FIRM CAPITAL PROPERTY TRUST

CAPITAL PRESERVATION • DISCIPLINED INVESTING

# CONSOLIDATED FINANCIAL STATEMENTS

FIRST QUARTER 2022
MARCH 31, 2022

# FIRM CAPITAL PROPERTY TRUST

Condensed Consolidated Balance Sheets
(Unaudited)

| | Notes | | March 31, 2022 | | December 31, 2021 |
|---|---|---|---|---|---|
| **Assets** | | | | | |
| Non-current Assets: | | | | | |
| Investment Properties | 4 | $ | 625,999,216 | $ | 563,351,618 |
| Note Receivable | 4 | | 700,000 | | 700,000 |
| Total Non-Current Assets | | | 626,699,216 | | 564,051,618 |
| Current Assets: | | | | | |
| Accounts Receivable | | | 1,556,640 | | 2,984,658 |
| Prepaid Expenses, Deposits and Other Assets | | | 8,264,175 | | 3,221,129 |
| Restricted Cash | | | 346,991 | | 202,548 |
| Cash and Cash Equivalents | | | 5,291,439 | | 5,895,961 |
| Total Current Assets | | | 15,459,245 | | 12,304,296 |
| Total Assets | | $ | 642,158,461 | $ | 576,355,914 |
| **Liabilities and Unitholders' Equity** | | | | | |
| Current Liabilities: | | | | | |
| Mortgages | 7(a) | | 56,148,647 | | 17,985,158 |
| Bank Indebtedness | 6 | | 35,130,111 | | 24,797,881 |
| Accounts Payable and Accrued Liabilities | 5 | | 11,536,788 | | 11,986,824 |
| Land Lease Liability | 7(b) | | 37,522 | | 36,584 |
| Distribution Payable | | | 1,472,688 | | 1,445,472 |
| Tenant Rental Deposits | | | 573,502 | | 526,604 |
| Total Current Liabilities | | | 104,899,258 | | 56,778,523 |
| Non-current Liabilities: | | | | | |
| Mortgages | 7(a) | | 238,567,552 | | 221,927,599 |
| Land Lease Liability | 7(b) | | 224,910 | | 221,998 |
| Tenant Rental Deposits | | | 1,647,163 | | 1,512,468 |
| Total Non-current Liabilities | | | 240,439,625 | | 223,662,065 |
| Total Liabilities | | | 345,338,883 | | 280,440,588 |
| Unitholders' Equity | 8 | | 296,819,578 | | 295,915,326 |
| Total Liabilities and Unitholders' Equity | | $ | 642,158,461 | $ | 576,355,914 |
| Commitments and Contingencies | 16 | | | | |
| Subsequent Events | 20 | | | | |

See accompanying Notes to the Condensed Consolidated Interim 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 Statements of Income and Comprehensive Income

For the Three Months Ended March 31, 2022 and March 31, 2021

(Unaudited)

| | Notes | | March 31, 2022 | | March 31, 2021 |
|---|---|---|---|---|---|
| Net Operating Income | | | | | |
| Rental Revenue | 9 | $ | 13,040,687 | $ | 11,337,581 |
| Property Operating Expenses | 11 | | (4,736,863) | | (4,286,493) |
| | | $ | 8,303,824 | $ | 7,051,088 |
| Interest and Other Income | | | 14,478 | | 8,226 |
| Expenses: | | | | | |
| Finance Costs | 10 | | 2,539,507 | | 2,208,052 |
| General and Administrative | 11 | | 1,322,516 | | 1,664,105 |
| | | | 3,862,023 | | 3,872,157 |
| Income Before Fair Value Adjustments | | $ | 4,456,279 | $ | 3,187,157 |
| Fair Value Adjustments - Gain/(Loss): | | | | | |
| Investment Properties | 4 | | 1,139,849 | | 7,529,486 |
| Sale of Investment Properties | 4 | | - | | (263,891) |
| Unit-based Compensation | 8(c) | | (258,111) | | (293,239) |
| Net Income and Comprehensive Income | | $ | 5,338,017 | $ | 10,159,514 |

See accompanying Notes to the Condensed Consolidated Interim Financial Statements.

# FIRM CAPITAL PROPERTY TRUST

Condensed Consolidated Statements of Changes in Unitholders' Equity
For the Three Months Ended March 31, 2022 and March 31, 2021

| | Notes | Trust Units (Note 8) | Retained Earnings | Unitholders' Equity |
|---|---|---|---|---|
| **Unitholders' Equity, December 31, 2020** | | $ 167,623,102 | $ 55,828,852 | $ 223,451,954 |
| Options Exercised | 8(g) | 245,500 | - | 245,500 |
| Issuance of Units from Distribution Reinvestment Plan | 8(d) | 1,000 | - | 1,000 |
| Net Income and Comprehensive Income | | - | 10,159,514 | 10,159,514 |
| Distributions | 8(e) | - | (3,770,715) | (3,770,715) |
| Unitholders' Equity, March 31, 2021 | | 167,869,602 | 62,217,651 | 230,087,253 |
| Issuance of Units, Net of Issuance Costs | 8(f) | 27,061,992 | - | 27,061,992 |
| Options Exercised | 8(g) | 3,133,169 | - | 3,133,169 |
| Issuance of Units from Distribution Reinvestment Plan | 8(d) | 1,000 | - | 1,000 |
| Net Income and Comprehensive Income | | - | 48,228,380 | 48,228,380 |
| Distributions | 8(e) | - | (12,596,468) | (12,596,468) |
| **Unitholders' Equity, December 31, 2021** | | $ 198,065,763 | $ 97,849,563 | $ 295,915,326 |
| Issuance Costs | | (16,950) | - | (16,950) |
| Issuance of Units from Distribution Reinvestment Plan | 8(d) | 1,250 | - | 1,250 |
| Net Income and Comprehensive Income | | - | 5,338,017 | 5,338,017 |
| Distributions | 8(e) | - | (4,418,065) | (4,418,065) |
| **Unitholders' Equity, March 31, 2022** | | $ 198,050,063 | $ 98,769,515 | $ 296,819,578 |
| **Trust Units Outstanding** | 8(a) | | | 34,011,280 |

See accompanying Notes to the Condensed Consolidated Interim Financial Statements.

