected life of options	Historical experience	7.5 years	6.2 years	7.6 years	6.4 years

<sup>1</sup> Of common shares on the last trading day immediately preceding the date of the grant.

<sup>2</sup> As of the date of grant.

<sup>3</sup> Of the company's stock over a period commensurate with the expected life of the option.

<sup>4</sup> Implied yield available on equivalent remaining term at the time of the grant.

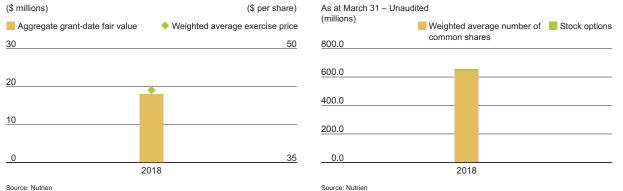
The aggregate grant-date fair value of all stock options granted in the three months ended March 31, 2018 was \$18. The average share price during the three months ended March 31, 2018 was \$50.08 per share.

As at March 31, 2018, the outstanding number of stock options that vest between three and four years and settle in shares was:

2018	2017	2016	2015	2014	2013	2012	2011	2010	2009	2008
1,875,162	1,570,419	2,337,022	1,629,585	1,056,366	656,800	465,040	324,720	322,440	455,400	338,100

#### STOCK OPTIONS GRANTED Unaudited

# TOTAL SHARES AND STOCK OPTIONS OUTSTANDING



The exercise price is not less than the quoted market closing price of the company's common shares on the last trading day immediately preceding the date of the grant, and an option's maximum term is 10 years. In general, options granted under assumed legacy PotashCorp performance option plans vest, if at all, according to a schedule based on the three-year average excess of the company's consolidated cash flow return on investment over the weighted average cost of capital.

#### The following table summarizes information about stock options outstanding as at March 31, 2018:

	<b>Options Outstanding</b>		<b>Options Exercisable</b>			
Range of Exercise Prices	Number	Weighted Average Remaining Life in Years	Weighted Average Exercise Price	Number	Weighted Average Exercise Price	
\$37.00 to \$41.00	2,337,022	8	\$ 39.16	829,740	\$ 38.39	
\$44.00 to \$52.00	4,388,308	9	46.86	1,181,834	49.96	
\$67.00 to \$79.00	964,597	5	75.83	964,597	75.83	
\$80.00 to \$110.00	2,784,587	5	91.47	2,784,587	91.47	
\$129.00 to \$131.00	311,080	2	130.27	311,080	130.27	
\$165.00 to \$166.00	245,460	1	165.65	245,460	165.65	
	11,031,054	7	\$ 64.02	6,317,298	\$ 79.14	

The foregoing options have expiry dates ranging from May 2018 to February 2028.

#### PSUs and RSUs

PSUs granted under the 2018 PSU/RSU Plan vest based on total shareholder return over a three-year performance cycle, compared to the average total shareholder return of a peer group of companies over the same period. The value of each such PSU granted is based on the average closing price of the company's common shares on the NYSE during the last month of the three-year cycle. RSUs granted under the 2018 PSU/RSU Plan are not subject to performance conditions and vest at the end of the three-year period.

PSUs granted in 2016 and 2017 under the assumed legacy PotashCorp long term incentive plan were comprised of three tranches, with each tranche vesting based on the achievement of a combination of performance metrics over separate performance periods ranging from one to three years and such PSUs will be settled in shares for grantees who are subject to the company's share ownership guidelines and in cash for all other grantees. PSUs granted in 2016 and 2017 under the assumed Agrium long term incentive plan vest over a three-year performance cycle based on the achievement of performance metrics and such PSUs will be settled in cash. RSUs granted under the assumed Agrium long term incentive plan are not subject to performance conditions, vest at the end of the three-year period, and will be settled in cash.

#### Other Plans

The company offers a deferred share unit plan to non-employee directors, which allows each to choose to receive, in the form of DSUs, all or a percentage of the director's fees, which would otherwise be payable in cash. Each DSU fully vests upon award, but is distributed only when the director has ceased to be a member of the Board. Vested units are settled in cash based on the common share price at that time. As at March 31, 2018, the total number of DSUs held by participating directors was 402,341.

The company offered a multi-year incentive plan to the former CEO of PotashCorp for the period July 1, 2014 through December 31, 2015, which provided for an award of DSUs. Dividends on outstanding units result in additional units being issued. The units awarded under the former CEO's multi-year incentive plan were 50 percent vested on July 1, 2017 based on performance criteria (company and individual CEO performance) through December 31, 2015. Vested units are settled in cash when employment is terminated. As at March 31, 2018, the total number of DSUs held by the former CEO was 42,935.

For all plans, share-based awards granted for the three months ended March 31, 2018 and outstanding at March 31, 2018 were:

	For the Three Months Ended March 31,	As of March 31,
	2018	2018
	Granted	Outstanding
Stock Options	1,875,162	11,031,054
PSUs RSUs	623,643 444,001	2,045,769 969,620
DSUs	15,248	445,276
SARs	-	2,742,288

Compensation expense by plan for the three months ended March 31:

	2018		2017
Stock Options	\$ 3	\$	3
PSUs	15		3
RSUs	4		_
DSUs	(2	)	_
PSUs RSUs DSUs SARs	(4	)	-
	\$ 16	\$	6

# **Note 28** Related Party Transactions

The company has a number of related parties with the most significant being Canpotex and post-employment benefit plans.

# **Accounting Policies**

A person or entity is considered a related party if it is:

- an associate or joint venture of Nutrien;
- a member of key management personnel (and their families), which are the company's directors and executive;
- a post-employment benefit plan for the benefit of Nutrien employees; or
- a person that has significant influence over Nutrien.

### Supporting Information

### Sale of Goods

The company sells potash from its Canadian mines for use outside Canada and the US exclusively to Canpotex. Sales are at prevailing market prices and are settled on normal trade terms. Sales to Canpotex for the period ended March 31, 2018 were \$282 (2017 – \$198).

The receivable outstanding from Canpotex is shown in Note 11 and arose from sale transactions described above. It is unsecured and bears no interest. There are no provisions held against this receivable.

### Transactions with Post-Employment Benefit Plans

Disclosures related to the company's post-employment benefit plans are shown in Note 26.

# Note 29 Financial Instruments and Related Risk Management

Outlined below are the company's financial instruments, related risk management objectives, policies and exposure, sensitivity and monitoring strategies to financial risks.

#### Accounting Policies

The company classifies and measures financial assets and liabilities on initial recognition as either amortized cost or fair value. Amortized costs is applied if the objective of the business model for the instrument or group of instruments is to hold the asset to collect the contractual cash flows and the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest. Fair value is applied for all financial instruments that are not measured at amortized cost.

#### Accounting Estimates and Judgments

Judgment is required to determine whether the right to offset is legally enforceable.

