

A black and white photograph of modern skyscrapers at night. The buildings have many lit windows, creating a grid of light against the dark sky. The architecture is contemporary with curved and angular forms.

FIRM CAPITAL PROPERTY TRUST

CAPITAL PRESERVATION • DISCIPLINED INVESTING

CONSOLIDATED FINANCIAL STATEMENTS

FIRST QUARTER 2019
MARCH 31, 2019



Consolidated Financial Statements of

FIRM CAPITAL PROPERTY TRUST

For the Three Months Ended March 31, 2019
(Unaudited)

FIRM CAPITAL PROPERTY TRUST

For the Three Months Ended March 31, 2019

The accompanying unaudited condensed consolidated interim financial statements of Firm Capital Property Trust for the three months ended March 31, 2019 have been prepared by and are the responsibility of management. These unaudited condensed consolidated interim financial statements, together with the accompanying notes, have been reviewed and approved by members of Firm Capital Property Trust's audit committee. In accordance with National Instrument 51 – 102, Firm Capital Property Trust discloses that these unaudited condensed consolidated interim financial statements have not been reviewed by Firm Capital Property Trust's auditors.

FIRM CAPITAL PROPERTY TRUST

Condensed Consolidated Interim Balance Sheets
(Unaudited)

	Notes	March 31, 2019	December 31, 2018
Assets			
Non-current Assets:			
Investment Properties	4	\$ 267,435,304	\$ 212,890,480
Current Assets:			
Accounts Receivable		1,988,801	1,823,986
Prepaid Expenses, Deposits and Other Assets		1,765,451	1,456,423
Restricted Cash		357,982	210,845
Cash and Cash Equivalents		-	3,415,075
Assets Held For Sale	4	1,548,680	1,548,680
Total Current Assets		5,660,914	8,455,009
Total Assets		\$ 273,096,218	\$ 221,345,489
Liabilities and Unitholders' Equity			
Current Liabilities:			
Mortgages	7	12,889,863	11,820,523
Bank Indebtedness	6	2,981,697	-
Accounts Payable and Accrued Liabilities	5	3,986,427	2,592,946
Distribution Payable		756,069	672,459
Tenant Rental Deposits		226,955	178,417
Total Current Liabilities		20,841,011	15,264,345
Non-current Liabilities			
Mortgages	7	118,136,833	80,642,373
Tenant Rental Deposits		1,018,375	991,162
Total Non-current Liabilities		119,155,208	81,633,535
Total Liabilities		139,996,219	96,897,880
Unitholders' Equity	8	133,099,999	124,447,609
Total Liabilities and Unitholders' Equity		\$ 273,096,218	\$ 221,345,489
Commitments and Contingencies	15		
Subsequent Events	18		

See accompanying Notes to Consolidated Financial Statements.

Approved by the Board of Trustees

(signed) "Robert McKee" (signed) "Sandy Poklar"

Robert McKee Sandy Poklar

CEO & Trustee CFO & Trustee

FIRM CAPITAL PROPERTY TRUST

Condensed Consolidated Interim Statements of Income and Comprehensive Income
For the Three Months Ended March 31, 2019 and March 31, 2018
(Unaudited)

	Notes	March 31, 2019	March 31 2018
Net Operating Income			
Rental Revenue	9	\$ 6,443,690	\$ 5,463,490
Property Operating Expenses	11	(2,608,225)	(2,393,616)
		\$ 3,835,465	\$ 3,069,874
Interest and Other Income		17,194	6,681
Expenses:			
Finance Costs	10	1,198,659	880,452
General and Administrative	11	582,057	465,917
Unit-based Compensation Expense/(Recovery)	8(i)	306,442	(129,979)
		\$ 2,087,158	\$ 1,216,390
Income Before Fair Value Adjustments and Other		\$ 1,765,501	\$ 1,860,165
Fair Value Adjustments:			
Investment Properties	4	521,587	4,371,161
Net Income and Comprehensive Income		\$ 2,287,088	\$ 6,231,326

See accompanying Notes to Condensed Consolidated Interim Financial Statements.

FIRM CAPITAL PROPERTY TRUST

Condensed Consolidated Interim Statements of Changes in Unitholders' Equity
For the Three Months Ended March 31, 2019 and March 31, 2018
(Unaudited)

	Notes	Trust Units (Note 8)	Retained Earnings	Unitholders' Equity
Unitholders' Equity, December 31, 2017		\$ 70,124,020	\$ 23,008,349	\$ 93,132,369
Options Exercised	8(c)	95,400	-	95,400
Issuance of Units, Net of Issuance Costs	8(d)	12,083,611	-	12,083,611
Issuance of Units, Net of Issuance Costs	8(e)	2,285,028	-	2,285,028
Issuance of Units from Distribution Reinvestment Plan	8(j)	15,450	-	15,450
Net Income and Comprehensive Income		-	6,231,326	6,231,326
Distributions	8(k)	-	(1,754,964)	(1,754,964)
Unitholders' Equity, March 31, 2018		\$ 84,603,509	\$ 27,484,711	\$ 112,088,220
Options Exercised	8(c)	96,700	-	96,700
Issuance of Units, Net of Issuance Costs	8(f)	6,837,976	-	6,837,976
Issuance of Units, Net of Issuance Costs	8(g)	1,770,785	-	1,770,785
Issuance of Units from Distribution Reinvestment Plan	8(j)	24,569	-	24,569
Net Income and Comprehensive Income		-	9,597,564	9,597,564
Distributions	8(k)	-	(5,968,205)	(5,968,205)
Unitholders' Equity, December 31, 2018		\$ 93,333,539	\$ 31,114,070	\$ 124,447,609
Issuance of Units, Net of Issuance Costs	8(h)	8,502,361	-	8,502,361
Issuance of Units from Distribution Reinvestment Plan	8(j)	22,554	-	22,554
Net Income and Comprehensive Income		-	2,287,088	2,287,088
Distributions	8(k)	-	(2,159,613)	(2,159,613)
Unitholders' Equity, March 31, 2019		\$ 101,858,454	\$ 31,241,545	\$ 133,099,999
Trust Units Outstanding	8(a)			18,901,725

See accompanying Notes to Condensed Consolidated Interim Financial Statements.

