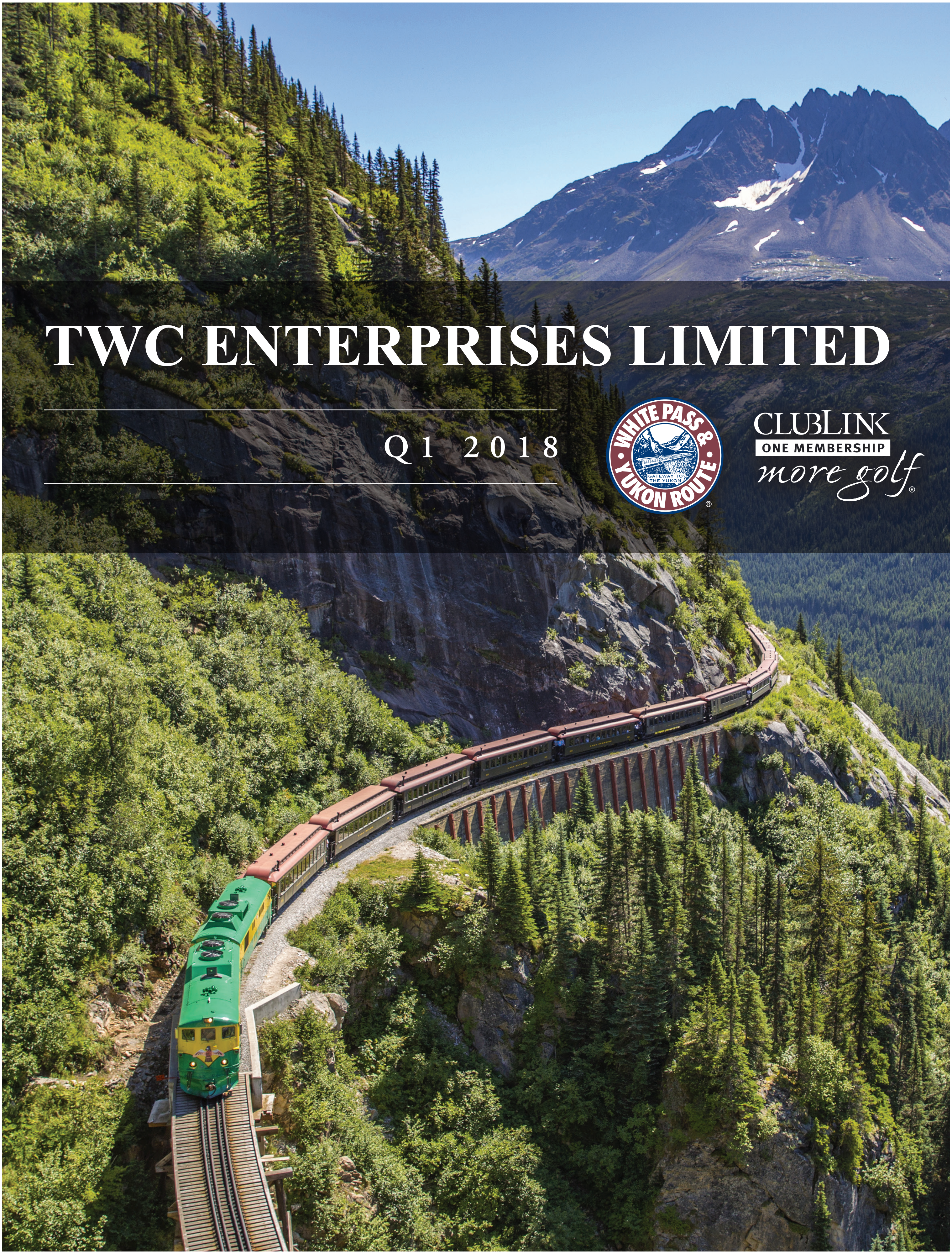
TWC ENTERPRISES LIMITED

Q1 2018



FINANCIAL HIGHLIGHTS

The following table summarizes the consolidated financial results of the Company:

(thousands of Canadian dollars - except as indicated)	For the three months ended March 31, 2018	March 31, 2017
OPERATIONS		
Operating revenue	**23,539**	24,347
Net operating income(1)	**556**	758
Operating margin (%)(1)	**2.4%**	3.1%
Net loss	**(7,301)**	(3,615)
Funds from operations(1)	**(3,480)**	(3,779)
OPERATING DATA		
ClubLink One Membership More Golf		
Canadian full privilege golf members	**14,915**	14,907
Championship rounds - Canada(2)	**2,000**	3,000
18-hole equivalent championship golf courses - Canada(2,3)	**42.5**	42.5
Championship rounds - U.S.(2)	**139,000**	144,000
18-hole equivalent championship golf courses - U.S.(2,3)	**11.0**	11.0
White Pass & Yukon Route		
Rail passengers	**nil**	nil
Port passengers from cruise ships	**nil**	nil
Cruise ship dockings	**nil**	nil
COMMON SHARE DATA (000)		
Shares outstanding	**27,346**	27,346
Weighted average shares outstanding	**27,346**	27,346
PER COMMON SHARE DATA ($)		
Basic and diluted loss	**(0.27)**	(0.13)
Eligible cash dividend	**0.02**	0.02
FINANCIAL POSITION		
Total assets	**649,279**	685,578
Gross borrowings	**289,914**	300,241
Shareholders' equity	**227,897**	233,954
Gross borrowings to shareholders' equity ratio	**1.27**	1.28
Net book value per share (1)	**8.33**	8.56

(1) Net operating income, operating margin, funds from operations and net book value per share are not recognized measures under International Financial Reporting Standards (IFRS). Management believes that, in addition to net earnings, these measures are useful supplemental information to provide investors with an indication of the Company's performance. Investors should be cautioned, however, that these measures should not be construed as an alternative to net earnings determined in accordance with IFRS as an indicator of the Company's performance or to cash flows from operating, investing and financing activities, as a measure of liquidity and cash flows. TWC's method of calculating these measures is consistent from year to year, but may be different than those used by other companies (see "Management's Discussion and Analysis of Financial Condition and Results of Operations").
(2) Excluding academy courses
(3) 18-hole equivalent championship golf courses operating during the period ended March 31

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

This management's discussion and analysis of financial condition and results of operations ("MD&A") should be read in conjunction with TWC Enterprises Limited's ("TWC" or the "Company") unaudited interim condensed consolidated financial statements and accompanying notes for the three months ended March 31, 2018. This MD&A has been prepared as at May 3, 2018 and all amounts are in Canadian dollars unless otherwise indicated.

In this document, unless otherwise indicated, all financial data are prepared in accordance with International Financial Reporting Standards ("IFRS").

FORWARD-LOOKING STATEMENTS

This quarterly report contains certain forward-looking information and statements relating but not limited to, operations, anticipated or prospective financial performance, results of operations, business prospects and strategies of TWC. Forward-looking information typically contains statements with words such as "consider", "anticipate", "believe", "expect", "plan", "intend", "may", "likely", or similar words suggesting future outcomes or statements regarding an outlook, or other expectations, beliefs, plans, objectives, assumptions, intentions or statements about future events or performance. Readers should be aware that these statements are subject to known and unknown risks, uncertainties and other factors that could cause actual results, performance or achievements of TWC to differ materially from those suggested by the forward-looking statements, some of which may be beyond the control of management.

Although TWC believes it has a reasonable basis for making the forecasts or projections included in this MD&A, readers are cautioned not to place undue reliance on such forward-looking information. By its nature, TWC's forward-looking information involves numerous assumptions, inherent risks and uncertainties, both general and specific, that contribute to the possibility that the predictions, forecasts and other forward-looking statements will not occur. These factors include, but are not limited to, availability of credit, weather conditions, the economic environment, environmental regulation and competition.

The above list of important factors affecting forward-looking information is not exhaustive, and reference should be made to the other risks discussed in TWC's filings with Canadian securities regulatory authorities. TWC undertakes no obligation, except as required by law, to update publicly or otherwise any forward-looking information, whether as a result of new information, future events or otherwise, or the above list of factors affecting this information.

NON-IFRS MEASURES

The Company has prepared the financial information contained in this discussion and analysis in accordance with IFRS. Reference is also made to net operating income, operating margin, cash flow from operations, funds from operations and adjusted funds from operations. The calculations of these measures can be found embedded in the MD&A.

TWC uses non-IFRS measures as a benchmark measurement of our own operating results and as a benchmark relative to our competitors. We consider these non-IFRS measures to be a meaningful supplement to net earnings. We also believe these non-IFRS measures are commonly used by securities analysts, investors and other interested parties to evaluate our financial performance. These measures, which included direct operating expenses and net operating income do not have standardized meaning under IFRS. While these non-IFRS measures have been disclosed herein to permit a more complete comparative analysis of the Company's operating performance and debt servicing ability relative to other companies, readers are cautioned that these non-IFRS measures as reported by TWC may not be comparable in all instances to non-IFRS measures as reported by other companies.

The glossary of financial terms is as follows:

Direct operating expenses = expenses that are directly attributable to the Company's business units and are used by management in the assessment of their performance. These exclude expenses which are attributable to corporate decisions such as impairment.

Net operating income = operating revenue - direct operating expenses

Operating margin = net operating income/operating revenue

Funds from operations = net earnings +/- items not effecting cash less business combination transaction costs

Adjusted funds from operations = funds from operations less operating property, plant and equipment expenditures

Operating property, plant and equipment expenditures = capital expenditures to maintain existing operations

Expansion property, plant and equipment expenditures = capital expenditures which expand existing operations

NON-IFRS MEASURES (continued)

Funds from operations ("FFO") is a key measure of our financial performance and is defined as net income prior to non cash items such as depreciation/amortization. FFO also adjusts for the non-cash earnings impact of membership fees and excludes transaction costs on business combinations which are required to be expensed.

Our definition of funds from operations may differ from the definition used by other organizations, as well as the definition of funds from operations used by the Real Property Association of Canada ("REALPAC"), the main difference being the adjustment for the non cash component of membership fee revenue which is not considered by REALPAC.

Net operating income is an important metric used by management in evaluating the Company's operating performance as it represents the revenue and expense items that can be directly attributable to the specific business unit's ongoing operations. It is not a measure of financial performance under IFRS and should not be considered as an alternative to measures of performance under IFRS. The most directly comparable measure specified under IFRS is net earnings.

BUSINESS STRATEGY AND CORPORATE OVERVIEW

TWC operates in two distinct business segments: (a) golf club operations and (b) rail and port operations. In addition, the corporate operations segment oversees the two business segments.

TWC's strategic objective is to grow long-term shareholder value by improving net operating income and operating margins of both underlying businesses. Management has been considering golf club acquisition opportunities in Ontario, Quebec and Florida.

In addition, management is pursuing capital investments in both business segments which will grow our revenue and create long-term value for our shareholders.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

OVERVIEW OF BUSINESS SEGMENTS

Golf Club Operations Segment

TWC is engaged in golf club operations under the trademark "ClubLink One Membership More Golf" ("ClubLink"). ClubLink is Canada's largest owner and operator of golf clubs with 53½, 18-hole equivalent championship and 3½, 18-hole equivalent academy courses, at 41 locations in two separate geographical Regions: (a) Ontario/Quebec and (b) Florida.

ClubLink's golf clubs are strategically organized in clusters that are located in densely populated metropolitan areas and resort destinations frequented by those who live and work in these areas. By operating in Regions, ClubLink is able to offer golfers in their Region a wide variety of unique membership, daily fee, corporate event and resort opportunities. ClubLink is also able to obtain the benefit of operating synergies to maximize revenue and achieve economies of scale to reduce costs.

Revenue at all golf club properties is enhanced by cross-marketing, as the demographics of target markets for each are substantially similar. Revenue is further improved by TravelLink, corporate golf events, business meetings and social events that utilize golf capacity and related facilities at times that are not in high demand by ClubLink's members.

Member and Hybrid Golf Club revenue is maximized by the sale of flexible personal and corporate memberships that offer reciprocal playing privileges at ClubLink golf clubs and, on payment of an additional fee, inter-regional play within ClubLink through the TravelLink program and ClubCorp Holdings Inc. golf clubs.

Daily fee golf club revenue is maximized through unique and innovative marketing programs in conjunction with dynamic pricing.

The TravelLink program offers two levels that allow ClubLink members inter-regional access. The first level (Basic TravelLink), a free membership benefit, provides ClubLink members inter-regional access with preferred green fee pricing. Level 2 (TravelLink 2nd Home Club) is optional and provides ClubLink members with the ability to elect a second Home Club in another region for an annual fee, and allows members to receive all the benefits of a Home Club Member (access to prime tee times, practice facilities, member events).

In recent years, ClubLink has been focusing on providing enhanced value for its memberships as well as cultivating a family-type atmosphere at its golf clubs.

ClubLink also has annual membership programs, which are unique to each Region. These product offerings include Players Card and Players Club in the Ontario/Quebec Region; as well as the ClubLink Card in the Florida Region. While traditional full privilege golf members have been declining, ClubLink has been focusing on these supplemental categories to replace annual dues revenue.

(a) Ontario/Quebec

ClubLink's Ontario/Quebec Region is organized into two clusters: the major metropolitan areas of Southern Ontario and Muskoka, Ontario's premier resort area, extending from London to Huntsville to Pickering, with a particularly strong presence in the Greater Toronto Area; and Quebec/Eastern Ontario, extending from the National Capital Region to Montreal, including Mont-Tremblant, Quebec's premier resort area.

