



Ravelin Properties REIT
Management's Discussion and Analysis

TSX: RPR.UN
December 31, 2025

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FINANCIAL AND INFORMATIONAL HIGHLIGHTS

(in thousands, except per unit amounts and as otherwise stated)

	December 31, 2025	September 30, 2025	June 30, 2025	March 31, 2025	December 31, 2024
Summary of Portfolio Information					
Number of properties	45	45	45	46	46
Gross leasable area ("GLA") ¹	6,489,651	6,489,651	6,489,651	6,592,830	6,592,830
Total assets	\$ 1,197,739	\$ 1,246,788	\$ 1,223,244	\$ 1,237,476	\$ 1,229,711
Total debt	\$ 1,126,073	\$ 1,121,097	\$ 1,079,012	\$ 1,097,574	\$ 1,090,024
Occupancy ²	74.7%	74.5%	75.8%	76.7%	76.8%

	Three months ended				
	December 31, 2025	September 30, 2025	June 30, 2025	March 31, 2025	December 31, 2024
Summary of Financial Information					
Revenue	\$ 45,823	\$ 47,538	\$ 45,161	\$ 46,768	\$ 46,968
Net operating income ("NOI") ³	\$ 19,475	\$ 21,304	\$ 20,366	\$ 19,633	\$ 20,827
Net loss	\$ (59,435)	\$ (17,376)	\$ (10,399)	\$ (11,189)	\$ (101,839)
Funds from operations ("FFO") ³	\$ (11,301)	\$ 1,344	\$ 2,156	\$ 1,556	\$ (1,900)
Core-FFO ³	\$ (10,176)	\$ 2,451	\$ 3,187	\$ 2,546	\$ (924)
Adjusted FFO ("AFFO") ³	\$ (5,022)	\$ 1,788	\$ 2,459	\$ 1,441	\$ (2,252)
Net asset value ("NAV") ³	\$ (27,998)	\$ 33,450	\$ 48,378	\$ 56,663	\$ 62,857
Per Unit Financial Information					
Weighted average diluted number of trust units (000s)	86,477	86,351	86,190	86,128	86,092
Diluted units outstanding (000s)	86,741	86,477	86,351	86,190	86,146
NAV per unit ³	\$ (0.32)	\$ 0.39	\$ 0.56	\$ 0.66	\$ 0.73
FFO per unit ³	\$ (0.13)	\$ 0.02	\$ 0.03	\$ 0.02	\$ (0.02)
Core-FFO per unit ³	\$ (0.12)	\$ 0.03	\$ 0.04	\$ 0.03	\$ (0.01)
AFFO per unit ³	\$ (0.06)	\$ 0.02	\$ 0.03	\$ 0.02	\$ (0.03)

	December 31, 2025	September 30, 2025	June 30, 2025	March 31, 2025	December 31, 2024
Financial Data					
Loan-to-value ("LTV") ratio ³	94.2%	90.7%	89.0%	89.3%	89.4%
Weighted average debt interest rate ⁴	8.0%	5.8%	5.9%	6.0%	6.0%
Interest coverage ratio (times) ³	1.1x	1.2x	1.2x	1.2x	1.3x
Net debt to adjusted EBITDA ratio (times) ³	13.4x	13.9x	13.1x	12.9x	12.4x

¹GLA is presented at 100% of the building's GLA, without taking ownership percentage into consideration.

²Occupancy includes 107,078 square feet of space previously undergoing tenant improvements for which occupancy the paid lease term commences May 2026, and is presented based on 100% of the building's GLA, without taking ownership percentage into consideration.

³The calculation of these non-IFRS financial measures and a reconciliation to relevant International Financial Reporting Standards ("IFRS") measures are included in Part III and IV.

⁴Weighted average debt interest rate is presented after the impact of interest rate swaps and caps.

PART I - OVERVIEW

INTRODUCTION

This Management's Discussion and Analysis ("MD&A") of the financial position and results of operations of Ravelin Properties REIT ("Ravelin" or the "REIT") is intended to provide readers with an assessment of performance and summarize the financial position and results of operations of the REIT for the year ended December 31, 2025. The presentation of the REIT's financial results, including the related comparative information, contained in this MD&A is based on the REIT's audited consolidated annual financial statements as at and for the years ended December 31, 2025 and 2024 (the "consolidated financial statements"). This MD&A should be read in conjunction with those consolidated financial statements. All dollar amounts are in thousands of Canadian dollars, unless otherwise noted.

The information contained in this MD&A is based on information available to the REIT and is dated as of March 26, 2026, which is also the date the REIT's board of trustees (the "Board of Trustees"), upon the recommendation of its Audit Committee, approved the contents of this MD&A.

Additional information related to the REIT, including the REIT's Annual Information Form for the year ended December 31, 2025, is available under the REIT's issuer profile on SEDAR+ at www.sedarplus.ca and on the REIT's website at www.ravelinreit.com

FORWARD-LOOKING STATEMENTS

Certain information in this MD&A constitutes "forward-looking statements" within the meaning of applicable securities legislation. These statements reflect management's expectations regarding objectives, plans, goals, strategies, future growth, results of operations, performance and business prospects and opportunities of the REIT, including expectations for the current financial year, and include, but are not limited to, statements with respect to management's beliefs, plans, estimates and intentions, and similar statements concerning anticipated future events, results, circumstances, performance or expectations that are not historical facts. Statements that contain words such as "could", "should", "would", "can", "anticipate", "expect", "does not expect", "believe", "plan", "budget", "schedule", "estimate", "intend", "project", "will", "may", "might", "continue", "seek", "goals", "strategy", "future", "likely" and similar expressions or statements relating to matters that are not historical facts constitute forward-looking statements.

These forward-looking statements are not guarantees of future events or performance and, by their nature, are based on the REIT's current estimates and assumptions, which are subject to significant risks and uncertainties. The REIT believes that these statements are made based on reasonable assumptions, however, there is no assurance that the events or circumstances reflected in these forward-looking statements will occur or be achieved. A number of factors could cause actual results to differ materially from the results discussed in the forward-looking statements including, but not limited to, the risks that are more fully discussed under the "Risk Factors" section of the REIT's Annual Information Form for the year ended December 31, 2025, available under the REIT's issuer profile on SEDAR+ at www.sedarplus.ca and on the REIT's website at www.ravelinreit.com. Factors that could cause actual results to differ materially from those contemplated or implied by forward-looking statements include, but are not limited to: risks incidental to ownership and operation of real estate properties including local real estate conditions; financial risks related to obtaining available equity and debt financing at reasonable costs and interest rate fluctuations; uncertainty around inflationary pressures; economic slowdown; market volatility; operational risks including timely leasing of vacant space and re-leasing of occupied space on expiration of current leases on terms at current or anticipated rental rates; tenant defaults and bankruptcies; uninsured or underinsured losses; enforceability of contracts; compliance with covenants under certain agreements entered into by the REIT; uncertainties regarding acquisition activities including availability of suitable property acquisitions and integration of acquisitions; competition including development of properties in close proximity to the REIT's properties; loss of key management and employees; reliance on management; reliance on third-party services; cyber security risks; potential conflicts of interest; potential environmental liabilities; catastrophic events such as earthquakes and climate related risks including more extreme weather events as a result of climate change; governmental, taxation and other regulatory risks and litigation risks.

This is not an exhaustive list of the factors that may affect the REIT's forward-looking statements and information. Other risks and uncertainties not presently known to the REIT could also cause actual results or events to differ materially from those expressed in its forward-looking statements. Additional risks and uncertainties are discussed in the REIT's materials filed on SEDAR+ at www.sedarplus.ca and with the Canadian securities regulatory authorities from time to time.

Unless otherwise specified, forward-looking statements included in this MD&A are made as at December 31, 2025 and accordingly are subject to change after such date. The REIT does not undertake to update any forward-looking statements that are included in this MD&A, whether as a result of new information, future events or otherwise, except as expressly required by applicable securities laws. Certain statements included in this MD&A may be considered "financial outlook" for purposes of applicable securities laws, and such financial outlook may not be appropriate for purposes other than this MD&A. Investors are cautioned against placing undue reliance on forward-looking statements.

RAVELIN PROPERTIES REIT PROFILE

We are an internally managed global owner and operator of well-located commercial real estate assets in North America and Europe.

The REIT is an unincorporated, open-ended real estate investment trust governed by the laws of the Province of Ontario pursuant to an amended and restated Declaration of Trust dated as of December 31, 2024, as it may be further amended, supplemented or amended and restated from time to time (the "Declaration of Trust").

During 2024, key management personnel of the REIT were employed by Slate Asset Management L.P. ("SLAM"). The REIT had a management agreement (the "Management Agreement") with Slate Management ULC (the "Former Manager"), an indirect subsidiary of SLAM (collectively, "Slate"). Under the Management Agreement, the Former Manager provided the REIT with the strategic, administrative, property management, leasing, acquisition, financing and construction management services necessary to manage the strategy and day-to-day operations of the REIT and its assets. On December 24, 2024, the REIT amended its Management Agreement with the Former Manager to, among other things, accelerate the termination of the Management Agreement and internalize the REIT's management (the "Internalization") which was effective December 31, 2024. As part of the Internalization, the REIT changed its name from Slate Office REIT to Ravelin Properties REIT.

Additional information on the REIT is available on SEDAR+ at www.sedarplus.ca and on the REIT's website at www.ravelinreit.com.

NON-IFRS MEASURES

We disclose a number of financial measures in this MD&A that are not measures used under IFRS, including NOI, same property NOI, FFO, Core-FFO, AFFO, NAV, adjusted EBITDA, net debt to adjusted EBITDA ratio, interest coverage ratio, debt service coverage ratio and LTV ratio, in addition to certain measures on a fully-diluted per unit basis. We use these measures for a variety of reasons, including measuring performance, managing the business, capital allocation and the assessment of risk. Descriptions of why these non-IFRS measures are useful to investors and how management use each measure are included in this MD&A. We believe that providing these performance measures on a supplemental basis to our IFRS results is helpful to investors in assessing the overall performance of our business in a manner similar to management. These financial measures should not be considered as a substitute for similar financial measures calculated in accordance with IFRS. We caution readers that these non-IFRS financial measures may differ from the calculations disclosed by other businesses, and as a result, may not be comparable to similar measures presented by others. Reconciliations of these non-IFRS measures to the most directly comparable financial measures calculated and presented in accordance with IFRS are included within Part III and IV of this MD&A.

The definitions of non-IFRS financial measures are as follows:

- NOI is defined as rental revenue, excluding non-cash straight-line rent and leasing costs amortized to revenue, less property operating costs prior to International Financial Reporting Interpretations Committee 21, *Levies* ("IFRIC 21") adjustments. Rental revenue for purposes of measuring NOI excludes revenue recorded as a result of determining rent on a straight-line basis and the amortization of leasing costs in revenue for IFRS. Same-property NOI includes those properties owned by the REIT for each of the current period and the relevant comparative period.
- FFO is defined as net income adjusted for certain items including transaction costs, change in fair value of properties, change in fair value of financial instruments, change in fair value of Class B LP units, deferred income taxes, tax on gains on disposals of investment properties, distributions to Class B unitholders, depreciation and IFRIC 21 property tax adjustments.
- Core-FFO is defined as FFO adjusted for the REIT's share of lease payments received for a data centre in Winnipeg, Manitoba (the "Data Centre"), which for IFRS purposes is accounted for as a finance lease.
- AFFO is defined as FFO adjusted for amortization of deferred transaction costs; de-recognition and amortization of mark-to-market ("MTM") adjustments on mortgages refinanced or discharged; adjustments for interest rate subsidies received; recognition of the REIT's share of lease payments received for the Data Centre, which for IFRS purposes, is accounted for as a finance lease; amortization of straight-line rent; and normalized direct leasing and capital costs.
- FFO per unit, Core-FFO per unit and AFFO per unit are defined as FFO, Core-FFO and AFFO divided by the weighted average diluted number of units outstanding, respectively.
- NAV is defined as the aggregate of the carrying value of the REIT's equity, Class B LP units, deferred units, and deferred tax liability.
- Adjusted EBITDA is defined as earnings before interest, income taxes, depreciation, fair value gains (losses) from both financial instruments and investment properties, while also excluding non-recurring items such as transaction

costs from dispositions, acquisitions or other events, and including principal payments received on finance lease receivables.

- Net debt to adjusted EBITDA is defined as the aggregate amount of debt outstanding, less cash on hand, divided by the trailing twelve month adjusted EBITDA.
- Interest coverage ratio is defined as adjusted EBITDA divided by the REIT's interest expense for the period.
- Debt service coverage ratio is defined as adjusted EBITDA divided by the debt service requirements for the period, whereby the debt service requirements reflects amortizing principal repayments and interest expensed during the period. Payments related to defeasance, prepayment penalties, or payments upon discharge of a mortgage are excluded from the calculation.
- LTV ratio is defined as total indebtedness divided by total assets less restricted cash.

RISKS AND UNCERTAINTIES

We draw your attention to “Part IV – Financial Condition” in this MD&A and note 2 of our consolidated financial statements which indicate the existence of material uncertainty that may cast significant doubt on the REIT's ability to continue as a going concern. There is material uncertainty and significant doubt as to the REIT's ability to continue as a going concern that is dependent on, among other things, its ability to remediate the breach of certain covenants under its existing revolving credit facilities or obtain modifications or waivers in respect thereof from the lenders, refinance maturing debt, secure additional financing as well as market conditions. While the REIT has been successful in securing financing in the past, obtaining modifications or waivers in respect of the aforementioned covenant breaches, refinancing the REIT's existing debt or securing additional funds is dependent on a number of factors outside the REIT's control and the REIT may not be able to sufficiently address its liquidity needs in the foreseeable future.

As at December 31, 2025, the REIT remains in breach of certain covenants on its revolving credit facilities, convertible debentures, and certain other mortgages, with covenant breaches having initially arisen beginning March 31, 2024 and additional breaches occurring thereafter. In certain cases, including that with respect to the revolving credit facilities, the lenders have provided a formal event of default notice expressing their right to demand repayment of the borrowings at their discretion. The REIT does not have sufficient liquidity to repay such amounts should lenders exercise their rights to demand payment, and accordingly, these borrowings have been classified as current liabilities as at December 31, 2025. The REIT also has other debt arrangements that have become or will become contractually due within the next 12 months. As a result of the aforementioned covenant breaches, cross defaults, and other borrowings due and coming due within the next 12 months, the REIT has \$950.5 millions of principal presented as current on the statement of financial position as at December 31, 2025.

In addition, pursuant to the trust indentures governing the convertible debentures, due to default letters provided by lenders of the revolving credit facilities and certain other mortgages ("senior lenders"), the REIT is currently restricted from making payments of interest in respect of the convertible debentures so long as such defaults have not been cured or waived. The REIT has determined that based on the information currently available to it, there can be no assurance if or when a cure or waiver in respect of such defaults will be obtained, and as such, the REIT did not make the cash interest payments due from June 30, 2024 to December 31, 2025 in respect of its 7.50% convertible unsecured subordinated debentures and 5.50% convertible unsecured subordinated debentures, and did not make the cash interest payments due from August 31, 2024 to August 31, 2025 in respect of its outstanding 9.00% convertible unsecured subordinated debentures (collectively, the "Debentures"). In addition, the REIT did not make the principal repayment due at maturity on February 28, 2026 in respect of the 9.00% convertible unsecured subordinated debentures.

The REIT has undertaken various actions in order to increase liquidity and reduce its financial leverage and borrowings. These actions include dispositions of certain investment properties, working with lenders and related and other parties to provide additional flexibility and liquidity to the REIT, suspension of its cash distribution to unitholders, and a program to reduce capital investment and general and administrative expenses.

The REIT requires additional funding in the near term and amendments to its existing indebtedness in order to continue as a going concern. Accordingly, during the year ended December 31, 2025, and with the assistance of professional restructuring advisors, the REIT continued to seek a restructuring of a majority of its outstanding indebtedness and to raise additional capital. Potential financing alternatives to the REIT may involve, among other things, amendments to the REIT's existing secured indebtedness (including amendments to covenants and extensions of maturities, among other potential amendments), conversion of all or a portion of the REIT's convertible debentures into equity, additional subscriptions for units, additional interim secured funding, a potential rights offering to raise additional equity capital, the sale of all or substantially all investment properties and/or potential transactions involving the Unitholders and convertible debenture holders of the REIT.