FIRM CAPITAL PROPERTY TRUST

Condensed Consolidated Interim Statements of Cash Flows
For the Three Months Ended March 31, 2019 and March 31, 2018
(Unaudited)

	Notes	March 31, 2019	March 31, 2018
Cash Flows from (used in) Operating Activities			
Net Income and Comprehensive Income		\$ 2,287,088	\$ 6,231,326
Fair Value Adjustments:			
Investment Properties	4	(521,587)	(4,371,161)
Unit-Based Compensation Expense/(Recovery)	8(i)	306,442	(129,979)
Finance Costs, Net of Interest and Dividends		1,181,465	873,771
Finance Fee Amortization	10	52,038	41,917
Non-cash Interest Expense	10	(16,558)	(9,354)
Straight-line Rent Adjustment	9	(54,964)	(20,908)
Free Rent, Net of Amortization	9	14,787	10,208
Change in Non-Cash Operating Working Capital:			
Accounts Receivable		(179,293)	(240,344)
Prepaid Expenses, Deposits and Other Assets		164,267	(17,817)
Restricted Cash		(147,137)	(4,063)
Accounts Payable and Accrued Liabilities		1,170,581	(146,202)
Tenant Rental Deposits		110,204	22,720
Interest Accrual		93,312	53,492
		\$ 4,460,644	\$ 2,293,606
Cash Flows from (used in) Financing Activities			
Issuance of Units, Net of Issuance Costs	8	8,524,915	14,479,489
Mortgages, Repayments	7	(7,648,664)	(660,745)
Mortgages, Issuances	7	32,708,014	-
Cash Interest Paid, Net of Other Income		(1,274,778)	(927,263)
Cash Distributions Paid		(2,148,091)	(1,636,833)
		\$ 30,161,396	\$ 11,254,648
Cash Flows from (used in) Investing Activities			
Acquisitions and Capital Expenditures	3,4	(41,018,810)	(309,185)
		\$(41,018,810)	\$ (309,185)
Increase/(Decrease) in Cash and Cash Equivalents		(6,396,772)	13,239,069
Cash and Cash Equivalents / (Bank Indebtedness), Beginning of Period		3,415,075	(8,453,216)
Cash and Cash Equivalents / (Bank Indebtedness), End of Period		\$ (2,981,697)	\$ 4,785,853

See accompanying Notes to Condensed Consolidated interim Financial Statements

FIRM CAPITAL PROPERTY TRUST

Notes to Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2019 and March 31, 2018
(Unaudited)

1. The Trust

Firm Capital Property Trust (the “Trust” or the “REIT”) is an unincorporated open-ended real estate investment trust established on August 30, 2012 under the laws of the Province of Ontario pursuant to an amended and restated Declaration of Trust dated November 20, 2012. The Trust is a “mutual fund trust” as defined in the Income Tax Act (Canada), but is not a “mutual fund” within the meaning of applicable Canadian securities legislation. The head office and registered office of the Trust is located at 163 Cartwright Avenue, Toronto, Ontario M6A 1V5. These condensed consolidated interim financial statements were approved by the Board of Trustees on May 9, 2019.

The Trust owns 100% of the outstanding Class A Limited Partnership Units of Firm Capital Property Limited Partnership (“FCPLP”), a limited partnership created under the laws of the Province of Ontario. FCPLP ultimately owns the investment properties through various subsidiaries. The Trust is the reporting issuer trading on the TSX Venture Exchange under the ticker symbol FCD.UN.

2. Summary of Significant Accounting Policies

(a) Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard (“IAS”) 34 – Interim Financial Reporting as issued by the International Accounting Standards Board (“IASB”). Accordingly, certain information and note disclosures normally included in the consolidated annual financial statements prepared in accordance with International Financial Reporting Standards (“IFRS”) have been omitted or condensed and accordingly, these condensed consolidated interim financial statements should be read in conjunction with the annual financial statements of the Trust as at and for the year ended December 31, 2018. These condensed consolidated interim financial statements have been prepared using the same accounting policies and methods as those used in the audited consolidated annual financial statements for the year ended December 31, 2018 except as outlined below.

(b) Basis of Consolidation

The condensed consolidated interim financial statements comprise the financial statements of the Trust and its subsidiaries. The financial statements of the subsidiaries are prepared for the same reporting periods as the Trust, using consistent accounting policies. All intercompany balances, transactions and unrealized gains and losses arising from intercompany transactions are eliminated on consolidation.

(c) Basis of Presentation, Measurement and Significant Accounting Policies

The condensed consolidated interim financial statements are prepared on a going concern basis and have been presented in Canadian dollars, which is the Trust’s functional currency. The condensed consolidated interim financial statements are prepared on the historical cost basis with the exception of investment properties, cash and cash equivalents and the liabilities related to unit-based compensation expense, which are measured at fair value. The accounting policies set out below have been applied consistently to all periods as presented in the audited consolidated financial statements as at December 31, 2018. Standards issued and adopted for the period are described in note 2(g).

(d) Co-Ownership Arrangement

The Trust currently is a co-owner in seven joint arrangements. These arrangements are classified as joint operations because the parties involved have joint control of the assets and joint responsibility of the liabilities relating to the arrangement. As a result, the Trust includes its pro

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Notes to Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2019 and March 31, 2018
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rata share of its assets, liabilities, revenues, expenses and cash flows in these condensed consolidated interim financial statements. Management believes the assets of these joint arrangements are sufficient for the purpose of satisfying the associated obligations. The co-ownership schedule is laid out below:

Investment Properties	Joint Arrangement Interest
Centre Ice Retail Portfolio	70%
Waterloo Industrial Portfolio	70%
Montreal Industrial Portfolio	50%
Ottawa Apartment Complex	50%
Crombie Retail Portfolio	50%
The Whitby Mall	40%
Thickson Place	40%

(e) Estimates

The preparation of condensed consolidated interim financial statements requires management to make estimates that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the condensed consolidated interim financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates. The critical accounting estimates have been set out in the Trust's audited consolidated financial statements for the year ended December 31, 2018.

(f) Critical Judgments

Critical judgments have been set out in the Trust's audited consolidated financial statements for the year ended December 31, 2018 and accordingly should be read in conjunction with them.

(g) New Changes in Accounting Policies

- i. IFRS 16 - Leases ("IFRS 16"). IFRS 16 supersedes IAS 17, Leases, IFRIC 4, Determining Whether an Arrangement Contains a Lease, SIC-15 Operating Leases – Incentives, and SIC-27, Evaluating the Substance of Transactions Involving the Legal Form of a Lease. It eliminates the distinction between operating and finance leases from the perspective of the lessee. All contracts that meet the definition of a lease will be recorded in the statement of financial position with a "right of use" asset and a corresponding liability. The asset is subsequently accounted for as property, plant and equipment or investment property and the liability is unwound using the interest rate inherent in the lease. The accounting requirements from the perspective of the lessor remain largely in line with previous IAS 17 requirements. The effective date for IFRS 16 was January 1, 2019. The adoption of IFRS 16 did not have a significant impact on its condensed consolidated interim financial statements as leases with tenants are accounted for as operating leases in the same manner they were previously.

3. Acquisition of Investment Properties

On October 15, 2018, the Trust closed on an acquisition of a 50% interest in a 159,164 square foot single tenant industrial property located in Montreal, Quebec. The acquisition price for 100% of the property was \$11,707,400 (including transaction costs). The Trust's portion of the purchase price was \$5,853,700.