# FIRM CAPITAL PROPERTY TRUST

Condensed Consolidated Statements of Cash Flows

For the Three Months Ended March 31, 2022 and March 31, 2021
(Unaudited)

| | Notes | March 31, 2022 | March 31, 2021 |
|---|---|---|---|
| Cash Flows from (used in) Operating Activities | | | |
| Net Income | | $ 5,338,017 | $ 10,159,514 |
| Fair Value Adjustments - Gain/(Loss): | | | |
| Investment Properties | 4 | (1,139,849) | (7,529,486) |
| Sale of Investment Properties | 4 | - | 263,891 |
| Unit-Based Compensation | 8(c) | 258,111 | 293,239 |
| Finance Costs, Net of Interest and Other Income | 10 | 2,350,863 | 2,040,788 |
| Finance Fee Amortization | 10 | 212,351 | 209,565 |
| Non-cash Interest Expense | 10 | (38,186) | (50,530) |
| Land Lease Amortization | 7(b) | 3,850 | 16,996 |
| Straight-line Rent Adjustment | 4, 9 | (168,462) | (102,321) |
| Change in Non-Cash Operating Working Capital: | | | |
| Accounts Receivable | | 1,440,570 | (1,234,232) |
| Prepaid Expenses, Deposits and Other Assets | | (4,945,725) | (1,228,525) |
| Restricted Cash | | (144,443) | (2,183) |
| Accounts Payable and Accrued Liabilities | 5 | (687,472) | 839,220 |
| Tenant Rental Deposits | | 181,593 | 96,184 |
| | | $ 2,661,218 | $ 3,772,123 |
| Cash Flows from (used in) Financing Activities | | | |
| Issuance of Units, Net of Issuance Costs | 8 | (15,700) | - |
| Increase in Bank Indebtedness | 6 | 10,332,230 | 9,801,425 |
| Mortgages, Repayments | 7(a) | (1,720,723) | (6,050,253) |
| Mortgages, Issuances | 7(a) | 56,350,000 | - |
| Finance Costs Paid | | (125,438) | - |
| Cash Interest Paid, Net of Other Income | | (2,371,538) | (2,062,665) |
| Cash Distributions Paid | 8(e) | (4,390,849) | (3,720,194) |
| | | $ 58,057,982 | $ (2,031,687) |
| Cash Flows from (used in) Investing Activities | | | |
| Net Proceeds From Sale of Investment Properties | 4 | - | 7,406,310 |
| Acquisitions and Capital Expenditures | 3,4 | (61,323,722) | (9,776,962) |
| | | $ (61,323,722) | $ (2,370,652) |
| Increase/(Decrease) in Cash and Cash Equivalents | | (604,522) | (630,216) |
| Cash and Cash Equivalents, Beginning of Period | | 5,895,961 | 5,685,951 |
| Cash and Cash Equivalents, End of Period | | $ 5,291,439 | $ 5,055,736 |

See accompanying Notes to the Condensed Consolidated Interim Financial Statements.

## 1. The Trust

Firm Capital Property Trust (the ''Trust'') 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 consolidated financial statements were approved by the Board of Trustees on May 16, 2022.

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 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, 2021. 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, 2021, 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 for the year ended December 31, 2021.

### (d) Co-Ownership Arrangement

The Trust currently is a co-owner in fifteen 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 rata share of its assets, liabilities, revenues, expenses and cash flows in these consolidated financial statements. Management believes the assets of these joint arrangements are sufficient for the purpose of satisfying the associated obligations. The co-ownership interest as at March 31, 2022 are as outlined below:

| Investment Properties | Joint Arrangement Interest |
|---|---|
| Centre Ice Retail Portfolio (1) | 70% |
| Waterloo Industrial Portfolio (1) | 70% |
| Edmonton Apartment Complex (1) | 70% |
| Lower Sackville Apartment Complex (1) | 70% |
| Montreal Industrial Portfolio (1) | 50% |
| Edmonton Industrial Portfolio (1) | 50% |
| Ottawa Apartment Complex (1) | 50% |
| Crombie Retail Portfolio | 50% |
| FCR Retail Portfolio | 50% |
| Gateway Retail Property (1) | 50% |
| Mountview Manufactured Homes Communities (1) | 50% |
| Hidden Creek Manufactured Homes Communities (1) | 50% |
| The Whitby Mall (1) | 40% |
| Thickson Place (1) | 40% |
| Eglinton Ave West Commercial (1) | 40% |

(1) Pursuant to the Declaration of Trust, the asset manager (see note 12(a)) is only obligated to request the Trust to participate in up to 50% of a property acquisition. The above list the Trust's ownership interest in the respective properties. Entities that are related to and associated with the asset manager and Property Manager and Members of the Board of Trustees are invested along-side the Trust in those properties on the same terms as those applicable to the Trust.

Certain Trustees and Officers of the Trust directly and/or indirectly have interests in certain of these Joint Arrangements.

**(e) Estimates**

The preparation of condensed consolidated interim financial statements requires management to make estimates that affect the reported amounts of certain assets and liabilities, the disclosure of contingent assets and liabilities at the date of the condensed consolidated interim financial statements, and certain 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, 2021.

**(f) Critical Judgments**

Critical judgments have been set out in the Trust's audited consolidated financial statements for the year ended December 31, 2021. The Trust has not identified critical judgements that are new to the interim period.

## 3. Acquisition of Investment Properties

On March 16, 2021, the Trust closed the acquisition of a 50% interest in Manufactured Housing Communities located in Calgary, Alberta. The acquisition price for the Trust's portion of the portfolio was $8,653,157 (including transaction costs). In addition, accounts receivable of $7,194, accounts payable of $31,484 and tenant rental deposits of $39,229 were assumed as part of the acquisition.

On May 3, 2021, the Trust closed the acquisition of a 70% interest in two multi-residential buildings located in Edmonton, Alberta. The acquisition price for the Trust's portion of the portfolio was $17,472,000 (including transaction costs). In addition, accounts receivable of $6,725, prepaid expenses of $155 and tenant rental deposits of $45,422 were assumed as part of the acquisition. The Edmonton Property financed with a new $17,000,000 mortgage with a Canadian Chartered Bank (the Trust's portion was $11,900,000).

On May 5, 2021, the Trust closed the acquisition of a 70% interest in three multi-residential buildings located in Lower Sackville, Nova Scotia. The acquisition price for the Trust's portion of the portfolio was $12,789,000 (including transaction costs). In addition, accounts receivable of $19,276, prepaid expenses of $3,459 and tenant rental deposits of $89,050 were assumed as part of the acquisition. The Lower Sackville Property was financed with a new $13,650,000 mortgage with a Canadian Chartered Bank (the Trust's portion was $9,555,000).

On August 4, 2021, the Trust closed the acquisition of a 50% interest in Manufactured Housing Communities located in McGregor, Ontario. The acquisition price for the Trust's portion of the portfolio was $5,419,190 (including transaction costs). In addition, accounts receivable of $299 and accounts payable of $45,200 were assumed as part of the acquisition.

On September 28, 2021, the Trust closed the acquisition of a 40% interest in a single tenant retail property located in Toronto, Ontario, (Eglinton Avenue West Commercial). The acquisition price for the Trust's portion of the property was $9,974,558 (including transaction costs). In addition, prepaid expenses of $12,289 were assumed as part of the acquisition.

