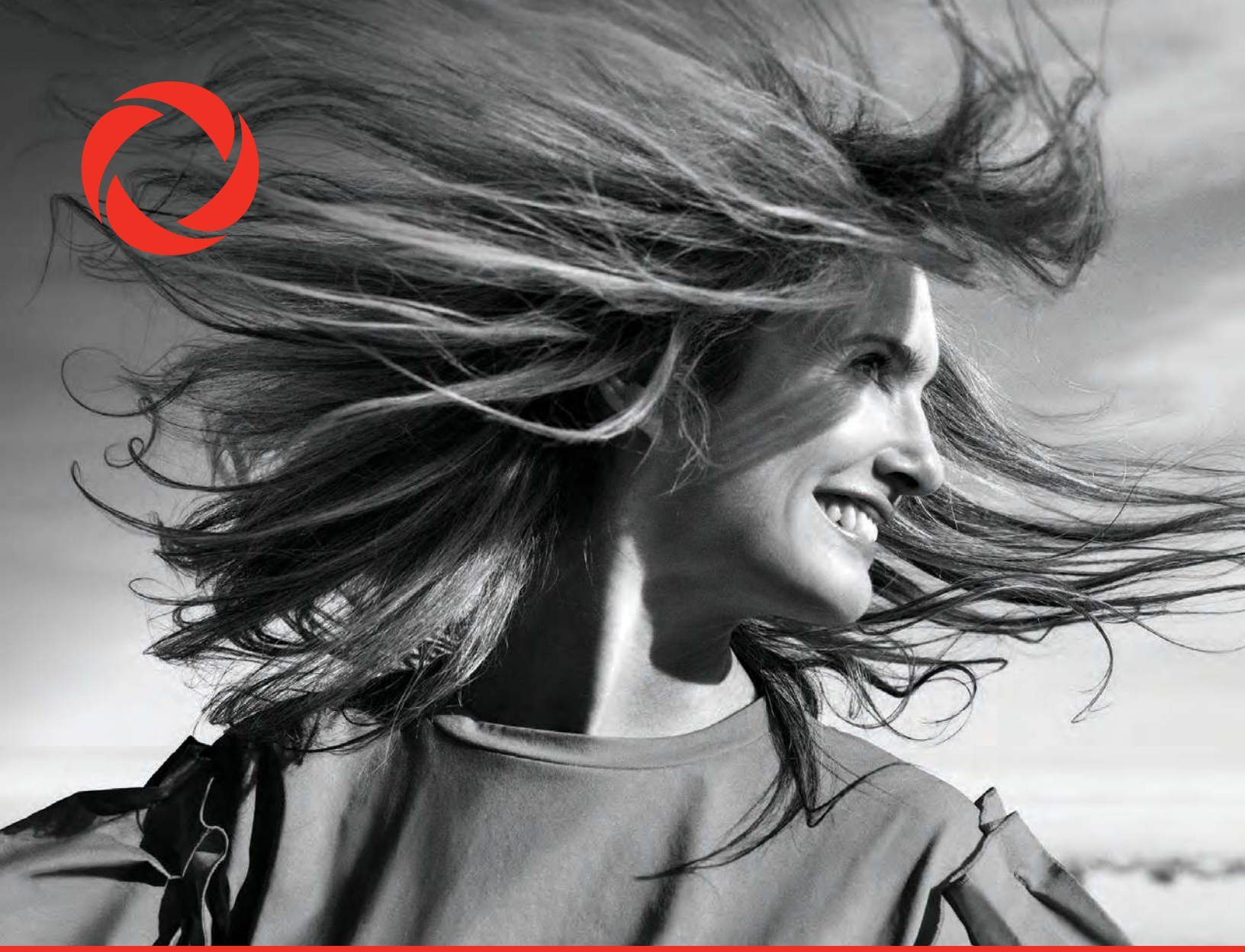


Canada's communications & entertainment company.

2024 Annual Report

WE GOT YOU.

ROGERS

About Rogers.

Ted Rogers founded our company 65 years ago with one small loan and one big dream.

He believed in the power of communication to inform, to inspire, and to innovate. Driven to honour his father's legacy, he purchased his very first radio station, CHFI, at the age of 27.

From these humble beginnings, we've grown into Canada's communications and entertainment company – because the relentless drive of one turned into the relentless drive of many.

Each and every day, we're driven to enhance and enrich the lives of Canadians with the best communications and the best entertainment experiences they can rely on… we got you.

A message from

Tony

“More Canadians continue to choose Rogers than any other carrier.”

Dear Shareholders,

In 2024, we delivered strong, sustained results, led the industry in growth, and made strategic investments to drive our growth long-term.

We continued to deliver on our goal to be number one in our core businesses and I am pleased with our progress. Our team executed with discipline and showed unwavering commitment to our customers.

As Canada’s leading communications and entertainment company, we are proud to connect and entertain millions of Canadians with our world-class products, networks and content.

Industry-Leading Performance

In 2024, we outperformed our competitors for the third year in a row.

We delivered industry-leading service revenue and adjusted EBITDA growth, we attracted the most combined Internet and wireless mobile phone net additions, and we delivered the best cable and wireless margins in the industry.

In Wireless, service revenue increased 4% and adjusted EBITDA grew 7%. We achieved the most stable ARPU in a highly competitive market. More Canadians continue to choose Rogers than any other carrier.

In Cable, we stabilized our revenue losses in a notable turnaround, we substantially grew our presence in the West, and we grew retail Internet net additions by 44%.

In Media, revenue grew by 6% and adjusted EBITDA increased by 9%, reinforcing the quality of our sports and entertainment investments.

We returned $1 billion in dividends to our shareholders and I am confident in our plan to drive long-term growth and shareholder value.

Overall, our team continues to execute with discipline in a highly competitive and changing operating environment.

Industry-Leading Connectivity

Our network leadership and investments in innovation fuel our strong performance.

In 2024, we were awarded Canada's most reliable networks by umlaut and OpenSignal. For the sixth year in a row, Rogers was recognized as having Canada's most reliable 5G network. And now, we are recognized as providing Canada's most reliable Internet.

We delivered 4 gigabit download and 1 gigabit upload speeds with a DOCSIS 4.0 modem technology trial.

We completed Canada's first national real-life trial of 5G network slicing, an innovation that will materially change how our network operates.

We trialed cloud-based network technology as an additional layer of mobile network resilience with Nokia and AWS.

We advanced our plan to launch satellite-to-mobile technology.

We invested $4 billion in our network and in innovative products and technologies, and we will continue these investments in 2025. We are a proud Canadian company, and we remain committed to investing in Canada and Canadians.

Industry-Leading Entertainment

Live sports and entertainment remain a critical part of our business strategy. In 2024, we invested to deliver the most sought after, premium sports and entertainment experiences to Canadians.

We began rolling out the Rogers Xfinity suite of services so our customers can experience the future of entertainment for years to come.

We signed deals with Warner Bros. Discovery and NBCUniversal to bring the most watched lifestyle and entertainment content to Canadians on their platform of choice.

"In 2024, we invested to deliver the most sought after, premium sports and entertainment experiences to Canadians."

We delivered marquee experiences as presenting sponsor of Taylor Swift and the Toronto International Film Festival, reinforcing our position as the entertainment leader in Canada.

We broadcast the best live sports on Sportsnet, the #1 sports network in Canada for the 10th year in a row. We partnered with Canada's team for the NHL's 4 Nations Face-Off to showcase Canada's talent and our leadership in Canada's game.

We signed a deal to acquire Bell's 37.5% stake in Maple Leaf Sports & Entertainment. Expanding our ownership of MLSE will deliver long-term growth and surface additional value from our world-class sports and media assets.

Looking Ahead to 2025

As we look to the year ahead, we remain focused on being number one in our core businesses and shaping the future of connectivity and entertainment for Canadians.

Our 2025 outlook reflects continued growth in service revenue, adjusted EBITDA and free cash flow in a highly competitive environment.

I would like to thank the Rogers team for their commitment, our board for their confidence and our shareholders for their support.

Tony Staffieri
President and Chief Executive Officer

A message from

Edward

“ The team achieved these results through clear prioritization, disciplined execution, and a relentless focus on the customer.”

Dear Shareholders,

I am pleased to report we delivered another year of industry-leading results and led the industry on most key metrics for the third year in a row. I would like to congratulate Tony Staffieri, the senior management team, and all employees for these strong results.

As a Board, we remain steadfastly focused on delivering long-term growth and shareholder value. This requires a long-term view and long-term investment.

Investing in Canada

2025 marks the 65th anniversary of Rogers in Canada.

My father, Ted Rogers, started our company with the purchase of one radio station, CHFI, in 1960. From that one radio station, we have grown into Canada’s leading communications and entertainment company, a company that is deeply invested in Canada and Canadians.

In 2024, we invested a record $4 billion in capital expenditures to expand our networks and deliver innovation to Canadians. Over the last two decades, we have invested almost $70 billion to build world-class networks for Canadians.

Today, Rogers has the most reliable 5G network and the most reliable Internet in the country. Our world-class wireless network delivers a more reliable experience than U.S. networks and Canada’s wireless prices are lower than U.S. prices.

Networks are the backbone of our economy. From mining to manufacturing to agriculture, entire industries rely on our networks – to serve their customers, grow their businesses, and help our economy thrive.

We partner with Canadian companies and local entrepreneurs to help create jobs here at home. Today, over 90% of our largest suppliers are Canadian or have significant operations here. And most of our suppliers are small and medium businesses, the heart of our economy and our local communities.

These businesses build broadcasting and cellular towers. Repair damaged fibre. Produce great Canadian shows. And they create one-of-a-kind sports and entertainment experiences.

We are proud to support these Canadian companies and their contributions. And we need a partner in government, not regulatory policies that create uncertainty, suppress investment, and breed mistrust for investors.

Investing in Canadian Sports

Sports is a core business to Rogers, and it is an important part of our company.

In 1998, we co-founded Sportsnet, and today we are the number one sports network in Canada.

In 2000, my father bought the Toronto Blue Jays to keep the team in Canada. Today we remain the proud owner of Canada's baseball team.

In 2012, we became a minority owner of Maple Leaf Sports & Entertainment (MLSE), and today MLSE is one of the most prestigious sports and entertainment organizations in the world.

In 2024, we announced our plan to buy Bell's 37.5% stake in MLSE. Once approved, Rogers will become the majority owner of MLSE.

MLSE has significantly appreciated in value, and it is a great long-term investment for Rogers.

And like our Blue Jays investment, this agreement ensures long-term Canadian ownership of Canadian teams. As owners, we are committed to investing in these teams and to bringing championship teams home to Canada.

For shareholders we will surface additional value for these important investments over the mid to long-term.

Investing in Canadian Communities

At Rogers, we believe that strong communities are the foundation of a strong Canada. We are proud to make meaningful investments to help Canadians reach their full potential.

"We are a proud Canadian company, and we are committed to investing in Canada."

Through initiatives like Jays Care Foundation, Rogers Youth Grants, and the Ted Rogers Scholarship program, we give young Canadians access to the skills, experiences, and tools to succeed.

Through Connected for Success, we provide low-cost Internet and wireless plans to low-income Canadians to increase access to today's digital tools. Over 2.5 million Canadians are eligible and I'm proud of the program, the first of its kind in Canada launched in 2013.

We are also proudly building on the Shaw family's legacy of giving back. In 2024, the Rogers Charity Classic, formerly known as the Shaw Charity Classic, raised a record-breaking $25.4 million to support children's charities in Alberta.

***

In closing, I am proud of what the Rogers team accomplished in 2024 – industry-leading results and meaningful investments in the future, all while positioning Rogers for long-term success.

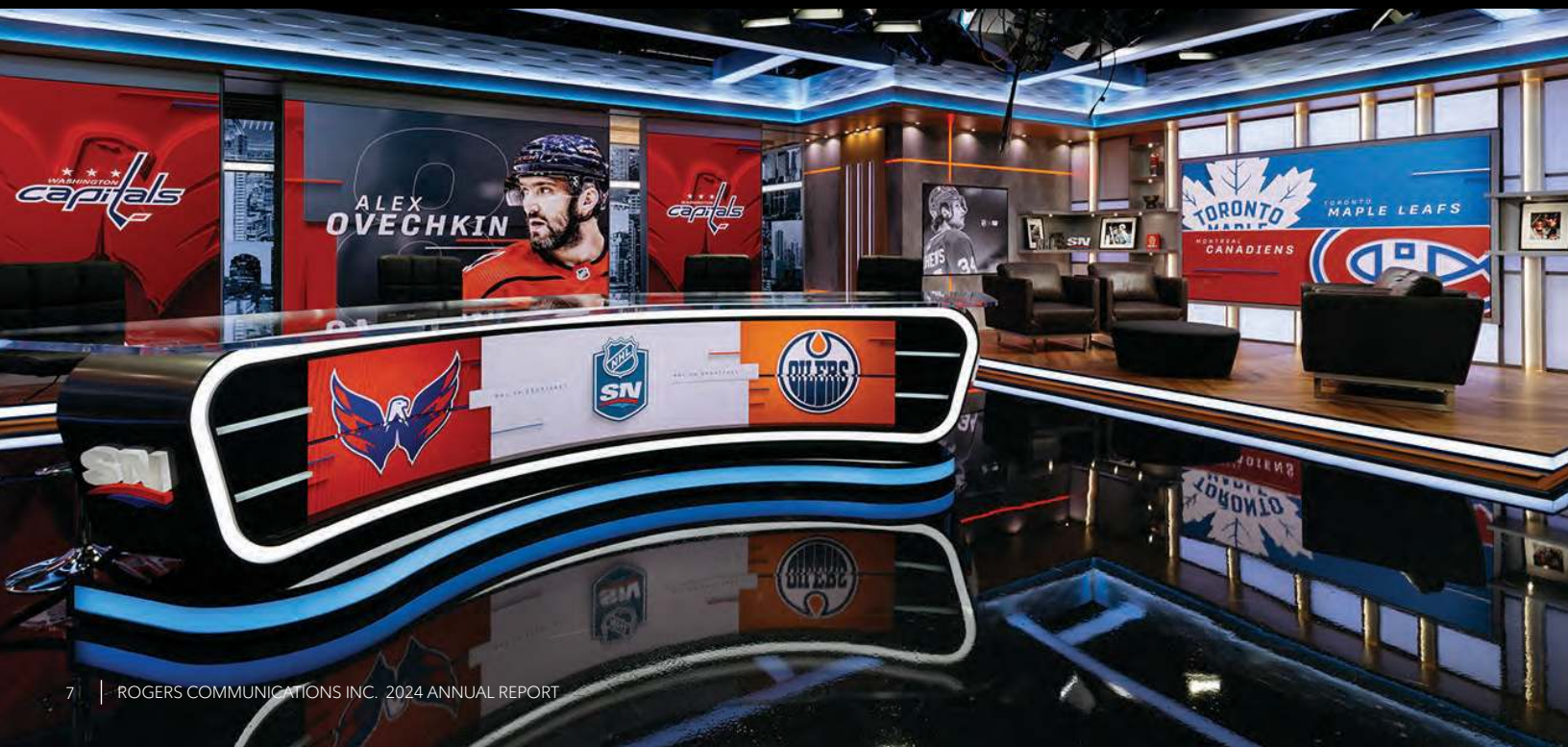
I would like to thank Tony, the senior management team, and all Rogers employees for their unwavering commitment to serving our customers, shareholders, and communities.

Together, we are building a stronger, more connected Canada as we set our sights on the next 65 years. We are asking policy makers to join us in thinking long-term with policies that spur investment and innovation.

As Ted would say, *the best is yet to come.*

Edward Rogers
Executive Chair of the Board
Rogers Communications Inc.

Canada's communications and entertainment company.



LET'S GO CANADA!
CGT

LAW & ORDER
TORONTO
CRIMINAL INTENT

A CONCERT FOR
THE ERAS.
Presented by
ROGERS

GOOD DETECTIVES, GREAT PARTNERS.
HUDSON
& REX

CityNews
CityNews

Our world-class brands.

Industry-leading results.

01 Attracted the most subscriber net additions

02 Delivered industry-leading financial results

03 Delivered 12 straight quarters of growth

04 Delivered the best Cable and Wireless margins

05 Increased free cash flow by 26%

06 Returned over $1 billion in dividend to shareholders

Industry-leading connections.

01 Awarded Canada's most reliable wireless network

02 Awarded Canada's most reliable Internet

03 Launched Rogers Xfinity Storm-Ready WiFi

04 Advanced satellite-to-mobile

05 Launched SenseNet partnership

06 Started 5G expansion to all TTC tunnels

Industry-leading entertainment.

01 Introduced Rogers Xfinity suite of services

02 Announced 10-year partnership with Comcast

03 Signed deals with Warner Bros. Discovery and NBCUniversal

04 Sportsnet remained Canada's #1 sports network

05 Announced deal to become majority owner of MLSE

06 Delivered marquee partnerships with Taylor Swift and TIFF

Executive Leadership Team

As at March 6, 2025

1. **Tony Staffieri**
   President & CEO

2. **Navdeep Bains**
   Chief Corporate Affairs Officer

3. **Glenn Brandt**
   Chief Financial Officer

4. **Marisa Fabiano**
   Chief Human Resources Officer

5. **Iain Kennedy**
   Chief Information and Cyber Security Officer

6. **Mark Kennedy**
   Chief Technology Officer

7. **Bret Leech**
   President, Residential

8. **Anne Martin-Vachon**
   President, Wireless

9. **Thomas Turner**
   President, Business

10. **Terrie Tweddle**
    Chief Brand and Communications Officer

11. **Colette Watson**
    President, Rogers Sports & Media

12. **Mahes Wickramasinghe**
    President, Group Operations

13. **Marisa Wyse**
    Chief Legal Officer and Corporate Secretary

Board of Directors

As at March 6, 2025

1. **Michael Cooper**

2. **Trevor English**

3. **Ivan Fecan**
   Chair of the Human Resources Committee

4. **Robert Gemmell**
   Lead Director
   Chair of the Audit and Risk Committee
   Chair of the Corporate Governance Committee

5. **Jan Innes**
   Chair of the ESG Committee
   Chair of the Pension Committee

6. **Diane Kazarian**

7. **Dr. Mohamed Lachemi**

8. **David Robinson**

9. **Edward Rogers**
   Executive Chair of the Board
   Chair of the Finance, Nominating, and Executive Committees

10. **Lisa Rogers**

11. **Bradley Shaw**

12. **Chief Wayne Sparrow**

13. **Tony Staffieri**
    President & CEO

14. **John Tory**

2024 Financial Report

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Management's Discussion and Analysis

This Management's Discussion and Analysis (MD&A) contains important information about our business and our performance for the year ended December 31, 2024. This MD&A should be read in conjunction with our 2024 Audited Consolidated Financial Statements, which have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

All dollar amounts are in Canadian dollars unless otherwise stated. All percentage changes are calculated using the rounded numbers as they appear in the tables. This MD&A is current as at March 6, 2025 and was approved by RCI's Board of Directors (the Board). This MD&A includes forward-looking statements and assumptions. See "About Forward-Looking Information" for more information.

We, us, our, Rogers, Rogers Communications, and *the Company* refer to Rogers Communications Inc. and its subsidiaries. *RCI* refers to the legal entity Rogers Communications Inc., not including its subsidiaries. Rogers also holds interests in various investments and ventures.

In this MD&A, *first quarter* refers to the three months ended March 31, 2024, *second quarter* refers to the three months ended June 30, 2024, *third quarter* refers to the three months ended September 30, 2024, *fourth quarter* refers to the three months ended December 31, 2024, *this year* refers to the twelve months ended December 31, 2024, and *last year* refers to the twelve months ended December 31, 2023. All results commentary is compared to the equivalent periods in 2023 or as at December 31, 2023, as applicable, unless otherwise indicated.

References in this MD&A to the Shaw Transaction are to our acquisition of Shaw Communications Inc. (Shaw) on April 3, 2023. For additional details regarding the Shaw Transaction, see "Shaw Transaction" in our 2023 Annual MD&A and Note 3 to our 2023 Annual Audited Consolidated Financial Statements.

Beginning this year, we are embedding sustainability and social impact reporting into our annual MD&A, showing our ongoing commitment to integrate sustainability and social impact principles into how we do business. This helps us to drive our business priorities while making a positive impact in the lives of Canadians.

To guide our sustainability and social impact reporting, we consider the standards and frameworks of the Global Reporting Initiative (GRI), Sustainability Accounting Standards Board (SASB) Standards, the World Economic Forum (WEF), and the Greenhouse Gas (GHG) Protocol. Our 2024 sustainability and social impact reporting has been prepared taking guidance from the International Sustainability Standards Board's (ISSB) IFRS S1, *General Requirements for Disclosure of Sustainability-related Financial Information* and IFRS S2, *Climate-related Disclosures*. Our 2024 reporting has been prepared based on internal criteria informed by the GRI Standards, with reference to SASB Standards, and we continue our commitment to improve disclosure in consideration of the IFRS/the Canadian Sustainability Standards Board. Refer to our 2024 Data Supplement at about.rogers.com/our-impact/impact-reports for further sustainability and social impact details. Our 2024 Climate Action Report includes further detail in respect of our climate disclosures.

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ABOUT FORWARD-LOOKING INFORMATION

This MD&A includes "forward-looking information" and "forward-looking statements" within the meaning of applicable securities laws (collectively, "forward-looking information"), and assumptions about, among other things, our business, operations, and financial performance and condition approved by our management on the date of this MD&A. This forward-looking information and these assumptions include, but are not limited to, statements about our objectives and strategies to achieve those objectives, and about our beliefs, plans, expectations, anticipations, estimates, and intentions.

Forward-looking information:

- typically includes words like *could*, *expect*, *may*, *anticipate*, *assume*, *believe*, *intend*, *estimate*, *plan*, *project*, *guidance*, *outlook*, *target*, and similar expressions;
- includes conclusions, forecasts, and projections that are based on our current objectives and strategies and on estimates, expectations, assumptions, and other factors that we believe to have been reasonable at the time they were applied but may prove to be incorrect; and
- was approved by our management on the date of this MD&A.

Our forward-looking information includes forecasts and projections related to the following items, among others:

- revenue;
- total service revenue;
- adjusted EBITDA;
- capital expenditures;
- cash income tax payments;
- free cash flow;
- dividend payments;
- the growth of new products and services;
- expected growth in subscribers and the services to which they subscribe;
- the cost of acquiring and retaining subscribers and deployment of new services;
- continued cost reductions and efficiency improvements;
- the proposed $7 billion structured equity investment, including its expected terms and the use of proceeds therefrom;
- the completion and financing of the MLSE Transaction;
- our debt leverage ratio and how we intend to manage that ratio; and
- all other statements that are not historical facts.

Specific forward-looking information included in this MD&A includes, but is not limited to, information and statements under "Financial and Operating Guidance" relating to our 2025 consolidated guidance on total service revenue, adjusted EBITDA, capital expenditures, and free cash flow. All other statements that are not historical facts are forward-looking information.

We base our conclusions, forecasts, and projections (including the aforementioned guidance) on a number of estimates, expectations, assumptions, and other factors, including, among others:

- general economic and industry conditions, including the effects of inflation;
- currency exchange rates and interest rates;
- product pricing levels and competitive intensity;
- subscriber growth;
- pricing, usage, and churn rates;
- changes in government regulation;
- technology and network deployment;
- availability of devices;
- timing of new product launches;
- content and equipment costs;
- the integration of acquisitions; and
- industry structure and stability.

Except as otherwise indicated, this MD&A and our forward-looking information do not reflect the potential impact of any non-recurring or other special items or of any dispositions, monetization events, mergers, acquisitions, other business combinations, or other transactions that may be considered or announced or may occur after the date on which the statement containing the forward-looking information is made.

RISKS AND UNCERTAINTIES

Actual events and results can be substantially different from what is expressed or implied by forward-looking information as a result of risks, uncertainties, and other factors, many of which are beyond our control, including, but not limited to:

- regulatory changes;
- technological changes;
- economic, geopolitical, and other conditions affecting commercial activity, including, but not limited to, the potential application of tariffs, trade wars, recessions, or reduced immigration levels;
- unanticipated changes in content or equipment costs;
- changing conditions in the entertainment, information, and communications industries;
- sports-related work stoppages or cancellations and labour disputes;
- the integration of acquisitions;
- litigation and tax matters;
- the level of competitive intensity;
- the emergence of new opportunities;
- external threats, such as epidemics, pandemics, and other public health crises, natural disasters, the effects of climate change, or cyberattacks, among others;
- anticipated asset sales may not be achieved within the expected timeframes or at all for proceeds in the amount or type expected;
- the MLSE Transaction, and any financing for it from private investors, may not be completed on the anticipated terms or at all;
- we may not reach definitive agreements for, or may not complete, the proposed $7 billion structured equity investment on the anticipated terms or at all;
- if completed, we may use the proceeds from the structured equity investment for different purposes due to alternative opportunities or requirements, general economic or market conditions, or other internal or external considerations;
- new interpretations and new accounting standards from accounting standards bodies; and
- the other risks outlined in "Risks and Uncertainties Affecting our Business".

These risks, uncertainties, and other factors can also affect our objectives, strategies, plans, and intentions. Should one or more of these risks, uncertainties, or other factors materialize, our objectives, strategies, plans, or intentions change, or any other factors or assumptions underlying the forward-looking information prove incorrect, our actual results and our plans could vary materially from what we currently foresee.

Accordingly, we warn investors to exercise caution when considering statements containing forward-looking information and caution them that it would be unreasonable to rely on such statements as creating legal rights regarding our future results or plans. We are under no obligation (and we expressly disclaim any such obligation) to update or alter any statements containing forward-looking information or the factors or assumptions underlying them, whether as a result of new information, future events, or otherwise, except as required by law. All of the forward-looking information in this MD&A is qualified by the cautionary statements herein.

BEFORE MAKING AN INVESTMENT DECISION

Before making any investment decisions and for a detailed discussion of the risks, uncertainties, and environment associated with our business, its operations, and its financial performance and condition, fully review the sections in this MD&A entitled "Regulation in our Industry", "Risk Management", and "Sustainability and Social Impact", as well as our various other filings with Canadian and US securities regulators, which can be found at sedarplus.ca and sec.gov, respectively.

FOR MORE INFORMATION

You can find more information about us, including our Annual Information Form, on our website (investors.rogers.com), on SEDAR+ (sedarplus.ca), and on EDGAR (sec.gov), or you can e-mail us at investor.relations@rci.rogers.com. Information on or connected to these websites and any other websites and any reports, including our 2024 Annual Report, 2024 Data Supplement, and 2024 Climate Action Report, referenced in this document does not constitute part of this MD&A except to the extent that information is expressly included (or incorporated) herein.

You can also find information about our governance practices, corporate social responsibility reporting, a glossary of communications and media industry terms, and additional information about our business at investors.rogers.com.

Executive Summary

ABOUT ROGERS

Rogers is Canada's leading communications and entertainment company. Our shares are publicly traded on the Toronto Stock Exchange (TSX: RCI.A and RCI.B) and on the New York Stock Exchange (NYSE: RCI).

Almost all of our operations and sales are in Canada. We have a highly skilled and diversified workforce of approximately 24,000 employees. Our head office is in Toronto, Ontario and we have numerous offices across Canada. We are a strong national company investing in Canada and are committed to embedding sustainable practices in how we do business. We report our results of operations in three reportable segments. See "Understanding Our Business" for more information.

2024 HIGHLIGHTS

KEY FINANCIAL INFORMATION

	Years ended December 31		
(In millions of dollars, except margins and per share amounts)	**2024**	2023	% Chg
Consolidated			
Total revenue	**20,604**	19,308	7
Total service revenue [1]	**18,066**	16,845	7
Adjusted EBITDA [2]	**9,617**	8,581	12
Adjusted EBITDA margin [2]	**46.7%**	44.4%	2.3 pts
Net income	**1,734**	849	104
Adjusted net income [2]	**2,719**	2,406	13
Basic earnings per share	**$ 3.25**	$ 1.62	101
Adjusted basic earnings per share [2]	**$ 5.09**	$ 4.60	11
Capital expenditures [3]	**4,041**	3,934	3
Cash provided by operating activities	**5,680**	5,221	9
Free cash flow [2]	**3,045**	2,414	26
Wireless			
Service revenue	**8,108**	7,802	4
Revenue	**10,595**	10,222	4
Adjusted EBITDA	**5,312**	4,986	7
Adjusted EBITDA margin [4]	**65.5%**	63.9%	1.6 pts
Cable			
Revenue	**7,876**	7,005	12
Adjusted EBITDA	**4,518**	3,774	20
Adjusted EBITDA margin	**57.4%**	53.9%	3.5 pts
Media			
Revenue	**2,484**	2,335	6
Adjusted EBITDA	**84**	77	9
Adjusted EBITDA margin	**3.4%**	3.3%	0.1 pts

[1] As defined. See "Key Performance Indicators".

[2] Adjusted EBITDA is a total of segments measure. Adjusted EBITDA margin is a supplementary financial measure. Adjusted basic earnings per share is a non-GAAP ratio. Adjusted net income is a non-GAAP financial measure; adjusted net income is a component of adjusted basic earnings per share. Free cash flow is a capital management measure. These are not standardized financial measures under IFRS and might not be comparable to similar financial measures disclosed by other companies. See "Non-GAAP and Other Financial Measures" for more information about these measures.

[3] Includes additions to property, plant and equipment net of proceeds on disposition and accrued government grants, but does not include expenditures for spectrum licences, additions to right-of-use assets, or assets acquired through business combinations.

[4] Calculated using Wireless service revenue.

KEY PERFORMANCE INDICATORS

	As at or years ended December 31		
	2024	2023	Chg
Subscriber results (in thousands) [1]			
Wireless postpaid mobile phone net additions [2]	**380**	674	(294)
Wireless prepaid mobile phone net (losses) additions [2]	**132**	(50)	182
Wireless mobile phone subscribers [2]	**11,874**	11,609	265
Retail Internet net additions	**111**	77	34
Retail Internet subscribers [2]	**4,273**	4,162	111
Video net (losses) additions	**(134)**	15	(149)
Video subscribers [2]	**2,617**	2,751	(134)
Home Monitoring net additions (losses)	**44**	(12)	56
Home Monitoring subscribers	**133**	89	44
Home Phone net losses	**(122)**	(116)	(6)
Home Phone subscribers [2]	**1,507**	1,629	(122)
Customer relationships net additions (losses)	**47**	(2)	49
Total customer relationships [2]	**4,683**	4,636	47
Additional Wireless metrics [1]			
Postpaid mobile phone churn (monthly)	**1.21%**	1.11%	0.10 pts
Mobile phone ARPU (monthly) [1,3]	**$ 57.98**	$ 57.86	$ 0.12
Additional Cable metrics [1]			
ARPA (monthly) [1,3]	**$140.12**	$ 142.58	($ 2.46)
Penetration	**45.9%**	46.6%	(0.7 pts)
Ratios			
Capital intensity [1,3]	**19.6%**	20.4%	(0.8 pts)
Dividend payout ratio of net income [1,3]	**61.8%**	123.2%	(61.4 pts)
Dividend payout ratio of free cash flow [1,3]	**35.2%**	43.3%	(8.1 pts)
Return on assets [1,3]	**2.4%**	1.2%	1.2 pts
Debt leverage ratio [3]	**4.5**	5.0	(0.5)
Pro forma debt leverage ratio [3]	**n/a**	4.7	n/a
Employee-related information			
Total active employees	**24,000**	26,000	(2,000)

[1] As defined. See "Key Performance Indicators".

[2] During 2023 and 2024, we adjusted our Wireless and Cable subscriber bases for various events. See "Wireless Subscriber Results" and "Cable Subscriber Results" for more information.

[3] Mobile phone ARPU, ARPA, capital intensity, dividend payout ratio of net income, dividend payout ratio of free cash flow, and return on assets are supplementary financial measures. Debt leverage ratio is a capital management measure. Pro forma debt leverage ratio is a non-GAAP ratio. Pro forma trailing 12-month adjusted EBITDA is a non-GAAP financial measure and is a component of pro forma debt leverage ratio. These are not standardized financial measures under IFRS and might not be comparable to similar financial measures disclosed by other companies. See "Non-GAAP and Other Financial Measures" and "Financial Condition" for an explanation as to the composition of these measures.

FINANCIAL HIGHLIGHTS

REVENUE

Total revenue and total service revenue both increased by 7% this year, driven by revenue growth in all our businesses.

Wireless service revenue increased by 4% this year, primarily as a result of the cumulative impact of growth in our mobile phone subscriber base over the past year, including our evolving mobile phone plans that increasingly bundle more services in the monthly service fee. Wireless equipment revenue increased by 3% primarily as a result of an increase in new subscribers purchasing devices and a continued shift in the product mix towards higher-value devices.

Cable service revenue increased by 12% this year primarily as a result of the completion of the Shaw Transaction in April 2023, which contributed an incremental approximately $1 billion in the first quarter of 2024; partially offset by Video subscriber losses and ongoing competitive intensity.

Media revenue increased by 6% this year primarily as a result of higher sports-related revenue, driven by higher *Toronto Blue Jays* revenue and higher subscriber and other revenue, partially offset by lower *Today's Shopping Choice* revenue.

ADJUSTED EBITDA

Consolidated adjusted EBITDA increased 12% this year and our adjusted EBITDA margin increased by 230 basis points as a result of full realization our synergy program associated with the Shaw Transaction together with ongoing cost efficiencies.

Wireless adjusted EBITDA increased 7% this year, primarily due to the flow-through impact of higher revenue as discussed above in conjunction with ongoing cost efficiencies. This gave rise to an adjusted EBITDA margin of 65.5%.

Cable adjusted EBITDA increased 20% this year due to the aforementioned synergy program and ongoing cost efficiencies. This gave rise to an adjusted EBITDA margin of 57.4%.

Media adjusted EBITDA increased by 9% this year primarily due to higher revenue as discussed above, partially offset by higher Toronto Blue Jays expenses, including game day-related costs.

NET INCOME AND ADJUSTED NET INCOME

Net income increased by 104% this year, primarily as a result of higher adjusted EBITDA, the $422 million loss recognized last year related to the change in the value of one of our joint venture's obligations to purchase at fair value the non-controlling interest in one of its investments, and lower restructuring, acquisition and other costs, partially offset by higher depreciation and amortization. Adjusted net income increased by 13% this year, primarily as a result of higher adjusted EBITDA.

See "Review of Consolidated Performance" for more information.

CASH FLOW AND AVAILABLE LIQUIDITY

We returned substantial cash to shareholders this year through the payment of $739 million in dividends. We also issued $325 million of Class B Non-Voting Shares through our dividend reinvestment plan (DRIP). In addition, we declared a $0.50 per share dividend on January 29, 2025.

Our cash provided by operating activities increased by 9% this year, primarily as a result of higher adjusted EBITDA. Free cash flow increased 26% this year, primarily as a result of higher adjusted EBITDA.

Our debt leverage ratio as at December 31, 2024 was 4.5 (December 31, 2023 – 5.0, or 4.7 on an as adjusted basis to include trailing 12-month adjusted EBITDA of a combined Rogers and Shaw as if the Shaw Transaction had closed on January 1, 2023). See "Financial Condition" for more information.

Our overall weighted average cost of borrowings was 4.61% as at December 31, 2024 (2023 – 4.85%) and our overall weighted average term to maturity on our debt was 9.8 years as at December 31, 2024 (2023 – 10.4 years).

We ended the year with approximately $4.8 billion of available liquidity[1] (2023 – $5.9 billion), including $3.5 billion (2023 – $4.3 billion) available under our bank and letter of credit facilities, $0.4 billion (2023 – $0.8 billion) available under our $2.4 billion receivables securitization program, and $0.9 billion (2023 – $0.8 billion) in cash and cash equivalents. Further, in February 2025, we issued three tranches of subordinated notes, consisting of US$2.1 billion and Cdn$1 billion, and received $4.0 billion in net proceeds (see "Sources and Uses of Cash" for more information).

[1] Available liquidity is a capital management measure. See "Non-GAAP and Other Financial Measures" for more information about this measure.

MLSE Transaction

On September 18, 2024, we announced an agreement with BCE Inc. (Bell) to acquire Bell's indirect 37.5% ownership stake in Maple Leaf Sports & Entertainment Inc. (MLSE) for a purchase price of $4.7 billion subject to certain adjustments, payable in cash (MLSE Transaction). We expect financing for the MLSE Transaction will include private investors. The MLSE Transaction will also provide Bell the opportunity to renew its existing MLSE broadcast and sponsorship rights over the long-term at fair market value. This includes access to content rights for 50% of Toronto Maple Leafs regional games and 50% of Toronto Raptors games for which MLSE controls the rights.

In December 2024, we received clearance from the Competition Bureau to proceed with the MLSE Transaction. We still require sports league approvals and approval from the Canadian Radio-television and Telecommunications Commission (CRTC) before the MLSE Transaction can close. When the MLSE Transaction closes, we will be the largest owner of MLSE, with a controlling interest in 75% of MLSE. The holder of the 25% non-controlling interest in MLSE has a right to require its interest be purchased at a future date at fair value. For more information, see "Risk Management".

MLSE owns the Toronto Maple Leafs (NHL), Toronto Raptors (NBA), Toronto FC (MLS), the Toronto Argonauts (CFL), various minor league teams, and associated real estate holdings, such as Scotiabank Arena. The MLSE Transaction will add to our existing sports portfolio, including ownership of the *Toronto Blue Jays, Rogers Centre*, and *Sportsnet*.

Structured Equity Transaction

On October 24, 2024, we announced we had entered into a non-binding term sheet with a leading global financial investor for a proposed $7 billion structured equity investment, substantially all of the net proceeds of which are expected to be used to reduce debt and further strengthen our balance sheet. The equity investment, if completed, would result in the investor acquiring a minority stake in a subsidiary that will own a portion of our wireless backhaul transport infrastructure, with Rogers continuing to maintain operational control. We continue to consider, evaluate, and work on definitive agreements with respect to the proposed equity investment. Completion is subject to entering into binding definitive documentation with the investor.

Understanding Our Business

Rogers is Canada's leading wireless, cable, and media company. We report our results of operations in three reportable segments. Each segment and the nature of its business are as follows:

Segment	Principal activities
Wireless	Wireless telecommunications operations for Canadian consumers and businesses.
Cable	Cable telecommunications operations, including Internet, television and other video (Video), Satellite, telephony (Home Phone), and home monitoring services for Canadian consumers and businesses, and network connectivity through our fibre network and data centre assets to support a range of voice, data, networking, hosting, and cloud-based services for the business, public sector, and carrier wholesale markets.
Media	A diversified portfolio of media properties, including sports media and entertainment, television and radio broadcasting, specialty channels, multi-platform shopping, and digital media.

See "Delivering on our Priorities" for more information about our extensive wireless and cable networks and significant wireless spectrum position.

Wireless and Cable are operated by our wholly owned subsidiary, RCCI, and certain of our other wholly owned subsidiaries. Media is operated by our wholly owned subsidiary, Rogers Media Inc., and its subsidiaries.

POWERFUL BRANDS

The Rogers brand has strong national recognition through our:

- established networks;
- extensive distribution;
- recognizable media content and programming;
- advertising;
- event and venue sponsorships;
- community investment, including Ted Rogers Scholarships and Ted Rogers Community Grants; and
- naming rights to some of Canada's landmark buildings, stadiums, and arenas.

We also own or utilize some of Canada's most recognized brands, including:

- the wireless brands of *Rogers*, *Fido*, and *chatr*;
- the Rogers residential brand;
- 28 TV stations and specialty channels, including *Sportsnet*, *OMNI*, *Citytv*, *FX* (Canada), *FXX* (Canada), *Bravo*, *HGTV*, and *Food Network*;
- 52 radio stations, including 98.1 *CHFI*, *680 News Radio (formerly CityNews 680)*, *Sportsnet 590 The FAN*, *KiSS*, *JACK*, and *SONiC;*
- major league sports teams, including the Toronto Blue Jays, and teams owned by MLSE, such as the Toronto Maple Leafs, the Toronto Raptors, Toronto FC, and the Toronto Argonauts;
- an exclusive national 12-year agreement with the NHL, which runs through the 2025-2026 season, as well as regional agreements, that allow us to deliver coverage of professional hockey in Canada; and
- Today's Shopping Choice, a premium online and TV shopping retailer.

PRODUCTS AND SERVICES

WIRELESS

We are the largest provider of wireless communication services in Canada as at December 31, 2024. We are a Canadian leader in delivering a range of innovative wireless network technologies and services. We were the first Canadian carrier to launch a 5G network and we have the largest 5G network in Canada, serving over 2,500 communities as at December 31, 2024. Our wireless services are offered under the Rogers (postpaid), Fido (postpaid), and chatr (prepaid) brands, and provide consumers and businesses with the latest wireless devices, services, and applications including:

- mobile high-speed Internet access, including our *Rogers Infinite* unlimited data plans;
- wireless voice and enhanced voice features;
- Express Pickup, a convenient service for purchasing devices online or through a customer care agent, with the ability to pick up in-store as soon as the same day;
- direct device shipping to the customer's location of choice;
- device financing;
- device protection;
- global voice and data roaming, including *Roam Like Home* and *Fido Roam*;
- wireless home phone;
- advanced wireless solutions for businesses, including wireless private network services;
- bridging landline phones with wireless phones; and
- machine-to-machine and Internet of Things (IoT) solutions.

CABLE

We are one of the largest cable services providers in Canada. Our cable network provides an innovative and leading selection of high-speed broadband Internet access, Internet protocol-based (IP) television, applications, online viewing, phone, home monitoring, and advanced home WiFi services to consumers across Canada. We also provide services to businesses across Canada that aim to meet the increasing needs of today's critical business applications.

Our newest WiFi modem with WiFi 6E, a technology that eases network congestion by simplifying network design and delivering increased performance with higher throughput and wider spectrum channels, allows us to offer new fibre-powered **Rogers Xfinity Internet** packages and bundles with up to 8 gigabit per second (Gbps) symmetrical speeds in select areas.

Internet services include:

- Internet access through broadband and fixed wireless access (including basic and unlimited usage packages), security solutions, and e-mail;

- access speeds of up to:
  - 1 Gbps, covering our entire Cable footprint; and
  - 1.5 Gbps, covering the vast majority of our Cable footprint, with some areas able to receive access speeds of up to 8 Gbps symmetrical speeds;
- Rogers Xfinity unlimited packages, combining fast and reliable speeds with the freedom of unlimited usage and options for self-installation;
- the **Rogers Xfinity** app, offering a personalized WiFi experience with a simple digital dashboard for customers to manage their home WiFi network, providing visibility and control over family usage, and **Rogers Xfinity WiFi Boost** Pods, an advanced WiFi system customers can plug into electrical outlets in their home to extend WiFi coverage; and
- **Rogers Xfinity Self Protection**, offering services such as monitoring, security, automation, energy efficiency, and smart control through a smartphone app.

Television services include:
- local and network TV, made available through traditional digital or IP-based **Rogers Xfinity TV**, including starter and premium channel packages along with à la carte channels;
- on-demand television with Rogers Xfinity TV services;
- cloud-based digital video recorders (DVRs) available with Rogers Xfinity TV services;
- voice-activated remote controls, restart features, and integrated apps such as YouTube, Netflix, *Sportsnet NOW*, Amazon Prime Video, Disney+, and Apple TV+ on Rogers Xfinity TV and **Rogers Xfinity Streaming**;
- **Rogers Xfinity App TV**, combining over 40 linear channels with Netflix in a single package;
- personal video recorders (PVRs), including Whole Home PVR and 4K PVR capabilities;
- a Rogers Xfinity TV app, giving customers the ability to experience Rogers Xfinity TV (including setting recordings) on their smartphone, tablet, laptop, or computer;
- Rogers Xfinity Streaming, an entertainment add-on for Rogers Xfinity Internet customers, giving them access to their favourite streaming services in one place;
- Download and Go, the ability to download recorded programs onto your smartphone or tablet to watch at a later time using the Rogers Xfinity TV app;
- linear and time-shifted programming;
- digital specialty channels; and
- 4K television programming, including regular season Toronto Blue Jays home games and select marquee National Hockey League (NHL) and National Basketball Association (NBA) games.

Phone services include:
- residential and small business local telephony service; and
- calling features such as voicemail, call waiting, and long distance.

Satellite services include:
- video and audio programming by satellite; our customers have access to over 370 digital video channels and thousands of on-demand, pay-per-view (PPV), and subscription movie and television titles; and
- flexibility with each of our current primary TV packages, which includes a base set of channels and tiered customization options depending on the size of the TV package.

Enterprise services include:
- voice, data networking, IP, and Ethernet services over multi-service customer access devices that allow customers to scale and add services, such as private networking, Internet, IP voice, and cloud solutions, which blend seamlessly to grow with their business requirements;
- optical wave, Internet, Ethernet, and multi-protocol label switching services, providing scalable and secure metro and wide area private networking that enables and interconnects critical business applications for businesses that have one or many offices, data centres, or points of presence (as well as cloud applications) across Canada;
- simplified information technology (IT) and network technology offerings with security-embedded, cloud-based, professionally managed solutions;
- extensive cable access network services for primary, bridging, and back-up (including through our wireless network, if applicable) connectivity; and
- specialized telecommunications technical consulting for Internet service providers (ISPs).

MEDIA

Our portfolio of Media assets, with a focus on sports and regional TV and radio programming, reaches Canadians from coast to coast.

In Sports Media and Entertainment, we own the Toronto Blue Jays, Canada's only Major League Baseball (MLB) team, and the Rogers Centre event venue, which hosts the Toronto Blue Jays' home games, concerts, trade shows, and special events.

Our agreement with the NHL (NHL Agreement), which runs through the 2025-2026 NHL season, allows us to deliver more than 1,300 regular season games during a typical season across television, smartphones, tablets, personal computers, and other streaming devices. It also grants Rogers national rights on those platforms to the Stanley Cup Playoffs and Stanley Cup Final, all NHL-related special events and non-game events (such as the NHL All-Star Game, the NHL 4 Nations Face-Off, and the NHL Draft), and rights to sublicense broadcasting rights.

In Television, we operate several conventional and specialty television networks, including:
- Sportsnet's four regional stations along with *Sportsnet ONE*, *Sportsnet 360*, and *Sportsnet World*;
- Citytv network, which, together with affiliated stations, has broadcast distribution to approximately 72% of Canadian individuals;
- OMNI multicultural broadcast television stations, including OMNI Regional, which provide multilingual newscasts nationally to all digital basic television subscribers;
- specialty channels that include Bravo, Discovery, Food Network, FX (Canada), FXX (Canada), and HGTV; and
- Today's Shopping Choice, Canada's only nationally televised shopping channel, which generates a significant portion of its revenue from online sales.

In Radio, we operate 52 AM and FM radio stations in markets across Canada, including popular radio brands such as 98.1 CHFI, 680 News Radio *(formerly* CityNews 680*)*, Sportsnet 590 The FAN, KiSS, JACK, and SONiC.

We also offer a range of digital services and products, including:

- our digital sports-related assets, including sportsnet.ca and *Sportsnet+*;
- other digital assets, including *Citytv+*;
- a range of other websites, apps, podcasts, and digital products associated with our various brands and businesses; and
- out-of-home advertising assets and partnerships allowing us to reach school campuses, bars and restaurants, elevators, salons, and spas, among others.

OTHER

We offer both the *Rogers Red Mastercard* and the *Rogers Red World Elite Mastercard,* which allow customers to earn cash back rewards points on credit card spending and finance new wireless devices over up to 48 months at 0% interest.

OTHER INVESTMENTS

We hold interests in a number of associates and joint arrangements, some of which include:

- our 37.5% ownership interest in MLSE, which owns the Toronto Maple Leafs, the Toronto Raptors, Toronto FC, the Toronto Argonauts, and the Toronto Marlies, as well as various associated real estate holdings; and
- our 50% ownership interest in Glentel Inc. (Glentel), a large provider of multicarrier wireless and wireline products and services with several hundred Canadian retail distribution outlets.

COMPETITION

The telecommunications industry is a highly competitive industry served by many national, regional, and reseller players giving consumers a broad choice in service providers and plan offerings. The industry is very capital intensive and requires meaningful, continual investments to implement next-generation technology and to support existing infrastructure. Given the highly regulated nature of the industry, the already competitive dynamic could be further influenced by regulatory change (see "Regulation in our Industry" for more information).

Telephony and television services are increasingly offered over the Internet and consumers communicate, watch video, and otherwise interact with the broader world online, including with a growing selection of over-the-top (OTT) services.

In the media industry, consumer viewing habits have shifted towards digital and online media consumption and advertisers are directing their advertising dollars to those channels. In addition, we now compete with a range of digital and online media companies, including large global companies.

WIRELESS

We compete on customer experience, price, quality of service, scope of services, network coverage, sophistication of wireless technology, breadth of distribution, selection of devices, branding, and positioning.

- Wireless technology – Our 5G network caters to customers seeking the increased capacity and speed it provides relative to long-term evolution (LTE) networks. We compete with BCE Inc. (Bell), TELUS Corporation (Telus), and Videotron at a national level, and with Saskatchewan Telecommunications Holding Corporation (SaskTel) and Eastlink Inc. (Eastlink) at a regional level, all of whom operate 5G networks. We also compete with these providers on high-speed packet access (HSPA) and global system for mobile communications (GSM) networks and with providers that use alternative wireless technologies, such as WiFi "hotspots" and mobile virtual network operators (MVNO).
- Product, branding, and pricing – we compete nationally with Bell, Telus, and Videotron, including their flanker brands Virgin Plus (Bell), Lucky Mobile (Bell), Koodo (Telus), Public Mobile (Telus), and Fizz (Videotron). We also compete with various regional players and resellers.
- Distribution of services and devices – we have one of the largest distribution networks in the country, and compete with other service providers for dealers, prime locations for our own stores, and third-party retail distribution shelf space. We also compete with other service providers on the quality and ease of use of our self-serve options and other digital capabilities.
- Wireless networks – consolidation amongst regional players, or with incumbent carriers, could alter the regional or national competitive landscapes for Wireless. Additionally, certain service providers that currently do not offer wireless products or services have purchased spectrum licences and could enter the market in the future.
- Spectrum – we currently have the largest spectrum position in the country. In November 2023, we won 860 spectrum licences covering 87% of the Canadian population at a total cost of $475 million in the 3800 MHz spectrum licence auction. These spectrum licences, along with other frequency bands, are essential to the deployment of 5G networks. The outcome of any spectrum auction may increase competition. See "Regulation in our Industry" for more information.

CABLE

Internet

We compete with other ISPs that offer fixed-connection residential high-speed Internet access services. Our high-speed Internet services compete directly with, among others:

- Bell's Internet services in Ontario, Manitoba, New Brunswick, Nova Scotia, and Newfoundland, including Virgin Plus;
- Telus' Internet services in British Columbia and Alberta;
- various resellers using wholesale telecommunication company digital subscriber line (DSL) and cable third-party Internet access (TPIA) services in local markets;
- smaller ISPs, such as Beanfield Metroconnect, in metropolitan areas; and
- newer providers offering low Earth orbiting satellite Internet service in underserved regions.

A number of different players in the Canadian market also compete for enterprise network and communications services. There are relatively few national providers, but each market has its own competitors that usually focus on the geographic areas in which they have the most extensive networks. In the enterprise market, we compete with facilities- and non-facilities-based telecommunications service providers. In markets where we own network infrastructure, we compete with incumbent fibre-based providers. Our main competitors are:

- Western Canada – Bell, Telus, and Digital Colony;
- Ontario – Bell, Cogeco Data Services, Xplore, and Digital Colony;
- Quebec – Bell, Telus, and Videotron; and
- Atlantic Canada – Bell, Xplore, and Eastlink.

Television
We compete with:
- other Canadian multi-channel broadcast distribution undertakings (BDUs), including Bell, Telus, and other satellite and IPTV providers;
- OTT video offerings through providers like Netflix, YouTube, Apple, Amazon Prime Video, Crave, Google, Disney+, DAZN, Paramount+, and other channels streaming their own content, which continue to grow in popularity; and
- over-the-air local and regional broadcast television signals received directly through antennas, the illegal distribution of Canadian and international channels via video streaming boxes, and the illegal reception of US direct broadcast satellite services.

Phone
While Phone represents a small portion of our business, we compete with other telephony service providers, including:
- Bell's wireline phone service in Ontario, Manitoba, New Brunswick, Nova Scotia, and Newfoundland;
- Telus' wireline phone services in British Columbia and Alberta;
- incumbent local exchange carrier (ILEC) local loop resellers and voice over IP (VoIP) service providers and other VoIP-only service providers (such as Vonage and Skype), and other voice applications that use the Internet access services of ISPs (such as Facebook and WhatsApp); and
- substitution of wireline for wireless products, including mobile phones and wireless home phone products.

MEDIA
Competition in Sports Media and Entertainment includes other:
- televised and online sports broadcasters;
- Toronto professional teams, for attendance at Toronto Blue Jays games;
- MLB teams, for Toronto Blue Jays players and fans;
- local sporting and special event venues;
- professional sports teams, for merchandise sales revenue; and
- new digital sports media companies.

Television and Radio, both of which focus on local and regional content in addition to highly sought-after lifestyle and entertainment content, compete for audiences and advertisers with:
- other Canadian television and radio stations, including those owned and operated by the CBC, Bell Media, and Corus Entertainment;
- OTT video offerings through providers like Netflix, YouTube, Apple, Amazon Prime Video, Crave, Google, Disney+, DAZN, Paramount+, and other channels streaming their own content, which continue to grow in popularity;
- OTT radio offerings, such as iHeartRadio, Apple Music, Amazon Music, Spotify, SiriusXM, and Radioplayer Canada;
- other media, including newspapers, magazines, and outdoor advertising; and
- other technologies available on the Internet or through the cloud, such as social media platforms, online web information services, digital assistants, music downloading, and portable media players.

Today's Shopping Choice's model of live, hosted-video sales content and its robust online shopping experience competes with:
- pure play e-commerce retailers servicing Canada;
- select branded retailers in Canada and their related e-commerce websites;
- other available television-shopping channels and infomercials that sell products on television; and
- direct-to-consumer livestream video shopping events, social commerce, and shoppable video technologies that are rapidly emerging online.

Our digital media products compete for audiences and advertisers with:
- online information and entertainment websites and apps, including digital news services, streaming services, and content available via social networking services;
- magazines, both digital and printed; and
- other traditional media, such as TV and radio.

INDUSTRY TRENDS

The telecommunications industry in Canada is very capital intensive and highly regulated. Our reportable segments are affected by various overarching trends relating to changing technologies, consumer demands, economic conditions, and regulatory developments, all of which could limit essential future investments in the Canadian marketplace. See "Risks and Uncertainties Affecting our Business" and "Regulation in our Industry" for more information. Below is a summary of the industry trends affecting our specific reportable segments.

WIRELESS TRENDS
The ongoing extensive investment made by Canadian wireless providers has created far-reaching and sophisticated wireless networks that have enabled consumers and businesses to utilize fast multimedia capabilities through wireless data services. Consumer demand for mobile devices, digital media, and on-demand content is pushing providers to build networks that can support the expanded use of applications, mobile video, messaging, and other wireless data. Mobile commerce continues to increase as more devices and platforms adopt secure technology to facilitate wireless transactions. Recent years have seen Canadian wireless providers benefitting from growing immigration and device penetration in Canada; however, current slowing population growth as a result of changes to government immigration policies is now leading to a less active market, resulting in lower gross and net additions.

Wireless providers continue to invest in the next generation of technologies, like 5G, to meet increasing data demands. New products and applications on the wireless network, such as wireless private networks, will continue to rely on ultra-reliable, low latency transport networks, capable of supporting both wireless and wireline traffic.

To help make the cost of new wireless devices more affordable for consumers, Rogers and other Canadian wireless carriers offer device financing programs. In 2023, we expanded financing available to Rogers customers by introducing the Rogers Red Mastercard, which provides 3% cash back value for Rogers customers and allows consumers to finance up to the full cost of the device over a 36-month or 48-month term at 0% interest. We believe being able to finance devices over 36 or 48 months helps reduce churn.

In addition to the wireless device financing plans now available, subscribers are increasingly bringing their own devices or keeping their existing devices longer and therefore may not enter into term contracts for wireless services. This may negatively impact churn, but may also create gross addition subscriber opportunities as a result of increased churn from other carriers. This trend, along with ongoing elevated competitive intensity over the last several years, may also negatively impact the monthly service fees charged to subscribers as they shop for plans that best meet their needs.

CABLE TRENDS

Economic conditions, technology advancements, non-traditional competitors, consumer behaviours, and regulatory developments are key areas influencing Cable. This market is very capital intensive, and a strong Internet offering is the backbone to effectively serving this market. Applications on the Internet are increasingly being used as a substitute for wireline telephone services, and televised content is increasingly available online. Downward television tier migration (cord shaving) and television cancellation with the intent of substitution (cord cutting) has continued with increased adoption of OTT services.

Cable and wireline companies are expanding their service offerings to include faster broadband Internet, including consistently offering multi-gigabit download speeds, with certain plans offering symmetrical speeds of up to 8 Gbps in select areas, and Internet offerings with unlimited bandwidth. Consumers are demanding faster-than-ever speeds for streaming online media, uploading personal content, playing online video games, and for their ever-growing number of connected devices. In order to help facilitate these speeds, cable and wireline companies are shifting their networks towards higher speed and capacity Data Over Cable Service Interface Specifications (DOCSIS) 3.1 and fibre-to-the-home (FTTH) technologies and they are evolving their networks to be DOCSIS 4.0-capable. These technologies provide faster potential data communication speeds than earlier technologies, allowing both television and Internet signals to reach consumers more quickly in order to sustain reliable speeds to address the increasing number of Internet-capable devices.

Wireless home Internet, or Internet delivered using wireless cellular signals, is increasingly being offered by telecommunications companies in Canada. This technology allows carriers to provide home Internet services to customers who are (i) otherwise unable to be serviced by traditional wireline technologies or (ii) outside of a carrier's cable network footprint, thereby expanding the effective footprint of customers.

People continue to work and study from home, further establishing the need for strong and reliable cable networks that can handle increased capacity than previously existed. Cable and wireline companies have needed to continue adding capacity and managing traffic to continue reliably supporting the needs of Canadians.

Our business customers use fibre-based access and cloud computing to capture and share information in more secure and accessible environments. This, combined with the rise of multimedia and Internet-based business applications, is driving exponential growth in data demand.

Businesses and all levels of government are transforming data centre infrastructure by moving toward virtual data storage and hosting. This is driving demand for more advanced network functionality, robust, scalable services, and supportive dynamic network infrastructure.

Canadian wireline companies are dismantling legacy networks and investing in next-generation platforms that combine voice, data, and video solutions onto a single distribution and access platform. As next-generation platforms become more popular, our competition will begin to include systems integrators and manufacturers.

Devices and machines are becoming more interconnected and there is more reliance on the Internet and other networks to facilitate updates and track usage.

MEDIA TRENDS

Consumer viewing behaviours are continually evolving and the industry continues to adjust to these changes. Access to live sports and other premium content has become even more important for acquiring and retaining audiences that in turn attract advertisers and subscribers. Therefore, ownership of content and/or long-term agreements with content owners has also become increasingly important to media companies. Leagues, teams, networks, and new digital entrants are also experimenting with the delivery of live sports content through online/streaming, social, and virtual platforms, while non-traditional sports are also growing in mindshare.

Consumer demand for digital media, content on mobile devices, and on-demand content is increasing and media products have experienced significant digital uptake, requiring industry players to increase their efforts in digital content and capabilities in order to compete. In response to this trend, advertisers are shifting their spending to premium video and audio products on global digital platforms and social media that enable marketers to narrowly target specific audiences instead of the previous mass marketing approach. This has caused a shift in focus to attract digital spending through investments in digital assets and advertising technology.

Competition has changed and traditional media assets in Canada are increasingly being controlled by a small number of competitors with significant scale and financial resources. Technology has allowed new entrants and even individuals to become media players in their own right.

Some of our competitors have become more vertically integrated across both traditional and emerging platforms. Relationships between providers and purchasers of content have become more complex. Global aggregators have also emerged and are competing for both content and viewers; some of these aggregators have the financial resources to offer greater compensation to providers for their content, resulting in increased costs.

Corporate Overview

OUR STRATEGY FOR VALUE CREATION

KEY PERFORMANCE DRIVERS AND 2024 STRATEGIC HIGHLIGHTS

Our five objectives guided our work and decision-making as we further improved our operational execution and made well-timed investments to grow our core businesses, solidify our network leadership, and drive long-term growth for shareholders. We are committed to growing in a socially and environmentally responsible way, advancing our five business priorities while making a positive impact in the lives of Canadians. Below are some highlights for the year.

Build the biggest and best networks in the country

- Awarded Canada's most reliable 5G network by umlaut for the sixth straight year and most reliable wireless network by Opensignal, both in July 2024.
- Recognized as Canada's most reliable Internet by Opensignal in July 2024.
- Completed Canada's first national live trial of 5G network slicing.
- Started to deploy 3800 MHz spectrum licences, further expanding our 5G capabilities.
- Delivered 4 Gbps download and 1 Gbps upload speeds with DOCSIS 4.0 modem technology trial.

Deliver easy to use, reliable products and services

- Signed landmark deals with Warner Bros. Discovery and NBCUniversal to acquire the most-watched lifestyle and entertainment brands and content, subsequently launching Bravo in Canada and launched channels for HGTV, Food Network, Discovery, and others on January 1, 2025.
- Announced a ten-year agreement with Comcast to bring their world-class Xfinity products and technology to Canadians, beginning with Rogers Xfinity Streaming and **Rogers Xfinity Storm-Ready WiFi**, Canada's first home Internet backup solution.
- Introduced a program to help newcomers build credit and finance a new smartphone through a partnership with Nova Credit.
- Launched *Rogers 5G Home Internet* across our wireless network coverage area.

Be the first choice for Canadians

- Led the industry with 623,000 mobile phone and Internet net additions.
- Signed an agreement with BCE Inc. (Bell) to become the majority owner of MLSE.
- Produced and broadcast Canada's first Law & Order original series, premiering at #1 in the country and becoming Citytv's most watched original series in over a decade.
- *Sportsnet* was the most watched specialty channel in Canada.

Be a strong national company investing in Canada

- Invested a record $4 billion in capital expenditures, primarily in our networks.
- Became the first national carrier in Canada with net-zero greenhouse gas (GHG) emissions targets approved by the Science Based Targets initiative (SBTi).
- Drove benefits to community organizations across Canada of over $100 million.
- Raised a record $25 million to support children's charities in Alberta at the 12th annual *Rogers Charity Classic*.
- Released our 2023 Economic Impact Assessment showing Rogers supported 92,000 jobs and contributed $14 billion to Canada's GDP.

Be a growth leader in our industry

- Grew total service revenue by 7% and adjusted EBITDA by 12%.
- Reported industry-leading margins in our Wireless and Cable operations.
- Generated free cash flow of $3,045 million, up 26%, and cash flow from operating activities of $5,680 million.

2025 OBJECTIVES

In 2024, we executed with discipline, delivered industry-leading results, and continued to make substantial progress on our integration plan following the close of the Shaw Transaction in 2023. Building on this momentum, and as part of our goal to be number one across our core businesses, our five objectives for 2025 remain as follows, with updates to reflect how we will advance them:

Build the biggest and best networks in the country

Our networks power Canada's economy and our business is built on providing our customers with always-on coverage everywhere. We are focused on connecting more Canadians nationwide to Canada's largest and most reliable 5G network and the country's only coast-to-coast Internet network, and advancing satellite-to-mobile technology so Canadians can stay safe and connected in more of Canada. Together, we are using these investments to deliver reliable connectivity and build a resilient Canada.

Deliver easy to use, reliable products and services

We believe delivering easy to use, reliable products and services is key to our growth strategy. This means designing products that are simple, creating plans that are easy to understand, and offering even more value to our customers with innovative products and reliable services, all throughout the entire product lifecycle. This includes rolling out a suite of in-home services leveraging Comcast's world-class product and technology platform.

Be the first choice for Canadians

To be Canadians' first choice, we are committed to delivering the best experiences and serving customers how and where they want. We will invest to grow our customer base and audiences by continuously improving the customer and viewing experience, including delivering digital-first customer service and delivering the best content and experiences.

Be a strong national company investing in Canada
Every year, as a proud Canadian company, we reinvest the vast majority of our profits back into our country to connect as many Canadians as possible, including those in rural, remote, and Indigenous communities. We also partner with local community groups and support emergency responders to help build stronger communities and create a better future for young Canadians, the future leaders of our country.

Be a growth leader in our industry
To be number one, we are focused on operating efficiently and executing with discipline to drive revenue growth and translate it into strong margins, profit, free cash flow, return on assets, and returns to shareholders.

VALUE CREATION MODEL

Our approach to creating value
As Canada's leading communications and entertainment company, we reach Canadians from coast-to-coast through our cable and wireless services, our news, sports, and entertainment programs, and our award-winning credit card. We aim to connect Canadians where and when they want and aim to be number one in in our core businesses. We are dedicated to advancing our purpose and ambition through our five corporate priorities, grounded by our foundational practices that are embedded in how we do business.

In 2023, we conducted an extensive stakeholder engagement exercise to identify our material sustainability and social impact topics and assess their impact to our business (see "Stakeholder Engagement" for more information). In 2024, as we streamlined our reporting and impact communication, we have consolidated talent attraction, development, and diversity, equity, inclusion, and belonging (DEIB) under "engaged people". Our Indigenous and community relations topics have also been consolidated to emphasize overall socio-economic impact.

By aligning our material sustainability and social impact topics with our corporate priorities as below, we define how we create impact as an organization, including in the context of global sustainability commitments and goals. We will leverage our value creation model as a framework for how we assess, manage, and communicate corporate impact and performance.

CORPORATE STRATEGY

Purpose	Connect Canadians when and where they want				
Ambition	Be number one in our core businesses				
Foundational practices	We are committed to do our best for Canadians with honesty, integrity, and transparency, through:				
	Strong business ethics	Risk management	Leadership and accountability	Stakeholder engagement	Transparent reporting

VALUE CREATION

Corporate priorities	Build the biggest and best networks in the country	Deliver easy to use, reliable products and services	Be the first choice for Canadians	Be a strong national company investing in Canada	Be the growth leader in our industry
Material sustainability and social impact topics	Network leadership and resilience	Social impacts of products and services Product end-of-life management	Customer relationships Data privacy and security	Socio-economic investment Engaged people	Climate change mitigation and adaptation Safety, well-being, and labour relations
United Nations Sustainable Development Goals (UNSDGs)	SDG 9: Industry, innovation and infrastructure SDG 13: Climate action	SDG 12: Responsible consumption and production	SDG 9: Industry, innovation and infrastructure	SDG 5: Gender equity SDG 8: Decent work and economic growth	SDG 8: Decent work and economic growth SDG 12: Responsible consumption and production SDG 13: Climate action

STAKEHOLDER ENGAGEMENT

We are a national company with a strong legacy of investing in the future of Canada.

MATERIALITY ASSESSMENT

In 2023, we undertook an extensive stakeholder engagement exercise with both internal and external stakeholders to identify the topics they believe to be most important to our business, prioritized based on their perceptions of our ability to have an impact on each topic. To complete the materiality assessment, we completed three primary workstreams.

First, we engaged with key internal and external stakeholders through surveys, interviews, and sector insights reports to identify our most material sustainability and social impact topics across our value chain and time horizons. Stakeholder inputs were considered in terms of level of influence on our strategy and their readiness to engage with us. Stakeholders with whom we engaged included:

- the Board, our executives, and our employees;
- customers;
- shareholders;
- suppliers;
- Indigenous communities;
- government, regulatory, and industry groups; and
- non-governmental organizations and partners.

Second, we assessed the materiality and likelihood of actual and potential impacts for each material topic to prioritize amongst them, in line with our enterprise risk management framework.

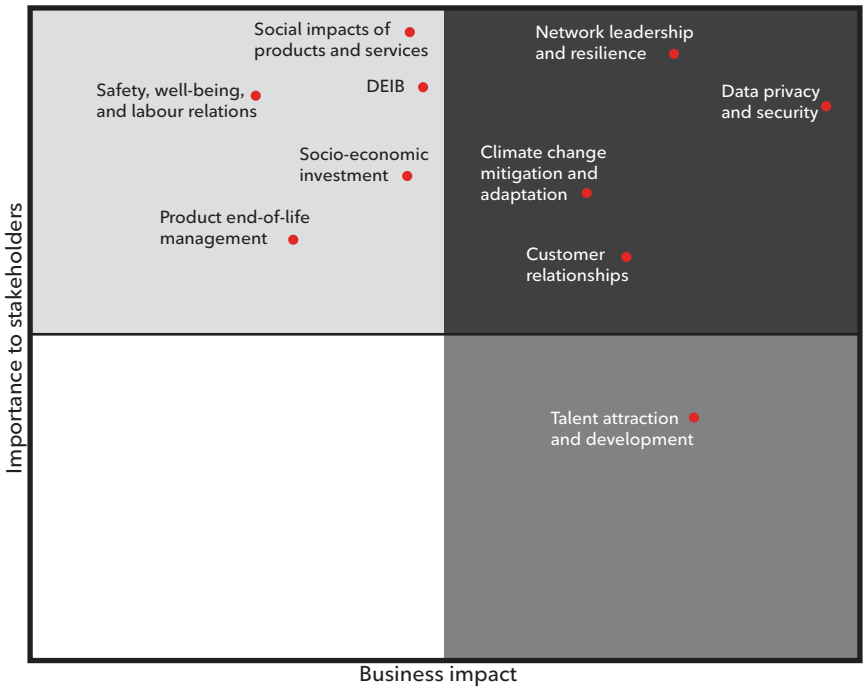
Finally, we developed a materiality matrix that combined stakeholder sentiment with the perceived prioritization of material sustainability and social impact enablers to inform our management approach for each topic.