In 2018, ClubLink will operate 27 Ontario/Quebec Region Member Golf Clubs in three categories as follows:

Prestige:	Greystone, King Valley, RattleSnake Point
Platinum:	Blue Springs, DiamondBack, Eagle Creek, Emerald Hills, Fontainebleau, Glencairn, Grandview, Heron Point, Islesmere, Kanata, King's Riding, Lake Joseph, Le Maître, Rocky Crest, Wyndance
Gold:	Caledon Woods, Country Club, Eagle Ridge, Glendale, Greenhills, GreyHawk, Hautes Plaines, National Pines, Station Creek

In 2018, ClubLink will operate six Ontario/Quebec Region Hybrid Golf Clubs in three categories as follows:

Hybrid – Prestige:	Glen Abbey
Hybrid – Gold:	Cherry Downs, The Club at Bond Head, Val des Lacs
Hybrid – Silver:	Bethesda Grange, Hidden Lake

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

OVERVIEW OF BUSINESS SEGMENTS (continued)

Golf Club Operations Segment (continued)

(a) Ontario/Quebec (continued)

Hybrid Golf Clubs are available for daily fee (public) play, reciprocal access by other ClubLink Members and provide a home club for Members with reciprocal access to the ClubLink system.

In 2018, ClubLink will operate two Ontario/Quebec Region Daily Fee Golf Clubs as follows:

Daily Fee:	Grandview Inn, Rolling Hills

Going in to 2018, ClubLink will have approximately 400 Players Card memberships. Players Card annual memberships allow golfers unlimited access to Rolling Hills during spring and fall shoulder seasons in addition to twilight golf during the summer season. A fixed number of rounds certificates are also included with each Players Card.

Going in to 2018, ClubLink will have approximately 1,900 Players Club memberships. The Players Club memberships have varying degrees of access to ClubLink's daily fee golf clubs at different price points.

Players Card and Players Club member databases also provide ClubLink an opportunity to cultivate these relationships into a full privilege golf membership.

ClubLink owns sufficient land to develop an additional 18 holes at Cherry Downs Golf Club in Pickering, Grandview Golf Club in Muskoka and Rocky Crest Golf Club in Muskoka.

In 2018, ClubLink will operate The Lake Joseph Club, Rocky Crest Resort and Sherwood Inn.

The Lake Joseph Club and Rocky Crest Resort operate seasonally from May to October while Sherwood Inn is available during the off season for group and weekend bookings.

ClubLink's remaining Muskoka land holdings, excluding golf course development sites, include zoned and serviced land that are capable of supporting a substantial number of resort rooms/villas, conference facilities and residential homes.

On January 25, 2017, ClubLink sold the property that was formerly known as Grandview Resort in Huntsville, Ontario for proceeds of $5,600,000. This property had been closed since February 2012.

(b) United States

ClubLink's Florida Region includes eleven 18-hole equivalent championship golf courses.

In 2018, ClubLink is operating eight Florida Region Golf Clubs in six categories as follows:

Hybrid – Prestige:	TPC Eagle Trace
Hybrid – Platinum:	Club Renaissance, Heron Bay
Gold:	Scepter
Hybrid – Gold:	Woodlands
Hybrid – Silver:	Sandpiper
Daily Fee:	Palm Aire (Cypress/Oaks), Palm Aire (Palms)

ClubLink has been actively selling ClubLink Card Holder annual memberships in the southeast Florida marketplace. ClubLink Card Holder members have the ability to book preferred tee times at discounted green fees.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

OVERVIEW OF BUSINESS SEGMENTS (continued)

Rail and Port Operations Segment

TWC is also engaged in rail and port operations based in Skagway, Alaska which operate under the trade name "White Pass & Yukon Route". This includes a tourist railway stretching approximately 110 kilometres (67.5 miles) from Skagway, Alaska through British Columbia to Carcross, Yukon.

White Pass has continued to invest in programs to build its core operating business. As a standalone entity, White Pass has an experienced on-site management team and has been able to generate growth in the passenger traffic and corresponding US dollar revenue since its acquisition in 1997. Significant initiatives in this business segment have included capitalizing on historical relationships with the cruise lines, supporting investments to create one of the leading port facilities in southeast Alaska, including a floating dock to facilitate the Solstice class cruise ship and an investment to repower our locomotive fleet to reduce both environmental emissions and ongoing operating costs. These initiatives have affirmed White Pass as Alaska's premier shore excursion for the travelling public.

The railway was constructed by White Pass during the Klondike Gold Rush of 1898/1899 and completed in 1900. From 1900 until 1982, it was used for the carriage of general freight, ore concentrates, petroleum products and passengers. Railway operations were suspended in 1982 when a major ore concentrate customer shut down its mine. The South Klondike Highway between Whitehorse and Skagway, subsequently constructed in 1985, transferred the transportation of ore concentrates from rail to road service. The railway reopened in 1988 and has since been operating as a seasonal passenger tourism railway. TWC acquired White Pass in 1997.

White Pass operates three docks in Skagway, which support the tourist railway and provides four berths for cruise ships operating west coast schedules throughout the May to September tourist season. The largest of the three docks, with two berths, is owned while the two remaining docks are situated on state and city property and operate under long-term tideland leases.

The primary market is the cruise industry, which recognizes Skagway as a marquee port for its Alaskan cruises. White Pass maintains a symbiotic relationship with the cruise lines – carrying almost half of all cruise passengers – making it Alaska's premier shore excursion and a high volume, highly rated and profitable shore excursion for the cruise lines. The relationship is supported with an existing incentive program and extensive cooperative pre-cruise and on-board promotion. White Pass also markets to motor coach tour companies and independent travelers who arrive via ferry and the South Klondike Highway.

Corporate Operations Segment

TWC's objective at the corporate level is to identify opportunities to generate incremental returns and cash flow. Historically, the nature of these investments included debt and equity instruments in both public and private organizations. Currently, management is focused on improving the returns of the existing operating business segments.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

SELECTED FINANCIAL INFORMATION

The table below sets forth selected financial data relating to the Company's three month periods ended March 31, 2018 and March 31, 2017. This financial data is derived from the Company's unaudited consolidated financial statements, which are prepared in accordance with IFRS.

	For the three months ended		
(thousands of Canadian dollars - except as indicated)	**March 31, 2018**	March 31, 2017	% Change
OPERATING REVENUE	**$ 23,539**	$ 24,347	(3.3%)
DIRECT OPERATING EXPENSES	**22,983**	23,589	(2.6%)
NET OPERATING INCOME	**556**	758	(26.6%)
Operating margin (%)	**2.4%**	3.1%	(22.6%)
Amortization of membership fees	**1,654**	1,918	(13.8%)
Depreciation and amortization	**(6,343)**	(6,514)	(2.6%)
Land lease rent	**(1,161)**	(1,304)	(11.0%)
Interest, net	**(4,037)**	(4,078)	(1.0%)
Gain on sale of capital assets	**163**	2,104	(92.3%)
Other expense, net	**(744)**	8	N/A
Income tax recovery	**2,611**	3,493	(25.3%)
NET LOSS	**$ (7,301)**	$ (3,615)	(102.0%)
BASIC AND DILUTED LOSS PER SHARE	**$ (0.27)**	$ (0.13)	(107.7%)
FUNDS FROM OPERATIONS	**$ (3,480)**	$ (3,779)	7.9%

Summary of Canadian/US Exchange Rates Used for Translation Purposes

The following exchange rates translate one US dollar into the Canadian dollar equivalent.

	March 31, 2018	December 31, 2017	March 31, 2017
Balance Sheet	**1.2894**	1.2545	1.3299
Statement of Earnings	**1.2648**	1.2980	1.3230

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

FIRST QUARTER 2018 CONSOLIDATED OPERATING HIGHLIGHTS

Net loss increased to $7,301,000 for the three month period ended March 31, 2018 from $3,615,000 in 2017 primarily due to a $2,104,000 gain on the sale of Grandview Resort recorded in 2017.

Basic and diluted loss per share was 27 cents per share for the three month period ended March 31, 2018, compared to a loss of 13 cents per share in 2017.

The exchange rate used for translating US denominated earnings has changed to a quarterly average of 1.2648 for the three months ended March 31, 2018 from 1.3230 for the three month period ended March 31, 2017 due to the strengthening of the Canadian dollar over the one year period.

Consolidated operating revenue decreased 3.3% to $23,539,000 for the three month period ended March 31, 2018 from $24,347,000 in 2017, due in part to the stronger Canadian dollar used to translate the US based revenue.

Consolidated operating expenses decreased 2.6% to $22,983,000 for the three month period ended March 31, 2018 from $23,589,000 in 2017.

Net operating income for the Canadian golf club operations segment increased 24.6% to $2,986,000 in 2018 from $2,397,000 in 2017.

Net operating income for US golf club operations segment decreased 32.8% to US $1,294,000 in 2018 from US $1,926,000 in 2017. The Florida golf market continues to be a very competitive market with discounting of green fee rates.

Net operating loss for the rail and port operations changed slightly to US $2,609,000 from US $2,601,000 in 2017.

Consolidated net operating income decreased 26.6% to $556,000 for the three month period ended March 31, 2018 from $758,000 in 2017.

Amortization of membership fees decreased 13.8% to $1,654,000 from $1,918,000 in 2017 due to the completion of the amortization periods of revenue for members that joined in 2004. This was completed in 2017.

Interest, net decreased 1.0% to $4,037,000 for the three month period ended March 31, 2018 from $4,078,000 in 2017 due primarily to a 4.0% decline in borrowings year over year offset by an increase in US interest rates.

The overall effective tax rate for the three months ended March 31, 2018 was 26.3% as compared to 49.2% in 2017 due to a decline in the US effective tax rate used for the Company's US operations.

RESULTS OF OPERATIONS BY BUSINESS SEGMENT

The results of operations by business segment should be read in conjunction with the segmented information contained in note 14 of the consolidated financial statements for the period ended March 31, 2018.

(thousands of Canadian dollars)	For the three months ended **March 31, 2018**	March 31, 2017	% Change
Operating revenue by segment			
Canadian golf club operations	**$ 14,878**	$ 14,189	4.9%
US golf club operations	**8,474**	9,960	(14.9%)
Rail and port operations	**187**	198	(5.6%)
Operating revenue	**$ 23,539**	$ 24,347	(3.3%)
Net operating income by segment			
Canadian golf club operations	**$ 2,986**	$ 2,397	24.6%
US golf club operations	**1,637**	2,548	(35.8%)
Rail and port operations	**(3,299)**	(3,442)	(4.2%)
Corporate operations	**(768)**	(745)	3.1%
Net operating income	**$ 556**	$ 758	(26.6%)

Capital expenditures are summarized as follows:

(thousands of Canadian dollars)	For the three months ended **March 31, 2018**	March 31, 2017
Operating capital		
Canadian golf club operations	**$ 1,237**	$ 783
US golf club operations	**35**	66
Rail and port operations	**472**	467
	1,744	1,316
Expansion capital		
Canadian golf club operations	**376**	526
Rail and port operations	**3,965**	463
	4,341	989
Total capital expenditures	**$ 6,085**	$ 2,305

RESULTS OF OPERATIONS BY BUSINESS SEGMENT (continued)

Review of Canadian Golf Club Operations for the Period Ended March 31, 2018

Summary of Canadian Golf Club Operations

(statistics)	For the three months ended March 31, 2018	March 31, 2017	% Change
18-hole equivalent championship courses	**42.5**	42.5	-
Championship golf rounds	**2,000**	3,000	(33.3%)
Full privilege golf members	**14,915**	14,907	0.1%

(thousands of Canadian dollars)	For the three months ended March 31, 2018	March 31, 2017	% Change
Operating revenue	**$ 14,878**	$ 14,189	4.9%
Direct operating expenses	**11,892**	11,792	(0.8%)
Net operating income	**2,986**	2,397	24.6%
Amortization of membership fees	**1,576**	1,844	(14.5%)
Depreciation and amortization	**(3,484)**	(3,580)	(2.7%)
Land lease rent	**(1,102)**	(1,242)	(11.3%)
Real estate gain	**163**	2,104	(92.3%)
Other income (expense), net	**(196)**	9	N/A
Segment earnings before interest and income taxes	**$ (57)**	$ 1,532	N/A
Operating margin	**20.1%**	16.9%	18.9%

Canadian Golf Club Operating Revenue

Canadian golf club operating revenue is recorded as follows:

(thousands of Canadian dollars)	For the three months ended March 31, 2018	March 31, 2017	% Change
Annual dues	**$ 12,535**	$ 12,212	2.6%
Corporate events, guest fees, cart rentals and services	**79**	86	(8.1%)
Food and beverage	**1,246**	945	31.9%
Merchandise, rooms and other	**1,018**	946	7.6%
Total	**$ 14,878**	$ 14,189	4.9%

RESULTS OF OPERATIONS BY BUSINESS SEGMENT (continued)

Review of Canadian Golf Club Operations for the Period Ended March 31, 2018 (continued)

Canadian Golf Club Direct Operating Expenses

Canadian golf club direct operating expenses are recorded as follows:

(thousands of Canadian dollars)	For the three months ended **March 31, 2018**	March 31, 2017	% Change
Cost of sales	**$ 520**	$ 474	9.7%
Labour and employee benefits	**6,471**	6,148	5.3%
Utilities	**1,261**	1,427	(11.6%)
Selling, general and administrative	**815**	958	(14.9%)
Property taxes	**790**	779	1.4%
Insurance	**407**	370	10.0%
Repairs and maintenance	**532**	559	(4.8%)
Fertilizers and pest control products	**13**	22	(40.9%)
Fuel and oil	**50**	34	47.1%
Other operating expenses	**1,033**	1,021	1.2%
Total direct operating expenses	**$ 11,892**	$ 11,792	0.8%

Labour and employee benefits increased 5.3% for the three months ended March 31, 2018 in part due to the increase in Ontario's minimum wage rate in 2018 and other benefits enacted by Ontario Bill 148. Due to the fact that there is minimal seasonal staff during the offseason, the impact of these changes won't be fully recognized until the second and third quarters.

