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**MEDIA RELEASE  
FOR IMMEDIATE RELEASE**

October 29, 2008

**TMX Group Inc. Reports Results for Third Quarter 2008**

- Revenue of \$139.4 million for Q3/08, up 32% over Q3/07
- Net income of \$50.9 million for Q3/08, up 19% over Q3/07
- Diluted earnings per share of 66 cents for Q3/08, versus 62 cents in Q3/07
- Cash flows from operating activities in Q3/08 of \$54.6 million, down 1% versus Q3/07
- Repurchased almost 2.1 million common shares at a cost of \$72.4 million from August 18, 2008 to September 12, 2008
- Announced changes to equity trading fee structure, effective January 1, 2009

TORONTO – TMX Group Inc. (formerly TSX Group Inc.) [TSX:X] announced results for the third quarter and first nine months ended September 30, 2008.

Thomas Kloet, Chief Executive Officer of TMX Group said, “We are pleased to be able to deliver solid results for this third quarter despite a more challenging economic environment. The integration of the Montréal Exchange within TMX Group is progressing well. The many benefits of this transaction continue to be apparent in the Canadian market as well as in the United States options market through BOX.”

Michael Ptasznik, Chief Financial Officer of TMX Group said, “Once again we were able to report strong operating results from our increasingly diversified business operations. In addition to the positive impact from MX and BOX, both our energy trading and market data operations contributed to the revenue growth.”

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.

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

### Summary of Financial Information

(in millions of dollars, except per share amounts)

	Q3/08	Q3/07	\$ Increase	% Increase/ (decrease)
<i>Revenue</i>	\$ 139.4	\$ 105.9	\$ 33.5	32%
<i>Operating expenses</i>	\$ 62.3	\$ 44.4	\$ 17.9	40%
<i>Net income</i>	\$ 50.9	\$ 42.7	\$ 8.2	19%
<i>Earnings per share:</i>				
<i>Basic</i>	\$ 0.66	\$ 0.63	\$ 0.03	5%
<i>Diluted</i>	\$ 0.66	\$ 0.62	\$ 0.04	6%
<i>Cash flows from operating activities</i>	\$ 54.6	\$ 55.1	(\$ 0.5)	(1%)

(in millions of dollars, except per share amounts)

	Nine months ended		\$ Increase	% Increase
	Sept. 30/08	Sept. 30/07		
<i>Revenue</i>	\$ 381.8	\$ 313.4	\$ 68.4	22%
<i>Operating expenses</i>	\$ 161.9	\$ 134.4	\$ 27.5	20%
<i>Net income</i>	\$ 132.9	\$ 118.3	\$ 14.6	12%
<i>Earnings per share:</i>				
<i>Basic</i>	\$ 1.82	\$ 1.73	\$ 0.09	5%
<i>Diluted</i>	\$ 1.82	\$ 1.72	\$ 0.10	6%
<i>Cash flows from operating activities</i>	\$ 183.4	\$ 168.5	\$ 14.9	9%

Net income for the first nine months of 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. The following is a reconciliation of earnings per share to adjusted earnings per share prior to loss on termination of joint venture\* :

**Reconciliation for nine months ended September 30, 2008 and September 30, 2007**

	Nine months ended			
	Sept. 30/08		Sept. 30/07	
	<b>Basic</b>	<b>Diluted</b>	<b>Basic</b>	<b>Diluted</b>
<i>Earnings per share</i>	\$1.82	\$1.82	\$1.73	\$1.72
<i>Adjustment related to loss on termination of joint venture</i>	<u>\$0.21</u>	<u>\$0.20</u>	=	=
<i>Adjusted earnings per share prior to loss on termination of joint venture*</i>	<u>\$2.03</u>	<u>\$2.02</u>	<u>\$1.73</u>	<u>\$1.72</u>

**Segmented Financial Information**

(in millions of dollars)

	<b>Cash Markets - Equities and Fixed Income</b>	<b>Energy Markets - NGX</b>	<b>Derivatives Markets - MX and BOX</b>	<b>Total</b>
<b>Q3/08</b>				
<i>Revenue</i>	\$ 108.4	\$ 7.7	\$ 23.3	\$ 139.4
<i>Net Income</i>	\$ 41.9	\$ 2.1	\$ 6.9	\$ 50.9
<b>Q3/07</b>				
<i>Revenue</i>	\$ 100.5	\$ 5.5	-	\$ 105.9
<i>Net Income</i>	\$ 41.4	\$ 1.3	-	\$ 42.7

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

<b>Nine months ended Sept. 30/08</b>	<b>Cash Markets - Equities and Fixed Income</b>	<b>Energy Markets - NGX</b>	<b>Derivatives Markets - MX and BOX</b>	<b>Total</b>
<i>Revenue</i>	\$ 322.9	\$ 21.7	\$ 37.2	\$ 381.8
<i>Net Income</i>	\$ 116.9	\$ 5.3	\$ 10.7	\$ 132.9
<b>Nine months ended Sept. 30/07</b>				
<i>Revenue</i>	\$ 297.7	\$ 15.7	-	\$ 313.4
<i>Net Income</i>	\$ 115.5	\$ 2.8	-	\$ 118.3

### **Quarter Ended September 30, 2008 Compared with Quarter Ended September 30, 2007**

#### **Revenue**

Revenue in Q3/08 was \$139.4 million, up \$33.5 million, or 32% as compared with \$105.9 million in Q3/07 primarily reflecting \$23.3 million in revenue related to the business operations of MX which were combined with TMX Group on May 1, 2008, revenue related to the operations of BOX from August 29, 2008, as well as increased issuer services 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 Q3/08 and Q3/07.

(in millions of dollars)

	<i>Reported</i>				<i>Billed*</i>			
	<b>Q3/08</b>	<b>Q3/07</b>	<b>\$ increase</b>	<b>% increase</b>	<b>Q3/08</b>	<b>Q3/07</b>	<b>\$ increase/ (decrease)</b>	<b>% increase/ (decrease)</b>
<i>Initial listing fees</i>	\$ 4.1	\$ 3.5	\$ 0.6	17%	\$ 4.3	\$ 7.2	(\$ 2.9)	(40%)
<i>Additional listing fees</i>	\$ 13.1	\$ 11.4	\$ 1.7	15%	\$ 17.2	\$ 23.2	(\$ 6.0)	(26%)
<i>Sustaining listing fees**</i>	\$ 17.5	\$ 16.8	\$ 0.7	4%	\$ 17.5	\$ 16.8	\$ 0.7	4%
<i>Other issuer services</i>	<u>\$ 3.5</u>	<u>\$ 3.1</u>	<u>\$ 0.4</u>	13%	<u>\$ 3.5</u>	<u>\$ 3.1</u>	<u>\$ 0.4</u>	13%
<i>Total listing fees</i>	<u>\$ 38.2</u>	<u>\$ 34.8</u>	<u>\$ 3.4</u>	10%	<u>\$ 42.5</u>	<u>\$ 50.3</u>	<u>(\$ 7.8)</u>	(16%)

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:

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\* 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.

<b><i>Initial Listing Fees</i></b> (in millions of dollars)	<b>Q3/08</b>	<b>Q3/07</b>
Initial listing fees billed*	\$ 4.3	\$ 7.2
Initial listing fees billed* and deferred to future periods	(\$ 4.2)	(\$ 7.1)
Recognition of initial listing fees billed* and previously included in deferred revenue	<u>\$ 4.0</u>	<u>\$ 3.4</u>
Initial listing fee revenue reported	<u>\$ 4.1</u>	<u>\$ 3.5</u>
<b><i>Additional Listing Fees</i></b> (in millions of dollars)	<b>Q3/08</b>	<b>Q3/07</b>
Additional listing fees billed*	\$ 17.2	\$ 23.2
Additional listing fees billed* and deferred to future periods	(\$ 16.7)	(\$ 22.8)
Recognition of additional listing fees billed* and previously included in deferred revenue	<u>\$ 12.6</u>	<u>\$ 11.0</u>
Additional listing fee revenue reported	<u>\$ 13.1</u>	<u>\$ 11.4</u>

- *Initial and additional listing fees reported* increased due to capital market activity and listing fee price increases during the period from October 1, 1998 to September 30, 2008 compared with the period from October 1, 1997 to September 30, 2007. *Initial and additional listing fees billed\** in Q3/08, as compared with Q3/07, reflect a decline in the value of securities issued and reserved, somewhat offset by 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 \$3.2 million from The Equicom Group Inc. (Equicom) in Q3/08, compared with \$3.1 million in Q3/07.

