

**Methanex Corporation**
**Consolidated Statements of Income (Loss)** *(unaudited)*
*(thousands of U.S. dollars, except number of common shares and per share amounts)*

	Three Months Ended		Years Ended	
	Dec 31 2016	Dec 31 2015	Dec 31 2016	Dec 31 2015
<b>Revenue</b>	\$ 585,589	\$ 484,064	\$ 1,998,429	\$ 2,225,602
<b>Cost of sales and operating expenses</b>	(480,166)	(436,121)	(1,774,429)	(1,857,899)
<b>Depreciation and amortization</b>	(55,404)	(49,917)	(228,054)	(194,849)
<b>Argentina gas settlement</b>	—	—	32,500	—
<b>Gain on termination of terminal services agreement</b>	—	—	—	65,000
<b>Operating income (loss)</b>	50,019	(1,974)	28,446	237,854
<b>Earnings of associate (note 4)</b>	9,575	14,640	19,930	51,842
<b>Finance costs (note 6)</b>	(23,812)	(14,881)	(90,060)	(69,859)
<b>Finance income and other expenses</b>	(415)	(837)	4,180	(6,487)
<b>Income (loss) before income taxes</b>	35,367	(3,052)	(37,504)	213,350
<b>Income tax recovery (expense):</b>				
Current	(15,011)	(1,955)	(54,677)	(5,487)
Deferred	4,526	15,771	63,956	(5,510)
	(10,485)	13,816	9,279	(10,997)
<b>Net income (loss)</b>	\$ 24,882	\$ 10,764	\$ (28,225)	\$ 202,353
<b>Attributable to:</b>				
Methanex Corporation shareholders	\$ 24,842	\$ 9,310	\$ (12,545)	\$ 200,617
Non-controlling interests	40	1,454	(15,680)	1,736
	\$ 24,882	\$ 10,764	\$ (28,225)	\$ 202,353
<b>Income (loss) per common share for the period attributable to Methanex Corporation shareholders</b>				
Basic net income (loss) per common share	\$ 0.28	\$ 0.10	\$ (0.14)	\$ 2.21
Diluted net income (loss) per common share (note 7)	\$ 0.28	\$ 0.10	\$ (0.14)	\$ 2.01
<b>Weighted average number of common shares outstanding (note 7)</b>	89,818,986	89,673,051	89,783,883	90,647,860
<b>Diluted weighted average number of common shares outstanding (note 7)</b>	89,858,370	89,851,013	89,783,883	91,345,723

*See accompanying notes to condensed consolidated interim financial statements.*

**Methanex Corporation**

**Consolidated Statements of Comprehensive Income (Loss)** *(unaudited)*

*(thousands of U.S. dollars)*

	Three Months Ended		Years Ended	
	Dec 31 2016	Dec 31 2015	Dec 31 2016	Dec 31 2015
Net income (loss)	\$ 24,882	\$ 10,764	\$ (28,225)	\$ 202,353
Other comprehensive income (loss), net of taxes:				
Items that may be reclassified to income:				
Change in fair value of cash flow hedges (note 10)	88,168	(19,314)	153,863	(39,731)
Forward element excluded from hedging relationship (note 10)	(84,471)	6,865	(174,078)	(2,826)
Change in fair value of interest rate swap contracts	—	—	—	(12)
Realized loss on interest rate swap contracts reclassified to finance costs	—	—	—	3,205
Items that will not be reclassified to income:				
Actuarial losses on defined benefit pension plans	(77)	(1,371)	(77)	(1,371)
Taxes on above items	(1,327)	4,435	6,597	13,427
	2,293	(9,385)	(13,695)	(27,308)
Comprehensive income (loss)	\$ 27,175	\$ 1,379	\$ (41,920)	\$ 175,045
Attributable to:				
Methanex Corporation shareholders	\$ 27,135	\$ (75)	\$ (26,240)	\$ 172,191
Non-controlling interests	40	1,454	(15,680)	2,854
	\$ 27,175	\$ 1,379	\$ (41,920)	\$ 175,045

See accompanying notes to condensed consolidated interim financial statements.