	FVTPL	FVTOCI	Financial assets and liabilities at amortized cost
Instrument type	Cash and cash equivalents and derivatives	Equity investments not held for trading	Receivables, short-term debt, payables and accrued charges, long-term debt, other long-term debt instruments
Measurement	Fair value	Fair value	Amortized cost <sup>3</sup>
Fair value gains and losses	Profit or loss	OCI 1,2	-
Interest and dividends	Profit or loss	Profit or loss	Profit or loss: effective interest rate
Impairment	Profit or loss (assets)	OCI <sup>2</sup>	Profit or loss (assets)
Foreign exchange	Profit or loss	OCI <sup>2</sup>	Profit or loss
Transaction costs	Profit or loss	Included in cost of instrument	Included in cost of instrument

<sup>1</sup> For equity investments not held for trading, the company may make an irrevocable election at initial recognition to recognize changes in fair value through OCI rather than profit or loss. The company made this election for its investments in ICL, Sinofert and other. The company's investment in ICL was disposed of on January 24, 2018.

<sup>2</sup> If the company elects to present unrealized and realized fair value gains and losses on equity investments in other comprehensive income, there is no subsequent recycling of fair value gains and losses to profit or loss. The company would recognize dividends from such investments in profit or loss as long as they represent a return on investment.

<sup>3</sup> The company may make an election under certain circumstances to irrevocably designate a financial asset or financial liability as measured at fair value. The company did not make any such elections.

The company recognizes purchases and sales of financial assets on the trade date, which is the date on which the company commits to purchase or sell the asset. The company derecognizes financial assets when the rights to receive cash flows from the investments have expired or the company has transferred them, and all the risks and rewards of ownership has been substantially transferred.

Financial assets and financial liabilities are recognized as follows:

- initially in the condensed consolidated balance sheets at fair value (normally the transaction price) and adjusted for transaction costs (recognized immediately in net earnings for financial instruments at FVTPL);
- · regular way purchases and sales of financial assets are accounted for on the trade date; and
- financial instruments recorded at fair value on an ongoing basis are remeasured at each reporting date and changes in the fair value are recorded in either net earnings or OCI.

Financial assets and financial liabilities are offset and the net amount is presented in the condensed consolidated balance sheets when the company:

- currently has a legally enforceable right to offset the recognized amounts; and
- intends either to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

See Note 31 for discussion related to the policies, estimates and judgments for fair value measurements.

#### Supporting Information

#### Financial Risks

The company is exposed in varying degrees to a variety of financial risks from its use of financial instruments: credit risk, liquidity risk and market risk. The source of risk exposure and how each is managed are outlined below.

#### Credit Risk

The company's exposure to credit risk on its cash and cash equivalents, receivables (excluding taxes) and derivative instrument assets is the carrying amount of each instrument on the condensed consolidated balance sheets.

#### Maximum exposure to credit risk:

	rch 31, 2018	mber 31, 017
Cash and cash equivalents	\$ 460	\$ 116
Receivables	3,078	465
Other current assets – derivatives	18	7
Other non-current assets – derivatives	2	3
	\$ 3,558	\$ 591

Credit risk is managed through policies applicable to the following assets:

	Acceptable minimum counterparty credit ratings	Exposure thresholds by counterparty	Daily counterparty settlement based on prescribed credit thresholds	Counterparties to contracts are investment-grade quality
Cash and Cash Equivalents	Х	Х		
Natural Gas Derivatives	Х		Х	Х
Foreign Currency Derivatives	Х			

The company's trade accounts receivable include a concentration in retail operations in Australia for advances to the customers to purchase crop inputs and livestock. The company mitigates risk in these receivables by obtaining security over livestock. In the retail operations in Western Canada, the company mitigates credit risk in accounts receivable through an agency agreement with a Canadian financial institution wherein the financial institution provides credit to qualifying customers to assist in financing their crop input purchases. Through the agency agreement, customers have loans directly with the institution while the company has only a limited recourse involvement to the extent of an indemnification of the institution for 50 percent of its future bad debts to a maximum of 5 percent of the qualified customer loans. Historical indemnification losses on this arrangement have been negligible, and the average aging of the customer loans with the financial institution is current.

Credit risk on trade receivables for the company's potash, nitrogen, and phosphate and sulfate segments is managed through a credit management program whereby:

- credit approval policies and procedures are in place to guide the granting of credit to new customers as well as its continued extension to existing customers;
- existing customer accounts are reviewed every 12-18 months;

- credit is extended to international customers based upon an evaluation of both customer and country risk
- the credit period on sales is generally 15 and 30 days for fertilizer customers, 30 days for industrial and feed customers and up to 180 days for select export sales customers; and
- credit agency reports, where available, and an assessment of other relevant information such as current financial statements and/or credit references are used before assigning credit limits to customers. Those that fail to meet specified benchmark creditworthiness may transact with the company on a prepayment basis or provide another form of credit support that the company approves.

	March 31, 2018	December 31, 2017
Not past due	\$ 2,186	\$ 325
30 days or less	216	58
31-60 days	77	1
Greater than 60 days	186	12
Gross trade receivables	2,665	396
Less provision for		
impairment of trade		
accounts receivable	(19)	(6)
Net trade receivables	\$ 2,646	\$ 390

#### Liquidity Risk

Liquidity risk arises from the company's general funding needs and in the management of its assets, liabilities and optimal capital structure. It manages its liquidity risk to maintain sufficient liquid financial resources to fund its operations and meet its commitments and obligations in a cost-effective manner. In managing its liquidity risk, the company has access to a range of funding options. It has established an external borrowing policy with the following objectives:

- · maintain an optimal capital structure;
- maintain investment-grade credit ratings that provide ease of access to the debt capital and commercial paper markets;
- · maintain sufficient short-term credit availability; and
- maintain long-term relationships with a sufficient number of high-quality and diverse lenders.

The following maturity analysis of the company's financial liabilities and gross settled derivative contracts (for which the cash flows are settled simultaneously) is based on the expected undiscounted contractual cash flows from the date of the condensed consolidated balance sheets to the contractual maturity date.

	Carrying A of liab as at Mar 201	ility rch 31,	ntractual Cash Flows	٧	Vithin 1 Year		1 to 3 Years	3 to 5 Years	Over 5 Years
Short-term debt <sup>1</sup>	\$	2,091	\$ 2,091	\$	2,091	\$	- \$	_	\$ -
Payables and accrued		i i	,		,	•			•
charges <sup>2</sup>		4,476	4,476		4,476		_	_	_
Current portion of long-term			= 1 0		= 1 0				
debt		524	510		510		-		
Long-term debt		8,091	12,587		342		1,664	1,105	9,476
Foreign currency derivatives		2			. –				
Outflow			.17		.17		_	_	_
Inflow			(15)		(15) 65				_
Natural gas derivatives		124	1`16´		65		37	14	_
	\$	15,308	\$ 19,782	\$	7,486	\$	1,701 \$	1,119	\$ 9,476

<sup>1</sup> Contractual cash flows include contractual interest payments related to debt obligations. Interest rates on variable rate debt are based on prevailing rates as at March 31, 2018. Disclosures regarding offsetting of certain debt obligations are provided below.

