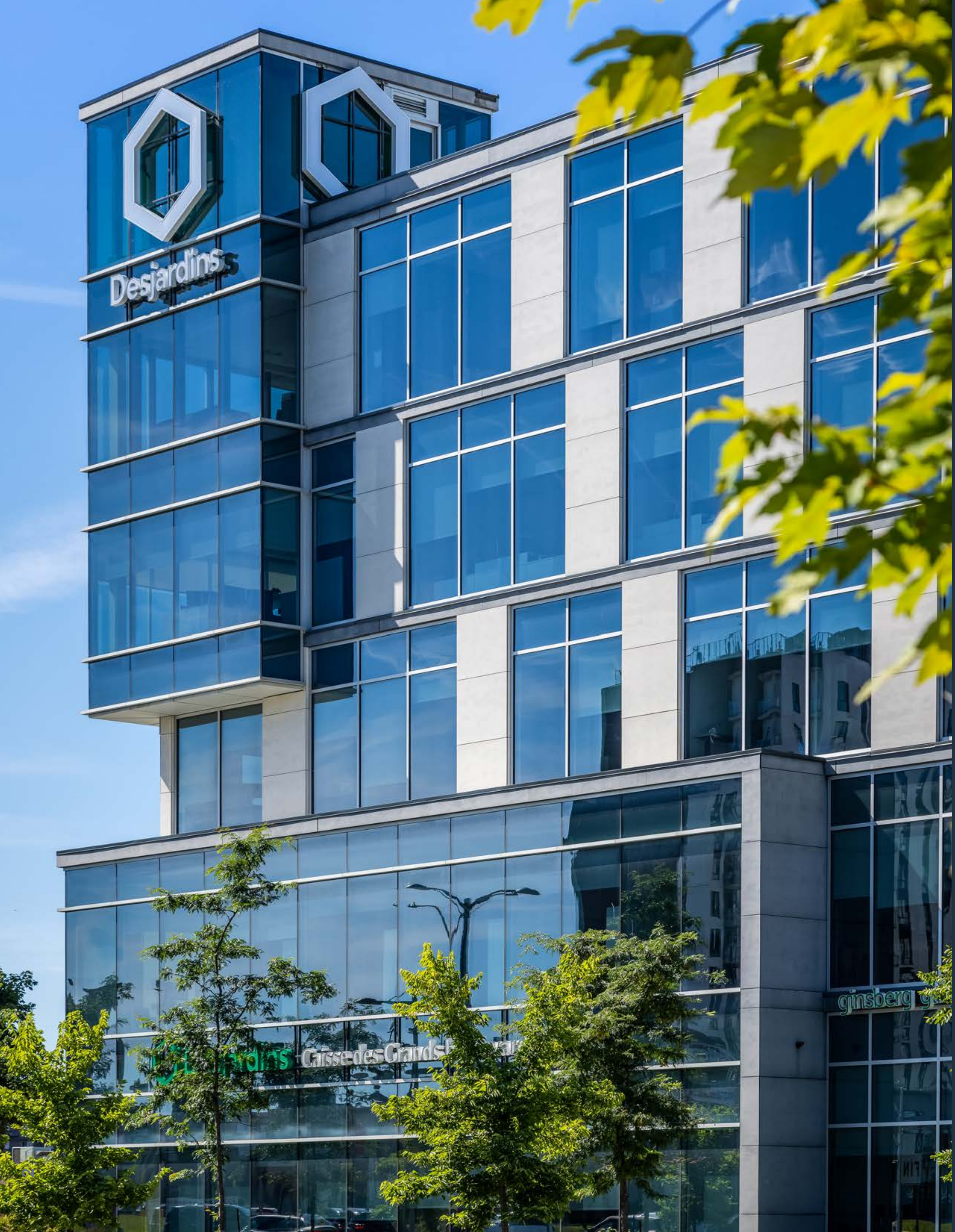
# Building on an Industrious Strategy

2022
Audited Consolidated
Financial Statements

BTB




# Audited Consolidated Financial Statements

**Year Ended December 31, 2022**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# Management's Responsibility for Financial Reporting

The accompanying consolidated financial statements of BTB Real Estate Investment Trust ("BTB") were prepared by management, which is responsible for the integrity and fairness of the information presented, including the many amounts that must of necessity be based on estimates and judgments. These consolidated financial statements were prepared in accordance with International Financial Reporting Standards ("IFRS").

Financial information appearing throughout our MD&A is consistent with these consolidated financial statements. In discharging our responsibility for the integrity and fairness of the consolidated financial statements and for the accounting systems from which they are derived, we maintain the necessary system of internal controls designed to ensure that transactions are authorized, assets are safeguarded, and proper records are maintained.

As at December 31, 2022, the President and Chief Executive Officer and the Vice President and Chief Financial Officer of BTB had an evaluation carried out, under their direct supervision, of the effectiveness of the controls and procedures used for the preparation of filings, as defined in Multilateral Instrument 52-109 of the Canadian Securities Administrators. Based on that evaluation, they concluded that the disclosure controls and procedures were effective.

The Board of Trustees oversees management's responsibility for financial reporting through an Audit Committee, which is composed entirely of Trustees who are not members of BTB's management or personnel. This Committee reviews our consolidated financial statements and recommends them to the Board for approval. Other key responsibilities of the Audit Committee include reviewing our existing internal control procedures and planned revisions to those procedures and advising the trustees on auditing matters and financial reporting issues.

KPMG LLP, independent auditors appointed by the unitholders of BTB upon the recommendation of the Board, have performed an independent audit of the Consolidated Financial Statements as at December 31, 2022 and 2021 and their report follows. The auditors have full and unrestricted access to the Audit Committee to discuss their audit and related findings.

**Michel Léonard**
President and Chief Executive Officer

**Mathieu Bolté**
Vice President and Chief Financial Officer

Montreal, February 24, 2023



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## INDEPENDENT AUDITOR'S REPORT

To the Unitholders of BTB Real Estate Investment Trust

### *Opinion*

We have audited the consolidated financial statements of BTB Real Estate Investment Trust (the "Entity"), which comprise:

- the consolidated statements of financial position as at December 31, 2022 and 2021
- the consolidated statements of comprehensive income for the years then ended
- the consolidated statements of changes in unitholders' equity for the years then ended
- the consolidated statements of cash flows for the years then ended
- and notes to the consolidated financial statements, including a summary of significant accounting policies

(Hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the consolidated financial position of the Entity as at December 31, 2022 and 2021, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

### *Basis for Opinion*

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the ***"Auditor's Responsibilities for the Audit of the Financial Statements"*** section of our auditor's report.

We are independent of the Entity in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### *Key Audit Matters*

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended December 31, 2022. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matter described below to be the key audit matters to be communicated in our auditor's report.





### *Evaluation of the fair value of investment properties*

***Description of the matter***

We draw attention to Note 2(e)(ii) and Note 4 to the financial statements. Investment properties are stated at fair value at each reporting date. The Entity has recorded investment properties at fair value for an amount of $1,164,881 thousand.

Fair value is determined by management using internally generated valuation models and by independent expert appraisers using recognized valuation techniques. The determination of the fair value of investment properties requires the use of estimates such as future cash flows from assets. The significant inputs used to determine the fair value of investment properties are capitalization rate, terminal capitalization rate and discount rate.

***Why the matter is a key audit matter***

We identified the evaluation of the fair value of investment properties as a key audit matter. This matter represented an area of significant risk of material misstatement given the magnitude of investment properties and the high degree of estimation uncertainty in determining the fair value of investment properties. In addition, significant auditor judgment and specialized skills and knowledge were required in performing, and evaluating the results of our audit procedures due to the sensitivity to the Entity's determination fair value of investment properties to minor changes to significant inputs.

***How the matter was addressed in the audit***

The primary procedures we performed to address this key audit matter included the following:

We evaluated the design and tested the operating effectiveness of certain controls over the Entity's process for determining the fair values of investment properties, including controls related to the development of the estimates of future cash flows from assets and significant inputs.

For a selection of investment properties, we compared the estimate of future cash flows from assets to the actual historical cash flows. We assessed the adjustments, or lack of adjustments, made in arriving at the estimate of future cash flows from assets by taking into account changes in conditions and events affecting the investment properties and the Entity.

For a selection of investment properties, we involved valuations professionals with specialized skills and knowledge, who assisted in evaluating the capitalization rates, terminal capitalization rates and discount rates. These rates were evaluated by comparing them to published reports of real estate industry commentators and considering the features of the specific investment property.

We evaluated the competence, capabilities and objectivity of the independent expert appraisers by:

- Inspecting evidence that the appraisers are in good standing with the Appraisal Institute;
- Considering whether the appraisers have appropriate knowledge in relation to the specific type of investment properties; and
- Reading the reports of the external independent appraisers which refers to their independence.



### *Other Information*

Management is responsible for the other information. Other information comprises:

- the information, other than the financial statements and the auditor's report thereon, included in Management's Discussion and Analysis filed with the relevant Canadian Securities Commissions.
- the information, other than the financial statements and the auditor's report thereon, included in a document likely to be entitled "Annual Report".

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit and remain alert for indications that the other information appears to be materially misstated.

We obtained the information included in Management's Discussion and Analysis filed with the relevant Canadian Securities Commissions as at the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in the auditor's report.

We have nothing to report in this regard.

The information, other than the financial statements and the auditor's report thereon, included in a document likely to be entitled "Annual Report" is expected to be made available to us after the date of this auditor's report. If, based on the work we will perform on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact to those charged with governance.

### *Responsibilities of Management and Those Charged with Governance for the Financial Statements*

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Entity's financial reporting process.



### *Auditor's Responsibilities for the Audit of the Financial Statements*

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.

  The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- Provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this auditor's report is Philippe Grubert.

KPMG LLP*

Montréal, Canada

February 24, 2023

*CPA auditor, public accountancy permit No. A120220

# Consolidated Statements of Financial Position

As at December 31, 2022 and 2021 (in thousands of CAD dollars)

| | Notes | 2022 | 2021 |
|---|---|---|---|
| | | $ | $ |
| **Assets** | | | |
| Investment properties | 4 | 1,164,881 | 1,110,971 |
| Property and equipment | | 322 | 446 |
| Derivative financial instruments | 10 | 3,754 | - |
| Prepaid expenses and deposits | | 3,163 | 2,747 |
| Balance of sale | | - | 3,018 |
| Receivables | 5 | 4,816 | 5,528 |
| Cash and cash equivalents | | 2,404 | 7,191 |
| **Total assets** | | **1,179,340** | **1,129,901** |
| **Liabilities and unitholders' equity** | | | |
| Mortgage loans payable | 6 | 636,111 | 605,210 |
| Convertible debentures | 7 | 41,942 | 42,819 |
| Bank loans | 8 | 9,897 | 35,468 |
| Lease liabilities | 22 | 4,203 | 4,219 |
| Class B LP Units | 9 | 1,268 | 1,417 |
| Unit-based compensation | 11 | 1,542 | 1,513 |
| Derivative financial instruments | 10 | 116 | 11,246 |
| Trade and other payables | | 20,058 | 21,731 |
| Distribution payable to unitholders | | 2,131 | 1,853 |
| **Total liabilities** | | **717,268** | **725,476** |
| **Unitholders' equity** | | **462,072** | **404,425** |
| | | **1,179,340** | **1,129,901** |

See accompanying notes to consolidated financial statements.