MATERIAL TOPICS

Supported by our foundational practices (see "Corporate Overview"), our four most material sustainability and social impact topics are:

- network leadership and resilience;
- customer relationships;
- data privacy and security; and
- climate change mitigation and adaptation.

Materiality matrix



By focusing our efforts on material topics, we aim to maximize value for our business, our shareholders, our communities, and all other stakeholders to which our operations are connected. We continue to manage the remaining topics through our established engagement processes and operations, all of which undergo regular review and enhancements, to help ensure stakeholder expectations are met and material sustainability and social impact topics are embedded within our business. Each topic and its importance to stakeholders and Rogers is summarized below.

Topic	Description
Network leadership and resilience	Improving our network speed, performance, and coverage enables us to reach more Canadians, connect more rural, remote, and Indigenous communities, diversify our products and services, and meet customer demands. While innovating, it is also critical to build network resilience to safeguard against the effects of extreme weather events, natural disasters, grid disruptions, and technical issues.
Customer relationships	Investing in customer experience improvements and expanding the number of digital and self-serve capability initiatives available to our customers allows us to lower customer wait and resolution times, making the customer experience convenient and cost-effective while also enabling our employees to focus their efforts where it is needed most.
Data privacy and security	Protecting the privacy of information shared by employees, customers, and partners, as well as safeguarding against threats to the security of their data, is a critical area of importance in maintaining trust.
Climate change mitigation and adaptation	Minimizing our impact on the climate through emissions reductions and energy efficiency, while also adapting to a changing climate, helps enable us to be resilient in the face of potential operational and supply chain disruptions and a changing regulatory environment, minimize damages to assets and infrastructure, and align with stakeholder values.
Talent attraction and development	Investing in our employees through talent training, coaching, feedback, and development programs helps increase our capacity for innovation while also building employee engagement and retention.
Diversity, equity, inclusion, and belonging	Fostering diversity, equity, inclusion, and belonging in our workforce is a catalyst that underpins employee engagement, attraction, retention, innovation, creativity, and productivity.
Social impact of products and services	Developing innovative business models and product and services that are aligned to the needs and values of Canadians helps enable us to ensure our business model not only connects Canadians when and where they want, but also generates positive impact and societal value for communities.
Safety, well-being, and labour relations	Safeguarding the physical and mental health and well-being of our employees, while also strengthening their rights and labour relations, is key to enabling our employees to thrive at work, thereby reducing turnover and minimizing downtime.
Indigenous, community, and socio-economic relations	Supporting the economic resilience and prosperity of equity-deserving communities and small businesses helps contribute to growth in key sectors and creates meaningful jobs for community members. We strive to be the "partner of choice" for local and Indigenous communities and youth, creating cultural relationships and enabling positive social impacts.
Product end-of-life management	Maintaining responsible material stewardship standards assists us in increasing efficiency, lowering our environmental impacts, and engaging stakeholders in digital solutions to transition towards a circular economy by providing cost-effective and convenient ways to upgrade and return used products.

CONTRIBUTING TO A GLOBAL FRAMEWORK

Rogers is committed to specific UNSDGs, including demonstrating our localized efforts towards these broader global goals, as outlined below.

SDG 5: Gender equality – We strive to promote and embed diversity, equity, inclusion, and belonging for our employees, our communities, and stakeholders across our value chain. We achieve this by providing learning and development programs for our employees and investing in scholarships and grants focused on equity-deserving youth, including women. See "Socio-Economic Investment" and "Engaged People" for more information.

SDG 8: Decent work and economic growth – We invest in communities and young Canadians by creating opportunities and valuable work in communications, innovation, and technology to achieve sustainable economic growth. We achieve this by employing 24,000 people and by investing in programs that support youth and vulnerable Canadians. See "Socio-Economic Investment" and "Engaged People" for more information.

SDG 9: Industry, innovation and infrastructure – We strive to develop resilient networks that support communities, businesses, and individuals, while innovating to provide products and services that enable better connections for Canadians. We achieve this by continually investing in our networks and partnerships as we strive to bring the best connectivity possible to Canadians. See "Network Leadership and Resilience" for more information.

SDG 12: Responsible consumption and production – We strive towards sustainable consumption and production by sourcing responsible products, optimizing material use, and diverting waste from landfills. We achieve this through robust waste management programs and supply chain management. See "Product End-of-Life Management" and "Procurement and Supplier Management" for more information.

SDG 13: Climate action – We are committed to combating climate change through our target of carbon net-zero, investing in energy efficiency and renewable energy, and conducting our business in an environmentally responsible manner. We achieve this through meaningful changes in our operations to drive efficiency and transition to the low carbon economy. See "Climate Change Mitigation and Adaptation" for more information.

GOVERNANCE AND RISK FRAMEWORK

Rogers is a family-founded, family-controlled company. We take pride in our proactive and disciplined approach to ensuring that our governance structure and practices instill confidence in our shareholders.

The Board is currently made up of fourteen directors who bring a rich mix of experience as business leaders in North America. Each of our directors is firmly committed to effective governance, strong oversight, and the ongoing creation of shareholder value.

The Board is responsible for overseeing the conduct of business and affairs across the Company and supervising our management team in carrying out their responsibilities. In addition to the Rogers Business Conduct Policy, the Board has adopted the Directors Code of Conduct and Ethics.

The Board exercises its responsibilities through direct action and delegation to its eight standing committees, ensuring effective oversight and accountability: Audit and Risk, Finance, Corporate Governance, Pension, Executive, Nominating, Human Resources, and ESG.

We strive to continually strengthen our risk management capabilities to protect and enhance shareholder value. The purpose of risk management is not to eliminate risk but to optimize trade-offs between risk and return to maximize value to the organization. As such, we knowingly take certain risks to generate earnings and encourage innovation that advance us as a customer-centric market leader. To maintain our reputation and trust, we work to ensure the impacts (financial, operational, strategic, regulatory, privacy, and cyber security) of our risk-taking activities are understood and are in line with our strategic objectives and company values. The Executive Leadership Team and the Audit and Risk Committee are responsible for approving our enterprise risk policies. See "Risk Management" for more information.

All employees must review and acknowledge their acceptance of the Rogers Business Conduct Policy annually. We have implemented several mandatory training programs to ensure employees understand unethical and corrupt behaviour, and how to avoid accidental privacy breaches. Employees who suspect any violation of applicable laws or regulations, or who have concerns about potential business, ethical, or financial misconduct, can anonymously submit a report via the STAR Hotline, our corporate whistleblower service.

Our Rogers Business Conduct Policy, robust compliance systems, and support for our people ensure that accountability, risk management, and controls are embedded at the right levels.

FINANCIAL AND OPERATING GUIDANCE

We provide consolidated annual guidance ranges for selected financial metrics on a basis consistent with the annual plans approved by the Board.

2024 ACHIEVEMENTS AGAINST GUIDANCE

The following table outlines guidance ranges we had previously provided and our actual results and achievements for the selected full-year 2024 financial metrics. On January 3, 2025, we issued a press release stating we expected annual total service revenue growth just over 7% driven by weakness in Media revenue during the fourth quarter. On a full-year basis, competitive intensity in Wireless and Cable impacted our full-year results relative to our 2024 guidance ranges.

(In millions of dollars, except percentages)	2023 Actual	2024 Guidance Ranges			2024 Actual		Achievement
Consolidated Guidance [1]							
Total service revenue	16,845	Increase of 8%	to	increase of 10%	18,066	7%	X
Adjusted EBITDA	8,581	Increase of 12%	to	increase of 15%	9,617	12%	✓
Capital expenditures [2]	3,934	3,800	to	4,000	4,041	n/m	✓✓
Free cash flow	2,414	2,900	to	3,100	3,045	n/m	✓

Missed X **Achieved** ✓ **Exceeded** ✓✓

n/m – not meaningful

[1] The table outlines guidance ranges for selected full-year 2024 consolidated financial metrics provided in our February 1, 2024 earnings release. Guidance ranges presented as percentages reflect percentage increases over full-year 2023 results.

[2] Includes additions to property, plant and equipment net of proceeds on disposition and accrued government grants, but does not include expenditures for spectrum licences, additions to right-of-use assets, or assets acquired through business combinations.

2025 FULL-YEAR CONSOLIDATED GUIDANCE

For the full-year 2025, we expect healthy total service revenue and adjusted EBITDA will drive sustained strong free cash flow. In 2025, we expect to have the financial flexibility to maintain our network advantages and to continue to return cash to shareholders.

(In millions of dollars, except percentages)	2024 Actual	2025 Guidance Ranges [1]
Total service revenue	18,066	Increase of 0% to increase of 3%
Adjusted EBITDA	9,617	Increase of 0% to increase of 3%
Capital expenditures [2]	4,041	3,800 to 4,000
Free cash flow	3,045	3,000 to 3,200

[1] Guidance ranges presented as percentages reflect percentage increases over full-year 2024 results.

[2] Includes additions to property, plant and equipment net of proceeds on disposition and accrued government grants, but does not include expenditures for spectrum licences, additions to right-of-use assets, or assets acquired through business combinations.

The above table outlines guidance ranges for selected full-year 2025 consolidated financial metrics without giving effect to the MLSE Transaction (see "MLSE Transaction"), any associated financing, or any other associated transactions or expenses. These ranges take into consideration our current outlook and our 2024 results. The purpose of the financial outlook is to assist investors, shareholders, and others in understanding certain financial metrics relating to expected 2025 financial results for evaluating the performance of our business. This information may not be appropriate for other purposes. Information about our guidance, including the various assumptions underlying it, is forward-looking and should be read in conjunction with "About Forward-Looking Information", "Risks and Uncertainties Affecting our Business", the material assumptions listed below under "Key underlying assumptions", and the related disclosure and information about various economic, competitive, and regulatory assumptions, factors, and risks that may cause our actual future financial and operating results to differ from what we currently expect.

We provide annual guidance ranges on a consolidated full-year basis that are consistent with annual full-year Board-approved plans. Any updates to our full-year financial guidance over the course of the year would only be made to the consolidated guidance ranges that appear above.

Key underlying assumptions

Our 2025 guidance ranges presented in "2025 Full-Year Consolidated Guidance" are based on many assumptions including, but not limited to, the following material assumptions for the full-year 2025:

- continued competitive intensity in all segments in which we operate consistent with levels experienced in 2024;
- no significant additional legal or regulatory developments, other shifts in economic conditions, or macro changes in the competitive environment affecting our business activities;
- overall wireless market penetration in Canada continues to grow in 2025;
- continued subscriber growth in retail Internet;
- declining Television and Satellite subscribers, including the impact of customers migrating to Rogers Xfinity TV from our legacy Television product, as subscription streaming services and other over-the-top providers continue to grow in popularity;
- in Media, continued growth in sports and similar trends in 2025 as in 2024 in other traditional media businesses;
- no significant sports-related work stoppages or cancellations will occur;
- with respect to capital expenditures:
  - similar levels of capital investment associated with (i) expanding our 5G wireless network and (ii) upgrading our hybrid fibre-coaxial network to lower the number of homes passed per node, utilize the latest technologies, and deliver an even more reliable customer experience; and
  - we continue to make expenditures related to our Home roadmap in 2025 and we make progress on our service footprint expansion projects;
- a substantial portion of our 2025 US dollar-denominated expenditures is hedged at an average exchange rate of $1.34/US$;
- key interest rates remain relatively stable throughout 2025; and
- we retain our investment-grade credit ratings.

Our 2025 guidance ranges also do not incorporate any impact arising from the application of tariffs by the USA on imports from Canada and any retaliatory tariffs by the Canadian government. Given the ever-evolving circumstances and the significant uncertainty of the impacts that could arise from a potential trade war, it is difficult to estimate the flow-through effects such events might have on our economy.

Delivering on our Priorities

BUILD THE BIGGEST AND BEST NETWORKS IN THE COUNTRY

NETWORK LEADERSHIP AND RESILIENCE

We continually invest in our networks and technology to provide our customers with industry-leading connectivity. We have invested almost $70 billion in our networks over the last two decades, including over $4 billion in 2024, and our 5G network now reaches more than 2,500 communities across Canada.

As part of our investment, along with government partners, through the Eastern Ontario Regional Network (EORN), our 5G services are now available in more communities across Eastern Ontario, with 161 new towers and 311 tower upgrades completed since 2021. On British Columbia's Highway 16, five new towers were activated in 2024, providing 911 access for all travellers and 5G wireless coverage for our customers. With nine towers now in service, we are providing 166 kilometres of 5G coverage on Highway 16, closing most of the wireless gap between Prince Rupert and Prince George.

Wireless

We have one of the most extensive and advanced mobile broadband wireless networks in Canada, which:

- is the only national network in Canada fully owned by a single operator;
- was the first 5G network in Canada, reaching over 87% of the Canadian population in over 2,500 communities as at December 31, 2024 on our 5G/5G+ network alone;
- was the first LTE high-speed network in Canada, reaching 96% of the Canadian population as at December 31, 2024 on our LTE network alone;
- is supported by voice and data roaming agreements with domestic and international carriers in more than 200 destinations, including LTE and a growing number of 5G roaming operators;
- includes network sharing arrangements with two wireless operators that operate in urban and rural parts of Canada; and
- we expect to bring satellite-to-mobile coverage nationwide to ensure Canadians can stay connected in areas beyond the limits of traditional wireless networks through our partnerships with SpaceX and Lynk Global.

Highlights for our network in 2024 include:

- ranking as the most reliable wireless network in Canada by umlaut in July;
- being named Canada's most reliable wireless network and most reliable Internet by Opensignal in July;
- testing 5G network slicing technology (moving network operations from one "lane" to multiple lanes for wireless traffic), which was the first nationwide live test of this industry-leading technology in Canada;
- trialing 5G Cloud Radio Access Network (Cloud RAN) technology, a critical component in the next generation of wireless networks – marking the first deployment of this technology over a commercial network at a live event in Canada;
- entering into a strategic partnership with SenseNet to help communities in Western Canada better detect and respond to wildfires, which will utilize the outcomes of our 5G research and development partnerships with multiple Canadian universities;
- starting the next phase of construction of the cellular network in the Toronto Transit Commission (TTC) subway system to connect the remaining 36 kilometres of unconnected tunnels and to expand 5G services and access to 911 for all riders; and
- ahead of the Taylor Swift concerts in 2024, investing $10 million at BC Place and $8 million at Rogers Centre to enhance 5G connectivity, allowing concertgoers to set a new record for single event data usage at both venues.

We are continuously enhancing our IP service infrastructure for all our wireless and wireline services. Advances in technology have transformed the ways in which our customers interact and use the variety of tools available to them in their personal and professional lives. Technology has also changed the way businesses operate.

Our 5G network currently uses a combination of the 600 MHz, 1900 MHz, 2500 MHz, 3500 MHz, and AWS spectrum bands, and is also aggregated with our LTE spectrum bands. In 2023, we secured additional mid-band 3800 MHz spectrum licences in Canada's third 5G spectrum auction that will complement our existing 3500 MHz 5G spectrum licences and our other low- and mid-band spectrum licence holdings. These licences will allow us to provide Canadians with even more coverage, speed, capacity, and quality on our 5G/5G+ network. We have deployed dynamic spectrum sharing, which allows our existing spectrum supporting 4G to also be used for 5G/5G+ networks, and our network also supports 5G network slicing to provide customized services for particular applications and customers.

A number of future investments will be required to successfully operate and maintain our 5G network, including, but not limited to:

- refarming spectrum currently used for 2G and 3G to be used for LTE and 5G/5G+;
- acquiring additional radio spectrum through government auctions and private sector transactions;
- densifying and expanding our wireless network with additional macro cells, small cells, and in-building systems; and
- purchasing incremental 5G-ready radio network equipment with lower unit and operational costs, and the ability to aggregate more radio carriers and achieve greater spectral efficiency.

Significant spectrum position

Our wireless services are supported by our significant wireless spectrum licence holdings in low-band, mid-band, and high-band frequency ranges. As part of our network strategy, we expect to continue making significant capital investments in spectrum to:

- support the continual rapid growth in usage of broadband wireless data services;
- support the expansion and maintenance of our 5G and 5G+ networks; and
- introduce new innovative network-enabled features and functionality.

Our spectrum holdings as at December 31, 2024 include:

Type of spectrum	Rogers licences	Who the licences support
600 MHz	20 to 40 MHz across Canada, covering 100% of the Canadian population.	4G / 4.5G LTE, and 5G / 5G+ subscribers.
700 MHz	24 MHz in Canada's major geographic markets, covering 99.7% of the Canadian population.	4G / 4.5G LTE subscribers; future 5G / 5G+ subscribers.
850 MHz	25 MHz across Canada.	2G GSM, 3G HSPA, 4G / 4.5G LTE subscribers; future 5G / 5G+ subscribers.
1900 MHz	60 MHz in all areas of Canada except 40 MHz in northern Quebec, 50 MHz in southern Ontario, and 40 MHz in the Yukon, Northwest Territories, and Nunavut.	4G / 4.5G LTE, and 5G / 5G+ subscribers.
AWS 1700/2100 MHz	40 MHz in British Columbia and Alberta, 30 MHz in southern Ontario, an additional 10 MHz in the Greater Toronto Area, and 20 MHz in the rest of Canada.	4G / 4.5G LTE, and 5G / 5G+ subscribers.
2500 MHz	40 MHz FDD across the majority of Canada except 20 MHz in parts of Quebec and no holdings in Nunavut and the Northwest Territories. Rogers also holds an additional 20 MHz TDD in key population areas in Quebec, Ontario, and British Columbia, and an additional 10 MHz in parts of rural British Columbia.	4G / 4.5G LTE, and 5G / 5G+ subscribers.
3500 MHz	Between 60 MHz and 80 MHz in large population centres, except in Edmonton where Rogers holds 30 MHz. Rogers holds 20 MHz to 90 MHz in rural areas.	Mobile 5G / 5G+ subscribers; fixed wireless subscribers.
3800 MHz	Between 20 and 40 MHz in urban areas and 10 to 80 MHz in rural areas, for a combined 100 MHz total across 3500 and 3800 MHz in areas covering 99% of Canadians.	Mobile 5G / 5G+ subscribers; fixed wireless subscribers.

We also have access to additional spectrum through the following network sharing agreements:

Type of spectrum	Type of network venture	Who it supports
2300 MHz	Orion Wireless Partnership (Orion) is a joint operation with Bell in which Rogers holds a 50% interest. Orion holds licences for 30 MHz of FDD 2300 MHz spectrum (of which 20 MHz is usable), primarily in eastern Canada, including certain population centres in southern and eastern Ontario, southern Quebec, and smaller holdings in New Brunswick, Manitoba, Alberta, and British Columbia. The Orion fixed wireless LTE national network utilizes the jointly held 2300 MHz bands.	4G fixed wireless subscribers.
Various	Two network-sharing arrangements to enhance coverage and network capabilities:	
	• with Bell MTS, which covers 98% of the population across Manitoba; and	2G GSM, 3.5G / 4G HSPA+, 4G LTE, 5G subscribers.
	• with Videotron to provide HSPA and LTE services across the province of Quebec and Ottawa.	4G LTE subscribers.

Cable

Our expansive fibre and hybrid fibre-coaxial (HFC) cable network delivers services to homes and businesses across Canada. This transcontinental, facilities-based fibre-optic network with 116,000 kilometres of fibre optic cable is also used to service business customers, including government and other telecommunications service providers outside of our home markets. We also use our extensive fibre network for backhaul for wireless cell site traffic. In Canada, the network extends coast-to-coast and includes fibre, both access and metro, and long haul, optical transmission systems and IP routers in hubs and core sites. The network also extends to the US from Vancouver south to Seattle; from the Manitoba-Minnesota border through Minneapolis, Milwaukee, Chicago, Detroit, and Sarnia; from Toronto through Buffalo; and from Montreal through Albany to New York City and Ashburn, allowing us to connect Canada's largest markets, while also reaching key US markets for the exchange of data, video, and voice traffic.

Our network is designed and engineered for performance and redundancy and to allow for the simultaneous delivery of video, voice, and Internet. Diverse fibre paths that interconnect hubs provide redundancy to minimize disruptions that can result from fibre cuts and other events.

Homes and commercial buildings are connected to the core network through our multi-gigabit HFC and DOCSIS or ten gigabit symmetrical passive optical network (XGS-PON) access networks. We connect the HFC and PON nodes to the core network using fibre optic cable and from the home to the node using coaxial cable or fibre. Using 1.2GHz, 1 GHz, 860 MHz, and 750 MHz of cable spectrum for our HFC networks in Western Canada, Ontario, and Atlantic Canada, we deliver video, voice, and broadband services to our customers.

We continually invest in our network to augment capacity, enhance performance and resilience, reduce operating costs, and introduce new features and functionality, including to keep pace with evolving customer needs and demands. Our investments are focused on:

- modernizing our HFC network to 1.2 GHz and subsequently 1.8 GHz in preparation for DOCSIS 4.0 (as the technology becomes generally available), which will:
  - expand cable spectrum capacity, delivering 2 Gbps download speeds and 200 Mbps upload speeds nationally;
  - lay the foundation for future DOCSIS 4.0 upgrades, which will enable multi-gigabit download and upload speeds; and
  - enhance network performance, quality, and resilience with digital fibre optics and new higher radio frequency amplifiers;
- HFC node segmentation to reduce the number of homes passed per HFC node, thereby increasing the bandwidth and capacity per subscriber;
- increasing capacity per subscriber by enabling additional DOCSIS 3.1 downstream and upstream channels and preparing for the deployment of DOCSIS 4.0 that will support symmetrical Gbps speeds and lower latency;
- expanding our fibre network connecting more homes, multiple dwelling unit buildings, and business premises directly to fibre and XGS-PON technology; and
- enhancing resilience by separating the wireless and wireline IP core networks, adding equipment redundancy, and adding additional fibre paths to protect against simultaneous outages.

Fixed wireless access services and expanding our cable footprint is a key priority for connecting all areas of Canada, including rural and underserved areas. We are actively investing in the expansion of our network in both Wireless and Cable to connect more Canadians and to expand our footprint. We are investing in the next generation of broadband wireless data networks, such as 5G/5G+ technologies, to support the growing data demand and new products and applications. This requires a strong network, capable of supporting both wireline and wireless data at low latencies to ensure new products and applications operate as intended.

We continue to invest in and improve our cable network services; for example, with technology to support multi-gigabit Internet speeds, Rogers Xfinity Internet and TV, Rogers 4K TV, and a significant commitment to live broadcasting in 4K, including regular season Toronto Blue Jays home games and numerous NHL and NBA games.

Voice-over-cable telephony services are also served using the DOCSIS network. Our offerings ensure a high quality of service by including geographic redundancy and network backup powering. Our phone service includes a rich set of features, such as three-way calling, and advanced voicemail features that allow customers to be notified of, and listen to, their home voicemail on their wireless phone or over the Internet.

We own and operate some of the most advanced networks and data centres in Canada. Our data centres provide guaranteed uptime and expertise in collocation, cloud, and managed services solutions. We own and operate ten state-of-the-art, highly reliable, certified data centres across Canada, including:

- Canada's first Tier III Design and Construction certified multi-tenant facility in Toronto;
- two Tier III certified data centres in Alberta, including Alberta's first Tier III certified data centre; and
- a third Tier III certified data centre in Ottawa.

We leverage our national fibre, cable, and wireless networks and data centre infrastructure to enable businesses to deliver greater value to their customers through proactive network monitoring and problem resolution with enterprise-level reliability, security, and performance. Our primary and secondary network operation centres proactively monitor Rogers' networks to mitigate the risk of service interruptions and to allow for rapid responses to any outages.

DELIVER EASY TO USE, RELIABLE PRODUCTS AND SERVICES

WIDESPREAD PRODUCT DISTRIBUTION

Wireless

We have an extensive national distribution network and offer our wireless products nationally through multiple channels, including:

- company-owned Rogers, Fido, and chatr retail stores;
- customer self-serve using rogers.com, fido.ca, chatrwireless.com, and e-commerce sites;
- an extensive independent dealer network;
- major retail chains and convenience stores;
- other distribution channels, such as *WOW! mobile boutique*, as well as Wireless Wave and TBooth Wireless through our ownership interest in Glentel;
- our contact centres; and
- outbound telemarketing.

Cable

We distribute our residential cable products through various channels, including:

- company-owned Rogers retail stores;
- an extensive independent dealer network;
- customer self-serve using rogers.com;
- our contact centres, outbound telemarketing, and door-to-door agents; and
- major retail chains.

Our sales team and third-party dealers and retailers sell services to the business, public sector, and carrier wholesale markets. An extensive network of third-party channel distributors deals with IT integrators, consultants, local service providers, and other indirect

sales relationships. This diverse approach gives greater breadth of coverage and allows for strong sales growth for next-generation services.

First-class media content

We deliver highly sought-after sports content enhanced by the following initiatives:

- an exclusive national 12-year agreement with the NHL, which runs through the 2025-2026 season, as well as regional agreements, that allow us to deliver coverage of professional hockey in Canada across television, smartphones, tablets, and other streaming devices;
- broadcasting and distribution rights of the Toronto Blue Jays in Canada through our ownership of the team;
- Sportsnet+, an OTT sports service, offering 24/7 access to Sportsnet's TV content;
- the MLB Network, a 24-hour network dedicated to baseball, brought to Canada on Rogers television services;
- an 11-year broadcasting agreement with the NBA, which runs through the 2025-2026 season, that allows us to deliver coverage of professional basketball in Canada across television, smartphones, tablets, and other streaming devices; and
- a long-term broadcast agreement with Ultimate Fighting Championship (UFC) for media rights that allows Sportsnet to stream live UFC events.

We are bringing the most-watched lifestyle and entertainment content to Canadians on their platform of choice through multi-year deals with Warner Bros. Discovery and NBCUniversal, including:

- becoming the home of Warner Bros. Discovery's suite of English-language US lifestyle and factual brands, including HGTV, Food Network, and much more; and
- launching Bravo in Canada, featuring riveting unscripted programming, which will include new seasons of Bravo's hit franchise series.

SOCIAL IMPACTS OF PRODUCTS AND SERVICES

We are committed to developing innovative products and services that meet the needs of Canadians while generating positive impacts in our communities. Our responsible technology approach, promotes the use of our technology to connect Canadians and is anchored on the following principles:

- promoting safety and security;
- protecting data privacy;
- preventing technology from being misused;
- enabling equitable access;
- respecting human rights and treating people fairly; and
- being open, transparent, and accountable.

We use our 5G technology as a catalyst for positive change and to drive the next generation of innovation. We make multi-million-dollar investments in universities across Canada, such as the University of British Columbia and the University of Waterloo, to support research and innovation that will transform industries and enhance Canadians' lives. Through our partnerships, researchers are tackling issues like gridlock (through smart transportation systems to improve road safety), safety and productivity in industries like mining, and resilience in critical infrastructure with 5G sensor technology.

Recognizing the unique challenges faced by remote Indigenous communities, we leverage our technology to improve healthcare access and public safety in these regions. We also work with various agencies to enhance public safety initiatives in both urban and rural areas, including partnering with law enforcement and emergency response organizations to develop advanced communication systems and deploy 5G-powered tools that aid in crime prevention and disaster response.

With the unprecedented impacts of climate change on communities across the country, we expanded our support to help Canadians, first responders, and governments in 2024. This includes investing in industry-leading wildfire detection and prevention technology that leverages our 5G network and technology partnerships. We also introduced AI cameras powered by our 5G network that can detect smoke up to 20 kilometres away.

We also announced a partnership with Nova Credit, a cross-border credit bureau, to help newcomers to Canada build credit and finance a new smartphone. This partnership has helped newcomers build a strong financial foundation in Canada by recognizing international credit histories from nine countries when applying for a Rogers Red Mastercard, helping facilitate the transition to their new home.

PRODUCT END-OF-LIFE MANAGEMENT

We have a duty to promote responsible material stewardship through sustainable procurement, increased product efficiencies, lower environmental impacts, and engaging customers in digital solutions to help us transition towards a sustainable circular economy. Across our supply chain, we seek opportunities to optimize the recycling and return processes, aiming to promote sustainable product production and responsible consumption.

Electronic recycling

We facilitate the collection, treatment, recycling, and proper disposal of electronic waste. Through our collection and recycling/reselling programs, we diverted 6.6 million electronic devices and materials (over 9,400 metric tonnes) from landfill this year, of which 49% (or 3.2 million) were recycled and 51% (or 3.4 million) were resold. We prioritize programs to refurbish and resell devices, wherever possible, to maximize environmental benefits. We aim for a 100% diversion rate from landfill for collected electronic waste through various return programs; in 2024, we achieved this target. In 2025, we expect to continue to strengthen our product return programs and communications to further encourage our customers and employees to return to us all end-of-initial-life electronic devices and peripherals.

BE THE FIRST CHOICE FOR CANADIANS

CUSTOMER EXPERIENCE

We are committed to providing our customers with the best experience possible and putting customer experience at the centre of everything we do. We continuously enhance our processes, tools, and team capabilities with the goal of making every customer interaction simple, effective, and meaningful. This year, we remained dedicated to identifying and deploying process improvements to make the customer experience even better. We delivered over 140 process improvements based on customer

feedback, including 50 to support improvements within our tools, limiting contact minutes and improving efficiency.

We have invested in several areas to make it easier and more convenient for customers to interact with us, such as:

- live customer support handled by customer solution specialists;
- 24/7 customer support handled by virtual assistant tools that provide customers the option for live chat or scheduled callbacks;
- implementation of Agent Assist, an AI-driven support tool to provide agents with faster, more accurate responses;
- launched Live Adjustments Support, a new adjustment process that streamlines and automates approvals for crediting accounts and in turn reduces wait times;
- an innovative Integrated Voice Response (IVR) system that can take calls in English, French, Mandarin, and Cantonese;
- voice authentication technology across all Rogers and Fido contact centres that automatically identifies our registered customers by their voice, increasing security and protecting customers from potential fraud;
- a range of digital and self-serve tools designed to address customer pain points, streamline processes, and make the most efficient use of time, through tools like device guides, quick pay, and tracking features, including:
  - the ability for Fido and Rogers customers to complete price plan changes, hardware upgrades, and other account updates online;
  - the ability for customers to install their Internet, TV, home phone, home monitoring equipment, and Rogers Xfinity Streaming products at their convenience, without the need for a technician visiting their residence;
  - *Rogers EnRoute*, a tool that gives customers the ability to track on their phone when a technician will arrive for an installation or service call; and
  - the ability for chatr customers to use SMS to easily review account information, balance details, and top up their account;
  - the launch of Resolution Lobby, a self-guided flow that helps specialists resolve issues more efficiently and reduces ticket escalations; and
  - an online travel hub, with answers to our customers' most common roaming questions;
- the "We Speak Your Language" program, allowing us to serve customers in over 100 languages at our retail stores;
- the *Rogers Assist* App, which allows our employees to act on behalf of their loved ones, their friends, or another customer expressing an ongoing concern with their service or an issue they have been unable to resolve, by submitting issues directly to a specialized Rogers Assist team;
- customer support available over Facebook Messenger, Instagram Direct Messenger, X (formerly Twitter), Apple Business Messaging, and online chat through our websites;
- the "Resolve Your Concern" feature on our websites, providing customers an additional method to resolve their concerns by escalating their feedback to management with a committed response time of 24 hours;
- enhancing our payment experience with accessibility best practices and removing data charges for Video Relay Service, making the customer experience for hearing impaired customers more accessible;
- 24-month, $0 down, interest-free wireless device financing on Rogers Infinite plans and through our Fido Payment Program;
- the Rogers Xfinity app for all Rogers Xfinity customers, giving them ultimate control over their WiFi experience;
- Family Data Manager, a data manager tool, and Data Top Ups, both of which allow Wireless customers to manage and customize their data usage in real-time through MyRogers;
- Fido 5 Extra Hours, which grant Fido customers an additional five hours of data, per billing cycle, at no extra charge;
- a simple online bill, making it easier for customers to read and understand their monthly charges;
- Roam Like Home and Fido Roam, worry-free wireless roaming allowing Canadians to use their wireless plan like they do at home when traveling to included destinations;
- Top Up as a Guest, which allows chatr customers to top up an account without signing in;
- *Advantage Mobility* and *Advantage Security*, business-grade solutions offered by Rogers for Business to support small- and medium-sized Canadian enterprises with reliable connectivity and network security;
- a *Premium Device Protection* program, including AppleCare services for Rogers and Fido customers, offering customers more protection and choice;
- Express Pickup, a free service that allows customers to purchase a new device online or through a customer care agent and pick up it up the same day in-store;
- an online appointment booking tool, allowing customers to conveniently schedule an appointment to speak to a Rogers expert at a specific store and time;
- 36-month and 48-month device financing through the Rogers Red Mastercard's equal payment plan, allowing Rogers customers to finance devices at 0% interest; and
- 5G connectivity in the TTC subway system to cover every station (and select tunnels), so that our customers can continue to stream, make plans, share location, and more while on the go.

DATA PRIVACY AND SECURITY

Safeguarding the privacy of customer and employee personal information, network security, and promoting transparency are some of our top priorities. We know customers need to trust that we are taking all necessary steps to safeguard their privacy. We make information about privacy and cybersecurity available to our customers online and our Privacy Policy is provided to all customers through our Service Agreements and Terms of Service.

Our cybersecurity practices are continually measured against industry-leading frameworks, such as the National Institute of Standards and Technology Cybersecurity Framework, which maintains a robust cybersecurity program and improves critical infrastructure. Where necessary, we make improvements to our practices as we strive to maintain our robust programs.

Data governance

Through the Audit and Risk Committee, the Board oversees both data security and privacy risks. Privacy issues are the responsibility of our Chief Privacy Officer, with executive oversight by our Chief Corporate Affairs Officer. Our Chief Technology Officer and our Chief Information and Cyber Security Officer each have executive responsibility over data security supported by technology, network resilience, and cybersecurity leaders.

We require our employees and third parties working for, or on behalf of, us to comply with applicable privacy laws and industry standards for cybersecurity. Every year, our employees complete mandatory privacy, cybersecurity, and our Rogers Business Conduct Policy training courses, each of which highlights privacy and security responsibilities and practices, as applicable. We review and enhance content annually for these training programs and we regularly conduct simulated phishing exercises with our employees.

We regularly engage independent, external auditors to assess PCI DSS and SOC 2 compliance on our data centres. Our data centres are ISO 27001 certified and we complete regular vulnerability scanning, with third-party validation through external penetration testing on applications.

Industry groups
We participate in several industry groups, associations, and committees to promote the importance of privacy and cybersecurity, such as the:

- Canadian Security Telecommunications Advisory Committee;
- Canadian Marketing Association's Privacy and Data Committee;
- Canadian Wireless Telecommunications Association's Privacy and Security Committee;
- Canadian Anonymization Network; and
- International Association of Privacy Professionals Canadian Advisory Board.

Rogers Cybersecure Catalyst
Working with Toronto Metropolitan University, we help develop the Canadian cybersecurity ecosystem and fuel the country's digital economy through the *Rogers Cybersecure Catalyst*. Since its inception, the Rogers Cybersecure Catalyst has empowered over 7,000 individuals and 500 organizations across the country through its pioneering cybersecurity programs and initiatives. Through training and certification programs, unique innovation programs for start-ups and scale-ups, first-of-its-kind cyber range, fellowship programs for academic and industry experts, and wide-ranging public education programs, the Catalyst empowers individuals and organizations to seize the opportunities and tackle the challenges of cybersecurity.

BE A STRONG, NATIONAL COMPANY INVESTING IN CANADA

FINANCIAL STRENGTH AND FLEXIBILITY

We have an investment-grade balance sheet and substantial available liquidity of $4.8 billion as at December 31, 2024. Our capital resources consist primarily of cash balances, cash provided by operating activities, available lines of credit, funds available under our receivables securitization program, issuances of US dollar-denominated commercial paper (US CP) under our US CP program, and long-term debt.

The following information is forward-looking and should be read in conjunction with "About Forward-Looking Information", "Financial and Operating Guidance", "Risks and Uncertainties Affecting our Business", and our other disclosures about various economic, competitive, and regulatory assumptions, factors, and risks that could cause our actual future financial and operating results to differ from those currently expected.

The Shaw Transaction has had, and will continue to have, a significant impact on our capital structure as we initially increased our total debt by over $20 billion and our debt leverage ratio increased significantly after closing.

Despite the significant impact from the Shaw Transaction, we expect we will have sufficient capital resources to satisfy our anticipated cash funding requirements in 2025, funding of dividends on our common shares, repayment of maturing short-term borrowings and long-term debt, and other financing and investing activities. This takes into account our opening cash balance, cash provided by operating activities, our historically strong access to capital markets (which we accessed in February 2025 to issue subordinated notes), and funds available to us under credit facilities, our receivables securitization program, our US CP program, and other bank facilities or debt issued. As at December 31, 2024, there were no significant restrictions on the flow of funds between RCI and its subsidiary companies.

In order to meet our stated objective of returning our debt leverage ratio to approximately 3.5 within 36 months of closing the Shaw Transaction, we intend to manage our debt leverage ratio through combined operational efficiencies, organic growth in adjusted EBITDA, proceeds from asset sales and monetizations, equity financing, and debt repayment, as applicable.

We believe we can satisfy foreseeable additional funding requirements through cash provided by operating activities and additional financing, which, depending on market conditions, could include restructuring our existing bank credit and letter of credit facilities, entering into new bank credit facilities, issuing long-term or short-term debt, amending the terms of our receivables securitization or US CP programs, or issuing equity. We may also opportunistically refinance a portion of existing debt depending on market conditions and other factors. There is no assurance, however, that these financing initiatives will or can be done as they become necessary.

WIDESPREAD SHAREHOLDER BASE AND DIVIDENDS

RCI's Class B Non-Voting Shares are widely held and actively trade on the TSX and the NYSE with a combined average daily trading volume of approximately 2.5 million shares in 2024. In addition, RCI's Class A Voting common shares (Class A Shares) trade on the TSX. At the discretion of the Board, we pay an equal dividend on both classes of shares. In 2024, each share paid an annualized dividend of $2.00.

During 2023, our dividend reinvestment plan (DRIP) was amended to permit, at the Board's discretion, a small discount from the five-day volume-weighted average market price when shares are issued from treasury under the DRIP. Previously, all Class B Non-Voting Shares received by participants under the DRIP were purchased in the Canadian open market with no discount.

SOCIO-ECONOMIC INVESTMENT

Our social impact programs make a meaningful and measurable impact in communities across Canada. Working in partnership with registered charities, non-profit organizations, academic institutions, and Indigenous communities, we support programs that help meet community needs. We invite our employees to join us in making an impact and empower them through employee giving and volunteering programs.

In 2024, we drove community benefits across Canada of over $100 million. This includes $107 million directly invested (through cash and in-kind support), or 4.7% of our pre-tax net income, and an additional $39 million enabled through the Rogers Charity Classic and *Jays Care Foundation*.

With a focus on investments in youth, building climate-resilient communities, and economically empowering newcomers and equity-deserving Canadians, we are dedicated to doing our part. Some of the highlights of our impact this year include:

- our largest annual investment in Ted Rogers Community Grants to date of nearly $3 million, having a positive impact on the lives of over 100,000 youth;
- delivering corporate Canada's largest scholarship program;
- entering into a strategic partnership with SenseNet to help communities in Western Canada better detect and respond to wildfires;
- planting 100,000 trees in burn zones, in partnership with Tree Canada, to help better protect our forests in the future;
- announcing a new partnership with Nova Credit, a cross-border credit bureau, to help newcomers to Canada build credit and finance a new smartphone, making their transition easier;
- continuing to deliver *Connected for Success*, a program to provide more affordable and accessible Internet and wireless services available to over 2.5 million eligible low-income Canadians;
- enabling Jays Care Foundation programming across Canada from which over 50,000 children and youth benefited;
- supporting thousands more youth across Alberta through $25.4 million raised by the annual Rogers Charity Classic;
- supporting Canada's independent film and television producers through contributions to the Rogers Group of Funds and the Shaw Rocket Fund; and
- providing, through the Rogers Sports & Media *All IN* campaign, almost 600 hours of customized campaigns to promote small businesses, charities, and organizations that support equity-deserving communities across our television, radio, and social platforms.

We have also continued our commitment to engage with Indigenous Peoples. By fostering connectivity, promoting cultural understanding, and empowering Indigenous businesses and individuals, we are driving progress and reconciliation in Canada. This year, we:

- completed 50 kilometres of 5G cellular connectivity along sections of Highway 16, known as the Highway of Tears, providing critical access to wireless services and 911 for the first time;
- established an Indigenous Journalism Team to empower community members to tell their own stories;
- launched the Indigenous Community Ambassador program to assist Rogers Sports & Media in covering local community and sports events;
- maintained an all-Indigenous team within our Indigenous Relations division to serve current and prospective Indigenous customers in bridging the digital divide;
- continued membership in the Canadian Council for Indigenous Business and the PAIR Certification Program, while providing advice to First Nations on Indigenous-owned and operated ISPs;
- launched research and development pilots associated with remote telehealth technologies and wildfire monitoring capabilities;
- introduced a preferred pricing program for Indigenous wireless customers; and
- launched an Indigenous Tax-Exemption Portal to streamline billing for Status-holding customers.

ENGAGED PEOPLE

For our team of approximately 24,000 employees, we strive to create a great workplace, focusing on all aspects of the employee experience, which include:

- engaging employees and building high-performing teams through various initiatives;
- aiming to attract and retain top talent through effective training and development, performance-driven employee recognition programs, and career progression programs for front-line employees;
- maintaining our commitment to diversity and inclusion, including through the launch of new, mandatory training for all employees on accessibility and Indigenous cultural awareness; and
- providing a safe, collaborative, and agile workplace that provides employees the tools and training to be successful.

Engaging our employees

When people feel connected, engaged, and supported, it strengthens our ability to serve our customers and shareholders while supporting the broader community as ambassadors of Rogers. In 2024, we continued our Employee Listening Program, providing data-driven insights on top strengths and opportunities for employee engagement. We survey our employees quarterly to measure five key aspects of the employee experience: clarity of their role, their confidence in our Executive Leadership Team, their perceived support from their manager, their sense of inclusion and belonging, and their likelihood of recommending our products and services. In 2024, 85% of employees said they had the support they need to be successful and 86% of employees said that within their team, they are comfortable being themselves.

Attracting and retaining top talent

We are focused on building a strong, inclusive, and diverse team that reflects the communities and customers we serve by providing competitive and equitable total compensation that considers experience, responsibility, and local market conditions. We also embed short- and long-term success into our compensation practices. Our total rewards programs include monetary compensation, various health-related benefits, and wealth accumulation programs. We are also committed to supporting employees through every stage of life, including maternity, adoption, and surrogacy benefits, in addition to child and elder care services. We believe employees are our best product ambassadors and we offer an employee discount program where our team members can subscribe to our services at a discounted rate. Through our company-wide Ted Rogers Awards program, our Executive Leadership Team awarded top performers for living our values, delivering on our priorities, and going above and beyond for our customers, business, or communities.

Committing to diversity and inclusion
Through our five-year DEIB strategy launched in 2020, we work to embed a DEIB lens in everything we do, from how we recruit to how we engage with our customers and the content we support. The strategy is grounded in three strategic pillars of People, Customer, and Community and is championed by our DEIB Council, composed of business leaders and 11 volunteer Diversity Groups representing various communities. We also amplify leadership accountability through Diversity Dashboards that provide leaders with a monthly view of their team diversity data to help inform the specific actions needed to deliver against our representation goals.

Key initiatives in 2024 included:
- conducting a comprehensive third-party review of our practices and policies to help inform our next DEIB strategy;
- offering leadership development and sponsorship programs to empower women and Black talent to excel while creating a robust pipeline of leaders for executive roles;
- launching a three-part anti-racism learning series covering the topics of oppression, discrimination, and racism in the workplace;
- promoting inclusion with two new Downie-Wenjack Legacy spaces in our Moncton and Calgary offices, the launch of a name pronunciation tool, and the introduction of a pronoun-sharing option in our applicant tool;
- delivering on our accessibility commitments, including accessible communication templates, accessible design standards for our buildings, and improving the application process for our customer accessibility discount;
- equipping recruiters and hiring managers with tools to identify and eliminate bias in the hiring process, including a commitment to provide a 50% diverse candidate slate to hiring managers for open positions; and
- partnering with external groups to reach talent from various communities.

Providing a safe, collaborative, and agile workplace
We design learning experiences for equity-deserving groups and work to build a culture of inclusivity and belonging. We are dedicated to developing targeted leadership programs and workshops that empower employees to grow and drive organizational success. At the same time, we continue to focus on building specialized technical skills, increasing the level of business readiness among employees, and reducing security risks, all while prioritizing employee safety. Through these efforts, we aim to equip our teams with the tools and knowledge needed to thrive in today's evolving workplace. In 2024, we hired almost 4,000 new employees (both permanent and temporary), saw 45% internal talent mobility, and invested $22 million into training and development for our employees.

BE THE GROWTH LEADER IN OUR INDUSTRY

CLIMATE CHANGE MITIGATION AND ADAPTATION

We are dedicated to minimizing our contribution to climate change by managing our energy and associated carbon emissions through equipment decommissioning and replacements and meaningful operational changes that enable a low-carbon transition. Every year, we conduct a comprehensive analysis of our greenhouse gas (GHG) emissions inventory, and our Climate Change Steering Committee provides strategic leadership and governs the implementation of our emission reduction efforts.

This year, we engaged a third-party consultant to initiate a formal climate scenario analysis, which will further enhance our understanding of the impacts of physical and transition climate risks and opportunities across our operations. Once completed, the results of the analysis will assist us in advancing our risk avoidance strategies necessitated by extreme climate-related events such as wildfires, extreme heat, storms, floods, and droughts.

In 2024, we were the first national carrier in Canada to have approved science-based net-zero targets published by the Science Based Targets Initiative (SBTi). The SBTi is a global organization for corporate climate goals that validates submitted targets and action plans to ensure they are in line with the Paris Agreement.

Our long-term net-zero targets are to reduce absolute Scope 1, 2, and 3 GHG emissions to net-zero by 2050 with a base year of 2019. Near-term targets are to reduce absolute Scope 1 and 2 emissions by 50.2% by 2030 with a base year of 2019. We are also targeting 80% of our suppliers by spend to set their own science-based targets by 2029.

Our action plan will aim to deliver on environmental targets in four key areas:
- increasing energy efficiencies across our operations and network;
- transitioning our fleet to electric and hybrid vehicles;
- expanding use of renewable energy opportunities; and
- engaging suppliers towards adopting low-carbon practices and setting their own science-based targets.

Emission reductions
Driven by an increase in electricity use (primarily in our owned buildings, many of which contain network operations) and an unfavourable increase in emission factors in Ontario, our market-based Scope 1 and 2 emissions increased by 8% compared to last year; however, our market-based Scope 1 and 2 GHG emissions intensity, measured in tonnes of CO2 equivalent emitted per petabyte of network traffic (tCO2e/PB), has decreased by 2% compared to last year.

Compared to our 2019 base year (which has been updated for Shaw's 2019 emissions), we have reduced our market-based Scope 1 and 2 emissions by 20%, on track with our target annual emissions reduction trajectory. We have also reduced our total Scope 1 and 2 GHG emissions intensity by 67% compared to 2019. These reductions reflect efficiency gains we have achieved optimizing data centres, upgrading and retrofitting buildings, consolidating our real estate footprint, managing our fleet and vehicle replacements, exploring renewable energy alternatives, and the public grid decarbonization efforts.

In alignment with our SBTi target, we have expanded our reporting of applicable Scope 3 emissions this year, which account for 91% of our total emissions. Compared to our 2019 base year, we have reduced our Scope 3 emissions by 23%. To further reduce our Scope 3 emissions, we continue to engage with our key suppliers to assist them in setting their own science-based targets, including through our Ethical Procurement Practices (EPP) survey and our

Supplier Code of Conduct. We also collaborated with the Canadian Business for Social Responsibility (CBSR) and two of our industry peers to determine a telecommunications industry approach to engaging with and assisting our supply chain in measuring and establishing their own SBTi GHG emission reduction targets.

Energy efficiency

Because many of our buildings house energy-intensive broadcasting and television/radio network operations, coupled with the ongoing expansion of our wireless and cable networks across Canada, optimizing our energy consumption is essential to the success and sustainability of our business. As such, we are prioritizing energy efficiency across our operations as the cornerstone of our emission reduction strategy, investing in technologies and innovative solutions to drive meaningful progress.

In 2024, we consumed 6.1 million gigajoules of energy, an increase of 4% compared to last year; however, our energy use intensity (measured in gigajoules per petabyte of network traffic (GJ/PB)) decreased by 6%. Compared to our 2019 base year, our energy use increased by 10% while our energy use intensity decreased by 55%.

Efforts to reduce our energy use include investments in capital projects and driving operational efficiencies. The most impactful energy efficiency projects this year included ongoing LED lighting retrofits and HVAC replacement within our office buildings and 2G/3G modernization and small cell site management across our network. We also achieve efficiencies through decommissioning end-of-life network equipment and addressing energy and decarbonization audit findings performed at select buildings.

Fleet electrification

In 2024, we continued to focus on hybrid, plug-in hybrid, and electric vehicles where operationally possible and we were successful in deploying an additional 30 of these vehicles (bringing our fleet total to 94), which contributed to lower annual fuel consumption and associated GHG emission reductions. GHG emission reductions also continue to be achieved through our fleet management strategy that utilizes telematics data to optimize our fleet by replacing aging or poor-performing vehicles with more efficient ones.

Renewable energy

We continue to evaluate opportunities to invest in more renewable energy sources at our sites. By the end of 2024, we had benefited from renewable solar energy generated by Capital Power's Clydesdale Solar facility in Alberta through a virtual power purchase agreement (VPPA) entered into by Shaw prior to our closing the Shaw Transaction. This VPPA entitles us to the benefits of 38% of the total facility generation (or approximately 58,000 MWh per year), providing us with renewable energy credits representing an expected 29,762 tCO_2e over the life of the agreement. The VPPA is a derivative instrument; see "Financial Risk Management" for more information.

We also continued to work to provide sustainable off-grid renewable energy in rural and remote cell sites across Canada. This year, four additional solar projects were deployed in Alberta and Saskatchewan. Through electricity grid decarbonization, our VPPA, and renewable capital investments, 52.6% of our total electricity use was generated from renewable sources in 2024.

SAFETY, WELL-BEING, AND LABOUR RELATIONS

Through navigating change, empowering safety leadership, elevating emergency readiness, and promoting well-being, we are helping our employees remain safe, healthy, and resilient. We follow all applicable labour laws in Canada.

Enhancing safety management

This year, we continued to enrich our safety management systems by standardizing hazard training curriculums, inspection procedures, job processes, tools and equipment, and information systems, as well as enhancing our contracting safety program. Additionally, we successfully achieved the Canadian Federation of Construction Safety Associations Certificate of Recognition in Western Canada.

Supporting well-being

Guided by our five pillars of well-being (mental, physical, social, work, and financial), we maintained a strategy focused on supporting leaders, employee-driven well-being initiatives, and accessibility. We provide employees and their families with access to an array of best-in-class well-being programming, tools, and benefits, such as:

- mental health benefits, including the launch of an expanded employee family assistance benefit offer in partnership with Homewood Health;
- programs focused on physical health, including continued access to Maple Virtual Health, in-person gym services, and supporting increased awareness around corporate health service programs;
- health care benefits, including increased mental health benefits and the development of an adoption and surrogacy benefit; and
- financial benefits, including the opportunity to participate in our pension plan, employee share accumulation plan (ESAP), registered retirement savings plan (RRSP), and tax-free savings account (TFSA) programs with elements of employer matching for contributions made by employees.

PROCUREMENT AND SUPPLIER MANAGEMENT

Our third-party Supplier Code of Conduct outlines the ethical conduct, anti-bribery practices, labour standards, protection of human rights, and environmental, health, and safety management we expect from our suppliers. This includes ensuring they do not employ forced labour or child labour, they comply with applicable wage laws, and they respect local workweek regulations. Additionally, we emphasize the importance of adhering to international human rights standards as reflected in documents such as the Universal Declaration of Human Rights, the UN Guiding Principles on Business and Human Rights, the UN Declaration on the Rights of Indigenous Peoples, and Canadian human rights laws.

We currently use the UN Guiding Principles on Business and Human Rights as a framework for managing and mitigating human rights risks in our supply chain. In doing so, we identify geographies, materials, and potential suppliers at risk, and

implement strategies to leverage and remedy these risks. As part of ensuring compliance with our Supplier Code of Conduct and corporate principles, we conduct an annual EPP survey.

After updating our Supplier Code of Conduct and EPP survey this year to address emerging concerns, including modern slavery and greenwashing, we now require suppliers to report annually to us on their own compliance, as well as that of their supply chain. Our primary focus has been on reviewing supplier responses to the EPP survey, collaborating with key suppliers to identify and mitigate risks, and enhancing our supply chain transparency and accountability by refining policies, procedures, contract language, service level agreements, and our internal "Know Your Role When Working with Suppliers" training for employees.

As part of our Third-Party Risk Management Program, we categorize our suppliers as strategic, preferred, or approved to identify critical suppliers. In 2024, we collaborated with suppliers in 41 different countries, with 73% of our suppliers headquartered in Canada and 23% based in the US, that maintain similar stringent ethical standards based on the UN Global Compact participant companies and country networks.

We are also committed to fostering diversity and inclusion within our supply chain. In 2024, we expanded the number of certified diverse suppliers we work with and collaborated with our "Tier 1" suppliers and industry partners to develop and enhance their diversity programs. As a result, we increased the number of certified diverse suppliers we directly engage with to 426 (2023 – 380), spending $226 million on their products and services in 2024 (2023 – $206 million).

Through these initiatives, we strive to identify and manage risks in our supply chain as part of our conscious leadership approach, ensuring that our practices align with our ethical principles and the protection of human rights.

2024 Financial Results

See "Accounting Policies" in this MD&A and the notes to our 2024 Audited Consolidated Financial Statements for important accounting policies and estimates as they relate to the following discussion.

We use several key performance indicators to measure our performance against our strategy and the results of our peers and competitors. Many of these are not defined terms under IFRS and should not be considered alternative measures to net income or any other financial measure of performance under IFRS. See "Key Performance Indicators" and "Non-GAAP and Other Financial Measures" for more information.

SUMMARY OF CONSOLIDATED RESULTS

	Years ended December 31		
(In millions of dollars, except margins and per share amounts)	**2024**	2023	% Chg
Revenue			
Wireless	**10,595**	10,222	4
Cable	**7,876**	7,005	12
Media	**2,484**	2,335	6
Corporate items and intercompany eliminations	**(351)**	(254)	38
Revenue	**20,604**	19,308	7
Total service revenue [1]	**18,066**	16,845	7
Adjusted EBITDA			
Wireless	**5,312**	4,986	7
Cable	**4,518**	3,774	20
Media	**84**	77	9
Corporate items and intercompany eliminations	**(297)**	(256)	16
Adjusted EBITDA	**9,617**	8,581	12
Adjusted EBITDA margin	**46.7%**	44.4%	2.3 pts
Net income	**1,734**	849	104
Basic earnings per share	**$ 3.25**	$ 1.62	101
Diluted earnings per share	**$ 3.20**	$ 1.62	98
Adjusted net income	**2,719**	2,406	13
Adjusted basic earnings per share	**$ 5.09**	$ 4.60	11
Adjusted diluted earnings per share [2]	**$ 5.04**	$ 4.59	10
Capital expenditures	**4,041**	3,934	3
Cash provided by operating activities	**5,680**	5,221	9
Free cash flow	**3,045**	2,414	26

[1] As defined. See "Key Performance Indicators".

[2] Adjusted diluted earnings per share is a non-GAAP ratio. Adjusted net income is a non-GAAP financial measure and is a component of adjusted diluted earnings per share. This is not a standardized financial measure under IFRS and might not be comparable to similar financial measures disclosed by other companies. See "Non-GAAP and Other Financial Measures" for more information about this measure.

WIRELESS

ROGERS IS CANADA'S LARGEST PROVIDER OF WIRELESS COMMUNICATIONS SERVICES

As at December 31, 2024, we had:

- approximately 11.9 million wireless mobile phone subscribers; and
- approximately one-third subscriber and revenue share of the Canadian wireless market.

WIRELESS FINANCIAL RESULTS

	Years ended December 31		
(In millions of dollars, except margins)	**2024**	2023	% Chg
Revenue			
Service revenue	**8,041**	7,764	4
Equipment revenue	**2,487**	2,420	3
Revenue from external customers	**10,528**	10,184	3
Service revenue from internal customers	**67**	38	76
Revenue	**10,595**	10,222	4
Operating expenses			
Cost of equipment	**2,489**	2,396	4
Other operating expenses	**2,794**	2,840	(2)
Operating expenses	**5,283**	5,236	1
Adjusted EBITDA	**5,312**	4,986	7
Adjusted EBITDA margin [1]	**65.5%**	63.9%	1.6 pts
Capital expenditures	**1,596**	1,625	(2)

[1] Calculated using service revenue.

WIRELESS SUBSCRIBER RESULTS [1]

	Years ended December 31		
(In thousands, except churn and mobile phone ARPU)	**2024**	2023	Chg
Postpaid mobile phone [2,3,4]			
Gross additions	**1,914**	2,007	(93)
Net additions	**380**	674	(294)
Total postpaid mobile phone subscribers [5]	**10,768**	10,498	270
Churn (monthly)	**1.21%**	1.11%	0.10 pts
Prepaid mobile phone [2,6]			
Gross additions	**534**	867	(333)
Net additions (losses)	**132**	(50)	182
Total prepaid mobile phone subscribers [5]	**1,106**	1,111	(5)
Churn (monthly)	**3.17%**	6.12%	(2.95 pts)
Mobile phone ARPU (monthly) [7]	**$ 57.98**	$ 57.86	$ 0.12

[1] Subscriber counts and subscriber churn are key performance indicators. See "Key Performance Indicators".

[2] Effective as of the noted dates, and on a prospective basis, we made the following adjustments to our mobile phone subscriber bases as we stopped selling new plans for the services as of the noted dates. Effective January 1, 2024, we adjusted our postpaid mobile phone subscriber base to remove 110,000 Cityfone subscribers and we adjusted our prepaid mobile phone subscriber base to remove 56,000 Fido prepaid subscribers. Effective October 1, 2024, we adjusted our prepaid mobile phone subscriber base to remove 81,000 Rogers prepaid subscribers. We believe these adjustment more meaningfully reflect the underlying organic subscriber performance of our postpaid and prepaid mobile phone businesses.

[3] On April 3, 2023, we acquired approximately 501,000 postpaid mobile phone subscribers as a result of our acquisition of Shaw, which are not included in net additions, but do appear in the ending total balances for December 31, 2023. As at December 31, 2023, we had completed migrating these subscribers to the Rogers network; there were 18,000 deactivated subscribers that could not be migrated and were therefore removed from our postpaid mobile phone subscriber base effective December 31, 2023.

[4] Effective April 1, 2023, we adjusted our postpaid mobile phone subscriber base to remove 51,000 subscribers relating to a wholesale account.

[5] As at end of period.

[6] Effective December 1, 2023, we adjusted our Wireless prepaid subscriber base to remove 94,000 subscribers as a result of a change to our deactivation policy from 90 days to 30 days.

[7] Mobile phone ARPU is a supplementary financial measure. See "Non-GAAP and Other Financial Measures" for an explanation as to the composition of this measure.

REVENUE

Our revenue depends on the size of our subscriber base, the revenue per user, the revenue from the sale of wireless devices, and other equipment revenue.

Service revenue

Service revenue includes revenue derived from voice and data services from:

- postpaid and prepaid monthly fees;
- roaming and other usage-based charges; and
- certain other fees and charges.

The 4% increase in service revenue this year was primarily a result of the cumulative impact of growth in our mobile phone subscriber base over the past year, including our evolving mobile phone plans that increasingly bundle more services in the monthly service fee.

The decrease in total gross and net additions this year was a result of a less active market, slowing population growth as a result of changes to government immigration policies, and our focus on attracting subscribers to our premium 5G Rogers brand.

Equipment revenue

Equipment revenue includes revenue from sales of mobile devices to subscribers through fulfillment by Wireless' customer service groups, websites, telesales, corporate stores, and independent dealers, agents, and retailers.

The 3% increase in equipment revenue this year was a result of:

- an increase in new subscribers purchasing devices; and
- a continued shift in the product mix towards higher-value devices; partially offset by
- lower device upgrades by existing customers.

OPERATING EXPENSES

We record operating expenses in two categories:

- the cost of wireless devices and equipment; and
- all other expenses involved in day-to-day operations, to service existing subscriber relationships, and to attract new subscribers.

The 4% increase in the cost of equipment this year was a result of the equipment revenue changes discussed above.

The 2% decrease in other operating expenses this year was primarily a result of lower costs associated with productivity and efficiency initiatives.

ADJUSTED EBITDA

The 7% increase in adjusted EBITDA this year was a result of the revenue and expense changes discussed above.

CABLE

ONE OF CANADA'S LEADING PROVIDERS OF HIGH-SPEED INTERNET, CABLE TELEVISION, AND PHONE SERVICES

As at December 31, 2024, we had:

- approximately 4.3 million retail Internet subscribers;
- approximately 2.6 million Video subscribers; and
- a network passing approximately 10.2 million homes across Canada.

CABLE FINANCIAL RESULTS

(In millions of dollars, except margins)	Years ended December 31		
	2024	2023	% Chg
Revenue			
Service revenue	**7,750**	6,921	12
Equipment revenue	**51**	43	19
Revenue from external customers	**7,801**	6,964	12
Service revenue from internal customers	**75**	41	83
Revenue	**7,876**	7,005	12
Operating expenses			
Cost of equipment	**51**	55	(7)
Other operating expenses	**3,307**	3,176	4
Operating expenses	**3,358**	3,231	4
Adjusted EBITDA	**4,518**	3,774	20
Adjusted EBITDA margin	**57.4%**	53.9%	3.5 pts
Capital expenditures	**1,939**	1,865	4

CABLE SUBSCRIBER RESULTS [1]

(In thousands, except ARPA and penetration)	Years ended December 31		
	2024	2023	Chg
Homes passed [2,3]	**10,205**	9,943	262
Customer relationships			
Net additions (losses)	**47**	(2)	49
Total customer relationships [2,3,4]	**4,683**	4,636	47
ARPA (monthly) [5]	**$140.12**	$142.58	($ 2.46)
Penetration [2]	**45.9%**	46.6%	(0.7 pts)
Retail Internet			
Net additions	**111**	77	34
Total retail Internet subscribers [2,3,4]	**4,273**	4,162	111
Video			
Net additions	**(134)**	15	(149)
Total Video subscribers [2,3]	**2,617**	2,751	(134)
Home Monitoring			
Net losses	**44**	(12)	56
Total Home Monitoring subscribers [2]	**133**	89	44
Home Phone			
Net losses	**(122)**	(116)	(6)
Total Home Phone subscribers [2,3]	**1,507**	1,629	(122)

1 Subscriber results are key performance indicators. See "Key Performance Indicators".
2 As at end of period.
3 On April 3, 2023, we acquired approximately 1,961,000 retail Internet subscribers, 1,203,000 Video subscribers, 890,000 Home Phone subscribers, 4,935,000 homes passed, and 2,191,000 customer relationships as a result of the Shaw Transaction. On November 1, 2023, we acquired approximately 22,000 retail Internet subscribers, 8,000 Video subscribers, 19,000 Home Phone subscribers, 8,000 homes passed, and 30,000 customer relationships as a result of our acquisition of Comwave. None of these subscribers are included in net additions.
4 Effective October 1, 2023, and on a prospective basis, we reduced our retail Internet subscriber base by 182,000 and our customer relationships by 173,000 to remove Fido Internet subscribers as we stopped selling new plans for this service as of that date. Given this, we believe this adjustment more meaningfully reflects the underlying organic subscriber performance of our retail Internet business.
5 ARPA is a supplementary financial measure. See "Non-GAAP and Other Financial Measures" for an explanation as to the composition of this measure.

REVENUE

Service revenue

Service revenue includes revenue derived from:

- monthly subscription and additional use service revenue from residential, small business, enterprise, public sector, and wholesale Internet access subscribers;
- monthly service revenue from our home monitoring products;
- modem, television set-top box, and other equipment rental fees;
- IPTV, digital cable, and direct-to-home satellite services, such as:
  - basic service fees;
  - tier service fees;
  - access fees for use of channel capacity by third parties; and
  - premium and specialty service subscription fees, including pay-per-view service fees and video-on-demand service fees;
- monthly service fees;
- calling features, such as voicemail, call waiting, and caller ID; and
- long distance calling.

The 12% increase in Cable service revenue this year was a result of:

- the completion of the Shaw Transaction in April 2023, which contributed an incremental approximately $1 billion in the first quarter of 2024; partially offset by
- the impact of declines in our Video subscriber base this year; and
- ongoing competitive promotional intensity.

The lower ARPA this year was primarily a result of competitive promotional activity.

Equipment revenue

Equipment revenue includes revenue generated from the sale of television set-top boxes, Internet modems and other equipment, and home monitoring equipment.

OPERATING EXPENSES

We record Cable operating expenses in three categories:

- the cost of programming;
- the cost of equipment revenue (including home monitoring equipment); and
- all other expenses involved in day-to-day operations, to service and retain existing subscriber relationships, and to attract new subscribers.

The 4% increase in operating expenses this year was a result of a full year of results for the Shaw Transaction, which closed in April 2023, partially offset by ongoing cost efficiency initiatives.

ADJUSTED EBITDA

The 20% increase in adjusted EBITDA this year was a result of the revenue and expense changes described above.

MEDIA

DIVERSIFIED CANADIAN MEDIA COMPANY

We have a broad portfolio of media properties, which most significantly includes:

- sports media and entertainment, such as Sportsnet (Canada's number-one sports media brand) and the Toronto Blue Jays;
- our exclusive national 12-year NHL Agreement, which runs through the 2025-2026 season;
- category-leading television and radio broadcasting properties;
- multi-platform televised and online shopping; and
- digital media.

MEDIA FINANCIAL RESULTS

	Years ended December 31		
(In millions of dollars, except margins)	**2024**	2023	% Chg
Revenue from external customers	**2,215**	2,086	6
Revenue from internal customers	**269**	249	8
Revenue	**2,484**	2,335	6
Operating expenses	**2,400**	2,258	6
Adjusted EBITDA	**84**	77	9
Adjusted EBITDA margin	**3.4%**	3.3%	0.1 pts
Capital expenditures	**263**	250	5

REVENUE

Media revenue is earned from:

- advertising sales across its television, radio, and digital media properties;
- subscriptions to televised and OTT products;
- ticket sales, fund redistribution and other distributions from MLB, and concession sales; and
- retail product sales.

The 6% increase in revenue this year was primarily a result of:

- higher sports-related revenue, including at the Toronto Blue Jays and from higher subscriber revenue; partially offset by
- lower Today's Shopping Choice revenue.

OPERATING EXPENSES

We record Media operating expenses in four primary categories:

- the cost of broadcast content, including sports programming and production;
- Toronto Blue Jays player compensation;
- the cost of retail products sold; and
- all other expenses involved in day-to-day operations.

The 6% increase in operating expenses this year was a result of:

- higher Toronto Blue Jays expenses, including player payroll and game day-related costs; and
- higher programming and production costs; partially offset by
- lower Today's Shopping Choice cost of goods sold, in line with lower revenue.

ADJUSTED EBITDA

The 9% increase in adjusted EBITDA this year was a result of the revenue and expense changes described above.

CAPITAL EXPENDITURES

Capital expenditures are significant and have a material impact on our cash flows; therefore, our management teams focus on planning, funding, and managing them. Capital expenditures include costs associated with acquiring property, plant and equipment and placing it into service. The telecommunications business requires extensive and continual investments, including investment in new technologies and the expansion of capacity and geographical reach. Expenditures related to the acquisition of spectrum licences and additions to right-of-use assets are not included in capital expenditures and do not factor into the calculation of free cash flow or capital intensity. See "Managing our Liquidity and Financial Resources", "Key Performance Indicators", and "Non-GAAP and Other Financial Measures" for more information.

We believe this measure best reflects our cost of property, plant and equipment in a given period and is a simpler measure for comparing between periods.