On March 28, 2025, the secured lenders party to the REIT's Second Amended and Restated Credit Agreement dated November 14, 2023 as amended (the "Syndicated Credit Agreement") completed a sale and assignment of all the indebtedness and obligations under the Syndicated Credit Agreement to G2S2 Capital Inc. ("G2S2 Capital") in the aggregate principal amount of \$233.1 million and U.S. \$43.7 million. Additionally, on March 31, 2025 and on December 2, 2025, two senior secured lenders of the REIT completed sales of all the indebtedness and obligations under certain mortgages to G2S2 Capital, in the aggregate principal amount of \$406.0 million. The completion of the sale and assignment of the Syndicated Credit Agreement and mortgages required the consent of the REIT under the agreements governing the loans. In connection with providing consent to the sale and assignment, an independent committee of trustees of the REIT sought and obtained a six-month forbearance from G2S2 Capital to allow the REIT additional time to assess its financing alternatives. On December 17, 2025, G2S2 Capital agreed to extend the forbearance period on certain loans of the REIT in the aggregate principal amount of approximately CAD\$528.3 million and US\$45.5 million to March 31, 2026. In connection with the extended forbearance period, the interest rate on such loans increased to 10.00%, comprised of 6.00% cash interest and 4.00% payment-in-kind interest, effective October 1, 2025. The REIT is currently in discussions with G2S2 Capital and other lenders regarding the terms of potential restructuring options. As of the date hereof, no agreement has been reached with any of the REIT's stakeholders with respect to the refinancing or extension of the facilities currently in default, and there can be no assurance that the REIT will be successful in securing the necessary financing, or in raising the additional funding needed for the REIT to continue as a going concern. If the REIT is unsuccessful in negotiating a favorable outcome, the REIT will be unable to continue as a going concern, and, in that case, the market price of the units and the convertible debentures would be materially adversely affected or extinguished.

In addition, the REIT is exposed to a significant contractual liquidity requirement in connection with a cross currency swap that matures on December 31, 2026. Upon maturity, the REIT will be required to settle the notional amount, which is currently expected to result in a material cash outflow based on prevailing foreign exchange rates. The ultimate settlement amount is sensitive to movements in the Euro, and further appreciation of the Euro relative to the Canadian dollar would increase the required funding. While the swap generates periodic net cash inflows, these are not sufficient to offset the magnitude of the final notional repayment. As a result, the REIT will need to secure additional liquidity to meet this obligation, and its ability to do so will depend on a combination of available cash resources and the implementation of a potential recapitalization plan.

The REIT's business is subject to a number of other risks and uncertainties which are described under the "Forward-Looking Information" and "Risk Factors" sections in its most recently filed Annual Information Form for the year ended December 31, 2025, available on SEDAR+ at www.sedarplus.ca and on the REIT's website at www.ravelinreit.com.

OUR OBJECTIVES

The REIT is committed to disciplined management, strategic capital allocation, and sustainable value creation for unitholders. Our objectives are to:

- **Optimize Portfolio Performance** – Maintain and enhance a high-quality, diversified portfolio spanning office, data centers, industrial, retail, residential, parking, and hospitality assets across Canada, Ireland, and the United States.
- **Maximize Risk-Adjusted Returns** – Drive long-term value through targeted capital investments, proactive leasing strategies, and disciplined management.
- **Strengthen Tenant Relationships** – Provide best-in-class service and operational excellence to ensure high occupancy and tenant retention across all asset classes.
- **Adapt to Market Dynamics** – Capitalize on improving tenant demand and evolving real estate trends to enhance asset performance and resilience.

With an experienced internal management team fully aligned with unitholders, the REIT is focused on executing a strategic vision that delivers consistent, long-term growth and value.

Our current portfolio comprises a mix of office buildings, a data centre, industrial assets, retail assets, surface parking lots, and a hotel. Many underlying factors which resulted in reduced tenant demand in prior years have abated, and leasing demand has increased during the past year.

NAV CONTINUITY

The following reconciliation shows the change in NAV of the REIT on a total and per unit basis for the years ended December 31, 2025, 2024 and 2023:

	Year ended December 31, 2025		Year ended December 31, 2024		Year ended December 31, 2023	
	IFRS Net Asset Value ¹	Per Unit	IFRS Net Asset Value ¹	Per Unit	IFRS Net Asset Value ¹	Per Unit
Beginning of period	\$ 62,857	\$ 0.73	\$ 513,728	\$ 5.98	\$ 668,834	\$ 7.82
Core-FFO	(1,992)	(0.02)	12,918	0.15	24,245	0.28
Property fair value changes	(71,821)	(0.83)	(437,770)	(5.08)	(138,217)	(1.61)
Other fair value changes	(9,332)	(0.11)	(14,062)	(0.16)	(9,068)	(0.11)
Depreciation on hotel	(212)	—	(998)	(0.01)	(966)	(0.01)
Foreign exchange	9,425	0.11	7,342	0.09	(2,309)	(0.03)
Unit issuances	23	—	290	—	—	—
Distributions	—	—	—	—	(17,336)	(0.17)
Transaction costs	(712)	(0.01)	(3,322)	(0.04)	—	—
Other	(16,234)	(0.19)	(15,269)	(0.20)	(11,455)	(0.19)
End of period	\$ (27,998)	\$ (0.32)	\$ 62,857	\$ 0.73	\$ 513,728	\$ 5.98

¹Refer to the NAV section of this MD&A for the calculation of NAV on a total and per unit basis to the REIT's consolidated financial statements.

NET ASSET VALUE

NAV is a non-IFRS measure and is defined by the REIT as the aggregate of the carrying value of the REIT's equity, Class B LP units, deferred units and deferred tax liability. Management believes that this measure reflects the residual value of the REIT to equity holders and is used by management on both an aggregate and per unit basis to evaluate the NAV attributable to unitholders and changes thereon based on the execution of the REIT's strategy.

The following is the calculation of NAV on a total and per unit basis as at December 31, 2025 and December 31, 2024 from the REIT's consolidated financial statements:

	December 31, 2025	December 31, 2024
Equity	\$ (29,141)	\$ 59,810
Class B LP units	978	2,854
Deferred unit liability	165	193
NAV	\$ (27,998)	\$ 62,857
Diluted number of units outstanding ¹	86,741	86,146
NAV per unit	\$ (0.32)	\$ 0.73

¹Represents the fully diluted number of units outstanding and includes outstanding REIT units, deferred units and Class B LP units and is shown in thousands at the end of the respective periods.

The following is an illustration of the REIT's valuation used to determine NAV as at December 31, 2025 and December 31, 2024:

<i>(thousands, except per unit amount)</i>	December 31, 2025	December 31, 2024
Property fair value	\$ 1,130,418	\$ 1,147,834
Data Centre	35,148	39,401
Working capital	(67,491)	(34,354)
Debt	(1,126,073)	(1,090,024)
NAV	\$ (27,998)	\$ 62,857
Diluted number of units outstanding	86,741	86,146
NAV per unit	\$ (0.32)	\$ 0.73

Q4 2025 SIGNIFICANT HIGHLIGHTS

The REIT's property portfolio as at December 31, 2025 consists of interests in 45 properties (6.5 million square feet of GLA), with occupancy as at December 31, 2025 of 74.7% (includes 107,078 square feet of space previously undergoing tenant improvements for which the paid lease term commences May 2026). The weighted average remaining term to maturity as at December 31, 2025 was 5.2 years, not including tenants on month-to-month leases.

Liquidity

The REIT's liquidity as at December 31, 2025 consisted of unrestricted cash of \$18.2 million.

Property level restricted cash of \$2.2 million, which is excluded from unrestricted cash is comprised of various escrow accounts which are permitted to be used for specific secured properties. During the year ended December 31, 2025, management focused on deploying funds held in the restricted accounts. As a part of the 120 South LaSalle loan sale in December 2025, the selling lender applied US\$3.2 million against the loan balance prior to the sale to G2S2 Capital. The REIT and G2S2 Capital agreed to release the remaining US\$3.8 million held in the restricted accounts to the REIT's unrestricted accounts. As at December 31, 2025, restricted cash of \$2.2 million remained, which relate to other properties within the portfolio.

Financing

During the year ended December 31, 2025, G2S2 Capital and the REIT agreed to capitalize the interest payable for various months between May and December 2025, totaling \$20.2 million owed to G2S2 Capital under the revolving credit facilities and related mortgages. The accrued interest is capitalized to the principal balance of the revolving credit facilities and the respective mortgages. Accordingly, the capitalized interest forms part of the outstanding principal balance of debt as at December 31, 2025. The accrued interest for December 2025, which was due and payable on January 1, 2026, was capitalized to the debt principal subsequent to December 31, 2025.

In December 2025, the lender on the 120 South LaSalle office property in the United States with an outstanding amount of \$104.6 million completed a sale and assignment of all the indebtedness and obligations under the REIT's loan in respect of the 120 South LaSalle office property to G2S2 Capital in the aggregate principal amount of approximately U.S.\$84.0 million (U.S.\$81 million after US\$3.2 million of restricted cash was applied against the prior outstanding loan balance), and G2S2 Capital agreed to extend the related forbearance period on all of its loans to March 31, 2026.

Internalization

On December 31, 2024, the REIT completed the early termination of the Management Agreement and commenced operations as an internally managed entity on January 1, 2025. The REIT achieved total cost savings of approximately \$9.8 million in 2025 from the elimination of management fees and other charges as well as a greater focus on overhead expense management.

Ravelin has wound down the use of third party project management in connection with its leasing (tenant build-out), capital projects, and building maintenance. These functions are now managed in-house directly by Ravelin staff. While these were not directly charged by the former manager, they were costs paid for by the REIT and typically capitalized to leasing and capital expenditures. These amounts are not reflected in the cost savings table below, but are best characterized as enhanced capital spending efficiency.

A comparison of the costs charged by the Former Manager and the equivalent costs to the REIT subsequent to the Internalization were as follows:

	Year ended December 31,		
	2025	2024	\$ Change
	Post Internalization	Charged by Former Manager	
Property management ¹	\$ 5,147	\$ 5,338	\$ (191)
Management Agreement termination fee	—	2,000	(2,000)
Salaries not allocated to recoverable operating expenses	521	—	521
Asset management	—	4,766	(4,766)
Leasing, financing and construction management	—	2,963	(2,963)
	\$ 5,668	\$ 15,067	\$ (9,399)
Other amounts charged			
Asset manager salary recoveries	900	815	85
SLAM asset management software ²	—	293	(293)
Property operating expenses	900	1,108	(208)
General and administrative expenses ³	614	785	(171)
	\$ 1,514	\$ 1,893	\$ (379)
Total Costs	\$ 7,182	\$ 16,960	\$ (9,778)

¹In conjunction with the Internalization, the REIT and Former Manager agreed to assign certain external property management contracts to the REIT. Property Management costs during 2025 include \$1.9 million of property management fees paid to external property managers and \$3.2 million of REIT employee salaries allocated to recoverable property operating expenses.

²Asset management software developed by Slate.

³In 2025, includes travel and entertainment, office rent, office expenses and other general and administrative expenses that would otherwise be reimbursed or indirectly charged through asset management fees by the Former Manager prior to the Internalization.

Chicago Operations

Effective June 1, 2025, the REIT internalized property management and property accounting functions for its Chicago, IL properties, which were previously managed by an external property management service provider. Management anticipates the annualized run-rate costs savings from internalizing the Chicago property management and accounting functions to be in excess of \$2.5 million (June 1, 2025 to May 31, 2026).

Financial

- Net loss was \$59.4 million and NOI was \$19.5 million for the three months ended December 31, 2025 compared to net loss of \$101.8 million and NOI of \$20.8 million for the three months ended December 31, 2024.
- Same property NOI was \$19.2 million for the three months ended December 31, 2025, compared to \$20.0 million for the three months ended December 31, 2024.
- FFO and Core-FFO for the three months ended December 31, 2025 were \$(11.3) million and \$(10.2) million or \$(0.13) and \$(0.12), respectively, on a per unit basis, compared to \$1.3 million and \$2.5 million or \$0.02 and \$0.03 per unit, respectively for the three months ended September 30, 2025.
- AFFO for the three months ended December 31, 2025 was \$(5.0) million or \$(0.06) per unit, compared to \$1.8 million or \$0.02 per unit for the three months ended September 30, 2025.

PART II - PROPERTY PORTFOLIO

The REIT's property portfolio as at December 31, 2025 consists of interests in 45 properties. The portfolio has 6.5 million square feet of GLA. For a listing of all of the REIT's properties, see Part VI of this MD&A.

OCCUPANCY

Occupancy of the REIT's properties as at December 31, 2025 was 74.7%¹. The following is a continuity of the change in the in-place occupancy of the REIT's properties:

	Year ended December 31, 2025		
	GLA	GLA Occupied ¹	% of total GLA
Beginning of period	6,592,830	5,060,479	76.8%
Properties sold	(103,179)	(103,179)	(0.4)%
Net of property sales	6,489,651	4,957,300	76.4%
Renewed leases		367,358	5.7 %
New leases		111,180	1.7 %
Expired/vacated leases		(588,639)	(9.2)%
Net change in leasing		(110,101)	(1.8%)
End of period	6,489,651	4,847,199	74.7%

¹Includes 107,078 square feet of space previously undergoing tenant improvements for which the paid lease term commences May 2026.

LEASING

The weighted average remaining term to maturity of the REIT's leases as at December 31, 2025 was 5.2 years, not including tenants on month-to-month leases.

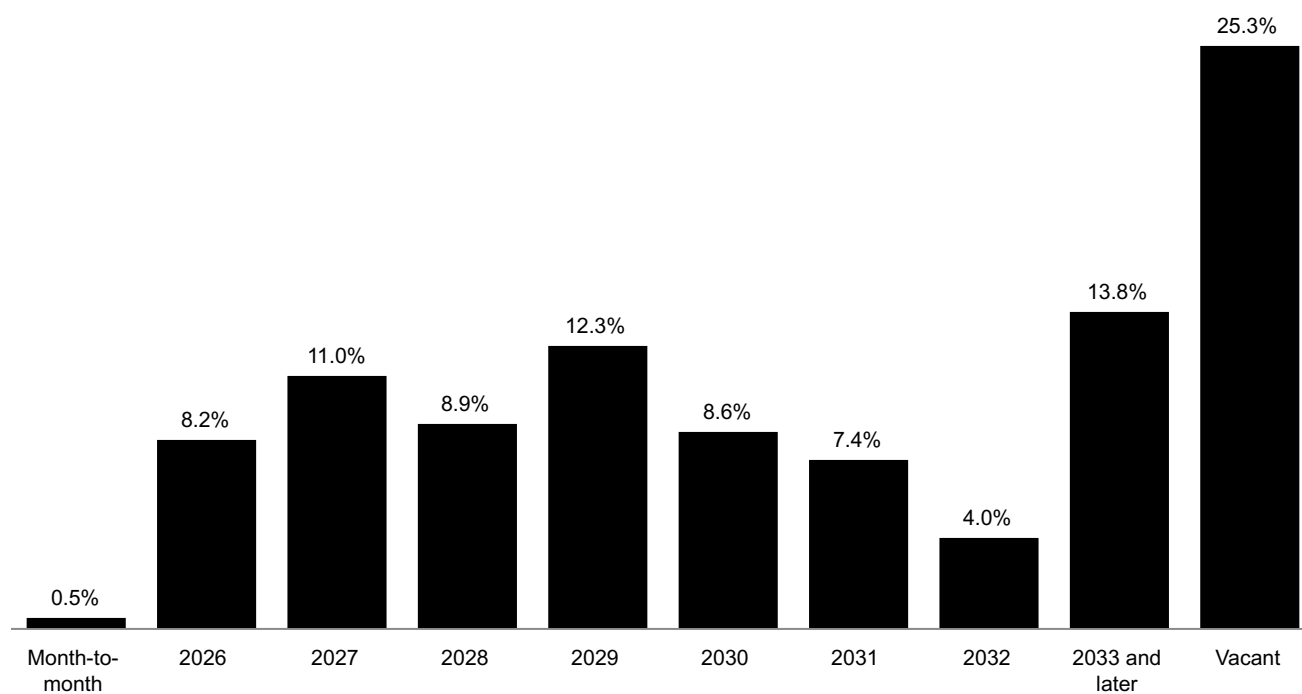
The following table summarizes the composition of the remaining term to maturity of the REIT's leases by region:

	December 31, 2025		
	Weighted average term to maturity (years)	GLA	% of GLA
Atlantic	4.6	1,760,208	27.2%
Ontario	5.5	1,306,367	20.1%
Western	5.1	131,724	2.0%
Ireland	7.0	774,310	11.9%
USA	4.6	843,404	13.0%
	5.2	4,816,013	74.2%
Month-to-month		31,188	0.5%
Vacant		1,642,450	25.3%
Total		6,489,651	100.0%

The following is a profile of the maturities of the REIT's leases, excluding the impact of tenant extension options as at December 31, 2025:

	GLA (sq. ft.)	% of portfolio GLA
Month-to-month	31,188	0.5%
2026	529,485	8.2%
2027	713,914	11.0%
2028	579,742	8.9%
2029	799,678	12.3%
2030	558,137	8.6%
2031	478,891	7.4%
2032	259,390	4.0%
2033 and later	896,775	13.8%
Vacant	1,642,451	25.3%
Total / weighted average	6,489,651	100 %

The following graph summarizes lease maturities of the REIT's leases, excluding the impact of tenant extension options as at December 31, 2025:



Month-to-month tenants comprise 0.5% of the portfolio's GLA.

The REIT completed 892,530 square feet of total leasing on a full year basis in 2025, the highest volume of annual leasing since 2018. This consisted of 596,296 square feet of renewals and 296,234 square feet of new deals. Leasing momentum continues to demonstrate the same positive trends and overall activity levels in early 2026 as experienced during the full year 2025.