**Methanex Corporation**  
**Consolidated Statements of Financial Position** (unaudited)  
(thousands of U.S. dollars)

AS AT	Dec 31 2016	Dec 31 2015
<b>ASSETS</b>		
<b>Current assets:</b>		
Cash and cash equivalents	\$ 223,890	\$ 254,934
Trade and other receivables	499,603	504,350
Inventories (note 2)	281,328	253,234
Prepaid expenses	20,846	19,560
	<b>1,025,667</b>	<b>1,032,078</b>
<b>Non-current assets:</b>		
Property, plant and equipment (note 3)	3,117,469	3,158,782
Investment in associate (note 4)	197,402	224,165
Deferred income tax assets	137,341	61,881
Other assets	78,784	79,018
	<b>3,530,996</b>	<b>3,523,846</b>
	<b>\$ 4,556,663</b>	<b>\$ 4,555,924</b>
<b>LIABILITIES AND EQUITY</b>		
<b>Current liabilities:</b>		
Trade, other payables and accrued liabilities	\$ 523,216	\$ 508,639
Current maturities on long-term debt (note 5)	53,997	47,864
Current maturities on other long-term liabilities	29,720	25,439
	<b>606,933</b>	<b>581,942</b>
<b>Non-current liabilities:</b>		
Long-term debt (note 5)	1,502,209	1,488,026
Other long-term liabilities (note 3)	351,191	231,745
Deferred income tax liabilities	290,980	285,638
	<b>2,144,380</b>	<b>2,005,409</b>
<b>Equity:</b>		
Capital stock	511,465	509,464
Contributed surplus	2,568	2,426
Retained earnings	1,124,104	1,235,615
Accumulated other comprehensive loss	(41,302)	(27,776)
Shareholders' equity	<b>1,596,835</b>	<b>1,719,729</b>
Non-controlling interests	208,515	248,844
Total equity	<b>1,805,350</b>	<b>1,968,573</b>
	<b>\$ 4,556,663</b>	<b>\$ 4,555,924</b>

See accompanying notes to condensed consolidated interim financial statements.

## Methanex Corporation

### Consolidated Statements of Changes in Equity (unaudited)

(thousands of U.S. dollars, except number of common shares)

	Number of Common Shares	Capital Stock	Contributed Surplus	Retained Earnings	Accumulated Other Comprehensive Loss	Shareholders' Equity	Non- Controlling Interests	Total Equity
Balance, December 31, 2014	92,326,487	\$521,022	\$2,803	\$1,262,961	\$(413)	\$1,786,373	\$266,844	\$2,053,217
Net income	—	—	—	200,617	—	200,617	1,736	202,353
Other comprehensive income (loss)	—	—	—	(1,063)	(27,363)	(28,426)	1,118	(27,308)
Compensation expense recorded for stock options	—	—	742	—	—	742	—	742
Issue of shares on exercise of stock options	290,802	3,927	—	—	—	3,927	—	3,927
Reclassification of grant date fair value on exercise of stock options	—	1,119	(1,119)	—	—	—	—	—
Payments for repurchase of shares	(2,946,091)	(16,604)	—	(129,679)	—	(146,283)	—	(146,283)
Dividend payments to Methanex Corporation shareholders	—	—	—	(97,221)	—	(97,221)	—	(97,221)
Distributions made and accrued to non-controlling interests	—	—	—	—	—	—	(22,554)	(22,554)
Equity contributions by non-controlling interests	—	—	—	—	—	—	1,700	1,700
Balance, December 31, 2015	89,671,198	\$509,464	\$2,426	\$1,235,615	\$(27,776)	\$1,719,729	\$248,844	\$1,968,573
Net loss	—	—	—	(12,545)	—	(12,545)	(15,680)	(28,225)
Other comprehensive loss	—	—	—	(169)	(13,526)	(13,695)	—	(13,695)
Compensation expense recorded for stock options	—	—	637	—	—	637	—	637
Issue of shares on exercise of stock options	153,140	1,506	—	—	—	1,506	—	1,506
Reclassification of grant date fair value on exercise of stock options	—	495	(495)	—	—	—	—	—
Dividend payments to Methanex Corporation shareholders	—	—	—	(98,797)	—	(98,797)	—	(98,797)
Distributions made and accrued to non-controlling interests	—	—	—	—	—	—	(24,674)	(24,674)
Equity contributions by non-controlling interests	—	—	—	—	—	—	25	25
Balance, December 31, 2016	89,824,338	\$511,465	\$2,568	\$1,124,104	\$(41,302)	\$1,596,835	\$208,515	\$1,805,350

See accompanying notes to condensed consolidated interim financial statements.