Canadian Membership Fees

Full privilege golf members increased slightly to 14,915 on March 31, 2018 from 14,907 on March 31, 2017.

Changes in golf members and future membership fee instalments are as follows:

	Three months ended March 31, 2018		Year ended December 31, 2017		Three months ended March 31, 2017	
(thousands of Canadian dollars)	**Golf Members**	**Future Membership Fee Instalments**	Golf Members	Future Membership Fee Instalments	Golf Members	Future Membership Fee Instalments
Balance, beginning of period	**14,991**	**$ 24,100**	15,077	$ 26,205	15,077	$ 26,205
Sales to new members	**453**	**1,214**	1,228	5,044	304	1,367
Reinstated members	**35**	**53**	208	315	31	84
Transfer and upgrade fees from existing members	**-**	**70**	-	635	-	29
Resignations and terminations	**(564)**	**(1,425)**	(1,522)	(4,129)	(505)	(1,500)
Instalments received in cash	**-**	**(437)**	-	(3,970)	-	(481)
Balance, end of period (Full Privilege)	**14,915**	**$ 23,575**	14,991	$ 24,100	14,907	$ 25,704

Management is expecting 2018 revenue from the amortization of membership fees to be $6.6 million compared to approximately $7.7 million in 2017. This decline is primarily the result of the members that joined in 2004 completing their amortization period in 2017. Commencing in 2018, this group of members will continue to generate revenue on a cash received basis.

The average membership fee contract per new member has declined to $2,680 for the three month period ended March 31, 2018 as compared to $4,497 for the same period in 2017 due to membership reward programs in place for 2018 to help facilitate referral of new members.

RESULTS OF OPERATIONS BY BUSINESS SEGMENT (continued)

Review of US Golf Club Operations for the Period Ended March 31, 2018

Summary of US Golf Club Operations

	For the three months ended		
(statistics)	**March 31, 2018**	March 31, 2017	% Change
18-hole equivalent championship golf courses	**11.0**	11.0	-
Championship golf rounds	**139,000**	144,000	(3.5%)
Full privilege golf members	**988**	1,093	(9.6%)

	For the three months ended		
(thousands of dollars)	**March 31, 2018**	March 31, 2017	% Change
Operating revenue	**$ 6,700**	$ 7,528	(11.0%)
Direct operating expenses	**5,406**	5,602	(3.5%)
Net operating income	**1,294**	1,926	(32.8%)
Amortization of membership fees	**62**	56	10.7%
Depreciation and amortization	**(467)**	(455)	2.6%
Other income, net	**238**	141	68.8%
Segment earnings before interest and income taxes (US dollars)	**1,127**	1,668	(32.4%)
Exchange	**235**	493	(52.3%)
Segment earnings before interest and income taxes (Cdn dollars)	**$ 1,362**	$ 2,161	(37.0%)
Operating margin (%)	**19.3%**	25.6%	(24.6%)

RESULTS OF OPERATIONS BY BUSINESS SEGMENT (continued)

Review of US Golf Club Operations for the Period Ended March 31, 2018 (continued)

US Golf Club Operating Revenue

US golf club operating revenue is recorded as follows:

(thousands of dollars)	For the three months ended March 31, 2018	March 31, 2017	% Change
Annual dues	**$ 1,271**	$ 1,395	(8.9%)
Corporate events, guest fees, cart rentals and services	**4,296**	4,811	(10.7%)
Food and beverage	**842**	973	(13.5%)
Merchandise and other	**291**	349	(16.6%)
Subtotal (US dollars)	**6,700**	7,528	(11.0%)
Exchange	**1,774**	2,432	(27.1%)
Total (Cdn dollars)	**$ 8,474**	$ 9,960	(14.9%)

US Golf Club Direct Operating Expenses

US golf club direct operating expenses are recorded as follows:

(thousands of dollars)	For the three months ended March 31, 2018	March 31, 2017	% Change
Cost of sales	**$ 547**	$ 590	(7.3%)
Labour and employee benefits	**2,240**	2,253	(0.6%)
Utilities	**315**	344	(8.4%)
Property taxes	**924**	904	2.2%
Selling, general and administrative	**48**	35	37.1%
Insurance	**127**	114	11.4%
Repairs and maintenance	**197**	176	11.9%
Fertilizers and pest control products	**96**	137	(29.9%)
Fuel and oil	**52**	47	10.6%
Management fee	**115**	115	-
Other operating expenses	**745**	887	(16.0%)
Subtotal (US dollars)	**5,406**	5,602	(3.5%)
Exchange	**1,431**	1,810	(20.9%)
Total direct operating expenses (Cdn dollars)	**$ 6,837**	$ 7,412	(7.8%)

RESULTS OF OPERATIONS BY BUSINESS SEGMENT (continued)

Review of Rail and Port Operations for the Period Ended March 31, 2018

Summary of Rail and Port Operations

	For the three months ended		
(thousands of dollars)	**March 31, 2018**	March 31, 2017	% Change
Operating revenue	**$ 148**	$ 150	(1.3%)
Direct operating expenses	**2,757**	2,751	0.2%
Net operating loss (US dollars)	**(2,609)**	(2,601)	0.3%
Depreciation and amortization	**(1,793)**	(1,763)	1.7%
Land lease rent	**(47)**	(47)	-
Other expense, net	**(193)**	(13)	N/A
Segment loss before interest and income taxes (US dollars)	**(4,642)**	(4,424)	15.0%
Exchange	**(1,228)**	(1,429)	(14.1%)
Segment loss before interest and income taxes (Cdn dollars)	**$ (5,870)**	$ (5,853)	7.9%

Rail and Port Operating Revenue

Rail and port operating revenue is recorded as follows:

	For the three months ended		
(thousands of dollars)	**March 31, 2018**	March 31, 2017	% Change
Railroad	**$ -**	$ -	-
Port	**98**	93	5.4%
Merchandise	**2**	3	(33.3%)
Other	**48**	54	(11.1%)
Subtotal (US dollars)	**148**	150	(1.3%)
Exchange	**39**	48	(18.8%)
Total (Cdn dollars)	**$ 187**	$ 198	(5.6%)

RESULTS OF OPERATIONS BY BUSINESS SEGMENT (continued)

Rail and Port Direct Operating Expenses

Rail and port direct operating expenses are recorded as follows:

(thousands of dollars)	For the three months ended March 31, 2018	March 31, 2017	% Change
Cost of sales	**$ 22**	$ 11	100.0%
Labour and employee benefits	**1,106**	1,094	1.1%
Utilities	**65**	58	12.1%
Selling, general and administrative	**333**	311	7.1%
Property taxes	**568**	577	(1.6%)
Insurance	**421**	392	7.4%
Repairs and maintenance	**30**	64	(53.1%)
Fuel and oil	**31**	26	19.2%
Other operating expenses	**181**	218	(17.0%)
Subtotal (US dollars)	**2,757**	2,751	0.2%
Exchange	**729**	889	(18.0%)
Total direct operating expenses (Cdn dollars)	**$ 3,486**	$ 3,640	(4.2%)

Review of Corporate Operations for the Period Ended March 31, 2018

Corporate operations direct operating expenses are recorded as follows:

(thousands of Canadian dollars)	For the three months ended March 31, 2018	March 31, 2017	% Change
Labour and employee benefits	**$ 425**	$ 392	8.4%
Insurance	**36**	36	-
Selling, general and administrative expenses	**307**	317	(3.2%)
	$ 768	$ 745	3.1%

FINANCIAL CONDITION

Assets

Total assets increased 3.1% to $649,279,000 at March 31, 2018 from $630,054,000 at December 31, 2017. This compares to $685,578,000 at March 31, 2017.

Liabilities

Total liabilities increased 5.9% to $421,382,000 at March 31, 2018 from $398,066,000 at December 31, 2017. This compares to $451,624,000 at March 31, 2017.

FINANCIAL CONDITION (continued)

Shareholders' Equity

Consolidated shareholders' equity at March 31, 2018 totaled $227,897,000 or $8.33 per share, compared to $233,158,000 or $8.48 per share at December 31, 2017 and $233,954,000 or $8.56 per share at March 31, 2017. The number of common shares remained at 27,345,540 shares as at March 31, 2018 compared to December 31, 2017 and March 31, 2017.

The following is a summary of the common share activity:

	For the three months ended	
(number of shares)	**March 31, 2018**	March 31, 2017
Balance, beginning of period	**27,345,540**	27,345,540
Shares issued/cancelled	**-**	-
Balance, end of period	**27,345,540**	27,345,540

The Company has recorded a positive adjustment to its accumulated other comprehensive earnings account of $2,587,000 due to the translation of one US dollar into 1.2894 Canadian dollars at March 31, 2018 compared to 1.2545 at December 31, 2017. This change has a corresponding impact on the assets and liabilities having a base currency of US dollars.

LIQUIDITY AND CAPITAL RESOURCES

TWC's objective is to ensure that capital resources are readily available to meet obligations as they become due, to complete its approved capital expenditure program and to take advantage of attractive acquisitions as they arise. TWC's capital availability and demonstrated ability to execute transactions give it a competitive advantage in corporate development opportunities.

A summarized statement of cash flows is as follows:

	For the three months ended	
(thousands of Canadian dollars)	**March 31, 2018**	March 31, 2017
Cash provided by operating activities	**$ 22,047**	$ 17,070
Operating property, plant and equipment expenditures	**(1,744)**	(1,316)
Expansion property, plant and equipment expenditures	**(4,341)**	(989)
Proceeds from sale of assets	**180**	5,074
Revolving borrowings	**(9,162)**	(12,635)
Non-revolving borrowings – amortization payments	**(4,795)**	(4,544)
Finance lease obligations, net	**(285)**	(527)
Mortgages and loans receivable	**(1,628)**	-
Other	**(504)**	(2,636)
Net change in cash during the period	**(232)**	(503)
Cash, beginning of period	**848**	2,382
Cash, end of period	**$ 616**	$ 1,879

LIQUIDITY AND CAPITAL RESOURCES (continued)

Funds and adjusted funds from operations are calculated as follows:

(thousands of Canadian dollars)	For the three months ended March 31, 2018	March 31, 2017
Net loss	**$ (7,301)**	$ (3,615)
Depreciation of property, plant and equipment	**6,081**	6,241
Amortization of intangible assets	**262**	273
Deferred income tax recovery	**(1,177)**	(3,308)
Amortization of membership fees	**(1,654)**	(1,918)
Collection of membership fee instalments	**472**	652
Gain on sale of capital assets	**(163)**	(2,104)
Funds from operations	**(3,480)**	(3,779)
Operating capital expenditures	**(1,744)**	(1,316)
Adjusted funds from operations	**$ (5,224)**	$ (5,095)

Please see page 3 for a description and definition of the funds from operations calculations.

The Company currently has a working capital deficiency, which is as follows:

(thousands of Canadian dollars)	March 31, 2018	March 31, 2017
Current assets	**$ 27,776**	$ 26,449
Current liabilities	**94,844**	130,714
Working capital deficiency	**$ (67,068)**	$ (104,265)

The Company has typically always had a working capital deficiency at each year-end and quarter-end date due to the nature of its operations and financing arrangements. The Company expects this situation to continue. Reasons for the working capital deficiency include:

i) First quarter-end is prior to the operating season for both of its major business segments (rail and port operations as well as Canadian golf operations) which causes the working capital deficiency to be particularly acute;

ii) The minimum principal debt amortization repayments get funded monthly from the future operations which has not yet been reflected in the working capital balances;

iii) The Company is typically a net borrower- any excess cash gets applied against its lines of credit;

iv) Revenue is collected in advance for the Canadian and US golf operations in the form of event deposits and annual dues collected in advance which gets reflected as a current liability;

v) Neither of the Company's two major lines of credit are current obligations and are part of $60,767,000 in available lines of credit at March 31, 2018 compared to $77,398,000 at March 31, 2017.

Notwithstanding the deficiency, management believes the Company is in a stable liquidity position due to the reasons noted above.

LIQUIDITY AND CAPITAL RESOURCES (continued)

The analysis of TWC's liquidity is as follows:

(thousands of Canadian dollars)	**Availability as at March 31, 2018**		Availability as at December 31, 2017		Availabilty as at March 31, 2017	
	Maximum	**Available**	Maximum	Available	Maximum	Available
Cash	**$ 616**	**$ 616**	$ 848	$ 848	$ 1,879	$ 1,879
Revolving line of credit (US Golf)	**12,894**	**-**	12,545	-	13,299	13,299
Revolving line of credit (corporate)	**70,000**	**7,557**	70,000	5,315	70,000	22,607
Revolving line of credit (rail)	**33,060**	**2,594**	32, 165	7,331	37,211	24,613
Related party revolving line of credit	**50,000**	**50,000**	50,000	38,233	50,000	15,000
	$ 166,570	**$ 60,767**	$ 165,558	$ 51,727	$ 172,389	$ 77,398

Funds will be used during 2018 for operating capital expenditures, expansion capital expenditures and to pay debt obligations as they become due.

Based on TWC's financial position at March 31, 2018, and projected future earnings, management expects to be able to fund its working capital requirements, and meet its other obligations including debt repayments.

