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**MEDIA RELEASE
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TMX Group Inc. Reports Results for Fourth Quarter and Year End 2008

- Revenue of \$151.4 million for Q4/08, up 36% over Q4/07
- Diluted EPS of 65 cents for Q4/08, up 44% over Q4/07
- Diluted EPS in Q4/08 of 65 cents unchanged from Q4/07 EPS prior to a reduction in the value of the future tax asset*
- Cash flows from operating activities in Q4/08 of \$60.8 million, up 14% versus Q4/07
- Full year 2008 diluted EPS of \$2.47 compared with \$2.17 for 2007
- Full year 2008 cash flows from operating activities of \$244.2 million, an increase of 10% from 2007

TORONTO – TMX Group Inc. (formerly TSX Group Inc.) [TSX:X] announced results for the fourth quarter and year ended December 31, 2008.

Thomas Kloet, Chief Executive Officer of TMX Group said, “We are pleased to report good results for both the fourth quarter and full year 2008 despite difficult market conditions. We are proud of our many accomplishments in 2008, including our progress in integrating the Montréal Exchange with TMX Group and NGX’s continued success with the execution of its growth strategy.”

Michael Ptasznik, Chief Financial Officer of TMX Group said, “The benefits of continued diversification are evident in these solid financial results. In addition to the positive contribution from trading on TSX, MX and BOX this quarter, we experienced revenue growth in both our energy segment and our market data operations while continuing to maintain cost controls and realize efficiencies.”

Summary of Financial Information

Net income for Q4/08 increased over Q4/07 primarily due to the increased revenue related to the inclusion of revenue from MX and BOX, as well as increased issuer services, cash equity trading, energy trading and market data revenue. This increase in revenue was somewhat offset

* See discussion under the heading Non-GAAP Financial Measures.

by higher operating expenses, interest expense and a \$13.3 million pre-tax mark to market adjustment (12 cents per common share after tax, on both a basic and diluted basis) on our interest rate swaps. The latter expense represents a non-cash item.

(in millions of dollars, except per share amounts)

	Q4/08	Q4/07	\$ Increase	% Increase
<i>Revenue</i>	\$ 151.4	\$ 111.2	\$ 40.2	36%
<i>Operating expenses</i>	\$ 65.9	\$ 47.2	\$ 18.7	40%
<i>Net income</i>	\$ 49.0	\$ 30.4	\$ 18.6	61%
<i>Earnings per share:</i>				
<i>Basic</i>	\$ 0.65	\$ 0.46	\$ 0.19	41%
<i>Diluted</i>	\$ 0.65	\$ 0.45	\$ 0.20	44%
<i>Cash flows from operating activities</i>	\$ 60.8	\$ 53.2	\$ 7.6	14%

In Q4/07, the future tax asset was reduced, and income tax expense increased by \$13.3 million, primarily as a result of decreases in federal corporate income tax rates which were enacted in December 2007. The adjustment resulted in a reduction in net income of \$13.3 million, or 20 cents per common share (on both a basic and diluted basis).

The following is a reconciliation of earnings per share to earnings per share prior to a reduction in the value of the future tax asset*:

Reconciliation for Q4/08 and Q4/07

	Q4/08		Q4/07	
	Basic	Diluted	Basic	Diluted
<i>Earnings per share</i>	\$0.65	\$0.65	\$0.46	\$0.45
<i>Adjustment related to reduction of the future tax asset</i>	=	=	<u>\$0.20</u>	<u>\$0.20</u>
<i>Earnings per share prior to a reduction in the value of the future tax asset*</i>	<u>\$0.65</u>	<u>\$0.65</u>	<u>\$0.66</u>	<u>\$0.65</u>

* See discussion under the heading Non-GAAP Financial Measures.

Summary of Financial Information

(in millions of dollars, except per share amounts)

	2008	2007	\$ Increase	% Increase
<i>Revenue</i>	\$ 533.2	\$ 424.6	\$ 108.6	26%
<i>Operating expenses</i>	\$ 227.8	\$ 181.5	\$ 46.3	26%
<i>Net income</i>	\$ 182.0	\$ 148.7	\$ 33.3	22%
<i>Earnings per share:</i>				
<i>Basic</i>	\$ 2.48	\$ 2.19	\$ 0.29	13%
<i>Diluted</i>	\$ 2.47	\$ 2.17	\$ 0.30	14%
<i>Cash flows from operating activities</i>	\$ 244.2	\$ 221.7	\$ 22.5	10%

Net income for 2008 was reduced due to a payment of \$15.2 million to ISE Ventures, LLC (ISE Ventures), a wholly-owned subsidiary of International Securities Exchange Holdings, Inc. (ISE), related to terminating our derivatives joint venture.

In 2007, the future tax asset was reduced, and income tax expense increased by \$15.1 million, primarily as a result of decreases in federal corporate income tax rates which were enacted in June and December 2007. The adjustment resulted in a reduction in net income for 2007 of \$15.1 million, or 22 cents per common share (on both a basic and diluted basis). The following is a reconciliation of earnings per share to earnings per share prior to a reduction in the value of the future tax asset in 2007 and prior to loss on termination of joint venture in 2008*:

Reconciliation for 2008 and 2007

	2008		2007	
	Basic	Diluted	Basic	Diluted
<i>Earnings per share</i>	\$2.48	\$2.47	\$2.19	\$2.17
<i>Adjustment related to loss on termination of joint venture</i>	\$0.21	\$0.21		
<i>Adjustment related to reduction of the future tax asset</i>	=	=	<u>\$0.22</u>	<u>\$0.22</u>
<i>Earnings per share prior to a reduction in the value of the future tax asset in 2007 and prior to loss on termination of joint venture in 2008*</i>	<u>\$2.69</u>	<u>\$2.68</u>	<u>\$2.41</u>	<u>\$2.39</u>

*See discussion under the heading Non-GAAP Financial Measures.

Select Segmented Financial Information

(in millions of dollars)

	Cash Markets - Equities and Fixed Income	Derivatives Markets - MX and BOX	Energy Markets - NGX	Total
Q4/08				
<i>Revenue</i>	\$ 116.7	\$ 26.2	\$ 8.5	\$ 151.4
<i>Net Income</i>	\$ 38.8	\$ 7.4	\$ 2.8	\$ 49.0
Q4/07				
<i>Revenue</i>	\$ 104.9	-	\$ 6.3	\$ 111.2
<i>Net Income</i>	\$ 28.9	-	\$ 1.5	\$ 30.4
2008				
<i>Revenue</i>	\$ 439.6	\$ 63.4	\$ 30.2	\$ 533.2
<i>Net Income</i>	\$ 155.7	\$ 18.1	\$ 8.2	\$ 182.0
2007				
<i>Revenue</i>	\$ 402.6	-	\$ 22.0	\$ 424.6
<i>Net Income</i>	\$ 144.4	-	\$ 4.3	\$ 148.7

On May 1, 2008, TMX Group and Montréal Exchange Inc. (MX) combined their businesses and, accordingly, the results of MX are included in TMX Group's consolidated results from May 1, 2008. On August 29, 2008, MX acquired an additional 21.9% interest in the Boston Options Exchange Group, LLC (BOX) from the Boston Stock Exchange (BSE), giving MX a majority ownership interest of 53.3% in, and control of, the U.S. equity option exchange. Prior to the completion of this transaction, MX's 31.4% investment in BOX was accounted for under the equity method under which our 31.4% of the earnings from BOX was reported as income from investment in an affiliate. Upon acquisition of control, the results of BOX have been fully consolidated into TMX Group's consolidated results from August 29, 2008, with an adjustment made for the non-controlling interests. In October 2008, as a result of a buy-back of units by BOX, MX's ownership increased to 53.8%.

Certain comparative figures have been reclassified in order to conform with the financial presentation adopted in the current year.

Quarter Ended December 31, 2008 Compared with Quarter Ended December 31, 2007

Revenue

Revenue in Q4/08 was \$151.4 million, up \$40.2 million, or 36% as compared with \$111.2 million in Q4/07 primarily reflecting \$26.2 million in revenue related to the business operations of MX which were combined with TMX Group on May 1, 2008 and revenue related to the operations of BOX from August 29, 2008, as well as increased issuer services, cash equity trading, energy trading and market data revenue.

Issuer Services Revenue

The following is a summary of issuer services revenue reported and issuer services fees billed* (reconciled below in this section) in Q4/08 and Q4/07.

(in millions of dollars)

	<i>Reported</i>				<i>Billed*</i>			
	Q4/08	Q4/07	\$ increase/ (decrease)	% increase/ (decrease)	Q4/08	Q4/07	\$ increase/ (decrease)	% increase/ (decrease)
<i>Initial listing fees</i>	\$ 4.1	\$ 3.7	\$ 0.4	11%	\$ 3.2	\$ 10.0	(\$ 6.8)	(68%)
<i>Additional listing fees</i>	\$ 13.4	\$ 11.8	\$ 1.6	14%	\$ 15.7	\$ 22.4	(\$ 6.7)	(30%)
<i>Sustaining listing fees**</i>	\$ 17.6	\$ 17.4	\$ 0.2	1%	\$ 17.6	\$ 17.4	\$ 0.2	1%
<i>Other issuer services</i>	<u>\$ 3.6</u>	<u>\$ 3.8</u>	<u>(\$ 0.2)</u>	(5%)	<u>\$ 3.6</u>	<u>\$ 3.8</u>	<u>(\$ 0.2)</u>	(5%)
<i>Total</i>	<u>\$ 38.7</u>	<u>\$ 36.7</u>	<u>\$ 2.0</u>	5%	<u>\$ 40.1</u>	<u>\$ 53.6</u>	<u>(\$ 13.5)</u>	(25%)

Initial and additional listing fees are non-refundable fees paid by listed issuers for the listing or reserving of securities. These fees are recorded as “deferred revenue – initial and additional listing fees” and recognized on a straight-line basis over an estimated service period of ten years.

