



Real Estate Potential. *Realized.*



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MORGUARD REAL ESTATE  
INVESTMENT TRUST

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SEPTEMBER 30, 2020

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CONDENSED CONSOLIDATED  
FINANCIAL STATEMENTS (UNAUDITED)

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## BALANCE SHEETS

In thousands of Canadian dollars

As at	Note	September 30, 2020	December 31, 2019
<b>ASSETS</b>			
<b>Non-current assets</b>			
Real estate properties	3	\$2,577,346	\$2,892,103
Right-of-use asset	4	262	324
Equity-accounted investment	5	21,898	23,705
		<b>2,599,506</b>	2,916,132
<b>Current assets</b>			
Amounts receivable	6	30,660	14,314
Prepaid expenses and other		8,124	1,112
Cash		8,838	5,783
		<b>47,622</b>	21,209
<b>Total assets</b>		<b>\$2,647,128</b>	\$2,937,341
<b>LIABILITIES AND UNITHOLDERS' EQUITY</b>			
<b>Non-current liabilities</b>			
Mortgages payable	8	\$898,726	\$902,708
Convertible debentures	9	172,301	170,753
Lease liabilities	10	10,895	10,993
Accounts payable and accrued liabilities		5,421	4,550
		<b>1,087,343</b>	1,089,004
<b>Current liabilities</b>			
Mortgages payable	8	211,385	165,640
Lease liabilities	10	130	123
Accounts payable and accrued liabilities		54,670	47,448
Morguard loan payable	15(b)	16,000	32,500
Bank indebtedness	11	49,627	65,158
		<b>331,812</b>	310,869
<b>Total liabilities</b>		<b>1,419,155</b>	1,399,873
Unitholders' equity		<b>1,227,973</b>	1,537,468
		<b>\$2,647,128</b>	\$2,937,341

**Commitments and contingencies** 18

See accompanying notes to the condensed consolidated financial statements.

On behalf of the Trustees:

(Signed) "K. Rai Sahi"

(Signed) "Bart S. Munn"

**K. Rai Sahi,**  
Chairman of the Board of Trustees

**Bart S. Munn,**  
Trustee

## STATEMENTS OF (LOSS)/INCOME AND COMPREHENSIVE (LOSS)/INCOME

In thousands of Canadian dollars, except per unit amounts

	Note	Three months ended		Nine months ended	
		September 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
Revenue from real estate properties	12	<b>\$60,596</b>	\$66,363	<b>\$186,269</b>	\$203,825
Property operating costs					
Property operating expenses	13(a)	<b>(18,128)</b>	(15,735)	<b>(53,505)</b>	(49,253)
Property taxes		<b>(11,978)</b>	(12,025)	<b>(36,142)</b>	(36,688)
Property management fees		<b>(1,993)</b>	(2,216)	<b>(6,097)</b>	(6,680)
		<b>28,497</b>	36,387	<b>90,525</b>	111,204
Interest expense	14	<b>(14,077)</b>	(14,533)	<b>(42,664)</b>	(43,604)
General and administrative	13(b)	<b>(829)</b>	(911)	<b>(2,759)</b>	(3,234)
Amortization expense		<b>(21)</b>	(21)	<b>(62)</b>	(62)
Other income		<b>—</b>	3	<b>—</b>	46
Fair value losses on real estate properties	3	<b>(101,415)</b>	(14,928)	<b>(333,962)</b>	(45,210)
Net income/(loss) from equity-accounted investment	5	<b>(271)</b>	257	<b>(563)</b>	(672)
<b>Net (loss)/income and comprehensive (loss)/income</b>		<b>(\$88,116)</b>	\$6,254	<b>(\$289,485)</b>	\$18,468
<b>NET (LOSS)/INCOME PER UNIT</b>	16(d)				
Basic		<b>(\$1.41)</b>	\$0.10	<b>(\$4.70)</b>	\$0.30
Diluted		<b>(\$1.41)</b>	\$0.10	<b>(\$4.70)</b>	\$0.30

See accompanying notes to the condensed consolidated financial statements.

## STATEMENTS OF UNITHOLDERS' EQUITY

In thousands of Canadian dollars, except number of units

	Number of Units	Issue of Units	Retained Earnings	Equity Component of Convertible Debentures	Contributed Surplus	Total Unitholders' Equity
<b>Unitholders' equity, January 1, 2019</b>	60,694,053	\$612,183	\$961,773	\$4,594	\$1,864	\$1,580,414
Net income	—	—	18,468	—	—	18,468
Distributions to unitholders	—	—	(43,381)	—	—	(43,381)
Issue of units – DRIP <sup>1</sup>	26,778	326	(326)	—	—	—
<b>Unitholders' equity, September 30, 2019</b>	60,720,831	612,509	936,534	4,594	1,864	1,555,501
Net loss	—	—	(3,628)	—	—	(3,628)
Distributions to unitholders	—	—	(14,405)	—	—	(14,405)
Issue of units – DRIP <sup>1</sup>	14,708	171	(171)	—	—	—
<b>Unitholders' equity, December 31, 2019</b>	60,735,539	612,680	918,330	4,594	1,864	1,537,468
<b>Net loss</b>	—	—	<b>(289,485)</b>	—	—	<b>(289,485)</b>
<b>Distributions to unitholders</b>	—	—	<b>(20,010)</b>	—	—	<b>(20,010)</b>
<b>Issue of units – DRIP <sup>1</sup></b>	<b>2,330,226</b>	<b>11,943</b>	<b>(11,943)</b>	—	—	—
<b>Unitholders' equity, September 30, 2020</b>	<b>63,065,765</b>	<b>\$624,623</b>	<b>\$596,892</b>	<b>\$4,594</b>	<b>\$1,864</b>	<b>\$1,227,973</b>

1. Distribution Reinvestment Plan ("DRIP").

See accompanying notes to the condensed consolidated financial statements.

