

MANAGEMENT'S DISCUSSION AND ANALYSIS
& CONSOLIDATED FINANCIAL STATEMENTS

MORGUARD
NORTH AMERICAN
RESIDENTIAL REIT

2024
2ND QUARTER
REPORT



MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS OF OPERATIONS AND FINANCIAL CONDITION

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PART I

Morguard North American Residential Real Estate Investment Trust (“Morguard Residential REIT” or the “REIT”) is pleased to provide this review of operations and update on our financial performance for the three and six months ended June 30, 2024. Unless otherwise noted, dollar amounts are stated in thousands of Canadian dollars, except per suite and REIT trust unit (“Unit”) amounts.

The following Management’s Discussion and Analysis (“MD&A”) sets out the REIT’s strategies and provides an analysis of the financial performance for the three and six months ended June 30, 2024, and significant risks facing the business. Historical results, including trends that might appear, should not be taken as indicative of future operations or results.

This MD&A should be read in conjunction with the REIT’s unaudited condensed consolidated financial statements and accompanying notes for the three and six months ended June 30, 2024 and 2023. This MD&A is based on financial information prepared in accordance with International Financial Reporting Standards (“IFRS”) IAS 34, Interim Financial Reporting, as issued by the International Accounting Standards Board (“IASB”) and is dated July 30, 2024. Disclosure contained in this document is current to that date unless otherwise noted.

Additional information relating to Morguard Residential REIT, including the REIT’s Annual Information Form, can be found at www.sedarplus.ca and www.morguard.com.

FORWARD-LOOKING STATEMENTS DISCLAIMER

Statements contained herein that are not based on historical or current fact, including without limitation, statements containing the words “anticipates”, “believes”, “may”, “continue”, “estimate”, “expects” and “will” and words of similar expression, constitute “forward-looking statements”. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual results, events or developments to be materially different from any future results, events or developments expressed or implied by such forward-looking statements. Such factors include, among others, the following: general economic and business conditions, both nationally and in the regions in which the REIT operates; changes in business strategy or development/acquisition plans; environmental exposures; financing risk; existing governmental regulations and changes in, or the failure to comply with, governmental regulations; liability and other claims asserted against the REIT; risk and uncertainties relating to pandemic or epidemic and other factors referred to in the REIT’s filings with Canadian securities regulators. Given these uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements. Morguard Residential REIT does not assume the obligation to update or revise any forward-looking statements.

SPECIFIED FINANCIAL MEASURES

Morguard Residential REIT reports its financial results in accordance with IFRS. However, this MD&A also uses specified financial measures that are not defined by IFRS, which follow the disclosure requirements established by National Instrument 52-112 *Non-GAAP and Other Financial Measures Disclosure*. Specified financial measures are categorized as non-GAAP financial measures, non-GAAP ratios, and other financial measures, which are capital management measures, supplementary financial measures, and total of segments measures.

NON-GAAP FINANCIAL MEASURES

Non-GAAP financial measures do not have any standardized meaning prescribed by IFRS and are not necessarily comparable to similar measures presented by other reporting issuers in similar or different industries. These measures should be considered as supplemental in nature and not as substitutes for related financial information prepared in accordance with IFRS. The REIT’s management uses these measures to aid in assessing the REIT’s underlying core performance and provides these additional measures so that investors may do the same. Management believes that the non-GAAP financial measures described below, which supplement the IFRS measures, provide readers with a more comprehensive understanding of management’s perspective on the REIT’s operating results and performance.

The following discussion describes the non-GAAP financial measures the REIT uses in evaluating its operating results:

PROPORTIONATE SHARE BASIS

The REIT's balance sheet and statements of income prepared in accordance with IFRS have been adjusted (as described below) to derive the REIT's proportionately owned financial results ("Proportionate Basis"). The Proportionate Basis adjustment excludes the impact of realty taxes accounted for under IFRIC 21 (described below) and records realty taxes for all properties on a *pro rata* basis over the entire fiscal year. Management believes that the Proportionate Basis non-GAAP financial measures, which supplement the IFRS measures, provide readers with a more comprehensive understanding of management's perspective on the REIT's operating results and performance.

Non-Controlling Interest Share ("NCI Share")

NCI Share adjusts for three Canadian properties and two U.S. properties whereby the REIT controls but does not own a 100% interest in the subsidiary and, as a result, the REIT fully consolidates their financial results within its consolidated financial statements. The adjustment removes the non-controlling interest portion that is consolidated under IFRS. The presentation of *pro rata* assets, liabilities, revenue and expenses represents a non-GAAP financial measure and may not accurately depict the legal and economic implications of the REIT's interest in the joint ventures.

Equity-Accounted Investments ("Equity Interest")

Equity Interest adjusts interests in joint arrangements that are accounted for using the equity method of accounting. The financial results of one U.S. property (two U.S. properties prior to January 5, 2023) under IFRS are presented on a single line within the consolidated balance sheet and statements of income and have been adjusted on a proportionately owned basis to each respective financial statement line presented within the balance sheet and statements of income. The presentation of *pro rata* assets, liabilities, revenue and expenses represents a non-GAAP financial measure and may not accurately depict the legal and economic implications of the REIT's interest in the joint venture.

IFRIC 21

Net operating income ("NOI") includes the impact of realty taxes accounted for under the International Financial Reporting Interpretations Committee ("IFRIC") Interpretation 21, Levies ("IFRIC 21"). IFRIC 21 states that an entity recognizes a levy liability in accordance with the relevant legislation. The obligating event for realty taxes for the U.S. municipalities in which the REIT operates is ownership of the property on January 1 of each year for which the tax is imposed and, as a result, the REIT records the entire annual realty tax expense for its U.S. properties on January 1, except for U.S. properties acquired during the year in which the realty taxes are not recorded in the year of acquisition.

A reconciliation of the REIT's proportionately owned financial results from the IFRS financial statement presentation is presented under the section Part IX, "Reconciliation of Non-GAAP Financial Measures."

PROPORTIONATE SHARE NOI ("PROPORTIONATE NOI")

NOI and Proportionate NOI are important measures in evaluating the operating performance of the REIT's real estate properties and are a key input in determining the fair value of the REIT's properties. Proportionate NOI represents NOI (an IFRS measure) adjusted for the following: i) to exclude the impact of realty taxes accounted for under IFRIC 21 as noted above. Proportionate NOI records realty taxes for all properties on a *pro rata* basis over the entire fiscal year; ii) to exclude the non-controlling interest share of NOI for those properties that are consolidated under IFRS; and iii) to include equity-accounted investments NOI at the REIT's ownership interest.

In addition, included in Proportionate Share NOI is the composition of revenue from real estate properties (an IFRS measure) in three categories: i) gross rental revenue (before vacancy and ancillary revenue); ii) vacancy; and iii) ancillary revenue. The presentation of revenue from real estate properties in these three categories (on a Proportionate Share Basis) represents a non-GAAP financial measure and is presented in this MD&A because management considers this non-GAAP financial measure to be an important measure of the REIT's operating performance that provides a more comprehensive understanding of revenue from real estate properties.

A reconciliation of Proportionate NOI from the IFRS financial statement presentation of NOI (revenue from real estate properties (and the composition of revenue), property operating costs, realty taxes and utilities) is presented under the section Part IX, "Reconciliation of Non-GAAP Financial Measures."

SAME PROPERTY PROPORTIONATE NOI

Same Property Proportionate NOI is presented in this MD&A because management considers this non-GAAP financial measure to be an important measure of the REIT's operating performance for properties owned by the REIT continuously for the current and comparable reporting period and does not take into account the impact of the operating performance of property acquisitions and dispositions as well as development properties until reaching stabilized occupancy. In addition, Same Property Proportionate NOI is presented in local currency and by country, isolating any impact of foreign exchange fluctuations. A reconciliation of the components of Same Property Proportionate NOI is presented under the section Part III, "Review of Operational Results."

A reconciliation of Same Property Proportionate NOI from the IFRS financial statement presentation of NOI (revenue from real estate properties (and the composition of revenue), property operating costs, realty taxes and utilities) is presented under the section Part IX, "Reconciliation of Non-GAAP Financial Measures."

FUNDS FROM OPERATIONS ("FFO")

FFO (and FFO per Unit) is a non-GAAP financial measure widely used as a real estate industry standard that supplements net income (loss) and evaluates operating performance but is not indicative of funds available to meet the REIT's cash requirements. FFO can assist with comparisons of the operating performance of the REIT's real estate between periods and relative to other real estate entities. FFO is computed by the REIT in accordance with the current definition of the Real Property Association of Canada ("REALPAC") and is defined as net income (loss) attributable to Unitholders adjusted for fair value adjustments, distributions on the Class B LP Units, realty taxes accounted for under IFRIC 21, deferred income taxes (on the REIT's U.S. properties), gains/losses on the sale of real estate properties (including income taxes on the sale of real estate properties) and other non-cash items. The REIT considers FFO to be a useful measure for reviewing its comparative operating and financial performance. FFO per Unit is calculated as FFO divided by the weighted average number of Units outstanding (including Class B LP Units) during the period.

A reconciliation of net income (loss) attributable to Unitholders (an IFRS measure) to FFO is presented under the section Part III, "Funds From Operations."

INDEBTEDNESS

Indebtedness (as defined in the Declaration of Trust) is a measure of the amount of debt financing utilized by the REIT. Indebtedness is presented in this MD&A because management considers this non-GAAP financial measure to be an important measure of the REIT's financial position.

A reconciliation of indebtedness from the IFRS financial statement presentation is presented under the section Part IX, "Reconciliation of Non-GAAP Financial Measures."

GROSS BOOK VALUE

Gross book value (as defined in the Declaration of Trust) is a measure of the value of the REIT's assets. Gross book value is presented in this MD&A because management considers this non-GAAP financial measure to be an important measure of the REIT's asset base and financial position.

A reconciliation of gross book value from the IFRS financial statement presentation is presented under the section Part IX, "Reconciliation of Non-GAAP Financial Measures."

TOTAL DISTRIBUTIONS (INCLUDING CLASS B LP UNITS)

Total distributions (including Class B LP Units) is a non-GAAP financial measure calculated by combining distributions to Unitholders and distributions on the Class B LP Units that originate from different IFRS financial statement line items. Under IFRS, the Class B LP Units are classified as financial liabilities, and the corresponding distributions paid to the unitholders are classified as interest expense. Total distributions (including Class B LP Units) is presented in this MD&A because management believes Class B LP Unit distribution payments do not represent financing charges because these amounts are payable only if the REIT declares distributions and only for the amount of any distributions declared, both of which are at the discretion of the Board of Trustees as outlined in the Declaration of Trust (defined below).

A reconciliation of the IFRS financial statement presentation of Unitholders distribution plus distributions on the Class B LP Units is presented under the section Part III, "Distributions."

NON-GAAP RATIOS

Non-GAAP ratios do not have any standardized meaning prescribed by IFRS and are not necessarily comparable to similar measures presented by other reporting issuers in similar or different industries. These measures should be considered as supplemental in nature and not as substitutes for related financial information prepared in accordance with IFRS. The REIT's management uses these measures to aid in assessing the REIT's underlying core performance and provides these additional measures so that investors may do the same. Management believes that the non-GAAP ratios described below, provide readers with a more comprehensive understanding of management's perspective on the REIT's operating results and performance.

The following discussion describes the non-GAAP ratios the REIT uses in evaluating its operating results:

PROPORTIONATE NOI MARGIN

Proportionate NOI margin is calculated as Proportionate NOI divided by revenue (on a Proportionate Basis) and is an important measure in evaluating the operating performance (including the level of operating expenses) of the REIT's real estate properties. Proportionate NOI margin is presented in this MD&A because management considers this non-GAAP ratio to be an important measure of the REIT's operating performance and financial position.

FFO PAYOUT RATIO

FFO payout ratio compares distributions (including Class B LP Units) to FFO. Distributions (including Class B LP Units) is calculated based on the monthly distribution per Unit multiplied by the weighted average number of Units outstanding (including Class B LP Units) during the period and is an important metric in assessing the sustainability of retained cash flow to fund capital expenditures and distributions. FFO payout ratio is presented in this MD&A because management considers this non-GAAP ratio to be an important measure of the REIT's operating performance and financial position.

INDEBTEDNESS TO GROSS BOOK VALUE RATIO

Indebtedness to gross book value ratio is a compliance measure in the Declaration of Trust and establishes the limit for financial leverage of the REIT. Indebtedness to gross book value ratio is presented in this MD&A because management considers this non-GAAP ratio to be an important measure of the REIT's financial position.

INTEREST COVERAGE RATIO

Interest coverage ratio measures the amount of cash flow available to meet annual interest payments on the REIT's indebtedness. Generally, the higher the interest coverage ratio, the lower the credit risk. Interest coverage ratio is presented in this MD&A because management considers this non-GAAP ratio to be an important measure of the REIT's operating performance and financial position.

INDEBTEDNESS COVERAGE RATIO

Indebtedness coverage ratio measures the amount of cash flow available to meet annual principal and interest payments on the REIT's indebtedness. Generally, the higher the indebtedness coverage ratio, the higher the capacity for additional debt. Indebtedness coverage ratio is presented in this MD&A because management considers this non-GAAP ratio to be an important measure of the REIT's operating performance and financial position.

SUPPLEMENTARY FINANCIAL MEASURES

Supplementary financial measures represent a component of a financial statement line item (including ratios that are not non-GAAP ratios) that are presented in a more granular way outside the financial statements, calculated in accordance with the accounting policies used to prepare the line item presented in the financial statements.

The following discussion describes the supplementary financial measures the REIT uses in evaluating its operating results:

SAME PROPERTY NOI

Same Property NOI is presented in this MD&A because management considers this supplementary financial measure to be an important measure of the REIT's operating performance, representing NOI for properties owned by the REIT continuously for the current and comparable reporting period and does not take into account the impact of the operating performance of property acquisitions and dispositions as well as development properties until reaching stabilized occupancy. In addition, Same Property NOI is presented in local currency

and by country, isolating any impact of foreign exchange fluctuations. A summary of the components of Same Property NOI is presented under the section Part III, "Review of Operational Results."

Included in Same Property NOI is the composition of revenue from real estate properties (an IFRS measure) in three categories: i) gross rental revenue (before vacancy and ancillary revenue); ii) vacancy; and iii) ancillary revenue. The presentation of revenue from real estate properties in these three categories represents a supplementary financial measure and is presented in this MD&A because management considers this measure to be an important measure of the REIT's operating performance that provides a more comprehensive understanding of revenue from real estate properties.

NOI MARGIN

NOI margin is calculated as NOI divided by revenue and is an important measure in evaluating the operating performance (including the level of operating expenses) of the REIT's real estate properties. NOI margin is presented in this MD&A because management considers this supplementary financial measure to be an important measure of the REIT's operating performance and financial position.

REAL ESTATE PROPERTIES BY REGION

The composition of the REIT's real estate properties by region is presented in this MD&A because management considers this supplementary financial measure to be an important measure of the REIT's asset base and financial position. A summary of the components of real estate properties by region is presented under the section Part IV, "Balance Sheet Analysis."

CAPITAL EXPENDITURES BY COUNTRY

The composition of the REIT's capital expenditures by country is presented in this MD&A because management considers this supplementary financial measure to be an important measure of the REIT's capital expenditures by its Canadian and U.S. portfolios. The REIT is committed to improving its operating performance by incurring appropriate capital expenditures in order to replace and maintain the productive capacity of its property portfolio so as to sustain its rental income generating potential over the portfolio's useful life. A summary of the components of capital expenditures by country is presented under the section Part IV, "Balance Sheet Analysis."

LOAN-TO-VALUE ("LTV")

LTV is calculated by multiplying a rate of leverage by the real estate properties' fair value and is presented in this MD&A by year and is plotted against the maturity profile of the REIT's mortgages payable. Included in the analysis is an equity-accounted investment at the REIT's interest. The presentation of LTV against its corresponding mortgage maturity profile represents a supplementary financial measure and is presented in this MD&A because management considers this measure to be an important measure of the REIT's financial position. A table illustrating the LTV by year, plotted against the REIT's mortgage maturity profile is presented under the section Part V, "Capital Structure and Debt Profile."

CAPITAL MANAGEMENT MEASURES

The REIT's capital management is designed to maintain a level of capital that allows it to implement its business strategy while complying with investment and debt restrictions pursuant to the Declaration of Trust, as well as existing debt covenants, while continuing to build long-term Unitholder value and maintaining sufficient capital contingencies.

The following discussion describes the REIT's capital management measures:

TOTAL CAPITALIZATION

Total capitalization as disclosed in the notes to the REIT's unaudited condensed consolidated financial statements for the three and six months ended June 30, 2024, and 2023 is calculated as the sum of the principal amount of the REIT's total debt (including mortgages payable, convertible debentures, lease liabilities and amounts drawn under its revolving credit facility with Morguard Corporation), Unitholders' equity and Class B LP Units liability, and is presented in this MD&A because management considers this capital management measure to be an important measure of the REIT's financial position.

LIQUIDITY

Liquidity is calculated as the sum of cash, amounts available under its revolving credit facility with Morguard and any committed net additional mortgage financing proceeds and is presented in this MD&A because management considers this capital management measure to be an important measure of the REIT's financial position as well as determining the annual level of distributions to Unitholders.

PART II

BUSINESS OVERVIEW AND STRATEGY

The REIT is an unincorporated open-ended real estate investment trust established pursuant to a declaration of trust dated March 1, 2012, and as most recently amended and restated on February 16, 2021 (the "Declaration of Trust"), under and governed by the laws of the Province of Ontario. The Units of the REIT trade on the Toronto Stock Exchange ("TSX") under the symbol "MRG.UN."

The REIT has been formed to own multi-suite residential rental properties across Canada and the United States. The objectives of the REIT are to: i) generate stable and growing cash distributions on a tax-efficient basis; ii) enhance the value of the REIT's assets and maximize the long-term value of the Units through active asset and property management; and iii) expand the asset base of the REIT primarily through acquisitions and improvement of its properties through targeted and strategically deployed capital expenditures.

The REIT's internal growth strategy will focus on maximizing cash flow from its portfolio. The REIT intends to increase cash flows by maximizing occupancy and average monthly rent ("AMR"), taking into account local conditions in each of its regional markets, managing its operating expenses as a percentage of revenues and strengthening its asset base through its building infrastructure improvement and capital expenditure programs.

The REIT's external growth strategy is focused on opportunities to acquire additional multi-suite residential properties located in urban centres and major suburban regions in Canada and the United States that satisfy the REIT's investment criteria, as well as generating greater cash flow from acquired properties. The REIT will seek to leverage its relationship with Morguard Corporation ("Morguard") to access acquisition opportunities that satisfy the REIT's investment criteria. Additionally, subject to limited exceptions, the REIT has the right of first opportunity to acquire the existing interests in Morguard's multi-suite residential properties prior to any disposition by Morguard to a third party.

FINANCIAL AND OPERATIONAL HIGHLIGHTS

As at (In thousands of dollars, except as noted otherwise)	June 30, 2024	December 31, 2023	June 30, 2023
Operational Information			
Number of properties	43	43	43
Total suites	13,089	13,089	13,089
Occupancy percentage - Canada	98.0%	98.7%	98.4%
Occupancy percentage - U.S.	93.3%	94.2%	95.3%
AMR - Canada (in actual dollars)	\$1,730	\$1,674	\$1,631
AMR - U.S. (in actual U.S. dollars)	US\$1,896	US\$1,875	US\$1,848
Summary of Financial Information			
Gross book value ⁽¹⁾	\$4,377,500	\$4,095,931	\$4,128,900
Indebtedness ⁽¹⁾	\$1,720,043	\$1,583,311	\$1,583,989
Indebtedness to gross book value ratio ⁽¹⁾	39.3%	38.7%	38.4%
Weighted average mortgage interest rate	3.87%	3.72%	3.65%
Weighted average term to maturity on mortgages payable (years)	5.4	4.9	5.2
Exchange rates - United States dollar to Canadian dollar	\$1.37	\$1.32	\$1.32
Exchange rates - Canadian dollar to United States dollar	\$0.73	\$0.76	\$0.76

(1) Represents a non-GAAP financial measure/ratio that does not have any standardized meaning prescribed by IFRS and is not necessarily comparable to similar measures presented by other reporting issuers in similar or different industries. This measure should be considered as supplemental in nature and not as substitutes for related financial information prepared in accordance with IFRS. Additional information on this non-GAAP financial measure/ratio can be found under the section Part I, "Specified Financial Measures."

(In thousands of dollars, except per Unit amounts)	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Summary of Financial Information				
Interest coverage ratio ⁽¹⁾	2.39	2.55	2.42	2.51
Indebtedness coverage ratio ⁽¹⁾	1.63	1.67	1.63	1.62
Revenue from real estate properties	\$85,756	\$83,326	\$170,512	\$162,974
NOI	\$54,649	\$53,494	\$75,236	\$72,802
Proportionate NOI ⁽¹⁾	\$46,401	\$45,238	\$91,304	\$86,902
Same Property Proportionate NOI ⁽¹⁾	\$46,401	\$45,238	\$89,109	\$85,793
NOI margin - IFRS	63.7%	64.2%	44.1%	44.7%
NOI margin - Proportionate ⁽¹⁾	54.4%	54.6%	53.8%	53.6%
Net income	\$50,571	\$87,515	\$75,347	\$121,764
FFO - basic ⁽¹⁾	\$22,685	\$23,711	\$45,219	\$45,665
FFO - diluted ⁽¹⁾	\$23,525	\$24,549	\$46,899	\$47,571
FFO per Unit - basic ⁽¹⁾	\$0.41	\$0.42	\$0.82	\$0.81
FFO per Unit - diluted ⁽¹⁾	\$0.41	\$0.42	\$0.82	\$0.80
Distributions per Unit	\$0.18501	\$0.1800	\$0.37002	\$0.3600
FFO payout ratio ⁽¹⁾	44.6%	42.5%	44.9%	44.2%
Weighted average number of Units outstanding (in thousands):				
Basic ⁽²⁾	54,745	55,957	54,856	56,118
Diluted ^{(2) (3)}	57,064	58,276	57,175	59,485
Average exchange rates - United States dollar to Canadian dollar	\$1.37	\$1.34	\$1.36	\$1.35
Average exchange rates - Canadian dollar to United States dollar	\$0.73	\$0.74	\$0.74	\$0.74

(1) Represents a non-GAAP financial measure/ratio that does not have any standardized meaning prescribed by IFRS and is not necessarily comparable to similar measures presented by other reporting issuers in similar or different industries. This measure should be considered as supplemental in nature and not as substitutes for related financial information prepared in accordance with IFRS. Additional information on this non-GAAP financial measure/ratio can be found under the section Part I, "Specified Financial Measures."

(2) For purposes of calculating FFO per Unit, Class B LP Units are included as Units outstanding on both a basic and diluted basis.

(3) Includes the dilutive impact of the convertible debentures.

