EQUITON®

Q3

QUARTERLY REPORT

EQUITON RESIDENTIAL INCOME FUND TRUST

2023

CONTENTS

On the cover: Middle Left - 10001 Bellamy Hill Rd. NW, Edmonton, AB
Bottom Row - 65-75 Paisley Blvd. W., Mississauga, ON

FORWARD-LOOKING INFORMATION

Certain information in this communication contains "forward-looking information" within the meaning of applicable securities legislation. Forward-looking information may relate to future events or the Trust's performance. Forward-looking information includes, but is not limited to, information regarding the Trust's distributions, growth potential and volatility, investor returns, ability to achieve operational efficiencies, objectives, strategies to achieve those objectives, beliefs, plans, estimates, projections and intentions; and similar statements concerning anticipated future events, results, circumstances, performance or expectations and other statements that are not historical facts. These statements are based upon assumptions that the Management of the Trust believes are reasonable, but there can be no assurance that actual results will be consistent with these forward-looking statements. Forward-looking information involves numerous assumptions, known and unknown risks, and uncertainties that contribute to the possibility that the forward-looking statements will not occur and may cause actual results to differ materially from those anticipated in such forward-looking statements. Some of these risks are discussed in the section "Risk Factors" in the Offering Memorandum. These forward-looking statements are made as of the date of this communication and the Trust is not under any duty to update any of the forward-looking statements after the date of this communication other than as otherwise required by applicable legislation.

LETTER FROM THE CEO AND CFO

JASON ROQUE, CEO | HELEN HURLBUT, CFO

As we conclude the third quarter of 2023, the Equiton Residential Income Fund Trust (the Trust) continues to deliver strong operating performance of its property portfolio amidst a high inflationary environment. This success is a result of Management's commitment to optimizing returns for Unitholders while prioritizing the creation of secure and comfortable communities for our Residents.

The high-interest rate environment has had a significant impact on the transaction volume in the multi-family market. The Greater Toronto Area's total sales volume was down over 85% year-over-year in Q3'23[1]. While maintaining a cautious but opportunistic approach to acquisitions throughout the year, Management executed a strategic expansion into the Southwestern Ontario market by acquiring Scenic Tower, a 115-unit multi-residential property in

[1] Colliers Q3-23 GTA Multifamily Market Report

London, on October 19, 2023 for $21.5 million.

Operationally, the existing property portfolio continued to generate positive returns. The Trust's Q3'23 net operating income (NOI) stood at $19.5 million, up 36.5% year-over-year, with NOI margins at 56.6%. The stabilized NOI grew by 4.3% year-over-year in Q3'23 to $12.8 million, with NOI margins at 55.9%, representing results of continued effort from Management. The Trust's revenue gap to market was at 29.8% with an average market rent of $1,952 representing an increase of 10.4% year-over-year.

Demand for Equiton's properties remained strong with a portfolio occupancy rate of 99.2%. During the quarter, Management completed the construction of nine additional suites at the property located at 65 and 75 Paisley Blvd. W, Mississauga, through the conversion of underutilized storage space, while enhancing some of the property's common areas. During this initiative, Management modernized the property's ground floor corridors and lobbies to the benefit of all Residents.

We are committed to positive social impact and creating vibrant communities in which our Residents can thrive. We organized a range of community-focused events at our locations during the quarter, including contests, barbecues, clothing collections, and visits from food trucks. Management is grateful for the opportunity to give back, create a deeper sense of community and enhance the experience of our Residents.

As of Q3'23, the Trust's AUM was at $903.5 million, up 15.8% year-over-year. The increase can be primarily attributed to investment in the Maison Riverain development project and gains from the fair market appreciation of the properties.

The investment in Maison Riverain increased by $10.4 million, while the property portfolio saw a $3.4 million increase in fair market value in the quarter. The increase in NOI was partially offset by an increase in the cap rates, as the market responded to the higher interest rate environment.