## STATEMENTS OF CASH FLOWS

In thousands of Canadian dollars

	Note	Three months ended		Nine months ended	
		September 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
<b>OPERATING ACTIVITIES</b>					
Net (loss)/income		<b>(\$88,116)</b>	\$6,254	<b>(\$289,485)</b>	\$18,468
Add items not affecting cash	17(a)	<b>102,644</b>	15,828	<b>337,292</b>	48,554
Distributions from equity-accounted investment, net	5	<b>571</b>	505	<b>1,244</b>	1,655
Additions to tenant incentives and leasing commissions		<b>(274)</b>	(1,086)	<b>(1,581)</b>	(2,632)
Net change in non-cash operating assets and liabilities	17(b)	<b>656</b>	2,188	<b>(17,765)</b>	(8,585)
<b>Cash provided by operating activities</b>		<b>15,481</b>	23,689	<b>29,705</b>	57,460
<b>FINANCING ACTIVITIES</b>					
Proceeds from new mortgages		<b>118,500</b>	129,639	<b>118,500</b>	140,892
Financing costs on new mortgages		<b>(642)</b>	(648)	<b>(362)</b>	(729)
Repayment of mortgages					
Repayments on maturity		<b>(48,977)</b>	(129,639)	<b>(48,977)</b>	(145,892)
Principal instalment repayments		<b>(9,302)</b>	(8,501)	<b>(27,862)</b>	(25,097)
Payment of lease liabilities, net		<b>(31)</b>	(29)	<b>(91)</b>	(86)
Repayment of bank indebtedness, net	11	<b>(35,412)</b>	(16,911)	<b>(15,531)</b>	(14,213)
Decrease in Morguard loan receivable	15(b)	<b>—</b>	—	<b>—</b>	10,000
(Repayment of)/proceeds from Morguard loan payable, net	15(b)	<b>(35,000)</b>	10,000	<b>(16,500)</b>	30,500
Distributions to unitholders		<b>(2,953)</b>	(14,437)	<b>(17,510)</b>	(38,525)
<b>Cash used in financing activities</b>		<b>(13,817)</b>	(30,526)	<b>(8,333)</b>	(43,150)
<b>INVESTING ACTIVITIES</b>					
Capital expenditures on real estate properties		<b>(1,914)</b>	(4,369)	<b>(6,523)</b>	(10,912)
Expenditures on properties under development		<b>(3,969)</b>	(8,921)	<b>(18,594)</b>	(19,490)
Proceeds from sale of real estate properties, net		<b>6,800</b>	15,914	<b>6,800</b>	15,914
<b>Cash used in investing activities</b>		<b>917</b>	2,624	<b>(18,317)</b>	(14,488)
<b>Net change in cash</b>		<b>2,581</b>	(4,213)	<b>3,055</b>	(178)
Cash, beginning of period		<b>6,257</b>	14,687	<b>5,783</b>	10,652
<b>Cash, end of period</b>		<b>\$8,838</b>	\$10,474	<b>\$8,838</b>	\$10,474

See accompanying notes to the condensed consolidated financial statements.

## NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three months and nine months ended September 30, 2020 and 2019

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

### NOTE 1

#### NATURE AND FORMATION OF THE TRUST

Morguard Real Estate Investment Trust (the "Trust") is a "closed-end" real estate investment trust governed pursuant to an amended and restated declaration of trust dated May 5, 2015 ("the Declaration of Trust"), under, and governed by, the laws of the Province of Ontario. The Trust commenced active operations on October 14, 1997. The Trust units trade on the Toronto Stock Exchange ("TSX") under the symbol "MRT.UN". The Trust owns a diverse portfolio of retail, office and industrial properties located in six Canadian provinces. The Trust's head office is located at 55 City Centre Drive, Suite 1000, Mississauga, Ontario, L5B 1M3.

The Trust has a property management agreement with Morguard Investments Limited ("MIL"), a subsidiary of Morguard Corporation ("Morguard"). Morguard is the parent company of the Trust, owning 59.94% of the outstanding units as at September 30, 2020. Morguard is a real estate company that owns a diversified portfolio of multi-suite residential, retail, hotel, office and industrial properties. Morguard also provides advisory and management services to institutional and other investors.

### NOTE 2

#### STATEMENT OF COMPLIANCE, SIGNIFICANT ACCOUNTING POLICIES AND ESTIMATES

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

These condensed consolidated financial statements use the same accounting policies and methods of their application as the most recent annual consolidated financial statements and should be read in conjunction with the most recent annual audited consolidated financial statements.

The condensed consolidated financial statements were approved and authorized for issue by the Trustees on October 28, 2020.

Prior to the end of the first quarter and continuing into the third quarter, there was a global outbreak of a new strain of Coronavirus ("COVID-19") which prompted certain responses from Canadian and global government authorities. Such responses, have included mandatory temporary closure of, or imposed limitations on, the operations of certain non-essential properties and businesses including office properties and retail malls and associated businesses which operate within these properties such as retailers and restaurants. In addition, shelter-in-place mandates and severe travel restrictions have had a significant adverse impact on consumer spending and demand in the near term. These negative economic indicators, restrictions and closures have created significant estimation uncertainty in the determination of the fair value of the Trust's real estate properties as at September 30, 2020. Specifically, while discount and capitalization rates are inherently uncertain, there has been an absence of recently observed market transactions to support changes in such rates which is a key input into the determination of fair value. In addition, the Trust has had to make assumptions with respect to the length and severity of these restrictions and closures as well as the recovery period in estimating the impact and timing of future cash flows generated from real estate properties and used in the discounted cash flow model used to determine fair value. As a result of this material estimation uncertainty there is a risk that the assumptions used to determine fair value as at September 30, 2020, may result in a material adjustment to the fair value of real estate properties in future reporting periods as more information becomes available.

Rent receivables are recorded initially at fair value. In accordance with IFRS, the Trust assesses on a forward-looking basis the expected credit losses associated with its rent receivables, and an appropriate allowance is recognized.

In determining the expected credit losses the Trust takes into account the payment history and future expectations of likely default events (i.e. asking for rental concessions, or rent relief) based on actual or expected insolvency filings,

and potential abatements to be granted by the landlord under CECRA. These assessments are made on a tenant-by-tenant basis.

The Trust's assessment of expected credit losses is inherently subjective due to the forward-looking nature of the assessments. As a result, this process is subject to a degree of uncertainty caused by COVID-19. Based on its review, the Trust recorded bad debt expense of \$4,286 in property operating expenses during the three months ended September 30, 2020, and \$10,107 for the nine months ended September 30, 2020, with a corresponding amount recorded as an expected credit loss against its rent receivables (Note 6).

### NOTE 3

#### REAL ESTATE PROPERTIES

Real estate properties consist of the following:

As at	September 30, 2020	December 31, 2019
Income producing properties	\$2,514,577	\$2,834,394
Properties under development	26,619	18,909
Held for development	36,150	38,800
	<b>\$2,577,346</b>	<b>\$2,892,103</b>

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

	Income Producing Properties	Properties Under Development	Held for Development	Total Real Estate Properties
Balance as at December 31, 2018	\$2,858,255	\$22,887	\$34,450	\$2,915,592
Adoption of IFRS 16	10,825	—	—	10,825
Additions:				
Capital expenditures/capitalized costs	12,928	33,818	—	46,746
Tenant improvements, tenant incentives and commissions	9,542	—	—	9,542
Transfers	37,796	(37,796)	—	—
Disposition	(15,914)	—	—	(15,914)
Fair value (losses)/gains	(78,200)	—	4,350	(73,850)
Other changes	(838)	—	—	(838)
<b>Balance as at December 31, 2019</b>	<b>2,834,394</b>	<b>18,909</b>	<b>38,800</b>	<b>2,892,103</b>
Additions:				
Capital expenditures/capitalized costs	3,694	18,594	—	22,288
Tenant improvements, tenant incentives and commissions	4,410	—	—	4,410
Transfers	10,884	(10,884)	—	—
Disposition	(1,608)	—	(5,192)	(6,800)
Fair value (losses)/gains	(336,504)	—	2,542	(333,962)
Other changes	(693)	—	—	(693)
<b>Balance as at September 30, 2020</b>	<b>\$2,514,577</b>	<b>\$26,619</b>	<b>\$36,150</b>	<b>\$2,577,346</b>



## APPRAISAL CAPITALIZATION AND DISCOUNT RATES

Morguard's subsidiary has a valuation team that 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 designated members must adhere to AIC's Canadian Uniform Standards of Professional Appraisal Practice and undertake ongoing professional development. Morguard's appraisal division is responsible for determining the fair value of investment properties every quarter. The team reports to a senior executive, and the internal valuation team's valuation processes and results are reviewed by senior management at least once every quarter, in line with the Trust's quarterly reporting dates.