FIRM CAPITAL PROPERTY TRUST

Notes to Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2019 and March 31, 2018
(Unaudited)

On January 4, 2019, the Trust closed on an acquisition of a 100% interest in a 69 unit multi-residential property located in Dartmouth, Nova Scotia. The acquisition price for the property was \$11,190,100 (including transaction costs). In addition, accounts receivable of \$38,986, prepaid expenses of \$30,000, net of tenant rental deposits of \$34,453 were assumed as part of the acquisition. The Trust also assumed a \$7,060,283 first mortgage as part of the acquisition, which had a 2.48% fixed interest rate, amortized and matured on February 28, 2019. This mortgage was subsequently refinanced on February 28, 2019 and is further described in note 7 of these condensed consolidated interim financial statements.

On February 5, 2019, the Trust closed on an acquisition of a 50% interest in a seven retail property portfolio totaling 296,376 square feet. The properties are located in Alberta, Nova Scotia, Saskatchewan, Ontario and Quebec. The acquisition price for 100% of the portfolio was \$84,818,700 (including transaction costs). The Trust's portion of the purchase price was \$42,409,350. In addition, accounts receivable of \$1,500, prepaid expenses of \$428,509 were assumed. The Trust assumed \$6,408,687 of first mortgages on two of the properties as part of the acquisition which have a 4.14% weighted average interest rate, amortizes and mature between December 1, 2023 and February 5, 2024 with an weighted average term remaining of 4.8 years. The Trust also financed five new mortgages totaling \$20,975,000 and supplemented one assumed mortgage by \$1,026,126 as part of this acquisition. The new mortgages have a 3.55% weighted average interest rate with interest rate ranges of 3.29% to 3.59%, amortize and mature on February 5, 2024.

Acquisitions have been accounted for as asset acquisitions using the acquisition method, with the results of operations included in the Trust's accounts from the date of acquisition. Net assets acquired during the respective periods are as follows:

	Period Ended March 31, 2019	Year Ended December 31, 2018
Investment Properties, including Acquisition Costs	\$ 53,599,450	\$ 5,853,700
Accounts Receivable	40,486	-
Prepaid Expenses	458,509	-
Tenant Rental Deposits	(34,453)	-
Assumed Mortgage at Fair Value	(13,468,970)	-
Net Assets Acquired	\$ 40,595,023	\$ 5,853,700
Consideration Paid, Funded By:		
Cash and Bank Indebtedness	\$ 18,593,897	\$ 5,853,700
New Mortgages	22,001,126	-
	\$ 40,595,023	\$ 5,853,700

FIRM CAPITAL PROPERTY TRUST

Notes to Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2019 and March 31, 2018
(Unaudited)

4. Investment Properties

	Retail and Commercial	Core Service Provider Office	Industrial	Multi- residential	Total
Balance, December 31, 2017	\$ 125,268,374	\$ 6,230,683	\$ 62,469,217	\$ 6,241,417	\$ 200,209,691
Capital Expenditures	188,423	(211)	76,396	44,577	309,185
Fair Value Adjustment	(289,165)	(203,165)	4,908,067	(44,577)	4,371,161
Balance, March 31, 2018	\$ 125,167,632	\$ 6,027,307	\$ 67,453,680	\$ 6,241,417	\$ 204,890,036
Acquisitions	-	-	5,853,700	-	5,853,700
Dispositions	(1,520,750)	-	-	-	(1,520,750)
Capital Expenditures	941,817	47,203	446,160	96,437	1,531,616
Transfers	(1,548,680)	-	-	-	(1,548,680)
Fair Value Adjustment	2,126,598	(13,673)	1,647,464	(75,826)	3,684,561
Balance, December 31, 2018	\$ 125,166,617	\$ 6,060,837	\$ 75,401,003	\$ 6,262,027	\$ 212,890,480
Acquisitions	42,409,350	-	-	11,190,100	53,599,450
Capital Expenditures	194,949	14,142	194,503	20,193	423,786
Fair Value Adjustment	307,430	(14,142)	(107,985)	336,283	521,587
Balance, March 31, 2019	\$ 168,078,346	\$ 6,060,837	\$ 75,487,521	\$ 17,808,603	\$ 267,435,304

For the period ended March 31, 2019, senior management of the Trust valued the Investment Properties using independent third party appraisals for the Hanover, Ontario; Brampton, Ontario; Pembroke, Ontario; Bridgewater, Nova Scotia; Mountain Road; and Montreal Industrial properties and the overall capitalization method for the remaining properties. Investment properties are valued on a highest and best use basis. For all of the Trust's investment properties, the current use is considered the best use. Fair value was determined by applying a capitalization rate to stabilized net operating income ("Stabilized NOI"). Stabilized NOI incorporates allowances for vacancy, management fees and structural reserves for tenant inducements and capital expenditures and is capped at a rate deemed appropriate for each investment property. Capitalization rates are based on many factors, including but not limited to the asset location, type, size and quality of the asset and taking into account any available market data at the valuation date.

Investment Properties measured at fair value are categorized by level according to the inputs used. The Trust has classified these inputs as Level 3. With the exception of the acquisition and dispositions of investment properties as well as transfers into assets held for sale as further described in note 4 of these condensed consolidated interim financial statements, there have been no transfers into or out of Level 3 in the current year. Significant unobservable inputs in Level 3 valuations are as follows:

	Retail & Commercial	Core Service Provider Office	Industrial	Multi- Residential	Weighted Average
March 31, 2019					
Capitalization Rate Range	5.00% - 7.25%	7.00%	6.25% - 7.25%	5.00%-5.10%	6.19%
Weighted Average Capitalization Rate	6.17%	7.00%	6.44%	5.06%	6.19%
December 31, 2018					
Capitalization Rate Range	5.00% - 7.25%	7.00%	6.25% - 7.25%	5.00%	6.32%
Weighted Average Capitalization Rate	6.28%	7.00%	6.44%	5.00%	6.32%

The fair value of the Trust's investment properties is sensitive to changes in the significant unobservable

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Notes to Condensed Consolidated Interim Financial Statements
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(Unaudited)

inputs. Changes in certain inputs would result in a change to the fair value of the Trust's investment properties as set out in the following table:

March 31, 2019		
Weighted Average		Increase/(Decrease) in Valuation
- Capitalization Rate	25 basis point increase	\$ (10,062,000)
- Capitalization Rate	25 basis point decrease	10,940,000

Generally, an increase in stabilized NOI will result in an increase to the fair value of an investment property. An increase in the capitalization rate will result in a decrease to the fair value of an investment property. The capitalization rate magnifies the effect of a change in stabilized NOI.

Gain On Sale of Investment Properties: On November 16, 2018, the Trust completed the sale of its interest in one property from the Centre Ice Retail Portfolio totaling 9,643 square feet to a third party for gross proceeds of approximately \$2.3 million (\$2.2 million net of closing costs). The Trust's pro-rata share of the gross proceeds is \$1.6 million (\$1.5 million net of closing costs). The Trust recognized a gain on sale of approximately \$0.2 million.