A total of 229,462 square feet of new leases and lease renewals were completed in the fourth quarter of 2025 (inclusive of leases which will commence in future quarters). These deals were completed at a weighted average net rental rate per square foot of \$19.27. Excluding cases of leasing vacant space, new leases and renewals were completed at 24.0% above the prior rental rate.

120,481 square feet of new deals and renewals commenced during the fourth quarter of 2025.

The REIT's current leasing pipeline exceeds 1,100,000 square feet of renewals and new deals across its global portfolio. In addition, the REIT has more than 77,000 square feet of rent reviews underway in Ireland, whereby the REIT has an opportunity to increase in-place rents to market levels during the lease terms.

TENANT PROFILE

Management's strategy includes ensuring that the REIT's tenants are diversified and of high credit quality.

The following are the REIT's top 10 largest tenants by percent of gross leasable area as at December 31, 2025, which together represent 29.4% of total GLA:

Tenant	Leased (sq. ft.)	Number of properties	% of total GLA	Weighted average lease term (years)
Province of New Brunswick	317,997	6	4.9%	5.0
CIBC	312,650	3	4.8%	3.7
AtkinsRéalis Group Inc.	273,077	3	4.2%	6.2
Government of Canada	198,441	5	3.1%	5.0
Province of Nova Scotia	167,731	1	2.6%	3.3
Johnson Insurance	156,217	1	2.4%	4.9
Blue Cross	151,124	3	2.3%	2.8
Government of Ireland	115,724	7	1.8%	4.3
Solventum	111,770	2	1.7%	7.6
Moneris ¹	107,078	1	1.6%	15.3
Total	1,911,809	32	29.4 %	5.3

¹107,078 square feet of space previously undergoing tenant improvements for which the paid lease term commences May 2026.

PROPERTY VALUATION

IFRS Fair Value

The REIT's property portfolio as at December 31, 2025 had an estimated IFRS fair value of \$1.1 billion. The REIT's IFRS fair value reflects the current economics of the REIT's properties, including its 74.7% in-place occupancy (includes 107,078 square feet of space previously undergoing tenant improvements for which the paid lease term commences May 2026).

Overall, the average estimated IFRS fair value of the REIT's portfolio (excluding the Data Centre and Delta Brunswick Hotel) is \$178 per square foot.

The following table presents a summary of the discount and terminal capitalization rates for the fair value of the REIT's properties:

	December 31, 2025		December 31, 2024	
	Discount rate	Terminal capitalization rate	Discount rate	Terminal capitalization rate
Minimum	7.50%	7.00%	7.50%	7.00%
Maximum	11.50%	10.50%	11.50%	10.50%
Weighted average	8.71%	7.87%	8.78%	7.93%

Property valuation is dependent on leasing history, market reports, tenant profiles and available appraisals alongside other evidence of market conditions. At the balance sheet date, there exists a limited number of observable comparable transactions and certain of the observable comparable transactions may have occurred by seller distress, financing pressure or other factors specific to those particular market participants and transactions. Accordingly, estimation uncertainty with determining the fair value of investment properties remains high.

Property Valuation Continuity

A continuity of the REIT's property interests is summarized below:

	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
Beginning of period	\$ 1,169,920	\$ 1,214,596	\$ 1,131,334	\$ 1,362,188
Acquisitions ¹	—	—	32,645	—
Capital expenditures	5,805	947	16,363	7,055
Leasing costs	6,437	5,812	18,320	18,954
Dispositions ¹	—	(63,280)	—	(112,695)
Depreciation of hotel asset	—	(250)	(212)	(998)
Foreign exchange	(5,454)	11,329	10,994	25,869
Change in fair value	(47,690)	(97,172)	(71,821)	(437,770)
IFRIC 21 property tax adjustment ²	3,270	3,429	—	—
Straight-line rent and other changes	(1,870)	(1,512)	(7,255)	(7,266)
Transfer from (to) assets held for sale ³	—	57,435	50	275,997
End of period	\$ 1,130,418	\$ 1,131,334	\$ 1,130,418	\$ 1,131,334

¹Represents the purchase or sale price and capital adjustments.

²In accordance with IFRIC 21, the REIT recognizes property tax liability and expense on its existing U.S. properties as at January 1 of each year, rather than progressively, i.e., ratably throughout the year. The recognition of property taxes as a result of IFRIC 21 has no impact on NOI, FFO or AFFO.

³During the year ended December 31, 2025, represents a purchase price adjustment to an asset disposed of in the period that was previously transferred to assets held for sale in 2024.

Capital expenditures are incurred by the REIT for maintaining or improving its properties. Certain leases provide the ability to recover all or a portion of these costs from tenants over time. Leasing costs generally include tenant improvement construction costs related to new and renewal leasing.

During the three months ended December 31, 2025, the REIT's investment property value decreased by \$39.5 million compared to the three months ended September 30, 2025. The change in value was primarily driven by the depreciation of the Euro and the US dollar (\$5.6 million) and a \$14.3 million negative fair value adjustment in the quarter, as a result of the REIT's own estimates of the market, being primarily related to leasing assumptions for certain US and Irish properties. This was partially offset by capital expenditures (\$5.8 million), leasing costs (\$6.4 million) and accounting adjustments relating to the properties (\$1.4 million).

During the year ended December 31, 2025, the REIT's investment property value increased by \$1.0 million compared to the year ended December 31, 2024. The change in value was primarily driven by the September 2, 2025 acquisition of the remaining 25% interest in two office properties in which the REIT previously held a 75% interest (\$32.6 million), as well as by the appreciation of the Euro and the US dollar (\$10.9 million), capital expenditures (\$16.4 million), and leasing costs (\$18.3 million). This was offset by a \$71.8 million negative fair value adjustment in the period as a result of the REIT's own estimates of the market, being primarily related to leasing assumptions for certain US and Irish properties, and accounting adjustments relating to the properties (\$7.3 million).

PART III - RESULTS OF OPERATIONS

SUMMARY OF RESULTS OF OPERATIONS

The following is a summary of the results of operations:

	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
Rental revenue	\$ 45,823	\$ 46,968	\$ 185,290	\$ 196,957
Property operating expenses	(24,948)	(24,224)	(111,767)	(111,239)
Finance income on finance lease receivable	565	629	2,359	2,608
Interest income	759	100	936	380
Interest and finance costs	(32,738)	(18,435)	(87,134)	(75,079)
General and administrative expenses	(845)	(5,399)	(4,876)	(12,930)
Costs related to the potential recapitalization plan	(3,531)	—	(3,531)	—
Change in fair value of financial instruments	907	(1,431)	(9,332)	(14,062)
Change in fair value of investment properties	(47,690)	(97,172)	(71,821)	(437,770)
Depreciation of hotel asset	—	(250)	(212)	(998)
Transaction costs	—	(2,030)	(712)	(3,322)
Deferred income tax (expense) recovery	—	342	—	257
Current income tax expense	1,153	(514)	525	(2,755)
Net loss before Class B LP units	\$ (60,545)	\$ (101,416)	\$ (100,275)	\$ (457,953)
Change in fair value of Class B LP units	1,110	(423)	1,876	1,427
Net loss	\$ (59,435)	\$ (101,839)	\$ (98,399)	\$ (456,526)
Other comprehensive income to be subsequently reclassified to profit or loss:				
Foreign currency translation income	(818)	727	9,425	7,342
Total other comprehensive income	(818)	727	9,425	7,342
Comprehensive loss	\$ (60,253)	\$ (101,112)	\$ (88,974)	\$ (449,184)

NET LOSS AND COMPREHENSIVE LOSS

For the three months and year ended December 31, 2025, net loss was \$59.4 million and \$98.4 million, respectively compared to a net loss of \$101.8 million and \$456.5 million for the same periods in the prior year. The decrease in loss was primarily driven by a decrease in fair value loss on investment properties. This was offset by a decrease in NOI as result of asset dispositions during 2024 and 2025. Other comprehensive income decreased by \$1.5 million and increased by \$2.1 million for the three months and year ended December 31, 2025, respectively, compared to the same periods in the prior year due to the fluctuation of the U.S. dollar and the Euro.

NET OPERATING INCOME

NOI is a non-IFRS measure and is defined by the REIT as rental revenue, excluding non-cash straight-line rent and leasing costs amortized to revenue, less property operating costs prior to IFRIC 21 adjustments. Rental revenue for purposes of measuring NOI excludes revenue recorded as a result of determining rent on a straight-line basis and the amortization of leasing costs in revenue for IFRS, which management believes better reflects the cash generation activity of the REIT's properties. NOI is an important measure of the income generated from the REIT's properties and is used by the REIT in evaluating the performance of its properties.

The following is a calculation of NOI for the three months and year ended December 31, 2025 and 2024:

	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
Revenue	\$ 45,823	\$ 46,968	\$ 185,290	\$ 196,957
Property operating expenses	(24,948)	(24,224)	(111,767)	(111,239)
IFRIC 21 property tax adjustment ¹	(3,270)	(3,429)	—	—
Straight-line rents and other changes	1,870	1,512	7,255	7,266
Net operating income	\$ 19,475	\$ 20,827	\$ 80,778	\$ 92,984

¹In accordance with IFRIC 21, the REIT recognizes property tax liability and expense on its existing U.S. properties as at January 1 of each year, rather than progressively, i.e., ratably throughout the year. The recognition of property taxes as a result of IFRIC 21 has no impact on NOI, FFO or AFFO.

For the three months ended December 31, 2025, NOI decreased to \$19.5 million from \$20.8 million for the same period in the prior year. The decrease was driven by the dispositions of 114 Garry in October 2024, Woodbine Complex and 365 Hargrave in November 2024 and 1189 Colonel Sam Drive in April 2025. The decrease in NOI was further attributable to certain vacancies at the REIT's U.S. properties. This was partially offset by the acquisition of the remaining 25% interest in Commerce West and the Gateway Centre and appreciation of the Euro and the U.S. dollar compared to the prior period.

For the year ended December 31, 2025, NOI decreased to \$80.8 million from \$93.0 million for the same period in the prior year. The decrease was driven by the dispositions of the Sheridan Exchange and Airways Units 7 & 8 in February 2024, 84-86 Chain Lake and Walmart Flin Flon in May 2024, 570 Queen Street in July 2024, 114 Garry in October 2024, Woodbine Complex and 365 Hargrave in November 2024 and 1189 Colonel Sam Drive in April 2025. The decrease in NOI was further attributable to certain vacancies at the REIT's U.S. properties and termination fees received in the prior period. This was partially offset by the acquisition of the remaining 25% interest in Commerce West and the Gateway Centre and appreciation of the Euro and the U.S. dollar compared to the prior period.

The following is a reconciliation of the change in NOI for the three months and year ended December 31, 2025 compared to the same period in the prior year:

	Three months ended December 31, 2025		Year ended December 31, 2025	
NOI for the three months ended December 31, 2024	\$	20,827	\$	92,984
Change in same-property NOI		(1,228)		(8,846)
Contribution from acquired properties		277		2,002
Impact of foreign exchange rates		398		1,548
Reduced contribution from sold properties		(799)		(6,910)
NOI for the three months ended December 31, 2025	\$	19,475	\$	80,778
Period-over-period change - \$	\$	(1,352)	\$	(12,206)
Period-over-period change - %		(6.5)%		(13.1)%

SAME-PROPERTY NOI

Same-property NOI is a non-IFRS measure and is defined by the REIT as rental revenue, excluding non-cash straight-line rent, less property operating costs for those properties owned by the REIT for all of the current period and the relevant comparative period. Same-property NOI is an important measure of the income generated from the REIT's properties period-over-period, but without consideration of acquisition and disposition activity, and is used by the REIT in evaluating the performance of its properties. The REIT seeks to increase or maintain same-property NOI through leasing up vacant space, increasing rents on renewal to market rents and by signing leases with embedded rent increases throughout the term of the lease.

Management compares same-property NOI for the current quarter to the same quarter in the preceding year and the year to date.

The same-property NOI comparison for the three months and year ended December 31, 2025 excludes assets acquired and disposed of in the 15 months prior to December 31, 2025. Where the REIT owns a partial interest in a property, NOI is included at the REIT's proportionate ownership for the current and comparative period based on its ownership at the previous quarter end.

	Three months ended December 31,			Year ended December 31,		
	2025	2024	\$ Change	2025	2024	\$ Change
Number of properties	41	42		41	42	
GLA ¹	6,489,651	6,592,830		6,489,651	6,592,830	
Revenue	\$ 44,900	\$ 45,708	\$ (808)	\$ 181,394	\$ 185,234	\$ (3,840)
Operating expenses	(24,214)	(23,527)	(687)	(109,420)	(105,340)	(4,080)
IFRIC 21 property tax adjustment	(3,270)	(3,429)	159	—	—	—
Straight-line rents and other changes	1,783	1,277	506	6,801	6,179	622
Same-property NOI	\$ 19,199	\$ 20,029	\$ (830)	\$ 78,775	\$ 86,073	\$ (7,298)
Less: Lease termination payments	(49)	—	(49)	(735)	(1,543)	808
Same-property NOI (excluding lease termination payments)	\$ 19,150	\$ 20,029	\$ (879)	\$ 78,040	\$ 84,530	\$ (6,490)

¹GLA is presented at 100% of the building's GLA, without taking ownership percentage into consideration.

Same-property NOI before lease termination payments for the three months and year ended December 31, 2025 compared to the same period in 2024 decreased by \$0.9 million or 4.4% and \$6.5 million or 7.7% respectively. The decrease is primarily driven by certain vacancies at two of the REIT's U.S. properties, increased operating expenses and a decrease in NOI from the REIT's hotel asset. This was partially offset by positive leasing activity at one Ontario property, and the appreciation of the U.S. dollar and the Euro.

Same-property NOI for the three months and year ended December 31, 2025 include internal allocations of salary expenses totaling \$1.0 million and \$3.9 million respectively, following the internalization of management. For further information, see the cost savings table in the "Q4 2025 Significant Highlights" section of this MD&A.

FUNDS FROM OPERATIONS AND ADJUSTED FUNDS FROM OPERATIONS

Funds from Operations

FFO is a non-IFRS measure for evaluating real estate operating performance. The REIT calculates FFO in accordance with the definition provided by the Real Property Association of Canada ("RealPAC") in its White Paper on FFO, as issued in January 2022.

Core-FFO

Core-FFO is a non-IFRS measure which makes certain adjustments to the REIT's calculation of FFO to recognize the REIT's share of lease payments received for the Data Centre, which for IFRS purposes is accounted for as a finance lease.

Adjusted Funds from Operations ("AFFO")

AFFO is a non-IFRS measure that is used by management of the REIT, certain of the real estate industry and investors to measure the cash flows generated from operations, including certain capital costs, leasing costs, tenant improvements and the impact of non-cash revenue. It is a meaningful measure used to evaluate the extent of cash available for distribution to unitholders. The REIT's use and calculation of AFFO may be different than the use or as disclosed by other businesses, and as a result, may not be comparable to similar measures presented by others.

In calculating AFFO, the REIT makes adjustments to FFO for certain items including: amortization of deferred transaction costs; recognition and amortization of MTM adjustments on mortgages refinanced or discharged; adjustments for interest rate subsidies received; recognition of the REIT's share of lease payments received for the Data Centre, which for IFRS purposes, is accounted for as a finance lease; amortization of straight-line rent; and normalized direct leasing and capital costs.

Amortization of deferred transaction costs are costs incurred to obtain debt financing that are recorded in net income, generally, on a systematic basis over the life of the debt to which they relate. The REIT deducts these amounts in determining AFFO as they represent non-cash charges to net income in the current period. Amortization of MTM adjustments are differences between debt assumed in conjunction with a property acquisition on assumption that are recorded in net income, generally, on a systematic basis over the life of the debt to which they relate. The REIT deducts or adds, as applicable, these amounts in determining AFFO as they represent non-cash charges to net income.

Normalized direct leasing and capital costs are determined as 10% of the net of rental revenue less property operating expenses and represents the normalized on-going costs required to maintain existing space of a stabilized property. Actual amounts will vary from period to period depending on various factors, including but not limited to, the timing of expenditures made and contractual lease obligations.

The method applied by the REIT to calculate AFFO may differ from methods applied by other issuers in the real estate industry and differs from the definition of AFFO as defined by RealPAC in its White Paper, as issued in January 2022.

A reconciliation of net income to FFO, Core-FFO and AFFO is as follows:

	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
Net loss	\$ (59,435)	\$ (101,839)	\$ (98,399)	\$ (456,526)
Add (deduct):				
Leasing costs amortized to revenue	2,200	2,404	8,422	9,463
Change in fair value of properties	47,690	97,172	71,821	437,770
IFRIC 21 property tax adjustment ¹	(3,270)	(3,429)	—	—
Change in fair value of financial instruments	(907)	1,431	9,332	14,062
Costs related to the potential recapitalization plan	3,531	—	3,531	—
Transaction costs	—	2,030	712	3,322
Depreciation of hotel asset	—	250	212	998
Deferred income tax expense (recovery)	—	(342)	—	(257)
Tax on gains on disposals of investment properties	—	—	—	1,701
Change in fair value of Class B LP units	(1,110)	423	(1,876)	(1,427)
FFO	\$ (11,301)	\$ (1,900)	\$ (6,245)	\$ 9,106
Finance income on finance lease receivable	(565)	(629)	(2,359)	(2,608)
Finance lease payments received	1,690	1,605	6,612	6,420
Core-FFO	\$ (10,176)	\$ (924)	\$ (1,992)	\$ 12,918
Amortization of deferred transaction costs	7,253	1,505	11,209	6,309
Amortization of debt mark-to-market adjustments	(9)	(9)	(32)	(36)
Amortization of straight-line rent	(330)	(892)	(1,167)	(2,197)
Normalized direct leasing and capital costs	(1,760)	(1,932)	(7,352)	(8,572)
AFFO	\$ (5,022)	\$ (2,252)	\$ 666	\$ 8,422

¹In accordance with IFRIC 21, the REIT recognizes property tax liability and expense on its existing U.S. properties as at January 1 of each year, rather than progressively, i.e., ratably throughout the year. The recognition of property taxes as a result of IFRIC 21 has no impact on NOI, FFO or AFFO.