Generally, the Trust's real estate properties are appraised using a number of approaches that typically include a discounted cash flow analysis, a direct capitalization approach and a direct comparison approach. The primary method of valuation used by the Trust is discounted cash flow analysis. This approach involves determining the fair value of each income producing property based on, among other things, rental income from current leases and assumptions about rental income from future leases reflecting market conditions at the applicable balance sheet dates, less future cash outflows pertaining to the respective leases. Fair values are primarily determined by discounting the expected future cash flows, generally over a term of 10 years and including a terminal value based on the application of a capitalization rate to estimated year 11 net operating income.

Using the direct capitalization income approach to corroborate the discounted cash flow method, the properties were valued using capitalization rates in the range of 4.3% to 8.5% applied to a stabilized net operating income (December 31, 2019 – 4.3% to 8.5%), resulting in an overall weighted average capitalization rate of 6.60% (December 31, 2019 – 6.38%).

The stabilized capitalization rates by business segments are set out in the following table:

	September 30, 2020					December 31, 2019				
	Stabilized Occupancy		Capitalization Rates			Stabilized Occupancy		Capitalization Rates		
	Max.	Min.	Max.	Min.	Weighted Average	Max.	Min.	Max.	Min.	Weighted Average
Retail	97.0%	90.0%	7.3%	5.3%	7.0%	100.0%	90.0%	7.3%	5.3%	6.5%
Office	100.0%	90.0%	8.5%	4.3%	6.3%	100.0%	90.0%	8.5%	4.3%	6.3%
Industrial	100.0%	95.0%	5.5%	5.3%	5.5%	100.0%	95.0%	5.5%	5.3%	5.4%

The table below provides further details of the discount rates and terminal cap rates used in the discounted cash flow method by business segments:

	September 30, 2020			December 31, 2019		
	Maximum	Minimum	Weighted Average	Maximum	Minimum	Weighted Average
<b>RETAIL</b>						
Discount rate	8.3 %	6.0 %	7.3 %	7.8 %	6.0 %	6.9 %
Terminal cap rate	7.3 %	5.3 %	6.4 %	7.0 %	5.3 %	6.0 %
<b>OFFICE</b>						
Discount rate	7.8 %	5.3 %	6.4 %	7.8 %	5.3 %	6.3 %
Terminal cap rate	7.3 %	4.3 %	5.5 %	7.3 %	4.3 %	5.5 %
<b>INDUSTRIAL</b>						
Discount rate	6.5 %	6.0 %	6.2 %	6.5 %	6.0 %	6.2 %
Terminal cap rate	5.8 %	5.5 %	5.5 %	5.8 %	5.5 %	5.5 %

Excluded from the above analysis is a retail property located in British Columbia where the highest and best use is a redevelopment to mixed residential and commercial use. As at September 30, 2020, the value of the property is in the underlying land value with minimal holding income, and it has been valued using recent land sales with comparable redevelopment potential.

Fair values are most sensitive to changes in discount rates, capitalization rates and stabilized or forecast net operating income. Generally, an increase in 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 net operating income, with a lower capitalization rate resulting in a greater impact to 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, the value of the income producing properties as at September 30, 2020, would decrease by \$84,951 or increase by \$91,636, respectively.

The sensitivity of the fair values of the Trust's income producing properties is set out in the table below:

For the nine months ended	September 30, 2020	
Change in capitalization rate	0.25%	(0.25%)
Retail	(\$43,157)	\$46,370
Office	(40,160)	43,475
Industrial	(1,634)	1,791
	(\$84,951)	\$91,636

#### Dispositions

On August 18, 2020, the Trust sold a vacant single-tenant retail strip centre, located at 211 Centrum Boulevard, in Ontario, for gross proceeds of \$7,000.

#### NOTE 4

##### RIGHT-OF-USE ASSET

The following table presents the change in the balance of the Trust's right-of-use (head office lease) asset:

As at	September 30, 2020	December 31, 2019
Balance, beginning of period	\$324	\$—
Adoption of IFRS 16	—	407
Amortization expense	(62)	(83)
<b>Balance, end of period</b>	<b>\$262</b>	<b>\$324</b>

#### NOTE 5

##### EQUITY-ACCOUNTED INVESTMENT

On December 22, 2011, the Trust and a major Canadian pension fund each acquired a 50% interest in a limited partnership that owns and operates a 304,000 square foot Class A office complex located in downtown Edmonton, Alberta, in which the Trust has a total original net investment of \$28,008. The Trust has joint control over the limited partnership and accounts for its investment using the equity method.

As at	September 30, 2020	December 31, 2019
Balance, beginning of period	\$23,705	\$24,746
Equity (loss)/income	(563)	1,044
Distributions to partners	(1,901)	(2,755)
Contributions from partners	657	670
<b>Balance, end of period</b>	<b>\$21,898</b>	<b>\$23,705</b>

The following details the Trust's share of the limited partnership's aggregated assets, liabilities and results of operations accounted for under the equity method:

<b>As at</b>	<b>September 30, 2020</b>	<b>December 31, 2019</b>
Real estate property	<b>\$46,125</b>	\$49,405
Current assets	<b>628</b>	651
<b>Total assets</b>	<b>46,753</b>	50,056
Non-current liabilities	<b>(4)</b>	(7)
Current liabilities	<b>(24,851)</b>	(26,344)
<b>Net equity</b>	<b>\$21,898</b>	\$23,705

	<b>Three months ended</b>		<b>Nine months ended</b>	
	<b>September 30, 2020</b>	September 30, 2019	<b>September 30, 2020</b>	September 30, 2019
Revenue from real estate property	<b>\$1,570</b>	\$1,585	<b>\$4,768</b>	\$4,789
Property operating expenses	<b>(522)</b>	(533)	<b>(1,582)</b>	(1,561)
<b>Net operating income</b>	<b>1,048</b>	1,052	<b>3,186</b>	3,228
Interest and other	<b>(241)</b>	(248)	<b>(720)</b>	(748)
Fair value losses on real estate property	<b>(1,078)</b>	(547)	<b>(3,029)</b>	(3,152)
<b>Net (loss)/income</b>	<b>(\$271)</b>	\$257	<b>(\$563)</b>	(\$672)

The real estate property included above in the Trust's equity-accounted investment is appraised using a number of approaches that typically include a discounted cash flow analysis, a direct capitalization approach and a direct comparison approach. As at September 30, 2020, the property was valued using a discount rate of 7.5% (December 31, 2019 – 7.3%), a terminal cap rate of 6.3% (December 31, 2019 – 6.3%) and a stabilized cap rate of 5.8% (December 31, 2019 – 6.0%). The stabilized annual net operating income as at September 30, 2020, was \$3,146 (December 31, 2019 – \$3,096).