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

## Trading, Clearing and Related Revenue

(in millions of dollars)

	Q3/08	Q3/07	\$ increase/ (decrease)	% increase/ (decrease)
<i>Cash markets:</i>				
• <i>Toronto Stock Exchange</i>	\$ 26.0	\$ 25.3	\$ 0.7	3%
• <i>TSX Venture Exchange</i>	\$ 5.6	\$ 6.8	(\$ 1.2)	(18%)
	\$ 31.6	\$ 32.1	(\$ 0.5)	(2%)
• <i>Shorcan</i>	\$ 2.8	\$ 3.5	(\$ 0.7)	(20%)
<i>Cash markets revenue</i>	\$ 34.4	\$ 35.6	(\$ 1.2)	(3%)
<i>Energy markets revenue</i>	\$ 7.6	\$ 5.9	\$ 1.7	29%
<i>Derivatives markets revenue</i>	\$ 17.0	=	\$ 17.0	-
<i>Total trading, clearing and related revenue</i>	\$ 59.0	\$ 41.5	\$ 17.5	42%

### **Cash Markets**

- *Cash markets* equity trading revenue from Toronto Stock Exchange increased due to a 12% increase in the volume of securities traded in Q3/08 over Q3/07 (25.7 billion securities in Q3/08 versus 22.9 billion securities in Q3/07), 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.
- *Cash markets* equity trading revenue from TSX Venture Exchange decreased as a result of a 28% decrease in the volume of securities traded in Q3/08 over Q3/07 (8.0 billion securities in Q3/08 versus 11.1 billion securities in Q3/07), 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.
- The decrease in revenue from Shorcan Brokers Limited (Shorcan) primarily reflects a decrease in trading in Government of Canada and provincial bonds in Q3/08 versus Q3/07.

## **Equities Trading Fee Revisions<sup>1</sup>**

We are changing our trading fee structure, effective January 1, 2009.

The fee changes are designed to provide savings for market participants and are intended to attract additional participants and volume to our marketplaces by introducing further incentives for adding liquidity to Toronto Stock Exchange and TSX Venture Exchange central limit order books. In addition, revised pricing models for Toronto Stock Exchange market makers and exchange traded funds are expected to improve liquidity and promote trading growth in these areas.

Given that many of the changes are structured to respond to customer needs, it is expected that the impact of the proposed changes will be to improve TMX Group's competitive position in North America. Based on historical trading activity, patterns, and product mix, changes to the trading fee structure could reduce trading revenue by approximately \$11 to \$14 million on an annual basis if offsetting benefits, including increased volumes, are not realized. However, actual trading revenue will depend on future trading activity, patterns and product mix.

### ***Energy Markets***

- In Q3/08, the volumes of natural gas and electricity contracts traded or cleared on NGX increased by 29% over Q3/07 (3.6 million terajoules in Q3/08 versus 2.8 million terajoules in Q3/07). 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 reflect the successful launch of our arrangement with ICE on February 9, 2008, which provided us with access to substantially more customers and included the launch of new products in Canada and the US.
- The increase in revenue also reflects price increases that were effective in January 2008.

### ***Derivatives Markets***

- Derivatives markets revenue includes \$13.7 million in trading revenue from MX (which was combined with TMX Group on May 1, 2008) and BOX (following the increase in our ownership interest from 31.4% to 53.3% on August 29, 2008). In addition, we received \$3.3 million in clearing revenue related to MX.

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<sup>1</sup> The "Equities Trading Fee Revisions" section above contains certain forward looking statements. Please refer to "Forward Looking Information" for a discussion of risks and uncertainties related to such statements.

- MX volumes decreased by 1% (9.9 million contracts traded in Q3/08 versus 10.0 million contracts traded in Q3/07).
- BOX volumes increased by 100% (18.2 million contracts traded in September 2008 versus 9.1 million contracts traded in September 2007).

## Market Data Revenue

(in millions of dollars)

Q3/08	Q3/07	\$ increase	% increase
\$ 35.3	\$ 27.5	\$ 7.8	28%

- *Market data* revenue increased partly due to a 6% increase in the number of professional and equivalent real-time market data subscriptions to TSX Datalinx products (over 165,000 at September 30, 2008 versus over 155,000 at September 30, 2007). This increase reflects increased sales to both Canadian and U.S. customers.
- *Market data* revenue also includes \$3.4 million in market data revenue related to MX, acquired on May 1, 2008 and BOX, following the increase in our ownership interest from 31.4% to 53.3% on August 29, 2008. There were over 28,000 MX market data subscriptions at September 30, 2008 and at September 30, 2007.
- The increase was also attributable to higher direct feed revenues, increased revenue recoveries related to under-reported usage of real-time quotes and fee changes that were effective January 1, 2008.

## Changes to Market Data Pricing for 2009<sup>2</sup>

There will be changes to MX and TSX Datalinx market data prices effective January 1, 2009. This decision followed a review of market data fees on other major global exchanges. Based on subscriptions at June 30, 2008, it is anticipated that total market data revenue would have increased by approximately \$4 to \$6 million on an annual basis. However, future product mix and usage may vary, which could impact market data revenue.

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<sup>2</sup> The “**Changes to Market Data Pricing for 2009**” section above contains certain forward looking statements. Please refer to “Forward Looking Information” for a discussion of risks and uncertainties related to such statements.

## Business Services and Other Revenue

(in millions of dollars)

Q3/08	Q3/07	\$ increase	% increase
\$ 6.8	\$ 2.0	\$ 4.8	240%

- *Business services* revenue includes \$3.0 million in revenue related to the business operations of MX, of which \$2.5 million was attributable to technology and other related services provided to BOX for the period from July 1, 2008 to August 28, 2008, prior to BOX becoming a subsidiary of MX. Revenue from BOX from August 29, 2008 to September 30, 2008 is eliminated on the consolidation of BOX.
- The increase was also due to unrealized foreign exchange gains on U.S. dollar receivables due to the positive impact of the depreciation of the Canadian dollar against the U.S. dollar in Q3/08, compared with unrealized foreign exchange losses on U.S. dollar receivables due to the negative impact of the appreciation of the Canadian dollar against the U.S. dollar in Q3/07.

## Expenses

Operating expenses in Q3/08 were \$62.3 million, an increase of \$17.9 million, or 40%, as compared with \$44.4 million in Q3/07. The increase was primarily due to the inclusion of \$15.7 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.

## Compensation and Benefits

(in millions of dollars)

Q3/08	Q3/07	\$ increase	% increase
\$ 32.1	\$ 23.5	\$ 8.6	37%

- *Compensation and benefits* costs increased primarily due to the inclusion of \$6.4 million in costs related to the business operations of MX and BOX.
- The increase was also due to higher organizational transition costs.
- We capitalized \$0.2 million of internal development costs related to the TSX Quantum gateway and \$1.2 million related to SOLA in Q3/08 compared with \$1.4 million related to the TSX Quantum trading engine in Q3/07.

- There were 850 employees at September 30, 2008, which included 225 MX employees and 24 BOX employees, versus 610 at September 30, 2007. This increase in employees was partially offset by a net reduction of nine employees.