(In millions of dollars, except capital intensity)	Years ended December 31		
	2024	2023	% Chg
Wireless	**1,596**	1,625	(2)
Cable	**1,939**	1,865	4
Media	**263**	250	5
Corporate	**243**	194	25
Capital expenditures [1]	**4,041**	3,934	3
Capital intensity [2]	**19.6%**	20.4%	(0.8 pts)

[1] Includes additions to property, plant and equipment net of proceeds on disposition and accrued government grants, but does not include expenditures for spectrum licences, additions to right-of-use assets, or assets acquired through business combinations.

[2] Capital intensity is a supplementary financial measure. See "Non-GAAP and Other Financial Measures" for an explanation as to the composition of this measure.

One of our objectives is to build the biggest and best networks in the country. As we continually work towards this, we once again spent more on our networks this year than we have in the past several years. We continue to expand the reach and capacity of our 5G network (the largest 5G network in Canada as at December 31, 2024) across the country. We also continue to invest in fibre deployments, including fibre-to-the-home (FTTH), in our cable network and we are expanding our network footprint to reach more homes and businesses, including in rural, remote, and Indigenous communities.

These investments will strengthen network resilience and stability and will help us bridge the digital divide by expanding our network further into rural and underserved areas through participation in various programs and projects.

WIRELESS

The decrease in capital expenditures in Wireless this year was a result of capital efficiencies as we progressed with 5G network expansion. We remain committed to expanding and enhancing our wireless network through continued strategic investments in network development and 5G deployment. We are actively deploying advanced spectrum assets, including the newly acquired 3800 MHz licences, alongside the ongoing rollout of 3500 MHz spectrum. These investments build on our existing 5G infrastructure in the 600 MHz spectrum band, enabling greater speed, lower latency, and improved reliability for customers across urban and rural areas. Additionally, we successfully completed Canada's first national live trial of 5G network slicing in 2024.

CABLE

The increase in capital expenditures in Cable this year reflects a full year of results for the Shaw Transaction. We are growing our network through expanded fibre deployments to increase our FTTH distribution and to extend our service footprint. At the same time, we are enhancing our cable network by upgrading our DOCSIS 3.1 platform as we transition to DOCSIS 4.0. This evolution will improve network resilience, stability, and capacity while delivering faster speeds. As part of this upgrade, we are rolling out mid-split technology (which has a greater number of frequencies than older technology and also allocates a greater number of frequencies to uploading data) in Ontario and Eastern Canada, significantly increasing upload speeds. These advancements leverage the latest technologies to provide greater bandwidth, improved performance, and an enhanced customer experience as we advance our connected home roadmap.

MEDIA

The increase in capital expenditures in Media this year was a result of higher Toronto Blue Jays stadium infrastructure-related expenditures associated with the completion of the multi-year Rogers Centre modernization project.

CORPORATE

The increase in corporate capital expenditures this year was a result of higher investments in our corporate information technology infrastructure.

CAPITAL INTENSITY

Capital intensity decreased this year as a result of the revenue and capital expenditure changes discussed above.

REVIEW OF CONSOLIDATED PERFORMANCE

This section discusses our net income and other expenses that do not form part of the segment discussions above.

	Years ended December 31		
(In millions of dollars)	**2024**	2023	% Chg
Adjusted EBITDA	**9,617**	8,581	12
Deduct (add):			
Depreciation and amortization	**4,616**	4,121	12
Restructuring, acquisition and other	**406**	685	(41)
Finance costs	**2,295**	2,047	12
Other (income) expense	**(6)**	362	n/m
Income tax expense	**572**	517	11
Net income	**1,734**	849	104

ADJUSTED EBITDA

See "Key Changes in Financial Results Year Over Year" for a discussion of the increase in adjusted EBITDA this year.

DEPRECIATION AND AMORTIZATION

	Years ended December 31		
(In millions of dollars)	**2024**	2023	% Chg
Depreciation of property, plant and equipment	**3,665**	3,331	10
Depreciation of right-of-use assets	**408**	371	10
Amortization	**543**	419	30
Total depreciation and amortization	**4,616**	4,121	12

Total depreciation and amortization increased this year, primarily as a result of the property, plant and equipment, right-of-use assets, and customer relationship intangible assets acquired through the Shaw Transaction in April 2023.

RESTRUCTURING, ACQUISITION AND OTHER

	Years ended December 31		
(In millions of dollars)	**2024**	2023	% Chg
Restructuring, acquisition and other excluding Shaw Transaction-related costs	**276**	365	(24)
Shaw Transaction-related costs	**130**	320	(59)
Total restructuring, acquisition and other	**406**	685	(41)

The restructuring, acquisition and other costs excluding the Shaw Transaction-related costs in 2023 and 2024 include severance and other departure-related costs associated with the targeted restructuring of our employee base, including costs associated with voluntary departure programs. These costs also included costs related to real estate rationalization programs, an impairment of our radio broadcast licences (in 2024), and transaction costs related to other completed and potential acquisitions and other corporate transactions.

The Shaw Transaction-related costs in 2023 and 2024 consisted of incremental costs supporting acquisition (in 2023) and integration activities (in 2023 and 2024) related to the Shaw Transaction. This includes significant costs in the second quarter of 2023 relating to closing-related fees, the Shaw Transaction-related employee retention program, and the cost of the tangible benefits package related to the broadcasting portion of the Shaw Transaction.

FINANCE COSTS

	Years ended December 31		
(In millions of dollars)	**2024**	2023	% Chg
Total interest on borrowings [1]	**2,022**	1,981	2
Interest earned on restricted cash and cash equivalents	**–**	(149)	(100)
Interest on borrowings, net	**2,022**	1,832	10
Interest on lease liabilities	**137**	111	23
Interest on post-employment benefits liability	**(5)**	(13)	(62)
Loss (gain) on foreign exchange	**222**	(111)	n/m
Change in fair value of derivative instruments	**(205)**	108	n/m
Capitalized interest	**(36)**	(38)	(5)
Deferred transaction costs and other	**160**	158	1
Total finance costs	**2,295**	2,047	12

[1] Interest on borrowings includes interest on short-term borrowings and on long-term debt.

The 12% increase in finance costs this year was primarily a result of:

- the interest earned on restricted cash and cash equivalents in 2023, as we used these funds to partially fund the Shaw Transaction on April 3, 2023;
- higher interest on lease liabilities; and
- higher interest expense associated with the long-term debt assumed through the Shaw Transaction; partially offset by
- the repayment at maturity of senior notes in March 2023, October 2023, November 2023, January 2024, and March 2024 at different underlying interest rates; and
- lower interest expense associated with refinancing a significant portion of the borrowings under our term loan facility with senior notes issued in September 2023 and February 2024.

Foreign exchange and change in fair value of derivative instruments
We recognized $222 million in net foreign exchange losses in 2024 (2023 – $111 million in net gains). These losses were primarily attributed to our $6 billion term loan facility, our non-revolving credit facility, and our US CP program borrowings.

These foreign exchange losses were offset by the $205 million gain related to the change in fair value of derivatives (2023 – $108 million loss) that was primarily attributed to the debt derivatives, which were not designated as hedges for accounting purposes, we used to substantially offset the foreign exchange risk related to these US dollar-denominated borrowings.

See "Managing our Liquidity and Financial Resources" for more information about our debt and related finance costs.

OTHER (INCOME) EXPENSE

The decrease in other expense this year was primarily a result of a $422 million loss related to the change in the value of one of our joint venture's obligations to purchase at fair value the non-controlling interest in one of its investments recorded in the prior year.

INCOME TAX EXPENSE

Below is a summary of the difference between income tax expense computed by applying the statutory income tax rate to income before income tax expense and the actual income tax expense for the year.

	Years ended December 31	
(In millions of dollars, except tax rates)	**2024**	2023
Statutory income tax rate	**26.2%**	26.2%
Income before income tax expense	**2,306**	1,366
Computed income tax expense	**604**	358
Increase (decrease) in income tax expense resulting from:		
Non-(taxable) deductible stock-based compensation	**(13)**	9
Revaluation of deferred tax balances due to corporate reorganization-driven change in income tax rate	**–**	52
Non-taxable income from security investments	**–**	(16)
Non-deductible loss on joint venture's non-controlling interest purchase obligation	**–**	111
Other items	**(19)**	3
Total income tax expense	**572**	517
Effective income tax rate	**24.8%**	37.8%
Cash income taxes paid	**545**	439

Our effective income tax rate this year was 24.8% compared to 37.8% for 2023. In 2024, our effective income tax rate was lower than the statutory income tax rate as a result of non-taxable stock-based compensation and changes in prior year estimates. The effective income tax rate for 2023 was higher than the statutory income tax rate as a result of the non-deductible loss on one of our joint venture's obligation to purchase at fair value the non-controlling interest and the revaluation of deferred tax balances due to a corporate reorganization-driven change in income tax rate.

NET INCOME

Net income was 104% higher than last year. See "Key Changes in Financial Results Year Over Year" for more information.

	Years ended December 31		
(In millions of dollars, except per share amounts)	**2024**	2023	% Chg
Net income	**1,734**	849	104
Basic earnings per share	**$ 3.25**	$1.62	101
Diluted earnings per share	**$ 3.20**	$1.62	98

ADJUSTED NET INCOME

Adjusted net income was 13% higher compared to 2023, primarily as a result of higher adjusted EBITDA, partially offset by higher depreciation and amortization and higher finance costs, both associated with the Shaw Transaction.

	Years ended December 31		
(In millions of dollars, except per share amounts)	**2024**	2023	% Chg
Adjusted EBITDA	**9,617**	8,581	12
Deduct (add):			
Depreciation and amortization [1]	**3,699**	3,357	10
Finance costs	**2,295**	2,047	12
Other income [2]	**(6)**	(60)	(90)
Income tax expense [3]	**910**	831	10
Adjusted net income [1]	**2,719**	2,406	13
Adjusted basic earnings per share	**$ 5.09**	$ 4.60	11
Adjusted diluted earnings per share	**$ 5.04**	$ 4.59	10

[1] Our calculation of adjusted net income excludes depreciation and amortization on the fair value increment recognized on acquisition of Shaw Transaction-related property, plant and equipment and intangible assets. For purposes of calculating adjusted net income, we believe the magnitude of this depreciation and amortization, which was significantly affected by the size of the Shaw Transaction, may have no correlation to our current and ongoing operating results and affects comparability between certain periods. Depreciation and amortization excludes depreciation and amortization on Shaw Transaction-related property, plant and equipment and intangible assets of $917 million (2023 – $764 million). Adjusted net income includes depreciation and amortization on the acquired Shaw property, plant and equipment and intangible assets based on Shaw's historical cost and depreciation policies.

[2] Other income for the year ended December 31, 2023 excludes a $422 million loss related to one of our joint venture's obligation to purchase at fair value the non-controlling interest in one of its investments.

[3] Income tax expense excludes a $338 million recovery (2023 – $366 million recovery) for the year ended December 31, 2024 related to the income tax impact for adjusted items and it also excludes a $52 million expense for the year ended December 31, 2023 due to a revaluation of deferred tax balances resulting from a change in our income tax rate.

EMPLOYEES

Employee salaries and benefits represent a material portion of our expenses. As at December 31, 2024, we had approximately 24,000 employees (2023 – 26,000) across all of our operating groups, including shared services and the corporate office. Total salaries and benefits for full-time and part-time employees in 2024 were $2,308 million (2023 – $2,453 million).

2023 FULL-YEAR RESULTS COMPARED TO 2022

	Years ended December 31		
(In millions of dollars, except margins)	**2023**	2022	% Chg
Revenue			
Wireless	**10,222**	9,197	11
Cable	**7,005**	4,071	72
Media	**2,335**	2,277	3
Corporate items and intercompany eliminations	**(254)**	(149)	70
Revenue	**19,308**	15,396	25
Total service revenue	**16,845**	13,305	27
Adjusted EBITDA			
Wireless	**4,986**	4,469	12
Cable	**3,774**	2,058	83
Media	**77**	69	12
Corporate items and intercompany eliminations	**(256)**	(203)	26
Adjusted EBITDA	**8,581**	6,393	34
Adjusted EBITDA margin	**44.4%**	41.5%	2.9 pts
Net income	**849**	1,680	(49)
Adjusted net income	**2,406**	1,915	26

Revenue

Consolidated revenue increased by 25% in 2023, driven by a revenue increase of 72% in Cable and an 11% increase in Wireless.

Wireless service revenue increased by 9% in 2023, primarily as a result of the cumulative impact of growth in our mobile phone subscriber base and revenue from Shaw Mobile subscribers acquired through the Shaw Transaction, and the impact of the July 2022 network outage-related credits. Wireless equipment revenue increased by 17% primarily as a result of an increase in new subscribers purchasing devices and a continued shift in the product mix towards higher-value devices.

Cable service revenue increased in 2023 primarily as a result of the Shaw Transaction and the impact of the July 2022 network outage-related credits.

Media revenue increased by 3% in 2023 primarily as a result of higher sports-related revenue, including at the Toronto Blue Jays.

Adjusted EBITDA

Consolidated adjusted EBITDA increased 34% in 2023 and our adjusted EBITDA margin increased by 290 basis points as a result of synergies and other efficiencies, including those recognized through the Shaw Transaction and the network outage-related credits issued to customers last year.

Wireless adjusted EBITDA increased 12% in 2023, primarily due to the flow-through impact of higher revenue as discussed above. This gave rise to an adjusted EBITDA service margin of 63.9%.

Cable adjusted EBITDA increased 83% in 2023 due to the flow-through impact of higher revenue as discussed above and the achievement of cost synergies associated with integration activities. This gave rise to an adjusted EBITDA margin of 53.9%.

Media adjusted EBITDA increased in 2023 primarily due to higher revenue as discussed above, partially offset by higher Toronto Blue Jays payroll and other operating costs.

Net income and adjusted net income

Net income decreased by 49% in 2023, primarily as a result of higher depreciation and amortization, higher finance costs, and higher restructuring, acquisition and other costs, primarily associated with the Shaw Transaction and integration-related activities. Adjusted net income increased by 26%, primarily as a result of higher adjusted EBITDA.

QUARTERLY RESULTS

Below is a summary of our quarterly consolidated financial results and key performance indicators for 2024 and 2023.

QUARTERLY CONSOLIDATED FINANCIAL SUMMARY

	2024					2023				
(In millions of dollars, except per share amounts)	**Full Year**	Q4	Q3	Q2	Q1	Full Year	Q4	Q3	Q2	Q1
Revenue										
Wireless	**10,595**	2,981	2,620	2,466	2,528	10,222	2,868	2,584	2,424	2,346
Cable	**7,876**	1,983	1,970	1,964	1,959	7,005	1,982	1,993	2,013	1,017
Media	**2,484**	616	653	736	479	2,335	558	586	686	505
Corporate items and intercompany eliminations	**(351)**	(99)	(114)	(73)	(65)	(254)	(73)	(71)	(77)	(33)
Total revenue	**20,604**	5,481	5,129	5,093	4,901	19,308	5,335	5,092	5,046	3,835
Total service revenue	**18,066**	4,543	4,567	4,599	4,357	16,845	4,470	4,527	4,534	3,314
Adjusted EBITDA										
Wireless	**5,312**	1,367	1,365	1,296	1,284	4,986	1,291	1,294	1,222	1,179
Cable	**4,518**	1,169	1,133	1,116	1,100	3,774	1,111	1,080	1,026	557
Media	**84**	53	134	–	(103)	77	4	107	4	(38)
Corporate items and intercompany eliminations	**(297)**	(56)	(87)	(87)	(67)	(256)	(77)	(70)	(62)	(47)
Adjusted EBITDA	**9,617**	2,533	2,545	2,325	2,214	8,581	2,329	2,411	2,190	1,651
Deduct (add):										
Depreciation and amortization	**4,616**	1,174	1,157	1,136	1,149	4,121	1,172	1,160	1,158	631
Restructuring, acquisition and other	**406**	83	91	90	142	685	86	213	331	55
Finance costs	**2,295**	571	568	576	580	2,047	568	600	583	296
Other (income) expense	**(6)**	(11)	2	(5)	8	362	(19)	426	(18)	(27)
Net income before income tax expense	**2,306**	716	727	528	335	1,366	522	12	136	696
Income tax expense	**572**	158	201	134	79	517	194	111	27	185
Net income (loss)	**1,734**	558	526	394	256	849	328	(99)	109	511
Earnings (loss) per share:										
Basic	**$ 3.25**	$ 1.04	$ 0.99	$ 0.74	$ 0.48	$ 1.62	$ 0.62	($ 0.19)	$ 0.21	$ 1.01
Diluted	**$ 3.20**	$ 1.02	$ 0.98	$ 0.73	$ 0.46	$ 1.62	$ 0.62	($ 0.20)	$ 0.20	$ 1.00
Net income (loss)	**1,734**	558	526	394	256	849	328	(99)	109	511
Add (deduct):										
Restructuring, acquisition and other	**406**	83	91	90	142	685	86	213	331	55
Depreciation and amortization on fair value increment of Shaw Transaction-related assets	**917**	228	227	220	242	764	249	263	252	–
Loss on joint venture's non-controlling interest purchase obligation	**–**	–	–	–	–	422	–	422	–	–
Income tax impact of above items	**(338)**	(75)	(82)	(81)	(100)	(366)	(85)	(120)	(148)	(13)
Income tax adjustment, tax rate change	**–**	–	–	–	–	52	52	–	–	–
Adjusted net income	**2,719**	794	762	623	540	2,406	630	679	544	553
Adjusted earnings per share:										
Basic	**$ 5.09**	$ 1.48	$ 1.43	$ 1.17	$ 1.02	$ 4.60	$ 1.19	$ 1.28	$ 1.03	$ 1.10
Diluted	**$ 5.04**	$ 1.46	$ 1.42	$ 1.16	$ 0.99	$ 4.59	$ 1.19	$ 1.27	$ 1.02	$ 1.09
Capital expenditures	**4,041**	1,007	977	999	1,058	3,934	946	1,017	1,079	892
Cash provided by operating activities	**5,680**	1,135	1,893	1,472	1,180	5,221	1,379	1,754	1,635	453
Free cash flow	**3,045**	878	915	666	586	2,414	823	745	476	370

FOURTH QUARTER 2024 RESULTS

Results commentary in "Fourth Quarter 2024 Results" compares the fourth quarter of 2024 with the fourth quarter of 2023.

Revenue

Total revenue and total service revenue each increased by 3% and 2% respectively in the fourth quarter, driven by revenue growth in our Wireless and Media businesses and by stabilized revenue in our Cable business.

Wireless service revenue increased by 2% in the fourth quarter, primarily as a result of the cumulative impact of growth in our mobile phone subscriber base over the past year. Wireless equipment revenue increased by 9%, primarily as a result of an increase in new subscribers purchasing higher-value devices.

Cable service revenue was stable in the fourth quarter, improving sequentially from the third quarter and from the prior year.

Media revenue increased by 10% in the fourth quarter primarily as a result of higher sports- and entertainment-related revenue.

Adjusted EBITDA and margins

Consolidated adjusted EBITDA increased 9% in the fourth quarter and our adjusted EBITDA margin increased by 250 basis points, primarily as a result of ongoing productivity and cost efficiencies.

Wireless adjusted EBITDA increased by 6%, primarily due to the flow-through impact of higher revenue as discussed above in conjunction with ongoing cost efficiencies. This gave rise to an adjusted EBITDA margin of 66%, up 250 basis points.

Cable adjusted EBITDA increased by 5%, due to ongoing cost efficiencies. This gave rise to an adjusted EBITDA margin of 59%, up 290 basis points.

Media adjusted EBITDA increased by $49 million in the fourth quarter, primarily due to higher revenue as discussed above.

Net income and adjusted net income

Net income and adjusted net income increased by 70% and 26%, respectively, in the fourth quarter, primarily as a result of higher adjusted EBITDA.

QUARTERLY TRENDS AND SEASONALITY

Our operating results generally vary from quarter to quarter as a result of changes in general economic conditions and seasonal fluctuations, among other things, in each of our reportable segments. This means our results in one quarter are not necessarily indicative of how we will perform in a future quarter. Wireless, Cable, and Media each have unique seasonal aspects to, and certain other historical trends in, their businesses.

Fluctuations in net income from quarter to quarter can also be attributed to losses on the repayment of debt, foreign exchange gains or losses, changes in the fair value of derivative instruments, other income and expenses, restructuring, acquisition and other costs, gains or losses on asset sales, impairment of assets, and changes in income tax expense.

Wireless

Trends affecting both Wireless revenue and adjusted EBITDA reflect:

- the growing number of wireless subscribers;
- greater usage of wireless data;
- a shift to consumers financing higher-value devices, along with ongoing disciplined promotional activity; and
- decreasing postpaid churn, which we believe is beginning to reflect the realization of our enhanced customer service efforts; partially offset by
- fewer new subscribers purchasing devices and fewer device upgrades by existing customers;
- lower overage revenue as customers continue to adopt our unlimited data plans; and
- recent changes to government immigration policies resulting in fewer newcomers to Canada, which has put pressure on gross and net subscriber additions.

Additional trends affecting Wireless adjusted EBITDA reflect higher costs related to the increasing number of subscribers.

Prepaid plans have evolved to have properties similar to those of traditional postpaid plans. We believe this evolution provides consumers with greater choice of subscribing to a postpaid or prepaid service plan. Growth in our customer base over time has resulted in higher costs for customer service, retention, credit, and collection; however, most of the cost increases have been offset by gains in operating efficiencies.

Wireless operating results are influenced by the timing of our marketing and promotional expenditures and higher levels of subscriber additions, resulting in higher subscriber acquisition- and activation-related expenses, typically in the third and fourth quarters. Conversely, periods with higher activity may adversely impact churn metrics as a result of heightened competitive activity. The third and fourth quarters typically experience higher volumes of activity as a result of "back to school" and holiday season-related consumer behaviour. Aggressive promotional offers are often advertised during these periods and also contribute to the impact on subscriber metrics. In contrast, we typically see lower subscriber additions in the first quarter of the year.

The launch of popular new wireless device models can also affect the level of subscriber activity. Highly anticipated device launches typically occur in the spring and fall seasons of each year. Wireless roaming revenue is dependent on customer travel volumes and timing, which in turn are affected by the foreign exchange rate of the Canadian dollar and general economic conditions.

Cable

Trends affecting Cable service revenue primarily reflect:

- higher Internet subscription fees as customers increasingly upgrade to higher-tier speed plans;
- customers adopting Rogers Xfinity TV;
- general service pricing increases; and
- the shift of business customers from lower-margin, off-net legacy long distance and data services to higher-margin, next-generation services and data centre businesses; partially offset by

- competitive losses of legacy Television, Phone, and Satellite subscribers;
- Television subscribers downgrading their service plans; and
- lower additional usage of our products and services as service plans are increasingly bundling more features, such as a greater number of TV channels.

Trends affecting Cable adjusted EBITDA primarily reflect:
- higher Internet operating margins, as a result of the shift from conventional Television to Internet services; and
- the shift to a self-install model for most of our Cable products; partially offset by
- higher premium supplier fees in Television as a result of bundling more value-added offerings into our Cable products.

Cable's operating results are affected by modest seasonal fluctuations in subscriber additions and disconnections, typically caused by:
- university and college students who live in residence moving out early in the second quarter and cancelling their service as well as students moving in late in the third quarter and signing up for cable service;
- individuals temporarily suspending service for extended vacations or seasonal relocations;
- seasonal use of secondary residences (e.g. cottages) for satellite subscribers;
- the timing of service pricing changes; and
- the focused marketing we generally conduct in our fourth quarter.

Cable operating results are also influenced by trends in cord shaving and cord cutting, which has resulted in fewer subscribers watching traditional cable television, as well as a lower number of Television subscribers. In addition, trends in the use of wireless products and Internet or social media as substitutes for traditional home phone products have resulted in fewer Phone subscribers. Cable results from our business customers do not generally have any unique seasonal aspects.

Media

Trends affecting Media revenue and adjusted EBITDA are generally the result of:
- fluctuations in advertising and consumer market conditions;
- subscriber rate increases;
- higher sports and rights costs, including increases as we move further along in our NHL Agreement;
- general cord shaving and cord cutting by television subscribers regardless of service provider; and
- continual investment in primetime and specialty programming relating to both our broadcast networks (such as Citytv) and our specialty channels (such as FX (Canada)).

Seasonal fluctuations relate to:
- periods of increased consumer activity and their impact on advertising and related retail cycles, which tend to be most active in the fourth quarter due to holiday spending and slower in the first quarter;
- the MLB season, where:
  - games played are concentrated in the spring, summer, and fall months (generally the second and third quarters of the year);
  - revenue related to game day ticket sales, merchandise sales, and advertising are concentrated in the spring, summer, and fall months (generally the second and third quarters of the year), with postseason games commanding a premium in advertising revenue and additional revenue from game day ticket sales and merchandise sales, if and when the Toronto Blue Jays play in the postseason (in the fourth quarter of the year); and
  - programming and production costs and player payroll are expensed based on the number of games aired or played, as applicable; and
- the NHL season, where:
  - regular season games are concentrated in the fall and winter months (generally the first and fourth quarters of the year) and playoff games are concentrated in the spring months (generally the second quarter of the year). We expect a correlation between the quality of revenue and earnings and the extent of Canadian teams' presence during the playoffs;
  - programming and production costs are expensed based on the timing of when the rights are aired or are expected to be consumed; and
  - advertising revenue and programming expenses are concentrated in the fall, winter, and spring months, with playoff games commanding a premium in advertising revenue.

Other expenses

Depreciation and amortization trails capital expenditures and is expected to trend upward as a result of an increase in our capital expenditures and general depreciable asset base, primarily related to the ongoing expansions of our wireless and cable networks. The increasing trend is a direct result of increasing capital expenditures as we upgraded our wireless network for 5G services and our service footprint expansion and upgrades to our DOCSIS 3.1 platform to evolve to DOCSIS 4.0 for our Cable footprint. We expect future depreciation and amortization to align with ongoing capital expenditures and additions to right-of-use assets.

Finance costs are also trending upward as a result of the significant debt we have incurred related to the Shaw Transaction. We expect finance costs to begin trending downward as we work toward deleveraging.

OVERVIEW OF FINANCIAL POSITION

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

As at December 31 (In millions of dollars)	**2024**	2023	$ Chg	% Chg	Explanation of significant changes
Assets					
Current assets:					
Cash and cash equivalents	**898**	800	98	12	See "Managing our Liquidity and Financial Resources".
Accounts receivable	**5,478**	4,996	482	10	Reflects higher financing receivables due to growth in our Wireless business and at Rogers Bank.
Inventories	**641**	456	185	41	Reflects higher wireless handset inventories.
Current portion of contract assets	**171**	163	8	5	n/m
Other current assets	**849**	1,202	(353)	(29)	Primarily reflects the receipt of a balance from the Canada Revenue Agency and lower non-operational receivable balances following collection.
Current portion of derivative instruments	**336**	80	256	n/m	Reflects the change in market values of certain debt derivatives and expenditure derivatives as a result of the depreciation of the Cdn$ relative to the US$.
Assets held for sale	**–**	137	(137)	(100)	Reflects the reclassification to property, plant and equipment of certain real estate assets as a result of a deterioration in the relevant real estate markets.
Total current assets	**8,373**	7,834	539	7	
Property, plant and equipment	**25,072**	24,332	740	3	Reflects capital expenditures incurred, partially offset by depreciation expense.
Intangible assets	**17,858**	17,896	(38)	–	n/m
Investments	**615**	598	17	3	n/m
Derivative instruments	**997**	571	426	75	Reflects the change in market values of certain debt derivatives as a result of the depreciation of the Cdn$ relative to the US$.
Financing receivables	**1,189**	1,101	88	8	Reflects an increase in customers financing new devices as a result of growth in our Wireless business.
Other long-term assets	**1,027**	670	357	53	Reflects an increase in deferred commission cost assets and a remeasurement increase in our net pension assets.
Goodwill	**16,280**	16,280	–	–	n/m
Total assets	**71,411**	69,282	2,129	3	
Liabilities and shareholders' equity					
Current liabilities:					
Short-term borrowings	**2,959**	1,750	1,209	69	See "Managing our Liquidity and Financial Resources".
Accounts payable and accrued liabilities	**4,059**	4,221	(162)	(4)	Primarily reflects an overall decrease in trade payables as a result of the timing of payments made.
Income tax payable	**26**	–	26	–	Reflects an increase in taxes owed.
Other current liabilities	**482**	434	48	11	Primarily reflects a change in the fair value of short-term debt derivatives related to the borrowings under our term loan facility.
Contract liabilities	**800**	773	27	3	n/m
Current portion of long-term debt	**3,696**	1,100	2,596	n/m	Reflects the reclassification to current of our US$1 billion senior notes due March 2025, $1.25 billion senior notes due April 2025, and our $700 million senior notes due December 2025, partially offset by the repayment at maturity of our $500 million and $600 million senior notes in January 2024 and March 2024, respectively
Current portion of lease liabilities	**587**	504	83	16	Reflects liabilities for new leases entered into.
Total current liabilities	**12,609**	8,782	3,827	44	
Provisions	**61**	54	7	13	n/m
Long-term debt	**38,200**	39,755	(1,555)	(4)	Reflects the partial repayment of our $6 billion term loan facility and the reclassification of our US$1 billion senior notes due March 2025, $1.25 billion senior notes due April 2025, and $700 million senior notes due December 2025 to current, partially offset by the issuance of US$2.5 billion of senior notes in February 2024.
Lease liabilities	**2,191**	2,089	102	5	Reflects liabilities for new leases entered into.
Other long-term liabilities	**1,666**	1,783	(117)	(7)	Reflects the change in market values of debt derivatives as a result of the depreciation of the Cdn$ relative to the US$.
Deferred tax liabilities	**6,281**	6,379	(98)	(2)	Reflects the reversal of certain temporary differences.
Total liabilities	**61,008**	58,842	2,166	4	
Shareholders' equity	**10,403**	10,440	(37)	–	Reflects changes in retained earnings and equity reserves.
Total liabilities and shareholders' equity	**71,411**	69,282	2,129	3	

Managing our Liquidity and Financial Resources

SOURCES AND USES OF CASH

OPERATING, INVESTING, AND FINANCING ACTIVITIES

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Cash provided by operating activities before changes in net operating assets and liabilities, income taxes paid, and interest paid	**9,188**	8,067
Change in net operating assets and liabilities	**(876)**	(627)
Income taxes paid	**(545)**	(439)
Interest paid, net	**(2,087)**	(1,780)
Cash provided by operating activities	**5,680**	5,221
Investing activities:		
Capital expenditures	**(4,041)**	(3,934)
Additions to program rights	**(72)**	(74)
Changes in non-cash working capital related to capital expenditures and intangible assets	**136**	(2)
Acquisitions and other strategic transactions, net of cash acquired	**(475)**	(16,215)
Other	**(3)**	25
Cash used in investing activities	**(4,455)**	(20,200)
Financing activities:		
Net proceeds received from (repayment of) short-term borrowings	**1,138**	(1,439)
Net (repayment) issuance of long-term debt	**(1,103)**	5,040
Net proceeds on settlement of debt derivatives and forward contracts	**107**	492
Transaction costs incurred	**(47)**	(284)
Principal payments of lease liabilities	**(478)**	(370)
Dividends paid	**(739)**	(960)
Other	**(5)**	–
Cash provided by (used in) financing activities	**(1,127)**	2,479
Change in cash and cash equivalents and restricted cash and cash equivalents	**98**	(12,500)
Cash and cash equivalents and restricted cash and cash equivalents, beginning of year	**800**	13,300
Cash and cash equivalents, end of year	**898**	800

OPERATING ACTIVITIES

The 9% increase in cash provided by operating activities this year was primarily a result of higher adjusted EBITDA, partially offset by higher investment in net operating assets, mainly higher inventory and lower accounts payable and accrued liabilities, and higher interest paid.

INVESTING ACTIVITIES

Capital expenditures

We spent $4,041 million this year on property, plant and equipment before related changes in non-cash working capital items, which was 3% higher than 2023. See "Capital Expenditures" for more information.

Acquisitions and other strategic transactions

This year, we paid $475 million related to the acquisition of 3800 MHz spectrum licences. We recognized the spectrum licences as indefinite-life intangible assets. In 2023, we paid $16.2 billion, net of cash acquired, related to business acquisitions, primarily the Shaw Transaction (see "Shaw Transaction").

FINANCING ACTIVITIES

This year, we received net amounts of $95 million (2023 – received net amounts of $3,809 million) on our short-term borrowings, long-term debt, and related derivatives, including transaction costs. See "Financial Risk Management" for more information on the cash flows relating to our derivative instruments.

Short-term borrowings

Our short-term borrowings consist of amounts outstanding under our receivables securitization program, our US dollar-denominated commercial paper (US CP) program, and our non-revolving credit facilities. Below is a summary of our short-term borrowings as at December 31, 2024 and 2023.

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Receivables securitization program	**2,000**	1,600
US commercial paper program (net of the discount on issuance)	**452**	150
Non-revolving credit facility borrowings	**507**	–
Total short-term borrowings	**2,959**	1,750

The table below summarizes the activity relating to our short-term borrowings for the years ended December 31, 2024 and 2023.

	Year ended December 31, 2024			Year ended December 31, 2023		
(In millions of dollars, except exchange rates)	Notional (US$)	Exchange rate	Notional (Cdn$)	Notional (US$)	Exchange rate	Notional (Cdn$)
Proceeds received from receivables securitization			**800**			–
Repayment of receivables securitization			**(400)**			(1,000)
Net proceeds received from (repayment of) receivables securitization			**400**			(1,000)
Proceeds received from US commercial paper	**2,009**	**1.373**	**2,759**	1,803	1.357	2,447
Repayment of US commercial paper	**(1,819)**	**1.371**	**(2,494)**	(1,858)	1.345	(2,499)
Net proceeds received from (repayment of) US commercial paper			**265**			(52)
Proceeds received from non-revolving credit facilities (Cdn$) [1]			**–**			375
Proceeds received from non-revolving credit facilities (US$)	**2,899**	**1.378**	**3,996**	2,125	1.349	2,866
Total proceeds received from non-revolving credit facilities			**3,996**			3,241
Repayment of non-revolving credit facilities (Cdn$) [1]			**–**			(758)
Repayment of non-revolving credit facilities (US$)	**(2,547)**	**1.383**	**(3,523)**	(2,125)	1.351	(2,870)
Total repayment of non-revolving credit facilities			**(3,523)**			(3,628)
Net proceeds received from (repayment of) non-revolving credit facilities			**473**			(387)
Net proceeds received from (repayment of) short-term borrowings			**1,138**			(1,439)

[1] Borrowings under our non-revolving facility mature and are reissued regularly, such that until repaid, we maintain net outstanding borrowings equivalent to the then-current credit limit on the reissue dates.

We participate in a receivables securitization program with a group of Canadian financial institutions that allows us to sell certain receivables into the program. The maximum potential proceeds under the receivables securitization program is $2.4 billion. The terms of our receivables securitization program are committed until its expiry, which we extended in June 2024 to an expiration date of June 28, 2027. The buyers' interests in these trade receivables ranks ahead of our interest. The program restricts us from using the receivables as collateral. The buyers of our trade receivables have no claim on any of our other assets.

In April 2023, we repaid the outstanding $200 million of borrowings under Shaw's legacy accounts receivable securitization program, subsequent to which the program was terminated. This repayment is included in "repayment of receivables securitization" above.

We have a US CP program that allows us to issue up to a maximum aggregate principal amount of US$1.5 billion. Funds can be borrowed under this program with terms to maturity ranging from 1 to 397 days, subject to ongoing market conditions. Any issuances made under the US CP program will be issued at a discount. The obligations of RCI under the US CP program are unsecured and guaranteed by RCCI, and rank equally in right of payment with all our senior notes and debentures. See "Financial Condition" for more information.

Concurrent with our US CP issuances and non-revolving credit facility borrowings, we entered into debt derivatives to hedge the foreign currency risk associated with the principal and interest components of the borrowings. See "Financial Risk Management" for more information.

In November 2023, we entered into three non-revolving credit facilities with an aggregate limit of $2 billion. In December 2023, we terminated two of these credit facilities and reduced the amount available from $2 billion to $500 million. Drawings on this facility were recognized as short-term borrowings on our Consolidated Statements of Financial Position. Borrowings under this facility were unsecured, guaranteed by RCCI, and ranked equally in right of payment with all of our other credit facilities and senior notes and debentures. In March 2024, we borrowed US$185 million under this facility maturing in March 2025. In April 2024, we borrowed an additional US$184 million under the facility, resulting in it being fully drawn.

Long-term debt

Our long-term debt consists of amounts outstanding under our bank and letter of credit facilities and the senior notes, debentures, and subordinated notes we have issued. The tables below summarize the activity relating to our long-term debt for the years ended December 31, 2024 and 2023.

	Year ended December 31, 2024			Year ended December 31, 2023		
(In millions of dollars, except exchange rates)	Notional (US$)	Exchange rate	Notional (Cdn$)	Notional (US$)	Exchange rate	Notional (Cdn$)
Credit facility borrowings (Cdn$)			**64**			–
Credit facility borrowings (US$)	–	–	–	220	1.368	301
Credit facility repayments (US$)	–	–	–	(220)	1.336	(294)
Net borrowings under credit facilities			**64**			7
Term loan facility net borrowings (US$) [1]	**8**	**n/m**	**18**	4,506	1.350	6,082
Term loan facility net repayments (US$)	**(2,553)**	**1.352**	**(3,452)**	(1,265)	1.340	(1,695)
Net repayments under term loan facility			**(3,434)**			4,387
Senior note issuances (Cdn$)			**–**			3,000
Senior note issuances (US$)	**2,500**	**1.347**	**3,367**	–	–	–
Total senior note issuances			**3,367**			3,000
Senior note repayments (Cdn$)			**(1,100)**			(500)
Senior note repayments (US$)	–	–	–	(1,350)	1.373	(1,854)
Total senior note repayments			**(1,100)**			(2,354)
Net issuance of senior notes			**2,267**			646
Net (repayment) issuance of long-term debt			**(1,103)**			5,040

[1] Borrowings under our term loan facility mature and are reissued regularly, such that until repaid, we maintain net outstanding borrowings equivalent to the then-current credit limit on the reissue dates.

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Long-term debt, beginning of year	**40,855**	31,733
Net (repayment) issuance of long-term debt	**(1,103)**	5,040
Long-term debt assumed through the Shaw Transaction	**–**	4,526
Increase in government grant liability related to Canada Infrastructure Bank facility	**(39)**	–
Loss (gain) on foreign exchange	**2,094**	(549)
Deferred transaction costs incurred	**(52)**	(31)
Amortization of deferred transaction costs	**141**	136
Long-term debt, end of year	**41,896**	40,855

In April 2024, we amended our revolving credit facility to extend the maturity date of the $3 billion tranche to April 2029, from January 2028, and the $1 billion tranche to April 2027, from January 2026.

In April 2023, we drew the maximum $6 billion on the term loan facility upon closing the Shaw Transaction (see note 3), consisting of $2 billion from each of the three tranches. The three tranches mature on April 3, 2026, 2027, and 2028, respectively. During the year ended December 31, 2023, we repaid $1.6 billion of the tranche maturing on April 3, 2027. In February 2024, we used the proceeds from the issuance of US$2.5 billion of senior notes (see "Issuance of senior notes and related debt derivatives" below) to repay an additional $3.4 billion of the facility such that $1 billion remains outstanding under the April 2026 tranche.

In April 2023, we also assumed $4.55 billion principal amount of Shaw's senior notes upon closing the Shaw Transaction, of which $500 million was subsequently repaid at maturity in November 2023 and $500 million was repaid at maturity in January 2024.

We have an $815 million senior unsecured non-revolving credit facility with a fixed 1% interest rate with Canada Infrastructure Bank. The credit facility can only be drawn upon to finance broadband service expansion projects to underserved communities under the Universal Broadband Fund. In 2023, we amended the terms of the facility to, among other things, increase the limit from $665 million. As at December 31, 2024, we had drawn $64 million on the credit facility and have recognized a government grant liability of $39 million related to this loan reflecting the below-market interest rate.

Issuance of senior notes and related debt derivatives
Below is a summary of the senior notes we issued in 2024 and 2023.

(In millions of dollars, except interest rates and discounts) Date issued	Principal amount	Due date	Interest rate	Discount/ premium at issuance	Total gross proceeds [1] (Cdn$)	Transaction costs and discounts [2] (Cdn$)
2024 issuances						
February 9, 2024	US 1,250	2029	5.000%	99.714%	1,684	20
February 9, 2024	US 1,250	2034	5.300%	99.119%	1,683	30
2023 issuances						
September 21, 2023	500	2026	5.650%	99.853%	500	3
September 21, 2023	1,000	2028	5.700%	99.871%	1,000	8
September 21, 2023	500	2030	5.800%	99.932%	500	4
September 21, 2023	1,000	2033	5.900%	99.441%	1,000	12

[1] Gross proceeds before transaction costs, discounts, and premiums.
[2] Transaction costs, discounts, and premiums are included as deferred transaction costs and discounts in the carrying value of the long-term debt, and recognized in net income using the effective interest method.

Concurrent with the US dollar-denominated issuances, we entered into debt derivatives to convert all interest and principal payment obligations on the senior notes to Canadian dollars at a fixed interest rate. See "Financial Risk Management" for more information.

The issued senior notes are unsecured and guaranteed by RCCI, ranking equally with all of our other unsecured senior notes and debentures, bank credit facilities, and letter of credit facilities and ranking ahead of our subordinated notes.

2025
In February 2025, we issued three tranches of subordinated notes, consisting of:

- US$1.1 billion due 2055 with an initial coupon of 7.00% for the first five years;
- US$1 billion due 2055 with an initial coupon of 7.125% for the first ten years; and
- $1 billion due 2055 with an initial coupon of 5.625% for the first five years.

Concurrent with these US dollar-denominated issuances, we entered into debt derivative to convert all interest and principal payment obligations to Canadian dollars. We received net proceeds of $4.0 billion from the issuances. We intend to use the proceeds to repay maturing senior notes and to partially fund the MLSE Transaction.

The US$1.1 billion and the Cdn$1 billion notes can be redeemed at par on their five-year anniversary or on any subsequent interest payment date. The US$1 billion notes can be redeemed at par on their ten-year anniversary or on any subsequent interest payment date. The subordinated notes are unsecured and subordinated obligations of RCI. Payment on these notes will, under certain circumstances, be subordinated to the prior payment in full of all of our senior indebtedness, including our senior notes, debentures, and bank credit facilities.

We understand that S&P Global Ratings Services (S&P), Moody's Investors Service (Moody's), Fitch Ratings (Fitch), and DBRS Morningstar will only include 50% of the outstanding principal amount of these subordinated notes in their debt leverage ratio calculation at least until the earliest "at-par" redemption date of each note.

2024
In February 2024, we issued senior notes with an aggregate principal amount of US$2.5 billion, consisting of US$1.25 billion of 5.00% senior notes due 2029 and US$1.25 billion of 5.30% senior notes due 2034. Concurrent with the issuance, we also entered into debt derivatives to convert all interest and principal payment obligations to Canadian dollars. As a result, we received net proceeds of US$2.46 billion ($3.32 billion).

2023
In September 2023, we issued senior notes with an aggregate principal amount of $3 billion. As a result, we received net proceeds of $2.98 billion which we used for the repayment of outstanding debt.

Repayment of senior notes and related derivative settlements
2024
In 2024, we repaid the entire outstanding principal of our $500 million 4.35% and $600 million 4.00% senior notes at maturity. There were no derivatives associated with these senior notes.

2023
In 2023, we repaid the entire outstanding principal of our $500 million 3.80% senior notes, which were assumed in the Shaw Transaction, at maturity. There were no derivatives associated with these senior notes. In addition, we repaid the entire outstanding principal of our US$850 million 4.10% senior notes and our US$500 million 3.00% senior notes, including the associated debt derivatives, at maturity. As a result, we repaid $2,188 million, net of $522 million received on settlement of the associated debt derivatives.

Dividends
In 2024, we declared and paid dividends on each of RCI's outstanding Class A Shares and Class B Non-Voting Shares. We paid $739 million in cash dividends and issued $325 million in Class B Non-Voting Shares to settle the declared dividends. See "Dividends and Share Information" for more information.

Shelf prospectuses
On July 26, 2023 we filed a registration statement with the U.S. Securities and Exchange Commission that registers under the U.S Securities Act the public offering of up to US$8 billion of debt securities and preferred shares from time to time. We have issued US$2.5 billion aggregate principal amount of senior debt securities and, as of February 2025, an additional US$2.1 billion aggregate principal amount of subordinated debt securities, under this shelf registration statement, which expires in August 2025.

On March 25, 2024, we filed a shelf prospectus that qualifies the public offering of debt securities and preferred shares in each of the provinces of Canada. This Canadian shelf prospectus expires in April 2026. We have not issued any securities under this Canadian shelf prospectus to date.

FREE CASH FLOW

	Years ended December 31		
(In millions of dollars)	**2024**	2023	% Chg
Adjusted EBITDA	**9,617**	8,581	12
Deduct (add):			
Capital expenditures [1]	**4,041**	3,934	3
Interest on borrowings, net of capitalized interest	**1,986**	1,794	11
Cash income taxes [2]	**545**	439	24
Free cash flow	**3,045**	2,414	26

[1] Includes additions to property, plant and equipment net of proceeds on disposition and accrued government grants, but does not include expenditures for spectrum licences, additions to right-of-use assets, or assets acquired through business combinations.
[2] Cash income taxes are net of refunds received.

The 26% increase in free cash flow this year was primarily a result of higher adjusted EBITDA, partially offset by higher interest on borrowings.

FINANCIAL CONDITION

AVAILABLE LIQUIDITY

Below is a summary of our total available liquidity from our cash and cash equivalents, bank credit facilities, letters of credit facilities, and short-term borrowings.

As at December 31, 2024 (In millions of dollars)	Total sources	Drawn	Letters of credit	US CP program [1]	Net available
Cash and cash equivalents	898	–	–	–	**898**
Bank credit facilities [2]:					
Revolving	4,000	–	10	455	**3,535**
Non-revolving	500	500	–	–	**–**
Outstanding letters of credit	3	–	3	–	**–**
Receivables securitization [2]	2,400	2,000	–	–	**400**
Total	7,801	2,500	13	455	**4,833**

[1] The US CP program amounts are gross of the discount on issuance.
[2] The total liquidity sources under our bank credit facilities and receivables securitization represents the total credit limits per the relevant agreements. The amount drawn and letters of credit are currently outstanding under those agreements. The US CP program amount represents our currently outstanding US CP borrowings that are backstopped by our revolving credit facility.

As at December 31, 2023 (In millions of dollars)	Total sources	Drawn	Letters of credit	US CP program [1]	Net available
Cash and cash equivalents	800	–	–	–	800
Bank credit facilities [2]:					
Revolving	4,000	–	10	151	3,839
Non-revolving	500	–	–	–	500
Outstanding letters of credit	243	–	243	–	–
Receivables securitization [2]	2,400	1,600	–	–	800
Total	7,943	1,600	253	151	5,939

[1] The US CP program amounts are gross of the discount on issuance.
[2] The total liquidity sources under our bank credit facilities and receivables securitization represents the total credit limits per the relevant agreements. The amount drawn and letters of credit are currently outstanding under those agreements. The US CP program amount represents our currently outstanding US CP borrowings that are backstopped by our revolving credit facility.

Our $815 million Canada Infrastructure Bank credit agreement is not included in available liquidity as it can only be drawn upon for use in broadband projects under the Universal Broadband Fund, and therefore is not available for other general purposes.

Weighted average cost of borrowings
Our borrowings had a weighted average cost of 4.61% as at December 31, 2024 (2023 – 4.85%) and a weighted average term to maturity of 9.8 years (2023 – 10.4 years). These figures reflect the repayment of our subordinated notes on the five-year anniversary.

COVENANTS

The provisions of our $4.0 billion revolving bank credit facility described in "Sources and Uses of Cash" impose certain restrictions on our operations and activities, the most significant of which are leverage-related maintenance tests. As at December 31, 2024 and 2023, we were in compliance with all financial covenants and financial ratios in our debt agreements. Throughout 2024, these covenants did not impose restrictions of any material consequence on our operations.

CREDIT RATINGS

Credit ratings provide an independent measure of credit quality of an issue of securities and can affect our ability to obtain short-term and long-term financing and the terms of the financing. If rating agencies lower the credit ratings on our debt, particularly a downgrade below investment-grade, it could adversely affect our cost of financing and access to liquidity and capital.

We have engaged each of S&P, Moody's, Fitch, and DBRS Morningstar to rate certain of our public debt issues. Below is a summary of the credit ratings on RCI's outstanding senior and subordinated notes and debentures (long-term) and US CP (short-term) as at December 31, 2024.

Issuance	S&P Global Ratings Services	Moody's	Fitch	DBRS Morningstar
Corporate credit issuer default rating	BBB- (stable)	Baa3 (stable)	BBB- (stable)	BBB (low) (stable)
Senior unsecured debt	BBB- (stable)	Baa3 (stable)	BBB- (stable)	BBB (low) (stable)
Subordinated debt	BB (stable)	Ba2 (stable)	BB (stable)	N/A [1]
US commercial paper	A-3	P-3	N/A [1]	N/A [1]

[1] As at December 31, 2024, we have not sought a rating from Fitch or DBRS Morningstar for our short-term obligations or from DBRS Morningstar for our subordinated debt.

In February 2024, S&P improved their outlook for our corporate credit issuer default rating and our senior unsecured debt rating to stable from negative. At the same time, S&P also improved their outlook for our subordinated debt rating to stable from negative.

In connection with our February 2025 subordinated note issuance, we sought a rating from DBRS Morningstar on those subordinated notes, which were rated BB (stable). DBRS Morningstar has not provided a rating for the subordinated notes we issued in 2021 or 2022. The subordinated notes issued in February 2025 were rated Ba1 by Moody's. Moody's credit ratings for our previously issued subordinated notes did not change.

Ratings for long-term debt instruments across the universe of composite rates range from AAA (S&P, Fitch, and DBRS Morningstar) or Aaa (Moody's), representing the highest quality of securities rated, to D (S&P and DBRS Morningstar), Substantial Risk (Fitch), and C (Moody's) for the lowest quality of securities rated. Investment-grade credit ratings are generally considered to range from BBB- (S&P and Fitch), BBB (DBRS Morningstar), or Baa3 (Moody's) to AAA (S&P, Fitch, and DBRS Morningstar) or Aaa (Moody's).

Ratings for short-term debt instruments across the universe of composite rates ranges from A-1+ (S&P) or P-1 (Moody's), representing the highest quality of securities rated, to C (S&P), and not prime (Moody's) for the lowest quality of securities rated. Investment-grade credit ratings are generally considered to be ratings of at least A-3 (S&P), or P-3 (Moody's) quality or higher.

Credit ratings are not recommendations to purchase, hold, or sell securities, nor are they a comment on market price or investor suitability. There is no assurance that a rating will remain in effect for a given period, or that a rating will not be revised or withdrawn entirely by a rating agency if it believes circumstances warrant it. The ratings on our senior debt provided by S&P, Fitch, Moody's, and DBRS Morningstar are investment-grade ratings.

ADJUSTED NET DEBT AND DEBT LEVERAGE RATIOS

We use adjusted net debt and debt leverage ratio to conduct valuation-related analysis and make capital structure-related decisions. Adjusted net debt includes long-term debt, net debt derivative assets or liabilities, short-term borrowings, lease liabilities, net of cash and cash equivalents or bank advances, and restricted cash and cash equivalents.

(In millions of dollars, except ratios)	As at December 31 **2024**	As at December 31 2023
Current portion of long-term debt	**3,696**	1,100
Long-term debt	**38,200**	39,755
Deferred transaction costs and discounts	**951**	1,040
	42,847	41,895
Add (deduct):		
Adjustment of US dollar-denominated debt to hedged rate	**(2,855)**	(808)
Subordinated notes adjustment [1]	**(1,540)**	(1,496)
Short-term borrowings	**2,959**	1,750
Deferred government grant liability	**39**	–
Current portion of lease liabilities	**587**	504
Lease liabilities	**2,191**	2,089
Cash and cash equivalents	**(898)**	(800)
Adjusted net debt [2]	**43,330**	43,134
Divided by: trailing 12-month adjusted EBITDA	**9,617**	8,581
Debt leverage ratio	**4.5**	5.0
Divided by: pro forma trailing 12-month adjusted EBITDA [4]	**n/a**	9,095
Pro forma debt leverage ratio	**n/a**	4.7

[1] For the purposes of calculating adjusted net debt and debt leverage ratio, we believe adjusting 50% of the value of our subordinated notes is appropriate as this methodology factors in certain circumstances with respect to priority for payment and this approach is commonly used to evaluate debt leverage by rating agencies.

[2] Adjusted net debt is a capital management measure. Pro forma trailing 12-month adjusted EBITDA is a non-GAAP financial measure and is a component of pro forma debt leverage ratio. These are not standardized financial measures under IFRS and might not be comparable to similar financial measures disclosed by other companies. See "Non-GAAP and Other Financial Measures" for more information about these measures.

Trailing 12-month adjusted EBITDA as at December 31, 2023 reflects the combined results of Rogers including Shaw for the period since the Shaw Transaction closed in April 2023 to December 2023 and standalone Rogers results prior to April 2023. To illustrate the results of a combined Rogers and Shaw as if the Shaw Transaction had closed at the beginning of the trailing 12-month period, we have also disclosed a pro forma trailing 12-month adjusted EBITDA and pro forma debt leverage ratio. Pro forma trailing 12-month adjusted EBITDA incorporates an amount representing the results of Shaw's adjusted EBITDA, adjusted to conform to Rogers' accounting policies, for the three months beginning January 1, 2023.

These pro forma metrics are presented for illustrative purposes only and do not purport to reflect what the combined company's actual operating results or financial condition would have been had the Shaw Transaction occurred on the date indicated, nor do they purport to project our future financial position or operating results and should not be taken as representative of our future financial position or consolidated operating results.

As a result of the significant debt we issued to finance the Shaw Transaction, and as planned when the Shaw Transaction was first announced, our debt leverage ratio increased. As at December 31, 2024 our debt leverage ratio was 4.5 (2023 – 5.0, or 4.7 on an as adjusted basis to include trailing 12-month adjusted EBITDA of a combined Rogers and Shaw as if the Shaw Transaction had closed on January 1, 2023). In order to meet our stated objective of returning our debt leverage ratio to approximately 3.5 within 36 months of closing the Shaw Transaction, we intend to manage our debt leverage ratio through combined operational synergies, organic growth in adjusted EBITDA, proceeds from asset sales and monetizations, equity financing, and debt repayment, as applicable.

See "Overview of Financial Position" for more information.

PENSION OBLIGATIONS

Our defined benefit pension plans were in a net asset position of approximately $175 million as at December 31, 2024 (2023 – net asset position of $76 million). During 2024, our net deferred pension asset increased by $99 million primarily as a result of changes in certain financial assumptions underlying the value of the defined benefit obligation.

We made a total of $5 million (2023 – $19 million) of contributions to our funded defined benefit pension plans this year. We expect our total estimated funding requirements for our funded defined benefit pension plans to be nil in 2025 and to be adjusted annually thereafter based on various market factors, such as interest rates, expected returns, and staffing assumptions.

Changes in factors such as the discount rate, participation rates, increases in compensation, and the expected return on plan assets can affect the accrued benefit obligation, pension expense, and the deficiency of plan assets over accrued obligations in the future. See "Accounting Policies" for more information.

Pension plans purchase of annuities
In July 2024 and July 2023, our defined benefit pension plans purchased approximately $147 million and $737 million, respectively, of annuities from insurance companies for substantially all the retired members in the plans at those times. The aggregate premiums for the annuities were funded by selling a corresponding amount of existing assets from the plans. The purchase of the annuities relieves us of primary responsibility for, and eliminates risk associated with, the accrued benefit obligation for the retired members. The annuity purchases required a remeasurement of the pension plan assets and liabilities at the date of purchase. There was no significant impact to net income related to the annuity purchases.

FINANCIAL RISK MANAGEMENT

We use derivative instruments to manage risks related to our business activities, summarized as follows:

Derivative	The risk they manage	Types of derivative instruments
Debt derivatives	Impact of fluctuations in foreign exchange rates on principal and interest payments for US dollar-denominated senior and subordinated notes and debentures, credit facility borrowings, commercial paper borrowings, and certain lease liabilities	Cross-currency interest rate exchange agreements Forward cross-currency interest rate exchange agreements Forward foreign exchange agreements
Expenditure derivatives	Impact of fluctuations in foreign exchange rates on forecast US dollar-denominated expenditures	Forward foreign exchange agreements and foreign exchange option agreements
Equity derivatives	Impact of fluctuations in share price of our Class B Non-Voting Shares on stock-based compensation expense	Total return swap agreements
Virtual power purchase agreement	Impact of fluctuations in market rates for electricity	Virtual power purchase agreement

We also manage our exposure to fixed and fluctuating interest rates and we have fixed the interest rate on 90.8% (2023 - 85.6%) of our debt, including short-term borrowings, as at December 31, 2024.

DEBT DERIVATIVES

We use cross-currency interest rate agreements and forward foreign exchange agreements (collectively, debt derivatives) to manage risks from fluctuations in foreign exchange rates and interest rates associated with our US dollar-denominated senior notes, debentures, subordinated notes, lease liabilities, credit facility borrowings, and US CP borrowings. We typically designate the debt derivatives related to our senior notes, debentures, subordinated notes, and lease liabilities as hedges for accounting purposes against the foreign exchange risk or interest rate risk associated with specific issued and forecast debt instruments. Debt derivatives related to our credit facility and US CP borrowings have not been designated as hedges for accounting purposes.

Issuance of debt derivatives related to senior notes
Below is a summary of the debt derivatives we entered into related to senior notes during the twelve months ended December 31, 2024. We did not enter into any debt derivatives related to senior notes issued during 2023.

(In millions of dollars, except for coupon and interest rates)	US$			Hedging effect	
Effective date	Principal/Notional amount (US$)	Maturity date	Coupon rate	Fixed hedged (Cdn$) interest rate [1]	Equivalent (Cdn$)
2024 issuances					
February 9, 2024	1,250	2029	5.000%	4.735%	1,684
February 9, 2024	1,250	2034	5.300%	5.107%	1,683

[1] Converting from a fixed US$ coupon rate to a weighted average Cdn$ fixed rate.

Settlement of debt derivatives related to senior notes
In October 2023, we repaid the entire outstanding principal amount of our US$850 million 4.10% senior notes and the associated debt derivatives at maturity, resulting in $288 million received on settlement of the associated debt derivatives.

In March 2023, we repaid the entire outstanding principal amount of our US$500 million 3.00% senior notes and the associated debt derivatives at maturity, resulting in $174 million received on settlement of the associated debt derivatives.

In March 2023, we settled the derivatives associated with our US$1 billion senior notes due 2025, which were not designated as hedges for accounting purposes. We subsequently entered into new derivatives associated with our US$1 billion senior notes due 2025; these derivatives are designated as hedges for accounting purposes. We received net $60 million relating to these transactions.

As at December 31, 2024, we had US$17,250 million of US dollar-denominated senior notes, debentures, and subordinated notes, all of which were hedged using debt derivatives.

	As at December 31	
(In millions of dollars, except exchange rates, percentages, and years)	**2024**	2023
US dollar-denominated long-term debt [1]	**US$ 17,250**	US$ 14,750
Hedged with debt derivatives	**US$ 17,250**	US$ 14,750
Hedged exchange rate	**1.2721**	1.2594
Percent hedged	**100.0%**	100.0%
Amount of borrowings at fixed rates [2]		
Total borrowings	**$ 42,963**	$ 42,813
Total borrowings at fixed rates	**$ 39,008**	$ 36,677
Percent of borrowings at fixed rates	**90.8%**	85.7%
Weighted average interest rate on borrowings	**4.61%**	4.85%
Weighted average term to maturity	**9.8 years**	10.4 years

[1] US dollar-denominated long-term debt reflects the hedged exchange rate and the hedged interest rate.

[2] Borrowings include long-term debt, including the impact of debt derivatives, and short-term borrowings associated with our US CP program, receivables securitization program, and non-revolving credit facilities.

Debt derivatives related to credit facilities and US CP

During the year, we entered into debt derivatives related to our credit facility and US CP borrowings as a result of a favourable interest rate spread obtained from borrowing funds in US dollars. We used these derivatives to offset the foreign exchange and interest rate risk on our US dollar-denominated credit facility and commercial paper borrowings.

Below is a summary of the debt derivatives we entered and settled related to our credit facility borrowings and US CP program during 2024 and 2023.

	Year ended December 31, 2024			Year ended December 31, 2023		
(In millions of dollars, except exchange rates)	Notional (US$)	Exchange rate	Notional (Cdn$)	Notional (US$)	Exchange rate	Notional (Cdn$)
Credit facilities						
Debt derivatives entered	**14,943**	**1.366**	**20,407**	38,205	1.348	51,517
Debt derivatives settled	**17,136**	**1.364**	**23,368**	34,964	1.348	47,126
Net cash received (paid) on settlement			**87**			(10)
US commercial paper program						
Debt derivatives entered	**2,008**	**1.374**	**2,758**	1,803	1.357	2,447
Debt derivatives settled	**1,807**	**1.371**	**2,478**	1,848	1.345	2,486
Net cash received (paid) on settlement			**13**			(20)

Lease liabilities

Below is a summary of the debt derivatives we entered and settled related to our outstanding lease liabilities during 2024 and 2023.

	Year ended December 31, 2024			Year ended December 31, 2023		
(In millions of dollars, except exchange rates)	Notional (US$)	Exchange rate	Notional (Cdn$)	Notional (US$)	Exchange rate	Notional (Cdn$)
Debt derivatives entered	**271**	**1.369**	**371**	274	1.336	366
Debt derivatives settled	**214**	**1.322**	**283**	142	1.310	186

As at December 31, 2024, we had US$416 million notional amount of debt derivatives outstanding related to our outstanding lease liabilities (2023 – US$357 million) with terms to maturity ranging from January 2025 to December 2027 (2023 – January 2024 to December 2026), at an average rate of $1.349/US$ (2023 – $1.329/US$).

EXPENDITURE DERIVATIVES

We use foreign currency derivative contracts (expenditure derivatives) to hedge the foreign exchange risk on the notional amount of certain forecast US dollar-denominated expenditures. Below is a summary of the expenditure derivatives we entered and settled to manage foreign exchange risk related to certain forecast expenditures.

	Year ended December 31, 2024			Year ended December 31, 2023		
(In millions of dollars, except exchange rates)	Notional (US$)	Exchange rate	Notional (Cdn$)	Notional (US$)	Exchange rate	Notional (Cdn$)
Expenditure derivatives entered	**1,140**	**1.340**	**1,528**	1,650	1.325	2,187
Expenditure derivatives acquired	**–**	**–**	**–**	212	1.330	282
Expenditure derivatives settled	**1,200**	**1.325**	**1,590**	1,172	1.262	1,479

The expenditure derivatives noted above have been designated as hedges for accounting purposes.

As at December 31, 2024, we had US$1,590 million of expenditure derivatives outstanding (2023 – US$1,650 million), at an average rate of $1.336/US$ (2023 – $1.325/US$), with terms to maturity ranging from January 2025 to December 2026 (2023 – January 2024 to December 2025).

EQUITY DERIVATIVES

We use total return swap agreements (equity derivatives) to hedge the market price appreciation risk of the Class B Non-Voting Shares granted under our stock-based compensation programs. As at December 31, 2024, we had equity derivatives for 6.0 million (2023 – 6.0 million) Class B Non-Voting Shares with a weighted average price of $53.27 (2023 – $54.02). These derivatives have not been designated as hedges for accounting purposes. We record changes in their fair value as a stock-based compensation expense, or offset thereto, which serves to offset a substantial portion of the impact of changes in the market price of Class B Non-Voting Shares on the accrued value of the stock-based compensation liability for our stock-based compensation programs.

In April 2024, we executed extension agreements for our equity derivative contracts under substantially the same commitment terms and conditions with revised expiry dates to April 2025 (from April 2024) and the weighted average cost was adjusted to $53.27 per share.

In June 2023, we entered into 0.5 million equity derivatives with a weighted average price of $58.14 as a result of the issuance of additional performance restricted share units in 2023.

CASH SETTLEMENTS ON DEBT DERIVATIVES AND FORWARD CONTRACTS

Below is a summary of the net proceeds (payments) on settlement of debt derivatives and forward contracts during the years ended December 31, 2024 and 2023.

	Year ended December 31, 2024			Year ended December 31, 2023		
(In millions of dollars, except exchange rates)	US$ settlements	Exchange rate	Cdn$ settlements	US$ settlements	Exchange rate	Cdn$ settlements
Credit facilities			**87**			(10)
US commercial paper program			**13**			(20)
Senior and subordinated notes			**–**			522
Lease liabilities			**7**			–
Net proceeds on settlement of debt derivatives and forward contracts			**107**			492

MARK-TO-MARKET VALUE

We record our derivatives using an estimated credit-adjusted, mark-to-market valuation, calculated in accordance with IFRS.

(In millions of dollars, except exchange rates)	As at December 31, 2024 Notional amount (US$)	Exchange rate	Notional amount (Cdn$)	Fair value (Cdn$)
Debt derivatives accounted for as cash flow hedges:				
As assets	11,116	1.2510	13,906	**1,194**
As liabilities	6,550	1.3127	8,598	**(842)**
Debt derivatives not accounted for as hedges:				
As assets	666	1.4282	951	**7**
As liabilities	696	1.4421	1,004	**(2)**
Net mark-to-market debt derivative asset				**357**
Expenditure derivatives accounted for as cash flow hedges:				
As assets	1,590	1.3362	2,125	**132**
Net mark-to-market expenditure derivative asset				**132**
Equity derivatives not accounted for as hedges:				
As liabilities	–	–	320	**(54)**
Net mark-to-market equity derivative liability				**(54)**
Virtual power purchase agreement not accounted for as hedges:				
As liabilities	–	–	–	**(10)**
Net mark-to-market virtual power purchase agreement				
Net mark-to-market asset				**425**

(In millions of dollars, except exchange rates)	As at December 31, 2023 Notional amount (US$)	Exchange rate	Notional amount (Cdn$)	Fair value (Cdn$)
Debt derivatives accounted for as cash flow hedges:				
As assets	4,557	1.1583	5,278	599
As liabilities	10,550	1.3055	13,773	(1,069)
Debt derivatives not accounted for as hedges:				
As liabilities	3,354	1.3526	4,537	(101)
Net mark-to-market debt derivative liability				(571)
Expenditure derivatives accounted for as cash flow hedges:				
As assets	600	1.3147	789	4
As liabilities	1,050	1.3315	1,398	(19)
Net mark-to-market expenditure derivative liability				(15)
Equity derivatives not accounted for as hedges:				
As assets	–	–	324	48
Net mark-to-market equity derivative asset				48
Net mark-to-market liability				(538)

DIVIDENDS AND SHARE INFORMATION

DIVIDENDS

Below is a summary of the dividends that have been declared and paid on RCI's outstanding Class A Shares and Class B Non-Voting Shares.

Declaration date	Record date	Payment date	Dividend per share (dollars)	Dividends paid (in millions of dollars) In cash	In Class B Non-Voting Shares	Total	Number of Class B Non-Voting Shares issued (in thousands) [1]
January 31, 2024	March 11, 2024	April 3, 2024	0.50	183	83	266	1,552
April 23, 2024	June 10, 2024	July 5, 2024	0.50	185	81	266	1,651
July 23, 2024	September 9, 2024	October 3, 2024	0.50	181	86	267	1,633
October 23, 2024	December 9, 2024	January 3, 2025	0.50	185	84	269	1,943
February 1, 2023	March 10, 2023	April 3, 2023	0.50	252	–	252	–
April 25, 2023	June 9, 2023	July 5, 2023	0.50	264	–	264	–
July 25, 2023	September 8, 2023	October 3, 2023	0.50	191	74	265	1,454
November 8, 2023	December 8, 2023	January 2, 2024	0.50	190	75	265	1,244

[1] Class B Non-Voting Shares are issued as partial settlement of our quarterly dividend payable on the payment date under the terms of our dividend reinvestment plan (DRIP).

On January 29, 2025, the Board declared a quarterly dividend of $0.50 per Class A Voting Share and Class B Non-Voting Share, to be paid on April 2, 2025, to shareholders of record on March 10, 2025.

We currently expect that the remaining record and payment dates for the 2025 declaration of dividends will be as follows, subject to the declaration by the Board each quarter at its sole discretion.