<sup>2</sup> Excludes taxes, accrued interest, customer prepayments and current portions of asset retirement obligations and accrued environmental costs, pension and other post-retirement benefits, and other non-financial liabilities.

#### Market Risk

Market risks, where financial instrument fair values can fluctuate due to changes in market prices, include foreign exchange risk, interest rate risk and price risk (related to commodity and equity securities).

#### Foreign Exchange Risk

To manage foreign exchange risk (primarily related to Canadian operating and capital expenditures, certain subsidiaries denominated in currencies other than the functional currency of an operation, taxes and dividends), the company may enter into foreign currency derivatives. Treasury risk management policies allow such exposures to be hedged within certain prescribed limits for both forecast operating and capital expenditures. The risk management policy relating to certain subsidiaries denominated in currencies other than the function currency of an operation is to offset substantially all of the earnings impact from the translation of the underlying financial instruments that could occur from a reasonably possible strengthening or weakening of the US dollar. The foreign currency derivatives are not currently designated as hedging instruments for accounting purposes.

The company has certain investments listed on foreign stock exchanges and denominated in currencies other than the US dollar for which it is exposed to foreign exchange risk. These investments are held for long-term strategic purposes.

Exposure to reasonably possible changes in relevant foreign currencies on the company's financial instruments and the pre-tax effects on net earnings and OCI include the following:

Familian Fuch an an Diale

	_	Foreign Exchange Risk				
	Corruing organist	5% decrease	in US\$	5% increase	in US\$	
March 31, 2018	Carrying amount - of Asset (Liability)	Net Earnings	OCI	Net Earnings	OCI	
FVTOCI Sinofert (Hong Kong dollars) Payables (CDN) Foreign currency derivatives	\$ 197 (39)	\$ _ (2) 1	\$ 10 _ _	\$ - 2 (1)	\$ (10) 	
2017						
FVTOCI ICL (New Israeli shekels) <sup>1</sup> Sinofert (Hong Kong dollars) Payables (CDN) Foreign currency derivatives	\$ 708 258 (75) 1	\$ _ (4) 2	\$ 35 13 _	\$ - - 4 (2)	\$ (35) (13) _ _	

<sup>1</sup> Sold on January 24, 2018 (Note 19).

Refer to Note17 for details of forward and option contracts the company enters into.

#### Interest Rate Risk

Fluctuations in interest rates impact the future cash flows and fair values of various financial instruments.

Interest rate risk on debt is addressed by:

- · using a portfolio of fixed and floating rate instruments;
- aligning current and long-term assets with demand and fixedterm debt;
- · monitoring the effects of market changes in interest rates; and
- using interest rate swaps, if desired.

Related to interest rate risk on investments in marketable securities, the company's primary objectives are to:

- · ensure the security of principal amounts invested;
- provide for an adequate degree of liquidity; and
- · achieve a satisfactory return.

Treasury risk management policies specify investment parameters including eligible types of investment, maximum maturity dates, maximum exposure by counterparty and minimum credit ratings.

The company had no significant exposure to interest rate risk on its financial instruments as at March 31, 2018 and December 31, 2017.

#### Price Risk

Commodity price risk exists on the company's natural gas derivative instruments. Its natural gas strategy is to diversify its forecast gas volume requirements, including a portion of annual requirements purchased at spot market prices, a portion at fixed prices (up to 10 years) and a portion indexed to the market price of ammonia. Its objective is to acquire a reliable supply of natural gas feedstock and fuel on a location-adjusted, costcompetitive basis.

Price risk also exists for exchange-traded equity securities measured at FVTOCI.

Exposure to reasonably possible changes in price for a relevant commodity or security and the pre-tax effects on net earnings and OCI include the following:

			Price Risk								
	Carrying Amount —				Effect of 10% decrease in prices				Effect of 10% increase in prices		
March 31, 2018	of Asset (Lia	ability)	Net Earnir	ngs	OCI		Net Earni	ngs	OCI		
Investments at FVTOCI Sinofert Natural gas derivatives	\$	197 (108)	\$		\$	(20) (12)	\$	_ 1	\$	20 11	
December 31, 2017											
Investments at FVTOCI ICL <sup>1</sup> Sinofert Natural gas derivatives	\$	708 258 (55)	\$	_ _ _	\$	(71) (26) (7)	\$		\$	71 26 7	

<sup>1</sup> Sold on January 24, 2018 (Note 19).

The sensitivity analyses included in the tables above should be used with caution as the changes are hypothetical and not predictive of future performance. The sensitivities are calculated with reference to period-end balances and will change due to fluctuations in the balances throughout the year. In addition, for the purpose of the sensitivity analyses, the effect of a variation in a particular assumption on the fair value of the financial instrument was calculated independently of any change in another assumption. Actual changes in one factor may contribute to changes in another factor, which may magnify or counteract the effect on the fair value of the financial instrument.

#### Fair Value

Estimated fair values for financial instruments are designed to approximate amounts for which the instruments could be exchanged in a current arm's-length transaction between knowledgeable, willing parties. The valuation policies and procedures for financial reporting purposes are determined by the company's finance department.

Financial instruments included in the condensed consolidated balance sheets are measured either at fair value or amortized cost. The tables below explain the valuation methods used to determine the fair value of each financial instrument and its associated level in the fair value hierarchy.

Financial Instruments Measured at Fair Value	Fair Value Method
Cash and cash equivalents	Carrying amount (approximation to fair value assumed due to short-term nature).
Equity securities	Closing bid price of the common shares (Level 1) as at the balance sheet date.
Debt securities	Closing bid price of the debt (Level 2) as at the balance sheet date.
Foreign currency derivatives not traded in an active market	Quoted forward exchange rates (Level 2) as at the balance sheet date.
Foreign exchange forward contracts, swaps and options	A discounted cash flow model. 1
Natural gas swaps not traded in an active market	A discounted cash flow model. <sup>1</sup>
Natural gas swaps traded in an active market	Market comparison. <sup>2</sup>

<sup>1</sup> Inputs included contractual cash flows based on prices for natural gas futures contracts, fixed prices and notional volumes specified by the swap contracts, the time value of money, liquidity risk, the company's own credit risk (related to instruments in a liability position) and counterparty credit risk (related to instruments in an asset position). Futures contract prices used as inputs in the model were supported by prices quoted in an active market and therefore categorized in Level 2.

<sup>2</sup> Inputs include current market and contractual prices, forward pricing curves, quoted forward prices, basis differentials, volatility factors and interest rates.