Assets Held For Sale: The Trust has listed for sale an asset from the Centre Ice Retail Portfolio totaling 12,894 square feet for expected gross proceeds of approximately \$1.6 million (\$1.5 million net of closing costs). These condensed consolidated interim financial statements carry this property as assets held for sale at its fair value as at March 31, 2019.

5. Accounts Payable and Accrued Liabilities

Accounts payable and accrued liabilities as at March 31, 2019 and as at December 31, 2018 were \$3,986,427 and \$2,592,946, respectively, and consist of the following:

	March 31, 2019	December 31, 2018
Professional Fees	\$ 69,200	\$ 69,200
Utilities, Repairs and Maintenance, Other	2,820,658	1,775,452
Due to Asset and Property Manager (notes 12(a) and 12(b))	96,010	147,489
Accrued Interest Expense	235,943	142,630
Option Liabilities (note 8(i))	764,617	458,175
Accounts Payable and Accrued Liabilities	\$ 3,986,427	\$ 2,592,946

6. Bank Indebtedness

The Trust has entered into a Revolving Operating Facility (the "Facility") with a Canadian Chartered Bank (the "Bank") fully secured by first charges against certain investment properties. On November 20, 2017, the total amount available under the Facility was \$13.5 million and on December 20, 2018, the Bank further increased the total amount available under the Facility to \$22.0 million. The interest rate is based on a calculated formula using the Bank's prime lending rate. Amounts drawn under the Facility are due to be repaid at the maturity date on October 31, 2020. Bank Indebtedness as at March 31, 2019 and December 31, 2018 was \$2,981,697 and \$nil, respectively.

FIRM CAPITAL PROPERTY TRUST

Notes to Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2019 and March 31, 2018
(Unaudited)

7. Mortgages

As at March 31, 2019, total outstanding mortgages were \$131,026,696 (\$92,462,896 as at December 31, 2018), net of unamortized financing costs of \$146,404 (\$196,848 as at December 31, 2018), offset by a \$788,620 (\$624,916 as at December 31, 2018) fair value adjustment with a weighted average interest rate of approximately 3.4% (3.4% as at December 31, 2018) and weighted average repayment term of approximately 3.7 years (3.5 years as at December 31, 2018). The mortgages are repayable as follows:

	Scheduled Principal Repayments	Debt Maturing During The Year	Total Mortgages Payable	Scheduled Interest Payments
2019	2,505,822	9,500,000	12,005,822	3,380,454
2020	3,026,416	17,326,664	20,353,080	3,880,041
2021	2,314,104	15,166,364	17,480,468	3,195,174
2022	2,283,524	3,845,582	6,129,106	2,071,377
2023	2,054,049	24,054,388	26,108,437	2,439,543
Thereafter	1,150,123	47,157,443	48,307,567	1,243,105
Face Value	13,334,038	117,050,442	\$ 130,384,480	16,209,694
Unamortized Financing Costs			(146,404)	
Fair Value Adjustment on Assumed Mortgages			788,620	
Total Mortgages			\$ 131,026,696	

	March 31, 2019	December 31, 2018
Current:		
Mortgages	\$ 12,857,773	\$ 11,809,711
Unamortized Financing Costs	(74,740)	(84,829)
Fair Value Adjustment on Assumed Mortgages	106,830	95,641
	12,889,863	11,820,523
Non-Current:		
Mortgages	117,526,707	80,225,117
Unamortized Financing Costs	(71,664)	(112,019)
Fair Value Adjustment on Assumed Mortgages	681,790	529,275
	118,136,833	80,642,373
Total Mortgages	\$ 131,026,696	\$ 92,462,896

On May 4, 2018, the Trust repaid a \$4.9 million and a \$2.3 million mortgage fully secured against the Trust's Bridgewater, Nova Scotia and Hanover, Ontario properties, respectively.

On August 13, 2018, the Trust refinanced its existing mortgage on its Montreal Industrial Portfolio with a Canadian Chartered Bank (the "Bank"). The principal balance of the mortgage at maturity was \$29.4 million, while the Trust's portion was \$14.7 million. The new mortgage is a \$42.0 million first mortgage fixed at an interest rate of 4.0% with a 25 year amortization. In addition a \$1.0 million revolving credit facility was also provided by the Bank that is fully secured against the Montreal Industrial Portfolio with an interest rate based on a calculated formula using the Bank's prime lending rate. The Trust's portion of this new mortgage is \$21.0 million and \$0.5 million for the revolving credit facility, respectively.

On January 4, 2019, the Trust assumed a \$7.1 million first mortgage as part of a 69 unit multi-residential

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Notes to Condensed Consolidated Interim Financial Statements
For the Three Months Ended March 31, 2019 and March 31, 2018
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apartment acquisition located in Dartmouth, Nova Scotia as part of an acquisition further described in note 3 of these condensed consolidated interim financial statements. The mortgage matured February 28, 2019. On February 28, 2019, the Trust refinanced this mortgage with a new \$7.0 million first mortgage fixed at a 2.65% interest rate with a 25 year amortization and matures June 1, 2024.

On January 14, 2019, the Trust completed an upward financing of its Montreal Industrial Portfolio with the Bank. The new principal balance is \$49.0 million. The Trust's portion of this financing is \$24.5 million. The terms are unchanged from the original loan as described above.

On February 5, 2019, the Trust assumed \$6.4 million of first mortgages on two of the properties as part of the acquisition as described in note 3 of these condensed consolidated interim financial statements which have a 4.14% weighted average interest rate, amortizes and mature between December 1, 2023 and February 5, 2024 with an weighted average term remaining of 4.8 years. The Trust also financed five new mortgages totaling \$21.0 million and supplemented one assumed mortgage by \$1.0 million as part of this acquisition. The new mortgages have a 3.55% weighted average interest rate with interest rate ranges of 3.29% to 3.59%, amortize and mature on February 5, 2024.

The following table sets out an analysis of net debt and the movements in net debt for the period ended March 31, 2019:

	Cash and Cash Equivalents	Mortgages	Net Debt
As at December 31, 2018	\$ 3,415,075	\$ (92,462,896)	\$ (89,047,821)
Cash Flows	(7,553,741)	(38,528,320)	(46,082,061)
Non-cash Changes	1,156,969	(35,480)	1,121,489
As at March 31, 2019	\$ (2,981,697)	\$ (131,026,696)	\$ (134,008,393)

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Notes to Condensed Consolidated Interim Financial Statements
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8. Unitholders' Equity