In the case of Toronto Stock Exchange, listed issuers are billed for initial and additional listing fees, and with this system, there is a lag between the time when securities are issued or reserved and the time when these listing fees are paid by Toronto Stock Exchange listed issuers. For TSX Venture Exchange issuers, fees are paid either prior to or at the time of listing or reserving securities. The following is a reconciliation of initial and additional listing fees billed* to initial and additional listing fees reported:

* See discussion under the heading Non-GAAP Financial Measures.

** Sustaining listing fees billed, as shown in this table, represents the amount recognized for accounting purposes during the quarter. Sustaining listing fees are billed during the first quarter of the year, recorded as deferred revenue and amortized over the year on a straight-line basis.

<i>Initial Listing Fees</i> (in millions of dollars)	Q4/08	Q4/07
Initial listing fees billed*	\$ 3.2	\$ 10.0
Initial listing fees billed* and deferred to future periods	(\$ 3.1)	(\$ 9.8)
Recognition of initial listing fees billed* and previously included in deferred revenue	<u>\$ 4.0</u>	<u>\$ 3.5</u>
Initial listing fee revenue reported	<u>\$ 4.1</u>	<u>\$ 3.7</u>
<i>Additional Listing Fees</i> (in millions of dollars)	Q4/08	Q4/07
Additional listing fees billed*	\$ 15.7	\$ 22.4
Additional listing fees billed* and deferred to future periods	(\$ 15.5)	(\$ 22.0)
Recognition of additional listing fees billed* and previously included in deferred revenue	<u>\$ 13.2</u>	<u>\$ 11.4</u>
Additional listing fee revenue reported	<u>\$ 13.4</u>	<u>\$ 11.8</u>

- *Initial and additional listing fees reported* increased due to capital market activity and listing fee price increases during the period from January 1, 1999 to December 31, 2008 compared with the period from January 1, 1998 to December 31, 2007. *Initial and additional listing fees billed** in Q4/08, as compared with Q4/07, reflect deteriorating market conditions during 2008 that resulted in a decline in financing activity. This was somewhat offset by the impact of changes to the pricing model for each equity exchange that were effective January 1, 2008.
- Issuers listed on Toronto Stock Exchange and TSX Venture Exchange pay annual sustaining listing fees primarily based on their market capitalization at the end of the prior calendar year, subject to minimum and maximum fees. The increase in *sustaining listing fees* was due to fee increases on TSX Venture Exchange that were effective January 1, 2008, and the overall higher market capitalization of listed issuers at the end of 2007 compared with the end of 2006, partially offset by a decrease in *sustaining listing fees* from issuers listed on Toronto Stock Exchange.
- *Other issuer services* includes revenue of \$3.3 million from The Equicom Group Inc. (Equicom) in Q4/08, compared with \$3.6 million in Q4/07.

* See discussion under the heading Non-GAAP Financial Measures.

Trading, Clearing and Related Revenue

(in millions of dollars)

	Q4/08	Q4/07	\$ increase/ (decrease)	% increase/ (decrease)
<i>Cash markets:</i>				
• <i>Toronto Stock Exchange</i>	\$ 30.8	\$ 24.5	\$ 6.3	26%
• <i>TSX Venture Exchange</i>	<u>\$ 6.0</u>	<u>\$ 9.2</u>	<u>(\$ 3.2)</u>	(35%)
	\$ 36.8	\$ 33.7	\$ 3.1	9%
• <i>Shorcan</i>	<u>\$ 2.7</u>	<u>\$ 2.9</u>	<u>(\$ 0.2)</u>	(7%)
<i>Cash markets revenue</i>	\$ 39.5	\$ 36.6	\$ 2.9	8%
<i>Derivatives markets revenue</i>	\$ 21.3	-	\$ 21.3	-
<i>Energy markets revenue</i>	<u>\$ 8.3</u>	<u>\$ 6.1</u>	<u>\$ 2.2</u>	36%
<i>Total</i>	<u>\$ 69.1</u>	<u>\$ 42.7</u>	<u>\$ 26.4</u>	62%

Cash Markets

- *Cash markets* equity trading revenue from Toronto Stock Exchange increased due to a 34% increase in the volume of securities traded in Q4/08 over Q4/07 (33.0 billion securities in Q4/08 versus 24.7 billion securities in Q4/07), partially offset by the impact of changes in our pricing model, which were effective November 1, 2007, rebates to Electronic Liquidity Providers as well as changes in trading activity, patterns and product mix.
- *Cash markets* equity trading revenue from TSX Venture Exchange decreased as a result of a 29% decrease in the volume of securities traded in Q4/08 over Q4/07 (10.7 billion securities in Q4/08 versus 15.1 billion securities in Q4/07), as well as changes in trading activity, patterns and product mix, somewhat offset by the impact of changes in our pricing model, which were effective November 1, 2007.
- The decrease in revenue from Shorcan Brokers Limited (Shorcan) primarily reflects a decrease in trading in Government of Canada and provincial and corporate bonds in Q4/08 versus Q4/07 as well as the increase in electronic trading volumes (which generates less commission per volume traded than traditional voice) as a percentage of overall trading volumes.

Derivatives Markets

- Derivatives markets revenue includes \$18.6 million in trading revenue from MX (which was combined with TMX Group on May 1, 2008) and BOX (following MX's acquisition of control on August 29, 2008; MX has a 53.8% ownership interest). In addition, we received \$2.8 million in clearing revenue related to MX.
- MX volumes decreased by 14% (8.3 million contracts traded in Q4/08 versus 9.6 million contracts traded in Q4/07).
- BOX volumes increased by 12% (44.5 million contracts traded in Q4/08 versus 39.6 million contracts traded in Q4/07).

Energy Markets

- In Q4/08, the volumes of natural gas and electricity contracts traded or cleared on NGX increased by 10% over Q4/07 (3.4 million terajoules in Q4/08 versus 3.1 million terajoules in Q4/07). This excludes the Alberta Watt Exchange Limited (Watt-Ex) volumes, which represent electric operating reserve procurement for the Alberta Electric System Operator.
- The increased volumes are a result of additional products and more customers. Under an arrangement with ICE, NGX launched Canadian products in February 2008 and U.S. products in March 2008, which provided a wider distribution to more customers.
- The increase in revenue also reflects price increases that were effective in January 2008.

Market Data Revenue

(in millions of dollars)

Q4/08	Q4/07	\$ increase	% increase
\$ 38.0	\$ 28.3	\$ 9.7	34%

- *Market data* revenue increased partly due to a 1% increase in the number of professional and equivalent real-time market data subscriptions to TSX Datalinx products (over 162,000 at December 31, 2008 versus over 160,000 at December 31, 2007). This increase reflects increased sales to U.S. customers.
- *Market data* revenue also includes \$4.1 million in market data revenue related to MX, acquired on May 1, 2008 and BOX, following MX's acquisition of control on August 29, 2008. There were over 28,000 MX market data subscriptions at December 31, 2008 and at December 31, 2007.

- The increase was also attributable to higher revenues from: direct and consolidated data feeds, index licenses, PC-Bond usage, co-location services, and historical products. In addition there were fee changes that were effective January 1, 2008.
- The increase was also due to the impact of the depreciation of the Canadian dollar against the U.S. dollar in Q4/08 compared with Q4/07.

Business Services and Other Revenue

(in millions of dollars)

Q4/08	Q4/07	\$ increase	% increase
\$ 5.7	\$ 3.4	\$ 2.3	68%

- *Business services* revenue includes \$0.8 million in revenue related to the business operations of MX, acquired on May 1, 2008.
- The increase was also due to foreign exchange gains on U.S. dollar receivables.

Operating Expenses

Operating expenses in Q4/08 were \$65.9 million, an increase of \$18.7 million, or 40%, as compared with \$47.2 million in Q4/07. The increase was primarily due to the inclusion of \$17.9 million of expenses related to the business operations of MX, following the combination with TMX Group on May 1, 2008 and the operations of BOX from August 29, 2008, partially offset by lower expenses associated with the short-term and long-term incentive plans and lower organizational transition costs. While we estimate that cost synergies related to the integration with MX of approximately \$1.0 million per month were realized on a run rate basis in Q4/08, we also continued to invest in new initiatives.

Compensation and Benefits

(in millions of dollars)

Q4/08	Q4/07	\$ increase	% increase
\$ 29.1	\$ 24.7	\$ 4.4	18%

- *Compensation and benefits* costs increased primarily due to the inclusion of \$6.2 million in costs related to the business operations of MX and BOX.

- We capitalized \$0.5 million of internal development costs related to the TSX Quantum trading engine and gateway and \$1.9 million related to SOLA in Q4/08 compared with \$2.5 million related to the TSX Quantum trading engine in Q4/07.
- The increase was partially offset by lower expenses associated with the short-term and long-term incentive plans as well as lower organizational transition costs.
- There were 845 employees at December 31, 2008, which included 221 MX employees and 23 BOX employees, versus 603 at December 31, 2007.

Information and Trading Systems

(in millions of dollars)

Q4/08	Q4/07	\$ increase	% increase
\$ 11.2	\$ 6.6	\$ 4.6	70%

- *Information and trading systems* costs included \$2.1 million in costs related to the business operations of MX and BOX.
- *Information and trading systems* costs also increased due to ongoing expenses primarily related to NGX's initiative with ICE, as well as costs associated with the TSX Quantum gateway, smart order router and consolidated data feed.

General and Administration

(in millions of dollars)

Q4/08	Q4/07	\$ increase	% increase
\$ 17.5	\$ 11.7	\$ 5.8	50%

- *General and administration* costs included \$5.4 million in costs related to the business operations of MX and BOX.
- *General and administration* costs also increased due to higher occupancy costs.

Amortization

(in millions of dollars)

Q4/08	Q4/07	\$ increase	% increase
\$ 8.1	\$ 4.2	\$ 3.9	93%

- *Amortization* costs included \$4.2 million in costs related to MX and BOX.