Financial Instruments Measured at Amortized Cost	Fair Value Method
Receivables, short-term debt and payables and accrued charges	Carrying amount (approximation to fair value assumed due to short-term nature).
Long-term debt	Quoted market prices (Level 1 or 2 depending on the market liquidity of the debt).
Other long-term debt instruments	Carrying amount.

The following table presents the company's fair value hierarchy for financial assets and financial liabilities carried at fair value on a recurring basis:

		Fair Value Measurements at Reporting Date			
March 31, 2018	Carrying Amount of Asset (Liability)	Quoted Prices in Active Markets for Identical Assets (Level 1) <sup>1</sup>	Significant Other Observable Inputs (Level 2) <sup>1</sup>		
Financial instruments measured at fair value on a recurring basis					
Derivative instrument assets					
Natural gas derivatives	\$ 16	\$ -	\$ 16		
Foreign currency derivatives	4	-	4		
Other current financial assets - marketable securities <sup>2</sup>	115	18	97		
Investments at FVTOCI <sup>3</sup>	202	202	-		
Derivative instrument liabilities					
Natural gas derivatives	(124)	-	(124)		
Foreign currency derivatives	(6)	-	(6)		
Financial instruments measured at amortized cost					
Cash and cash equivalents	\$ 460	\$ -	\$ 460		
Current portion of long-term debt					
Senior notes and debentures <sup>4</sup>	(514)	-	(514)		
Fixed and floating rate debt	(10)	-	(10)		
Long-term debt					
Senior notes and debentures <sup>4</sup>	(8,072)	-	(8,101)		
Fixed and floating rate debt	(19)	-	(19)		
December 31, 2017					
Derivative instrument assets					
Natural gas derivatives	\$ 9	\$ –	\$ 9		
Investments at FVTOCI <sup>3</sup>	970	970	— —		
Derivative instrument liabilities					
Natural gas derivatives	(64)	-	(64)		
Long-term debt			. ,		
Senior notes <sup>4</sup>	(3,707)	-	(4,045)		

<sup>1</sup> During the period ended March 31, 2018, there were no transfers between Level 1 and Level 2. The company's policy is to recognize transfers at the end of the reporting period.

<sup>2</sup> Marketable securities consist of equity and fixed income securities. The company determines the fair value of equity securities based on the bid price of identical instruments in active markets. The company values fixed income securities using quoted prices of instruments with similar terms and credit risk.

<sup>3</sup> Investments at FVTOCI are comprised of shares in ICL, Sinofert and other. ICL was sold on January 24, 2018 (Note 19).

<sup>4</sup> Carrying amount of liability includes net unamortized debt issue costs.

			Amounts Not Offset							
Financial assets (liabilities)		Gross		set	Net Amounts Presented	Included in Gross		Related To Cash Margin (Held) Deposits Placed	Net Amounts Presente Less Amounts Not Offs	
March 31, 2018 Derivative instrument assets Natural gas derivatives Derivative instrument liabilities Natural gas derivatives Other long-term debt instruments <sup>3</sup>	\$	70 (182) (150)	\$	(54) 58 150	\$ 16 (124) 一	\$	_ (26) _	\$ – 32	Ψ	16 (118) _
	\$	(262)	\$	154	\$ (108)	\$	(26)	\$ 32	\$	(102)
December 31, 2017 Derivative instrument assets Natural gas derivatives Derivative instrument liabilities Natural gas derivatives Other long-term debt instruments <sup>3</sup>	\$	11 (74) (150)	\$	(2) 10 150	\$    9 (64) _	\$	_ (27) _	\$ (1 38		8 (53) _
	\$	(213)	\$	158	\$ (55)	\$	(27)	\$ 37	\$	(45)

<sup>1</sup> Cash margin deposits held related to legally enforceable master netting arrangements for natural gas derivatives.

<sup>2</sup> Cash margin deposits placed with counterparties related to legally enforceable master netting arrangements for natural gas derivatives.

<sup>3</sup> Back-to-back loan arrangements that are not subject to any financial test covenants but are subject to certain customary covenants and events of default, including, for other long-term debt, an event of default for non-payment or other debt in excess of \$25. Non-compliance with such covenants could result in accelerated payment of the related debt. The company was in compliance with these covenants as at March 31, 2018.

# **Note 30** Contingencies and Other Matters

Contingent liabilities, which are not recognized in the interim financial statements but may be disclosed, are possible obligations as a result of uncertain future events outside the control of the company, or present obligations not recognized because the amount cannot be sufficiently measured or payment is not probable.

#### **Accounting Policies**

Generally, a contingent liability arises from past events and is:

- a possible obligation whose existence will be confirmed only by one or more uncertain future events or non-events outside the control of the company; or
- a present obligation not recognized because it is not probable an outflow of resources embodying economic benefits will be required to settle the obligation, or the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are not recognized in the financial statements but are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. Where the company is jointly and severally liable for an obligation, the part of the obligation that is expected to be met by other parties is treated as a contingent liability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company. Contingent assets are not recognized in the financial statements and are only disclosed where an inflow of economic benefits is probable.

#### Supporting Information

#### Canpotex

Nutrien is a shareholder in Canpotex, which markets Canadian potash offshore. Should any operating losses or other liabilities be incurred by Canpotex, the shareholders have contractually agreed to reimburse it for such losses or liabilities in proportion to each shareholder's productive capacity. Through March 31, 2018, there were no such operating losses or other liabilities.

#### Mining Risk

The risk of underground water inflows, as with most other underground risks, is currently not insured.

#### Legal and Other Matters

The company is engaged in ongoing site assessment and/or remediation activities at a number of facilities and sites, and anticipated costs associated with these matters are added to accrued environmental costs in the manner described in Note 18.

#### **Environmental Remediation**

The company has established provisions for environmental site assessment and/or remediation matters to the extent that expenses associated with those matters are considered likely to be incurred by the company. Except for the uncertainties described below, the company does not believe that its future obligations with respect to these matters are reasonably likely to have a material adverse effect on its consolidated financial statements.

 The US Environmental Protection Agency ("USEPA") has identified PCS Nitrogen as a potentially responsible party at the Planters Property or Columbia Nitrogen site in Charleston, South Carolina (the "Charleston Site"). Litigation and administrative proceedings are ongoing to establish the amount of costs and cleanup work for which PCS Nitrogen will ultimately be responsible. The ultimate amount of liability for PCS Nitrogen cannot be determined with certainty at this time and may not be fully reflected in the provision for the Charleston Site.

#### Accounting Estimates and Judgments

The following judgments are required to determine the company's exposure to possible losses and gains related to environmental matters and other various claims and lawsuits pending:

- prediction of the outcome of uncertain events (i.e., being virtually certain, probable, remote or undeterminable);
- determination of whether recognition or disclosure in the consolidated financial statements is required; and
- · estimation of potential financial effects.

Where no amounts are recognized, such amounts are contingent and disclosure may be appropriate. While the amount disclosed in the consolidated financial statements may not be material, the potential for large liabilities exists and therefore these estimates could have a material impact on the company's consolidated financial statements.