REAL ESTATE PROPERTIES

As at June 30, 2024, the REIT's multi-suite residential property portfolio consists of 16 Canadian properties and 27 U.S. properties, having a total of 13,089 residential suites and 239,500 square feet of commercial area. The properties are primarily located in urban centres and major suburban regions in Alberta, Ontario, Colorado, Texas, Louisiana, Illinois, Georgia, Florida, North Carolina, Virginia and Maryland.

Approximately 79% of suites in Canada are located in Toronto and Mississauga, which form part of the Greater Toronto Area ("GTA"). The GTA is Canada's most significant economic cluster and contains the largest concentration of people. The regional distribution of the remaining suites serves to add stability to the REIT's cash flows because it reduces the REIT's vulnerability to economic fluctuations affecting any particular region.

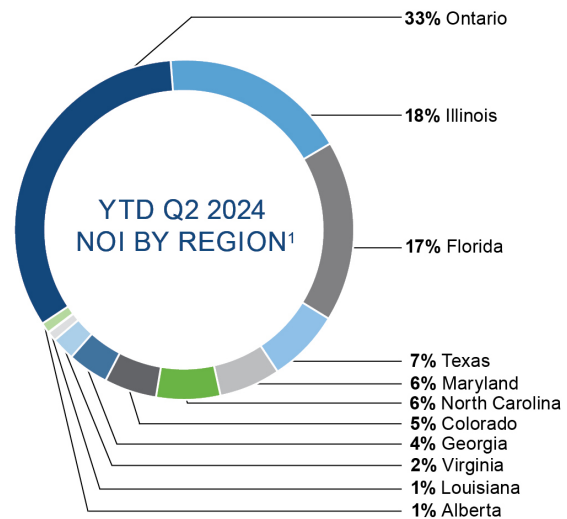
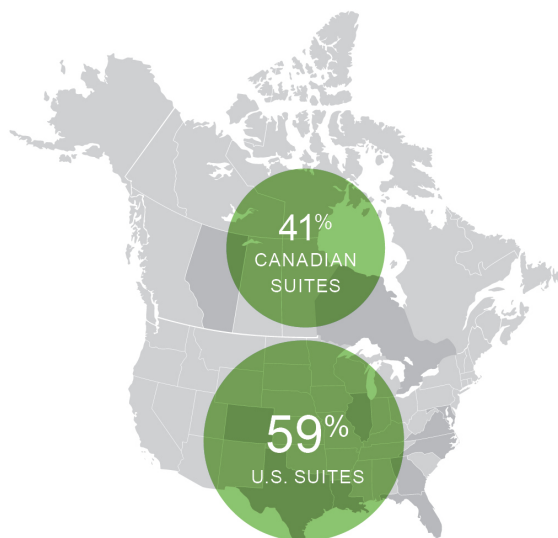
The following table details the regional distribution of the REIT's portfolio as at June 30, 2024:

Region (In thousands of dollars, except as otherwise noted)	Number of Properties	Total Suites ⁽¹⁾	% of the Portfolio (based on suites)	Fair Value of Real Estate Properties ⁽¹⁾
Canadian Properties				
Alberta	1	277	2.1%	\$50,800
Ontario				
Mississauga	7	2,219	17.0%	849,900
Toronto	6	1,997	15.3%	495,140
Other ⁽²⁾	2	842	6.4%	250,700
	16	5,335	40.8%	\$1,646,540
U.S. Properties				
Colorado	2	454	3.5%	\$171,498
Texas	3	1,021	7.8%	284,416
Louisiana	2	249	1.9%	65,698
Illinois	4	1,795	13.7%	885,276
Georgia	2	522	4.0%	147,272
Florida	9	2,253	17.2%	702,963
North Carolina	2	864	6.6%	258,684
Virginia	1	104	0.8%	68,847
Maryland⁽³⁾	2	492	3.7%	253,609
	27	7,754	59.2%	\$2,838,263
Impact of realty taxes accounted for under IFRIC 21				19,232
Total	43	13,089	100.0%	\$4,504,035

(1) Total suites and fair value of real estate properties include non-controlling interest; the REIT, on a proportionate basis, has ownership of 12,315 suites. Fair value of real estate properties represents the sum of real estate properties (\$4,172,893) and an equity-accounted investment property (\$331,142), inclusive of non-controlling interest share.

(2) Other Ontario includes one property in each of Kitchener, Ontario and Ottawa, Ontario.

(3) Includes a retail property comprising 186,712 square feet of commercial area.



¹ Includes equity-accounted investments at ownership share and excludes the impact of realty taxes under IFRIC 21.

AVERAGE MONTHLY RENT AND OCCUPANCY BY REGION

The following table details AMR (in actual dollars), stated in local currency, and occupancy of the REIT's portfolio for the following periods and is calculated on a proportionate ownership basis:

Region	AMR/Suite at June 30, 2024	AMR/Suite at June 30, 2023	% Change	Occupancy at June 30, 2024	Occupancy at June 30, 2023
Canadian Properties (in Canadian dollars)					
Alberta	\$1,437	\$1,356	6.0%	96.8%	88.4%
Ontario					
Mississauga ⁽¹⁾	1,947	1,830	6.4%	97.6%	99.5%
Toronto	1,550	1,468	5.6%	99.0%	99.3%
Other ⁽²⁾	1,678	1,589	5.6%	97.3%	96.5%
Total Ontario	1,746	1,646	6.1%	98.1%	99.0%
Total Canada (in Canadian dollars)	\$1,730	\$1,631	6.1%	98.0%	98.4%
U.S. Properties (in U.S. dollars)					
Colorado	\$1,816	\$1,786	1.7%	92.9%	96.2%
Texas	1,663	1,647	1.0%	89.2%	94.1%
Louisiana	1,622	1,645	(1.4%)	93.0%	92.6%
Illinois	2,689	2,584	4.1%	94.1%	96.7%
Georgia	1,616	1,626	(0.6%)	93.4%	95.4%
Florida	1,769	1,706	3.7%	93.3%	94.6%
North Carolina	1,446	1,454	(0.6%)	93.9%	95.6%
Virginia	2,497	2,379	5.0%	98.1%	98.1%
Maryland	2,166	2,069	4.7%	98.6%	97.1%
Total U.S. (in U.S. dollars)	\$1,896	\$1,848	2.6%	93.3%	95.3%
Total (in local currencies)	\$1,825	\$1,756	3.9%	95.3%	96.6%

(1) For periods prior to the second quarter of 2024, excludes 36 suites impacted by a fire at a property during the second quarter of 2022.

(2) Other Ontario includes one property in each of Kitchener, Ontario and Ottawa, Ontario.

CANADIAN PROPERTIES

As at June 30, 2024, Canadian AMR per suite was \$1,730, an increase of 6.1% compared to June 30, 2023. Sequentially, Canadian AMR at June 30, 2024, increased by 1.6%, compared to \$1,703 as at March 31, 2024.

Effective January 1, 2024, the Ontario guideline rental rate increase is 2.5% (2023 - 2.5%). The REIT also experienced rental rate growth from above-guideline increases ("AGI") at several properties upon the completion of capital projects as well as rental rate increases on suite turnover. In addition, within the Ontario portfolio, the REIT has filed AGI applications relating to eligible capital repairs, providing the ability to increase rents upon approval from the Landlord and Tenant Board.

The REIT continued to experience steady demand which allowed the REIT to increase rents from below market rates as suites turned over. During the six months ended June 30, 2024, the REIT's Canadian portfolio turned over 245 suites, or 4.6% of total suites and achieved AMR growth of 26.3% on suite turnover. Overall, Canadian turnover was lower compared to 4.8% achieved during the six months ended June 30, 2023.

As at June 30, 2024, AMR at the REIT's single property in Edmonton, Alberta, increased by 6.0% compared to June 30, 2023. Improved occupancy has allowed the REIT to increase rental rates. The Edmonton market is experiencing a recovery as economic conditions improve, and as new rental inventory is absorbed.

Occupancy within the REIT's Ontario region decreased to 98.1% at June 30, 2024, compared to 99.0% at June 30, 2023. During the second quarter, the REIT completed the reconstruction of 36 suites at a property located in Mississauga, Ontario, that were previously impacted by a fire which has contributed to the decrease in occupancy as the suites became available, of which 20 suites have been leased to date. The newly constructed suites feature stainless steel appliances and have been upgraded to include in-suite washer/dryer, providing strong AMR uplift.

As at June 30, 2024, occupancy at the REIT's single property located in Edmonton, Alberta, at 96.8%, increased from 88.4% at June 30, 2023. Leasing activity has increased due to improved market conditions and as new inventory is absorbed.

As at June 30, 2024, occupancy in Canada remained stable at 98.0%, decreasing slightly compared to 98.4% at June 30, 2023, and, sequentially, occupancy decreased compared to 98.4% at March 31, 2024. The REIT continues to increase rents while maintaining a stable occupancy rate. Rental market conditions remain stable as housing demand is outdistancing supply, and as an elevated level of immigration and a high interest rate environment discourage tenants from home ownership.

U.S. PROPERTIES

As at June 30, 2024, U.S. AMR per suite was US\$1,896, an increase of 2.6% compared to June 30, 2023. AMR growth was led by Virginia, Maryland, Illinois and Florida, as these regions continue to show signs of solid market fundamentals. Sequentially, U.S. AMR at June 30, 2024, increased by 0.9%, compared to US\$1,880 as at March 31, 2024. The REIT experienced overall AMR growth during the first half of 2024, while Louisiana, Georgia and North Carolina saw slight decreases during that same period.

The REIT continues to utilize revenue management tools aimed at balancing rent growth, traffic and renewal exposure. Though management believes supply challenges will continue in a few markets, demand remains consistent throughout the portfolio, even with an overall slight decrease in occupancy, largely due to job loss/relocation and home buying. We expect AMR growth to stabilize overall as we continue to mitigate downward pressure on rents across the portfolio.

As at June 30, 2024, AMR at the REIT's properties located in Chicago, increased by 4.1% compared to June 30, 2023, due to stabilized occupancy and sustained rental demand. With new inventory coming online and increased absorption within Downtown Chicago, management's focus has continued to find the optimal balance of occupancy and market rent growth. To that end, market rents for the REIT's Chicago assets are expected to remain stable moving through the busy summer leasing season.

As at June 30, 2024, AMR at the REIT's properties located in Florida, increased by 3.7% compared to June 30, 2023, as occupancies remained stable and demand remained strong. Seasonality during the spring/summer, from higher turnover as well as the start of the new school year, is the main driver for the fluctuating occupancies in these markets. AMR growth has stabilized since the fourth quarter of 2022, a dynamic management believes will continue through the second half of 2024.

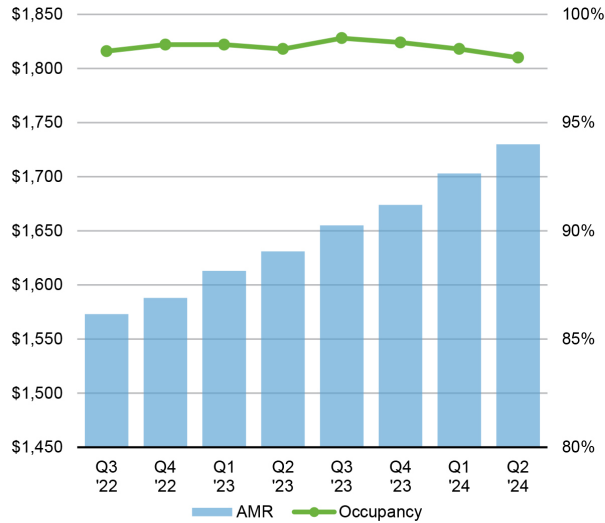
As at June 30, 2024, U.S. occupancy decreased to 93.3% compared to 95.3% at June 30, 2023. The dip in occupancy is consistent with the seasonality from prior years driven by high turnover in our more active spring and summer leasing seasons, while AMR levels continued to climb across the majority of the portfolio. Management's active leasing and renewal strategies, which include rent monitoring and lease term exposure continue to provide stable occupancies while maintaining solid rent growth. Job loss, especially in the tech industry as well as relocations and new inventory, are the main drivers behind the fluctuating occupancies in the Texas submarket. While this submarket is currently leased at approximately 90%, management is incorporating similar outreach and marketing strategies that yielded improvements in occupancy at our Louisiana properties since the first quarter of 2024. Further, in order to maintain relevance, retain current tenants, and to attract new ones, the REIT's capital reinvestment includes suite renovations, improvements to recreation facilities, refurbishing of common areas, maintaining its building mechanicals and waterproofing its exterior facades.

Sequentially, as at June 30, 2024, U.S. occupancy of 93.3%, decreased slightly compared to 94.0% as at March 31, 2024. Stable occupancy levels were maintained alongside higher rents. While the U.S. economy remains strong with low unemployment and inflation beginning to stabilize, the REIT is experiencing turnover in some areas, specifically related to job loss/job relocation and residents either moving to other neighborhoods or out of state, home purchases, as well as due to financial reasons. In order to mitigate these trends, management is proactively reaching out to existing tenants prior to renewal, marketing the benefits of renting vs. buying, offering concessions and transfers to properties within close proximity, as well as cultivating preferred employer programs. Looking ahead, management expects occupancies to remain stable through the busy summer leasing season and into the fall, with a combination of reasonable suite turnovers and robust leasing activity in the majority of its markets.

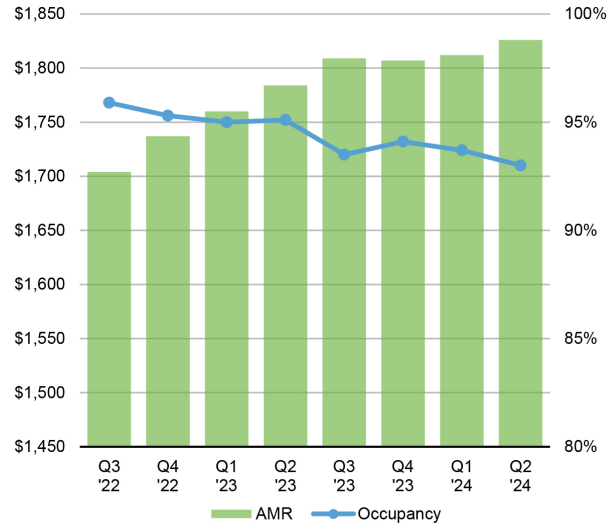
For the six months ended June 30, 2024, the REIT's rental incentives amounted to \$761 (2023 - \$417), mainly at properties that were impacted by new supply and increased vacancy in urban markets. Incentives were used on an as-needed basis in those limited submarkets to compete with new inventory.

The following table details AMR (in actual dollars), stated in local currency, and occupancy of the REIT's Same Property portfolio at each quarter end since September 30, 2022:

CANADA



U.S.



PART III

REVIEW OF OPERATIONAL RESULTS

The REIT's operational results are summarized below:

(In thousands of dollars)	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Revenue from real estate properties	\$85,756	\$83,326	\$170,512	\$162,974
Property operating expenses				
Property operating costs	(23,982)	(22,749)	(46,923)	(44,256)
Realty taxes	(2,445)	(2,457)	(37,656)	(35,252)
Utilities	(4,680)	(4,626)	(10,697)	(10,664)
Net operating income	54,649	53,494	75,236	72,802
Other expense (income)				
Interest expense	19,692	18,613	39,270	36,762
Trust expenses	5,663	5,784	11,157	10,961
Equity income from investments	(2,072)	(1,456)	(3,866)	(4,210)
Foreign exchange loss	4	23	6	24
Other expense (income)	(154)	100	(234)	(619)
Income before fair value changes and income taxes	31,516	30,430	28,903	29,884
Fair value gain on real estate properties, net	18,974	62,555	71,140	129,243
Fair value gain (loss) on Class B LP Units	8,095	9,473	(12,228)	(11,195)
Income before income taxes	58,585	102,458	87,815	147,932
Provision for income taxes				
Current	981	34	1,607	68
Deferred	7,033	14,909	10,861	26,100
	8,014	14,943	12,468	26,168
Net income for the period	\$50,571	\$87,515	\$75,347	\$121,764
Net income attributable to:				
Unitholders	\$48,316	\$81,227	\$74,047	\$110,722
Non-controlling interest	2,255	6,288	1,300	11,042
	\$50,571	\$87,515	\$75,347	\$121,764

REVENUE FROM REAL ESTATE PROPERTIES

Higher rental revenue for the three and six months ended June 30, 2024, is mainly due to rental rate increases, foreign exchange fluctuations and the impact from the acquisition of properties.

NET OPERATING INCOME

The following tables provide the NOI and Proportionate NOI for the REIT's consolidated Canadian and U.S. operations and present the following non-GAAP financial measures/ratios: Proportionate NOI, Same Property Proportionate NOI and Proportionate NOI margin. These non-GAAP measures do not have any standardized meaning prescribed by IFRS and are not necessarily comparable to similar measures presented by other reporting issuers in similar or different industries. These measures should be considered as supplemental in nature and not as substitutes for related financial information prepared in accordance with IFRS. Additional information on these non-GAAP financial measures/ratios can be found under the section Part I, "Specified Financial Measures."

Same Property results for the three and six months ended June 30, 2024, measures the operating performance for properties owned and have reached stabilization by the REIT continuously since April 1, 2023 and January 1, 2023, respectively. Same property results for the six months ended June 30, 2024 exclude Xavier, acquired during the first quarter of 2023. The REIT acquired the remaining 50% interest of Fenestra at Rockville Town Square on January 5, 2023, and has classified the property as Same Property as the current and prior ownership periods are materially comparable.

Same Property and Same Property Proportionate results for the three months ended June 30, 2024 represent 12,399 and 12,315 residential suites, respectively.

Same Property and Same Property Proportionate results for the six months ended June 30, 2024 represent 12,159 and 12,075 residential suites, respectively.

Net Operating Income - Three months ended June 30, 2024

The following table provides the consolidated net operating income for the REIT's Canadian and U.S. properties:

For the three months ended June 30 (In thousands of dollars)	2024		2023	
	NOI	Proportionate NOI	NOI	Proportionate NOI
Revenue from properties				
Gross rental revenue (before vacancy and ancillary revenue)	\$82,096	\$81,752	\$78,046	\$77,726
Vacancy	(4,991)	(4,896)	(3,623)	(3,617)
Ancillary	8,651	8,443	8,903	8,736
Total revenue from properties	85,756	85,299	83,326	82,845
Property operating expenses				
Operating costs	23,982	23,669	22,749	22,538
Realty taxes	2,445	10,640	2,457	10,464
Utilities	4,680	4,589	4,626	4,605
Total property operating expenses	31,107	38,898	29,832	37,607
NOI	\$54,649	\$46,401	\$53,494	\$45,238
NOI margin	63.7%	54.4%	64.2%	54.6%

For the three months ended June 30, 2024, NOI from the REIT's properties increased by \$1,155 (or 2.2%) to \$54,649, compared to \$53,494 in 2023. The increase of \$1,155 is due to an increase in Canada of \$1,167 (or 7.4%), a decrease in the U.S. of US\$527 (or 1.9%) and the change in foreign exchange rate which increased NOI by \$515.

For the three months ended June 30, 2024, Proportionate NOI from the REIT's properties increased by \$1,163 (or 2.6%) to \$46,401, compared to \$45,238 in 2023. The increase of \$1,163 is due to an increase in Canada of \$1,162 (or 7.5%), a decrease in the U.S. of US\$403 (or 1.8%) and the change in foreign exchange rate which increased Proportionate NOI by \$404.

The following table provides the consolidated net operating income for the REIT's Canadian and U.S. properties in local currency:

For the three months ended June 30 (In thousands of dollars)	2024		2023	
	NOI	Proportionate NOI	NOI	Proportionate NOI
NOI - Canada (local currency)	\$16,836	\$16,741	\$15,669	\$15,579
NOI - U.S. (local currency)	27,634	21,676	28,161	22,079
Exchange amount to Canadian dollars	10,179	7,984	9,664	7,580
Total NOI	\$54,649	\$46,401	\$53,494	\$45,238

The following table provides the NOI and Proportionate NOI for the REIT's Canadian properties:

For the three months ended June 30 (In thousands of dollars)	2024		2023	
	NOI	Proportionate NOI	NOI	Proportionate NOI
Revenue from properties				
Gross rental revenue (before vacancy and ancillary revenue)	\$27,410	\$27,263	\$25,824	\$25,682
Vacancy	(937)	(934)	(570)	(568)
Ancillary ⁽¹⁾	1,387	1,378	1,269	1,263
Revenue from properties	27,860	27,707	26,523	26,377
Property operating expenses				
Operating costs	5,672	5,645	5,607	5,579
Realty taxes	2,859	2,840	2,723	2,706
Utilities	2,493	2,481	2,524	2,513
Total property operating expenses	11,024	10,966	10,854	10,798
NOI	\$16,836	\$16,741	\$15,669	\$15,579
NOI margin	60.4%	60.4%	59.1%	59.1%

(1) Ancillary revenue mainly comprises parking, laundry and cable income; amortized rent concessions and storage fees. Ancillary revenue also includes commercial revenue, net of vacancy.

For the three months ended June 30, 2024, NOI from the Canadian properties increased by \$1,167 (or 7.4%) to \$16,836, compared to \$15,669 in 2023. The increase in NOI is primarily due to an increase in revenue of \$1,337 (or 5.0%) from higher gross rental revenue (6.1%) resulting from an increase in AMR, ancillary revenue (higher parking revenue), net of higher vacancy, partially offset by an increase in operating expenses of \$170 (or 1.6%). The increase in operating expenses was due to an increase in realty taxes of \$136 and higher operating costs of \$65, partially offset by lower utilities of \$31. The increase in realty taxes was mainly due to a higher mill rate as most property assessments continue to be based on 2016 assessed values. The increase in operating costs was mainly due to an increase in insurance expense (higher premiums), payroll costs (hiring of vacant positions) and property management fees, partially offset by lower repairs and maintenance expense and general and administrative expenses (lower bad debt and legal expense). The decrease in utilities was mainly due to: i) a decrease in hydro consumption, partly offset by an increase in hydro rates, net of rebates under Ontario Electricity Rebate program, ii) a decrease in gas consumption and rate, and iii) an increase in water rate, partly offset by a decrease in water consumption.

For the three months ended June 30, 2024, Proportionate NOI from the Canadian properties increased by \$1,162 (or 7.5%) to \$16,741, compared to \$15,579 in 2023. The increase in Proportionate NOI is due to an increase in revenue of \$1,330 (or 5.0%) from higher gross rental revenue (6.2%) resulting from an increase in AMR, ancillary revenue, net of higher vacancy for the same reasons described above, partially offset by an increase in operating expenses of \$168 (or 1.6%). The increase in operating expenses was due to an increase in realty taxes of \$134 and higher operating costs of \$66, partially offset lower utilities of \$32 for the same reasons described above.

The REIT's Canadian NOI margin and Proportionate NOI margin were 60.4% and 60.4%, respectively, for the three months ended June 30, 2024, compared to 59.1% and 59.1%, respectively, for the three months ended June 30, 2023. Overall, as noted above, the impact of higher AMR relative to the increase in operating expenses, contributed to the increase in NOI margin.