### Information and Trading Systems

(in millions of dollars)

<b>Q3/08</b>	<b>Q3/07</b>	<b>\$ increase</b>	<b>% increase</b>
\$ 9.4	\$ 6.8	\$ 2.6	38%

- *Information and trading systems* costs included \$1.7 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.

### General and Administration

(in millions of dollars)

<b>Q3/08</b>	<b>Q3/07</b>	<b>\$ increase</b>	<b>% increase</b>
\$ 13.9	\$ 10.0	\$ 3.9	39%

- *General and administration* costs included \$4.4 million in costs related to the business operations of MX and BOX.
- *General and administration* costs were partially offset by a decrease in fees paid to external advisors.

### Amortization

(in millions of dollars)

<b>Q3/08</b>	<b>Q3/07</b>	<b>\$ increase</b>	<b>% increase</b>
\$ 7.0	\$ 4.1	\$ 2.9	71%

- *Amortization* costs included \$3.3 million in costs related to MX and BOX.

## Income from Investments in Affiliates

(in millions of dollars)

Q3/08	Q3/07	\$ increase
\$ 0.5	\$ 0.1	\$ 0.4

- *Income from investments in affiliates* includes \$0.5 million representing MX's share of BOX income based on a 31.4% interest in BOX from July 1, 2008 to August 29, 2008. BOX volumes increased by 9% from July 1, 2008 to August 29, 2008 compared with July 1, 2007 to August 29, 2007 (30.6 million contracts traded from July 1, 2008 to August 29, 2008 versus 28.1 million contracts traded from July 1, 2007 to August 29, 2007).
- Our 47% share of the income from CanDeal.ca Inc. (CanDeal) was *nil*, compared with \$0.1 million in Q3/07.

## Investment Income

(in millions of dollars)

Q3/08	Q3/07	\$ (decrease)	% (decrease)
\$ 2.9	\$ 4.9	(\$ 2.0)	(41%)

- *Investment income* decreased due to a decrease in cash available for investment. In addition, there were lower returns on short-term bond fund investments during Q3/08 versus Q3/07.
- The decrease was partially offset by the inclusion of \$1.9 million of *investment income* earned by MX in Q3/08.

## Interest Expense

(in millions of dollars)

Q3/08	Q3/07	\$ increase	% increase
\$ 4.3	\$ 0.0	\$ 4.3	-

- *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*).

## Income Taxes

(in millions of dollars)

		Effective tax rate (%)	
Q3/08	Q3/07	Q3/08	Q3/07
\$ 24.8	\$ 23.9	33%	36%

- The effective tax rate of 33% in Q3/08 was lower than the effective tax rate of 36% in Q3/07 primarily due to a lower federal tax rate and lower adjustments to the value of the future income tax asset.

## Nine Months Ended September 30, 2008 Compared with Nine Months Ended September 30, 2007

### Revenue

Revenue was \$381.8 million for the first nine months of 2008, up \$68.4 million, or 22% compared with \$313.4 million for the first nine months of 2007 reflecting \$37.2 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 the first nine months of 2008 included \$11.1 million from Equicom, acquired June 1, 2007, compared with \$4.2 million in the first nine months of 2007.

## Issuer Services Revenue

The following is a summary of issuer services revenue reported and issuer services fees billed\* (reconciled below in this section) in the first nine months of 2008 and the first nine months of 2007.

(in millions of dollars)

	<i>Reported</i>				<i>Billed*</i>			
	<b>Nine months ended</b>				<b>Nine months ended</b>			
	<b>Sept. 30/08</b>	<b>Sept. 30/07</b>	<b>\$ increase</b>	<b>% increase</b>	<b>Sept. 30/08</b>	<b>Sept. 30/07</b>	<b>\$ increase/ (decrease)</b>	<b>% increase/ (decrease)</b>
<i>Initial listing fees</i>	\$ 11.9	\$ 10.1	\$ 1.8	18%	\$ 15.4	\$ 22.3	(\$ 6.9)	(31%)
<i>Additional listing fees</i>	\$ 37.9	\$ 32.2	\$ 5.7	18%	\$ 61.1	\$ 81.7	(\$ 20.6)	(25%)
<i>Sustaining listing fees**</i>	\$ 52.1	\$ 50.7	\$ 1.4	3%	\$ 52.1	\$ 50.7	\$ 1.4	3%
<i>Other issuer services</i>	<u>\$ 12.2</u>	<u>\$ 4.2</u>	<u>\$ 8.0</u>	190%	<u>\$ 12.2</u>	<u>\$ 4.2</u>	<u>\$ 8.0</u>	190%
<i>Total listing fees</i>	<u>\$114.1</u>	<u>\$97.2</u>	<u>\$ 16.9</u>	17%	<u>\$ 140.8</u>	<u>\$ 158.9</u>	<u>(\$ 18.1)</u>	(11%)

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:

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\* 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.

	<b>Nine months ended</b>	
	<b>Sept. 30/08</b>	<b>Sept. 30/07</b>
<b><i>Initial Listing Fees</i></b> (in millions of dollars)		
Initial listing fees billed*	\$ 15.4	\$ 22.3
Initial listing fees billed* and deferred to future periods	(\$ 15.1)	(\$ 22.0)
Recognition of initial listing fees billed* and previously included in deferred revenue	<u>\$ 11.6</u>	<u>\$ 9.8</u>
Initial listing fee revenue reported	<u>\$ 11.9</u>	<u>\$ 10.1</u>

	<b>Nine months ended</b>	
	<b>Sept. 30/08</b>	<b>Sept. 30/07</b>
<b><i>Additional Listing Fees</i></b> (in millions of dollars)		
Additional listing fees billed*	\$ 61.1	\$ 81.7
Additional listing fees billed* and deferred to future periods	(\$ 60.0)	(\$ 80.4)
Recognition of additional listing fees billed* and previously included in deferred revenue	<u>\$ 36.8</u>	<u>\$ 30.9</u>
Additional listing fee revenue reported	<u>\$ 37.9</u>	<u>\$ 32.2</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 September 30, 2008 compared with the period from April 1, 1997 to September 30, 2007. *Initial and additional listing fees billed\** in the first nine months of 2008, as compared with the first nine months of 2007, reflect a decline in the value of securities issued and reserved, somewhat offset by 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.

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

- *Other issuer services* includes revenue of \$11.1 million from Equicom, compared with \$4.2 million in the first nine months of 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)

	Nine months ended		\$ increase/ (decrease)	% increase/ (decrease)
	Sept. 30/08	Sept. 30/07		
<i>Cash markets:</i>				
• <i>Toronto Stock Exchange</i>	\$ 74.3	\$ 77.4	(\$ 3.1)	(4%)
• <i>TSX Venture Exchange</i>	<u>\$ 22.8</u>	<u>\$ 23.4</u>	<u>(\$ 0.6)</u>	(3%)
	\$ 97.1	\$ 100.8	(\$ 3.7)	(4%)
• <i>Shorcan</i>	<u>\$ 9.2</u>	<u>\$ 10.2</u>	<u>(\$ 1.0)</u>	(10%)
<i>Cash markets revenue</i>	\$ 106.3	\$ 111.0	(\$ 4.7)	(4%)
<i>Energy markets revenue</i>	\$ 21.5	\$ 15.5	\$ 6.0	39%
<i>Derivatives markets revenue</i>	<u>\$ 26.0</u>	=	<u>\$ 26.0</u>	-
<i>Total trading, clearing and related revenue</i>	<u>\$ 153.8</u>	<u>\$ 126.5</u>	<u>\$ 27.3</u>	22%

### *Cash Markets*

- *Cash markets* equity trading revenue from Toronto Stock Exchange decreased as a result of changes in our pricing model, which were effective November 1, 2007, as well as changes in trading activity, patterns and product mix. The impact was partially offset by a 7% increase in the volume of securities traded on Toronto Stock Exchange in the first nine months of 2008 over the first nine months of 2007 (76.2 billion securities in the first nine months of 2008 versus 71.4 billion securities in the first nine months of 2007).
- *Cash markets* equity trading revenue from TSX Venture Exchange decreased due to a 12% decrease in the volume of securities traded in the first nine months of 2008 over the first nine months of 2007 (33.3 billion securities in the first nine months of 2008 versus 38.0 billion securities in the first nine months of 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 the first nine months of 2008 versus the first nine months of 2007.