On December 7, 2021, the Trust closed the acquisition of three industrial properties located in Woodstock, Ontario and Stratford, Ontario. The acquisition price of the properties was $15,341,533 (including transaction costs). In addition, accounts receivable of $6,028, accounts payable of $20,702 and tenant rental deposits of $89,325 were assumed as part of the acquisition.

On February 14, 2022, the Trust closed the acquisition of a 100% interest in a multi-residential building in Pointe Claire, Quebec for $56,391,079 (including transaction costs). In addition, accounts receivable of $3,250 were assumed as part of the transaction. The transaction was financed with a new $39,500,000 mortgage with a Canadian Chartered Bank.

On March 17, 2022, the Trust closed the acquisition of a 50% interest in a multi-tenant industrial property located in Saint Laurent, Quebec. The acquisition price for the Trust's portion of the portfolio was $3,138,068 (including transaction costs). In addition, accounts receivable of $9,302 and prepaid expenses of $10,697 were assumed as part of the transactions.

The above noted 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:

| | For the period Ended March 31, 2022 | Year Ended December 31, 2021 |
|---|---|---|
| Investment Properties, including Acquisition Costs | $ 59,473,275 | $ 69,649,438 |
| Accounts Receivable | 12,552 | 39,522 |
| Prepaid Expenses | 10,697 | 15,903 |
| Accounts Payable | - | (97,386) |
| Tenant Rental Deposits | - | (263,026) |
| Net Assets Acquired | $ 59,496,524 | $ 69,344,451 |
| Consideration Paid/Funded By: | | |
| Cash and Bank Indebtedness (note 6) | $ 19,996,524 | $ 47,889,451 |
| New Mortgages | 39,500,000 | 21,455,000 |
| | $ 59,496,524 | $ 69,344,451 |

## 4. Investment Properties

| | Retail and Commercial | Core Service Provider Office | Industrial | Multi-residential | Manufactured Housing Communities | Total |
|---|---|---|---|---|---|---|
| **December 31, 2020** | $ 312,639,485 | $ 5,332,276 | $ 111,427,142 | $ 20,028,497 | $ - | $ 449,427,393 |
| Acquisitions | - | - | - | - | 8,653,157 | 8,653,157 |
| Dispositions | (3,584,000) | - | - | - | - | (3,584,000) |
| Capital Expenditures | 974,200 | 14,335 | 135,271 | - | - | 1,123,806 |
| Straight-line Rents | 120,195 | 349 | 5,293 | - | - | 125,837 |
| Fair Value Adjustment | 1,561,140 | (44,696) | 5,969,593 | 43,448 | - | 7,529,486 |
| **Balance, March 31, 2021** | 311,711,020 | 5,302,267 | 117,537,299 | 20,071,945 | 8,653,157 | 463,275,688 |
| Acquisitions | 9,974,558 | - | 15,341,533 | 30,261,000 | 5,419,190 | 60,996,281 |
| Dispositions | (4,306,000) | - | - | - | - | (4,306,000) |
| Capital Expenditures | 648,627 | 3,719 | 1,938,390 | 593,934 | - | 3,184,670 |
| Straight-line Rents | 105,213 | 673 | 209,225 | - | - | 315,111 |
| Fair Value Adjustment | 3,296,720 | (18,302) | 36,425,043 | 182,407 | - | 39,885,868 |
| **December 31, 2021** | $ 321,430,138 | $ 5,288,357 | $ 171,451,490 | $ 51,109,286 | $ 14,072,347 | $ 563,351,618 |
| Acquisitions | - | - | 3,138,038 | 56,335,237 | - | 59,473,275 |
| Capital Expenditures | 899,028 | 43,618 | 396,035 | 488,517 | - | 1,827,198 |
| Straight-line Rents | 139,129 | 312 | 67,835 | - | - | 207,276 |
| Fair Value Adjustment | (671,883) | (43,930) | 1,804,368 | (335,625) | 386,919 | 1,139,849 |
| **March 31, 2022** | $ 321,796,412 | $ 5,288,357 | $ 176,857,766 | $107,597,415 | $ 14,459,266 | $ 625,999,216 |

For the period ended March 31, 2022, senior management of the Trust valued the Investment Properties using the overall capitalization method and independent third party appraisals. 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 to which a capitalization rate is applied that is deemed appropriate for 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.

Properties are typically independently appraised at the time of acquisition or refinancing. When an independent appraisal is obtained, the Trust assesses all major inputs used by the independent valuators in preparing their reports and holds discussions with them on the reasonableness of their assumptions. The reports are then used by the Trust for consideration in preparing the valuations as reported in these consolidated financial statements.

Capitalization rates used in the valuation of investment properties as of March 31, 2022 are based on current market data available and have been adjusted for our enclosed mall and non-anchored retail portfolio to reflect market uncertainty related to COVID-19. Given the uncertainty around the duration of COVID-19 and the potential negative impact it may have on the real estate industry, it is not possible to predict the impact of capitalization rates in the future across all of our investment properties at this time. Note that the fair value adjustment is net of capital expenditures and straight-line rents.

The Trust continues to review its cash flow projections, liquidity and the estimated fair value of its real estate portfolio in these challenging times. Capitalization rates could change materially as additional market data becomes available. As such, significant changes in assumptions concerning rental income, occupancy rates, tenant inducements and future market rents could negatively impact future real estate valuations and the Trust's overall operations as COVID-19 pandemic continues.

The properties independently appraised each year represent a subset of the property types and geographic distribution of the overall portfolio. In the first quarter of 2022, no portfolio has been independently appraised (9% during first quarter of 2021). A breakdown of the aggregate estimated fair value of investment properties independently appraised each quarter, in accordance with the Trust's policy, is as follows:

| | 2022 | | | 2021 | | |
|---|---|---|---|---|---|---|
| | Number of investment properties | Fair value at 100% | Fair value at Trust's share | Number of investment properties | Fair value at 100% | Fair value at Trust's share |
| Q1 | - | $ - | $ - | 3 | $ 61,790,000 | $ 39,753,000 |
| Total | - | - | - | 3 | $ 61,790,000 | $ 39,753,000 |

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 consolidated 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:

| March 31, 2022 | Retail & Commercial | Core Service Provider Office | Industrial | Multi-Residential | Manufactured Housing Communities | Weighted Average |
|---|---|---|---|---|---|---|
| Capitalization Rate Range | 3.0% - 7.50% | 7.00% | 3.95% - 6.50% | 4.65% - 5.00% | 5.75% | 5.55% |
| Weighted Average Capitalization Rate | 6.09% | 7.00% | 4.66% | 4.88% | 5.75% | 5.55% |

| December 31, 2021 | Retail & Commercial | Core Service Provider Office | Industrial | Multi-Residential | Manufactured Housing Communities | Weighted Average |
|---|---|---|---|---|---|---|
| Capitalization Rate Range | 3.0% - 7.50% | 7.00% | 3.95% - 6.50% | 4.65% - 5.00% | 5.75% | 5.56% |
| Weighted Average Capitalization Rate | 6.10% | 7.00% | 4.69% | 4.88% | 5.75% | 5.56% |

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

| Weighted Average | | Change in Investment Valuation |
|---|---|---|
| Capitalization Rate | 25 basis point increase | $ (28,800,000) |
| Capitalization Rate | 25 basis point decrease | 31,861,000 |

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.