The following is FFO, Core-FFO and AFFO expressed on a per unit basis:

	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
FFO per unit (diluted)	\$ (0.13)	\$ (0.02)	\$ (0.07)	0.11
Core-FFO per unit (diluted)	(0.12)	(0.01)	(0.02)	0.15
AFFO per unit (diluted)	(0.06)	(0.03)	0.01	0.10

FFO and AFFO for the three months ended December 31, 2025 was negative \$11.3 million and \$5.0 million, respectively, representing a decrease of \$9.4 million and \$2.7 million compared to the same period in 2024. The decline in FFO and AFFO was primarily driven by higher interest expense resulting from default interest charged on the revolving credit facility and certain mortgages, as well as lower NOI due to asset dispositions in 2024 and 2025 and vacancies across the REIT's portfolio. This was partially offset by a decrease in general and administrative expenses.

FFO and AFFO for the year ended December 31, 2025 was negative \$6.2 million and \$0.7 million, respectively, representing a decrease of \$15.4 million and \$7.8 million compared to the same period in 2024. The decline in FFO and AFFO was primarily driven by higher interest expense resulting from default interest charged on the revolving credit facility and certain mortgages, as well as lower NOI due to asset dispositions in 2024 and 2025 and vacancies across the REIT's portfolio. This was partially offset by a decrease in general and administrative expenses.

Core-FFO for the three months ended December 31, 2025 was negative \$10.2 million or \$(0.12) per unit compared to negative \$0.9 million or \$(0.01) per unit for the same period in 2024. Core-FFO for the year ended December 31, 2025 was \$2.0 million or \$0.02 per unit for the three months ended December 31, 2025 compared to \$12.9 million or \$0.15 per unit for the same period in 2024. The period change drivers are as described for FFO.

DISTRIBUTIONS

The Board of Trustees evaluates the distribution policy of the REIT in consideration of various factors. These factors generally include the REIT's leverage ratio, available liquidity to fund its ongoing capital and debt service requirements, cost of capital, restrictions contained in various loan agreements, availability of external and internal sources of funding, payout ratio, and future cash flow expectations. The Board of Trustees of the REIT does not expect a resumption of distributions until the REIT's portfolio occupancy, cash flow and leverage ratio have recovered to normalized levels.

The REIT did not declare or pay distributions during the three months and year ended December 31, 2025 and December 31, 2024. In November 2023, the REIT's Board of Trustees suspended the REIT's monthly cash distribution and does not expect to resume distributions in the near future.

SEGMENTED INFORMATION

The REIT operates in Canada, the United States, and Ireland. The following is a summary of investment properties and assets held for sale by geographic location:

	December 31, 2025	December 31, 2024
Canada	\$ 730,176	\$ 699,254
United States	144,340	210,408
Ireland	255,902	238,172
Total	\$ 1,130,418	\$ 1,147,834

The following is the REIT's NOI by geographic location for the three months ended December 31, 2025 and 2024:

	Three months ended December 31,			
	2025		2024	
	NOI	Percentage (%)	NOI	Percentage (%)
Canada	\$ 11,534	59.2%	\$ 12,940	62.2%
U.S.	2,594	13.3%	3,277	15.7%
Ireland	5,347	27.5%	4,610	22.1%
Total	\$ 19,475	100.0%	\$ 20,827	100.0%

The Canadian segment can be further broken down into three regions. The following is the REIT's Canadian NOI for the three months ended December 31, 2025 and 2024:

	Three months ended December 31,			
	2025		2024	
	NOI	Percentage (%)	NOI	Percentage (%)
Atlantic	\$ 6,162	53.4%	\$ 7,041	54.4%
Ontario	5,469	47.4%	5,157	39.9%
Western	(97)	(0.8)%	742	5.7%
Total	\$ 11,534	100.0%	\$ 12,940	100.0%

The following is the REIT's NOI by geographic location for the year ended December 31, 2025 and 2024:

	Year ended December 31,			
	2025		2024	
	NOI	Percentage (%)	NOI	Percentage (%)
Canada	\$ 47,576	58.9%	\$ 57,469	61.8%
U.S.	14,946	18.5%	17,126	18.4%
Ireland	18,256	22.6%	18,389	19.8%
Total	\$ 80,778	100.0%	\$ 92,984	100.0%

The Canadian segment can be further broken down into three regions. The following is the REIT's Canadian NOI for the year ended December 31, 2025 and 2024:

	Year ended December 31,			
	2025		2024	
	NOI	Percentage (%)	NOI	Percentage (%)
Atlantic	\$ 25,993	54.6%	\$ 29,416	51.2%
Ontario	19,546	41.1%	23,348	40.6%
Western	2,037	4.3%	4,705	8.2%
Total	\$ 47,576	100.0%	\$ 57,469	100.0%

	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
Atlantic				
# of properties	11	11	11	11
Owned GLA (000s of square feet)	2,470	2,470	2,470	2,470
Occupancy rate (%) (period-end)	72.5%	73.9%	72.5%	73.9%
Revenue	\$ 17,652	\$ 17,263	\$ 68,556	\$ 70,232
Property operating expenses	(11,960)	(10,953)	(45,103)	(43,812)
Straight-line rent and other changes	470	731	2,540	2,996
NOI	\$ 6,162	\$ 7,041	\$ 25,993	\$ 29,416

NOI for the Atlantic properties decreased by \$0.9 million for the three months ended December 31, 2025 compared to the same period in 2024. The decrease was primarily a result of certain vacancies at one of the REIT's Atlantic properties and a decrease in NOI at the REIT's hotel asset.

NOI for the Atlantic properties decreased by \$3.4 million for the year ended December 31, 2025 compared to the same period in 2024. The decrease was primarily a result of the dispositions of 84-86 Chain Lake in May 2024 and 570 Queen Street in July 2024, certain vacancies at one of the REIT's Atlantic properties and a decrease in NOI at the REIT's hotel asset.

	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
Ontario				
# of properties	6	7	6	7
Owned GLA (000s of square feet)	1,636	1,739	1,636	1,739
Occupancy rate (%) (period-end) ¹	79.8%	81.2%	79.8%	81.2%
Revenue	\$ 10,481	\$ 10,546	\$ 40,182	\$ 45,919
Property operating expenses	(5,929)	(6,244)	(23,866)	(26,105)
Straight-line rent and other changes	917	855	3,230	3,534
NOI	\$ 5,469	\$ 5,157	\$ 19,546	\$ 23,348

¹Includes 107,078 square feet of space previously undergoing tenant improvements for which the paid lease term commences May 2026.

NOI for the Ontario properties increased by \$0.3 million for the three months ended December 31, 2025 compared to the same period in 2024. The increase was primarily due to the acquisition of the remaining 25% interest in Commerce West and the Gateway Centre and a decrease in operating expenses at certain Ontario properties. This was partially offset by the disposition of 1189 Colonel Sam Drive in April 2025.

NOI for the Ontario properties decreased by \$3.8 million for the year ended December 31, 2025 compared to the same period in 2024. The decrease is largely a result of the dispositions of the Sheridan Exchange in February 2024, Woodbine Complex in November 2024, 1189 Colonel Sam Drive in April 2025 and certain vacancies at another of the REIT's Ontario properties. The decrease in NOI also reflects the timing of rental income recognition for a lease at one Ontario property, whereby it was subsequently determined by the REIT that amounts recognized in Q1 2025 are to be recognized in a later period pursuant to revised lease terms following an extension of the fixturing period. This is partially offset by the acquisition of the remaining 25% interest in Commerce West and the Gateway Centre.

Western	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
# of properties	3	3	3	3
Owned GLA (000s of square feet)	256	256	256	256
Occupancy rate (%) (period-end)	51.4%	77.9%	51.4%	77.9%
Revenue	\$ 582	\$ 1,834	\$ 5,046	\$ 9,710
Property operating expenses	(675)	(1,077)	(3,002)	(4,965)
Straight-line rent and other changes	(4)	(15)	(7)	(40)
NOI	\$ (97)	\$ 742	\$ 2,037	\$ 4,705
NOI from Data Centre	1,690	1,605	6,612	6,420
NOI including Data Centre	\$ 1,593	\$ 2,347	\$ 8,649	\$ 11,125

Including income from the Data Centre, NOI for the three months ended December 31, 2025 for the Western properties decreased by \$0.8 million compared to the same period in 2024. The decrease is largely a result of the dispositions of 114 Garry in October 2024 and 365 Hargrave in November 2024 as well as vacancy at one of the REIT's Western properties in August 2025.

Including income from the Data Centre, NOI for the year ended December 31, 2025 for the Western properties decreased by \$2.5 million compared to the same period in 2024. The decrease is largely a result of the dispositions of Walmart Flin Flon in May 2024, 114 Garry in October 2024 and 365 Hargrave in November 2024. NOI was further impacted by a vacancy at one of the REIT's Western properties in August 2025.

United States	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
# of properties	3	3	3	3
Owned GLA (000s of square feet)	1,253	1,253	1,253	1,253
Occupancy rate (%) (period-end)	67.3%	68.9%	67.3%	68.9%
Revenue	\$ 10,132	\$ 11,302	\$ 46,520	\$ 46,789
Property operating expenses	(4,837)	(4,595)	(33,232)	(30,614)
IFRIC 21 property tax adjustment ²	(3,270)	(3,429)	—	—
Straight-line rent and other changes	569	(1)	1,658	951
NOI	\$ 2,594	\$ 3,277	\$ 14,946	\$ 17,126

²In accordance with IFRIC 21, the REIT recognizes property tax liability and expense on its existing U.S. properties as at January 1 of each year, rather than progressively, i.e., ratably throughout the year. The recognition of property taxes as a result of IFRIC 21 has no impact on NOI, FFO or AFFO.

NOI for the three months and year ended December 31, 2025 for the United States properties decreased by \$0.7 million and \$2.2 million, respectively compared to the same periods in 2024. The decrease is primarily a result of certain vacancies at the REIT's U.S. properties and lease inducements. This is partially offset by the appreciation of the average U.S. dollar exchange rate.

Ireland	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
# of properties	22	22	22	22
Owned GLA (000s of square feet)	874	874	874	874
Occupancy rate (%) (period-end)	88.6%	87.2%	88.6%	87.2%
Revenue	\$ 6,976	\$ 6,023	\$ 24,986	\$ 24,307
Property operating expenses	(1,547)	(1,355)	(6,564)	(5,743)
Straight-line rent and other changes	(82)	(58)	(166)	(175)
NOI	\$ 5,347	\$ 4,610	\$ 18,256	\$ 18,389

NOI for the three months and year ended December 31, 2025 for the Irish properties increased by \$0.7 million and decreased by \$0.1 million, respectively compared to the same periods in 2024. The decrease is primarily due to termination income received in 2024. This is partially offset by an increase in the average Euro exchange rate.

REVENUE

Revenue from properties includes rent from tenants under lease agreements, straight-line rental income, percentage rents, property taxes and operating cost recoveries, parking revenue and other incidental income. The following is a summary of the components of revenue:

	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
Property base rent ¹	\$ 23,377	\$ 24,426	\$ 95,084	\$ 103,609
Operating cost recoveries	15,470	13,962	59,806	60,389
Tax recoveries	5,716	6,854	25,033	27,649
Hotel	3,130	3,238	12,622	12,576
Straight-line rent and other changes	(1,870)	(1,512)	(7,255)	(7,266)
Total	\$ 45,823	\$ 46,968	\$ 185,290	\$ 196,957

¹Includes parking revenue earned at properties.

For the three months and year ended December 31, 2025 revenue from properties decreased by \$1.1 million and \$11.7 million, respectively when compared to the same periods in 2024. The decrease is largely a result of asset dispositions, certain vacancies at the REIT's U.S. properties and termination income received in the prior period. This is partially offset by the appreciation of the Euro and U.S. dollar.

PROPERTY OPERATING RECOVERIES AND EXPENSES

Property operating expenses consist of property taxes, property management fees and other expenses such as common area costs, utilities and insurance. The majority of the REIT's property operating expenses are recoverable from tenants in accordance with the terms of the tenants' lease agreements. Operating cost recoveries are included in revenue from properties and amounted to \$15.5 million for the three months ended December 31, 2025 compared to \$14.0 million for the same period in 2024. Property tax recoveries were \$5.7 million for the three months ended December 31, 2025 which is lower than \$6.9 million for the same period in 2024.

Excluding the impact of IFRIC 21 property tax adjustments, property operating expenses for the three months ended December 31, 2025, compared to the three months ended December 31, 2024, increased by \$0.6 million primarily due to the 2025 acquisition of the remaining 25% interest in two office properties in which the REIT had previously held a 75% interest.

GENERAL AND ADMINISTRATIVE EXPENSES

	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
Salaries, benefits and employee costs	\$ 752	\$ —	\$ 4,395	\$ —
Less: Salaries allocated to recoverable operating expenses	(977)	—	(3,874)	—
Asset management fees	—	1,017	—	4,766
Management Agreement termination fee	—	2,000	—	2,000
Professional fees	540	1,431	2,139	3,508
Trustee fees	89	62	333	317
Bad debt expense (recovery), net	142	451	539	951
Other	299	438	1,344	1,388
Total	\$ 845	\$ 5,399	\$ 4,876	\$ 12,930

General and administrative expenses are primarily comprised of employee salaries and costs, professional fees, trustee fees, other amounts, and, for the three months and year ended December 31, 2024, asset management fees. For the three months and year ended December 31, 2025, general and administrative expenses decreased \$4.6 million and \$8.1 million, respectively, compared to the same periods in 2024. This was primarily a result of the elimination of asset management fees following the termination of the Management Agreement in December 2024 and a decrease in professional fees and bad debt expense. This decrease was partially offset by salary and other employee costs, as well as additional nonrecurring legal costs and certain office expenses as a result of the Internalization.

INTEREST AND FINANCE COSTS

Interest and finance costs are comprised of the following:

	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
Mortgage interest	\$ 14,965	\$ 8,544	\$ 39,538	\$ 36,008
Interest on other debt	7,858	5,724	25,826	22,174
Amortization of financing costs	7,253	1,505	11,209	6,309
Amortization of debt mark-to-market adjustments	(8)	(8)	(32)	(35)
Interest on convertible debentures	2,670	2,670	10,593	10,623
Total interest expense	\$ 32,738	\$ 18,435	\$ 87,134	\$ 75,079
Non-cash interest expense	(7,245)	(1,497)	(11,177)	(6,274)
Unpaid convertible debenture interest	(2,670)	(2,670)	(10,593)	(10,196)
Interest paid in kind	(8,850)	—	(20,151)	—
Total interest paid	\$ 13,973	\$ 14,268	\$ 45,213	\$ 58,609

For the three months and year ended December 31, 2025, interest and finance costs increased by \$14.3 million and \$12.1 million, respectively when compared to the same periods in 2024. This increase was primarily due to a higher weighted average interest rate resulting from default interest charged by G2S2 Capital, as well as an increase in the REIT's total debt attributable to interest capitalized on debt owed to G2S2 Capital in 2025.

During the year ended December 31, 2025, G2S2 Capital and the REIT agreed to capitalize the interest payable for various months between May and December 2025, totalling \$20.2 million to G2S2 Capital under the revolving credit facilities and related mortgages. The accrued interest was capitalized to the principal balance of the revolving credit facilities and the respective mortgages. The accrued interest for December 2025, which was due and payable on January 1, 2026, was capitalized to the debt principal subsequent to December 31, 2025.

FINANCE INCOME ON FINANCE LEASE RECEIVABLE

The REIT has a 15 year lease, which commenced in June 2015 for its Data Centre located in Winnipeg, Manitoba. The terms of the lease at inception met the requirements for classification as a finance lease because the minimum lease payments amounted to at least substantially all of the fair value of the leased asset. As a result of this classification, a portion of the lease payments earned on the property is recorded as interest income on the finance lease. Interest income recognized on the finance lease for the year ended December 31, 2025 was \$2.4 million, which is a decrease of \$0.2 million when compared to the same period in 2024.

The REIT makes an adjustment to recognize the contribution made by the Data Centre to its Core-FFO and AFFO to account for the difference between accounting under IFRS and the lease contributions on a cash basis. On a cash basis the Data Centre currently contributes approximately \$6.8 million annually from lease payments.