**Methanex Corporation**  
**Consolidated Statements of Cash Flows** (unaudited)  
(thousands of U.S. dollars)

	Three Months Ended		Years Ended	
	Dec 31 2016	Dec 31 2015	Dec 31 2016	Dec 31 2015
<b>CASH FLOWS FROM / (USED IN) OPERATING ACTIVITIES</b>				
Net income (loss)	\$ 24,882	\$ 10,764	\$ (28,225)	\$ 202,353
Deduct earnings of associate	(9,575)	(14,640)	(19,930)	(51,842)
Dividends received from associate	9,465	18,930	47,325	75,720
Add (deduct) non-cash items:				
Depreciation and amortization	55,404	49,917	228,054	194,849
Income tax expense (recovery)	10,485	(13,816)	(9,279)	10,997
Share-based compensation expense (recovery)	20,880	10,499	33,493	(21,989)
Finance costs	23,812	14,881	90,060	69,859
Other	(999)	196	1,559	382
Income taxes paid	(5,453)	(8,122)	(5,241)	(47,234)
Other cash payments, including share-based compensation	(4,178)	(3,967)	(23,505)	(19,018)
Cash flows from operating activities before undernoted	124,723	64,642	314,311	414,077
Changes in non-cash working capital (note 9)	(52,498)	(20,683)	(64,381)	(117,126)
	72,225	43,959	249,930	296,951
<b>CASH FLOWS FROM / (USED IN) FINANCING ACTIVITIES</b>				
Payments for repurchase of shares	—	(8,256)	—	(146,283)
Dividend payments to Methanex Corporation shareholders	(24,740)	(24,652)	(98,797)	(97,221)
Interest paid	(31,592)	(23,780)	(82,965)	(82,275)
Net proceeds on issue of long-term debt	—	4,500	65,700	4,500
Repayment of long-term debt	(2,088)	(913)	(48,417)	(193,996)
Finance leases	(1,344)	(654)	(5,144)	(3,984)
Equity contributions by non-controlling interests	(500)	1,200	25	1,700
Distributions to non-controlling interests	—	—	(1,410)	(2,570)
Proceeds on issue of shares on exercise of stock options	406	232	1,506	3,927
Loan to associate	—	(31,176)	—	(31,176)
Changes in non-cash working capital related to financing activities (note 9)	(6,175)	(6,314)	(23,263)	(19,984)
	(66,033)	(89,813)	(192,765)	(567,362)
<b>CASH FLOWS FROM / (USED IN) INVESTING ACTIVITIES</b>				
Property, plant and equipment	(10,243)	(9,678)	(99,881)	(96,909)
Geismar plants under construction	—	(84,443)	—	(328,112)
Termination of terminal services agreement	—	—	—	65,000
Other assets	—	(1,194)	(66)	802
Changes in non-cash working capital related to investing activities (note 9)	(5,736)	(30,605)	11,738	(67,036)
	(15,979)	(125,920)	(88,209)	(426,255)
Decrease in cash and cash equivalents	(9,787)	(171,774)	(31,044)	(696,666)
Cash and cash equivalents, beginning of period	233,677	426,708	254,934	951,600
Cash and cash equivalents, end of period	\$ 223,890	\$ 254,934	\$ 223,890	\$ 254,934

See accompanying notes to condensed consolidated interim financial statements.

## Methanex Corporation

### Notes to Condensed Consolidated Interim Financial Statements (unaudited)

Except where otherwise noted, tabular dollar amounts are stated in thousands of U.S. dollars.

#### 1. Basis of presentation:

Methanex Corporation ("the Company") is an incorporated entity with corporate offices in Vancouver, Canada. The Company's operations consist of the production and sale of methanol, a commodity chemical. The Company is the world's largest producer and supplier of methanol to the major international markets of Asia Pacific, North America, Europe and South America.

These condensed consolidated interim financial statements are prepared in accordance with *International Accounting Standards ("IAS") 34, Interim Financial Reporting*, as issued by the International Accounting Standards Board ("IASB") on a basis consistent with those followed in the most recent annual consolidated financial statements.

These condensed consolidated interim financial statements do not include all of the information required for full annual financial statements and were approved and authorized for issue by the Audit, Finance & Risk Committee of the Board of Directors on January 25, 2017.

These condensed consolidated interim financial statements should be read in conjunction with the Company's consolidated financial statements for the year ended December 31, 2015.

Certain comparative figures in the consolidated statements of financial position have been reclassified to conform to the current period's presentation.

#### 2. Inventories:

Inventories are valued at the lower of cost, determined on a first-in first-out basis, and estimated net realizable value. The amount of inventories recognized as an expense in cost of sales and operating expenses and depreciation and amortization for the three months and year ended December 31, 2016 is \$453 million (2015 - \$409 million) and \$1,704 million (2015 - \$1,830 million), respectively.

#### 3. Property, plant and equipment:

	Buildings, Plant Installations & Machinery	Finance Leases	Other	Total
<b>Cost at December 31, 2016</b>	<b>\$ 4,549,816</b>	<b>\$ 206,260</b>	<b>\$ 272,878</b>	<b>\$ 5,028,954</b>
<b>Accumulated depreciation at December 31, 2016</b>	<b>1,752,540</b>	<b>18,557</b>	<b>140,388</b>	<b>1,911,485</b>
<b>Net book value at December 31, 2016</b>	<b>\$ 2,797,276</b>	<b>\$ 187,703</b>	<b>\$ 132,490</b>	<b>\$ 3,117,469</b>
Cost at December 31, 2015	\$ 4,521,835	\$ 121,849	\$ 204,483	\$ 4,848,167
Accumulated depreciation at December 31, 2015	1,545,834	6,853	136,698	1,689,385
Net book value at December 31, 2015	\$ 2,976,001	\$ 114,996	\$ 67,785	\$ 3,158,782

During the year ended December 31, 2016, the Company took delivery of four new ocean going vessels which are included in property, plant and equipment. Two of the vessels are accounted for as finance leases, with offsetting finance lease obligations recorded in other long-term liabilities, and two are owned through less than wholly-owned entities under the Company's control and included in the 'Other' category of property, plant and equipment.