Other legal matters with significant uncertainties include the following:

 The United States Environmental Protection Agency ("USEPA") has an ongoing enforcement initiative directed at the phosphate industry related to the scope of an exemption for mineral processing wastes under the US Resource Conservation and Recovery Act ("RCRA"). This initiative affects the Conda phosphate plant owned by Nu-West Industries, Inc. ("Nu-West"), a wholly owned subsidiary of Agrium, and the Nutrien phosphoric acid facilities in Aurora, North Carolina; Geismar, Louisiana; and White Springs, Florida. All four of these facilities received USEPA notices of violation ("NOVs") that remain outstanding for alleged violations of RCRA and various other environmental laws. Notwithstanding the sale of the Conda phosphate plant in January of 2018, Nu-West remains responsible for environmental liabilities attributable to its historic activities and for resolution of the NOVs. All of the facilities have been and continue to be involved in ongoing discussions with the USEPA, the US Department of Justice ("DOJ") and the related state

agencies to resolve these matters. Due to the nature of the allegations, Nutrien is uncertain as to how the matters will be resolved. Based on settlements with other members of the phosphate industry, Nutrien expects that a resolution could involve any or all of the following: (1) penalties, which Nutrien currently believes will not be material; (2) modification of certain operating practices; (3) capital improvement projects; (4) providing financial assurance for the future closure, maintenance and monitoring costs for the phosphogypsum stack system; and, (5) addressing findings resulting from RCRA section 3013 site investigations undertaken voluntarily in response to the NOVs.

 In August 2015, the USEPA finalized amendments to the hazardous air pollutant emission standards for phosphoric acid manufacturing and phosphate fertilizer production ("Final Rule"). Required emissions testing at the company's Aurora facility in 2016 indicated alleged exceedances of the mercury emission limits that were established by the Final Rule. The company has communicated with the relevant agencies about this issue and petitioned the USEPA to reconsider the mercury emission limits. The facility also entered into an agreed order with the North Carolina Department of Environmental Quality in November 2016 to resolve the alleged mercury exceedances and provide a plan and schedule for evaluating alternative compliance strategies. Given the pending legal issues and the company's evaluation of alternative compliance strategies, the resulting cost of compliance with the various provisions of the Final Rule cannot be predicted with reasonable certainty at this time.

 The countries where the company operates are parties to the Paris Agreement adopted in December 2015 pursuant to the United Nations Framework Convention on Climate Change. Each country that is a party to the Paris Agreement submitted an Intended Nationally Determined Contribution ("INDC") toward the control of greenhouse gas emissions. The impacts on the company's operations of these INDCs and other national and local efforts to limit or tax greenhouse gas emissions cannot be determined with any certainty at this time.

In addition, various other claims and lawsuits are pending against the company in the ordinary course of business. While it is not possible to determine the ultimate outcome of such actions at this time, and inherent uncertainties exist in predicting such outcomes, it is the company's belief that the ultimate resolution of such actions is not reasonably likely to have a material adverse effect on its consolidated financial statements.

The breadth of the company's operations and the global complexity of tax regulations require assessments of uncertainties and judgments in estimating the taxes it will ultimately pay. The final taxes paid are dependent upon many factors, including negotiations with taxing authorities in various jurisdictions, outcomes of tax litigation and resolution of disputes arising from federal, provincial, state and local tax audits. The resolution of these uncertainties and the associated final taxes may result in adjustments to the company's tax assets and tax liabilities.

The company owns facilities that have been either permanently or indefinitely shut down. It expects to incur nominal annual expenditures for site security and other maintenance costs at certain of these facilities. Should the facilities be dismantled, certain other shutdown-related costs may be incurred. Such costs are not expected to have a material adverse effect on the company's consolidated financial statements and would be recognized and recorded in the period in which they are incurred.

# **Note 31** Accounting Policies, Estimates and Judgments

#### Accounting Policies, Estimates and Judgments

The following table discusses the accounting policies, estimates, judgments and assumptions in addition to those disclosed elsewhere in these interim financial statements, that the company has adopted and made and how they affect the amounts reported in the interim financial statements.

Topic	Accounting Policies	Accounting Estimates and Judgments <sup>1</sup>
Principles of Consolidation	These interim financial statements include the accounts of the company and entities controlled by it (its subsidiaries). Control is achieved by having each of:	<ul><li>Judgment involves:</li><li>assessing control, including if the company</li></ul>
	<ul> <li>power over the investee via existing rights that give the company the current ability to direct the relevant activities of the investee;</li> </ul>	has the power to direct the relevant activities of the investee; and
	exposure, or rights, to variable returns from involvement with the investee; and	<ul> <li>determining the relevant activities and which</li> </ul>
	• the ability for the company to use its power over the investee to affect the amount of the company's returns.	party controls them.
	The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the company controls another entity.	
	Subsidiaries are fully consolidated from the date on which control is transferred to the company. They are deconsolidated from the date that control ceases.	