The following is an analysis of the Company's net borrowings and their characteristics on March 31, 2018 compared to December 31, 2017:

(thousands of Canadian dollars)	**Interest Rate March 31, 2018**	Interest Rate December 31, 2017	**Total Indebtedness March 31, 2018**	Total Indebtedness December 31, 2017	**Average Term to Maturity (Yrs) March 31, 2018**	Average Term to Maturity (Yrs) December 31, 2017
Revolving (US golf)	**3.44%**	3.11%	**$ 10,000**	$ 10,000	**1.75**	2.00
Revolving (rail)	**3.29%**	3.12%	**23,628**	19,796	**0.75**	0.92
Revolving (related party)	**3.31%**	2.99%	**-**	-	**N/A**	N/A
Non-revolving	**8.00%**	8.00%	**12,312**	12,472	**11.50**	11.75
Term loan	**4.69%**	4.38%	**19,813**	20,278	**2.42**	2.67
Exchange	**-**	-	**19,029**	15,918	**-**	-
Subtotal US borrowings	**4.61%**	4.50%	**84,782**	78,464		
Revolving (corporate)	**3.32%**	3.12%	**61,425**	63,667	**1.25**	1.50
Revolving (related party)	**3.31%**	2.99%	**-**	11,767	**N/A**	N/A
Non-revolving	**7.09%**	7.10%	**142,149**	146,155	**7.20**	7.44
Finance lease obligations	**3.92%**	3.86%	**1,558**	1,840	**1.57**	1.67
Subtotal CDN borrowings	**5.96%**	5.72%	**205,132**	223,429		
Gross borrowings	**5.56%**	5.41%	**289,914**	301,893		
Cash			**(616)**	(848)		
Net borrowings			**$ 289,298**	$ 301,045		

LIQUIDITY AND CAPITAL RESOURCES (continued)

TWC's consolidated borrowings include revolving lines of credit, non-revolving mortgages, term loan and finance lease obligations. The following table illustrates future maturities and amortization payments of consolidated borrowings for the next five years and thereafter as at March 31, 2018:

(thousands of Canadian dollars)	Revolving Maturities	Amortization Payments	Non-revolving Maturities	Finance Lease Obligations	**Total Borrowings**
Balance of 2018	$ -	$ 14,898	$ -	$ 692	**$ 15,590**
2019	104,785	20,987	-	528	**126,300**
2020	-	21,563	19,751	223	**41,537**
2021	-	21,441	-	115	**21,556**
2022	-	21,717	-	-	**21,717**
2023 and thereafter	-	63,214	-	-	**63,214**
	$ 104,785	$ 163,820	$ 19,751	$ 1,558	**$ 289,914**

TWC expects to meet its 2018 mortgage and term loan debt obligations by way of funds from operations, and using unutilized lines of credit if necessary.

Operating Activities

Cash provided by operating activities has increased to $22,047,000 in 2018 from $17,070,000 in 2017 due to timing differences in working capital year over year.

Investing Activities

Cash used in investing activities was $6,288,000 in 2018 compared to cash from investing activities of $762,000 in 2017 as a result of the proceeds on real estate sale in the amount of $5,074,000 in 2017.

Financing Activities

Financing activities repayments were $16,422,000 in 2018 compared to $18,300,000 in 2017.

RELATED PARTY TRANSACTIONS

The immediate parent and controlling party of the Company is Paros Enterprises Limited ("Paros") and its parents – S.N.A. Management Limited. These companies are privately-owned companies whose shareholder is the Chairman, President and Chief Executive Officer of the Company – K. (Rai) Sahi.

K. (Rai) Sahi, the Chairman, President and Chief Executive Officer of the Company is also the controlling shareholder of Morguard Corporation ("Morguard").

The Company has provided an unsecured revolving demand credit facility to Morguard in the amount of $30,000,000, with no fixed maturity date. The facility bears interest at TWC's short-term borrowing rate plus 10 basis points. Morguard has provided an unsecured revolving demand credit facility to TWC in the amount of $50,000,000 with no fixed maturity date. This facility bears interest at Morguard's short term borrowing rate plus 10 basis points. As at December 31, 2017, the total loan payable outstanding on this facility was $11,767,000, and interest incurred amounted to $400,000. Net interest payable at December 31, 2017 was $28,000. As at March 31, 2018, the total loan receivable outstanding on this facility was $1,628,000 (March 31, 2017 – $35,000,000 loan payable), and interest incurred amounted to $80,000 (March 31, 2017 – $205,000). Net interest payable at March 31, 2018 was $39,000 (March 31, 2017 – $186,000).

RELATED PARTY TRANSACTIONS (continued)

The Company has provided an unsecured revolving demand credit facility to Paros in the amount of $5,000,000, with no fixed maturity date. This facility bears interest at prime plus 1%. During 2018 and 2017, there were no advances or repayments under this facility.

Paros has provided an unsecured revolving demand credit facility to TWC in the amount of $5,000,000 with no fixed maturity date. This facility bears interest at prime plus 1%. During 2018 and 2017, there were no advances or repayments under this facility.

The purpose of these credit facilities is to allow each of the above entities to manage its financing activities in the most effective manner.

The Company receives managerial and consulting services from Morguard. The Company paid a management fee of $60,000 for the period ended March 31, 2018 (March 31, 2017 - $60,000), under a contractual agreement, which is included in operating expenses. Morguard provides back-office services to ClubLink US Corporation. The Company paid a management fee of US$115,000 (CDN$145,000) for the period ended March 31, 2018 (March 31, 2017 - US$115,000; CDN$152,000) under a contractual agreement, which is included in direct operating expenses.

A total of US$13,000 of rental revenue was earned by TWC for the period ended March 31, 2018 (March 31, 2017 - US$13,000) from Morguard relating to a shared office facility in Florida.

The Company has an officer loan outstanding in the amount of $1,258,000 (December 31, 2017 – $1,258,000; March 31, 2017 – $1,258,000). The officer loan bears interest at a market rate determined by the Compensation Committee of the Board of Directors of the Company which is 3.20% per annum (2017 – 2.70%), matures March 31, 2020, and was incurred to purchase common shares of a subsidiary that have subsequently been exchanged for common shares of the Company. The Company has indicated its intention to enforce the payment terms of these loans in the event of a decline in market value of the shares. The common shares financed by these loans, which are being held by the Company as collateral, had a market value of $1,877,000 at March 31, 2018 (December 31, 2017 – $2,049,000; March 31, 2017 – $1,808,000).

All related party transactions were made in the ordinary course of business and on substantially the same terms including interest rates and security as for comparable transactions with parties of a similar standing.

SUMMARY OF FINANCIAL RESULTS BY QUARTER

The table below sets forth selected financial data for the most recent nine quarters ending March 31, 2018. The financial data is derived from the Company's unaudited interim financial statements, which are prepared in accordance with IFRS as follows:

(thousands of Canadian dollars,	**2018**	2017				2016			
except per share amounts)	**Mar. 31**	Dec. 31	Sep. 30	Jun. 30	Mar. 31	Dec. 31	Sep. 30	Jun. 30	Mar. 31
Total assets	**$ 649,279**	$ 630,054	$ 680,979	$ 702,854	$ 685,578	$ 679,116	$ 690,478	$ 699,487	$ 687,861
Operating revenue	**23,539**	28,413	97,371	69,494	24,347	28,865	94,464	70,033	24,839
Net operating income	**556**	819	39,467	19,484	758	1,427	37,334	18,973	1,129
Operating margin (%)	**2.4**	2.9	40.5	28.1	3.1	5.0	39.5	27.1	4.6
Net earnings (loss)	**(7,301)**	(19,581)	19,466	5,748	(3,615)	(1,158)	18,168	6,165	(5,421)
Basic earnings (loss) per share	**(0.27)**	(0.72)	0.71	0.21	(0.13)	(0.04)	0.66	0.23	(0.20)
Eligible stock dividends per share	**-**	-	-	-	-	-	-	-	0.075
Eligible cash dividends per share	**0.02**	0.02	0.02	0.02	0.02	0.02	0.02	0.02	-

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

SEASONALITY

The quarterly earnings performance of the Company reflects the highly seasonal nature of both business segments. The majority of revenue and earnings from the Canadian golf operations and the rail and port operations segments occur during the second and third quarters of the year. Accordingly, the quarterly reported net earnings of the Company will fluctuate with those of the underlying business segments.

DISCLOSURE CONTROLS AND PROCEDURES

TWC's Chairman, President and Chief Executive Officer ("CEO") and its Chief Financial Officer ("CFO") are responsible for establishing and maintaining the Company's disclosure controls and procedures. Our disclosure controls are designed to provide reasonable assurance that information required to be disclosed by TWC is recorded, processed, summarized and reported within the time periods specified under Canadian securities laws, and include controls and procedures that are designed to ensure that information is accumulated and communicated to management, including the CEO and CFO, to allow timely decisions regarding required disclosure.

MANAGEMENT'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

The Company's management is responsible for establishing and maintaining adequate internal control over financial reporting.

The Company's internal control over financial reporting includes those policies and procedures that: (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of TWC's assets; (ii) provide reasonable assurance that transactions are recorded appropriately to permit preparation of financial statements in accordance with generally accepted accounting principles, and that our receipts and expenditures are being made only in accordance with authorization of our management and directors; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of our assets that could have a material effect on the financial statements.

There were no changes in internal control over financial reporting that occurred during the Company's most recent quarter that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

OUTLOOK

Canadian Golf Club Operations

Management is expecting 2018 revenue from the amortization of membership fees to be approximately $7.0 million compared to $8.0 million in 2017. This decline is primarily the result of the members that joined in 2004 completing their amortization period in 2017. Commencing in 2018, this group of members will continue to generate revenue on a cash received basis.

In general, membership fee collections have been declining over the last five years due to the downward pressure from our competitors and an oversupply of golf courses in the markets that the company operates. The average membership price for 2017 was $4,107 as compared to $5,996 for fiscal 2016 and $9,202 in 2015. This trend is expected to continue in the short-term. Inflationary increases for annual dues are still the norm.

In May 2017, the Ontario government introduced a number of changes to the Employment and Labour Laws of the province including a 30% increase in minimum wage between then and January 1, 2019. This is expected to have a significant impact on the Company's Ontario golf operations starting in 2018. Enhanced price increases for Ontario annual dues have been processed for 2018. The Company has also incorporated price increases for food and beverage and golf revenue where appropriate. It is expected that the minimum wage impact will negatively impact the Company's ability to earn membership fees in the future.

Highland Gate Development

TWC has been pursuing the development of its Highland Gate Golf Club in Aurora, Ontario as part of a 50/50 joint venture with Geranium Homes.

TWC is pleased to report that a settlement was reached on December 1, 2016 as part of a consent conference conducted with the Ontario Municipal Board (OMB). This settlement involves the Town of Aurora, the local ratepayers and the joint venture.

The settlements result in a revised development plan that contains fewer single family detached homes than originally proposed (159 instead of 184), a reduction in the height of the proposed multi-unit residential building from ten to seven storeys with 114 units, the addition of a 10-metre landscaped buffer between existing rear yards and adjacent new streets, an increase in the extent of off-street trails from 4.4 to 7.6 kilometres resulting in a total pedestrian network consisting of 10.2 kilometres, and building a major new 21-acre park in the first phase of the development.

The sales office opened on July 24, 2017 and servicing of the 45 lots in Phase 1a commenced on October 23, 2017.

Glen Abbey Development

ClubLink Corporation ULC and ClubLink Holdings Limited, wholly owned subsidiaries of TWC have announced a long-term plan to transform Glen Abbey Golf Club and dedicate more than half of the privately-owned site (approximately 124 acres) to the public as permanent, publicly accessible green space by filing three development applications on November 10, 2016 with the Town of Oakville. The mixed-use development on the remainder of the site will deliver approximately 107,000 sf office and 69,000 sf retail space, along with a housing development consisting of 3,222 units compatible with the current character of the Oakville community and consistent with the provincial directive to focus growth within Oakville's built boundary.

The proposed redevelopment of the golf course from the Sixteen Mile Creek valley will also enable this portion of the Lands to be re-naturalized and dedicated to public use, as a condition of approval of the redevelopment proposal. This would provide an opportunity for all members of the community to enjoy these lands and allow the Town to establish an important publicly-accessible connection within the valley on both the North and South sides of our property.

The total of permanent publicly-accessible green space available under ClubLink's proposed redevelopment is 124 acres or 54 per cent of the overall site. The proposal's tree canopy plan achieves 42 per cent, which is above the Town of Oakville's 40 per cent target.

ClubLink's 3 development applications, Official Plan and zoning by-law amendments and the Draft Plan of Subdivision, have been deemed complete on November 10, 2016, the date they were received by the Town. Each of these applications have been appealed to the OMB and a pre-hearing conference was held on April 27, 2018.

On August 21, 2017, Oakville Council endorsed a Notice of Intention to Designate the Glen Abbey property. On December 20, 2017, Oakville Council Designated the Glen Abbey property as a significant cultural heritage landscape under by-law 2017-138.

OUTLOOK (continued)

Glen Abbey Development (continued)

On September 25, 2017, ClubLink requested the Town to schedule a Ontario Heritage Act section 34 pre-consultation meeting to demolish and remove 16 buildings and the golf course. The Town responded by saying our request was beyond the scope of a section 34 application and made an application to Ontario's Superior Court asking for confirmation of the Town's interpretation. ClubLink filed a section 34 application on November 21, 2017, and also made an application to Ontario's Superior Court asking for confirmation that ClubLink had filed a valid section 34 application. The two Superior Court applications will be heard together on July 16 and 17, 2018. In accordance with the court's scheduling order, Oakville Council reviewed and refused our application on February 12, 2018. The Company's OMB appeal of Council's decision will be held in abeyance until the courts have made a final decision on the court applications.

On January 30, 2018, Oakville Council passed a Town-wide cultural heritage landscape conservation plan by-law and a site specific plan for Glen Abbey. Council also passed conforming amendments to several other by-laws. On February 6, 2018, ClubLink filed an application to Ontario's Superior Court to quash the by-laws approved on January 30, 2018.

The development approval process at Glen Abbey may take several years and consequently its business as usual.

US Golf Club Operations

ClubLink is working with a local developer to explore development options at Woodlands Country Club, with the possibility of entering into a joint venture.

Rail and Port Operations

Based on data provided by Cruise Line Agencies of Alaska, the Company is expecting approximately 950,000 cruise ship passengers in 2018, an increase of 104,000 passengers compared to 2017.