The Trust's debt portfolio remains conservatively positioned with a loan to value of 45.6%. The portfolio's favourable weighted average mortgage rate of 3.02% is well below the current lending environment. Combined with a seven-year weighted average loan to maturity, the Fund has a lower cost of capital while mitigating interest rate risk.

Our dedication to Environmental, Social, and Governance (ESG) principles is evident through the ongoing window rehabilitation project undertaken by Management. This year-long initiative involves the comprehensive reconstruction of nearly 1,000 windows and patio doors within our property portfolio, reflecting our commitment to prioritizing ESG considerations. Our primary aim is to foster positive social and environmental outcomes, all while upholding our dedication to responsible and ethical practices.

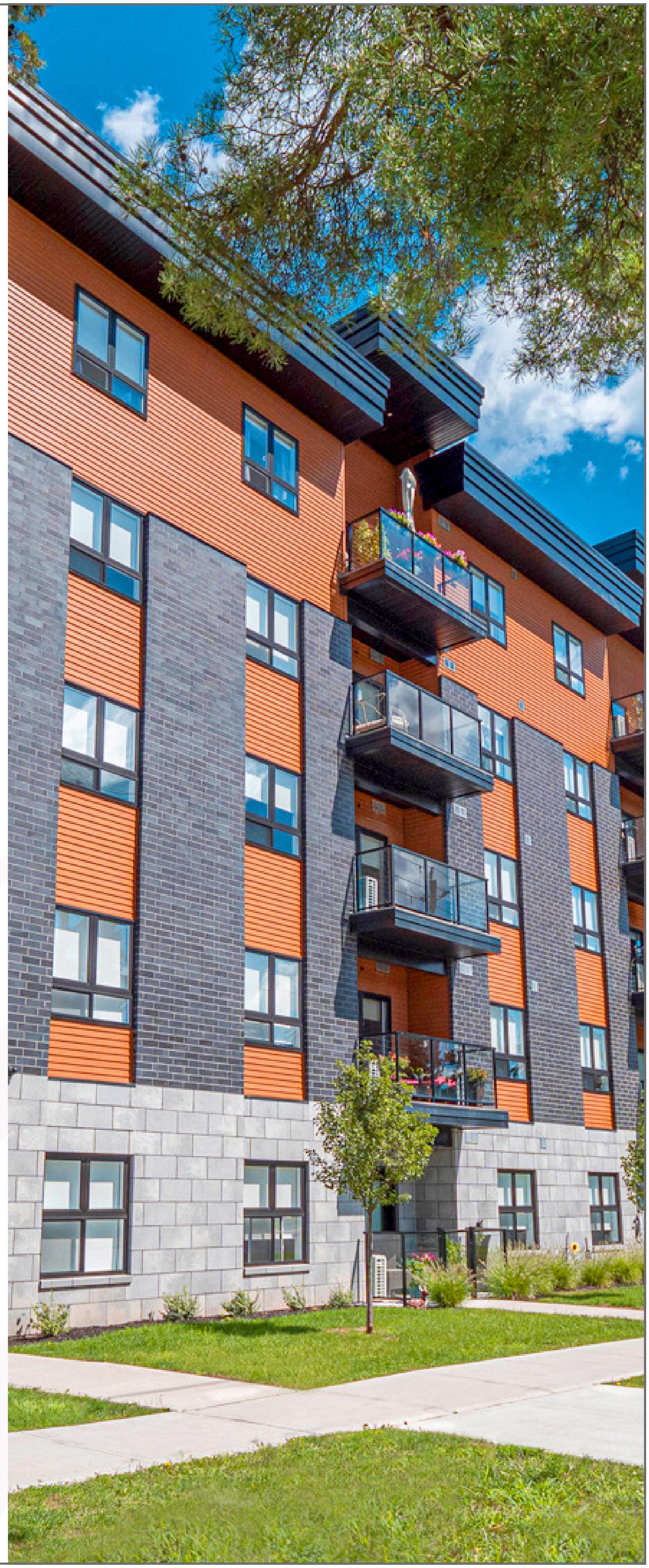
Looking back, we would like to extend our thanks to our dedicated team and the valued stakeholders who contributed to the success of this quarter. It is our continuing commitment to provide exceptional value and promote sustainable growth for the benefit of our Residents and Unitholders.

