

## Press Release

### Guardian Capital Group Limited (TSX: GCG; GCG.A) Announces 2015 Second Quarter Operating Results

Toronto, Ontario, August 12, 2015

All per share figures disclosed below are stated on a diluted basis.

For the periods ended June 30 (\$ in thousands, except per share amounts)	Three Months		Six Months	
	2015	2014	2015	2014
Net revenue	\$ 33,066	\$ 29,257	\$ 65,370	\$ 56,979
Operating earnings	11,390	9,199	21,866	17,755
Net gains <sup>(1)</sup>	602	2,959	3,789	6,606
Net earnings before net gains on securities held for sale <sup>(1)</sup>	9,786	10,288	21,337	20,912
Net gains on securities held for sale <sup>(1)</sup>	--	--	--	386
Net earnings available to shareholders	9,604	10,163	20,914	21,079
EBITDA <sup>(2)</sup>	\$ 12,654	\$ 10,427	\$ 24,214	\$ 20,198
Adjusted cash flow from operations <sup>(2)</sup>	10,544	9,040	18,685	16,516
<b>Per Share:</b>				
Net earnings available to shareholders	0.31	0.33	0.68	0.68
EBITDA <sup>(2)</sup>	0.41	0.33	0.79	0.65
Adjusted cash flow from operations <sup>(2)</sup>	0.34	0.29	0.61	0.53
<b>As at</b> (\$ in millions, except per share amounts)	<b>June 30, 2015</b>	<b>March 31, 2015</b>	<b>December 31, 2014</b>	<b>June 30, 2014</b>
Assets under management	\$ 25,007	\$ 26,093	\$ 24,968	\$ 24,601
Assets under administration	14,821	14,057	13,126	12,732
Shareholders' equity	474	478	489	463
Fair value of corporate holdings of securities	515	522	525	497
<b>Per Share:</b>				
Shareholders' equity	\$ 15.32	\$ 15.42	\$ 15.62	\$ 14.72
Fair value of corporate holdings of securities	16.64	16.86	16.78	15.78

The Company's operating earnings for the current quarter were \$11.4 million, an increase of 24% from \$9.2 million in Q2 2014. All segments of the Company's operations contributed positively to the overall growth in operating earnings. Net gains at \$0.6 million in the current quarter were significantly lower from the \$3.0 million recorded in 2014, due to lower turnover from investment activities during the current quarter.

Net earnings available to shareholders for the quarter were \$9.6 million, or \$0.31 per share, compared to \$10.2 million, or \$0.33 per share, for Q2 2014. The reduction in the current quarter was due largely to the lower net gains, referred to above, offsetting the increase in operating earnings.

The Company's assets under management ("AUM") as at June 30, 2015 were \$25.0 billion, down from \$26.1 billion as at March 31, 2015 and relatively unchanged from December 31, 2014 and increased by 2% since June 30, 2014. Assets under administration ("AUA") were \$14.8 billion as at June 30, 2015, an increase of 5% since March 31, 2015, 13% since December 31, 2014 and 16% since June 30, 2014. The AUM decline over the past quarter was due largely to the Canadian market decline and net outflow of client assets, mainly from a fixed income sub-advised mandate that underwent a fund reorganization. The increase in AUA for the current quarter was due largely to the addition of AUA from the acquisition of an insurance managing general agency completed during the quarter.

EBITDA<sup>(2)</sup> for the quarter was \$12.7 million, or \$0.41 per share, compared to \$10.4 million, or \$0.33 per share for Q2 2014. Adjusted cash flow from operations<sup>(2)</sup> for the quarter was \$10.5 million, or \$0.34 per share, compared to \$9.0 million, or \$0.29 per share for Q2 2014.

The Company's shareholders' equity as at June 30, 2015 was \$474 million, or \$15.32 per share, compared to \$489 million, or \$15.62 per share, at December 31, 2014 and \$463 million, or \$14.72 per share, as at June 30, 2014. The fair value of the Company's corporate holdings of securities as at June 30, 2015 was \$515 million, or \$16.64 per share, compared to \$525 million, or \$16.78 per share, as at December 31, 2014 and \$497 million, or \$15.78 per share, as at June 30, 2014.