Income from Investments in Affiliates

(in millions of dollars)

Q4/08	Q4/07	\$ increase
\$ 0.4	\$ 0.2	\$ 0.2

- *Income from investments in affiliates* represents \$0.4 million from our 47% share of the income from CanDeal.ca Inc. (CanDeal), compared with \$0.2 million in Q4/07. CanDeal is an electronic trading system for the institutional debt market.

Investment Income

(in millions of dollars)

Q4/08	Q4/07	\$ increase	% increase
\$ 4.1	\$ 4.0	\$ 0.1	3%

- *Investment income* includes \$2.6 million of *investment income* earned by MX in Q4/08.
- This was largely offset by lower investment income due to a decrease in cash available for investment and lower returns on investments during Q4/08 versus Q4/07.

Interest Expense

(in millions of dollars)

Q4/08	Q4/07	\$ increase	% increase
\$ 3.5	\$ 0.0	\$ 3.5	-

- *Interest expense* increased as a result of financing a portion of the purchase price related to the business combination with MX. On April 30, 2008, we drew down \$430.0 million

in Canadian funds on a three-year term facility related to financing the cash consideration of the purchase price for MX (*see* **Long-term Debt**).

Mark to market on interest rate swaps

(in millions of dollars)

Q4/08	Q4/07	\$ increase	% increase
\$ 13.3	-	\$ 13.3	-

We entered into a series of interest rate swap agreements to partially manage our exposure to interest rate fluctuations on the non-revolving three year term facility, effective August 28, 2008 (*see* **Long-term Debt**). The instruments are intended to partially hedge the interest rate risk that is present within the non-revolving term loan that was put in place in connection with the combination with MX and drawn down on April 30, 2008.

During Q3/08, we designated these interest rate swaps as cash flow hedges, in accordance with Section 3865 of the CICA Handbook. We determined that the hedges were effective and paid and recognized interest expense of \$0.2 million, representing the net amount owing on the interest rate swaps. In addition, we recognized an unrealized fair value loss on the swaps of \$3.4 million (\$2.3 million net of tax) in Other comprehensive income.

While the hedges continued to be effective from an economic perspective, we determined that it was no longer appropriate to designate the interest rate swaps as cash flow hedges for accounting purposes in Q4/08. As a result, the unrealized fair value loss on the swaps of \$3.4 million (\$2.3 million net of tax) recognized as Other comprehensive income in Q3/08 was recorded as an unrealized loss of \$3.4 million in the income statement in Q4/08, as mark to market on interest rate swaps. An additional unrealized loss of \$9.1 million related to mark to market on interest rate swaps was also recorded in Q4/08. Realized losses recognized in Q4/08 were \$0.8 million, of which \$0.2 million was previously recognized as interest in Q3/08.

Income Taxes

(in millions of dollars)

		Effective tax rate (%)	
Q4/08	Q4/07	Q4/08	Q4/07
\$ 22.9	\$ 37.8	31%	55%

- The effective tax rate of 31% in Q4/08 was lower than the effective tax rate of 55% in Q4/07 primarily due to a lower federal tax rate and lower adjustments to the value of the future income tax asset.

- The higher effective tax rate in Q4/07 related primarily to an increase of \$13.3 million in income tax expense due to a reduction in the value of the future tax asset. In December 2007, the federal government enacted legislation to reduce corporate income tax rates for 2008 to 2012.

Year Ended December 31, 2008 Compared with Year Ended December 31, 2007

Revenue

Revenue was \$533.2 million for 2008, up \$108.6 million, or 26% compared with \$424.6 million for 2007, reflecting \$63.4 million in revenue related to the business operations of MX which were combined with TMX Group on May 1, 2008, revenue from the operations of BOX from August 29, 2008 and increased issuer services and market data revenue. In addition, revenue in 2008 included \$14.5 million from Equicom, acquired June 1, 2007, compared with \$7.7 million in 2007.

Issuer Services Revenue

The following is a summary of issuer services revenue reported based on initial and additional listing fee revenue reported and issuer services revenue based on initial and additional listing fees billed* (reconciled below in this section) in 2008 and 2007.

(in millions of dollars)

	<i>Reported</i>				<i>Billed*</i>			
	2008	2007	\$ increase	% increase	2008	2007	\$ increase/ (decrease)	% increase/ (decrease)
<i>Initial listing fees</i>	\$ 16.0	\$ 13.8	\$ 2.2	16%	\$ 18.6	\$ 32.3	(\$ 13.7)	(42%)
<i>Additional listing fees</i>	\$ 51.3	\$ 44.0	\$ 7.3	17%	\$ 76.9	\$104.1	(\$ 27.2)	(26%)
<i>Sustaining listing fees**</i>	\$ 69.6	\$ 68.0	\$ 1.6	2%	\$ 69.6	\$ 68.0	\$ 1.6	2%
<i>Other issuer services</i>	<u>\$ 15.9</u>	<u>\$ 8.1</u>	<u>\$ 7.8</u>	96%	<u>\$ 15.9</u>	<u>\$ 8.1</u>	<u>\$ 7.8</u>	96%
<i>Total</i>	<u>\$152.8</u>	<u>\$133.9</u>	<u>\$ 18.9</u>	14%	<u>\$181.0</u>	<u>\$212.5</u>	<u>(\$ 31.5)</u>	(15%)

* See discussion under the heading Non-GAAP Financial Measures.

** Sustaining listing fees billed, as shown in this table, represents the amount recognized for accounting purposes during the period. Sustaining listing fees are billed during the first quarter of the year, recorded as deferred revenue and amortized over the year on a straight-line basis.

Initial and additional listing fees are non-refundable fees paid by listed issuers for the listing or reserving of securities. These fees are recorded as “deferred revenue – initial and additional listing fees” and recognized on a straight-line basis over an estimated service period of ten years.

In the case of Toronto Stock Exchange, listed issuers are billed for initial and additional listing fees, and with this system, there is a lag between the time when securities are issued or reserved and the time when these listing fees are paid by Toronto Stock Exchange listed issuers. For TSX Venture Exchange issuers, fees are paid either prior to, or at the time of, listing or reserving securities. The following is a reconciliation of initial and additional listing fees billed* to initial and additional listing fees reported:

<i>Initial Listing Fees</i> (in millions of dollars)	2008	2007
Initial listing fees billed*	\$ 18.6	\$ 32.3
Initial listing fees billed* and deferred to future periods	(\$ 17.4)	(\$ 30.7)
Recognition of initial listing fees billed* and previously included in deferred revenue	<u>\$ 14.8</u>	<u>\$ 12.2</u>
Initial listing fee revenue reported	<u>\$ 16.0</u>	<u>\$ 13.8</u>
<i>Additional Listing Fees</i> (in millions of dollars)	2008	2007
Additional listing fees billed*	\$ 76.9	\$ 104.1
Additional listing fees billed* and deferred to future periods	(\$ 72.6)	(\$ 98.3)
Recognition of additional listing fees billed* and previously included in deferred revenue	<u>\$ 47.0</u>	<u>\$ 38.2</u>
Additional listing fee revenue reported	<u>\$ 51.3</u>	<u>\$ 44.0</u>

- *Initial and additional listing fees reported* increased due to capital market activity and listing fee price increases during the period from April 1, 1998 to December 31, 2008 compared with the period from April 1, 1997 to December 31, 2007. *Initial and additional listing fees billed** in 2008, as compared with 2007, reflect deteriorating market conditions during 2008 that resulted in a decline in the value of securities issued and reserved. This was somewhat offset by the impact of changes to the pricing model for each equity exchange that were effective January 1, 2008.
- Issuers listed on Toronto Stock Exchange and TSX Venture Exchange pay annual sustaining listing fees primarily based on their market capitalization at the end of the

* See discussion under the heading Non-GAAP Financial Measures.

prior calendar year, subject to minimum and maximum fees. The increase in *sustaining listing fees* was due to fee increases on TSX Venture Exchange that were effective January 1, 2008, and the overall higher market capitalization of listed issuers at the end of 2007 compared with the end of 2006, partially offset by a decrease in *sustaining listing fees* from issuers listed on Toronto Stock Exchange.

- *Other issuer services* includes revenue of \$14.5 million from Equicom, compared with \$7.7 million in 2007. Equicom was acquired June 1, 2007 and provides investor relations and related corporate communications services to public issuers in Canada.

Trading, Clearing and Related Revenue

(in millions of dollars)

	2008	2007	\$ increase/ (decrease)	% increase/ (decrease)
<i>Cash markets:</i>				
• <i>Toronto Stock Exchange</i>	\$ 105.2	\$ 101.9	\$ 3.3	3%
• <i>TSX Venture Exchange</i>	<u>\$ 28.8</u>	<u>\$ 32.7</u>	<u>(\$ 3.9)</u>	(12%)
	\$ 134.0	\$ 134.6	(\$ 0.6)	(1%)
• <i>Shorcan</i>	<u>\$ 11.8</u>	<u>\$ 13.1</u>	<u>(\$ 1.3)</u>	(10%)
<i>Cash markets revenue</i>	\$ 145.8	\$ 147.7	(\$ 1.9)	(1%)
<i>Derivatives markets revenue</i>	\$ 47.3	-	\$ 47.3	-
<i>Energy markets revenue</i>	<u>\$ 29.8</u>	<u>\$ 21.6</u>	<u>\$ 8.2</u>	38%
<i>Total</i>	<u>\$ 222.9</u>	<u>\$ 169.3</u>	<u>\$ 53.6</u>	32%

Cash Markets

- *Cash markets* equity trading revenue from Toronto Stock Exchange increased as a result of a 14% increase in the volume of securities traded on Toronto Stock Exchange in 2008 over 2007 (109.2 billion securities in 2008 versus 96.1 billion securities in 2007). This was somewhat offset by the impact of changes in our pricing model, which were effective November 1, 2007, as well as changes in trading activity, patterns and product mix.
- *Cash markets* equity trading revenue from TSX Venture Exchange decreased due to a 17% decrease in the volume of securities traded in 2008 over 2007 (44.1 billion securities in 2008 versus 53.2 billion securities in 2007). This was partially offset by the impact of changes in our pricing model, which were effective November 1, 2007, as well as changes in trading activity, patterns and product mix.