**Loss On Sale of Investment Properties:**
During the year ended December 31, 2021, the Trust completed sales of twelve retail properties from the Centre Ice Retail Portfolio, for gross proceeds of approximately $31.3 million. The Trust's pro-rata share of the gross proceeds was $21.9 million. The Trust recognized a loss on sale of $1.7 million related to transaction costs.

For the year ended December 31, 2021, the Trust completed the sale of its 100% owned retail commercial property located in Hanover, Ontario for gross proceeds of approximately $6.0 million. The Trust recognized a loss on sale of approximately $0.4 million related to transaction costs.

**Note Receivable:**
As part of one of the dispositions of the Centre Ice Retail Portfolio properties in 2021, the co-tenancy assumed a note receivable from the purchaser for $1.0 million. Terms are 5% interest only, two year term, fully open for repayment prior to maturity and fully secured against the disposed property. The Trust's portion of the note receivable is $0.7 million as at March 31, 2022 ($0.7 million as at December 31, 2021).

## 5. Accounts Payable and Accrued Liabilities

Accounts payable and accrued liabilities as at March 31, 2022 and as at December 31, 2021 were $11,536,788 and $11,986,824, respectively, and consist of the following:

| | | March 31, 2022 | | December 31, 2021 |
|---|---|---|---|---|
| Utilities, Repairs and Maintenance, Other | $ | 8,154,045 | $ | 6,875,946 |
| Due to Asset and Property Manager (notes 12(a) and 12(b)) | | 208,800 | | 2,201,617 |
| Accrued Interest Expense | | 401,343 | | 422,018 |
| Option Liabilities (note 8(g)) | | 2,745,275 | | 2,473,672 |
| Deferred Trust Units (note 8(g)) | | 27,325 | | 13,571 |
| Accounts Payable and Accrued Liabilities | $ | 11,536,788 | $ | 11,986,824 |

## 6. Bank Indebtedness

### (a) Revolving Operating Facility

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 March 31, 2022, the total amount available under the Facility was $19.0 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, 2022. Amounts drawn under the Facility as at March 31, 2022 and December 31, 2021 were $12,677,143 and $14,797,896, respectively.

### (b) Lines of Credit

i. The Trust has entered into a Line of Credit (the “LOC”) with a Canadian Chartered Bank (the “Bank”) fully secured by first charges against the Merivale Mall Property. On March 31, 2022, the total amount available under the LOC was $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 November 30, 2025. Amounts drawn under the LOC as at March 31, 2022 and December 31, 2021 were $21,952,968 and $9,999,985, respectively.

ii. Within the Montreal Industrial Portfolio, where the Trust is a 50% co-owner of the joint arrangement, an LOC with a Bank was established. The interest rate is based on a calculated formula using the Bank’s prime lending rate. Amounts drawn under the line attributed to the Trust as at March 31, 2022 was $500,000 (2021 – nil) to be repaid at the maturity date of August 15, 2023.

## 7. Non-current Liabilities

### (a) Mortgages

As at March 31, 2022, total outstanding mortgages were $294,716,199 ($239,912,757 as at December 31, 2021), net of unamortized financing costs of $714,037 ( $832,014 as at December 31, 2021), offset by a $334,201 ( $372,387 as at December 31, 2021) mark to market adjustment with a weighted average interest rate of approximately 3.2% (3.3% as at December 31, 2021) and weighted average repayment term of approximately 2.4 years (3.2 years as at December 31, 2021). The mortgages are repayable as follows:

| | Scheduled Principal Repayments | Debt Maturing During The Period | Total Mortgages Payable | Scheduled Interest Payments |
|---|---|---|---|---|
| 2022 | 5,028,851 | 11,926,632 | 16,955,483 | 8,058,492 |
| 2023 | 5,963,488 | 87,923,519 | 93,887,007 | 7,031,297 |
| 2024 | 3,577,999 | 87,310,403 | 90,888,402 | 4,139,049 |
| 2025 | 2,569,669 | 12,098,433 | 14,668,102 | 2,679,778 |
| 2026 | 1,821,674 | 41,942,966 | 43,764,640 | 2,410,409 |
| Thereafter | 4,043,357 | 30,889,044 | 34,932,401 | 4,258,890 |
| Face Value | $ 23,005,038 | $ 272,090,997 | $ 295,096,035 | $ 28,577,915 |
| Unamortized Financing Costs | | | (714,037) | |
| Mark to Market on Assumed Mortgages | | | 334,201 | |
| **Total Mortgages** | | | **$ 294,716,199** | |

| | | March 31, 2022 | | December 31, 2021 |
|---|---|---|---|---|
| Current: | | | | |
| Mortgages | $ | 56,455,483 | $ | 18,347,693 |
| Unamortized Financing Costs | | (404,994) | | (471,909) |
| Mark to Market on Assumed Mortgages | | 98,158 | | 109,374 |
| | $ | 56,148,647 | $ | 17,985,158 |
| Non-Current: | | | | |
| Mortgages | $ | 238,640,552 | $ | 222,024,691 |
| Unamortized Financing Costs | | (309,043) | | (360,105) |
| Mark to Market on Assumed Mortgages | | 236,043 | | 263,013 |
| | $ | 238,567,552 | $ | 221,927,599 |
| | $ | 294,716,199 | $ | 239,912,757 |

The following table sets out an analysis of net debt and the movements in net debt for the period ended March 31, 2022:

| | | Cash and Cash Equivalents | | Bank Indebtedness | | Mortgages | Net Debt |
|---|---|---|---|---|---|---|---|
| **As at December 31, 2021** | $ | 5,895,961 | $ | (24,797,881) | $ | (239,912,757) | $ (258,814,677) |
| Cash Flows | | 3,550,955 | | (10,332,230) | | (54,629,277) | (61,410,552) |
| Non-cash Changes | | (4,155,477) | | - | | (174,165) | (4,329,642) |
| **As at March 31, 2022** | $ | 5,291,439 | $ | (35,130,111) | $ | (294,716,199) | $ (324,554,871) |