Approved by the Board on February 24, 2023.

Michel Léonard, Trustee

Jocelyn Proteau, Trustee

# Consolidated Statements of Comprehensive Income

For the years ended December 31, 2022 and 2021 (in thousands of CAD dollars)

| | Notes | 2022 | 2021 |
|---|---|---|---|
| | | $ | $ |
| **Operating revenues** | | | |
| Rental revenue | 13 | 119,495 | 100,343 |
| **Operating expenses** | | | |
| Public utilities and other operating expenses | | 22,820 | 21,421 |
| Property taxes and insurance | | 26,245 | 22,586 |
| | | 49,065 | 44,007 |
| **Net operating income** | | **70,430** | **56,336** |
| Financial income | | 624 | 739 |
| **Expenses** | | | |
| Financial expenses | | 30,427 | 24,542 |
| Distribution - Class B LP Units | 9 | 104 | 108 |
| Fair value adjustment – Class B LP Units | 9 | (149) | 231 |
| Net adjustment to fair value of derivative financial instruments | | (14,216) | 3,246 |
| Net financial expenses | 14 | 16,166 | 28,127 |
| Administration expenses | | 7,437 | 6,842 |
| Net change in fair value of investment properties and disposition expenses | 4 | 9,297 | (19,462) |
| **Net income and comprehensive income for the year** | | **38,154** | **41,568** |

See accompanying notes to consolidated financial statements.

# Consolidated Statements of Changes in Unitholders' Equity

For the years ended December 31, 2022 and 2021 (in thousands of CAD dollars)

| | Notes | Unitholders' contributions | Cumulative distribution | Cumulative comprehensive income | Total |
|---|---|---|---|---|---|
| Balance as at January 1, 2022 | | **351,540** | **(177,308)** | **230,193** | **404,425** |
| Issuance of units, net of issuance expenses | 12 | 44,420 | - | - | 44,420 |
| Distribution to unitholders | 12 | - | (24,927) | - | (24,927) |
| | | 395,960 | (202,235) | 230,193 | 423,918 |
| Comprehensive income | | - | - | 38,154 | 38,154 |
| **Balance as at December 31, 2022** | | **395,960** | **(202,235)** | **268,347** | **462,072** |
| | | | | | |
| Balance as at January 1, 2021 | | **309,394** | **(155,952)** | **188,625** | **342,067** |
| Issuance of units, net of issuance expenses | 12 | 42,146 | - | - | 42,146 |
| Distribution to unitholders | 12 | - | (21,356) | - | (21,356) |
| | | 351,540 | (177,308) | 188,625 | 362,857 |
| Comprehensive income | | - | - | 41,568 | 41,568 |
| **Balance as at December 31, 2021** | | **351,540** | **(177,308)** | **230,193** | **404,425** |

See accompanying notes to consolidated financial statements.

# Consolidated Statements of Cash Flows

For the years ended December 31, 2022 and 2021 (in thousands of CAD dollars)

| | Notes | 2022 | 2021 |
|---|---|---|---|
| | | $ | $ |
| **Operating activities** | | | |
| Net income for the year | | 38,154 | 41,568 |
| Adjustment for: | | | |
| Net change in fair value of investment properties and disposition expenses | 4 | 9,297 | (19,462) |
| Depreciation of property and equipment | | 122 | 87 |
| Unit-based compensation | 11 | 541 | 1,065 |
| Straight-line lease adjustment | 13 | (1,822) | (1,334) |
| Lease incentive amortization | 13 | 3,113 | 3,292 |
| Financial income | | (624) | (739) |
| Net financial expenses | 14 | 16,166 | 28,127 |
| | | 64,947 | 52,604 |
| Adjustment for changes in other working capital items | | 1,293 | 3,934 |
| **Net cash from (used in) operating activities** | | **66,240** | **56,538** |
| **Investing activities** | | | |
| Acquisitions of investment properties net of mortgage loans assumed | 4 | (86,681) | (66,220) |
| Additions to investment properties | 4 | (9,816) | (7,020) |
| Net proceeds from dispositions of investment properties | 4 | 30,787 | 1,709 |
| Acquisition of property and equipment | | 2 | (199) |
| **Net cash (used in) from investing activities** | | **(65,708)** | **(71,730)** |
| **Financing activities** | | | |
| Mortgage loans, net of financing expenses | | 77,760 | 93,654 |
| Repayment of mortgage loans | | (46,229) | (90,457) |
| Bank loans | | 12,667 | 35,468 |
| Repayment of bank loans | | (38,335) | (15,300) |
| Lease liability payments | | (16) | (13) |
| Net proceeds from unit issue | | 38,436 | 30,003 |
| Net distribution to unitholders | | (21,573) | (18,171) |
| Net distribution – Class B LP units | 9 | (104) | (108) |
| Interest paid | | (27,925) | (21,755) |
| **Net cash (used in) from financing activities** | | **(5,319)** | **13,321** |
| **Net change in cash and cash equivalents** | | **(4,787)** | **(1,871)** |
| **Cash and cash equivalents, beginning of year** | | **7,191** | **9,062** |
| **Cash and cash equivalents, end of year** | | **2,404** | **7,191** |

See accompanying notes to consolidated financial statements.

# Notes to Consolidated Financial Statements

For the years ended December 31, 2022 and 2021
(in thousands of CAD dollars, except unit and per unit amounts)

## 1. Reporting Entity

BTB Real Estate Investment Trust ("BTB") is an unincorporated open-ended real estate investment trust formed and governed under the Civil code of Quebec pursuant to a trust agreement and is domiciled in Canada. The address of BTB's registered office is 1411 Crescent Street, Suite 300, Montreal, Quebec, Canada. The consolidated financial statements of BTB for the years ended December 31, 2022 and 2021 comprise BTB and its wholly-owned subsidiaries (together referred to as the "Trust") and the Trust's interest in joint operations.

## 2. Basis of Preparation

### (a) Statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standard ("IFRS") as issued by the International Accounting Standards Board ("IASB").

These consolidated financial statements were approved by the Board of Trustees on February 24, 2023.

### (b) Basis of presentation and measurement

The consolidated financial statements have been prepared on the historical cost basis except for the following material items in the statement of financial position which are measured at fair value:

- Investment properties (including right-of-use assets);
- Derivative financial instruments;
- Unit-based compensation;
- Class B LP Units.

The Trust presents its consolidated statements of financial position based on the liquidity method, whereby all assets and liabilities are presented in increasing order of liquidity.

### (c) Risks and uncertainties related to the increase of the Bank of Canada policy interest rate

The increase of the Bank of Canada policy interest rate has created a heightened level of uncertainty on the economy. The rise of the policy rate has not had a significant impact on the Trust's operations and ability to negotiate new or renew mortgages. Given the situation, there could be certain repercussions on the mortgage refinancing activities, the fair value of the investment properties, certain investment decisions and the level of transactions in the market. The Trust will continue to monitor the effects of the rise of the policy rate on its investment activities and valuation of the investment properties.

### (d) Functional and presentation currency

These consolidated financial statements are presented in Canadian dollars, which is BTB's functional currency. All financial information has been rounded to the nearest thousand, except per unit amounts.

### (e) Use of estimates and judgments

The preparation of consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. Actual results may differ from these estimates, and the differences may be material.



**i) Critical judgements in applying accounting policies**

The following are critical judgements that management has made in the process of applying accounting policies and that have the most significant effect on the amounts recognized in the consolidated financial statements:

*Operating lease contracts – Trust as lessor*

The Trust enters into commercial property leases on its investment properties. The Trust has determined, based on an evaluation of the terms and conditions of the arrangements, that it retains all the significant risks and rewards of ownership of these properties and therefore accounts for the leases as operating leases.

**ii) Significant sources of estimation uncertainty**

The following are significant assumptions concerning the future and other key sources of estimation uncertainty that have a significant risk of resulting in a material adjustment to the carrying amount of assets and liabilities within the next financial year:

*Valuation of investment properties*

Investment properties are stated at fair value at each reporting date. Gains or losses arising from changes in the fair values are included in profit or loss in the period in which they arise. Fair value is determined by management using internally generated valuation models and by independent external appraisers using recognized valuation techniques. These models and techniques comprise the Discounted Cash Flow Method and the Direct Capitalization method and, in some cases, the Comparable method.

The determination of the fair value of investment properties requires the use of estimates such as future cash flows from assets (including lease income and costs, future revenue streams, capital expenditures of fixtures and fittings, any environmental matters and the overall repair and condition of the property or stabilized net operating income) and discount, capitalization and terminal capitalization rates applicable to those cash flows. These estimates are based on local market conditions existing at the reporting date. The carrying value for the Trust's investment properties reflects its best estimate for the highest and best use as at December 31, 2022 (see Note 4).

The significant methods and assumptions used by management and the independent external appraisers in estimating the fair value of investment properties are set out below:

*Techniques used for valuing investment properties*

The Discounted Cash Flow method involves the projection of a series of periodic cash flows either to an operating investment property or a development investment property. To this projected cash flow series, an appropriate, market-derived discount rate is applied to establish an indication of the present value of the income stream associated with the investment property. The calculated periodic cash flow is typically estimated as gross income less vacancy and collection losses and less operating expenses/outgoings. A series of periodic net operating income along with an estimate of the reversion/terminal/exit value anticipated at the end of the projection period, are discounted to present value. The aggregate of the net present values equals the estimated fair value of the investment property.

The Direct Capitalization method converts anticipated future cash flow benefits in the form of rental income into present value. This approach requires estimation of normalized annual future cash inflows and application of investor yield or return requirements in the form of capitalization rates.

The Comparable method involves the comparison of the Trust's investment properties to similar investment properties that have transacted within a recent time frame from which a fair value is estimated based on the price per square foot of these comparable sales.