### *Energy Markets*

- In the first nine months of 2008, the volumes of natural gas and electricity contracts traded or cleared on NGX increased by 36% over the first nine months of 2007 (11.0 million terajoules in the first nine months of 2008 versus 8.1 million terajoules in the first nine months of 2007). This excludes the Watt-Ex volumes, which represent electric operating reserve procurement for the Alberta Electric System Operator.
- The increased volumes reflect the launch of our arrangement with ICE on February 9, 2008 which provided us with access to substantially more customers and included the launch of new products in Canada and the US.
- The increase in revenue also reflects price increases that were effective in January 2008.
- In the first nine months of 2008, on a net basis, NGX deferred \$0.9 million more revenue than in the first nine months of 2007, which somewhat offset the increase in revenue.

### *Derivatives Markets*

- Derivatives markets revenue includes \$20.5 million in trading revenue from MX (which was combined with TMX Group on May 1, 2008) and BOX (following the increase in our ownership interest from 31.4% to 53.3% on August 29, 2008). In addition, we received \$5.5 million in clearing revenue related to MX.
- MX volumes decreased by 10% (16.5 million contracts traded from May 1, 2008 – September 30, 2008 versus 18.3 million contracts traded from May 1, 2007 – September 30, 2007).
- BOX volumes increased by 100% (18.2 million contracts traded in September 2008 versus 9.1 million contracts traded in September 2007).

## Market Data Revenue

(in millions of dollars)

Nine months ended			
Sept. 30/08	Sept. 30/07	\$ increase	% increase
\$ 97.5	\$ 81.9	\$ 15.6	19%

- *Market data* revenue increased partly due to a 6% increase in the number of professional and equivalent real-time market data subscriptions to TSX Datalinx products (over 165,000 at September 30, 2008 versus over 155,000 at September 30, 2007). This increase reflects increased sales to both Canadian and U.S. customers.
- *Market data* revenue included \$5.3 million in revenue related to the business operations of MX from May 1, 2008 and BOX, following the increase in our ownership interest from 31.4% to 53.3% on August 29, 2008. There were over 28,000 MX market data subscriptions at September 30, 2008 and at September 30, 2007.
- The increase was also attributable to higher direct feed revenues, increased revenue recoveries related to under-reported usage of real-time quotes and fee changes that were effective January 1, 2008.
- The increase was partially offset by the impact of the appreciation of the Canadian dollar against the U.S. dollar for the period from January 1, 2008 to September 30, 2008 compared with January 1, 2007 to September 30, 2007.

## Business Services and Other Revenue

(in millions of dollars)

Nine months ended			
Sept. 30/08	Sept. 30/07	\$ increase	% increase
\$ 16.4	\$ 7.7	\$ 8.7	113%

- *Business Services* revenue includes \$5.9 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 September 30, 2008 is eliminated on the consolidation of BOX.
- The increase was also due to unrealized foreign exchange gains on U.S. dollar receivables due to the positive impact of the depreciation of the Canadian dollar against the U.S. dollar in the first nine months of 2008, compared with unrealized foreign exchange losses on U.S. dollar receivables due to the negative impact of the appreciation of the Canadian dollar against the U.S. dollar in the first nine months of 2007.

## Expenses

Operating expenses in the first nine months of 2008 were \$161.9 million, an increase of \$27.5 million, or 20%, as compared with \$134.4 million in the first nine months of 2007. The increase was primarily due to the inclusion of \$25.4 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 \$8.7 million of expenses related to the business operations of Equicom, acquired June 1, 2007, in the first nine months of 2008 compared with \$3.8 million in the first nine months of 2007. The overall increase was somewhat offset by lower compensation and benefits costs related to the long-term incentive plan, pension costs and organizational transition expenses.

## Compensation and Benefits

(in millions of dollars)

Nine months ended			
Sept. 30/08	Sept. 30/07	\$ increase	% increase
\$ 81.4	\$ 71.6	\$ 9.8	14%

- *Compensation and benefits* costs increased primarily due to the inclusion of \$10.6 million in costs related to MX and BOX. There were \$4.4 million in costs related to the business operations of Equicom, acquired on June 1, 2007, in the first nine months of 2008 compared with \$2.1 million in the first nine months of 2007.
- The increase was partially offset by lower organizational transition costs, lower expenses associated with the long-term incentive plan and lower pension costs.
- We capitalized \$2.4 million of internal development costs related to the TSX Quantum trading engine and gateway and \$2.0 million related to SOLA in the first nine months of 2008 compared with \$3.2 million related to the TSX Quantum trading engine in the first nine months of 2007.
- There were 850 employees at September 30, 2008, which included 225 MX employees and 24 BOX employees, versus 610 at September 30, 2007. This increase in employees was partially offset by a net reduction of nine employees.

## Information and Trading Systems

(in millions of dollars)

### Nine months ended

Sept. 30/08	Sept. 30/07	\$ increase	% increase
\$ 25.2	\$ 19.9	\$ 5.3	27%

- *Information and trading systems* costs included \$2.6 million in costs related to MX and BOX. There were also \$0.2 million in costs associated with the business of Equicom, which was acquired June 1, 2007, in the first nine months of 2008 compared with \$0.1 million in the first nine months of 2007.
- *Information and trading systems* costs also increased due to ongoing expenses primarily related to NGX's initiative with ICE.

## General and Administration

(in millions of dollars)

### Nine months ended

Sept. 30/08	Sept. 30/07	\$ increase	% increase
\$ 38.1	\$ 31.3	\$ 6.8	22%

- *General and administration* costs included \$6.9 million in costs related to MX and BOX. There were also \$4.0 million in costs associated with the business operations of Equicom, which was acquired June 1, 2007, in the first nine months of 2008 compared with \$1.6 million in the first nine months of 2007.
- *General and administration* costs increased as a result of paying higher fees to Market Regulation Services Inc. (RS) and Investment Industry Regulatory Organization of Canada (IIROC) for regulation services, which were more than offset by a decrease in fees paid to external advisors and lower capital expense.

## Amortization

(in millions of dollars)

### Nine months ended

Sept. 30/08	Sept. 30/07	\$ increase	% increase
\$ 17.3	\$ 11.6	\$ 5.7	49%

- *Amortization* costs increased reflecting amortization of \$5.3 million related to MX and BOX, and increased amortization from intangible assets primarily related to TSX Quantum. There were also \$0.8 million in depreciation and amortization costs associated with the business operations of Equicom, which was acquired June 1, 2007, in the first nine months of 2008 compared with \$0.3 million in the first nine months of 2007.

## Income from Investments in Affiliates

(in millions of dollars)

### Nine months ended

Sept. 30/08	Sept. 30/07	\$ increase
\$ 1.0	\$ 0.2	\$ 0.8

- *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 \$0.3 million, representing TSX Inc.'s share of CanDeal income for the first nine months of 2008 based on a 47% interest in CanDeal, compared with \$0.2 million for the first nine months of 2007.

## Investment Income

(in millions of dollars)

### Nine months ended

Sept. 30/08	Sept. 30/07	\$ increase	% increase
\$ 10.7	\$ 10.0	\$ 0.7	7%

- *Investment income* increased due to the inclusion of \$2.7 million of *investment income* earned by MX since May 1, 2008.
- The increase was largely offset by lower investment income due to a decrease in cash available for investment and lower returns on short-term bond fund investments during the first nine months of 2008 compared with the first nine months of 2007.