**(b) Land Lease Liability**

On May 9, 2019, as part of the FCR Retail Portfolio the joint arrangement assumed a land lease on a retail property located in Ottawa, Ontario. The terms of the land lease are gross annual payments of $101,040 per annum that mature on April 1, 2027. The land lease liability is calculated in accordance with IFRS 16, using a present value of the remaining lease payments, discounted using the incremental borrowing rate at May 9, 2019 of 6.13% for the term of the lease. The Trust’s pro-rata portion of the lease liability is as follows:

**Lease Liability**

| | Opening Balance | Lease Payment | Imputed Interest Expense | | Ending Balance |
|---|---|---|---|---|---|
| 2022 | 258,582 | (50,520) | 13,936 | | 221,998 |
| 2023 | 221,998 | (50,520) | 11,650 | | 183,128 |
| 2024 | 183,128 | (50,520) | 9,220 | | 141,828 |
| 2025 | 141,828 | (50,520) | 6,638 | | 97,946 |
| 2026 | 97,946 | (50,520) | 3,896 | | 51,322 |
| Thereafter | 51,322 | (46,109) | 1,126 | | 6,339 |
| | | | | | **March 31, 2022** |
| Current | | | | $ | 37,522 |
| Non-Current | | | | | 224,910 |
| Total | | | | $ | 262,432 |

## 8. Unitholders' Equity

### (a) Issued and Outstanding

| | Number of Units | | Amount |
|---|---|---|---|
| **Balance, December 31, 2020** | 29,349,694 | $ | 167,623,102 |
| Options Exercised (note 8(g)) | 40,000 | | 245,500 |
| Issuance of Units from Distribution Reinvestment Plan (note 8(d)) | 153 | | 1,000 |
| **Balance, March 31, 2021** | 29,389,847 | | 167,869,602 |
| Options Exercised (note 8(g)) | 513,333 | | 3,133,169 |
| Issuance of Units from Distribution Reinvestment Plan (note 8(d)) | 137 | | 1,000 |
| Public Equity Offering (note 8(f)) | 4,107,800 | | 27,061,992 |
| **Balance, December 31, 2021** | 34,011,117 | | 198,065,763 |
| Issuance of Units from Distribution Reinvestment Plan (note 8(d)) | 163 | | 1,250 |
| Issuance costs | - | | (16,950) |
| **Balance, March 31, 2022** | 34,011,280 | | 198,050,063 |

### (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 or 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 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) Unit-Based Liabilities

**Option 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, 2022, the Trust has 2,225,000 Trust Unit options issued and outstanding at a fair market value of $2,745,275 consisting of the following issuances:

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 March 31, 2022 was 515,000 Trust unit options.

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, 2022 was 60,000 Trust unit options.

On August 14, 2019, the Trust granted 1,400,000 Trust Unit options at a weighted average exercise price of $6.40 per Trust Unit. 1,290,000 unit options fully vested on the date of the grant with the remaining 110,000 vesting at one-third each year for the next three years and expire on August 14, 2024. The balance as at March 31, 2022 was 1,290,000 Trust unit options.

On December 1, 2020, the Trust granted 400,000 Trust Unit options at a weighted average exercise price of $6.75 per Trust Unit. 360,000 unit options fully vested on the date of the grant with the remaining 40,000 vesting at one-third each year for the next three years and expire on December 1, 2025. The balance as at March 31, 2022 was 350,000 Trust unit options.

On March 15, 2021, the Trust granted 10,000 Trust Unit options at a weighted average exercise price of $6.75 per Trust Unit. 3,333 unit options fully vest on the date of the grant with the remaining 6,667 vesting over the following 2 years and expire on March 15, 2026. The balance as at March 31, 2022 was 10,000 Trust unit options.

No options were granted during the period ended March 31, 2022.

Unit-based compensation related to the aforementioned unit options was an expense of $258,111 for the period ended March 31, 2022 (expense of $293,239 for the three months ended March 31, 2021). Unit-based compensation was determined using the Black-Scholes option pricing model and based on the following assumptions:

| | **As at March 31, 2022** | **As at December 31, 2021** |
|---|---|---|
| Expected Option Life (Years) | 2.1 | 2.4 |
| Risk Free Interest Rate | 2.19% | 1.04% |
| Distribution Yield | 6.62% | 6.55% |
| Expected Volatility | 20.00% | 20.00% |

Expected volatility is based in part on the historical volatility of the Trust Units consistent with the expected life of the option. 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 estimated fair value of an option under the Trust's unit option plan at the date of grants were $0.40, $0.36, $0.34 and $0.16 per unit option for March 26, 2018, November 8, 2018, August 14, 2019 and December 1, 2020 issuances, respectively.

**Deferred Trust Units**
On August 1, 2018, the Trust adopted a Deferred Trust Unit ("DTU") plan. Under the terms of the plan, any units issued must be issued at a unit price which is at the volume weighted average trading price of the units on the TSX for the five days trading immediately preceding the date on which DTUs are granted. Distributions equivalents are awarded in respect of the DTU holders on the same basis as unitholders and credited to the DTU holders account as additional DTUs. As at March 31, 2022, the outstanding liability was $27,325 ($13,571 as at December 31, 2021).

**(d) 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, 2022 and March 31, 2021, 163 and 153 Trust Units were issued, respectively, from treasury for total gross proceeds of $1,250 and $1,000 respectively, to Unitholders who elected to receive their distributions in units under the DRIP.

**(e) Distributions**
For the three months ended March 31, 2022, distributions of $0.0433 per unit were declared each month commencing in January 2022 through to March 2022, resulting in total distributions declared of $4,418,065. For the three months ended March 31, 2021, distributions of $0.0425 per unit were declared each month commencing in January 2021 through to March 2021 resulting in total distributions declared of $3,770,715.

**(f) Public Equity Offering**
On June 8, 2021, the Trust completed a public equity offering of 4,107,800 Trust Units at a price of $7.00 per Trust Unit for gross proceeds of approximately $28.8 million ($27.1 million, net of closing costs).

**(g) Options Exercised**
During the period ended March 31, 2021, 40,000 Trust unit options at a weighted average price of $6.14 per Trust Unit were exercised for gross proceeds of approximately $250,000. For the year ended December 31, 2021,a total of 553,333 Trust unit options at a weighted average price of $6.11 per Trust Unit were exercised for gross proceeds of approximately $3,378,669.

No options were exercised during the period ended March 31, 2022.