- The decrease in revenue from Shorcan primarily reflects a decrease in trading in Government of Canada and provincial bonds in 2008 versus 2007.

Derivatives Markets

- Derivatives markets revenue includes \$39.0 million in trading revenue from MX (which was combined with TMX Group on May 1, 2008) and BOX (following MX's acquisition of control on August 29, 2008; MX has a 53.8% ownership interest). In addition, we received \$8.3 million in clearing revenue related to MX.
- MX volumes decreased by 11% (24.8 million contracts traded from May 1, 2008 – December 31, 2008 versus 27.9 million contracts traded from May 1, 2007 – December 31, 2007) reflecting reduced trading in both the BAX and CGB contracts, partially offset by an increase in equity derivatives trading.
- BOX volumes increased by 29% (62.6 million contracts from September 1, 2008 - December 31, 2008 versus 48.7 million contracts traded from September 1, 2007 - December 31, 2007).

Energy Markets

- In 2008, the volumes of natural gas and electricity contracts traded or cleared on NGX increased by 29% over 2007 (14.5 million terajoules in 2008 versus 11.2 million terajoules in 2007). This excludes the Watt-Ex volumes, which represent electric operating reserve procurement for the Alberta Electric System Operator.
- The increased transaction volumes are a result of additional products and more customers. NGX Canadian products launched in February 2008 through the ICE alliance and the U.S. products launched in March 2008 through the ICE alliance provided a wider distribution to more customers. These launches and the addition of 40 new products contributed to the volume growth.
- The increase in revenue also reflects price increases that were effective in January 2008.
- In 2008, on a net basis, NGX deferred more revenue than in 2007, which somewhat offset the increase in revenue.

Market Data Revenue

(in millions of dollars)

2008	2007	\$ increase	% increase
\$ 135.5	\$ 110.2	\$25.3	23%

- *Market data* revenue increased partly due to a 10% increase in the average number of professional and equivalent real-time market data subscriptions to TSX Datalinx products in 2008 compared with 2007. There were over 162,000 professional and equivalent real-time market data subscriptions at December 31, 2008.
- *Market data* revenue included \$9.4 million in revenue related to the business operations of MX from May 1, 2008 and BOX, following MX's acquisition of control on August 29, 2008. There were over 28,000 MX market data subscriptions at December 31, 2008 and at December 31, 2007.
- The increase was also attributable to higher data feed revenues, increased equities and fixed income index revenues, the launch of co-location services and fee changes that were effective January 1, 2008.

Business Services and Other Revenue

(in millions of dollars)

2008	2007	\$ increase	% increase
\$ 22.0	\$ 11.2	\$10.8	96%

- *Business Services* revenue includes \$6.7 million in revenue related to the business operations of MX from May 1, 2008, of which \$5.0 million was attributable to technology and other related services provided to BOX from May 1, 2008 to August 28, 2008, prior to BOX becoming a subsidiary of MX. Revenue from BOX from August 29, 2008 to December 31, 2008 is eliminated on the consolidation of BOX.
- The increase was also due to foreign exchange gains on U.S. dollar receivables.

Operating Expenses

Operating expenses in 2008 were \$227.8 million, an increase of \$46.3 million, or 26%, as compared with \$181.5 million in 2007. The increase was primarily due to the inclusion of \$43.3 million of expenses related to the business operations of MX, following the combination with TMX Group on May 1, 2008 and the operations of BOX from August 29, 2008. In addition, there were \$11.7 million of expenses related to the business operations of Equicom, acquired June 1, 2007, in 2008 compared with \$6.9 million in 2007. The overall increase was somewhat

offset by lower compensation and benefits costs related to organizational transition costs and short-term and long-term incentive plans.

Compensation and Benefits

(in millions of dollars)

2008	2007	\$ increase	% increase
\$ 110.5	\$ 96.3	\$14.2	15%

- *Compensation and benefits* costs increased primarily due to the inclusion of \$16.8 million in costs related to MX and BOX. There were \$5.7 million in costs related to the business operations of Equicom (acquired on June 1, 2007) in 2008 compared with \$3.6 million in 2007.
- The increase was partially offset by lower costs associated with the short-term and long-term incentive plans and lower organizational transition costs.
- We capitalized \$3.7 million of internal development costs related to the TSX Quantum trading engine and gateway and \$3.9 million related to SOLA in 2008 compared with \$5.7 million related to the TSX Quantum trading engine in 2007.
- There were 845 employees at December 31, 2008, which included 221 MX employees and 23 BOX employees, versus 603 at December 31, 2007.

Information and Trading Systems

(in millions of dollars)

2008	2007	\$ increase	% increase
\$ 36.4	\$ 26.5	\$9.9	37%

- *Information and trading systems* costs included \$4.7 million in costs related to MX and BOX.
- *Information and trading systems* costs also increased due to ongoing expenses primarily related to NGX's initiative with ICE as well as costs associated with the TSX Quantum trading engine and gateway, smart order router and consolidated data feed.

General and Administration

(in millions of dollars)

2008	2007	\$ increase	% increase
\$ 55.6	\$ 43.0	\$12.6	29%

- *General and administration* costs included \$12.3 million in costs related to MX and BOX. There were also \$5.5 million in costs associated with the business operations of Equicom (which was acquired June 1, 2007) in 2008 compared with \$3.1 million in 2007.
- *General and administration* costs also increased as a result of paying higher fees to RS and IROC for regulation services, as well as higher occupancy costs.
- These increases were somewhat offset by a decrease in fees paid to external advisors and reduced initiative spending.

Amortization

(in millions of dollars)

2008	2007	\$ increase	% increase
\$ 25.3	\$ 15.8	\$9.5	60%

- *Amortization* costs increased reflecting amortization of \$9.5 million related to MX and BOX, and increased amortization from intangible assets primarily related to TSX Quantum.

Income from Investments in Affiliates

(in millions of dollars)

2008	2007	\$ increase
\$ 1.4	\$ 0.4	\$ 1.0

- *Income from investments in affiliates* includes \$0.7 million representing MX's share of BOX income based on a 31.4% interest in BOX from May 1, 2008 to August 29, 2008. BOX volumes increased by 26% from May 1, 2008 to August 29, 2008, compared with May 1, 2007 to August 29, 2007 (59.9 million contracts traded from May 1, 2008 to August 29, 2008 versus 47.6 million contracts traded from May 1, 2007 to August 29, 2007).
- *Income from investments in affiliates* also includes \$0.7 million, representing TSX Inc.'s share of CanDeal income for 2008 based on a 47% interest in CanDeal, compared with

\$0.4 million for 2007. CanDeal is an electronic trading system for the institutional debt market.

Investment Income

(in millions of dollars)

2008	2007	\$ increase	% increase
\$ 14.8	\$ 14.0	\$0.8	6%

- *Investment income* includes \$5.3 million of *investment income* earned by MX since May 1, 2008.
- This was largely offset by lower investment income due to a decrease in cash available for investment and lower returns on investments during 2008 compared with 2007.

Interest Expense

(in millions of dollars)

2008	2007	\$ increase	% increase
\$ 10.5	\$ 0.1	\$10.4	-

- *Interest expense* increased as a result of financing a portion of the purchase price of the business combination with MX. On April 30, 2008, we drew down \$430.0 million in Canadian funds on a three-year term facility related to financing the cash consideration of the purchase price for MX (*see Long-term Debt*).

Mark to Market on Interest Rate Swaps

(in millions of dollars)

2008	2007	\$ increase	% increase
\$ 13.3	-	\$ 13.3	-

We entered into a series of interest rate swap agreements to partially manage our exposure to interest rate fluctuations on the non-revolving three year term facility, effective August 28, 2008 (*see Long-term Debt*). The instruments are intended to partially hedge the interest rate risk that is present within the non-revolving term loan that was put in place in connection with the combination with MX and drawn down on April 30, 2008.

During Q3/08, we designated these interest rate swaps as cash flow hedges, in accordance with Section 3865 of the CICA Handbook. We determined that the hedges were effective and paid

and recognized interest expense of \$0.2 million, representing the net amount owing on the interest rate swaps. In addition, we recognized an unrealized fair value loss on the swaps of \$3.4 million (\$2.3 million net of tax) in Other comprehensive income.

While the hedges continued to be effective from an economic perspective, we determined that it was no longer appropriate to designate the interest rate swaps as cash flow hedges for accounting purposes in Q4/08. As a result, the unrealized fair value loss on the swaps of \$3.4 million (\$2.3 million net of tax) recognized as Other comprehensive income in Q3/08 was recorded as an unrealized loss of \$3.4 million in the income statement in Q4/08, as mark to market on interest rate swaps. An additional unrealized loss of \$9.1 million related to mark to market on interest rate swaps was also recorded in Q4/08. Realized losses recognized in Q4/08 were \$0.8 million, of which \$0.2 million was previously recognized as interest in Q3/08.

Other Acquisition Related Expenses

(in millions of dollars)

2008	2007	\$ increase
\$ 15.9	\$ -	\$ 15.9

- In August 2007, TMX Group and ISE Ventures announced the execution of a shareholders' agreement for CDEX Inc. (CDEX), which was created to operate DEX, a new Canadian derivatives exchange scheduled to begin operations in March 2009. In connection with the agreement to combine with MX, we provided ISE Ventures with a notice of a competing transaction as required under the terms of the CDEX shareholders' agreement, and subsequently paid ISE Ventures \$15.2 million on April 1, 2008.
- When we acquired NGX in 2004, TMX Group entered into an arrangement with MX and paid MX \$5.0 million. We amortized this amount over five years, the remaining term in the 1999 Memorandum of Agreement with MX, or \$1.0 million per annum. As a result of the May 1, 2008 business combination, we have now expensed the remaining balance in *Other Assets* of \$0.7 million.