TWC Enterprises Limited ("TWC") announced its intention to undertake a strategic review of its investment in White Pass & Yukon Route. The Board of Directors has appointed Brookfield Financial Securities LP as a financial advisor to assist in the process.

TWC does not intend to disclose further developments or updates with respect to this process unless and until its board of directors approves a specific transaction or otherwise concludes the review of strategic opportunities. There can be no assurance that TWC will enter into any transaction at this time or in the future.

Based on data provided by Cruise Line Agencies of Alaska, the Company is expecting approximately 1,035,000 cruise ship passengers in 2019, an increase of 189,000 or 22% over 2017 levels.

Corporate Operations

The Company believes it is well positioned to capitalize on its unique assets and their competitive strengths. The Company anticipates that the current economic environment will offer opportunities to add quality assets. With the strength of the existing brands, experienced management, and a focus on cost control, stable returns are expected. Both business segments are diligently controlling discretionary spending. Currency fluctuations may continue to impact reported results.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

ADDITIONAL INFORMATION

Additional information concerning the Company, as well as the Company's Annual Information Form is available on SEDAR (www.sedar.com) and the investor relations section of the Company's website (www.twcenterprises.ca).

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The condensed consolidated interim financial statements (the "financial statements") and management's discussion and analysis of operations contained in this quarterly report are the responsibility of the Company's management. To fulfill this responsibility, the Company maintains a system of internal controls to ensure that its reporting practices and accounting and administrative procedures are appropriate and provide assurance that relevant and reliable financial information is produced. The financial statements have been prepared in conformity with International Financial Reporting Standards and, where appropriate, reflect estimates based on management's best judgment in the circumstances. The financial information presented throughout this quarterly report is consistent with the information contained in the financial statements.

The financial statements have been further examined by the Board of Directors and by its Audit Committee, which meets regularly with the auditors and management to review the activities of each. The Audit Committee, which is comprised of three independent directors, who are not officers of the Company, reports to the Board of Directors.

K. (Rai) Sahi
Chairman, President and Chief Executive Officer

Andrew Tamlin
Chief Financial Officer

May 3, 2018

TWC ENTERPRISES LIMITED
Interim Condensed Consolidated Balance Sheets (Unaudited)

(thousands of Canadian dollars)	Notes	**March 31, 2018**	December 31, 2017	March 31, 2017
ASSETS			(restated-note 2)	(restated-note 2)
Current				
Cash		**$ 616**	$ 848	$ 1,879
Accounts receivable		**13,514**	6,519	12,107
Mortgages and loans receivable	13	**1,634**	6	6
Inventories and prepaid expenses		**12,012**	6,368	12,457
		27,776	13,741	26,449
Mortgages and loans receivable		**1,445**	1,445	1,450
Other assets	4	**19,674**	19,088	13,671
Property, plant and equipment	5	**582,674**	577,841	593,463
Intangible assets	6	**17,710**	17,939	18,940
Goodwill	7	**-**	-	31,605
Total assets		**$ 649,279**	$ 630,054	$ 685,578
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current				
Accounts payable and accrued liabilities	8	**$ 23,091**	$ 23,317	$ 25,570
Borrowings	9	**20,778**	32,362	55,435
Prepaid annual dues and deposits		**50,975**	12,720	49,709
		94,844	68,399	130,714
Borrowings	9	**268,179**	268,474	243,554
Deferred membership fees	2,10	**11,790**	12,957	15,430
Deferred income tax liabilities	2	**46,569**	47,066	61,926
Total liabilities		**421,382**	396,896	451,624
Shareholders' equity				
Share capital	11	**111,987**	111,987	111,987
Retained earnings	2	**89,953**	97,801	93,809
Accumulated other comprehensive earnings		**25,957**	23,370	28,158
Total shareholders' equity		**227,897**	233,158	233,954
Total liabilities and shareholders' equity		**$ 649,279**	$ 630,054	$ 685,578

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

TWC ENTERPRISES LIMITED

Interim Condensed Consolidated Statements of Earnings (Loss) and Comprehensive Earnings (Loss) (Unaudited)

For the three months ended

(thousands of Canadian dollars, except per share amounts)	Notes	**March 31, 2018**	March 31, 2017
REVENUE			(restated-note 2)
Operating revenue	3	**$ 23,539**	$ 24,347
Amortizaton of membership fees	2,3,10	**1,654**	1,918
	3	**25,193**	26,265
EXPENSES			
Cost of sales		**1,240**	1,270
Labour and employee benefits		**11,128**	10,968
Utilities		**1,741**	1,959
Selling, general and administrative		**1,604**	1,732
Property taxes		**2,677**	2,738
Repairs and maintenance		**819**	877
Insurance		**1,136**	1,076
Fertilizers and pest control products		**134**	203
Fuel and oil		**155**	130
Other expenses		**3,093**	2,628
Gain on sale of capital assets	5	**(163)**	(2,104)
Depreciation of property, plant and equipment	5	**6,081**	6,241
Amortization of intangible assets	6	**262**	273
Land lease rent		**1,161**	1,304
Interest, net	12	**4,037**	4,078
		35,105	33,373
Loss before income taxes		**(9,912)**	(7,108)
Income tax recovery			
Current		**(1,434)**	(185)
Deferred	2	**(1,177)**	(3,308)
		(2,611)	(3,493)
Net loss		**(7,301)**	(3,615)
Unrealized foreign exchange gain (loss) in respect of foreign operations		**2,935**	(1,017)
Unrealized gain (loss) on hedge of net investment in foreign operations, net of tax recovery of $53 (March 31, 2017 - payable of $27)		**(348)**	178
Total comprehensive loss		**$ (4,714)**	$ (4,454)
Weighted average shares outstanding	11	**27,346,000**	27,346,000
Loss per share basic and diluted	11	**$ (0.27)**	$ (0.13)

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

TWC ENTERPRISES LIMITED
Interim Condensed Consolidated Statements of Changes in Shareholders' Equity (Unaudited)

(thousands of Canadian dollars except common shares)	Note	Common Shares	Share Capital	Retained Earnings	Accumulated Other Comprehensive Earnings (Loss)	Total Shareholders' Equity
Balance, December 31, 2016 (restated-note 2)	2	**27,345,540**	**$ 111,987**	**$ 97,971**	**$ 28,997**	**$ 238,955**
Comprehensive loss (restated-note 2)		-	-	(3,615)	(839)	(4,454)
Cash dividend	11B	-	-	(547)	-	(547)
Balance, March 31, 2017 (restated-note 2)	2	**27,345,540**	**111,987**	**93,809**	**28,158**	**233,954**
Comprehensive earnings (loss) (restated-note 2)		-	-	5,633	(4,788)	845
Cash dividend	11B	-	-	(1,641)	-	(1,641)
Balance, December 31, 2017 (restated-note 2)	2	**27,345,540**	**111,987**	**97,801**	**23,370**	**233,158**
Comprehensive loss		-	-	(7,301)	2,587	(4,714)
Cash dividend	11B	-	-	(547)	-	(547)
Balance, March 31, 2018		**27,345,540**	**$ 111,987**	**$ 89,953**	**$ 25,957**	**$ 227,897**

TWC ENTERPRISES LIMITED
Interim Condensed Consolidated Statements of Cash Flow (Unaudited)
For the three months ended

(thousands of Canadian dollars)	Notes	**March 31, 2018**	March 31, 2017
OPERATING ACTIVITIES			(restated-note 2)
Net loss		**$ (7,301)**	$ (3,615)
Items not affecting cash:			
Amortization of membership fees	10	**(1,654)**	(1,918)
Depreciation of property, plant and equipment	5	**6,081**	6,241
Amortization of intangible assets	6	**262**	273
Land lease rent expense		**1,161**	1,304
Interest expense	12	**4,037**	4,078
Gain on sale of capital assets	5	**(163)**	(2,104)
Income tax recovery		**(2,611)**	(3,493)
Collection of membership fee instalments	10	**472**	652
Land lease rent paid		**(1,135)**	(1,270)
Interest paid		**(3,944)**	(3,806)
Income taxes paid		**(1,213)**	(1,300)
Accounts receivable		**(5,561)**	(6,375)
Inventories and prepaid expenses		**(5,644)**	(7,461)
Accounts payable and accrued liabilities		**1,005**	5,060
Prepaid annual dues and deposits		**38,255**	30,804
Cash provided by operating activities		**22,047**	17,070
INVESTING ACTIVITIES			
Operating property, plant and equipment expenditures	5	**(1,744)**	(1,316)
Expansion property, plant and equipment expenditures	5	**(4,341)**	(989)
Intangible asset acquisition	6	**-**	(100)
Proceeds on sale of capital assets	5	**180**	5,074
Other assets		**(383)**	(1,907)
Cash provided by (used in) investing activities		**(6,288)**	762
FINANCING ACTIVITIES			
Deferred financing costs		**(5)**	(47)
Revolving borrowings		**(9,162)**	(12,635)
Non-revolving borrowings - amortization payments		**(4,795)**	(4,544)
Finance lease obligations - repayments		**(285)**	(527)
Mortgages and loans receivable		**(1,628)**	-
Common share dividends		**(547)**	(547)
Cash used in financing activities		**(16,422)**	(18,300)
Net effect of currency translation adjustment on cash		**431**	(35)
Net decrease in cash during the period		**(232)**	(503)
Cash, beginning of period		**848**	2,382
Cash, end of period		**$ 616**	$ 1,879

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

TWC ENTERPRISES LIMITED
Notes to Interim Condensed Consolidated Financial Statements (Unaudited)
March 31, 2018

1. NATURE OF OPERATIONS

TWC Enterprises Limited (the "Company" or "TWC") was formed under the laws of Canada. The Company's executive office is located at 15675 Dufferin Street, King City, Ontario L7B 1K5. TWC is a publicly traded company on the Toronto Stock Exchange ("TSX") under the symbol "TWC."

TWC is engaged in golf club operations under the trademark "ClubLink One Membership More Golf." TWC is Canada's largest owner and operator of golf clubs with 53½, 18-hole equivalent championship and 3½, 18-hole equivalent academy courses at 41 locations in Ontario, Quebec and Florida.

TWC is also engaged in rail and port operations based in Skagway, Alaska which operate under the trade name White Pass & Yukon Route ("White Pass"). The railway stretches approximately 110 kilometres (67.5 miles) from Skagway, Alaska to Carcross, Yukon. In addition, White Pass operates three docks, primarily for cruise ships.

Both White Pass and the golf club operations located in the United States have a functional currency in United States ("US") dollars, which are translated into Canadian dollars for reporting purposes in these interim condensed consolidated financial statements.

2. BASIS OF PRESENTATION

The interim condensed consolidated financial statements (the "financial statements") have been prepared in accordance with International Financial Reporting Standards ("IFRS"), using International Accounting Standard ("IAS") 34, Interim Financial Reporting.

These financial statements were authorized for issuance by the Board of Directors on May 3, 2018.

These financial statements have been prepared on a basis consistent with the Company's annual audited consolidated financial statements for the year ended December 31, 2017 with the exception of the new accounting policies that were adopted on January 1, 2018 as described later on in this note. Accordingly, certain information and disclosures normally required to be included in notes to annual financial statements have been condensed or omitted. Accordingly, these financial statements should be read in conjunction with the annual consolidated financial statements and the notes thereto for the year ended December 31, 2017. These financial statements were prepared on a going concern basis, under the historical cost model.

Due to the seasonal nature of both the golf club operations and rail and port operations segments in which the Company currently operates, the second and third quarters of the fiscal year account for, and are expected to account for, a greater portion of revenue and earnings than do the first and fourth quarters of each fiscal year. This seasonal pattern may cause the Company's operating revenue and net operating income to vary significantly from quarter to quarter with consequential impacts on related working capital balances. Due to this seasonality, a consolidated balance sheet as at March 31, 2017 has been presented for comparative purposes.

The functional currency of TWC and its subsidiaries is the local currency. The assets and liabilities of TWC's foreign operations where the functional currency is not the Canadian dollar are translated using the rate of exchange at the balance sheet date, whereas revenue and expenses are translated using average exchange rates during the respective periods. The resulting foreign currency translation adjustments are included in accumulated other comprehensive earnings or loss. This is the only component in this category. The accumulated balance of the foreign currency translation reserve reflects the differences since January 1, 2010, the transition date to IFRS. When a foreign operation is disposed of, the foreign currency translation adjustment applicable to that entity is recognized in the statement of earnings.

Effective January 1, 2016, TWC has declared its 8.00% USD mortgage facility as a hedge against its net investment in White Pass. Accordingly, the foreign exchange translation gain or loss on this mortgage is now reflected in accumulated other comprehensive income effective January 1, 2016.

2. BASIS OF PRESENTATION (continued)

New Accounting Pronouncements

The Company has adopted the following new accounting standards effective January 1, 2018.

IFRS 15, Revenue from contracts with customers (IFRS 15)

Effective January 1, 2018, the Company adopted IFRS 15. IFRS 15 supersedes previous accounting standards for revenue including IAS 18, Revenue (IAS 18) and IFRIC 13, Customer Loyalty Programmes (IFRIC 13).

IFRS 15 introduced a single model for recognizing revenue from customers. This standard applies to all contracts with customers, with only some exceptions, including certain contracts accounted for under IFRS 5. The standard requires revenue to be recognized in a manner that depicts the transfer of promised goods or services to a customer and at an amount that reflects the consideration expected to be received in exchange for transferring those goods or services. This is achieved by applying the following five steps:

1. Identify the contract with a customer;
2. Identify the performance obligations in the contract;
3. Determine the transaction price;
4. Allocate the transaction price to the performance obligations in the contract; and
5. Recognize revenue when (or as) the entity satisfies a performance obligation.