Jason Roque, CEO, Helen Hurlbut, CFO

WE ARE COMMITTED TO POSITIVE SOCIAL IMPACT AND CREATING VIBRANT COMMUNITIES IN WHICH OUR RESIDENTS CAN THRIVE.

CORPORATE PROFILE

Established in 2015, Equiton has become a leader in private equity investments. Our remarkable growth is a result of our leadership team's expertise in the industry and their ability to generate long-term wealth through real estate investments. We know that finding the right opportunities involves time, experience, and discipline. Our strategy is always forward looking, anticipating trends and adapting our approach to strengthen our market position. We focus on capitalizing on value creation opportunities and building the most robust portfolio possible for our Investors. We create value by investing in real estate and leveraging opportunities for improvement, optimization, and redevelopment. At Equiton, we strive to make private equity real estate investments more accessible to all Canadians, fostering the belief that everyone should have the opportunity to build their wealth.



1355 Commissioners Rd. W., London, ON

Q3 2023 KPIs

As at September 30, 2023

The following table presents key performance metrics of the Trust and includes both IFRS and Non-IFRS financial measures for the nine-month period ended September 30, 2023 and comparable prior year periods.

As at September 30,	Q3 2023	Q3 2022
Portfolio Performance		
Overall Portfolio Occupancy[1]	99.22%	99.28%
Net Average Monthly Rent	$1,490	$1,426
Occupied Average Monthly Rent	$1,478	$1,371
Monthly Market Rents - Quarter End	$1,952	$1,769
Operating Revenues	$34,378,407	$24,419,317
NOI	$19,469,629	$14,264,255
NOI Margin (%)	56.63%	58.41%
AUM	**$903.5M**	**$780.0M**
Growth in AUM - Y/Y	15.83%	
Growth in Operational Revenue - Y/Y	40.78%	
Growth in NOI - Y/Y	36.49%	

Financial Metrics[2]	**Q3 2023**	**Q4 2022**
Mortgage Debt to Gross Book Value[3] [4]	45.61%	48.06%
Weighted Average Mortgage Interest Rate[3]	3.02%	3.02%
Weighted Average Time Remaining on Loans (years)[3] [4]	7.02	7.76
Debt service coverage (times)[3] [4] [5]	1.36	1.41
Interest Coverage (times)[3] [4] [5]	2.14	2.28
Revenue Gap to Market[6]	29.76%	28.82%

[1] Leased rent ready units as of September 30, 2023 and September 30, 2022.
[2] Measures are not defined by International Financial Reporting Standards (IFRS), does not have standard meanings and may not be comparable with other industries or companies.
[3] December 31, 2022 data calculated using $22.7 million term loan with an interest rate of 4.2% on 2303 Eglinton Ave E. that was entered into in January 2023. The bridge loan outstanding on the property as of December 31, 2022 was $21.9 million.
[4] Excludes TD line of credit and construction property - Riverain; Including these LTV ratio is 44.47%.
[5] Based on rolling 12 months.
[6] Gap to Market is as at period ended as noted.

CASE STUDY: NINE NEW UNITS AT SEVILLE EAST & WEST

CREATING VALUE BY OPTIMIZING SPACES

Seville East & West, located at 65-75 Paisley Blvd. W. in Mississauga, ON, consists of two buildings and was acquired in December 2019 for $47.2M.

Uncovered Opportunity

- Convert underutilized storage rooms on the ground floor level into nine new residential units: two studio, five 1-bedroom, and two 2-bedroom units. This brings the total number of units for the property from 155 to 164.

Improvements

- The new units offer modern finishes, LED lighting and a new stainless steel appliance package as well as in-suite laundry.
- Each unit is sub-metered for hydro, providing Residents with control over their utility costs and consumption incorporating ESG strategies.