The following table provides the NOI and Proportionate NOI for the U.S. properties:

For the three months ended June 30 (In thousands of U.S. dollars, unless otherwise stated)	2024		2023	
	NOI	Proportionate NOI	NOI	Proportionate NOI
Revenue from properties				
Gross rental revenue (before vacancy and ancillary revenue)	\$39,960	\$39,816	\$38,877	\$38,746
Vacancy	(2,962)	(2,895)	(2,271)	(2,269)
Ancillary ⁽¹⁾	5,312	5,165	5,684	5,563
Total revenue from properties	42,310	42,086	42,290	42,040
Property operating expenses				
Operating costs	13,381	13,172	12,764	12,628
Realty taxes	(303)	5,699	(199)	5,776
Utilities	1,598	1,539	1,564	1,557
Total property operating expenses	14,676	20,410	14,129	19,961
NOI (in US dollars)	27,634	21,676	28,161	22,079
Exchange amount to Canadian dollars	10,179	7,984	9,664	7,580
NOI (in Canadian dollars)	\$37,813	\$29,660	\$37,825	\$29,659
NOI margin (in US dollars)	65.3%	51.5%	66.6%	52.5%

(1) Ancillary revenue mainly comprises parking, laundry and cable income; amortized rent concessions; storage fees; utility chargebacks and other fee income associated with moving in or out (such as application fees and cleaning fees), late rental payment fees from residents under the terms of the lease arrangements. Ancillary revenue also includes commercial revenue, net of vacancy.

For the three months ended June 30, 2024, NOI from the U.S. properties decreased by \$12 to \$37,813, compared to \$37,825 in 2023. The decrease in NOI is primarily due to a decrease in NOI of US\$527 (or 1.9%) and the change in foreign exchange rate which increased NOI by \$515. The NOI decrease was due to an increase in operating expenses of US\$547 (or 3.9%), partially offset by an increase in revenue of US\$20 from higher gross rental revenue (2.8%) resulting from an increase in AMR, net of higher vacancy and a decrease in ancillary revenue (from commercial vacancy). The increase in operating expenses was primarily due to higher operating costs of US\$617, an increase in utilities of US\$34, partially offset by a decrease in realty taxes of US\$104. The increase in operating costs was mainly due to an increase in insurance expense (higher premiums), payroll costs (hiring of vacant positions), general and administrative expenses (higher bad debt expense) and repairs and maintenance (higher contract expenses). The decrease in realty taxes was impacted by the IFRIC 21 adjustment, partially offset by an increase in taxes due to an increase in assessed market value at certain properties

For the three months ended June 30, 2024, Proportionate NOI from the U.S. properties increased by US\$1 to \$29,660, compared to \$29,659 in 2023. The increase in Proportionate NOI is due to a change in foreign exchange rate which increased Proportionate NOI by \$404, offset by a decrease of US\$403 (or 1.8%) due to an increase in operating expenses of US\$449 (or 2.2%), partially offset by an increase in revenue of US\$46 (or 0.1%). The increase in operating expenses was due to higher operating costs of US\$544, partially offset by a decrease in realty taxes of US\$77, and a decrease in utilities of US\$18, as well as higher gross rental revenue (2.8%), net of higher vacancy and a decrease in ancillary revenue for the same reasons described above.

The REIT's U.S. NOI margin and Proportionate NOI margin were 65.3% and 51.5%, respectively, for the three months ended June 30, 2024, compared to 66.6% and 52.5%, respectively, for the three months ended June 30, 2023. The NOI margin and Proportionate NOI margin were both impacted by the increase in operating expenses, relative to the increase in revenue. In addition, the NOI margin was impacted by accounting for realty taxes under IFRIC 21.

Net Operating Income

The following table provides the consolidated net operating income for the REIT's Canadian and U.S. properties:

For the six months ended June 30 (In thousands of dollars)	2024		2023	
	NOI	Proportionate NOI	NOI	Proportionate NOI
Revenue from properties				
Same Property				
Gross rental revenue (before vacancy and ancillary revenue)	\$157,833	\$157,159	\$150,831	\$150,198
Vacancy	(8,755)	(8,625)	(6,785)	(6,779)
Ancillary	16,591	16,250	16,482	16,220
Same Property	165,669	164,784	160,528	159,639
Acquisition	4,843	4,843	2,446	2,446
Total revenue from properties	170,512	169,627	162,974	162,085
Property operating expenses				
Same Property				
Operating costs	45,356	44,794	43,466	43,087
Realty taxes	35,936	20,583	35,252	20,183
Utilities	10,506	10,298	10,587	10,576
Same Property	91,798	75,675	89,305	73,846
Acquisition	3,478	2,648	867	1,337
Total property operating expenses	95,276	78,323	90,172	75,183
NOI				
Total Same Property	73,871	89,109	71,223	85,793
Acquisition	1,365	2,195	1,579	1,109
Total NOI	\$75,236	\$91,304	\$72,802	\$86,902
NOI margin	44.1%	53.8%	44.7%	53.6%

For the six months ended June 30, 2024, NOI from the REIT's properties increased by \$2,434 (or 3.3%) to \$75,236, compared to \$72,802 in 2023. The increase in NOI is due to an increase in Same Property NOI of \$2,648 (or 3.7%), partially offset by a decrease in NOI of \$214 from the acquisition of Xavier during the first quarter of 2023. The Same Property NOI increase of \$2,648 is due to an increase in Canada of \$2,836 (or 9.6%), a decrease in the U.S. of US\$637 (or 2.1%), and the change in foreign exchange rate which increased NOI by \$449.

For the six months ended June 30, 2024, Proportionate NOI from the REIT's properties increased by \$4,402 (or 5.1%) to \$91,304, compared to \$86,902 in 2023. The increase in Proportionate NOI is due to an increase in Same Property Proportionate NOI of \$3,316 (or 3.9%) and an increase in Proportionate NOI of \$1,086 from the acquisition of Xavier during the first quarter of 2023. The Same Property Proportionate NOI increase of \$3,316 is due to an increase in Canada of \$2,826 (or 9.6%), an increase in the U.S. of US\$16, and the change in foreign exchange rate which increased Proportionate NOI by \$474.

The following table provides the consolidated net operating income for the REIT's Canadian and U.S. properties in local currency:

For the six months ended June 30 (In thousands of dollars)	2024		2023	
	NOI	Proportionate NOI	NOI	Proportionate NOI
Same Property NOI - Canada (local currency)	\$32,474	\$32,289	\$29,638	\$29,463
Same Property NOI - U.S. (local currency)	30,308	41,822	30,945	41,806
Acquisition (local currency)	996	1,616	1,174	823
Exchange amount to Canadian dollars	11,458	15,577	11,045	14,810
Total NOI	\$75,236	\$91,304	\$72,802	\$86,902

The following table provides the NOI and Proportionate NOI for the REIT's Canadian properties:

For the six months ended June 30 (In thousands of dollars)	2024		2023	
	NOI	Proportionate NOI	NOI	Proportionate NOI
Revenue from properties				
Gross rental revenue (before vacancy and ancillary revenue)	\$54,377	\$54,083	\$51,389	\$51,107
Vacancy	(1,658)	(1,653)	(1,128)	(1,124)
Ancillary ⁽¹⁾	2,745	2,731	2,406	2,394
Revenue from properties	55,464	55,161	52,667	52,377
Property operating expenses				
Operating costs	11,198	11,143	11,092	11,037
Realty taxes	5,716	5,680	5,429	5,396
Utilities	6,076	6,049	6,508	6,481
Total property operating expenses	22,990	22,872	23,029	22,914
NOI	\$32,474	\$32,289	\$29,638	\$29,463
NOI margin	58.5%	58.5%	56.3%	56.3%

(1) Ancillary revenue mainly comprises parking, laundry and cable income, amortized rent concessions and storage fees. Ancillary revenue also includes commercial revenue, net of vacancy.

For the six months ended June 30, 2024, NOI from the Canadian properties increased by \$2,836 (or 9.6%) to \$32,474, compared to \$29,638 in 2023. The increase in NOI is primarily due to an increase in revenue of \$2,797 (or 5.3%) from higher gross rental revenue (5.8%) resulting from an increase in AMR, an increase in ancillary revenue (higher parking revenue), net of higher vacancy, and a decrease in operating expenses of \$39 (or 0.2%). The decrease in operating expenses was primarily due to lower utilities of \$432, partially offset by higher operating costs of \$106 and an increase in realty taxes of \$287. The decrease in utilities was predominantly due to i) a decrease in gas resulting from lower consumption attributable to a warmer winter and a decrease in gas rates, ii) a decrease in hydro consumption and higher rebates under Ontario Electricity Rebate program and tenant recovery, net of increase in hydro rates, and iii) an increase in water consumption and rate. The increase in operating costs was mainly due to an increase in insurance expense (higher premiums), payroll costs (hiring of vacant positions) and property management fees, partially offset by lower repairs and maintenance expense and general and administrative expenses (lower bad debt and legal expense). The increase in realty taxes was mainly due to a higher mill rate as most property assessments continue to be based on 2016 assessed values.

For the six months ended June 30, 2024, Proportionate NOI from the Canadian properties increased by \$2,826 (or 9.6%) to \$32,289, compared to \$29,463 in 2023. The increase in Proportionate NOI is due to an increase in revenue of \$2,784 (or 5.3%) from higher gross rental revenue (5.8%) resulting from an increase in AMR, ancillary revenue, net of higher vacancy, and a decrease in operating expenses of \$42 (or 0.2%). The decrease in operating expenses was primarily due to lower utilities of \$432, partially offset by higher operating costs of \$106 and increase in realty taxes of \$284, for the same reasons described above.

The REIT's Canadian NOI margin and Proportionate NOI margin were 58.5% and 58.5%, respectively, for the six months ended June 30, 2024, compared to 56.3% and 56.3%, respectively, for the six months ended June 30, 2023. Overall, as noted above, the impact of higher AMR and a decrease in operating expenses, contributed to the increase in NOI margin.

The following table provides the NOI and Proportionate NOI for the U.S. properties:

For the six months ended June 30 (In thousands of U.S. dollars, unless otherwise noted)	2024		2023	
	NOI	Proportionate NOI	NOI	Proportionate NOI
Revenue from properties				
Same Property				
Gross rental revenue (before vacancy and ancillary revenue)	\$76,148	\$75,868	\$73,792	\$73,533
Vacancy	(5,220)	(5,129)	(4,197)	(4,196)
Ancillary ⁽¹⁾	10,191	9,949	10,452	10,264
Same Property	81,119	80,688	80,047	79,601
Acquisition	3,564	3,564	1,820	1,820
Total revenue from properties	84,683	84,252	81,867	81,421
Property operating expenses				
Same Property				
Operating costs	25,140	24,768	24,027	23,785
Realty taxes	22,409	10,970	22,049	10,972
Utilities	3,262	3,128	3,026	3,038
Same Property	50,811	38,866	49,102	37,795
Acquisition	2,568	1,948	646	997
Total property operating expenses	53,379	40,814	49,748	38,792
NOI (in U.S. dollars)				
Same Property	30,308	41,822	30,945	41,806
Acquisition	996	1,616	1,174	823
Total NOI (in U.S. dollars)	31,304	43,438	32,119	42,629
Exchange amount to Canadian dollars	11,458	15,577	11,045	14,810
NOI (in Canadian dollars)	\$42,762	\$59,015	\$43,164	\$57,439
NOI margin (in U.S. dollars)	37.0%	51.6%	39.2%	52.4%

(1) Ancillary revenue mainly comprises parking, laundry and cable income; amortized rent concessions; storage fees; utility chargebacks and other fee income associated with moving in or out (such as application fees and cleaning fees), late rental payment fees from residents under the terms of the lease arrangements. Ancillary revenue also includes commercial revenue, net of vacancy.

For the six months ended June 30, 2024, NOI from the U.S. properties decreased by \$402 (or 0.9%) to \$42,762, compared to \$43,164 in 2023. The decrease in NOI is primarily due to a decrease in Same Property NOI of US\$637 (or 2.1%), lower NOI of US\$178 from the acquisition of Xavier during the first quarter of 2023, and the change in foreign exchange rate which increased NOI by \$413. The Same Property NOI decrease was due to an increase in operating expenses of US\$1,709 (or 3.5%), partially offset by an increase in revenue of US\$1,072 (or 1.3%) from higher gross rental revenue (3.2%) resulting from an increase in AMR, net of higher vacancy and a decrease in ancillary revenue (from commercial vacancy). The increase in operating expenses was due to higher operating costs of US\$1,113, an increase in realty taxes of US\$360 and an increase in utilities of US\$236. The increase in operating costs is primarily due to an increase in insurance expense (higher premiums), payroll costs (hiring of vacant positions), general and administrative expenses (higher bad debt expense) and repairs and maintenance (higher contract expenses). The increase in realty taxes is mainly due to a higher IFRIC 21 adjustment as well as an increase in assessed market value at certain properties. The increase in utilities is mainly due to an increase in hydro rates and an increase in water consumption.

For the six months ended June 30, 2024, Proportionate NOI from the U.S. properties increased by \$1,576 (or 2.7%) to \$59,015, compared to \$57,439 in 2023. The increase in Proportionate NOI is due to an increase in Same Property Proportionate NOI of US\$16, higher Proportionate NOI of US\$793 from the acquisition of Xavier during the first quarter of 2023, and the change in foreign exchange rate which increased Proportionate NOI by \$767. The Same Property Proportionate NOI increase was due to an increase in revenue of US\$1,087 (or 1.4%) from higher gross rental revenue (3.2%) resulting from an increase in AMR, and ancillary revenue, net of higher vacancy, partially offset by an increase in operating expenses of US\$1,071 (or 2.8%). The increase in operating expenses was due to higher operating costs of US\$983 and an increase in utilities of US\$90, partially offset by an increase in realty taxes of US\$2, for the same reasons described above.

The REIT's U.S. NOI margin and Proportionate NOI margin were 37.0% and 51.6%, respectively, for the six months ended June 30, 2024, compared to 39.2% and 52.4%, respectively, for the six months ended June 30, 2023. The NOI margin and Proportionate NOI margin were both impacted by the increase in Same Property operating expenses, relative to the increase in Same Property revenue and the impact on NOI margin from the acquisition of Xavier. In addition, the NOI margin was impacted by accounting for realty taxes under IFRIC 21.

INTEREST EXPENSE

Interest expense consists of the following:

(In thousands of dollars)	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Interest on mortgages	\$14,907	\$13,692	\$29,120	\$26,617
Interest on convertible debentures	840	838	1,680	1,906
Interest on lease liabilities	242	232	479	467
Amortization of mark-to-market adjustment on mortgages	179	185	357	391
Amortization of deferred financing costs	727	715	1,475	1,428
Amortization of deferred financing costs on convertible debentures	108	100	215	291
Accretion on convertible debentures	221	—	442	—
Fair value gain on conversion option on the convertible debentures	(975)	(249)	(1,127)	(538)
Prepayment fee on mortgage extinguishment	257	—	257	—
Interest expense before distributions on Class B LP Units	16,506	15,513	32,898	30,562
Distributions on Class B LP Units	3,186	3,100	6,372	6,200
	\$19,692	\$18,613	\$39,270	\$36,762

Total interest expense increased by \$1,079 during the three months ended June 30, 2024, to \$19,692, compared to \$18,613 in 2023. The increase is predominantly due to an increase in interest on mortgages of \$1,215, a prepayment fee on mortgage extinguishment of \$257 and an increase in accretion on convertible debentures of \$221, partially offset by a higher non-cash fair value gain on the convertible debentures' conversion option of \$726. The increase in interest on mortgages is largely attributable to the REIT's refinancings at higher interest rates and additional net mortgage proceeds. The change in foreign exchange rate increased interest expense on U.S. mortgages by \$306.

Interest expense increased by \$2,508 during the six months ended June 30, 2024, to \$39,270, compared to \$36,762 in 2023. The increase is predominantly due to an increase in interest on mortgages of \$2,503, an increase in accretion on convertible debentures of \$442 and a prepayment fee on mortgage extinguishment of \$257, partially offset by a higher non-cash fair value gain on conversion option on the convertible debentures of \$589 and a decrease in interest on convertible debentures of \$226. The increase in interest on mortgages is largely attributable to the REIT's refinancings at higher interest rates and additional net mortgage proceeds. The change in foreign exchange rate increased interest expense on U.S. mortgages by \$544.

Under IFRS, the Class B LP Units are classified as financial liabilities, and the corresponding distributions paid to the Unitholders are classified as interest expense. The REIT believes these distribution payments do not represent financing charges because these amounts are payable only if the REIT declares distributions and only for the amount of any distributions declared, both of which are at the discretion of the Board of Trustees as outlined in the Declaration of Trust. The total distributions paid and accrued to Class B LP Unitholders for the three and six months ended June 30, 2024 amounted to \$3,186 (2023 - \$3,100) and \$6,372 (2023 - \$6,200), respectively.

TRUST EXPENSES

Trust expenses consist of the following:

(In thousands of dollars)	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Asset management fees and distributions	\$4,901	\$4,956	\$9,715	\$9,480
Professional fees	333	271	686	585
Public company expenses	203	205	401	405
Other	226	352	355	491
	\$5,663	\$5,784	\$11,157	\$10,961

Trust expenses decreased by \$121 during the three months ended June 30, 2024, to \$5,663, compared to \$5,784 in 2023, and increased by \$196 during the six months ended June 30, 2024, to \$11,157, compared to \$10,961 in 2023. The decrease during the three months ended June 30, 2024 is mainly due to lower asset management fees and distributions, resulting from a decrease in incentive distributions from a lower FFO per Unit, net of an increase in gross book value as well as an increase in professional fees. The increase during the six months ended June 30, 2024 is predominantly due to higher asset management fees and distributions, resulting from an increase in gross book value and an increase in professional fees (see Part VI, "Related Party Transactions").

EQUITY INCOME FROM INVESTMENTS

The REIT has a 50% interest in one property comprising 690 suites located in Chicago, Illinois, in which the REIT has joint control of the investment.

Equity income from investment for the three months ended June 30, 2024, was \$2,072 and included a non-cash fair value gain of \$24 and an IFRIC 21 adjustment of \$696. For the three months ended June 30, 2023, equity income from investment was \$1,456 and included a non-cash fair value loss of \$384 and an IFRIC 21 adjustment of \$741. Excluding the impact of IFRIC 21, NOI increased by \$241, predominantly due to an increase in revenue from higher AMR and lower utilities.

Equity income from investment for the six months ended June 30, 2024, was \$3,866 and included a non-cash fair value gain on real estate properties of \$2,578 and an IFRIC 21 expense adjustment of \$1,366. For the six months ended June 30, 2023, equity income from investment was \$4,210 and included a non-cash fair value gain of \$3,614 and an IFRIC 21 expense adjustment of \$1,499. Excluding the impact of IFRIC 21, NOI increased by \$525, predominantly due to an increase in revenue from higher AMR and lower utilities.

FOREIGN EXCHANGE LOSS

IFRS requires monetary assets and liabilities denominated in foreign currencies to be translated into Canadian dollars at the exchange rate in effect at the reporting date, and any gain or loss is recognized in the consolidated statements of income. For the three and six months ended June 30, 2024, the REIT's foreign exchange loss amounted to \$4 (2023 - \$23) and \$6 (2023 - \$24), respectively, which is mainly the result of the fluctuation of the Canadian dollar against the United States dollar as at June 30, 2024, when compared to December 31, 2023.

OTHER EXPENSES (INCOME)

Other expense (income) mainly represents interest income earned or expense incurred on the Morguard Facility for advances made to/from Morguard and other expenses (income). For the three months ended June 30, 2024, other income amounted to \$154 (2023 - other expense of \$100) and for the six months ended June 30, 2024, other income amounted to \$234 (2023 - \$619). The increase in other income for the three months ended June 30, 2024 was predominantly due to lower net interest expense incurred on the Morguard Facility and interest income earned from excess cash held from additional net refinancing proceeds. The decrease in other income for the six months ended June 30, 2024 was predominantly due to lower interest income earned on the Morguard Facility and lower interest earned on restricted cash of \$565 held as part of a 1031 Exchange, partially offset by an increase in interest income earned from excess cash held from additional net refinancing proceeds.

FAIR VALUE GAIN ON REAL ESTATE PROPERTIES, NET

The REIT elected to adopt the fair value model to account for its real estate properties, and changes in fair value each period have been recognized as fair value gain or loss in the consolidated statements of income.

Fair value adjustments are determined based on the movement of various valuation parameters on a quarterly basis, including stabilized NOI and capitalization rates.

For the three months ended June 30, 2024, the REIT recognized a net fair value gain of \$18,974 (2023 - \$62,555). The net fair value gain comprises a gain of \$16,563 at the REIT's Canadian properties and a gain of \$2,411 at the U.S. properties. The net fair value gain was mainly due to an increase in stabilized NOI across most of the properties in the REIT's portfolio, partly offset by a \$8,244 adjustment on realty taxes accounted for under IFRIC 21.

For the six months ended June 30, 2024, the REIT recognized a net fair value gain of \$71,140 (2023 - \$129,243). The fair value gain comprises \$47,489 at the REIT's Canadian properties and \$23,651 at the U.S. properties. The fair value gain was due to an increase in stabilized NOI across most of the properties in the REIT's portfolio, partly offset by a 25 basis point increase in capitalization rates at four U.S. properties. In addition, the U.S. fair value gain included a \$16,086 adjustment on realty taxes accounted for under IFRIC 21.

FAIR VALUE GAIN (LOSS) ON CLASS B LP UNITS

The Class B LP Units are classified as financial liabilities in accordance with IFRS and, as a result, are recorded at their fair value at each reporting date. As at June 30, 2024, the REIT valued the Class B LP Units based on the closing price of the TSX-listed Units, which resulted in a fair value liability of \$266,613 (December 31, 2023 - \$254,385) and a corresponding fair value gain for the three months ended June 30, 2024 of \$8,095 (2023 - \$9,473) and a fair value loss for the six months ended June 30, 2024 of \$12,228 (2023 - \$11,195). The fair value gain/loss was due to a decrease/increase in the trading price of the REIT's Units (see Part V, "Capital Structure and Debt Profile").

INCOME TAXES

The REIT is a "mutual fund trust" pursuant to the *Income Tax Act* (Canada) (the "Act"). Under current tax legislation, a mutual fund trust that is not a Specified Investment Flow-Through ("SIFT") trust pursuant to the Act is entitled to deduct distributions of taxable income such that it is not liable to pay income taxes provided that its taxable income is fully distributed to Unitholders. The REIT intends to continue to qualify as a mutual fund trust that is not a SIFT trust and to make distributions not less than the amount necessary to ensure that the REIT will not be liable to pay income taxes.

Certain of the REIT's operations or a portion thereof are conducted through its taxable U.S. subsidiaries, which are subject to U.S. federal and state corporate income taxes.