## Interest Expense

(in millions of dollars)

### Nine months ended

Sept. 30/08	Sept. 30/07	\$ increase	% increase
\$ 7.1	\$ 0.0	\$ 7.1	-

- *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*).

## Other Acquisition Related Expenses

(in millions of dollars)

### Nine months ended

Sept. 30/08	Sept. 30/07	\$ 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, which was accrued in Q1/08.

- 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)

<b>Nine months ended</b>		<b>Effective tax rate (%)</b>	
<b>Sept. 30/08</b>	<b>Sept. 30/07</b>	<b>Sept. 30/08</b>	<b>Sept. 30/07</b>
\$ 75.3	\$ 70.9	36%	37%

- The effective tax rate for the first nine months of 2008 was lower than that for 2007 partially due to a lower federal tax rate.
- The effective tax rate in the first nine months of 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 the first nine months of 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 Interest

Upon the acquisition of control of BOX on August 29, 2008, with a 53.3% share, the results of BOX have been fully consolidated into our consolidated statements of income. The non-controlling interests represent the other BOX shareholders' 46.7% 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 \$52.0 million for Q3/08 and is comprised of Net Income of \$50.9 million and Other Comprehensive Income of \$1.1 million.

Other comprehensive income includes:

- The unrealized gain on the foreign currency translation of BOX, a self-sustaining foreign operation, which amounted to \$3.4 million for Q3/08; and
- the unrealized fair value loss on the interest rate swaps designated as cash flow hedges, which amounted to \$2.3 million for Q3/08.

Comprehensive Income was \$135.0 million for the first nine months of 2008 and is comprised of Net Income of \$132.9 million and Other Comprehensive Income of \$2.0 million.

Other comprehensive income includes:

- The unrealized gain on the foreign currency translation of BOX, a self-sustaining foreign operation, which amounted to \$4.3 million the first nine months of 2008; and
- the unrealized fair value loss on the interest rate swaps designated as cash flow hedges, which amounted to \$2.3 million for the first nine months of 2008.

Our Accumulated Other Comprehensive Income of \$2.0 million as at September 30, 2008 is included as a component of **Shareholders' Equity**.

## Liquidity and Capital Resources

### Cash, Cash Equivalents and Marketable Securities

(in millions of dollars)

<b>September 30, 2008</b>	<b>December 31, 2007</b>	<b>\$ (decrease)</b>
\$ 203.7	\$ 302.8	(\$ 99.1)

- The decrease was due to three dividend payments of \$0.38 per common share, or \$85.6 million in aggregate, as well as to payments totalling \$257.6 million relating to the repurchase of 6,523,249 common shares under our normal course issuer bid (NCIB) in the first nine months of 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 \$5.7 million related to TSX Quantum and SOLA internal development costs as well as capital expenditures of \$4.8 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 September 30, 2008, MX had \$87.2 million of cash and cash equivalents and marketable

securities, after paying \$57.9 million for the increased investment in BOX on August 29, 2008.

- The decrease was also partially offset by cash generated from operating activities of \$183.4 million.

## Total Assets

(in millions of dollars)

<b>September 30, 2008</b>	<b>December 31, 2007</b>	<b>\$ increase</b>
\$ 3,482.9	\$ 1,523.9	\$ 1,959.0

- *Total assets* primarily increased due to recording \$824.2 million of intangible assets and \$567.1 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 \$498.2 million as at September 30, 2008 related to MX's clearing operations. MX also carried offsetting liabilities related to daily settlements and cash deposits which were \$498.2 million at September 30, 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 \$841.0 million at September 30, 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 September 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 \$841.0 million at September 30, 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 (\$120.0 million as at September 30, 2008, compared with \$74.9 million at December 31, 2007). The higher level of receivables reflected higher natural gas prices at the end of September 2008 compared with the end of December 2007. NGX also carried offsetting liabilities related to the fair value of open energy contracts which were \$120.0 million at September 30, 2008 compared with \$74.9 million at December 31, 2007.
- *Total assets* included a decrease in cash and cash equivalents and marketable securities of \$99.1 million.

## Credit Facilities and Guarantee

### *Long-term Debt*

(in millions of dollars)

<b>September 30, 2008</b>	<b>December 31, 2007</b>	<b>\$ increase</b>
\$ 428.1	\$ -	\$ 428.1

- 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:

<b>Notional value</b> (in millions of dollars)	<b>Interest rate we will pay</b> <b>under swap</b> (excludes 0.45% fee)	<b>Maturity date</b> <b>of swap</b>
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 September 30, 2008, all covenants were met.

### ***Other Credit Facility and Guarantee***

NGX maintains an unsecured clearing backstop fund of U.S. \$100.0 million. We are the guarantor of this fund on an unsecured basis.

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 September 30, 2008.

### **Shareholders' Equity**

(in millions of dollars)

<b>September 30, 2008</b>	<b>December 31, 2007</b>	<b>\$ increase</b>
\$ 779.1	\$ 171.9	\$ 607.2

- *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 \$132.9 million of net income in the first nine months of 2008. In addition, proceeds of \$7.0 million were received on the exercise of options in the first nine months of 2008.
- The increase in *shareholders' equity* was partially offset by the repurchase of shares in connection with our NCIB announced on August 1, 2007. Under the expired NCIB, we purchased 6,841,051 shares for cancellation at a weighted average price per share of \$42.79, which was the maximum allowable under the plan. 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.
- We have received Toronto Stock Exchange approval to renew our NCIB and purchase up to 7,595,585 of our common shares through the facilities of Toronto Stock Exchange or other Canadian marketplaces. We may also 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. 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. All shares purchased by TMX Group under the NCIB will be 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

- In addition, we paid \$85.6 million in dividends during the first nine months of 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 approval from Toronto Stock Exchange to issue up to 1.5 million common shares to satisfy the purchase price payable for NTP if we acquire NTP from Enbridge and Circuit Technology.
- At September 30, 2008, there were 75,403,577 common shares issued and outstanding. In the first nine months of 2008, 331,848 common shares were issued on the exercise of share options. At September 30, 2008, 4,252,296 common shares were reserved for issuance upon the exercise of options granted under the share option plan. At September 30, 2008, there were 1,025,741 options outstanding.
- At October 28, 2008, there were 75,403,577 common shares issued and outstanding and 1,024,015 options outstanding under the share option plan.

## Cash Flows from Operating Activities

(in millions of dollars)

	Q3/08	Q3/07	(Decrease) in cash
<i>Cash Flows from Operating Activities</i>	\$ 54.6	\$ 55.1	(\$ 0.5)

*Cash Flows from Operating Activities* were \$0.5 million lower in Q3/08 compared with Q3/07 due to:

(in millions of dollars)

	Q3/08	Q3/07	Increase/ (decrease) in cash
Net income	\$ 50.9	\$ 42.7	\$ 8.2
Amortization	\$ 7.0	\$ 4.1	\$ 2.9
Unrealized (gain) loss on marketable securities	\$ 0.7	(\$ 0.8)	\$ 1.5
(Increase) in future income tax asset	(\$ 1.3)	(\$ 3.2)	\$ 1.9
Decrease in accounts receivable and prepaid expenses	\$ 8.6	\$ 7.5	\$ 1.1
(Increase)/decrease in other assets	\$ 1.3	(\$ 1.1)	\$ 2.4
Net increase/(decrease) in accounts payable and accrued liabilities	(\$ 2.5)	\$ 6.4	(\$ 8.9)
(Decrease) in deferred revenue	(\$ 13.2)	(\$ 2.5)	(\$ 10.7)
Net increase in income taxes payable	\$ 2.2	\$ 1.5	\$ 0.7
Net increase in other items	<u>\$ 0.9</u>	<u>\$ 0.5</u>	<u>\$ 0.4</u>
<i>Cash Flows from Operating Activities</i>	<u>\$ 54.6</u>	<u>\$ 55.1</u>	<u>(\$ 0.5)</u>