Declaration date	Record date	Payment date
April 22, 2025	June 9, 2025	July 3, 2025
July 22, 2025	September 8, 2025	October 3, 2025
October 22, 2025	December 8, 2025	January 2, 2026

OUTSTANDING COMMON SHARES

	As at December 31	
	2024	2023
Common shares outstanding [1]		
Class A Voting	**111,152,011**	111,152,011
Class B Non-Voting	**424,949,191**	418,868,891
Total common shares	**536,101,202**	530,020,902
Options to purchase Class B Non-Voting Shares		
Outstanding options	**9,707,847**	10,593,645
Outstanding options exercisable	**6,135,190**	4,749,678

[1] Holders of Class B Non-Voting Shares are entitled to receive notice of and to attend shareholder meetings; however, they are not entitled to vote at these meetings except as required by law or stipulated by stock exchanges. If an offer is made to purchase outstanding Class A Shares, there is no requirement under applicable law or our constating documents that an offer be made for the outstanding Class B Non-Voting Shares, and there is no other protection available to shareholders under our constating documents. If an offer is made to purchase both classes of shares, the offer for the Class A Shares may be made on different terms than the offer to the holders of Class B Non-Voting Shares.

As at February 28, 2025, 111,152,011 Class A Shares, 426,892,268 Class B Non-Voting Shares, and 9,592,909 options to purchase Class B Non-Voting Shares were outstanding.

On April 3, 2023, we issued 23.6 million Class B Non-Voting Shares as partial consideration for the Shaw Transaction.

We use the weighted average number of shares outstanding to calculate earnings per share and adjusted earnings per share.

	Years ended December 31	
(Number of shares in millions)	**2024**	2023
Basic weighted average number of shares outstanding	**534**	523
Diluted weighted average number of shares outstanding	**535**	524

PREFERRED SHARES

In relation to our issuances of subordinated notes in prior years, the Board approved the creation of new Series I and Series II preferred shares, respectively. Series I has been authorized for up to 3.3 million preferred shares and Series II has been authorized for up to 1.4 million preferred shares. Both series have no voting rights, par values of $1,000 per share, and will be issued automatically upon the occurrence of certain events involving a bankruptcy or insolvency of RCI to holders of the respective subordinated notes.

COMMITMENTS AND CONTRACTUAL OBLIGATIONS

CONTRACTUAL OBLIGATIONS

Below is a summary of our obligations under firm contractual arrangements as at December 31, 2024. See notes 4, 19, and 30 to our 2024 Audited Consolidated Financial Statements for more information. In addition to the below, our share of commitments relating to associates and joint ventures is $432 million. We also have a commitment to acquire Bell's indirect 37.5% ownership stake in MLSE for a purchase price of $4.7 billion subject to certain adjustments (see "MLSE Transaction").

(In millions of dollars)	Less than 1 Year	1-3 Years	4-5 Years	After 5 Years	Total
Short-term borrowings	2,959	–	–	–	2,959
Accounts payable and accrued liabilities	4,059	–	–	–	4,059
Long-term debt [1,2]	3,696	8,970	5,799	24,421	42,886
Net interest payments	1,925	3,303	2,528	13,480	21,236
Lease liabilities	587	1,084	406	1,469	3,546
Debt derivative instruments [3]	(191)	(392)	(115)	(2,222)	(2,920)
Expenditure derivative instruments [3]	(122)	(42)	–	–	(164)
Player contracts [4]	190	206	109	–	505
Purchase obligations [5]	635	781	494	924	2,834
Property, plant and equipment	220	194	96	101	611
Program rights [6]	856	921	586	1,082	3,445
Other long-term financial liabilities	1	2	42	4	49
Total	14,815	15,027	9,945	39,259	79,046

[1] Principal obligations of long-term debt (including current portion) due at maturity.
[2] Reflects repayment of the subordinated notes issued in December 2021 and February 2022 on the five-year anniversary.
[3] Net (receipts) disbursements due at maturity. US dollar amounts have been translated into Canadian dollars at the year-end exchange rate.
[4] Toronto Blue Jays players' salary contracts into which we have entered and are contractually obligated to pay.
[5] Contractual obligations under service, product, and wireless device contracts to which we have committed.
[6] Agreements into which we have entered to acquire broadcasting rights for periods in excess of one year at contract inception.

OFF-BALANCE SHEET ARRANGEMENTS

GUARANTEES

As a regular part of our business, we enter into agreements that provide for indemnification and guarantees to counterparties in transactions involving business sale and business combination agreements, sales of services, and purchases and development of assets. Due to the nature of these indemnifications, we are unable to make a reasonable estimate of the maximum potential amount we could be required to pay counterparties. Historically, we have not made any significant payment under these indemnifications or guarantees. See note 29 to our 2024 Audited Consolidated Financial Statements.

Governance at Rogers

Rogers is a family-founded, family-controlled company and we take pride in our proactive and disciplined approach to ensuring that our governance structure and practices instill confidence in our shareholders.

Voting control of RCI is held by the Rogers Control Trust (the Trust), the beneficiaries of which are members of the Rogers family. The Trust holds voting control of RCI for the benefit of successive generations of the Rogers family via the Trust's ownership of 98% of the outstanding Class A Shares of RCI (2023 – 98%). Members of the Rogers family are substantial stakeholders and owned approximately 27% of our equity as at December 31, 2024 (2023 – 28%) through their ownership of a combined total of 147 million (2023 – 147 million) Class A Shares and Class B Non-Voting Shares. As a result, the Trust is able to elect all members of the Board and to control the vote on most matters submitted to shareholders, whether through a shareholder meeting or a written consent resolution.

The Board is currently made up of 14 directors who bring a rich mix of experience as business leaders in North America. Each of our directors is firmly committed to effective governance, strong oversight, and the ongoing creation of shareholder value. The Board as a whole is committed to sound corporate governance and continually reviews its governance practices and benchmarks them against acknowledged leaders and evolving legislation. The Board believes that Rogers' governance system is effective and that there are appropriate structures and procedures in place.

GOVERNANCE BEST PRACTICES

We have adopted many best practices for effective governance, including:

- separating the CEO and Executive Chair roles;
- appointing an independent lead director;
- adopting formal corporate governance policies and charters;
- adopting a code of business conduct and whistleblower hotline;
- establishing director share ownership requirements;
- conducting Board and committee in camera discussions;
- performing annual reviews of Board and Committee performance;
- conducting Audit and Risk Committee meetings with internal and external auditors;
- creating an orientation program for new directors;
- conducting regular Board and committee education sessions;
- empowering committees to retain independent advisors; and
- establishing director material relationship standards.

The Board currently consists of 10 independent directors and 4 non-independent directors.

We comply with all relevant corporate governance guidelines and standards as a Canadian public company listed on the TSX and as a foreign private issuer listed on the NYSE in the US.

BOARD OVERSIGHT

The Board delegates certain responsibilities to its eight standing committees to ensure proper oversight and accountability. The below outlines the responsibilities of the eight committees:

- Audit and Risk Committee – reviews our accounting policies and practices, the integrity of our financial reporting processes and procedures, and the financial statements and other relevant disclosure for release to shareholders and the public. It assists the Board in its oversight of our compliance with legal and regulatory requirements for financial reporting, assesses our accounting and financial control systems, and evaluates the qualifications, independence, and work of our internal and external auditors. It also reviews risk management policies and associated processes used to manage major risk exposures, including relating to cybersecurity.
- Corporate Governance Committee – assists the Board to ensure it has appropriate systems and procedures for carrying out its responsibilities. This committee develops governance policies and practices, recommends them to the Board for approval, and leads the Board in its periodic review of Board and committee performance.
- Nominating Committee – identifies prospective candidates to serve on the Board. Nominated directors can be elected by shareholders at a meeting, appointed by the Board, or appointed by written consent resolution. The committee also recommends nominees for each Board committee, including each committee chair.
- Human Resources Committee – assists the Board in monitoring, reviewing, and approving compensation and benefit policies and practices. It is also responsible for recommending the compensation of senior management and monitoring senior executive succession planning.
- ESG Committee – assists the Board in fulfilling its oversight responsibilities of relevant environmental sustainability, social responsibility, and governance policies, strategies, and programs and the actions we can take to be a responsible corporate citizen. Our CEO is responsible for sustainability and social impact from a management perspective and is supported by the Chief Corporate Affairs Officer and an Environmental, Social and Governance (ESG) Operating Group composed of senior leaders from across the organization to drive accountability around advancing efforts.
- Executive Committee – approves the final terms of transactions previously approved by the Board and monitors the implementation of policy initiatives adopted by the Board.
- Finance Committee – reviews our investment strategies, general debt, and equity structure and reports on them to the Board.
- Pension Committee – oversees the administration of our retiree pension plans and reviews the investment performance and provisions of the plans.

Further information regarding our corporate governance practices is available on our Investor Relations website, including:

- a complete statement of our corporate governance practices;
- our codes of conduct and ethics;
- charters for each of the Board's standing committees;
- director biographies; and
- a summary of the differences between the NYSE corporate governance rules that apply to US-based companies and our governance practices as a foreign private issuer listed on the NYSE.

Board of Directors and its Standing Committees

● Chair ○ Member

As at March 6, 2025

	Audit and Risk	Corporate Governance	ESG	Executive	Finance	Human Resources	Nominating	Pension
Edward S. Rogers [1]				●	●		●	
Michael J. Cooper								○
Trevor English	○		○					○
Ivan Fecan	○	○				●		
Robert J. Gemmell [2]	●	●		○	○		○	
Jan L. Innes			●			○	○	●
Diane A. Kazarian	○					○		
Dr. Mohamed Lachemi		○						○
David A. Robinson				○		○	○	
Lisa A. Rogers			○					
Bradley S. Shaw					○			
Chief Wayne Sparrow			○					
Tony Staffieri								
John H. Tory		○			○			

[1] Executive Chair of the Board
[2] Lead Director

INCOME TAX AND OTHER GOVERNMENT PAYMENTS

We proactively manage our tax affairs to enhance our business decisions and optimize after-tax free cash flow available for investment in our business and shareholder returns. We have comprehensive policies and procedures to ensure we are compliant with all tax laws and reporting requirements, including filing and making all income and sales tax returns and payments on a timely basis. As part of this process, we pursue open and cooperative relationships with revenue authorities to minimize audit effort and reduce tax uncertainty. We also engage with government policy makers on taxation matters that affect Rogers and its shareholders, employees, customers, and other stakeholders.

INCOME TAX PAYMENTS

Our total income tax expense of $572 million in 2024 was slightly lower than the expense computed on our accounting income at the statutory rate of 26.2% as a result of non-taxable stock-based compensation and changes in prior year estimates. Cash income tax payments totaled $545 million in 2024. The primary reasons our cash income tax is lower than our income tax expense are the timing of installment payments and the significant capital investment we continue to make in our wireless and cable networks throughout Canada. Similar to tax systems throughout the world, Canadian tax laws permit investments in such productivity-enhancing assets to be deducted for tax purposes more quickly than they are depreciated for financial statement purposes.

OTHER GOVERNMENT PAYMENTS

In addition to paying income tax on the profits we earn, we contribute significantly to Canadians by paying taxes and fees to, or mandated by, federal, provincial, and municipal governments, including:

- various taxes on the salaries and wages we pay (payroll taxes) to approximately 24,000 employees;
- property and business taxes;
- unrecoverable sales taxes and custom duties; and
- broadcast, spectrum, and other regulatory fees.

As outlined in the table below, the total cost to Rogers of these payments in 2024 was $1,592 million.

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Income taxes paid	**545**	439
Add:		
Unrecoverable sales taxes paid	**11**	11
Payroll taxes paid	**179**	187
Regulatory and spectrum fees paid [1]	**786**	723
Property and business taxes paid	**71**	72
Taxes paid and other government payments [2]	**1,592**	1,432

[1] Includes an allocation of $442 million (2023 – $418 million) relating to the $3.3 billion, $24 million, $1.7 billion, $3.3 billion, and $475 million we paid for the acquisition of spectrum licences in 2014, 2015, 2019, 2021, and 2024, respectively.
[2] Taxes paid and other government payments is a non-GAAP financial measure. This is not a standardized financial measure under IFRS and might not be comparable to similar financial measures disclosed by other companies. See "Non-GAAP and Other Financial Measures" for more information about this measure.

We also collected on behalf of the government $2,594 million in sales taxes on our products and services and $872 million in employee payroll taxes.

Risk Management

We strive to continually strengthen our risk management capabilities to protect and enhance shareholder value. The purpose of risk management is not to eliminate risk but to optimize trade-offs between risk and return to maximize value to the organization. As such, we will knowingly take certain risks to generate earnings and encourage innovation that advance us as a customer-centric market leader. To maintain our reputation and trust, we will always work to ensure the impacts (financial, operational, strategic, regulatory, privacy, and cyber security) of our risk-taking activities are understood and are in line with our strategic objectives and company values.

RISK GOVERNANCE

The Board has overall responsibility for risk governance and oversees management in identifying the key risks we face in our business and implementing appropriate risk assessment processes to manage these risks. It delegates certain risk oversight and management duties to the Audit and Risk Committee.

The Audit and Risk Committee discusses risk policies with management and the Board and assists the Board in overseeing our compliance with legal and regulatory requirements.

The Audit and Risk Committee also reviews:

- the adequacy of the internal controls that have been adopted to safeguard assets from loss and unauthorized use, to prevent, deter, and detect fraud, and to ensure the accuracy of the financial records;
- the processes for identifying, assessing, and managing risks;
- our exposure to major risks and trends and management's implementation of risk policies and actions to monitor and control these exposures, including cybersecurity, privacy, technology, and environmental;
- the implementation of new major systems and changes to existing major systems;
- our business continuity and disaster recovery plans;
- any special audit steps adopted due to material weaknesses or significant deficiencies that may be identified; and
- other risk management matters from time to time as determined by the Audit and Risk Committee or directed by the Board.

ENTERPRISE RISK MANAGEMENT

Our Enterprise Risk Management (ERM) program uses the "3 Lines of Defence" framework to identify, assess, manage, monitor, and communicate risks. Our business units and departments, led by the Executive Leadership Team, are the first line of defence and are accountable for managing or accepting the risks. Together, they identify and assess key risks, define controls and action plans to minimize these risks, and enhance our ability to meet our business objectives.

ERM is the second line of defence. ERM helps management identify the key and emerging risks in meeting our corporate and business unit objectives in line with our risk appetite. At the business unit and department level, ERM works with management to provide governance and advice in managing the key risks and associated controls to mitigate these risks. Business Continuity is a function within ERM which also assists the business in mitigating key risks. Specifically, the Business Continuity function oversees incident management and planning to maintain customer service, operation of our network and businesses in the event of threats and natural disasters. Such threats include cyberattacks or equipment failures that could cause various degrees of network outages; supply chain disruptions; natural disaster threats; epidemics; pandemics; and political instability. Our ERM program also includes insurance coverage allowing us to transfer certain risks. Lastly, ERM works with Internal Audit to monitor the adequacy and effectiveness of controls to reduce risks to an acceptable level.

Annually, ERM carries out a corporate risk assessment. The assessment includes reviewing risk and audit reports and industry benchmarks and conducting an annual risk survey of all senior leaders. Based on the survey results, ERM, in consultation with senior management, identifies the key risks to achieving our corporate objectives. ERM reports the results of the annual corporate risk assessment to the Executive Leadership Team, the Audit and Risk Committee, and the Board and provides quarterly risk updates.

ERM also facilitates management's completion of the financial statement fraud risk assessment which aims to ensure there is no potential fraud or misstatement in our financial statements and disclosures and to assess whether controls are adequately designed and operating effectively to mitigate financial statement fraud risk.

Internal Audit is the third line of defence. Internal Audit is an independent and objective assurance function that evaluates the design and operational effectiveness of internal controls and risk management processes supporting the mitigation of risks that may affect the achievement of our objectives.

The Executive Leadership Team and the Audit and Risk Committee are responsible for approving our enterprise risk policies. Our ERM methodology and policies rely on the expertise of our management and employees to identify risks and opportunities and implement risk mitigation strategies as required.

RISKS AND UNCERTAINTIES AFFECTING OUR BUSINESS

This section describes the principal risks and uncertainties that could have a material adverse effect on our business and financial results. Any discussion about risks should be read in conjunction with "About Forward-Looking Information".

CYBERSECURITY

Our industry is vulnerable to cybersecurity attacks that are growing in both frequency and complexity. Cybersecurity attacks are perpetrated by a variety of groups and persons, including cybercriminals and state-sponsored threat actors. Some of these perpetrators reside in jurisdictions where law enforcement measures to address such attacks are ineffective or unavailable. Additionally, the introduction of 5G, cloud computing, increased digitization, and the use of emerging technologies such as generative artificial intelligence (gen AI) have resulted in an increase in cybersecurity risks and more complex cybersecurity attacks. Rogers, along with our third-party providers, employs systems and network infrastructure that are subject to cyberattacks,

which may include theft of assets, unauthorized access to proprietary or sensitive information, destruction or corruption of data, ransomware attacks, or operational disruption. A significant cyberattack against our critical network infrastructure and supporting information systems (or those of our third-party providers) could result in service disruptions, litigation, loss of customers, incurring significant costs, or reputational damage.

We routinely work with third-party providers, including cloud service providers, whose products and services are used in our business operations. These third-party providers have experienced cybersecurity attacks in the past and, based on industry trends, we expect will continue to experience cybersecurity attacks that attempt to obtain unauthorized access to our sensitive information or create operational disruptions.

We continue to experience social engineering attacks targeting our team members, customers, and third-party providers. These attacks, often perpetrated by organized cybercriminal groups, involve persuading the targeted individuals to disclose sensitive information, plant malicious software, share their access credentials, or take other fraudulent actions that are then used to steal data or carry out unauthorized changes to our customers' accounts.

We have an information and cybersecurity program that includes established cyber governance practices designed to reinforce the importance of remaining a secure, vigilant, and resilient organization. Our ongoing success depends on protecting our sensitive data and key service delivery systems, including personal information about our customers and personnel. We rely on security awareness training, policies, procedures, and IT systems to protect this information. Success also depends on our continuing to monitor through risk management programs, leveraging external threat intelligence and significant partnerships, internal monitoring, reviewing industry practices, and implementing controls as appropriate to maintain ongoing cyber resilience. We have established incident response plans and regularly conduct cybersecurity exercises to increase preparedness for cybersecurity breaches, intrusions, and attacks.

External threats to the network and our business are constantly changing and there is no assurance we will be able to protect the network from all future threats. The impact of such attacks may affect our customer service, key service delivery systems, or our financial results. We continue to invest in our cybersecurity program and conduct regular assessments to test our resiliency.

PRIVACY

In the evolving digital world, privacy and the ways in which organizations handle personal information are becoming increasing priorities for consumers. Ensuring appropriate governance over this data has become even more critical. As the move to digital transactions accelerated over the past several years, companies continued to gain greater amounts of data on customers and employees. The nature of the products and services we offer our customers means we are entrusted with a significant amount of personal information. This means ensuring appropriate safeguards and privacy protections are in place is a priority for us. We are the stewards of this data and this responsibility is of the utmost importance to us. If a privacy breach were to occur and personal information was made public, there could be a material adverse effect on our reputation and our business.

Our customers expect us to responsibly collect, use, and disclose personal information, while keeping it secure. Lawmakers and regulators recognize this consumer priority, resulting in expected changes to privacy laws and greater regulatory oversight, guidance, and expectations for businesses in how they treat the personal information under their custody and control.

Our customer privacy policy transparently discloses how we handle personal information. It is reviewed regularly and updated as laws or our handling of personal information changes. If there are changes to our privacy policy, we ensure our customers are notified in a timely manner.

TECHNOLOGY

New technologies

Our network plans assume the availability of new technology for both wireless and wireline networks, including 5G technology in the wireless industry and future DOCSIS enhancements and evolutions in the wireline industry. While we work with industry standards bodies and our vendors to ensure timely delivery of new technology, there are no assurances these technologies will be available as and when required. Delays in the availability of the new technologies may adversely impact our go-to-market plans for offering new products and services to our customers.

As new technologies become available, a substantial portion of our future revenue growth could come from new and advanced services, and we will need to continue to invest significant capital resources to develop our networks and implement in an agile framework to meet customer and business demands. It is possible, however, that there may not be sufficient consumer demand, or that we may not anticipate or satisfy demand for certain products and services or be able to offer or market these new products and services successfully to subscribers. If we do not attract subscribers to new products and services profitably or keep pace with changing consumer preferences, we could experience slower revenue growth and increased churn. This could have a material adverse effect on our business, results of operations, and financial condition.

Several technologies have affected the way our services are delivered, including:

- broadband;
- IP-based voice, data, and video delivery services;
- increased use of optical fibre technologies to businesses and residences;
- broadband wireless access and wireless services using a radio frequency spectrum to which we may have limited or no access; and
- applications and services using cloud-based technology, independent of carrier or physical connectivity.

These technologies may also lead to significantly different cost structures for users and therefore affect the long-term viability of some of our current technologies. Some of these technologies have allowed competitors to enter our markets with similar products or services at lower costs. These competitors may also be larger and/or have greater access to financial resources. Additional competitors with advances in technology, such as high-speed Internet service from low Earth orbit satellite operators like Starlink, have entered the Canadian market and could have a material adverse impact on our results of operations.

The continued emergence and growth of subscriber-based satellite and digital radio products could affect AM and FM radio audience listening habits and have a negative effect on the results of our radio stations. Certain audiences are also migrating away from traditional broadcast platforms to the Internet as more video and audio content streaming becomes available.

Reliance on technology

Our technologies, processes, and systems are operationally complex and increasingly interconnected. Further, our businesses depend on IT systems for day-to-day operations and critical elements of our network infrastructure and IT systems are concentrated in various physical facilities. If we are unable to operate our systems, make enhancements to accommodate customer growth and new products and services, or if our systems experience disruptions or failures, it could have an adverse effect on our ability to acquire new subscribers, service customers, manage churn, produce accurate and timely subscriber invoices, generate revenue growth, and manage operating expenses. This could have a material adverse impact on our business, results of operations, and financial condition.

Impact of failures on customer service

Customers have high expectations of reliable and consistent performance of our networks. Failure to maintain high service levels and to effectively manage network traffic could have an impact on the customer experience, potentially resulting in an increase in customer churn. Due to the increased demand and traffic on our networks, there could be capacity and congestion pressures. If our networks or key network or IT components fail, it could, in some circumstances, result in a loss of service for our customers for certain periods and have a material adverse effect on our business, results of operations, and financial condition.

We work to protect our networks and our services from the impact of natural disasters and major weather events such as ice storms, wind storms, forest fires, flooding, earthquakes, or landslides where it is necessary and feasible to do so. There are no assurances that a future event will not cause service outages and that such outages would not affect our results. Service disruptions or outages could also affect our operations if not quickly resolved, potentially causing a risk of billing delays or errors. If we fail to have appropriate response strategies and protocols in place to handle service outages in the face of these types of events, they could have an impact on our revenue and our customer experience. Recovering from these disasters could require significant resources and remediation costs, which are difficult to estimate.

Satellite

We currently utilize two satellites (Anik F3 and Anik G1) owned by Telesat to provide satellite TV services to customers. Anik F2, which we had previously used, was proactively removed from service for our direct-to-home customers on February 29, 2024, following Telesat's public disclosure of anomalies with two of four station-keeping thrusters and the resulting service interruptions. Any future anomalies with, or failure of any remaining satellite could negatively affect customer service and our relationships with our customers and may have a material adverse effect on our reputation, operations, and/or financial results.

We do not maintain insurance coverage for the transponders on Anik F3 or Anik G1, including business interruption insurance, that would cover damage related to the loss of use of one or more of the transponders on the satellites.

The provision of Internet connectivity in rural areas by new entrants leveraging low Earth orbit satellite technology, or expanded broadband or wireless infrastructure from legacy providers, could also result in declining subscriber trends among Satellite customers.

COMPETITIVE INTENSITY

Competitive behaviour and market dynamics are continuously changing in our fast-paced industry. There is no assurance that our current or future competitors will not provide services that are superior to ours or at lower prices, adapt more quickly to evolving industry trends or changing market requirements, enter markets in which we operate, or introduce competing services. The federal government also continues to promote competition and affordability, and is committed to universal high-speed Internet for every Canadian by 2030. Canadian regulators continue to consider whether the regulatory framework governing wholesale wireline and wireless access should be expanded. Any of these factors could increase churn or reduce our business market share or revenue.

Depending on various factors, including economic conditions and responses from our competitors or current and potential customers, we may need to change our pricing offers to attract new customers and retain existing subscribers. As wireless penetration of the population deepens, new wireless customers may generate lower average monthly revenue, which could slow revenue growth.

Global technology giants continue to increase content spending in new markets, such as sports media, resulting in increased competition for our Media and Cable segments. This may result in an increase in churn as customers now have additional choices of supplementary sources of media content.

Competition is increasing for content programming rights from both traditional linear television broadcasters and online competitors. Online providers have moved towards self-made, self-hosted exclusive content, and are aggressively competing for rights such that traditional broadcasters may not gain access to desirable programming. Overall increased competition for content could increase costs of programming rights. As broadcasters and distributors sign longer-term agreements to secure programming rights, this could affect the availability of desirable programming rights and result in lower revenue due to a lack of access to these rights. Lower revenue in turn could adversely affect the operating results of our business if we are unable to recover programming investments through advertising revenue and subscription fee increases that reflect the market.

In addition, the CRTC Broadcasting Distribution Regulations do not allow cable operators to obtain exclusive contracts in buildings where it is technically feasible to install two or more transmission systems.

Continued deployments of fibre networks by competitors may lead to an increase in the reach, speed, and stability of their wireline services. This could result in an increase in churn in our Cable services.

Improvements in the quality of streaming video over the Internet, coupled with increasing availability of television shows and movies through OTT content providers, has resulted in competition for

viewership and increased competition for Canadian cable television service providers. As a result, cord-cutting and cord-shaving has increased and continues to increase as consumers continue to withdraw from traditional cable services. If advances in technology are made to any alternative Canadian multi-channel broadcasting distribution system, our cable services may face increased competition. In addition, as the technology for wireless Internet continues to develop, it is, in some instances, replacing traditional wireline Internet.

REGULATORY RISKS

Changes in regulations or the regulatory framework under which we operate

Substantially all of our business activities are regulated by Innovation, Science and Economic Development Canada (ISED Canada) and/or the CRTC. Any regulatory changes or decisions could adversely affect our consolidated results and financial condition. The ongoing proceedings with the most significant potential impact on our business are various matters related to the regulatory framework governing wholesale wireline and wireless access (see "Regulation in our Industry" and "Litigation Risks").

Regulatory changes or decisions made by regulators could adversely impact our results. This regulation relates to, among other things, licensing and related fees, competition, the television programming services we must distribute, wireless and wireline interconnection agreements, the rates we may charge to provide access to our networks by third parties, the resale of our networks and roaming on our networks, our operation and ownership of communications systems, and our ability to acquire an interest in other communications systems. In addition, the costs of providing services may be increased from time to time as a result of compliance with industry or legislative initiatives to address consumer protection concerns or issues such as copyright, privacy, cybercrime, and lawful access.

Generally, our licences are granted for a specified term and are subject to conditions. These licensing conditions, including the related fees, may be modified at any time by the regulators. The regulators may decide not to renew a licence when it expires, and any failure by us to comply with the conditions on the maintenance of a licence could result in a revocation or forfeiture of any of our licences or the imposition of fines. Our wireless and broadcasting licences generally may not be transferred without regulatory approval.

The licences include conditions requiring us to comply with Canadian ownership restrictions of the applicable legislation. We are currently in compliance with all of these Canadian ownership and control requirements. If these requirements were violated, we would be subject to various penalties, possibly including the loss of a licence.

Spectrum

Radio spectrum is one of the fundamental assets required to carry on our Wireless business. Our ability to continue to offer and improve current services and to offer new services depends on, among other factors, continued access to, and deployment of, adequate spectrum, including the ability to both renew current spectrum licences and acquire new spectrum licences.

If we cannot acquire and retain needed spectrum, whether due to unfavourable spectrum auction rules, licence conditions, or other factors, we may not be able to continue to offer and improve our current services and deploy new services on a timely basis, including providing competitive data speeds our customers want. As a result, our ability to attract and retain customers could be adversely affected. In addition, an inability to acquire and retain needed spectrum could affect network quality and result in higher capital expenditures.

Changes to government spectrum fees could significantly increase our payments and therefore materially reduce our net income.

Radio frequency emissions

From time to time, media and other reports have highlighted alleged links between radio frequency emissions from wireless devices (including new 5G technology) and various health concerns, including cancer, and interference with various medical devices, including hearing aids and pacemakers. This may discourage the use of wireless devices or expose us to potential litigation even though there are no definitive reports or studies stating that these health issues are directly attributable to radio frequency emissions. Future regulatory actions may result in more restrictive standards on radio frequency emissions from low-powered devices like wireless devices. We cannot predict the nature or extent of any restrictions.

Obtaining access to support structures and municipal rights of way

To build and support the rollout of 5G, and to continue upgrading our wireline network, we must have access to support structures and municipal rights of way to install equipment on municipal poles and buildings, and on Indigenous land. Under the Telecommunications Act, the CRTC has jurisdiction over support structures owned by telecommunication carriers and municipal rights of way. The CRTC's jurisdiction does not extend to electrical utility support structures, which are regulated by provincial utility authorities.

CUSTOMER EXPERIENCE

Our customers' loyalty and their likelihood to recommend Rogers are both dependent upon our ability to provide a service experience that meets or exceeds their expectations, both in terms of service level and value for money. We handle tens of millions of customer interactions annually, ranging from potential new customers making in-store and online purchases to existing customers calling for technical support and everything in between. We understand that every time a customer uses one of our services, such as making a call or browsing the Internet on their wireless device, watching their favourite show using their Internet or television services, or listening to one of our radio stations, their experience affects all future interactions with any Rogers brand. If our services do not deliver the usage experience our customers expect from us, and if we do not have clear, simple, and fair interactions with our customers, it could cause confusion and frustrate our customers and have a negative impact to our reputation or brand. This could also result in lost sales opportunities or customers switching to a competitor for some or all of their services, either of which could have a material adverse impact on our business, results, and financial condition.

Our business is complex and we seek to reduce that complexity through transformational initiatives and simplification. As a result, we operate multiple platforms, billing systems, sales channels, rate plans, brands, and product offerings, all in the context of a large customer base and a workforce that continuously manages through attrition and training. This operational complexity, including the impact of any potential workforce reduction on our response times with customers, may lead to customer confusion or billing, service, or other errors, any of which could adversely impact customer satisfaction, acquisition, and retention.

We operate in multiple lines of business across the country and our products and services impact the lives of millions of Canadians every day. As a result, attention drawn to us in the media for various reasons, including but not limited to customer billing issues, rate increases, service issues, or other customer complaints, could erode our brand reputation and have an adverse impact on customer acquisition and retention, which in turn could impact our business, results, and financial condition.

The advent and growing popularity of AI-based technology solutions provides an opportunity for us to provide a better, cost-effective, and more convenient customer and contact centre agent experience. To the extent we implement these solutions, we must carefully assess and monitor their use for possible challenges that could impact the customer experience or our business. Such risks include customer acceptance (for example, customers could be resistant to interacting with AI), inaccurate responses (which could frustrate customers and damage our reputation), and lack of empathy (risk in handling sensitive or complex issues).

RELIANCE ON SUPPLY CHAIN AND THIRD PARTIES

We have outsourcing, managed service, and supplier arrangements with third parties to provide certain essential components of our business operations to our employees and customers. These include, but are not limited to, certain critical infrastructure components and devices, facilities or property management functions, contact centre support, installation and service technicians, and network and IT functions. If interruptions in these services or at these suppliers occur, including global supply chain issues, it could adversely affect our ability to provide service to our customers, which could have an adverse effect on our revenue and profitability.

MLSE TRANSACTION

Failure to complete the MLSE Transaction

The MLSE Transaction is subject to sports league and regulatory approvals. The required sports league approvals are from the leagues in which MLSE teams are members or participate, including the National Hockey League, the National Basketball Association, Major League Soccer, and the Canadian Football League. Completion of the MLSE Transaction is also subject to other customary closing conditions and, in certain circumstances, Bell or Rogers will have the right to terminate the share purchase agreement for the MLSE Transaction, in which case the MLSE Transaction would not be completed. Some of those closing conditions and termination rights are outside the control of Rogers and Bell.

Financing-related risks

We currently expect to finance a portion of the purchase price for the MLSE Transaction with funding from private investors. However, due to general economic and market conditions, or other internal and external considerations or requirements, we may instead fund all or a portion of the purchase price through alternate sources, which may include debt or equity of RCI, if necessary. In the event this funding increases our debt leverage ratio, that increased debt leverage ratio could result in a downgrade in our credit ratings, decrease our flexibility in responding to changing business and economic conditions, reduce our funds available for other business purposes, or make it more difficult to obtain additional financing or refinance existing financing. A downgrade in our credit ratings could also adversely affect our share price. Investors in RCI Class B Non-Voting Shares may experience dilution in earnings per share if we issue new equity securities.

FINANCIAL RISKS

Capital commitments, liquidity, debt, and interest payments

Our capital commitments and financing obligations could have important consequences, including:

- requiring us to dedicate a substantial portion of cash provided by operating activities to pay principal amounts, which reduces funds available for other business purposes, including other financial operations, or to pay dividends;
- making us more vulnerable to adverse economic and industry conditions;
- limiting our flexibility in planning for, and reacting to, changes in our business and industry;
- putting us at a competitive disadvantage compared to competitors who may have more financial resources or less financial leverage; or
- restricting our ability to obtain additional financing to fund working capital and capital expenditures and for other general corporate purposes.

Our ability to satisfy our financial obligations depends on our future operating performance and on economic, financial, competitive, and other factors, many of which are beyond our control. Our business may not generate sufficient cash flow in the future and financings may not be available to provide sufficient net proceeds to meet our obligations or to successfully execute our business strategy.

Credit ratings

Credit ratings provide an independent measure of credit quality of a securities issuer and can affect our ability to obtain short- and long-term financing and the terms of the financing. In connection with the Shaw Transaction, each of S&P, Moody's, Fitch, and DBRS Morningstar downgraded our corporate credit issuer default rating and our senior unsecured debt ratings by two notches. If rating agencies lower the credit ratings on our debt further, particularly a downgrade below investment-grade, it could adversely affect our cost of financing and access to liquidity and capital.

Capital markets

External capital market conditions could affect our ability to make strategic investments and meet ongoing capital funding requirements. Risk factors include a reduction in lending activity, disruptions in capital markets, and regulatory requirements for an increase in bank capitalization, which could reduce the availability and/or increase the cost of capital.

Income taxes and other taxes
We collect, pay, and accrue significant amounts of income and other taxes, such as federal and provincial sales, employment, and property taxes.

We have recorded significant amounts of deferred and current income tax liabilities and expense, and calculated these amounts based on substantively enacted income tax rates in effect at the relevant time. A legislative change in these rates could have a material effect on the amounts recorded and payable in the future.

We provide for income and other taxes based on all currently available information and believe that we have adequately provided for these items. The calculation of applicable taxes in many cases, however, requires significant judgment in interpreting tax rules and regulations. Our tax filings are subject to audits, which could materially change the amount of current and deferred income tax assets, liabilities, and expense, and could, in certain circumstances, result in the assessment of interest and penalties.

While we believe we have paid and provided for adequate amounts of tax, our business is complex and significant judgment is required in interpreting how tax legislation and regulations apply to us.

OTHER RISKS

Economic conditions
Our businesses are affected by general economic conditions and consumer confidence and spending. Recessions, inflation, tariffs on trade between Canada and its trading partners, declines in economic activity, and financial and capital market volatility (in each case, whether actual, threatened, perceived, or expected), and other economic uncertainty can (i) erode consumer and business confidence and reduce discretionary spending or (ii) result in increased costs for us to acquire goods and services required in our business. Any of these factors can negatively affect us through lower demand for our products and services, decreased revenue and profitability, and higher churn and bad debt expense. A significant portion of our broadcasting and digital revenue comes from the sale of advertising and is affected by the strength of the economy.

Strategy and business plans
Our strategy is vital to our long-term success. Changing strategic priorities or adding new strategic priorities could compromise existing initiatives and could have a material adverse effect on our business, results of operations, and financial condition.

We develop business plans, execute projects, and launch new ventures to grow our business. If the expected benefits from these do not materialize, this could have a material adverse effect on our business, results of operations, and financial condition.

Our products, services, and networks rely, in part, on certain vendors. Should our vendors not deliver solutions that operate as intended, our business and financial results could be adversely affected. This may result in subscriber losses, lower revenue, and unfavourable customer satisfaction.

Monitoring and controlling fraudulent activities
As a large company with tens of thousands of employees and a range of desirable and valuable products and services, fraud prevention requires a disciplined program covering governance, exposure identification and assessment, prevention, detection, and reporting. This program must consider corruption and misappropriation of assets by employees or external parties. Fraud events can result in financial loss and brand degradation. In addition to unauthorized access to digital boxes and Internet modems, a sample of potential examples of fraud relevant to us include (i) inappropriate use of our cable or wireless networks, (ii) subscription fraud and fraudulent account takeovers for purpose of hardware theft or SIM swapping, (iii) intentional manipulation of financial statements by employees and/or external parties, (iv) theft of mobile phones, and (v) copyright theft and other forms of unauthorized use that undermine the exclusivity of our content offerings.

Unauthorized access to digital boxes or Internet modems
With a significant number of Canadians purchasing illegal pre-loaded set-top boxes and illegally streaming our television products, cord-shaving, cord-cutting, and churn rates could increase. To address this, we use encryption technology developed and supported by our vendors to protect our cable signals from unauthorized access and to control access to programming based on subscription packages. We also use encryption and security technologies to prevent unauthorized access to our Internet service.

There is no assurance we will be able to effectively prevent unauthorized decoding of television signals or Internet access in the future. If we are unable to control cable access and subscriptions to digital programming with our encryption technology, including premium or video-on-demand, our Cable revenue could decline.

Legal and ethical compliance
We rely on our employees, officers, Board, suppliers, and other business partners to behave consistently with applicable legal and ethical standards in all jurisdictions in which we operate, including, but not limited to, anti-bribery laws and regulations. Situations where individuals or others, whether inadvertently or intentionally, do not adhere to our policies, applicable laws and regulations, or contractual obligations may expose us to litigation and the possibility of damages, sanctions, and fines, or of being disqualified from bidding on contracts. This may have an adverse effect on our business, results of operations, financial condition, reputation, and brand.

Acquisitions, divestitures, or investments
Acquiring complementary businesses and technologies, developing strategic alliances, and divesting portions of our business are often required to optimally execute our business strategy. Some areas of our operations (and adjacent businesses) are subject to rapidly evolving technologies and consumer usage and demand trends and it is possible we may not effectively forecast the value of consumer demand or risk of competing technologies resulting in higher valuations for acquisitions or missed opportunities.

Services, technologies, key personnel, or businesses of companies we acquire may not be effectively integrated into our business or service offerings, or our alliances may not be successful. We also may not be able to successfully complete certain divestitures on satisfactory terms, if at all.

Decline of television subscribers in Canada (cord-cutting and cord-shaving)
The number of households that subscribe to television service in Canada continues to decline. Other video offerings available to consumers (for example, direct-to-consumer subscription and free services), as well as piracy, have contributed to this trend. If this decline continues, it could have a material adverse effect on our results of operations.

Migrating from conventional to digital media
Our Media business operates in many industries that can be affected by customers migrating from conventional to digital media, which is driving shifts in the quality and accessibility of data and mobile alternatives to conventional media. We have been shifting our focus towards the digital market. Increasing competition for advertising revenue from digital platforms, such as search engines, social networks, and digital content alternatives, has resulted in advertising dollars migrating from conventional television broadcasters to digital platforms. The impact is greater on conventional over-the-air broadcast networks that do not have a second revenue stream from subscription revenue. Our Media results could be adversely affected if we are unsuccessful in shifting advertising dollars from conventional to digital platforms.

Our market position in radio and television
Advertising dollars typically migrate to media properties that are leaders in their respective markets and categories, particularly when advertising budgets are tight. Our radio and television properties may not continue performing how they currently perform. Advertisers base a substantial part of their purchasing decisions on ratings data generated by industry associations and agencies. If our radio and television ratings decrease substantially, our advertising sales volumes and the rates that we charge advertisers could be adversely affected.

Climate change
Climate change is an increasingly important consideration in all businesses, including the telecommunications business. Failure, or a lack, of climate change mitigation and adaptation efforts could affect our business through potential disruption of our operations or supply chains, damage to our infrastructure, and the effects on the communities we serve. The physical risk to our infrastructure caused by extreme weather disturbances related to climate change can significantly affect our ability to maintain secure communication services to all our customers, including governments and health and emergency services.

Climate change and the environment are drawing more attention through evolving stakeholder interest and management expectations. Many aspects of our operations are subject to evolving and increasingly stringent federal, provincial, and local environmental, health, and safety laws and regulations. Such laws and regulations impose requirements on matters such as the release of substances into the environment, corrective and remedial action concerning such releases, and the proper handling and management of substances. These evolving considerations and more stringent laws and regulations could lead to increased costs for compliance and rising costs of utilities. Failure to recognize and adequately respond could result in fines, regulatory scrutiny, loss of stakeholder confidence, or damage to our reputation or brand.

Pandemics, epidemics, and other public health emergencies
Pandemics, epidemics, and public health emergencies could occur, which could adversely affect our ability to maintain operational networks and provide products and services to our customers, as well as the ability of our suppliers to provide us with products and services we need to operate our business. Any such pandemics, epidemics, and other public health emergencies could also have an adverse effect on the economy and financial markets resulting in a declining level of retail and commercial activity, which could have a negative impact on the demand for, and prices of, our products and services.

Controlling shareholder ownership risk
Rogers is a family-founded, family-controlled company. Voting control of RCI is held by the Trust for the benefit of successive generations of the Rogers family and, as a result, the Trust is able to elect all members of the Board and to control the vote on most matters submitted to shareholders, whether through a shareholder meeting or a written consent resolution. The beneficiaries of the Trust are a small group of individuals who are members of the Rogers family, some of whom are also directors of the Board. The trustee is the trust company subsidiary of a Canadian chartered bank.

As at December 31, 2024, private Rogers family holding companies controlled by the Trust owned approximately 98% of our outstanding Class A Shares (2023 – 98%) and approximately 9% of our Class B Non-Voting Shares (2023 – 9%), or in total approximately 27% of the total shares outstanding (2023 – 28%). Only Class A Shares carry the right to vote in most circumstances.

LITIGATION RISKS

July 2022 network outage
As a result of the network outage that occurred on July 8, 2022, a total of four applications were filed in the Quebec Superior Court seeking authorization to commence a class action against Rogers in relation to this network outage. One of the applications was subsequently withdrawn. Two additional applications have since been suspended. The remaining application seeks to institute a class action on behalf of all persons who, among other things, experienced a wireless or wireline service interruption as a result of, or were otherwise impacted by, the outage. The application claims various damages, including, among others, contractual damages, damages for lost profits, and punitive damages.

At this time, we are unable to assess the likelihood of success of the active application or the suspended applications, or predict the magnitude of any liability we might incur by virtue of the claims underlying those applications or any corresponding or similar claims that may be brought against us in the future. As such, we have not recognized a liability for this contingency. If successful, one of those claims could have a material adverse effect on our business, financial results, or financial condition. It is also possible that similar or corresponding claims could be filed in other jurisdictions.

System access fee – Saskatchewan
In 2004, a class action was commenced against providers of wireless communications in Canada under the Class Actions Act (Saskatchewan). The class action relates to the system access fee wireless carriers charge to some of their customers. The plaintiffs are seeking unspecified damages and punitive damages, which

would effectively be a reimbursement of all system access fees collected.

In 2007, the Saskatchewan Court granted the plaintiffs' application to have the proceeding certified as a national, "opt-in" class action where affected customers outside Saskatchewan must take specific steps to participate in the proceeding. In 2008, our motion to stay the proceeding based on the arbitration clause in our wireless service agreements was granted. The Saskatchewan Court directed that its order, in respect of the certification of the action, would exclude customers who are bound by an arbitration clause from the class of plaintiffs.

In 2009, counsel for the plaintiffs began a second proceeding under the Class Actions Act (Saskatchewan) asserting the same claims as the original proceeding. If successful, this second class action would be an "opt-out" class proceeding. This second proceeding was ordered conditionally stayed on the basis that it was an abuse of process.

At the time the Saskatchewan class action was commenced, corresponding claims were filed in multiple jurisdictions across Canada. The claims in all provinces other than Saskatchewan have now been dismissed or discontinued. We have not recognized a liability for this contingency.

911 fee

In June 2008, a class action was launched in Saskatchewan against providers of wireless communications services in Canada. It involves allegations of breach of contract, misrepresentation, and false advertising, among other things, in relation to the 911 fee that had been charged by us and the other wireless telecommunication providers in Canada. The plaintiffs are seeking unspecified damages and restitution. The plaintiffs intend to seek an order certifying the proceeding as a national class action in Saskatchewan. We have not recognized a liability for this contingency.

Outcomes of proceedings

In addition to the legal proceedings described above, we are involved in various other disputes, governmental and/or regulatory inspections, investigations and proceedings, and other litigation matters. Such legal proceedings can be complex, costly, and highly disruptive to our business operations by diverting the attention and energy of management and other key personnel. It is not possible for us to predict the outcome of such legal proceedings due to the various factors and uncertainties involved in the legal process. Potential outcomes include judgment, awards, settlements, or orders that could have a material adverse effect on our business, reputation, financial condition and results. Legal proceedings could impose restraints on our current or future manner of doing business. The amounts ultimately paid or received upon settlement or pursuant to a final judgment, order, or decree may differ materially from amounts accrued in our financial statements.

Based on information currently known to us, we believe it is not probable that the ultimate resolution of any of the current legal proceedings to which we are subject, individually or in total, will have a material adverse impact on our business, financial results, or financial condition. If circumstances change and it becomes probable that we will be held liable for claims against us and such claim is estimable, we will recognize a provision during the period in which the change in probability occurs, which could be material to our Consolidated Statements of Income or Consolidated Statements of Financial Position.

CONTROLS AND PROCEDURES

DISCLOSURE CONTROLS AND PROCEDURES

We conducted an evaluation of the effectiveness of the design and operation of our disclosure controls and procedures as at December 31, 2024, under the supervision and with the participation of our management, including the Chief Executive Officer and Chief Financial Officer, pursuant to Rule 13a-15 promulgated under the US Securities Exchange Act of 1934, as amended. Based on this evaluation, our Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures were effective at that date.

MANAGEMENT'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

Management is responsible for establishing and maintaining adequate internal control over financial reporting.

Our internal control system is designed to give management and the Board reasonable assurance that our financial statements are prepared and fairly presented in accordance with IFRS as issued by the IASB. The system is intended to provide reasonable assurance that transactions are authorized, assets are safeguarded, and financial records are reliable. Management also takes steps to assure the flow of information and communication is effective, and monitors performance and our internal control procedures.

Management assessed the effectiveness of our internal control over financial reporting as at December 31, 2024, based on the criteria set out in the Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO), and concluded that it was effective at that date. Our independent auditors, KPMG LLP, have issued an unqualified opinion on the effectiveness of the Company's internal control over financial reporting as of December 31, 2024. This report is included in our 2024 Audited Consolidated Financial Statements filed on SEDAR+ (sedarplus.ca).

All internal control systems, however, no matter how well designed, have inherent limitations, and even systems that have been determined to be effective can only provide reasonable assurance about the preparation and presentation of financial statements.

CHANGES IN INTERNAL CONTROL OVER FINANCIAL REPORTING AND DISCLOSURE CONTROLS AND PROCEDURES

In October 2023, we implemented a new enterprise resource planning system that initially included accounting functions. In 2024, we expanded the system to include certain supply chain functions, with additional supply chain functions to be implemented in 2025. In connection with the implementation, we updated our internal control over financial reporting, as necessary, to accommodate related changes to our business processes and accounting procedures. We will continue to monitor the effectiveness of these processes going forward.

Regulation in our Industry

Our business, except for the non-broadcasting operations of Media, is regulated by two groups:

- ISED Canada on behalf of the Minister of Innovation, Science and Industry; and
- the CRTC, under the Telecommunications Act and the Broadcasting Act.

Regulation relates to the following, among other things:

- wireless spectrum and broadcasting licensing;
- carriage and distribution of television programming services;
- wireless and wireline interconnection agreements;
- rates we can charge third parties for access to our wireline and wireless networks;
- the resale of services on our networks;
- roaming on our networks and the networks of others;
- ownership and operation of our communications systems;
- consumer protection; and
- our ability to acquire an interest in other communications systems.

Regulatory changes or decisions can adversely affect our results of operations. See "Regulatory Risk" within "Risk Management" for more information. Our business can also be impacted by regulations that are not specific to the telecommunications industry, such as immigration policies.

Our costs of providing services may increase from time to time as we comply with industry or legislative initiatives to address consumer protection concerns or issues such as copyright, privacy, cybercrime, and lawful access.

Generally, our spectrum and broadcasting licences are granted for a specified term and are subject to conditions for maintaining these licences. Regulators can modify these licensing conditions at any time, and they can decide not to renew a licence when it expires. If we do not comply with the conditions, a licence may be forfeited or revoked, or we may be fined.

The licences have conditions that require us, among other things, to comply with Canadian ownership restrictions of the applicable legislation. We are currently in compliance with these conditions. If we violate the requirements, we would be subject to various penalties, including the loss of a licence in extreme cases.

Wireless and broadcasting licences generally cannot be transferred without regulatory approval.

CANADIAN BROADCASTING AND TELECOMMUNICATIONS OPERATIONS

The CRTC is responsible for regulating and supervising all aspects of the Canadian broadcasting and telecommunications system. Our Canadian broadcasting operations – including our terrestrial and satellite BDUs, satellite relay distribution undertakings (SRDU), radio stations, programming undertakings (conventional television stations, discretionary services, and on-demand services), and online streaming services are regulated by the CRTC under the Broadcasting Act.

The CRTC is also responsible under the Telecommunications Act for the regulation of telecommunications carriers, including:

- Wireless' mobile voice and data operations; and
- Cable's Internet and telephone services.

Our cable and telecommunications retail services are not currently subject to retail price regulation, other than the CRTC's requirement for BDUs to offer a $25/month entry-level basic television service. Regulations can and do, however, affect the terms and conditions under which we offer these services.

SPECTRUM LICENCES

Under the Radiocommunication Act and the Telecommunications Act, ISED Canada licences and oversees:

- the technical aspects of the operation of radio and television stations;
- the frequency-related operations of cable television networks; and
- spectrum for wireless communications systems in Canada.

CRTC CODES OF CONDUCT

We are subject to the CRTC's codes of conduct: the Wireless Code, the Television Service Provider Code, and the Internet Code. These codes govern the terms and conditions of service in contracts between Rogers and our customers in connection with contract disclosures, early cancellation fees, changes to contracts, cancellation and renewal rights of customers, and the disclosure of related costs, among other matters. See "CRTC Wireless Code" and "CRTC Internet Code" for more information. The CRTC is currently holding public consultations to enhance protections under the existing Codes. See "Government of Canada Budget 2024" for more information. In addition, each province has consumer protection laws that are applicable to our provision of services. Rogers is also subject to the CRTC's Wholesale Code, which governs certain aspects of the commercial arrangements between BDUs and programming services.

FOREIGN OWNERSHIP AND CONTROL

Non-Canadians can own and control, directly or indirectly:

- up to 33.3% of the voting shares and the related votes of a holding company that has a subsidiary operating company licensed under the Broadcasting Act, and
- up to 20% of the voting shares and the related votes of the operating licensee company.

Combined, these limits can enable effective foreign control of up to 46.7%.

The chief executive officer and 80% of the members of the board of directors of the operating licensee must be resident Canadians. There are no restrictions on the number of non-voting shares that may be held by non-Canadians at either the holding company or the licensee company level. Neither the Canadian carrier nor its parent may be otherwise controlled in fact by non-Canadians.

Pursuant to the Telecommunications Act and associated regulations, the same rules also apply to Canadian telecommunications carriers such as Wireless, except that there is no requirement that the chief executive officer be a resident Canadian. We believe we are in compliance with the foregoing foreign ownership and control requirements.

Under the Telecommunications Act, telecommunications companies with less than 10% of the total Canadian

telecommunications market measured by revenue are exempt from foreign investment restrictions. Companies that are successful in growing their market shares in excess of 10% of total Canadian telecommunications market revenue other than by way of merger or acquisitions will continue to be exempt from the restrictions.

CRTC UNIVERSAL SERVICE OBJECTIVE

The CRTC has set as its universal service objective that Canadians, in urban areas as well as in rural and remote areas, have access to voice services and broadband Internet access services, on both fixed and mobile wireless networks. To measure the successful achievement of this objective, the CRTC has established several criteria, including:

- 90% of Canadian residential and business fixed broadband Internet access service subscribers should be able to access speeds of at least 50 Mbps download and 10 Mbps upload, and to subscribe to a service offering with an unlimited data allowance by 2021, with the remaining 10% of the population receiving such service by 2031; and
- the latest generally deployed mobile wireless technology should be available not only in Canadian homes and businesses, but on as many major transportation roads as possible in Canada.

To help attain the universal service objective, the CRTC has shifted the focus of its regulatory frameworks from wireline voice services to broadband Internet access services. The following services that form part of the universal service objective are considered basic telecommunications services within the meaning of subsection 46.5(1) of the Telecommunications Act:

- fixed and mobile wireless broadband Internet access services; and
- fixed and mobile wireless voice services.

To assist in extending broadband into underserved rural and remote locations, the CRTC stated that it would establish a new Broadband Fund to which all entities providing Internet services in Canada must contribute. The specifics of the fund, including guiding principles, fund design, and assessment criteria, were established in Telecom Regulatory Policy CRTC 2018-377, *Development of the CRTC's Broadband Fund*, released on September 27, 2018 and later modified in Telecom Regulatory Policy CRTC 2024-328, *Broadband Fund policy review – New policy for funding capital projects*. Two calls for applications occurred in 2019, with a third call occurring in 2022. 2020 marked the first year of payments into the fund, with a maximum funding level of $100 million in the first year of implementation. This level increased by $25 million annually to $150 million in 2022. Since 2022, the industry's annual contribution has remained capped at $150 million. This contribution amount will remain unchanged until the CRTC concludes its ongoing review of the Broadband Fund, at which point it may set a revised annual funding cap.

A percent of revenue levy has been applied on wireline and wireless voice revenues since 2000 to support providing voice service to designated high-cost local voice serving areas and to provide a national video relay service (VRS). In 2016, pursuant to Telecom Regulatory Policy CRTC 2016-496, the CRTC updated the basic services definition to include voice and data services and set in motion the evolution of the subsidy program to transition from voice-centric subsidies to subsidies to support investment in broadband access networks through the establishment of the CRTC Broadband Fund. As planned in Telecom Regulatory Policy CRTC 2018-213, the voice subsidy was eliminated in 2021.

The CRTC collected $176 million of contributions in 2020, $180 million in 2021, $194 million in 2022, and $198 million in 2023. On November 12, 2024, the CRTC set a final 2024 revenue-percentage charge of 0.46% and set the interim 2025 rate at 0.46%. The percent of revenue levy is applied to voice and data revenues with limited exceptions. The interim 2025 rate is subject to finalization in late 2025.

On March 23, 2023, the CRTC initiated a review of the Broadband Fund. The CRTC is considering increasing the scope of the Broadband Fund to include additional project streams and costs. In December 2024, the CRTC released its first of multiple decisions in its review of the Broadband Fund. This decision streamlined the project application process, reduced barriers for First Nations applicants, and increased community engagement requirements, among other changes. The CRTC will release additional decisions that will affect the Broadband Fund in 2025.

CANADA'S ANTI-SPAM LEGISLATION (CASL)

CASL, administered primarily by the CRTC, sets out a comprehensive regulatory regime regarding online commerce, including requirements to obtain consent prior to sending commercial electronic messages and installing computer programs and software. Non-compliance may result in fines of up to $10 million per violation. We maintain internal practices and policies to ensure full compliance with CASL.

MANDATORY NOTIFICATION OF PRIVACY BREACHES

The Personal Information Protection and Electronic Documents Act (PIPEDA), requires federally regulated private sector organizations to notify the Privacy Commissioner of Canada and impacted individuals of a privacy breach where it is reasonable to believe the breach creates a real risk of significant harm to the individual. Businesses must also keep records of breaches and provide these records to the Privacy Commissioner upon request. Non-compliance may result in fines up to $100,000 per violation. We fully comply with these obligations.

AMENDMENTS TO THE BROADCASTING ACT

On April 27, 2023, Bill C-11, the Online Streaming Act, which amends the Broadcasting Act, received royal assent and is now law. On November 9, 2023, the Governor in Council's Policy Direction came into force, directing the CRTC, in its implementation of Bill C-11 to, among other things (i) support Canadian artists and creative industries; (ii) advance Indigenous storytelling; (iii) increase representation of equity-seeking groups; (iv) ensure regulations are equitable, fair, and flexible; (v) redefine Canadian programs; and (vi) exclude the content of social media and digital creators, including podcasts, from regulation.

In May 2023, the CRTC launched its multi-year process to modernize Canada's broadcasting framework. In June 2024, the Commission introduced a new financial contribution requirement to support the production of Canadian and Indigenous content. The new financial contribution requirement came into effect in September 2024 and applies to online streaming services that are not affiliated with Canadian licensed broadcasting undertakings. In 2025, the CRTC will continue to review and reform the

broadcasting regulatory framework, which could result in the introduction of new regulatory requirements that impose direct or indirect financial obligations on Rogers' traditional and/or online broadcasting undertakings.

MATTERS ASSOCIATED WITH NETWORK OUTAGE

On July 11, 2022, in response to the network outage that occurred on July 8, 2022, the Minister for Innovation, Science and Industry announced he had directed the major telecommunications companies in Canada to improve the resilience and reliability of their networks by ensuring formal arrangements are in place within 60 days that will address (i) emergency roaming, (ii) mutual assistance during outages, and (iii) a communication protocol to better inform the public and authorities during telecommunications emergencies. On September 7, 2022, we announced that a formal memorandum of understanding had been signed among Canada's major telecommunications carriers regarding reciprocal support for emergency roaming, mutual assistance, and communications protocols in the event of a future network outage.

The House of Commons Standing Committee on Industry and Technology held meetings to study the network outage in July 2022, during which representatives from Rogers, among others, appeared. On July 12, 2022, the CRTC issued a request for information asking us to respond to detailed questions and provide a comprehensive explanation regarding the network outage. The CRTC requested a detailed account as to why and how this network outage happened, as well as what measures we will put in place to prevent future outages. On July 22, 2022, we provided responses to the CRTC's questions. On August 22, 2022, Rogers filed responses to a subsequent request for information. The CRTC engaged an external party (Xona Partners Inc.) to prepare a report and Rogers participated in this process. On July 4, 2024, the CRTC published the executive summary of the report completed by Xona and noted in a public letter Rogers' implementation of all of Xona's recommendations to further enhance the reliability of Rogers' networks. In November 2024, the CRTC published a redacted version of the full report, closing the proceeding.

WIRELESS

ANNUAL MOBILE SPECTRUM LICENCE FEES

In November 2024, ISED Canada released Consultation on a Fee Framework and Amendments to Conditions of Licence for Certain Spectrum Licences Used to Provide Commercial Mobile Services Below 10 GHz. The Consultation proposes to apply a new three-tier annual spectrum fee rate structure to the following mobile spectrum bands: AWS-1; AWS-4; Cellular 850 MHz, PCS 1900 MHz; BRS 2500 MHz non-auctioned licences; 3500 MHz non-auctioned licences; and WCS 2300 MHz licences. The Consultation also proposes to use Statistics Canada 2021 census data for calculating the amount of fees that would be payable each year. Annual mobile spectrum fees are currently paid for Cellular 850 MHz and certain PCS 1900 MHz licences using 2001 census data. Comments were submitted in January and a decision is anticipated in 2025. Implementation of the new framework is proposed for March 2026.

MILLIMETRE WAVE SPECTRUM

In June 2022, ISED Canada released Consultation on Policy and Licensing Framework for Spectrum in the 26 GHz, 28 GHz and 38 GHz bands. The Consultation proposes to license millimetre wave spectrum in the 26 GHz, 28 GHz, and 38 GHz bands using a spectrum auction. The Consultation proposes to license a total of 1.6 GHz in the combined 26 GHz/28 GHz band and 1.6 GHz in the 38 GHz band. It also proposes the use of one of the following two potential pro-competitive measures: an 800 MHz set-aside for non-national (i.e. regional) service providers across the three bands or an 800 MHz spectrum cap across the three bands. A decision is outstanding.

3800 MHZ SPECTRUM LICENCE BANDS

ISED Canada's 3800 MHz spectrum licence auction began on October 24, 2023 and concluded on November 24, 2023; the results were released on November 30, 2023. Twenty-two companies participated in the auction and 4,099 of 4,300 licences were awarded to twenty of those participants, with a total value of $2.2 billion. We won 860 licences across the country at a cost of $475 million. We made payments for these licences in January 2024 for $95 million and May 2024 for $380 million. Upon acquisition in May 2024, we recognized the spectrum licences as indefinite-life intangible assets of $480 million, including directly attributable costs.

TRANSFERS, DIVISIONS, AND SUBORDINATE LICENSING OF SPECTRUM LICENCES

In June 2013, ISED Canada released Framework Relating to Transfers, Divisions and Subordinate Licensing of Spectrum Licences for Commercial Mobile Spectrum. The Framework lays out the criteria ISED Canada will consider and the processes it will use when it reviews spectrum licence transfers, including prospective transfers that could arise from purchase or sale options and other agreements. Key items to note are that:

- ISED Canada will review all spectrum transfer requests and will not allow any that result in "undue spectrum concentration" and reduced competition. Decisions will be made on a case-by-case basis and will be issued publicly to increase transparency; and
- licensees must ask for a review within 15 days of entering into any agreement that could lead to a prospective transfer. ISED Canada will review the agreement as though the licence transfer that could arise from it has been made.

CRTC WIRELESS CODE

The CRTC's Wireless Code imposes obligations on wireless carriers on provision of wireless services to consumers and small businesses. Obligations relate to, and include, maximum contract term length, data overage and data roaming bill caps, device unlocking rules, and contract disclosures and summaries. It also sets out the rules for device subsidies, device financing, and early cancellation fees. Under the Wireless Code, if a customer cancels a contract early, carriers can only charge the outstanding balance of the device subsidy or financing they received.

TOWER SHARING POLICY

In March 2013, ISED Canada released Revised Frameworks for Mandatory Roaming and Antenna Tower and Site Sharing, concluding a consultation initiated in 2012. It sets out the current rules for tower and site sharing, among other things. The key terms of the tower and site sharing rules are:

- all holders of spectrum licences, radio licences, and broadcasting certificates must share towers and antenna sites, where technically feasible, at commercial rates; and
- the timeframe for negotiating agreements is 60 days, after which arbitration according to ISED Canada arbitration rules will begin.

In Telecom Regulatory Policy 2015-177, *Regulatory framework for wholesale mobile wireless services*, released in May 2015, the CRTC determined that it would not mandate or require general wholesale tariffs for tower and site sharing. At the same time, it determined that its existing powers and processes are sufficient to address tower and site sharing disputes related to rates, terms, and conditions. As a result, carriers may use the arbitration process established by ISED Canada, or they may request the CRTC to intervene in the event that tower and site sharing negotiations fail.

POLICY DIRECTION TO THE CRTC ON TELECOMMUNICATIONS

On June 17, 2019, the *Order Issuing a Direction to the CRTC on Implementing the Canadian Telecommunications Policy Objectives to Promote Competition, Affordability, Consumer Interests and Innovation* came into effect. It requires the CRTC to consider competition, affordability, consumer interests, and innovation in its telecommunications decisions and to demonstrate to Canadians in those decisions that it has done so.

On February 13, 2023, the *Order Issuing a Direction to the CRTC on a Renewed Approach to Telecommunications Policy* came into effect. Building on the direction and objectives set out in the previous Order, it adds the required principles of effective regulation that the CRTC must follow. The principles most notably include transparency, predictability, coherence, and efficiency, and also state the CRTC should ensure proceedings are held, and decisions released, in a timely manner. It also requires the CRTC to consider fixed Internet competition and mobile wireless competition, including maintaining regulatory frameworks regarding wholesale services for both fixed Internet and wholesale roaming services for mobile wireless. It also requires the CRTC to enhance and protect the rights of consumers in telecommunication markets, and to continue taking measures to support universal access to high-quality, reliable, and resilient fixed Internet and mobile wireless services.

CRTC REVIEW OF MOBILE WIRELESS SERVICES

On April 15, 2021 the CRTC issued Telecom Regulatory Policy 2021-130, *Review of mobile wireless services*. The CRTC mandated wholesale mobile virtual network operator (MVNO) access, seamless handoff for mandated wholesale roaming, and new mandatory low-cost and occasional-use retail rate plans; however, mandated MVNO access will only be provided if certain conditions are met.

The CRTC decided that mandated wholesale MVNO access must be offered by the national carriers, and SaskTel in Saskatchewan, but only made available to eligible regional wireless carriers that hold mobile spectrum licences, and only in the areas that are covered by their licences. The terms and conditions associated with mandated MVNO access must be approved by the CRTC, while rates will be subject to commercial negotiation, backstopped by final offer arbitration, with the CRTC acting as arbitrator. Mandated MVNO access will be limited to a seven-year period commencing on the date the CRTC finalizes the terms and conditions. This time limit is intended to provide the regional carriers sufficient time to expand their networks while maintaining investment incentives. Eligible regional wireless carriers may only use the mandated MVNO access regime to serve consumers and small business end users (where small businesses are defined as accounts with less than 100 lines).

The national wireless carriers must also provide seamless handoff as part of the mandatory roaming they must offer to the regional wireless carriers. Seamless handoff will ensure that calls in progress are not dropped when customers travel outside their home network coverage and into the coverage of their roaming provider. The CRTC directed the national wireless carriers to offer 5G roaming where the roaming network offers 5G service on its own network and to file proposed revised terms and conditions within 90 days for CRTC approval. The CRTC also mandated retail rate plans for low-cost and occasional use. These plans were implemented on July 14, 2021.

On April 6, 2022, the CRTC issued Telecom Decision CRTC 2022-102, *Updates to national wireless carriers' GSM-based wholesale mobile wireless roaming tariffs to incorporate seamless hand-off and 5G roaming*, which requires the implementation of seamless roaming, including using one-way seamless hand-off. The CRTC directed the national wireless carriers to begin accepting written requests for seamless roaming from regional wireless carriers effective immediately. The CRTC considers that its determinations in this decision will assist with the implementation of seamless roaming to the benefit of regional wireless carriers and reduce barriers to entry into the market and to competition for telecommunications service providers that are new, regional, or smaller than the incumbent national service providers.

On October 19, 2022, the CRTC issued Telecom Decision CRTC 2022-288, *Facilities-based wholesale mobile virtual network operator (MVNO) access tariffs – Commission determinations on proposed terms and conditions*, which determined that wholesale MVNO access service is available for use by regional wireless carriers that have deployed their own home Public Mobile Network (PMN) somewhere in Canada and are also offering retail wireless services. To be eligible for the MVNO access, a regional wireless carrier must be registered with the CRTC as a wireless carrier, must have home PMN somewhere in Canada, and must be actively offering mobile wireless services commercially to retail customers. The CRTC has directed the incumbents to modify their tariffs in accordance with its determination, and noted that entities that are not currently eligible for the service may become eligible over the course of the mandate if they acquire rights to spectrum, and invest in a home PMN and start offering retail service.

On October 9, 2024, the CRTC issued Telecom Decision CRTC 2024-238, *Facilities-based wholesale mobile virtual network operator (MVNO) access tariffs – Expanding the scope to include enterprise and Internet of Things customers*, expanding the scope of the CRTC's mandated MVNO regime to include the enterprise and Internet of Things and machine-to-machine (IoT/M2M)

segments of the market (where enterprises are defined as accounts with 100 lines or more). On January 24, 2025, we submitted an application to review and vary Telecom Decision CRTC 2024-238.

CRTC DECISION ON FINAL OFFER ARBITRATION BETWEEN ROGERS AND QUEBECOR REGARDING MVNO ACCESS RATES

In Telecom Regulatory Policy CRTC 2021-130 – Review of Mobile Wireless Services, the CRTC mandated that the national carriers, including Rogers, provide mobile virtual network operator (MVNO) service to regional carriers possessing mobile spectrum licences. Under the policy, if parties are unable to agree upon commercial rates, either party may refer the dispute to the CRTC for final offer arbitration. Because Rogers and Quebecor were unable to reach an agreement, the matter was put before the CRTC. On July 24, 2023, in Telecom Decision CRTC 2023-217, the CRTC accepted Quebecor's offer and directed the parties to enter into an MVNO access agreement consistent with that offer. On August 23, 2023, we brought a motion to the Federal Court of Appeal (FCA) for leave to appeal the CRTC's decision. On August 16, 2024, the FCA granted our leave to appeal.