For the three and six months ended June 30, 2024, the REIT recorded current tax expense of \$981 (2023 - \$34) and \$1,607 (2023 - \$68), respectively. The increase in current tax expense for the three and six months ended June 30, 2024 was due to a U.S. federal and state tax limitation of the utilization of net operating losses.

For the three and six months ended June 30, 2024, the REIT recorded deferred tax expense of \$7,033 (2023 - \$14,909) and \$10,861 (2023 - \$26,100), primarily due to the utilization of net operating losses and a fair value increase recorded under IFRS on U.S. properties.

The REIT's income tax provision consists of the following:

(In thousands of dollars)	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Current	\$981	\$34	\$1,607	\$68
Deferred	7,033	14,909	10,861	26,100
Provision for income taxes	\$8,014	\$14,943	\$12,468	\$26,168

As at June 30, 2024, the REIT's U.S. subsidiaries have total net operating losses of approximately US\$17,170 (December 31, 2023 - US\$27,333) of which deferred income tax assets were recognized as it is probable that taxable income will be available against such losses and can be carried forward indefinitely. Included in the net operating losses is the REIT's portion of net operating losses of a subsidiary where the REIT owns a 51% effective interest in a limited partnership of US\$8,771 (December 31, 2023 - US\$9,253).

As at June 30, 2024, the REIT's U.S. subsidiaries have a total of US\$43,460 (December 31, 2023 - US\$36,171) of unutilized interest expense deductions on which deferred income tax assets were recognized and can be carried forward indefinitely.

EIFEL Rules

On May 28, 2024, amended Canadian Bill C-59, *Fall Economic Statement Implementation Act, 2023*, became substantively enacted for financial reporting purposes. Bill C-59 implements the majority of the remaining income tax measures from the 2023 federal budget, as well as certain measures from the 2023 fall economic statement. Most notably, Bill C-59 contains the excessive interest and financing expenses limitation rules ("EIFEL Rules").

The EIFEL Rules, which became effective for the 2024 fiscal year, limit the amount of net interest and financing expenses that a trust may deduct in computing taxable income to a fixed ratio (currently set at 30% of the EBITDA as calculated for tax purposes) or, where certain conditions are met and a consolidated group elects, a higher group ratio.

Based on an assessment of forecasted EBITDA for the year ended December 31, 2024, it is expected that the EIFEL Rules will limit the deductibility of certain interest expenses of the REIT and will increase the taxable income allocated by the REIT to Unitholders in current and subsequent fiscal years. The REIT will continue to review the relevant legislation and available guidance to assess the full implications of the EIFEL Rules.

International Tax Reform: Pillar Two Model Rules

The REIT is within scope of Pillar Two legislation being part of a multinational enterprises ("MNE") group, that includes Morguard Corporation, with revenue that may exceed the EUR 750 million threshold per their consolidated financial statements.

On June 19, 2024, Canadian Bill C-69, *Budget Implementation Act, 2024, No. 1*, became substantively enacted for financial reporting purposes. Among other measures, Bill C-69 includes Canada's Global Minimum Tax Act ("GMTA"). The GMTA implements into Canadian domestic law the global minimum tax under Pillar Two as developed by the Organisation for Economic Co-operation and Development ("OECD") / G20 Inclusive Framework on Base Erosion and Profit Shifting. More specifically, the GMTA implements the top-up tax, income inclusion rule and the domestic minimum top-up tax rules that form part of the Model Rules for the Global Minimum Tax (GloBE Rules) that were released by the OECD on December 20, 2021.

To date, the U.S. has not indicated its commitment to enact Pillar Two legislation. The REIT and its subsidiaries continue to review the relevant legislation and available guidance to assess the full implications of the Pillar Two Model Rules. Based on an assessment of historic data and forecasts for the year ended December 31, 2024, the REIT does not expect a material exposure to Pillar Two income taxes for the year ended December 31, 2024.

FUNDS FROM OPERATIONS

FFO (and FFO per Unit) is a non-GAAP financial measure that does not have any standardized meaning prescribed by IFRS and is not necessarily comparable to similar measures presented by other reporting issuers in similar or different industries. This measure should be considered as supplemental in nature and not as substitutes for related financial information prepared in accordance with IFRS. FFO is computed by the REIT in accordance with the current definition of the Real Property Association of Canada ("REALPAC") and is widely used as a real estate industry standard that supplements net income and evaluates operating performance but is not indicative of funds available to meet the REIT's cash requirements. Additional information on this non-GAAP financial measure can be found under the section Part I, "Specified Financial Measures."

The following table provides a reconciliation of FFO to its closely related financial statement measurement for the following periods:

(In thousands of dollars, except per Unit amounts)	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Net income for the period attributable to Unitholders	\$48,316	\$81,227	\$74,047	\$110,722
Add/(deduct):				
Realty taxes accounted for under IFRIC 21 ⁽¹⁾	(8,202)	(8,023)	16,032	14,829
Fair value gain on conversion option on the convertible debentures	(975)	(249)	(1,127)	(538)
Distributions on Class B LP Units recorded as interest expense ⁽²⁾	3,186	3,100	6,372	6,200
Foreign exchange loss	4	23	6	24
Fair value gain on real estate properties, net ⁽³⁾	(18,998)	(62,171)	(73,718)	(132,857)
Non-controlling interests' share of fair value gain on real estate properties	416	4,368	518	9,990
Fair value loss (gain) on Class B LP Units	(8,095)	(9,473)	12,228	11,195
Deferred income tax expense	7,033	14,909	10,861	26,100
FFO - basic	\$22,685	\$23,711	\$45,219	\$45,665
Interest expense on the convertible debentures	840	838	1,680	1,906
FFO - diluted	\$23,525	\$24,549	\$46,899	\$47,571
FFO per Unit - basic	\$0.41	\$0.42	\$0.82	\$0.81
FFO per Unit - diluted	\$0.41	\$0.42	\$0.82	\$0.80
Weighted average number of Units outstanding (in thousands):				
Basic ⁽⁴⁾	54,745	55,957	54,856	56,118
Diluted ^{(4) (5)}	57,064	58,276	57,175	59,485

(1) Realty taxes accounted for under IFRIC 21 (including equity-accounted investments) and excludes non-controlling interests' share.

(2) Under IFRS, the Class B LP Units are considered financial liabilities and, as a result of this classification, their corresponding distribution amounts are considered interest expense. The REIT believes these distribution payments do not truly represent financing charges because these amounts are payable only if the REIT declares distributions and only for the amount of any distributions declared, both of which are at the discretion of the Board of Trustees as outlined in the Declaration of Trust. Therefore, these distributions are excluded from the calculation of FFO.

(3) Includes fair value adjustment on real estate properties for equity-accounted investments.

(4) For purposes of calculating FFO per Unit, Class B LP Units are included as Units outstanding on both a basic and diluted basis.

(5) Includes the dilutive impact of the convertible debentures.

Basic FFO for the three months ended June 30, 2024, decreased by \$1,026 (or 4.3%) to \$22,685 (\$0.41 per Unit), compared to \$23,711 (\$0.42 per Unit) in 2023. The decrease is mainly due to an increase in interest expense of \$1,688 (calculated on a Proportionate Basis and excludes distributions on Class B LP Units and fair value adjustments on the conversion option on the convertible debentures) and an increase in current tax of \$878 (calculated on a Proportionate Basis), partially offset by higher Proportionate NOI of \$1,163, a decrease in trust expense of \$123 (calculated on a Proportionate Basis) and an increase in other income of \$254.

Basic FFO per Unit for the three months ended June 30, 2024, decreased by \$0.01 to \$0.41 per Unit, compared to \$0.42 per Unit in 2023 due to the following factors:

- i) on a Same Property Proportionate Basis, in local currency, an increase in interest expense, partly offset by a decrease in trust expenses and an increase in NOI from higher AMR, net of lower vacancy, lower ancillary income and an increase in operating expenses had a \$0.01 per Unit negative impact. The change in foreign exchange rate had a \$nil per Unit impact;
- ii) an increase in current tax expense at the REIT's U.S. subsidiaries had a \$0.01 per Unit negative impact; and

- iii) the impact from Units repurchased under the REIT's NCIB (defined below) had a \$0.01 per Unit positive impact.

Basic FFO for the six months ended June 30, 2024, decreased by \$446 (or 1.0%) to \$45,219 (\$0.82 per Unit), compared to \$45,665 (\$0.81 per Unit) in 2023. The decrease is mainly due to an increase in interest expense of \$2,836 (calculated on a Proportionate Basis and excludes distributions on Class B LP Units and fair value adjustments on the conversion option on the convertible debentures), an increase in trust expense of \$194 (calculated on a Proportionate Basis), a decrease in other income of \$385 and an increase in current tax of \$1,433 (calculated on a Proportionate Basis), partially offset by higher Proportionate NOI of \$4,402.

Basic FFO per Unit for the six months ended June 30, 2024, increased by \$0.01 to \$0.82 per Unit, compared to \$0.81 per Unit in 2023 due to the following factors:

- i) on a Same Property Proportionate Basis, in local currency, an increase in NOI from higher AMR and ancillary revenue, net of higher vacancy and an increase in operating expenses, partially offset by an increase in interest expense and trust expenses had a \$0.01 per Unit positive impact. The change in foreign exchange rate had a \$nil per Unit impact;
- ii) the impact of the acquisition of Xavier had a \$0.01 per Unit positive impact;
- iii) an increase in current tax expense at the REIT's U.S. subsidiaries had a \$0.02 per Unit negative impact;
- iv) a decrease in other income primarily from lower interest income earned on the Morguard Facility, and a decrease on interest earned on restricted cash held as part of a 1031 Exchange, had a \$0.01 per Unit negative impact; and
- v) the impact from Units repurchased under the REIT's NCIB had a \$0.02 per Unit positive impact.

DISTRIBUTIONS

Total distributions (including Class B LP Units) is a non-GAAP financial measure that does not have any standardized meaning prescribed by IFRS and is not necessarily comparable to similar measures presented by other reporting issuers in similar or different industries. This measure should be considered as supplemental in nature and not as substitutes for related financial information prepared in accordance with IFRS. Additional information on this non-GAAP financial measure can be found under the section Part I, "Specified Financial Measures."

The Trustees have discretion with respect to the timing and amounts of distributions. For the three and six months ended June 30, 2024, total distributions amounted to \$10,142 (2023 - \$10,083) and \$20,311 (2023 - \$20,219), respectively.

Three months ended June 30 (In thousands of dollars)	2024			2023		
	Units	Class B LP Units	Total	Units	Class B LP Units	Total
	Distributions paid and declared	\$6,708	\$3,186	\$9,894	\$6,757	\$3,100
Distributions – DRIP	248	—	248	226	—	226
Total	\$6,956	\$3,186	\$10,142	\$6,983	\$3,100	\$10,083

Six months ended June 30 (In thousands of dollars)	2024			2023		
	Units	Class B LP Units	Total	Units	Class B LP Units	Total
	Distributions paid and declared	\$13,454	\$6,372	\$19,826	\$13,566	\$6,200
Distributions – DRIP	485	—	485	453	—	453
Total	\$13,939	\$6,372	\$20,311	\$14,019	\$6,200	\$20,219

The following table summarizes distributions paid to holders of Units in relation to net income and cash provided by operating activities:

(In thousands of dollars)	Three months ended June 30, 2024	Six months ended June 30, 2024	Year ended December 31, 2023	Year ended December 31, 2022
Net income	\$50,571	\$75,347	\$185,281	\$239,563
Cash provided by operating activities	32,134	50,646	88,966	75,173
Distributions - Units ⁽¹⁾	\$6,956	\$13,939	\$27,843	\$27,480
Excess of net income over distributions	\$43,615	\$61,408	\$157,438	\$212,083
Excess of cash provided by operating activities over distributions	\$25,178	\$36,707	\$61,123	\$47,693

(1) Excludes distributions on Class B LP Units since these were recorded as interest expense and, therefore, were deducted in calculating net income and cash provided by operating activities.

Net income for the three and six months ended June 30, 2024, includes \$30,352 and \$35,831, respectively, of non-cash components relating to a fair value gain on real estate properties, fair value gain (loss) on Class B LP Units, equity income from investments, an IFRIC 21 adjustment to realty taxes and deferred taxes. Net income exceeded distributions when removing the impact of these non-cash items.

In determining the annual level of distributions to Unitholders, the REIT looks at forward-looking cash flow information, including forecasts and budgets, and the future prospects of the REIT. Furthermore, the REIT does not consider periodic cash flow fluctuations resulting from items such as the timing of property operating costs, property tax instalments or semi-annual debenture interest payments in determining the level of distributions to Unitholders in any particular quarter. Additionally, in establishing the level of distributions to the Unitholders, the REIT considers the impact of, among other items, the future growth in the income producing properties, the impact of future acquisitions and capital expenditures related to the income producing properties.

PART IV

BALANCE SHEET ANALYSIS

REAL ESTATE PROPERTIES

The REIT accounts for its real estate properties using the fair value model. The following table provides the regional allocation of real estate properties for the following periods:

As at (In thousands of Canadian dollars, unless otherwise stated)	June 30, 2024	December 31, 2023
Canadian Properties		
Alberta	\$50,800	\$50,000
Ontario	1,595,740	1,539,740
Total Canadian Properties	1,646,540	1,589,740
U.S. Properties (in US dollars)		
Colorado	125,300	118,900
Texas	207,800	206,400
Louisiana	48,000	49,300
Illinois	406,900	406,000
Georgia	107,600	110,700
Florida	513,599	506,699
North Carolina	189,000	193,400
Virginia	50,300	50,200
Maryland	185,292	180,374
	1,833,791	1,821,973
Impact of realty taxes accounted for under IFRIC 21	12,013	—
Total U.S. Properties (in US dollars)	1,845,804	1,821,973
Exchange amount to Canadian dollars	680,549	587,768
Total U.S. Properties (in Canadian dollars)	2,526,353	2,409,741
Total real estate properties	\$4,172,893	\$3,999,481

The value of real estate properties increased by \$173,412 as at June 30, 2024, to \$4,172,893, compared to \$3,999,481 at December 31, 2023. The increase is mainly the result of the following:

- Capitalization of property enhancements of \$17,449;
- A net fair value gain on real estate properties of \$71,140; and
- An increase of \$84,367 due to the change in U.S. dollar foreign exchange rate.

APPRAISAL CAPITALIZATION RATES

Morguard's appraisal division consists of Appraisal Institute of Canada ("AIC") designated Accredited Appraiser Canadian Institute ("AACI") members who are qualified to offer valuation and consulting services and expertise for all types of real property, all of whom are knowledgeable and have recent experience in the fair value techniques for investment properties. AACI members must adhere to AIC's Canadian Uniform Standards of Professional Appraisal Practice ("CUSPAP") and undertake ongoing professional development. Morguard's appraisal division is responsible for determining the fair value of investment properties every quarter. Morguard's valuation processes and results are reviewed by the REIT's senior management at least once every quarter, in line with the REIT's quarterly reporting dates.

Key assumptions used in determining the valuation of income producing properties include estimates of capitalization rates and stabilized net operating income (which is primarily influenced by revenue growth, vacancy rates, inflation rates and operating costs), pertain to forward-looking assumptions and market evidence, and accordingly could materially and adversely impact the underlying valuation of the REIT's income producing properties.

As at June 30, 2024, and December 31, 2023, the REIT had all its portfolio appraised by Morguard's appraisal division. In addition, the REIT's U.S. portfolio is appraised by independent U.S. real estate appraisal firms on a three-year cycle.

The REIT utilizes the direct capitalization income method to appraise its portfolio. This method requires that rental income from current leases and key assumptions about rental income, vacancies and inflation rates, among other factors, are used to determine a one-year stabilized net operating income forecast for each individual property within the REIT's portfolio and also considers any capital expenditures anticipated within the year. A capitalization rate was also determined for each property based on market information related to the external sale of similar properties within a similar location. These factors were used to determine the fair value of income producing properties at each reporting period.

As at June 30, 2024, using the direct capitalization income approach, the properties were valued using capitalization rates in the range of 3.8% to 6.3% (December 31, 2023 - 3.8% to 6.3%), resulting in an overall weighted average capitalization rate of 4.5% (December 31, 2023 - 4.5%).

The average capitalization rates by location are set out in the following table:

	June 30, 2024 Capitalization Rates			December 31, 2023 Capitalization Rates		
	Max.	Min.	Weighted Average	Max.	Min.	Weighted Average
Canada						
Alberta	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%
Ontario	4.5%	3.8%	3.9%	4.3%	3.8%	3.9%
United States						
Colorado	5.0%	5.0%	5.0%	5.0%	5.0%	5.0%
Texas	5.0%	5.0%	5.0%	5.0%	5.0%	5.0%
Louisiana	5.5%	5.5%	5.5%	5.5%	5.5%	5.5%
Illinois ⁽¹⁾	5.3%	5.0%	5.1%	5.3%	5.0%	5.1%
Georgia	5.3%	5.0%	5.2%	5.3%	4.8%	5.1%
Florida	6.3%	4.8%	5.2%	6.3%	4.5%	5.2%
North Carolina	5.0%	5.0%	5.0%	5.0%	4.8%	4.9%
Virginia	4.8%	4.8%	4.8%	4.8%	4.8%	4.8%
Maryland ⁽¹⁾	4.8%	4.8%	4.8%	4.8%	4.8%	4.8%

(1) Includes equity-accounted investments.

Fair values are most sensitive to changes in capitalization rates and stabilized net operating income. Generally, an increase in stabilized net operating income will result in an increase in the fair value of the income producing properties, and an increase in capitalization rates will result in a decrease in the fair value of the properties. The capitalization rate magnifies the effect of a change in stabilized net operating income, with a lower capitalization rate resulting in a greater impact on the fair value of the property than a higher capitalization rate. If the weighted average stabilized capitalization rate were to increase or decrease by 25 basis points (assuming no change in stabilized net operating income), the value of the income producing properties as at June 30, 2024, would decrease by \$213,348 or increase by \$238,531, respectively.

PROPERTY CAPITAL INVESTMENTS

The REIT has a continual capital improvement program with respect to its investment properties. The program is designed to maintain and improve the operating performance of the properties and has enhanced the value of the properties by allowing the REIT to charge higher rents or by enabling it to lower operating expenses. The capital investments have also increased resident retention by ensuring that the properties retain their attractiveness to both existing and prospective tenants.

The REIT is committed to improving its operating performance by incurring appropriate capital expenditures in order to replace and maintain the productive capacity of its property portfolio so as to sustain its rental income-generating potential over the portfolio's useful life. In accordance with IFRS, the REIT capitalizes all capital improvement expenditures on its properties which enhance the service potential of the property and extend the useful lives of the asset.

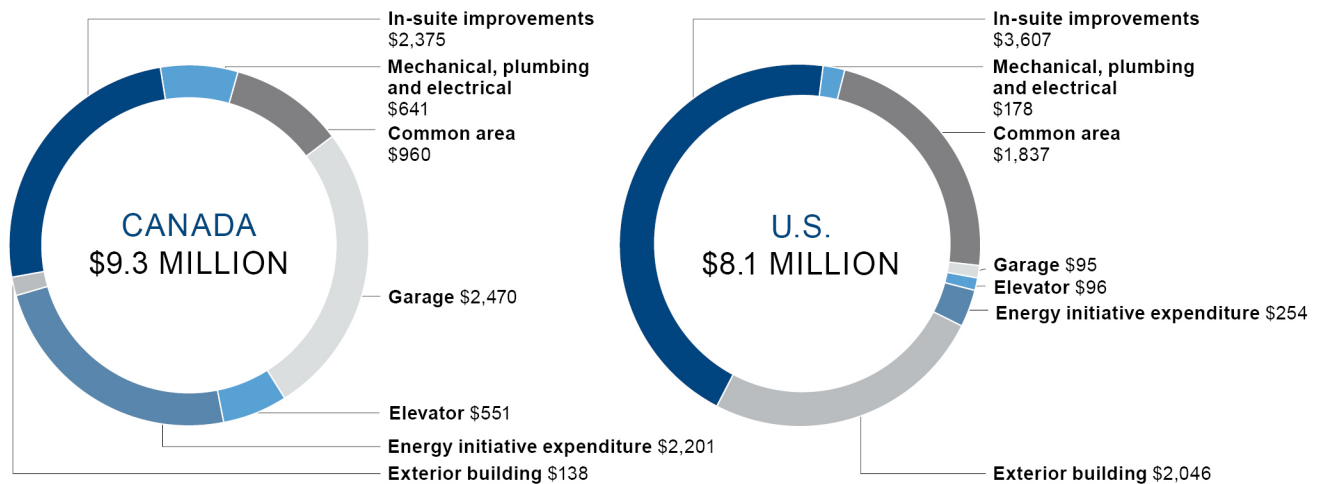
The following table provides additional details on total capital expenditures over the following periods:

(In thousands of dollars)	Six months ended June 30		Year ended December 31	
	2024	2023	2023	2022
Common area	\$2,797	\$3,181	\$9,683	\$6,583
Mechanical, plumbing and electrical	819	1,623	2,912	3,670
Exterior building	2,184	2,104	7,209	12,484
Garage	2,565	1,187	5,041	1,100
Elevator	647	85	138	263
Energy initiative expenditure	2,455	911	6,263	3,819
In-suite improvements	5,982	5,588	13,053	12,900
Total capital expenditures	\$17,449	\$14,679	\$44,299	\$40,819

Capital Expenditures by Region

The following details total capital expenditures by region:

For the six months ended June 30, 2024
(In thousands of dollars)



EQUITY-ACCOUNTED INVESTMENTS

The following are the REIT's equity-accounted investments as at June 30, 2024, and December 31, 2023:

Property	Place of Business	Investment Type	REIT's Ownership		Carrying Value	
			June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Marquee at Block 37	Chicago, IL	Joint Venture	50%	50%	\$57,661	\$53,282

The Marquee at Block 37 is a 38-storey apartment building located in the heart of downtown Chicago and features 690 suites and extensive best-in-class amenities.

The following table presents the change in the balance of the equity-accounted investments:

As at (In thousands of Canadian dollars)	June 30, 2024	December 31, 2023
Balance, beginning of period	\$53,282	\$105,462
Transfer ⁽¹⁾	—	(52,857)
Distributions received	(1,377)	(3,385)
Share of net income	3,866	5,376
Foreign exchange gain (loss)	1,890	(1,314)
Balance, end of period	\$57,661	\$53,282

(1) On January 5, 2023, the REIT acquired from Morguard the remaining 50% interest in Fenestra at Rockville Town Square, at which point the carrying value of the 50% interest was transferred to each respective balance sheet line item including income producing properties in the amount of \$96,840 and mortgage payable in the amount of \$45,997.

PART V

LIQUIDITY AND CAPITAL RESOURCES

LIQUIDITY

The REIT has liquidity of \$227,500, comprised of approximately \$127,500 in cash and \$100,000 available credit under its revolving credit facility with Morguard Corporation. In addition, the REIT has approximately \$205,000 of unencumbered assets.