*Derivative financial instruments*

Derivative financial instruments, including embedded derivatives, are recognized on the consolidated statement of financial position at fair value. Subsequent to initial recognition, these derivatives are measured at fair value. The fair value of derivative instruments is based on forward rates considering the market price, rate of interest and volatility and takes into account the credit risk of the financial instrument. Changes in estimated fair value at each reporting date are included in profit and loss. Embedded derivatives are separated from the host contract and accounted for separately if the economic characteristics and risks of the host contract and the embedded derivative are not closely related and if the entire contract is not measured at fair value with changes in fair value recognized in profit and loss.

## 3. Significant Accounting Policies

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements.

### (a) Basis of consolidation

**(i) Subsidiaries**

Subsidiaries are entities controlled by the Trust. Control exists when the Trust has the existing rights that give it the current ability to direct the activities that significantly affect the entities' returns. Subsidiaries are consolidated from the date that control commences until the date that control ceases.

**(ii) Joint operations**

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. Those parties are called joint operators. The consolidated financial statements include the Trust's proportionate share of the joint operations' assets, liabilities, revenue and expenses with items of a similar nature on a line-by-line basis, from the date that joint control commences until the date that joint control ceases.

### (b) Financial instruments

**(i) Recognition and initial measurement**

Financial assets and liabilities are recognized when the Trust becomes party to the contractual provisions of the financial instrument. Financial assets and financial liabilities are initially recognized at fair value, and their subsequent measurement is dependent on their classification as described below. If a financial asset or liability is not subsequently measured at fair value through profit or loss (FVTPL), the initial measurement includes transaction costs that are directly attributable to its acquisition or issue.

Financial assets and liabilities are offset, and the net amount is reported in the statement of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

**(ii) Classification and subsequent measurement**

The Trust classifies its financial assets and financial liabilities in the following measurement categories:

- those to be measured subsequently at FVTPL; and
- those to be measured at amortized cost.

The classification of financial assets depends on the business model for managing the financial assets and the contractual terms of the cash flows, and on the Trust's designation of such instruments. Financial liabilities are classified as those to be measured at amortized cost unless they are designated as those to be measured subsequently at FVTPL.

Financial instruments are not reclassified subsequent to their initial recognition, unless the Trust identifies changes in its business model in managing financial assets and would reassess the classification of financial instruments.

The Trust's business model objective is to collect contractual cash flows and the contractual cash flows are solely payments of principal and/or interest, and as such financial assets are generally subsequently measured at amortized cost using the effective interest method net of any impairment loss. All other financial assets, including derivatives, are subsequently measured at FVTPL.

Financial assets measured at amortized cost comprise cash and cash equivalents, restricted cash, receivables and deposits.

*Cash and cash equivalents*

Cash and cash equivalents comprise cash balances and term deposits with original maturities of three months or less.

The Trust derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

Financial liabilities are generally subsequently measured at amortized cost using the effective interest method unless they are held for trading, they are derivatives, or they have been designated as those to be measured subsequently at FVTPL.

Financial liabilities measured at amortized cost comprise mortgage loans payable, convertible debentures, bank loans, trade and other payables and distributions payable to unitholders.

The Trust derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire.

Derivative financial instruments are subsequently measured at fair value, and changes therein are recognized immediately in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payments of principal and interest. Embedded derivatives in financial liabilities are treated as separate derivatives when their risks and characteristics are not closely related to those of the host contract, a separate instrument with the same terms as the embedded derivative meets the definition of a derivative, and the combined instrument is not measured at fair value through profit or loss. Changes in the fair value of separable embedded derivatives are recognized immediately in profit or loss.

The following table summarizes the classification under IFRS 9 *Financial Instruments* (''IFRS 9''):

| Asset/Liability | Classification under IFRS 9 |
|---|---|
| Cash and cash equivalents | Amortized cost |
| Receivables | Amortized cost |
| Mortgage loans payable | Amortized cost |
| Convertible debentures | Amortized cost |
| Bank loans | Amortized cost |
| Trade and other payables | Amortized cost |
| Distribution payable to unitholders | Amortized cost |
| Derivative financial instruments | Fair value through profit and loss |
| Class B LP Units | Fair value through profit and loss |

**(iii) Impairment**

The Trust uses the expected credit loss (ECL) model for calculating impairment and recognizes expected credit losses as a loss allowance in the consolidated statement of financial position if they relate to a financial asset measured at amortized cost. For trade receivables, the Trust applies the simplified approach as permitted by IFRS 9 which requires lifetime expected credit losses be recognized from initial recognition of receivables. The carrying amount of these assets in the consolidated statement of financial position is stated net of any loss allowance.

Impairment losses are recorded in the Trust administration expenses in the consolidated statement of comprehensive income with the carrying amount of the financial asset or group of financial assets reduced through the use of impairment allowance accounts. In periods subsequent to the impairment where the impairment loss has decreased, and such decrease can be related objectively to conditions and changes in factors occurring after the impairment was initially recognized, the previously recognized impairment loss would be reversed through the consolidated statement of comprehensive income. The impairment reversal would be limited to the lesser of the decrease in impairment or the extent that the carrying amount of the financial asset at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized, after the reversal.

**(iv) Trust units**

Trust units are redeemable at the option of the holder and, therefore, are considered puttable instruments. Puttable instruments are required to be accounted for as financial liabilities, except where certain conditions are met in accordance with IAS 32 *Financial Instruments: Presentation* ("IAS 32"), in which case, the puttable instruments may be presented as equity.

BTB's trust units meet the conditions of IAS 32 and are therefore presented as equity.

**(v) Convertible debentures**

The convertible debentures, which are considered financial liabilities, are convertible into Trust units. Since BTB's trust units meet the definition of a financial liability, the conversion and redemption options are considered embedded derivatives. As the conversion and redemption options are not considered closely related to the debt contract host, the non-derivative and derivative components of the convertible debentures are separated upon initial recognition using the residual fair value approach. Subsequently, the non-derivative liability component is measured at amortized cost.

**(vi) Class B LP Units**

The Class B LP Units issued by one of the limited partnerships that the Trust controls, are classified as "financial liabilities", as they are exchangeable into Trust units on a one-for-one basis at any time at the option of the holder. The Class B LP Units are measured at fair value and presented as part of the liabilities in the statement of financial position, with changes in fair value recorded in the statement of comprehensive income. The fair value of the Class B LP Units is determined with reference to the market price of the Trust units on the date of measurement. Distributions on the Class B LP Units are recognized in the statement of comprehensive income when declared.

### (c) Investment properties

Investment properties are held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Investment properties are measured at cost on initial recognition and subsequently at fair value with any change therein recognized in profit or loss. The Trust capitalizes the costs incurred to increase capacity, replace certain components and make improvements after the acquisition date. The Trust also capitalizes major maintenance and repair expenses providing benefits that will last far beyond the end of the reporting period. Investment properties includes income properties, properties under development and land held for future development if necessary.

Cost includes expenditures that are directly attributable to the acquisition of the investment properties.

The Trust makes payments to agents for services in connection with negotiating lease contracts with the Trust's lessees. These leasing fees are capitalized within the carrying amount of the related investment properties and then considered in the fair value adjustment of the investment properties at the next reporting period.

Should the use of an investment property change and be reclassified as property and equipment, its fair value at the date of reclassification would become its cost for subsequent accounting.

### (d) Property and equipment

**(i) Recognition and measurement**

Property and equipment is measured at cost less accumulated depreciation and accumulated impairment losses.

When parts of an item of property and equipment have different useful lives, they are accounted for as separate items (major components).

Gains and losses on disposal of an item of property and equipment are determined by comparing the proceeds from disposal with the carrying amount of property and equipment, and are recognized within profit or loss on a net basis.

**(ii) Depreciation**

Depreciation is calculated over the depreciable amount, which is the cost of an asset, less its residual value.

Depreciation is recognized in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property and equipment, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

The estimated useful lives for the current and comparative periods are as follows:

| | |
|---|---|
| Equipment, furniture and fixtures | 3 - 10 years |
| Rolling stock | 3 - 5 years |

Depreciation methods, useful lives and residual values are reviewed at each annual reporting date and adjusted when appropriate.

**(iii) Impairment**

The carrying amount of the Trust's property and equipment is reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. The recoverable amount of an asset is the greater of its value in use and its fair value less costs to sell. An impairment loss is recognized if the carrying amount of an asset exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss.

### (e) Leases

At contract inception, the Trust assesses whether a contract is or contains a lease based on the definition of a lease. Under IFRS 16 *Leases* ("IFRS 16"), a contract is, or contains, a lease if the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration.

At inception or on reassessment of a contract that contains a lease component, the Trust allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices.

**(i) As a lessor**

The Trust leases out its investment properties, including right-of-use assets. The Trust has classified these leases as operating leases. The Trust has applied IFRS 15 Revenue from Contracts with Customers to allocate consideration in the contract to each lease and non-lease component.

**(ii) As a lessee**

The Trust recognizes a right-of-use asset and a lease liability at the lease commencement date. Right-of-use assets that meet the definition of investment property are presented within investment properties. These right-of-use assets are initially measured at cost, and subsequently measured at fair value, in accordance with the Trust's accounting policies.

However, the Trust has elected not to recognize right-of-use assets and lease liabilities for some leases of low-value assets (e.g., equipment). The Trust recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Trust's incremental borrowing rate for similar assets. Generally, the Trust uses its incremental borrowing rate as the discount rate.

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payments made. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, a change in the estimate of the amount expected to be payable under a residual value guarantee, or as appropriate, changes in the assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

### (f) Provisions

Provisions are recognized when the Trust has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Where the Trust expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset. The expense relating to any provision is presented in profit or loss, net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current rate that reflects the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

### (g) Revenue recognition

**(i) Rental revenue – lease components**

Rental revenue for lease components is recognized when the service has been rendered and the amount of expected consideration can be reliably estimated, which is over the term of the related lease.

In most cases, revenue recognition under a lease begins when the tenant takes possession of, or controls, the physical use of the leased property. Generally, this occurs on the lease commencement date, or when the Trust is required to make additions to the leased property in the form of tenant improvements, upon substantial completion of the additions. Certain leases provide for tenant occupancy during periods for which no rent is due ("free rent period") or where minimum rent payments change during the term of the lease. Accordingly, rental revenue is recognized in profit or loss on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which user's benefit derived from the leased asset is diminished. Any deferred amounts related to straight-line lease adjustments are recognized within investment properties. Lease incentives which are mostly leasehold improvements and payments of monetary allowances to tenants, are amortized over the lease term as a reduction of rental revenue and are recognized as adjustments to the carrying amount of investment properties. The lease term is the non-cancellable period of the lease together with any further extension for which the tenant has the option to continue the lease, where, at the inception of the lease, the Trust is reasonably certain that the tenant will exercise that option.