ISED CANADA CONDITIONS OF LICENCE RELATING TO WIRELESS SERVICE WITHIN THE TTC SUBWAY SYSTEM

On July 24, 2023, ISED Canada announced it had initiated a Consultation on Conditions of Licence relating to the Provision of Service within the TTC subway system. On September 11, 2023, the Minister of Innovation, Science and Industry announced new spectrum licence conditions, which required carriers to (i) provide equivalent levels of service to all TTC subway riders by October 3, 2023; (ii) expand existing network coverage in order to provide full voice, text, and data services throughout the TTC subway system within specific timeframes; and (iii) provide service in all future stations and tunnels at the same time as they are made operational by the TTC. On October 2, 2023, we announced we had developed and introduced an immediate solution to activate 5G service for transit riders from all major Canadian wireless carriers in the busiest sections of the TTC subway system.

GOVERNMENT OF CANADA BUDGET 2024

The 2024 Federal Budget, published in April 2024, included a plan to (i) address specific fees that make it hard for consumers to change or cancel their plans, (ii) ensure businesses are transparent with prices, and (iii) make life more affordable for Canadians. In June 2024, Parliament introduced amendments to the Telecommunications Act to address the Budget, imposing new requirements on service providers to remove barriers to switching by prohibiting some fees, improving notifications to consumers about their contract terms, and enhancing self-service tools for consumers. The CRTC public consultations to enact these new requirements are ongoing. The CRTC is also holding a consultation on standard information requirements on price, speed, and other metrics for Internet services to help consumers easily compare plans. A public hearing is scheduled for June 2025.

ACCESS TO SUPPORT STRUCTURES

On February 15, 2023, in Telecom Regulatory Policy 2023-31, the CRTC made several determinations intended to facilitate access to poles owned by Canadian carriers (telecommunications poles) or poles to which Canadian carriers control access. The CRTC set expedited timelines for large telephone companies to provide competitors with access to poles, which should enable cable competitors to roll out broadband networks more quickly and efficiently and increase competition across Canada. The CRTC also clarified responsibilities for pole maintenance and the sharing of costs related to the installation of equipment and required large telephone companies to increase transparency and accountability. Provincial and territorial governments were encouraged to coordinate with telecommunications service providers and other stakeholders to facilitate network deployment.

On February 5, 2024, in Telecom Notice of Consultation CRTC 2024-25, the CRTC invited parties to comment on: the CRTC's jurisdiction over the deployment of wireless facilities on support structures owned or controlled by incumbent local exchange carriers (ILECs); the application of the current ILEC support structure tariffs to the attachment of wireless facilities; and, the requirement for competitors to obtain a permit to deploy wireless facilities on ILEC-owned or -controlled support structures. The CRTC intends to provide greater regulatory certainty to those seeking access to ILEC-owned or -controlled support structures and to promote the efficient deployment of wireless networks, including 5G-capable networks. In particular, the CRTC is examining whether it should modify existing rules that allow third parties to attach 5G small cells. The CRTC concurrently denied applications by Rogers seeking interim and final orders directing Bell and Telus to process and grant permits to attach wireless equipment in accordance with their approved support structure tariffs. The record of these applications will be incorporated into the new proceeding.

CABLE

ISED CANADA REVIEW OF THE SHAW TRANSACTION

On March 31, 2023, the Minister of Innovation, Science and Industry approved the transfer of Freedom's spectrum licences to Videotron, following which the Shaw Transaction and Freedom Transaction closed on April 3, 2023. As part of the regulatory approval process, we have agreed to certain legally enforceable undertakings with ISED Canada, which reflect commitments we made when the Shaw Transaction was announced, including:

- $1 billion of investments over five years to connect rural, remote, and Indigenous communities across Western Canada and to close critical connectivity gaps faster for underserved areas, including to make broadband Internet services available where broadband Internet at a minimum 50 megabit per second (Mbps) download speeds and 10 Mbps upload speeds is not currently available and to make 5G wireless service available where mobile service using long-term evolution (LTE) is not available;
- $2.5 billion of investments over five years to enhance and expand 5G coverage across Western Canada and $3 billion over five years related to additional network, services, and technology investments, including the expansion of our Cable network;
- expanding Connected for Success, our low-cost, high-speed Internet program, to low-income Canadians across Western Canada and implementing a new Connected for Success wireless program for low-income Canadians across Canada, such that Connected for Success will be available to more than 2.5 million eligible Canadians within five years;

- maintaining a strong presence in Western Canada, including creating 3,000 new jobs within five years (and maintaining those jobs until the tenth anniversary of closing) and maintaining a Western Canada headquarters in Calgary for at least ten years; and
- continuing to offer wireless plans to existing Shaw Mobile customers as at the closing date with the same terms and conditions (including eligibility) as the Shaw Mobile plans that were available as at the closing date for five years.

We will report on our progress towards each of these undertakings every year until such commitments have been met or for up to ten years after the closing date of the Shaw Transaction, whichever is earlier, including through a report that will be posted publicly on our website (the first of which was published in April 2024). If any material element of any of the above commitments is not met, we could be liable to pay ISED Canada $100 million in damages per year (to a maximum of $1 billion) until the earlier of (i) such material elements having been met or fulfilled or (ii) ten years after the closing date of the Shaw Transaction.

COPYRIGHT RETRANSMISSION OF DISTANT SIGNALS

The Copyright Board of Canada establishes the royalties paid for the use of copyrighted works, including the rates that our broadcasting undertakings pay for the broadcast and distribution of audio and audiovisual works. Pursuant to section 31(2) of the Copyright Act, BDUs are permitted to retransmit programming within distant over-the-air television signals as part of a compulsory licensing regime pursuant to the rates approved by the Copyright Board.

On December 18, 2018, the Board released the approved rates for the 2014-2018 tariff period (Initial Rate Decision). The Copyright Collectives and the BDUs each collectively sought judicial review of the Initial Rate Decision. On July 22, 2021, the FCA directed the Copyright Board to correct certain errors in connection with its Initial Rate Decision. On January 12, 2024, the Copyright Board issued its decision in the redetermination of the 2014-2018 tariff period (Redetermination Decision), which reduced the monthly per-subscriber rates for the years 2015-2018 on a retroactive basis. On February 9, 2024, the Collectives applied to the FCA seeking judicial review of the Redetermination Decision, which we, along with Bell, Telus, Cogeco, and Videotron, are opposing. The FCA hearing is expected to occur in early April 2025. If the Redetermination Decision is not upheld, Rogers could become subject to significantly increased royalty rates for the 2016-2018 period, negatively impacting our financial results.

A Copyright Board hearing to set the rates for one or both of the subsequent tariff periods (2019-2023 and 2024-2028) could start in 2025. If, pursuant to any such hearing, the Copyright Board issues a decision that aligns with the Collectives' proposed tariff rates for either of such subsequent periods, we could become subject to significantly higher royalty rates, negatively impacting our financial results.

CRTC INTERNET CODE

The Internet Code is a mandatory code of conduct for large, facilities-based ISPs and related affiliates that applies to the companies' provision of fixed wireline Internet access services to individual customers. Obligations relate to and include maximum contract term length, early cancellation fees, contract disclosures and summaries, and notice prior to service cancellations.

WHOLESALE INTERNET COSTING AND PRICING

On August 15, 2019, in Telecom Order CRTC 2019-288, *Follow-up to Telecom Orders 2016-396 and 2016-448 – Final rates for aggregated wholesale high-speed access (HSA) services* (2019 Order), the CRTC set final rates for facilities-based carriers' wholesale HSA, including Rogers' TPIA service. Rogers in conjunction with the other large Canadian cable companies (Cable Carriers) appealed the decision to the Federal Court of Appeal (Court). On September 10, 2020, the FCA dismissed the Cable Carriers' appeal and vacated the interlocutory stay previously granted. On February 25, 2021, a motion for Leave to Appeal the FCA's decision with the Supreme Court of Canada was dismissed without reasons.

On November 13, 2019, Rogers, in conjunction with the other Cable Carriers, filed an appeal of the 2019 Order with the Federal Cabinet. On August 15, 2020, the Federal Cabinet recognized that the final rates did not always appropriately balance the policy objectives of the wholesale network and were concerned that they would undermine investment in high-quality networks; however, they decided not to refer the matter back to the CRTC, given that a review and vary application filed by Rogers and the other Cable Carriers was already before the CRTC.

On December 13, 2019, Rogers, in conjunction with the other Cable Carriers, filed an Application with the CRTC seeking review and variance and stay of the 2019 Order. On September 28, 2020, the CRTC issued a Stay of Order 2019-288 pending review of the appropriateness of the rates established in the 2019 Order.

On May 27, 2021, the CRTC released Telecom Decision CRTC 2021-181 (2021 Decision) in which it adopted the interim rates in effect prior to the 2019 Order as the final rates, with certain modifications, including the removal of the supplementary markup of 10% for incumbent local exchange carriers.

On May 28, 2021, a wholesale ISP petitioned the Governor in Council to, among other things, restore the 2019 Order and make the rates established in that order final. In addition, on June 28, 2021, the same wholesale ISP filed a motion seeking leave to appeal the 2021 Decision to the Federal Court of Appeal, which was granted on September 15, 2021. On July 22, 2024, the FCA dismissed the appeal. Rogers, Bell, and several cable companies are opposing an application for leave to appeal that decision to the Supreme Court of Canada.

CRTC REVIEW OF WHOLESALE WIRELINE TELECOMMUNICATIONS SERVICES

On March 8, 2023, the CRTC released Telecom Notice of Consultation CRTC 2023-56 to provide notice of a public hearing to be held for its review of the existing framework for wholesale HSA services in light of changing market conditions, the significant challenges in implementing the framework, and the importance to Canadians of having access to greater choice and more affordable services. The CRTC had requested comments on several issues, including the preliminary views that (i) the provision of aggregated wholesale HSA services should be mandated; (ii) access to FTTH facilities should be provided over these services; and (iii) the provision of FTTH facilities over aggregated wholesale HSA services should be mandated on a temporary and expedited basis until the CRTC reaches a decision as to whether such access is to be provided indefinitely.

On November 6, 2023, the CRTC released Telecom Decision CRTC 2023-358, mandating the incumbent local exchange carriers to provide competitors with access to their FTTH facilities over aggregated wholesale HSA in Quebec and Ontario by May 7, 2024. The CRTC found that the hybrid fibre-coaxial networks of cable carriers, such as Rogers, already service the majority of wholesale-based competitors and concluded that, given the temporary nature of the aggregated FTTH access mandate being considered, it would be neither efficient nor proportionate to mandate cable carriers to implement it. The public hearing on wholesale wireline telecommunications services commenced on February 12, 2024.

On August 13, 2024, the CRTC released Telecom Regulatory Policy CRTC 2024-180, *Competition in Canada's Internet service markets*, mandating Bell, Telus, and SaskTel to provide wholesale access to their FTTH network by February 13, 2025. Additionally, the Policy also (i) provided a five-year regulatory holiday on new FTTH builds, (ii) prohibited incumbent carriers from accessing wholesale services, on any technology, within their historical serving area, and (iii) exempted cable companies from any FTTH obligations but maintained their wholesale HFC requirements.

On November 6, 2023, Bell filed a petition to the Governor in Council asking for CRTC 2023-358 to be overturned, or, in the alternative, have Rogers, Bell, and Telus prohibited from accessing mandated wholesale FTTH services across Canada. In response, on November 5, 2024, the Governor in Council issued a cabinet order referring CRTC 2023-358 back to the CRTC to reconsider, whether Rogers, Bell, and Telus should be prohibited from accessing mandated wholesale FTTH in Ontario, and Quebec. Additionally, Rogers and a coalition of regional carriers (Eastlink, Cogeco, CNOC, and SaskTel) separately filed review and vary applications with the CRTC on November 12 and 7, 2024, respectively. The coalition also filed a petition to the Governor in Council on November 8, 2024. The applications and the petition all request the CRTC vary CRTC 2024-180 to prohibit Rogers, Bell, and Telus from accessing mandated wholesale broadband access anywhere in Canada and using any technology, including cable HFC. On February 3, 2025, the CRTC determined that overturning Telecom Decision 2023-358 would not be in the public interest given the "temporary" nature of the decision. The CRTC will instead consider whether large incumbents' use of wholesale access would have material negative effects on future investment and long-term competition in its consolidated proceeding to address the applications to review and vary Telecom Regulatory Policy CRTC 2024-180, which the CRTC intends to complete by summer 2025.

TELEVISION SERVICES DISTRIBUTION

BDUs are required to offer customers an option for a small basic service consisting of Canadian local and regional channels (local radio is optional), mandatory Canadian services, community and provincial legislature channels, provincial/territorial educational channels, and, should they wish, US 4+1 networks. The retail rate for this entry-level service is capped at $25 per month (excluding equipment). Further, all channels above the basic tier must be offered on an à la carte basis and in smaller, reasonably priced packages. BDUs are required to ensure the majority of programming services offered to consumers are Canadian channels. As a result of the decision approving the Shaw Transaction, our BDUs are also required to carry 45 Canadian independent English or French programming services.

CRTC LICENCE RENEWAL DECISIONS

On August 8, 2023, pursuant to Broadcasting Decision CRTC 2023-245, the CRTC administratively renewed our television stations, discretionary services, on-demand services (video-on-demand and terrestrial PPV), and terrestrial BDUs until August 31, 2026. On December 14, 2023, pursuant to Broadcasting Decision CRTC 2023-413, the CRTC administratively renewed our direct-to-home (DTH) PPV licence until August 31, 2026. Our DTH BDU and SRDU licences were renewed in November 2019, each with a seven-year term expiring August 31, 2026. The licences for our commercial radio stations, which we operate in British Columbia, Alberta, Manitoba, Ontario, and Nova Scotia, have been individually renewed at various times, with terms expiring between August 31, 2026, and August 31, 2030.

CRTC CONSULTATION ON MARKET DYNAMICS

On January 9, 2025, the CRTC launched Broadcasting Notice of Consultation CRTC 2025-2, *The Path Forward – Working towards a sustainable Canadian broadcasting system*. The CRTC set out two key goals to guide this consultation: (i) a sustainable model for the delivery and discoverability of diverse Canadian and Indigenous content and (ii) a fair and competitive marketplace. Regarding the first goal, the CRTC will focus on issues surrounding access, discoverability, and connected devices. It will also consider the effectiveness of existing regulatory tools, including:

- mandatory distribution of programming services pursuant to 9.1(1)(h) orders;
- requiring BDUs to distribute at least one discretionary service of an independent programming undertaking for each discretionary service of a related programming undertaking it distributes;
- requirements for a $25 basic service and offering all services on a pick-and-pay basis and in small, affordable packages; and
- requiring BDUs to offer a preponderance of Canadian services to subscribers.

Regarding the second goal, the consultation will examine the effectiveness of the Wholesale Code, the concept of good faith negotiation, and data gathering and sharing. The CRTC will also consider the modernization of dispute resolution with specific questions about the effectiveness of existing alternative dispute resolution mechanisms, staff-assisted mediation, the standstill rule, and final offer arbitration. The CRTC also aims to review its undue preference framework for traditional broadcasters and consider its relevance for online undertakings. A public hearing is scheduled to begin on May 12, 2025.

MEDIA

CRTC CONSULTATION ON CANADIAN CONTENT

On November 15, 2024, the CRTC launched Broadcasting Notice of Consultation CRTC 2024-288, *The Path Forward – Defining "Canadian program" and supporting the creation and distribution of Canadian programming in the audio-visual sector*. This proceeding will review certain existing regulatory tools used to help support the creation, funding, and distribution of audio-visual Canadian programming. The CRTC seeks to determine how to:

- better support and promote Canadian stories through audio-visual programming that makes use of Canadian creativity and other resources, including French-language, Indigenous, and news content;

- facilitate flexible audio-visual Canadian programming and a financial support ecosystem that encourages a variety of productions, and a variety of business, broadcast, and distribution models;
- better recognize the role played by Canadian key creators in the creation, broadcast, and distribution of audio-visual Canadian programming;
- foster a sustainable Canadian broadcasting system where Canadian creators can profit from their creations, including through intellectual property rights;
- further the exportability and discoverability of Canadian programming; and
- ensure Canada's diversity is reflected in the Canadian broadcasting system.

The CRTC asks several questions concerning:

- how to modernize the current definition of "Canadian program";
- whether and how to adjust Canadian Programming and programs of national interest (PNI) expenditure requirements and the funding of at-risk programming (including news content);
- whether and how to address the use of AI; and
- how to ensure the CRTC, the broadcasting industry, and Canadians have access to data and information to make informed choices about Canadian programs.

A public hearing is scheduled to begin on March 31, 2025.

THE ONLINE NEWS ACT

On June 22, 2023, Bill C-18, the Online News Act, received royal assent and became law. The Online News Act aims to enhance fairness in the Canadian digital marketplace and to contribute to the sustainability of the Canadian news sector by establishing a bargaining framework for commercial agreements between the largest digital platforms and eligible news businesses. On October 28, 2024, the CRTC approved Google LLC's application for an exemption from the Online News Act with respect to Google Search, given that Google has agreed to contribute $100 million annually to Canadian news businesses. Google's annual monetary contribution will be administered by the Canadian Journalism Collective. The maximum amount that can be allocated to Canadian broadcasters that produce news is capped at 30% under the Online News Act Application and Exemption Regulations. On December 12, 2024, the CRTC released its framework governing the formal bargaining process under the Online News Act.

MODERNIZATION OF RADIO REGULATION

On November 15, 2024, the CRTC launched a consultation to modernize the regulatory framework applicable to radio undertakings operating in Canada, with the objective of reducing the framework's administrative burden. In this proceeding, the CRTC will consider new compliance measures, including the use of administrative monetary penalties (AMPs) in connection with severe non-compliance, repeated non-compliance, or both. The CRTC will consider issues related to the contributions of radio broadcasters, including regulatory requirements for audio programming, in a separate proceeding.

Other Information

ACCOUNTING POLICIES

CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

Management makes judgments, estimates, and assumptions that affect how accounting policies are applied, the amounts we report in assets, liabilities, revenue, and expenses, and our related disclosure about contingent assets and liabilities. Significant changes in our assumptions, including those related to our future business plans and cash flows, could materially change the amounts we record. Actual results could be different from these estimates.

These estimates are critical to our business operations and understanding our results of operations. We may need to use additional judgment because of the sensitivity of the methods and assumptions used in determining the asset, liability, revenue, and expense amounts.

ESTIMATES

REVENUE FROM CONTRACTS WITH CUSTOMERS

Determining the transaction price

The transaction price is the amount of consideration that is enforceable and to which we expect to be entitled in exchange for the goods and services we have promised to our customer. We determine the transaction price by considering the terms of the contract and business practices that are customary within that particular line of business. Discounts, rebates, refunds, credits, price concessions, incentives, penalties, and other similar items are reflected in the transaction price at contract inception.

Determining the stand-alone selling price and the allocation of the transaction price

The transaction price is allocated to performance obligations based on the relative stand-alone selling prices of the distinct goods or services in the contract. The best evidence of a stand-alone selling price is the observable price of a good or service when the entity sells that good or service separately in similar circumstances and to similar customers. If a stand-alone selling price is not directly observable, we estimate the stand-alone selling price taking into account reasonably available information relating to the market conditions, entity-specific factors, and the class of customer.

In determining the stand-alone selling price, we allocate revenue between performance obligations based on expected minimum enforceable amounts to which we are entitled. Any amounts above the minimum enforceable amounts are recognized as revenue as they are earned.

Determining the appropriate amortization period for deferred commission costs assets

We use estimates in determining the timing over which we will receive the expected pattern of benefits from the payment of commissions.

LEASES

We estimate the lease term by considering the facts and circumstances that can create an economic incentive to exercise an extension option, or not exercise a termination option. We make certain qualitative and quantitative assumptions when deriving the value of the economic incentive.

USEFUL LIVES

We depreciate the cost of property, plant and equipment over their estimated useful lives by considering industry trends and company-specific factors, including changing technologies and expectations for the in-service period of certain assets at the time. We reassess our estimates of useful lives annually, or when circumstances change, to ensure they match the anticipated life of the technology from a revenue-producing perspective. If technological change happens more quickly, or in a different way, than anticipated, we might have to reduce the estimated life of property, plant and equipment, which could result in a higher depreciation expense in future periods or an impairment charge to write down the value. We monitor and review our depreciation rates and asset useful lives at least once a year and change them if they are different from our previous estimates. We recognize the effect of changes in estimates in net income prospectively.

CAPITALIZING DIRECT LABOUR, OVERHEAD, AND INTEREST

Certain direct labour, overhead, and interest costs associated with the acquisition, construction, development, or improvement of our networks are capitalized to "property, plant and equipment". The capitalized amounts are calculated based on estimated costs of projects that are capital in nature, and are generally based on a per-hour rate. In addition, interest costs are capitalized during development and construction of certain property, plant and equipment. Capitalized amounts increase the cost of the asset and result in a higher depreciation expense in future periods.

IMPAIRMENT OF ASSETS

Indefinite-life intangible assets (including goodwill and spectrum and/or broadcast licences) are assessed for impairment on an annual basis, or more often if events or circumstances warrant, and finite-life assets (including property, plant and equipment and other intangible assets) are assessed for impairment if events or circumstances warrant. The recoverable amount of a cash-generating unit (CGU) involves significant estimates such as future cash flows, terminal growth rates, and discount rates. If key estimates differ unfavourably in the future, we could experience impairment charges that could decrease net income.

FINANCIAL INSTRUMENTS

The fair values of our derivatives are recorded using an estimated credit-adjusted mark-to-market valuation. If the derivatives are in an asset position (i.e. the counterparty owes Rogers), the credit spread for the bank counterparty is added to the risk-free discount rate to determine the estimated credit-adjusted value. If the derivatives are in a liability position (i.e. Rogers owes the counterparty), our credit spread is added to the risk-free discount rate. The estimated credit-adjusted value of derivatives requires assessment of the credit risk of the parties to the instruments and the instruments' discount rates.

For all derivative instruments where hedge accounting is applied, we are required to ensure that the hedging relationships meet hedge effectiveness criteria. Hedge effectiveness testing requires the use of both judgments and estimates.

PENSION BENEFITS

When we account for defined benefit pension plans, assumptions are made in determining the valuation of benefit obligations. Assumptions and estimates include the discount rate, the rate of future compensation increase, and the mortality rate. Changes to these primary assumptions and estimates would affect the pension expense, pension asset and liability, and other comprehensive income. Changes in economic conditions, including financial markets and interest rates, may also have an impact on our pension plans, as there is no assurance that the plans will be able to earn the assumed rate of return. Market-driven changes may also result in changes in the discount rates and other variables that could require us to make contributions in the future that differ significantly from the current contributions and assumptions incorporated into the actuarial valuation process.

Below is a summary of the effect an increase or decrease in the primary assumptions and estimates would have had on our accrued benefit obligation as at December 31, 2024.

(In millions of dollars)	Increase (decrease) in accrued benefit obligation
Discount rate	
Impact of 0.5% increase	(174)
Impact of 0.5% decrease	197
Rate of future compensation increase	
Impact of 0.25% increase	12
Impact of 0.25% decrease	(12)
Mortality rate	
Impact of 1 year increase	36
Impact of 1 year decrease	(40)

STOCK-BASED COMPENSATION

Stock option plans

Our employee stock option plans attach cash-settled share appreciation rights (SARs) to all new and previously granted options. The SAR feature allows the option holder to elect to receive a cash payment equal to the intrinsic value of the option, instead of exercising the option and acquiring Class B Non-Voting Shares. We measure stock-based compensation to employees at fair value. We determine the fair value of options using our Class B Non-Voting Share price and option pricing models, and record all outstanding stock options as liabilities. The liability is marked to market each period and is amortized to expense using a graded vesting approach over the period during which employee services are rendered, or over the period to the date an employee is eligible to retire, whichever is shorter. The expense in each period is affected by the change in the price of our Class B Non-Voting Shares during the period.

Restricted share unit (RSU) and deferred share unit (DSU) plans

We recognize outstanding RSUs and DSUs as liabilities, measuring the liabilities and compensation costs based on the awards' fair values, which are based on the market price of the Class B Non-Voting Shares, and recognizing them as charges to "operating costs" over the vesting period of the awards. If an award's fair value changes after it has been granted and before the exercise date, we recognize the resulting changes in the liability within "operating costs" or "restructuring, acquisition and other", as applicable, in the year the change occurs. For RSUs, the payment amount is established as of the vesting date. For DSUs, the payment amount is established as of the exercise date.

BUSINESS COMBINATIONS

We use estimates in determining the value of assets acquired and liabilities assumed in business combinations, most significantly property, plant and equipment and intangible assets, including the related deferred tax impacts.

Valuation of acquired property, plant and equipment can be complex and may require significant estimation, including characteristics such as size, age, replacement cost, and other characteristics of different assets. Each of these characteristics can have a significantly different cost to build or replace, and therefore fair value.

Property, plant and equipment (other than land and building) is often valued using a depreciated replacement cost approach, which requires estimating the gross replacement cost of each asset (either through direct comparison to current prices or by applying inflationary factors to historical costs) and then applying a depreciation factor to reflect the age of the in-service asset.

Land and building assets are often valued using an income approach (for buildings) and a direct market comparison approach (for the underlying land). This involves assessing comparable properties in the relevant markets to identify characteristics, such as vacancy rates and income capitalization rates, to apply to the valuation of each building. Land is often valued by comparing to similar plots of land in the relevant markets.

JUDGMENTS

REVENUE FROM CONTRACTS WITH CUSTOMERS

Distinct goods and services

We make judgments in determining whether a promise to deliver goods or services is considered distinct. We account for individual products and services separately if they are distinct (i.e. if a product or service is separately identifiable from other items in the bundled package and if the customer can benefit from it). The consideration is allocated between separate products and services in a bundle based on their stand-alone selling prices. For distinct items we do not sell separately, we estimate stand-alone selling prices using the adjusted market assessment approach.

Residual value arrangements

Under certain customer offers, we allow customers to defer a component of the device cost until contract termination. We use judgment in determining whether these arrangements constitute revenue-generating arrangements or leases. In making this determination, we use judgment to assess the extent of control over the devices that passes to our customer, including whether the customer has a significant economic incentive at contract inception to return the device at contract termination.

LEASES

We make judgments in determining whether a contract contains an identified asset. The identified asset should be physically distinct or represent substantially all of the capacity of the asset, and should provide us with the right to substantially all of the economic benefits from the use of the asset.

We also make judgments in determining whether or not we have the right to control the use of the identified asset. We have that right when we have the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decisions about how and for what purpose the asset is used are predetermined, we have the right to direct the use of the asset if we have the right to operate the asset or if we designed the asset in a way that predetermines how and for what purpose the asset will be used.

We make judgments in determining the incremental borrowing rate used to measure our lease liability for each lease contract, including an estimate of the asset-specific security impact. The incremental borrowing rate should reflect the interest that we would have to pay to borrow at a similar term and with a similar security.

Certain of our leases contain extension or renewal options that are exercisable only by us and not by the lessor. At lease commencement, we assess whether we are reasonably certain to exercise any of the extension options based on our expected economic return from the lease. We typically exercise extension options on our network leases, primarily due to the significant cost that would be required to relocate our network towers and related equipment. We periodically reassess whether we are reasonably certain to exercise the options and account for any changes at the date of the reassessment.

USEFUL LIVES AND DEPRECIATION AND AMORTIZATION METHODS

We make significant judgments in choosing methods for depreciating our property, plant and equipment that we believe most accurately represent the consumption of benefits derived from those assets and are most representative of the economic substance of the intended use of the underlying assets.

We amortize the cost of intangible assets with finite lives over their estimated useful lives. We review their useful lives, residual values, and the amortization methods at least once a year.

We do not amortize intangible assets with indefinite lives (spectrum licences, broadcast licences, and certain brand names) as there is no foreseeable limit to the period over which these assets are expected to generate net cash inflows for us. We make judgments to determine that these assets have indefinite lives, analyzing all relevant factors, including the expected usage of the asset, the typical life cycle of the asset, and anticipated changes in the market demand for the products and services the asset helps generate. After review of the competitive, legal, regulatory, and other factors, it is our view that these factors do not limit the useful lives of our spectrum licences, broadcast licences, and certain brand names.

Judgment is also applied in choosing methods for amortizing our intangible assets and program rights that we believe most accurately represent the consumption of those assets and are most representative of the economic substance of the intended use of the underlying assets.

IMPAIRMENT OF ASSETS

We make judgments in determining CGUs and the allocation of goodwill to CGUs or groups of CGUs for the purpose of impairment testing. The allocation of goodwill involves considerable management judgment in determining the CGUs (or groups of CGUs) that are expected to benefit from the synergies of a business combination. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Goodwill and indefinite-life intangible assets are allocated to CGUs (or groups of CGUs) based on the level at which management monitors goodwill, which is not higher than an operating segment. In particular for Media, we have determined that goodwill is monitored and should be tested for impairment at the Media segment level as a whole, rather than at the underlying business by business level, based on the interdependencies across Media and how it sells and goes to market.

RESTRUCTURING, ACQUISITION AND OTHER COSTS

We make significant judgments in determining the appropriate classification of costs to be included in restructuring, acquisition and other.

HEDGE ACCOUNTING

We make significant judgments in determining whether our financial instruments qualify for hedge accounting, including our determination of hedge effectiveness. These judgments include assessing whether the forecast transactions designated as hedged items in hedging relationships will materialize as forecast, whether the hedging relationships designated as effective hedges for accounting purposes continue to qualitatively be effective, and determining the methodology to determine the fair values used in testing the effectiveness of hedging relationships.

SEGMENTS

We make significant judgments in determining our operating segments and in determining the appropriate allocation of shared costs between our segments. These are components that engage in business activities from which they may earn revenue and incur expenses, for which operating results are regularly reviewed by our chief operating decision makers to make decisions about resources to be allocated and to assess component performance, and for which discrete financial information is available.

INCOME TAXES AND OTHER TAXES

We accrue income and other tax provisions based on information currently available in each of the jurisdictions in which we operate. While we believe we have paid and provided for adequate amounts of tax, our business is complex and significant judgment is required in interpreting how tax legislation and regulations apply to us. Our tax filings are subject to audit by the relevant government revenue authorities and the results of the government audit could materially change the amount of our actual income tax expense, income tax payable or receivable, other taxes payable or receivable, and deferred income tax assets and liabilities and could, in certain circumstances, result in the assessment of interest and penalties.

CONTINGENCIES

Considerable judgment is involved in the determination of contingent liabilities. Our judgment is based on information currently known to us, and the probability of the ultimate resolution of the contingencies. If it becomes probable that a contingent liability will result in an outflow of economic resources, we will record a provision in the period the change in probability occurs. The amount of the loss involves judgment based on information available at that time. Any provision recognized for a contingent liability could be material to our consolidated financial position and results of operations.

ONEROUS CONTRACTS

Judgment is required to determine when we are subject to unavoidable costs arising from onerous contracts. These judgments may include, for example, whether a certain promise is legally binding or whether we may be successful in negotiations with the counterparty.

BUSINESS COMBINATIONS

We use significant judgment to determine what is, and what is not, part of a business combination, including the timing of when control transfers to us. This requires assessing the nature of other transactions entered into with the acquiree to ensure we account for the business combination using only the consideration transferred for the assets acquired and liabilities assumed in the exchange.

We also use significant judgment in determining the valuation methodologies applied to various assets and liabilities.

ASSETS HELD FOR SALE

Classifying assets or disposal groups as held for sale can require significant judgment in determining if the sale is highly probable, especially for larger assets or disposal groups. This requires an assessment of, among other things, whether management is committed to the sale and it is unlikely significant changes to the disposal plan will be made.

TRANSACTIONS WITH RELATED PARTIES

We have entered into certain transactions in the normal course of business with related parties in which we have an equity interest, being primarily MLSE (primarily broadcasting rights) and Glentel (Wireless distribution support). The amounts received from or paid to these parties were as follows:

	Years ended December 31		
(In millions of dollars)	**2024**	2023	% Chg
Revenue	**45**	36	25
Purchases	**231**	203	14

We have entered into business transactions with Dream Unlimited Corp. (Dream), which is controlled by our Director Michael J. Cooper. Dream is a real estate company that rents spaces in office and residential buildings. Total amounts paid to this related party were nominal for each of 2024 and 2023.

We have also entered into certain transactions with our controlling shareholder and companies it controls. These transactions are subject to formal agreements approved by the Audit and Risk Committee. Total amounts paid to these related parties generally reflect the charges to Rogers for occasional business use of aircraft, net of other administrative services, and were less than $1 million for each of 2024 and 2023.

On closing of the Shaw Transaction, we entered into an advisory agreement with Brad Shaw in accordance with the arrangement agreement, pursuant to which he will be paid $20 million for a two-year period following closing in exchange for performing certain services related to the transition and integration of Shaw, of which $10 million was recognized in net income and paid during the year ended December 31, 2024 (2023 – $8 million). We have also entered into certain other transactions with the Shaw Family Group. Total amounts paid to the Shaw Family Group in 2024 and 2023 were under $1 million. We also assumed a liability of $102 million through the Shaw Transaction related to a legacy pension arrangement with one of our directors whereby the director will be paid $1 million per month until March 2035, $12 million of which was paid in 2024 (2023 – $8 million).

We recognize these transactions at the amount agreed to by the related parties, which are also reviewed by the Audit and Risk Committee. The amounts owing for these services were unsecured, interest-free, and due for payment in cash within one month of the date of the transaction.

NEW ACCOUNTING PRONOUNCEMENTS ADOPTED IN 2024

We adopted the following IFRS amendments in 2024. Except for the amendments to IAS 7 and IFRS 7, they did not have a material effect on our consolidated financial statements.

- Amendments to IAS 1, *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current*, clarifying the classification requirements in the standard for liabilities as current or non-current.
- Amendments to IFRS 16, *Leases – Lease Liability in a Sale and Leaseback*, clarifying subsequent measurement requirements for sale and leaseback transactions for seller-lessees.
- Amendments to IAS 1, *Presentation of Financial Statements – Non-current Liabilities with Covenants*, modifying the 2020 amendments to IAS 1 to further clarify the classification, presentation, and disclosure requirements in the standard for non-current liabilities with covenants.
- Amendments to IAS 7, *Statement of Cash Flows* and IFRS 7, *Financial Instruments: Disclosures – Supplier Finance Arrangements*, adding disclosure requirements that require entities to provide qualitative and quantitative information about supplier finance arrangements.

RECENT ACCOUNTING PRONOUNCEMENTS NOT YET ADOPTED

The IASB has issued the following new standard and amendments that will become effective in future years:

- IFRS 18, *Presentation and Disclosure in Financial Statements* (replacing IAS 1, *Presentation of Financial Statements*), with an aim to improve how information is communicated in the financial statements, with a focus on information in the statement of income (January 1, 2027).

- Amendments to IFRS 9, *Financial Instruments* and IFRS 7, *Financial Instruments: Disclosures*, clarifying both the classification of financial assets linked to environmental, social, and governance as well as the timing in which a financial asset or financial liability is derecognized when using electronic payment systems (January 1, 2026).

We are assessing the impacts IFRS 18 and the amendments to IFRS 9 and IFRS 7 will have on our consolidated financial statements. We do not expect the amendments to have a material impact.

KEY PERFORMANCE INDICATORS

We measure the success of our strategy using a number of key performance indicators, which are outlined below. We believe these key performance indicators allow us to appropriately measure our performance against our operating strategy and against the results of our peers and competitors. The following key performance indicators, some of which are supplementary financial measures (see "Non-GAAP and Other Financial Measures"), are not measurements in accordance with IFRS. They include:

- subscriber counts;
  - Wireless;
  - Cable; and
  - homes passed (Cable);
- Wireless subscriber churn (churn);
- Wireless mobile phone average revenue per user (ARPU);
- Cable average revenue per account (ARPA);
- Cable customer relationships;
- Cable market penetration (penetration);
- capital intensity;
- total service revenue;
- dividend payout ratios; and
- return on assets.

SUBSCRIBER COUNTS

We determine the number of subscribers to our services based on active subscribers. When subscribers are deactivated, either voluntarily or involuntarily for non-payment, they are considered deactivations in the period the services are discontinued. We use subscriber counts to measure our core business performance and ability to benefit from recurring revenue streams. We use homes passed (Cable) as a measure for our potential market penetration within a defined geographical area.

Subscriber count (Wireless)

- A wireless subscriber is represented by each identifiable telephone number.
- We report wireless subscribers in two categories: postpaid mobile phone and prepaid mobile phone. Postpaid and prepaid include voice-only subscribers and subscribers with service plans including both voice and data.
- Usage and overage charges for postpaid subscribers are billed a month in arrears. Prepaid subscribers cannot incur usage and/or overage charges in excess of their plan limits or account balance.
- Wireless prepaid subscribers are considered active for a period of 30 days from the date of their last revenue-generating usage.

Subscriber count (Cable)

- Cable retail Internet, Video, and Home Monitoring subscribers are represented by a dwelling unit; Cable Home Phone subscribers are represented by line counts.
- When there is more than one unit in a single dwelling, such as an apartment building, each tenant with cable service is counted as an individual subscriber, whether the service is invoiced separately or included in the tenant's rent. Institutional units, such as hospitals or hotels, are each considered one subscriber.
- Cable retail Internet, Video, Home Monitoring, and Home Phone subscribers include only those subscribers who have service installed and operating, and who are being billed accordingly.
- Subscriber counts exclude satellite subscribers, certain business services delivered over our fibre network and data centre infrastructure, and circuit-switched local and long distance voice services and legacy data services where access is delivered using leased third-party network elements and tariffed ILEC services.

SUBSCRIBER CHURN

Subscriber churn (churn) is a measure of the number of subscribers that deactivated during a period as a percentage of the total subscriber base, usually calculated on a monthly basis. Churn measures our success in retaining our subscribers. We calculate it by dividing the number of Wireless subscribers that deactivated (usually in a month) by the aggregate numbers of subscribers at the beginning of the period. When used or reported for a period greater than one month, churn represents the sum of the number of subscribers deactivating for each period divided by the sum of the aggregate number of subscribers at the beginning of each period.

MOBILE PHONE AVERAGE REVENUE PER USER (WIRELESS)

Mobile phone ARPU helps us identify trends and measure our success in attracting and retaining higher-value subscribers. Mobile phone ARPU is a supplementary financial measure. See "Non-GAAP and Other Financial Measures" for an explanation as to the composition of this measure.

AVERAGE REVENUE PER ACCOUNT (CABLE)

Average revenue per account (ARPA) measures total average spending by a single customer account on Cable products. We use it to identify trends and measure our success in attracting and retaining multiple-service accounts. ARPA is also a supplementary financial measure. See "Non-GAAP and Other Financial Measures" for an explanation as to the composition of this measure.

CUSTOMER RELATIONSHIPS

Customer relationships are represented by dwelling units where at least one of our Cable services (i.e. retail Internet, legacy television or Rogers Xfinity TV, and/or home phone) are installed and operating, and the service or services are billed accordingly. When there is more than one unit in one dwelling, such as an apartment building, each tenant with at least one of our Cable services is counted as an individual customer relationship, whether the service is invoiced separately or included in the tenant's rent. Institutional units, like hospitals or hotels, are each considered one customer relationship.

MARKET PENETRATION

Market penetration (penetration) measures our success at attracting new households to our brands and products within our network footprint. Market penetration is calculated by dividing customer relationships by homes passed. An increasing market penetration rate reflects more new customer relationships than new homes passed.

CAPITAL INTENSITY

Capital intensity allows us to compare the level of our capital expenditures to that of other companies within the same industry. Our capital expenditures do not include expenditures on spectrum licences or additions to right-of-use assets. We use it to evaluate the performance of our assets and when making decisions about capital expenditures. We believe that certain investors and analysts use capital intensity to measure the performance of asset purchases and construction in relation to revenue. Capital intensity is also a supplementary financial measure. See "Non-GAAP and Other Financial Measures" for an explanation as to the composition of this measure.

TOTAL SERVICE REVENUE

We use total service revenue to measure our core business performance from the provision of services to our customers separate from revenue generated from the sale of equipment we have acquired from device manufacturers and resold. Included in this metric is our retail revenue from Today's Shopping Choice and the Toronto Blue Jays, which are also core to our business. We calculate total service revenue by subtracting equipment revenue from total revenue.

DIVIDEND PAYOUT RATIOS

We calculate the dividend payout ratio by dividing dividends paid for the year by net income or free cash flow for the year. In previous years this ratio was calculated using dividends declared, however with the 2023 amendment to the DRIP there is now a difference in the amount of dividends declared vs the amount of dividends paid. This update to the calculation ensures that it is a cash flow measure. We use dividends as a percentage of net income and free cash flow to conduct analysis and assist with determining the dividends we should pay. Dividend payout ratio of net income and dividend payout ratio of free cash flow are also supplementary financial measures. See "Non-GAAP and Other Financial Measures" for an explanation as to the composition of these measures.

RETURN ON ASSETS

We use return on assets to measure our efficiency in using our assets to generate net income. Return on assets is also a supplementary financial measure. See "Non-GAAP and Other Financial Measures" for an explanation as to the composition of this measure.

NON-GAAP AND OTHER FINANCIAL MEASURES

We use the following "non-GAAP financial measures" and other "specified financial measures" (each within the meaning of applicable Canadian securities laws). These are reviewed regularly by management and the Board in assessing our performance and making decisions regarding the ongoing operations of our business and its ability to generate cash flows. Some or all of these measures may also be used by investors, lending institutions, and credit rating agencies as indicators of our operating performance, of our ability to incur and service debt, and as measurements to value companies in the telecommunications sector. These are not standardized measures under IFRS, so may not be reliable ways to compare us to other companies.

Non-GAAP financial measures

Specified financial measure	*How it is useful*	*How we calculate it*	*Most directly comparable IFRS financial measure*
Adjusted net income	• To assess the performance of our businesses before the effects of the noted items, because they affect the comparability of our financial results and could potentially distort the analysis of trends in business performance. Excluding these items does not imply that they are non-recurring.	Net (loss) income add (deduct) restructuring, acquisition and other; loss (recovery) on sale or wind down of investments; loss (gain) on disposition of property, plant and equipment; (gain) on acquisitions; loss on non-controlling interest purchase obligations; loss on repayment of long-term debt; loss on bond forward derivatives; depreciation and amortization on fair value increment of Shaw Transaction-related assets; and income tax adjustments on these items, including adjustments as a result of legislative or other tax rate changes.	Net (loss) income
Taxes paid and other government payments	• To assess how much cash we pay in taxes and fees to federal, provincial, and municipal governments.	Income taxes paid add unrecoverable sales taxes paid; payroll taxes paid, regulatory and spectrum fees paid; and property and business taxes paid.	Income taxes paid
Pro forma trailing 12-month adjusted EBITDA	• To illustrate the results of a combined Rogers and Shaw as if the Shaw Transaction had closed at the beginning of the trailing 12-month period.	Trailing 12-month adjusted EBITDA add Acquired Shaw business adjusted EBITDA – January 2023 to March 2023	Trailing 12-month adjusted EBITDA

Non-GAAP ratios

Specified financial measure	*How it is useful*	*How we calculate it*
Adjusted basic earnings per share Adjusted diluted earnings per share	• To assess the performance of our businesses before the effects of the noted items, because they affect the comparability of our financial results and could potentially distort the analysis of trends in business performance. Excluding these items does not imply that they are non-recurring.	Adjusted net income divided by basic weighted average shares outstanding. Adjusted net income including the dilutive effect of stock-based compensation divided by diluted weighted average shares outstanding.
Pro forma debt leverage ratio	• We believe this helps investors and analysts analyze our ability to service our debt obligations, with the results of a combined Rogers and Shaw as if the Shaw Transaction had closed at the beginning of the trailing 12-month period.	Adjusted net debt divided by pro forma trailing 12-month adjusted EBITDA

Total of segments measures

Specified financial measure	*Most directly comparable IFRS financial measure*
Adjusted EBITDA	Net income

Capital management measures	
Specified financial measure	*How it is useful*
Free cash flow	• To show how much cash we generate that is available to repay debt and reinvest in our company, which is an important indicator of our financial strength and performance. • We believe that some investors and analysts use free cash flow to value a business and its underlying assets.
Adjusted net debt	• We believe this helps investors and analysts analyze our debt and cash balances while taking into account the economic impact of debt derivatives on our US dollar-denominated debt.
Debt leverage ratio	• We believe this helps investors and analysts analyze our ability to service our debt obligations.
Available liquidity	• To help determine if we are able to meet all of our commitments, to execute our business plan, and to mitigate the risk of economic downturns.

Supplementary financial measures	
Specified financial measure	*How we calculate it*
Adjusted EBITDA margin	Adjusted EBITDA divided by revenue.
Wireless mobile phone average revenue per user (ARPU)	Wireless service revenue divided by average total number of Wireless mobile phone subscribers for the relevant period.
Cable average revenue per account (ARPA)	Cable service revenue divided by average total number of customer relationships for the relevant period.
Capital intensity	Capital expenditures divided by revenue.
Return on assets	Net income divided by total assets.
Dividend payout ratio of net income	Dividends paid divided by net income.
Dividend payout ratio of free cash flow	Dividends paid for the year divided by free cash flow (defined above).

RECONCILIATION OF ADJUSTED EBITDA

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Net income	**1,734**	849
Add (deduct):		
Income tax expense	**572**	517
Other (income) expense	**(6)**	362
Finance costs	**2,295**	2,047
Restructuring, acquisition and other	**406**	685
Depreciation and amortization	**4,616**	4,121
Adjusted EBITDA	**9,617**	8,581

RECONCILIATION OF ADJUSTED NET INCOME

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Net income	**1,734**	849
Add (deduct):		
Restructuring, acquisition and other	**406**	685
Depreciation and amortization on fair value increment of Shaw Transaction- related assets	**917**	764
Loss on non-controlling interest purchase obligation [1]	**-**	422
Income tax impact of above items	**(338)**	(366)
Income tax adjustment, tax rate change	**-**	52
Adjusted net income	**2,719**	2,406

[1] See "Review of Consolidated Performance" for more information as to the nature of this adjustment.

RECONCILIATION OF PRO FORMA TRAILING 12-MONTH ADJUSTED EBITDA

(In millions of dollars)	As at December 31 2023
Trailing 12-month adjusted EBITDA	8,581
Add (deduct):	
Acquired Shaw business adjusted EBITDA – January 2023 to March 2023	514
Pro forma trailing 12-month adjusted EBITDA	9,095

RECONCILIATION OF FREE CASH FLOW

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Cash provided by operating activities	**5,680**	5,221
Add (deduct):		
Capital expenditures	**(4,041)**	(3,934)
Interest on borrowings, net and capitalized interest	**(1,986)**	(1,794)
Interest paid, net	**2,087**	1,780
Restructuring, acquisition and other	**406**	685
Program rights amortization	**(63)**	(70)
Change in net operating assets and liabilities	**876**	627
Other adjustments [1]	**86**	(101)
Free cash flow	**3,045**	2,414

[1] Other adjustments consists of post-employment benefit contributions, net of expense, cash flows relating to other operating activities, and other investment income from our financial statements.

SUMMARY OF FINANCIAL RESULTS OF LONG-TERM DEBT GUARANTOR

Our outstanding public debt, amounts drawn on our $4.5 billion bank credit and letter of credit facilities, and derivatives are unsecured obligations of RCI, as obligor, and RCCI, as either co-obligor or guarantor, as applicable.

The selected unaudited consolidating summary financial information for RCI for the periods identified below, presented with a separate column for: (i) RCI, (ii) RCCI, (iii) our non-guarantor subsidiaries on a combined basis, (iv) consolidating adjustments, and (v) the total consolidated amounts, is set forth as follows:

Years ended December 31 (unaudited)	RCI [1,2]		RCCI [1,2]		Non-guarantor subsidiaries [1,2]		Consolidating adjustments [1,2]		Total	
(In millions of dollars)	**2024**	2023	**2024**	2023	**2024**	2023	**2024**	2023	**2024**	2023
Selected Statements of Income data measure:										
Revenue	**–**	–	**18,238**	16,316	**2,708**	3,293	**(342)**	(301)	**20,604**	19,308
Net income (loss)	**1,734**	849	**2,429**	1,276	**234**	289	**(2,663)**	(1,565)	**1,734**	849

As at December 31 (unaudited)	RCI [1,2]		RCCI [1,2]		Non-guarantor subsidiaries [1,2]		Consolidating adjustments [1,2]		Total	
(In millions of dollars)	**2024**	2023	**2024**	2023	**2024**	2023	**2024**	2023	**2024**	2023
Selected Statements of Financial Position data measure:										
Current assets	**52,502**	44,427	**49,840**	43,991	**10,750**	10,803	**(104,719)**	(91,387)	**8,373**	7,834
Non-current assets	**65,637**	63,073	**53,586**	57,016	**5,807**	7,593	**(61,992)**	(66,234)	**63,038**	61,448
Current liabilities	**57,147**	44,638	**68,919**	68,370	**8,809**	9,119	**(122,266)**	(113,345)	**12,609**	8,782
Non-current liabilities	**43,922**	45,437	**11,962**	15,820	**2,097**	739	**(9,582)**	(11,936)	**48,399**	50,060

[1] For the purposes of this table, investments in subsidiary companies are accounted for by the equity method.

[2] Amounts recorded in current liabilities and non-current liabilities for RCCI do not include any obligations arising as a result of being a guarantor or co-obligor, as the case may be, under any of RCI's long-term debt.

FIVE-YEAR SUMMARY OF CONSOLIDATED FINANCIAL RESULTS

(In millions of dollars, except per share amounts, subscriber count results, churn, ARPU, ARPA, percentages, and ratios)	As at or years ended December 31				
	2024	2023	2022	2021	2020
Revenue					
Wireless	**10,595**	10,222	9,197	8,768	8,530
Cable	**7,876**	7,005	4,071	4,072	3,946
Media	**2,484**	2,335	2,277	1,975	1,606
Corporate items and intercompany eliminations	**(351)**	(254)	(149)	(160)	(166)
Total revenue	**20,604**	19,308	15,396	14,655	13,916
Total service revenue	**18,066**	16,845	13,305	12,533	11,955
Adjusted EBITDA					
Wireless	**5,312**	4,986	4,469	4,214	4,067
Cable	**4,518**	3,774	2,058	2,013	1,935
Media	**84**	77	69	(127)	51
Corporate items and intercompany eliminations	**(297)**	(256)	(203)	(213)	(196)
Total adjusted EBITDA	**9,617**	8,581	6,393	5,887	5,857
Net income	**1,734**	849	1,680	1,558	1,592
Adjusted net income	**2,719**	2,406	1,915	1,803	1,725
Cash provided by operating activities	**5,680**	5,221	4,493	4,161	4,321
Free cash flow	**3,045**	2,414	1,773	1,671	2,366
Capital expenditures	**4,041**	3,934	3,075	2,788	2,312
Earnings per share					
Basic	**$ 3.25**	$ 1.62	$ 3.33	$ 3.09	$ 3.15
Diluted	**$ 3.20**	$ 1.62	$ 3.32	$ 3.07	$ 3.13
Adjusted earnings per share					
Basic	**$ 5.09**	$ 4.60	$ 3.79	$ 3.57	$ 3.42
Diluted	**$ 5.04**	$ 4.59	$ 3.78	$ 3.56	$ 3.40
Statements of Financial Position:					
Assets					
Property, plant and equipment	**25,072**	24,332	15,574	14,666	14,018
Goodwill	**16,280**	16,280	4,031	4,024	3,973
Intangible assets	**17,858**	17,896	12,251	12,281	8,926
Investments	**615**	598	2,088	2,493	2,536
Other assets	**11,586**	10,176	21,711	8,499	9,401
Total assets	**71,411**	69,282	55,655	41,963	38,854
Liabilities and Shareholders' Equity					
Long-term liabilities	**48,399**	50,060	36,014	22,812	22,695
Current liabilities	**12,609**	8,782	9,549	8,619	6,586
Total liabilities	**61,008**	58,842	45,563	31,431	29,281
Shareholders' equity	**10,403**	10,440	10,092	10,532	9,573
Total liabilities and shareholders' equity	**71,411**	69,282	55,655	41,963	38,854
Subscriber count results (in thousands) [1]					
Wireless mobile phone subscribers [2,3,4,5,6,7]	**11,874**	11,609	10,647	10.013	n/a
Retail Internet subscribers [2,8,9]	**4,273**	4,162	2,284	2,229	n/a
Video subscribers [2,9]	**2,617**	2,751	1,525	1,491	n/a
Home Monitoring subscribers [2,9]	**133**	89	101	113	n/a
Home Phone subscribers [2,9]	**1,507**	1,629	836	911	n/a
Customer relationships [9]	**4,683**	4,636	2,590	2,581	2,530
Additional Wireless metrics [1]					
Postpaid mobile phone churn (monthly) [2,3,4]	**1.21%**	1.11%	0.90%	0.88%	n/a
Mobile phone ARPU (monthly) [2]	**$ 57.98**	$ 57.86	$ 57.89	$ 56.83	n/a
Additional Cable metrics					
ARPA (monthly)	**$140.12**	$ 142.58	$130.12	$132.58	$130.70
Penetration	**45.9%**	46.6%	53.9%	54.9%	55.3%
Additional consolidated metrics					
Revenue growth	**7%**	25%	5%	5%	(8)%
Adjusted EBITDA growth	**12%**	34%	9%	1%	(6)%
Dividends declared per share	**$ 2.00**	$ 2.00	$ 2.00	$ 2.00	$ 2.00
Dividend payout ratio of net income [1]	**61.8%**	123.2%	60.1%	64.8%	63.4%
Dividend payout ratio of free cash flow [1]	**35.2%**	43.3%	57.0%	60.4%	42.7%
Return on assets [1]	**2.4%**	1.2%	3.0%	3.7%	4.1%
Debt leverage ratio	**4.5**	5.0	3.5	3.4	3.0

1 As defined. See "Key Performance Indicators".

2 Wireless mobile phone subscribers, retail Internet subscribers, Video subscribers, Home Monitoring subscribers, Home Phone subscribers, postpaid mobile phone churn, and mobile phone ARPU have not been presented for periods prior to 2021. We commenced using the aforementioned measures as key performance indicators in the first quarter of 2022 and updated our 2021 comparative subscriber results. See "Key Performance Indicators".

3 Effective April 1, 2023, we adjusted our postpaid mobile phone subscriber base to remove 51,000 subscribers relating to a wholesale account.

4 On April 3, 2023, we acquired approximately 501,000 Shaw Mobile postpaid mobile phone subscribers as a result of our acquisition of Shaw, which are not included in net additions. As at December 31, 2023, we had completed migrating these subscribers to the Rogers network; there were 18,000 deactivated subscribers that could not be migrated and were therefore removed from our postpaid mobile phone subscriber base effective December 31, 2023.

5 Effective December 1, 2023, we adjusted our Wireless prepaid subscriber base to remove 94,000 subscribers as a result of a change to our deactivation policy from 90 days to 30 days.

6 The following adjustments were made as we stopped selling new plans for the services as of the noted dates. Effective January 1, 2024, and on a prospective basis, we adjusted our prepaid mobile phone subscriber base to remove 56,000 Fido prepaid subscribers. Effective October 1, 2024, and on a prospective basis, we adjusted our prepaid mobile phone subscriber base to remove 81,000 Rogers prepaid subscribers. Effective October 1, 2023, and on a prospective basis, we reduced our retail Internet subscriber base by 182,000 and our customer relationships by 173,000 to remove Fido Internet subscribers. We believe these adjustments more meaningfully reflect the underlying organic subscriber performance of our prepaid mobile phone and retail Internet businesses.

7 In 2020, we acquired approximately 7,000 retail Internet subscribers and 8,000 customer relationships as a result of our acquisitions of Ruralwave Inc. and Cable Cable Inc. In 2021, we acquired approximately 18,000 retail Internet subscribers and 20,000 customer relationships as a result of our acquisition of Seaside Communications. In 2022, we acquired approximately 3,000 retail Internet subscribers, 2,000 Video subscribers, 1,000 Home Phone subscribers, and 3,000 customer relationships as a result of our acquisition of a small regional cable company in Nova Scotia. In April 2023, we acquired approximately 1,961,000 retail Internet subscribers, 1,203,000 Video subscribers, 890,000 Home Phone subscribers, 4,935,000 homes passed, and 2,191,000 customer relationships as a result of the Shaw Transaction. In November 2023, we acquired approximately 22,000 retail internet subscribers, 8,000 Video subscribers, 19,000 Home Phone subscribers, 8,000 homes passed, and 30,000 customer relationships as a result of our acquisition of Comwave. None of these subscribers are included in net additions.

ROGERS

Management's Responsibility for Financial Reporting December 31, 2024

The accompanying consolidated financial statements of Rogers Communications Inc. and its subsidiaries and all the information in Management's Discussion and Analysis (MD&A) are the responsibility of management and have been approved by the Board of Directors.

Management has prepared the consolidated financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board. The consolidated financial statements include certain amounts that are based on management's best estimates and judgments and, in their opinion, present fairly, in all material respects, Rogers Communications Inc.'s financial position, results of operations, and cash flows. Management has prepared the financial information presented elsewhere in MD&A and has ensured that it is consistent with the consolidated financial statements.

Management has developed and maintains a system of internal controls that further enhances the integrity of the consolidated financial statements. The system of internal controls is supported by the internal audit function and includes management communication to employees about its policies on ethical business conduct.

Management believes these internal controls provide reasonable assurance that:

- transactions are properly authorized and recorded;
- financial records are reliable and form a proper basis for the preparation of consolidated financial statements; and
- the assets of Rogers Communications Inc. and its subsidiaries are properly accounted for and safeguarded.

The Board of Directors is responsible for overseeing management's responsibility for financial reporting and is ultimately responsible for reviewing and approving the consolidated financial statements. The Board of Directors carries out this responsibility through its Audit and Risk Committee.

The Audit and Risk Committee meets regularly with management, as well as the internal and external auditors, to discuss internal control over the financial reporting process, auditing matters, and financial reporting issues; to satisfy itself that each party is properly discharging its responsibilities; and to review MD&A, the consolidated financial statements, and the external auditors' reports. The Audit and Risk Committee reports its findings to the Board of Directors for its consideration when approving the consolidated financial statements for issuance to the shareholders. The Audit and Risk Committee also considers the engagement or re-appointment of the external auditors before submitting its recommendation to the Board of Directors for review and for shareholder approval.

The consolidated financial statements have been audited by KPMG LLP, the external auditors, in accordance with the standards of the Public Company Accounting Oversight Board (United States) on behalf of the shareholders. Our internal control over financial reporting as of December 31, 2024 has been audited by KPMG LLP, in accordance with the standards of the Public Company Accountability Oversight Board (United States). KPMG LLP has full and free access to the Audit and Risk Committee.

March 6, 2025

Tony Staffieri
President and Chief Executive Officer

Glenn Brandt
Chief Financial Officer

KPMG

Report of Independent Registered Public Accounting Firm

To the Shareholders and Board of Directors of Rogers Communications Inc.

Opinion on the Consolidated Financial Statements

We have audited the accompanying consolidated statements of financial position of Rogers Communications Inc. (the Company) as of December 31, 2024 and 2023, the related consolidated statements of income, comprehensive income, changes in shareholders' equity, and cash flows for each of the years in the two-year period ended December 31, 2024, and the related notes (collectively, the consolidated financial statements). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and its financial performance and its cash flows for each of the years in the two-year period ended December 31, 2024, in conformity with International Financial Reporting Standards as issued by the International Accounting Standards Board.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 31, 2024, based on criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission, and our report dated March 6, 2025 expressed an unqualified opinion on the effectiveness of the Company's internal control over financial reporting.

Basis for Opinion

These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matter

The critical audit matter communicated below is a matter arising from the current period audit of the consolidated financial statements that was communicated or required to be communicated to the Audit and Risk Committee and that: (1) relate to accounts or disclosures that are material to the consolidated financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing separate opinions on the critical audit matter or on the accounts or disclosures to which it relates.

Recoverability of the carrying value of goodwill in the Media segment

As discussed in Note 10 to the consolidated financial statements, the Company tests goodwill for impairment once per year as of October 1, or more frequently if they identify indicators of impairment. Goodwill is impaired if the recoverable amount of a cash-generating unit (CGU) or group of cash-generating units (CGUs) that contain goodwill is less than the carrying amount. The Company makes judgments in determining CGUs and the allocation of goodwill for the purpose of impairment testing. Goodwill is monitored at an operating segment level in the Media segment. The goodwill balance in the Media segment as of December 31, 2024 was $969 million. A number of businesses within the Company's Media segment are partially reliant on traditional advertising revenues, are subject to a highly competitive environment and continue to have profitability challenges due to declining advertising revenue growth rates and increasing costs of producing and/or providing content. The estimate of the recoverable amount, which is determined based on the fair value less costs to sell using discounted cash flow and market approaches, is based on significant estimates developed by the Company relating to future cash flows, the terminal growth rate, the discount rate and revenue multiples applied in its valuation model.

We identified the assessment of the recoverability of the carrying value of goodwill in the Media segment as a critical audit matter. There were judgments applied in assessing the level at which goodwill was tested and there was a high degree of subjective auditor judgment required in evaluating the key assumptions used in the valuation models, which included the CGUs' future cash flows, the discount rate, the terminal growth rate and revenue multiples.

The following are the primary procedures we performed to address this critical audit matter. We evaluated the design and tested the operating effectiveness of certain internal controls related to the Company's impairment testing process, including controls related to the determination that goodwill should be tested at the Media segment level and the key assumptions used in estimating the recoverable amount of the Media segment. We assessed the judgment applied in determining the allocation of goodwill to the Media Group of CGUs. We compared the Company's historical

cash flow forecasts to actual results achieved to assess the Company's ability to accurately forecast financial results. We compared the cash flow forecasts used to estimate the recoverable amount to approved plans. We assessed the assumptions used to determine the Media segment's future cash flows by comparing to underlying documentation and external market and relevant industry data. We involved valuation professionals with specialized skills and knowledge, who assisted in evaluating the discount rate, by comparing the Company's inputs to the discount rate to publicly available data for comparable entities, independently developing a range of reasonable discount rates and comparing those to the Company's rate, the terminal growth rate for the Media segment, by comparing to underlying documentation and publicly available market data, and the revenue multiples by evaluating precedent transactions and comparable public information. We performed sensitivity analyses over the Company's key assumptions used to determine the recoverable amount to assess the impact of changes in those assumptions on the Company's determination of the recoverable amount.

KPMG LLP

Chartered Professional Accountants, Licensed Public Accountants
We have served as the Company's auditor since 1969.
Toronto, Canada
March 6, 2025

KPMG

Report of Independent Registered Public Accounting Firm

To the Shareholders and Board of Directors of Rogers Communications Inc.

Opinion on Internal Control Over Financial Reporting

We have audited Rogers Communications Inc.'s (the Company) internal control over financial reporting as of December 31, 2024, based on criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission. In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2024, based on criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated statement of financial position of the Company as of December 31, 2024 and 2023, the related consolidated statements of income, comprehensive income, changes in shareholders' equity, and cash flows for each of the years in the two-year period ended December 31, 2024, and the related notes (collectively, the consolidated financial statements), and our report dated March 6, 2025 expressed an unqualified opinion on those consolidated financial statements.

Basis for Opinion

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included under the heading Management's Report on Internal Control over Financial Reporting contained within Management's Discussion and Analysis for the year ended December 31, 2024. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audit also included performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitations of Internal Control Over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

KPMG LLP

Chartered Professional Accountants, Licensed Public Accountants
Toronto, Canada
March 6, 2025

Consolidated Statements of Income

(In millions of Canadian dollars, except per share amounts)

Years ended December 31	*Note*	**2024**	2023
Revenue	*6*	**20,604**	19,308
Operating expenses:			
Operating costs	*7*	**10,987**	10,727
Depreciation and amortization	*8, 9, 10*	**4,616**	4,121
Restructuring, acquisition and other	*11*	**406**	685
Finance costs	*12*	**2,295**	2,047
Other (income) expense	*13*	**(6)**	362
Income before income tax expense		**2,306**	1,366
Income tax expense	*14*	**572**	517
Net income for the year		**1,734**	849
Earnings per share:			
Basic	*15*	**$ 3.25**	$ 1.62
Diluted	*15*	**$ 3.20**	$ 1.62

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated Statements of Comprehensive Income

(In millions of Canadian dollars)

Years ended December 31	*Note*	**2024**	2023
Net income for the year		**1,734**	849
Other comprehensive loss:			
Items that will not be reclassified to net income:			
Defined benefit pension plans:			
Remeasurements	*25*	**177**	(197)
Related income tax (expense) recovery		**(48)**	50
Defined benefit pension plans		**129**	(147)
Equity investments measured at fair value through other comprehensive income (FVTOCI):			
Increase (decrease) in fair value	*20*	**11**	(374)
Related income tax (expense) recovery		**(1)**	52
Equity investments measured at FVTOCI		**10**	(322)
Items that will not be reclassified to net income		**139**	(469)
Items that may subsequently be reclassified to net income:			
Cash flow hedging derivative instruments:			
Unrealized gain (loss) in fair value of derivative instruments		**1,081**	(910)
Reclassification to net income of (gain) loss on debt derivatives		**(1,983)**	470
Reclassification to net income or property, plant and equipment of gain on expenditure derivatives		**(63)**	(89)
Reclassification to net income for accrued interest		**(57)**	(48)
Related income tax (expense) recovery		**(145)**	65
Cash flow hedging derivative instruments		**(1,167)**	(512)
Share of other comprehensive income of equity-accounted investments, net of tax		**–**	2
Items that may subsequently be reclassified to net income		**(1,167)**	(510)
Other comprehensive loss for the year		**(1,028)**	(979)
Comprehensive income (loss) for the year		**706**	(130)

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated Statements of Financial Position

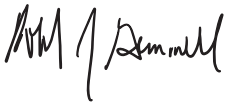
(In millions of Canadian dollars)

	Note	As at December 31 2024	As at December 31 2023
Assets			
Current assets:			
Cash and cash equivalents		**898**	800
Accounts receivable	*16*	**5,478**	4,996
Inventories	*17*	**641**	456
Current portion of contract assets	*6*	**171**	163
Other current assets	*18*	**849**	1,202
Current portion of derivative instruments	*19*	**336**	80
Assets held for sale	*8*	**–**	137
Total current assets		**8,373**	7,834
Property, plant and equipment	*8, 9*	**25,072**	24,332
Intangible assets	*10*	**17,858**	17,896
Investments	*20*	**615**	598
Derivative instruments	*19*	**997**	571
Financing receivables	*16*	**1,189**	1,101
Other long-term assets	*6*	**1,027**	670
Goodwill	*3, 10*	**16,280**	16,280
Total assets		**71,411**	69,282
Liabilities and shareholders' equity			
Current liabilities:			
Short-term borrowings	*21*	**2,959**	1,750
Accounts payable and accrued liabilities		**4,059**	4,221
Income tax payable		**26**	–
Other current liabilities	*19, 22*	**482**	434
Contract liabilities	*6*	**800**	773
Current portion of long-term debt	*23*	**3,696**	1,100
Current portion of lease liabilities	*9*	**587**	504
Total current liabilities		**12,609**	8,782
Provisions	*22*	**61**	54
Long-term debt	*23*	**38,200**	39,755
Lease liabilities	*9*	**2,191**	2,089
Other long-term liabilities	*6, 19, 24*	**1,666**	1,783
Deferred tax liabilities	*14*	**6,281**	6,379
Total liabilities		**61,008**	58,842
Shareholders' equity		**10,403**	10,440
Total liabilities and shareholders' equity		**71,411**	69,282
Guarantees	*29*		
Commitments and contingent liabilities	*30*		
Subsequent events	*23, 26, 30*		

The accompanying notes are an integral part of the consolidated financial statements.