CHANGE IN FAIR VALUE OF PROPERTIES

The REIT recognized a fair value loss on its properties for the year ended December 31, 2025 of \$71.8 million. The decrease is primarily due to decreases in cash flow assumptions used in the REIT's estimate of fair value using the discounted cash flow method and partially offset by decreases in the discount and terminal capitalization rates and the appreciation of the Euro and U.S. dollar.

The weighted average discount rate and terminal capitalization rate used to determine the estimate of the fair value of the REIT's properties as at December 31, 2025 was 8.71% and 7.87%, respectively. These rates represent a decrease of 0.07% and 0.06% compared to December 31, 2024.

The fair value change for the year ended December 31, 2025 was fully attributable to management's estimate of fair value.

CHANGE IN FAIR VALUE OF FINANCIAL INSTRUMENTS

The change in fair value of financial instruments represents the change in the fair value of the REIT's interest rate. The fair value loss on financial instruments was \$0.9 million and \$9.3 million for the three months and year ended December 31, 2025, respectively. The loss was primarily a result of the appreciation of the Euro, which negatively impacts the fair value of the REIT's cross currency interest rate swap. The REIT is actively monitoring Canadian dollar to Euro currency fluctuations and changes to the forward curve, and will seek to unwind the cross currency interest rate swap on or before maturity. The fair value loss was further impacted by the maturity of certain interest rate swaps and caps.

INCOME TAXES

The REIT is a mutual fund trust and real estate investment trust pursuant to the Tax Act. Under the Tax Act, so long as the REIT meets prescribed conditions relating to the nature of its assets and revenue (the "REIT Conditions"), the REIT is not liable to pay Canadian income taxes provided that its taxable income is fully distributed to unitholders during the period. Management intends to operate the REIT in a manner that enables the REIT to continue to meet the REIT Conditions and to distribute all of its taxable income to unitholders. The REIT has reviewed the special taxation regime imposed by the Tax Act ("SIFT Rules") and has assessed their application to the REIT's assets and revenues. While there are uncertainties in the interpretation and application of the SIFT Rules, the REIT believes that it has met the REIT Conditions for the years ended December 31, 2025 and 2024, and accordingly is not subject to current income taxes in Canada. Accordingly, no provision for current income taxes is required, except for amounts incurred by the U.S. and Irish subsidiaries.

The REIT's U.S. and Irish subsidiaries are subject to income tax on taxable income from U.S. and Irish operations respectively. The REIT recognizes deferred tax assets and liabilities at prevailing tax rates when such differences are expected to settle. Based on tax laws enacted at the reporting date, the U.S. subsidiary is subject to a combined federal and state rate of 28.51%, and the Irish subsidiaries are subject to a tax rate of 25.00% on rental income and 33.00% on capital gains.

QUARTERLY INFORMATION

The following is a summary of financial and operational information for the REIT for the eight most recently completed quarters:

	Q4 2025	Q3 2025	Q2 2025	Q1 2025	Q4 2024	Q3 2024	Q2 2024	Q1 2024
Revenue	\$ 45,823	\$ 47,538	\$ 45,161	\$ 46,768	\$ 46,968	\$ 50,161	\$ 49,567	\$ 50,261
Operating costs	(24,948)	(25,046)	(23,009)	(38,764)	(24,224)	(24,123)	(23,428)	(39,464)
IFRIC 21 property tax adjustment	(3,270)	(3,319)	(3,476)	10,065	(3,429)	(3,419)	(3,349)	10,197
Straight-line rent and other	1,870	2,131	1,690	1,564	1,512	1,642	1,929	2,183
Net operating income	\$ 19,475	\$ 21,304	\$ 20,366	\$ 19,633	\$ 20,827	\$ 24,261	\$ 24,719	\$ 23,177
Net loss	\$ (59,435)	\$ (17,376)	\$ (10,399)	\$ (11,189)	\$ (101,839)	\$ (182,071)	\$ (150,045)	\$ (22,571)
Weighted average diluted units ¹	86,477	86,351	86,190	86,128	86,092	86,012	85,909	85,937
Net loss per unit	\$ (0.69)	\$ (0.20)	\$ (0.12)	\$ (0.13)	\$ (1.18)	\$ (2.12)	\$ (1.75)	\$ (0.26)
FFO ²	\$ (11,301)	\$ 1,344	\$ 2,156	\$ 1,556	\$ (1,900)	\$ 3,074	\$ 4,388	\$ 3,544
FFO per unit - diluted ²	\$ (0.13)	\$ 0.02	\$ 0.03	\$ 0.02	\$ (0.02)	\$ 0.04	\$ 0.05	\$ 0.04
Core-FFO ²	\$ (10,176)	\$ 2,451	\$ 3,187	\$ 2,546	\$ (924)	\$ 4,034	\$ 5,334	\$ 4,474
Core-FFO per unit - diluted ²	\$ (0.12)	\$ 0.03	\$ 0.04	\$ 0.03	\$ (0.01)	\$ 0.05	\$ 0.06	\$ 0.05
AFFO ²	\$ (5,022)	\$ 1,788	\$ 2,459	\$ 1,441	\$ (2,252)	\$ 2,687	\$ 4,211	\$ 3,776
AFFO per unit - diluted ²	\$ (0.06)	\$ 0.02	\$ 0.03	\$ 0.02	\$ (0.03)	\$ 0.03	\$ 0.05	\$ 0.04
Properties ³	\$1,130,418	\$1,169,920	\$1,135,400	\$1,155,644	\$1,147,834	\$1,295,197	\$1,467,572	\$1,621,455
Total assets	\$1,197,739	\$1,246,788	\$1,223,244	\$1,237,476	\$1,229,711	\$1,375,648	\$1,556,896	\$1,713,367
Debt	\$1,126,073	\$1,121,097	\$1,079,012	\$1,097,574	\$1,090,024	\$1,139,228	\$1,143,995	\$1,158,123
NAV	\$ (27,998)	\$ 33,450	\$ 48,378	\$ 56,663	\$ 62,857	\$ 170,510	\$ 349,291	\$ 500,592
Diluted units outstanding ¹	86,741	86,477	86,351	86,190	86,146	86,202	86,030	86,047
NAV per unit	\$ (0.32)	\$ 0.39	\$ 0.56	\$ 0.66	\$ 0.73	\$ 1.98	\$ 4.06	\$ 5.82
LTV ratio ²	94.2%	90.7%	89.0%	89.3%	89.4%	83.2%	73.8%	67.8%
Net debt to adjusted EBITDA ²	13.4x	13.9x	13.1x	12.9x	12.4x	12.2x	12.2x	12.7x
Interest coverage ratio ²	1.1x	1.2x	1.2x	1.2x	1.3x	1.4x	1.4x	1.4x
Debt service coverage ratio ²	1.0x	1x	1x	1.1x	1.1x	1.2x	1.2x	1x
Number of properties	45	45	45	46	46	49	50	52
Office GLA	6,298,250	6,298,250	6,298,250	6,401,429	6,401,429	6,876,637	6,946,652	7,024,472
Total GLA	6,489,651	6,489,651	6,489,651	6,592,830	6,592,830	7,068,038	7,138,053	7,279,312
Occupancy ⁴	74.7%	74.5%	75.8%	76.7%	76.8%	79.0%	79.4%	77.7%

¹Includes REIT units, the conversion of the Class B LP units and deferred units and is shown in thousands at the end of the respective periods. Weighted average diluted units is the weighted average number of diluted units outstanding during the respective quarter and diluted units outstanding is the diluted units outstanding at the end of the quarter.

²The calculation of these non-IFRS financial measures and a reconciliation to relevant IFRS measures are included in Part III and IV.

³Includes assets classified as held for sale.

⁴Occupancy includes 107,078 square feet of space previously undergoing tenant improvements for which the paid lease term commences May 2026, and is presented based on 100% of the building's GLA, without taking ownership percentage into consideration.

SUBSEQUENT EVENTS

On February 28, 2026, the REIT did not make the required principal or accrued interest payments due on maturity in respect of its 9.00% convertible unsecured subordinated debentures. The aggregate amount due relating to these debentures was approximately \$28.8 million in principal and \$5.2 million in accrued and unpaid interest. Trading in these debentures was suspended on February 23, 2026 and these debentures were delisted from the TSX on March 2, 2026. This event is consistent with the liquidity constraints, covenant breaches and going concern uncertainty described above and may impact the REIT's access to capital and available strategic alternatives.

PART IV - FINANCIAL CONDITION

As discussed in note 2 of our consolidated financial statements and below under “Liquidity and Capital Resources”, there are conditions that indicate the existence of a material uncertainty that may cast significant doubt on the REIT’s ability to continue as a going concern, and therefore, realize its assets and discharge its liabilities and commitments in the normal course of business. The REIT’s audited consolidated annual financial statements have been prepared on a going concern basis and measured at historical cost except for investment properties, assets held for sale and certain financial instruments including derivatives and Class B LP units, which are measured at fair value. If the going concern assumption is not appropriate as at December 31, 2025, material adjustments to the carrying values of assets and liabilities would be necessary.

LIQUIDITY AND CAPITAL RESOURCES

The REIT endeavors to safeguard its ability to continue as a going concern and otherwise maintain appropriate levels of financial liquidity to meet its business objectives and commitments. Primarily, the REIT utilizes revolving credit facilities to provide this financial liquidity, in addition to cash on hand.

The principal liquidity needs of the REIT arise from working capital requirements; debt servicing and repayment obligations; obligations to redeem outstanding puttable trust units at the option of the unitholders; and planned funding of maintenance capital expenditures and leasing costs.

The liquidity needs of the REIT are funded by cash flows from operating the REIT’s investment property portfolio and available credit facilities, with the exception of debt repayment obligations, investment property acquisition funding requirements and obligations to redeem puttable trust units. These are funded by refinancing the REIT’s maturing debt and future issuances of REIT units and debentures. The particular features and quality of the underlying assets being financed and the debt market parameters existing at the time will affect the success of this strategy.

The REIT’s liquidity risk is disclosed in note 2 to the consolidated financial statements.

In addition, the REIT is exposed to a significant contractual liquidity requirement in connection with a cross currency swap that matures on December 31, 2026. Upon maturity, the REIT will be required to settle the notional amount, which is currently expected to result in a material cash outflow based on prevailing foreign exchange rates. The ultimate settlement amount is sensitive to movements in the Euro, and further appreciation of the Euro relative to the Canadian dollar would increase the required funding. While the swap generates periodic net cash inflows, these are not sufficient to offset the magnitude of the final notional repayment. As a result, the REIT will need to secure additional liquidity to meet this obligation.

The REIT’s available liquidity is as follows:

	December 31, 2025	December 31, 2024
Cash	18,223	13,590
Liquidity	\$ 18,223	\$ 13,590

The REIT’s liquidity as at December 31, 2025 consisted of unrestricted cash of \$18.2 million (\$13.6 million at December 31, 2024). This excludes property level restricted cash of \$2.2 million (\$10.7 million at December 31, 2024).

During the year ended December 31, 2025, management focused on deploying funds held in the restricted accounts. In connection with the 120 South LaSalle loan sale in December 2025, the selling lender applied US\$3.2 million against the loan balance prior to the sale to G2S2 Capital. The REIT and G2S2 Capital agreed to release the remaining US\$3.8 million held in the restricted accounts to the REIT’s unrestricted accounts. As at December 31, 2025, restricted cash of \$2.2 million remained, primarily relating to other properties within the portfolio.

DEBT

The REIT’s obligations with respect to debt repayments and funding requirements for future investment property acquisitions will be primarily funded from cash, refinancing the REIT’s maturing debt or future issuances of trust units.

The REIT’s overall borrowing objective is to obtain secured financing, with terms to maturity that are appropriate in regards to the lease maturity profiles of the underlying properties and which allows the REIT to stagger debt maturities that reduce its exposure to interest rate fluctuations and re-financing risk in any particular period. The REIT also endeavors to have an appropriate amount of fixed rate debt and to extend loan terms when borrowing conditions are favourable, which is actively monitored by management.

During the year ended December 31, 2025, the REIT continued the process in respect of the potential recapitalization plan. See “Risks and Uncertainties” in this MD&A.

The REIT's revolving credit facilities, term loan, construction facility and some mortgages are subject to financial and other covenants which may impact the available capacity based on the financial results of the REIT. For the REIT's revolving credit facilities, financial covenants include a maximum leverage ratio, minimum debt service coverage ratio, and minimum unitholders' equity, with calculations conducted quarterly. Similarly, the REIT's term loan is subject to financial covenants, including a maximum leverage ratio and minimum historical and forecasted interest coverage ratios, also calculated quarterly. Additionally, the construction facility and some mortgages are subject to financial covenants, including a maximum leverage ratio, minimum debt service coverage ratio, and minimum unitholders' equity, calculated quarterly or annually.

The REIT's debt is subject to financial leverage, debt service coverage, debt yield, minimum unitholders equity and liquidity covenants, including the following covenants related to the REIT's revolving credit facilities:

- Total debt to gross book value 65% or less (as at December 31, 2025 - 94.2%)
- Senior debt, which is total debt excluding the REIT's convertible debentures to gross book value, of 55% or less (as at December 31, 2025 - 81.3%).
- Debt service coverage ratio not less than 1.25:1 (as at December 31, 2025 - 0.97:1).
- Minimum unitholders' equity, which includes the REIT's Class B LP units of \$350.0 million (as at December 31, 2025 - \$(28.0) million).

The REIT is also subject to additional covenants associated with various mortgages. Additionally, certain of the REIT's debt, including the REIT's revolving credit facilities, includes cross default provisions, generally for defaults on debt in excess of \$5.0 million.

As at December 31, 2025, as discussed above, the REIT exceeded the financial leverage, minimum equity and debt service coverage covenants on its revolving credit facilities and certain other mortgages, resulting in other mortgages being in breach due to cross-default clauses. The convertible debentures were also in default due to restrictions imposed by default of the debt from senior lenders. The REIT is in active discussions with its lenders to amend, renew or consider alternate arrangements to reach amendable terms on conditions that are acceptable to the REIT.

Although the REIT continues to proactively work with its lenders to achieve positive outcomes for the REIT, including the potential recapitalization plan, there is a risk that current and future covenant violations will result in its lenders demanding repayment of such borrowings. The REIT does not have sufficient liquidity to satisfy material demands for repayment.

Convertible Debentures

On October 24, 2022, the REIT issued \$45.0 million of 7.50% extendible convertible unsecured subordinated debentures of the REIT (the "2022 Convertible Debentures"). The proceeds from the issuance of the 2022 Convertible Debentures were used to proactively pay down secured mortgage debt and partially fund the acquisition of 275 North Field.

The 2022 Convertible Debentures are convertible into freely tradable units at the option of the holder at any time prior to the close of business on the earliest of: (i) the last business day before the final maturity date; or (ii) if called for redemption, the business day immediately preceding the date specified by the REIT for redemption of the debentures, at a conversion price of \$5.50 per unit. 2022 Convertible Debenture holders converting their debentures will, in addition to the applicable number of units to be received on conversion, receive accrued and unpaid interest, if any, for the period from the last interest payment date on their convertible debentures (or the date of the offering closing if no interest has yet been paid on the convertible debentures) to and including the last record date set by the REIT occurring prior to the date of conversion for determining the unitholders entitled to receive a distribution on the units.

The 2022 Convertible Debentures could not be redeemed by the REIT prior to December 31, 2025. On and from December 31, 2025, and prior to December 31, 2026, the 2022 Convertible Debentures may be redeemed by the REIT, in whole at any time, or in part from time to time, at a price equal to the principal amount thereof plus accrued and unpaid interest on not more than 60 days' and not less than 30 days' prior written notice provided that the volume weighted-average trading price of the units on the TSX for the 20 consecutive trading days ending five trading days preceding the date on which notice of redemption is given is not less than 125% of the conversion price. On and from December 31, 2026, and prior to December 31, 2027, the 2022 Convertible Debentures may be redeemed by the REIT, in whole at any time or in part from time to time, at a price equal to the principal amount thereof plus accrued and unpaid interest on not more than 60 days' and not less than 30 days' prior written notice.

On November 19, 2021, the REIT issued \$84.2 million of 5.50% extendible convertible unsecured subordinated debentures of the REIT (the "2021 Convertible Debentures"). The proceeds from the issuance of the 2021 Convertible Debentures were received on February 7, 2022 and were used to partially fund the acquisition of Yew Grove.

The 2021 Convertible Debentures are convertible into freely tradable units at the option of the holder at any time prior to the close of business on the earliest of: (i) the last business day before the final maturity date; or (ii) if called for redemption, the business day immediately preceding the date specified by the REIT for redemption of the debentures, at a conversion price of \$6.50 per unit. 2021 Convertible Debenture holders converting their debentures will, in addition to the applicable number of units to be received on conversion, receive accrued and unpaid interest, if any, for the period from the last interest payment date on their convertible debentures (or the date of the offering closing if no interest has yet been paid on the convertible debentures) to and including the last record date set by the REIT occurring prior to the date of conversion for determining the unitholders entitled to receive a distribution on the units.