#### 4. Interest in Atlas joint venture:

- a) The Company has a 63.1% equity interest in Atlas Methanol Company Unlimited ("Atlas"). Atlas owns a 1.8 million tonne per year methanol production facility in Trinidad. The Company accounts for its interest in Atlas using the equity method. Summarized financial information of Atlas (100% basis) is as follows:

Consolidated statements of financial position as at	Dec 31 2016	Dec 31 2015
Cash and cash equivalents	\$ 15,530	\$ 57,620
Other current assets	45,219	45,854
Non-current assets	324,297	332,072
Current liabilities	(24,783)	(30,440)
Other long-term liabilities, including current maturities	(168,253)	(169,681)
Net assets at 100%	192,010	235,425
Net assets at 63.1%	121,158	148,553
Long-term receivable from Atlas	76,244	75,612
Investment in associate	\$ 197,402	\$ 224,165

Consolidated statements of income	Three Months Ended		Years Ended	
	Dec 31 2016	Dec 31 2015	Dec 31 2016	Dec 31 2015
Revenue	\$ 65,309	\$ 95,115	\$ 213,533	\$ 373,034
Cost of sales and depreciation and amortization	(37,060)	(55,043)	(145,126)	(233,790)
Operating income	28,249	40,072	68,407	139,244
Finance costs, finance income and other expenses	(2,773)	(2,411)	(12,771)	(9,378)
Income tax expense	(10,302)	(14,459)	(24,052)	(47,707)
Net earnings at 100%	15,174	23,202	31,584	82,159
Earnings of associate at 63.1%	9,575	14,640	19,930	51,842
Dividends received from associate	\$ 9,465	\$ 18,930	\$ 47,325	\$ 75,720

#### b) Contingent liability:

The Board of Inland Revenue of Trinidad and Tobago has issued assessments against Atlas in respect of the 2005, 2006, 2007, 2008, 2009, and 2010 financial years. All subsequent tax years remain open to assessment. The assessments relate to the pricing arrangements of certain long-term fixed price sales contracts from 2005 to 2019 related to methanol produced by Atlas. Atlas had partial relief from corporation income tax until late July 2014.

The Company has lodged objections to the assessments. Based on the merits of the cases and legal interpretation, management believes its position should be sustained.

## 5. Long-term debt:

As at	Dec 31 2016	Dec 31 2015
<b>Unsecured notes</b>		
\$350 million at 3.25% due December 15, 2019	\$ 347,126	\$ 346,289
\$250 million at 5.25% due March 1, 2022	247,685	247,360
\$300 million at 4.25% due December 1, 2024	296,529	296,219
\$300 million at 5.65% due December 1, 2044	295,084	295,031
	<b>1,186,424</b>	1,184,899
<b>Egypt limited recourse debt facilities</b>	<b>288,515</b>	330,003
<b>Other limited recourse debt facilities</b>	<b>81,267</b>	20,988
<b>Total long-term debt<sup>1</sup></b>	<b>1,556,206</b>	1,535,890
<b>Less current maturities</b>	<b>(53,997)</b>	(47,864)
	<b>\$ 1,502,209</b>	\$ 1,488,026

<sup>1</sup> Long-term debt is presented net of deferred financing fees.

During the year ended December 31, 2016, the Company made repayments on its Egypt limited recourse debt facilities of \$43.0 million, drew down \$65.7 million on its other limited recourse debt facilities and made repayments of \$5.4 million on its other limited recourse debt facilities. Other limited recourse debt facilities relates to financing for certain of our ocean going vessels which we own through less than wholly-owned entities under the Company's control.

The Company maintains a \$300 million committed revolving credit facility with a syndicate of highly rated financial institutions that expires in December 2019. During the year ended December 31, 2016, the Company amended the credit facility to allow for relief, if required, of the interest coverage ratio covenant through the end of 2017. Significant covenant and default provisions of the facility include:

- a) the obligation to maintain an EBITDA to interest coverage ratio of greater than 2:1 calculated on a four-quarter trailing basis and a debt to capitalization ratio of less than or equal to 55%, both ratios calculated in accordance with definitions in the credit agreement that include adjustments to the limited recourse subsidiaries,
- b) a default if payment is accelerated by a creditor on any indebtedness of \$50 million or more of the Company and its subsidiaries, except for the limited recourse subsidiaries, and
- c) a default if a default occurs that permits a creditor to demand repayment on any other indebtedness of \$50 million or more of the Company and its subsidiaries, except for the limited recourse subsidiaries.

The Egypt limited recourse debt facilities contain a covenant, to complete by March 31, 2017, certain land title registrations and related mortgages that require action by Egyptian government entities and which the Company does not expect to complete by March 31, 2017. The Company is seeking a waiver from the lenders. The Company does not believe that the finalization of these items is material. The Company cannot provide assurance that we will be able to obtain a waiver from the lenders.