On behalf of the Board of Directors:

Edward S. Rogers
Director



Robert J. Gemmell
Director

Consolidated Statements of Changes in Shareholders' Equity

(In millions of Canadian dollars, except number of shares)

	Class A Voting Shares		Class B Non-Voting Shares						
Year ended December 31, 2024	Amount	Number of shares (000s)	Amount	Number of shares (000s)	Retained earnings	FVTOCI investment reserve	Hedging reserve	Equity investment reserve	Total shareholders' equity
Balances, January 1, 2024	71	111,152	1,921	418,869	9,839	(17)	(1,384)	10	10,440
Net income for the year	–	–	–	–	1,734	–	–	–	1,734
Other comprehensive income (loss):									
Defined benefit pension plans, net of tax	–	–	–	–	129	–	–	–	129
FVTOCI investments, net of tax	–	–	–	–	–	10	–	–	10
Derivative instruments accounted for as hedges, net of tax	–	–	–	–	–	–	(1,167)	–	(1,167)
Total other comprehensive income (loss)	–	–	–	–	129	10	(1,167)	–	(1,028)
Comprehensive income (loss) for the year	–	–	–	–	1,863	10	(1,167)	–	706
Transactions with shareholders recorded directly in equity:									
Dividends declared (note 26)	–	–	–	–	(1,068)	–	–	–	(1,068)
Share price change on DRIP dividends	–	–	–	–	(4)	–	–	–	(4)
Shares issued as settlement of dividends (note 26)	–	–	329	6,080	–	–	–	–	329
Total transactions with shareholders	–	–	329	6,080	(1,072)	–	–	–	(743)
Balances, December 31, 2024	**71**	**111,152**	**2,250**	**424,949**	**10,630**	**(7)**	**(2,551)**	**10**	**10,403**

	Class A Voting Shares		Class B Non-Voting Shares						
Year ended December 31, 2023	Amount	Number of shares (000s)	Amount	Number of shares (000s)	Retained earnings	FVTOCI investment reserve	Hedging reserve	Equity investment reserve	Total shareholders' equity
Balances, January 1, 2023	71	111,152	397	393,773	9,816	672	(872)	8	10,092
Net income for the period	–	–	–	–	849	–	–	–	849
Other comprehensive income (loss):									
Defined benefit pension plans, net of tax	–	–	–	–	(147)	–	–	–	(147)
FVTOCI investments, net of tax	–	–	–	–	–	(322)	–	–	(322)
Derivative instruments accounted for as hedges, net of tax	–	–	–	–	–	–	(512)	–	(512)
Share of equity-accounted investments, net of tax	–	–	–	–	–	–	–	2	2
Total other comprehensive income (loss)	–	–	–	–	(147)	(322)	(512)	2	(979)
Comprehensive income (loss) for the year	–	–	–	–	702	(322)	(512)	2	(130)
Reclassification to retained earnings for disposition of FVTOCI investments	–	–	–	–	367	(367)	–	–	–
Transactions with shareholders recorded directly in equity:									
Dividends declared (note 26)	–	–	–	–	(1,046)	–	–	–	(1,046)
Shares issued as settlement of dividends (note 26)	–	–	74	1,455	–	–	–	–	74
Shares issued as consideration (note 3)	–	–	1,450	23,641	–	–	–	–	1,450
Total transactions with shareholders	–	–	1,524	25,096	(1,046)	–	–	–	478
Balances, December 31, 2023	71	111,152	1,921	418,869	9,839	(17)	(1,384)	10	10,440

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated Statements of Cash Flows

(In millions of Canadian dollars)

Years ended December 31	*Note*	**2024**	2023
Operating activities:			
Net income for the year		**1,734**	849
Adjustments to reconcile net income to cash provided by operating activities:			
Depreciation and amortization	*8, 9, 10*	**4,616**	4,121
Program rights amortization	*10*	**63**	70
Finance costs	*12*	**2,295**	2,047
Income tax expense	*14*	**572**	517
Post-employment benefits contributions, net of expense	*25*	**82**	46
(Gains) losses from associates and joint ventures	*20*	**(8)**	412
Other		**(166)**	5
Cash provided by operating activities before changes in net operating assets and liabilities, income taxes paid, and interest paid		**9,188**	8,067
Change in net operating assets and liabilities	*31*	**(876)**	(627)
Income taxes paid		**(545)**	(439)
Interest paid, net		**(2,087)**	(1,780)
Cash provided by operating activities		**5,680**	5,221
Investing activities:			
Capital expenditures	*8, 31*	**(4,041)**	(3,934)
Additions to program rights	*10*	**(72)**	(74)
Changes in non-cash working capital related to capital expenditures and intangible assets		**136**	(2)
Acquisitions and other strategic transactions, net of cash acquired	*31*	**(475)**	(16,215)
Other		**(3)**	25
Cash used in investing activities		**(4,455)**	(20,200)
Financing activities:			
Net proceeds received from (repayment of) short-term borrowings	*21*	**1,138**	(1,439)
Net (repayment) issuance of long-term debt	*23*	**(1,103)**	5,040
Net proceeds on settlement of debt derivatives and forward contracts	*19*	**107**	492
Transaction costs incurred	*23*	**(47)**	(284)
Principal payments of lease liabilities	*9*	**(478)**	(370)
Dividends paid to common shareholders	*26*	**(739)**	(960)
Other		**(5)**	–
Cash provided by (used in) financing activities		**(1,127)**	2,479
Change in cash and cash equivalents and restricted cash and cash equivalents		**98**	(12,500)
Cash and cash equivalents and restricted cash and cash equivalents, beginning of period		**800**	13,300
Cash and cash equivalents, end of period		**898**	800

Cash and cash equivalents are defined as cash and short-term deposits that have an original maturity of less than 90 days, less bank advances.

The accompanying notes are an integral part of the consolidated financial statements.

Notes to Consolidated Financial Statements

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NOTE 1: NATURE OF THE BUSINESS

Rogers Communications Inc. is a diversified Canadian communications and media company. Substantially all of our operations and sales are in Canada. RCI is incorporated in Canada and its registered office is located at 333 Bloor Street East, Toronto, Ontario, M4W 1G9. RCI's shares are publicly traded on the Toronto Stock Exchange (TSX: RCI.A and RCI.B) and on the New York Stock Exchange (NYSE: RCI).

We, us, our, Rogers, Rogers Communications, and *the Company* refer to Rogers Communications Inc. and its subsidiaries. *RCI* refers to the legal entity Rogers Communications Inc., not including its subsidiaries. Rogers also holds interests in various investments and ventures.

We report our results of operations in three reportable segments. Each segment and the nature of its business is as follows:

Segment	Principal activities
Wireless	Wireless telecommunications operations for Canadian consumers and businesses.
Cable	Cable telecommunications operations, including Internet, television and other video (Video), Satellite, telephony (Home Phone), and home monitoring services for Canadian consumers and businesses, and network connectivity through our fibre network and data centre assets to support a range of voice, data, networking, hosting, and cloud-based services for the business, public sector, and carrier wholesale markets.
Media	A diversified portfolio of media properties, including sports media and entertainment, television and radio broadcasting, specialty channels, multi-platform shopping, and digital media.

During the year ended December 31, 2024, Wireless and Cable were operated by our wholly owned subsidiary, Rogers Communications Canada Inc. (RCCI), and certain other wholly owned subsidiaries. Media was operated by our wholly owned subsidiary, Rogers Media Inc., and its subsidiaries. Effective January 1, 2024, Shaw Cablesystems G.P., Shaw Telecom G.P., and Shaw Satellite G.P., which had operated aspects of Cable following the acquisition of Shaw Communications Inc. (Shaw, and Shaw Transaction) on April 3, 2023, were amalgamated with RCCI.

See note 5 for more information about our reportable operating segments.

BUSINESS SEASONALITY

Our operating results generally vary from quarter to quarter as a result of changes in general economic conditions and seasonal fluctuations, among other things, in each of our reportable segments. This means our results in one quarter are not necessarily indicative of how we will perform in a future quarter. Wireless, Cable, and Media each have unique seasonal aspects to, and certain other historical trends in, their businesses, which are described below. Fluctuations in net income from quarter to quarter can also be attributed to losses on the repayment of debt, other income and expenses, impairment of assets, restructuring, acquisition and other costs, and changes in income tax expense.

Wireless

Wireless operating results are influenced by the timing of our marketing and promotional expenditures and higher levels of subscriber additions, resulting in higher subscriber acquisition- and activation-related expenses, typically in the third and fourth quarters. The third and fourth quarters typically experience higher volumes of activity as a result of "back to school" and holiday season-related consumer behaviour. More aggressive promotional offers are often advertised during these periods. In contrast, we typically see lower subscriber-related activity in the first quarter of the year.

The launch of new products and services, including popular new wireless device models, can also affect the level of subscriber activity. Highly anticipated device launches typically occur in the spring and fall seasons of each year. Wireless roaming revenue is dependent on customer travel volumes and timing, which in turn are affected by the foreign exchange rate of the Canadian dollar and general economic conditions.

Cable

Cable operating results are affected by modest seasonal fluctuations, typically caused by:

- university and college students who live in temporary residences:
  - moving out early in the second quarter and canceling their service; and
  - students moving in late in the third quarter and signing up for cable service;
- individuals temporarily suspending wireline service for extended vacations or seasonal relocations;
- individuals temporarily activating satellite services for second or vacation homes during the second and third quarter;
- the timing of service pricing changes; and
- the concentrated marketing we generally conduct in our fourth quarter.

Cable results from our enterprise customers do not generally have any unique seasonal aspects.

Media

Seasonal fluctuations relate to:

- periods of increased consumer activity and their impact on advertising and related retail cycles, which tend to be most active in the fourth quarter due to holiday spending and slower in the first quarter;
- the Major League Baseball season, where:
  - games played are concentrated in the spring, summer, and fall months (generally the second and third quarters of the year);
  - revenue related to game day ticket sales, merchandise sales, and advertising is concentrated when games are played, with postseason games commanding a premium in advertising revenue and additional revenue from game day ticket sales and merchandise sales, if and when the Toronto Blue Jays play in the postseason (in the fourth quarter of the year); and
  - programming and production costs and player payroll are expensed based on the number of games aired or played, as applicable; and
- the National Hockey League (NHL) season, where:
  - regular season games are concentrated in the fall and winter months (generally the first and fourth quarters of the year) and playoff games are concentrated in the spring months (generally the second quarter of the year). We expect a correlation between the quality of revenue and earnings and the extent of Canadian teams' presence during the playoffs;
  - programming and production costs are expensed based on the timing of when the rights are aired or are expected to be consumed; and
  - advertising revenue and programming expenses are concentrated when games are played, with playoff games commanding a premium in advertising revenue.

STATEMENT OF COMPLIANCE

We prepared our consolidated financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IASB). The Board of Directors (the Board) authorized these consolidated financial statements for issue on March 6, 2025.

NOTE 2: MATERIAL ACCOUNTING POLICIES

(a) BASIS OF PRESENTATION

All amounts are in Canadian dollars unless otherwise noted. Our functional currency is the Canadian dollar. We prepare the consolidated financial statements on a historical cost basis, except for:

- certain financial instruments as disclosed in note 19, including investments (which are also disclosed in note 20), which are measured at fair value;
- the net deferred pension liability, which is measured as described in note 25; and
- liabilities for stock-based compensation, which are measured at fair value as disclosed in note 27.

(b) BASIS OF CONSOLIDATION

Subsidiaries are entities we control. We include the financial statements of our subsidiaries in our consolidated financial statements from the date we gain control of them until our control ceases. We eliminate all intercompany transactions and balances between our subsidiaries on consolidation. In determining whether we control an entity, we assess the degree of power we can exert over the entity, the degree of variability to which we are exposed from our involvement with the entity, and whether we have the ability to affect our returns using our power.

(c) FOREIGN CURRENCY TRANSLATION

We translate amounts denominated in foreign currencies into Canadian dollars as follows:

- monetary assets and liabilities – at the exchange rate in effect as at the date of the Consolidated Statements of Financial Position;
- non-monetary assets and liabilities, and related depreciation and amortization – at the historical exchange rates; and
- revenue and expenses other than depreciation and amortization – at the average exchange rate for the month in which the transaction was recognized.

(d) ASSETS HELD FOR SALE

We classify non-current assets, or disposal groups consisting of assets and liabilities, as held-for-sale if it is highly probable their carrying amounts will be recovered primarily through a sale rather than through continued use. Assets, or disposal groups, classified as held-for-sale are measured at the lower of (i) their carrying amount and (ii) fair value less costs to sell. Once classified as held-for-sale, property, plant and equipment and finite-life intangible assets are no longer depreciated or amortized, respectively. Classifying assets or disposal groups as held for sale can require significant judgment in determining if the sale is highly probable, especially for larger assets or disposal groups. This requires an assessment of, among other things, whether management is committed to the sale and it is unlikely significant changes to the disposal plan will be made. We regularly reassess assets or disposal groups classified as held-for-sale to determine if their sales are still highly probable and, if not, we reclassify them to their original captions in the Consolidated Statement of Financial Position.

(e) NEW ACCOUNTING PRONOUNCEMENTS ADOPTED IN 2024

We adopted the following IFRS amendments in 2024. Except for the amendments to IAS 7 and IFRS 7, they did not have a material effect on our consolidated financial statements.

- Amendments to IAS 1, *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current*, clarifying the classification requirements in the standard for liabilities as current or non-current.
- Amendments to IFRS 16, *Leases – Lease Liability in a Sale and Leaseback*, clarifying subsequent measurement requirements for sale and leaseback transactions for seller-lessees.
- Amendments to IAS 1, *Presentation of Financial Statements – Non-current Liabilities with Covenants*, modifying the 2020 amendments to IAS 1 to further clarify the classification, presentation, and disclosure requirements in the standard for non-current liabilities with covenants.
- Amendments to IAS 7, *Statement of Cash Flows* and IFRS 7, *Financial Instruments: Disclosures – Supplier Finance Arrangements,* adding disclosure requirements that require entities to provide qualitative and quantitative information about supplier finance arrangements (see note 19).

(f) RECENT ACCOUNTING PRONOUNCEMENTS NOT YET ADOPTED

The IASB has issued the following new standard and amendments to existing standards that will become effective in future years:

- IFRS 18, *Presentation and Disclosure in Financial Statements* (replacing IAS 1, *Presentation of Financial Statements*), with an aim to improve how information is communicated in the financial statements, with a focus on information in the statement of income (January 1, 2027).
- Amendments to IFRS 9, *Financial Instruments* and IFRS 7, *Financial Instruments: Disclosures,* clarifying both the classification of financial assets linked to environmental, social, and governance as well as the timing in which a financial asset or financial liability is derecognized when using electronic payment systems (January 1, 2026).

We are assessing the impacts IFRS 18 and the amendments to IFRS 9 and IFRS 7 will have on our consolidated financial statements. We do not expect the amendments to have a material impact.

(g) ADDITIONAL MATERIAL ACCOUNTING POLICIES, ESTIMATES, AND JUDGMENTS

When preparing our consolidated financial statements, we make judgments, estimates, and assumptions that affect how accounting policies are applied and the amounts we report as assets, liabilities, revenue, and expenses. The accounting policies applied in 2024 were consistent with those applied in 2023. Our material accounting policies, estimates, and judgments are identified in this note or disclosed throughout the notes as identified in the table below, including:

- information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment to the amounts recognized in the consolidated financial statements;
- information about judgments made in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements; and
- information on our material accounting policies.

Note	Topic	Page	Accounting Policy	Use of Estimates	Use of Judgments
3	Business Combinations	108	X	X	X
5	Reportable Segments	113	X		X
6	Revenue Recognition	115	X	X	X
8	Property, Plant and Equipment	119	X	X	X
9	Leases	121	X	X	X
10	Intangible Assets and Goodwill	122	X	X	X
11	Restructuring, Acquisition and Other	126	X		X
14	Income Taxes	127	X		X
15	Earnings Per Share	128	X		
16	Accounts Receivable	129	X		X
17	Inventories	130	X		
19	Financial Instruments	130	X	X	X
20	Investments	140	X	X	
22	Provisions	143	X	X	X
25	Post-Employment Benefits	149	X	X	
27	Stock-Based Compensation	154	X	X	
30	Commitments and Contingent Liabilities	157	X		X

NOTE 3: BUSINESS COMBINATIONS

ACCOUNTING POLICY

We account for business combinations using the acquisition method of accounting. Only acquisitions that result in our gaining control over the acquired businesses are accounted for as business combinations. We possess control over an entity when we conclude we are exposed to variable returns from our involvement with the acquired entity and we have the ability to affect those returns through our power over the acquired entity.

We calculate the fair value of the consideration paid as the sum of the fair value at the date of acquisition of the assets we transferred, the equity interests we issued, and the liabilities we incurred to former owners of the subsidiary.

We measure goodwill as the fair value of the consideration transferred less the net recognized amount of the identifiable assets acquired and liabilities assumed, which are generally measured at fair value as of the acquisition date. When the excess is negative, a gain on acquisition is recognized immediately in net income.

We expense the transaction costs associated with acquisitions as we incur them.

ESTIMATES

We use estimates in determining the value of assets acquired and liabilities assumed in business combinations, most significantly property, plant and equipment and intangible assets, including the related deferred tax impacts.

JUDGMENTS

We use significant judgment to determine what is, and what is not, part of a business combination, including the timing of when control transfers to us. This requires assessing the nature of other transactions entered into with the acquiree to ensure we account for the business combination using only the consideration transferred for the assets acquired and liabilities assumed in the exchange.

We also use significant judgment in determining the valuation methodologies applied to various assets and liabilities.

ACQUISITION OF SHAW COMMUNICATIONS INC.

On April 3, 2023, after receiving all required regulatory approvals and after the Freedom Transaction (as defined below) closed, we acquired all the issued and outstanding Class A Participating Shares and Class B Non-Voting Participating Shares (collectively, Shaw Shares) of Shaw (Shaw Transaction) for total consideration of $20.5 billion, consisting of:

- $19 billion of cash (consisting of $13 billion of cash and restricted cash and $6 billion borrowed from our $6 billion non-revolving term loan facility); and

- approximately $1.5 billion through the issuance of 23.6 million RCI Class B Non-Voting common shares (Class B Non-Voting Shares) (based on the opening share price of Rogers Class B Non-Voting Shares on April 3, 2023 of $61.33).

On April 3, 2023, the outstanding shares of Freedom Mobile Inc. (Freedom), a subsidiary of Shaw, were sold to Videotron Ltd. (Videotron), a subsidiary of Quebecor Inc. (Quebecor) (Freedom Transaction). The Freedom Transaction was effected pursuant to an agreement entered into on August 12, 2022 among Rogers, Shaw, Quebecor, and Videotron, which provided for the sale of all Freedom-branded wireless and Internet customers and all of Freedom's infrastructure, spectrum licences, and retail locations. In connection with the closing of the Freedom Transaction, Rogers entered into long-term commercial arrangements with Freedom, Videotron and/or Quebecor under which Rogers (or its subsidiaries) will provide to Quebecor (or its subsidiaries) certain services, including:

- continued access to Shaw's "Go WiFi" hotspots for Freedom Mobile subscribers;
- roaming services on an incidental, non-permanent basis;
- wholesale mobile virtual network operator access services;
- third-party Internet access services; and
- certain backhaul, backbone, and other transport services.

As consideration for the above sale and long-term commercial arrangements, Quebecor paid $2.85 billion as adjusted pursuant to the terms of the divestiture agreement, resulting in net cash received of $2.15 billion after accounting for the Freedom debt assumed by Quebecor.

Rogers and Quebecor provided each other with customary transition services to facilitate (i) the operation of the Freedom and Shaw Mobile businesses for a period of time post-closing and (ii) the separation of Freedom's business from the other businesses and operations of Shaw and its affiliates. The Freedom Transaction did not include the sale of Shaw Mobile-branded wireless subscribers; accordingly, these wireless subscribers were acquired by Rogers.

On April 3, 2023, following the completion of the Shaw Transaction, Shaw Communications Inc. was amalgamated with RCI. As a result of this amalgamation, RCI became the issuer and assumed all of Shaw's obligations under the indenture governing Shaw's outstanding senior notes with a total principal amount of $4.55 billion as at April 3, 2023. As a result, the assumed senior notes now rank equally with RCI's other unsecured senior notes and debentures, bank credit facilities, and letter of credit facilities. In connection with the Shaw Transaction, RCCI provided a guarantee for Shaw's payment obligations under those senior notes.

Regulatory approval

On March 31, 2023, the Minister of Innovation, Science and Industry approved the transfer of Freedom's spectrum licences to Videotron, following which the Shaw Transaction and Freedom Transaction closed on April 3, 2023.

As part of the regulatory approval process, we agreed to certain legally enforceable undertakings with Innovation, Science and Economic Development Canada (ISED Canada), including:

- $1 billion of investments over five years to connect rural, remote, and Indigenous communities across Western Canada and to close critical connectivity gaps faster for underserved areas, including to make broadband Internet services available where broadband Internet at a minimum 50 megabit per second (Mbps) download speeds and 10 Mbps upload speeds is not currently available and to make 5G wireless service available where mobile service using long-term evolution (LTE) is not available;
- $2.5 billion of investments over five years to enhance and expand 5G coverage across Western Canada and $3 billion over five years related to additional network, services, and technology investments, including the expansion of our Cable network;
- expanding Connected for Success, our low-cost, high-speed Internet program, to low-income Canadians across Western Canada and implementing a new Connected for Success wireless program for low-income Canadians across Canada, such that Connected for Success will be available to more than 2.5 million eligible Canadians within five years;
- maintaining a strong presence in Western Canada, including creating 3,000 new jobs within five years (and maintaining those jobs until the tenth anniversary of closing) and maintaining a Western Canada headquarters in Calgary for at least ten years; and
- continuing to offer wireless plans to existing Shaw Mobile customers as at the closing date with the same terms and conditions (including eligibility) as the Shaw Mobile plans that were available as at the closing date for five years.

If any material element of any of the above commitments is not met, we could be liable to pay ISED $100 million in damages per year (to a maximum of $1 billion) until the earlier of (i) such material elements having been met or fulfilled or (ii) ten years after the closing date. As at December 31, 2024, we were in compliance with these requirements.

The acquired Shaw business

The Shaw business we acquired provided cable telecommunications, satellite video services, and data networking to residential customers, businesses, and public sector entities in British Columbia, Alberta, Saskatchewan, and Manitoba (Western Canada). Shaw's primary products as at April 3, 2023, included Internet (through Fibre+), Video (through Total TV and Shaw Direct satellite), home phone services, and Wireless services (through Shaw Mobile to consumers in British Columbia and Alberta). The Shaw business we acquired expanded our cable network footprint, allowing us to provide cable services in most provinces across the country.

The results from the acquired Shaw wireline operations are included in our Cable segment and the results of the acquired Shaw Mobile operations are included in our Wireless segment, from the date of acquisition, consistent with our reportable segment definitions.

Purchase price allocation

The following table summarizes the fair value of the consideration paid and the fair value assigned to each major class of assets and liabilities as at April 3, 2023.

(In millions of dollars)	Total
Cash consideration [1]	19,033
Issuance of 23.6 million Class B Non-Voting shares [2]	1,450
Fair value of consideration transferred	20,483
Net identifiable asset or liability:	
Accounts receivable (net of allowance for doubtful accounts of $31 million)	310
Other current assets [3]	2,448
Property, plant and equipment [4]	8,022
Intangible assets [5]	5,974
Investments	123
Other long-term assets [3]	48
Bank advances	(25)
Short-term borrowings [6]	(200)
Accounts payable and accrued liabilities	(545)
Other current liabilities	(33)
Contract liabilities [7]	(164)
Current portion of long-term debt [8]	(1,000)
Current portion of lease liabilities [9]	(59)
Provisions	(6)
Long-term debt [8]	(3,526)
Lease liabilities [9]	(268)
Other long-term liabilities [10]	(109)
Deferred tax liabilities [11]	(2,693)
Total fair value of identifiable net assets acquired	8,297
Goodwill [12]	12,186

1 Includes $151 million of cash used to settle Shaw stock-based compensation programs.
2 Recorded at fair value based on the market price of RCI Class B Non-Voting shares on the acquisition date.
3 Consists of contract assets, inventories, prepaid expenses, and other assets as described in note 31.
4 Includes land and buildings, cable networks, computer equipment and software, customer premise equipment, leasehold improvements, equipment and vehicles, and right-of-use assets. Property, plant and equipment (excluding land) are expected to be amortized over remaining useful lives of 1 to 36 years.
5 Includes customer relationships, brand names, and other intangible assets. Intangible assets of $270 million, $5,314 million, and $390 million were allocated to our Wireless, Cable West (i.e. legacy Shaw), and Satellite cash-generating units (CGUs), respectively. Customer relationships, brand names, and other intangible assets are expected to be amortized over average useful lives of eight to fifteen years, three years, and fifteen years, respectively.
6 Short-term borrowings were repaid in April 2023 (see note 21).
7 Represents the fair value of the cost required to fulfill the related contractual obligations.
8 Represents the notional principal value of Shaw's outstanding senior notes of $4,550 million and the fair value decrement of $24 million, which will be amortized into finance costs using the effective interest method over the respective remaining terms of the outstanding senior notes, representing a weighted average term to maturity of 9.7 years and weighted average interest rate of 4.7%.
9 Represents the present value of future lease payments at the April 3, 2023 incremental borrowing rate of the consolidated company.
10 Includes the fair value of the cost required to fulfill the related pension and post-employment obligations.
11 Represents the net deferred income tax liability relating to the estimated fair values of assets acquired and liabilities assumed.
12 Goodwill arises principally from the expected synergies following the integration of Shaw, and future growth of our combined business and customer base as a result of the acquisition. Goodwill is not deductible for tax purposes. Goodwill arising from the transaction of $432 million, $11,675 million, and $79 million has been allocated to our Wireless, Cable (group), and Satellite CGUs, respectively.

Property, plant and equipment
Property, plant and equipment will be amortized over their remaining estimated useful lives, estimated as follows.

Asset	Basis	Estimated remaining useful life
Buildings	Diminishing balance	1 to 36 years
Cable and wireless network	Straight-line	1 to 30 years
Computer equipment and software	Straight-line	1 to 10 years
Customer premise equipment	Straight-line	1 to 5 years
Leasehold improvements	Straight-line	Over shorter of estimated useful life or lease term
Equipment and vehicles	Diminishing balance	1 to 10 years
Right-of-use assets	Straight-line	Over remaining lease term

The valuation of the acquired property, plant and equipment, and particularly the long-lived fibre and access network assets, was complex and required significant estimation. This required considerable estimates in determining, for example, the size, length, age, and replacement cost of Shaw's network, including various underlying characteristics, such as type of network infrastructure (for example, fibre optic or coaxial cable), geography (rural or urban), and placement (aerial or underground). Each of these characteristics can have a significantly different cost to build or replace, and therefore fair value. Changes in any of these estimates and assumptions can also have a significant impact on the valuation of the acquired property, plant and equipment.

Property, plant and equipment (other than land and building) was primarily valued using a depreciated replacement cost approach, which required estimating the gross replacement cost of each asset (either through direct comparison to current prices or by applying inflationary factors to historical costs) and then applying a depreciation factor to reflect the age of the in-service asset.

Land and building assets were valued using an income approach (for buildings) and a direct market comparison approach (for the underlying land). This involved assessing comparable properties in the relevant markets to identify characteristics, such as vacancy rates and income capitalization rates, to apply to the valuation of each building. The land was valued by comparing to similar plots of land in the relevant markets.

Intangible assets
Customer relationships will be amortized over their estimated useful lives of eight to fifteen years. Brand names will be amortized over their estimated useful life of three years. Other intangible assets will be amortized over their estimated useful life of fifteen years.

The valuation of the acquired intangible assets, particularly customer relationships, required significant estimation and judgment. For customer relationships, we used the multi-period excess earnings method to estimate a value, which requires estimates to determine expected subscriber churn rates and the expected cash flow that would be provided by each subscriber, including an assessment of synergies to be realized. We also used judgment in selecting the appropriate discount rate to apply to the gross cash flows for each asset. Changes in any of these estimates and assumptions can also have a significant impact on the valuation of the acquired customer relationship assets.

Pro forma information
Revenue of approximately $3.2 billion and a net loss of approximately $200 million from the acquired Shaw operations are included in the 2023 consolidated statement of income from the date of acquisition. Our consolidated revenue and net income for the year ended December 31, 2023 would have been approximately $20.4 billion and $650 million, respectively, had the Shaw Transaction closed on January 1, 2023. These pro forma amounts reflect financing costs, depreciation and amortization of applicable elements of the purchase price allocation, related tax adjustments, and the elimination of intercompany transactions.

OTHER ACQUISITIONS

During the year ended December 31, 2023, we made two individually immaterial acquisitions, including:

- BAI Communications' Canadian operations (BAI Canada), in April 2023; and
- Comwave, a cable services reseller based in Ontario, in November 2023.

The acquired operations did not have a significant impact on our consolidated revenue or results of operations during the year ended December 31, 2023, nor would they have had a significant impact had both closed on January 1, 2023.

Purchase price allocations
The table below summarizes the aggregated purchase price allocations for these acquisitions.

(In millions of dollars)	Total
Cash consideration [1]	153
Fair value of consideration	153
Net identifiable asset or liability:	
Current assets	12
Property, plant and equipment	20
Intangible assets [2]	83
Accounts payable and accrued liabilities	(11)
Long-term liabilities	(3)
Deferred tax liabilities	(11)
Total fair value of identifiable net assets acquired	90
Goodwill [3]	63

[1] Includes $12 million of cash not yet paid as at December 31, 2023 that was subject to customary closing conditions.
[2] Primarily reflects customer relationships with estimated useful lives of 6 to 20 years.
[3] Goodwill arises principally from the expected synergies following these acquisitions and future growth of our combined businesses as a result of the acquisitions. Goodwill is not deductible for tax purposes.

NOTE 4: CAPITAL RISK MANAGEMENT

Our objectives in managing capital are to ensure we have sufficient available liquidity to meet all our commitments and to execute our business plan. We define capital we manage as shareholders' equity, indebtedness (including the current portion of our long-term debt, long-term debt, short-term borrowings, the current portion of our lease liabilities, and lease liabilities), net of cash and cash equivalents and derivative instruments.

We manage our capital structure, commitments, and maturities and make adjustments based on general economic conditions, financial markets, operating risks, our investment priorities, and working capital requirements. To maintain or adjust our capital structure, we may, with approval from the Board as necessary, issue or repay debt or short-term borrowings, issue or repurchase shares, pay dividends, or undertake other activities as deemed appropriate under the circumstances. The Board reviews and approves the annual capital and operating budgets, as well as any material transactions that are not part of the ordinary course of business, including proposals for acquisitions or other major financing transactions, investments, or divestitures.

The wholly owned subsidiary through which our credit card programs are operated is regulated by the Office of the Superintendent of Financial Institutions, which requires a minimum level of regulatory capital be maintained. Our subsidiary was in compliance with that requirement as at December 31, 2024 and 2023. The capital requirements are not material to us as at December 31, 2024 or December 31, 2023.

With the exception of our credit card programs and the subsidiary through which they are operated, we are not subject to externally imposed capital requirements.

KEY METRICS AND RATIOS

We monitor adjusted net debt, debt leverage ratio, free cash flow, and available liquidity to manage our capital structure and related risks. These are not standardized financial measures under IFRS and might not be comparable to similar capital management measures disclosed by other companies. A summary of our key metrics and ratios follows, along with a reconciliation between each of these measures and the items presented in the consolidated financial statements.

Adjusted net debt and debt leverage ratio

We monitor adjusted net debt and debt leverage ratio as part of the management of liquidity to sustain future development of our business, conduct valuation-related analyses, and make decisions about capital. In so doing, we typically aim to have an adjusted net debt and debt leverage ratio that allow us to maintain investment-grade credit ratings, which allows us the associated access to capital markets. Our debt leverage ratio can increase due to strategic, long-term investments (for example, to obtain new spectrum licences or to consummate an acquisition) and we work to lower the ratio over time. As a result of the Shaw Transaction (see note 3) on April 3, 2023, our adjusted net debt increased due to the drawings on our $6 billion term loan facility (see note 23), the debt assumed from Shaw, and the use of restricted cash, and our debt leverage ratio increased correspondingly. In order to meet our stated objective of returning our debt leverage ratio to approximately 3.5 within 36 months of closing the Shaw Transaction, we intend to manage our debt leverage ratio through combined operational synergies, organic growth in adjusted EBITDA, proceeds from asset sales and monetizations, equity financing, and debt repayment, as applicable. As at December 31, 2024 and 2023, we met our objectives for these metrics.

	As at December 31	
(In millions of dollars, except ratios)	**2024**	2023
Adjusted net debt [1]	**43,330**	43,134
Divided by: trailing 12-month adjusted EBITDA	**9,617**	8,581
Debt leverage ratio	**4.5**	5.0

[1] For the purposes of calculating adjusted net debt, we believe adjusting 50% of the value of our subordinated notes is appropriate as this methodology factors in certain circumstances with respect to priority for payment and this approach is commonly used to evaluate debt leverage by rating agencies.

Trailing 12-month adjusted EBITDA as at December 31, 2023 reflects the combined results of Rogers including Shaw for the period since the Shaw Transaction closed in April 2023 to December 2023 and standalone Rogers results prior to April 2023.

Free cash flow

We use free cash flow to understand how much cash we generate that is available to repay debt or reinvest in our business, which is an important indicator of our financial strength and performance.

		Years ended December 31	
(In millions of dollars)	*Note*	**2024**	2023
Adjusted EBITDA	*5*	**9,617**	8,581
Deduct:			
Capital expenditures [1]	*8, 31*	**4,041**	3,934
Interest on borrowings, net and capitalized interest	*12*	**1,986**	1,794
Cash income taxes [2]		**545**	439
Free cash flow		**3,045**	2,414

[1] Includes additions to property, plant and equipment net of proceeds on disposition and accrued government grants, but does not include expenditures for spectrum licences or additions to right-of-use assets, or assets acquired through business combinations.

[2] Cash income taxes are net of refunds received.

		Years ended December 31	
(In millions of dollars)	*Note*	**2024**	2023
Cash provided by operating activities		**5,680**	5,221
Add (deduct):			
Capital expenditures	*8, 31*	**(4,041)**	(3,934)
Interest on borrowings, net and capitalized interest	*12*	**(1,986)**	(1,794)
Interest paid, net		**2,087**	1,780
Restructuring, acquisition and other	*11*	**406**	685
Program rights amortization	*10*	**(63)**	(70)
Change in net operating assets and liabilities	*31*	**876**	627
Other adjustments [1]	*13, 25*	**86**	(101)
Free cash flow		**3,045**	2,414

[1] Other adjustments consists of post-employment benefit contributions, net of expense, cash flows relating to other operating activities, and other investment income from our financial statements.

Available liquidity

Available liquidity fluctuates based on business circumstances. We continually manage (including through monitoring our access to capital markets), and aim to have sufficient, available liquidity at all times to help protect our ability to meet all our commitments (operationally and for maturing debt obligations), to execute our business plan (including to acquire spectrum licences or consummate acquisitions), to mitigate the risk of economic downturns, and for other unforeseen circumstances. As at December 31, 2024 and 2023, we had sufficient liquidity available to us to meet this objective.

Below is a summary of our total available liquidity from our cash and cash equivalents, bank credit facilities, letters of credit facilities, and short-term borrowings, including our receivables securitization program and our US dollar-denominated commercial paper (US CP) program.

Our Canada Infrastructure Bank credit agreement (see note 23) is not included in available liquidity as it can only be drawn upon for use in broadband projects under the Universal Broadband Fund, and therefore is not available for other general purposes. This year, we borrowed $64 million under this facility.

As at December 31, 2024 (In millions of dollars)	*Note*	Total sources	Drawn	Letters of credit	US CP program [1]	Net available
Cash and cash equivalents		898	–	–	–	**898**
Bank credit facilities [2]:						
Revolving	*23*	4,000	–	10	455	**3,535**
Non-revolving	*21*	500	500	–	–	**–**
Outstanding letters of credit	*23*	3	–	3	–	**–**
Receivables securitization [2]	*21*	2,400	2,000	–	–	**400**
Total		7,801	2,500	13	455	**4,833**

[1] The US CP program amounts are gross of the discount on issuance.

[2] The total liquidity sources under our bank credit facilities and receivables securitization represents the total credit limits per the relevant agreements. The amount drawn and letters of credit are currently outstanding under those agreements. The US CP program amount represents our currently outstanding US CP borrowings that are backstopped by our revolving credit facility.

As at December 31, 2023 (In millions of dollars)	*Note*	Total sources	Drawn	Letters of credit	US CP program [1]	Net available
Cash and cash equivalents		800	–	–	–	800
Bank credit facilities [2]:						
Revolving	*23*	4,000	–	10	151	3,839
Non-revolving	*21*	500	–	–	–	500
Outstanding letters of credit	*23*	243	–	243	–	–
Receivables securitization [2]	*21*	2,400	1,600	–	–	800
Total		7,943	1,600	253	151	5,939

[1] The US CP program amounts are gross of the discount on issuance.

[2] The total liquidity sources under our bank credit facilities and receivables securitization represents the total credit limits per the relevant agreements. The amount drawn and letters of credit are currently outstanding under those agreements. The US CP program amount represents our currently outstanding US CP borrowings that are backstopped by our revolving credit facility.

NOTE 5: SEGMENTED INFORMATION

ACCOUNTING POLICY

Reportable segments

We determine our reportable segments based on, among other things, how our chief operating decision maker, the Chief Executive Officer and Chief Financial Officer of RCI, regularly review our operations and performance. They review adjusted EBITDA as the key measure of profit for the purpose of assessing performance of each segment and to make decisions about the allocation of resources, as they believe adjusted EBITDA reflects segment and consolidated profitability. Adjusted EBITDA is defined as income before depreciation and amortization; (gain) loss on disposition of property, plant and equipment; restructuring, acquisition and other; finance costs; other expense (income); and income tax expense.

We follow the same accounting policies for our segments as those described in the notes to our consolidated financial statements. We account for transactions between reportable segments in the same way we account for transactions with external parties, but eliminate them on consolidation.

JUDGMENTS

We make significant judgments in determining our operating segments and in determining the appropriate allocation of shared costs between our segments. These are components that engage in business activities from which they may earn revenue and incur expenses, for which operating results are regularly reviewed by our chief operating decision maker to make decisions about resources to be allocated and assess component performance, and for which discrete financial information is available.

REPORTABLE SEGMENTS

Our reportable segments are Wireless, Cable, and Media (see note 1). All three segments operate substantially in Canada. Corporate items and eliminations include our interests in businesses that are not reportable operating segments, corporate administrative functions, and eliminations of inter-segment revenue and costs. Segment results include items directly attributable to a segment as well as those that have been allocated on a reasonable basis.

INFORMATION BY SEGMENT

Year ended December 31, 2024 (In millions of dollars)	*Note*	Wireless	Cable	Media	Corporate items and eliminations	Consolidated totals
Revenue from external customers		10,528	7,801	2,215	60	**20,604**
Revenue from internal customers		67	75	269	(411)	**–**
Total revenue	*6*	10,595	7,876	2,484	(351)	**20,604**
Operating costs	*7*	5,283	3,358	2,400	(54)	**10,987**
Adjusted EBITDA		5,312	4,518	84	(297)	**9,617**
Depreciation and amortization	*8, 9, 10*					**4,616**
Restructuring, acquisition and other	*11*					**406**
Finance costs	*12*					**2,295**
Other income	*13*					**(6)**
Income before income tax expense						**2,306**
Capital expenditures	*8*	1,596	1,939	263	243	**4,041**
Goodwill	*10*	1,634	13,677	969	–	**16,280**
Total assets		30,282	33,504	3,034	4,591	**71,411**

Year ended December 31, 2023 (In millions of dollars)	*Note*	Wireless	Cable	Media	Corporate items and eliminations	Consolidated totals
Revenue from external customers		10,184	6,964	2,086	74	19,308
Revenue from internal customers		38	41	249	(328)	–
Total revenue	*6*	10,222	7,005	2,335	(254)	19,308
Operating costs	*7*	5,236	3,231	2,258	2	10,727
Adjusted EBITDA		4,986	3,774	77	(256)	8,581
Depreciation and amortization	*8, 9, 10*					4,121
Restructuring, acquisition and other	*11*					685
Finance costs	*12*					2,047
Other expense	*13*					362
Income before income tax expense						1,366
Capital expenditures	*8*	1,625	1,865	250	194	3,934
Goodwill	*10*	1,634	13,677	969	–	16,280
Total assets		28,613	34,099	2,896	3,674	69,282

NOTE 6: REVENUE

ACCOUNTING POLICY

Contracts with customers

We record revenue from contracts with customers in accordance with the five steps in IFRS 15, *Revenue from contracts with customers*, as follows:

1. identify the contract with a customer;
2. identify the performance obligations in the contract;
3. determine the transaction price, which is the total consideration provided by the customer;
4. allocate the transaction price among the performance obligations in the contract based on their relative fair values; and
5. recognize revenue when the relevant criteria are met for each performance obligation.

Many of our products and services are sold in bundled arrangements (e.g. wireless devices and voice and data services). Items in these arrangements are accounted for as separate performance obligations if the item meets the definition of a distinct good or service. We also determine whether a customer can modify their contract within predefined terms such that we are not able to enforce the transaction price agreed to, but can only contractually enforce a lower amount. In situations such as these, we allocate revenue between performance obligations using the minimum enforceable rights and obligations and any excess amount is recognized as revenue as it is earned.

Revenue for each performance obligation is recognized either over time (e.g. services) or at a point in time (e.g. equipment). For performance obligations satisfied over time, revenue is recognized as the services are provided. These services are typically provided, and thus revenue is typically recognized, on a monthly basis. Revenue for performance obligations satisfied at a point in time is recognized when control of the item (or service) transfers to the customer. Typically, this is when the customer activates the goods (e.g. in the case of a wireless device) or has physical possession of the goods (e.g. other equipment).

The table below summarizes the nature of the various performance obligations in our contracts with customers and when we recognize performance on those obligations.

Performance obligations from contracts with customers	Timing of satisfaction of the performance obligation
Wireless airtime, data, and other services; television, telephony, Internet, and home monitoring services; network services; media subscriptions; and rental of equipment	As the service is provided (usually monthly)
Roaming, long-distance, and other optional or non-subscription services, and pay-per-use services	As the service is provided
Wireless devices and related equipment	Upon activation or purchase by the end customer
Installation services for Cable subscribers	When the services are performed
Advertising	When the advertising airs on our radio or television stations or is displayed on our digital properties
Subscriptions by television stations for subscriptions from cable and satellite providers	When the services are delivered to cable and satellite providers' subscribers (usually monthly)
Toronto Blue Jays' home game admission and concessions	When the related games are played during the baseball season and when goods are sold
Toronto Blue Jays revenue from the Major League Baseball Revenue Sharing Agreement, which redistributes funds between member clubs based on each club's relative revenue, as well as other league distributions	In the applicable period, when the amount is determinable
Today's Shopping Choice and Toronto Blue Jays merchandise	When the goods are transferred to the end customer
Radio and television broadcast agreements	When the related programs are aired
Sublicensing of program rights	Over the course of the applicable licence period

We also recognize interest revenue on contracts containing significant financing components and on credit card receivables using the effective interest method in accordance with IFRS 9, *Financial Instruments*.

Payment for Wireless and Cable monthly service fees is typically due 30 days after billing. Payment for Wireless and Cable equipment is typically due either upon receipt of the equipment or over the subsequent 24 months (when equipment is financed through our equipment financing plans). Holders of the Rogers Mastercard have the option to finance devices through Rogers Bank over 36-month or 48-month terms. Payment terms for typical Media performance obligations range from immediate (e.g. Toronto Blue Jays tickets) to 30 days (e.g. advertising contracts).

Contract assets and liabilities

We record a contract asset when we have provided goods and services to our customer but our right to related consideration for the performance obligation is conditional on satisfying other performance obligations. Contract assets primarily relate to our

rights to consideration for the transfer of wireless devices. Our long-term contract assets are recognized in "other long-term assets" on our Consolidated Statements of Financial Position.

We record a contract liability when we receive payment from a customer in advance of providing goods and services. This includes subscriber deposits, deposits related to Toronto Blue Jays ticket sales, and amounts subscribers pay for services and subscriptions that will be provided in future periods. Our long-term contract liabilities are recognized in "other long-term liabilities" on our Consolidated Statements of Financial Position.

A portion of our contract liabilities relates to discounts provided to customers on our device financing contracts. Due to the allocation of the transaction price to the performance obligations, the financing receivable we recognize is greater than the related equipment revenue. As a result, we recognize a contract liability simultaneously with the financing receivable and equipment revenue and subsequently reduce the contract liability on a monthly basis.

We account for contract assets and liabilities on a contract-by-contract basis, with each contract presented as either a net contract asset or a net contract liability accordingly.

Deferred commission cost assets

We defer, to the extent recoverable, the incremental costs we incur to obtain or fulfill a contract with a customer and amortize them over their expected period of benefit. These costs include certain commissions paid to internal and external representatives that we believe to be recoverable through the revenue earned from the related contracts. We therefore defer them as deferred commission cost assets in "other assets" and amortize them to "operating costs" over the pattern of the transfer of goods and services to the customer, which ranges from 12 to 90 months. Effective January 1, 2024, as a result of an increase in the customer lifecycle, we updated our amortization period for consumer Wireless and Cable commissions from 24 months to 32 months to better reflect the estimated economic lives of these relationships, which lowered amortization by approximately $115 million for the year.

ESTIMATES

We use estimates in:

- determining the transaction price of our contracts, which requires estimating the amount of revenue we expect to be entitled to for delivering the performance obligations within a contract;
- determining the stand-alone selling price of performance obligations and the allocation of the transaction price between performance obligations; and
- determining the appropriate amortization period of deferred commission cost assets, taking into account the expected pattern of benefits we will receive from the payment of commissions.

Determining the transaction price

The transaction price is the amount of consideration that is enforceable and to which we expect to be entitled in exchange for the goods and services we have promised to our customer. We determine the transaction price by considering the terms of the contract and business practices that are customary within that particular line of business. Discounts, rebates, refunds, credits, price concessions, incentives, penalties, and other similar items are reflected in the transaction price at contract inception.

Determining the stand-alone selling price and the allocation of the transaction price

The transaction price is allocated to performance obligations based on the relative stand-alone selling prices of the distinct goods or services in the contract. The best evidence of a stand-alone selling price is the observable price of a good or service when the entity sells that good or service separately in similar circumstances and to similar customers. If a stand-alone selling price is not directly observable, we estimate the stand-alone selling price taking into account reasonably available information relating to the market conditions, entity-specific factors, and the class of customer.

In determining the stand-alone selling price, we allocate revenue between performance obligations based on expected minimum enforceable amounts to which we are entitled. Any amounts above the minimum enforceable amounts are recognized as revenue as they are earned.

JUDGMENTS

We make significant judgments in determining whether a promise to deliver goods or services is considered distinct and in determining whether our residual value arrangements constitute revenue-generating arrangements or leases.

Distinct goods and services

We make judgments in determining whether a promise to deliver goods or services is considered distinct. We account for individual products and services separately if they are distinct (i.e. if a product or service is separately identifiable from other items in the bundled package and if the customer can benefit from it). The consideration is allocated between separate products and services in a bundle based on their stand-alone selling prices. For distinct items we do not sell separately, we estimate stand-alone selling prices using the adjusted market assessment approach.

Residual value arrangements

Under certain customer offers, we allow customers to defer a component of the device cost until contract termination. We use judgment in determining whether these arrangements constitute revenue-generating arrangements or leases. In making this determination, we use judgment to assess the extent of control over the devices that passes to our customer, including whether the customer has a significant economic incentive at contract inception to return the device at contract termination and to estimate the extent of device returns.

CONTRACT ASSETS

Below is a summary of our contract assets from contracts with customers, net of an allowance for doubtful accounts, and the significant changes in those balances during the years ended December 31, 2024 and 2023.

		Years ended December 31	
(In millions of dollars)	*Note*	**2024**	2023
Balance, beginning of year		**276**	197
Additions from new contracts with customers, net of terminations and renewals		**173**	204
Contract assets acquired	*3*	**–**	35
Amortization of contract assets to accounts receivable		**(181)**	(160)
Balance, end of year		**268**	276
Current		**171**	163
Long-term		**97**	113
Balance, end of year		**268**	276

CONTRACT LIABILITIES

Below is a summary of our contract liabilities from contracts with customers and the significant changes in those balances during the years ended December 31, 2024 and 2023.

		Years ended December 31	
(In millions of dollars)	*Note*	**2024**	2023
Balance, beginning of year		**1,044**	461
Contract liabilities assumed	*3*	**–**	164
Revenue deferred in previous year and recognized as revenue in current year		**(771)**	(574)
Net additions from contracts with customers		**809**	993
Balance, end of year		**1,082**	1,044
Current		**800**	773
Long-term		**282**	271
Balance, end of year		**1,082**	1,044

DEFERRED COMMISSION COST ASSETS

Below is a summary of the changes in the deferred commission cost assets recognized from the incremental costs incurred to obtain contracts with customers during the years ended December 31, 2024 and 2023. The deferred commission cost assets are presented within "other current assets" (when they will be amortized into operating costs within one year of the date of the financial statements) or "other long-term assets".

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Balance, beginning of year	**488**	374
Additions to deferred commission cost assets	**640**	492
Amortization recognized on deferred commission cost assets	**(375)**	(378)
Balance, end of year	**753**	488
Current	**417**	341
Long-term	**336**	147
Balance, end of year	**753**	488

UNSATISFIED PORTIONS OF PERFORMANCE OBLIGATIONS

The table below shows the revenue we expect to recognize in the future related to unsatisfied or partially satisfied performance obligations as at December 31, 2024. The unsatisfied portion of the transaction price of the performance obligations relates primarily to monthly services; we expect to recognize it substantially over the next three to five years.

(In millions of dollars)	**2025**	**2026**	**2027**	**Thereafter**	**Total**
Telecommunications service	2,739	934	64	235	3,972

We have elected to utilize the following practical expedients and not disclose:

- the unsatisfied portions of performance obligations related to contracts with a duration of one year or less; or
- the unsatisfied portions of performance obligations where the revenue we recognize corresponds with the amount invoiced to the customer.

DISAGGREGATION OF REVENUE

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Wireless		
Service revenue	**8,041**	7,764
Equipment revenue	**2,487**	2,420
Revenue from external customers	**10,528**	10,184
Service revenue from internal customers	**67**	38
Total Wireless	**10,595**	10,222
Cable		
Service revenue	**7,750**	6,921
Equipment revenue	**51**	43
Revenue from external customers	**7,801**	6,964
Service revenue from internal customers	**75**	41
Total Cable	**7,876**	7,005
Media		
Revenue from external customers	**2,215**	2,086
Revenue from internal customers	**269**	249
Total Media	**2,484**	2,335
Corporate items		
Revenue from external customers	**60**	74
Revenue from internal customers	**23**	3
Total Corporate items	**83**	77
Intercompany eliminations	**(434)**	(331)
Total revenue	**20,604**	19,308
Total service revenue	**18,066**	16,845
Total equipment revenue	**2,538**	2,463
Total revenue	**20,604**	19,308

NOTE 7: OPERATING COSTS

		Years ended December 31	
(In millions of dollars)	*Note*	**2024**	2023
Cost of equipment sales	*17*	**2,540**	2,451
Merchandise for resale	*17*	**209**	217
Other external purchases		**5,930**	5,606
Employee salaries, benefits, and stock-based compensation		**2,308**	2,453
Total operating costs		**10,987**	10,727

NOTE 8: PROPERTY, PLANT AND EQUIPMENT

ACCOUNTING POLICY

The following accounting policy applies to property, plant and equipment excluding right-of-use assets. Our accounting policy for right-of-use assets is included in note 9.

Recognition and measurement, including depreciation

We measure property, plant and equipment upon initial recognition at cost and begin recognizing depreciation when the asset is ready for its intended use. Subsequently, property, plant and equipment is carried at cost less accumulated depreciation and accumulated impairment losses.

Cost includes expenditures (capital expenditures) that are directly attributable to the acquisition of the asset. The cost of self-constructed assets includes:

- the cost of materials and direct labour;
- costs directly associated with bringing the assets to a working condition for their intended use;
- expected costs of decommissioning the items and restoring the sites on which they are located (see note 22); and
- borrowing costs on qualifying assets.

We depreciate property, plant and equipment over its estimated useful life by charging depreciation expense to net income as follows:

Asset	Basis	Estimated useful life
Buildings	Diminishing balance	15 to 40 years
Cable and wireless network	Straight-line	3 to 40 years
Computer equipment and software	Straight-line	4 to 10 years
Customer premise equipment	Straight-line	3 to 6 years
Leasehold improvements	Straight-line	Over shorter of estimated useful life or lease term
Equipment and vehicles	Diminishing balance	3 to 20 years

We calculate gains and losses on the disposal of property, plant and equipment by comparing the proceeds from the disposal with the item's carrying amount and recognize the gain or loss in net income.

We capitalize development expenditures if they meet the criteria for recognition as an asset and amortize them over their expected useful lives once the assets to which they relate are available for use. We expense research expenditures, maintenance costs, and training costs as incurred.

We recognize government financial assistance related to property, plant and equipment as a reduction of the cost or carrying amount of the asset when there is reasonable assurance we will comply with the conditions of the assistance and the assistance will be received.

Impairment testing, including recognition and measurement of an impairment charge

See "Impairment Testing" in note 10 for our policies relating to impairment testing and the related recognition and measurement of impairment charges. The impairment policies for property, plant and equipment are similar to the impairment policies for intangible assets with finite useful lives.

ESTIMATES

Components of an item of property, plant and equipment may have different useful lives. We make significant estimates when determining depreciation rates and asset useful lives, which require taking into account company-specific factors, such as our past experience and expected use, and industry trends, such as technological advancements. We monitor and review residual values, depreciation rates, and asset useful lives at least once a year and change them if they are different from our previous estimates. We recognize the effect of changes in estimates in net income prospectively.

We use estimates to determine certain costs that are directly attributable to self-constructed assets. These estimates primarily include certain internal and external direct labour, overhead, and interest costs associated with the acquisition, construction, development, or betterment of our networks.

Furthermore, we use estimates as described in note 10 in determining the recoverable amount of property, plant and equipment.

JUDGMENTS

We make significant judgments in choosing methods for depreciating our property, plant and equipment that we believe most accurately represent the consumption of benefits derived from those assets and are most representative of the economic substance of the intended use of the underlying assets.

DETAILS OF PROPERTY, PLANT AND EQUIPMENT

The tables below summarize our property, plant and equipment as at December 31, 2024 and 2023.

(In millions of dollars)	Land and buildings	Cable and wireless networks	Computer equipment and software	Customer premise equipment	Leasehold improvements	Equipment and vehicles	Construction in process	**Total owned assets**	Right-of-use assets (note 9)	**Total property, plant and equipment**
Cost										
As at January 1, 2024	1,447	30,499	7,931	3,003	817	1,451	2,264	**47,412**	3,744	**51,156**
Additions and transfers	296	2,466	425	285	37	121	470	**4,100**	480	**4,580**
Disposals and other	262	(815)	(442)	(83)	(11)	(45)	–	**(1,134)**	(177)	**(1,311)**
As at December 31, 2024	**2,005**	**32,150**	**7,914**	**3,205**	**843**	**1,527**	**2,734**	**50,378**	**4,047**	**54,425**
Accumulated depreciation										
As at January 1, 2024	474	16,040	5,590	2,073	447	1,017	–	**25,641**	1,183	**26,824**
Depreciation	106	2,068	866	492	63	70	–	**3,665**	408	**4,073**
Disposals and other	134	(766)	(468)	(148)	(14)	(43)	–	**(1,305)**	(239)	**(1,544)**
As at December 31, 2024	**714**	**17,342**	**5,988**	**2,417**	**496**	**1,044**	**–**	**28,001**	**1,352**	**29,353**
Net carrying amount										
As at January 1, 2024	973	14,459	2,341	930	370	434	2,264	**21,771**	2,561	**24,332**
As at December 31, 2024	**1,291**	**14,808**	**1,926**	**788**	**347**	**483**	**2,734**	**22,377**	**2,695**	**25,072**

(In millions of dollars)	Land and buildings	Cable and wireless networks	Computer equipment and software	Customer premise equipment	Leasehold improvements	Equipment and vehicles	Construction in process	**Total owned assets**	Right-of-use assets (note 9)	**Total property, plant and equipment**
Cost										
As at January 1, 2023	1,283	23,110	6,992	2,097	711	1,312	1,706	**37,211**	2,928	**40,139**
Additions and transfers	108	2,377	868	259	39	106	285	**4,042**	751	**4,793**
Acquisitions from business combinations	308	5,946	370	640	78	99	273	**7,714**	328	**8,042**
Disposals and other	(252)	(934)	(299)	7	(11)	(66)	–	**(1,555)**	(263)	**(1,818)**
As at December 31, 2023	1,447	30,499	7,931	3,003	817	1,451	2,264	**47,412**	3,744	**51,156**
Accumulated depreciation										
As at January 1, 2023	567	14,949	5,079	1,748	390	955	–	**23,688**	877	**24,565**
Depreciation	55	1,918	810	402	66	80	–	**3,331**	371	**3,702**
Disposals and other	(148)	(827)	(299)	(77)	(9)	(18)	–	**(1,378)**	(65)	**(1,443)**
As at December 31, 2023	474	16,040	5,590	2,073	447	1,017	–	**25,641**	1,183	**26,824**
Net carrying amount										
As at January 1, 2023	716	8,161	1,913	349	321	357	1,706	**13,523**	2,051	**15,574**
As at December 31, 2023	973	14,459	2,341	930	370	434	2,264	**21,771**	2,561	**24,332**

During the year ended December 31, 2024, we recognized $134 million (2023 – $111 million) in network capital expenditure-related government grants and received $59 million (2023 – $59 million) in cash.

During 2024, we recognized capitalized interest on property, plant and equipment at a weighted average rate of approximately 4.2% (2023 – 4.8%).

Annually, we perform an analysis to identify fully depreciated assets that have been retired from active use. In 2024, this resulted in an adjustment to cost and accumulated depreciation of $1,281 million (2023 – $1,167 million). The disposals had nil impact on the Consolidated Statements of Income.

ASSETS HELD FOR SALE

As at December 31, 2024, as a result of deterioration in the relevant real estate markets, we have reclassified the land and building assets that had been held for sale as at December 31, 2023 into property, plant and equipment. The reclassification did not have a material impact on our results of operations.

NOTE 9: LEASES

ACCOUNTING POLICY

At inception of a contract, we assess whether that contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, we assess whether:

- the contract involves the use of an identified asset;
- we have the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use; and
- we have the right to direct the use of the asset.

LESSEE ACCOUNTING

We record a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, consisting of:

- the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date; plus
- any initial direct costs incurred; and
- an estimate of costs to dismantle and remove the underlying asset or restore the site on which it is located; less
- any lease incentives received.

The right-of-use asset is depreciated on a straight-line basis over the lease term, unless we expect to obtain ownership of the leased asset at the end of the lease. The lease term consists of:

- the non-cancellable period of the lease;
- periods covered by options to extend the lease, where we are reasonably certain to exercise the option; and
- periods covered by options to terminate the lease, where we are reasonably certain not to exercise the option.

If we expect to obtain ownership of the leased asset at the end of the lease, we depreciate the right-of-use asset over the underlying asset's estimated useful life. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, our incremental borrowing rate. We generally use our incremental borrowing rate as the interest rate implicit in our leases cannot be readily determined. The lease liability is subsequently measured at amortized cost using the effective interest rate method.

Lease payments included in the measurement of the lease liability include:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or rate;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that we are reasonably certain to exercise, lease payments in an optional renewal period if we are reasonably certain to exercise an extension option, and penalties for early termination of a lease unless we are reasonably certain not to terminate early.

The lease liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in our estimate of the amount expected to be payable under a residual value guarantee, or if we change our assessment of whether or not we will exercise a purchase, extension, or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset. The lease liability is also remeasured when the underlying lease contract is amended.

We have elected not to separate fixed non-lease components and account for the lease and any fixed non-lease components as a single lease component.

Variable lease payments

Certain leases contain provisions that result in differing lease payments over the term as a result of market rate reviews or changes in the Consumer Price Index (CPI) or other similar indices. We reassess the lease liabilities related to these leases when the index or other data is available to calculate the change in lease payments.

Certain leases require us to make payments that relate to property taxes, insurance, and other non-rental costs. These non-rental costs are typically variable and are not included in the calculation of the right-of-use asset or lease liability.

LESSOR ACCOUNTING

When we act as a lessor, we determine at lease inception whether each lease is a finance lease or an operating lease.

In order to classify each lease as either finance or operating, we make an overall assessment of whether the lease transfers to the lessee substantially all of the risks and rewards incidental to ownership of the underlying asset. If it does, the lease is a finance lease; if not, it is an operating lease.

We act as the lessor on certain collocation leases, whereby, due to certain regulatory requirements, we must allow other telecommunication companies to lease space on our wireless network towers. We do not believe we transfer substantially all of the risks and rewards incidental to ownership of the underlying leased asset to the lessee and therefore classify these leases as operating leases.

If an arrangement contains both lease and non-lease components, we apply IFRS 15 to allocate the consideration in the contract between the lease and the non-lease components.

We recognize lease payments received under operating leases into income on a straight-line basis.

ESTIMATES

We estimate the lease term by considering the facts and circumstances that can create an economic incentive to exercise an extension option, or not exercise a termination option. We make certain qualitative and quantitative assumptions when deriving the value of the economic incentive.

JUDGMENTS

Lessee

We make judgments in determining whether a contract is or contains a lease, which involves assessing whether a contract contains an identified asset (either a physically distinct asset or a capacity portion that represents substantially all of the capacity of the asset). Additionally, the contract should provide us with the right to substantially all of the economic benefits from the use of the asset.

We also make judgments in determining whether we have the right to control the use of the identified asset. We have that right when we have the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decisions about how and for what purpose the asset is used are predetermined, we have the right to direct the use of the asset if we have the right to operate the asset or if we designed the asset in a way that predetermines how and for what purpose the asset will be used.

We make judgments in determining the incremental borrowing rate used to measure our lease liability for each lease contract, including an estimate of the asset-specific security impact. The incremental borrowing rate should reflect the interest that we would have to pay to borrow the funds necessary to obtain a similar asset at a similar term, with a similar security, in a similar economic environment.

Certain of our leases contain extension or renewal options that are exercisable only by us and not by the lessor. At lease commencement, we assess whether we are reasonably certain to exercise any of the extension options based on our expected economic return from the lease. We are typically reasonably certain of exercising extension options on our network leases, primarily due to the significant cost that would be required to relocate our network towers and related equipment. We reassess whether we are reasonably certain to exercise the options if there is a significant event or significant change in circumstance within our control and account for any changes at the date of the reassessment.

Lessor

We make judgments in determining whether a lease should be classified as an operating lease or a finance lease based on if the agreement transfers substantially all the risks and rewards incidental to ownership of the underlying asset.

LEASE LIABILITIES

We primarily lease land and buildings relating to our wireless and cable networks, our retail store presence, and certain of our offices and other corporate buildings, as well as customer premise equipment. The non-cancellable contract periods for our leases typically range from five to twenty years. Variable lease payments during 2024 were $20 million (2023 – $26 million).

Below is a summary of the activity related to our lease liabilities for the year ended December 31, 2024. Certain of our lease liabilities are secured by the underlying right-of-use assets; the underlying right-of-use assets have a net carrying amount of $715 million as at December 31, 2024 (2023 – $591 million).

		Years ended December 31	
(In millions of dollars)	*Note*	**2024**	2023
Lease liabilities, beginning of year		**2,593**	2,028
Net additions		**656**	600
Lease liabilities assumed	*3*	**–**	327
Interest expense on lease liabilities		**137**	111
Interest payments on lease liabilities		**(130)**	(103)
Principal payments of lease liabilities		**(478)**	(370)
Lease liabilities, end of year		**2,778**	2,593
Current liability		**587**	504
Long-term liability		**2,191**	2,089
Lease liabilities		**2,778**	2,593

NOTE 10: INTANGIBLE ASSETS AND GOODWILL

ACCOUNTING POLICY

RECOGNITION AND MEASUREMENT, INCLUDING AMORTIZATION

Upon initial recognition, we measure intangible assets at cost unless they are acquired through a business combination, in which case they are measured at fair value. We begin amortizing intangible assets with finite useful lives when the asset is ready for its intended use. Subsequently, the asset is carried at cost less accumulated amortization and accumulated impairment losses.

Cost includes expenditures that are directly attributable to the acquisition of the asset. The cost of a separately acquired intangible asset comprises:

- its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates; and
- any directly attributable cost of preparing the asset for its intended use.

Indefinite useful lives

We do not amortize intangible assets with indefinite lives, including spectrum licences, broadcast licences, and the Rogers and Fido brand names.

Finite useful lives

We amortize intangible assets with finite useful lives, other than acquired program rights, into "depreciation and amortization" on the Consolidated Statements of Income on a straight-line basis over their estimated useful lives as noted in the table below. We monitor and review the useful lives, residual values, and amortization methods at least once per year and change them if they are different from our previous estimates. We recognize the effects of changes in estimates in net income prospectively.

Intangible asset	Estimated useful life
Customer relationships	3 to 20 years
Brand names	3 to 10 years
Other intangible assets	15 to 20 years

Acquired program rights
Program rights are contractual rights we acquire from third parties to broadcast programs, including rights to broadcast live sporting events. We recognize them at cost less accumulated amortization and accumulated impairment losses. We capitalize "program rights" on the Consolidated Statements of Financial Position when the licence period begins and the program is available for use and amortize them to other external purchases in "operating costs" on the Consolidated Statements of Income over the expected exhibition period. If we have no intention to air programs, we consider the related program rights impaired and write them off. Otherwise, we test them for impairment as intangible assets with finite useful lives.

The costs for multi-year sports and television broadcast rights agreements are recognized in operating costs during the applicable seasons based on the pattern in which the programming is aired or rights are expected to be consumed. To the extent that prepayments are made at the commencement of a multi-year contract towards future years' rights fees, these prepayments are recognized as intangible assets and amortized to operating expenses over the contract term. To the extent that prepayments are made for annual contractual fees within a season, they are included in "other current assets" on our Consolidated Statements of Financial Position, as the rights will be consumed within one year of the date of the financial statements.

Goodwill
We recognize goodwill arising from business combinations when the fair value of the separately identifiable assets we acquired and liabilities we assumed is lower than the consideration we paid (including the recognized amount of the non-controlling interest, if any). If the fair value of the consideration transferred is lower than that of the separately identified assets and liabilities, we immediately recognize the difference as a gain in net income.

IMPAIRMENT TESTING

We test intangible assets with finite useful lives for impairment whenever an event or change in circumstances indicates that their carrying amounts may not be recoverable. We test indefinite-life intangible assets and goodwill for impairment annually as at October 1, or more frequently if we identify indicators of impairment.

If we cannot estimate the recoverable amount of an individual intangible asset because it does not generate independent cash inflows, we test the entire cash-generating unit (CGU) to which it belongs for impairment.

Goodwill is allocated to CGUs (or groups of CGUs) based on the level at which management monitors goodwill, which cannot be higher than an operating segment. The allocation of goodwill is made to CGUs (or groups of CGUs) that are expected to benefit from the synergies and future growth of the business combinations from which the goodwill arose.

Recognition and measurement of an impairment charge
An intangible asset or goodwill is impaired if the recoverable amount is less than the carrying amount. The recoverable amount of a CGU or asset is the higher of its:
- fair value less costs to sell; and
- value in use.

If our estimate of the asset's or CGU's recoverable amount is less than its carrying amount, we reduce its carrying amount to the recoverable amount and recognize the loss in net income immediately.

We reverse a previously recognized impairment loss, except in respect of goodwill, if our estimate of the recoverable amount of a previously impaired asset or CGU has increased such that the impairment recognized in a previous year has reversed. The reversal is recognized by increasing the asset's or CGU's carrying amount to our new estimate of its recoverable amount. The carrying amount of the asset or CGU subsequent to the reversal cannot be greater than its carrying amount had we not recognized an impairment loss in previous years.

ESTIMATES

We use estimates in determining the recoverable amount of long-lived assets. The determination of the recoverable amount for the purpose of impairment testing requires the use of significant estimates, such as:
- future cash flows;
- terminal growth rates; and
- discount rates.

We estimate value in use for impairment tests by discounting estimated future cash flows to their present value. We estimate the discounted future cash flows for periods of up to five years, depending on the CGU, and a terminal value. The future cash flows are based on our estimates and expected future operating results of the CGU after considering economic conditions and a general outlook for the CGU's industry. Our discount rates consider market rates of return, debt to equity ratios, and certain risk premiums, among other things. The terminal value is the value attributed to the CGU's operations beyond the projected time period of the cash flows using a perpetuity rate based on expected economic conditions and a general outlook for the industry.

We determine fair value less costs to sell in one of the following two ways:
- analyzing discounted cash flows–we estimate the discounted future cash flows for five-year periods and a terminal value, similar to the value in use methodology described above, while applying assumptions consistent with those a market participant would make. Future cash flows are based on our estimates of expected future operating results of the CGU. Our estimates of future cash flows, terminal values, and discount rates consider similar factors to those described above for value in use estimates; or
- using a market approach–we estimate the recoverable amount of the CGU using multiples of operating performance of comparable entities and precedent transactions in that industry.

We make certain assumptions when deriving expected future cash flows, which may include assumptions pertaining to discount and terminal growth rates. These assumptions may differ or change quickly depending on economic conditions or other events. It is therefore possible that future changes in assumptions may negatively affect future valuations of CGUs and goodwill, which could result in impairment losses.

JUDGMENTS

We make significant judgments that affect the measurement of our intangible assets and goodwill.

Judgment is applied when deciding to designate our spectrum and broadcast licences as assets with indefinite useful lives since we believe the licences are likely to be renewed for the foreseeable future such that there is no limit to the period over which these assets are expected to generate net cash inflows. We make judgments to determine that these assets have indefinite lives, analyzing all relevant factors, including the expected usage of the asset, the typical life cycle of the asset, and anticipated changes in the market demand for the products and services the asset helps generate. After review of the competitive, legal, regulatory, and other factors, it is our view that these factors do not limit the useful lives of our spectrum and broadcast licences.

Judgment is also applied in choosing methods of amortizing our intangible assets and program rights that we believe most accurately represent the consumption of those assets and are most representative of the economic substance of the intended use of the underlying assets.