Торіс	Accounting Policies			Accounting Estimates and Judgments <sup>1</sup>
Principles of	Principal (wholly owned) Operating Subsidiaries:	Location	Principal Activity	Consideration is given to:
Consolidation	Agrium Canada Partnership	CanadaManufacturer and distributor of crop nutrientsCanadaManufacturer and distributor of crop nutrients		voting rights;
continued	Agrium Potash Ltd.			the relative size and dispersion of the voting
	Agrium U.S. Inc.	United States	Manufacturer and distributor of crop nutrients	rights held by other shareholders;
	<ul> <li>Agroservices Pampeanos S.A.</li> </ul>	Argentina	Crop input retailer	<ul> <li>the extent of participation by those shareholders in appointing key management personnel or</li> </ul>
	Cominco Fertilizer Partnership	United States	Manufacturer and distributor of crop nutrients	board members;
	<ul> <li>Crop Production Services, Inc.</li> </ul>	United States	Crop input retailer	the right to direct the investee to enter into
	<ul> <li>Crop Production Services (Canada) Inc.</li> </ul>	Canada	Crop input retailer	transactions for the company's benefit; and
	<ul> <li>Landmark Operations Ltd.</li> </ul>	Australia	Crop input retailer	<ul> <li>the exposure, or rights, to variability of returns</li> </ul>
	Loveland Products Inc.	United States	Crop input developer and retailer	from the company's involvement with the investee.
	PCS Cassidy Lake Company	Canada	Brine pumping operations for the company's New Brunswick operation	
	<ul> <li>PCS Sales (Canada) Inc.</li> </ul>	Canada	Marketing and sales of the company's products	
	PCS Sales (USA), Inc.	United States	Marketing and sales of the company's products	
	<ul> <li>PCS Phosphate Company, Inc. – PCS Purified Phosphates</li> </ul>	United States	Mining and/or processing of phosphate products in the states of North Carolina, Illinois, Missouri and Nebraska	
	PCS Nitrogen Fertilizer, L.P.	United States	Production of nitrogen products in the states of Georgia and Louisiana, and of phosphate products in the state of Louisiana	
	PCS Nitrogen Ohio, L.P.	United States	Production of nitrogen products in the state of Ohio	
	<ul> <li>PCS Nitrogen Trinidad Limited</li> </ul>	Trinidad	Production of nitrogen products in Trinidad	
	<ul> <li>White Springs Agricultural Chemicals, Inc. ("White Springs")</li> </ul>	United States	Mining and processing of phosphate products in the state of Florida	
	Intercompany balances and transactions are elimit			
ong-Lived Asset	At the end of each reporting period, the company r	Judgment involves:		
mpairment	its long-lived assets to be held and used and its id there is any indication that they have suffered an in	<ul> <li>identifying the appropriate asset or CGU;</li> </ul>		
	performed. Regardless, goodwill is tested at least	<ul> <li>determining the appropriate discount rate for assessing value in use; and</li> </ul>		
	For assessing impairment, assets are grouped at t inflows that are largely independent of the cash int or CGU level).	<ul> <li>making assumptions about future sales, margir and market conditions over the long-term life of the assets or CGUs.</li> </ul>		
	Where impairment indicators exist for the asset or	CGU:		The company cannot predict if an event that
	<ul> <li>the recoverable amount is estimated (the recover in use);</li> </ul>	triggers impairment will occur, when it will occur o how it will affect reported asset amounts. It is		
	<ul> <li>to assess value in use, the estimated future cas discount rate that reflects current market assess or CGU for which the estimates of future cash fl</li> </ul>	reasonably possible that the amounts reported for asset impairments could be different if different assumptions were used or if market and		
	• the impairment loss is the amount by which the	carrying amour	t exceeds its recoverable amount; and	other conditions change. The changes could resu in non-cash charges that could materially affect th
	<ul> <li>the impairment loss is allocated first to reduce the asset in the unit (on the basis of the carrying and and a straight of the carrying and a straight of the carrying and a straight of the stra</li></ul>		ount of any related goodwill and then pro rata to each	s ,
	Non-financial assets, other than goodwill, that pre- date for possible reversal of the impairment.	viously suffered	an impairment loss are reviewed at each reporting	

Торіс	Accounting Policies	Accounting Estimates and Judgments <sup>1</sup>						
Fair Value Measurements	Fair value is the price that would be between market participants at the	<ul><li>Fair value estimates:</li><li>are at a point-in-time and may change in subsequent reporting periods due to</li></ul>						
	Ũ	estimated using another valuation technique. Fair value measurements are categorized into levels based on the degree to which inputs are observable and their						
	Level 1	Level 2	Level 3	<ul> <li>can be determined using multiple methods, which can cause values (or a range of reasonable values) to differ; and</li> </ul>				
	Unadjusted quoted prices (in active markets accessible at the measurement date for identical assets or liabilities).Quoted prices (in markets that are not active or based on inputs that are observable for substantially the full term of the asset or liability).		Prices or valuation techniques that require inputs that are both unobservable and significant to the overall measurement.	<ul> <li>may require assumptions about costs/ prices over time, discount and inflation rates, defaults and other relevant variables.</li> </ul>				
				Determination of the level hierarchy is based on the company's assessment of the lowest level input that is significant to the fair value measurement and is subject to estimation and judgment.				
Restructuring Charges	Plant shutdowns, sales of business costs for employee termination, co when:	Restructuring activities are complex, can take several months to complete and usually involve reassessing estimates throughout						
	<ul> <li>a detailed formal plan for restruct</li> </ul>	the process.						
	<ul> <li>withdrawal is without realistic po</li> </ul>	Details of accrued restructuring charges can						
	a reliable estimate can be made	be found in Note 18.						
Foreign Currency Transactions	Items included in the interim financ currency of the primary economic e	The interim financial statements are presented in United States dollars						
	Foreign exchange gains and losse translation at period-end exchange are recognized and presented in th applicable, in the period in which th	("US dollars"), which was determined to be the functional currency of the company and the majority of its subsidiaries.						
	Translation differences from non-m fair value. Translation differences of FVTOCI are included in OCI. Non- exchange rate prevailing at the tim occurred is available and it is appa							

<sup>1</sup> Certain of the company's policies involve accounting estimates and judgments because they require the company to make subjective or complex judgments about matters that are inherently uncertain and because of the likelihood that materially different amounts could be reported under different conditions or using different assumptions.

#### Standards, Amendments and Interpretations Effective and Applied

The International Accounting Standards Board ("IASB") and IFRS Interpretations Committee ("IFRIC") have issued the following standards and amendments or interpretations to existing standards that were effective and applied by the company.

Standard	Description	Impact
IFRS 15, Revenue from Contracts With Customers	Issued to provide guidance on the recognition of revenue from contracts with customers, including multiple-element arrangements and transactions not previously addressed comprehensively, and enhance disclosures about revenue.	Adopted using the modified retrospective method effective January 1, 2018, with required disclosures included in Note 4. No cumulative adjustment is required to the opening balance of retained earnings.
		The company elected to use the practical expedient related to the adjustment of the promised consideration for the effects of a significant financing component as the expected period between when control over a promised good or service and when the customer pays for that good or service is less than 12 months.
		The company's sells certain retail products to end customers with a right of return. Therefore, a refund liability and a right to the returned goods (included in inventory) are now recognized for the products expected to be returned.
IFRS 9, Financial Instruments	Issued to replace IAS 39, providing guidance on the classification, measurement and disclosure of financial instruments and introducing a new hedge accounting model.	On adoption of IFRS 9, in accordance with its transitional provisions, the company has not restated prior periods but has reclassified the financial assets held at January 1, 2018, retrospectively, based on the new classification requirements and the characteristics of each financial instrument as the transition date. For financial liabilities, IFRS 9 retains most of the IAS 39 requirements. The company did not choose the option of designating any financial liabilities at fair value through profit or loss as such, the adoption of IFRS 9 did not impact the company's accounting policies for financial liabilities.

As a result of the adoption of IFRS 9, there was no change in the classification of the derivative instruments. The company adopted the new general hedge accounting model in IFRS 9. This requires the company to ensure that the hedge accounting relationships are aligned with its risk management objective and strategy and to apply a more qualitative and forward-looking approach to assess hedge effectiveness. The company also reclassified realized cash flow hedges as a basis adjustment to finished goods inventory, recorded directly through accumulated other comprehensive income (net of income taxes).