## 9. Rental 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 excluding renewal options (subject to collection) is as follows:

| **Revenue** | | |
|---|---|---|
| Within one year | $ | 26,747,124 |
| Later than one year and not longer than five years | | 74,695,217 |
| Thereafter | | 20,882,982 |
| | $ | 122,325,323 |

Revenue for the period is comprised of the following:

| | | **March 31, 2022** | | **March 31, 2021** |
|---|---|---|---|---|
| Base Rent | $ | 9,028,508 | $ | 7,368,294 |
| Operating Costs Recoveries | | 1,934,654 | | 1,819,506 |
| Tax Recoveries | | 1,909,063 | | 2,047,459 |
| Straight Line Rent | | 207,276 | | 125,837 |
| Free Rent | | (38,814) | | (23,516) |
| | $ | 13,040,687 | $ | 11,337,581 |

## 10. Finance Costs

Finance costs for the period ended March 31, 2022 and March 31, 2021 are as follows:

| | | **Three Months Ended** | | |
|---|---|---|---|---|
| | | **March 31, 2022** | | **March 31, 2021** |
| Mortgage Interest | $ | 2,277,804 | $ | 1,986,153 |
| Bank Indebtedness Interest | | 87,538 | | 62,860 |
| Finance Fee Amortization | | 212,351 | | 209,565 |
| Non-cash Interest Expense | | (38,186) | | (50,530) |
| Finance Costs | $ | 2,539,507 | $ | 2,208,052 |

Finance fee amortization relates to fees paid on securing the Facility, the LOC and the Trust's various mortgages accounted for under the amortized cost method. Non-cash interest expense relates to the amortization of mark-to-market adjustment relating to the assumed mortgages from the Trust's various acquisitions.

## 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 period ended March 31, 2021 and March 31, 2020 are as follows:

| | | **March 31, 2022** | | **March 31, 2021** |
|---|---|---|---|---|
| Realty Taxes | $ | 2,079,035 | $ | 2,199,379 |
| Property Management Fees (note 12(b)) | | 465,911 | | 426,282 |
| Operating Expenses | | 2,191,917 | | 1,660,832 |
| Property Operating Expenses | $ | 4,736,863 | $ | 4,286,493 |

| | | **March 31, 2022** | | **March 31, 2021** |
|---|---|---|---|---|
| Asset Management Fees (note 12(a)) | $ | 874,105 | $ | 684,562 |
| Performance Incentive Fees (note 12(a)) | | 133,717 | | 669,984 |
| Public Company Expenses | | 83,272 | | 59,110 |
| Office and General | | 231,422 | | 250,449 |
| General and Administrative | $ | 1,322,516 | $ | 1,664,105 |

## 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. On August 12, 2021, the contract was extended for a further ten year term with successive five year renewal 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, refinancing 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:

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") as defined in the Asset Management Agreement once AFFO exceeds $0.40 per Unit (including any gains and losses on the disposition of real estate properties calculated as gross proceeds less the actual cost of real estate including capitalized additions).

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.

v. Disposition Fees: The Trust pays with respect to a disposition by the Trust at a price that is excess of the average IFRS carrying value of the Property over the preceding four quarters in which the sale occurred, a fee (the "Disposition Fee") equal to 0.5% of the sale price to 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 month ended March 31, 2022 and March 31, 2021, Asset Management Fees were $874,105 and $684,562; Acquisition Fees were $436,125 and $64,913; and Performance Incentive Fees were $133,717 and $669,984, 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 consolidated balance sheet.

As at March 31, 2022, $133,717 ($2,118,237 as at December 31, 2021) was due on demand 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 alterations as may be required; (vii) maintain all licenses and permits as required; (viii) recover all operating costs as required under various tenant lease arrangements; (ix) prepare all property operating and capital expenditure budgets; and (x) 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 period ended March 31, 2022 and March 31, 2021, Property Management Fees were $271,854 and $211,853 and Commercial Leasing Fees were $3,101 and $12,573, respectively.

As at March 31, 2022, $75,083 ($83,380 as at December 31, 2021) 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 which the Trust accounts for as a joint control arrangement, to lease office space on commercially available terms. For the period ended March 31, 2022, $5,580 ($5,580 year ended March 31, 2021) of base rent was paid on this lease.

(d) Co-Ownership Arrangement

The Trust currently is a co-owner in fifteen 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 rata share of its assets, liabilities, revenues, expenses and cash flows in these consolidated financial statements. Management believes the assets of these joint arrangements are sufficient for the purpose of satisfying the associated obligations. Please refer to Note 2(d) - Summary of Significant Accounting Policies for details over the co-ownership schedule.

Certain Trustees and Officers of the Trust directly and/or indirectly have interests in certain of these Joint Arrangements.

(e) Key management compensation:

For the period ended March 31, 2022, total trustee’s fee expenses were $41,849 (2021 - $41,625) and included in general and administrative expenses (office and general). Certain key management personnel are also trustees of the Trust and receive compensation from FCRPI.

The trustees and officers participate in the Trust’s unit based compensation plans and are disclosed in note 8(c).

## 13. Co-Ownership Property Interests

The Trust includes its proportionate share of the related assets, liabilities, revenue and expenses of the co-owned properties in the consolidated financial statements.

**As at March 31, 2022**

| | Trust Wholly Owned | Co-Owned at Proportionate Ownership | Total | Co-Owned at 100% |
|---|---|---|---|---|
| Current Assets | $ 10,591,755 | $ 4,867,490 | $ 15,459,245 | $ 11,700,171 |
| Non-Current Assets | 155,688,230 | 471,010,986 | 626,699,216 | 916,420,460 |
| **Total Assets** | **$ 166,279,985** | **$ 475,878,476** | **$ 642,158,461** | **$ 928,120,631** |
| Current Liabilities | 60,766,540 | 44,132,718 | 104,899,258 | 44,743,821 |
| Non-Current Liabilities | 28,892,709 | 211,546,916 | 240,439,625 | $ 385,838,297 |
| **Total Liabilities** | **$ 89,659,249** | **$ 255,679,634** | **$ 345,338,883** | **$ 430,582,118** |
| **Total Owners' Equity** | **$ 76,620,736** | **$ 220,198,842** | **$ 296,819,578** | **$ 497,538,513** |

**As at December 31, 2021**

| | Trust Wholly Owned | Co-Owned at Proportionate Ownership | Total | Co-Owned at 100% |
|---|---|---|---|---|
| Current Assets | $ 1,519,748 | $ 10,784,548 | $ 12,304,296 | $ 21,492,901 |
| Non-Current Assets | 98,180,571 | 465,871,047 | 564,051,618 | 905,151,546 |
| **Total Assets** | **$ 99,700,319** | **$ 476,655,595** | **$ 576,355,914** | **$ 926,644,447** |
| Current Liabilities | 22,952,044 | 33,826,479 | 56,778,523 | 41,972,835 |
| Non-Current Liabilities | 19,384,928 | 204,277,137 | 223,662,065 | 400,510,007 |
| **Total Liabilities** | **$ 42,336,972** | **$ 238,103,616** | **$ 280,440,588** | **$ 442,482,842** |
| **Total Owners' Equity** | **$ 57,363,347** | **$ 238,551,979** | **$ 295,915,326** | **$ 484,161,605** |