Finally, we make judgments in determining CGUs and the allocation of goodwill to CGUs or groups of CGUs for the purpose of impairment testing. For example, in Media, we have determined that goodwill is monitored and should be tested for impairment at the Media segment level as a whole, rather than at the underlying business by business level, based on the interdependencies across Media and how it sells and goes to market.

DETAILS OF INTANGIBLE ASSETS

The tables below summarize our intangible assets as at December 31, 2024 and 2023.

	Indefinite-life			Finite-life						
(In millions of dollars)	Spectrum licences	Broadcast licences	Brand names	Customer relationships	Acquired program rights	Brand names	Other	**Total intangible assets**	Goodwill	**Total intangible assets and goodwill**
Cost										
As at January 1, 2024	11,717	330	420	7,604	200	75	52	**20,398**	16,501	**36,899**
Accumulated impairment losses	–	(99)	(14)	–	(5)	–	–	**(118)**	(221)	**(339)**
Cost, net of impairment losses	11,717	231	406	7,604	195	75	52	**20,280**	16,280	**36,560**
Additions	480	–	–	8	72	22	–	**582**	–	**582**
Disposals and other [1]	–	(15)	–	–	(72)	–	–	**(87)**	–	**(87)**
As at December 31, 2024	**12,197**	**216**	**406**	**7,612**	**195**	**97**	**52**	**20,775**	**16,280**	**37,055**
Accumulated amortization										
As at January 1, 2024	–	–	270	2,025	68	19	2	**2,384**	–	**2,384**
Amortization [2]	–	–	–	513	62	25	3	**603**	–	**603**
Disposals and other [1]	–	–	–	–	(70)	–	–	**(70)**	–	**(70)**
As at December 31, 2024	**–**	**–**	**270**	**2,538**	**60**	**44**	**5**	**2,917**	**–**	**2,917**
Net carrying amount										
As at January 1, 2024	11,717	231	136	5,579	127	56	50	**17,896**	16,280	**34,176**
As at December 31, 2024	**12,197**	**216**	**136**	**5,074**	**135**	**53**	**47**	**17,858**	**16,280**	**34,138**

[1] Includes disposals, impairments, reclassifications, and other adjustments.

[2] Of the $603 million of total amortization, $62 million related to acquired program rights is included in other external purchases in "operating costs" (see note 7), and $541 million in "depreciation and amortization" on the Consolidated Statements of Income.

	Indefinite-life			Finite-life						
(In millions of dollars)	Spectrum licences	Broadcast licences	Brand names	Customer relationships	Acquired program rights	Brand names	Other	**Total intangible assets**	Goodwill	**Total intangible assets and goodwill**
Cost										
As at January 1, 2023	11,714	330	420	1,674	189	–	–	**14,327**	4,252	**18,579**
Accumulated impairment losses	–	(99)	(14)	–	(5)	–	–	**(118)**	(221)	**(339)**
Cost, net of impairment losses	11,714	231	406	1,674	184	–	–	**14,209**	4,031	**18,240**
Additions	3	–	–	–	74	–	–	**77**	–	**77**
Acquisitions from business combinations (note 3)	–	–	–	5,930	–	75	52	**6,057**	12,249	**18,306**
Disposals and other [1]	–	–	–	–	(63)	–	–	**(63)**	–	**(63)**
As at December 31, 2023	11,717	231	406	7,604	195	75	52	**20,280**	16,280	**36,560**
Accumulated amortization										
As at January 1, 2023	–	–	270	1,627	61	–	–	**1,958**	–	**1,958**
Amortization [2]	–	–	–	398	70	19	2	**489**	–	**489**
Disposals and other [1]	–	–	–	–	(63)	–	–	**(63)**	–	**(63)**
As at December 31, 2023	–	–	270	2,025	68	19	2	**2,384**	–	**2,384**
Net carrying amount										
As at January 1, 2023	11,714	231	136	47	123	–	–	**12,251**	4,031	**16,282**
As at December 31, 2023	11,717	231	136	5,579	127	56	50	**17,896**	16,280	**34,176**

[1] Includes disposals, impairments, reclassifications, and other adjustments.

[2] Of the $489 million of total amortization, $70 million related to acquired program rights is included in other external purchases in "operating costs" (see note 7), and $419 million in "depreciation and amortization" on the Consolidated Statements of Income.

In November 2023, we won 860 spectrum licences covering 87% of the Canadian population at a total cost of $475 million in the 3800 MHz spectrum licence auction. In May 2024, we made the final payment and obtained these licences, recognizing them at a cost of $480 million including directly attributable transaction costs.

ANNUAL IMPAIRMENT TESTING

For purposes of testing goodwill for impairment, our CGUs, or groups of CGUs, significantly correspond to our reportable segments as disclosed in note 5. Our Cable reportable segment as disclosed in note 5 is composed of our Cable CGU and our Satellite CGU.

Below is an overview of the methods and key assumptions we used in 2024, as of October 1, to determine recoverable amounts for CGUs, or groups of CGUs, with indefinite-life intangible assets or goodwill that we consider significant.

(In millions of dollars, except periods used and rates)

	Carrying value of goodwill	Carrying value of indefinite-life intangible assets	Recoverable amount method	Period of projected cash flows (years)	Terminal growth rates (%)	Pre-tax discount rates (%)
Wireless	1,634	12,331	Value in use	5	2.0	7.9
Cable	13,598	–	Value in use	5	1.0	8.0
Media group	969	216	Fair value less costs of disposal	5	2.0	11.0

Our fair value measurement for Media is classified as Level 3 in the fair value hierarchy.

During the year ended December 31, 2024, we recognized $15 million in restructuring, acquisition and other related to an impairment of the broadcast licences in our Radio CGU (part of our Media group) as a result of the continued decline in the advertising market and a corresponding decline in the CGU's recoverable amount. We did not recognize an impairment charge related to our goodwill or intangible assets in 2023 because the recoverable amounts of the CGUs, or groups of CGUs, exceeded their carrying values.

NOTE 11: RESTRUCTURING, ACQUISITION AND OTHER

ACCOUNTING POLICY

We define restructuring costs as employee costs associated with the targeted restructuring of our employee base, or other costs associated with significant changes in either the scope of business activities or the manner in which business is conducted. Acquisition and integration costs are directly attributable to investigating or completing an acquisition or to integrating an acquired business. Other costs are costs that, in management's judgment about their nature, should be segregated from ongoing operating expenses.

JUDGMENTS

We make significant judgments in determining the appropriate classification of costs to be included in "restructuring, acquisition and other".

RESTRUCTURING, ACQUISITION AND OTHER COSTS

		Years ended December 31	
(In millions of dollars)	*Note*	**2024**	2023
Restructuring, acquisition and other excluding Shaw Transaction-related costs		**276**	365
Shaw Transaction-related costs	*3*	**130**	320
Total restructuring, acquisition and other		**406**	685

The restructuring, acquisition and other costs excluding Shaw Transaction-related costs in 2023 and 2024 include severance and other departure-related costs associated with the targeted restructuring of our employee base, including costs related to voluntary departure programs. These costs also included costs related to real estate rationalization programs, an impairment of our radio broadcast licences (in 2024), and transaction costs related to other completed and potential acquisitions and other corporate transactions.

The Shaw Transaction-related costs in 2023 and 2024 consisted of incremental costs supporting acquisition (in 2023) and integration activities (in 2023 and 2024) related to the Shaw Transaction. This includes significant costs in the second quarter of 2023 relating to closing-related fees, the Shaw Transaction-related employee retention program, and the cost of the tangible benefits package related to the broadcasting portion of the Shaw Transaction.

NOTE 12: FINANCE COSTS

		Years ended December 31	
(In millions of dollars)	*Note*	**2024**	2023
Total interest on borrowings [1]	*23*	**2,022**	1,981
Interest earned on restricted cash and cash equivalents		**–**	(149)
Interest on borrowings, net		**2,022**	1,832
Interest on lease liabilities	*9*	**137**	111
Interest on post-employment benefits	*25*	**(5)**	(13)
Loss (gain) on foreign exchange		**222**	(111)
Change in fair value of derivative instruments		**(205)**	108
Capitalized interest		**(36)**	(38)
Deferred transaction costs and other		**160**	158
Total finance costs		**2,295**	2,047

[1] Interest on borrowings includes interest on short-term borrowings and on long-term debt.

FOREIGN EXCHANGE AND CHANGE IN FAIR VALUE OF DERIVATIVE INSTRUMENTS

We recognized $222 million in net foreign exchange losses in 2024 (2023 – $111 million in net gains). These losses were primarily attributed to our $6 billion term loan facility (see note 23) and our US CP program borrowings (see note 19).

These foreign exchange losses were offset by the $205 million gain (2023 – $108 million loss) related to the change in fair value of derivatives which were not designated as hedges for accounting purposes, primarily attributed to the debt derivatives we used to substantially offset the foreign exchange risk related to these US dollar-denominated borrowings.

NOTE 13: OTHER (INCOME) EXPENSE

(In millions of dollars)	Note	Years ended December 31 2024	2023
(Income) losses from associates and joint ventures	20	**(8)**	412
Other investment income (losses)		**2**	(50)
Total other (income) expense		**(6)**	362

NOTE 14: INCOME TAXES

ACCOUNTING POLICY

Income tax expense includes both current and deferred taxes. We recognize income tax expense in net income unless it relates to an item recognized directly in equity or other comprehensive income. We provide for income taxes based on all of the information that is currently available.

Current tax expense is tax we expect to pay or receive based on our taxable income or loss during the year. We calculate the current tax expense using tax rates enacted or substantively enacted as at the reporting date, including any adjustment to taxes payable or receivable related to previous years.

Deferred tax assets and liabilities arise from temporary differences between the carrying amounts of the assets and liabilities we recognize on our Consolidated Statements of Financial Position and their respective tax bases. We calculate deferred tax assets and liabilities using enacted or substantively enacted tax rates that will apply in the years in which the temporary differences are expected to reverse.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax assets and liabilities and they relate to income taxes levied by the same authority on:

- the same taxable entity; or
- different taxable entities where these entities intend to settle current tax assets and liabilities on a net basis or the tax assets and liabilities will be realized and settled simultaneously.

We recognize a deferred tax asset for unused losses, tax credits, and deductible temporary differences to the extent it is probable that future taxable income will be available to use the asset.

JUDGMENTS

We make significant judgments in interpreting tax rules and regulations when we calculate income tax expense. We make judgments to evaluate whether we can recover a deferred tax asset based on our assessment of existing tax laws, estimates of future profitability, and tax planning strategies.

INCOME TAX EXPENSE

(In millions of dollars)	Years ended December 31 2024	2023
Current tax expense:		
For the current period	**884**	370
Change in estimate relating to prior periods	**(20)**	(43)
Total current tax expense	**864**	327
Deferred tax (recovery) expense:		
(Reversal) origination of temporary differences	**(291)**	91
Change in tax rate	**–**	52
Change in estimate relating to prior periods	**(1)**	47
Total deferred tax (recovery) expense	**(292)**	190
Total income tax expense	**572**	517

Below is a summary of the difference between income tax expense computed by applying the statutory income tax rate to income before income tax expense and the actual income tax expense for the year.

(In millions of dollars, except tax rates)	Years ended December 31 2024	2023
Statutory income tax rate	**26.2%**	26.2%
Income before income tax expense	**2,306**	1,366
Computed income tax expense	**604**	358
Increase (decrease) in income tax expense resulting from:		
Non-deductible stock-based compensation	**(13)**	9
Revaluation of deferred tax balances due to corporate reorganization-driven change in income tax rate	**–**	52
Non-taxable income from security investments	**–**	(16)
Non-deductible loss on joint venture's non-controlling interest purchase obligation	**–**	111
Other	**(19)**	3
Total income tax expense	**572**	517
Effective income tax rate	**24.8%**	37.8%

DEFERRED TAX ASSETS AND LIABILITIES

Below is a summary of the movement of net deferred tax assets and liabilities during 2024 and 2023.

Deferred tax assets (liabilities) (In millions of dollars)	Property, plant and equipment and inventory	Goodwill and other intangibles	Investments	Lease liabilities	Contract and deferred commission cost assets	Other	Total
December 31, 2023	(3,509)	(3,316)	(2)	554	(123)	17	(6,379)
Recovery (expense) in net income	284	(29)	1	17	(56)	75	292
Expense in other comprehensive income	–	–	(1)	–	–	(193)	(194)
December 31, 2024	**(3,225)**	**(3,345)**	**(2)**	**571**	**(179)**	**(101)**	**(6,281)**

Deferred tax assets (liabilities) (In millions of dollars)	Property, plant and equipment and inventory	Goodwill and other intangibles	Investments	Lease liabilities	Contract and deferred commission cost assets	Other	Total
December 31, 2022	(2,149)	(1,754)	(89)	458	(87)	(31)	(3,652)
(Expense) recovery in net income	(95)	(89)	35	14	(36)	(19)	(190)
Recovery in other comprehensive income	–	–	52	–	–	115	167
Acquisitions	(1,265)	(1,473)	–	82	–	(48)	(2,704)
December 31, 2023	(3,509)	(3,316)	(2)	554	(123)	17	(6,379)

We have not recognized deferred tax assets for the following items:

	As at December 31	
(In millions of dollars)	**2024**	2023
Realized capital losses in Canada that can be applied against future capital gains	**73**	73
Unrealized capital losses on debt and derivative instruments	**2,572**	926
Tax losses in foreign jurisdictions [1]	**72**	71
Deductible temporary differences in foreign jurisdictions	**44**	41
Total unrecognized temporary differences	**2,761**	1,111

[1] $40 million of the tax losses in foreign jurisdictions expire between 2025 and 2037, the remaining $32 million can be carried forward indefinitely.

There are taxable temporary differences associated with our investments in Canadian domestic subsidiaries. We do not recognize deferred tax liabilities for these temporary differences because we are able to control the timing of the reversal and the reversal is not probable in the foreseeable future. Reversing these taxable temporary differences is not expected to result in any significant tax implications.

NOTE 15: EARNINGS PER SHARE

ACCOUNTING POLICY

We calculate basic earnings per share by dividing the net income or loss attributable to our RCI Class A Voting and RCI Class B Non-Voting shareholders by the weighted average number of RCI Class A Voting and RCI Class B Non-Voting shares (Class A Shares and Class B Non-Voting Shares, respectively) outstanding during the year.

We calculate diluted earnings per share by adjusting the net income or loss attributable to Class A and Class B Non-Voting shareholders and the weighted average number of Class A Shares and Class B Non-Voting Shares outstanding for the effect of all dilutive potential common shares. We use the treasury stock method for calculating diluted earnings per share, which considers the impact of employee stock options and other potentially dilutive instruments.

Options with tandem stock appreciation rights or cash payment alternatives are accounted for as cash-settled awards. As these awards can be exchanged for common shares of RCI, they are considered potentially dilutive and are included in the calculation of our diluted net earnings per share if they have a dilutive impact in the period.

EARNINGS PER SHARE CALCULATION

(In millions of dollars, except per share amounts)	Years ended December 31	
	2024	2023
Numerator (basic) - Net income for the year	**1,734**	849
Denominator - Number of shares (in millions):		
Weighted average number of shares outstanding - basic	**534**	523
Effect of dilutive securities (in millions):		
Employee stock options and restricted share units	**1**	1
Weighted average number of shares outstanding – diluted	**535**	524
Earnings per share:		
Basic	**$ 3.25**	$1.62
Diluted	**$ 3.20**	$1.62

For the years ended December 31, 2024 and 2023, accounting for outstanding share-based payments using the equity-settled method for stock-based compensation was determined to be more dilutive than using the cash-settled method. As a result, net income for the year ended December 31, 2024 was reduced by $20 million (2023 - $2 million) in the diluted earnings per share calculation.

For the year ended December 31, 2024, there were 9,513,710 options out of the money (2023 - 8,742,224) for purposes of the calculation of earnings per share. These options were excluded from the calculation of the effect of dilutive securities because they were anti-dilutive.

NOTE 16: ACCOUNTS RECEIVABLE

ACCOUNTING POLICY

Accounts receivable represent (i) amounts owing to us that are currently due and collectible and (ii) amounts owed to us under device financing agreements that have not yet been billed. We initially recognize accounts receivable on the date they originate. We measure accounts receivable initially at fair value and subsequently at amortized cost, with changes recognized in net income. We measure an impairment loss for accounts receivable as the excess of the carrying amount over the present value of future cash flows we expect to derive from it, if any. The excess is allocated to an allowance for doubtful accounts and recognized as a loss in net income.

ACCOUNTS RECEIVABLE BY TYPE

		As at December 31	
(In millions of dollars)	*Note*	**2024**	2023
Customer accounts receivable		**5,762**	5,236
Other accounts receivable		**1,132**	1,072
Allowance for doubtful accounts	*19*	**(227)**	(211)
Total accounts receivable		**6,667**	6,097
Current		**5,478**	4,996
Long-term		**1,189**	1,101
Total accounts receivable		**6,667**	6,097

The long-term portion of our accounts receivable is recorded within "financing receivables" on our Consolidated Statements of Financial Position and is composed of our financing receivables that will be billed to customers beyond one year of the date of the financial statements.

Below is a breakdown of our financing receivable balances.

	As at December 31	
(In millions of dollars)	**2024**	2023
Current financing receivables	**2,341**	2,111
Long-term financing receivables	**1,189**	1,101
Total financing receivables	**3,530**	3,212

NOTE 17: INVENTORIES

ACCOUNTING POLICY

We measure inventories, including wireless devices and merchandise for resale, at the lower of cost (determined on a weighted average cost basis for wireless devices and accessories and a first-in, first-out basis for other finished goods and merchandise) and net realizable value. We reverse a previous writedown to net realizable value, not to exceed the original recognized cost, if the inventories later increase in value.

INVENTORIES BY TYPE

	As at December 31	
(In millions of dollars)	**2024**	2023
Wireless devices and accessories	**538**	361
Other finished goods and merchandise	**103**	95
Total inventories	**641**	456

Cost of equipment sales and merchandise for resale includes $2,749 million of inventory costs for 2024 (2023 - $2,668 million).

NOTE 18: OTHER CURRENT ASSETS

		As at December 31	
(In millions of dollars)	*Note*	**2024**	2023
Prepaid expenses		**304**	321
Current portion of deferred commission costs	*6*	**417**	341
Income tax receivable		**–**	274
Other		**128**	266
Total other current assets		**849**	1,202

NOTE 19: FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

ACCOUNTING POLICY

Recognition

We initially recognize cash and cash equivalents, bank advances, accounts receivable, financing receivables, debt securities, and accounts payable and accrued liabilities on the date they originate. All other financial assets and financial liabilities are initially recognized on the trade date when we become a party to the contractual provisions of the instrument.

Classification and measurement

We measure financial instruments by grouping them into classes upon initial recognition, based on the purpose of the individual instruments. We initially measure all financial instruments at fair value plus, in the case of our financial instruments not classified as fair value through profit and loss (FVTPL) or FVTOCI, transaction costs that are directly attributable to the acquisition or issuance of the financial instruments. For derivatives designated as cash flow hedges for accounting purposes, the effective portion of the hedge is recognized in accumulated other comprehensive income and the ineffective portion of the hedge is recognized immediately into net income.

The classifications and methods of measurement subsequent to initial recognition of our financial assets and financial liabilities are as follows:

Financial instrument	Classification and measurement method
Financial assets	
Cash and cash equivalents	Amortized cost
Accounts receivable	Amortized cost
Financing receivables	Amortized cost
Investments, measured at FVTOCI	FVTOCI with no reclassification to net income [1]
Financial liabilities	
Bank advances	Amortized cost
Short-term borrowings	Amortized cost
Accounts payable	Amortized cost
Accrued liabilities	Amortized cost
Long-term debt	Amortized cost
Lease liabilities	Amortized cost
Derivatives [2]	
Debt derivatives [3]	FVTOCI and FVTPL
Expenditure derivatives	FVTOCI
Equity derivatives	FVTPL [4]
Virtual power purchase agreement	FVTPL

[1] Subsequently measured at fair value with changes recognized in the FVTOCI investment reserve.
[2] Derivatives can be in an asset or liability position at a point in time historically or in the future.
[3] Debt derivatives related to our credit facility and commercial paper borrowings have not been designated as hedges for accounting purposes and are measured at FVTPL. All debt derivatives related to our senior notes and debentures and our lease liabilities are designated as hedges for accounting purposes and are measured at FVTOCI.
[4] Subsequent changes are offset against stock-based compensation expense or recovery in "operating costs".

Offsetting financial assets and financial liabilities
We offset financial assets and financial liabilities and present the net amount on the Consolidated Statements of Financial Position when we have a legal right to offset them and intend to settle on a net basis or realize the asset and liability simultaneously.

Derivative instruments
We use derivative instruments to manage risks related to certain activities in which we are involved. They include:

Derivatives	The risk they manage	Types of derivative instruments
Debt derivatives	Impact of fluctuations in foreign exchange rates on principal and interest payments for US dollar-denominated senior and subordinated notes and debentures, credit facility borrowings, commercial paper borrowings, and certain lease liabilities	Cross-currency interest rate exchange agreements Forward cross-currency interest rate exchange agreements Forward foreign exchange agreements
Expenditure derivatives	Impact of fluctuations in foreign exchange rates on forecast US dollar-denominated expenditures	Forward foreign exchange agreements and foreign exchange option agreements
Equity derivatives	Impact of fluctuations in share price of our Class B Non-Voting Shares on stock-based compensation expense	Total return swap agreements

We use derivatives only to manage risk, and not for speculative purposes.

When we designate a derivative instrument as a hedging instrument for accounting purposes, we first determine that the hedging instrument will be highly effective in offsetting the changes in fair value or cash flows of the item it is hedging. We then formally document the relationship between the hedging instrument and hedged item, including the risk management objectives and strategy and the methods we will use to assess the ongoing effectiveness of the hedging relationship.

We assess, on a quarterly basis, whether each hedging instrument continues to be highly effective in offsetting the changes in the fair value or cash flows of the item it is hedging.

We assess host contracts in order to identify embedded derivatives. Embedded derivatives are separated from the host contract and

accounted for as separate derivatives if the host contract is not a financial asset and certain criteria are met.

Hedge ratio
Our policy is to hedge 100% of the foreign currency risk arising from principal and interest payment obligations on US dollar-denominated senior notes and debentures using debt derivatives. We also hedge up to 100% of the remaining lease payments when we enter into debt derivatives on our US dollar-denominated lease liabilities. We typically hedge up to 100% of forecast foreign currency expenditures net of foreign currency cash inflows using expenditure derivatives. From time to time, we hedge up to 100% of the interest rate risk on forecast future senior note issuances using interest rate derivatives.

Hedging reserve
The hedging reserve represents the accumulated change in fair value of our derivative instruments to the extent they were effective hedges for accounting purposes, less accumulated amounts reclassified into net income.

Deferred transaction costs and discounts
We defer transaction costs and discounts associated with issuing and amending long-term debt and direct costs we pay to lenders to obtain certain credit facilities and amortize them using the effective interest method over the life of the related instrument.

FVTOCI investment reserve
The FVTOCI investment reserve represents the accumulated change in fair value of our equity investments that are measured at FVTOCI less accumulated impairment losses related to the investments and accumulated amounts reclassified into equity.

Impairment (expected credit losses)
We consider the credit risk of a financial asset at initial recognition and at each reporting period thereafter until it is derecognized. For a financial asset that is determined to have low credit risk at the reporting date and that has not had significant increases in credit risk since initial recognition, we measure any impairment loss based on the credit losses we expect to recognize over the next one year from the date of the financial statements. For other financial assets, we will measure an impairment loss based on the lifetime expected credit losses. Certain assets, such as trade receivables, financing receivables, and contract assets without significant financing components, must always be recorded at lifetime expected credit losses.

Lifetime expected credit losses are estimates of all possible default events over the expected life of a financial instrument. Twelve-month expected credit losses are estimates of all possible default events within one year of the reporting date or over the expected life of a financial instrument, whichever is shorter.

Financial assets that are significant in value are assessed individually. All other financial assets are assessed collectively based on the nature of each asset.

We measure impairment for financial assets as follows:

- *contract assets* – we measure an impairment loss for contract assets based on the lifetime expected credit losses, which is allocated to an allowance for doubtful accounts and recognized as a loss in net income (see note 6);
- *accounts receivable* – we measure an impairment loss for accounts receivable based on the lifetime expected credit losses, which is allocated to an allowance for doubtful accounts and recognized as a loss in net income (see note 16);
- *financing receivables* – we measure an impairment loss for financing receivables based on the lifetime expected credit losses, which is allocated to an allowance for doubtful accounts and recognized as a loss in net income (see note 16); and
- *investments measured at FVTOCI* – we measure an impairment loss for equity investments measured at FVTOCI as the excess of the cost to acquire the asset (less any impairment loss we have previously recognized) over its current fair value, if any. The difference is recognized in the FVTOCI investment reserve.

We consider financial assets to be in default when, in the case of contract assets, accounts receivable, and financing receivables, the counterparty is unlikely to satisfy its obligations to us in full. Our investments measured at FVTOCI cannot default. To determine if our financial assets are in default, we consider the amount of time for which the individual asset has been outstanding, the reason for the amount being outstanding (for example, if the customer has ongoing service or, if they have been deactivated, whether voluntarily or involuntarily), and the risk profile of the underlying customers. We typically write off accounts receivable when they have been outstanding for a significant period of time.

ESTIMATES

Fair value estimates related to our derivatives are made at a specific point in time based on relevant market information and information about the underlying financial instruments. These estimates require assessment of the credit risk of the parties to the instruments and the instruments' discount rates. These fair values and underlying estimates are also used in the tests of effectiveness of our hedging relationships.

We make estimates when determining the credit losses we expect to recognize on an asset while taking into account whether we use a twelve-month period or the asset's lifetime.

JUDGMENTS

We make significant judgments in determining whether our financial instruments qualify for hedge accounting. These judgments include assessing whether the forecast transactions designated as hedged items in hedging relationships will materialize as forecast, whether the hedging relationships designated as effective hedges for accounting purposes continue to qualitatively be effective, and determining the methodology to determine the fair values used in testing the effectiveness of hedging relationships.

FINANCIAL RISKS

We are exposed to credit, liquidity, market price, foreign exchange, and interest rate risks. Our primary risk management objective is to protect our income, cash flows, and, ultimately, shareholder value. We design and implement the risk management strategies discussed below to ensure our risks and the related exposures are consistent with our business objectives and risk tolerance. Below is a summary of our potential risk exposures by financial instrument.

Financial instrument	Financial risks
Financial assets	
Cash and cash equivalents	Credit and foreign exchange
Accounts receivable	Credit and foreign exchange
Financing receivables	Credit
Investments, measured at FVTOCI	Liquidity, market price, and foreign exchange
Financial liabilities	
Bank advances	Liquidity
Short-term borrowings	Liquidity, foreign exchange, and interest rate
Accounts payable	Liquidity
Accrued liabilities	Liquidity
Long-term debt	Liquidity, foreign exchange, and interest rate
Lease liabilities	Liquidity and foreign exchange
Derivatives [1]	
Debt derivatives	Credit, liquidity, and foreign exchange
Expenditure derivatives	Credit, liquidity, and foreign exchange
Equity derivatives	Credit, liquidity, and market price
Virtual power purchase agreement	Credit, liquidity, and market price

[1] Derivatives can be in an asset or liability position at a point in time historically or in the future.

CREDIT RISK

Credit risk represents the financial loss we could experience if a counterparty to a financial instrument, from whom we have an amount owing, failed to meet its obligations under the terms and conditions of its contracts with us.

Our credit risk exposure is primarily attributable to our cash and cash equivalents, our accounts receivable, our financing receivables, and to our debt, interest rate, expenditure, and equity derivatives. Our broad customer base limits the concentration of this risk. Our "accounts receivables" and "financing receivables" on the Consolidated Statements of Financial Position are net of allowances for doubtful accounts.

Accounts receivable and financing receivables

We measure our allowance for doubtful accounts related to our accounts receivable and financing receivables using lifetime expected credit losses. We believe the allowance for doubtful accounts sufficiently reflects the credit risk associated with our accounts receivable and financing receivables. As at December 31, 2024, $687 million (2023 – $626 million) of gross accounts receivable and financing receivables are considered past due, which is defined as amounts outstanding beyond normal credit terms and conditions for the respective customers.

Below is a summary of the aging of our customer accounts receivable, including financing receivables, net of the respective allowances for doubtful accounts.

	As at December 31	
(In millions of dollars)	**2024**	2023
Customer accounts receivable		
Unbilled financing receivables	**3,530**	3,212
Less than 30 days past billing date	**1,419**	1,270
30-60 days past billing date	**334**	324
61-90 days past billing date	**122**	118
Greater than 90 days past billing date	**131**	101
Total customer accounts receivable (net of allowances of $226 and $211, respectively)	**5,536**	5,025
Total contract assets (net of allowances of $1 and $2, respectively)	**268**	276
Total customer accounts receivable and contract assets	**5,804**	5,301

Below is a summary of the activity related to our allowance for doubtful accounts on total customer accounts receivable and contract assets.

		Years ended December 31	
(In millions of dollars)	*Note*	**2024**	2023
Balance, beginning of year		**213**	184
Allowance for doubtful accounts expense		**259**	176
Acquired in business combination	*3*	**–**	31
Net use		**(245)**	(178)
Balance, end of year		**227**	213

We use various controls and processes, such as credit checks, deposits on account, and billing in advance, to mitigate credit risk. We monitor and take appropriate action to suspend services when customers have fully used their approved credit limits or violated established payment terms. While our credit controls and processes have been effective in managing credit risk, they cannot eliminate credit risk and there can be no assurance these controls will continue to be effective or our current credit loss experience will continue.

Derivative instruments

Credit risk related to our debt derivatives, interest rate derivatives, expenditure derivatives, and equity derivatives arises from the possibility that the counterparties to the agreements may default on their obligations. We assess the creditworthiness of the counterparties to minimize the risk of counterparty default and do not require collateral or other security to support the credit risk associated with these derivatives. Counterparties to the entire portfolio of our derivatives are financial institutions with a S&P Global Ratings (or the equivalent) ranging from A to AA-.

LIQUIDITY RISK

Liquidity risk is the risk that we will not be able to meet our financial obligations as they fall due. We manage liquidity risk by managing our commitments and maturities, capital structure, and financial leverage (see note 4). We also manage liquidity risk by continually monitoring actual and projected cash flows to ensure we will have sufficient liquidity to meet our liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to our reputation.

Below is a summary of the undiscounted contractual maturities of our financial liabilities and the receivable components of our derivatives as at December 31, 2024 and 2023.

December 31, 2024 (In millions of dollars)	Carrying amount	Contractual cash flows	Less than 1 year	1 to 3 years	4 to 5 years	More than 5 years
Short-term borrowings	2,959	2,959	2,959	–	–	–
Accounts payable and accrued liabilities	4,059	4,059	4,059	–	–	–
Income tax payable	26	26	26	–	–	–
Long-term debt [1]	41,896	42,886	3,696	8,970	5,799	24,421
Lease liabilities	2,778	3,546	587	1,084	406	1,469
Other long-term financial liabilities	49	49	1	2	42	4
Expenditure derivative instruments:						
Cash outflow (Canadian dollar)	–	2,124	1,605	519	–	–
Cash inflow (Canadian dollar equivalent of US dollar)	–	(2,288)	(1,727)	(561)	–	–
Equity derivative instruments	–	(54)	(54)	–	–	–
Debt derivative instruments accounted for as hedges:						
Cash outflow (Canadian dollar)	–	22,506	2,572	3,565	1,684	14,685
Cash inflow (Canadian dollar equivalent of US dollar) [2]	–	(25,421)	(2,758)	(3,957)	(1,799)	(16,907)
Debt derivative instruments not accounted for as hedges:						
Cash outflow (Canadian dollar)	–	1,958	1,958	–	–	–
Cash inflow (Canadian dollar equivalent of US dollar) [2]	–	(1,963)	(1,963)	–	–	–
Net carrying amount of derivatives (asset)	(425)					
	51,342	50,387	10,961	9,622	6,132	23,672

[1] Reflects repayment of the subordinated notes issued in December 2021 and February 2022 on their respective five-year anniversaries.
[2] Represents Canadian dollar equivalent amount of US dollar inflows matched to an equal amount of US dollar maturities in long-term debt for debt derivatives.

December 31, 2023 (In millions of dollars)	Carrying amount	Contractual cash flows	Less than 1 year	1 to 3 years	4 to 5 years	More than 5 years
Short-term borrowings	1,750	1,750	1,750	–	–	–
Accounts payable and accrued liabilities	4,221	4,221	4,221	–	–	–
Long-term debt [1]	40,855	41,895	1,100	8,607	8,351	23,837
Lease liabilities	2,593	3,283	504	1,002	405	1,372
Other long-term financial liabilities	49	49	1	2	42	4
Expenditure derivative instruments:						
Cash outflow (Canadian dollar)	–	2,187	1,591	596	–	–
Cash inflow (Canadian dollar equivalent of US dollar)	–	(2,182)	(1,587)	(595)	–	–
Equity derivative instruments	–	(48)	(48)	–	–	–
Debt derivative instruments accounted for as hedges:						
Cash outflow (Canadian dollar)	–	19,051	228	3,197	2,625	13,001
Cash inflow (Canadian dollar equivalent of US dollar) [2]	–	(19,980)	(228)	(3,154)	(2,711)	(13,887)
Debt derivative instruments not accounted for as hedges:						
Cash outflow (Canadian dollar)	–	4,538	4,538	–	–	–
Cash inflow (Canadian dollar equivalent of US dollar) [2]	–	(4,437)	(4,437)	–	–	–
Net carrying amount of derivatives liability	538					
	50,006	50,327	7,633	9,655	8,712	24,327

[1] Reflects repayment of the subordinated notes issued in December 2021 and February 2022 on their respective five-year anniversaries.
[2] Represents Canadian dollar equivalent amount of US dollar inflows matched to an equal amount of US dollar maturities in long-term debt for debt derivatives.

Below is a summary of the net interest payments over the life of the long-term debt, including the impact of the associated debt derivatives, as at December 31, 2024 and 2023.

December 31, 2024 (In millions of dollars)	Less than 1 year	1 to 3 years	4 to 5 years	More than 5 years
Net interest payments	1,925	3,303	2,528	13,480

December 31, 2023 (In millions of dollars)	Less than 1 year	1 to 3 years	4 to 5 years	More than 5 years
Net interest payments	2,049	3,784	2,608	14,201

MARKET PRICE RISK

Market price risk is the risk that changes in market prices, such as fluctuations in the market prices of our share price or energy, will affect our income, cash flows, or the value of our financial instruments.

Market price risk - Class B Non-Voting Shares

Our liability related to stock-based compensation is remeasured at fair value each period. Stock-based compensation expense is affected by changes in the price of our Class B Non-Voting Shares during the life of an award, including stock options, restricted share units (RSUs), and deferred share units (DSUs). We use equity derivatives from time to time to manage the exposure in our stock-based compensation liability. As a result of our equity derivatives, a one-dollar change in the price of a Class B Non-Voting Share would not have a material effect on net income.

Market price risk - energy prices

We have a virtual power purchase agreement (VPPA) that entitles us to the benefits of 38% of the total energy generated by a solar facility in Alberta. The fair value of the VPPA is based, in part, on the market rate for energy in Alberta.

FOREIGN EXCHANGE RISK

We use debt derivatives to manage risks from fluctuations in foreign exchange rates associated with our US dollar-denominated long-term debt, short-term borrowings, and lease liabilities. We typically designate the debt derivatives related to our senior notes and debentures and lease liabilities as hedges for accounting purposes against the foreign exchange risk associated with specific debt instruments and lease contracts, respectively. We have not designated the debt derivatives related to our US CP program as hedges for accounting purposes. We use expenditure derivatives to manage the foreign exchange risk in our operations, designating them as hedges for certain of our forecast operational and capital expenditures. As at December 31, 2024, all of our US dollar-denominated long-term debt, short-term borrowings, and lease liabilities were hedged against fluctuations in foreign exchange rates using debt derivatives. With respect to our long-term debt and US CP program, as a result of our debt derivatives, a one-cent change in the Canadian dollar relative to the US dollar would have no effect on net income.

A portion of our accounts receivable and accounts payable and accrued liabilities is denominated in US dollars. Due to the short-term nature of these receivables and payables, they carry no significant risk from fluctuations in foreign exchange rates as at December 31, 2024.

INTEREST RATE RISK

We are exposed to risk of changes in market interest rates due to the impact this has on interest expense for our short-term borrowings, bank credit facilities, and term loan facility. As at December 31, 2024, 90.8% of our outstanding long-term debt and short-term borrowings was at fixed interest rates (2023 - 85.6%).

Sensitivity analysis

Below is a sensitivity analysis for significant exposures with respect to our expenditure derivatives, debt derivatives, interest rate derivatives, short-term borrowings, senior notes, and bank credit facilities as at December 31, 2024 and 2023 with all other variables held constant. It shows how net income and other comprehensive income would have been affected by changes in the relevant risk variables.

	Net income		Other comprehensive income	
(Change in millions of dollars)	**2024**	2023	**2024**	2023
Expenditure derivatives - change in foreign exchange rate $0.01 change in Cdn$ relative to US$	**–**	–	**12**	9
Short-term borrowings 1% change in interest rates	**22**	13	**–**	–
Bank credit facilities (floating) 1% change in interest rates	**7**	32	**–**	–

DERIVATIVE INSTRUMENTS

As at December 31, 2024 and 2023, all of our US dollar-denominated long-term debt instruments were hedged against fluctuations in foreign exchange rates for accounting purposes. Below is a summary of our net (liability) asset position for our various derivatives and a summary of the derivative instruments assets and derivative instruments liabilities reflected on our Consolidated Statements of Financial Position.

	As at December 31, 2024					
(In millions of dollars, except exchange rates)	Notional amount (US$)	Exchange rate	Notional amount (Cdn$)	Fair value (Cdn$)	Current	Long-term
Debt derivatives accounted for as cash flow hedges:						
As assets	11,116	1.2510	13,906	**1,194**	**224**	**970**
As liabilities	6,550	1.3127	8,598	**(842)**	**(5)**	**(837)**
Short-term debt derivatives not accounted for as hedges:						
As assets	666	1.4282	952	**7**	**7**	**-**
As liabilities	696	1.4421	1,004	**(2)**	**(2)**	**-**
Net mark-to-market debt derivative asset				**357**	**224**	**133**
Expenditure derivatives accounted for as cash flow hedges:						
As assets	1,590	1.3362	2,125	**132**	**105**	**27**
Net mark-to-market expenditure derivative asset				**132**	**105**	**27**
Equity derivatives not accounted for as hedges:						
As liabilities	–	–	320	**(54)**	**(54)**	**-**
Net mark-to-market equity derivative liability				**(54)**	**(54)**	**-**
Virtual power purchase agreement not accounted for as hedges:						
As liabilities	–	–	–	**(10)**	**(2)**	**(8)**
Net mark-to-market virtual power purchase agreement				**(10)**	**(2)**	**(8)**
Net mark-to-market asset				**425**	**273**	**152**

	As at December 31, 2023					
(In millions of dollars, except exchange rates)	Notional amount (US$)	Exchange rate	Notional amount (Cdn$)	Fair value (Cdn$)	Current	Long-term
Debt derivatives accounted for as cash flow hedges:						
As assets	4,557	1.1583	5,278	599	29	570
As liabilities	10,550	1.3055	13,773	(1,069)	(26)	(1,043)
Short-term debt derivatives not accounted for as hedges:						
As liabilities	3,354	1.3526	4,537	(101)	(101)	–
Net mark-to-market debt derivative liability				(571)	(98)	(473)
Expenditure derivatives accounted for as cash flow hedges:						
As assets	600	1.3147	789	4	3	1
As liabilities	1,050	1.3315	1,398	(19)	(7)	(12)
Net mark-to-market expenditure derivative liability				(15)	(4)	(11)
Equity derivatives not accounted for as hedges:						
As assets	–	–	324	48	48	–
Net mark-to-market liability				(538)	(54)	(484)

Below is a summary of the net cash proceeds on debt derivatives and forward contracts.

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Proceeds on debt derivatives related to US commercial paper	**2,478**	2,486
Proceeds on debt derivatives related to credit facility borrowings	**23,368**	47,126
Proceeds on debt derivatives related to senior notes	**–**	3,232
Proceeds on debt derivatives related to lease liabilities	**203**	185
Total proceeds on debt derivatives	**26,049**	53,029
Payments on debt derivatives related to US commercial paper	**(2,466)**	(2,506)
Payments on debt derivatives related to credit facility borrowings	**(23,280)**	(47,136)
Payments on debt derivatives related to senior notes	**–**	(2,710)
Payments on debt derivatives related to lease liabilities	**(196)**	(185)
Total payments on debt derivatives	**(25,942)**	(52,537)
Net proceeds on settlement of debt derivatives	**107**	492
Net proceeds on settlement of debt derivatives and forward contracts	**107**	492

Below is a summary of the changes in fair value of our derivative instruments for 2024 and 2023.

Year ended December 31, 2024 (In millions of dollars)	Debt derivatives (hedged)	Debt derivatives (unhedged)	Expenditure derivatives	Equity derivatives	Virtual power purchase agreement	Total instruments
Derivative instruments, beginning of year	(470)	(101)	(15)	48	–	**(538)**
Proceeds received from settlement of derivatives	(203)	(25,846)	(1,640)	–	(1)	**(27,690)**
Payment on derivatives settled	196	25,746	1,590	–	2	**27,534**
Increase (decrease) in fair value of derivatives	829	206	197	(102)	(11)	**1,119**
Derivative instruments, end of year	352	5	132	(54)	(10)	**425**
Mark-to-market asset	1,194	7	132	–	–	**1,333**
Mark-to-market liability	(842)	(2)	–	(54)	(10)	**(908)**
Mark-to-market asset (liability)	352	5	132	(54)	(10)	**425**

Year ended December 31, 2023 (In millions of dollars)	Debt derivatives (hedged)	Debt derivatives (unhedged)	Expenditure derivatives	Equity derivatives	Total instruments
Derivative instruments, beginning of year	916	72	94	54	1,136
Proceeds received from settlement of derivatives	(3,232)	(49,612)	(1,297)	–	(54,141)
Payment on derivatives settled	2,710	49,642	1,479	–	53,831
(Decrease) increase in fair value of derivatives	(864)	(203)	(291)	(6)	(1,364)
Derivative instruments, end of year	(470)	(101)	(15)	48	(538)
Mark-to-market asset	599	–	4	48	651
Mark-to-market liability	(1,069)	(101)	(19)	–	(1,189)
Mark-to-market (liability) asset	(470)	(101)	(15)	48	(538)

Debt derivatives

We use cross-currency interest rate agreements and foreign exchange forward agreements (collectively, debt derivatives) to manage risks from fluctuations in foreign exchange rates and interest rates associated with our US dollar-denominated senior notes and debentures, lease liabilities, credit facility borrowings, and US CP borrowings (see note 21). We typically designate the debt derivatives related to our senior notes, debentures, and lease liabilities as hedges for accounting purposes against the foreign exchange risk or interest rate risk associated with specific issued and forecast debt instruments. Debt derivatives related to our credit facility and US CP borrowings have not been designated as hedges for accounting purposes.

During 2024 and 2023, we entered and settled debt derivatives related to our credit facility borrowings and US CP program as follows:

	Year ended December 31, 2024			Year ended December 31, 2023		
(In millions of dollars, except exchange rates)	Notional (US$)	Exchange rate	Notional (Cdn$)	Notional (US$)	Exchange rate	Notional (Cdn$)
Credit facilities						
Debt derivatives entered	**14,943**	**1.366**	**20,407**	38,205	1.348	51,517
Debt derivatives settled	**17,136**	**1.364**	**23,368**	34,964	1.348	47,126
Net cash received (paid) on settlement			**87**			(10)
US commercial paper program						
Debt derivatives entered	**2,008**	**1.374**	**2,758**	1,803	1.357	2,447
Debt derivatives settled	**1,807**	**1.371**	**2,478**	1,848	1.345	2,486
Net cash received (paid) on settlement			**13**			(20)

In 2024, we entered into debt derivatives to hedge the foreign currency risk associated with the principal and interest components of the US dollar-denominated senior notes issued (see note 23). Below is a summary of the debt derivatives we entered to hedge senior notes issued during 2024. We did not enter into any debt derivatives related to senior notes issued in 2023.

(In millions of dollars, except for coupon and interest rates)	US$			Hedging effect	
Effective date	Principal/Notional amount (US$)	Maturity date	Coupon rate	Fixed hedged (Cdn$) interest rate [1]	Equivalent (Cdn$)
2024 issuances					
February 9, 2024	1,250	2029	5.000%	4.735%	1,684
February 9, 2024	1,250	2034	5.300%	5.107%	1,683

[1] Converting from a fixed US$ coupon rate to a weighted average Cdn$ fixed rate.

In October 2023, we repaid the entire outstanding principal amount of our US$850 million 4.10% senior notes and the associated debt derivatives at maturity, resulting in a repayment of $877 million, net of $288 million received on settlement of the associated debt derivatives.

In March 2023, we settled the derivatives associated with our US$1 billion senior notes due 2025, which were not designated as hedges for accounting purposes. We subsequently entered into new derivatives associated with those senior notes, which we designated as hedges for accounting purposes. We received a net $60 million relating to these transactions.

As at December 31, 2024, we had US$17,250 million (2023 – US$14,750 million) in US dollar-denominated senior notes, debentures, and subordinated notes, of which all of the associated foreign exchange risk had been hedged economically using debt derivatives, at an average rate of $1.272/US$ (December 31, 2023 – $1.259/US$).

During 2024 and 2023, we entered and settled debt derivatives related to our outstanding lease liabilities as follows:

	Year ended December 31, 2024			Year ended December 31, 2023		
(In millions of dollars, except exchange rates)	Notional (US$)	Exchange rate	Notional (Cdn$)	Notional (US$)	Exchange rate	Notional (Cdn$)
Debt derivatives entered	**271**	**1.369**	**371**	274	1.336	366
Debt derivatives settled	**214**	**1.322**	**283**	142	1.310	186

As at December 31, 2024, we had US$416 million notional amount of debt derivatives outstanding related to our outstanding lease liabilities (2023 – US$357 million) with terms to maturity ranging from January 2025 to December 2027 (2023 – January 2024 to December 2026), at an average rate of $1.349/US$ (2023 – $1.329/US$).

Expenditure derivatives

Below is a summary of the expenditure derivatives we entered and settled during 2024 and 2023 to manage foreign exchange risk related to certain forecast expenditures.

	Year ended December 31, 2024			Year ended December 31, 2023		
(In millions of dollars, except exchange rates)	Notional (US$)	Exchange rate	Notional (Cdn$)	Notional (US$)	Exchange rate	Notional (Cdn$)
Expenditure derivatives entered	**1,140**	**1.340**	**1,528**	1,650	1.325	2,187
Expenditure derivatives acquired	**–**	**–**	**–**	212	1.330	282
Expenditure derivatives settled	**1,200**	**1.325**	**1,590**	1,172	1.262	1,479

As at December 31, 2024, we had US$1,590 million of expenditure derivatives outstanding (2023 – US$1,650 million), at an average rate of $1.336/US$ (2023 – $1.325/US$), with terms to maturity ranging from January 2025 to December 2026 (2023 – January 2024 to December 2025).

Equity derivatives

We have equity derivatives to hedge market price appreciation risk associated with Class B Non-Voting Shares that have been granted under our stock-based compensation programs (see note 27). The equity derivatives have terms to maturity of one year, extendible for further one-year periods with the consent of the hedge counterparties. The equity derivatives have not been designated as hedges for accounting purposes.

As at December 31, 2024, we had equity derivatives outstanding for 6.0 million (2023 – 6.0 million) Class B Non-Voting Shares with a weighted average price of $53.27 (2023 – $54.02).

In 2023, we entered into 0.5 million equity derivatives with a weighted average price of $58.14 as a result of the issuance of additional performance restricted share units in 2023.

Additionally, we executed extension agreements for our equity derivative contracts under substantially the same commitment terms and conditions with revised expiry dates to April 2025 (from April 2024) and the weighted average cost was adjusted to $53.27 per share.

FAIR VALUES OF FINANCIAL INSTRUMENTS

The carrying values of cash and cash equivalents, accounts receivable, bank advances, short-term borrowings, and accounts payable and accrued liabilities approximate their fair values because of the short-term natures of these financial instruments. The carrying values of our financing receivables also approximate their fair values based on our recognition of an expected credit loss allowance.

We determine the fair value of our private investments by using implied valuations from follow-on financing rounds, third-party sale negotiations, or market-based approaches. These are applied appropriately to each investment depending on its future operating and profitability prospects.

The fair values of each of our public debt instruments are based on the period-end estimated market yields, or period-end trading values, where available. We determine the fair values of our debt derivatives and expenditure derivatives using an estimated credit-adjusted mark-to-market valuation by discounting cash flows to the measurement date. In the case of debt derivatives and expenditure derivatives in an asset position, the credit spread for the financial institution counterparty is added to the risk-free discount rate to determine the estimated credit-adjusted value for each derivative. For these debt derivatives and expenditure derivatives in a liability position, our credit spread is added to the risk-free discount rate for each derivative.

The fair values of our equity derivatives are based on the period-end quoted market value of Class B Non-Voting Shares.

Our disclosure of the three-level fair value hierarchy reflects the significance of the inputs used in measuring fair value:

- financial assets and financial liabilities in Level 1 are valued by referring to quoted prices in active markets for identical assets and liabilities;
- financial assets and financial liabilities in Level 2 are valued using inputs based on observable market data, either directly or indirectly, other than the quoted prices; and
- Level 3 valuations are based on inputs that are not based on observable market data.

There were no transfers between Level 1, Level 2, or Level 3 during the years ended December 31, 2024 or 2023.

Below is a summary of the financial instruments carried at fair value.

					As at December 31	
	Carrying value		Fair value (Level 2)		Fair value (Level 3)	
(In millions of dollars)	**2024**	2023	**2024**	2023	**2024**	2023
Financial assets						
Investments, measured at FVTOCI:						
Investments in private companies	**128**	118	**–**	–	**128**	118
Held-for-trading:						
Debt derivatives accounted for as cash flow hedges	**1,194**	599	**1,194**	599	**–**	–
Debt derivatives not accounted for as hedges	**7**	–	**7**	–	**–**	–
Expenditure derivatives accounted for as cash flow hedges	**132**	4	**132**	4	**–**	–
Equity derivatives not accounted for as hedges	**–**	48	**–**	48	**–**	–
Total financial assets	**1,461**	769	**1,333**	651	**128**	118
Financial liabilities						
Long-term debt (including current portion)	**41,896**	40,855	**39,765**	39,001	**–**	–
Held-for-trading:						
Debt derivatives accounted for as cash flow hedges	**842**	1,069	**842**	1,069	**–**	–
Debt derivatives not accounted for as hedges	**2**	101	**2**	101	**–**	–
Expenditure derivatives accounted for as cash flow hedges	**–**	19	**–**	19	**–**	–
Equity derivatives not accounted as hedges	**54**	–	**54**	–		
Total financial liabilities	**42,794**	42,044	**40,663**	40,190	**–**	–

We did not have any non-derivative held-to-maturity financial assets during the years ended December 31, 2024 and 2023.

SUPPLIER FINANCE ARRANGEMENTS

We are enrolled in supplier finance arrangement programs with two large financial institutions. The principal purpose of these arrangements is to enable willing suppliers to receive payments from the financial institutions prior to invoice due dates. The payment terms for these arrangements are net 15 days from the invoice date if with the program. The range of payment due dates for trade payables that are not part of the arrangement are net 60 to 90 days from the invoice date. The payment terms for our liabilities due to the financial institutions is 30 to 45 days. There are no extended payment terms, security, or guarantees provided under these programs.

The following table presents additional information about the carrying amounts of our accounts payable and accrued liabilities subject to our supplier finance arrangements.

(In millions of dollars)	As at December 31, 2024	As at January 1, 2024
Presented within accounts payable and accrued liabilities	**273**	256
for which suppliers have received payment from the finance provider	**264**	208

NOTE 20: INVESTMENTS

ACCOUNTING POLICY

Investments in private companies

We have elected to irrevocably classify our investments in companies over which we do not have control or significant influence as FVTOCI with no subsequent reclassification to net income because we do not hold these investments with the intent of short-term trading. We account for them at fair value using implied valuations from follow-on financing rounds, third-party sale negotiations, or market-based approaches.

Investments in associates and joint arrangements

An entity is an associate when we have significant influence over the entity's financial and operating policies but do not control the entity. We are generally presumed to have significant influence over an entity when we hold more than 20% of the voting power.

A joint arrangement exists when there is a contractual agreement that establishes joint control over activities and requires unanimous consent for strategic financial and operating decisions. We classify our interests in joint arrangements into one of two categories:

- joint ventures – when we have the rights to the net assets of the arrangement; and
- joint operations – when we have the rights to the assets and obligations for the liabilities related to the arrangement.

We use the equity method to account for our investments in associates and joint ventures; we recognize our proportionate interest in the assets, liabilities, revenue, and expenses of our joint operations.

We initially recognize our investments in associates and joint ventures at cost and subsequently increase or decrease the carrying amounts based on our share of each entity's income or loss. Distributions we receive from these entities reduce the carrying amounts of our investments.

We eliminate unrealized gains and losses from our investments in associates or joint ventures against our investments, up to the amount of our interest in the entities.

Impairment in associates and joint ventures

At the end of each reporting period, we assess whether there is objective evidence that impairment exists in our investments in associates and joint ventures. If objective evidence exists, we compare the carrying amount of the investment to its recoverable amount and recognize the excess over the recoverable amount, if any, as a loss in net income.

ESTIMATES

Significant estimates are required in determining the fair value of one of our joint ventures' obligations to purchase at fair value the non-controlling interest in one of its investments.

INVESTMENTS BY TYPE

	As at December 31	
(In millions of dollars)	**2024**	2023
Investments in private companies, measured at FVTOCI	**128**	118
Investments, associates and joint ventures	**487**	480
Total investments	**615**	598

INVESTMENTS, MEASURED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

Publicly traded companies

In 2023, we sold our interests in Cogeco Inc. and Cogeco Communications Inc. for $829 million to Caisse de dépôt et placement du Québec and realized gains of $261 million in other comprehensive income. As we had disposed of our entire interest in these two entities, we reclassified $367 million of gains, net of income taxes, within accumulated other comprehensive income from our FVTOCI investment reserve into retained earnings.

INVESTMENTS, ASSOCIATES AND JOINT VENTURES

We have interests in a number of associates and joint ventures, some of which include:

Maple Leaf Sports and Entertainment Limited (MLSE)

MLSE, a sports and entertainment company, owns and operates the Scotiabank Arena, the NHL's Toronto Maple Leafs, the NBA's Toronto Raptors, MLS' Toronto FC, the CFL's Toronto Argonauts, the AHL's Toronto Marlies, and other assets. We, along with BCE Inc. (Bell), jointly own an indirect net 75% equity interest in MLSE with our portion representing a 37.5% equity interest in MLSE. Our investment in MLSE is accounted for as a joint venture using the equity method.

On September 18, 2024, we announced an agreement with Bell to acquire Bell's indirect 37.5% ownership stake in MLSE for a purchase price of $4.7 billion subject to certain adjustments, payable in cash (MLSE Transaction). The MLSE Transaction will also provide Bell the opportunity to renew its existing MLSE broadcast and sponsorship rights over the long-term at fair market value. This includes access to content rights for 50% of Toronto Maple Leafs regional games and 50% of Toronto Raptors games for which MLSE controls the rights. In December 2024, we received clearance from the Competition Bureau to proceed with the MLSE Transaction. We still require sports league approvals and approval from the Canadian Radio-television and Telecommunications Commission before the MLSE Transaction can close. When the MLSE Transaction closes, we will be the largest owner of MLSE, with a controlling interest in 75% of MLSE.

Glentel

Glentel is a large, multicarrier mobile phone retailer with several hundred Canadian wireless retail distribution outlets. We own a 50% equity interest in Glentel, with the remaining 50% interest owned by Bell. Our investment in Glentel is accounted for as a joint venture using the equity method.

Below is a summary of financial information pertaining to our significant associates and joint ventures and our portions thereof.

	As at or years ended December 31	
(In millions of dollars)	**2024**	2023
Current assets	**749**	581
Long-term assets	**3,584**	3,423
Current liabilities	**(1,234)**	(1,109)
Long-term liabilities	**(3,395)**	(2,456)
Total net assets	**(296)**	439
Our share of net assets	**(99)**	290
Revenue	**2,731**	2,546
Expenses	**(3,473)**	(3,710)
Net loss	**(742)**	(1,164)
Our share of net loss	**(376)**	(589)

The holder of the 25% non-controlling interest in MLSE has a right to require its interest be purchased at a future date at fair value. During the year ended December 31, 2023, we recognized a $422 million loss in other expense related to our share of a change in the fair value of that obligation. As a result of the loss, the balance of this investment was reduced to nil and we have an unrecognized loss related to that investment as at December 31, 2024 of $588 million (2023 – $186 million), which is reflected in "our share of net assets" and "our share of net loss" in the table above.

NOTE 21: SHORT-TERM BORROWINGS

	As at December 31	
(In millions of dollars)	**2024**	2023
Receivables securitization program	**2,000**	1,600
US commercial paper program (net of the discount on issuance)	**452**	150
Non-revolving credit facility borrowings	**507**	–
Total short-term borrowings	**2,959**	1,750

Below is a summary of the activity relating to our short-term borrowings for the years ended December 31, 2024 and 2023.

	Year ended December 31, 2024			Year ended December 31, 2023		
(In millions of dollars, except exchange rates)	Notional (US$)	Exchange rate	Notional (Cdn$)	Notional (US$)	Exchange rate	Notional (Cdn$)
Proceeds received from receivables securitization			**800**			–
Repayment of receivables securitization			**(400)**			(1,000)
Net proceeds received from (repayment of) receivables securitization			**400**			(1,000)
Proceeds received from US commercial paper	**2,009**	**1.373**	**2,759**	1,803	1.357	2,447
Repayment of US commercial paper	**(1,819)**	**1.371**	**(2,494)**	(1,858)	1.345	(2,499)
Net proceeds received from (repayment of) US commercial paper			**265**			(52)
Proceeds received from non-revolving credit facilities (Cdn$)			**–**			375
Proceeds received from non-revolving credit facilities (US$)	**2,899**	**1.378**	**3,996**	2,125	1.349	2,866
Total proceeds received from non-revolving credit facilities			**3,996**			3,241
Repayment of non-revolving credit facilities (Cdn$)			**–**			(758)
Repayment of non-revolving credit facilities (US$)	**(2,547)**	**1.383**	**(3,523)**	(2,125)	1.351	(2,870)
Total repayment of non-revolving credit facilities			**(3,523)**			(3,628)
Net proceeds received from (repayment of) non-revolving credit facilities			**473**			(387)
Net proceeds received from (repayment of) short-term borrowings			**1,138**			(1,439)

RECEIVABLES SECURITIZATION PROGRAM

We participate in a receivables securitization program with a group of Canadian financial institutions that allows us to sell certain receivables into the program. The maximum potential proceeds under the receivables securitization program is $2.4 billion.

We continue to service and retain substantially all of the risks and rewards relating to the receivables we sell, and therefore, the receivables remain recognized on our Consolidated Statements of Financial Position and the funding received is recognized as "short-term borrowings". The terms of our receivables securitization program are committed until its expiry, which we extended in June 2024 to an expiration date of June 28, 2027. The buyers' interests in these trade receivables ranks ahead of our interest. The program restricts us from using the receivables as collateral. The buyers of our trade receivables have no claim on any of our other assets.

	As at December 31	
(In millions of dollars)	**2024**	2023
Receivables sold to buyer as security	**3,186**	3,178
Short-term borrowings from buyer	**(2,000)**	(1,600)
Overcollateralization	**1,186**	1,578

		Years ended December 31	
(In millions of dollars)	*Note*	**2024**	2023
Receivables securitization program, beginning of year		**1,600**	2,400
Receivables securitization program assumed	*3*	**–**	200
Net proceeds received from (repayment of) receivables securitization		**400**	(1,000)
Receivables securitization program, end of year		**2,000**	1,600

In April 2023, we repaid the outstanding $200 million of borrowings under Shaw's legacy accounts receivable securitization program, subsequent to which the program was terminated. This repayment is included in "net proceeds received from (repayment of) receivables securitization" above.

US COMMERCIAL PAPER PROGRAM

We have a US CP program that allows us to issue up to a maximum aggregate principal amount of US$1.5 billion. Funds can be borrowed under this program with terms to maturity ranging from 1 to 397 days, subject to ongoing market conditions. Issuances made under the US CP program are issued at a discount. Borrowings under our US CP program are classified as "short-term borrowings" on our Consolidated Statements of Financial Position when they are due within one year of the date of the financial statements.

Below is a summary of the activity relating to our US CP program for the years ended December 31, 2024 and 2023.

	Year ended December 31, 2024			Year ended December 31, 2023		
(In millions of dollars, except exchange rates)	Notional (US$)	Exchange rate	Notional (Cdn$)	Notional (US$)	Exchange rate	Notional (Cdn$)
US commercial paper, beginning of year	**113**	**1.327**	**150**	158	1.354	214
Net proceeds received from (repayment of) US commercial paper	**190**	**n/m**	**265**	(55)	n/m	(52)
Discounts on issuance [1]	**11**	**1.364**	**15**	10	1.400	14
Loss (gain) on foreign exchange [1]			**22**			(26)
US commercial paper, end of year	**314**	**1.439**	**452**	113	1.327	150

n/m – not meaningful

[1] Included in "finance costs".

Concurrent with the US CP borrowings, we entered into debt derivatives to hedge the foreign currency risk associated with the principal and interest components of the borrowings under the US CP program (see note 19). We have not designated these debt derivatives as hedges for accounting purposes.

NON-REVOLVING CREDIT FACILITIES

In November 2023, we entered into three non-revolving credit facilities with an aggregate limit of $2 billion. In December 2023, we terminated two of these credit facilities and reduced the amount available from $2 billion to $500 million. Drawings on this facility were recognized as short-term borrowings on our Consolidated Statements of Financial Position. Borrowings under this facility were unsecured, guaranteed by RCCI, and ranked equally in right of payment with all of our other credit facilities and senior notes and debentures. In March 2024, we borrowed US$185 million under this facility maturing in March 2025. In April 2024, we borrowed an additional US$184 million under the facility, resulting in it being fully drawn.

Below is a summary of the activity relating to our non-revolving credit facilities for the years ended December 31, 2024 and 2023.

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Non-revolving credit facility, beginning of year	**–**	371
Net proceeds received from (repayment of) non-revolving credit facilities	**473**	(387)
Discounts on issuance [1]	**–**	12
Loss on foreign exchange [1]	**34**	4
Non-revolving credit facility, end of year	**507**	–

[1] Included in "finance costs".

Concurrent with the credit facility borrowings, we entered into debt derivatives to hedge the foreign currency risk associated with the principal and interest components of the borrowings (see note 19). We have not designated these debt derivatives as hedges for accounting purposes.

NOTE 22: PROVISIONS

ACCOUNTING POLICY

Decommissioning and restoration costs

We use network and other assets on leased premises in some of our business activities. We expect to exit these premises in the future and we therefore make provisions for the costs associated with decommissioning the assets and restoring the locations to their original conditions when we have a legal or constructive obligation to do so. We calculate these costs based on a current estimate of the costs that will be incurred, project those costs into the future based on management's best estimates of future trends in prices, inflation, and other factors, and discount them to their present value. We revise our forecasts when business conditions or technological requirements change.

When we recognize a decommissioning liability, we recognize a corresponding asset in "property, plant and equipment" (as property, plant and equipment or a right-of-use asset, as applicable based on the underlying asset) and depreciate the asset based on the corresponding asset's useful life following our depreciation policies for property, plant and equipment and right-of-use assets, as applicable. We recognize the accretion of the liability as a charge to "finance costs" on the Consolidated Statements of Income.

Restructuring

We make provisions for restructuring when we have approved a detailed and formal restructuring plan and either the restructuring has started or management has announced the plan's main features to the employees affected by it. Restructuring obligations that have uncertain timing or amounts are recognized as "provisions"; otherwise they are recognized as accrued liabilities. All charges are recognized in "restructuring, acquisition and other" on the Consolidated Statements of Income (see note 11).

Onerous contracts
We make provisions for onerous contracts when the unavoidable costs of meeting our obligation under a contract exceed the benefits we expect to realize from it. We measure these provisions at the present value of the lower of the expected cost of terminating the contract or the expected cost of continuing with the contract. We recognize any impairment loss on the assets associated with the contract before we make the provision.

ESTIMATES

We recognize a provision when a past event creates a legal or constructive obligation that can be reasonably estimated and is likely to result in an outflow of economic resources. We recognize a provision even when the timing or amount of the obligation may be uncertain, which can require us to use significant estimates.

JUDGMENTS

Judgment is required to determine when we are subject to unavoidable costs arising from onerous contracts. These judgments may include, for example, whether a certain promise is legally binding or whether we may be successful in negotiations with the counterparty.

PROVISIONS DETAILS

(In millions of dollars)	Decommissioning liabilities	Other	Total
December 31, 2023	61	15	76
Additions	–	9	9
Adjustments to existing provisions	4	(7)	(3)
December 31, 2024	65	17	82
Current (recorded in "other current liabilities")	11	10	21
Long-term	54	7	61

Decommissioning and restoration costs
Cash outflows associated with our decommissioning liabilities are generally expected to occur at the decommissioning dates of the assets to which they relate, which are long-term in nature. The timing and extent of restoration work that will ultimately be required for these sites is uncertain.

NOTE 23: LONG-TERM DEBT

(In millions of dollars, except interest rates)	Due date	Principal amount	Interest rate	As at December 31 2024	2023
Term loan facility			Floating	**1,001**	4,286
Canada Infrastructure Bank credit facility	2052		1.000%	**64**	–
Senior notes	2024	600	4.000%	**–**	600
Senior notes [1]	2024	500	4.350%	**–**	500
Senior notes	2025	US 1,000	2.950%	**1,439**	1,323
Senior notes	2025	1,250	3.100%	**1,250**	1,250
Senior notes	2025	US 700	3.625%	**1,007**	926
Senior notes	2026	500	5.650%	**500**	500
Senior notes	2026	US 500	2.900%	**718**	661
Senior notes	2027	1,500	3.650%	**1,500**	1,500
Senior notes [1]	2027	300	3.800%	**300**	300
Senior notes	2027	US 1,300	3.200%	**1,871**	1,719
Senior notes	2028	1,000	5.700%	**1,000**	1,000
Senior notes [1]	2028	500	4.400%	**500**	500
Senior notes [1]	2029	500	3.300%	**500**	500
Senior notes	2029	1,000	3.750%	**1,000**	1,000
Senior notes	2029	1,000	3.250%	**1,000**	1,000
Senior notes	2029	US 1,250	5.000%	**1,799**	–
Senior notes	2030	500	5.800%	**500**	500
Senior notes [1]	2030	500	2.900%	**500**	500
Senior notes	2032	US 2,000	3.800%	**2,878**	2,645
Senior notes	2032	1,000	4.250%	**1,000**	1,000
Senior debentures [2]	2032	US 200	8.750%	**288**	265
Senior notes	2033	1,000	5.900%	**1,000**	1,000
Senior notes	2034	US 1,250	5.300%	**1,799**	–
Senior notes	2038	US 350	7.500%	**504**	463
Senior notes	2039	500	6.680%	**500**	500
Senior notes [1]	2039	1,450	6.750%	**1,450**	1,450
Senior notes	2040	800	6.110%	**800**	800
Senior notes	2041	400	6.560%	**400**	400
Senior notes	2042	US 750	4.500%	**1,079**	992
Senior notes	2043	US 500	4.500%	**719**	661
Senior notes	2043	US 650	5.450%	**935**	860
Senior notes	2044	US 1,050	5.000%	**1,511**	1,389
Senior notes	2048	US 750	4.300%	**1,079**	992
Senior notes [1]	2049	300	4.250%	**300**	300
Senior notes	2049	US 1,250	4.350%	**1,799**	1,653
Senior notes	2049	US 1,000	3.700%	**1,439**	1,323
Senior notes	2052	US 2,000	4.550%	**2,878**	2,645
Senior notes	2052	1,000	5.250%	**1,000**	1,000
Subordinated notes [3]	2081	2,000	5.000%	**2,000**	2,000
Subordinated notes [3]	2082	US 750	5.250%	**1,079**	992
				42,886	41,895
Deferred transaction costs and discounts				**(951)**	(1,040)
Deferred government grant liability				**(39)**	–
Less current portion				**(3,696)**	(1,100)
Total long-term debt				**38,200**	39,755

[1] Senior notes originally issued by Shaw Communications Inc. which are unsecured obligations of RCI and for which RCCI was an unsecured guarantor as at December 31, 2024 and 2023, see note 3.