Net cash flows from operating activities represent the primary source of liquidity to fund distributions and maintenance capital expenditures. The REIT's net cash flows from operating activities depend on the occupancy level of its rental properties, rental rates on its leases, collectability of rent from its tenants, level of operating expenses and other factors. Material changes in these factors may adversely affect the REIT's cash flows from operating activities and liquidity (see Part VII, "Risks and Uncertainties").

The REIT expects to be able to meet all of its obligations, including distributions to Unitholders, maintenance and property capital expenditure commitments as they become due, and to provide for the future growth of the business. The REIT expects to have sufficient liquidity as a result of cash flows from operating activities and financing available through the Morguard Facility. Accordingly, the REIT does not intend to repay maturing debt from cash flow but rather with proceeds from refinancing such debt, subject to certain conditions (see Part V, "Capital Structure and Debt Profile").

CASH FLOWS

The following table details the changes in cash for the following periods:

(In thousands of dollars)	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Cash provided by operating activities	\$32,134	\$34,433	\$50,646	\$52,330
Cash used in investing activities	(12,088)	(9,709)	(17,449)	(179,389)
Cash provided by (used in) financing activities	89,200	(9,863)	76,294	150,883
Net increase in cash during the period	109,246	14,861	109,491	23,824
Net effect of foreign currency translation on cash balance	93	1,494	412	2,111
Cash, beginning of the period	18,389	24,216	17,825	14,636
Cash, end of period	\$127,728	\$40,571	\$127,728	\$40,571

Three months ended June 30, 2024 and 2023

Cash Provided by Operating Activities

Cash provided by operating activities during the three months ended June 30, 2024, was \$32,134, compared to \$34,433 in 2023. The change during the period mainly relates to an increase in interest expense of \$1,570, an increase in current income tax of \$947, a decrease in non-cash operating assets and liabilities of \$700, an increase in additions to tenant incentives of \$376, partially offset by an increase in NOI (excluding IFRIC 21 adjustment) of \$863, a decrease in trust expense of \$121 and an increase in other income of \$254.

Cash Used in Investing Activities

Cash used in investing activities during the three months ended June 30, 2024, totalled \$12,088, compared to \$9,709 during the same period in 2023. Cash used in investing activities during the period consists of capitalization of property enhancements of \$12,088.

Cash Provided by (Used in) Financing Activities

Cash provided by financing activities during the three months ended June 30, 2024, was \$89,200, compared to cash used in financing activities of \$9,863 during the same period in 2023. The cash provided by financing activities during the period was largely due to the net proceeds from new mortgages of \$204,174, partially offset by the repayment of mortgages due to mortgage extinguishment of \$91,411, the repurchase of Units for cancellation of \$8,107, mortgage principal installment repayments totalling \$8,029 and distributions paid to Unitholders of \$6,725.

Six months ended June 30, 2024 and 2023

Cash Provided by Operating Activities

Cash provided by operating activities during the six months ended June 30, 2024, was \$50,646, compared to \$52,330 in 2023. The change during the period mainly relates to an increase in interest on mortgages of \$2,718, an increase in current income taxes of \$1,539, a decrease in distributions from equity-accounted investments of \$645, a decrease in other income of \$385, an increase in additions to tenant incentives of \$344, and an increase in trust expenses of \$196, partially offset by an increase in NOI (excluding IFRIC 21 adjustment) of \$3,836 and a net increase in non-cash operating assets and liabilities of \$321.

Cash Used in Investing Activities

Cash used in investing activities during the six months ended June 30, 2024, totalled \$17,449, compared to \$179,389 during the same period in 2023. The cash used in investing activities during the period consists of the capitalization of property enhancements of \$17,449.

Cash Provided by Financing Activities

Cash provided by financing activities during the six months ended June 30, 2024, totalled \$76,294, compared to \$150,883 during the same period in 2023. The cash provided by financing activities during the period was largely due to the net proceeds from new mortgages of \$204,174 and the net proceeds from Morguard Facility of \$2,348, partially offset by the repayment of mortgages due to mortgage extinguishment of \$91,411, mortgage principal instalment repayments of \$16,152, distributions paid to Unitholders of \$13,472, the repurchase of Units for cancellation of \$8,316 and distributions to non-controlling interest of \$1,069.

CAPITAL STRUCTURE AND DEBT PROFILE

The REIT's capital management is designed to maintain a level of capital that allows it to implement its business strategy while complying with investment and debt restrictions pursuant to the Declaration of Trust, as well as existing debt covenants, while continuing to build long-term Unitholder value and maintaining sufficient capital contingencies. Total capitalization is calculated as the sum of the principal amount of the REIT's total debt (including mortgages payable, convertible debentures, lease liabilities and amounts drawn under its revolving credit facility with Morguard), Unitholders' equity and Class B LP Units liability.

The total managed capital of the REIT is summarized below:

As at (In thousands of dollars)	June 30, 2024	December 31, 2023
Mortgages payable, principal balance	\$1,647,442	\$1,511,252
Convertible debentures, face value	56,000	56,000
Lease liabilities	16,601	16,059
Class B LP Units	266,613	254,385
Unitholders' equity	1,943,692	1,852,778
Total capitalization	\$3,930,348	\$3,690,474

DEBT PROFILE

As at June 30, 2024, the overall leverage, as represented by the ratio of total indebtedness to gross book value was 39.3%. The requirements of the REIT's operating policies as outlined in the Declaration of Trust include the requirement that the REIT will not incur or assume indebtedness if, after giving effect to the incurring or assumption of the indebtedness, the total indebtedness of the REIT would be more than 70% of the gross book value.

The interest coverage ratio and the indebtedness coverage ratio are calculated based on obligations associated with mortgages payable, lease liabilities, the convertible debentures and the Morguard Facility.

The following tables summarize the key liquidity metrics:

As at	June 30, 2024	December 31, 2023
Total indebtedness to gross book value ⁽¹⁾	39.3%	38.7%
Weighted average mortgage interest rate ⁽²⁾	3.87%	3.72%
Weighted average term to maturity on mortgages payable (years)	5.4	4.9

(1) A calculation of indebtedness to gross book value (a non-GAAP ratio) and a reconciliation of the ratio's non-GAAP financial measure components from the IFRS financial statement presentation is presented under the section Part IX, "Reconciliation of Non-GAAP Financial Measures."

(2) Represents the contractual interest rates on mortgages payable.

	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Interest coverage ratio ⁽¹⁾	2.39	2.55	2.42	2.51
Indebtedness coverage ratio ⁽²⁾	1.63	1.67	1.63	1.62

(1) A calculation of interest coverage ratio (a non-GAAP ratio) and a reconciliation of the ratio's non-GAAP financial measure components from the IFRS financial statement presentation is presented under the section Part IX, "Reconciliation of Non-GAAP Financial Measures."

(2) A calculation of indebtedness coverage ratio (a non-GAAP ratio) and a reconciliation of the ratio's non-GAAP financial measure components from the IFRS financial statement presentation is presented under the section Part IX, "Reconciliation of Non-GAAP Financial Measures."

MORTGAGES PAYABLE

Mortgages payable consist of the following:

As at (In thousands of dollars)	June 30, 2024	December 31, 2023
Principal balance of mortgages	\$1,647,442	\$1,511,252
Deferred financing costs	(17,829)	(13,628)
Mark-to-market adjustment	(1,982)	(2,262)
	\$1,627,631	\$1,495,362
Range of interest rates	2.03–7.38%	2.03–7.39%
Weighted average interest rate	3.87%	3.72%
Weighted average term to maturity (years)	5.4	4.9
Fair value of mortgages	\$1,563,771	\$1,438,179

As at June 30, 2024, the principal balance on the mortgages payable totalled \$1,647,442 (December 31, 2023 - \$1,511,252), the deferred financing costs associated with the mortgages amounted to \$17,829 (December 31, 2023 - \$13,628) and the mark-to-market adjustment amounted to \$1,982 (December 31, 2023 - \$2,262).

Mortgages payable increased by \$132,269 as at June 30, 2024, to \$1,627,631, compared to \$1,495,362 at December 31, 2023. The increase is mainly due to the following:

- The repayment of mortgages totalling \$91,411 on three multi-suite residential properties located in Mississauga, Ontario, which were refinanced for an amount totalling \$209,632;
- Financing costs of \$5,458;
- Scheduled principal repayments of \$16,152;
- An increase of \$33,826 due to the change in the U.S. dollar foreign exchange rate; and
- Amortization of deferred financing costs and mark-to-market adjustment on mortgages totalling \$1,832.

During the three months ended June 30, 2024, the REIT completed the Canada Mortgage and Housing Corporation ("CMHC") insured financing of three multi-suite residential properties located in Mississauga, Ontario, for an aggregate amount of \$209,632 at a weighted average interest rate of 4.64% and for terms of 10.5 years. The maturing mortgages amounted to \$91,411, had a weighted average interest rate of 3.36%, and were refinanced before their scheduled maturities resulting in a prepayment fee on mortgage extinguishment of \$257 recorded to interest expense.

As at June 30, 2024, approximately 95% of the REIT's real estate properties, and related rental revenue, have been pledged as collateral for the mortgages payable.

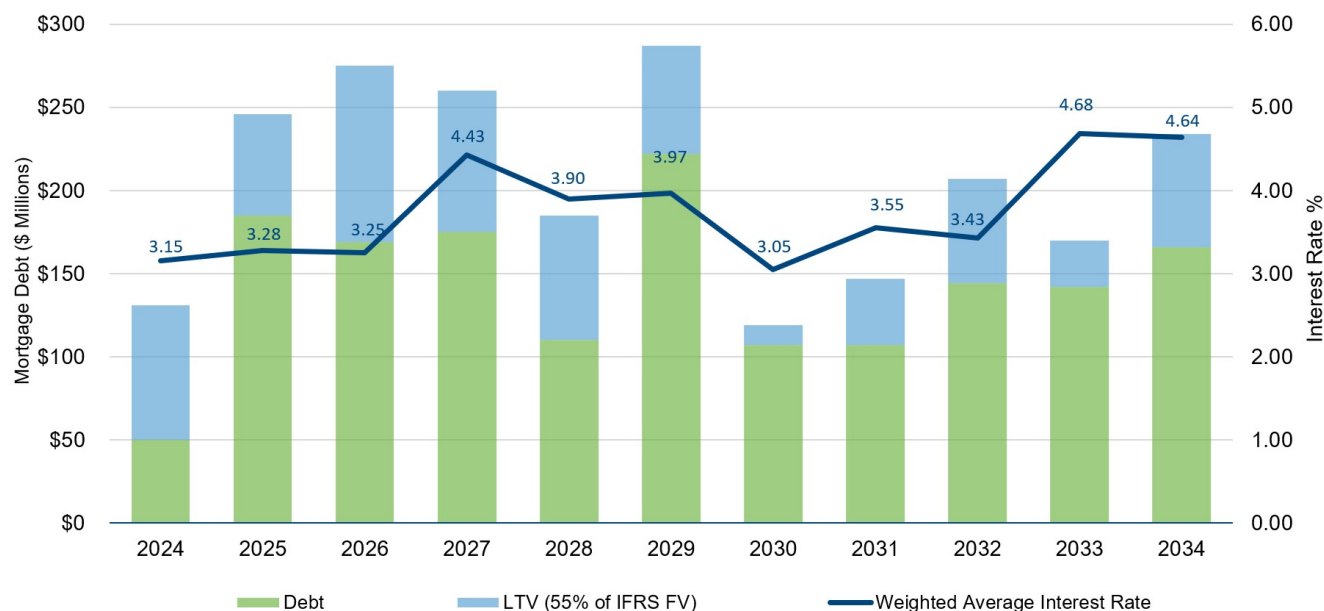
Short-term fluctuations in working capital are funded through the Morguard Facility. The REIT anticipates meeting all future obligations and has no off-balance-sheet financing arrangements.

The following table details the REIT's mortgages that are scheduled to mature in the next two years.

Asset Type	2024				2025			
	Number of Properties	Principal Maturing	Weighted Average Interest Rate	Maturing Loan-to-Value Ratio	Number of Properties	Principal Maturing	Weighted Average Interest Rate	Maturing Loan-to-Value Ratio
Canada	2	\$49,539	3.15%	21.3%	1	\$30,832	2.25%	20.0%
U.S.	—	—	—%	—%	1	154,070	3.49%	53.7%
	2	\$49,539	3.15%	21.3%	2	\$184,902	3.28%	41.6%

As at June 30, 2024, the following table illustrates the REIT's mortgages (including equity-accounted investment at the REIT's interest), along with the IFRS fair value (at a loan-to-value of 55%) secured against the mortgages by year of maturity:

As at June 30, 2024



CONVERTIBLE DEBENTURES

Convertible debentures consist of the following:

(In thousands of dollars)	June 30, 2024	December 31, 2023
6.00% convertible unsecured subordinated debentures	\$52,687	\$52,245
Fair value of conversion option	1,004	2,131
Unamortized financing costs	(1,885)	(2,100)
	\$51,806	\$52,276

For the three and six months ended June 30, 2024, interest on the convertible debentures amounting to \$840 (2023 - \$838) and \$1,680 (2023 - \$1,906), respectively, is included in interest expense.

6.00% Convertible Unsecured Subordinated Debentures

On March 9, 2023, the REIT issued \$50,000 principal amount of 6.00% convertible unsecured subordinated debentures (the "2023 Debentures") maturing on March 31, 2028 (the "Maturity Date"). On March 17, 2023, an additional principal amount of \$6,000 was issued pursuant to the exercise of the over-allotment option. Interest is payable semi-annually, not in advance, on March 31 and September 30 of each year, commencing on September 30, 2023. The underwriters' commissions, legal and other issue costs attributable to the 2023 Debentures in the amount of \$2,410 have been capitalized and are being amortized over their term to maturity. Morguard and Paros Enterprises Limited, related parties, own \$5,000 and \$2,000 aggregate principal amount of the 2023 Debentures, respectively.

As at June 30, 2024, \$56,000 of the face value of the 2023 Debentures were outstanding.

Each of the 2023 Debentures can be converted into fully paid, non-assessable and freely tradable Units at the option of the holder at any time prior to the close of business on the earlier of the Maturity Date and the business day immediately preceding the date specified by the REIT for redemption of the 2023 Debentures, at a conversion price of \$24.15 per Unit, being a ratio of approximately 41.4079 Units per \$1,000 principal amount of the 2023 Debentures.

MORGUARD FACILITY

The REIT has an unsecured revolving credit facility with Morguard (the "Morguard Facility") that provides for borrowings or advances that can be drawn or advanced either in Canadian dollars or an equivalent amount in United States dollars at the entity's borrowing cost, subject to the availability of sufficient funds. The maximum allowable to be borrowed or advanced under the Morguard Facility is \$100,000.

As at June 30, 2024, the net amount receivable under the Morguard Facility was \$nil (December 31, 2023 - \$2,627).

During the three months ended June 30, 2024, the REIT recorded net interest expense of \$71 (2023 - \$193) and during the six months ended June 30, 2024, the REIT recorded net interest income of \$9 (2023 - \$108) on the Morguard Facility.

UNITHOLDERS' EQUITY, SPECIAL VOTING UNITS AND CLASS B LP UNITS

UNITS

The REIT is authorized to issue an unlimited number of Units. Each Unit confers the right to one vote at any meeting of Unitholders and to participate *pro rata* in the distributions by the REIT and, in the event of termination or winding-up of the REIT, in the net assets of the REIT. The Unitholders have the right to require the REIT to redeem their Units on demand subject to certain conditions. The Units have no par value. Upon receipt of the redemption notice by the REIT, all rights to and under the Units tendered for redemption will cease and the holder thereof will be entitled to receive a price per Unit ("Redemption Price") as determined by a formula outlined in the Declaration of Trust. The Redemption Price will be paid in accordance with the conditions provided for in the Declaration of Trust.

The Trustees have discretion with respect to the timing and amounts of distributions.

The following table summarizes the changes in Units for the period from December 31, 2022, to June 30, 2024:

Issued and Fully Paid Units (In thousands, except Unit amounts)	Units	Amount
Balance, December 31, 2022	39,111,793	\$470,774
Units issued under DRIP	56,150	909
Units repurchased through the REIT's NCIB plan	(1,431,984)	(23,533)
Balance, December 31, 2023	37,735,959	448,150
Units issued under DRIP	31,183	485
Units repurchased through the REIT's NCIB plan	(520,377)	(8,316)
Balance, June 30, 2024	37,246,765	\$440,319

NORMAL COURSE ISSUER BIDS

On January 6, 2023, the REIT had the approval of the TSX under its normal course issuer bid ("NCIB") to purchase up to 1,474,371 Units and \$4,024 principal amount of the 2018 Debentures. The program expired on January 9, 2024. On January 10, 2024, the REIT obtained the approval of the TSX under its NCIB, commencing January 12, 2024, to purchase up to 2,795,028 Units, being approximately 10% of the public float of outstanding Units; the program expires on January 11, 2025. The daily repurchase restriction for the Units is 6,634. Additionally, the REIT may purchase up to \$4,900 principal amount of the 2023 Debentures, being 10% of the public float of outstanding 2023 Debentures. The daily repurchase restriction for the 2023 Debentures is \$6. The price that the REIT would pay for any such Units or 2023 Debentures would be the market price at the time of acquisition.

During the six months ended June 30, 2024, 520,377 Units were repurchased for cash consideration of \$8,316 at a weighted average price of \$15.98 per Unit. During the year ended December 31, 2023, 1,431,984 Units were repurchased for cash consideration of \$23,533 at a weighted average price of \$16.43 per Unit.

DISTRIBUTION REINVESTMENT PLAN

Under the REIT's Distribution Reinvestment Plan ("DRIP"), Unitholders can elect to reinvest cash distributions into additional Units at a weighted average closing price of the Units on the TSX for the five trading days immediately preceding the applicable date of distribution. During the six months ended June 30, 2024, the REIT issued 31,183 Units under the DRIP (year ended December 31, 2023 - 56,150 Units).

SPECIAL VOTING UNITS AND CLASS B LP UNITS

The REIT is authorized to issue an unlimited number of Special Voting Units. The Declaration of Trust and the exchange agreement provide for the issuance of the Special Voting Units, which have no economic entitlement in the REIT or in the distribution or assets of the REIT but are used to provide voting rights proportionate to the votes of the Units to holders of securities exchangeable into Units, including the Class B LP Units. Each Special Voting Unit is not transferable separately from the Class B LP Unit to which it is attached and will be automatically redeemed and cancelled upon exchange of the attached Class B LP Unit into a Unit.

On April 18, 2012, the REIT issued 17,223,090 Class B LP Units to Morguard for \$172,231. The Class B LP Units are non-transferable, except under certain circumstances, but are exchangeable on a one-for-one basis into Units of the REIT at any time at the option of the holder. Prior to such exchange, distributions are made on the Class B LP Units in an amount equivalent to the distribution that would have been made had the Units of the REIT been issued. Each Class B LP Unit was accompanied by a Special Voting Unit that entitles the holder to receive notice of, attend and vote at all meetings of the Unitholders. There is no value assigned to the Special Voting Units.

As at June 30, 2024, the REIT valued the Class B LP Units based on the closing price of the TSX-listed Units which resulted in a fair value liability of \$266,613 (December 31, 2023 - \$254,385), and a corresponding fair value gain for the three months ended June 30, 2024 of \$8,095 (2023 - \$9,473) and a fair value loss for the six months ended June 30, 2024 of \$12,228 (2023 - \$11,195). For the three and six months ended June 30, 2024, distributions on Class B LP Units amounting to \$3,186 (2023 - \$3,100) and \$6,372 (2023 - \$6,200), respectively, are included in interest expense.

As at June 30, 2024, Morguard owned a 46.5% effective interest in the REIT through its ownership of 8,120,666 Units and 17,223,090 Class B LP Units.

As at June 30, 2024, there were 37,246,765 Units and 17,223,090 exchangeable Class B LP Units issued and outstanding.

As at July 30, 2024, there were 37,152,639 Units and 17,223,090 exchangeable Class B LP Units issued and outstanding.

PART VI

RELATED PARTY TRANSACTIONS

Related party transactions that are in the normal course of operations are subject to the same processes and controls as other transactions; that is, they are subject to standard approval procedures and management oversight but are also considered by management for reasonability against fair value. Related party transactions that are found to be material are subject to review and approval by a committee of independent Trustees.

AGREEMENTS WITH MORGUARD AFFILIATES

The REIT, Morguard NAR Canada Limited Partnership (the "Partnership") and its subsidiaries entered into a series of agreements ("Agreements") with certain Morguard affiliates whereby the following services are provided by Morguard's affiliates under the direction of the REIT:

Property Management

Pursuant to the Agreements, Morguard's affiliates administer the day-to-day operations of the Canadian and U.S. income producing properties, for which Morguard's affiliates receive partnership fees and distributions equal to 3.5% of gross property revenue of the income producing properties, payable monthly. Fees and distributions for the three and six months ended June 30, 2024 amounted to \$3,059 (2023 - \$2,981) and \$6,087 (2023 - \$5,827), respectively, and are included in property operating costs and equity income from investments.

Asset Management

Pursuant to the Agreements, Morguard's affiliates have certain duties and responsibilities for the strategic management and administration of the Partnership and its subsidiaries, for which they receive partnership fees and distributions equal to 0.25% of the Partnership's gross book value defined as acquisition cost of the REIT's assets plus: (i) fair value adjustments; and (ii) accumulated amortization on property, plant and equipment. In addition, an annual fee and distribution is calculated in arrears, determined by multiplying 15% of the Partnership's funds from operations in excess of \$0.66 per Unit. Fees and distributions for the three and six months ended June 30, 2024 amounted to \$5,004 (2023 - \$5,109) and \$9,918 (2023 - \$9,733), respectively, and are included in trust expenses and equity income from investments.

Acquisition

Pursuant to the Agreements, Morguard's affiliates are entitled to receive partnership fees with respect to properties acquired, directly or indirectly, by the REIT from third parties, and the fees are to be paid upon the closing of the purchase of each such property. The fees range from 0% of the purchase price paid for properties acquired directly or indirectly from Morguard, including entities controlled by Morguard, up to 0.75% of the purchase price paid for properties acquired from third parties. Fees relating to acquisition services for the three and six months ended June 30, 2024, amounted to \$nil (2023 - \$nil) and \$nil (2023 - \$825), respectively, and have been capitalized to income producing properties.

Financing

Pursuant to the Agreements, with respect to arranging for financing services, Morguard's affiliates are entitled to receive partnership fees equal to 0.15% of the principal amount and associated costs (excluding mortgage premiums) of any debt financing or refinancing. Fees relating to financing services for the three and six months ended June 30, 2024 amounted to \$313 (2023 - \$229) and \$313 (2023 - \$229), respectively, and have been capitalized to deferred financing costs.

Other Services

As at June 30, 2024, the REIT had its portfolio appraised by Morguard's appraisal division. Fees relating to appraisal services for the three and six months ended June 30, 2024 amounted to \$52 (2023 - \$52) and \$104 (2023 - \$104), respectively, and are included in trust expenses.