The Egypt limited recourse debt facilities have covenants and default provisions that apply only to the Egypt entity, including restrictions on the incurrence of additional indebtedness and a requirement to fulfill certain conditions before the payment of cash or other shareholder distributions. Certain conditions have not been met, resulting in a restriction on shareholder distributions from the Egypt entity. As of December 31, 2016, the Egypt cash balance on a 100% ownership basis was \$46 million. The Egypt entity continues to be able to fully utilize its funds for operating, capital and financing needs, including the repayment of the Egypt limited recourse debt facilities.

At December 31, 2016, management believes the Company was in compliance with all significant terms and default provisions related to long-term debt obligations.



## 6. Finance costs:

	Three Months Ended		Years Ended	
	Dec 31 2016	Dec 31 2015	Dec 31 2016	Dec 31 2015
<b>Finance costs</b>	\$ 23,812	\$ 21,074	\$ 90,060	\$ 90,965
<b>Less capitalized interest related to Geismar plants under construction</b>	—	(6,193)	—	(21,106)
	\$ 23,812	\$ 14,881	\$ 90,060	\$ 69,859

Finance costs are primarily comprised of interest on borrowings and finance lease obligations, amortization of deferred financing fees, finance costs related to finance leases and accretion expense associated with site restoration costs. Capitalized interest relates to interest costs capitalized for the Geismar project which was completed in 2015.

## 7. Net income (loss) per common share:

Diluted net income (loss) per common share is calculated by considering the potential dilution that would occur if outstanding stock options and, under certain circumstances, tandem share appreciation rights ("TSARs") were exercised or converted to common shares.

Outstanding TSARs may be settled in cash or common shares at the holder's option and for purposes of calculating diluted net income (loss) per common share, the more dilutive of the cash-settled and equity-settled method is used, regardless of how the plan is accounted for. Accordingly, TSARs that are accounted for using the cash-settled method will require adjustments to the numerator and denominator if the equity-settled method is determined to have a dilutive effect on diluted net income (loss) per common share as compared to the cash-settled method. For the three months and year ended December 31, 2016, the cash-settled method was more dilutive for TSARs and no adjustment was required for the numerator or the denominator. This was consistent with the three months ended December 31, 2015. For the year ended December 31, 2015, the equity-settled method was more dilutive, so an adjustment was required for both the numerator and the denominator.

For the year ended December 31, 2016, the Company incurred a net loss attributable to Methanex shareholders and therefore exclusion of the stock options was more dilutive, so no adjustment was made to the denominator. For all other periods presented, stock options were considered dilutive when the average market price of the Company's common shares during the period disclosed exceeded the exercise price of a stock option, so an adjustment was made to the denominator.

A reconciliation of the numerator used for the purpose of calculating diluted net income (loss) per common share is as follows:

	Three Months Ended		Years Ended	
	Dec 31 2016	Dec 31 2015	Dec 31 2016	Dec 31 2015
<b>Numerator for basic net income (loss) per common share</b>	\$ 24,842	\$ 9,310	\$ (12,545)	\$ 200,617
<b>Adjustment for the effect of TSARs:</b>				
<b>Cash-settled recovery included in net income</b>	—	—	—	(11,586)
<b>Equity-settled expense</b>	—	—	—	(5,308)
<b>Numerator for diluted net income (loss) per common share</b>	\$ 24,842	\$ 9,310	\$ (12,545)	\$ 183,723

## 7. Net income (loss) per common share (continued):

A reconciliation of the denominator used for the purposes of calculating basic and diluted net income (loss) per common share is as follows:

	Three Months Ended		Years Ended	
	Dec 31 2016	Dec 31 2015	Dec 31 2016	Dec 31 2015
<b>Denominator for basic net income (loss) per common share</b>	<b>89,818,986</b>	89,673,051	<b>89,783,883</b>	90,647,860
Effect of dilutive stock options	39,384	177,962	—	274,961
Effect of dilutive TSARs	—	—	—	422,902
<b>Denominator for diluted net income (loss) per common share</b>	<b>89,858,370</b>	89,851,013	<b>89,783,883</b>	91,345,723

## 8. Share-based compensation:

### a) Share appreciation rights ("SARs"), TSARs and stock options:

#### (i) Outstanding units:

Information regarding units outstanding at December 31, 2016 is as follows:

(per share amounts in USD)	SARs		TSARs	
	Number of Units	Weighted Average Exercise Price	Number of Units	Weighted Average Exercise Price
Outstanding at December 31, 2015	1,259,208	\$44.48	2,108,965	\$42.73
Granted	375,500	34.59	574,600	34.59
Exercised	(11,141)	27.41	(20,100)	25.90
Cancelled	(22,861)	53.96	(54,949)	52.55
Outstanding at September 30, 2016	1,600,706	\$42.15	2,608,516	\$40.86
Exercised	(62,150)	27.43	(192,405)	25.33
Cancelled	(27,071)	46.24	—	—
<b>Outstanding at December 31, 2016</b>	<b>1,511,485</b>	<b>\$42.68</b>	<b>2,416,111</b>	<b>\$42.10</b>