Cancellation fees or premiums received to terminate leases are recognized in profit and loss at the effective date of the lease termination and when the Trust no longer has any performance obligations under the related lease.

**(ii) Rental revenue – non-lease components**

Leases generally provide for the tenants' payment of maintenance expenses of common elements and other operating costs. These services are considered to be a single performance obligation rendered to tenants over time. These recoveries are accounted for as variable consideration and are recognized as operating revenues in the periods in which the services are provided.

### (h) Earnings per unit

The Trust presents basic earnings per unit data for its Trust units. Basic earnings per unit are calculated by dividing the profit or loss attributable to unit holders of the Trust by the weighted average number of Trust units outstanding during the period.

### (i) Financial income and financial expenses

Financial income comprises interest income on funds invested and balance of sale. Interest income is recognized as it accrues in profit or loss, using the effective interest method.

Financial expenses comprise interest on mortgage loans payable, convertible debentures, bank loans, lease liabilities and other payables, as well as accretion of the non-derivative liability component of convertible debentures, and accretion of effective interest on mortgage loans payable and convertible debentures.

Net financial expenses comprise financial expenses, distributions to Class B LP unitholders, fair value adjustment on Class B LP Units and changes in the fair value of derivative financial instruments.

### (j) Operating segment

An operating segment is a component of the Trust that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Trust's other components. All operating segments' operating results are reviewed regularly by the Trust's Chief Executive Officer ("CEO") to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available. Segment results that are reported to the CEO include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

### (k) Unit-based compensation

**(i) Deferred unit compensation plan for trustees and certain executive officers**

Compensation costs related to the deferred unit compensation plan for trustees and certain executive officers are recognized at the time they are granted. These units are initially measured at fair value based on the trading price of the Trust units and are revalued at the end of each reporting period, until settlement. Any changes in fair value are recognized as compensation expense in profit or loss.

**(ii) Employee unit purchase plan**

Compensation costs related to the employee unit purchase plan are recognized at the time they are granted. These units are initially measured at fair value based on the trading price of the Trust units and are revalued at settlement date. Any changes in fair value are recognized as compensation expense in profit or loss.

**(iii) Restricted unit compensation plan**

Compensation costs related to the restricted unit compensation plan are recognized at the time they are granted. These units are initially measured at fair value based on the trading price of the Trust units and are revalued at the end of each reporting period, until settlement. Any changes in fair value are recognized as compensation expense in profit or loss. The compensation expense is amortized using the graded vesting method.

**(iv) Cash settled share-based retirement compensation plan**

Compensation costs related to the RA Plan are recognized as the phantom units are granted and subsequently remeasured at each reporting period date at fair value. The plan is considered cash-settled share-based payments. The phantom units are recognized as a liability and remeasured at fair value based on the trading price of the Trust units at each reporting date with the change in profit or loss.

### (l) Income taxes

BTB is a mutual fund trust and a Real Estate Investment Trust ("REIT") pursuant to the Income Tax Act (Canada). Under current tax legislation, a REIT is entitled to deduct distributions of taxable income such that, it is not liable to pay income tax provided that its taxable income is fully distributed to unitholders. BTB has reviewed the proscribed conditions under the Income Tax Act (Canada) and has determined that it qualifies as a REIT for the year. BTB intends to continue to qualify as a REIT and to make distributions not less than the amount necessary to ensure that BTB will not be liable to pay income taxes. Accordingly, no current or deferred income taxes have been recorded in the consolidated financial statements.

### (m) Fair value measurement

The Trust measures financial instruments, such as derivatives, and non-financial assets, such as investment properties (including right-of-use assets), at fair value at each reporting date. Fair value is the price that would be received to sell an asset or pay to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Trust. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability assuming that market participants act in their economic best interests. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Trust uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Trust determines whether transfers have occurred between Levels in the hierarchy by reassessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Trust has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

## 4. Investment Properties

| For the years ended December 31, | 2022 | 2021 |
|---|---|---|
| | $ | $ |
| Balance beginning of year | 1,110,971 | 903,870 |
| Acquisitions of investment properties (note 4(a)) | 96,155 | 185,864 |
| Dispositions of investment properties (note 4(b)) | (42,674) | (4,450) |
| Capital expenditures | 3,370 | 3,672 |
| Capitalized leasing fees | 1,531 | 936 |
| Capitalized lease incentives | 5,020 | 3,466 |
| Lease incentives amortization | (3,113) | (3,292) |
| Straight-line lease adjustment | 1,822 | 1,334 |
| Net changes in fair value of investment properties | (8,201) | 19,571 |
| Balance end of year | 1,164,881 | 1,110,971 |

The fair value of a subset of the Trust's investment properties comprised of a selection of the most significant investment properties and approximately 1/3 of the remaining investment properties is determined annually on the basis of valuations made by independent external appraisers having appropriate professional qualifications, using recognized valuation techniques, comprising the Discounted Cash Flow, the Direct Capitalization and Comparable methods. The selection of investment properties subject to independent external valuation is determined by management based on its assessment of circumstances that in its view, may impact the value of a particular individual investment property. The fair value of the remaining investment properties is determined by management using internally generated valuations based on the Direct Capitalization and Discounted Cash Flow methods.

In determining the fair value of investment properties, the Trust has adjusted cash flow assumptions for its estimate of near-term disruptions to cash flows to reflect collections, vacancy and assumptions on new leasing. The Trust undertook a process to assess the appropriateness of the rates considering changes to property level cash flows and any risk premium inherent in such cash flow changes. These considerations are reflected in the fair value adjustments of investment properties.

At December 31, 2022, independent external appraisals were obtained in 2022 for investment properties with an aggregate fair value of $821,315 (December 31, 2021 - $672,109).



The fair value of investment properties is based on Level 3 inputs. There have been no transfers during the year between levels. The significant inputs used to determine the fair value of the Trust's investment properties are as follows:

| | Industrial | Off downtown core office | Necessity-based retail |
|---|---|---|---|
| **As at December 31, 2022** | | | |
| Capitalization rate | 4.75% -6.75% | 5.75% - 8.25% | 5.50% - 8.00% |
| Terminal capitalization rate | 4.75% - 7.50% | 5.75% - 8.00% | 5.50% - 8.00% |
| Discount rate | 5.50% - 8.25% | 6.25% - 8.75% | 6.25% - 8.75% |
| Weighted average capitalization rate | 5.75% | 6.76% | 6.84% |
| **As at December 31, 2021** | | | |
| Capitalization rate | 4.50% - 8.50% | 5.25% - 8.50% | 5.25% - 7.75% |
| Terminal capitalization rate | 4.75% - 7.00% | 5.50% - 7.50% | 6.00% - 7.00% |
| Discount rate | 5.75% - 7.50% | 5.50% - 8.25% | 6.50% - 7.50% |
| Weighted average capitalization rate | 5.72% | 6.41% | 6.62% |

The following table provides a sensitivity analysis of the fair value of investment properties for changes in the weighted average capitalization rate as at December 31, 2022, which is representative of the sensitivity to changes in the discount rate and terminal capitalization rate as at December 31, 2022.

| **Capitalization rate sensitivity**<br>**Increase (decrease)** | Fair Value | Change in fair value |
|---|---|---|
| | $ | $ |
| (0.50) % | 1,263,849 | 98,968 |
| (0.25) % | 1,212,292 | 47,412 |
| Base rate | 1,164,881 | - |
| 0.25 % | 1,121,004 | (43,877) |
| 0.50 % | 1,080,390 | (84,491) |

### (a) Acquisitions

The fair value of the assets and liabilities recognized in the consolidated statement of financial position on the date of the acquisition during the year ended December 31, 2022, were as follows:

**(i) Acquisitions in 2022**

**Fair value recognized on acquisition**

| Acquisition date | Property type | Location | Interest acquired | Investment properties, including acquisition costs | Mortgage loan assumed | Acquisition costs | Net consideration |
|---|---|---|---|---|---|---|---|
| | | | % | $ | $ | $ | $ |
| January 2022 | Office | Ottawa, ON | 100 | 34,908 | - | - | 34,908 |
| January 2022 | Office | Ottawa, ON | 100 | 3,192 | - | - | 3,192 |
| April 2022 | Industrial | Ottawa, ON | 100 | 12,410 | - | - | 12,410 |
| June 2022 | Industrial | Montreal, QC | 100 | 15,000 | - | - | 15,000 |
| June 2022 | Industrial | Leduc, AB | 100 | 13,150 | (9,474) | - | 3,676 |
| September 2022 | Industrial | Edmonton, AB | 100 | 15,750 | - | - | 15,750 |
| Acquisition costs | | | | - | - | 1,745 | 1,745 |
| **Total** | | | | **94,410** | **(9,474)** | **1,745** | **86,681** |

#### ii) Acquisitions in 2021

Fair value recognized on acquisition

| Acquisition date | Property type | Location | Interest acquired | Investment properties, including acquisition costs | Mortgage loan assumed | Acquisition costs | Net consideration |
|---|---|---|---|---|---|---|---|
| | | | % | $ | $ | $ | $ |
| June 2021 | Industrial | Montreal, QC | 100 | 15,250 | (9,913) | - | 5,337 |
| November 2021 | Office | Montreal, QC | 100 | 35,818 | (23,400) | - | 12,418 |
| November 2021 | Office | Montreal, QC | 100 | 37,807 | (24,700) | - | 13,107 |
| December 2021 | Industrial | Leduc, AB | 100 | 6,500 | (4,225) | - | 2,275 |
| December 2021 | Office | Edmonton, AB | 100 | 4,500 | (2,925) | - | 1,575 |
| December 2021 | Industrial | Edmonton, AB | 100 | 6,500 | (4,225) | - | 2,275 |
| December 2021 | Industrial | Edmonton, AB | 100 | 8,900 | (5,785) | - | 3,115 |
| December 2021 | Industrial | Edmonton, AB | 100 | 14,100 | (9,150) | - | 4,950 |
| December 2021 | Industrial | Edmonton, AB | 100 | 12,400 | (8,066) | - | 4,334 |
| December 2021 | Industrial | Saskatoon, SK | 100 | 4,600 | (3,182) | - | 1,418 |
| December 2021 | Industrial | Saskatoon, SK | 100 | 20,700 | (13,441) | - | 7,259 |
| December 2021 | Industrial | Saskatoon, SK | 100 | 5,000 | (3,246) | - | 1,754 |
| December 2021 | Industrial | Saskatoon, SK | 100 | 10,500 | (6,818) | - | 3,682 |
| Acquisition costs | | | | - | - | 3,289 | 3,289 |
| **Total** | | | | **182,575** | **(119,076)** | **3,289** | **66,788** |