Income Taxes

(in millions of dollars)

2008	2007	Effective tax rate (%)	
		2008	2007
\$ 98.1	\$ 108.7	35%	42%

- The effective tax rate for 2008 was lower than that for 2007 partially due to a lower federal tax rate.

- The effective tax rate in 2008 was higher than our statutory rate of 33% primarily due to making a payment of \$15.2 million to ISE Ventures, which is not being deducted for tax purposes.
- The effective tax rate in 2007 was somewhat higher than our statutory tax rate of 35% for 2007 partially due to adjustments to the value of the future income tax asset.

Non-controlling Interest¹

Upon the acquisition of control of BOX on August 29, 2008, the results of BOX have been fully consolidated into our consolidated statements of income. MX now has a 53.8% ownership interest in BOX. The non-controlling interests represent the other BOX unitholders' share of net income.

Comprehensive Income

As a result of our combination with MX on May 1, 2008, our consolidated financial statements include Statements of Comprehensive Income not previously included in our consolidated financial statements and accompanying notes for the year ended December 31, 2007.

Comprehensive Income was \$206.1 million for 2008 and is comprised of Net Income of \$182.0 million and Other Comprehensive Income of \$24.1 million.

Other comprehensive income includes the unrealized gain on the foreign currency translation of BOX, a self-sustaining foreign operation, which amounted to \$24.1 million for 2008.

Our Accumulated Other Comprehensive Income of \$24.1 million as at December 31, 2008 is included as a component of **Shareholders' Equity**.

¹ In October 2008, BOX repurchased some of its common shares thereby increasing MX's ownership interest from 53.3% to 53.8%.

Liquidity and Capital Resources

Cash, Cash Equivalents and Marketable Securities

(in millions of dollars)

December 31, 2008	December 31, 2007	\$ (decrease)
\$ 198.7	\$ 302.8	(\$ 104.1)

- The decrease was due to four dividend payments of \$0.38 per common share, or \$114.1 million in aggregate, as well as to payments totalling \$285.4 million relating to the repurchase of 7,523,249 common shares under our NCIB program in 2008.
- In addition, the decrease was due to a payment of \$15.2 million to ISE Ventures relating to the termination of our previously announced derivatives joint venture, additions to intangible assets of \$8.4 million primarily related to TSX Quantum and SOLA internal development costs as well as capital expenditures of \$5.3 million.
- The decrease was partially offset by cash generated from operating activities of \$244.2 million.
- While the combination with MX was financed with long-term debt and common shares, we did acquire cash and marketable securities when we combined with MX. At December 31, 2008, MX had \$99.4 million of cash and cash equivalents and marketable securities, after paying \$58.0 million for the increased investment in BOX on August 29, 2008.

Total Assets

(in millions of dollars)

December 31, 2008	December 31, 2007	\$ increase
\$ 3,672.1	\$ 1,523.9	\$ 2,148.2

- *Total assets* primarily increased due to the inclusion of \$827.2 million of intangible assets and \$582.5 million of goodwill related to both the combination with MX on May 1, 2008 and the acquisition of control of BOX on August 29, 2008.
- *Total assets* also increased due to the inclusion of MX daily settlements and cash deposits receivable of \$497.3 million as at December 31, 2008 related to MX's clearing operations. MX also carried offsetting liabilities related to daily settlements and cash deposits which were \$497.3 million at December 31, 2008. Daily settlements due from/to clearing members consist of amounts due from/to clearing members as a result of marking open futures positions to market and settling option transactions each day that

are required to be collected from/paid to clearing members prior to the commencement of the next trading day.

- The overall increase was also due to higher energy contracts receivable of \$976.4 million at December 31, 2008 related to the clearing operations of NGX, compared with \$745.4 million at the end of 2007. The higher level of receivables reflected higher natural gas prices at the end of December 2008 compared with the end of December 2007 and higher volumes. As the clearing counterparty to every trade, NGX also carries offsetting liabilities in the form of energy contracts payable, which were \$976.4 million at December 31, 2008 compared with \$745.4 million at the end of 2007.
- The overall increase also reflected an increase in current assets related to the fair value of open energy contracts (\$155.3 million as at December 31, 2008, compared with \$74.9 million at December 31, 2007). The higher level of receivables reflected higher natural gas prices at the end of December 2008 compared with the end of December 2007 and higher volumes. NGX also carried offsetting liabilities related to the fair value of open energy contracts which were \$155.3 million at December 31, 2008 compared with \$74.9 million at December 31, 2007.
- Partially offsetting these increases in *Total assets*, cash and cash equivalents and marketable securities decreased by \$104.1 million.

Credit Facilities and Guarantee

Long-term Debt

(in millions of dollars)

December 31, 2008	December 31, 2007	\$ increase
\$428.3	-	\$ 428.3

- In connection with the combination with MX, we established a non-revolving three-year term unsecured credit facility of \$430.0 million with a syndicate of seven financial institutions. In addition, we also established a revolving three-year unsecured credit facility of \$50.0 million with the same syndicate. TMX Group may draw on these facilities in Canadian dollars by way of prime rate loans and/or Bankers' Acceptances or in U.S. dollars by way of LIBOR loans and/or U.S. base rate loans. Currently, the acceptance fee rate for Bankers' Acceptances and margin for LIBOR loans is 0.45%. On April 30, 2008, we drew down \$430.0 million in Canadian funds on the three-year term facility to satisfy the cash consideration of the purchase price for MX.
- We entered into a series of interest rate swap agreements which took effect on August 28, 2008 in order to partially manage our exposure to interest rate fluctuations by fixing the interest rate relating to \$300.0 million of principal as follows:

Notional value (in millions of dollars)	Interest rate we will pay under swap (excludes 0.45% fee)	Maturity date of swap
Swap #1 - \$100.0	3.496%	August 31, 2009
Swap #2 - \$100.0	3.749%	August 31, 2010
Swap #3 - \$100.0	3.829%	April 18, 2011

These credit facilities contain customary covenants, including a requirement that TMX Group maintain:

- a maximum debt to adjusted EBITDA ratio of 3.5:1, where adjusted EBITDA means earnings on a consolidated basis before interest, taxes, depreciation and amortization, all determined in accordance with GAAP but adjusted to include initial and additional listing fees billed and to exclude initial and additional listing fees reported as revenue;
- a minimum consolidated net worth covenant based on a pre-determined formula; and
- a debt incurrence test whereby debt to adjusted EBITDA must not exceed 3.0:1.

At December 31, 2008, all covenants were met.

Other Credit Facility and Guarantee

As part of its clearing operations, NGX becomes the counterparty to each transaction conducted through its electronic trading platform. To backstop its clearing operations, NGX currently has a credit agreement in place with a Canadian chartered bank, which includes a U.S.\$100.0 million clearing backstop fund. We are NGX's unsecured guarantor for this fund up to a maximum of U.S.\$100.0 million.

NGX requires each contracting party to provide collateral in the form of cash or letters of credit based on the margins required for its unsettled contractual obligations, which may be accessed by NGX in the event of a default by such contracting party.

The collateral provided in the form of cash (the cash collateral deposits) is segregated in individually designated bank accounts held by NGX at a major Canadian chartered bank. The cash collateral deposits, together with letters of credit provided by the contracting parties, exceed all of the outstanding credit exposure, as determined by NGX in accordance with its margining methodology, for all its unsettled contractual obligations at any point in time.

CDCC has also arranged a total of \$30.0 million in revolving standby credit facilities with a Canadian Schedule I bank to provide liquidity in the event of default by a clearing member. Borrowings under the facilities, which are required to be collateralized, bear interest based on the bank's prime rate plus 0.75%.

These facilities have not been drawn upon at December 31, 2008.

Shareholders' Equity

(in millions of dollars)

December 31, 2008	December 31, 2007	\$ increase
\$ 794.6	\$ 171.9	\$ 622.7

- *Shareholders' equity* increased primarily due to an increase in share capital of \$806.6 million relating to the issuance of 15.3 million shares upon our combination with MX. We earned \$182.0 million of net income in 2008. In addition, proceeds of \$7.0 million were received on the exercise of options in 2008.
- The increase in *shareholders' equity* was partially offset by the repurchase of shares in connection with our NCIB announced on August 1, 2007. There were no repurchases between December 10, 2007 (when we announced the MX transaction) and May 1, 2008 (when we closed the transaction). From May 2, 2008 to July 22 2008, we repurchased 4,441,189 common shares at a cost of \$185.2 million under our original NCIB. This completed the expired NCIB under which we repurchased 6,841,051 shares for cancellation at a weighted average price of \$42.79, which was the maximum allowable under the plan.
- We renewed our NCIB and from August 18, 2008 to December 31, 2008, we repurchased 3,082,060 common shares at a cost of \$100.2 million. Under the new NCIB, we may repurchase up to 7,595,585 of our common shares. All shares purchased by TMX Group under the NCIB have been cancelled. We entered into a pre-defined plan with our designated broker to allow for the repurchase of common shares at times when we would not ordinarily be active in the market due to our own internal trading blackout periods, insider trading rules or otherwise. These purchases will terminate on August 17, 2009 or such earlier date as we complete our permitted purchases. We will make our purchases in accordance with Toronto Stock Exchange requirements and the price we pay for any such common shares will be the market price of such shares at the time of acquisition. We may enter into one or more private agreements to purchase common shares, provided that we first obtain an order from the relevant securities regulatory authority to permit such agreements. All purchased common shares will be cancelled.
- In addition, we paid \$114.1 million in dividends during 2008.
- In connection with the combination with MX, on May 1, 2008, we issued 162,194 share options in exchange for 208,400 MX share options.
- We have obtained conditional approval from Toronto Stock Exchange to issue up to 1.5 million common shares to satisfy a portion of the purchase price payable for NetThruPut Inc. (NTP) from Enbridge Inc. (Enbridge) and Circuit Technology Ltd. (Circuit Technology). We expect to exercise the option and acquire NTP in the first half of 2009.