(a) Issued and Outstanding

	Number of Units	Amount
Balance, December 31, 2017	13,593,612	\$ 70,124,020
Options Exercised (note 8(c))	18,000	95,400
Public Equity Offering (note 8(d))	2,100,000	13,125,000
Non-brokered Private Placement (note 8(e))	370,000	2,312,500
Less: Issuance Costs	-	(1,068,861)
Issuance of Units from Distribution Reinvestment Plan (note 8(j))	2,373	15,450
Balance, March 31, 2018	16,083,985	84,603,509
Options Exercised (note 8(c))	18,000	96,700
Non-brokered Private Placement (note 8(f))	1,140,040	7,125,235
Non-brokered Private Placement (note 8(g))	296,800	1,854,983
Less: Issuance Costs	-	(371,455)
Issuance of Units from Distribution Reinvestment Plan (note 8(j))	3,738	24,569
Balance, December 31, 2018	17,542,563	93,333,539
Non-brokered Private Placement (note 8(h))	1,355,726	8,676,640
Less: Issuance Costs	-	(174,279)
Issuance of Units from Distribution Reinvestment Plan (note 8(j))	3,436	22,554
Balance, March 31, 2019	18,901,725	\$ 101,858,454

(b) Authorized

In accordance with the Declaration of Trust, the Trust may issue an unlimited number of units (the "Trust Units"). The Board of Trustees of the Trust has discretion with respect to the timing and amount of distributions. Each Unitholder is entitled on demand to redeem all or any part of the Trust Units registered in the name of the Unitholder at prices determined and payable in accordance with the conditions provided for in the Declaration of Trust.

Trust Units are redeemable at any time, in whole or in part, on demand by the Unitholders. On receipt of the redemption notice by the Trust, all rights to and under the Trust Units tendered for redemption shall be surrendered and the Unitholders shall be entitled to receive a price per Trust Unit equal to the lesser of:

- i. 90% of the "market price" of the Trust Units on the exchange or market on which the Units are listed or quoted for trading during the ten consecutive trading days ending immediately prior to the date on which the Trust Units were surrendered for redemption; and
- ii. 100% of the "closing market price" on the exchange or market on which the Trust Units are listed or quoted for trading on the redemption date.

The total amount payable by the Trust, in respect of any Trust Units surrendered for redemption during any calendar month, shall not exceed \$50,000 unless waived at the discretion of the Trustees and be satisfied by way of a cash payment in Canadian dollars within 30 days after the end of the calendar month in which the Trust Units were tendered for redemption. To the extent

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the Redemption Price payable in respect of Trust Units surrendered for redemption exceeds \$50,000 in any given month, such excess will be redeemed for cash, and by a distribution in specie of assets held by the Trust on a pro rata basis.

(c) Options Exercised

During the year ended December 31, 2018, 36,000 Trust unit options at a weighted average price of \$5.34 per Trust Unit were exercised for gross proceeds of approximately \$0.19 million.

(d) Public Equity Offering

On February 1, 2018, the Trust completed a public equity offering of Trust Units. 2,100,000 Trust Units were issued at a price of \$6.25 per Trust Unit for gross proceeds of approximately \$13.1 million.

(e) Non-Brokered Private Placement

On February 1, 2018, the Trust completed a non-brokered private placement of Trust Units. 370,000 Trust Units were issued at a price of \$6.25 per Trust Unit for gross proceeds of approximately \$2.3 million.

(f) Non-Brokered Private Placement

On May 30, 2018, the Trust completed a non-brokered private placement of Trust Units. 1,140,040 Trust Units were issued at a price of \$6.25 per Trust Unit for gross proceeds of approximately \$7.1 million.

(g) Non-Brokered Private Placement

On July 27, 2018, the Trust completed a non-brokered private placement of Trust Units. 296,800 Trust Units were issued at a price of \$6.25 per Trust Unit for gross proceeds of approximately \$1.85 million.

(h) Non-Brokered Private Placement

On March 28, 2019, the Trust completed a non-brokered private placement of Trust Units. 1,355,726 Trust Units were issued at a price of \$6.40 per Trust Unit for gross proceeds of approximately \$8.7 million.

(i) Unit-Based Compensation Plan

Under the Trust's unit option plan, the aggregate number of unit options reserved for issuance at any given time shall not exceed 10% of the number of outstanding Trust Units. As at March 31, 2019, the Trust has 1,328,000 Trust unit options issued and outstanding consisting of the following issuances:

On June 23, 2014, the Trust granted 285,000 Trust unit options at a weighted average exercise price of \$5.30 per Trust Unit. The unit options fully vested on the date of grant and expire on June 23, 2019. The balance as at March 31, 2019 was 233,000 Trust unit options.

On August 15, 2016, the Trust granted 535,000 Trust unit options at a weighted average exercise price of \$6.05 per Trust Unit. The unit options fully vested on the date of grant and expire on August 15, 2021. The balance as at March 31, 2019 was 465,000 Trust unit options.

On March 26, 2018, the Trust granted 600,000 Trust unit options at a weighted average exercise price of \$6.25 per Trust Unit. 525,000 unit options fully vested on the date of the grant with the remaining 75,000 vesting at one-third each year for the next three years and expire on March 26, 2023. The balance as at March 31, 2019 was 570,000 Trust unit options.

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On November 8, 2018, the Trust granted 60,000 Trust unit options at a weighted average exercise price of \$6.35 per Trust Unit. The unit options fully vested on the date of grant and expire on November 8, 2023. The balance as at March 31, 2019 was 60,000 Trust unit options.

Unit-based compensation related to the aforementioned unit options for the three months ended March 31, 2019 stands at an expense of \$306,442 (\$129,979 recovery for the three months ended March 31, 2018). Unit-based compensation was determined using the Black-Scholes option pricing model and based on the following assumptions:

	As at March 31, 2019	As at December 31, 2018
Expected Option Life (Years)	1.0	1.0
Risk Free Interest Rate	1.65%	1.87%
Distribution Yield	7.28%	7.60%
Expected Volatility	20.00%	20.00%

Expected volatility is based in part on the historical volatility of the Trust Units. The risk free interest rate of return is the yield on zero-coupon Government of Canada bonds of a term consistent with the expected option life.

The fair value of an option under the Trust's unit option plan at the date of grant was \$0.67, \$0.31, \$0.25 and \$0.22 per unit option for the June 23, 2014, August 15, 2016, March 26, 2018 and November 8, 2018 issuances, respectively.

(j) Distribution Reinvestment Plan ("DRIP") and Unit Purchase Plan ("UPP")

The Trust has both a DRIP and UPP currently in place. Under the terms of the DRIP, Unitholders may elect to automatically reinvest all or a portion of their regular monthly distributions in additional Trust Units, without incurring brokerage fees or commissions. Trust Units purchased through the DRIP are acquired at the weighted average closing price of Trust Units in the five trading days immediately prior to the distribution payment date. Trust Units purchased through the DRIP will be acquired either in the open market or be issued directly from the Trust's treasury based on a floor price to be set at the discretion of the Board of Trustees.

The UPP gives each Unitholder resident in Canada the right to purchase additional Trust Units. Unitholders who elect to receive Trust Units under the DRIP may also enroll in the Trust's UPP. Under the terms of the UPP, Trust Unitholders may purchase a minimum of \$1,000 of Units on each Monthly Purchase Date and maximum purchases of up to \$12,000 per annum. The aggregate number of Trust Units that may be issued may not exceed 2% of the Trust Units of the Trust per annum.