Based on guidance from IFRS 15, the Company has amended its accounting policy for amortization of membership fees to remove the allowance as part of the accounting model. Previously, the allowance was incorporated in to the model to account for future member resignations. This had the impact of increasing revenue earned in prior years. A deferred income tax adjustment was also recorded in relation to this change.

The Company has made a policy choice to adopt IFRS 15 with full retrospective application, subject to certain practical expedients. As a result, all comparative information in these financial statements has been prepared as if IFRS 15 had been in effect since January 1, 2017. The other accounting policies set out in the December 31, 2017 financial statements, have been applied in preparing the financial statements as at and for the three months ended March 31, 2018, the comparative information presented in these financial statements as at and for the three months ended March 31, 2017, and for the balance sheet as at March 31, 2017. In preparing our balance sheets as at March 31, 2017 and December 31, 2017, the Company has adjusted amounts previously reported in the financial statements prepared in accordance with the previous IFRSs on revenue recognition.

Upon adoption of, and transition to, IFRS 15, we elected to utilize the following practical expedients, allowing us to:

1. Recognize the incremental costs of obtaining contracts as an expense when incurred if the amortization period of the assets that would have otherwise recognized would be one year or less;
2. Not disclose, on an annual basis, the unsatisfied portions of performance obligations related to contracts with a duration of one year or less or where the revenue to be recognized is equal to the amount invoiced to the customer; and
3. Not adjust the total consideration over the contract term for effects of a significant financing component, if the Company expects that the period between when we would transfer our good or service to the customer and when the customer would pay for the good or service would be one year or less.

IFRS 15 also provides guidance relating to the treatment of contract acquisition and contract fulfillment costs. In conjunction with this guidance, the Company has reclassified commissions to third party agents for green fees as an expense, rather than netted against revenue.

2. BASIS OF PRESENTATION (continued)

Below is the effect of transition to IFRS 15 on the Company's statements of income for the three months ended March 31, 2017 and December 31, 2017, all of which pertain to our golf club operations segment.

	Three months ended March 31, 2017			
(thousands of Canadian dollars)	As Previously Presented	Golf Commision Reclassification	Allowance Restatement	Restated
Operating revenue	$ 24,109	$ 238	$ -	$ 24,347
Amortization of membership fees	1,927	-	(9)	1,918
Expenses	(33,135)	(238)	-	(33,373)
Loss before income taxes	(7,099)	-	(9)	(7,108)
Income taxes	(3,491)	-	(2)	(3,493)
Net Loss	$ (3,608)	$ -	$ (7)	$ (3,615)
Loss per share (basic and diluted)	$ (0.13)	$ -	$ -	$ (0.13)

	Twelve months ended December 31, 2017			
(thousands of Canadian dollars)	As Previously Presented	Golf Commision Reclassification	Allowance Restatement	Restated
Operating revenue	$ 219,230	$ 395	$ -	$ 219,625
Amortization of membership fees	7,987	-	(35)	7,952
Expenses	(238,495)	(395)	-	(238,890)
Loss before income taxes	(11,278)	-	(35)	(11,313)
Income taxes	(13,322)	-	(9)	(13,331)
Net Earnings	$ 2,044	$ -	$ (26)	$ 2,018
Earnings per share (basic and diluted)	$ 0.07	$ -	$ -	$ 0.07

Below is the effect of transition to IFRS 15 on the Company's balance sheets as at March 31, 2017 and December 31, 2017.

	As at March 31, 2017			As at December 31, 2017		
(thousands of Canadian dollars)	As Previously Presented	Allowance Restatement	Restated	As Previously Presented	Allowance Restatement	Restated
Assets	$ 685,578	$ -	$ 685,578	$ 630,054	$ -	$ 630,054
Current liabilities	$ 130,714	$ -	$ 130,714	$ 68,399	$ -	$ 68,399
Borrowings	243,554	-	243,554	268,474	-	268,474
Deferred membership fees	17,049	(1,619)	15,430	14,550	(1,593)	12,957
Deferred income tax liabilities	61,496	430	61,926	46,643	423	47,066
Shareholders' equity	232,765	1,189	233,954	231,988	1,170	233,158
	$ 685,578	$ -	$ 685,578	$ 630,054	$ -	$ 630,054

The application of IFRS 15 did not affect the Company's cash flow totals from operating, investing or financing activities.

2. BASIS OF PRESENTATION (continued)

IFRS 9, Financial Instruments

Effective January 1, 2018, the Company adopted IFRS 9. In July 2014, the IASB issued the final publication of the IFRS 9 standard, which supersedes IAS 39, Financial Instruments: recognition and measurement (IAS 39). IFRS 9 includes revised guidance on the classification and measurement of financial instruments, new guidance for measuring impairment on financial assets, and new hedge accounting guidance. The Company has adopted IFRS 9 on a retrospective basis, however, this guidance had no impact to the Company's financial statements.

Under IFRS 9, financial assets are classified and measured based on the business model in which they are held and the characteristics of their contractual cash flows. IFRS 9 contains the primary measurement categories for financial assets: measured at amortized cost, fair value through other comprehensive income (FVTOCI) and fair value through profit and loss (FVTPL).

The new hedge accounting guidance aligns hedge accounting more closely with an entity's risk management objectives and strategies. IFRS 9 does not fundamentally change the types of hedging relationships or the requirement to measure and recognize ineffectiveness; however, it allows more hedging strategies used for risk management to qualify for hedge accounting and introduces more judgement to assess the effectiveness of a hedging relationship, primarily from a qualitative standpoint. The Company has elected to continue with IAS 39 for hedging. This does not have an effect on our reported results.

Below is a summary showing the classification and measurement bases of our financial instruments as at January 1, 2018 as a result of adopting IFRS 9 (along with comparison to IAS 39).

Financial Instrument	IAS 39	IFRS 9
Financial assets		
Cash	Loans and receivables (amortized cost)	Amortized cost
Accounts receivable	Loans and receivables (amortized cost)	Amortized cost
Investments	Available for sale	FVTPL
Financial liabilities		
Accounts payable and accrued liabilities	Other financial liabilities (amortized cost)	Amortized cost
Borrowings	Other financial liabilities (amortized cost)	Amortized cost

Future Accounting Pronouncements

The following standard has been released by the IASB but not yet been adopted.

IFRS 16, Leases

IFRS 16, Leases ("IFRS 16") was issued by the IASB on January 13, 2016, and will replace IAS 17, Leases. IFRS 16 applies a control model to the identification of leases, distinguishing between a lease and a service contract on the basis of whether the customer controls the asset being leased. For those assets determined to meet the definition of a lease, IFRS 16 introduces significant changes to the accounting by lessees, introducing a single, on-balance sheet accounting model that is similar to current finance lease accounting, with limited exceptions for short-term leases or leases of low value assets. Lessor accounting remains similar to current accounting practice. The standard is effective for annual periods beginning on or after January 1, 2019, with early application permitted if IFRS 15 has also been applied. The Company is currently evaluating the impact of IFRS 16 on its financial statements and expects to have material changes to its financial statement due to the presence of significant land and tidelands leases and expects to report on the expected changes to its financial statements in conjunction with the filing of the December 31, 2018 financial statements.

3. REVENUE

Revenue consists of the following:

	Three months ended March 31, 2018			
(thousands of Canadian dollars)	Canadian Golf Club Operations	US Golf Club Operations	Rail and Port Operations	**Total**
Annual dues	$ 12,535	$ 1,608	$ -	$ **14,143**
Golf	78	5,202	-	**5,280**
Corporate events	1	231	-	**232**
Membership fees	1,576	78	-	**1,654**
Food and beverage	1,246	1,065	-	**2,311**
Merchandise	395	382	3	**780**
Rooms and other	623	(14)	60	**669**
Port	-	-	124	**124**
	$ 16,454	$ 8,552	$ 187	$ **25,193**

	Three months ended March 31, 2017			
(thousands of Canadian dollars)	Canadian Golf Club Operations	US Golf Club Operations	Rail and Port Operations	**Total**
Annual dues	$ 12,212	$ 1,846	$ -	$ **14,058**
Golf	84	5,948	-	**6,032**
Corporate events	2	417	-	**419**
Membership fees	1,844	74	-	**1,918**
Food and beverage	945	1,287	-	**2,232**
Merchandise	378	476	5	**859**
Rooms and other	568	(14)	70	**624**
Port	-	-	123	**123**
	$ 16,033	$ 10,034	$ 198	$ **26,265**

4. OTHER ASSETS

Other assets consist of the following:

(thousands of Canadian dollars)	**March 31, 2018**	December 31, 2017	March 31, 2017
Investment in joint venture	**$ 11,955**	$ 11,955	$ 7,713
Rail inventory and supplies	**6,714**	6,262	4,832
Other	**1,005**	871	1,126
	$ 19,674	$ 19,088	$ 13,671

On December 16, 2014, TWC and a land developer entered into a joint venture agreement to develop the Highland Gate Golf Club property into residential development. In order to effect the joint venture arrangement, TWC sold a 50% interest in the Highland Gate Golf Club including land, buildings, intangible assets and goodwill for proceeds of $3,750,000. TWC and the land developer each own an equal interest in the entity, which will undertake the residential development. All key decisions respecting the joint venture require the agreement and consent of both TWC and the developer.

As part of the joint venture arrangement, TWC and the developer share joint control of the Highland Gate land. Given that the land is held with intentions of development, in connection with the joint venture described above, under IFRS 11, Joint Arrangement ("IFRS 11") this arrangement has been accounted for as part of the development joint venture using the equity basis of accounting. To date, the joint venture has no earnings as the development is in its early stages.

Summarized financial information for the Highland Gate joint venture at 100% and TWC's ownership interest is provided below:

(thousands of Canadian dollars)	**March 31, 2018**	December 31, 2017	March 31, 2017
Current assets	**$ 744**	$ 1,262	$ 472
Development costs	**19,874**	19,143	9,049
Land	**7,500**	7,500	7,500
Liabilities and deferred profit	**(4,208)**	(3,995)	(1,596)
Net assets of Highland Gate joint venture at 100%	**$ 23,910**	$ 23,910	$ 15,425
Net assets of Highland Gate joint venture at Company's share (50%)	**$ 11,955**	$ 11,955	$ 7,713

The deferred profit represents 50% of the gain that was not recognized when the Company sold the land to the joint venture.

5. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment consist of the following:

(thousands of Canadian dollars)	Land	Buildings and Land Improvements	Docks	Bunkers, Cart Paths and Irrigation	Rolling Stock and Equipment	Total
Cost						
At January 1, 2017	$ 311,342	$ 213,811	$ 85,190	$ 107,480	$ 173,605	**$ 891,428**
Additions	1,967	4,955	806	1,529	8,537	**17,794**
Disposals	(1,887)	(3,762)	-	(130)	(7,790)	**(13,569)**
Foreign exchange difference	(2,106)	(4,026)	(5,637)	(753)	(6,155)	**(18,677)**
At December 31, 2017	309,316	210,978	80,359	108,126	168,197	**876,976**
Additions	376	273	354	213	4,869	**6,085**
Disposals	-	-	-	-	(665)	**(665)**
Foreign exchange difference	837	1,673	2,241	303	2,503	**7,557**
At March 31, 2018	$ 310,529	$ 212,924	$ 82,954	$ 108,642	$ 174,904	**$ 889,953**
Accumulated Depreciation						
At January 1, 2017	$ -	$ 84,338	$ 31,465	$ 68,668	$ 104,777	**$ 289,248**
Depreciation	-	6,425	4,452	5,383	8,576	**24,836**
Disposals	-	(2,135)	-	(112)	(6,350)	**(8,597)**
Foreign exchange difference	-	(1,169)	(2,215)	(260)	(2,708)	**(6,352)**
At December 31, 2017	-	87,459	33,702	73,679	104,295	**299,135**
Depreciation	-	1,608	1,097	1,337	2,039	**6,081**
Disposals	-	-	-	-	(648)	**(648)**
Foreign exchange difference	-	501	958	116	1,136	**2,711**
At March 31, 2018	$ -	$ 89,568	$ 35,757	$ 75,132	$ 106,822	**$ 307,279**
Net book value at December 31, 2017	$ 309,316	$ 123,519	$ 46,657	$ 34,447	$ 63,902	**$ 577,841**
Net book value at March 31, 2018	$ 310,529	$ 123,356	$ 47,197	$ 33,510	$ 68,082	**$ 582,674**

Certain property, plant and equipment have been assigned as collateral for borrowings (Note 9).

As at December 31, 2017, ClubLink had equipment under finance lease with a net book value of $3,555,000 (2016 - $6,690,000).

On January 25, 2017, ClubLink sold the property that was formerly known as Grandview Resort in Huntsville, Ontario for net proceeds of $5,074,000. A gain of $2,121,000 was recognized on this sale.

On July 6, 2017, an engine fire damaged a White Pass locomotive. An impairment of US$940,000 was recorded in 2017 in relation to this locomotive. An insurance claim has been opened and management has contracted a third party to repair the locomotive in the amount of US$1,000,000. It is expected that this locomotive will be back in service for the 2018 operating season.

On September 5, 2017, the Company sustained permanent damage to a rockfall netting providing cover for the Railroad Dock at White Pass. The estimated cost to replace the netting is US$1,000,000 which will be partially covered by insurance and was completed in time for the 2018 operating season.

5. PROPERTY, PLANT AND EQUIPMENT (continued)

On September 19, 2017, the cart storage facility at The Club at Bond Head sustained a total loss due to fire, including all golf carts in this facility. During 2018, the Company has recorded $100,000 insurance proceeds as part of other expenses.

On October 13, 2017, the Company sustained a significant fire event which impacted the clubhouse at Le Maître de Mont-Tremblant. The Company has opened an insurance claim for the event.