- At December 31, 2008, there were 74,403,577 common shares issued and outstanding. In 2008, 331,848 common shares were issued on the exercise of share options. At December 31, 2008, 4,252,296 common shares were reserved for issuance upon the exercise of options granted under the share option plan. At December 31, 2008, there were 1,021,819 options outstanding.
- At January 27, 2009, there were 74,403,577 common shares issued and outstanding and 1,021,819 options outstanding under the share option plan.

Cash Flows from Operating Activities

(in millions of dollars)

	Q4/08	Q4/07	Increase in cash
<i>Cash Flows from Operating Activities</i>	\$ 60.8	\$ 53.2	\$ 7.6

Cash Flows from Operating Activities were \$7.6 million higher in Q4/08 compared with Q4/07 due to:

(in millions of dollars)

	Q4/08	Q4/07	Increase/ (decrease) in cash
Net income	\$ 49.0	\$ 30.4	\$ 18.6
Amortization	\$ 8.1	\$ 4.2	\$ 3.9
Unrealized (gain)/loss on marketable securities	(\$ 1.0)	\$ 0.2	(\$ 1.2)
Unrealized loss on interest rate swaps	\$ 12.5	-	\$ 12.5
Decrease in future income tax asset	(\$ 4.1)	\$ 10.3	(\$ 14.4)
(Increase)/decrease in accounts receivable and prepaid expenses	(\$ 1.2)	(\$ 2.0)	\$ 0.8
(Increase) in other assets	(\$ 0.1)	(\$ 2.9)	\$ 2.8
Net increase in accounts payable and accrued liabilities	\$ 8.3	\$ 12.4	(\$ 4.1)
(Decrease) in deferred revenue	(\$ 17.5)	(\$ 1.6)	(\$ 15.9)
Net increase in income taxes payable	\$ 4.5	\$ 1.8	\$ 2.7
Net increase/(decrease) in other items	<u>\$ 2.3</u>	<u>\$ 0.4</u>	<u>\$ 1.9</u>
<i>Cash Flows from Operating Activities</i>	<u>\$ 60.8</u>	<u>\$ 53.2</u>	<u>\$ 7.6</u>

(in millions of dollars)

	2008	2007	Increase in cash
<i>Cash Flows from Operating Activities</i>	\$ 244.2	\$ 221.7	\$ 22.5

Cash Flows from Operating Activities were \$22.5 million higher in 2008 compared with 2007 due to:

(in millions of dollars)

	2008	2007	Increase/ (decrease) in cash
Net income	\$182.0	\$148.7	\$ 33.3
Amortization	\$ 25.3	\$ 15.8	\$ 9.5
Unrealized (gain)/loss on marketable securities	(\$ 1.2)	\$ 3.1	(\$ 4.3)
(Increase) in future income tax asset	(\$ 9.3)	(\$ 3.1)	(\$ 6.2)
Payment to ISE Ventures related to termination of joint venture	\$ 15.2	-	\$ 15.2
Unrealized loss on interest rate swaps	\$ 12.5	-	\$ 12.5
(Increase) in accounts receivable and prepaid expenses	(\$ 1.2)	(\$ 15.2)	\$ 14.0
(Increase)/decrease in other assets	\$ 4.9	(\$ 3.1)	\$ 8.0
Net (decrease)/increase in accounts payable and accrued liabilities	(\$ 27.3)	\$ 7.0	(\$ 34.3)
Increase in deferred revenue	\$ 34.6	\$ 78.0	(\$ 43.4)
Net increase/(decrease) in income taxes payable	\$ 5.0	(\$ 11.5)	\$ 16.5
Net increase in other items	<u>\$ 3.7</u>	<u>\$ 2.0</u>	<u>\$ 1.7</u>
<i>Cash Flows from Operating Activities</i>	<u>\$244.2</u>	<u>\$221.7</u>	<u>\$ 22.5</u>

Cash Flows from (used in) Financing Activities

(in millions of dollars)

	Q4/08	Q4/07	Increase in cash
<i>Cash Flows from (used in) Financing Activities</i>	(\$ 58.2)	(\$ 59.3)	\$ 1.1

Cash Flows used in Financing Activities were \$1.1 million lower in Q4/08 compared with Q4/07 due to:

(in millions of dollars)

	Q4/08	Q4/07	Increase/ (decrease) in cash
Dividends paid on common shares	(\$ 28.5)	(\$ 25.3)	(\$ 3.2)
Repurchase of common shares under NCIB	(\$ 27.8)	(\$ 33.8)	\$ 6.0
Net increase/(decrease) in other items	<u>(\$ 1.9)</u>	<u>(\$ 0.2)</u>	<u>(\$ 1.7)</u>
<i>Cash Flows from (used in) Financing Activities</i>	<u>(\$ 58.2)</u>	<u>(\$ 59.3)</u>	<u>\$ 1.1</u>

(in millions of dollars)

	2008	2007	Increase in cash
<i>Cash Flows from (used in) Financing Activities</i>	\$ 33.1	(\$207.4)	\$ 240.5

Cash Flows from Financing Activities were \$240.5 million higher in 2008 compared with 2007 due to:

(in millions of dollars)

	2008	2007	Increase/ (decrease) in cash
Net proceeds on term loan used to finance cash portion of purchase price for MX	\$ 427.8	-	\$427.8
Dividends paid on common shares	(\$ 114.1)	(\$103.5)	(\$ 10.6)
Repurchase of common shares under NCIB	(\$ 285.4)	(\$107.6)	(\$177.8)
Proceeds from exercised options	\$ 7.0	\$ 4.4	\$ 2.6
Net (decrease) in other items	<u>(\$ 2.2)</u>	<u>(\$ 0.7)</u>	<u>(\$ 1.5)</u>
<i>Cash Flows from (used in) Financing Activities</i>	<u>\$ 33.1</u>	<u>(\$207.4)</u>	<u>\$240.5</u>

Cash Flows from (used in) Investing Activities

(in millions of dollars)

	Q4/08	Q4/07	Increase in cash
<i>Cash Flows from (used in) Investing Activities</i>	\$ 19.9	\$ 13.4	\$ 6.5

Cash Flows from Investing Activities were \$6.5 million higher in Q4/08 compared with Q4/07 due to:

(in millions of dollars)

	Q4/08	Q4/07	Increase/ (decrease) in cash
Acquisitions, net of cash	\$ 7.9	-	\$ 7.9
Capital expenditures primarily related to technology investments	(\$ 0.5)	(\$ 1.9)	\$ 1.4
Additions to intangible assets including TSX Quantum and SOLA internal development costs	(\$ 2.8)	(\$ 2.2)	(\$ 0.6)
Net sale of marketable securities	<u>\$ 15.3</u>	<u>\$ 17.5</u>	<u>(\$ 2.2)</u>
<i>Cash Flows from (used in) Investing Activities</i>	<u>\$ 19.9</u>	<u>\$ 13.4</u>	<u>\$ 6.5</u>

(in millions of dollars)

	2008	2007	(Decrease) in cash
<i>Cash Flows from (used in) Investing Activities</i>	(\$ 230.7)	\$ 2.1	(\$ 232.8)

Cash Flows (used in) Investing Activities were \$232.8 million higher in 2008 compared with 2007 due to:

(in millions of dollars)

	2008	2007	Increase/ (decrease) in cash
Acquisitions of MX, controlling interest in BOX, Shorcan and Equicom, net of cash	(\$405.3)	(\$ 8.2)	(\$397.1)
Payment to ISE Ventures related to termination of joint venture	(\$ 15.2)	-	(\$ 15.2)
Payments related to option to purchase NetThruPut Inc. shares	-	(\$ 10.3)	\$ 10.3
Capital expenditures primarily related to technology investments and leasehold improvements	(\$ 5.3)	(\$ 6.5)	\$ 1.2
Additions to intangible assets including TSX Quantum and SOLA internal development costs	(\$ 8.4)	(\$ 6.2)	(\$ 2.2)
Net sale of marketable securities	<u>\$203.5</u>	<u>\$ 33.3</u>	<u>\$170.2</u>
<i>Cash Flows from (used in) Investing Activities</i>	<u>(\$230.7)</u>	<u>\$ 2.1</u>	<u>(\$232.8)</u>

Financial Statements Governance Practice

The Finance & Audit Committee of the Board of Directors of TMX Group Inc. reviewed this press release as well as the 2008 audited annual financial statements and related Management's Discussion and Analysis (MD&A), and recommended they be approved by the Board of Directors. Following review by the full Board, the financial statements, MD&A and the contents of this press release were approved.

Consolidated Financial Statements

TMX Group's 2008 audited annual financial statements have been prepared in accordance with Canadian generally accepted accounting principles (GAAP) and are reported in Canadian dollars. The financial information in this press release is in Canadian dollars unless otherwise indicated

and is based on financial statements prepared in accordance with Canadian GAAP, unless otherwise noted.

TMX Group expects to file its 2008 audited annual financial statements and MD&A with Canadian securities regulators today, after which time the statements and related MD&A may be accessed through www.sedar.com, or on the TMX Group website at www.tsx.com. We are not incorporating information contained on the website in this press release. In addition, copies of these documents will be available upon request, at no cost, by contacting TMX Group Investor Relations by phone at (416) 947-4277 or by e-mail at shareholder@tsx.com.

Non-GAAP Financial Measures

Toronto Stock Exchange customers are billed for initial and additional listing fees, and with this system, there is a lag between the time when securities are issued or reserved and the time when these listing fees are paid by Toronto Stock Exchange listed issuers. For TSX Venture Exchange issuers, fees are paid either prior to, or at the time of, listing or reserving securities. In order to reflect these activities, we have adopted the terms “issuer services fees billed”, “initial listing fees billed” and “additional listing fees billed”.