All the Agreements have an initial term of 10 years and are renewable for further terms of five years each, subject to certain notice provisions or upon the occurrence of an event of default as stipulated in the provisions of the Agreements.

PART VII

SUMMARY OF MATERIAL ACCOUNTING POLICIES AND ESTIMATES

The REIT's condensed consolidated financial statements for the three and six months ended June 30, 2024 and 2023, have been prepared in accordance with IAS 34, Interim Financial Reporting, as issued by the IASB. The condensed consolidated financial statements use the same accounting policies and methods of their application as the most recent annual audited consolidated financial statements and accompanying notes for the year ended December 31, 2023, which include the material accounting policies most affected by estimates and judgments, and should be read in conjunction with the most recent annual audited consolidated financial statements.

The MD&A for the year ended December 31, 2023, contains a discussion of the material accounting policies most affected by estimates and judgments used in the preparation of the consolidated financial statements, being the accounting estimates of fair values of income producing properties and valuation of financial instruments. Management determined that as at June 30, 2024, there is no change to the assessment of the material accounting policies most affected by estimates and judgments as detailed in the MD&A for the year ended December 31, 2023.

FINANCIAL INSTRUMENTS

The following describes the REIT's recognized and unrecognized financial instruments.

The REIT's financial assets and liabilities comprise cash, restricted cash, amounts receivable, the Morguard Facility, accounts payable and accrued liabilities, mortgages payable, Class B LP Units, lease liabilities and the convertible debentures.

Financial assets must be classified and measured on the basis of both the business model in which the assets are managed and the contractual cash flow characteristics of the asset. Financial assets subsequent to initial recognition are classified and measured based on three categories: amortized cost, fair value through other comprehensive income ("FVTOCI") and fair value through profit or loss ("FVTPL"). Financial liabilities are classified and measured based on two categories: amortized cost and FVTPL. Fair values of financial assets and liabilities are presented as follows:

FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

The fair values of cash, restricted cash, amounts receivable, the Morguard Facility and accounts payable and accrued liabilities approximate their carrying values due to the short-term maturity of those instruments.

Mortgages payable, lease liabilities and the convertible debentures are carried at amortized cost using the effective interest method of amortization. The estimated fair values of long-term borrowings have been determined based on market information, where available, or by discounting future payments of interest and principal at estimated interest rates expected to be available to the REIT.

The fair value of the mortgages payable has been determined by discounting the cash flows of these financial obligations using June 30, 2024, market rates for debts of similar terms. Based on these assumptions, as at June 30, 2024, the fair value of the mortgages payable before deferred financing costs and mark-to-market adjustment is estimated at \$1,563,771 (December 31, 2023 - \$1,438,179), compared with the carrying value of \$1,647,442 (December 31, 2023 - \$1,511,252). The fair value of the mortgages payable varies from their carrying value due to fluctuations in market interest rates since their issue.

The fair values of the convertible debentures are based on their market trading price. As at June 30, 2024, the fair value of the convertible debentures before deferred financing costs has been estimated at \$54,606 (December 31, 2023 - \$54,880), compared with the carrying value of \$52,687 (December 31, 2023 - \$52,245).

The fair value of the Class B LP Units is equal to the market trading price of the Units.

The REIT's convertible debentures have no restrictive covenants.

RISKS AND UNCERTAINTIES

There are certain risks inherent in an investment in the Units and activities of the REIT that investors should carefully consider before investing in securities of the REIT. Risks and uncertainties are disclosed in the REIT's MD&A for the year ended December 31, 2023 and in the Risks and Uncertainties section of the latest Annual Information Form dated, February 13, 2024.

CONTROLS AND PROCEDURES CONCERNING FINANCIAL INFORMATION

The financial certification process project team has documented and assessed the design of the internal controls in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. This undertaking has enabled the Chief Executive Officer and Chief Financial Officer to attest that the design of the internal controls with regard to financial information are effective using the Committee of Sponsoring Organizations of the Treadway Commission (COSO) Internal Control - Integrated Framework (2013). In order to ensure that the consolidated financial statements and MD&A present fairly, in all material respects, the financial position of the REIT and the results of its operations, management is responsible for establishing and maintaining disclosure controls and procedures, as well as internal control over financial reporting.

The REIT's management has evaluated the effectiveness of the REIT's disclosure controls and procedures and, based on such evaluation, has concluded that their design is adequate and effective as of and for the six months ended June 30, 2024. The REIT's management has also evaluated the effectiveness of the internal controls over financial reporting and has concluded that their design is effective as of and for the six months ended June 30, 2024.

An information disclosure policy constitutes the framework for the information disclosure process with regard to the annual and interim filings, as well as to other reports filed or submitted under securities legislation. This policy aims in particular at identifying material information and validating the related reporting. Morguard's Disclosure Committee, established in 2005, is responsible for ensuring compliance with this policy for both Morguard and the REIT. Morguard's senior management acts as the Disclosure Committee, ensuring compliance with this policy and reviewing main documents to be filed with regulatory authorities to ensure that all significant information regarding operations is communicated in a timely manner.

PART VIII

SUMMARY OF QUARTERLY INFORMATION

The following table provides a summary of operating results for the last eight quarters.

(In thousands of dollars, except per Unit amounts)	Revenue	NOI	Proportionate NOI	FFO	Net Income (Loss) Attributable to Unitholders	Net Income (Loss) Attributable to Unitholders per Unit	
						Basic	Diluted ⁽¹⁾
June 30, 2024	\$85,756	\$54,649	\$46,401	\$22,685	\$48,316	\$0.88	\$0.86
March 31, 2024	84,756	20,587	44,903	22,534	25,731	0.47	0.46
December 31, 2023	85,000	55,020	47,675	24,341	25,123	0.47	0.47
September 30, 2023	83,646	52,418	44,179	21,936	40,491	0.73	0.71
June 30, 2023	83,326	53,494	45,238	23,711	81,227	1.45	1.40
March 31, 2023	79,648	19,308	41,664	21,954	29,495	0.52	0.50
December 31, 2022	75,076	46,460	42,284	23,526	(175,846)	(3.13)	(2.89)
September 30, 2022	70,766	44,875	39,597	21,137	70,097	1.24	1.17

(1) Includes the dilutive impact of the convertible debentures.

SUMMARY OF QUARTERLY RESULTS

A significant portion of the REIT's real estate properties are located in the United States. As a result, the REIT is exposed to foreign currency exchange rate fluctuations with respect to its quarterly results derived from its properties located in the U.S.

Quarterly results fluctuate due to acquisitions and dispositions, the impact of foreign exchange rate fluctuations and mortgage refinancing. In addition, net income (loss) includes a number of non-cash components, such as, fair value gain (loss) on Class B LP Units, fair value gain (loss) on real estate properties, an IFRIC 21 adjustment to realty taxes, equity income (loss) from investments and deferred taxes.

During the first quarter of 2023, the REIT acquired a property comprising 240 suites and the remaining 50% interest in a property comprising 492 suites.

During the fourth quarter of 2022, the REIT disposed of a property comprising 340 suites.

During the third quarter of 2022, the REIT disposed of a property comprising a total of 144 suites and acquired two properties, one multi-suite residential property comprising 350 suites and one retail property comprising 186,712 square feet of commercial area.

Revenue and Net Operating Income

The regional distribution of the REIT's suites serves to add stability to the REIT's cash flows because it reduces the REIT's vulnerability to economic fluctuations affecting any particular region. However, tenant retention and leasing vacant suites are critical to maintaining occupancy levels.

In Canada, certain provinces and territories have enacted residential tenancy legislation that, among other things, imposes rent control guidelines that limit the REIT's ability to raise rental rates at its properties. For the calendar year 2024, the Ontario guideline increase amount was established at 2.5% (2.5% for 2023 and 1.2% for 2022). In addition, overbuilding in the multi-suite residential sector, particularly in the United States, may increase the supply of multi-suite residential properties, further increasing the level of competition in certain markets. Such competition may reduce occupancy rates and rental revenues of the REIT and, consequently, revenue and operating results.

As at June 30, 2024, Same Property occupancy in Canada was stable at 98.0% and has been stable in this level since the third quarter of 2022 as leasing traffic normalized after a period of stay-at-home orders during the COVID-19 pandemic. Approximately 79% of the suites in Canada are located in the GTA. The GTA is Canada's most significant economic cluster and contains the largest concentration of people.

As at June 30, 2024, Same Property occupancy in the U.S. was 93.3% as the REIT's overall U.S. occupancy remained stable, continuing its positive momentum from 2023 and during 2024.

The REIT has seen steady revenue growth resulting from an increase in Same Property revenue. The increase in revenue since the third quarter of 2022 is due to improvements in occupancy as well as the REIT's acquisition and disposition activity.

Similar to revenue, NOI has profiled stable and steady growth over the last eight quarters resulting from an increase in revenue and the REIT's ability to control expenses as a percentage of revenue. The impact of foreign exchange rates and the REIT's acquisition and disposition activity also factored into the variance from quarter to quarter. Furthermore, the first quarter results (three months ended March 31) are impacted by IFRIC 21, whereby the REIT records the entire annual realty tax expense for its U.S. properties on January 1, except for U.S. properties acquired during the year in which the realty taxes are not recorded in the year of acquisition. As a result, the second, third and fourth quarters typically have no realty tax expense, which results in higher NOI and NOI margins.

Net Income (Loss) Attributable to Unitholders

Taking into account the above factors for revenue and NOI variations, the change in net income (loss) is predominantly due to a change in non-cash components described below:

- The REIT valued the Class B LP Units based on the closing price of the TSX-listed Units from period to period, resulting in a fair value gain/loss on Class B LP Units due to volatility in the trading price of the REIT's Units;
- The REIT recognized a fair value gain on real estate properties for the three months ended June 30, 2024 and 2023 mainly due to an increase in stabilized NOI across the REIT's portfolio, partially offset by a 25 basis point increase in capitalization rates at several U.S. properties. In addition, the equity-accounted investment include non-cash fair value changes on real estate properties; and
- The REIT has recorded deferred tax expense/recovery coinciding with the fair value gains/loss of the REIT's U.S. real estate properties.

PART IX

RECONCILIATION OF NON-GAAP FINANCIAL MEASURES

The REIT's proportionate consolidated financial statements are as follows:

BALANCE SHEETS

As at June 30, 2024	IFRS	Non-GAAP Adjustments			Proportionate Basis (Non-GAAP)
		NCI Share	Equity Interest	IFRIC 21	
ASSETS					
Non-current assets					
Real estate properties	\$4,172,893	(\$211,103)	\$165,571	(\$17,837)	\$4,109,524
Equity-accounted investments	57,661	—	(57,661)	—	—
	4,230,554	(211,103)	107,910	(17,837)	4,109,524
Current assets					
Amounts receivable	9,786	(474)	318	—	9,630
Prepaid expenses	5,428	(43)	32	—	5,417
Restricted cash	4,004	(1,217)	—	—	2,787
Cash	127,728	(2,845)	1,308	—	126,191
	146,946	(4,579)	1,658	—	144,025
	\$4,377,500	(\$215,682)	\$109,568	(\$17,837)	\$4,253,549
LIABILITIES AND EQUITY					
Non-current liabilities					
Mortgages payable	\$1,520,833	(\$96,760)	\$101,965	\$—	\$1,526,038
Convertible debentures	51,806	—	—	—	51,806
Class B LP Units	266,613	—	—	—	266,613
Deferred income tax liabilities	283,525	—	—	—	283,525
Lease liabilities	16,601	—	—	—	16,601
	2,139,378	(96,760)	101,965	—	2,144,583
Current liabilities					
Mortgages payable	106,798	(1,657)	2,440	—	107,581
Accounts payable and accrued liabilities	76,986	(6,619)	5,163	(17,837)	57,693
	183,784	(8,276)	7,603	(17,837)	165,274
Total liabilities	2,323,162	(105,036)	109,568	(17,837)	2,309,857
EQUITY					
Unitholders' equity	1,943,692	—	—	—	1,943,692
Non-controlling interest	110,646	(110,646)	—	—	—
Total equity	2,054,338	(110,646)	—	—	1,943,692
	\$4,377,500	(\$215,682)	\$109,568	(\$17,837)	\$4,253,549

The following table provides a reconciliation of gross book value and indebtedness as defined in the Declaration of Trust from their IFRS financial statement presentation:

As at June 30, 2024	IFRS	Non-GAAP Adjustments			Proportionate Basis (Non-GAAP)
		NCI Share	Equity Interest	IFRIC 21	
Total Assets / Gross book value⁽¹⁾	\$4,377,500	(\$215,682)	\$109,568	(\$17,837)	\$4,253,549
Mortgage payable	\$1,627,631	(\$98,417)	\$104,405	\$—	\$1,633,619
Add: Deferred financing costs	17,829	(250)	293	—	17,872
Mark-to-market adjustment	1,982	—	—	—	1,982
	1,647,442	(98,667)	104,698	—	1,653,473
Convertible debentures, face value	56,000	—	—	—	56,000
Lease liabilities	16,601	—	—	—	16,601
Indebtedness	\$1,720,043	(\$98,667)	\$104,698	\$—	\$1,726,074
Indebtedness / Gross book value	39.3%				40.6%

(1) Gross book value (as defined in the Declaration of Trust) includes the impact of any fair value adjustments.

STATEMENTS OF INCOME

For the three months ended June 30 (In thousands of dollars)	2024					2023				
	Non-GAAP Adjustments				Proportionate Basis (Non-GAAP)	Non-GAAP Adjustments				Proportionate Basis (Non-GAAP)
	IFRS	NCI Share	Equity Interest	IFRIC 21		IFRS	NCI Share	Equity Interest	IFRIC 21	
Revenue from properties										
Gross rental revenue	\$82,096	(\$4,354)	\$4,010	\$—	\$81,752	\$78,046	(\$4,078)	\$3,758	\$—	\$77,726
Vacancy	(4,991)	325	(230)	—	(4,896)	(3,623)	156	(150)	—	(3,617)
Ancillary	8,651	(439)	231	—	8,443	8,903	(412)	245	—	8,736
Total revenue from properties	85,756	(4,468)	4,011	—	85,299	83,326	(4,334)	3,853	—	82,845
Property operating expenses										
Operating costs	23,982	(1,213)	900	—	23,669	22,749	(1,132)	921	—	22,538
Realty taxes	2,445	(18)	11	8,202	10,640	2,457	(16)	—	8,023	10,464
Utilities	4,680	(169)	78	—	4,589	4,626	(127)	106	—	4,605
Total property operating expenses	31,107	(1,400)	989	8,202	38,898	29,832	(1,275)	1,027	8,023	37,607
NOI⁽¹⁾	54,649	(3,068)	3,022	(8,202)	46,401	53,494	(3,059)	2,826	(8,023)	45,238
Other expenses (income)										
Interest expense	19,692	(1,069)	872	—	19,495	18,613	(1,043)	877	—	18,447
Trust expenses	5,663	(91)	102	—	5,674	5,784	(96)	109	—	5,797
Equity income from investments	(2,072)	—	2,072	—	—	(1,456)	—	1,456	—	—
Foreign exchange loss	4	—	—	—	4	23	—	—	—	23
Other expense (income)	(154)	—	—	—	(154)	100	—	—	—	100
Income before fair value changes and income taxes	31,516	(1,908)	(24)	(8,202)	21,382	30,430	(1,920)	384	(8,023)	20,871
Fair value gain on real estate properties, net	18,974	(416)	24	8,202	26,784	62,555	(4,368)	(384)	8,023	65,826
Fair value gain on Class B LP Units	8,095	—	—	—	8,095	9,473	—	—	—	9,473
Income before income taxes	58,585	(2,324)	—	—	56,261	102,458	(6,288)	—	—	96,170
Provision for income taxes										
Current	981	(69)	—	—	912	34	—	—	—	34
Deferred	7,033	—	—	—	7,033	14,909	—	—	—	14,909
	8,014	(69)	—	—	7,945	14,943	—	—	—	14,943
Net income for the period	\$50,571	(\$2,255)	\$—	\$—	\$48,316	\$87,515	(\$6,288)	\$—	\$—	\$81,227
(¹) IFRIC 21 included in NOI	(\$8,244)	\$738	(\$696)	\$8,202	\$—	(\$7,952)	\$670	(\$741)	\$8,023	\$—

The following table provides a reconciliation of interest and indebtedness coverage ratios from their IFRS financial statement presentation:

For the three months ended June 30 (In thousands of dollars)	2024					2023				
	Non-GAAP Adjustments				Proportionate Basis (Non-GAAP)	Non-GAAP Adjustments				Proportionate Basis (Non-GAAP)
	IFRS	NCI Share	Equity Interest	IFRIC 21		IFRS	NCI Share	Equity Interest	IFRIC 21	
NOI	\$54,649	(\$3,068)	\$3,022	(\$8,202)	\$46,401	\$53,494	(\$3,059)	\$2,826	(\$8,023)	\$45,238
IFRIC 21 adjustment	(8,244)	738	(696)	8,202	—	(7,952)	670	(741)	8,023	—
Trust expenses	(5,663)	91	(102)	—	(5,674)	(5,784)	96	(109)	—	(5,797)
Other expense (income)	154	—	—	—	154	(100)	—	—	—	(100)
	\$40,896	(\$2,239)	\$2,224	\$—	\$40,881	\$39,658	(\$2,293)	\$1,976	\$—	\$39,341
Interest expense	\$19,692	(\$1,069)	\$872	\$—	\$19,495	\$18,613	(\$1,043)	\$877	\$—	\$18,447
Amortization of mark-to-market adjustment on mortgages	(179)	—	—	—	(179)	(185)	—	—	—	(185)
Accretion on convertible debentures	(221)	—	—	—	(221)	—	—	—	—	—
Fair value gain on conversion option on the convertible debentures	975	—	—	—	975	249	—	—	—	249
Distributions on Class B LP Units	(3,186)	—	—	—	(3,186)	(3,100)	—	—	—	(3,100)
	\$17,081	(\$1,069)	\$872	\$—	\$16,884	\$15,577	(\$1,043)	\$877	\$—	\$15,411
Interest coverage ratio	2.39				2.42	2.55				2.55
Indebtedness coverage ratio	1.63				1.63	1.67				1.66

STATEMENTS OF INCOME

For the six months ended June 30 (In thousands of dollars)	2024					2023				
	Non-GAAP Adjustments				Proportionate Basis (Non-GAAP)	Non-GAAP Adjustments				Proportionate Basis (Non-GAAP)
	IFRS	NCI Share	Equity Interest	IFRIC 21		IFRS	NCI Share	Equity Interest	IFRIC 21	
Revenue from properties										
Same Property										
Gross rental revenue	\$157,833	(\$8,600)	\$7,926	\$—	\$157,159	\$150,831	(\$8,108)	\$7,475	\$—	\$150,198
Vacancy	(8,755)	596	(466)	—	(8,625)	(6,785)	341	(335)	—	(6,779)
Ancillary	16,591	(820)	479	—	16,250	16,482	(747)	485	—	16,220
Same Property	165,669	(8,824)	7,939	—	164,784	160,528	(8,514)	7,625	—	159,639
Acquisition	4,843	—	—	—	4,843	2,446	—	—	—	2,446
Total revenue from properties	170,512	(8,824)	7,939	—	169,627	162,974	(8,514)	7,625	—	162,085
Property operating expenses										
Same Property										
Operating costs	45,356	(2,338)	1,776	—	44,794	43,466	(2,148)	1,769	—	43,087
Realty taxes	35,936	(2,928)	2,777	(15,202)	20,583	35,252	(2,772)	3,002	(15,299)	20,183
Utilities	10,506	(366)	158	—	10,298	10,587	(295)	284	—	10,576
Same Property	91,798	(5,632)	4,711	(15,202)	75,675	89,305	(5,215)	5,055	(15,299)	73,846
Acquisition	3,478	—	—	(830)	2,648	867	—	—	470	1,337
Total property operating expenses	95,276	(5,632)	4,711	(16,032)	78,323	90,172	(5,215)	5,055	(14,829)	75,183
NOI										
Same Property	73,871	(3,192)	3,228	15,202	89,109	71,223	(3,299)	2,570	15,299	85,793
Acquisition	1,365	—	—	830	2,195	1,579	—	—	(470)	1,109
Total NOI⁽¹⁾	75,236	(3,192)	3,228	16,032	91,304	72,802	(3,299)	2,570	14,829	86,902
Other expenses (income)										
Interest expense	39,270	(2,128)	1,737	—	38,879	36,762	(2,065)	1,763	—	36,460
Trust expenses	11,157	(176)	203	—	11,184	10,961	(182)	211	—	10,990
Equity income from investments	(3,866)	—	3,866	—	—	(4,210)	—	4,210	—	—
Foreign exchange loss	6	—	—	—	6	24	—	—	—	24
Other income	(234)	—	—	—	(234)	(619)	—	—	—	(619)
Income (loss) before fair value changes and income taxes	28,903	(888)	(2,578)	16,032	41,469	29,884	(1,052)	(3,614)	14,829	40,047
Fair value gain on real estate properties, net	71,140	(518)	2,578	(16,032)	57,168	129,243	(9,990)	3,614	(14,829)	108,038
Fair value loss on Class B LP Units	(12,228)	—	—	—	(12,228)	(11,195)	—	—	—	(11,195)
Income before income taxes	87,815	(1,406)	—	—	86,409	147,932	(11,042)	—	—	136,890
Provision for income taxes										
Current	1,607	(106)	—	—	1,501	68	—	—	—	68
Deferred	10,861	—	—	—	10,861	26,100	—	—	—	26,100
	12,468	(106)	—	—	12,362	26,168	—	—	—	26,168
Net income for the period	\$75,347	(\$1,300)	\$—	\$—	\$74,047	\$121,764	(\$11,042)	\$—	\$—	\$110,722
⁽¹⁾ IFRIC 21 included in NOI	\$16,086	(\$1,420)	\$1,366	(\$16,032)	\$—	\$14,684	(\$1,354)	\$1,499	(\$14,829)	\$—

The following table provides a reconciliation of interest and indebtedness coverage ratios from their IFRS financial statement presentation:

For the six months ended June 30 (In thousands of dollars)	2024					2023				
	Non-GAAP Adjustments				Proportionate Basis (Non-GAAP)	Non-GAAP Adjustments				Proportionate Basis (Non-GAAP)
	IFRS	NCI Share	Equity Interest	IFRIC 21		IFRS	NCI Share	Equity Interest	IFRIC 21	
NOI	\$75,236	(\$3,192)	\$3,228	\$16,032	\$91,304	\$72,802	(\$3,299)	\$2,570	\$14,829	\$86,902
IFRIC 21 adjustment	16,086	(1,420)	1,366	(16,032)	—	14,684	(1,354)	1,499	(14,829)	—
Trust expenses	(11,157)	176	(203)	—	(11,184)	(10,961)	182	(211)	—	(10,990)
Other income	234	—	—	—	234	619	—	—	—	619
	\$80,399	(\$4,436)	\$4,391	\$—	\$80,354	\$77,144	(\$4,471)	\$3,858	\$—	\$76,531
Interest expense	\$39,270	(\$2,128)	\$1,737	\$—	\$38,879	\$36,762	(\$2,065)	\$1,763	\$—	\$36,460
Amortization of mark-to-market adjustment on mortgages	(357)	—	—	—	(357)	(391)	—	—	—	(391)
Accretion on convertible debentures	(442)	—	—	—	(442)	—	—	—	—	—
Fair value gain on conversion option on the convertible debentures	1,127	—	—	—	1,127	538	—	—	—	538
Distributions on Class B LP Units	(6,372)	—	—	—	(6,372)	(6,200)	—	—	—	(6,200)
	\$33,226	(\$2,128)	\$1,737	\$—	\$32,835	\$30,709	(\$2,065)	\$1,763	\$—	\$30,407
Interest coverage ratio	2.42				2.45	2.51				2.52
Indebtedness coverage ratio	1.63				1.63	1.62				1.61

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

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BALANCE SHEETS

In thousands of Canadian dollars

As at	Note	June 30, 2024	December 31, 2023
ASSETS			
Non-current assets			
Real estate properties	3	\$4,172,893	\$3,999,481
Equity-accounted investments	4	57,661	53,282
		4,230,554	4,052,763
Current assets			
Morguard Facility	8	—	2,627
Amounts receivable		9,786	9,571
Prepaid expenses		5,428	9,070
Restricted cash		4,004	4,075
Cash		127,728	17,825
		146,946	43,168
		\$4,377,500	\$4,095,931
LIABILITIES AND EQUITY			
Non-current liabilities			
Mortgages payable	5	\$1,520,833	\$1,327,738
Convertible debentures	6	51,806	52,276
Class B LP Units	7	266,613	254,385
Deferred income tax liabilities	16	283,525	263,424
Lease liabilities	9	16,601	16,059
		2,139,378	1,913,882
Current liabilities			
Mortgages payable	5	106,798	167,624
Accounts payable and accrued liabilities	10	76,986	54,774
		183,784	222,398
Total liabilities		2,323,162	2,136,280
EQUITY			
Unitholders' equity		1,943,692	1,852,778
Non-controlling interest		110,646	106,873
Total equity		2,054,338	1,959,651
		\$4,377,500	\$4,095,931

See accompanying notes to the condensed consolidated financial statements.