### (b) Dispositions

#### (i) Dispositions in 2022

| Disposal date | Property type | Location | Gross proceeds | Mortgage reimbursement | Disposition expenses | Net proceeds |
|---|---|---|---|---|---|---|
| | | | $ | $ | $ | $ |
| January 2022 | Industrial | Cornwall, ON | 8,056 | (2,590) | - | 5,466 |
| January 2022 | Industrial | Cornwall, ON | 8,275 | (2,959) | - | 5,316 |
| January 2022 | Industrial | Cornwall, ON | 7,885 | - | - | 7,885 |
| January 2022 | Industrial | Cornwall, ON | 1,775 | - | - | 1,775 |
| June 2022 | Industrial | Magog, QC | 1,798 | - | - | 1,798 |
| September 2022 | Office | Montreal, QC | 4,384 | (2,745) | - | 1,639 |
| December 2022 | Office | Montreal, QC | 5,901 | (2,497) | - | 3,404 |
| December 2022 | Office | Sainte-Therese, QC | 4,600 | - | - | 4,600 |
| Disposition expenses | | | - | - | (1,096) | (1,096) |
| **Total** | | | **42,674** | **(10,791)** | **(1,096)** | **30,787** |

#### (ii) Dispositions in 2021

| Disposal date | Property type | Location | Gross proceeds | Mortgage reimbursement | Disposition expenses | Net proceeds |
|---|---|---|---|---|---|---|
| | | | $ | $ | $ | $ |
| December 2021 | Retail | Montreal, QC | 4,450 | (2,632) | - | 1,818 |
| Disposition expenses | | | - | - | (109) | (109) |
| **Total** | | | **4,450** | **(2,632)** | **(109)** | **1,709** |

### (c) Net changes in fair value of investment properties and disposition expenses

| For the years ended December 31, | 2022 | 2021 |
|---|---|---|
| | $ | $ |
| Net changes in fair value of investment properties (note 4) | (8,201) | 19,571 |
| Disposition expenses (note 4 (b)) | (1,096) | (109) |
| | **(9,297)** | **19,462** |

Net changes in fair value of investment properties includes the net changes in fair value of right-of-use assets related to the investment properties to which a lease is attached.

The disposition expenses include mainly commissions and debt prepayment penalties on mortgage loans related to disposed properties.

## 5. Receivables

| As at December 31, | 2022 | 2021 |
|---|---|---|
| | $ | $ |
| Rents receivable | 3,431 | 4,497 |
| Allowance for expected credit losses | (1,011) | (944) |
| Net rents receivable | 2,420 | 3,553 |
| Unbilled recoveries | 1,142 | 1,388 |
| Other receivables | 1,254 | 587 |
| **Total** | **4,816** | **5,528** |

Credit risk arises from the possibility that tenants may experience financial difficulty and be unable to fulfill their lease commitments. The Trust mitigates this risk by varying its tenant mix and staggering lease terms; avoiding dependence on a single tenant for a significant portion of the Trust's operating revenues and conducting credit assessments for all major new tenants. The Trust analyzes its trade receivables on a regular basis and establishes an allowance for expected credit losses that represents its estimate of lifetime expected credit losses to be incurred in respect of its trade receivables. In assessing the adequacy of the allowance for expected credit losses on tenant receivables, management has considered the likelihood of collection of current receivables.

The Trust's assessment of expected credit losses is inherently subjective due to the forward-looking nature of the assessments. As a result, the value of the expected credit loss is subject to a degree of uncertainty and is made on the basis of assumptions.

## 6. Mortgage Loans Payable

Mortgage loans payable are secured by immovable hypothecs on investment properties having a fair value of approximately $1,140,753 as at December 31, 2022 (December 31, 2021 – $1,079,554).

| As at December 31, | 2022 | 2021 |
|---|---|---|
| | $ | $ |
| Fixed rate mortgage loans payable | 552,275 | 507,401 |
| Floating rate mortgage loans payable | 86,166 | 99,637 |
| Unamortized fair value assumption adjustments | 564 | 755 |
| Unamortized financing expenses | (2,894) | (2,583) |
| **Mortgage loans payable** | **636,111** | **605,210** |
| Short-term portion | 86,094 | 91,185 |
| Weighted average interest rate | 4.09% | 3.49% |
| Weighted average term to maturity (years) | 3.97 | 4.66 |
| Range of annual rates | 2.30% - 8.20% | 2.30% - 6.80% |

As at December 31, 2022, the mortgage loan scheduled repayments are as follows:

| | Scheduled repayments | Principal maturity | Total |
|---|---|---|---|
| | $ | $ | $ |
| 2023 | 18,507 | 67,587 | 86,094 |
| 2024 | 15,961 | 103,795 | 119,756 |
| 2025 | 13,626 | 52,853 | 66,479 |
| 2026 | 11,278 | 105,191 | 116,469 |
| 2027 | 7,472 | 108,932 | 116,404 |
| Thereafter | 15,110 | 118,129 | 133,239 |
| | **81,954** | **556,487** | **638,441** |
| Unamortized fair value assumption adjustments | | | 564 |
| Unamortized financing expenses | | | (2,894) |
| | | | **636,111** |

The Trust may enter into floating-for-fixed interest rate swap agreements on floating interest rate mortgages to hedge the variability in cash flows attributed to fluctuating interest rates. The Trust does not apply hedge accounting to such cash flow hedging relationships (see Note 10). The following table presents relevant information on interest rate swap agreements:

| Transaction date | Original principal amount | Effective fixed interest rate | Settlement basis | Maturity date | Outstanding amount | |
|---|---|---|---|---|---|---|
| | | | | | As at December 31, 2022 | As at December 31, 2021 |
| | $ | % | | | $ | $ |
| March 2013[1] | 7,150 | 4.12 | Monthly | April 2023 | 4,250 | 4,850 |
| June 2016 | 13,000 | 3.45 | Quarterly | June 2026 | 10,649 | 11,074 |
| November 2017 | 23,200 | 3.88 | Monthly | November 2027 | 21,331 | 22,015 |
| November 2017 | 23,075 | 3.90 | Monthly | December 2027 | 20,068 | 20,718 |
| **Total** | **66,425** | | | | **56,298** | **58,657** |

(1) The mortgage associated to this swap agreement has been repaid with the revolving credit facility (note 8).



## 7. Convertible Debentures

As at December 31, 2022, the Trust had two series of subordinated, convertible, redeemable debentures outstanding.

| | Capital | Interest rates: Coupon | Interest rates: Effective | Unit conversion price | Interest payments | Maturity |
|---|---|---|---|---|---|---|
| | | % | % | $ | | |
| Series G | 24,000 | 6.00 | 7.30 | 5.42 | Semi-annual | October 2024 |
| Series H | 20,280 | 7.00 | 8.28 | 3.64 | Semi-annual | October 2025 |

| | Series G | Series H | Total |
|---|---|---|---|
| | $ | $ | $ |
| **As at December 31, 2022** | | | |
| Non-derivative liability component upon issuance | 24,000 | 27,309 | 51,309 |
| Accretion of non-derivative liability component | - | 709 | 709 |
| | 24,000 | 28,018 | 52,018 |
| Conversion options exercised by holders | - | (8,848) | (8,848) |
| | 24,000 | 19,170 | 43,170 |
| Unamortized financing expenses | (557) | (671) | (1,228) |
| **Non-derivative liability component** | **23,443** | **18,499** | **41,942** |
| **Conversion and redemption options liability (asset) component at fair value** | **88** | **28** | **116** |

| | Series G | Series H | Total |
|---|---|---|---|
| | $ | $ | $ |
| **As at December 31, 2021** | | | |
| Non-derivative liability component upon issuance | 24,000 | 27,309 | 51,309 |
| Accretion of non-derivative liability component | - | 407 | 407 |
| | 24,000 | 27,716 | 51,716 |
| Conversion options exercised by holders | - | (7,152) | (7,152) |
| | 24,000 | 20,564 | 44,564 |
| Unamortized financing expenses | (807) | (938) | (1,745) |
| **Non-derivative liability component** | **23,193** | **19,626** | **42,819** |
| **Conversion and redemption options liability component at fair value** | **44** | **10,649** | **10,693** |

### Series G

In October 2019, the Trust issued Series G subordinated convertible, redeemable, unsecured debentures bearing 6.00% interest payable semi-annually and maturing in October 2024, in the amount of $24,000. The debentures are convertible at the holder's option at any time before October 2024, at a conversion price of $5.42 per unit ("Series G Conversion Price").

These debentures are not redeemable before October 31, 2024, except in the case of a change in control. As of October 31, 2022, but before October 31, 2023, under certain conditions, the debentures will be redeemable by the Trust at a redemption price equal to their principal amount plus accrued, unpaid interest, provided that the average weighted price based on the volume of units traded on the Toronto Stock Exchange during a period of 20 consecutive trading days ending on the fifth trading day prior to the date on which an advanced notice of redemption is given (the "current market price") is at least 125% of the conversion price.

As of October 31, 2023, but before October 31, 2024, under certain conditions, the debentures will be redeemable by the Trust, in whole or in part at any time and for a redemption price equal to the principal amount thereof plus accrued and unpaid interest. The Trust may, under certain conditions, elect to satisfy its obligation to pay the principal amount of the debentures that are to be redeemed or that have matured by issuing a number of units obtained by dividing the principal amount of the debentures by 95% of the current market price on the date of redemption or maturity.

As of December 31, 2022, no conversion options have been exercised by holders on debentures.

**Series H**

In September 2020, the Trust issued Series H subordinated convertible, redeemable, unsecured debentures bearing 7.00% interest payable semi-annually and maturing on October 31, 2025, in the amount of $30,000. The debentures are convertible at the holder's option at any time before October 31, 2025, at a conversion price of $3.64 per unit ("Series H Conversion Price").

These debentures are not redeemable before October 31, 2023, except in the case of a change in control. As of October 31, 2023, but before October 31, 2024, under certain conditions, the debentures will be redeemable by the Trust at a redemption price equal to their principal amount plus accrued, unpaid interest, provided that the average weighted price based on the volume of units traded on the Toronto Stock Exchange during a period of 20 consecutive trading days ending on the fifth trading day prior to the date on which an advanced notice of redemption is given (the "current market price") is at least 125% of the conversion price.

As of October 31, 2024, but before October 31, 2025, under certain conditions, the debentures will be redeemable by the Trust, in whole or in part at any time and for a redemption price equal to the principal amount thereof plus accrued and unpaid interest. The Trust may, under certain conditions, elect to satisfy its obligation to pay the principal amount of the debentures that are to be redeemed or that have matured by issuing a number of units obtained by dividing the principal amount of the debentures by 95% of the current market price on the date of redemption or maturity.