The 2021 Convertible Debentures could not be redeemed by the REIT prior to December 31, 2024. On and from December 31, 2024, and prior to December 31, 2025, the 2021 Convertible Debentures could be redeemed by the REIT, in whole at any time, or in part from time to time, at a price equal to the principal amount thereof plus accrued and unpaid interest on not more than 60 days' and not less than 30 days' prior written notice provided that the volume weighted-average trading price of the units on the TSX for the 20 consecutive trading days ending five trading days preceding the date on which notice of redemption is given is not less than 125% of the conversion price. On and from December 31, 2025, and prior to December 31, 2026, the 2021 Convertible Debentures may be redeemed by the REIT, in whole at any time or in part from time to time, at a price equal to the principal amount thereof plus accrued and unpaid interest on not more than 60 days' and not less than 30 days' prior written notice.

On January 26, 2018, the REIT issued \$28.8 million of 5.25% convertible unsecured subordinated debentures of the REIT (the "2018 Convertible Debentures").

On January 27, 2023, the REIT amended the terms of its 2018 Convertible Debentures. The amendments: (i) increased the interest rate of the 2018 Convertible Debentures from 5.25% to 9.00%, effective February 28, 2023; (ii) decreased the conversion price of the 2018 Convertible Debentures from \$10.53 per trust unit of the REIT to \$5.50 per unit; (iii) extended the maturity date of the 2018 Convertible Debentures from February 28, 2023 to February 28, 2026; and (iv) provided that the 2018 Convertible Debentures were not redeemable at the option of the REIT prior to February 28, 2025 and, at any time after February 28, 2025, the REIT will be permitted to redeem the amended 2018 Convertible Debentures, in whole or in part at a price equal to the principal amount thereof plus accrued and unpaid interest to, but excluding, the date of the redemption. 2018 Convertible Debenture holders converting their debentures will, in addition to the applicable number of units to be received on conversion, receive accrued and unpaid interest, if any, for the period from the last interest payment date on their convertible debentures to and including the last record date set by the REIT occurring prior to the date of conversion for determining the unitholders entitled to receive a distribution on the units. On and from February 28, 2025, and prior to February 28, 2026, the 2018 Convertible Debentures may be redeemed by the REIT, in whole at any time or in part from time to time, at a price equal to the principal amount thereof plus accrued and unpaid interest on not more than 60 days' and not less than 30 days' prior written notice.

The REIT did not make the cash interest payments due from June 30, 2024 to December 31, 2025 in respect of its 2022 Convertible Debentures and its 2021 Convertible Debentures, and did not make the cash interest payments due from August 31, 2024 to August 31, 2025 in respect of its outstanding 2018 Convertible Debentures. In addition, the REIT did not make the principal repayment due at maturity on February 28, 2026 in respect of its outstanding 2018 Convertible Debentures. See "Risk and Uncertainties" in this MD&A.

Debt Maturity Profile

The REIT's 2026 debt maturities consist of a mortgage secured by an office property located in the Greater Toronto Area and two series of the REIT's Convertible Debentures. The amounts presented below also include certain debt that is currently overheld, including mortgages secured by three office properties in the Greater Toronto Area, one office property in Chicago, and four office properties in the Atlantic region, as well as balances outstanding under both revolving credit facilities. In addition, one series of the Convertible Debentures that is currently in default and matures in 2027 is reflected in the amounts presented. The following is a summary of future contractual principal repayments and maturities as at December 31, 2025:

2026	969,118
2027	149,750
2028	2,548
2029	2,662
2030	8,204
Thereafter	—
Total	\$1,132,282

Debt profile

Debt held by the REIT as at December 31, 2025 is as follows:

	Maturity	Coupon	Properties provided as security	Fair value of security	Maximum available	Principal
Mortgages ^{1 2 3}	Various	Various	12	\$ 623,693	\$ 543,974	\$ 543,974
Revolving facilities ^{3 4 5}	Oct. 14, 2024	Various	11	250,143	287,459	287,459
Term loan ^{3 4 6}	Apr. 5, 2027	5.8%	22	255,902	142,899	142,899
Convertible debentures	Feb. 28, 2026	9.0%	—	—	28,750	28,750
Convertible debentures	Dec. 31, 2026	5.5%	—	—	84,200	84,200
Convertible debentures	Dec. 31, 2027	7.5%	—	—	45,000	45,000
Total			45	\$1,129,738	\$1,132,282	\$1,132,282

¹The weighted average remaining term to maturity of mortgages is 0.3 years with maturities ranging from overheld debt that matured on April 20, 2024 to October 1, 2030 and the weighted average interest rate of mortgages is 9.51% with coupons ranging from 4.27% to 12.05%. Due to covenant violations and in some cases, failure to repay on maturity, certain mortgages are contractually due on demand.

²Security includes the Data Centre, which is accounted for as a finance lease receivable which is not included in the REIT's investment properties.

³The REIT's revolving credit facilities, term loan, construction facility and some mortgages are subject to financial and other covenants, including customary maximum leverage ratios, interest service coverage ratios, minimum debt service coverage ratios and minimum unitholders' equity.

⁴Stand-by fees incurred on any unused portion of the revolving credit facilities are 50.63 bps, charged and paid quarterly.

⁵Principal balance includes \$225,056 and U.S. \$45,470 of revolving facilities. The maximum availability of the revolving facilities is the lesser of (i) \$100,000 and U.S. \$38,000, (ii) the sum of the margined fair value of the property securing the credit facilities and (iii) the amount which can be serviced (both monthly principal and interest) by the quotient obtained by dividing the net operating income by 1.40 and assuming (a) a 25 year amortization period, and (b) an interest rate compounded semi-annually, equal to the greater of (y) 4.5%, and (z) the relevant five year government bond yield plus 2.50%. The revolving facilities matured on October 14, 2024 and was overheld as at December 31, 2025, and the weighted average interest rate is 10.00%. Due to covenant violations and failure to pay on maturity, the revolving credit facilities are contractually due on demand. The REIT obtained a forbearance to March 31, 2026 from G2S2 Capital to allow the REIT additional time to negotiate the terms of a potential recapitalization plan.

⁶On July 26, 2024, the REIT amended its term loan facility to replace the interest rate cap that matured on July 8, 2024. The amendment fixed the coupon on the term loan at 5.78%, effective until January 7, 2026. After January 7, 2026, the coupon reverts to Euribor plus 265 bps.

The carrying value of debt held by the REIT as at December 31, 2025 is as follows:

	Principal	MTM adjustments and costs	Accumulated amortization of MTM adjustments, costs and other	Carrying amount	Current ¹	Non-current
Mortgages	\$ 543,974	\$ (3,558)	\$ 2,836	\$ 543,252	\$ 508,479	\$ 34,773
Revolving facilities	287,459	—	—	287,459	287,459	—
Term loan	142,899	(5,567)	4,066	141,398	15,936	125,462
Convertible debentures ^{2 3}	28,750	(1,464)	1,383	28,669	28,669	—
Convertible debentures ^{2 3}	84,200	(6,479)	5,142	82,863	82,863	—
Convertible debentures ^{2 3}	45,000	(6,252)	3,684	42,432	42,432	—
Total	\$1,132,282	\$ (23,320)	\$ 17,111	\$ 1,126,073	\$ 965,838	\$ 160,235

¹Total debt of \$950.5 million was in default due to being overheld or in breach of financial covenants as at December 31, 2025, all of which has been presented in current liabilities. Of the defaulted debt, \$239.2 million was impacted due to financial covenant breaches, \$59.1 million was overheld and \$652.3 million was in breach of a financial covenant and overheld. Of the \$950.5 million defaulted debt, \$905.5 million is contractually current and \$45.0 million was reclassified to current debt. The REIT remains in the process of seeking an amendment to, or renewal of the above defaulted debt as of the authorization date of the consolidated financial statements.

²Represents the debt component of the convertible debentures. The embedded derivative features, which are the holder conversion options and the issuer redemption options, originally recorded in the aggregate amount of \$8.3 million, are accounted for separately. These embedded derivative features are included within derivatives on the REIT's consolidated statements of financial position.

³Due to default letters provided by senior lenders, the REIT is currently restricted from making payments of accrued interest in respect of the convertible debentures so long as such defaults have not been cured or waived. On July 15, 2024 and September 15, 2024, the REIT triggered events of default on the outstanding convertible debentures due to failure to pay interest due. The REIT has therefore reclassified the debentures as current debt.

DEBT TO GROSS BOOK VALUE RATIO

The debt to gross book value ratio is a non-IFRS measure calculated by the REIT. In order to provide for greater flexibility, and while management pursued the Portfolio Realignment Plan to decrease leverage, on January 15, 2024, the REIT obtained unitholder approval to amend the REIT's Declaration of Trust for the purposes of removing the restriction imposed on the REIT not to incur or assume additional indebtedness (being certain defined obligations set out in the REIT's Declaration of Trust) that would cause the REIT to achieve financial leverage in excess of 65% of its gross book value, which is defined in the Declaration of Trust as the REIT's total assets less restricted cash (the "Restriction").

The Board of Trustees exercised their discretion to implement the amendment to the Declaration of Trust in the form of a waiver of the Restriction rather than implement the amendment as a blanket removal of the Restriction from the Declaration of Trust. The Board of Trustees subsequently extended the waiver until December 31, 2026 and the Restriction will be revived from and after January 1, 2027 unless further amended in accordance with the Declaration of Trust. Additional investment and operating guidelines are provided for by the Declaration of Trust. The REIT is in compliance with these guidelines. Upon expiry of the waiver, the REIT is not permitted to incur or assume additional indebtedness that would cause (as at the time of incurrence or assumption, as applicable) the REIT to achieve financial leverage in excess of 65% of its gross book value.

For certainty, under the REIT's Declaration of Trust, the measurement of any indebtedness against the REIT's gross book value is completed only at the time of the incurrence or assumption of the indebtedness in question (which would exclude the refinancing of existing debt that is outstanding) and is not a determination that is continually assessed over time against the REIT's gross book value.

The REIT's debt to gross book value ratio as at December 31, 2025 was 94.2% (December 31, 2024: 89.4%) and calculated as follows:

	December 31, 2025	December 31, 2024
Total assets	\$ 1,197,739	\$ 1,229,711
Less: Restricted cash	(2,197)	(10,656)
Gross book value	\$ 1,195,542	\$ 1,219,055
Debt	1,126,073	1,090,024
Debt to gross book value ratio	94.2%	89.4%

Management's target is to reduce the REIT's total indebtedness below 65% of its gross book value by executing on the potential recapitalization plan and via asset value recovery through lease-up to normalized operating performance levels. See "Risks and Uncertainties" in this MD&A regarding the potential recapitalization plan.

ADJUSTED EBITDA

Adjusted EBITDA is a non-IFRS measure and is used by the REIT to monitor the REIT's ability to satisfy and service its debt as well as monitor requirements imposed by the REIT's lenders. Specifically, adjusted EBITDA is used to monitor the REIT's interest coverage ratio and debt service ratio, which the REIT uses to measure its debt profile, assess its ability to satisfy its obligations, and service its debt. Management views adjusted EBITDA as a proxy for operating cash flow prior to interest costs. Adjusted EBITDA represents earnings before interest, income taxes, depreciation, fair value gains (losses) from both financial instruments and investment properties, while also excluding non-recurring costs related to the Internalization and the potential recapitalization plan, strategic reviews and transaction costs from dispositions, acquisitions or other events, and including principal payments received on finance lease receivables. See "Risks and Uncertainties" in this MD&A regarding the potential recapitalization plan.

The following is a reconciliation from net income to adjusted EBITDA:

	Twelve months ended December 31,	
	2025	2024
Net loss	\$ (98,399)	\$ (456,526)
Straight line rent and other changes	7,255	7,266
Principal payments received on finance lease receivable	4,253	3,811
Interest income	(936)	(380)
Interest and finance costs	87,134	75,079
Change in fair value of properties	71,821	437,770
Change in fair value of financial instruments	9,332	14,062
Transaction costs	712	3,322
Depreciation of hotel asset	212	998
Change in fair value of Class B LP units	(1,876)	(1,427)
Costs related to the Internalization	—	501
Costs related to the potential recapitalization plan	3,531	—
Deferred income tax recovery	—	(257)
Current income tax expense (recovery)	(525)	2,755
Adjusted EBITDA	\$ 82,514	\$ 86,974

INTEREST COVERAGE

In addition to the REIT's level of indebtedness calculated in accordance with the REIT's Declaration of Trust, management also monitors certain financial measures, which include the (i) net debt to adjusted EBITDA leverage ratio, (ii) interest coverage ratio, and (iii) the debt service coverage ratio. All of these measures are non-IFRS measures.

Net debt to adjusted EBITDA leverage ratio

The net debt to adjusted EBITDA ratio is used to calculate the financial leverage of the REIT, specifically, its ability to meet financial obligations and to provide a measure of its balance sheet strength. The REIT calculates debt to adjusted EBITDA by dividing the aggregate amount of debt outstanding, less cash on hand, by the trailing twelve month adjusted EBITDA. The net debt to adjusted EBITDA leverage ratio also indicates the number of years required for the REIT's unleveraged operating earnings (i.e., before depreciation, amortization, transaction costs, gains or losses, fair value adjustments and taxes) to cover or repay all outstanding debts. The net debt to adjusted EBITDA ratio also takes into consideration the cash on hand to decrease debt.

The following is a calculation of net debt to adjusted EBITDA for the trailing twelve months ended:

	December 31, 2025	December 31, 2024
Debt	\$ 1,126,073	\$ 1,090,024
Less: Cash on hand	18,223	13,590
Net debt	\$ 1,107,850	\$ 1,076,434
Adjusted EBITDA ¹	82,514	86,974
Net debt to Adjusted EBITDA (times)	13.4x	12.4x

¹Adjusted EBITDA is based on actual results for the twelve months preceding the balance sheet date.

Interest coverage ratio

The interest coverage ratio is useful in determining the REIT's ability to service the interest requirements of its outstanding debt. The interest coverage ratio is calculated by dividing adjusted EBITDA by the REIT's interest obligations for the period. Management utilizes this ratio to measure leverage.

The following is a calculation of the interest coverage ratio:

	Twelve months ended December 31,	
	2025	2024
Adjusted EBITDA	\$ 82,514	\$ 86,974
Interest expense	75,957	68,805
Interest coverage ratio (times)	1.1x	1.3x

Debt service coverage ratio

The debt service coverage ratio is determined as adjusted EBITDA divided by the debt service requirements for the period, whereby the debt service requirements reflects amortizing principal repayments and interest expensed during the period. Payments related to defeasance, prepayment penalties, or payments upon discharge of a mortgage are excluded from the calculation. The debt service coverage ratio is used by the REIT's management to monitor the REIT's ability to meet annual interest and principal payments.

The following is a calculation of debt service coverage ratio:

	Twelve months ended December 31,	
	2025	2024
Adjusted EBITDA	\$ 82,514	\$ 86,974
Interest expense	75,957	68,805
Principal repayments	8,947	10,669
Debt service requirements	\$ 84,904	\$ 79,474
Debt service coverage ratio (times)	1.0x	1.1x

DEBT REPAYMENT SCHEDULE

The following table outlines the REIT's annual principal payments and maturity schedule, together with the weighted average annual interest rates as at December 31, 2025:

	Amortizing Principal Payments	Principal Repayments on Maturity	Total	Percentage (%)	Weighted Average Contractual Interest Rate on Maturing Debt (%)
2026	19,584	904,534	924,118	81.6%	9.2%
2027	8,038	186,712	194,750	17.2%	6.4%
2028	2,548	—	2,548	0.2%	4.4%
2029	2,662	—	2,662	0.2%	4.4%
2030	2,309	5,895	8,204	0.7%	4.4%
Thereafter	—	—	—	0.0%	0.0%
Weighted average interest rate					8.7%

¹Total debt of \$950.5 million was in default due to being overheld or in breach of financial covenants as at December 31, 2025, all of which has been presented in current liabilities. Of the defaulted debt, \$239.2 million was impacted due to financial covenant breaches, \$59.1 million was overheld and \$652.3 million was in breach of a financial covenant and overheld. Of the \$950.5 million defaulted debt, \$905.5 million is contractually current and \$45.0 million was reclassified to current debt. The REIT remains in the process of seeking an amendment to, or renewal of the above defaulted debt as of the authorization date of the consolidated financial statements.

The REIT has \$904.5 million of debt contractually maturing through to the end of 2026. The REIT also has certain debt that is past maturity and/or in breach of covenants. This is further discussed above, under "Liquidity and Capital Resources".

At December 31, 2025, after the impact of the REIT's pay-fixed receive-float interest rate swaps and interest rate caps, the REIT had floating rate debt of \$642.1 million (December 31, 2024: \$260.0 million).