(in millions of dollars)

	<b>Nine months ended</b>		
	<b>Sept. 30/08</b>	<b>Sept. 30/07</b>	<b>Increase in cash</b>
<i>Cash Flows from Operating Activities</i>	\$ 183.4	\$ 168.5	\$ 14.9

*Cash Flows from Operating Activities* were \$14.9 million higher in the first nine months of 2008 compared with the first nine months of 2007 due to:

(in millions of dollars)

	<b>Nine months ended</b>		<b>Increase/ (decrease) in cash</b>
	<b>Sept. 30/08</b>	<b>Sept. 30/07</b>	
Net income	\$ 132.9	\$ 118.3	\$ 14.6
Amortization	\$ 17.3	\$ 11.6	\$ 5.7
Unrealized (gain) loss on marketable securities	(\$ 0.2)	\$ 3.0	(\$ 3.2)
(Increase) in future income tax asset	(\$ 5.2)	(\$ 13.3)	\$ 8.1
Payment to ISE Ventures related to termination of joint venture	\$ 15.2	-	\$ 15.2
(Increase) in accounts receivable and prepaid expenses	-	(\$ 13.2)	\$ 13.2
(Increase)/decrease in other assets	\$ 5.1	(\$ 0.2)	\$ 5.3
Net (decrease) in accounts payable and accrued liabilities	(\$ 35.7)	(\$ 5.4)	(\$ 30.3)
Increase in deferred revenue	\$ 52.1	\$ 79.6	(\$ 27.5)
Net increase/(decrease) in income taxes payable	\$ 0.5	(\$ 13.4)	\$ 13.9
Net increase in other items	<u>\$ 1.4</u>	<u>\$ 1.5</u>	<u>(\$ 0.1)</u>
<i>Cash Flows from Operating Activities</i>	<u>\$183.4</u>	<u>\$168.5</u>	<u>\$ 14.9</u>

## Cash Flows from (used in) Financing Activities

(in millions of dollars)

	<b>Q3/08</b>	<b>Q3/07</b>	<b>(Decrease) in cash</b>
<i>Cash Flows from (used in) Financing Activities</i>	(\$ 152.2)	(\$ 98.9)	(\$ 53.3)

*Cash Flows used in Financing Activities* were \$53.3 million higher in Q3/08 compared with Q3/07 due to:

(in millions of dollars)

	<b>Q3/08</b>	<b>Q3/07</b>	<b>Increase/ (decrease) in cash</b>
Dividends paid on common shares	(\$ 29.4)	(\$ 26.0)	(\$ 3.4)
Repurchase of common shares under NCIB	(\$ 123.2)	(\$ 73.8)	(\$ 49.4)
Net increase in other items	<u>\$ 0.4</u>	<u>\$ 0.9</u>	<u>(\$ 0.5)</u>
<i>Cash Flows from (used in) Financing Activities</i>	<u>(\$ 152.2)</u>	<u>(\$ 98.9)</u>	<u>(\$ 53.3)</u>

(in millions of dollars)

	<b>Nine months ended</b>		<b>Increase in cash</b>
	<b>Sept. 30/08</b>	<b>Sept. 30/07</b>	
<i>Cash Flows from (used in) Financing Activities</i>	\$ 91.3	(\$ 148.2)	\$ 239.5

*Cash Flows from Financing Activities* were \$239.5 million higher in the first nine months of 2008 compared with the first nine months of 2007 due to:

(in millions of dollars)

	<b>Nine months ended</b>		<b>Increase/ (decrease) in cash</b>
	<b>Sept. 30/08</b>	<b>Sept. 30/07</b>	
Net proceeds on term loan used to finance cash portion of purchase price for MX	\$ 427.8	-	\$ 427.8
Dividends paid on common shares	(\$ 85.6)	(\$ 78.1)	(\$ 7.5)
Repurchase of common shares under NCIB	(\$ 257.6)	(\$ 73.8)	(\$ 183.8)
Proceeds from exercised options	\$ 7.0	\$ 4.4	\$ 2.6
Net (decrease) in other items	<u>(\$ 0.3)</u>	<u>(\$ 0.7)</u>	<u>\$ 0.4</u>
<i>Cash Flows from (used in) Financing Activities</i>	<u>\$ 91.3</u>	<u>(\$ 148.2)</u>	<u>\$ 239.5</u>

## Cash Flows from (used in) Investing Activities

(in millions of dollars)

	<b>Q3/08</b>	<b>Q3/07</b>	<b>Increase in cash</b>
<i>Cash Flows from (used in) Investing Activities</i>	\$ 56.6	\$ 53.2	\$ 3.4

*Cash Flows from Investing Activities* were \$3.4 million higher in Q3/08 compared with Q3/07 due to:

(in millions of dollars)

	<b>Q3/08</b>	<b>Q3/07</b>	<b>Increase/ (decrease) in cash</b>
Acquisition of controlling interest in BOX, net of cash	(\$ 56.0)	-	(\$ 56.0)
Payments related to option to purchase NetThruPut Inc. shares	-	(\$ 10.3)	\$ 10.3
Capital expenditures primarily related to technology investments and leasehold improvements	(\$ 1.6)	(\$ 2.4)	\$ 0.8
Additions to intangible assets including TSX Quantum and SOLA internal development costs	(\$ 1.6)	(\$ 2.1)	\$ 0.5
Net sale of marketable securities	<u>\$ 115.8</u>	<u>\$ 68.0</u>	<u>\$ 47.8</u>
<i>Cash Flows from (used in) Investing Activities</i>	<u>\$ 56.6</u>	<u>\$ 53.2</u>	<u>\$ 3.4</u>

(in millions of dollars)

	<b>Nine months ended</b>		<b>(Decrease) in cash</b>
	<b>Sept. 30/08</b>	<b>Sept. 30/07</b>	
<i>Cash Flows from (used in) Investing Activities</i>	(\$ 250.5)	(\$ 11.3)	(\$ 239.2)

*Cash Flows (used in) Investing Activities* were \$239.2 million higher in the first nine months of 2008 compared with the first nine months of 2007 due to:

(in millions of dollars)

	<b>Nine months ended</b>		<b>Increase/ (decrease) in cash</b>
	<b>Sept. 30/08</b>	<b>Sept. 30/07</b>	
Acquisitions of MX, controlling interest in BOX, and Equicom (2007) net of cash	(\$ 411.0)	(\$ 8.1)	(\$ 402.9)
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	(\$ 4.8)	(\$ 4.6)	(\$ 0.2)
Additions to intangible assets including TSX Quantum and SOLA internal development costs	(\$ 5.7)	(\$ 4.0)	(\$ 1.7)
Additions to goodwill related to Equicom	(\$ 2.1)	-	(\$ 2.1)
Net sale of marketable securities	<u>\$ 188.3</u>	<u>\$ 15.7</u>	<u>\$ 172.6</u>
<i>Cash Flows from (used in) Investing Activities</i>	<u>(\$ 250.5)</u>	<u>(\$ 11.3)</u>	<u>(\$ 239.2)</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 third quarter 2008 unaudited consolidated 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 Q3/08 unaudited consolidated 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 Q3/08 unaudited consolidated 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](http://www.sedar.com), or on the TMX Group website at [www.tsx.com](http://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](mailto: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. These terms replace "listing fees received", "initial listing fees received" and "additional listing fees received", which have been used in previous financial reporting. The composition of these measures, however, is unchanged.

Certain measures used in this press release, specifically issuer services fees billed, initial listing fees billed 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 measures as an indication of how initial and additional listing activity and the fees billed or received in connection with the listing or reserving 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 grow the listings portion of our business.

We present adjusted earnings per share prior to loss on termination of joint venture as an indication of operating performance exclusive of the payment made on April 1, 2008 to ISE Ventures, a wholly-owned subsidiary of 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 this type of payment.