STATEMENTS OF INCOME

In thousands of Canadian dollars

	Note	Three months ended June 30		Six months ended June 30	
		2024	2023	2024	2023
Revenue from real estate properties	12	\$85,756	\$83,326	\$170,512	\$162,974
Property operating expenses					
Property operating costs		(23,982)	(22,749)	(46,923)	(44,256)
Realty taxes		(2,445)	(2,457)	(37,656)	(35,252)
Utilities		(4,680)	(4,626)	(10,697)	(10,664)
Net operating income		54,649	53,494	75,236	72,802
Other expense (income)					
Interest expense	13	19,692	18,613	39,270	36,762
Trust expenses	14	5,663	5,784	11,157	10,961
Equity income from investments	4	(2,072)	(1,456)	(3,866)	(4,210)
Foreign exchange loss		4	23	6	24
Other expense (income)	8	(154)	100	(234)	(619)
Income before fair value changes and income taxes		31,516	30,430	28,903	29,884
Fair value gain on real estate properties, net	3	18,974	62,555	71,140	129,243
Fair value gain (loss) on Class B LP Units	7	8,095	9,473	(12,228)	(11,195)
Income before income taxes		58,585	102,458	87,815	147,932
Provision for income taxes					
Current		981	34	1,607	68
Deferred		7,033	14,909	10,861	26,100
		8,014	14,943	12,468	26,168
Net income for the period		\$50,571	\$87,515	\$75,347	\$121,764
Net income attributable to:					
Unitholders		\$48,316	\$81,227	\$74,047	\$110,722
Non-controlling interest		2,255	6,288	1,300	11,042
		\$50,571	\$87,515	\$75,347	\$121,764

See accompanying notes to the condensed consolidated financial statements.

STATEMENTS OF COMPREHENSIVE INCOME

In thousands of Canadian dollars

	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Net income for the period	\$50,571	\$87,515	\$75,347	\$121,764
OTHER COMPREHENSIVE INCOME				
Item that may be reclassified subsequently to net income:				
Unrealized foreign currency translation gain (loss)	13,523	(28,791)	42,179	(29,777)
Total comprehensive income for the period	\$64,094	\$58,724	\$117,526	\$91,987
Total comprehensive income attributable to:				
Unitholders	\$60,717	\$54,735	\$112,684	\$83,315
Non-controlling interest	3,377	3,989	4,842	8,672
	\$64,094	\$58,724	\$117,526	\$91,987

See accompanying notes to the condensed consolidated financial statements.

STATEMENTS OF CHANGES IN UNITHOLDERS' EQUITY

In thousands of Canadian dollars

	Note	Units	Contributed Surplus	Retained Earnings	Accumulated Other Comprehensive Income	Total Unitholders' Equity	Non-controlling Interest	Total Equity
Unitholders' equity, December 31, 2022		\$470,774	\$48,762	\$1,089,399	\$144,540	\$1,753,475	\$101,914	\$1,855,389
Changes during the period:								
Net income		—	—	110,722	—	110,722	11,042	121,764
Other comprehensive loss		—	—	—	(27,407)	(27,407)	(2,370)	(29,777)
Repurchase of Units		(11,458)	—	—	—	(11,458)	—	(11,458)
Issue of Units - DRIP		453	—	(453)	—	—	—	—
Distributions		—	—	(13,566)	—	(13,566)	(794)	(14,360)
Unitholders' equity, June 30, 2023		\$459,769	\$48,762	\$1,186,102	\$117,133	\$1,811,766	\$109,792	\$1,921,558
Changes during the period:								
Net income (loss)		—	—	65,614	—	65,614	(2,097)	63,517
Other comprehensive income (loss)		—	—	—	841	841	(31)	810
Repurchase of Units		(12,075)	—	—	—	(12,075)	—	(12,075)
Issue of Units - DRIP		456	—	(456)	—	—	—	—
Distributions		—	—	(13,368)	—	(13,368)	(791)	(14,159)
Unitholders' equity, December 31, 2023		\$448,150	\$48,762	\$1,237,892	\$117,974	\$1,852,778	\$106,873	\$1,959,651
Changes during the period:								
Net income		—	—	74,047	—	74,047	1,300	75,347
Other comprehensive income		—	—	—	38,637	38,637	3,542	42,179
Repurchase of Units	11(b)	(8,316)	—	—	—	(8,316)	—	(8,316)
Issue of Units - DRIP	11(d)	485	—	(485)	—	—	—	—
Distributions	11(d)	—	—	(13,454)	—	(13,454)	(1,069)	(14,523)
Unitholders' equity, June 30, 2024		\$440,319	\$48,762	\$1,298,000	\$156,611	\$1,943,692	\$110,646	\$2,054,338

See accompanying notes to the condensed consolidated financial statements.

STATEMENTS OF CASH FLOWS

In thousands of Canadian dollars

	Note	Three months ended		Six months ended	
		June 30		June 30	
		2024	2023	2024	2023
OPERATING ACTIVITIES					
Net income		\$50,571	\$87,515	\$75,347	\$121,764
Add (deduct) items not affecting cash	17(a)	(29,916)	(65,598)	(34,164)	(79,565)
Additions to tenant incentives		(617)	(241)	(761)	(417)
Distributions from equity-accounted investments	4	1,377	1,338	1,377	2,022
Net change in non-cash operating assets and liabilities	17(b)	10,719	11,419	8,847	8,526
Cash provided by operating activities		32,134	34,433	50,646	52,330
INVESTING ACTIVITIES					
Acquisition of income producing properties	3	—	—	—	(164,710)
Additions to real estate properties	3	(12,088)	(9,709)	(17,449)	(14,679)
Cash used in investing activities		(12,088)	(9,709)	(17,449)	(179,389)
FINANCING ACTIVITIES					
Proceeds from new mortgages	3, 5	209,632	150,711	209,632	150,711
Financing cost on new mortgages		(5,458)	(3,281)	(5,458)	(3,281)
Repayment of mortgages					
Principal instalment repayments		(8,029)	(8,200)	(16,152)	(16,828)
Repayment on maturity		—	(85,793)	—	(85,793)
Repayment due to mortgage extinguishment	5	(91,411)	—	(91,411)	—
Principal payment of lease liabilities	9	(10)	(8)	(19)	(16)
Proceeds from issuance of convertible debentures, net of costs	6	—	—	—	53,590
Redemption of convertible debentures		—	—	—	(85,500)
Proceeds from Morguard Facility		10,250	17,912	28,250	199,923
Repayments on Morguard Facility		(10,250)	(67,267)	(25,902)	(119,583)
Units repurchased for cancellation	11(b)	(8,107)	(7,980)	(8,316)	(11,458)
Distributions to Unitholders		(6,725)	(6,782)	(13,472)	(13,594)
Distributions to non-controlling interest		(539)	(390)	(1,069)	(794)
Decrease (increase) in restricted cash		(153)	1,215	211	83,506
Cash provided by (used in) financing activities		89,200	(9,863)	76,294	150,883
Net increase in cash during the period		109,246	14,861	109,491	23,824
Net effect of foreign currency translation on cash balance		93	1,494	412	2,111
Cash, beginning of period		18,389	24,216	17,825	14,636
Cash, end of period		\$127,728	\$40,571	\$127,728	\$40,571

See accompanying notes to the condensed consolidated financial statements.

NOTES

For the three and six months ended June 30, 2024 and 2023

In thousands of Canadian dollars, except Unit and per Unit amounts and where otherwise noted

NOTE 1

NATURE AND FORMATION OF TRUST

Morguard North American Residential Real Estate Investment Trust (the "REIT") is an unincorporated open-ended real estate investment trust established pursuant to a Declaration of Trust dated March 1, 2012, and as most recently amended and restated on February 16, 2021 (the "Declaration of Trust"), under and governed by the laws of the Province of Ontario. The trust units of the REIT ("Units") trade on the Toronto Stock Exchange ("TSX") under the symbol "MRG.UN." The REIT invests in multi-suite residential rental properties in Canada and the United States. The REIT's head office is located at 55 City Centre Drive, Suite 1000, Mississauga, Ontario, L5B 1M3.

The REIT holds its investments in its real estate properties through its ownership in Morguard NAR Canada Limited Partnership (the "Partnership"). As at June 30, 2024, Morguard Corporation ("Morguard"), the parent company of the REIT, holds an indirect 46.5% (December 31, 2023 - 46.1%) interest through its ownership of 8,120,666 Units and 17,223,090 Class B LP Units.

NOTE 2

STATEMENT OF COMPLIANCE AND MATERIAL ACCOUNTING POLICIES

These condensed consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") IAS 34, Interim Financial Reporting, as issued by the International Accounting Standards Board ("IASB") and thus do not contain all the disclosures applicable to the annual audited consolidated financial statements.

The condensed consolidated financial statements were approved and authorized for issue by the Board of Trustees on July 30, 2024.

These condensed consolidated financial statements use the same accounting policies and methods of their application as the most recent annual audited consolidated financial statements and should be read in conjunction with the most recent annual audited consolidated financial statements, which include the material accounting policies most affected by estimates and judgments.

Foreign Exchange

The foreign exchange rates for the current and prior reporting periods are as follows:

	2024	2023
Canadian dollar to United States dollar exchange rates:		
- As at June 30	\$0.7306	\$0.7553
- As at December 31	—	0.7561
- Average for the three months ended June 30	0.7308	0.7447
- Average for the six months ended June 30	0.7361	0.7420
United States dollar to Canadian dollar exchange rates:		
- As at June 30	1.3687	1.3240
- As at December 31	—	1.3226
- Average for the three months ended June 30	1.3683	1.3428
- Average for the six months ended June 30	1.3585	1.3477

Future Material Accounting Policy Changes

IFRS 18 - Presentation and Disclosure in Financial Statements ("IFRS 18")

On April 9, 2024, the IASB issued IFRS 18 that will replace IAS 1 - Presentation of Financial Statements. The objective of IFRS 18 is to set out requirements for the presentation and disclosure of information in general purpose financial statements to help ensure they provide relevant information that faithfully represents an entity's assets, liabilities, equity, income and expenses.

IFRS 18 introduces the following:

- Defined subtotals and categories in the statement of profit or loss.
- Requirements to improve aggregation and disaggregation.
- Disclosures about management-defined performance measures in the notes to the financial statements.
- Targeted improvements to the statement of cash flows by amending IAS 7 - Statement of Cash Flows.

IFRS 18 is effective for annual reporting periods beginning on or after January 1, 2027. The standard is applied retrospectively, with specific transition provisions, and early adoption is permitted. The REIT is currently assessing the impact this new standard will have on its consolidated financial statements.

NOTE 3

REAL ESTATE PROPERTIES

Reconciliations of the carrying amounts for real estate properties at the beginning and end of the current period and prior financial year are set out below:

As at	June 30, 2024	December 31, 2023
Balance, beginning of period	\$3,999,481	\$3,626,853
Additions:		
Acquisition of income producing properties	—	207,658
Capital expenditures	17,449	44,299
Right-of-use assets	—	241
Transfer from equity-accounted investments (Note 4)	—	96,840
Fair value gain, net	71,140	80,996
Foreign currency translation	84,367	(57,717)
Other	456	311
Balance, end of period	\$4,172,893	\$3,999,481

Transactions completed during the year ended December 31, 2023

Acquisitions

On January 5, 2023, the REIT acquired from Morguard the remaining 50% interest in Fenestra at Rockville Town Square (Note 4), comprising 492 residential suites, for a purchase price of \$96,902 (US\$71,545), including closing costs, and assumed mortgages payable of \$45,997 (US\$33,961) at a contractual interest rate of 3.55%, maturing on September 1, 2027. In addition, a mark-to-market adjustment of \$3,049 (US\$2,251) was recorded to mortgages payable at an effective interest rate of 5.26%.

On March 29, 2023, the REIT acquired a multi-suite residential property comprising 240 suites located in Chicago, Illinois (“Xavier”), for a purchase price of \$113,805 (US\$83,829), including closing costs.

The REIT pursued a tax deferred exchange under Internal Revenue Code Section 1031 (“1031 Exchange”) in connection with its U.S. property dispositions. Under a 1031 Exchange, the REIT was able to defer tax payable upon the acquisition of its replacement property.

As at June 30, 2024, and December 31, 2023, the REIT had its portfolio appraised by Morguard’s appraisal division. In addition, the REIT’s U.S. portfolio is appraised by independent U.S. real estate appraisal firms on a three-year cycle.

The REIT utilizes the direct capitalization income method to appraise its portfolio. This method requires that rental income from current leases and key assumptions about rental income, vacancies and inflation rates, among other factors, are used to determine a one-year stabilized net operating income forecast for each individual property within the REIT’s portfolio and also considers any capital expenditures anticipated within the year. A capitalization rate was also determined for each property based on market information related to the external sale of similar properties within a similar location. These factors were used to determine the fair value of income producing properties at each reporting period.

As at June 30, 2024, using the direct capitalization income approach, the properties were valued using capitalization rates in the range of 3.8% to 6.3% (December 31, 2023 - 3.8% to 6.3%), resulting in an overall weighted average capitalization rate of 4.5% (December 31, 2023 - 4.5%).

The average capitalization rates by location are set out in the following table:

	June 30, 2024 Capitalization Rates			December 31, 2023 Capitalization Rates		
	Maximum	Minimum	Weighted Average	Maximum	Minimum	Weighted Average
Canada						
Alberta	5.3%	5.3%	5.3%	5.3%	5.3%	5.3%
Ontario	4.5%	3.8%	3.9%	4.3%	3.8%	3.9%
United States						
Colorado	5.0%	5.0%	5.0%	5.0%	5.0%	5.0%
Texas	5.0%	5.0%	5.0%	5.0%	5.0%	5.0%
Louisiana	5.5%	5.5%	5.5%	5.5%	5.5%	5.5%
Illinois	5.3%	5.0%	5.1%	5.3%	5.0%	5.1%
Georgia	5.3%	5.0%	5.2%	5.3%	4.8%	5.1%
Florida	6.3%	4.8%	5.2%	6.3%	4.5%	5.2%
North Carolina	5.0%	5.0%	5.0%	5.0%	4.8%	4.9%
Virginia	4.8%	4.8%	4.8%	4.8%	4.8%	4.8%
Maryland	4.8%	4.8%	4.8%	4.8%	4.8%	4.8%

Fair values are most sensitive to changes in capitalization rates and stabilized net operating income. Generally, an increase in stabilized net operating income will result in an increase in the fair value of the real estate properties, and an increase in capitalization rates will result in a decrease in the fair value of the properties. The capitalization rate magnifies the effect of a change in stabilized net operating income, with a lower capitalization rate resulting in a greater impact on the fair value of the property than a higher capitalization rate. If the weighted average stabilized capitalization rate were to increase or decrease by 25 basis points (assuming no change to stabilized net operating income), the fair value of the real estate properties as at June 30, 2024 would decrease by \$213,348 or increase by \$238,531, respectively.

NOTE 4

EQUITY-ACCOUNTED INVESTMENTS

The following are the REIT's equity-accounted investments as at June 30, 2024, and December 31, 2023:

Property	Principal Place of Business	Type	REIT's Ownership		Carrying Value	
			June 30, 2024	December 31, 2023	June 30, 2024	December 31, 2023
Marquee at Block 37	Chicago, IL	Joint Venture	50%	50%	\$57,661	\$53,282

The following table presents the change in the balance of the equity-accounted investments:

As at	June 30, 2024	December 31, 2023
Balance, beginning of period	\$53,282	\$105,462
Transfer ⁽¹⁾	—	(52,857)
Distributions received	(1,377)	(3,385)
Share of net income	3,866	5,376
Foreign exchange gain (loss)	1,890	(1,314)
Balance, end of period	\$57,661	\$53,282

⁽¹⁾ On January 5, 2023, the REIT acquired from Morguard the remaining 50% interest in Fenestra at Rockville Town Square, at which point the carrying value of the 50% interest was transferred to each respective balance sheet line item including income producing properties in the amount of \$96,840 (Note 3) and mortgages payable in the amount of \$45,997.

The following tables present the financial results of the REIT's equity-accounted investments on a 100% basis:

As at	June 30, 2024	December 31, 2023
Non-current assets	\$331,142	\$314,780
Current assets	3,316	2,532
Total assets	\$334,458	\$317,312
Non-current liabilities	\$203,930	\$199,464
Current liabilities	15,206	11,284
Total liabilities	\$219,136	\$210,748
Net assets	\$115,322	\$106,564
Equity-accounted investments	\$57,661	\$53,282

	Three months ended		Six months ended	
	June 30		June 30	
	2024	2023	2024	2023
Revenue	\$8,022	\$7,706	\$15,878	\$15,250
Expenses	(3,926)	(4,026)	(13,302)	(14,058)
Fair value gain (loss) on income producing properties	48	(768)	5,156	7,228
Net income for the period	\$4,144	\$2,912	\$7,732	\$8,420
Income in equity-accounted investments	\$2,072	\$1,456	\$3,866	\$4,210

NOTE 5

MORTGAGES PAYABLE

Mortgages payable consist of the following:

As at	June 30, 2024	December 31, 2023
Principal balance of mortgages	\$1,647,442	\$1,511,252
Deferred financing costs	(17,829)	(13,628)
Mark-to-market adjustment	(1,982)	(2,262)
	\$1,627,631	\$1,495,362
Current	\$106,798	\$167,624
Non-current	1,520,833	1,327,738
	\$1,627,631	\$1,495,362
Range of interest rates	2.03–7.38%	2.03–7.39%
Weighted average interest rate	3.87%	3.72%
Weighted average term to maturity (years)	5.4	4.9
Fair value of mortgages	\$1,563,771	\$1,438,179

As at June 30, 2024, approximately 95% of the REIT's real estate properties, and related rental revenue, have been pledged as collateral for the mortgages payable.

During the three months ended June 30, 2024, the REIT completed the Canada Mortgage and Housing Corporation ("CMHC") insured financing of three multi-suite residential properties located in Mississauga, Ontario, for an aggregate amount of \$209,632 at a weighted average interest rate of 4.64% and for terms of 10.5 years. The maturing mortgages amounted to \$91,411, had a weighted average interest rate of 3.36%, and were refinanced before their scheduled maturities resulting in a prepayment fee on mortgage extinguishment of \$257 recorded to interest expense (Note 13).

The aggregate principal repayments and balances maturing of the mortgages payable as at June 30, 2024, together with the weighted average contractual interest rate on debt maturing in the next five years and thereafter, are as follows:

	Principal Instalment Repayments	Balances Maturing	Total	Weighted Average Contractual Rate
2024 (remainder of the year)	\$15,649	\$49,539	\$65,188	3.15%
2025	27,048	184,902	211,950	3.28%
2026	21,555	169,342	190,897	3.25%
2027	19,565	174,749	194,314	4.43%
2028	16,440	109,960	126,400	3.90%
Thereafter	60,568	798,125	858,693	4.03%
	\$160,825	\$1,486,617	\$1,647,442	3.87%

NOTE 6

CONVERTIBLE DEBENTURES

Convertible debentures consist of the following:

As at	June 30, 2024	December 31, 2023
6.00% convertible unsecured subordinated debentures	\$52,687	\$52,245
Fair value of conversion option	1,004	2,131
Unamortized financing costs	(1,885)	(2,100)
	\$51,806	\$52,276

For the three and six months ended June 30, 2024, interest on the convertible debentures amounting to \$840 (2023 - \$838) and \$1,680 (2023 - \$1,906), respectively, is included in interest expense (Note 13). As at June 30, 2024, \$849 (December 31, 2023 - \$856) is included in accounts payable and accrued liabilities.

6.00% Convertible Unsecured Subordinated Debentures

On March 9, 2023, the REIT issued \$50,000 principal amount of 6.00% convertible unsecured subordinated debentures (the "2023 Debentures") maturing on March 31, 2028 (the "Maturity Date"). On March 17, 2023, an additional principal amount of \$6,000 was issued pursuant to the exercise of the over-allotment option. Interest is payable semi-annually, not in advance, on March 31 and September 30 of each year, commencing on September 30, 2023. The underwriters' commissions, legal and other issue costs attributable to the 2023 Debentures in the amount of \$2,410 have been capitalized and are being amortized over their term to maturity. Morguard and Paros Enterprises Limited, related parties, own \$5,000 and \$2,000 aggregate principal amount of the 2023 Debentures, respectively.

As at June 30, 2024, \$56,000 of the face value of the 2023 Debentures were outstanding.

Each of the 2023 Debentures can be converted into fully paid, non-assessable and freely tradable Units at the option of the holder at any time prior to the close of business on the earlier of the Maturity Date and the business day immediately preceding the date specified by the REIT for redemption of the 2023 Debentures, at a conversion price of \$24.15 per Unit, being a ratio of approximately 41.4079 Units per \$1,000 principal amount of the 2023 Debentures.