For the three months ended March 31, 2019 and March 31, 2018, 3,436 and 2,373 Trust Units were issued, respectively, from treasury for total gross proceeds of \$22,554 and \$15,450, respectively, to Unitholders who elected to receive their distributions but received units under the DRIP.

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(k) Distributions

For the three months ended March 31, 2019, distributions of \$0.04 per unit were declared each month commencing in January 2019 through to March 2019, resulting in total distributions declared of \$2,159,613. For the three months ended March 31, 2018, distributions of \$0.038333 per unit were declared each month commencing in January 2018 through to March 2018 resulting in total distributions declared of \$1,754,964.

9. Revenue

The Trust currently leases real estate to tenants under operating leases. Future minimum rental income on tenant operating leases over their remaining lease terms is as follows:

Revenue

Within one year	\$ 14,919,440
Later than one year and not longer than five years	40,724,710
Thereafter	18,817,000
	<u>\$ 74,461,150</u>

Revenue is comprised of the following:

	March 31, 2019	March 31, 2018
Base Rent	\$ 4,212,431	\$ 3,464,447
CAM & Tax Recoveries	2,191,081	1,988,343
Straight Line Rent	54,965	20,908
Free Rent	(14,787)	(10,208)
	<u>\$ 6,443,690</u>	<u>\$ 5,463,490</u>

10. Finance Costs

Finance costs for the three months ended March 31, 2019 and March 31, 2018 are as follows:

	March 31, 2019	March 31, 2018
Mortgage Interest	\$ 1,028,258	\$ 806,696
Bank Indebtedness Interest	134,921	41,193
Finance Fee Amortization	52,038	41,917
Non-cash Interest Expense	(16,558)	(9,354)
Finance Costs	<u>\$ 1,198,659</u>	<u>\$ 880,452</u>

Finance fee amortization relates to fees paid on securing the Facility and the Trust's various mortgages. Non-cash interest expense relates to the fair value adjustment to interest expense required as a result of the assumed mortgages from the Trust's various acquisitions.

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11. Property Operating and General and Administrative Expenses

Property operating expenses include realty taxes as well as other costs related to maintenance, HVAC, insurance, utilities and property management fees. General and administrative expenses include professional fees, public company expenses, office and general, insurance and asset management fees.

Property operating and general and administrative expenses for the periods ended March 31, 2019 and March 31, 2018 are as follows:

		March 31, 2019		March 31, 2018
Realty Taxes	\$	1,306,073	\$	1,171,135
Property Management Fees (note 12(b))		267,050		249,355
Operating Expenses		1,035,103		973,126
Property Operating Expenses	\$	2,608,225	\$	2,393,616
		March 31, 2019		March 31, 2018
Asset Management Fees (note 12(a))	\$	439,286	\$	323,786
Public Company Expenses		62,524		19,685
Office and General		80,247		122,446
General and Administrative	\$	582,057	\$	465,917

12. Related Party Transactions

Transactions with related parties are in the normal course of business and are recorded at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

(a) Asset Management Agreement

The Trust has entered into an Asset Management Agreement with Firm Capital Realty Partners Inc. ("FCRPI"), an entity indirectly related to certain trustees and management of the Trust. The term of the contract is initially ten years and automatically renews for successive five-year periods.

As part of the Agreement, FCRPI agrees to provide the following services, which include but are not limited to the following: (i) arrange financing, refinancings and structuring of financings for the Trust's investment properties and future acquisitions; (ii) identify, recommend and negotiate the purchase price for acquisitions and dispositions; (iii) prepare budgets and financial forecasts for the Trust and future acquisitions; (iv) provider of services of senior management including the CEO and CFO; (v) assist in investor relations for the Trust; (vi) assist the Trust with regulatory and financial reporting requirements (other than services provided by the CFO of the Trust); (vii) assist the Trust with the preparation of all documents, report data and analysis required by the Trust for its filings and documents necessary for its continuous disclosure requirements pursuant to applicable stock exchange rules and securities laws; (viii) attend meetings of Trustees or applicable committees, as requested by the Trust, to present financing opportunities, acquisition opportunities and disposition opportunities; and (ix) arrange and coordinate advertising, promotional, marketing and related activities on behalf of the Trust.

As compensation for the services, FCRPI is paid the following fees:

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- i. Asset Management Fees: The Trust pays the following fees annually:
 - I. 0.75% of the first \$300 million of the Gross Book Value of the Properties; and
 - II. 0.50% of the Gross Book Value of the investment properties in excess of \$300 million.
- ii. Acquisition Fees: The Trust pays the following acquisition fees:
 - I. 0.75% of the first \$300 million of aggregate Gross Book Value in respect of new properties acquired in a particular year;
 - II. 0.65% of the next \$200 million of aggregate Gross Book Value in respect of new properties acquired in such year; and thereafter
 - III. 0.50% of the aggregate Gross Book Value of new properties acquired in such year.
- iii. Performance Incentive Fees: The Trust pays a fee equivalent to 15% of Adjusted Funds From Operations ("AFFO") once AFFO exceeds \$0.40 per Unit.
- iv. Placement Fees: The Trust pays a fee equivalent to 0.25% of the aggregate value of all debt and equity financing arranged by FCRPI.

In addition to the fees outlined above, FCRPI is entitled to reimbursement of all actual expenses incurred in performing its responsibilities under the Asset Management Agreement.

For the three months ended March 31, 2019 and March 31, 2018, Asset Management Fees were \$409,002 and \$323,786; Acquisition Fees were \$393,958 and \$nil; Placement Fees were \$112,278 and \$46,531 and Performance Incentive Fees were \$30,284 and \$nil, respectively.

Asset Management and Performance Incentive Fees are recorded in General and Administrative expenses while Acquisition and Placement Fees are capitalized to Investment Properties, Mortgages and Unitholders' Equity on the condensed consolidated interim balance sheet.

As at March 31, 2019, \$30,284 (\$70,551 as at December 31, 2018) was due to FCRPI and has been accounted for in accounts payable and accrued liabilities.

(b) Property Management Agreement

The Trust has entered into a Property Management Agreement with Firm Capital Property Management Corp. ("FCPMC"), formerly Firm Capital Properties Inc., an entity indirectly related to certain trustees and management of the Trust. The term of the contract is initially ten years and automatically renews for successive five-year periods.

As part of the Agreement, FCPMC agrees to provide the following services which include but are not limited to, the following: (i) lease the Properties and to obtain tenants from time to time as vacancies occur; (ii) to establish the rent, the duration, the terms and conditions of all leases and renewals thereof; (iii) to enter into agreements to lease and offers to lease in respect of the properties; (iv) collect all rents, including parking revenues, tenant recoveries, leasehold recoveries and any other revenues or monies accruing to the properties, or sums which may be receipts due and payable in connection with or incidental to the properties; (v) maintain the properties in reasonable operating condition and repair, (vi) arrange for and supervise the making or installation of such maintenance, repairs, improvements (including tenant improvements) and

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alterations as may be required; (vii) maintain all licences and permits as required; (viii) collect all rents; (ix) recover all operating costs as required under various tenant lease arrangements; (x) prepare all property operating and capital expenditure budgets; and (xi) undertake, supervise and budget all tenant improvements, construction projects and alterations.

