



FIRM CAPITAL AMERICAN REALTY PARTNERS CORP.

FIRM CAPITAL AMERICAN REALTY PARTNERS CORP. ANNOUNCES INTENTION TO PROCEED WITH SHARE CONSOLIDATION ON FEBRUARY 3, 2017

All amounts are in \$US Dollars unless otherwise stated

Toronto, Ontario, February 1, 2017. Firm Capital American Realty Partners Corp. (the "**Company**"), (TSXV : FCA.U) is pleased to announce that the Company is intending to proceed with a consolidation of its outstanding common shares on the basis of one (1) post-consolidation common share of the Company for every 29.41 pre-consolidation common shares of the Company (the "**Proposed Share Consolidation**"). This ratio is based upon the 20-day volume weighted average trading price of the pre-consolidation common shares for the previous 20 trading days, such that the trading price of the post-consolidation common shares of the Company is \$5.00 per post-consolidation common share.

The Company intends to file articles of amendment to effect the Proposed Share Consolidation as of February 3, 2017. It is expected that the post-consolidation common shares of the Company will commence trading on the TSX Venture Exchange as of market open on February 3, 2017.

The Company currently has 125,867,720 common shares issued and outstanding. Following completion of the Proposed Share Consolidation, the Company will have approximately 4,279,759 common shares issued and outstanding. No fractional post-consolidation common shares will be issued in connection with the Proposed Share Consolidation and, in the event a shareholder would otherwise be entitled to receive a fractional common share in connection with the Proposed Share Consolidation, the number of post-consolidation common shares to be received by such shareholder will be rounded down to the next whole number if that fractional common share is less than $\frac{1}{2}$ of a common share and will be rounded up to the next whole number of common shares if that fractional common share is at least $\frac{1}{2}$ of a common share.

The Company believes that the Proposed Share Consolidation is in the best interests of shareholders and is necessary in order to provide the Company with a share capital structure that will better attract capital financing and enhance future growth opportunities.

The Proposed Share Consolidation has been previously approved by the shareholders of the Company at the Company's annual and special meeting held on July 20, 2016, and is subject to final acceptance by the TSX Venture Exchange.

Registered shareholders of the Company will receive a letter of transmittal from the Company's transfer agent with instructions as to how such shareholders may obtain new share certificates for their post-consolidation common shares.

ABOUT FIRM CAPITAL AMERICAN REALTY PARTNERS CORP.

Firm Capital American Realty Partners Corp. focuses on capital partnership investing in U.S. income producing real estate & mortgage debt investments.

The Company is focused on the following investment platforms:

- **Income Producing Real Estate Investments:** Acquiring income producing U.S. real estate assets in major cities across the United States. Acquisitions are completed solely by the Company or in joint-venture partnership with local industry expert partners who retain property management; and
- **Mortgage Debt Investments:** Real estate debt and equity lending platform focused on major cities across the United States. Focused on providing all forms of bridge mortgage loans and joint venture capital.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

Certain information in this news release constitutes forward-looking statements under applicable securities law. Any statements that are contained in this news release that are not statements of historical fact may be deemed to be forward-looking statements. Forward-looking statements are often identified by terms such as "may", "should", "anticipate", "expect", "intend" and similar expressions. Forward-looking statements in this news release include, but are not limited to, statements with respect to the Company's intention to complete the Proposed Share Consolidation, potential capital financing and growth opportunities, as well as the Company's intention to acquire income producing U.S. real estate assets and complete joint venture partnerships and mortgage debt and equity lending investments. Forward-looking statements necessarily involve known and unknown risks, including, without limitation, risks associated with general economic conditions; adverse factors affecting the U.S. real estate market generally or those specific markets in which the Company holds properties; volatility of real estate prices; inability to complete the Company's single family property disposition program or debt restructuring in a timely manner; inability to access sufficient capital from internal and external sources, and/or inability to access sufficient capital on favourable terms; industry and government regulation; changes in legislation, income tax and regulatory matters; the ability of the Company to implement its business strategies; competition; currency and interest rate fluctuations and other risks, including those described in the Company's public disclosure documents on SEDAR at www.sedar.com.

Readers are cautioned that the foregoing list is not exhaustive. Readers are further cautioned not to place undue reliance on forward-looking statements as there can be no assurance that the plans, intentions or expectations upon which they are placed will occur. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated. Forward- looking statements contained in this news release are expressly qualified by this cautionary statement.

Neither the Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Additional information about the Company is available at www.firmcapital.com or www.sedar.com.

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