As of December 31, 2022, conversion options have been exercised by holders on debentures representing a nominal amount of $9,720 (December 31, 2021 – $7,857).

## 8. Bank Loans

The Trust has access to two credit facilities. The first is an acquisition line of credit in the amount of $8,000, with a possible capacity of up to $23,000. This line of credit bears interest at a rate of 1% above the prime rate. As at December 31, 2022, $900 was due under the acquisition line of credit (December 31, 2021 – $0). The line of credit is secured by an immoveable second rank hypothec on five properties having a fair value of $93,406.

The second is a revolving credit facility in the amount of $40,000 with an accordion option of up to an additional $20,000. This revolving credit facility bears interest at a rate of 1% above the prime rate or 2.25% above the Bankers' Acceptance rate. As at December 31, 2022, $8,997 was due under the revolving credit facility (December 31, 2021 - $35,468).

The revolving credit facility is secured by an immoveable first rank hypothec on one property having a fair value of $18,275 and by negative pledge of a selection of borrowing base properties having a fair value of $137,499.

## 9. Class B LP Units

| Years ended | December 31, 2022 | | December 31, 2021 | |
|---|---|---|---|---|
| | Units | $ | Units | $ |
| Units outstanding, beginning of year | 347,265 | 1,417 | 397,265 | 1,402 |
| Exchange into Trust units | - | - | (50,000) | (216) |
| Fair value adjustment | - | (149) | - | 231 |
| **Units outstanding, end of year** | **347,265** | **1,268** | **347,265** | **1,417** |

The Class B LP Units are exchangeable into Trust units on a one-for-one basis at any time at the option of the holder.

The Class B LP Units are entitled to distribution equal to distribution declared on Trust units, on a one-to-one basis. Distributions on Class B LP Units are recognized in the statement of comprehensive income when declared.



| As at December 31, | 2022 | 2021 |
|---|---|---|
| | $ | $ |
| Distribution to Class B LP unitholders | 104 | 108 |
| Distribution per Class B LP unit | 0.30 | 0.30 |

## 10. Fair Value Measurement

The following tables show the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. They do not include the fair value of cash and cash equivalents, restricted cash, receivables, balance of sale, trade and other payables and distribution payable to unitholders, which approximated their carrying amount as at December 31, 2022 and December 31, 2021 because of their short-term maturity or because they bear interest at current market rates.

| As at December 31, 2022 | Carrying amount | | | Fair value |
|---|---|---|---|---|
| | | Level 1 | Level 2 | Level 3 |
| | $ | $ | $ | $ |
| **Measured at fair value** | | | | |
| Conversion and redemption options of convertible debentures (note 7) | 116 | - | - | 116 |
| Interest rate swap asset | (3,754) | - | (3,754) | - |
| Class B LP Units (note 9) | 1,268 | 1,268 | - | - |
| **For which fair values are disclosed** | | | | |
| Mortgage loans payable (note 6) | 638,441 | - | 600,844 | - |
| Convertible debentures, including their conversion and redemption features (note 7) | 42,058 | 44,007 | - | - |
| Bank loans (note 8) | 9,897 | - | 9,897 | - |

| As at December 31, 2021 | Carrying amount | | | Fair value |
|---|---|---|---|---|
| | | Level 1 | Level 2 | Level 3 |
| | $ | $ | $ | $ |
| **Measured at fair value** | | | | |
| Conversion and redemption options of convertible debentures (note 7) | 10,693 | - | - | 10,693 |
| Interest rate swap liability | 553 | - | 553 | - |
| Class B LP Units (note 9) | 1,417 | 1,417 | - | - |
| **For which fair values are disclosed** | | | | |
| Mortgage loans payable (note 6) | 607,038 | - | 614,158 | - |
| Convertible debentures, including their conversion and redemption features (note 7) | 53,512 | 48,376 | - | - |
| Bank loans (note 8) | 35,468 | - | 35,468 | - |

The fair value of mortgage loans payable was calculated by discounting cash flows from future payments of principal and interest using the period end market rates for various loans with similar risk and credit profiles. The period end market rates have been estimated by reference to published mortgage rates by major financial institutions for similar maturities.

The fair value of convertible debentures, including their conversion and redemption features, was determined with reference to the last quoted trading price preceding the period end.

The fair value of the Class B LP Units is determined with reference to the market price of the Trust units as at period end.

The fair values of derivative financial instruments, which comprise the conversion and redemption options of convertible debentures and an interest rate swap, are based respectively on the partial differential equation method and the discounted future cash flows method. The assumptions used in the partial differential equation method are estimated by reference to the market price of the Trust units and its volatility, and take into account the credit risk of the financial instrument. The assumptions used in the discounted future cash flows method are estimated by reference to the Canadian Dollar Offered Rate ("CDOR") forward rates.

Such fair value estimates are not necessarily indicative of the amounts the Trust might pay or receive in actual market transactions. Potential transaction costs have also not been considered in estimating fair value.

The following tables provide a reconciliation of Level 3 fair value measurements on the consolidated statements of financial position:

| | Conversion and redemption options of convertible debentures |
|---|---|
| | $ |
| **Year ended December 31, 2022** | |
| Balance beginning of period | 10,693 |
| Conversion options exercised by holders | (667) |
| Change for the period recognized in profit or loss under Net adjustment to fair value of derivative financial instruments | (9,910) |
| **Balance end of year** | **116** |

| | Conversion and redemption options of convertible debentures |
|---|---|
| | $ |
| **Year ended December 31, 2021** | |
| Balance beginning of year | 6,486 |
| Conversion options exercised by holders | (2,018) |
| Change for the period recognized in profit or loss under Net adjustment to fair value of derivative financial instruments | 6,225 |
| **Balance end of year** | **10,693** |

The following table provides a sensitivity analysis for the volatility applied in fair value measurement of the conversion and redemption options of convertible debentures at December 31, 2022:

| | Conversion and redemption options of convertible debentures | Volatility |
|---|---|---|
| | $ | % |
| **Volatility sensitivity** | | |
| **Increase (decrease)** | | |
| (0.50)% | 23 | 28.96 |
| December 31, 2022 | 116 | 29.46 |
| 0.50% | 181 | 29.96 |

As shown in the sensitivity analysis above, the fair value of the conversion and redemption options of convertible debentures is impacted by a change in the volatility used in the valuation model. Generally, an increase in the volatility, other things being equal, will result in an increase in fair value of the conversion and redemption options of convertible debentures and vice-versa.

## 11. Unit-based Compensation

### (a) Deferred unit compensation plan for trustees and certain executive officers

The Trust offers a deferred unit compensation plan for its trustees and certain executive officers. Under this plan, the trustees and certain executive officers may elect to receive as compensation either cash, deferred units, or a combination of both.

The following table presents relevant information on changes in the number of deferred units:

| For the years ended December 31, | 2022 | 2021 |
|---|---|---|
| | Deferred units | Deferred units |
| Outstanding, beginning of year | 103,116 | 87,920 |
| Trustees' compensation | 9,558 | 8,484 |
| Distributions paid in units | 9,053 | 6,712 |
| **Outstanding, end of year** | **121,727** | **103,116** |

As at December 31, 2022, the liability related to the plan was $446 (December 31, 2021 - $410). The related revenue recorded in profit or loss amounted to $72 and $36, for the three months and year ended December 31, 2022 (for the three months and year ended December 31, 2021 – expense of $14 and an expense of $99).

### (b) Employee unit purchase plan

The Trust offers an optional employee unit purchase plan to all its employees. Under this plan, the employees may contribute, each year, pursuant to a maximum of 3% to 7% of their base salary depending on their years of service with the Trust. For each two units purchased by an employee, the Trust issues one unit from treasury.

As at December 31, 2022, the liability related to the plan was $54 (December 31, 2021 -$61). The related expense and revenue recorded in profit and loss amounted to respectively $54 and $41 for the three months and year December 31, 2022 (for the three months and year ended December 31, 2021 -$0 and $0). The 11,915 units related to 2021 purchases were issued in February 2022 (14,351 units related to 2020 purchases).

### (c) Restricted unit compensation plan

The Trust offers a restricted unit compensation plan for all executive officers and key employees. Under this plan, the executive officers and key employees are eligible to receive restricted units.

The following table presents relevant information on changes in the restricted units:

| For the years ended December 31, | 2022 | 2021 |
|---|---|---|
| | Restricted units | Restricted units |
| Outstanding, beginning of period | 161,536 | 139,724 |
| Granted | 93,576 | 95,058 |
| Cancelled | - | (1,524) |
| Settled | (116,529) | (71,722) |
| **Outstanding, end of year** | **138,583** | **161,536** |

As at December 31, 2022, the liability related to the plan was $446 (December 31, 2021 - $552). The related revenue and expense recorded in profit and loss amounted to respectively $244 and $357 for the three months and year ended December 31, 2022 (for the three months and year ended December 31, 2021 – expense of $52 and $336).

### (d) Cash settled share-based retirement compensation plan

On February 9, 2021, the Board of Trustees retroactively approved a cash settled phantom share-based retirement allowance plan (RA Plan) for the President and Chief Executive Officer with a start date of July 1, 2020, to form part of a long-term incentive compensation plan until retirement. Under this plan, phantom units are granted at set dates to July 1, 2026, based on a predetermined cash value. The number of phantom units granted at each vest date is based on the average closing trading price of the last 5 days prior to granting. The granted RA Plan units are to be paid out on retirement based on the average closing trading price of the last 20 days. As at December 31, 2022, the long-term obligation related to the plan was $596. The related expense recorded in profit and loss amounted to $33 and $107 for the three months and year ended December 31, 2022 (for the three months and year ended December 31, 2021 – expense of $29 and $465).

## 12. Trust Units Issued and Outstanding

BTB is authorized to issue an unlimited number of trust units. Each trust unit represents a single vote at any meeting of unitholders and entitles the unitholder to receive a pro rata share of all distributions. The unitholders have the right to require BTB to redeem their trust units on demand. Upon receipt of the redemption notice, all rights to and under the trust units tendered for redemption are surrendered and the holder thereof is entitled to receive a price per trust unit ("Redemption Price"), as determined by a market formula. The Redemption Price is to be paid in accordance with the conditions provided for in the Declaration of Trust. BTB trust units are considered liability instruments under IFRS because the trust units are redeemable at the option of the holder, however they are presented as equity in accordance with IAS 32.