As compensation for the services, FCPMC is paid the following fees:

- (a) Property Management Fees: The Trust pays the following fees annually:
 - I. Multi-unit Residential Properties: For each multi-unit residential property with 120 units or less, a fee equal to four percent (4.0%) of Gross Revenues and for each multi-unit residential property with more than 120 units, a fee equal to three and one-half percent (3.5%) of Gross Revenues.
 - II. Industrial and Commercial Properties: Fee equal to four and one-quarter percent (4.25%) of Gross Revenues from the property; provided, however, that for such properties with a single tenant, the fee shall be equal to three percent (3.0%) of Gross Revenues.
- (b) Commercial Leasing Fees: Where FCPMC leases a rental space on commercial terms, FCPMC shall be entitled to receive a leasing commission equal to three percent (3.0%) of the net rental payments for the first year of the lease, and one and one-half percent (1.5%) of the net rental payments for each year during the balance of the duration of the lease; provided, however, that where a third party broker arranges for the lease of any such property that is not subject to a long-term listing agreement, FCPMC shall be entitled to a reduced commission equal to 50% of the foregoing amounts with respect to such property. No leasing fees will be paid for relocating existing tenants, rewriting leases or expenditures, including the cost of all permits, materials, labour, contracts, and holding over without a lease unless the area or length of term has increased.
- (c) Commercial Leasing Renewal Fees: Renewals of space leased on commercial terms (including lease renewals at the option of the tenant) which are handled exclusively by FCRPI shall be subject to a commission payable to FCPMC of one-half of one percent (0.50%) of the net rental payments for each year of the renewed lease.
- (d) Construction Development Property Management Fees: Where FCPMC is requested by the Trust to construct tenant improvements or to renovate same, or where FCPMC is requested by the Trust to construct, modify, or reconstruct improvements to, or on, the Properties (collectively, "Capital Expenditures"), FCPMC shall receive as compensation for its services with respect thereto a fee equal to five percent (5.0%) of the cost of such Capital Expenditures, including the cost of all permits, materials, labour, contracts, and subcontracts; provided, however, that no such fee shall be payable unless the Capital Expenditures are undertaken following a tendering or procurement process where the total cost of Capital Expenditures exceeds \$50,000.

In addition to the fees outlined above, FCPMC is entitled to reimbursement of all actual expenses incurred in performing its responsibilities under the Property Management Agreement.

For the three months ended March 31, 2019 and March 31, 2018, Property Management Fees were \$243,418 and \$223,502 and Commercial Leasing Fees were \$23,632 and \$25,853, respectively.

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As at March 31, 2019, \$65,727 (\$76,937 as at December 31, 2018) was due to FCPMC and has been accounted for in accounts payable and accrued liabilities.

(c) Lease Agreement

On August 1, 2013, FCPMC entered into a lease agreement with the entity that owns the Montreal Industrial Portfolio to lease office space on commercially available terms. For the year ended March 31, 2019, \$5,580 (\$5,580 for the three months ended March 31, 2018) of base rent was paid on this lease.

13. Income Taxes

The Trust currently qualifies as a mutual fund trust and a real estate investment trust ("REIT") for Canadian income tax purposes. Under current tax legislation, income distributed annually by the Trust to unitholders is a deduction in the calculation of its taxable income. As the Trust intends to distribute all of its taxable income to its unitholders, the Trust does not record a provision for current Canadian income taxes.

The Tax Act contains legislation affecting the tax treatment of a specified investment flow-through ("SIFT") trust or partnership (the "SIFT Rules"). A SIFT includes a publicly listed or traded partnership or trust, such as an income trust.

Under the SIFT Rules, certain distributions from a SIFT are not deductible in computing a SIFT's taxable income, and a SIFT is subject to tax on such distributions at a rate that is substantially equivalent to the general tax rate applicable to a Canadian corporation. However, distributions paid by a SIFT as returns of capital should generally not be subject to tax.

The SIFT Rules do not apply to a REIT that meets prescribed conditions relating to the nature of its assets and revenue (the "REIT Conditions"). The REIT has reviewed the REIT Conditions and has assessed their interpretation and application to the REIT's assets and revenues. The REIT believes it has met the REIT Conditions throughout the three months ended March 31, 2019 and March 31, 2018. As a result, the REIT does not recognize any deferred income tax assets or liabilities for income tax purposes.

14. Key Management Personnel

Key management personnel include all senior management of the Trust employed by FCRPI and FCPMC and Trustees of the Trust. Management salaries are payable by FCRPI under the Asset Management Agreement as reflected in note 12(a).

15. Commitments and Contingencies

For the three months ended March 31, 2019 and March 31, 2018, the Trust had no material commitments and contingencies other than those outlined in notes 12(a) and 12(b).

16. Capital Management

The Trust's objectives when managing capital are to safeguard its ability to continue as a going concern and to generate sufficient returns to provide unitholders with stable cash distributions. The Trust's capital currently consists of bank indebtedness, mortgages and unitholders' equity.

The Trust's Declaration of Trust permits the Trust to incur or assume indebtedness, provided that after giving effect to incurring or assuming any indebtedness (as defined in the Declaration of Trust), the amount of such indebtedness of the Trust is not more than 75% of the gross book value of the Trust's total assets. Gross Book Value ("GBV") is defined in the Declaration of Trust as "at any time, the book value of the assets of the Trust and its consolidated subsidiaries, as shown on its then most recent consolidated

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balance sheet, plus the amount of accumulated depreciation and amortization in respect of such assets (and related intangible assets) shown thereon or in the notes thereto plus the amount of future income tax liability arising out of indirect acquisitions and excluding the amount of any receivable reflecting interest rate subsidies on any debt assumed by the Trust shown thereon or in the notes thereto, or if approved by a majority of the Trustees at any time, the appraised value of the assets of the Trust and its consolidated subsidiaries may be used instead of book value." As at March 31, 2019 and March 31, 2018, the ratio of such indebtedness to gross book value was 49.1% and 45.0%, respectively, which complies with the requirement in the Declaration of Trust and is consistent with the REIT's objectives.

With respect to the bank indebtedness, the Trust must maintain ratios including minimum Unitholders' equity, maximum debt/GBV, minimum interest service and debt service coverage ratios. The Trust monitors these ratios and is in compliance with these requirements throughout the years ended March 31, 2019 and March 31, 2018.