**Period Ended March 31, 2022**

| | Trust Wholly Owned | Co-Owned at Proportionate Ownership | Total | Co-Owned at 100% |
|---|---|---|---|---|
| Net Operating Income | | | | |
| Rental Revenue | $ 2,673,889 | $ 10,366,798 | $ 13,040,687 | $ 19,930,898 |
| Property Operating Expenses | (734,778) | (4,002,085) | (4,736,863) | (7,897,913) |
| | 1,939,111 | 6,364,713 | 8,303,824 | 12,032,985 |
| Interest and Other Income | 113 | 14,365 | 14,478 | 24,162 |
| Expenses: | | | | |
| Finance Costs | 424,003 | 2,115,504 | 2,539,507 | 4,016,041 |
| General and Administrative | 988,571 | 333,945 | 1,322,516 | 767,339 |
| | 1,412,574 | 2,449,449 | 3,862,023 | 4,783,380 |
| Income Before Fair Value Adjustments | 526,650 | 3,929,629 | 4,456,279 | 7,273,767 |
| Fair Value Adjustments - Gain (Loss): | | | | |
| Investment Properties | 176,989 | 962,860 | 1,139,849 | 3,992,839 |
| Unit-based Compensation (Expense) | (258,111) | - | (258,111) | - |
| **Net Income and Comprehensive Income** | $ 445,528 | $ 4,892,489 | $ 5,338,017 | $ 11,266,606 |

**Period Ended March 31, 2021**

| | Trust Wholly Owned | Co-Owned at Proportionate Ownership | Total | Co-Owned at 100% |
|---|---|---|---|---|
| Net Operating Income | | | | |
| Rental Revenue | $ 1,969,627 | $ 9,367,954 | $ 11,337,581 | $ 18,254,661 |
| Property Operating Expenses | (882,130) | (3,404,363) | (4,286,493) | (6,883,446) |
| | 1,087,497 | 5,963,591 | 7,051,088 | 11,371,215 |
| Interest and Other Income | - | 8,226 | 8,226 | 16,221 |
| Expenses: | | | | |
| Finance Costs | 229,367 | 1,978,685 | 2,208,052 | 3,590,028 |
| General and Administrative | 1,060,022 | 604,083 | 1,664,105 | 488,949 |
| | 1,289,389 | 2,582,768 | 3,872,157 | 4,078,977 |
| Income Before Fair Value Adjustments | (201,891) | 3,389,048 | 3,187,157 | 7,308,459 |
| Fair Value Adjustments - Gain (Loss): | | | | |
| Investment Properties | (21,742) | 7,551,228 | 7,529,486 | 18,104,000 |
| Gain on Sale of Investment Properties | - | (263,891) | (263,891) | (376,987) |
| Unit-based Compensation Recovery | (293,239) | - | (293,239) | - |
| **Net Income and Comprehensive Income** | **$ (516,872)** | **$ 10,676,386** | **$ 10,159,514** | **$ 25,035,472** |

## 14. 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 periods ended March 31, 2022 and March 31, 2021. As a result, the REIT does not recognize any deferred income tax assets or liabilities for income tax purposes.

## 15. Commitments and Contingencies

The Trust is subject to legal and other claims in the normal course of business. Although such matters cannot be predicted with certainty, management believes that any liability from such claims would not have a significant effect on the Trust's consolidated financial statements.

For the three months ended March 31, 2022 and March 31, 2021, the Trust had no material commitments and contingencies other than those outlined above and 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 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, 2022 and March 31, 2021, the ratio of such indebtedness to gross book value was 51.2% and 51.2% respectively, which complies with the requirement in the Declaration of Trust and is consistent with the Trust'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 was in compliance with these requirements throughout the periods ended March 31, 2022 and March 31, 2021.

In addition to the above key ratio, the Trust's mortgages has various covenants calculated as defined within these agreements. The Trust monitors these covenants and was in compliance as at March 31, 2022 and March 31, 2021.

## 17. Risk Management and Fair Value of Financial Instruments

A. Risk Management:

The COVID-19 virus has resulted in the federal and provincial governments enacting emergency measures to combat the spread of the virus. These measures, which, over the course of the pandemic, have included measures such as the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally resulting in an economic slowdown. The governments have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions.

The duration and full impact of the COVID-19 pandemic on the Trust is unknown at this time, as is the efficacy of the government's interventions. The extent of the effect of COVID-19 on the Trust's operational and financial performance will depend on numerous factors including the duration, spread, time frame and effectiveness of vaccination roll-out, all of which are uncertain and difficult to predict. As a result, it is not currently possible to ascertain the long-term impact of COVID-19 on the Trust's business and operations. Certain aspects of the Trust's business and operations that have been and will continue to be impacted include rental income, occupancy, tenant inducements and future demand for space. In the preparation of the consolidated financial statements, the Trust has incorporated the ongoing impact of COVID-19 into its estimates and assumptions that affect the carrying amounts of its assets.

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

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 assets. The Trust has its bank indebtedness 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 Trust's variable rate debt:

| **Impact on Interest Expense** | **March 31, 2022** | **December 31, 2021** |
|---|---|---|
| Bank Indebtedness | $ 351,301 | $ 247,979 |
| Mortgages | 395,000 | - |
| | $ 746,301 | $ 247,979 |

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.

Due to the continual financial impacts of COVID-19 on many tenants, the collectability of certain lease payments from lessees has become uncertain.

In determining the expected credit losses, the Trust takes into account the payment history and future expectations of likely default events (i.e. asking for rental concessions, applications for rental relief through government programs such as the CECRA program, or stating they will not be making rental payments on the due date) based on actual or expected insolvency filings or voluntary arrangements. These assessments are made on a tenant-by-tenant basis.

Accounts receivable balance is net of expected credit losses of $380,444 (2021 - $289,037).

As at March 31, 2022, the Trust had one tenant comprising 12.1% of rental revenues (11.7% as at March 31, 2021).