6. INTANGIBLE ASSETS

Intangible assets consist of the following:

(thousands of Canadian dollars)	Membership base	Brand	Other	**Total Intangible Assets**
Cost				
At January 1, 2017	$ 12,453	$ 13,477	$ 2,343	**$ 28,273**
Additions	-	-	100	**100**
Foreign exchange difference	(137)	-	(13)	**(150)**
At December 31, 2017	12,316	13,477	2,430	**28,223**
Foreign exchange difference	54	-	5	**59**
At March 31, 2018	$ 12,370	$ 13,477	$ 2,435	**$ 28,282**
Accumulated amortization				
At January 1, 2017	$ 3,738	$ 3,668	$ 1,740	**$ 9,146**
Amortization	572	470	154	**1,196**
Foreign exchange difference	(45)	-	(13)	**(58)**
At December 31, 2017	4,265	4,138	1,881	**10,284**
Amortization	109	114	39	**262**
Foreign exchange difference	21	-	5	**26**
At March 31, 2018	$ 4,395	$ 4,252	$ 1,925	**$ 10,572**
Net book value at December 31, 2017	$ 8,051	$ 9,339	$ 549	**$ 17,939**
Net book value at March 31, 2018	$ 7,975	$ 9,225	$ 510	**$ 17,710**

TWC ENTERPRISES LIMITED
Notes to Interim Condensed Consolidated Financial Statements (Unaudited)
March 31, 2018

7. GOODWILL

Goodwill related to the acquisition of the Canadian golf club operations by the Company. As at December 31, 2017, the Company performed impairment testing and identified that an impairment existed. The entire amount of goodwill has been expensed in the amount of $31,605,000 as part of the December 2017 financial statements. The main reason for the impairment is the trend of decreased collection of membership fees and the expected challenges in the future to reverse this trend.

8. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities consist of the following:

(thousands of Canadian dollars)	**March 31, 2018**	December 31, 2017	March 31, 2017
Trade payables	**$ 5,267**	$ 4,931	$ 8,297
Accrued payroll costs	**2,556**	4,236	2,591
Accrued land lease rent	**5,251**	5,225	5,563
Accrued interest	**1,426**	1,203	1,409
Income taxes payable	**188**	1,757	-
Accrued liabilities and other	**8,403**	5,965	7,710
	$ 23,091	$ 23,317	$ 25,570

9. BORROWINGS

Borrowings consist of the following:

(thousands of Canadian dollars)	**March 31, 2018**	December 31, 2017	March 31, 2017
Revolving:			
Secured revolving operating line of credit to a maximum of US $10,000,000 due December 31, 2019 (US $10,000,000; December 31, 2017 - US $10,000,000; March 31, 2017 - nil)	**$ 12,894**	$ 12,545	$ -
Secured revolving operating line of credit to a maximum of $70,000,000 due June 30, 2019	**61,425**	63,667	45,775
Secured revolving operating line of credit to a maximum of US $25,640,000 due December 16, 2018 (US $23,628,000; December 31, 2017 - US $19,796,000; March 31, 2017 - US $9,473,000)	**30,466**	24,834	12,598
Unsecured revolving operating line of credit from a related party to a maximum of $50,000,000 due on demand (note 13)	**-**	11,767	35,000
	104,785	112,813	93,373
Non-revolving:			
Mortgages with blended monthly payments of principal and interest			
8.345% Mortgages due July 1, 2022	**10,080**	10,558	11,934
7.550% Mortgage due July 1, 2022	**1,210**	1,268	1,437
7.416% Mortgages due September 1, 2023	**16,445**	17,045	18,780
7.268% Mortgage due July 1, 2024	**7,214**	7,436	8,080
8.060% Mortgage due July 1, 2024	**38,793**	39,982	43,417
6.194% Mortgage due March 1, 2026	**35,734**	36,591	39,084
6.315% Mortgage due December 1, 2027	**32,673**	33,275	35,025
8.000% Mortgage due October 1, 2029 (US $12,312,000; December 31, 2017 - US $12,472,000; March 31, 2017 - US $12,933,000)	**15,875**	15,646	17,200
	158,024	161,801	174,957
Term Loan:			
Term loan due September 1, 2020 (US $19,813,000; December 31, 2017 - US $20,278,000; March 31, 2017 - US $21,673,000)	**25,547**	25,439	28,823
Finance Lease Obligations:			
Canadian denominated	**1,466**	1,684	2,375
US denominated (US $71,000; December 31, 2017 - US $124,000; March 31, 2017 - US $536,000)	**92**	156	713
	1,558	1,840	3,088
Gross borrowings	**289,914**	301,893	300,241
Less: deferred financing costs	**957**	1,057	1,252
Borrowings	**288,957**	300,836	298,989
Less: current portion	**20,778**	32,362	55,435
	$ 268,179	$ 268,474	$ 243,554

9. BORROWINGS (continued)

Borrowings are collateralized by certain property, plant and equipment assets (note 5).

Minimum principal debt repayments over the next five years and thereafter are as follows:

(thousands of Canadian dollars)	Revolving Maturities	Amortization Payments	Non-revolving Maturities	Finance Lease Obligations	**Total Borrowings**
Balance of 2018	$ -	$ 14,898	$ -	$ 692	**$ 15,590**
2019	104,785	20,987	-	528	**126,300**
2020	-	21,563	19,751	223	**41,537**
2021	-	21,441	-	115	**21,556**
2022	-	21,717	-	-	**21,717**
2023 and thereafter	-	63,214	-	-	**63,214**
	$ 104,785	$ 163,820	$ 19,751	$ 1,558	**$ 289,914**

10. DEFERRED MEMBERSHIP FEES

Deferred membership fees consist of the following:

(thousands of Canadian dollars)	**March 31, 2018**	December 31, 2017	March 31, 2017
		(restated-note 2)	(restated-note 2)
Unamortized membership fees (note 10A)	**$ 36,150**	$ 37,808	$ 41,916
Future membership fee instalments (note 10B)	**(24,360)**	(24,851)	(26,486)
Deferred membership fees	**$ 11,790**	$ 12,957	$ 15,430

Unamortized membership fees represents the portion of collected or committed membership fees that have not been booked as revenue.

Future membership fee instalments represents the amount of uncollected committed membership fee instalments. The Company forgives future instalments upon resignation of a member.

The net deferred membership fees represents the excess of membership fees collected over membership fee revenue recognized.

(A) Changes in unamortized membership fees are as follows:

(thousands of Canadian dollars)	**For the three months ended March 31, 2018**	For the year ended December 31, 2017	For the three months ended March 31, 2017
		(restated-note 2)	(restated-note 2)
Balance, beginning of period	**$ 37,808**	$ 43,683	$ 43,683
Sales to new members	**1,234**	5,180	1,396
Transfer and reinstatement fees	**151**	1,152	268
Resignations and terminations	**(1,425)**	(4,156)	(1,500)
Amortization of membership fees to revenue	**(1,654)**	(7,952)	(1,918)
Foreign exchange difference	**36**	(99)	(13)
Unamortized membership fees	**$ 36,150**	$ 37,808	$ 41,916

10. DEFERRED MEMBERSHIP FEES (continued)

(B) Changes in future membership fee instalments and golf members are as follows:

(thousands of Canadian dollars)	**For the three months ended March 31, 2018**	For the year ended December 31, 2017	For the three months ended March 31, 2017
		(restated-note 2)	(restated-note 2)
Balance, beginning of period	**$ 24,851**	$ 26,982	$ 26,982
Sales to new members	**1,234**	5,180	1,396
Transfer and reinstatement fees	**151**	1,152	268
Resignations and terminations	**(1,425)**	(4,156)	(1,500)
Instalments received in cash	**(472)**	(4,254)	(652)
Foreign exchange difference	**21**	(53)	(8)
Future membership fee instalments	**$ 24,360**	$ 24,851	$ 26,486

The following table estimates future cash flows and revenue recognition based on the collection of future membership fee instalments outstanding on March 31, 2018. The estimated collection of future membership fee instalments, amortization of unamortized membership fees and the estimated deferred membership fees, assuming no further memberships are sold is as follows:

(thousands of Canadian dollars)	Estimated collection of future membership fee instalments	Estimated Amortization of deferred membership fees	Estimated deferred membership fees, at period-end
Balance, March 31, 2018			$ 11,790
Balance of 2018	$ 2,880	$ 5,036	9,634
2019	2,846	5,220	7,260
2020	2,502	4,356	5,406
2021	2,162	3,563	4,005
2022	1,891	2,471	3,425
2023 and thereafter	12,079	15,504	-
	$ 24,360	$ 36,150	

Membership fees are amortized over the estimated weighted average remaining life of memberships purchased each year. The amortization period is reviewed annually and any adjustments are made prospectively.

11. SHARE CAPITAL

(A) Authorized and issued share capital

The authorized share capital is an unlimited number of common shares and preferred shares. As at March 31, 2018, there are 27,345,540 common shares outstanding (December 31, 2017 – 27,345,540). As at March 31, 2018, no preferred shares have been issued. Please refer to the consolidated statements of changes in shareholders' equity for details.

(B) Dividends

During 2017, ClubLink declared and paid four quarterly cash dividends of 2 cents per common share for a total of 8 cents per common share or $2,188,000 for the year.

During the first quarter of 2018, TWC declared and issued one quarterly cash dividend of 2 cents per common share paid on March 29, 2018 in the amount of $547,000.

(C) Shares repurchased and cancelled

The Company was approved by the Toronto Stock Exchange for a normal course issuer bid to purchase up to 1,367,000 of its common shares which will expire on September 19, 2018. During 2017 and 2018, the Company has not made any purchases under this bid.

In recording the repurchase and cancellation of shares, share capital is reduced by the weighted average issue price of the outstanding common shares with the differential to the purchase price being credited or charged to retained earnings.

12. INTEREST, NET

Interest, net consists of the following:

	For the three months ended	
(thousands of Canadian dollars)	**March 31, 2018**	March 31, 2017
Revolving lines of credit	**$ 811**	$ 432
Non-revolving mortgages	**2,875**	3,193
Term loan	**287**	225
Finance lease obligations	**11**	24
Line of credit from related party	**80**	205
Amortization of deferred financing costs	**108**	114
Other	**6**	5
Gross interest expense	**4,178**	4,198
Interest revenue	**(141)**	(120)
Interest, net	**$ 4,037**	$ 4,078

13. RELATED PARTY TRANSACTIONS

The immediate parent and controlling party of the Company is Paros Enterprises Limited ("Paros") and its parents – S.N.A. Management Limited. These companies are privately-owned companies whose shareholder is the Chairman, President and Chief Executive Officer of the Company – K. (Rai) Sahi.

K. (Rai) Sahi, the Chairman, President and Chief Executive Officer of the Company is also the controlling shareholder of Morguard Corporation ("Morguard").

The Company has provided an unsecured revolving demand credit facility to Morguard in the amount of $30,000,000, with no fixed maturity date. The facility bears interest at TWC's short-term borrowing rate plus 10 basis points. Morguard has provided an unsecured revolving demand credit facility to TWC in the amount of $50,000,000 with no fixed maturity date. This facility bears interest at Morguard's short term borrowing rate plus 10 basis points. As at December 31, 2017, the total loan payable outstanding on this facility was $11,767,000, and interest incurred amounted to $400,000. Net interest payable at December 31, 2017 was $28,000. As at March 31, 2018, the total loan receivable outstanding on this facility was $1,628,000 (March 31, 2017 – $35,000,000 loan payable), and interest incurred amounted to $80,000 (March 31, 2017 – $205,000). Net interest payable at March 31, 2018 was $39,000 (March 31, 2017 – $186,000).

The Company has provided an unsecured revolving demand credit facility to Paros in the amount of $5,000,000, with no fixed maturity date. This facility bears interest at prime plus 1%. During 2018 and 2017, there were no advances or repayments under this facility.

Paros has provided an unsecured revolving demand credit facility to TWC in the amount of $5,000,000 with no fixed maturity date. This facility bears interest at prime plus 1%. During 2018 and 2017, there were no advances or repayments under this facility.

The purpose of these credit facilities is to allow each of the above entities to manage its financing activities in the most effective manner.

The Company receives managerial and consulting services from Morguard. The Company paid a management fee of $60,000 for the period ended March 31, 2018 (March 31, 2017 - $60,000), under a contractual agreement, which is included in operating expenses. Morguard provides back-office services to ClubLink US Corporation. The Company paid a management fee of US$115,000 (CDN$145,000) for the period ended March 31, 2018 (March 31, 2017 - US$115,000; CDN$152,000) under a contractual agreement, which is included in direct operating expenses.

A total of US$13,000 of rental revenue was earned by TWC for the period ended March 31, 2018 (March 31, 2017 - US$13,000) from Morguard relating to a shared office facility in Florida.

The Company has an officer loan outstanding in the amount of $1,258,000 (December 31, 2017 – $1,258,000; March 31, 2017 – $1,258,000). The officer loan bears interest at a market rate determined by the Compensation Committee of the Board of Directors of the Company which is 3.20% per annum (2017 – 2.70%), matures March 31, 2020, and was incurred to purchase common shares of a subsidiary that have subsequently been exchanged for common shares of the Company. The Company has indicated its intention to enforce the payment terms of these loans in the event of a decline in market value of the shares. The common shares financed by these loans, which are being held by the Company as collateral, had a market value of $1,877,000 at March 31, 2018 (December 31, 2017 – $2,049,000; March 31, 2017 – $1,808,000).

All related party transactions were made in the ordinary course of business and on substantially the same terms including interest rates and security as for comparable transactions with parties of a similar standing.

14. SEGMENTED INFORMATION

TWC's reportable segments are strategic business units that offer different services and/or products. The Company's operating segments have been determined based on reports reviewed that are used to make strategic decisions by the President and CEO, the Company's chief operating decision maker.

TWC operates in two distinct business segments: (a) golf club operations and (b) rail and port operations. In addition, the corporate operations segment oversees the two business segments.