## NOTE 6

### AMOUNTS RECEIVABLE

Amounts receivable consist of the following:

<b>As at</b>	<b>September 30, 2020</b>	<b>December 31, 2019</b>
Tenant receivables	<b>\$23,746</b>	\$1,741
Unbilled other tenant receivables	<b>1,358</b>	3,461
Receivables from related parties	<b>2,504</b>	204
Other	<b>9,839</b>	9,669
Allowance for expected credit loss	<b>(6,787)</b>	(761)
	<b>\$30,660</b>	\$14,314

### Allowance for expected credit loss

The Trust records the expected credit loss to comply with IFRS 9's simplified approach for amounts receivable where its expected credit loss allowance is measured at initial recognition and throughout the life of the receivable at an amount equal to lifetime expected credit loss ("ECL").

### Canada Emergency Commercial Rent Assistance

The Government of Canada partnered with the provincial governments to deliver the CECRA program. The program is intended to provide relief for small business tenants of commercial landlords who are experiencing financial difficulties during the COVID-19 Pandemic.

Over the course of the program, property owners that participated in the program reduced rent by at least 75% for the months of April to September 2020 for their small business tenants that qualify. The Government of Canada, via a forgivable loan, covered 50% of the rent, with the tenant paying up to 25% and the landlord forgiving at least 25%. The interest-free loans will be forgiven on December 31, 2020 if the property owner agrees to terms, including reducing the small business tenants' rent by at least 75% under a rent reduction agreement. To ensure loan forgiveness, the property owner must follow the terms and conditions of the loan, including complying with the rent reduction agreement.

Qualifying criteria for this program for small business tenants included having gross rent less than \$50,000 per month per a particular tenant in addition to suffering a 70% decline in revenue for the period from April to June 2020. Enrollment for the program for July, August and September 2020 is automatic if the tenant qualified for Q2 2020.

The Trust decided that it was important for it to participate in the program and actively worked with tenants to determine their qualification. The Trust has finalized the applications under the CECRA program.

The amount forgiven by the landlord under the CECRA program (25%) is recorded in the financial statements as a bad debt expense. The cost to the Trust of this program was \$0.5 million per month and \$2.8 million for the six month duration of the program.

The Trust applied judgement that best reflects the economic substance of the assistance to determine that a lease modification relating to the CECRA program does not represent a substantial lease modification and has been remeasured by the application of IFRS 9. As such, the change in future cash flows is a remeasurement event resulting in a gain or loss within profit or loss.

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. The 50% portion of the tenant receivable that has been impaired is offset with the government grant and have both been presented in the tenant receivables.

**NOTE 7**

**CO-OWNERSHIP INTERESTS**

The Trust is a co-owner in several properties, listed below, which are subject to joint control based on the Trust's decision-making authority with regard to the relevant activities of the properties. These co-ownerships have been classified as joint operations and, accordingly, the Trust recognizes its rights to and obligations for the assets, liabilities, revenue and expenses of these co-ownerships in the respective lines in the condensed consolidated financial statements.

Jointly Controlled Operations	Location	Property Type	Trust's Ownership Share	
			2020	2019
505 Third Street	Calgary, AB	Office	50%	50%
Scotia Place	Edmonton, AB	Office	20%	20%
Prairie Mall	Grande Prairie, AB	Retail	50%	50%
Heritage Place	Ottawa, ON	Office	50%	50%
Standard Life Centre	Ottawa, ON	Office	50%	50%
77 Bloor	Toronto, ON	Office	50%	50%
Woodbridge Square	Woodbridge, ON	Retail	50%	50%
Place Innovation	Saint-Laurent, QC	Office	50%	50%

**REAL ESTATE PROPERTIES SOLD (SEE NOTE 3)**

825 Des Érables <sup>1</sup>	Salaberry-de-Valleyfield, QC	Industrial	50%	50%
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1. Sold July 31, 2019.

The following amounts, included in these condensed consolidated financial statements, represent the Trust's proportionate share of the assets and liabilities of its co-ownerships as at September 30, 2020 and December 31, 2019, and the results of operations for the three and nine months ended September 30, 2020 and 2019:

As at	September 30, 2020	December 31, 2019
Assets	\$496,889	\$520,359
Liabilities	\$228,772	\$164,901

	Three months ended		Nine months ended	
	September 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
Revenue	\$12,287	\$12,412	\$36,983	\$39,401
Expenses	(8,285)	(7,704)	(24,501)	(23,943)
Income before fair value adjustments	4,002	4,708	12,482	15,458
Fair value losses on real estate properties	(7,499)	(98)	(33,375)	(415)
<b>Net (loss)/income</b>	<b>(\$3,497)</b>	<b>\$4,610</b>	<b>(\$20,893)</b>	<b>\$15,043</b>

## NOTE 8

### MORTGAGES PAYABLE

Mortgages payable consist of the following:

As at	September 30, 2020	December 31, 2019
Mortgages payable before deferred financing costs	\$1,112,499	\$1,070,838
Deferred financing costs	(2,388)	(2,490)
<b>Mortgages payable</b>	<b>\$1,110,111</b>	<b>\$1,068,348</b>
Mortgages payable – non-current	\$898,726	\$902,708
Mortgages payable – current	211,385	165,640
<b>Mortgages payable</b>	<b>\$1,110,111</b>	<b>\$1,068,348</b>
Range of interest rates	2.7% to 5.5%	2.7% to 5.5%
Weighted average term to maturity (years)	3.7	3.7

The aggregate principal repayments and balances maturing on the mortgages payable as at September 30, 2020, together with the weighted average contractual rate on debt maturing in the year indicated, are as follows:

	Principal Instalment Repayments	Balances Maturing	Total	Weighted Average Contractual Rate on Balance Maturing
2020 (remainder of year)	\$9,378	\$64,841	\$74,219	4.8 %
2021	33,286	169,373	202,659	4.1 %
2022	29,843	171,560	201,403	3.8 %
2023	19,761	208,194	227,955	3.7 %
2024	11,584	136,860	148,444	4.4 %
Thereafter	47,903	209,916	257,819	3.6 %
	<b>\$151,755</b>	<b>\$960,744</b>	<b>\$1,112,499</b>	<b>3.9 %</b>

Substantially all of the Trust's rental properties and related rental revenue have been pledged as collateral for the mortgages payable.

## NOTE 9

### CONVERTIBLE DEBENTURES

#### Debentures

On December 30, 2016, the Trust issued a \$175,000 principal amount of 4.50% convertible unsecured subordinated debentures ("Convertible Debentures") maturing on December 31, 2021 (the "Maturity Date"). As at September 30, 2020, Morguard held a total of \$60,000 principal amount of the Convertible Debentures (December 31, 2019 – \$60,000).

Interest is payable semi-annually, not in advance, on June 30 and December 31 of each year.

The Convertible Debentures, with the exception of the value assigned to the holders' conversion option, have been recorded as debt on the balance sheets. The following table summarizes the allocation of the principal amount and related issue costs of the Convertible Debentures at the date of original issue. The portion of issue costs attributable to the liability of \$4,991 was capitalized and will be amortized over the term to maturity, while the remaining amount of \$139 was charged to equity.