Benefits for all Residents

- In addition to the units, the properties' lobbies were modernized, enhancing the sites' overall aesthetics and marketability.

Cost

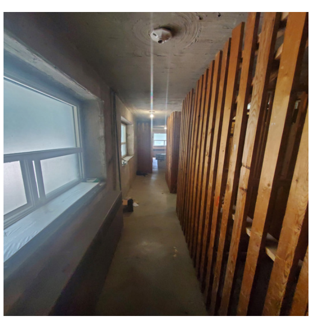
- $2.4M for the units and common areas.

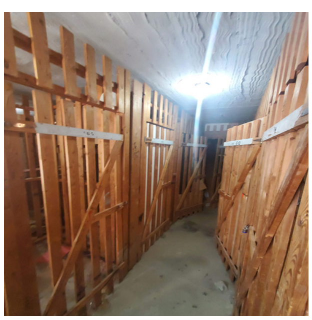
Impact

- An additional $4.8M of market value was added to the property with an ROI of ~103%.
- Anticipated to generate an estimated additional $157K in annual NOI.
- Marketed as premium units at $4.70 average rent per square foot (PSF), compared to $2.75 average rent PSF for existing units.
- Positively impact the GTA housing pool by adding necessary, modernized rental units.

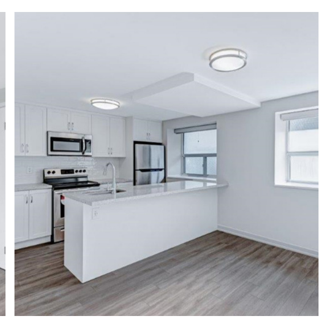
With the additional units and improvements, the current fair value of the property is $62.8M. That's an increase of 33% in less than 4 years.

Before





After



Project and Return Metrics	
Avg. Sq. Ft. - Unit Size	~450
Avg. Rental Rate PSF	$4.70
Total Cost Per Unit	$248,000
Constructed Units Value per Unit	$533,000
Current Property Fair Value per Unit	$385,000
Project Yield	6.70%