(per share amounts in USD)	Stock Options	
	Number of Units	Weighted Average Exercise Price
Outstanding at December 31, 2015	448,507	\$30.52
Granted	75,500	34.59
Exercised	(137,040)	7.98
Cancelled	(12,400)	45.33
Expired	(12,000)	6.33
Outstanding at September 30, 2016	362,567	\$40.18
Exercised	(16,100)	25.22
Cancelled	(1,700)	34.59
<b>Outstanding at December 31, 2016</b>	<b>344,767</b>	<b>\$40.91</b>

8. Share-based compensation (continued):

a) Share appreciation rights ("SARs"), TSARs and stock options (continued):

(i) Outstanding units (continued):

Range of Exercise Prices (per share amounts in USD)	Units Outstanding at December 31, 2016			Units Exercisable at December 31, 2016	
	Weighted Average Remaining Contractual Life (Years)	Number of Units Outstanding	Weighted Average Exercise Price	Number of Units Exercisable	Weighted Average Exercise Price
<b>SARs:</b>					
\$23.36 to \$40.72	3.62	1,044,129	\$33.70	674,096	\$33.18
\$46.42 to \$73.13	4.76	467,356	62.74	224,562	65.48
	3.98	1,511,485	\$42.68	898,658	\$41.25
<b>TSARs:</b>					
\$23.36 to \$40.72	3.59	1,738,132	\$33.97	1,167,632	\$33.67
\$46.42 to \$73.13	4.76	677,979	62.92	322,543	65.86
	3.91	2,416,111	\$42.10	1,490,175	\$40.64
<b>Stock options:</b>					
\$6.33 to \$25.22	0.17	21,650	\$25.22	21,650	\$25.22
\$28.43 to \$73.13	3.84	323,117	41.96	204,139	40.26
	3.61	344,767	\$40.91	225,789	\$38.82

(ii) Compensation expense related to SARs and TSARs:

Compensation expense for SARs and TSARs is measured based on their fair value and is recognized over the vesting period. Changes in fair value each period are recognized in net income for the proportion of the service that has been rendered at each reporting date. The fair value at December 31, 2016 was \$40.7 million compared with the recorded liability of \$36.7 million. The difference between the fair value and the recorded liability of \$4.0 million will be recognized over the weighted average remaining vesting period of approximately 1.66 years. The weighted average fair value was estimated at December 31, 2016 using the Black-Scholes option pricing model.

For the three months and year ended December 31, 2016, compensation expense related to SARs and TSARs included an expense in cost of sales and operating expenses of \$17.1 million (2015 - expense of \$2.8 million) and an expense of \$26.9 million (2015 - recovery of \$16.8 million), respectively. This included an expense of \$16.2 million (2015 - expense of \$0.7 million) and an expense of \$20.0 million (2015 - recovery of \$26.1 million), respectively, related to the effect of the change in the Company's share price for the three months and year ended December 31, 2016.

(iii) Compensation expense related to stock options:

For the three months and year ended December 31, 2016, compensation expense related to stock options included in cost of sales and operating expenses was \$0.1 million (2015 - \$0.1 million) and \$0.6 million (2015 - \$0.7 million), respectively. The fair value of each stock option grant was estimated on the grant date using the Black-Scholes option pricing model.

## 8. Share-based compensation (continued):

### b) Deferred, restricted and performance share units:

Deferred, restricted and performance share units outstanding at December 31, 2016 are as follows:

	Number of Deferred Share Units	Number of Restricted Share Units	Number of Performances Share Units
Outstanding at December 31, 2015	285,816	13,864	610,578
Granted	7,684	11,500	261,760
Granted performance factor <sup>1</sup>	—	—	55,592
Granted in-lieu of dividends	6,871	658	14,579
Redeemed	(41,498)	—	(355,415)
Cancelled	—	—	(17,706)
Outstanding at September 30, 2016	258,873	26,022	569,388
<b>Granted</b>	<b>585</b>	<b>—</b>	<b>—</b>
<b>Granted in-lieu of dividends</b>	<b>1,559</b>	<b>115</b>	<b>3,503</b>
<b>Redeemed</b>	<b>(10,000)</b>	<b>(7,488)</b>	<b>—</b>
<b>Cancelled</b>	<b>—</b>	<b>—</b>	<b>(619)</b>
<b>Outstanding at December 31, 2016</b>	<b>251,017</b>	<b>18,649</b>	<b>572,272</b>

<sup>1</sup> Performance share units have a feature where the ultimate number of units that vest are adjusted by a performance factor of the original grant as determined by the Company's total shareholder return in relation to a predetermined target over the period to vesting. These units relate to performance share units redeemed in the quarter ended March 31, 2016.