17. Risk Management and Fair Value of Financial Instruments

A. Risk Management:

In the normal course of business, the Trust is exposed to a number of risks that can affect its operating performance. These risks, and the actions taken to manage them, are as follows:

I. Market Risk

Interest Rate Risk:

The Trust is exposed to interest rate risk on its borrowings. It minimizes the risk by restricting debt to 75% of the GBV of the Trust's GBV of its assets. The Trust has its bank indebtedness and three mortgage financings under variable rate terms.

The following table outlines the impact on interest expense of a 100 basis point increase or decrease in interest rates on the REIT's variable rate debt:

Impact on Interest Expense	March 31, December 31,	
	2019	2018
Bank Indebtedness	\$ 298,170	\$ -
Mortgages	112,500	112,500
	\$ 410,670	\$ 112,500

II. Credit Risk

The Trust's maximum exposure to credit risk is equivalent to the carrying value of accounts receivable.

The Trust is exposed to credit risk as an owner of real estate in that tenants may become unable to pay the contracted rents. Management mitigates this risk by carrying out appropriate credit checks and related due diligence on the significant tenants. The Trust's properties are diversified across a number of Canadian provinces and numerous tenants. The receivable balance consists largely of tenant receivables and Harmonized Sales Tax and Quebec Sales Tax receivables. These receivable balances are expected to be collected in due course.

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III. Liquidity Risk

Liquidity risk is the risk the Trust will not be able to meet its financial obligations as they come due. The Trust manages liquidity by maintaining adequate cash and by having appropriate credit facilities available. The Trust currently has the ability to access the debt capital markets and is able to receive debt capital as and when required. In addition, the Trust continuously monitors and reviews both actual and forecasted cash flows.

The following are the estimated maturities of the Trust's non-derivative financial liabilities as at March 31, 2019 including bank indebtedness, mortgages, tenant rental deposits, distribution payable and accounts payable and accrued liabilities:

	Less than 1 Year	1 - 2 Years	>2 Years	Total
Mortgages (note 7)	\$ 12,005,822	\$ 20,353,080	\$ 98,025,578	\$ 130,384,480
Bank Indebtedness (note 6)	2,981,697	-	-	2,981,697
Tenant Rental Deposits	226,955	216,635	801,740	1,245,330
Distribution Payable	756,069	-	-	756,069
Accounts Payable and Accrued Liabilities (note 5)	3,986,427	-	-	3,986,427
	\$ 19,956,970	\$ 20,569,715	\$ 98,827,318	\$ 139,354,003

The Trust has approximately \$9.5 million of mortgages coming due during the year ended December 31, 2019. The Trust anticipates being able to refinance all mortgages through either refinancing or raising and/or issuing capital from alternative sources.

B. Fair Value of Financial Instruments:

The Trust uses a three-level hierarchy that reflects the significance of the inputs used in making fair value measurements of financial instruments carried at fair value. Level 1 of the fair value hierarchy uses quoted market prices in active markets for identical assets or liabilities to determine the fair value of assets and liabilities. Level 2 includes valuations using inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly. Level 3 valuations are based on input for the asset or liability that are not based on observable market data.

The fair value of the Trust's cash and cash equivalents, restricted cash, accounts receivable, deposits, other assets, distribution payable, tenant rental deposits and accounts payable and accrued liabilities approximates their carrying amounts due to the relatively short periods to maturity of these financial instruments. The carrying value of the Trust's financial instruments is summarized in the following table:

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	March 31, 2019		December 31, 2018	
	Amortized Cost		FVTPL	
Financial Assets				
Accounts Receivable	\$ 1,988,801	\$ -	\$ -	1,823,986
Deposits and Other Assets	1,076,914	-	-	1,172,773
Restricted Cash	357,982	-	-	210,845
Cash and Cash Equivalents	-	-	-	3,415,075
Financial Liabilities				
Distribution Payable	\$ 756,069	\$ -	\$ -	672,459
Accounts Payable and Accrued Liabilities (except Option Liabilities)	3,221,810	-	-	2,134,771
Tenant Rental Deposits	1,245,330	-	-	1,169,579
Mortgages	131,026,696	-	-	92,462,896
Option Liabilities	-	764,617	-	458,175

I. Fair Value Hierarchy

The fair value of the marketable securities is based on quoted market prices (Level 1). The fair value of the mortgages is estimated based on the present value of future payments, discounted at a yield on a Government of Canada bond with the nearest maturity date to the underlying mortgage, plus an estimated credit spread at the reporting date for a comparable mortgage (Level 2). The estimated fair value of the mortgages is approximately \$131.2 million.

The fair value of unit-based compensation relates to unit options granted which are carried at fair value, estimated using the Black-Scholes option pricing model for option valuation (Level 3) as outlined in note 8(i).

18. Subsequent Events

- On April 15, 2019, the Trust distributed monthly cash distributions of \$0.04 per Trust Unit to Unitholders of record at the close of business on March 29, 2019.
- On April 16, 2019, certain members of senior management and Trustees of the Trust exercised 233,000 Trust Unit Options at an exercise price of \$5.30 per Trust Unit for gross proceeds of approximately \$1.2 million.
- On April 24, 2019, the Trust closed a marketed offering of 4,100,000 Trust Units at a price of \$6.40 per Trust Unit for aggregate gross proceeds of approximately \$26.2 million. In addition, the Trust closed a private placement of 2,540,002 Trust Units at a price of \$6.40 per Trust Unit for aggregate gross proceeds of approximately \$16.3 million.
- On April 30, 2019, the Trust closed an additional 321,145 Trust Units at a price of \$6.40 per Trust Unit for aggregate gross proceeds of \$2.1 million as part of the fully marketed offering as described in note 18(c).
- On April 30, 2019, the Trust completed the sale of one of its Centre Ice Retail properties located

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in Brantford, Ontario to a third party for gross proceeds of approximately \$1.6 million (\$1.5 million net of closing costs). This property had previously been classified in assets held for sale as described in note 4 of the condensed consolidated interim financial statements.

- f) On May 1, 2019, the Trust closed an additional 156,250 Trust Units at a price of \$6.40 per Trust Unit for aggregate gross proceeds of \$1.0 million as part of the private placement offering as described in note 18(c).
- g) On May 9, 2019, the Trust closed on an acquisition of a 50% non-managing interest in six net-leased primarily grocery anchored shopping centres located in Ontario and Quebec. The acquisition price for 100% of the portfolio is approximately \$266 million, excluding transaction costs. The Trust's portion of the acquisition price is approximately \$133 million. As part of the acquisition, the Trust assumed two first mortgages totaling \$30.4 million. The Trust also financed one new mortgage and supplemented one assumed mortgage totaling \$62.4 million. The mortgages have a weighted average interest rate of 3.52% with a weighted average term to maturity of 5.4 years.
- h) On May 9, 2019, the Trust announced that it has declared and approved monthly distributions in the amounts of \$0.04 per Trust Unit for Unitholders of record on July 31, 2019, August 30, 2019 and September 30, 2019 payable on or about August 15, 2019, September 16, 2019 and October 15, 2019.