	Liability	Equity	Principal Amount Issued
Transaction date – December 30, 2016	\$170,267	\$4,733	\$175,000
Issue costs	(4,991)	(139)	(5,130)
	<b>\$165,276</b>	<b>\$4,594</b>	<b>\$169,870</b>

Each Convertible Debenture is convertible into freely tradable units of the Trust at the option of the holder, exercisable at any time prior to the close of business on the last business day preceding the Maturity Date at a conversion price of \$20.40 per unit, being a rate of approximately 49.0196 units per thousand principal amount of Convertible Debentures, subject to adjustment.

The Convertible Debentures payable consist of the following:

<b>As at</b>	<b>September 30, 2020</b>	<b>December 31, 2019</b>
Convertible debentures – liability	<b>\$170,267</b>	\$170,267
Convertible debentures – accretion	<b>3,420</b>	2,666
Convertible debentures before issue costs	<b>173,687</b>	172,933
Issue costs	<b>(1,386)</b>	(2,180)
<b>Convertible debentures</b>	<b>\$172,301</b>	\$170,753

Remaining interest and principal payments on the Convertible Debentures are as follows:

	<b>Interest</b>	<b>Principal</b>	<b>Total</b>
2020	\$3,938	\$—	\$3,938
2021	7,875	175,000	182,875
	<b>\$11,813</b>	<b>\$175,000</b>	<b>\$186,813</b>

### Redemption Rights

Each Convertible Debenture is redeemable any time from January 1, 2020, to the close of business on December 31, 2020, in whole or in part, on at least 30 days' prior notice at a redemption price equal to par plus accrued and unpaid interest at the Trust's sole option, provided that the weighted average trading price of the units on the TSX for the 20 consecutive trading days ending five trading days prior to the date on which the notice of redemption is given is not less than 125% of the Conversion Price.

From January 1, 2021, to the close of business on December 31, 2021, the Convertible Debentures are redeemable, in whole or in part, at par plus accrued and unpaid interest at the Trust's sole option.

### Payment Upon Redemption or Maturity

As a part of the above redemption options, or at maturity, the Trust may satisfy its obligation to repay the principal amounts of the Convertible Debentures, in whole or in part, by delivering units of the Trust. In the event that the Trust elects to satisfy its obligation to repay principal with units of the Trust, the number of units issued is obtained by dividing the principal amount of the Convertible Debentures by 95% of the weighted average trading price of the units on the TSX for the 20 consecutive trading days ending five trading days prior to the date fixed for redemption or the Maturity Date, as applicable.

### Interest Payment Election

The Trust may elect, subject to applicable regulatory approval, to issue and deliver units of the Trust to the Debenture Trustee in order to raise funds to pay interest on the Convertible Debentures, in which event the holders of the Convertible Debentures will be entitled to receive a cash payment equal to the interest payable from the proceeds of the sale of such units.

**NOTE 10****LEASE LIABILITIES**

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

<b>As at</b>	<b>September 30, 2020</b>	<b>December 31, 2019</b>
Balance, beginning of period	<b>\$11,116</b>	\$—
Adoption of IFRS 16	—	11,232
Lease payments	<b>(609)</b>	(813)
Interest	<b>518</b>	697
<b>Balance, end of period</b>	<b>\$11,025</b>	\$11,116
Current	<b>\$130</b>	\$123
Non-current	<b>10,895</b>	10,993
	<b>\$11,025</b>	\$11,116
<b>Weighted average borrowing rate</b>	<b>6.2%</b>	6.3%

**NOTE 11****BANK INDEBTEDNESS**

The Trust has operating lines of credit totalling \$110,000 (December 31, 2019 – \$95,000), which renew annually and are secured by fixed charges on specific properties owned by the Trust.

As at September 30, 2020, the Trust had borrowed \$49,627 (December 31, 2019 – \$65,158) on its credit facilities and issued letters of credit in the amount of \$1,219 (December 31, 2019 – \$1,267) related to these facilities.

The bank credit agreements include certain restrictive covenants and undertakings by the Trust. As at September 30, 2020, and December 31, 2019, the Trust was in compliance with all covenants and undertakings. As the bank indebtedness is current and at prevailing market rates, the carrying value of the debt as at September 30, 2020, approximates fair value.



**NOTE 12**

**REVENUE FROM REAL ESTATE PROPERTIES**

Revenue from real estate properties consists of the following:

For the three months ended September 30, 2020	Retail	Office	Industrial	Total
Rental revenue	\$22,183	\$16,727	\$521	\$39,431
CAM recoveries	4,808	5,721	159	10,688
Property tax and insurance recoveries	5,463	3,864	134	9,461
Other ancillary revenue	1,179	422	3	1,604
Amortized rents	(373)	(206)	(9)	(588)
	<b>\$33,260</b>	<b>\$26,528</b>	<b>\$808</b>	<b>\$60,596</b>

For the three months ended September 30, 2019	Retail	Office	Industrial	Total
Rental revenue	\$23,551	\$18,144	\$615	\$42,310
CAM recoveries	5,776	7,311	189	13,276
Property tax and insurance recoveries	6,012	4,232	158	10,402
Other ancillary revenue	720	126	11	857
Amortized rents	—	(456)	(26)	(482)
	<b>\$36,059</b>	<b>\$29,357</b>	<b>\$947</b>	<b>\$66,363</b>

For the nine months ended September 30, 2020	Retail	Office	Industrial	Total
Rental revenue	\$67,490	\$51,167	\$1,582	\$120,239
CAM recoveries	14,487	18,962	575	34,024
Property tax and insurance recoveries	17,585	11,650	382	29,617
Other ancillary revenue	2,567	832	3	3,402
Amortized rents	(346)	(644)	(23)	(1,013)
	<b>\$101,783</b>	<b>\$81,967</b>	<b>\$2,519</b>	<b>\$186,269</b>

For the nine months ended September 30, 2019	Retail	Office	Industrial	Total
Rental revenue	\$69,236	\$54,410	\$2,271	\$125,917
CAM recoveries	19,137	22,952	580	42,669
Property tax and insurance recoveries	18,697	12,874	586	32,157
Other ancillary revenue	3,010	615	118	3,743
Amortized rents	(5)	(547)	(109)	(661)
	<b>\$110,075</b>	<b>\$90,304</b>	<b>\$3,446</b>	<b>\$203,825</b>

CAM recoveries and other ancillary revenue noted in the above table are considered to be a component of revenue from contracts with customers.