Compensation expense for deferred, restricted and performance share units is measured at fair value based on the market value of the Company's common shares and is recognized over the vesting period. Changes in fair value are recognized in net income for the proportion of the service that has been rendered at each reporting date. The fair value of deferred, restricted and performance share units at December 31, 2016 was \$18.6 million compared with the recorded liability of \$16.9 million. The difference between the fair value and the recorded liability of \$1.7 million will be recognized over the weighted average remaining vesting period of approximately 1.67 years.

For the three months and year ended December 31, 2016, compensation expense related to deferred, restricted and performance share units included in cost of sales and operating expenses was an expense of \$3.6 million (2015 - expense of \$7.6 million) and an expense of \$6.0 million (2015 - recovery of \$5.9 million), respectively. This included an expense of \$3.0 million (2015 - expense of \$5.6 million) and an expense of \$2.8 million (2015 - recovery of \$16.4 million) related to the effect of the change in the Company's share price for the three months and year ended December 31, 2016.

## 9. Changes in non-cash working capital:

Changes in non-cash working capital for the three months and year ended December 31, 2016 and 2015 were as follows:

	Three Months Ended		Years Ended	
	Dec 31 2016	Dec 31 2015	Dec 31 2016	Dec 31 2015
<b>Changes in non-cash working capital:</b>				
Trade and other receivables	\$ (86,940)	\$ (39,340)	\$ 4,747	\$ (99,987)
Inventories	(34,260)	15,852	(28,094)	53,568
Prepaid expenses	(392)	1,108	(1,286)	3,577
Trade, other payables and accrued liabilities	54,856	(41,900)	14,577	(108,779)
	(66,736)	(64,280)	(10,056)	(151,621)
<b>Adjustments for items not having a cash effect and working capital changes relating to taxes and interest paid</b>				
	2,327	6,678	(65,850)	(52,525)
<b>Changes in non-cash working capital having a cash effect</b>	<b>\$ (64,409)</b>	<b>\$ (57,602)</b>	<b>\$ (75,906)</b>	<b>\$ (204,146)</b>
<b>These changes relate to the following activities:</b>				
Operating	\$ (52,498)	\$ (20,683)	\$ (64,381)	\$ (117,126)
Financing	(6,175)	(6,314)	(23,263)	(19,984)
Investing	(5,736)	(30,605)	11,738	(67,036)
<b>Changes in non-cash working capital</b>	<b>\$ (64,409)</b>	<b>\$ (57,602)</b>	<b>\$ (75,906)</b>	<b>\$ (204,146)</b>

## 10. Financial instruments:

Financial instruments are either measured at amortized cost or fair value.

In the normal course of business, the Company's assets, liabilities and forecasted transactions, as reported in U.S. dollars, are impacted by various market risks including, but not limited to, natural gas prices and currency exchange rates. The time frame and manner in which the Company manages those risks varies for each item based on the Company's assessment of the risk and the available alternatives for mitigating risks.

The Company uses derivatives as part of its risk management program to mitigate variability associated with changing market values. Changes in fair value of derivative financial instruments are recorded in earnings unless the instruments are designated as cash flow hedges. The Company designates as cash flow hedges derivative financial instruments to hedge its risk exposure to fluctuations in the euro compared to the U.S. dollar and derivative financial instruments to hedge its risk exposure to fluctuations in natural gas prices.

The fair value of derivative instruments is determined based on industry-accepted valuation models using market observable inputs and are classified within Level 2 of the fair value hierarchy. The fair value of all of the Company's derivative contracts includes an adjustment for credit risk. The effective portion of the changes in fair value of derivative financial instruments designated as cash flow hedges is recorded in other comprehensive income. The spot element of forward contracts in the hedging relationships is recorded in other comprehensive income as the change in fair value of cash flow hedges. The change in the fair value of the forward element of forward contracts is recorded separately in other comprehensive income as the forward element excluded from hedging relationship.

Until settled, the fair value of the derivative financial instruments will fluctuate based on changes in commodity prices or foreign currency exchange rates.

## 10. Financial instruments (continued):

### Natural gas forward contracts

The Company has elected to manage its exposure to changes in natural gas prices for the Geismar 2 facility by executing a number of forward contracts which it has designated as cash flow hedges for its highly probable forecast natural gas purchases in North America.

As at December 31, 2016, the Company had outstanding forward contracts designated as cash flow hedges with a notional amount of \$484 million (2015 - \$517 million) and a negative fair value of \$61.9 million (2015 - \$42.7 million) included in other long-term liabilities.

### Euro forward exchange contracts

The Company manages its foreign currency exposure to euro denominated sales by executing a number of forward contracts which it has designated as cash flow hedges for its highly probable forecast euro collections.

As at December 31, 2016, the Company had outstanding forward exchange contracts designated as cash flow hedges to sell a notional amount of 92 million euros (2015 - 35 million euros). The euro contracts had a positive fair value of \$0.3 million (2015 - \$1.2 million) included in current assets.