TWC is engaged in golf club operations under the trademark "ClubLink One Membership More Golf". TWC is Canada's largest owner and operator of golf clubs with 53½, 18-hole equivalent championship and 3½, 18-hole equivalent academy courses, at 41 locations in two separate geographic Regions: (a) Canada and (b) United States.

TWC's golf clubs are strategically organized in clusters that are located in densely populated metropolitan areas and resort destinations frequented by those who live and work in these areas. By operating in regions, TWC is able to offer golfers a wide variety of unique membership, corporate event and resort opportunities. TWC is also able to obtain the benefit of operating synergies to maximize revenue and achieve economies of scale to reduce costs.

TWC is also engaged in rail and port operations based in Skagway, Alaska which operate under the trade name of "White Pass & Yukon Route". This includes a tourist railway stretching approximately 110 kilometres (67.5 miles) from Skagway, Alaska to Carcross, Yukon.

White Pass also operates three docks in Skagway, which provide four berths for cruise ships operating west coast schedules throughout the May to September tourist season. The largest of the three docks, with two berths, is owned while the two remaining docks are situated on state and city property and operate under long-term tideland leases.

Rail and port operations are economically dependent upon the Alaska cruise line industry. For the year ended December 31, 2017, Carnival Cruises and its subsidiaries, Princess Cruises and Holland America Cruises, made up approximately 54% of White Pass port passengers. The loss of this customer could have a material impact on the operations of the Company.

The accounting policies of the segments are the same as those described in the summary of significant accounting policies. Any inter-segment transfers are recorded at cost.

14. SEGMENTED INFORMATION (continued)

Three months ended March 31, 2018

(thousands of Canadian dollars)	Canadian Golf Club Operations	US Golf Club Operations	Rail and Port Operations	Corporate Operations	**Total**
Operating revenue	$ 14,878	$ 8,474	$ 187	$ -	**$ 23,539**
Direct operating expenses	11,892	6,837	3,486	768	**22,983**
Net operating income (loss)	2,986	1,637	(3,299)	(768)	**556**
Amortization of membership fees	1,576	78	-	-	**1,654**
Depreciation and amortization	(3,484)	(591)	(2,268)	-	**(6,343)**
Land lease rent	(1,102)	-	(59)	-	**(1,161)**
Gain on sale of capital assets	163	-	-	-	**163**
Other expense, net	(196)	238	(244)	(542)	**(744)**
Segment earnings (loss) before interest and income taxes	$ (57)	$ 1,362	$ (5,870)	$ (1,310)	**(5,875)**
Interest, net (unallocated)					**(4,037)**
Recovery of income taxes (unallocated)					**2,611**
Net loss					**$ (7,301)**
Property, plant and equipment expenditures	$ 1,613	$ 35	$ 4,437	$ -	**$ 6,085**

Three months ended March 31, 2017

(thousands of Canadian dollars)	Canadian Golf Club Operations	US Golf Club Operations	Rail and Port Operations	Corporate Operations	**Total**
Operating revenue	$ 14,189	$ 9,960	$ 198	$ -	**$ 24,347**
Direct operating expenses	11,792	7,412	3,640	745	**23,589**
Net operating income (loss)	2,397	2,548	(3,442)	(745)	**758**
Amortization of membership fees	1,844	74	-	-	**1,918**
Depreciation and amortization	(3,580)	(602)	(2,332)	-	**(6,514)**
Land lease rent	(1,242)	-	(62)	-	**(1,304)**
Gain on sale of capital assets	2,104	-	-	-	**2,104**
Other expense, net	9	141	(17)	(125)	**8**
Segment earnings (loss) before interest and income taxes	$ 1,532	$ 2,161	$ (5,853)	$ (870)	**(3,030)**
Interest, net (unallocated)					**(4,078)**
Recovery of income taxes (unallocated)					**3,493**
Net loss					**$ (3,615)**
Property, plant and equipment expenditures	$ 1,309	$ 66	$ 930	$ -	**$ 2,305**

15. CONTINGENCIES

From time to time, TWC and certain of its subsidiaries, employees, officers and/or directors are defendants in a number of legal actions arising in the ordinary course of operations. In the opinion of management, it is expected that the ultimate resolution of such pending legal proceedings will not have a material effect on TWC's consolidated financial position.

The Company leases a portion of the Skagway harbour and related tidelands from the Municipality under a lease that expires in March 2023. Leasehold improvements to the tidelands include two docks and ore handling equipment.

The ore handling equipment has historically been used for the handling and transporting of ore concentrates onto freight ships for transportation to international ports. White Pass participated in these ore handling activities until 1990 since it owned the ore handling equipment at which point the equipment was sold to a third party. The practice of handling ore has continued from 1990 to today by a third party.

Prior to the sale of the ore handling equipment in 1990, environmental assessments demonstrated that there were pollutants in the harbour relating to the historic handling and transporting of ore concentrates.

The Alaska Department of Environmental Conservation (ADEC) lists the Skagway harbour as "impaired," but has not previously attempted any corrective measures to remediate the harbour due to the fact that there has been a natural sedimentary cap which has covered the foreign matter.

In 2016, ADEC started to hold meetings with the stakeholders involved - including (a) the owner of the tidelands (Municipality of Skagway), (b) the current owner of equipment, (c) the current lessee, (d) the historic lessee and (e) the operators of the equipment over time. ADEC has asked the remediation be addressed, but has not directed any formal orders at any one party.

White Pass has engaged an environmental consultant to review the situation in the harbour. To date, there have been no decisions or conclusions about potential remediation or responsibility.

The Company has offered US$2,750,000 to assist with the Skagway harbour remediation in conjunction with the renewal of the tidelands lease described above that currently expires in March 2023, but has not accepted any liability with this issue.

Currently, the outcome and corrective measures (if any) of the remediation is not known and the Company has not made any accruals for future costs (if any).

16. SUBSEQUENT EVENT

On May 3, 2018, the Company declared a 2 cent per common share cash dividend, payable June 15, 2018 to shareholders of record on May 31, 2018.

GOLF CLUB AND RESORT PROPERTY LISTING

	Championship Golf Holes	Academy Golf Holes	Future Golf Holes	Current Rooms	Surplus Land in Acres
ONTARIO/QUEBEC REGION					
Prestige					
1. Greystone Golf Club, Milton, Ontario	18	–	–	–	–
2. King Valley Golf Club, The Township of King, Ontario	18	–	–	–	–
3. RattleSnake Point Golf Club, Milton, Ontario	36	9	–	–	–
Hybrid – Prestige					
4. Glen Abbey Golf Club, Oakville, Ontario	18	–	–	–	–
Platinum					
5. Blue Springs Golf Club, Acton, Ontario	18	9	–	–	–
6. Club de Golf Islesmere, Laval, Quebec (a)	27	–	–	–	–
7. Club de Golf Le Fontainebleau, Blainville, Quebec	18	–	–	–	–
8. DiamondBack Golf Club, Richmond Hill, Ontario	18	–	–	–	–
9. Eagle Creek Golf Club, Dunrobin, Ontario	18	–	–	–	–
10. Emerald Hills Golf Club, Whitchurch-Stouffville, Ontario	27	–	–	–	–
11. Glencairn Golf Club, Milton, Ontario	27	–	–	–	–
12. Grandview Golf Club, Huntsville, Ontario	18	–	18	–	–
13. Heron Point Golf Links, Ancaster, Ontario	18	–	–	–	–
14. Kanata Golf & Country Club, Kanata, Ontario	18	–	–	–	–
15. King's Riding Golf Club, The Township of King, Ontario	18	–	–	–	–
16. Le Maître de Mont-Tremblant, Mont-Tremblant, Quebec	18	–	–	–	–
17. Rocky Crest Golf Club, Mactier, Ontario	18	–	18	–	–
18. The Lake Joseph Club, Port Carling, Ontario	18	9	–	–	–
19. Wyndance Golf Club, Uxbridge, Ontario	18	9	–	–	–
Gold					
20. Caledon Woods Golf Club, Bolton, Ontario	18	–	–	–	–
21. Club de Golf Hautes Plaines, Gatineau, Quebec	18	–	–	–	–
22. Eagle Ridge Golf Club, Georgetown, Ontario	18	–	–	–	–
23. Glendale Golf and Country Club, Hamilton, Ontario	18	–	–	–	–
24. Greenhills Golf Club, London, Ontario (a)	18	–	–	–	–
25. GreyHawk Golf Club, Ottawa, Ontario	36	–	–	–	–
26. National Pines Golf Club, Innisfil, Ontario (a)	18	–	–	–	–
27. Station Creek Golf Club, Whitchurch-Stouffville, Ontario	36	–	–	–	–
28. The Country Club, Woodbridge, Ontario (a)	36	9	–	–	–
Hybrid – Gold					
29. Cherry Downs Golf & Country Club, Pickering, Ontario	18	9	18	–	–
30. Club de Golf Val des Lacs, Ste. Sophie, Quebec	18	–	–	–	–
31. The Club at Bond Head, Bond Head, Ontario (a)	36	–	–	–	–
Hybrid – Silver					
32. Bethesda Grange, Whitchurch-Stouffville, Ontario	18	–	–	–	–
33. Hidden Lake Golf Club, Burlington, Ontario	36	–	–	–	–
Daily Fee					
34. Grandview Inn Course, Huntsville, Ontario (a)	–	9	–	–	–
35. Rolling Hills Golf Club, Whitchurch-Stouffville, Ontario	36	–	–	–	–
Muskoka, Ontario Resorts					
36. The Lake Joseph Club, Port Carling, Ontario	–	–	–	25	–
37. Rocky Crest Resort/Lakeside at Rocky Crest, Mactier, Ontario (b)	–	–	–	84	–
38. Sherwood Inn, Port Carling, Ontario	–	–	–	49	–
FLORIDA REGION					
Hybrid – Prestige					
1. TPC Eagle Trace, Coral Springs, Florida	18	–	–	–	–
Hybrid – Platinum					
2. Club Renaissance, Sun City Center, Florida	18	–	–	–	–
3. Heron Bay Golf Club, Coral Springs, Florida	18	–	–	–	–
Gold					
4. Scepter Golf Club, Sun City Center, Florida	27	–	–	–	–
Hybrid – Gold					
5. Woodlands Country Club, Tamarac, Florida	36	–	–	–	–
Hybrid – Silver					
6. Sandpiper Golf Club, Sun City Center, Florida	27	–	–	–	–
Daily Fee					
7. Palm Aire Country Club (Oaks, Cypress), Pompano Beach, Florida	36	–	–	–	–
8. Palm Aire Country Club (Palms), Pompano Beach, Florida	18	–	–	–	–
OTHER					
Kings Point Golf Club, Sun City Center, Florida (c)	–	–	–	–	51
Caloosa Greens Golf Club, Sun City Center, Florida (c)	–	–	–	–	72
Highland Gate, Aurora, Ontario (50%)	–	–	–	–	101
Falcon Watch Golf Club, Sun City Center, Florida (c)	–	–	–	–	116
North Lakes Golf Club, Sun City Center, Florida (c)	–	–	–	–	174
King Haven, The Township of King, Ontario	–	–	–	–	278
Harwood, Montreal, Quebec	–	–	–	–	400
Total 18-hole Equivalent Courses, Rooms, Acres	53.5	3.5	3.0	158	1,192

Notes: (a) Operated by ClubLink under long-term leases.
(b) Rocky Crest Resort consists of 65 units and Lakeside at Rocky Crest consists of 19 units.
(c) North Lakes, Falcon Watch, Caloosa Greens and Kings Point Golf Clubs are closed.

TWC ENTERPRISES LIMITED

CORPORATE DIRECTORY

BOARD OF DIRECTORS

PATRICK S. BRIGHAM (b, c)
PAUL CAMPBELL (b, c)
DAVID A. KING (a)
JOHN LOKKER (a)
SAMUEL J.B. POLLOCK (a, b)
K. (RAI) SAHI
DONALD TURPLE (a, c)
JACK D. WINBERG (b, c)

(a) Audit Committee
(b) Corporate Governance and Compensation Committee
(c) Environmental, Health and Safety Committee

OFFICERS

TWC ENTERPRISES LIMITED

K. (RAI) SAHI
Chairman, President and Chief Executive Officer

ANDREW TAMLIN
Chief Financial Officer

ROBERT VISENTIN
Senior Vice President, Investments

ROBERT WRIGHT
Vice President

JOHN A. FINLAYSON
Chief Operations Officer, Canadian Golf Operations
Vice President, Florida Golf Operations
President, White Pass and Yukon Route

JAMIE KING
Vice President, Sales, Canadian Golf Operations

BRENT MILLER
Vice President, Corporate Operations and Member Services,
Canadian Golf Operations

ANNUAL MEETING OF SHAREHOLDERS

of TWC Enterprises Limited will be held at RattleSnake Point
5407 Regional Road 25 Milton, ON L9T 2X5
at 11:30 a.m. on Wednesday, May 9, 2018.

CORPORATE INFORMATION

EXECUTIVE OFFICE
15675 Dufferin Street
King City, Ontario L7B 1K5
TEL: (905) 841-3730
FAX: (905) 841-1134

WEB SITES
twcenterprises.ca
clublink.ca
wpyr.com

INVESTOR RELATIONS
Contact: Andrew Tamlin
Tel: 905-841-5372
Email: atamlin@clublink.ca

BANKERS
HSBC Bank Canada
HSBC Bank USA
Wells Fargo Bank Alaska

AUDITORS
Deloitte LLP

STOCK EXCHANGE LISTING
Common shares: TSX: TWC

TRANSFER AGENT
CST Trust Company
P.O. Box 700, Postal Station B, Montreal, QC H3B 3K3
Tel: 416-682-3860
Toll Free (North America): 1-866-781-3111
Fax: 1-888-249-6189
Email: inquiries@canstockta.com

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