~103% Return on Investment

Per unit gain over project cost **$285,000**

Per unit premium over current fair value **$148,000**

Q3 2023 OPERATING HIGHLIGHTS

17 Communities

32 Properties

33 Buildings

2,559 Units

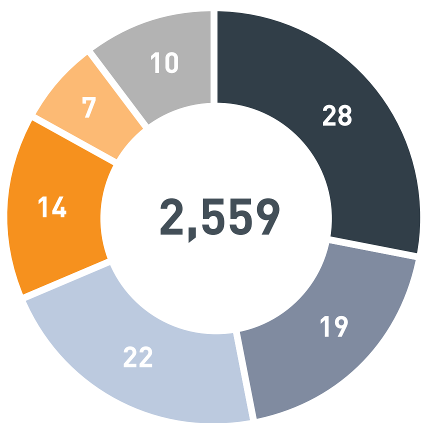
Q3 2023 PORTFOLIO

As at September 30, 2023

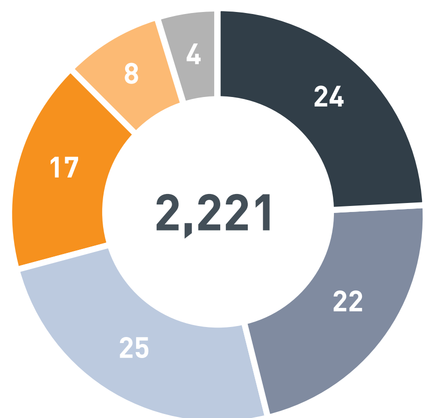
Portfolio Mix by Region

Portfolio Units %

Q3 2023

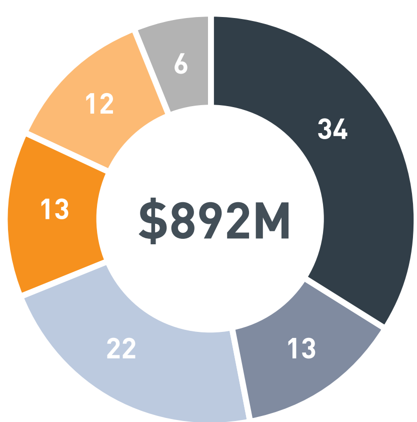


Q3 2022

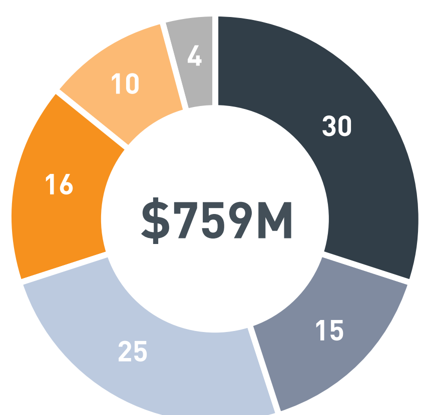


Portfolio Value %*

Q3 2023



Q3 2022



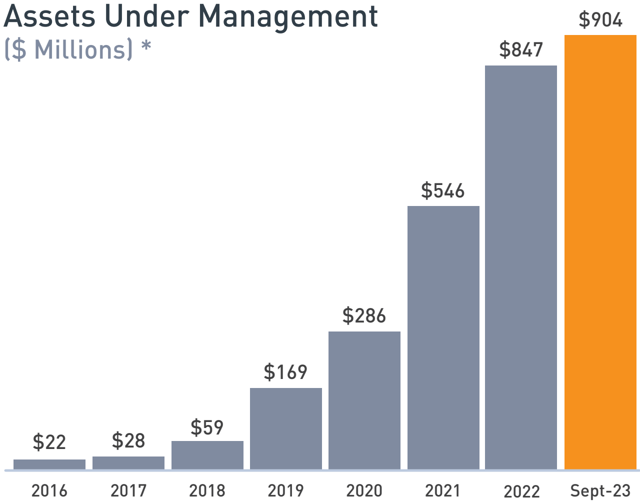
Greater Toronto Area
Hamilton/Halton/Brant
Western Ontario
Southwestern Ontario
South Eastern Ontario
Alberta