The fair value of the Company's derivative financial instruments as disclosed above are determined based on Bloomberg quoted market prices and confirmations received from counterparties, which are adjusted for credit risk.

The table below shows net cash flows for derivative hedging instruments, excluding credit risk adjustments, based upon contracted settlement dates. The amounts reflect the maturity profile of the hedging instruments and are subject to change based on the prevailing market rate at each of the future settlement dates. Financial asset derivative positions are held with investment-grade counterparties and therefore the settlement day risk exposure is considered to be negligible.

	Cash inflows (outflows) by term to maturity				Total
	1 year or less	1-3 years	3-5 years	More than 5 years	
Natural gas forward contracts	6,773	(8,481)	(18,962)	(56,029)	\$ (76,699)
Euro forward exchange contracts	299	—	—	—	\$ 299

The carrying values of the Company's financial instruments approximate their fair values, except as follows:

As at	December 31, 2016	
	Carrying Value	Fair Value
Long-term debt excluding deferred financing fees	\$ 1,568,822	\$ 1,538,543

Long-term debt consists of limited recourse debt facilities and unsecured notes. There is no publicly traded market for the limited recourse debt facilities. The fair value of the limited recourse debt facilities as disclosed on a recurring basis and categorized as Level 2 within the fair value hierarchy is estimated by reference to current market rates as at the reporting date. The fair value of the unsecured notes disclosed on a recurring basis and also categorized as Level 2 within the fair value hierarchy is estimated using quoted prices and yields as at the reporting date. The fair value of the Company's long term debt will fluctuate until maturity.

**Methanex Corporation**  
**Quarterly History (unaudited)**

	2016	Q4	Q3	Q2	Q1	2015	Q4	Q3	Q2	Q1
<b>METHANOL SALES VOLUME</b>										
<i>(thousands of tonnes)</i>										
Methanex-produced <sup>1</sup>	<b>6,828</b>	1,750	1,860	1,689	1,529	<b>5,050</b>	1,372	1,238	1,203	1,237
Purchased methanol	<b>1,892</b>	526	411	533	422	<b>2,780</b>	636	679	813	652
Commission sales <sup>1</sup>	<b>758</b>	245	205	140	168	<b>641</b>	178	169	109	185
	<b>9,478</b>	2,521	2,476	2,362	2,119	<b>8,471</b>	2,186	2,086	2,125	2,074
<b>METHANOL PRODUCTION</b>										
<i>(thousands of tonnes)</i>										
New Zealand	<b>2,181</b>	536	559	577	509	<b>1,856</b>	412	476	487	481
Geismar (Louisiana, USA)	<b>2,055</b>	526	519	527	483	<b>959</b>	244	259	276	180
Trinidad (Methanex interest)	<b>1,605</b>	455	420	417	313	<b>1,644</b>	432	398	419	395
Egypt (50% interest)	<b>293</b>	96	69	53	75	<b>74</b>	58	—	8	8
Medicine Hat (Canada)	<b>488</b>	92	114	123	159	<b>456</b>	155	123	51	127
Chile	<b>395</b>	154	68	73	100	<b>204</b>	88	3	40	73
	<b>7,017</b>	1,859	1,749	1,770	1,639	<b>5,193</b>	1,389	1,259	1,281	1,264
<b>AVERAGE REALIZED METHANOL PRICE <sup>2</sup></b>										
(\$/tonne)	<b>242</b>	278	236	223	230	<b>322</b>	277	323	350	337
(\$/gallon)	<b>0.73</b>	0.84	0.71	0.67	0.69	<b>0.97</b>	0.83	0.97	1.05	1.01
<b>PER SHARE INFORMATION</b> (\$ per common share attributable to Methanex shareholders)										
Adjusted net income (loss)	<b>(0.17)</b>	0.46	(0.01)	(0.34)	(0.27)	<b>1.20</b>	0.16	0.26	0.56	0.23
Basic net income (loss)	<b>(0.14)</b>	0.28	(0.12)	(0.03)	(0.26)	<b>2.21</b>	0.10	0.87	1.15	0.09
Diluted net income (loss)	<b>(0.14)</b>	0.28	(0.12)	(0.08)	(0.26)	<b>2.01</b>	0.10	0.54	1.15	0.09

<sup>1</sup> Methanex-produced methanol represents our equity share of volume produced at our facilities and excludes volume marketed on a commission basis related to the 36.9% of the Atlas facility and 50% of the Egypt facility that we do not own. Methanex-produced methanol includes any volume produced by Chile using natural gas supplied from Argentina under a tolling arrangement ("TollingVolume"). TollingVolume was nil for the three months and year ended December 31, 2016 compared to 5,000 tonnes and 74,000 tonnes for the same periods in 2015.

<sup>2</sup> Averagerealized price is calculated as revenue, excluding commissions earned and the Egypt non-controlling interest share of revenue, but including an amount representing our share of Atlas revenue, divided by the total sales volume of Methanex-produced and purchased methanol, but excluding TollingVolume.