## **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 and derivatives exchanges and the business, financial position, operations and prospects of TMX Group, which are subject to significant risks and uncertainties, including competition from other exchanges or marketplaces, including alternative trading systems, new technologies and other sources, on a national or international basis; dependence on the economy of Canada; failure to retain and attract qualified personnel; geopolitical factors which could cause business interruption; dependence on information technology; failure to implement our strategies; changes in regulation; risks of litigation; failure to develop or gain acceptance of new products; adverse effect of new business activities; dependence of trading operations on a small number of clients; the risks associated with NGX’s and MX’s clearing operations; adverse effect of a systemic market event on TMX Group’s 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. 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 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 of various regulations and initiatives; TMX Group’s ongoing relations with their employees; and the extent of any labour, equipment or other disruptions at any of their 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.** These factors are not intended to represent a complete list of the factors that could affect us. A description of the above-mentioned items and additional risk factors are discussed in TMX Group's materials, including our 2007 Annual MD&A, our Q3/08 interim MD&A and our Annual Information Form. Please see the risk factors outlined in the previously mentioned documents, which risk factors are specifically incorporated by reference, filed with the securities regulatory authorities in Canada from time to time, 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, Shorcan, Equicom and other TMX Group companies provide trading markets, clearing facilities, data products and other services to the global financial community who access Canada's capital markets. 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](http://www.tsx.com).

## **Teleconference / Audio Webcast**

TMX Group will host a teleconference / audio webcast to discuss the financial results for third quarter 2008.

Time: 4:00 p.m. – 5:00 p.m. EDT on Wednesday, October 29, 2008.

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

Teleconference Number: 416-644-3419 or 1-800-732-9303

AudioWebcast: [www.tsx.com](http://www.tsx.com), under Investor Relations

Audio Replay: 416-640-1917 and 1-877-289-8525  
The passcode for the replay is 21284913#

### **For further information please contact:**

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# TMX GROUP INC.

(formerly TSX Group Inc.)  
Interim Consolidated Balance Sheets  
(In thousands of dollars)  
(Unaudited)

	September 30, 2008	December 31, 2007 (audited)
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 77,618	\$ 53,398
Marketable securities	126,122	249,399
Restricted cash	1,478	–
Accounts receivable	56,326	48,438
Energy contracts receivable	841,038	745,378
Fair value of open energy contracts	120,018	74,907
Daily settlements and cash deposits	498,155	–
Prepaid expenses	10,533	6,561
Future income tax asset	30,327	22,840
	<b>1,761,615</b>	<b>1,200,921</b>
Premises and equipment	29,900	21,324
Future income tax asset	133,556	131,613
Other assets	20,930	25,869
Investments in affiliates	12,000	11,731
Intangible assets	889,783	66,578
Goodwill	635,154	65,883
<b>Total Assets</b>	<b>\$ 3,482,938</b>	<b>\$ 1,523,919</b>
<b>Liabilities and Shareholders' Equity</b>		
Current liabilities:		
Accounts payable and accrued liabilities	\$ 55,614	\$ 48,175
Energy contracts payable	841,038	745,378
Fair value of open energy contracts	120,018	74,907
Daily settlements and cash deposits	498,155	–
Deferred revenue	32,024	6,484
Deferred revenue – initial and additional listing fees	68,092	61,820
Obligation under capital lease	42	152
Income taxes payable	9,052	9,724
	<b>1,624,035</b>	<b>946,640</b>
Accrued employee benefits payable	12,655	12,113
Future income tax liability	220,287	–
Obligation under capital lease	39	71
Other liabilities	19,364	30,331
Deferred revenue – initial and additional listing fees	383,317	362,854
Term loan	428,093	–
<b>Total Liabilities</b>	<b>2,687,790</b>	<b>1,352,009</b>
<b>Non-controlling Interests</b>	<b>16,035</b>	<b>–</b>
<b>Shareholders' Equity:</b>		
Share capital	1,098,664	379,370
Share option plan	5,241	5,060
Deficit	(326,830)	(212,520)
Accumulated other comprehensive income	2,038	–
<b>Total Shareholders' Equity</b>	<b>779,113</b>	<b>171,910</b>
<b>Total Liabilities and Shareholders' Equity</b>	<b>\$ 3,482,938</b>	<b>\$ 1,523,919</b>

# TMX GROUP INC.

(formerly TSX Group Inc)

Interim Consolidated Statements of Income

(In thousands of dollars, except per share amounts)

(Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2008	2007	2008	2007
<b>Revenue:</b>				
Issuer services	\$ 38,174	\$ 34,843	\$ 114,130	\$ 97,239
Trading, clearing and related	59,031	41,513	153,784	126,508
Market data	35,319	27,538	97,524	81,916
Business services and other	6,840	2,036	16,356	7,733
<b>Total revenue</b>	<b>139,364</b>	<b>105,930</b>	<b>381,794</b>	<b>313,396</b>
<b>Expenses:</b>				
Compensation and benefits	32,059	23,466	81,363	71,582
Information and trading systems	9,361	6,813	25,191	19,939
General and administration	13,880	10,000	38,092	31,269
Amortization	7,031	4,078	17,258	11,590
<b>Total operating expenses</b>	<b>62,331</b>	<b>44,357</b>	<b>161,904</b>	<b>134,380</b>
<b>Income from operations</b>	<b>77,033</b>	<b>61,573</b>	<b>219,890</b>	<b>179,016</b>
Income from investments in affiliates	503	130	1,002	192
Investment income	2,884	4,923	10,701	10,032
Interest expense	(4,260)	(15)	(7,055)	(42)
Other acquisition related expenses	–	–	(15,902)	–
<b>Income before income taxes</b>	<b>76,160</b>	<b>66,611</b>	<b>208,636</b>	<b>189,198</b>
Income taxes	24,765	23,929	75,268	70,940
<b>Net income before non-controlling interests</b>	<b>51,395</b>	<b>42,682</b>	<b>133,368</b>	<b>118,258</b>
Non-controlling interests	451	–	451	–
<b>Net income</b>	<b>\$ 50,944</b>	<b>\$ 42,682</b>	<b>\$ 132,917</b>	<b>\$ 118,258</b>
<b>Earnings per share:</b>				
Basic	\$ 0.66	\$ 0.63	\$ 1.82	\$ 1.73
Diluted	0.66	0.62	1.82	1.72

# TMX GROUP INC.

(formerly TSX Group Inc.)

Interim Consolidated Statements of Comprehensive Income

(In thousands of dollars)

(Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2008	2007	2008	2007
<b>Net income</b>	<b>\$ 50,944</b>	<b>\$ 42,682</b>	<b>\$ 132,917</b>	<b>\$ 118,258</b>
Other comprehensive income				
Unrealized gain on translating financial statements of a self-sustaining foreign operation	3,368	—	4,315	—
Unrealized fair value (loss) on the interest rate swaps designated as cash flow hedges (net of tax)	(2,277)	—	(2,277)	—
<b>Comprehensive income</b>	<b>\$ 52,035</b>	<b>\$ 42,682</b>	<b>\$ 134,955</b>	<b>\$ 118,258</b>

# TMX GROUP INC.

(formerly TSX Group Inc.)