Trust units issued and outstanding are as follows:

| For the years ended December 31, | 2022 | | 2021 | |
|---|---|---|---|---|
| | Units | $ | Units | $ |
| Trust units outstanding, beginning of year | 74,126,971 | 351,540 | 63,439,435 | 309,394 |
| Issue pursuant to a public issue | 9,584,100 | 38,545 | 7,809,650 | 30,266 |
| Trust unit issuance costs | - | (269) | - | (263) |
| | 83,711,071 | 389,816 | 71,249,085 | 339,397 |
| Issue pursuant to the distribution reinvestment plan (a) | 872,983 | 3,182 | 752,280 | 2,943 |
| Issue pursuant to the employee unit purchase plan (note 11 (b)) | 11,915 | 48 | 14,351 | 52 |
| Issue pursuant to the restricted unit compensation plan (note 11 (c)) | 130,506 | 518 | 71,722 | 256 |
| Class B LP units exchange into Trust units | - | - | 50,000 | 227 |
| Issue pursuant to conversion of convertible debentures (note 7) | 511,804 | 2,396 | 1,989,533 | 8,665 |
| **Trust units outstanding, end of year** | **85,238,279** | **395,960** | **74,126,971** | **351,540** |

### (a) Distribution reinvestment plan

BTB offers a distribution reinvestment plan for its trust unitholders. Participation in the plan is optional and under the terms of the plan, cash distributions on trust units are used to purchase additional trust units. The trust units are issued from BTB's treasury at a price based on the volume-weighted average of the trading prices on the Toronto Stock Exchange for the last five trading days before the distribution date, less a 3% discount.

### (b) Distributions

| For the years ended December 31, | 2022 | 2021 |
|---|---|---|
| | $ | $ |
| Distribution to unitholders | 24,927 | 21,356 |
| Distribution per Trust unit | 0.30 | 0.30 |

### (c) Normal course issuer bid ("NCIB")

On November 7, 2022, the Toronto Stock Exchange (TSX) approved a normal course issuer bid ("NCIB"), permitting BTB to repurchase for cancellation up to 5,838,023 units from November 10, 2022 to November 9, 2023, representing approximately 7% of the Trust's issued and outstanding units. As of December 31, 2022, no units have been repurchased for cancellation.



## 13. Rental Revenues

| For the years ended December 31, | 2022 | 2021 |
|---|---|---|
| | $ | $ |
| Base rent and other lease generated revenues | 73,992 | 59,904 |
| Lease cancellation fees | - | 74 |
| Property tax and insurance recoveries | 24,831 | 20,482 |
| | 98,823 | 80,460 |
| Operating expenses recoveries and other revenues | 21,963 | 21,841 |
| Lease incentive amortization | (3,113) | (3,292) |
| Straight-line lease adjustment | 1,822 | 1,334 |
| | **119,495** | **100,343** |

The Trust as lessor enters into leases on its investment properties. Initial lease terms are generally between three and ten years and include clauses to enable periodic upward revision of the rental charge according to prevailing market conditions. Some leases contain options to terminate before the end of the lease term. The Trust has classified these leases as operating leases, because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets.

Future minimum base rentals receivable under non-cancellable operating leases as at December 31, 2022 are as follows:

| | 2022 |
|---|---|
| | $ |
| Within one year | 121,101 |
| Beyond one year but within two years | 107,675 |
| Beyond two years but within three years | 95,231 |
| Beyond three years but within four years | 82,263 |
| Beyond four years but within five years | 67,086 |
| Beyond five years | 227,768 |
| | 701,124 |

## 14. Net Financial Expenses

| For the years ended December 31, | 2022 | 2021 |
|---|---|---|
| | $ | $ |
| Interest on mortgage loans payable | 23,947 | 18,742 |
| Interest on convertible debentures | 2,796 | 3,220 |
| Interest on bank loans | 1,421 | 484 |
| Interest on lease liabilities | 211 | 211 |
| Other interest expense | 75 | 36 |
| Accretion of non-derivative liability component of convertible debentures | 335 | 360 |
| Accretion of effective interest on mortgage loans payable and convertible debentures | 1,127 | 1,301 |
| Distribution - Class B LP Units | 104 | 108 |
| Fair value adjustment – Class B LP Units | (149) | 231 |
| Early repayment fees of a mortgage loan | 515 | 188 |
| Net adjustment to fair value of derivative financial instruments | (14,216) | 3,246 |
| | **16,166** | **28,127** |

### 15. Expenses by Nature

| For the years ended December 31, | 2022 | 2021 |
|---|---|---|
| | $ | $ |
| Depreciation | 122 | 87 |
| Employee compensation and benefits expense | 9,452 | 8,287 |

### 16. Earnings per Unit

BTB's trust units being puttable financial instruments presented as equity in accordance with IAS 32, the Trust is not required to report a profit or loss per trust unit figure on its consolidated statements of comprehensive income. However, for disclosure purposes only, the Trust has determined basic earnings per unit using the same basis that would apply in accordance with IAS 33, *Earnings per Share.*

Net earnings per unit are calculated based on the weighted average number of trust units outstanding as follows:

| For the years ended December 31, | 2022 | 2021 |
|---|---|---|
| | $ | $ |
| Net income | 38,154 | 41,568 |
| Weighted average number of trust units outstanding – basic | 83,438,658 | 71,547,334 |
| **Earnings per unit – basic** | **0.46** | **0.58** |

### 17. Capital and Financial Risk Management

This note presents information about the Trust's management of capital and the Trust's exposure to financial risk and its objectives, policies and processes for measuring and managing risk.

#### (a) Capital Management

The Trust's capital consists of contributions by unitholders, convertible debentures, mortgage loans and bank loans, excluding issuance costs. In managing its capital, the Trust's objectives are to ensure that it has adequate resources for its operations and development, while maximizing returns for unitholders and maintaining a balance between debt and equity.

The Trust manages its capital structure based on changes in its operations, the economic climate and the availability of capital.

The Trust's capital is as follows:

| As at December 31, | 2022 | 2021 |
|---|---|---|
| | $ | $ |
| Cash and cash equivalents | (2,404) | (7,191) |
| Mortgage loans payable[(1)] | 638,441 | 607,038 |
| Convertible debentures[(1)] | 43,170 | 44,564 |
| Bank loans | 9,897 | 35,468 |
| Mortgage loans payables, Convertible debentures and Bank loans adjusted for Cash and cash equivalents | 689,104 | 679,879 |
| Total assets | 1,179,340 | 1,129,901 |
| Accumulated depreciation on Property and equipment | 1,114 | 992 |
| Cash and cash equivalents | (2,404) | (7,191) |
| Total assets adjusted for accumulated depreciation and cash and cash equivalents | 1,178,050 | 1,123,702 |

(1) Excluding issue costs

| As at December 31, | 2022 | 2021 |
|---|---|---|
| | % | % |
| Mortgage loans payable, Convertible debentures and Bank loans adjusted for Cash and cash equivalents / total assets adjusted for accumulated depreciation and cash and cash equivalents ratio | 58.5 | 60.5 |
| Mortgage loans payable / total assets adjusted for accumulated depreciation andcash and cash equivalents ratio | 54.2 | 54.0 |

#### (b) Financial Risk Management

The Trust has exposure to the following risks from its use of financial instruments:

- credit risk
- interest rate risk
- liquidity risk
- fair value risk (see note 10)

This note presents information about the Trust's exposure to each of the above risks, the Trust's objectives, policies and processes for measuring and managing risk, and the Trust's management of capital. Further quantitative disclosures are included throughout these consolidated financial statements.

**(i) Credit risk**

Credit risk arises from the possibility that tenants may experience financial difficulty and be unable to fulfill their lease commitments. The Trust mitigates this risk by varying its tenant mix and staggering lease terms; avoiding dependence on a single tenant for a significant portion of the Trust's operating revenues and conducting credit assessments for all major new tenants. The Trust analyzes its trade receivable on a regular basis and establishes an allowance for expected credit losses that represents its estimate of lifetime expected credit losses to be incurred in respect of its trade receivables. As at December 31, 2022, overdue rent receivable amounted to $962 (December 31, 2021 - $1,022). An allowance for expected credit losses of $1,011 (December 31, 2021 - $944) has been recorded. This allowance contains overdue rent receivable and other specific isolated trade receivable provisions. Management expects to recover the amounts not provisioned as all lease agreements are signed, and they are in continuous discussions for collections with the tenants.

The Trust places its cash and cash equivalents with Canadian financial institutions with high credit ratings. Credit ratings are actively monitored and these financial institutions are expected to meet their obligations.

The Trust is also exposed to credit risk with respect to derivative financial instruments that are in an unrealized gain position, for which the credit exposure is equal to the positive fair value of the outstanding contracts. The Trust only enters into derivative financial instruments with Canadian financial institutions with high credit ratings.

**(ii) Interest rate risk**

Interest rate risk reflects the risk of changes in the fair value or future cash flows of a financial instrument because of fluctuations in market interest rates.

Except for three mortgage loans outstanding of $34,118 as at December 31, 2022 bearing interest at variable rates and three mortgages loans outstanding of $52,028 as at December 31, 2022 covered by a floating-to-fixed interest rate swap agreement, all other mortgage loans payable and convertible debentures bear interest at fixed rates. Accordingly a 100-basis point increase or decrease in the average interest rates for the fiscal year, assuming that all other variables remain constant, would have an impact of approximately $862 on the Trust's comprehensive income for the year ended December 31, 2022.

**(iii) Liquidity risk**

Liquidity risk is the risk that the Trust will not be able to meet its financial obligations as they come due. Liquidity risk is managed by:

- maximizing cash flows from operations;
- adopting an investment property acquisition and improvement program that takes into account available liquidity;
- using credit facilities;
- staggering mortgage loan maturities;
- maximizing the value of investment properties, thus increasing mortgage financing on renewal of loans; and
- issuing debt securities or BTB's units on the financial markets.

Management believes that the Trust will be able to obtain the financing required to make the payments coming due in the next year. However, there is a risk that changes affecting market conditions and access to financing may invalidate this assumption.

Some mortgage loans include subjective and restrictive covenant clauses under which the Trust must comply with financial conditions and ratios. As at December 31, 2022, the Trust was in compliance with all the covenants to which it was subject.