**NOTE 13**

**EXPENSES**

**(a) Property Operating Expenses**

Property operating expenses consist of the following:

	Three months ended		Nine months ended	
	September 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
Repairs and maintenance	\$5,446	\$6,418	\$17,602	\$21,474
Utilities	3,665	3,883	11,001	12,300
Bad debt expense	4,286	320	10,107	420
Other operating expenses	4,731	5,114	14,795	15,059
	<b>\$18,128</b>	<b>\$15,735</b>	<b>\$53,505</b>	<b>\$49,253</b>

**(b) General and Administrative**

General and administrative expenses consist of the following:

	Three months ended		Nine months ended	
	September 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
Trustees' fees and expenses	\$70	\$72	\$210	\$212
Professional and compliance fees	342	294	1,071	1,025
Payroll and other administrative expenses	417	545	1,478	1,997
	<b>\$829</b>	<b>\$911</b>	<b>\$2,759</b>	<b>\$3,234</b>

**NOTE 14**

**INTEREST EXPENSE**

The components of interest expense are as follows:

	Three months ended		Nine months ended	
	September 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
Mortgages payable	\$10,600	\$10,929	\$31,935	\$33,058
Amortization of deferred financing costs – mortgages	165	179	464	486
Convertible debentures	1,985	1,985	5,890	5,890
Accretion on convertible debentures, net	246	231	754	712
Amortization of deferred financing costs – convertible debentures	258	244	794	751
Lease liabilities	172	174	518	524
Bank indebtedness	521	521	1,646	1,637
Morguard loan payable and other	294	378	1,152	969
Capitalized interest	(164)	(108)	(489)	(423)
	<b>\$14,077</b>	<b>\$14,533</b>	<b>\$42,664</b>	<b>\$43,604</b>

**NOTE 15****RELATED PARTY TRANSACTIONS**

Related party transactions are summarized as follows:

**(a) Agreement with Morguard Investments Limited**

Under the property management agreement, the Trust pays MIL fees for property management services, capital expenditure administration, information system support activities and risk management administration. Property management fees average approximately 3.3% of gross revenue from the income producing properties owned by the Trust. The management agreement is renewed annually to ensure fees paid reflect fair value for the services provided. Under the leasing services arrangement, the Trust may, at its option, use MIL for leasing services. Leasing fees range from 2% to 6% of the total minimum rent of new leases. Fees for the renewal of a lease are half of the fees for a new lease. Leasing services include lease documentation.

The Trust has employed the services of MIL for both the acquisition and disposition of properties on a case-by-case basis. Fees are generally based on the sale price of the properties and are capitalized in the case of an asset acquisition. MIL is a tenant at three of the Trust's properties. The Trust has employed the services of MIL for the appraisal of its real estate properties as required for IFRS reporting purposes. Fees are generally based on the size and complexity of each property and are expensed as part of the Trust's professional and compliance fees.

During the year, the Trust incurred/(earned) the following:

	Three months ended		Nine months ended	
	September 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
Property management fees <sup>1</sup>	\$2,019	\$2,239	\$6,177	\$6,768
Appraisal/valuation fees	89	90	266	270
Information services	55	55	165	165
Leasing fees	148	621	972	1,797
Project administration fees	106	271	241	402
Project management fees	93	179	266	356
Risk management fees	93	90	280	270
Internal audit fees	35	33	107	101
Off-site administrative charges	461	421	1,386	1,324
Rental revenue	(49)	(50)	(151)	(151)
	<b>\$3,050</b>	<b>\$3,949</b>	<b>\$9,709</b>	<b>\$11,302</b>

1. Includes property management fees on equity-accounted investment.

The following amounts relating to MIL are included in the balance sheets:

As at	September 30, 2020	December 31, 2019
Amounts (receivable from)/payable to MIL, net	<b>(\$1,588)</b>	<b>\$1,527</b>

**(b) Revolving Loan with Morguard**

The Trust has a revolving loan agreement with Morguard that provides for borrowings or advances of up to \$75,000 (December 31, 2019 – \$50,000), which is interest bearing at the lender's borrowing rate and due on demand subject to available funds.

**Morguard Loan Payable**

During the nine months ended September 30, 2020, a gross amount of \$38,500 was advanced from Morguard, and a gross amount of \$55,000 was repaid to Morguard. As at September 30, 2020, \$16,000 remains payable to Morguard (December 31, 2019 – \$32,500). For the three months ended September 30, 2020, the Trust incurred interest expense in the amount of \$274 (2019 – \$328) at an average interest rate of 2.69% (2019 – 5.00%). For the nine months ended September 30, 2020, the Trust incurred interest expense in the amount of \$1,052 (2019 – \$919) at an average interest rate of 3.66% (2019 – 4.76%).

**Morguard Loan Receivable**

During the nine months ended September 30, 2020, there were no advances or repayments, and as at September 30, 2020, there is no loan receivable from Morguard (December 31, 2019 – \$nil). For the three months ended September 30, 2020, and 2019, the Trust did not earn interest income on loans receivable from Morguard. For the nine months ended September 30, 2020, the Trust did not earn interest income on loans receivable from Morguard (2019 – \$33), at an average interest rate of n/a (2019 – 5.05%). The interest income earned from Morguard is included with other income on the statements of (loss)/income and comprehensive (loss)/income.

**(c) Sublease with Morguard (Excluding MIL)**

The Trust subleases office space from Morguard. For the three months ended September 30, 2020, the Trust incurred rent expense in the amount of \$56 (2019 – \$52). For the nine months ended September 30, 2020, the Trust incurred rent expense in the amount of \$172 (2019 – \$168).

**(d) Amounts Receivable from and Accounts Payable to Morguard (Excluding MIL)**

Other than the revolving loan, the following additional amounts relating to Morguard are included in the balance sheets:

<b>As at</b>	<b>September 30, 2020</b>	<b>December 31, 2019</b>
Amounts receivable	<b>\$121</b>	\$63
Accounts payable and accrued liabilities	<b>\$—</b>	\$124

**(e) Rental Revenue from Morguard (Excluding MIL)**

Morguard is a tenant in one of the Trust's properties. For the three months ended September 30, 2020, the Trust earned rental revenue in the amount of \$29 (2019 – \$26). For the nine months ended September 30, 2020, the Trust earned rental revenue in the amount of \$85 (2019 – \$80).

**NOTE 16**

**UNITHOLDERS' EQUITY**

**(a) Units Outstanding**

The Trust is authorized to issue an unlimited number of units. These units have no par value. The following table summarizes the changes in units from January 1, 2019 to September 30, 2020:

<b>As at</b>	<b>Nine months ended September 30, 2020</b>	<b>Year ended December 31, 2019</b>
Balance, beginning of period	<b>60,735,539</b>	60,694,053
Distribution Reinvestment Plan – Morguard	<b>2,284,113</b>	—
Distribution Reinvestment Plan – other unitholders	<b>46,113</b>	41,486
<b>Balance, end of period</b>	<b>63,065,765</b>	60,735,539

Total distributions recorded during the nine months ended September 30, 2020, amounted to \$31,953 or \$0.52 per unit (2019 – \$43,707 or \$0.72 per unit). Included in this amount is a distribution declared on September 15, 2020, in the amount of \$0.04 per unit for the month of September 2020, payable to unitholders on October 15, 2020. On October 15, 2020, the Trust declared a distribution of \$0.04 per unit payable on November 16, 2020.

**(b) Normal Course Issuer Bid**

On February 5, 2020, the Trust announced that the TSX had accepted notice filed by the Trust of its intention to make a normal course issuer bid. The notice provided that during the 12-month period commencing February 7, 2020, and ending February 6, 2021, the Trust may purchase for cancellation on the TSX up to 3,036,776 units in total, being approximately 5% of the outstanding units. Additionally, the Trust may purchase for cancellation up to \$11,496 principal amount of the Convertible Debentures due on the Maturity Date, 10% of the public float of outstanding Convertible Debentures. The price that the Trust would pay for any such units or debentures would be the market price at the time of acquisition.