The Board of Directors has declared a quarterly dividend of \$0.075 per share, payable on October 16, 2015, to shareholders of record on October 9, 2015.

<sup>(1)</sup> During the second quarter of 2015, certain of the Company's investments in mutual funds were reclassified from the held for sale category to the held for trading category on a retrospective basis. The reclassification had the effect of re-presenting net gains, income tax expenses, net earnings before net gains on securities held for sale, and net gains on securities held for sale in prior periods but did not impact operating earnings or net earnings available to shareholders. The above and below tables reflect the effects of the retrospective application of the reclassification.

<sup>(2)</sup> The Company's management uses EBITDA and Adjusted cash flow from operations to evaluate and assess the performance of its business. These two measures do not have standardized measures under International Financial Reporting Standards ("IFRS"), and are therefore unlikely to be strictly comparable to similar measures presented by other companies. However, management believes that most shareholders, creditors, other stakeholders and investment analysts prefer to include the use of these measures in analyzing the Company's results. The Company defines EBITDA as net earnings before interest, income taxes, amortization, stock-based compensation, net gains or losses and net gains or losses on securities held for sale, less amounts attributable to non-controlling interest. The Company defines Adjusted cash flow from operations as Net cash from operating activities, net of changes in non-cash working capital items and net of non-controlling interests. The most comparable IFRS measures are Net earnings, which was \$9,786 and \$21,337 for the three and six months ended June 30, 2015 (2014 - \$10,288 and \$21,298), and Net cash from operating activities, which was \$17,080 and \$15,276 for the three and six months ended June 30, 2015 (2014 - \$15,928 and 7,228). More detailed descriptions of these two non-IFRS measures are provided in the Company's quarterly Management's Discussions and Analysis, including a reconciliation of these measures to their most comparable IFRS measures.

The following table summarizes Guardian's financial results for the past eight quarters.

Quarters ended (\$ in thousands)	Jun 30, 2015	Mar 31, 2015	Dec 31, 2014	Sep 30, 2014	Jun 30, 2014	Mar 31, 2014	Dec 31, 2013	Sep 30, 2013
Net revenue	\$ 33,066	\$ 32,304	\$ 31,490	\$ 30,806	\$ 29,257	\$27,722	\$ 27,907	\$25,173
Operating earnings	11,390	10,476	10,335	10,051	9,199	8,556	8,564	6,898
Net gains (losses) <sup>(1)</sup>	602	3,119	311	(168)	2,959	3,647	7,218	3,183
Net earnings before net gains on securities held for sale <sup>(1)</sup>	9,786	11,551	8,438	7,877	10,288	10,624	14,879	8,602
Net gains on securities held for sale <sup>(1)</sup>	--	--	--	--	--	386	238	432
Net earnings available to shareholders	9,604	11,310	8,223	7,715	10,163	10,916	14,980	8,946
Shareholders' equity	473,944	477,901	488,835	482,242	463,306	438,363	414,985	393,670
(\$ in dollars)								
Per average Class A and Common Share								
Net earnings:								
- Basic	\$ 0.33	\$ 0.38	\$ 0.27	\$ 0.26	\$ 0.34	\$ 0.36	\$ 0.49	\$ 0.29
- Diluted	0.31	0.37	0.27	0.25	0.33	0.35	0.48	0.29
Shareholders' equity:								
- Basic	\$ 16.08	\$ 16.15	\$ 16.33	\$ 16.08	\$ 15.34	\$ 14.49	\$ 13.68	\$ 12.94
- Diluted	15.32	15.42	15.62	15.39	14.72	13.93	13.17	12.51

Guardian Capital Group Limited is a diversified financial services company founded in 1962. Guardian provides institutional and high net worth investment management services to clients; financial services to international investors; and services to financial advisors in its national mutual fund dealer, securities dealer, and insurance distribution network. Its Common and Class A shares are listed on The Toronto Stock Exchange.

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