The Trust's cash position is regularly monitored by management. The following are the contractual maturities of financial liabilities, including estimated interest payments:

| As at December 31, 2022 | | | | | | | | **Estimated payment schedule** |
|---|---|---|---|---|---|---|---|---|
| | **Carrying amount** | **Total contractual cash flows** | **2023** | **2024** | **2025** | **2026** | **2027** | **2028 and thereafter** |
| | $ | $ | $ | $ | $ | $ | $ | $ |
| Trade and other payables | 20,058 | 20,581 | 20,279 | 183 | 63 | 56 | - | - |
| Distributions payable to unitholders | 2,131 | 2,131 | 2,131 | - | - | - | - | - |
| Lease liabilities | 4,203 | 9,882 | 228 | 231 | 236 | 242 | 245 | 8,700 |
| Bank loans | 9,897 | 9,897 | 9,897 | - | - | - | - | - |
| Mortgage loans payable and convertible debentures | 678,053 | 775,870 | 112,205 | 140,300 | 106,623 | 150,914 | 124,496 | 141,332 |
| | **714,342** | **818,361** | **144,740** | **140,714** | **106,922** | **151,212** | **124,741** | **150,032** |

| As at December 31, 2021 | | | | | | | | **Estimated payment schedule** |
|---|---|---|---|---|---|---|---|---|
| | **Carrying amount** | **Total contractual cash flows** | **2022** | **2023** | **2024** | **2025** | **2026** | **2027 and thereafter** |
| | $ | $ | $ | $ | $ | $ | $ | $ |
| Trade and other payables | 21,731 | 22,393 | 21,930 | 194 | 157 | 56 | 56 | - |
| Distributions payable to unitholders | 1,853 | 1,853 | 1,853 | - | - | - | - | - |
| Lease liabilities | 4,219 | 10,107 | 226 | 228 | 231 | 236 | 242 | 8,944 |
| Bank loans | 35,468 | 35,468 | 35,468 | - | - | - | - | - |
| Mortgage loans payable and convertible debentures | 648,029 | 751,065 | 113,817 | 70,937 | 151,790 | 99,385 | 125,890 | 189,246 |
| | **711,300** | **820,886** | **173,294** | **71,359** | **152,178** | **99,677** | **126,188** | **198,190** |

## 18. Subsidiaries and Joint Arrangements

### (a) Subsidiaries

The principal wholly owned subsidiaries included in the Trust's consolidated financial statements are as follows:

| **Entity** | **Type** |
|---|---|
| BTB, Acquisition and operating Trust ("BTB A&OT") | Trust |
| BTB Real Estate Management Inc. | Corporation |
| Immeuble BTB Crescent Sainte-Catherine Inc | Corporation |
| Cagim Real Estate Corporation ("CREC") | Corporation |
| BTB Real Estate Limited Partnership | Limited Partnership |
| Lombard | Limited Partnership |
| Place d'affaire Lebourgneuf Phase II ("PAL II") | General Partnership |
| Société immobilière Cagim | Limited Partnership |

### (b) Joint arrangements

The Trust has investments in joint arrangements whereby the parties that have joint control of the arrangements have rights to the assets, and obligations for the liabilities, relating to the arrangements. Therefore, the joint arrangements are classified as joint operations. The joint operations included in the Trust's consolidated financial statement are as follows:

| As at December 31, | | **2022** | **2021** |
|---|---|---|---|
| Property | **Location** | % | % |
| Immeuble BTB/Laplaine | Terrebonne, QC | 50 | 50 |
| Huntington/BTB Montclair | Gatineau, QC | 50 | 50 |

The consolidated financial statements include the Trust's proportionate share of the assets, liabilities, revenues and expenses of these joint arrangements. Summarised financial information is as follows:

| As at and for the years ended December 31, | **2022** | **2021** |
|---|---|---|
| | $ | $ |
| Assets | 19,973 | 22,064 |
| Liabilities | (9,276) | (9,827) |
| Revenues | 1,869 | 1,836 |
| Expenses | 870 | 1,147 |
| Net change in fair value of investment properties | 2,741 | 2,831 |

## 19. Operating Segments

For investment properties, discrete financial information is provided to the CEO on an aggregated investment property basis. The information provided is net rentals (including gross rent and property expenses), the change in fair value of investment properties and fair value of investment properties. The individual investment properties are aggregated into segments with similar economic characteristics. The CEO considers that this is best achieved by aggregating into retail, office and industrial.

Consequently, the Trust is considered to have three operating segments, as follows:

- Industrial
- Off-downtown core office
- Necessity-based retail

| | Industrial | Off-downtown core office | Necessity-based retail | Total |
|---|---|---|---|---|
| | $ | $ | $ | $ |
| Year ended December 31, 2022 | | | | |
| Investment properties | 344,998 | 570,527 | 249,356 | **1,164,881** |
| Rental revenue from properties | 22,910 | 68,794 | 27,791 | **119,495** |
| Net operating income | 17,565 | 36,863 | 16,002 | **70,430** |
| Year ended December 31, 2021 | | | | |
| Investment properties | 283,856 | 574,928 | 252,187 | **1,110,971** |
| Rental revenue from properties | 13,672 | 58,034 | 28,637 | **100,343** |
| Net operating income | 9,235 | 30,244 | 16,857 | **56,336** |

## 20. Supplemental Cash Flow Information

The following table provides a reconciliation of movements of liabilities to cash flows arising from financing activities:

| | Convertible debentures | Mortgage loans payable |
|---|---|---|
| Year ended December 31, 2022 | $ | $ |
| Balance beginning of year | 42,819 | 605,210 |
| Mortgage loans, net of financing costs | - | 27,364 |
| Capitalized interest on mortgage loans | - | 192 |
| Repayment of mortgage loans | - | (46,228) |
| Asset acquisitions mortgage assumption | - | 59,774 |
| Asset dispositions mortgage assumption | - | (10,790) |
| Net proceeds from issuance of convertible debentures | - | - |
| Initial recognition of conversion and redemption options liability component | - | - |
| Repayment of convertible debentures | - | - |
| Conversion of convertible debentures | (1,696) | - |
| Fair value assumption adjustments and financing costs amortization | 517 | 589 |
| Accretion of non-derivative liability component | 302 | - |
| Balance end of year | **41,942** | **636,111** |

## 21. Compensation of Key Management Personnel and Trustees

Key management personnel and trustees compensation is as follows:

| For the years ended December 31, | **2022** | **2021** |
|---|---|---|
| | $ | $ |
| Salaries and short-term benefits | 2,377 | 2,812 |
| Unit-based compensation | 539 | 1,066 |
| **Total** | 2,916 | 3,878 |

Key management personnel are comprised of the Trust's executive officers.

## 22. Leases Commitments and Contingencies

### (i) Leases

**Lease liabilities**

| As at December 31, | **2022** | **2021** |
|---|---|---|
| **Maturity analysis - contractual undiscounted cash flows** | $ | $ |
| Within one year | 228 | 226 |
| Beyond one year but within five years | 954 | 937 |
| Beyond five years | 8,700 | 8,944 |
| **Total undiscounted lease liabilities** | **9,882** | **10,107** |
| **Lease liabilities included in the statement of financial position** | 4,203 | 4,219 |
| Current | 19 | 16 |
| Non-current | 4,184 | 4,203 |

**Amounts recognized in profit and loss and statement of cash flows**

| As at December 31, | **2022** | **2021** |
|---|---|---|
| **Profit and loss** | $ | $ |
| Interest on lease liabilities (note 15) | 211 | 211 |
| Expenses relating to leases of low-value assets, excluding short-term leases of low-value assets | 491 | 292 |
| **Statement of cash flows** | | |
| Total cash outflow for leases | 717 | 516 |

### (ii) Litigation

The Trust is involved in litigation and claims which arise from time to time in the normal course of business. These litigation and claims are generally covered by insurance. In the opinion of management, any liability that may arise from such contingencies will not have a significant adverse effect on the Trust's consolidated financial statements.

## 23. Subsequent Events

On February 2, 2023, the Trust completed the purchase of a fully leased industrial property in Mirabel (Quebec) for $28,000. As part of the transaction the Trust contracted a mortgage loan of $16,000.

On February 14, 2023, the holder of Class B LP units exchanged 150,000 into Trust units.

# Executive Team & Board of Trustees

**Michel Léonard**
President, Chief Executive Officer & Trustee

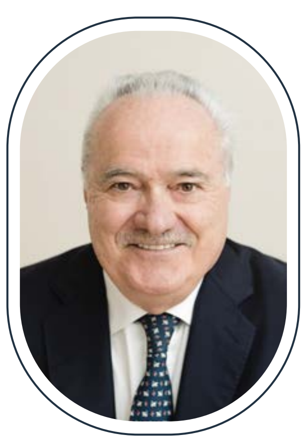
**Mathieu Bolté**
Vice President & Chief Financial Officer

**Jocelyn Proteau**
Chair of the Board & Trustee(2)

**Jean-Pierre Janson**
Vice-Chair of the Board & Trustee(2)

**Lucie Ducharme**
President, Human Resources and Governance Committees & Trustee(1)(2)

**Luc Martin**
President, Audit Committee & Trustee(1)



**Fernand Perreault**
President, Investment Committee & Trustee(3)

**Christine Marchildon**
Trustee(2)

**Sylvie Lachance**
Trustee(3)

(1) Member of the Audit Committee
(2) Member of the Human Resources and Governance Committee
(3) Member of the Investments Committee



# Unitholders Information

**Head office**
BTB Real Estate Investment Trust
1411 Crescent Street, Suite 300
Montréal, Québec, H3G 2B3
T 514 286-0188
www.btbreit.com

**Listing**
The units and debentures of BTB Real Estate Investment Trust are listed on the Toronto Stock Exchange under the trading symbols:
BTB.UN
BTB.DB.G
BTB.DB.H

**Transfer agent**
Computershare Investor Services
1500 Robert-Bourassa Blvd
7th floor, Montréal, Québec, H3A 3S8
Canada
T 514 982-7555
T Toll free: 1 800-564-6253
F 514 982-7850
service@computershare.com

**Taxability of distributions**
In 2022, for all Canadian unitholders, the distributions were fiscally treated as follow:
- Other revenues: 0%
- Fiscal Deferral: 100%

**Auditors**
KPMG LLP.
600 De Maisonneuve Blvd West
Suite 1500
Montréal, Québec, H3A 0A3

**Legal counsel**
De Grandpré Chait LLP.
800 Rene-Lévesque Blvd West
Suite 2600
Montréal, Québec, H3B 1X9

**Unitholders distribution reinvestment plan**
BTB Real Estate Investment Trust offers a distribution reinvestment plan to unitholders whereby the participants may elect to have their monthly cash distribution reinvested in additional units of BTB at a price based on the weighted average price for BTB's Units on the Toronto Stock Exchange for the five trading days immediately preceding the distribution date, discounted by 3%.

For further information about the Distribution Reinvestment Plan, please refer to the Investor relations section of our website at www.btbreit.com or contact the Plan agent: Computershare Investor Services.