[2] Senior debentures originally issued by Rogers Cable Inc. which are unsecured obligations of RCI and for which RCCI was an unsecured guarantor as at December 31, 2024 and 2023.

[3] The subordinated notes can be redeemed at par on the five-year anniversary from issuance dates of December 2021 and February 2022 or on any subsequent interest payment date.

Each of the above senior notes and debentures are unsecured and, as at December 31, 2024, were guaranteed by RCCI, ranking equally with all of RCI's other senior notes, debentures, bank credit facilities, and letter of credit facilities. We use derivatives to hedge the foreign exchange risk associated with the principal and interest components of all of our US dollar-denominated senior notes and debentures (see note 19).

The tables below summarize the activity relating to our long-term debt for the years ended December 31, 2024 and 2023.

	Year ended December 31, 2024			Year ended December 31, 2023		
(In millions of dollars, except exchange rates)	Notional (US$)	Exchange rate	Notional (Cdn$)	Notional (US$)	Exchange rate	Notional (Cdn$)
Credit facility borrowings (Cdn$)			**64**			–
Credit facility borrowings (US$)	–	–	–	220	1.368	301
Credit facility repayments (US$)	–	–	–	(220)	1.336	(294)
Net borrowings under credit facilities			**64**			7
Term loan facility net borrowings (US$) [1]	**8**	**n/m**	**18**	4,506	1.350	6,082
Term loan facility net repayments (US$)	**(2,553)**	**1.352**	**(3,452)**	(1,265)	1.340	(1,695)
Net repayments under term loan facility			**(3,434)**			4,387
Senior note issuances (Cdn$)			**–**			3,000
Senior note issuances (US$)	**2,500**	**1.347**	**3,367**	–	–	–
Total senior note issuances			**3,367**			3,000
Senior note repayments (Cdn$)			**(1,100)**			(500)
Senior note repayments (US$)	–	–	–	(1,350)	1.373	(1,854)
Total senior note repayments			**(1,100)**			(2,354)
Net issuance of senior notes			**2,267**			646
Net (repayment) issuance of long-term debt			**(1,103)**			5,040

[1] Borrowings under our term loan facility mature and are reissued regularly, such that until repaid, we maintain net outstanding borrowings equivalent to the then-current credit limit on the reissue dates.

		Years ended December 31	
(In millions of dollars)	*Note*	**2024**	2023
Long-term debt, beginning of year		**40,855**	31,733
Net (repayment) issuance of long-term debt		**(1,103)**	5,040
Long-term debt assumed	*3*	**–**	4,526
Increase in government grant liability related to Canada Infrastructure Bank facility		**(39)**	–
Loss (gain) on foreign exchange		**2,094**	(549)
Deferred transaction costs incurred		**(52)**	(31)
Amortization of deferred transaction costs		**141**	136
Long-term debt, end of year		**41,896**	40,855
Current		**3,696**	1,100
Long-term		**38,200**	39,755
Long-term debt, end of year		**41,896**	40,855

In April 2023, we assumed $4.55 billion principal amount of Shaw's senior notes upon closing the Shaw Transaction (see note 3), of which $500 million was repaid at maturity in November 2023 and $500 million was repaid at maturity in January 2024.

WEIGHTED AVERAGE INTEREST RATE

As at December 31, 2024, our effective weighted average interest rate on all debt and short-term borrowings, including the effect of all of the associated debt derivatives and interest rate derivatives, was 4.61% (2023 – 4.85%).

BANK CREDIT AND LETTER OF CREDIT FACILITIES

Our $4.0 billion revolving credit facility is available on a fully revolving basis until maturity and there are no scheduled reductions prior to maturity. The interest rate charged on borrowings from the revolving credit facility ranges from nil to 1.25% per annum over the bank prime rate or base rate, or 0.85% to 2.25% over the adjusted term Secured Overnight Financing Rate (SOFR) or Canadian Overnight Repo Rate Average (CORRA).

In April 2024, we amended our revolving credit facility to further extend the maturity date of the $3 billion tranche to April 2029, from January 2028, and the $1 billion tranche to April 2027, from January 2026.

In April 2023, we drew the maximum $6 billion on the term loan facility upon closing the Shaw Transaction (see note 3), consisting of $2 billion from each of the three tranches. The three tranches mature on April 3, 2026, 2027, and 2028, respectively. During the

year ended December 31, 2023, we repaid $1,600 million of the tranche maturing on April 3, 2027. In February 2024, we used the proceeds from the issuance of US$2.5 billion of senior notes (see "Issuance of senior notes and related debt derivatives" below) to repay an additional $3.4 billion of the facility such that $1 billion remains outstanding under the April 2026 tranche.

The interest rate charged on borrowings from the term loan facility ranges from nil to 1.25% per annum over the bank prime rate or base rate, or 0.65% to 2.25% over the adjusted term SOFR or CORRA.

We have an $815 million senior unsecured non-revolving credit facility with a fixed 1% interest rate with Canada Infrastructure Bank. The credit facility can only be drawn upon to finance broadband service expansion projects to underserved communities under the Universal Broadband Fund. In 2023, we amended the terms of the facility to, among other things, increase the limit from $665 million. As at December 31, 2024, we had drawn $64 million on the credit facility and have recognized a government grant liability of $39 million related to this loan.

The benefit of a below-market loan from a government entity is accounted for as a government grant and is equal to the difference between (i) the present value of the cash flows at the time of borrowing based on a market interest rate and (ii) the proceeds received. We recognize the difference within "other current liabilities" (when the grant will be recognized within one year of the date of the financial statements) or "other long-term liabilities" on our Consolidated Statements of Financial Position. The liability is subsequently measured at amortized cost using the effective interest method. The interest expense on the liability will be represented by the accretion of the loan liability over time. The government grant will be recognized as a reduction of the interest expense over the term of the loan.

SENIOR AND SUBORDINATED NOTES AND DEBENTURES

We pay interest on all of our fixed-rate senior and subordinated notes and debentures on a semi-annual basis.

We have the option to redeem each of our fixed-rate senior notes and debentures, in whole or in part, at any time, if we pay the premiums specified in the corresponding agreements.

Each of our subordinated notes can be redeemed at par on their respective five-year anniversary or on any subsequent interest payment date. The subordinated notes are unsecured and subordinated obligations of RCI. Payment on these notes will, under certain circumstances, be subordinated to the prior payment in full of all of our senior indebtedness, including our senior notes, debentures, and bank credit facilities. In addition, upon the occurrence of certain events involving a bankruptcy or insolvency of RCI, the outstanding principal and interest of such subordinated notes would automatically convert into preferred shares.

ISSUANCE OF SENIOR NOTES AND RELATED DEBT DERIVATIVES

Below is a summary of the senior notes we issued in 2024 and 2023.

(In millions of dollars, except interest rates and discounts)							
Date issued		Principal amount	Due date	Interest rate	Discount/ premium at issuance	Total gross proceeds [1] (Cdn$)	Transaction costs and discounts [2] (Cdn$)
2024 issuances							
February 9, 2024	US	1,250	2029	5.000%	99.714%	1,684	20
February 9, 2024	US	1,250	2034	5.300%	99.119%	1,683	30
2023 issuances							
September 21, 2023		500	2026	5.650%	99.853%	500	3
September 21, 2023		1,000	2028	5.700%	99.871%	1,000	8
September 21, 2023		500	2030	5.800%	99.932%	500	4
September 21, 2023		1,000	2033	5.900%	99.441%	1,000	12

[1] Gross proceeds before transaction costs, discounts, and premiums.

[2] Transaction costs, discounts, and premiums are included as deferred transaction costs and discounts in the carrying value of the long-term debt, and recognized in net income using the effective interest method.

2025

In February 2025, we issued three tranches of subordinated notes, consisting of:

- US$1.1 billion due 2055 with an initial coupon of 7.00% for the first five years;
- US$1 billion due 2055 with an initial coupon of 7.125% for the first ten years; and
- $1 billion due 2055 with an initial coupon of 5.625% for the first five years.

Concurrent with these US dollar-denominated issuances, we entered into debt derivative to convert all interest and principal payment obligations to Canadian dollars. We received net proceeds of $4.0 billion from the issuances. We intend to use the proceeds to repay maturing senior notes and to partially fund the MLSE Transaction.

The US$1.1 billion and the Cdn$1 billion notes can be redeemed at par on their five-year anniversary or on any subsequent interest payment date. The US$1 billion notes can be redeemed at par on their ten-year anniversary or on any subsequent interest payment date. The subordinated notes are unsecured and subordinated obligations of RCI. Payment on these notes will, under certain circumstances, be subordinated to the prior payment in full of all of our senior indebtedness, including our senior notes, debentures, and bank credit facilities.

2024

In February 2024, we issued senior notes with an aggregate principal amount of US$2.5 billion, consisting of US$1.25 billion of 5.00% senior notes due 2029 and US$1.25 billion of 5.30% senior notes due 2034. Concurrent with the issuance, we also entered into debt derivatives to convert all interest and principal payment obligations to Canadian dollars. As a result, we received net proceeds of US$2.46 billion ($3.32 billion).

2023

In September 2023, we issued senior notes with an aggregate principal amount of $3 billion. As a result, we received net proceeds of $2.98 billion which we used for general corporate purposes, including the repayment of outstanding debt.

REPAYMENT OF SENIOR NOTES AND RELATED DERIVATIVE SETTLEMENTS

2024

During the year ended December 31, 2024, we repaid the entire outstanding principal of our $500 million 4.35% and $600 million 4.00% senior notes at maturity. There were no derivatives associated with these senior notes.

2023

During the year ended December 31, 2023, we repaid the entire outstanding principal of our $500 million 3.80% senior notes, which were assumed in the Shaw Transaction, at maturity. There were no derivatives associated with these senior notes. In addition, we repaid the entire outstanding principal of our US$850 million 4.10% senior notes and our US$500 million 3.00% senior notes, including the associated debt derivatives, at maturity. As a result, we repaid $2,188 million, net of $522 million received on settlement of the associated debt derivatives.

PRINCIPAL REPAYMENTS

Below is a summary of the principal repayments on our long-term debt due in each of the next five years and thereafter as at December 31, 2024.

(In millions of dollars)	
2025	3,696
2026	4,220
2027	4,750
2028	1,500
2029	4,299
Thereafter	24,421
Total long-term debt	42,886

TERMS AND CONDITIONS

As at December 31, 2024 and 2023, we were in compliance with all financial covenants and financial ratios in our long-term debt agreements. There were no financial leverage covenants in effect other than those under our bank credit and letter of credit facilities.

The 8.75% debentures due in 2032 contain debt incurrence tests and restrictions on additional investments, sales of assets, and payment of dividends, all of which are suspended in the event the public debt securities are assigned investment-grade ratings by at least two of three specified credit rating agencies. As at December 31, 2024, these public debt securities were assigned an investment-grade rating by each of the three specified credit rating agencies and, accordingly, these restrictions have been suspended as long as the investment-grade ratings are maintained. Our other senior notes do not have any of these restrictions, regardless of the related credit ratings. The repayment dates of certain debt agreements can also be accelerated if there is a change in control of RCI.

NOTE 24: OTHER LONG-TERM LIABILITIES

(In millions of dollars)	Note	As at December 31 2024	2023
Derivative instruments	19	**845**	1,055
Contract liabilities	6	**282**	271
Supplemental executive retirement plan	25	**93**	94
Stock-based compensation	27	**31**	47
Other		**415**	316
Total other long-term liabilities		**1,666**	1,783

NOTE 25: POST-EMPLOYMENT BENEFITS

ACCOUNTING POLICY

Post-employment benefits – defined benefit pension plans

We offer contributory and non-contributory defined benefit pension plans that provide employees with a lifetime monthly pension on retirement.

We separately calculate our net obligation for each defined benefit pension plan by estimating the amount of future benefits employees have earned in return for their service in the current and prior years and discounting those benefits to determine their present value.

We accrue our pension plan obligations as employees provide the services necessary to earn the pension. We use a discount rate based on market yields on high-quality corporate bonds at the measurement date to calculate the accrued pension benefit obligation. Remeasurements of the accrued pension benefit obligation are determined at the end of the year and include actuarial gains and losses, returns on plan assets in excess of interest income, and any change in the effect of the asset ceiling. These are recognized in other comprehensive income and retained earnings.

The cost of pensions is actuarially determined and takes into account the following assumptions and methods for pension accounting related to our defined benefit pension plans:

- expected rates of salary increases for calculating increases in future benefits;
- mortality rates for calculating the life expectancy of plan members; and
- past service costs from plan amendments are immediately expensed in net income.

We recognize our net pension expense for our defined benefit pension plans and contributions to defined contribution plans as an employee benefit expense in "operating costs" on the Consolidated Statements of Income in the periods the employees provide the related services.

Post-employment benefits – defined contribution pension plan

In 2016, we closed the defined benefit pension plans to new members and introduced a defined contribution pension plan. This change did not impact current defined benefit members at the time; any employee enrolled in any of the defined benefit pension plans at that date continues to earn pension benefits and credited service in their respective plan.

We recognize a pension expense in relation to our contributions to the defined contribution pension plan when the employee provides service to the Company.

Termination benefits

We recognize termination benefits as an expense when we are committed to a formal detailed plan to terminate employment before the normal retirement date and it is not realistic that we will withdraw it.

ESTIMATES

Detailed below are the significant assumptions used in the actuarial calculations used to determine the amount of the defined benefit pension obligation and related expense.

Significant estimates are involved in determining pension-related balances. Actuarial estimates are based on projections of employees' compensation levels at the time of retirement. Retirement benefits are primarily based on career average earnings, subject to certain adjustments. The most recent actuarial funding valuations were completed as at January 1, 2024.

Principal actuarial assumptions

	2024	2023
Weighted average of significant assumptions:		
Defined benefit obligation		
Discount rate	**4.8%**	4.6%
Rate of compensation increase	**2.0% to 7.5%, based on employee age**	2.0% to 7.5%, based on employee age
Mortality rate	**95% of CPM2014Priv with Scale CPM-B**	95% of CPM2014Priv with Scale CPM-B
Pension expense		
Discount rate	**4.6%**	5.3%
Rate of compensation increase	**2.0% to 7.5%, based on employee age**	1.0% to 4.5%, based on employee age
Mortality rate	**95% of CPM2014Priv with Scale CPM-B**	CPM2014Priv with Scale CPM-B

Sensitivity of key assumptions

In the sensitivity analysis shown below, we determine the defined benefit obligation for our funded plans using the same method used to calculate the defined benefit obligation we recognize on the Consolidated Statements of Financial Position. We calculate sensitivity by changing one assumption while holding the others constant. This leads to limitations in the analysis as the actual change in defined benefit obligation will likely be different from that shown in the table, since it is likely that more than one assumption will change at a time, and that some assumptions are correlated.

	Increase (decrease) in accrued benefit obligation	
(In millions of dollars)	**2024**	2023
Discount rate		
Impact of 0.5% increase	**(174)**	(183)
Impact of 0.5% decrease	**197**	208
Rate of future compensation increase		
Impact of 0.25% increase	**12**	13
Impact of 0.25% decrease	**(12)**	(13)
Mortality rate		
Impact of 1 year increase	**36**	38
Impact of 1 year decrease	**(40)**	(42)

POST-EMPLOYMENT BENEFITS STRATEGY AND POLICY

We sponsor a number of contributory and non-contributory pension arrangements for employees, including defined benefit and defined contributions plans. We do not provide any non-pension post-retirement benefits. We also provide unfunded supplemental pension benefits to certain executives.

The Rogers Defined Benefit Pension Plan provides a defined pension based on years of service and earnings, with no increases in retirement for inflation. The plan was closed to new members in 2016. Participation in the plan was voluntary and enrolled employees are required to make regular contributions into the plan. An unfunded supplemental pension plan is provided to certain senior executives to provide benefits in excess of amounts that can be provided from the defined benefit pension plan under the Income Tax Act (Canada)'s maximum pension limits.

We also sponsor smaller defined benefit pension plans in addition to the Rogers Defined Benefit Pension Plan. The Pension Plan for Employees of Rogers Communications Inc. and the Rogers Pension Plan for Selkirk Employees are closed legacy defined benefit pension plans. The Pension Plan for Certain Federally Regulated Employees of Rogers Cable Communications Inc. is similar to the main pension plan but only federally regulated employees from the Cable business were eligible to participate; this plan was closed to new members in 2016.

In addition to the defined benefit pension plans, we provide various defined contribution plans to certain groups of employees of the Company and to employees hired after March 31, 2016 who choose to join. Additionally, we provide other tax-deferred savings arrangements, including a Group RRSP and a Group TFSA program, which are accounted for as deferred contribution arrangements.

The Pension Committee of the Board oversees the administration of our registered pension plans, which includes the following principal areas:

- overseeing the funding, administration, communication, and investment management of the plans;
- selecting and monitoring the performance of all third parties performing duties in respect of the plans, including audit, actuarial, and investment management services;
- proposing, considering, and approving amendments to the plans;
- proposing, considering, and approving amendments to the Statement of Investment Policies and Procedures;
- reviewing management and actuarial reports prepared in respect of the administration of the pension plans; and
- reviewing and approving the audited financial statements of the pension plan funds.

The assets of the defined benefit pension plans are held in segregated accounts that are isolated from our assets. They are invested and managed following all applicable regulations and the Statement of Investment Policies and Procedures with the objective of having adequate funds to pay the benefits promised by the plans. Investment and market return risk is managed by:

- contracting professional investment managers to execute the investment strategy following the Statement of Investment Policies and Procedures and regulatory requirements;
- specifying the kinds of investments that can be held in the plans and monitoring compliance;
- using asset allocation and diversification strategies; and
- purchasing annuities from time to time.

The defined benefit pension plans are registered with the Office of the Superintendent of Financial Institutions and are subject to the Federal Pension Benefits Standards Act. Two of the defined contribution pension plans are registered with the Financial Services Regulatory Authority, subject to the Ontario Pension Benefits Act. The plans are also registered with the Canada Revenue Agency and are subject to the Income Tax Act (Canada). The benefits provided under the plans and the contributions to the plans are funded and administered in accordance with all applicable legislation and regulations.

The defined benefit pension plans are subject to certain risks related to contribution increases, inadequate plan surplus, unfunded obligations, and market rates of return, which we mitigate through the governance described above. Any significant changes to these items may affect our future cash flows.

POST-EMPLOYMENT BENEFIT PLAN DETAILS

Below is a summary of the estimated present value of accrued plan benefits and the estimated market value of the net assets available to provide these benefits for our funded defined benefit pension plans.

	As at December 31	
(In millions of dollars)	**2024**	2023
Plan assets, at fair value	**2,385**	2,339
Accrued benefit obligations	**(2,197)**	(2,260)
Surplus of plan assets over accrued benefit obligations	**188**	79
Effect of asset ceiling limit	**(13)**	(3)
Net deferred pension asset	**175**	76
Consists of:		
Deferred pension asset	**183**	76
Deferred pension liability	**(8)**	–
Net deferred pension asset	**175**	76

Below is a summary of our pension fund assets.

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Plan assets, beginning of year	**2,339**	2,770
Interest income	**110**	134
Remeasurements, recognized in other comprehensive income and equity	**101**	149
Contributions by employees	**25**	28
Contributions by employer	**5**	19
Benefits paid	**(51)**	(89)
Impact of annuitization	**(141)**	(737)
Impact of Shaw Transaction	**–**	67
Administrative expenses paid from plan assets	**(3)**	(2)
Plan assets, end of year	**2,385**	2,339

Below is a summary of the accrued benefit obligations arising from funded obligations.

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Accrued benefit obligations, beginning of year	**2,260**	2,430
Current service cost	**86**	76
Interest cost	**102**	116
Benefits paid	**(51)**	(89)
Impact of annuitization	**(140)**	(736)
Contributions by employees	**25**	28
Impact of Shaw Transaction	**–**	55
Remeasurements, recognized in other comprehensive income and equity	**(85)**	380
Accrued benefit obligations, end of year	**2,197**	2,260

Plan assets comprise mainly pooled funds that invest in common stocks and bonds that are traded in an active market. Below is a summary of the fair value of the total pension plan assets by major category.

	As at December 31	
(In millions of dollars)	**2024**	2023
Equity securities	**1,406**	1,371
Debt securities	**929**	914
Other – cash	**50**	54
Total fair value of plan assets	**2,385**	2,339

Below is a summary of our net pension expense. Net interest cost is included in "finance costs"; other pension expenses are included in salaries and benefits expense in "operating costs" on the Consolidated Statements of Income.

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Plan cost:		
Current service cost	**86**	76
Net interest income	**(8)**	(18)
Net pension expense	**78**	58
Administrative expense	**3**	4
Total pension cost recognized in net income	**81**	62

Net interest income, a component of the plan cost above, is included in "finance costs" and is outlined as follows:

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Interest income on plan assets	**(110)**	(134)
Interest cost on plan obligation	**102**	116
Net interest income, recognized in finance costs	**(8)**	(18)

The remeasurement recognized in the Consolidated Statements of Comprehensive Income is determined as follows:

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Return on plan assets (excluding interest income)	**101**	149
Change in financial assumptions	**70**	(328)
Change in demographic assumptions	**–**	(8)
Effect of experience adjustments	**15**	(44)
Change in asset ceiling	**(10)**	40
Remeasurement gain (loss), recognized in other comprehensive income and equity	**176**	(191)

PURCHASES OF ANNUITIES

In July 2024 and July 2023, our defined benefit pension plans purchased approximately $147 million and $737 million, respectively, of annuities from insurance companies for substantially all the retired members in the plans at those times. The aggregate premiums for the annuities were funded by selling a corresponding amount of existing assets from the plans. The purchase of the annuities relieves us of primary responsibility for, and eliminates risk associated with, the accrued benefit obligation for the retired members. The annuity purchases required a remeasurement of the pension plan assets and liabilities at the date of purchase. There was no significant impact to net income related to the annuity purchases.

SUPPLEMENTAL DEFINED BENEFIT PLAN DETAILS

We also provide supplemental unfunded defined benefit pensions to certain executives. Below is a summary of our accrued benefit obligations, pension expense included in employee salaries and benefits, net interest cost, remeasurements, and benefits paid.

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Accrued benefit obligation, beginning of year	**94**	83
Pension expense, recognized in employee salaries and benefits expense	**4**	9
Net interest cost, recognized in finance costs	**3**	5
Remeasurement (gain) loss, recognized in other comprehensive income	**(1)**	6
Benefits paid	**(7)**	(9)
Accrued benefit obligation, end of year	**93**	94

DEFINED CONTRIBUTION PLANS

We also have defined contribution plans with total pension expense of $39 million in 2024 (2023 – $43 million), which is included in employee salaries and benefits expense.

ALLOCATION OF PLAN ASSETS

	Allocation of plan assets		Target asset allocation percentage
	2024	2023	
Equity securities:			
Domestic	**12.2%**	12.0%	3% to 13%
International	**46.7%**	46.6%	27% to 37%
Debt securities	**39.0%**	39.1%	45% to 75%
Other – cash	**2.1%**	2.3%	0% to 5%
Total	**100.0%**	100.0%	

Plan assets consist primarily of pooled funds that invest in common stocks and bonds. The pooled funds have investments in our equity securities. As a result, approximately $6 million (2023 – $7 million) of plan assets are indirectly invested in our own securities under our defined benefit plans.

We make contributions to the plans to secure the benefits of plan members and invest in permitted investments using the target ranges established by our Pension Committee, which reviews actuarial assumptions on an annual basis.

Below is a summary of the actual contributions to the plans.

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Employer contribution	**5**	19
Employee contribution	**25**	28
Total contribution	**30**	47

We estimate our 2025 employer contributions to our funded plans to be nil. The actual value will depend on the results of the 2025 actuarial funding valuations. The average duration of the defined benefit obligation as at December 31, 2024 is 17 years (2023 – 17 years). The duration of the defined benefit obligation has increased as a result of purchasing annuities for the retired members.

Plan assets recognized an actual net gain of $209 million in 2024 (2023 – $281 million net gain).

We have recognized a cumulative gain in "other comprehensive income" and "retained earnings" of $41 million as at December 31, 2024 (2023 – $88 million loss) associated with post-retirement benefit plans.

NOTE 26: SHAREHOLDERS' EQUITY

CAPITAL STOCK

Share class	Number of shares authorized for issue	Features	Voting rights
Preferred shares	400,000,000	• Issuable in series, with rights and terms of each series to be fixed by the Board prior to the issue of any series	• None
RCI Class A Voting Shares	112,474,388	• Without par value • Each share can be converted into one Class B Non-Voting share	• Each share entitled to 50 votes
RCI Class B Non-Voting Shares	1,400,000,000	• Without par value	• None

RCI's Articles of Continuance under the Business Corporations Act (British Columbia) impose restrictions on the transfer, voting, and issue of Class A Shares and Class B Non-Voting Shares to ensure we remain qualified to hold or obtain licences required to carry on certain of our business undertakings in Canada. We are authorized to refuse to register transfers of any of our shares to any person who is not a Canadian, as defined in RCI's Articles of Continuance, in order to ensure Rogers remains qualified to hold the licences referred to above.

In relation to our issuances of subordinated notes in prior years (see note 23), the Board approved the creation of new Series I and Series II preferred shares, respectively. Series I has been authorized for up to 3.3 million preferred shares and Series II has been authorized for up to 1.4 million preferred shares. Both series have no voting rights, par values of $1,000 per share, and will be issued automatically upon the occurrence of certain events involving a bankruptcy or insolvency of RCI to holders of the respective subordinated notes.

On April 3, 2023, we issued 23.6 million Class B Non-Voting Shares as partial consideration for the Shaw Transaction (see note 3).

DIVIDENDS

We declared and paid the following dividends on our outstanding Class A Shares and Class B Non-Voting Shares:

				Dividends paid (in millions of dollars)			
Declaration date	**Record date**	**Payment date**	**Dividend per share (dollars)**	**In cash**	**In Class B Non-Voting Shares**	**Total**	**Number of Class B Non-Voting Shares issued (in thousands)** [1]
January 31, 2024	March 11, 2024	April 3, 2024	0.50	183	83	**266**	1,552
April 23, 2024	June 10, 2024	July 5, 2024	0.50	185	81	**266**	1,651
July 23, 2024	September 9, 2024	October 3, 2024	0.50	181	86	**267**	1,633
October 23, 2024	December 9, 2024	January 3, 2025	0.50	185	84	**269**	1,943
February 1, 2023	March 10, 2023	April 3, 2023	0.50	252	–	**252**	–
April 25, 2023	June 9, 2023	July 5, 2023	0.50	264	–	**264**	–
July 25, 2023	September 8, 2023	October 3, 2023	0.50	191	74	**265**	1,454
November 8, 2023	December 8, 2023	January 2, 2024	0.50	190	75	**265**	1,244

[1] Class B Non-Voting Shares are issued as partial settlement of our quarterly dividend payable on the payment date under the terms of our dividend reinvestment plan (DRIP).

We have a dividend reinvestment plan (DRIP) that allows eligible holders of Class A Shares and Class B Non-Voting Shares who are residents of Canada and the United States to acquire additional Class B Non-Voting Shares through reinvestment of the cash dividends paid on their respective shareholdings. During 2023, the plan was amended to permit, at the Board's discretion, a small discount from the five-day volume-weighted average market price when shares are issued from treasury under the plan. Previously, all Class B Non-Voting Shares received by participants under the plan were purchased in the Canadian open market with no discount.

The holders of Class A Shares are entitled to receive dividends at the rate of up to five cents per share but only after dividends at the rate of five cents per share have been paid or set aside on the Class B Non-Voting Shares. Class A Shares and Class B Non-Voting Shares therefore participate equally in dividends above $0.05 per share.

On January 29, 2025, the Board declared a quarterly dividend of $0.50 per Class A Voting Share and Class B Non-Voting Share, to be paid on April 2, 2025, to shareholders of record on March 10, 2025.

NOTE 27: STOCK-BASED COMPENSATION

ACCOUNTING POLICY

Stock option plans

Cash-settled share appreciation rights (SARs) are attached to all stock options granted under our employee stock option plan. This feature allows the option holder to choose to receive a cash payment equal to the intrinsic value of the option (the amount by which the market price of the Class B Non-Voting Share exceeds the exercise price of the option on the exercise date) instead of exercising the option to acquire Class B Non-Voting Shares. We classify all outstanding stock options with cash settlement features as liabilities and carry them at their fair value, determined using the Black-Scholes option pricing model or a trinomial option pricing model, depending on the nature of the share-based award. We remeasure the fair value of the liability each period and amortize it to "operating costs" or "restructuring, acquisition and other", as applicable, using graded vesting, either over the vesting period or to the date an employee is eligible to retire (whichever is shorter).

Restricted share unit (RSU) and deferred share unit (DSU) plans

We recognize outstanding RSUs and DSUs as liabilities, measuring the liabilities and compensation costs based on the awards' fair values, which are based on the market price of the Class B Non-Voting Shares, and recognizing them as charges to "operating costs" over the vesting period of the awards. If an award's fair value changes after it has been granted and before the exercise date, we recognize the resulting changes in the liability within "operating costs" or "restructuring, acquisition and other", as applicable, in the year the change occurs. For RSUs, the payment amount is established as of the vesting date. For DSUs, the payment amount is established as of the exercise date.

Employee share accumulation plan

Employees voluntarily participate in the share accumulation plan by contributing a specified percentage of their regular earnings. We match employee contributions up to a certain amount and recognize our contributions as a compensation expense in the year we make them. Expenses relating to the employee share accumulation plan are included in "operating costs".

Wealth+ program

Certain employees voluntarily participate in a Wealth+ program, which allows them to exchange some or all of their annual cash bonus and receive RSUs. We match employee deferrals up to a certain amount. Expenses relating to the Wealth+ program are included in "operating costs".

ESTIMATES

Significant management estimates are used to determine the fair value of stock options. The table below shows the weighted average fair value of stock options granted during 2024 and 2023 and the principal assumptions used in applying the Black-Scholes model for granted options to determine their fair value at the grant date.

	Years ended December 31	
	2024	2023
Weighted average fair value	**$ 8.08**	$ 12.07
Risk-free interest rate	**3.4%**	3.4%
Dividend yield	**3.6%**	3.2%
Volatility of Class B Non-Voting Shares	**24.2%**	23.4%
Weighted average expected life	**5.4 years**	5.5 years

Volatility has been estimated based on the actual trading statistics of our Class B Non-Voting Shares.

STOCK-BASED COMPENSATION EXPENSE

Below is a summary of our stock-based compensation expense, which is included in employee salaries and benefits expense.

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Stock options	**(58)**	24
Restricted share units	**20**	32
Deferred share units	**(10)**	2
Equity derivative effect, net of interest receipt	**102**	7
Total stock-based compensation expense	**54**	65

As at December 31, 2024, we had a total liability recognized at its fair value of $103 million (2023 – $224 million) related to stock-based compensation, including stock options, RSUs, and DSUs. The current portion of this is $72 million (2023 – $177 million) and is included in "accounts payable and accrued liabilities". The long-term portion of this is $31 million (2023 – $47 million) and is included in "other long-term liabilities" (see note 24).

The total intrinsic value of vested liabilities, which is the difference between the exercise price of the share-based awards and the trading price of the Class B Non-Voting Shares for all vested share-based awards, as at December 31, 2024 was $32 million (2023 – $67 million).

We paid $70 million in 2024 (2023 – $75 million) to holders of stock options, RSUs, and DSUs upon exercise using the cash settlement feature, representing a weighted average share price on the date of exercise of $56.88 (2023 – $64.21).

STOCK OPTIONS

Options to purchase our Class B Non-Voting Shares on a one-for-one basis may be granted to our employees, directors, and officers by the Board or our Human Resources Committee. There are 65 million options authorized under various plans; each option has a term of seven to ten years. The vesting period is generally graded vesting over four years; however, the Human Resources Committee may adjust the vesting terms on the grant date. The exercise price is typically equal to the fair market value of the Class B Non-Voting Shares, determined as the five-day average before the grant date as quoted on the TSX.

Performance options

We did not grant performance-based options in 2024 (2023 – nil). Certain performance options granted in prior years have certain non-market vesting conditions related to the Shaw Transaction, including the achievement of certain preset integration-related milestones by the second anniversary of closing the Shaw Transaction. As at December 31, 2024, we had 2,583,435 performance options (2023 – 2,740,952) outstanding. The outstanding options that were granted prior to 2022 vest on a graded basis over four years provided certain targeted stock prices are met on or after each anniversary date.

Summary of stock options
Below is a summary of the stock option plans, including performance options.

	Year ended December 31, 2024		Year ended December 31, 2023	
(In number of units, except prices)	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Outstanding, beginning of year	**10,593,645**	**$63.88**	9,860,208	$63.58
Granted	**353,105**	**$61.39**	1,594,879	$64.86
Exercised	**(153,615)**	**$53.04**	(329,877)	$54.90
Forfeited	**(1,085,288)**	**$64.44**	(531,565)	$66.92
Outstanding, end of year	**9,707,847**	**$63.89**	10,593,645	$63.88
Exercisable, end of year	**6,135,190**	**$63.69**	4,749,678	$62.86

Below is a summary of the range of exercise prices, the weighted average exercise price, and the weighted average remaining contractual life as at December 31, 2024.

	Options outstanding			Options exercisable	
Range of exercise prices	Number outstanding	Weighted average remaining contractual life (years)	Weighted average exercise price	Number exercisable	Weighted average exercise price
$44.97 – $44.99	75,055	0.17	$44.97	75,055	$44.97
$45.00 – $49.99	119,082	1.16	$49.95	119,082	$49.95
$55.00 – $59.99	1,446,572	5.16	$58.46	1,226,855	$58.46
$60.00 – $64.99	2,537,699	5.04	$62.29	1,691,760	$62.49
$65.00 – $69.99	4,768,804	6.79	$65.58	2,261,803	$65.65
$70.00 – $73.00	760,635	3.58	$73.00	760,635	$73.00
	9,707,847	5.72	$63.89	6,135,190	$63.69

Unrecognized stock-based compensation expense as at December 31, 2024 related to stock option plans was $1 million (2023 – $14 million) and will be recognized in net income within periods of up to the next four years as the options vest.

RESTRICTED SHARE UNITS

The RSU plan allows employees, directors, and officers to participate in the growth and development of Rogers. Under the terms of the plan, RSUs are issued to the participant and the units issued vest over a period of up to three years from the grant date.

On the vesting date, we redeem all of the participants' RSUs in cash or by issuing one Class B Non-Voting Share for each RSU. We have reserved 4,000,000 Class B Non-Voting Shares for issue under this plan.

Performance RSUs
We granted 378,296 performance-based RSUs to certain key employees in 2024 (2023 – 719,851). The performance RSUs granted in 2023 have certain non-market vesting conditions related to the Shaw Transaction, including the achievement of certain preset integration-related milestones by the second anniversary of closing the Shaw Transaction. For performance RSUs granted prior to 2023, the number of units that vest and will be paid three years from the grant date will be within 0% to 100% of the initial number granted and reinvested dividends based upon the achievement of certain annual targets.

Summary of RSUs
Below is a summary of the RSUs outstanding, including performance RSUs.

	Years ended December 31	
(In number of units)	**2024**	2023
Outstanding, beginning of year	**2,551,728**	2,402,489
Granted and reinvested dividends	**1,246,949**	1,518,926
Exercised	**(943,096)**	(856,212)
Forfeited	**(407,357)**	(513,475)
Outstanding, end of year	**2,448,224**	2,551,728

Unrecognized stock-based compensation expense as at December 31, 2024 related to these RSUs was $35 million (2023 – $57 million) and will be recognized in net income over periods of up to the next three years as the RSUs vest.

DEFERRED SHARE UNITS

The DSU plan allows directors, certain key executives, and other senior management to elect to receive certain types of compensation in DSUs. Under the terms of the plan, DSUs are issued to the participant and the units issued cliff vest over a period of up to three years from the grant date.

Performance DSUs
We granted 6,157 performance-based DSUs to certain key executives in 2024 (2023 – 6,190) through reinvested dividends. All performance-based DSUs currently outstanding are fully vested.

Summary of DSUs

Below is a summary of the DSUs outstanding, including performance DSUs.

	Years ended December 31	
(In number of units)	**2024**	2023
Outstanding, beginning of year	**956,410**	1,139,884
Granted and reinvested dividends	**231,590**	80,510
Exercised	**(279,098)**	(259,441)
Forfeited	**(224)**	(4,543)
Outstanding, end of year	**908,678**	956,410

Unrecognized stock-based compensation expense related to granted DSUs as at December 31, 2024 was $5 million (2023 – nil) and will be recognized in net income over the next three years as the executive DSUs vest.

EMPLOYEE SHARE ACCUMULATION PLAN

Participation in the plan is voluntary. Employees can contribute up to 15% of their regular earnings through payroll deductions (up to an annual maximum contribution of $25 thousand). The plan administrator purchases Class B Non-Voting Shares on a bi-weekly basis on the open market on behalf of the employee. On a bi-weekly basis, we make a contribution of 25% to 50% of the employee's contribution that period and the plan administrator uses this amount to purchase additional shares on behalf of the employee. We recognize our contributions made as a compensation expense.

Compensation expense related to the employee share accumulation plan was $61 million in 2024 (2023 – $57 million).

EQUITY DERIVATIVES

We have entered into equity derivatives to hedge a portion of our stock-based compensation expense (see note 19) and recognized a $102 million expense (2023 – $7 million expense) in stock-based compensation expense for these derivatives.

NOTE 28: RELATED PARTY TRANSACTIONS

CONTROLLING SHAREHOLDER

Voting control of Rogers Communications Inc. is held by the Rogers Control Trust (the Trust) for the benefit of successive generations of the Rogers family and, as a result, the Trust is able to elect all members of the Board and to control the vote on most matters submitted to shareholders, whether through a shareholder meeting or a written consent resolution. The beneficiaries of the Trust are a small group of individuals who are members of the Rogers family, some of whom are also directors of the Board. The trustee is the trust company subsidiary of a Canadian chartered bank.

We entered into certain transactions with private Rogers family holding companies controlled by the Trust. These transactions were recognized at the amount agreed to by the related parties and are subject to the terms and conditions of formal agreements approved by the Audit and Risk Committee. The totals received or paid were less than $1 million for each of 2024 and 2023.

TRANSACTIONS WITH KEY MANAGEMENT PERSONNEL

Key management personnel include the directors and our most senior corporate officers, who are primarily responsible for planning, directing, and controlling our business activities.

Compensation

Compensation expense for key management personnel included in "employee salaries, benefits, and stock-based compensation" and "restructuring, acquisition and other" was as follows:

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Salaries and other short-term employee benefits	**20**	23
Post-employment benefits	**2**	2
Stock-based compensation [1]	**34**	26
Total compensation	**56**	51

[1] Stock-based compensation does not include the effect of changes in fair value of Class B Non-Voting Shares or equity derivatives.

In addition to the amounts included in "post-employment benefits" in the table above, we assumed a liability of $102 million through the Shaw Transaction related to a legacy pension arrangement with one of our directors whereby the director will be paid $1 million per month until March 2035, $12 million of which was paid in 2024 (2023 – $8 million). The remaining liability of $91 million is included in "accounts payable and accrued liabilities" (for the amount to be paid within the next year) or "other long-term liabilities".

Transactions

We have entered into business transactions with Dream Unlimited Corp. (Dream), which is controlled by our Director Michael J. Cooper. Dream is a real estate company that rents spaces in office and residential buildings. Total amounts paid to this related party were nominal for each of 2024 and 2023.

On closing of the Shaw Transaction, we entered into an advisory agreement with Brad Shaw in accordance with the arrangement agreement, pursuant to which he will be paid $20 million for a two-year period following closing in exchange for performing certain services related to the transition and integration of Shaw, of which $10 million was recognized in net income and paid during the year ended December 31, 2024 (2023 – $8 million). This amount is included in "Salaries and other short-term employee benefits" in the table above. We have also entered into certain other transactions with the Shaw Family Group. Total amounts paid to the Shaw Family Group in 2024 and 2023 were under $1 million.

We recognize these transactions at the amount agreed to by the related parties, which are also reviewed by the Audit and Risk Committee. The amounts owing for these services were unsecured, interest-free, and due for payment in cash within one month of the date of the transaction.

SUBSIDIARIES, ASSOCIATES, AND JOINT ARRANGEMENTS

Our material operating subsidiaries, along with our relative ownership percentages, as at December 31, 2024 and 2023 were as follows. Each is incorporated in Canada and has the same reporting period for annual financial statement reporting.

Subsidiary	Jurisdiction of Incorporation	Ownership Percentage 2024	2023
Rogers Communications Canada Inc.	Canada	**100%**	100%
Rogers Media Inc.	Canada	**100%**	100%

When necessary, adjustments are made to conform the accounting policies of the subsidiaries to those of RCI. There are no significant restrictions on the ability of subsidiaries, joint arrangements, and associates to transfer funds to us as cash dividends or to repay loans or advances, subject to the approval of other shareholders where applicable.

Associates and joint arrangements

We carried out the following business transactions with our associates and joint arrangements, being primarily MLSE (broadcasting rights) and Glentel (Wireless distribution support).

(In millions of dollars)	Years ended December 31 2024	2023
Revenue	**45**	36
Purchases	**231**	203

Outstanding balances at year-end are unsecured, interest-free, and settled in cash.

(In millions of dollars)	As at December 31 2024	2023
Accounts receivable	**101**	97
Accounts payable and accrued liabilities	**163**	113

NOTE 29: GUARANTEES

We had the following guarantees as at December 31, 2024 and 2023 as part of our normal course of business:

BUSINESS SALE AND BUSINESS COMBINATION AGREEMENTS

As part of transactions involving business dispositions, sales of assets, or other business combinations, we may be required to pay counterparties for costs and losses incurred as a result of breaches of representations and warranties, intellectual property right infringement, loss or damages to property, environmental liabilities, changes in laws and regulations (including tax legislation), litigation against the counterparties, contingent liabilities of a disposed business, or reassessments of previous tax filings of the corporation that carries on the business.

SALES OF SERVICES

As part of transactions involving sales of services, we may be required to make payments to counterparties as a result of breaches of representations and warranties, changes in laws and regulations (including tax legislation), or litigation against the counterparties.

PURCHASES AND DEVELOPMENT OF ASSETS

As part of transactions involving purchases and development of assets, we may be required to pay counterparties for costs and losses incurred as a result of breaches of representations and warranties, loss or damages to property, changes in laws and regulations (including tax legislation), or litigation against the counterparties.

INDEMNIFICATIONS

We indemnify our directors, officers, and employees against claims reasonably incurred and resulting from the performance of their services to Rogers. We have liability insurance for our directors and officers and those of our subsidiaries.

No amount has been accrued in the Consolidated Statements of Financial Position relating to these types of indemnifications or guarantees as at December 31, 2024 or 2023. Historically, we have not made any significant payments under these indemnifications or guarantees.

NOTE 30: COMMITMENTS AND CONTINGENT LIABILITIES

ACCOUNTING POLICY

Contingent liabilities are liabilities of uncertain timing or amount and are not recognized until we have a present obligation as a result of a past event, it is probable that we will experience an outflow of resources embodying economic benefits to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

We disclose our contingent liabilities unless the possibility of an outflow of resources in settlement is remote.

JUDGMENTS

We are exposed to possible losses related to various claims and lawsuits against us for which the outcome is not yet known. We therefore make significant judgments in determining the probability of loss when we assess contingent liabilities.

SUMMARY OF COMMITMENTS

Below is a summary of the future minimum payments for our contractual commitments that are not recognized as liabilities as at December 31, 2024.

(In millions of dollars)	Less than 1 Year	1-3 Years	4-5 Years	After 5 Years	Total
Player contracts [1]	190	206	109	–	505
Purchase obligations [2]	635	781	494	924	2,834
Program rights [3]	856	921	586	1,082	3,445
Total commitments	1,681	1,908	1,189	2,006	6,784

[1] Toronto Blue Jays players' salary contracts into which we have entered and are contractually obligated to pay.
[2] Contractual obligations under service, product, and wireless device contracts to which we have committed.
[3] Agreements into which we have entered to acquire broadcasting rights for periods in excess of one year at contract inception.

Below is a summary of our other contractual commitments that are not included in the table above.

(In millions of dollars)	As at December 31 2024
Acquisition of property, plant and equipment	**611**
Our share of commitments related to associates and joint ventures	**432**
Total other commitments	**1,043**

We also have a commitment to acquire Bell's indirect 37.5% ownership stake in MLSE for a purchase price of $4.7 billion subject to certain adjustments (see note 20).

CONTINGENT LIABILITIES

We have the following contingent liabilities as at December 31, 2024:

July 2022 network outage

As a result of the network outage that occurred on July 8, 2022, a total of four applications were filed in the Quebec Superior Court seeking authorization to commence a class action against Rogers in relation to this network outage. One of the applications was subsequently withdrawn. Two additional applications have since been suspended. The remaining application seeks to institute a class action on behalf of all persons who, among other things, experienced a wireless or wireline service interruption as a result of, or were otherwise impacted by, the outage. The application claims various damages, including, among others, contractual damages, damages for lost profits, and punitive damages.

At this time, we are unable to assess the likelihood of success of the active application or the suspended applications, or predict the magnitude of any liability we might incur by virtue of the claims underlying those applications or any corresponding or similar claims that may be brought against us in the future. As such, we have not recognized a liability for this contingency. If successful, one of those claims could have a material adverse effect on our business, financial results, or financial condition. It is also possible that similar or corresponding claims could be filed in other jurisdictions.

System access fee-Saskatchewan

In 2004, a class action was commenced against providers of wireless communications in Canada under the Class Actions Act (Saskatchewan). The class action relates to the system access fee wireless carriers charge to some of their customers. The plaintiffs are seeking unspecified damages and punitive damages, which would effectively be a reimbursement of all system access fees collected.

In 2007, the Saskatchewan Court granted the plaintiffs' application to have the proceeding certified as a national, "opt-in" class action where affected customers outside Saskatchewan must take specific steps to participate in the proceeding. In 2008, our motion to stay the proceeding based on the arbitration clause in our wireless service agreements was granted. The Saskatchewan Court directed that its order, in respect of the certification of the action, would exclude customers who are bound by an arbitration clause from the class of plaintiffs.

In 2009, counsel for the plaintiffs began a second proceeding under the Class Actions Act (Saskatchewan) asserting the same claims as the original proceeding. If successful, this second class action would be an "opt-out" class proceeding. This second proceeding was ordered conditionally stayed on the basis that it was an abuse of process.

At the time the Saskatchewan class action was commenced, corresponding claims were filed in multiple jurisdictions across Canada. The claims in all provinces other than Saskatchewan have now been dismissed or discontinued. We have not recognized a liability for this contingency.

911 fee

In June 2008, a class action was launched in Saskatchewan against providers of wireless communications services in Canada. It involves allegations of breach of contract, misrepresentation, and false advertising, among other things, in relation to the 911 fee that had been charged by us and the other wireless telecommunication providers in Canada. The plaintiffs are seeking unspecified damages and restitution. The plaintiffs intend to seek an order certifying the proceeding as a national class action in Saskatchewan. We have not recognized a liability for this contingency.

Income taxes

We provide for income taxes based on all of the information that is currently available and believe that we have adequately provided

for these items. The calculation of applicable taxes in many cases, however, requires significant judgment (see note 14) in interpreting tax rules and regulations. Our tax filings are subject to audits, which could materially change the amount of current and deferred income tax assets and liabilities and provisions, and could, in certain circumstances, result in the assessment of interest and penalties.

Other claims
There are certain other claims and potential claims against us. We do not expect any of these, individually or in the aggregate, to have a material adverse effect on our financial results.

Outcome of proceedings
In addition to the legal proceedings described above, we are involved in various other disputes, governmental and/or regulatory inspections, investigations and proceedings, and other litigation matters. Such legal proceedings can be complex, costly, and highly disruptive to our business operations by diverting the attention and energy of management and other key personnel. It is not possible for us to predict the outcome of such legal proceedings due to the various factors and uncertainties involved in the legal process. Potential outcomes include judgment, awards, settlements, or orders that could have a material adverse effect on our business, reputation, financial condition and results. Legal proceedings could impose restraints on our current or future manner of doing business. The amounts ultimately paid or received upon settlement or pursuant to a final judgment, order, or decree may differ materially from amounts accrued in our financial statements.

Based on information currently known to us, we believe it is not probable that the ultimate resolution of any of the current legal proceedings to which we are subject, individually or in total, will have a material adverse impact on our business, financial results, or financial condition. If circumstances change and it becomes probable that we will be held liable for claims against us and such claim is estimable, we will recognize a provision during the period in which the change in probability occurs, which could be material to our Consolidated Statements of Income or Consolidated Statements of Financial Position.

NOTE 31: SUPPLEMENTAL CASH FLOW INFORMATION

CHANGE IN NET OPERATING ASSETS AND LIABILITIES

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Accounts receivable, excluding financing receivables	**(396)**	(362)
Financing receivables	**(318)**	(367)
Contract assets	**7**	(44)
Inventories	**(185)**	(4)
Other current assets	**146**	1
Accounts payable and accrued liabilities	**(209)**	11
Contract and other liabilities	**79**	138
Total change in net operating assets and liabilities	**(876)**	(627)

CAPITAL EXPENDITURES

	Years ended December 31	
(In millions of dollars)	**2024**	2023
Capital expenditures before proceeds on disposition	**4,100**	4,042
Proceeds on disposition	**(59)**	(108)
Capital expenditures	**4,041**	3,934

ACQUISITIONS AND OTHER STRATEGIC TRANSACTIONS

		Years ended December 31	
(In millions of dollars)	*Note*	**2024**	2023
Net cash consideration for Shaw Transaction [1]	*3*	**–**	(16,903)
Net cash consideration for other acquisitions	*3*	**–**	(141)
Cash received on sale of Cogeco shares	*20*	**–**	829
Cash consideration for 3800 MHz spectrum acquisition		**(475)**	–
Acquisitions and other strategic transactions, net of cash acquired		**(475)**	(16,215)

[1] Includes $19,033 million cash paid for the Shaw Shares net of $25 million of bank advances on Shaw's opening balance sheet and $2,155 million received from the sale of outstanding shares of Freedom Mobile and the related services described in note 3.

Notes

Glossary of selected industry terms and helpful links

3G (Third Generation Wireless): The third generation of mobile phone standards and technology. A key goal of 3G standards was to enable mobile broadband data speeds above 384 Kbps. 3G networks enable network operators to offer users a wider range of more advanced services while achieving greater network capacity through improved spectral efficiency. Advanced services include video and multimedia messaging and broadband wireless data, all in a mobile environment.

3.5G (Enhanced Third Generation Wireless): Evolutionary upgrades to 3G services that provide significantly enhanced broadband wireless data performance to enable multi-megabit data speeds. The key 3.5G technologies in North America are HSPA and CDMA EV-DO.

4G (Fourth Generation Wireless): A technology that offers increased voice, video, and multimedia capabilities, a higher network capacity, improved spectral efficiency, and high-speed data rates over current 3G benchmarks. Also referred to as LTE.

4.5G (Enhanced Fourth Generation Wireless): Evolutionary upgrades to 4G services that enables two to three times the download speeds of 4G technology. 4.5G technology has been designed to support virtual and augmented reality, 4K streaming, and other emerging services.

5G (Fifth Generation Wireless): The fifth generation in mobile phone technology, which over time, will deliver faster speeds, instant response times, and fast connections, fundamentally changing how we live and work. 5G will be capable of peak data rates up to 100 times faster than 4G LTE, all while supporting up to 10 million connections per square kilometre – 10 times the capacity of 4G LTE.

4K–Ultra-High Definition Video: Denotes a specific television display resolution of 4096x2160 pixels. 1920x1080 resolution full-HD televisions present an image of around 2 megapixels, while the 4K generation of screens displays an 8 megapixel image.

ARPA (Average Revenue per Account): This business performance measure, expressed as a dollar rate per month, is predominantly used in wireless and cable industries to describe the revenue generated per customer account per month. ARPA is an indicator of a wireless and cable business' operating performance.

ARPU (Average Revenue per User): This business performance measure, expressed as a dollar rate per month, is predominantly used in the wireless and cable industries to describe the revenue generated per customer per month. ARPU is an indicator of a wireless or cable business' operating performance.

AWS (Advanced Wireless Services): The wireless telecommunications spectrum band that is used for wireless voice, data, messaging services, and multimedia.

Bandwidth: Bandwidth can have two different meanings: (1) a band or block of radio frequencies measured in cycles per second, or Hertz; or (2) an amount or unit of capacity in a telecommunications transmission network. In general, bandwidth is the available space to carry a signal. The greater the bandwidth, the greater the information-carrying capacity.

BDU (Broadcast Distribution Undertaking): An undertaking for the reception of broadcasting and the retransmission thereof by radio waves or other means of telecommunication to more than one permanent or temporary residence or dwelling unit or to another such undertaking.

bps (Bits per Second): A measurement of data transmission speed used for measuring the amount of data that is transferred in a second between two telecommunications points or within network devices. Kbps (kilobits per second) is thousands of bps; Mbps (megabits per second) is millions of bps; Gbps (gigabits per second) is billions of bps; and Tbps (terabits per second) is trillions of bps.

Broadband: Communications service that allows for the high-speed transmission of voice, data, and video simultaneously at rates of 1.544 Mbps and above.

Bundling: Refers to the coupling of independent products or services offered into one retail package.

BYOD (Bring Your Own Device): Refers to the action that customers are able to sign up for wireless services on a personally purchased device, as opposed to the traditional means of acquiring one through a term contract.

Cable Telephony (Phone): The transmission of real-time voice communications over a cable network.

Churn: This business performance measure is used to describe the disconnect rate of customers to a telecommunications service. It is a measure of customer turnover and is often at least partially reflective of service quality and competitive intensity. It is usually expressed as a percentage and calculated as the sum of the number of subscribers deactivating for each period divided by the sum of the aggregate number of subscribers at the beginning of each period.

CLEC (Competitive Local Exchange Carrier): A telecommunications provider company that competes with other, already established carriers, generally the ILEC.

Cloud Computing: The ability to run a program or application on many connected computers simultaneously as the software, data, and services reside in data centres.

CPE (Customer Premise Equipment): Telecommunications hardware, such as a modem or set-top box, that is located at the home or business of a customer.

CRTC (Canadian Radio-television and Telecommunications Commission): The federal regulator for radio and television broadcasters and cable TV and telecommunications companies in Canada.

Customer Relationships: This Cable metric refers to dwelling units where at least one of our Cable services is installed and operating and the service(s) are billed accordingly. When there is more than one unit in one dwelling, such as an apartment building, each tenant with at least one of our Cable services is counted as an individual customer relationship, whether the service is invoiced separately or included in the tenant's rent. Institutional units, like hospitals or hotels, are each considered one customer relationship.

Data Centre: A facility used to house computer systems and associated components, such as telecommunications and storage systems. It generally includes redundant or backup power supplies, redundant data communications connections, environmental controls (e.g., air conditioning, fire suppression), and security controls.

DOCSIS (Data Over Cable Service Interface Specification): A non-proprietary industry standard developed by CableLabs that allows for equipment interoperability from the headend to the CPE. The latest version (DOCSIS 3.1) enables bonding of multiple channels to allow for download speeds up to 10 Gbps and upload speeds up to 2 Gbps, depending upon how many channels are bonded together.

DSL (Digital Subscriber Line): A family of broadband technologies that offers always-on, high-bandwidth (usually asymmetrical) transmission over an existing twisted-pair copper telephone line. DSL shares the same phone line as the telephone service but uses a different part of the phone line's bandwidth.

Fibre Optics: A method for the transmission of information (voice, video, or data) in which light is modulated and transmitted over hair-thin filaments of glass called fibre optic cables. The bandwidth capacity of fibre optic cable is much greater than that of copper wire and light can travel relatively long distances through glass without the need for amplification.

FTTH (Fibre-to-the-Home)/FTTP (Fibre-to-the-Premise): Represents fibre optic cable that reaches the boundary of the home or premise, such as a box on the outside wall of a home or business.

GSM (Global System for Mobile Communications): A TDMA-based technology and a member of the "second generation" (2G) family of mobile protocols that is deployed widely around the world, especially at the 850, 900, 1800, and 1900 MHz frequency bands.

Hardware Upgrade (HUP): The act of an existing wireless customer upgrading to a new wireless device.

Hertz: A unit of frequency defined as one cycle per second. It is commonly used to describe the speeds at which electronics are driven in the radio industry. MHz (megahertz) is millions of hertz; GHz (gigahertz) is billions of hertz; and THz (terahertz) is trillions of hertz.

High-Split Technology: A method of splitting bandwidth that further increases the frequencies allocated to upstream data compared to mid-split, while also expanding the overall spectrum, significantly improving both upload and download performance.

Homes Passed: Total number of homes that have the potential for being connected to a cable product in a defined geographic area.

Hosting (Web Hosting): The business of housing, serving, and maintaining files for one or more websites or e-mail accounts. Using a hosting service allows many companies to share the cost of a high-speed Internet connection for serving files, as well as other Internet infrastructure and management costs.

Hotspot: A Wi-Fi access point in a public place, such as a café, train station, airport, commercial office property, or conference centre.

HSPA (High-Speed Packet Access): HSPA is an IP-based packet-data enhancement technology that provides high-speed broadband packet data services over 3G networks. HSPA+ provides high-speed broadband packet data services at even faster speeds than HSPA over 4G networks.

Hybrid Fibre-Coaxial Network Architecture (HFC): A technology in which fibre optic cable and coaxial cable are used in different portions of a network to carry broadband content (such as video, voice, and data) from a distribution facility to a subscriber premise.

ILEC (Incumbent Local Exchange Carrier): The dominant telecommunications company providing local telephone service in a given geographic area when competition began. Typically, an ILEC is the traditional phone company and the original local exchange carrier in a given market.

IoT (Internet of Things): The concept of connecting everyday objects and devices (e.g., appliances and cellular phones) to the Internet and each other. This allows them to sense their environment and communicate between themselves, allowing for the seamless flow of data.

IP (Internet Protocol): The packet-based computer network protocol that all machines on the Internet must know so they can communicate with one another. IP is a set of data switching and routing rules that specify how information is cut up into packets and how they are addressed for delivery between computers.

IPTV (Internet Protocol Television): A system where a digital television signal is delivered using IP. Unlike broadcasting, viewers receive only the stream of content they have requested (by surfing channels or ordering video on demand).

ISED Canada (Innovation, Science and Economic Development Canada): The Canadian federal government department responsible for, amongst other things, the regulation, management, and allocation of radio spectrum and establishing technical requirements for various wireless systems.

ISP (Internet Service Provider): A provider of Internet access service to consumers and/or businesses.

LAN (Local Area Network): A network created via linked computers within a small area, such as a single site or building.

Low-Split Technology: A method of splitting bandwidth that allocates the lowest number of frequencies to upstream (upload) data while maintaining the majority of the spectrum for downstream traffic.

LTE (Long-Term Evolution): A fourth generation cellular wireless technology (also known as 4G) that has evolved and enhanced the UMTS/HSPA+ mobile phone standards. LTE improves spectral efficiency, lowers costs, improves services, and, most importantly, allows for higher data rates. LTE technology is designed to deliver speeds up to 300 Mbps.

LTE Advanced (LTE-A): A mobile communication standard that represents a major enhancement of the LTE standard. With a peak data rate of 1 Gbps, LTE Advanced also offers faster switching between power states and improved performance at the cell edge.

Machine-to-Machine (M2M): The wireless inter-connection of physical devices or objects that are seamlessly integrated into an information network to become active participants in business processes. Services are available to interact with these 'smart objects' over the Internet, query, change their state, and capture any information associated with them.

Mid-Split Technology: A method of splitting bandwidth that increases the number of frequencies dedicated to upstream data compared to low-split, while also expanding the total spectrum available, thereby enhancing both upload and download capacity.

MVNO (Mobile Virtual Network Operator): A wireless communications service provider that does not own the wireless network infrastructure through which it provides services to its customers.

Near-net: Customer location(s) adjacent to network infrastructure allowing connectivity to the premises to be extended with relative ease.

Off-net: Customer location(s) where network infrastructure is not readily available, necessitating the use of a third-party leased access for connectivity to the premises.

On-net: Customer location(s) where network infrastructure is in place to provide connectivity to the premises without further builds or third-party leases. An on-net customer can be readily provisioned.

OTT (Over-the-Top): Audio, visual, or alternative media distributed via the Internet or other non-traditional media.

Penetration: The degree to which a product or service has been sold into, or adopted by, the base of potential customers or subscribers in a given geographic area. This value is typically expressed as a percentage.

Postpaid: A conventional method of payment for wireless service where a subscriber pays a fixed monthly fee for a significant portion of services. Usage (e.g. long distance) and overages are billed in arrears, subsequent to consuming the services.

Prepaid: A method of payment for wireless service that requires a subscriber to prepay for a set amount of airtime or data usage in advance of actual usage. Generally, a subscriber's prepaid account is debited at the time of usage so that actual usage cannot exceed the prepaid amount until an additional prepayment is made.

PVR (Personal Video Recorder): A consumer electronics device or application software that records video in a digital format for future playback.

Set-Top Box: A standalone device that receives and decodes programming so that it may be displayed on a television. Set-top boxes may be used to receive broadcast, cable, and satellite programming.

Spectrum: A term generally applied to electromagnetic radio frequencies used in the transmission of sound, data, and video. Various portions of spectrum are designated for use in cellular service, television, FM radio, and satellite transmissions.

Subscription Video-on-Demand (SVOD): Refers to a service that offers, for a monthly charge, access to specific programming with unlimited viewing on an on-demand basis.

TPIA (Third-Party Internet Access): Wholesale high-speed access services of large cable carriers that enable independent service providers to offer retail Internet services to their own end-users.

Video-on-Demand (VOD): A cable service that allows a customer to select and view movies and shows at any time from a library of titles.

VoIP (Voice over IP): The technology used to transmit real-time voice conversations in data packets over a data network using IP. Such data networks include telephone company networks, cable TV networks, wireless networks, corporate intranets, and the Internet.

VoLTE (Voice over LTE): A platform to provide voice services to wireless customers over LTE wireless networks. The LTE standard only supports packet switching, as it is all IP-based technology. Voice calls in GSM are circuit switched, so with the adoption of LTE, carriers are required to re-engineer their voice call network, while providing continuity for traditional circuit-switched networks on 2G and 3G networks.

Wi-Fi: The commercial name for a networking technology standard for wireless LANs that essentially provide the same connectivity as wired networks, but at lower speeds. Wi-Fi allows any user with a Wi-Fi-enabled device to connect to a wireless access point.

Helpful links

Canadian Radio-Television and Telecommunications Commission (CRTC)
The CRTC is an independent public organization that regulates and supervises the Canadian broadcasting and telecommunications systems. It reports to Parliament through the Minister of Canadian Heritage. **www.crtc.gc.ca**

Innovation, Science and Economic Development Canada (ISED Canada)
ISED Canada is a ministry of the federal government whose mission is to foster a growing, competitive, knowledge-based Canadian economy. It also works with Canadians throughout the economy and in all parts of the country to improve conditions for investment, improve Canada's innovation performance, increase Canada's share of global trade, and build an efficient and competitive marketplace. **www.ic.gc.ca**

Federal Communications Commission (FCC)
The FCC is an independent United States government agency. The FCC was established by the Communications Act of 1934 and is charged with regulating interstate and international communications by radio, television, wire, satellite, and cable. The FCC's jurisdiction covers the 50 states, the District of Columbia, and U.S. territories. **www.fcc.gov**

Canadian Wireless Telecommunications Association (CWTA)
The CWTA is the industry trade organization and authority on wireless issues, developments, and trends in Canada. It represents wireless service providers as well as companies that develop and produce products and services for the industry, including handset and equipment manufacturers, content and application creators, and business-to-business service providers. **www.cwta.ca**

The Wireless Association (CTIA)
The CTIA is an international non-profit membership organization, founded in 1984, representing wireless carriers and their suppliers, as well as providers and manufacturers of wireless data services and products. The CTIA advocates on their behalf before all levels of government. **www.ctia.org**

GSM Association (GSMA)
The GSMA is a global trade association representing nearly 800 operators with more than 300 companies in the broader mobile ecosystem, including handset and device makers, software companies, equipment providers, and Internet companies, as well as organizations in adjacent industry sectors. In addition, more than 180 manufacturers and suppliers support the Association's initiatives as associate members. The GSMA works on projects and initiatives that address the collective interests of the mobile industry, and of mobile operators in particular. **www.gsma.com**

Commission for Complaints of Telecom-television Services (CCTS)
An independent organization dedicated to working with consumers and service providers to resolve complaints about telephone, television, and Internet services. Its structure and mandate were approved by the CRTC. **www.ccts-cprst.ca**

For a more comprehensive glossary of industry and technology terms, go to **rogers.com/glossary**

Corporate and shareholder information

CORPORATE OFFICES
Rogers Communications Inc.
333 Bloor Street East,
Toronto, ON M4W 1G9
416.935.7777

CUSTOMER SERVICE AND PRODUCT INFORMATION
888.764.3771 or **rogers.com**

SHAREHOLDER SERVICES
If you are a registered shareholder and have inquiries regarding your account, wish to change your name or address, or have questions about lost stock certificates, share transfers, estate settlements or dividends, please contact our transfer agent and registrar, TSX Trust Company, at:

TSX Trust Company
301 – 100 Adelaide Street West
Toronto, ON M5H 4H1, Canada
416.682.3860 or 800.387.0825
shareholderinquiries@tmx.com

Duplicate Mailings
If you receive duplicate shareholder mailings from Rogers, please contact TSX Trust Company as detailed above to consolidate your accounts.

INVESTOR RELATIONS
Institutional investors, securities analysts and others requiring additional financial information can visit **investors.rogers.com** or contact us at:

647.435.6470 or
844.801.4792 (outside North America)
or **investor.relations@rci.rogers.com**

CORPORATE PHILANTHROPY
For information relating to Rogers' various philanthropic endeavours, refer to the "About Rogers" section of **rogers.com**.

SUSTAINABILITY
Rogers is committed to continuing to grow responsibly and we focus our social and environmental sustainability efforts where we can make the most meaningful impacts on both. To learn more, please visit **about.rogers.com/our-impact**.

STOCK EXCHANGE LISTINGS
Toronto Stock Exchange (TSX):
RCI.A – Class A Voting shares
(CUSIP # 775109101)
RCI.B – Class B Non-Voting shares
(CUSIP # 775109200)

New York Stock Exchange (NYSE):
RCI – Class B Non-Voting shares
(CUSIP # 775109200)

DEBT SECURITIES
For details on Rogers' public debt securities, please refer to the "Debt Securities" section under **investors.rogers.com**.

INDEPENDENT AUDITORS
KPMG LLP

ONLINE INFORMATION
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DIRECT DEPOSIT SERVICE
Shareholders may have dividends deposited directly into accounts held at financial institutions. To arrange direct deposit service, please contact TSX Trust Company as detailed earlier on this page.

COMMON STOCK TRADING AND DIVIDEND INFORMATION

2024	Price RCI.B on TSX High	Low	Close	Dividends Declared per Share
First Quarter	**$64.71**	**$55.44**	**$55.50**	**$0.50**
Second Quarter	**$55.62**	**$50.00**	**$50.60**	**$0.50**
Third Quarter	**$56.55**	**$48.67**	**$54.38**	**$0.50**
Fourth Quarter	**$54.45**	**$43.13**	**$44.19**	**$0.50**

Shares Outstanding at December 31, 2024

Class A Voting	111,152,011
Class B Non-Voting	424,949,191

2025 Expected Dividend Dates

Record Date:	Payment Date:
March 10, 2025	April 2, 2025
June 9, 2025*	July 3, 2025*
September 8, 2025*	October 3, 2025*
December 8, 2025*	January 2, 2026*

* Subject to Board approval

Unless indicated otherwise, all dividends paid by Rogers are designated as "eligible" dividends for the purposes of the Income Tax Act (Canada) and any similar provincial legislation.

DIVIDEND REINVESTMENT PLAN (DRIP)
Rogers offers a convenient dividend reinvestment program for eligible shareholders to acquire Class B Non-Voting shares by reinvesting their cash dividends without incurring brokerage fees or administration fees. For plan information and enrolment materials or to learn more about Rogers' DRIP, please visit **https://tsxtrust.com/a/investor-hub/** or contact TSX Trust Company as detailed earlier on this page.

ELECTRONIC DELIVERY OF SHAREHOLDER MATERIALS
Registered shareholders can receive electronic notice of financial reports and proxy materials by registering at **https://services.tsxtrust.com/edelivery**. This approach gets information to shareholders faster than conventional mail and helps Rogers protect the environment and reduce printing and postage costs.

CAUTION REGARDING FORWARD-LOOKING INFORMATION AND OTHER RISKS
This annual report includes forward-looking statements about the financial condition and prospects of Rogers Communications that involve significant risks and uncertainties that are detailed in the "Risks and Uncertainties Affecting our Business" and "About Forward-Looking Information" sections of the MD&A contained herein, which should be read in conjunction with all sections of this annual report.

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The best is yet to come

Ted Rogers

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