The following table presents the annual impact of a change in floating interest rates of 25 bps on finance costs:

	December 31, 2025	December 31, 2024
Change of 25 bps	\$ 1,605	\$ 650

COMMITMENTS AND CONTRACTUAL OBLIGATIONS

The following is a summary of the REIT's contractual obligations over the next five years at December 31, 2025:

	Total contractual cash flow	2026	2027-2028	2029-2030	Thereafter
Accounts payable and accrued liabilities	\$ 84,419	\$ 84,419	\$ —	\$ —	\$ —
Amortizing principal repayments on debt ¹	35,141	19,584	10,586	4,971	—
Principal repayments on maturity of debt ¹	1,097,141	904,534	186,712	5,895	—
Interest on debt ²	32,550	24,161	7,711	678	—
Interest rate swaps ³	8,649	8,649	—	—	—
Other liabilities	6,350	1,016	1,037	2,004	2,293
Total	\$ 1,264,250	\$ 1,042,363	\$ 206,046	\$ 13,548	\$ 2,293

¹Total debt of \$950.5 million was in default due to being overheld or in breach of financial covenants as at December 31, 2025, all of which has been presented in current liabilities. Of the defaulted debt, \$239.2 million was impacted due to financial covenant breaches, \$59.1 million was overheld and \$652.3 million was in breach of a financial covenant and overheld. Of the \$950.5 million defaulted debt, \$905.5 million is contractually current and \$45.0 million was reclassified to current debt. The REIT remains in the process of seeking an amendment to, or renewal of the above defaulted debt as of the authorization date of the consolidated financial statements.

²Interest amounts on floating rate debt have been determined using rates at December 31, 2025.

³Interest rate swap obligations have been calculated as the difference between the pay-fixed rate and receive-float rate based on the forward rates determined at December 31, 2025.

DERIVATIVES

Interest rate derivatives

The REIT has interest rate derivatives to reduce the impact of interest rate risk of certain debt with floating interest rates.

The REIT has in-place certain pay-fixed and receive-float interest rate swaps. The swaps are derivative financial instruments that require a periodic exchange of payments with counter-parties without the exchange of the notional amount on which the payments are based. The recorded interest expense on the underlying mortgages payable reflects payments made and received under the interest rate swaps. These swaps are not designated as hedging instruments that qualify for hedge accounting under IFRS. Interest rate derivatives are measured at fair value with fair values estimated as the present value of contractual cash flows based on forward curves and an applicable discount rate.

The following are the terms and fair values of the REIT's interest rate swaps where the REIT pays fixed and receives floating interest rates:

Maturity date	Floating interest rate ¹	Fixed interest rate	Notional amount		Fair value	
			December 31, 2025	December 31, 2024	December 31, 2025	December 31, 2024
March 3, 2025	1 month CORRA	0.94%	—	62,500	—	369
March 3, 2025	1 month CORRA	0.94%	—	10,000	—	59
March 3, 2025	1 month CORRA	4.01%	—	8,000	—	(13)
May 1, 2025	1 month CORRA	4.06%	—	59,003	—	(206)
September 10, 2025	1 month U.S. SOFR	2.22%	—	145,386	—	2,281
April 30, 2026	1 month CORRA	3.30%	76,050	78,300	(317)	(476)
October 30, 2026 ²	1 month CORRA	2.00%	—	100,000	—	1,303
Total			\$ 76,050	\$ 463,189	\$ (317)	\$ 3,317

¹"CORRA" means the Canadian Overnight Repo Rate Average and "SOFR" means the Secured Overnight Financing Rate.

²In connection with providing consent to the sale and assignment of all the indebtedness and obligations under the Syndicated Credit Agreement to G2S2 Capital, the interest rate swap previously in place to mitigate interest rate risk on the Canadian revolving credit facility was unwound effective April 1, 2025. The proceeds of \$0.7 million from the sale of the interest rate swap was used as a paydown on the Canadian revolving credit facility.

In connection with a previous acquisition, the REIT entered into a cross currency interest rate swap transaction on November 16, 2021 to pay a fixed EUR rate of 3.72% and receive a fixed CAD rate of 5.50%, effective on January 31, 2022 and maturing on December 31, 2026. Payments are payable semi-annually on or around June 30 and December 30, commencing June 30, 2022. During the year ended December 31, 2025, the REIT recorded a fair value loss of \$6.6 million (December 31, 2024: \$1.5 million), which is recorded in the consolidated statement of loss.

The following are the terms and fair value of the REIT's cross currency interest rate swap:

Maturity date	Pay EUR	Receive CAD	Notional amount ¹		Fair value	
			December 31, 2025	December 31, 2024	December 31, 2025	December 31, 2024
December 31, 2026	3.72%	5.50%	\$ 75,000	\$ 75,000	\$ (8,743)	\$ (2,138)
Total			\$ 75,000	\$ 75,000	\$ (8,743)	\$ (2,138)

¹The notional amount of the pay Euro interest rate of 3.72% is €52.5 million and the notional amount of the receive Canadian dollar interest rate of 5.50% is \$75.0 million.

The following are the terms and fair values of the REIT's interest rate caps:

Maturity date	Cap rate	Notional amount ¹		Fair value	
		December 31, 2025	December 31, 2024	December 31, 2025	December 31, 2024
November 1, 2025	3.75%	—	16,809	—	71
Total		\$ —	\$ 16,809	\$ —	\$ 71

¹The notional amount of the U.S. dollar interest rate cap was U.S. \$11.9 million.

The following is a summary of the REIT's interest rate caps:

	Year ended December 31,	
	2025	2024
Beginning of the period	\$ 71	\$ 2,478
Fair value changes	(69)	(2,451)
Foreign exchange (loss) gain	(2)	44
End of period	\$ —	\$ 71

Foreign exchange derivative

From time to time, the REIT may use forward foreign exchange contracts to hedge against fair value changes in the REIT's U.S. dollar net investment in its U.S. operations arising from fluctuations in the U.S. and Canadian dollar exchange rates, and its Euro net investment in its Irish operations arising from fluctuations in the Euro and Canadian dollar exchange rates. Sources of hedge ineffectiveness include instances where the net investments in U.S. and Irish operations are less or greater than outstanding hedge instruments and potential misalignment between the term of the hedging instrument and the holding term of the REIT's net investment in U.S. and Irish operations.

The REIT did not enter into any derivative or foreign exchange contracts during the years ended December 31, 2025 and 2024.

FINANCIAL CONDITION

The REIT's primary sources of capital are cash generated from operating, financing, and investing activities. Management expects to meet all of the REIT's obligations through current cash and cash equivalents, cash flows from operations, execution of the potential recapitalization plan, refinancing of mortgages and equity. The REIT's contractual obligations as outlined above are expected to be funded through its sources of capital. Incremental to these contractual obligations, the REIT endeavours to invest in its current portfolio of assets through leasing and capital expenditure, the amount and timing of which are uncertain. The REIT intends to fund these expenditures through its various sources of capital in addition to the execution of the potential recapitalization plan. See "Risks and Uncertainties" in this MD&A.

The following table provides an overview of the REIT's cash flows from operating, financing and investing activities:

	Year ended December 31,	
	2025	2024
Net change in cash related to:		
Operating	\$ 26,434	\$ 13,821
Investing	3,321	101,780
Financing	(25,197)	(113,561)
Foreign exchange gain on cash held in foreign currency	75	280
Increase in cash	\$ 4,633	\$ 2,320

The change in cash for the year ended December 31, 2025 and 2024 was the result of the following factors:

- Operating – cash inflows for the year ended December 31, 2025 increased by \$12.6 million compared to the same period in 2024. The change was primarily a result of a decrease in cash interest paid due to interest capitalized by G2S2 Capital in 2025.
- Investing – cash inflows for the year ended December 31, 2025 were \$3.3 million compared to \$101.8 million for the same period in 2024. The cash inflows in the current period were primarily a result of the disposition of 1189 Colonel Sam Drive in April 2025, offset by capital expenditures throughout the REIT's portfolio. In the prior period, the cash inflows were primarily due to dispositions of eight investment properties in 2024.
- Financing – cash outflows of \$25.2 million for the year ended December 31, 2025 were primarily due to repayment on the revolving credit facilities from the proceeds of the disposition of 1189 Colonel Sam Drive, US\$3.2 million paydown on the 120 South LaSalle loan and from other mortgage payments. This was offset by a subsequent advance on a mortgage secured on one of the REIT's Ontario properties and additional credit support from G2S2 Capital to fund certain leasing costs and tenant inducements. For the year ended December 31, 2024, the cash outflows of \$113.6 million were primarily due to the discharge of debt and repayments on the revolving credit facility as a result of the eight investment property dispositions in 2024 and from other mortgage repayments.

DEFERRED UNIT PLAN

Trustee deferred unit plan

Trustees who are not employees of the REIT are eligible to participate in the REIT's trustee deferred unit plan ("the Trustee DUP"). Participants may elect to receive all or a portion of their annual retainer, meeting fees and additional compensation (including travel fees), in deferred units. One deferred unit, which vests immediately on the grant date, is equivalent to one trust unit. Additional deferred units accumulate at the same rate that distributions are paid on the trust units.

The deferred units may be redeemed by a participant for a period of two years after the participant ceases to be a trustee of the REIT in whole or in part for cash or trust units. The value of the deferred units when converted to cash will be equivalent to the market value of trust units on the date of the redemption request.

As at December 31, 2025, the liability associated with the deferred units issued under the Trustee DUP was \$0.2 million (December 31, 2024: \$0.2 million), and the number of outstanding deferred units was 879,431 (December 31, 2024: 342,337 deferred units). During the year ended December 31, 2025, 74,734 deferred units were redeemed for trust units under the Trustee DUP (nine months ended September 30, 2024, 674,196 deferred units).

Officer deferred unit plan

The officer deferred unit plan ("the Officer DUP") provides officers of the REIT the opportunity to receive deferred units of the REIT through the Officer DUP. The maximum number of deferred units reserved for issuance under the Officer DUP is 1% of total units outstanding. One deferred unit, which vests immediately on the grant date, is equal to one trust unit.

The deferred units may be redeemed by a participant after two years following the date the units were issued in whole or in part for cash or trust units. The value of the deferred units when converted to cash will be equivalent to the market value of trust units on the date of the redemption request. If a participant ceases to be an officer of the REIT, the deferred units must be redeemed no later than two years following that date.

As at December 31, 2025, the liability associated with deferred units issued under the Officer DUP was \$4 thousand (December 31, 2024: \$8 thousand), and the number of deferred units was 14,294 units (December 31, 2024: 14,294 units).

EQUITY

The REIT is authorized to issue an unlimited number of trust units. Each trust unit represents a proportionate undivided beneficial interest and voting right in the REIT and entitles the holder to an equal participation in distributions of the REIT. The trust units are redeemable at the option of the holder at any time. The REIT's trust units are traded on the TSX and had a closing price of \$0.19 on December 31, 2025.

The REIT is also authorized to create and issue an unlimited number of preferred units, in one or more classes comprised of unlimited series, having terms and conditions as may be determined by the Board of Trustees from time to time. There have been no preferred units created or issued.

On December 27, 2024, the TSX approved a 90-day extension of the remedial delisting review for the REIT, following an initial 120-day review period that began on July 4, 2024 and a subsequent 60-day extension. The review was a response to the REIT's financial condition. The extension was granted based on materials submitted by the REIT in relation to the REIT's plan and activities to restructure the majority of its debt. During this period, the REIT addressed these issues to meet the TSX's requirements. The trading of the REIT's securities was not impacted during the review process. On April 23, 2025, the TSX lifted the delisting review.

As at December 31, 2025, the total number of trust units outstanding was 80,562,461. As at March 26, 2026, the total number of trust units outstanding was 80,562,461.

Potential trust units

	December 31, 2025	December 31, 2024
Class B LP units	5,285,160	5,285,160
Deferred units	893,725	356,631
Total	6,178,885	5,641,791

The Class B LP units are exchangeable into trust units of the REIT on a one-for-one basis, subject to anti-dilution adjustments. Each Class B LP unit is accompanied by one special voting unit of the REIT providing the same voting rights in the REIT as the trust units of the REIT and is entitled to distributions of cash equal to the cash distributions paid to holders of trust units by the REIT. The Class B LP units are recognized in the REIT's consolidated financial statements as financial liabilities measured at fair value through profit and loss. Upon exchange into trust units of the REIT, the carrying amount of the liability representing the fair value of the Class B LP units on exchange date will be reclassified to unitholders' equity. During the year ended December 31, 2025 and 2024, there were no Class B LP units exchanged for the REIT's trust units.

Weighted average diluted units outstanding

The following is the weighted average diluted number of units outstanding during the year ended December 31, 2025 and 2024. The diluted weighted average trust units outstanding is determined as if all of the Class B LP units and deferred units have been converted to units of the REIT.

	Three months ended December 31,		Year ended December 31,	
	2025	2024	2025	2024
Basic weighted average units outstanding	80,562,461	80,442,895	80,560,058	80,258,496
Class B LP units	5,285,160	5,285,160	5,285,160	5,285,160
Basic weighted average deferred units outstanding	629,402	363,582	442,563	444,269
Diluted weighted average units outstanding	86,477,023	86,091,637	86,287,781	85,987,925

¹The impact of the convertible debentures has been excluded from the diluted weighted average units outstanding as the effect of conversion would have been anti-dilutive for the three months and year ended December 31, 2025 and 2024.

Diluted units outstanding

The following is the diluted number of units outstanding at December 31, 2025 and 2024. The diluted number of units outstanding is determined as if all of the Class B LP units and deferred units have been converted to units of the REIT:

	December 31, 2025	December 31, 2024
Trust units outstanding	80,562,461	80,503,998
Class B LP units	5,285,160	5,285,160
Deferred units	893,725	356,631
Diluted units outstanding	86,741,346	86,145,789

RELATED PARTY TRANSACTIONS

i. Former Manager

During the year ended December 31, 2024, key management personnel of the REIT were employed by Slate Asset Management L.P. ("SLAM"). The REIT had a management agreement (the "Management Agreement") with Slate Management ULC (the "Former Manager", and together with SLAM, "Slate"), an indirect subsidiary of SLAM. Under the Management Agreement, the Former Manager provided the REIT with the strategic, administrative, property management, leasing, acquisition, financing and construction management services necessary to manage the strategy and day-to-day operations of the REIT and its assets. On December 24, 2024, the REIT amended its Management Agreement with the Former Manager to, among other things, accelerate the termination of the Management Agreement and implement the Internalization which was effective December 31, 2024. Following the implementation of the Internalization, Slate ceased to be a related party.

These transactions were in the normal course of operations and were in accordance with the Management Agreement and were measured at the exchange amount. The exchange amount is the consideration established under contract and approved by the REIT's Board of Trustees.

The Management Agreement provided for the following fees:

Type	Basis
Property management	3% of gross revenue ¹
Asset management	0.3% of gross book value ²
Leasing	5% on new leases, 2% on renewals ³
Financing	0.25% of debt financed
Construction	5.0% of costs
Acquisition	Variable ⁴

¹Gross revenue was defined as all revenues received by and/or on behalf of the REIT from the leasing and/or licensing of the REIT's investment properties.

²Gross book value was defined as the book value of the REIT's assets as shown on the previous quarter's consolidated financial statements, less restricted cash.

³Leasing fees were charged to the REIT net of any third party brokerage fees paid to leasing agents retained by the REIT. No fee was charged to the REIT where such third party fees are equal to or greater than the lease fee payable to Slate.

⁴Acquisition fees were 1.00% on the first \$100.0 million of acquisitions; 0.75% on the next \$100.0 million of acquisitions and 0.50% for acquisitions in excess of \$200.0 million.

Property and asset management fees were recorded as property operating and general and administrative expenses, respectively, in the period incurred. Acquisition, construction and leasing fees were recorded as additions to investment properties when payable to the Former Manager. Financing fees were capitalized to debt placed at the time of closing and amortized to interest expense over the term to maturity of the related debt.

Amounts charged by Slate were as follows:

	Year ended December 31,	
	2025	2024
Fees charged by the Former Manager per Management Agreement:		
Property management	\$ —	\$ 5,338
Management Agreement termination fee	—	2,000
Asset management	—	4,766
Leasing, financing and construction management	—	2,963
	\$ —	\$ 15,067
Other amounts charged by Slate ¹:		
SLAM asset manager salary recoveries ²	—	815
SLAM asset management software ³	—	293
Property operating expenses	—	1,108
General and administrative expenses	—	785
	\$ —	\$ 1,893
Total charged by Slate	\$ —	\$ 16,960

¹The Management Agreement provided for the Former Manager to be reimbursed by the REIT for all reasonable third-party costs and out-of-pocket expenses incurred by the Former Manager. These amounts are included in the REIT's consolidated statement of loss and represent expenses payable to the Former Manager, SLAM or vendors engaged by the Former Manager or SLAM.

²Included in property administrative fees as shown below.

³Asset management software developed by Slate.

Prior to January 1, 2025, property administration fees were generally recoverable under the tenants' leases relating to assets or resources of the Former Manager that were directly attributable to the management of the REIT's investment properties. During the year ended December 31, 2024, property administration fees were \$11.1 million. Administrative fees are recovered from most tenants by the REIT in accordance with the terms of the leases.

The following table summarizes property administration fees paid on behalf of the Former Manager and related recoveries included in the REIT's consolidated statement of loss:

	Year ended December 31,	
	2025	2024
Property administration fees	\$ —	\$ 11,120
Less: administrative fees recovered from tenants	—	(6,243)
Property administration fees not recovered	\$ —	\$ 4,877

ii. G2S2 Capital

An individual who served as a trustee of the REIT during the year ended December 31, 2025, but ceased to be a trustee subsequent to year end, and a corporation controlled by that individual, G2S2 Capital, through its wholly-owned subsidiary, Armco Alberta Inc., held the following interests in the REIT:

	December 31, 2025	December 31, 2024
REIT units	—	15,110,200
Deferred units	302,058	160,866
Total	302,058	15,271,066
Economic interest	0.3%	17.7%

On December 12, 2025, G2S2 Capital disposed of an aggregate of 15,110,200 REIT units in private transactions at a price of \$0.31 per REIT unit, for total aggregate consideration of \$4,684,162, representing approximately 18.76% of the outstanding Units.