*** Portfolio value by region excludes cash and prepaid balances held by the Trust.**

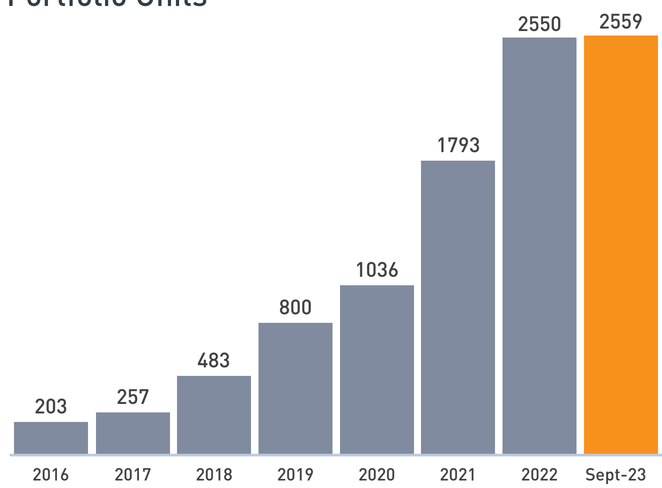
Q3 2023 FUND PERFORMANCE

As at September 30, 2023

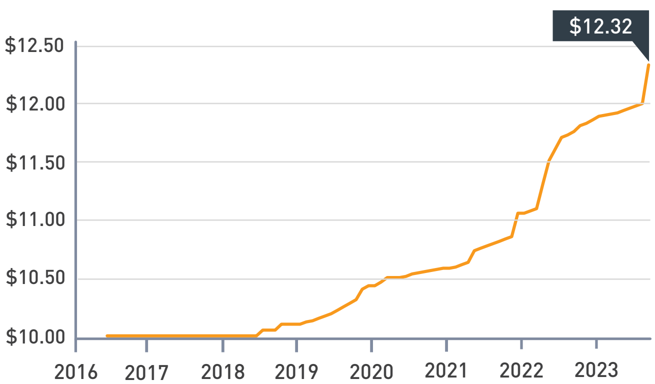
Assets Under Management
($ Millions) *



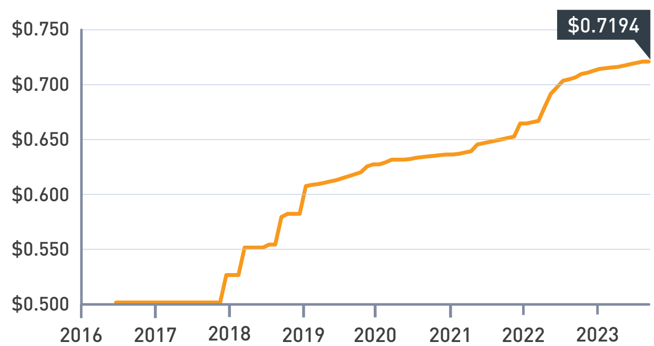
Portfolio Units



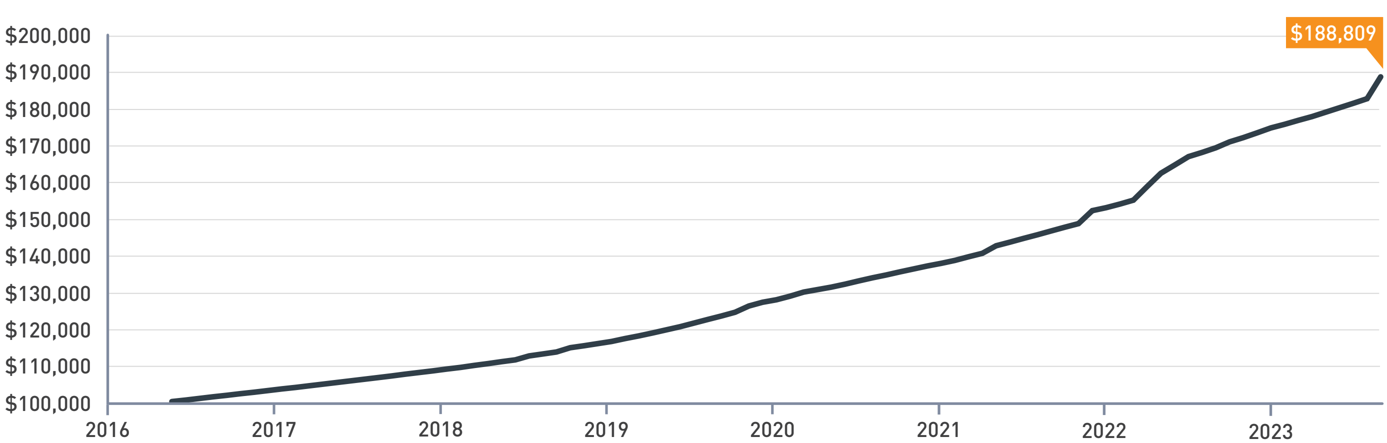
Unit Price Growth



Distribution Growth Class A DRIP



$100,000 Invested
In Class A DRIP Since Inception§



* Assets Under Management includes both cash and property value.

SUMMARY OF FIRST NINE-MONTHS OF 2023

RESULTS OF OPERATIONS

Key Transactions and Events

- The Trust AUM grew by 15.8% year-over-year to $903.5M with NOI growth of 36.5% to $19.5M over the same period.
- The income-producing portfolio fair market value has increased by 4.0% since December 31, 2022.
- The Trust's investment in the Maison Riverain development total value was $69.2M, with $25.5M invested during 2023.
- During the third quarter, the addition of nine residential units at 65-75 Paisley Blvd. W. was completed and marketed for rent. The units will add approximately $157,000 in NOI and $4.8M in fair value to the portfolio.
- Subsequent to period end, the Trust completed the acquisition of 470 Scenic Drive, a 115-unit property in London, Ontario for $21.5M.