NOTE 7

CLASS B LP UNITS

On April 18, 2012, the REIT issued 17,223,090 Class B LP Units to Morguard for \$172,231. The Class B LP Units are non-transferable, except under certain circumstances, but are exchangeable on a one-for-one basis into Units of the REIT at any time at the option of the holder. Prior to such exchange, distributions are made on the Class B LP Units in an amount equivalent to the distribution that would have been made had the Units of the REIT been issued. Each Class B LP Unit was accompanied by a Special Voting Unit, which entitles the holder to receive notice of, attend and vote at all meetings of the Unitholders. There is no value assigned to the Special Voting Units.

As at June 30, 2024, the REIT valued the Class B LP Units based on the closing price of the TSX-listed Units, which resulted in a fair value liability of \$266,613 (December 31, 2023 - \$254,385), and a corresponding fair value gain for the three months ended June 30, 2024 of \$8,095 (2023 - \$9,473) and a fair value loss for the six months ended June 30, 2024 of \$12,228 (2023 - \$11,195).

For the three and six months ended June 30, 2024, distributions on Class B LP Units amounting to \$3,186 (2023 - \$3,100) and \$6,372 (2023 - \$6,200), respectively, are included in interest expense (Note 13).

As at June 30, 2024, and December 31, 2023, there were 17,223,090 Class B LP Units issued and outstanding.

NOTE 8

MORGUARD FACILITY

The REIT has an unsecured revolving credit facility with Morguard (the “Morguard Facility”) that provides for borrowings or advances that can be drawn or advanced either in Canadian dollars or an equivalent amount in United States dollars at the entity’s borrowing cost, subject to the availability of sufficient funds. The maximum allowable to be borrowed or advanced under the Morguard Facility is \$100,000.

As at June 30, 2024, the net amount receivable under the Morguard Facility was \$nil (December 31, 2023 - \$2,627).

During the three months ended June 30, 2024, the REIT recorded net interest expense of \$71 (2023 - \$193) and and during the six months ended June 30, 2024, the REIT recorded net interest income of \$9 (2023 - \$108) on the Morguard Facility.

NOTE 9

LEASE LIABILITIES

The following table presents the change in the balance of lease liabilities:

As at	June 30, 2024	December 31, 2023
Balance, beginning of period	\$16,059	\$16,235
Interest on lease liabilities (Note 13)	479	943
Payments	(498)	(976)
Additions	—	241
Foreign exchange loss (gain)	561	(384)
	\$16,601	\$16,059

Future minimum lease payments under the lease liabilities are as follows:

As at	June 30, 2024	December 31, 2023
Within 12 months	\$1,057	\$985
2 to 5 years	4,300	4,155
Over 5 years	27,110	26,716
Total minimum lease payments	32,467	31,856
Less: Future interest costs	(15,866)	(15,797)
Present value of minimum lease payments	\$16,601	\$16,059

NOTE 10

ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payable and accrued liabilities consist of the following:

As at	June 30, 2024	December 31, 2023
Accounts payable and accrued liabilities	\$51,089	\$45,620
Accrued liabilities (IFRIC 21, Levies)	16,442	—
Tenant deposits	9,455	9,154
	\$76,986	\$54,774

NOTE 11

UNITHOLDERS' EQUITY

(a) Units

The REIT is authorized to issue an unlimited number of Units. Each Unit confers the right to one vote at any meeting of Unitholders and to participate *pro rata* in the distributions by the REIT and, in the event of termination or winding-up of the REIT, in the net assets of the REIT. The Unitholders have the right to require the REIT to redeem their Units on demand subject to certain conditions. The Units have no par value. Upon receipt of the redemption notice by the REIT, all rights to and under the Units tendered for redemption will cease and the holder thereof will be entitled to receive a price per Unit ("Redemption Price") as determined by a formula outlined in the Declaration of Trust. The Redemption Price will be paid in accordance with the conditions provided for in the Declaration of Trust.

The Trustees have discretion with respect to the timing and amounts of distributions.

(b) Normal Course Issuer Bids

On January 6, 2023, the REIT had the approval of the TSX under its normal course issuer bid ("NCIB") to purchase up to 1,474,371 Units and \$4,024 principal amount of the 2018 Debentures. The program expired on January 9, 2024. On January 10, 2024, the REIT obtained the approval of the TSX under its NCIB, commencing January 12, 2024, to purchase up to 2,795,028 Units, being approximately 10% of the public float of outstanding Units; the program expires on January 11, 2025. The daily repurchase restriction for the Units is 6,634. Additionally, the REIT may purchase up to \$4,900 principal amount of the 2023 Debentures, being 10% of the public float of outstanding 2023 Debentures. The daily repurchase restriction for the 2023 Debentures is \$6. The price that the REIT would pay for any such Units or 2023 Debentures would be the market price at the time of acquisition.

During the six months ended June 30, 2024, 520,377 Units were repurchased for cash consideration of \$8,316 at a weighted average price of \$15.98 per Unit. During the year ended December 31, 2023, 1,431,984 Units were repurchased for cash consideration of \$23,533 at a weighted average price of \$16.43 per Unit.

(c) Special Voting Units

The REIT is authorized to issue an unlimited number of Special Voting Units. The Declaration of Trust and the exchange agreement provide for the issuance of the Special Voting Units, which have no economic entitlement in the REIT or in the distribution or assets of the REIT, but are used to provide voting rights proportionate to the votes of the Units to holders of securities exchangeable into Units, including the Class B LP Units. Each Special Voting Unit is not transferable separately from the Class B LP Unit to which it is attached and will be automatically redeemed and cancelled upon exchange of the attached Class B LP Unit into a Unit.

(d) Units Outstanding

The following table summarizes the changes in Units for the period from December 31, 2022, to June 30, 2024:

Issued and Fully Paid Units	Units	Amount
Balance, December 31, 2022	39,111,793	\$470,774
Units issued under the DRIP	56,150	909
Units repurchased through the NCIB plan	(1,431,984)	(23,533)
Balance, December 31, 2023	37,735,959	448,150
Units issued under the DRIP	31,183	485
Units repurchased through the REIT's NCIB plan	(520,377)	(8,316)
Balance, June 30, 2024	37,246,765	\$440,319

Total distributions declared during the six months ended June 30, 2024, amounted to \$13,939, or \$0.37002 per Unit (2023 - \$14,019, or \$0.36 per Unit), including distributions payable of \$2,309 that were declared on June 14, 2024, and paid on July 15, 2024. On July 15, 2024, the REIT declared a distribution of \$0.06167 per Unit payable on August 15, 2024.

(e) Distribution Reinvestment Plan

Under the REIT's Distribution Reinvestment Plan ("DRIP"), Unitholders can elect to reinvest cash distributions into additional Units at a weighted average closing price of the Units on the TSX for the five trading days immediately preceding the applicable date of distribution. During the six months ended June 30, 2024, the REIT issued 31,183 Units under the DRIP (year ended December 31, 2023 - 56,150 Units).

NOTE 12

RENTAL INCOME

The components of revenue from real estate properties are as follows:

	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Rental income	\$43,407	\$42,073	\$85,247	\$81,052
Property management and ancillary income	29,045	28,372	58,317	56,671
Property tax and insurance	13,304	12,881	26,948	25,251
	\$85,756	\$83,326	\$170,512	\$162,974

NOTE 13

INTEREST EXPENSE

The components of interest expense are as follows:

	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Interest on mortgages	\$14,907	\$13,692	\$29,120	\$26,617
Interest on convertible debentures (Note 6)	840	838	1,680	1,906
Interest on lease liabilities (Note 9)	242	232	479	467
Amortization of mark-to-market adjustment on mortgages	179	185	357	391
Amortization of deferred financing costs	727	715	1,475	1,428
Amortization of deferred financing costs on the convertible debentures (Note 6)	108	100	215	291
Accretion on convertible debentures (Note 6)	221	—	442	—
Fair value gain on conversion option on the convertible debentures (Note 6)	(975)	(249)	(1,127)	(538)
Prepayment fee on mortgage extinguishment (Note 5)	257	—	257	—
	16,506	15,513	32,898	30,562
Distributions on Class B LP Units (Note 7)	3,186	3,100	6,372	6,200
	\$19,692	\$18,613	\$39,270	\$36,762

NOTE 14

TRUST EXPENSES

The components of trust expenses are as follows:

	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Asset management fees and distributions	\$4,901	\$4,956	\$9,715	\$9,480
Professional fees	333	271	686	585
Public company expenses	203	205	401	405
Other	226	352	355	491
	\$5,663	\$5,784	\$11,157	\$10,961

NOTE 15

RELATED PARTY TRANSACTIONS

In addition to the related party transactions disclosed in Notes 3, 6, 7 and 8, related party transactions also include the following:

Agreements with Morguard Affiliates

The REIT, the Partnership and its subsidiaries entered into a series of agreements (the "Agreements") with certain Morguard affiliates whereby the following services are provided by Morguard's affiliates under the direction of the REIT:

Property Management

Pursuant to the Agreements, Morguard's affiliates administer the day-to-day operations of the Canadian and U.S. income producing properties, for which Morguard's affiliates receive partnership fees and distributions equal to 3.5% of gross property revenue of the income producing properties, payable monthly. Fees and distributions for the three and six months ended June 30, 2024 amounted to \$3,059 (2023 - \$2,981) and \$6,087 (2023 - \$5,827), respectively, and are included in property operating costs and equity income from investments. As at June 30, 2024, \$891 (December 31, 2023 - \$868) is included in accounts payable and accrued liabilities.

Asset Management

Pursuant to the Agreements, Morguard's affiliates have certain duties and responsibilities for the strategic management and administration of the Partnership and its subsidiaries, for which they receive partnership fees and distributions equal to 0.25% of the Partnership's gross book value defined as acquisition cost of the REIT's assets plus: (i) fair value adjustments; and (ii) accumulated amortization on property, plant and equipment. In addition, an annual fee and distribution is calculated in arrears, determined by multiplying 15% of the Partnership's funds from operations in excess of \$0.66 per Unit. Fees and distributions for the three and six months ended June 30, 2024 amounted to \$5,004 (2023 - \$5,109) and \$9,918 (2023 - \$9,733), respectively, and are included in trust expenses and equity income from investments. As at June 30, 2024, \$3,183 (December 31, 2023 - \$3,555) is included in accounts payable and accrued liabilities.

Acquisition

Pursuant to the Agreements, Morguard's affiliates are entitled to receive partnership fees with respect to properties acquired, directly or indirectly, by the REIT from third parties, and the fees are to be paid upon the closing of the purchase of each such property. The fees range from 0% of the purchase price paid for properties acquired directly or indirectly from Morguard, including entities controlled by Morguard, up to 0.75% of the purchase price paid for properties acquired from third parties. Fees relating to acquisition services for the three and six months ended June 30, 2024, amounted to \$nil (2023 - \$nil) and \$nil (2023 - \$825), respectively, and have been capitalized to income producing properties.

Financing

Pursuant to the Agreements, with respect to arranging for financing services, Morguard's affiliates are entitled to receive partnership fees equal to 0.15% of the principal amount and associated costs (excluding mortgage premiums) of any debt financing or refinancing. Fees relating to financing services for the three and six months ended June 30, 2024 amounted to \$313 (2023 - \$229) and \$313 (2023 - \$229), respectively, and have been capitalized to deferred financing costs.

Other Services

As at June 30, 2024, the REIT had its portfolio appraised by Morguard's appraisal division. Fees relating to appraisal services for the three and six months ended June 30, 2024 amounted to \$52 (2023 - \$52) and \$104 (2023 - \$104), respectively, and are included in trust expenses.

NOTE 16

INCOME TAXES

(a) Canadian Status

The REIT is a "mutual fund trust" pursuant to the *Income Tax Act* (Canada) (the "Act"). Under current tax legislation, a mutual fund trust that is not a Specified Investment Flow-Through ("SIFT") trust pursuant to the Act is entitled to deduct distributions of taxable income such that it is not liable to pay income taxes, provided that its taxable income is fully distributed to Unitholders. The REIT intends to continue to qualify as a mutual fund trust

that is not a SIFT trust and to make distributions not less than the amount necessary to ensure that the REIT will not be liable to pay income taxes.

(b) U.S. Status

Certain of the REIT's operations or a portion thereof are conducted through its taxable U.S. subsidiaries, which are subject to U.S. federal and state corporate income taxes.

As at June 30, 2024, the REIT's U.S. subsidiaries have total net operating losses of approximately US\$17,170 (December 31, 2023 - US\$27,333) of which deferred income tax assets were recognized as it is probable that taxable income will be available against such losses and can be carried forward indefinitely. Included in the net operating losses is the REIT's portion of net operating losses of a subsidiary where the REIT owns a 51% effective interest in a limited partnership of US\$8,771 (December 31, 2023 - US\$9,253).

As at June 30, 2024, the REIT's U.S. subsidiaries have a total of US\$43,460 (December 31, 2023 - US\$36,171) of unutilized interest expense deductions on which deferred income tax assets were recognized and can be carried forward indefinitely.

EIFEL Rules

On May 28, 2024, amended Canadian Bill C-59, *Fall Economic Statement Implementation Act, 2023*, became substantively enacted for financial reporting purposes. Bill C-59 implements the majority of the remaining income tax measures from the 2023 federal budget, as well as certain measures from the 2023 fall economic statement. Most notably, Bill C-59 contains the excessive interest and financing expenses limitation rules ("EIFEL Rules").

The EIFEL Rules, which became effective for the 2024 fiscal year, limit the amount of net interest and financing expenses that a trust may deduct in computing taxable income to a fixed ratio (currently set at 30% of the EBITDA as calculated for tax purposes) or, where certain conditions are met and a consolidated group elects, a higher group ratio.

Based on an assessment of forecasted EBITDA for the year ended December 31, 2024, it is expected that the EIFEL Rules will limit the deductibility of certain interest expenses of the REIT and will increase the taxable income allocated by the REIT to Unitholders in current and subsequent fiscal years. The REIT will continue to review the relevant legislation and available guidance to assess the full implications of the EIFEL Rules.

International Tax Reform: Pillar Two Model Rules

The REIT is within scope of Pillar Two legislation being part of a multinational enterprises ("MNE") group, that includes Morguard Corporation, with revenue that may exceed the EUR 750 million threshold per their consolidated financial statements.

On June 19, 2024, Canadian Bill C-69, *Budget Implementation Act, 2024, No. 1*, became substantively enacted for financial reporting purposes. Among other measures, Bill C-69 includes Canada's Global Minimum Tax Act ("GMTA"). The GMTA implements into Canadian domestic law the global minimum tax under Pillar Two as developed by the Organisation for Economic Co-operation and Development ("OECD") / G20 Inclusive Framework on Base Erosion and Profit Shifting. More specifically, the GMTA implements the top-up tax, income inclusion rule and the domestic minimum top-up tax rules that form part of the Model Rules for the Global Minimum Tax (GloBE Rules) that were released by the OECD on December 20, 2021.

To date, the U.S. has not indicated its commitment to enact Pillar Two legislation. The REIT and its subsidiaries continue to review the relevant legislation and available guidance to assess the full implications of the Pillar Two Model Rules. Based on an assessment of historic data and forecasts for the year ended December 31, 2024, the REIT does not expect a material exposure to Pillar Two income taxes for the year ended December 31, 2024.

NOTE 17

CONSOLIDATED STATEMENTS OF CASH FLOWS

(a) Items Not Affecting Cash

	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Fair value gain on real estate properties, net	(\$27,218)	(\$70,507)	(\$55,054)	(\$114,559)
Fair value loss (gain) on Class B LP Units	(8,095)	(9,473)	12,228	11,195
Fair value gain on conversion option on the convertible debentures	(975)	(249)	(1,127)	(538)
Equity income from investments	(2,072)	(1,456)	(3,866)	(4,210)
Amortization of deferred financing - mortgages	727	715	1,475	1,428
Amortization of deferred financing - convertible debentures	108	100	215	291
Amortization of mark-to-market adjustment on mortgages	179	185	357	391
Accretion on convertible debentures	221	—	442	—
Amortization of tenant incentives	176	178	305	337
Deferred income taxes	7,033	14,909	10,861	26,100
	(\$29,916)	(\$65,598)	(\$34,164)	(\$79,565)

(b) Net Change in Non-cash Operating Assets and Liabilities

	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Amounts receivable	(\$439)	(\$1,216)	(\$8)	\$4,002
Prepaid expenses	4,746	7,164	3,916	2,916
Accounts payable and accrued liabilities	6,412	5,471	4,939	1,608
	\$10,719	\$11,419	\$8,847	\$8,526

(c) Supplemental Cash Flow Information

	Three months ended June 30		Six months ended June 30	
	2024	2023	2024	2023
Interest paid	\$15,267	\$13,530	\$31,108	\$27,834

(d) Reconciliation of Liabilities Arising from Financing Activities

The following provides a reconciliation of liabilities arising from financing activities:

As at June 30, 2024	Mortgages Payable	Convertible Debentures	Lease Liabilities	Total
Balance, beginning of period	\$1,495,362	\$52,276	\$16,059	\$1,563,697
Repayments	(16,152)	—	(19)	(16,171)
New financing, net of financing costs	204,174	—	—	204,174
Lump-sum repayments	(91,411)	—	—	(91,411)
Non-cash changes	1,832	(470)	—	1,362
Foreign exchange	33,826	—	561	34,387
Balance, end of period	\$1,627,631	\$51,806	\$16,601	\$1,696,038

NOTE 18

MANAGEMENT OF CAPITAL

Refer to the REIT's audited consolidated financial statements as at and for the year ended December 31, 2023 for an explanation of the REIT's capital management policy.

The total managed capital for the REIT as at June 30, 2024, and December 31, 2023, is summarized below:

As at	June 30, 2024	December 31, 2023
Mortgages payable, principal balance	\$1,647,442	\$1,511,252
Convertible debentures, face value	56,000	56,000
Lease liabilities	16,601	16,059
Class B LP Units	266,613	254,385
Unitholders' equity	1,943,692	1,852,778
	\$3,930,348	\$3,690,474

The REIT's debt ratios compared to its borrowing limits established in the Declaration of Trust are outlined in the table below:

As at	Borrowing Limits	June 30, 2024	December 31, 2023
Total debt to gross book value	70%	39.3%	38.7%
Floating-rate debt to gross book value	20%	0.9%	0.9%

NOTE 19

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Refer to the REIT's audited consolidated financial statements as at and for the year ended December 31, 2023 for an explanation of the REIT's risk management policy as it relates to financial instruments.

Fair Value of Financial Assets and Liabilities

The fair values of cash, restricted cash, amounts receivable, the Morguard Facility and accounts payable and accrued liabilities approximate their carrying values due to the short-term maturity of these instruments.

Mortgages payable, lease liabilities and the convertible debentures are carried at amortized cost using the effective interest rate method of amortization. The estimated fair values of long-term borrowings have been determined based on market information, where available, or by discounting future payments of interest and principal at estimated interest rates expected to be available to the REIT.

The fair value of the mortgages payable has been determined by discounting the cash flows of these financial obligations using June 30, 2024, market rates for debts of similar terms (Level 2). Based on these assumptions, as at June 30, 2024, the fair value of the mortgages payable before deferred financing costs and mark-to-market adjustment is estimated at \$1,563,771 (December 31, 2023 - \$1,438,179), compared with the carrying value of \$1,647,442 (December 31, 2023 - \$1,511,252). The fair value of the mortgages payable varies from the carrying value due to fluctuations in market interest rates since their issue.

The fair value of the convertible debentures is based on their market trading price (Level 1). As at June 30, 2024, the fair value of the convertible debentures before deferred financing costs has been estimated at \$54,606 (December 31, 2023 - \$54,880), compared with the carrying value of \$52,687 (December 31, 2023 - \$52,245).

The fair value of the Class B LP Units is equal to the market trading price of the Units.

The REIT's convertible debentures have no restrictive covenants.

The fair value hierarchy of real estate properties and financial instruments measured at fair value on the consolidated balance sheets is as follows:

	June 30, 2024			December 31, 2023		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Assets:						
Real estate properties	\$—	\$—	\$4,172,893	\$—	\$—	\$3,999,481
Financial liabilities:						
Class B LP Units	266,613	—	—	254,385	—	—
Conversion option of the convertible debentures	—	1,004	—	—	2,131	—

NOTE 20

SEGMENTED INFORMATION

Substantially all of the REIT's assets and liabilities are in, and their revenue is derived from, the Canadian and U.S. multi-suite residential real estate segments. The Canadian properties are located in the provinces of Alberta and Ontario, and the U.S. properties are located in the states of Colorado, Texas, Louisiana, Illinois, Georgia, Florida, North Carolina, Virginia and Maryland. No single tenant accounts for 10% or more of the REIT's total revenue. The REIT is separated into two reportable segments: Canada and the United States. The REIT has applied judgment by aggregating its operating segments according to the nature of the property operations. Such judgment considers the nature of operations, types of customers and an expectation that operating segments within a reportable segment have similar long-term economic characteristics.

Additional information with respect to each reportable segment is outlined below:

	Three months ended June 30, 2024			Three months ended June 30, 2023		
	Canada	U.S.	Total	Canada	U.S.	Total
Revenue from income producing properties	\$27,860	\$57,896	\$85,756	\$26,523	\$56,803	\$83,326
Property operating expenses	(11,024)	(20,083)	(31,107)	(10,854)	(18,978)	(29,832)
Net operating income	\$16,836	\$37,813	\$54,649	\$15,669	\$37,825	\$53,494

	Six months ended June 30, 2024			Six months ended June 30, 2023		
	Canada	U.S.	Total	Canada	U.S.	Total
Revenue from real estate properties	\$55,464	\$115,048	\$170,512	\$52,667	\$110,307	\$162,974
Property operating expenses	(22,990)	(72,286)	(95,276)	(23,029)	(67,143)	(90,172)
Net operating income	\$32,474	\$42,762	\$75,236	\$29,638	\$43,164	\$72,802

As at	June 30, 2024			December 31, 2023		
	Canada	U.S.	Total	Canada	U.S.	Total
Real estate properties	\$1,646,540	\$2,526,353	\$4,172,893	\$1,589,740	\$2,409,741	\$3,999,481
Mortgages payable	\$627,343	\$1,000,288	\$1,627,631	\$523,795	\$971,567	\$1,495,362

	Three months ended June 30, 2024			Three months ended June 30, 2023		
	Canada	U.S.	Total	Canada	U.S.	Total
Additions to real estate properties	\$6,709	\$5,379	\$12,088	\$4,348	\$5,361	\$9,709
Fair value gain on real estate properties	\$16,563	\$2,411	\$18,974	\$21,767	\$40,788	\$62,555

	Six months ended June 30, 2024			Six months ended June 30, 2023		
	Canada	U.S.	Total	Canada	U.S.	Total
Additions to real estate properties	\$9,336	\$8,113	\$17,449	\$6,334	\$312,843	\$319,177
Fair value gain on real estate properties	\$47,489	\$23,651	\$71,140	\$35,613	\$93,630	\$129,243