During the year ended December 31, 2019, the Trust did not purchase any units for cancellation. During the nine months ended September 30, 2020, the Trust did not purchase any units for cancellation.

**(c) Distribution Reinvestment Plan**

Under the Trust's Distribution Reinvestment Plan, unitholders can elect to reinvest cash distributions into additional units at a weighted average trading price of the units on the TSX for the 20 trading days immediately preceding the applicable date of distribution. During the nine months ended September 30, 2020, the Trust issued 2,330,226 units under the DRIP (2019 – 26,778 units).

**(d) Net (Loss)/Income Per Unit**

The following table sets forth the computation of basic and diluted net (loss)/income per unit:

	Three months ended		Nine months ended	
	September 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
Net (loss)/income – basic	<b>(\$88,116)</b>	\$6,254	<b>(\$289,485)</b>	\$18,468
Net (loss)/income – diluted	<b>(\$88,116)</b>	\$6,254	<b>(\$289,485)</b>	\$18,468
Weighted average number of units outstanding – basic	<b>62,606</b>	60,715	<b>61,640</b>	60,705
Weighted average number of units outstanding – diluted	<b>62,606</b>	60,715	<b>61,610</b>	60,705
Net (loss)/income per unit – basic	<b>(\$1.41)</b>	\$0.10	<b>(\$4.70)</b>	\$0.30
Net (loss)/income per unit – diluted	<b>(\$1.41)</b>	\$0.10	<b>(\$4.70)</b>	\$0.30

To calculate net (loss)/income – diluted, interest, accretion and the amortization of financing costs on convertible debentures outstanding that were expensed during the year are added back to net (loss)/income – basic. The weighted average number of units outstanding – diluted is calculated as if all convertible debentures outstanding as at September 30, 2020, and 2019, had been converted into units of the Trust at the beginning of the year. The calculation of net (loss)/income per unit – diluted excludes the impact of the convertible debentures for the three and nine months ended September 30, 2020, and 2019 as their inclusion would be anti-dilutive.

**NOTE 17**

**STATEMENTS OF CASH FLOWS**

**(a) Items Not Affecting Cash**

	Three months ended		Nine months ended	
	September 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
Fair value losses on real estate properties	<b>\$101,415</b>	\$14,928	<b>\$333,962</b>	\$45,210
Net loss/(income) from equity-accounted investment	<b>271</b>	(257)	<b>563</b>	672
Amortized stepped rent	<b>191</b>	308	<b>184</b>	385
Amortized free rent	<b>(5)</b>	96	<b>276</b>	42
Amortization of deferred financing costs – mortgages	<b>165</b>	179	<b>464</b>	486
Amortization of tenant incentives	<b>82</b>	78	<b>233</b>	234
Amortization of right-of-use asset	<b>21</b>	21	<b>62</b>	62
Amortization of deferred financing costs – convertible debentures	<b>258</b>	244	<b>794</b>	751
Accretion on convertible debentures	<b>246</b>	231	<b>754</b>	712
	<b>\$102,644</b>	\$15,828	<b>\$337,292</b>	\$48,554

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

	Three months ended		Nine months ended	
	September 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
Amounts receivable	<b>(\$1,104)</b>	\$4,983	<b>(\$16,346)</b>	\$4,535
Prepaid expenses and other	<b>3,387</b>	1,673	<b>(7,012)</b>	(11,473)
Accounts payable and accrued liabilities	<b>(1,627)</b>	(4,468)	<b>5,593</b>	(1,647)
	<b>\$656</b>	\$2,188	<b>(\$17,765)</b>	(\$8,585)

Other supplemental cash flow information consists of the following:

Interest paid	<b>\$11,565</b>	\$12,005	<b>\$39,150</b>	\$40,228
Issue of units – DRIP	<b>\$4,539</b>	\$134	<b>\$11,943</b>	\$326

**NOTE 18**

**COMMITMENTS AND CONTINGENCIES**

**(a) Commitments**

The Trust has entered into various agreements relating to capital expenditures for its properties. These expenditures include development of new space, redevelopment or retrofit of existing space, and other capital expenditures. Should all conditions be met, as at September 30, 2020, committed capital expenditures in the next 12 months are estimated at \$2,241.

The Trust has various other contractual obligations in the normal course of operations. These contracts can generally be cancelled with 30 days' notice.

**(b) Contingencies**

The Trust is liable contingently with respect to litigation, claims and environmental matters that arise from time to time, including those that could result in mandatory damages or other relief, which could result in significant expenditures. While the outcome of these matters cannot be predicted with certainty, in the opinion of management, any liability that may arise from such contingencies would not have a material adverse effect on the financial position or results of operations of the Trust. Any expected settlement of claims in excess of amounts recorded will be charged to operations as and when such determination is made.

**NOTE 19****MANAGEMENT OF CAPITAL**

The Trust defines capital that it manages as the aggregate of its unitholders' equity and interest-bearing debt less cash and interest-bearing receivables. The Trust's objective when managing capital is to ensure that the Trust will continue as a going concern so that it can sustain daily operations and provide adequate returns to its unitholders.

The Trust is subject to risks associated with debt financing, including the possibility that existing mortgages may not be refinanced or may not be refinanced on as favourable terms or with interest rates as favourable as those of the existing debt. The Trust mitigates these risks by its continued efforts to stagger the maturity profile of its long-term debt, to enhance the value of its real estate properties and to maintain high occupancy levels. The Trust manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets.

The total managed capital for the Trust is summarized below:

<b>As at</b>	<b>Note</b>	<b>September 30, 2020</b>	<b>December 31, 2019</b>
Mortgages payable	8	<b>\$1,110,111</b>	\$1,068,348
Convertible debentures	9	<b>172,301</b>	170,753
Bank indebtedness	11	<b>49,627</b>	65,158
Morguard loan payable	15(b)	<b>16,000</b>	32,500
Lease liabilities	10	<b>11,025</b>	11,116
Cash		<b>(8,838)</b>	(5,783)
Unitholders' equity		<b>1,227,973</b>	1,537,468
		<b>\$2,578,199</b>	\$2,879,560

The Declaration of Trust permits the Trust to incur indebtedness, provided that after giving effect to incurring or assuming any indebtedness (as defined in the Declaration of Trust), the amount of all indebtedness of the Trust is not more than 60% of the gross book value of the Trust's total assets as defined in the Declaration of Trust. The Declaration of Trust also permits the Trust to incur floating-rate debt, provided that the total amount of all floating-rate debt of the Trust is not more than 15% of the gross book value of the Trust's total assets.

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

<b>As at</b>	<b>Borrowing Limits</b>	<b>September 30, 2020</b>	<b>December 31, 2019</b>
Fixed-rate debt to gross book value of total assets	N/A	<b>48.8 %</b>	42.5 %
Floating-rate debt to gross book value of total assets	15 %	<b>2.5 %</b>	3.3 %
	60 %	<b>51.3 %</b>	45.8 %

As at September 30, 2020, the Trust met all externally imposed ratios and minimum equity requirements.