G2S2 Capital also held an aggregate principal amount of \$12.1 million (December 31, 2024: \$12.1 million) of the REIT's convertible debentures as at December 31, 2025. If G2S2 Capital was the sole convertible debenture holder to convert such convertible debentures to trust units, it would indirectly own a total of 2,438,184 trust units (December 31, 2024: 17,407,192), representing an economic interest of approximately 2.7% (December 31, 2024: 19.7%) on a diluted basis.

On August 28, 2024, G2S2 Capital provided the REIT with credit support in the aggregate of up to \$13.4 million and a letter of credit. As at December 31, 2025, \$5.9 million has been advanced to the REIT. During the year ended December 31, 2025, the REIT triggered an event of default under a mortgage that includes cross-default provisions with the credit support provided by G2S2 Capital. As a result, the REIT also triggered an event of default on the credit support and therefore, the advance from the credit support has been classified as current debt. Subsequent to December 31, 2025, G2S2 Capital advanced additional funds to the REIT (see consolidated financial statements note 29, *Subsequent events*).

On March 28, 2025, the secured lenders party to the Syndicated Credit Agreement completed a sale and assignment of all the indebtedness and obligations under the Syndicated Credit Agreement to G2S2 Capital in the aggregate principal amount of \$233.0 million and U.S. \$43.7 million. Additionally, on March 31, 2025 and December 2, 2025, two senior secured lenders of the REIT completed a sale of all the indebtedness and obligations under certain mortgages to G2S2 Capital, in the aggregate principal amount of \$406.0 million.

The REIT's indebtedness to G2S2 Capital as at December 31, 2025 is as follows:

	Properties provided as security	Principal
Gross mortgages	9	\$ 419,671
Convertible debentures	—	12,107
Revolving facilities	11	287,459
Total	20	\$ 719,237

During the year ended December 31, 2025, G2S2 Capital and the REIT agreed to capitalize the interest payable for various months between May and December 2025, totaling \$20.2 million, to G2S2 Capital under the revolving credit facilities and related mortgages. The accrued interest is capitalized to the principal balance of the revolving credit facilities and the respective mortgages. The accrued interest for December 2025, which was due and payable on January 1, 2026, was capitalized to the debt principal subsequent to December 31, 2025.

iii. Officers of the REIT

During the year ended December 31, 2025, the REIT entered into consulting arrangements with entities associated with certain officers of the REIT. The Chief Financial Officer provided CFO services through a company in which he has an ownership interest, for total fees of \$75 thousand. In addition, tax advisory services were provided through the same entity by another consultant of that company, for fees of \$28 thousand, which were payable as at December 31, 2025.

The REIT also engaged a company associated with the Senior Vice President – Legal, to provide legal and compliance services during the year for total fees of \$60 thousand.

These related party transactions were approved by management and rendered in the ordinary course of business. The arrangements were subsequently reviewed and ratified by the Audit Committee. Except as noted above, no other amounts were payable to related parties as at December 31, 2025.

PART V - ACCOUNTING AND CONTROL

CRITICAL ACCOUNTING ESTIMATES

The REIT has identified the estimate of the fair value of its properties as a critical accounting estimate due to the significance of the estimate to the REIT's financial position and impact of changes on fair value to net income. Estimating the fair value of real property is characterized by uncertainty, both in terms of differences between different methods of valuation but also in the selection of assumptions to reflect the property being valued, certain of which are subjective. There is no assurance that management's, or a third-party's, estimate of fair value would be realized on sale due to the specific and unique aspects of real property, including their location, liquidity, tenants and the local demand and supply of competing properties for tenants.

The REIT determines the fair value of investment properties based on the discounted cash flow method, which is a generally accepted appraisal methodology. The appropriate methodology is selected by management and by independent real estate valuation experts considering the nature of the property and availability of information.

The fair values of properties are measured individually without consideration to their aggregate value on a portfolio basis. No consideration is given to diversification benefits related to single property tenant risk and geography, the value of assembling a portfolio or to the utilization of a common management platform, amongst other benefits. As a result, the fair value of the REIT's properties taken in aggregate may differ from the fair value of properties measured individually in the REIT's consolidated statements of financial position. Property valuation is dependent on leasing history, market reports, tenant profiles and available appraisals alongside other evidence of market conditions. At the balance sheet date there exists a limited number of observable comparable transactions and certain of the observable comparable transactions may have occurred by seller distress, financing pressure or other factors specific to those particular market participants and transactions. Accordingly, estimation uncertainty with determining the fair value of investment properties remains high.

Under the discounted cash flow method, fair values are primarily determined by discounting the future cash flows, generally over a term of 10 years, including a terminal value based on the application of a terminal capitalization rate to estimated year 11 net operating income. Future cash flows, discount rates and terminal capitalization rates are the most significant assumptions in determining fair value. The REIT uses leasing history, market reports, tenant profiles and available appraisals, among other evidence including current market conditions, in determining the most appropriate assumptions

A summary of the significant assumptions used in the REIT's estimate of fair value as at December 31, 2025 is included in this MD&A. Changes in these assumptions, which have become increasingly uncertain due to the lack of comparable market evidence, would have a significant impact on the REIT's estimate of fair value, which can be impacted by changes in demand for properties similar to those owned by the REIT, expectations of market rents, the covenant quality of tenants and the general economic environment. Further, these changes can occur at different times and magnitudes for each of the REIT's regions based on the investment environments in each of their respective markets.

INCOME TAXES AND THE REIT EXCEPTION

The REIT currently qualifies as a "mutual fund trust" as defined in the Tax Act. In accordance with the REIT's Declaration of Trust, distributions to unitholders are declared at the discretion of the trustees. The REIT endeavours to distribute to unitholders, in cash or trust units, in each taxation year its taxable income to such an extent that the REIT will not be liable to income tax under Part I of the Tax Act.

The Tax Act imposes SIFT Rules applicable to certain publicly traded income trusts (each a "SIFT"). A SIFT includes a trust resident in Canada with publicly traded units that holds one or more "non-portfolio properties". Non-portfolio properties include certain investments in real properties situated in Canada and certain investments in corporations and trust residents in Canada and in partnerships with specified connections in Canada. Under SIFT Rules, a SIFT is subject to tax in respect of certain distributions that are attributable to the SIFT's "non-portfolio earnings" (as defined in the Tax Act; generally, income (other than certain dividends) from, or capital gains realized on, non-portfolio properties, which does not include certain investments in non-Canadian entities), at a rate substantially equivalent to the combined federal and provincial corporate tax rate on certain types of income. The SIFT Rules are not applicable to a SIFT that meets certain specified criteria relating to the nature of its revenues and investments in order to qualify as a real estate investment trust for purposes of the Tax Act (the "REIT Exception"). The REIT believes that it qualifies for the REIT Exception as of December 31, 2025.

The REIT's U.S. and Irish subsidiaries are subject to income tax on taxable income from U.S. and Irish operations respectively. The REIT recognizes deferred tax assets and liabilities at prevailing tax rates when such differences are expected to settle. Based on tax laws enacted at the reporting date, the REIT's U.S. subsidiary is subject to a combined federal and state rate of 28.51%, and the Irish subsidiaries are subject to a tax rate of 25.00% on rental income and 33.00% on capital gains. The REIT assesses each reporting period whether it can recognize the deferred tax assets of its U.S. and Irish subsidiaries.

DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROLS OVER FINANCIAL REPORTING

The REIT's management, under the supervision of its Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO"), is responsible for establishing and maintaining disclosure controls and procedures ("DC&P") and internal controls over financial reporting ("ICFR"), as such terms are defined in National Instrument 52-109 - *Certification of Disclosure in Issuers' Annual and Interim Filings*.

DC&P are those controls and other procedures that are designed to provide reasonable assurance that all material information required to be disclosed by the REIT in annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation. Furthermore, DC&P are those controls and other procedures that are designed to ensure that material information required to be disclosed by the REIT in annual filings, interim filings or other reports filed or submitted under securities legislation is accumulated and communicated to the REIT's management, including its CEO and CFO, as appropriate to allow timely decisions regarding required disclosure.

ICFR is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS for the year ended December 31, 2025.

The REIT's CEO and CFO, along with the assistance of others, have designed disclosure controls and procedures to provide reasonable assurance that information required to be disclosed in the various reports filed or submitted by the REIT under securities legislation is recorded, processed, summarized and reported accurately and have designed internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

In the design of its internal controls, the REIT uses the 2013 framework published by the Committee of Sponsoring Organizations of the Treadway Commission. No changes were made in the REIT's design of ICFR for the year ended December 31, 2025, that have materially affected, or are reasonably likely to materially affect, the REIT's ICFR.

In designing such controls, it should be recognized that due to inherent limitations, any controls or control systems, no matter how well designed and operated, can provide only reasonable, and not absolute, assurance that the objectives of the control system are met. As a result of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues, including instances of fraud, if any, have been detected or prevented. These inherent limitations include, without limitation, (i) the possibility that management's assumptions and judgments may ultimately prove to be incorrect under varying conditions and circumstances; or (ii) the impact of isolated errors.

Additionally, controls may be circumvented by unauthorized acts of individuals, by collusion of two or more people, or by management override. The design of any control system is also based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential conditions. Projections of any evaluations of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

ENVIRONMENTAL, SOCIAL AND CORPORATE GOVERNANCE DISCLOSURE

On June 26, 2023, the International Sustainability Standards Board ("ISSB") released its finalized General Requirements for Disclosure of Sustainability-Related Financial Information. On December 18, 2024, the Canadian Sustainability Standards Board ("CSSB") released its finalized Canadian Sustainability Disclosure Standards ("CSDS") 1 and 2, establishing a framework aligned with the ISSB's IFRS S1 and IFRS S2. These standards create a global baseline for sustainability-related financial disclosures.

- IFRS S1 requires companies to disclose all sustainability-related risks and opportunities that could reasonably affect their cash flows, access to finance, or cost of capital over the short, medium, or long term.
- IFRS S2 requires companies to disclose climate-related risks, including both physical risks and transition risks, as well as opportunities relevant to investors and financial stakeholders. IFRS S2 incorporates the recommendations of the Task Force on Climate-Related Financial Disclosures ("TCFD").

In Canada, voluntary adoption of the CSDS standards begins January 1, 2025, with mandatory adoption for public companies yet to be determined by the Canadian Securities Administrators ("CSA").

The transition relief periods include:

- Two years for aligning sustainability-related financial disclosures with financial reporting.
- Three years for disclosing Scope 3 emissions (tenant-controlled emissions) and the quantitative aspects of scenario analysis, with mandatory reporting beginning on or after January 1, 2028.

While these timelines have been proposed by the CSSB, they remain subject to change through further comment and deliberation periods. The CSA will determine the final mandatory disclosure rules for public issuers in Canada.

PART VI - PROPERTY TABLE

Details of the REIT's property portfolio as at December 31, 2025 are set out in the table below:

Property Address	Property Name	City	Year Built / Renovated / Expanded	Square feet of GLA	Occupancy
United States Office					
20 South Clark	20 South Clark	Chicago, IL	1970 / 2018-2021	400,291	59.6%
120 South LaSalle	120 South LaSalle	Chicago, IL	1929 / 1998	655,037	76.6%
275 N Field Drive	275 N Field Drive	Chicago, IL	1989 / 2021	197,527	52.2%
Total United States Office				1,252,855	67.3%
Greater Toronto Area Office					
3000 - 3100 Steeles Avenue East	Gateway Centre	Markham, ON	1982 / 1987	244,189	74.0%
2285 Speakman Drive		Mississauga, ON	1981 / 2016	127,419	100.0%
2599 Speakman Drive		Mississauga, ON	1971 / 2011	123,368	88.0%
2251 Speakman Drive		Mississauga, ON	1965/2016	115,582	100.0%
185-195 The West Mall ¹	West Metro Corporate Centre	Toronto, ON	1986 / 2006	610,193	79.1%
401-405 The West Mall	Commerce West	Toronto, ON	1982 / 2009	415,514	70.1%
Total Greater Toronto Area Office				1,636,265	79.8%
Atlantic Office					
440 King Street	Kings Place	Fredericton, NB	1974 / 2001	298,610	75.8%
250 King Street		Fredericton, NB	2000	80,164	100.0%
460 Two Nations Crossing		Fredericton, NB	2008	50,229	100.0%
644 Main Street	Blue Cross Centre	Moncton, NB	1988 / 2006	326,072	97.5%
81 Albert Street		Moncton, NB	2002	64,954	92.2%
39 King Street ²	Brunswick Square	Saint John, NB	1976	517,363	47.8%
100 New Gower Street	Cabot Place	St. John's, NL	1987	145,384	60.3%
10 Factory Lane	The Johnson Building	St. John's, NL	1980	216,076	73.7%
5 Springdale Street	Fortis Place	St. John's, NL	2014	143,769	67.3%
140 Water Street	TD Place	St. John's, NL	1980 / 2013	108,765	50.3%
1505 Barrington Street	Maritime Centre	Halifax, NS	1977 / 1985	518,970	79.3%
Total Atlantic Office				2,470,356	72.5%
Western Office					
280 Broadway Avenue ³		Winnipeg, MB	1957	105,341	15.1%
1870 Albert Street	Saskatchewan Place	Regina, SK	1985	86,626	59.5%
Total Western Office				191,967	35.2%

¹Includes 107,078 sq.ft. of space previously undergoing tenant improvements for which the paid lease term commences May 2026

²GLA and occupancy statistics do not include the Delta Brunswick Hotel.

³Includes a seven-story office building at 280 Broadway Avenue, a three-story multi-family residential building located at 70 Smith Street and two parking lots located at 286 Broadway Avenue and 68 Smith Street; excludes occupancy from residential tenants at 70 Smith Street.

Property Address	Property Name	City	Year Built / Renovated / Expanded	Interest	Square feet of GLA	Occupancy
Ireland Office						
Three Gateway, East Wall Road	Three Gateway	Dublin, Dublin	2006	100 %	43,212	100.0%
One Gateway, East Wall Road	One Gateway	Dublin, Dublin	2006	100 %	51,495	0.0%
Ashtown Gate Road	Ashtown Gate Blocks B&C	Dublin, Dublin	2000	100 %	33,149	80.8%
Citywest Business Campus	Citywest Blocks E&F	Dublin, Dublin	1998	100 %	45,972	86.1%
Birch House, Millennium Park	Birch House	Naas, Kildare	2006	100 %	40,333	100.0%
Chestnut House, Millennium Park	Chestnut House	Naas, Kildare	2006	100 %	31,600	66.4%
Hazel House, Millennium Park	Hazel House	Naas, Kildare	2006	100 %	19,326	100.0%
Ash House, Millennium Park	Ash House	Naas, Kildare	2006	100 %	19,108	99.3%
Willow House, Millennium Park	Willow House	Naas, Kildare	2006	100 %	17,865	95.5%
Beech House, Millennium Park	Beech House	Naas, Kildare	2006	100 %	12,778	100.0%
Athlone Business & Technology Park	Teleflex	Athlone, Westmeath	2016	100 %	45,370	100.0%
Cork Airport Business Park	Unit 2600, Cork Airport	Cork, Cork	1999	100 %	40,827	49.6%
Mallow Business Park	Blackwater House	Mallow, Cork	2000	100 %	29,930	89.0%
Letterkenny Business & Technology Park	Optum Buildings	Letterkenny, Donegal	1999 / 2007	100 %	90,548	100.0%
Waterford Business & Technology Park	IDA Waterford Block A	Waterford, Waterford	2005	100 %	28,027	100.0%
IDA Athlone Block A, Athlone Business & Technology Park	IDA Athlone Block A	Athlone, Westmeath	2009	100 %	33,693	100.0%
IDA Athlone Blocks B & B2, Athlone Business & Technology Park	IDA Athlone Blocks B & B2	Athlone, Westmeath	2009	100 %	101,230	100.0%
IDA Athlone Block C, Athlone Business & Technology Park	IDA Athlone Block C	Athlone, Westmeath	2008	100 %	26,447	100.0%
IDA Athlone Block C - Extension, Athlone Business & Technology Park	IDA Athlone Block C - Extension	Athlone, Westmeath	2022	100 %	35,897	100.0%
Total Ireland Office					746,807	86.7%
Office					6,298,250	73.9 %
Non-office						
Naas Enterprise Park	Unit L2 Toughers	Naas, Kildare	2000	100 %	34,494	100.0%
Coes Road	Tanola House	Dundalk, Louth	2019	100 %	86,451	100.0%
Bridge Street	Bridge Centre	Tullamore, Offaly	1995	100 %	6,238	100.0%
1450 Waverley Street	Equinix WI1 Data Centre	Winnipeg, MB	2015	100 %	64,218	100.0%
Non-office					191,401	100.0%
Total Portfolio					6,489,651	74.7%