Certain measures used in this press release, specifically “initial listing fees billed”, “additional listing fees billed” and “issuer services revenue based on initial and additional listing fees billed” do not have standardized meanings prescribed by Canadian GAAP and therefore are unlikely to be comparable to similar measures presented by other issuers. We present these non-GAAP revenue measures as an indication of how initial and additional listing activity and the fees billed or received in connection with the listing or reserving of securities impact the financial performance and cash flows of our business. Management uses these measures to assess the effectiveness of our strategy to serve our listed issuers and to manage the listings portion of our business.

We present “earnings per share prior to a reduction in the value of the future tax asset” as an indication of operating performance exclusive of tax charges, which primarily relate to lower federal corporate income tax rates and other adjustments. This measure does not have a standardized meaning prescribed by Canadian GAAP and therefore is unlikely to be comparable to similar measures presented by other issuers. Management uses this measure to assess financial performance excluding the reduction of the future tax asset.

We present “earnings per share prior to a reduction in the value of the future tax asset in 2007 and prior to loss on termination of joint venture in 2008” as an indication of operating performance exclusive of the adjustment to the value of the future tax asset (see above) and the payment made on April 1, 2008 to ISE Ventures, LLC (ISE Ventures), a wholly-owned subsidiary of International Securities Exchange Holdings, Inc. (ISE), related to terminating our proposed derivatives joint venture. This measure does not have a standardized meaning prescribed by Canadian GAAP and therefore is unlikely to be comparable to similar measures presented by other issuers. Management believes this measure allows it to assess operating performance excluding the reduction of the future tax asset and the type of payment made to ISE Ventures.

Forward-Looking Information

This press release contains “forward looking information” (as defined in applicable Canadian securities legislation) that is based on expectations, estimates and projections as of the date of this press release. Often, but not always, such forward looking information can be identified by the use of forward looking words such as “plans”, “expects”, “is expected”, “budget”, “scheduled”, “targeted”, “estimates”, “forecasts”, “intends”, “anticipates”, “believes”, or variations or the negatives of such words and phrases or statements that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved or not be taken, occur or be achieved. Forward looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of TMX Group to be materially different from any future results, performance or achievements expressed or implied by the forward looking information in this press release.

Examples of such forward looking information in this press release include, but are not limited to factors relating to stock, derivatives and energy exchanges and the business, financial position, operations and prospects of TMX Group, including the creation (through the combination with MX) of opportunities to create cost and revenue synergies, which are subject to significant risks and uncertainties, including competition from other exchanges or marketplaces, including alternative trading systems and new technologies, on a national or international basis; dependence on the economy of Canada; adverse effects on our results by global economic uncertainties; failure to retain and attract qualified personnel; geopolitical and other factors which could cause business interruption; dependence on information technology; vulnerability of our networks and third party service providers to security risks; failure to implement our strategies; regulatory constraints; risks of litigation; dependence on adequate numbers of customers; failure to develop or gain acceptance of new products; adverse effect of new business activities; we may not be able to meet cash requirements because of our holding company structure and restrictions on paying dividends; dependence and restrictions imposed by licenses and other arrangements; dependence of trading operations on a small number of clients; new technologies make it easier to disseminate our information; the risks associated with NGX’s and CDCC’s clearing operations; challenges related to international expansion; restrictions on ownership of TMX Group shares; inability to protect our intellectual property; we depend on third party suppliers; adverse effect of a systemic market event on our derivatives business; the risks associated with the credit of customers; cost structures being largely fixed; the risks associated with integrating the operations, systems, and personnel of MX within TMX Group; and dependence on market activity that cannot be controlled; and the risk that the cost savings, anticipated revenues from new product development; growth prospects and any other synergies expected to result from the combination with MX may not be fully realized or may take longer to materialize than expected. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward looking information contained in this press release.

Such forward looking information is based on a number of assumptions which may prove to be incorrect, including, but not limited to, assumptions in connection with the ability of TMX Group to successfully compete against global exchanges; the accuracy, timing and ability to realize the projected synergies in respect of expected cash flows, cost savings and profitability, which will be dependent on, but not limited to, such factors as optimizing technology and data

centres, reducing corporate costs and rationalizing premises (cost synergies are presented in this press release to provide one strategic rationale to support the benefits of the combination with MX and these estimated cost synergies should not be relied on for any other purpose); business and economic conditions generally; exchange rates (including estimates of the U.S. dollar - Canadian dollar exchange rate), the level of trading and activity on markets, and particularly the level of trading in TMX Group's key products; the continued availability of financing on appropriate terms for future projects; productivity at TMX Group, as well as that of TMX Group's competitors; market competition; research & development activities; the successful introduction of new derivatives and equity products; tax benefits/charges; the impact on TMX Group and its customers of various regulations and initiatives; TMX Group's ongoing relations with its employees; and the extent of any labour, equipment or other disruptions at any of its operations of any significance other than any planned maintenance or similar shutdowns.

While we anticipate that subsequent events and developments may cause our views to change, we have no intention to update this forward looking information, except as required by applicable securities law. This forward looking information should not be relied upon as representing our views as of any date subsequent to the date of this press release. We have attempted to identify important factors that could cause actual actions, events or results to differ materially from those current expectations described in forward looking information. However, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended and that could cause actual actions, events or results to differ materially from current expectations. There can be no assurance that forward looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward looking information. See Risks and Uncertainties and risk factors outlined in materials filed with the securities regulatory authorities in Canada from time to time, including our 2008 annual MD&A and our most recent annual information form and the impact upon them of subsequently reported items.

About TMX Group Inc.

TMX Group's key subsidiaries operate cash and derivative markets for multiple asset classes including equities, fixed income and energy. Toronto Stock Exchange, TSX Venture Exchange, Montréal Exchange, Natural Gas Exchange, Boston Options Exchange (BOX), Shorcan, Equicom and other TMX Group companies provide trading markets, clearing facilities, data products and other services to the global financial community. TMX Group is headquartered in Toronto with offices in Montreal, Calgary and Vancouver. For more information about TMX Group, visit our website at www.tsx.com.

Teleconference / Audio Webcast

TMX Group will host a teleconference / audio webcast to discuss the financial results for fourth quarter and year end 2008.

Time: 4:00 p.m. – 5:00 p.m. EST on Wednesday, January 28, 2009.

To teleconference participants: Please call the following number at least 15 minutes prior to the start of the event.

Teleconference Number: 416-644-3416 or 1-800-732-9307

AudioWebcast: www.tsx.com, under Investor Relations

Audio Replay: 416-640-1917 and 1-877-289-8525
The passcode for the replay is 21294334#

For further information please contact:

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TMX GROUP INC.

(formerly TSX Group Inc.)
 Consolidated Balance Sheets
 (In thousands of dollars)
 December 31, 2008 and 2007
 (Unaudited)

	2008	2007
Assets		
Current assets:		
Cash and cash equivalents	\$ 102,442	\$ 53,398
Marketable securities	96,251	249,399
Restricted cash	1,454	-
Accounts receivable	63,722	48,438
Energy contracts receivable	976,431	745,378
Fair value of open energy contracts	155,331	74,907
Daily settlements and cash deposits	497,312	-
Prepaid expenses	9,050	6,561
Future income tax asset	34,030	22,840
	1,936,023	1,200,921
Premises and equipment	27,505	21,324
Future income tax asset	132,499	131,613
Other assets	21,105	25,869
Investments in affiliate	12,424	11,731
Intangible assets	891,976	66,578
Goodwill	650,554	65,883
Total Assets	\$ 3,672,086	\$ 1,523,919
Liabilities and Shareholders' Equity		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 59,457	\$ 48,175
Energy contracts payable	976,431	745,378
Fair value of open energy contracts	155,331	74,907
Daily settlements and cash deposits	497,312	-
Deferred revenue	12,353	6,032
Deferred revenue – initial and additional listing fees	69,540	61,820
Obligation under capital lease	42	152
Fair value of interest rate swaps	1,787	-
Income taxes payable	13,522	9,724
	1,785,775	946,188
Accrued employee benefits payable	12,916	12,113
Future income tax liability	221,101	-
Obligation under capital lease	29	71
Other liabilities	17,265	30,331
Deferred revenue	718	452
Deferred revenue – initial and additional listing fees	383,315	362,854
Fair value of interest rate swaps	10,690	-
Term loan	428,278	-
Total Liabilities	2,860,087	1,352,009
Non-controlling Interests	17,370	-
Shareholders' Equity:		
Share capital	1,084,399	379,370
Share option plan	5,969	5,060
Deficit	(319,843)	(212,520)
Accumulated other comprehensive income	24,104	-
Total Shareholders' Equity	794,629	171,910
Total Liabilities and Shareholders' Equity	\$ 3,672,086	\$ 1,523,919

TMX GROUP INC.

(formerly TSX Group Inc)

Consolidated Statements of Income

(In thousands of dollars, except per share amounts)

(Unaudited)

	Three months ended December 31,		Twelve months ended December 31,	
	2008	2007	2008	2007
Revenue:				
Issuer services	\$ 38,663	\$ 36,700	\$ 152,793	\$ 133,939
Trading, clearing and related	69,066	42,729	222,850	169,237
Market data	38,009	28,325	135,533	110,241
Business services and other	5,657	3,437	22,013	11,170
Total revenue	151,395	111,191	533,189	424,587
Expenses:				
Compensation and benefits	29,123	24,669	110,486	96,251
Information and trading systems	11,163	6,566	36,354	26,505
General and administration	17,546	11,682	55,638	42,951
Amortization	8,082	4,248	25,340	15,838
Total operating expenses	65,914	47,165	227,818	181,545
Income from operations	85,481	64,026	305,371	243,042
Income from investments in affiliates	424	182	1,426	374
Investment income	4,123	4,004	14,824	14,036
Interest expense	(3,453)	(13)	(10,508)	(55)
Mark to market on interest rate swaps	(13,289)	–	(13,289)	–
Other acquisition related expenses	–	–	(15,902)	–
Income before income taxes	73,286	68,199	281,922	257,397
Income taxes	22,881	37,760	98,149	108,700
Net income before non-controlling interests	50,405	30,439	183,773	148,697
Non-controlling interests	1,370	–	1,821	–
Net income	\$ 49,035	\$ 30,439	\$ 181,952	\$ 148,697
Earnings per share:				
Basic	\$ 0.65	\$ 0.46	\$ 2.48	\$ 2.19
Diluted	\$ 0.65	\$ 0.45	\$ 2.47	\$ 2.17
Share information:				
Weighted average number of common shares outstanding	74,866,873	66,655,090	73,443,944	67,970,365
Diluted weighted average number of common shares outstanding	74,941,186	67,049,887	73,540,390	68,464,095

TMX GROUP INC.