**Mortgages Payable**

All mortgages payable in place for the Trust are secured against the real property assets and, as a result, have been relieved from having restrictive financial covenant requirements.

**Convertible Debentures**

The Trust's unsecured subordinated convertible debentures have no restrictive covenants.

**Bank Indebtedness**

The Trust's loan agreements permit the Trust to incur indebtedness. The loan agreements are fixed amounts that renew annually and are secured by fixed charges on specific properties owned by the Trust.



**NOTE 20**

**FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**

The Trust's financial assets and liabilities comprise cash, amounts receivable, accounts payable and accrued liabilities, bank indebtedness, Morguard loan payable, mortgages payable and convertible debentures. Fair values of financial assets and liabilities and discussion of risks associated with financial assets and liabilities are presented as follows.

**Fair Value of Financial Assets and Liabilities**

The fair values of cash, amounts receivable, accounts payable and accrued liabilities, bank indebtedness and Morguard loan payable approximate their carrying values due to the short-term maturities of these instruments.

**(a) Mortgages Payable**

Mortgages payable are carried at amortized cost using the effective interest rate method of amortization. The estimated fair values of long-term borrowings are 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 Trust as at September 30, 2020.

The fair value of the mortgages payable has been determined by discounting the cash flows of these financial obligations using September 30, 2020, market rates for debts of similar terms (Level 2). Based on these assumptions, the fair value as at September 30, 2020, of the mortgages payable has been estimated at \$1,149,697 (December 31, 2019 – \$1,093,438) compared with the carrying value before deferred financing costs of \$1,112,499 (December 31, 2019 – \$1,070,838). The fair value of the mortgages payable varies from the carrying value due to fluctuations in interest rates since their issue.

**(b) Convertible Debentures**

The fair value of the Convertible Debentures is based on their market trading price (TSX: MRT.DB) (Level 1). The fair value as at September 30, 2020, of the Convertible Debentures has been estimated at \$162,225 (December 31, 2019 – \$177,188) compared with the carrying value before deferred financing costs of \$173,687 (December 31, 2019 – \$172,933).

**(c) Fair Value Hierarchy of Real Estate Properties**

The fair value hierarchy of income producing properties, properties under development and held for development measured at fair value in the balance sheets is as follows:

As at	September 30, 2020			December 31, 2019		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
<b>ASSETS</b>						
Income producing properties	\$—	\$—	\$2,514,577	\$—	\$—	\$2,834,394
Properties under development	\$—	\$—	\$26,619	\$—	\$—	\$18,909
Held for development	\$—	\$—	\$36,150	\$—	\$—	\$38,800

**Risks Associated with Financial Assets and Liabilities**

The Trust is exposed to financial risks arising from its financial assets and liabilities. The financial risks include interest rate risk, credit risk and liquidity risk. The Trust's overall risk management program focuses on establishing policies to identify and analyze the risks faced by the Trust, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Trust's activities. The Trust aims to develop a disciplined control environment in which all employees understand their roles and obligations.

**NOTE 21**

**SEGMENTED INFORMATION**

IFRS 8, "Operating Segments", requires operating segments to be determined based on internal reports that are regularly reviewed by the chief operating decision-makers for the purpose of allocating resources to the segment and assessing its performance. The Trust 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. As at September 30, 2020, the Trust has the following three reportable segments: retail, office and industrial.

**Business Segments**

For the three months ended September 30, 2020	Retail	Office	Industrial	Total
Revenue from real estate properties	\$33,260	\$26,528	\$808	\$60,596
Property operating expenses	(10,899)	(7,018)	(211)	(18,128)
Property taxes	(7,450)	(4,385)	(143)	(11,978)
Property management fees	(1,087)	(881)	(25)	(1,993)
<b>Net operating income</b>	<b>\$13,824</b>	<b>\$14,244</b>	<b>\$429</b>	<b>\$28,497</b>

For the three months ended September 30, 2019	Retail	Office	Industrial	Total
Revenue from real estate properties	\$36,059	\$29,357	\$947	\$66,363
Property operating expenses	(8,609)	(6,920)	(206)	(15,735)
Property taxes	(7,359)	(4,500)	(166)	(12,025)
Property management fees	(1,241)	(951)	(24)	(2,216)
<b>Net operating income</b>	<b>\$18,850</b>	<b>\$16,986</b>	<b>\$551</b>	<b>\$36,387</b>

For the three months ended September 30, 2020	Retail	Office	Industrial	Total
Additions to real estate properties	\$5,252	\$879	\$26	\$6,157
Fair value losses on real estate properties	(\$87,463)	(\$13,685)	(\$267)	(\$101,415)

For the three months ended September 30, 2019	Retail	Office	Industrial	Total
Additions to real estate properties	\$13,120	\$1,126	\$130	\$14,376
Fair value (losses)/gains on real estate properties	(\$4,513)	(\$10,969)	\$554	(\$14,928)

For the nine months ended September 30, 2020	Retail	Office	Industrial	Total
Revenue from real estate properties	\$101,783	\$81,967	\$2,519	\$186,269
Property operating expenses	(31,095)	(21,735)	(675)	(53,505)
Property taxes	(22,639)	(13,072)	(431)	(36,142)
Property management fees	(3,324)	(2,692)	(81)	(6,097)
	\$44,725	\$44,468	\$1,332	\$90,525

For the nine months ended September 30, 2019	Retail	Office	Industrial	Total
Revenue from real estate properties	\$110,075	\$90,304	\$3,446	\$203,825
Property operating expenses	(26,479)	(22,178)	(596)	(49,253)
Property taxes	(22,584)	(13,525)	(579)	(36,688)
Property management fees	(3,799)	(2,790)	(91)	(6,680)
	\$57,213	\$51,811	\$2,180	\$111,204

	Retail	Office	Industrial	Total
<b>As at September 30, 2020</b>				
Real estate properties	\$1,418,953	\$1,116,543	\$41,850	\$2,577,346
Mortgages payable (based on collateral)	\$600,636	\$509,475	\$—	\$1,110,111
<b>For the nine months ended September 30, 2020</b>				
Additions to real estate properties	\$22,769	\$3,853	\$76	\$26,698
Fair value losses on real estate properties	(\$268,641)	(\$63,889)	(\$1,432)	(\$333,962)

	Retail	Office	Industrial	Total
<b>As at December 31, 2019</b>				
Real estate properties	\$1,671,653	\$1,177,220	\$43,230	\$2,892,103
Mortgages payable (based on collateral)	\$612,078	\$456,270	\$—	\$1,068,348
<b>For the nine months ended September 30, 2019</b>				
Additions to real estate properties	\$25,189	\$7,582	\$263	\$33,034
Fair value (losses)/gains on real estate properties	(\$34,764)	(\$10,546)	\$100	(\$45,210)

## NOTE 22

### SUBSEQUENT EVENTS

#### Distribution to Unitholders

On September 15, 2020, the Trust declared a distribution of \$0.04 per unit which was paid to unitholders on October 15, 2020. Morguard elected to participate in the distribution reinvestment program, and as a result the Trust issued 340,136 units to Morguard on October 15, 2020. After the issuance of units related to this distribution, Morguard owns 60.16% of the Trust's outstanding units as at October 15, 2020.