# Change in classification as a result of IFRS 9

Financial instrument	Category under IAS 39	Category under IFRS 9
Financial assets		
Cash and cash equivalents	Loans and receivables	Amortized cost
Receivables	Loans and receivables	Amortized cost
Prepaid expenses and other current assets - derivatives	FVTPL	FVTPL
Prepaid expenses and other current assets – derivatives designated as hedges	FV – hedging instrument	FV – hedging instrument
Prepaid expenses and other current assets – marketable		
securities	FVTPL	FVTPL
Investments – equity securities	Available-for-sale	FVTOCI
Investments – equity securities	FVTPL	FVTPL
Other assets – derivatives	FVTPL	FVTPL
Other assets – derivatives designated as hedges	FV – hedging instrument	FV – hedging instrument
Financial liabilities		
Short-term and long-term debt	Amortized cost	Amortized cost
Payables and accrued charges	Amortized cost	Amortized cost
Payables and accrued charges – derivatives	FVTPL	FVTPL
Payables and accrued charges – derivatives designated as hedges	FVTPL	FVTPL
Other non-current liabilities – derivatives	FVTPL	FVTPL
Other non-current liabilities – derivatives designated as hedges	FV – hedging instrument	FV – hedging instrument

IFRS 9 replaces the incurred loss model in IAS 39 with an expected credit loss ("ECL") model. This applies to financial assets measured at amortized cost. Under IFRS 9, credit losses are recognized earlier than under IAS 39. This change did not have a material impact to the company's receivables.

Amendments to IFRS 2, Share-Based Payment	Issued to provide clarification on the classification and measurement of share-based transactions. Specifically, accounting for cash-settled share-based transactions, share-based payment transactions with a net settlement feature and modifications of share-based payment transactions that change classification from cash-settled to equity-settled.	Adopted retrospectively effective January 1, 2018, with no material change to these interim financial statements.
IFRIC 22, Foreign Currency Transactions and Advance Consideration	Issued to provide clarification on the accounting for transactions that include the receipt or payment of advance consideration in a foreign currency.	Adopted prospectively effective January 1, 2018, with no material change to these interim financial statements.

# Standards, Amendments and Interpretations Not Yet Effective and Not Applied

The IASB and IFRIC have issued the following standards and amendments or interpretations to existing standards that were not yet effective and not applied as at March 31, 2018. The company does not anticipate early adoption of these standards at this time.

Standard	Description	Expected Impact	Effective Date 1	
FRS 16, Leases Issued to supersede IAS 17, IFRIC 4, SIC-15 and SIC-27, providing the principles for the recognition, measurement, presentation and disclosure of leases. Lessees would be required to recognize assets and liabilities for the rights and obligations created by leases. Lessors would continue to classify leases using a similar approach to that of the superseded standards but with enhanced disclosure to improve information about a lessor's risk exposure, particularly to residual value risk.		The company has completed a preliminary lease inventory and review of existing lease agreements and consideration has been given to other agreements that could contain leases. Current evaluations of transition and implementation impacts are ongoing and it is expected that adoption will result in a material increase in assets and liabilities and will result in material reclassifications of interest and depreciation expense within the condensed consolidated statement of (loss) earnings. However, a precise estimate of the impact cannot be made at this time. Once further phases of the review are complete, a quantitative estimate of the impact on the consolidated financial statements will be made. The company expects to (a) adopt the standard using the modified retrospective approach; (b) to apply recognition exemptions across its complete portfolio of leased assets for short-term leases and leases of low value items; and (c) to grandfather the assessment of which transactions are leases in transition.	January 1, 2019, applied retrospectively with certain practical expedients available.	
IFRIC 23, Uncertainty Over Income Tax Treatments	Issued to provide guidance on recognition and measurement of uncertain income tax treatments.	The company is reviewing the standard to determine the potential impact, if any.	January 1, 2019, applied retrospectively with certain practical expedients available.	
Amendments to IAS 28, Long-term Interests in Associates and Joint Ventures	Issued to clarify that IFRS 9, including its impairment requirements, applies to long-term interests in associates and joint ventures that form part of an entity's net investment in these investees.	The company is reviewing the standard to determine the potential impact, if any.	January 1, 2019, applied retrospectively.	
Amendments to IAS 19, Employee Benefits	Issued to require the use of updated assumptions when determining current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement. Also required is any reduction in surplus, even amounts not previously recognized due to an asset ceiling limitation, to be recognized in profit or loss as part of past service cost or a gain or loss on settlement.	The company is reviewing the standard to determine the potential impact, if any.	January 1, 2019, applied prospectively.	
IFRS 17, Insurance Contracts	Issued to replace IFRS 4, providing guidance for the recognition, measurement, presentation and disclosure of insurance contracts giving consideration to: substantive rights and obligations arising from a contract, law or regulation; enforceable rights and obligations in a contract; and whether contracts are written, oral or implied by customary business practices.	Although the company does not underwrite insurance contracts, all significant contracts will be reviewed under the scope of the standard to determine the potential impact, if any.	January 1, 2021, applied retrospectively with certain practical expedients available.	

<sup>1</sup> Effective date for annual periods beginning on or after the stated date.

# **Note 32** Comparative Figures

As described in Note 1, the comparative figures are PotashCorp only. To conform with Nutrien's new method of presentation and as a result of discontinued operations described in Note 19, comparative figures were reclassified as follows, with no impact to net (loss) earnings.

# Condensed Consolidated Statement of (Loss) Earnings

	Previou Repor at Marcl 201	teď n 31,	Reclassific Amour		Reported Reclassific	
Cost of goods sold	\$	(711)	\$	5	\$	(706)
Other expenses		(10)		(5)		(15)
	\$	(721)	\$	_	\$	(721)
Selling and administrative						
expenses	\$	(50)	\$	50	\$	-
Selling expenses General and administrative		_		(9)		(9)
expenses		_		(41)		(41)
	\$	(50)	\$	-	\$	(50)
Earnings of equity- accounted investees	\$	39	\$	(39) <sup>1</sup>	\$	_
Provincial, mining and other				( )		
taxes		(34)		1		(33)
Dividend income		8		(8) <sup>1</sup>		-
Income taxes		(13)		3 1		(10)
Net earnings from discontinued operations		_		43 <sup>1</sup>		43
· · ·	\$	_		_	\$	_

<sup>1</sup> Reclassified as a result of discontinued operations described in Note 19.