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 maturities of the Trust's financial liabilities as at March 31, 2022 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 7a) | $ 56,455,483 | $ 54,387,007 | $ 184,253,545 | $ 295,096,035 |
| Bank Indebtedness (note 6) | 35,130,111 | - | - | 35,130,111 |
| Tenant Rental Deposits | 573,502 | 270,151 | 1,377,012 | 2,220,665 |
| Distribution Payable | 1,472,688 | - | - | 1,472,688 |
| Land Lease Liability (note 7b) | 37,522 | 36,314 | 188,596 | 262,432 |
| Accounts Payable and Accrued Liabilities (note 5) | 11,536,788 | - | - | 11,536,788 |
| | $ 105,206,094 | $ 54,693,472 | $ 185,819,153 | $ 345,718,719 |

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 and other assets, distribution payable, tenant rental deposits, land lease liability 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:

| | | March 31, 2022 | December 31, 2021 |
|---|---|---|---|
| | Amortized Cost | FVTPL | FVTPL |
| **Financial Assets** | | | |
| Note Receivable | $ 700,000 | $ 700,000 | $ 700,000 |
| Accounts Receivable | 1,556,640 | 1,556,640 | 2,984,658 |
| Deposits and Other Assets | 6,825,627 | 6,825,627 | 2,524,266 |
| Restricted Cash | 346,991 | 346,991 | 202,548 |
| Cash and Cash Equivalents | 5,291,439 | 5,291,439 | 5,895,961 |
| **Financial Liabilities** | | | |
| Distribution Payable | $ 1,472,688 | $ 1,472,688 | $ 1,445,472 |
| Accounts Payable and Accrued Liabilities (except Option and DSU Liabilities) | 8,764,188 | 8,764,188 | 9,477,476 |
| Land Lease Liability | 262,432 | 262,432 | 258,582 |
| Bank Indebtedness | 35,130,111 | 35,130,111 | 24,797,881 |
| Tenant Rental Deposits | 2,220,665 | 2,220,665 | 2,039,072 |
| Mortgages | 294,716,199 | 296,220,664 | 241,417,222 |
| Option Liabilities | - | 2,745,275 | 2,473,672 |
| DSU | - | 27,325 | 13,571 |

I. Fair Value Hierarchy

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 $288.6 million (2021 - $241.4 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(c).

## 19. Segmented Information

The Trust operates in five reportable segments: grocery anchored retail, non-grocery anchored retail, industrial, multi-residential and core service office provider and evaluates performance based on net income and comprehensive income which is presented by segment as outlined below:

| | Grocery Anchored Retail | Non-Grocery Anchored Retail | Industrial | Multi-Residential | Core Service Office Provider | Manufactured Homes Communities | Corporate | Period Ended March 31, 2022 |
|---|---|---|---|---|---|---|---|---|
| Net Operating Income | | | | | | | | |
| Rental Revenue | $ 6,663,170 | $ 1,056,058 | $ 3,361,459 | $ 1,482,496 | $ 124,965 | $ 352,539 | $ - | $ 13,040,687 |
| Property Operating Expenses | (2,317,133) | (362,755) | (1,256,375) | (535,084) | (131,773) | (133,743) | - | (4,736,863) |
| | 4,346,037 | 693,303 | 2,105,084 | 947,412 | (6,808) | 218,796 | - | 8,303,824 |
| Interest and Other Income | 5,134 | 8,333 | 929 | 82 | - | - | - | 14,478 |
| Expenses: | | | | | | | | |
| Finance Costs | 1,396,617 | 21 | 616,982 | 278,794 | - | 27,459 | 219,634 | 2,539,507 |
| General and Administrative | 110,763 | 34,926 | 131,767 | 55,093 | 6,868 | 26,395 | 956,704 | 1,322,516 |
| | 1,507,380 | 34,947 | 748,749 | 333,887 | 6,868 | 53,854 | 1,176,338 | 3,862,023 |
| Income Before Fair Value Adjustments | 2,664,326 | 666,689 | 1,357,264 | 613,607 | (13,676) | 164,942 | (1,006,873) | 4,456,279 |
| Fair Value Adjustments - Gain (Loss): | | | | | | | | |
| Investment Properties | (418,622) | (253,261) | 1,804,368 | (335,625) | (43,930) | 386,919 | - | 1,139,849 |
| Unit-based Compensation | - | - | - | - | - | | (258,111) | (258,111) |
| Net Income/(Loss) and Comprehensive Income/(Loss) | $ 2,425,169 | $ 413,428 | $ 3,161,632 | $ 277,982 | $ (57,606) | $ 551,861 | $ (1,434,449) | $ 5,338,017 |

| | Grocery Anchored Retail | Non-Grocery Anchored Retail | Industrial | Multi-Residential | Core Service Office Provider | Manufactured Homes Communities | Corporate | Period Ended March 31, 2021 |
|---|---|---|---|---|---|---|---|---|
| Net Operating Income | | | | | | | | |
| Rental Revenue | $ 6,511,358 | $ 1,534,319 | $ 2,678,737 | $ 426,534 | $ 158,095 | $ 28,538 | $ - | $ 11,337,581 |
| Property Operating Expenses | (2,350,453) | (586,929) | (973,834) | (198,915) | (159,000) | (16,883) | (480) | (4,286,493) |
| | 4,160,905 | 947,390 | 1,704,903 | 227,619 | (905) | 11,655 | (480) | 7,051,088 |
| Interest and Other Income | - | - | - | - | - | - | 8,226 | 8,226 |
| Expenses: | | | | | | | | |
| Finance Costs | 1,328,476 | 29,278 | 484,715 | 79,604 | 30,241 | - | 255,738 | 2,208,052 |
| General and Administrative | 462,593 | 67,714 | 139,412 | 31,474 | - | 4,843 | 958,069 | 1,664,105 |
| | 1,791,069 | 96,992 | 624,127 | 111,078 | 30,241 | 4,843 | 1,213,807 | 3,872,157 |
| Income Before Fair Value Adjustments | 2,369,836 | 850,398 | 1,080,776 | 116,541 | (31,146) | 6,812 | (1,206,060) | 3,187,157 |
| Fair Value Adjustments - Gain (Loss): | | | | | | | | |
| Investment Properties | 325,162 | 1,235,979 | 5,969,593 | 43,448 | (44,696) | - | - | 7,529,486 |
| Gain on Sale of Investment Properties | - | (263,891) | - | - | - | - | - | (263,891) |
| Unit-based Compensation | - | - | - | - | - | - | (293,239) | (293,239) |
| Net Income/(Loss) and Comprehensive Income/(Loss) | $ 2,694,998 | $ 1,822,486 | $ 7,050,369 | $ 159,989 | $ (75,842) | $ 6,812 | $ (1,499,299) | $ 10,159,514 |

## 20. Subsequent Events

a) On April 12, 2022, the Trust closed on a 50% interest in a multi-tenant industrial portfolio located in Edmonton, Alberta. The acquisition price for the Trust's portion was $36.3 million (excluding transaction costs). The acquisition of the Edmonton Industrial Portfolio was financed in part, with a new $23.7 million first mortgage from a Canadian Chartered Bank. Terms of the mortgage are a 4.41% interest rate, five year term, amortizing and due April 12, 2027.

b) On May 16, 2022, the Trust declared and approved monthly distributions in the amount of $0.04333 per Trust Unit for Unitholders of record on July 29, 2022, August 31, 2022, and September 30, 2022, payable on or about August 15, 2022, September 15, 2022 and October 17, 2022, respectively.