(formerly TSX Group Inc.)

Consolidated Statements of Comprehensive Income

(In thousands of dollars)

(Unaudited)

	Three months ended December 31,		Twelve months ended December 31,	
	2008	2007	2008	2007
Net income	\$ 49,035	\$ 30,439	\$ 181,952	\$ 148,697
Other comprehensive income				
Unrealized gain on translating financial statements of a self-sustaining foreign operation	19,789	–	24,104	–
Unrealized fair value (loss) on the interest rate swaps previously designated as cash flow hedges (net of tax)	2,277	–	–	–
Comprehensive income	\$ 71,101	\$ 30,439	\$ 206,056	\$ 148,697

TMX GROUP INC.

(formerly TSX Group Inc.)

Consolidated Statements of Changes in Shareholders' Equity

(In thousands of dollars)

Years ended December 31, 2008 and 2007

(Unaudited)

	2008	2007
Common shares:		
Balance, beginning of period	\$ 379,370	\$ 387,501
Issuance of common shares	806,573	-
Proceeds from options exercised	6,959	4,416
Cost of exercised options	1,731	1,165
Purchased under normal course issuer bid	(110,234)	(13,712)
Balance, end of period	1,084,399	379,370
Share option plan:		
Balance, beginning of period	5,060	3,942
Options issued	735	-
Cost of exercised options	(1,731)	(1,165)
Cost of share option plan	1,905	2,283
Balance, end of period	5,969	5,060
Deficit:		
Balance, beginning of period	(212,520)	(164,488)
Transitional adjustment	-	621
Net income	181,952	148,697
Dividends on common shares	(114,099)	(103,465)
Shares purchased under normal course issuer bid	(175,176)	(93,885)
Balance, end of period	(319,843)	(212,520)
Accumulated other comprehensive income:		
Balance, beginning of period	-	-
Unrealized gain on translating financial statements of a self-sustaining foreign operation	24,104	-
Balance, end of period	24,104	-
Shareholders' equity, end of period	\$ 794,629	\$ 171,910

TMX GROUP INC.

(formerly TSX Group Inc.)

Consolidated Statements of Cash Flows

(In thousands of dollars)

(Unaudited)

	Three months ended December 31		Twelve months ended December 31	
	2008	2007	2008	2007
Cash flows from (used in) operating activities:				
Net income	\$ 49,035	\$ 30,439	\$ 181,952	\$ 148,697
Adjustments to determine net cash flows:				
Amortization	8,082	4,248	25,340	15,838
Unrealized (gain) loss on marketable securities	(1,049)	185	(1,206)	3,142
(Income) from investments in affiliates	(424)	(182)	(1,426)	(374)
Cost of share option plan	515	544	1,905	2,283
Cost of options issued on acquisition	213	–	568	–
Payment on termination of joint venture	–	–	15,152	–
Amortized financing fees	185	–	492	–
Non-controlling interest	1,370	–	1,821	–
Unrealized loss on interest rate swaps	12,477	–	12,477	–
Unrealized foreign exchange loss	401	–	401	–
Future income tax asset	(4,059)	10,261	(9,307)	(3,060)
Accounts receivable and prepaid expenses	(1,160)	(2,002)	(1,175)	(15,173)
Other assets	(122)	(2,929)	4,954	(3,122)
Accounts payable and accrued liabilities	10,170	10,492	(15,063)	7,878
Long-term accrued and other liabilities	(1,838)	1,918	(12,263)	(907)
Deferred revenue	(17,507)	(1,573)	34,566	78,027
Income taxes payable, net	4,470	1,824	5,001	(11,549)
	60,759	53,225	244,189	221,680
Cash flows from (used in) financing activities:				
Restricted cash	24	–	(47)	–
Reduction in obligation under capital lease	(10)	(174)	(177)	(786)
Proceeds from exercised options	–	56	6,959	4,416
Dividends on common shares	(28,508)	(25,352)	(114,099)	(103,465)
Shares purchased under normal course issuer bid	(27,805)	(33,793)	(285,410)	(107,597)
Dividends paid to non-controlling interests	(1,946)	–	(1,946)	–
Proceeds from term loan, net	–	–	427,786	–
	(58,245)	(59,263)	33,066	(207,432)
Cash flows from (used in) investing activities:				
Additions to premises and equipment	(474)	(1,873)	(5,306)	(6,504)
Additions to intangible assets	(2,803)	(2,195)	(8,451)	(6,225)
Payment on termination of joint venture	–	–	(15,152)	–
Marketable securities	15,277	17,523	203,546	33,268
Acquisitions, net of cash acquired	7,875	–	(405,283)	(8,142)
Purchase of option to acquire NetThruPut Inc.	–	–	–	(10,265)
	19,875	13,455	(230,646)	2,132
Unrealized foreign exchange gain on cash held in foreign subsidiary	2,435	–	2,435	–
	24,824	7,417	49,044	16,380
Increase (decrease) in cash and cash equivalents	24,824	7,417	49,044	16,380
Cash and cash equivalents, beginning of period	77,618	45,981	53,398	37,018
Cash and cash equivalents, end of period	\$ 102,442	\$ 53,398	\$ 102,442	\$ 53,398
Supplemental cash flow information:				
Interest paid	\$ 2,994	\$ 940	\$ 11,038	\$ 979
Interest received	\$ 2,704	\$ 3,879	\$ 12,648	\$ 16,090
Income taxes paid	\$ 25,606	\$ 27,264	\$ 107,114	\$ 124,601

TMX GROUP INC.

Market Statistics*

(Unaudited)

	Three months ended		Year ended	
	December 31		December 31	
	2008	2007	2008	2007
Toronto Stock Exchange:				
Volume (millions)	33,037.7	24,726.3	109,239.7	96,109.0
Value (\$ billions)	403.6	439.7	1,853.2	1,697.2
Transactions (000s)	56,726.0	34,143.3	182,901.5	118,578.2
Issuers Listed	1,570	1,613	1,570	1,613
New Issuers Listed:				
Number of Initial Public Offerings	7	27	52	99
Number of graduates from TSX Venture/NEX	8	15	45	72
New Equity Financing: (\$ millions)				
Initial Public Offering Financings (\$ millions)	13,199.5	11,728.6	35,312.0	47,613.9
Secondary Offering Financings ¹ (\$ millions)	258.2	2,627.7	1,929.0	7,321.3
Supplementary Financings (\$ millions)	11,005.7	5,911.8	24,523.8	23,157.6
Supplementary Financings (\$ millions)	1,935.6	3,189.1	8,859.3	17,134.9
Market Cap of Issuers Listed (\$ billions)	1,279.3	2,095.3	1,279.3	2,095.3
S&P/TSX Composite Index ² Close	8,987.7	13,833.1	8,987.7	13,833.1
TSX Venture Exchange:³				
Volume (millions)	10,740.9	15,138.2	44,052.2	53,147.4
Value (\$ millions)	1,900.8	11,378.7	23,796.1	44,970.4
Transactions (000s)	904.9	2,235.6	5,912.6	8,675.1
Issuers Listed	2,443	2,338	2,443	2,338
New Issuers Listed				
Number of Initial Public Offerings	28	87	233	273
New Equity Financing: (\$ millions)				
Initial Public Offering Financings (\$ millions)	576.0	2,923.3	5,560.2	11,652.4
Secondary Offering Financings ¹ (\$ millions)	6.8	207.4	225.1	532.7
Supplementary Financings (\$ millions)	569.2	2,715.9	5,335.1	11,119.7
Market Cap of Issuers Listed: (\$ billions)	17.1	58.5	17.1	58.5
S&P/TSX Venture Composite Index ² Close	797.0	2,839.7	797.0	2,839.7
Toronto Stock Exchange and TSX Venture Exchange:				
Professional and Equivalent Real-time Data Subscriptions	162,460	160,413	162,460	160,413
<hr/>				
	Three months ended		Year ended	
	December 31		December 31	
	2008	2007	2008	2007
Montreal Exchange:				
Volume (Contracts) (000s)	8,302.6	9,604.9	38,064.9	42,742.2
Open Interest (Contracts) (000s) as at December 31	2,085.9	2,595.6	2,085.9	2,595.6
Data Subscriptions as at December 31				
	28,461	28,122	28,461	28,122
Boston Options Exchange:				
Volume (Contracts) (000s)	44,521.0	39,589.6	178,650.5	129,797.3

* Certain comparative figures have been restated.

¹ Secondary Offering Financings includes prospectus offerings on both a treasury and secondary basis.

² S&P is a trade-mark owned by The McGraw-Hill Companies, Inc. and is used under license.

³ TSX Venture Exchange market statistics do not include data for debt securities. 'New Issuers Listed' and 'S&P/TSX Venture Composite Index Close' statistics exclude data for issuers on NEX. All other TSX Venture Exchange market statistics include data for issuers on NEX, which is a board that was established on August 18, 2003 for issuers that have fallen below TSX Venture Exchange's listing standards (181 issuers at December 31, 2008 and 162 issuers at December 31, 2007).