#### Condensed Consolidated Statement of Comprehensive Income

	Previou Reporte at March 2017	əd	Reclassifica Amount		Reported Reclassific	
Other Comprehensive income of equity-accounted investees	\$	3	\$	(3)	\$	-
	\$	3	\$	_	\$	3

## Condensed Consolidated Statement of Cash Flows

	Previously Reported at March 31, 2017		Reclassification Amounts		Reported after Reclassifications		
Pension and other post- retirement benefits Other long-term liabilities	\$	15	\$	(15)		\$	-
and deferred credits		4		15			19
	\$	19	\$	_		\$	19

# Condensed Consolidated Statement of Shareholders' Equity

	Re	revious eported cember 2017	at	Reclassificat Amounts	ion	Reporteo Reclassifi	d aft catio	er ons
Other		\$	(5)	\$	5		\$	_
Translation loss of net								
foreign operations			_		(2)			(2)
Comprehensive loss of								
equity-accounted								
investees			-		(3)			(3)
		\$	(5)	\$	_		\$	(5)

	Previou Report at March 2017	ed 131,	Reclassificat Amounts		Reported a	
Other	\$	(5)	\$	5	\$	_
Translation loss of net						
foreign operations		_		(1)		(1)
Comprehensive loss of						
equity-accounted						
investees		-		(4)		(4)
	\$	(5)	\$	_	\$	(5)

# Condensed Consolidated Statement of Shareholders' Equity (continued)

	Previous Reported December 2016	at	Reclassificat Amounts		Reported at Reclassificat	
Other	\$	(8)	\$	8	\$	-
Translation loss of net						
foreign operations		-		(2)		(2)
Comprehensive loss of						
equity-accounted						
investees		-		(6)		(6)
	\$	(8)	\$	_	\$	(8)

# Condensed Consolidated Balance Sheet

	Previou Reporte Decembe 2017	d at er 31,	Reclassifi Amour		Reporteo Reclassifi	
Intangible assets	\$	166	\$	(166)		\$ -
Goodwill		—		97		97
Other intangible assets		-		69		69
	\$	166	\$	—		\$ 166
Investments in equity-						
accounted investees	\$	30	\$	(30)		\$ -
Available-for-sale						
investments		262		(262)		-
Investments		-		292		292
	\$	292	\$	_		\$ 292
Short-term debt and current						
portion of long-term debt	\$	730	\$	(730)		\$ -
Short-term debt		-		730		730
	\$	730	\$	-		\$ 730
Payables and accrued						
charges	\$	807	\$	29		\$ 836
Current portion of derivative						
instrument liabilities		29		(29)		-
	\$	836	\$	_		\$ 836
Other non-current liabilities	\$	51	\$	35		\$ 86
Derivative instrument						
liabilities		35		(35)		-
	\$	86	\$	-		\$ 86

# Appendix

# Abbreviated Company Names and Sources

Name	Source			
Agrium	Agrium Inc., Canada			
APC	Arab Potash Company (Amman: ARPT), Jordan			
Belaruskali	PA Belaruskali, Belarus			
Canpotex	Canpotex Limited, Canada			
CF Industries	CF Industries Holdings, Inc. (NYSE: CF), USA			
CHS	CHS Inc.			
CRU	CRU International Limited, UK			
CVR	CVR Partners, L.P., USA			
Fertecon	Fertecon Limited, UK			
GROWMARK	GROWMARK, Inc.			
Helena Chemical	Helena Agri-Enterprises, LLC			
ICL	Israel Chemicals Ltd. (Tel Aviv: ICL), Israel			
Innophos	Innophos Holdings, Inc. (NASDAQ: IPHS), USA			
Intrepid	Intrepid Potash, Inc. (NYSE: IPI), USA			
K+S	K+S Group (Xetra: SDF), Germany			
Koch	Koch Industries, Inc., USA			
LSB	LSB Industries, Inc. (NYSE:LXU), USA			
Moody's	Moody's Corporation (NYSE: MCO), USA			
МОРСО	Misr Fertilizers Production Company S.A.E.			

Name	Source
Mosaic	The Mosaic Company (NYSE: MOS), USA
Nutrien	Nutrien Ltd. (TSX and NYSE: NTR), Canada
NYMEX	New York Mercantile Exchange, USA
NYSE	New York Stock Exchange, USA
OCI	OCI N.V., (NYSE Euronext: OCI), The Netherlands
Pinnacle Agriculture Holdings	Pinnacle Agriculture Distribution, Inc.
PotashCorp	Potash Corporation of Saskatchewan Inc.
Profertil	Profertil S.A.
Simplot Grower Solutions	J.R. Simplot Company
Sinofert	Sinofert Holdings Limited (HKSE: 0297.HK), China
SQM	Sociedad Química y Minera de Chile S.A. (Santiago Bolsa de Comercio Exchange, NYSE: SQM), Chile
S&P	Standard & Poor's Financial Services LLC, USA
TSX	Toronto Stock Exchange, Canada
USDA	United States Department of Agriculture
Uralkali	JSC Uralkali (LSE and RTS: URKA), Russia
Wilbur-Ellis	Wilbur-Ellis Holdings, Inc.
Yara	Yara International ASA (Oslo: YAR), Norway

# **Terms and Measures**

# Scientific Terms

Nitrogen	NH <sub>3</sub>	ammonia (anhydrous), 82.2% N
	HNO <sub>3</sub>	nitric acid, 22% N (liquid)
	UAN	nitrogen solutions, 28-32% N (liquid)
Phosphate	MGA	merchant grade acid, 54% P2 O5 (liquid)
	DAP	diammonium phosphate, 46% P <sub>2</sub> O <sub>5</sub> (solid)
	MAP	monoammonium phosphate, 52% P <sub>2</sub> O <sub>5</sub> (solid)
	SPA	superphosphoric acid, 70% $P_2 O_5$ (liquid)
	Monocal	monocalcium phosphate, 48.1% P <sub>2</sub> O <sub>5</sub> (solid)
	Dical	dicalcium phosphate, 42.4% P2 O5 (solid)
	DFP	defluorinated phosphate, 41.2% P <sub>2</sub> O <sub>5</sub> (solid)
	Purified Phosphoric	
	Acid	food and technical grade acid 75% & 85% H3PO4 (liquid)
	DFMGA	defluorinated MGA 54% P2O5 (liquid)
	LOMAG	low magnesium super phosphoric Acid 70% P2O5 (liquid)
	POLY11	ammonium poly phosphate solution (11-37-0 liquid)
	AS	ammonium sulfate (solid)
Potash	KCI	potassium chloride, 60-63.2% K <sub>2</sub> O (solid)

### Product Measures

K <sub>2</sub> O tonne	Measures the potassium content of products having different chemical analyses
N tonne	Measures the nitrogen content of products having different chemical analyses
$P_2O_5$ tonne	Measures the phosphorus content of products having different chemical analyses
Product tonne	Standard measure of the weights of all types of potash, nitrogen and phosphate products

# **Currency Abbreviations**

CDN	Canadian dollar
USD	United States dollar

# Exchange Rates

CDN per USD at March 31, 2018 – 1.2894

General Terms	
Canpotex	An export company owned by all Saskatchewan producers of potash (Nutrien and Mosaic)
Consumption vs demand	Product applied vs product purchased
Greenfield capacity	New operation built on undeveloped site
Latin America	South America, Central America, Caribbean and Mexico
MMBtu	Million British thermal units
MMT	Million metric tonnes
NAFTA	North American Free Trade Agreement
Nameplate capacity	Estimated theoretical capacity based on design specifications or Canpotex entitlements – does not necessarily represent operational capability
North America	The North American market includes Canada and the US
Offshore	Offshore markets include all markets except Canada and the US
Operational capability	Estimated annual achievable production level