Interim Consolidated Statements of Changes in Shareholders' Equity

(In thousands of dollars)

(Unaudited)

	Nine months ended September 30	
	2008	2007
<b>Common shares:</b>		
Balance, beginning of period	\$ 379,370	\$ 387,501
Issuance of common shares	806,573	–
Shares purchased under normal course issuer bid	(95,969)	(9,766)
Proceeds from options exercised	6,959	4,360
Cost of exercised options	1,731	1,150
Balance, end of period	1,098,664	383,245
<b>Share option plan:</b>		
Balance, beginning of period	5,060	3,942
Cost of exercised options	(1,731)	(1,150)
Cost of share option plan	1,390	1,739
Options issued	522	–
Balance, end of period	5,241	4,531
<b>Deficit:</b>		
Balance, beginning of period	(212,520)	(164,488)
Transitional adjustment	–	621
Net income	132,917	118,258
Dividends on common shares	(85,591)	(78,113)
Shares purchased under normal course issuer bid	(161,636)	(64,038)
Balance, end of period	(326,830)	(187,760)
<b>Accumulated other comprehensive income:</b>		
Balance, beginning of period	–	–
Unrealized gain on translating financial statements of a self-sustaining foreign operation	4,315	–
Unrealized fair value (loss) on the interest rate swaps designated as cash flow hedges (net of tax)	(2,277)	–
Balance, end of period	2,038	–
<b>Shareholders' equity, end of period</b>	<b>\$ 779,113</b>	<b>\$ 200,016</b>

# TMX GROUP INC.

(formerly TSX Group Inc.)  
Interim Consolidated Statements of Cash Flows  
(In thousands of dollars)  
(Unaudited)

	Three months ended September 30		Nine months ended September 30	
	2008	2007	2008	2007
<b>Cash flows from (used in) operating activities:</b>				
Net income	\$ 50,944	\$ 42,682	\$ 132,917	\$ 118,258
Adjustments to determine net cash flows:				
Amortization	7,031	4,078	17,258	11,590
Unrealized (gain) loss on marketable securities	685	(829)	(157)	2,957
(Income) from investments in affiliates	(503)	(130)	(1,002)	(192)
Cost of share option plan	487	578	1,390	1,739
Cost of options issued on acquisition	213	—	355	—
Payment on termination of joint venture	—	—	15,152	—
Amortized financing fees	197	—	307	—
Non-controlling interest	451	—	451	—
Future income tax asset	(1,309)	(3,221)	(5,248)	(13,321)
Accounts receivable and prepaid expenses	8,576	7,545	(15)	(13,171)
Other assets	1,306	(1,050)	5,076	(193)
Accounts payable and accrued liabilities	2,008	6,478	(25,233)	(2,614)
Long-term accrued and other liabilities	(4,538)	(35)	(10,425)	(2,825)
Deferred revenue	(13,188)	(2,541)	52,073	79,600
Income taxes payable, net	2,219	1,547	531	(13,373)
	<b>54,579</b>	<b>55,102</b>	<b>183,430</b>	<b>168,455</b>
<b>Cash flows from (used in) financing activities:</b>				
Restricted cash	3	—	(71)	—
Reduction in obligation under capital lease	(12)	(182)	(167)	(612)
Proceeds from exercised options	713	1,016	6,959	4,360
Dividends on common shares	(29,433)	(25,971)	(85,591)	(78,113)
Shares purchased under normal course issuer bid	(123,233)	(73,804)	(257,605)	(73,804)
Proceeds from term loan, net	(231)	—	427,786	—
	<b>(152,193)</b>	<b>(98,941)</b>	<b>91,311</b>	<b>(148,169)</b>
<b>Cash flows from (used in) investing activities:</b>				
Additions to goodwill	—	—	(2,142)	—
Additions to premises and equipment	(1,568)	(2,424)	(4,833)	(4,631)
Additions to intangible assets	(1,597)	(2,105)	(5,648)	(4,030)
Payment on termination of joint venture	—	—	(15,152)	—
Marketable securities	115,766	67,968	188,269	15,745
Acquisitions, net of cash acquired	(56,022)	—	(411,015)	(8,142)
Purchase of option to acquire NetThruPut Inc.	—	(10,265)	—	(10,265)
	<b>56,579</b>	<b>53,174</b>	<b>(250,521)</b>	<b>(11,323)</b>
<b>Increase (decrease) in cash and cash equivalents</b>	<b>(41,035)</b>	<b>9,335</b>	<b>24,220</b>	<b>8,963</b>
<b>Cash and cash equivalents, beginning of period</b>	<b>118,653</b>	<b>36,646</b>	<b>53,398</b>	<b>37,018</b>
<b>Cash and cash equivalents, end of period</b>	<b>\$ 77,618</b>	<b>\$ 45,981</b>	<b>\$ 77,618</b>	<b>\$ 45,981</b>
<b>Supplemental cash flow information:</b>				
Interest paid	\$ 2,904	\$ 12	\$ 8,044	\$ 39
Interest received	3,233	4,119	9,944	12,211
Income taxes paid	24,636	25,992	81,508	97,337

# TMX GROUP INC.

## Market Statistics\*

(Unaudited)

	Three months ended		Nine months ended	
	September 30		September 30	
	2008	2007	2008	2007
<b>Toronto Stock Exchange:</b>				
Volume (millions)	25,694.3	22,855.7	76,202.0	71,382.7
Value (\$ billions)	493.4	439.6	1,449.6	1,257.5
Transactions (000s)	46,008.0	30,745.8	126,175.5	84,434.9
Issuers Listed	1,587	1,611	1,587	1,611
New Issuers Listed:				
Number of Initial Public Offerings	21	41	99	155
Number of graduates from TSX Venture/NEX	6	14	45	72
Number of graduates from TSX Venture/NEX	10	18	37	57
New Equity Financing: (\$ millions)				
Initial Public Offering Financings (\$ millions)	3,726.5	7,629.0	22,112.5	35,885.3
Secondary Offering Financings <sup>1</sup> (\$ millions)	144.4	999.3	1,670.8	4,693.6
Secondary Offering Financings <sup>1</sup> (\$ millions)	1,724.5	4,023.2	13,518.1	17,245.9
Supplementary Financings (\$ millions)	1,857.6	2,606.5	6,923.6	13,945.8
Market Cap of Issuers Listed (\$ billions)	1,661.8	2,156.6	1,661.8	2,156.6
S&P/TSX Composite Index <sup>2</sup> Close	11,752.9	14,098.9	11,752.9	14,098.9
<b>TSX Venture Exchange:<sup>3</sup></b>				
Volume (millions)	7,988.7	11,083.5	33,311.3	38,009.2
Value (\$ millions)	4,136.4	8,409.8	21,895.3	33,591.7
Transactions (000s)	1,201.7	1,788.5	5,007.7	6,439.5
Issuers Listed	2,431	2,297	2,431	2,297
New Issuers Listed				
New Issuers Listed	68	67	205	186
New Equity Financing: (\$ millions)				
Initial Public Offering Financings (\$ millions)	1,607.3	2,901.5	4,984.2	8,729.1
Initial Public Offering Financings (\$ millions)	91.6	85.6	218.3	325.3
Secondary Offering Financings <sup>1</sup> (\$ millions)	1,515.7	2,815.9	4,765.9	8,403.8
Market Cap of Issuers Listed: (\$ billions)	30.2	58.6	30.2	58.6
S&P/TSX Venture Composite Index <sup>2</sup> Close	1,415.0	2,883.6	1,415.0	2,883.6
<b>Toronto Stock Exchange and TSX Venture Exchange:</b>				
Professional and Equivalent Real-time Data Subscriptions	165,366	155,135	165,366	155,135
	Three months ended		May-September	
	September 30		September 30	
	2008	2007	2008	2007
<b>Montreal Exchange:</b>				
Volume (Contracts) (000s)	9,891.2	10,014.0	16,476.1	18,313.8
Open Interest (Contracts) (000s) as at September 30	2,800.4	2,466.3	2,800.4	2,466.3
Data Subscriptions as at September 30	28,370	28,491	28,370	28,491
<b>Boston Options Exchange:</b>				
Volume (Contracts) (000s)	48,755.7	37,201.0	78,007.0	56,697.8

\* Certain comparative figures have been restated.

<sup>1</sup> Secondary Offering Financings includes prospectus offerings on both a treasury and secondary basis.

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

<sup>3</sup> 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 (170 issuers at September 30, 2008 and 152 issuers at September 30, 2007).