Strong Operating Results and Balance Sheets

- The Trust delivered strong financial and operational results and remains well positioned as key financial metrics continue to strengthen.
- Occupancy rate for the rent ready units remained consistent period-to-period with a rate of 99.2% for Q3'23 compared to 99.3% for Q3'22. The rate remains above the national average of 97.3%[1].
- Overall revenues continued to grow, up 40.8% year-over-year with the stabilized asset portfolio having revenue and NOI growth of 7.7% and 4.3% year-over-year.
- The revenue gap to market was 29.8% as of September 30, 2023, compared to 28.8% at the end of 2022. The gap to market increased as market rents continued to grow across the portfolio, up 10.4% year to date, with market fundamentals remaining strong during the quarter. Management continues to capture the gap to market by turning 14.9% of the portfolio units in the first nine-months of 2023 increasing average in-place rent by 7.8%.
- NOI margin for the total portfolio was 56.6% for Q3'23 compared to 58.8% in Q3'22. The change in margin is mostly attributable to the increase in property taxes, wages and market-driven utility expenses that were partially offset by increase in the revenues.
- Collections of rent remained strong at ~99% year to date.
- The Trust maintains a borrowing capacity through a line of credit, as at Q3'23 the Trust has $16.5M of available capacity, providing the Trust with liquidity for future growth.
- The Trust maintained healthy debt service and interest coverage ratios of 2.14 times and 1.36 times as at Q3'23, respectively. The mortgage portfolio has an average interest rate of 3.02% that is well below the current mortgage lending rates. The Trust adopted a conservative and long-term leverage strategy resulting in operations generating sufficient cash flow to service its debt obligations and mitigate interest rate fluctuations.
- Capital expenditures of $8.7M have been incurred year to date, including $2.3M of costs related to the nine new units at 65-75 Paisley Blvd. W and $717K for various energy savings projects.

[1] Yardi Canadian National Multifamily Report Third Quarter 2023.

KEY PERFORMANCE INDICATORS (KPIs)

To assist Management and Unitholders in monitoring and evaluating the Trust's achievements, Management has provided a number of metrics or KPIs to measure performance and success.

Occupancy

Through a focused and hands-on approach, Management has been successful at maintaining occupancies above market in their respective areas. Management is confident high occupancies can be maintained between 97% and 99% over the long term.

Net Average Monthly Rent (AMR)

Our team of professionals monitors the markets and adjusts rents throughout the portfolio to align with market trends. Market rents continued to grow during the quarter and are up 10.4% year to date. Based on current market conditions Management forecasts increases in AMR will continue to provide sustainable increases in revenue year-over-year.

Net Operating Income (NOI)

NOI is a widely used operating performance indicator in the real estate industry. Management expects to increase NOI through strategic management of the assets.

Leverage Ratios and Terms

Volatility risk has been managed by fixing the lowest possible interest rates for long-term mortgages, while mitigating refinancing risk by prudently managing the portfolio's average term to maturity and staggering the maturity dates. The Trust's average weighted mortgage rate remained flat when compared to Q2'23. Management will continue to follow strict debt service coverage and interest coverage ratio targets.

Portfolio Growth

Management's objective is to continue to source accretive acquisition opportunities to increase the Trust's operational growth and diversify the portfolio by demography and geography.

Rent Collection

Rent collections continue to be strong as around 1% of revenues were bad debts for Q3'23. A closely monitored receivables program continues to prove effective.

Rental Revenue

The average occupied monthly rents per unit increased by 7.8% from Q3'22 to Q3'23. As a result, above guideline increases (AGIs) do not constitute an integral part of Equiton's strategy, with applications only active for selected suites and sites meeting certain criteria.

MANAGEMENT IS CONFIDENT HIGH OCCUPANCIES CAN BE MAINTAINED BETWEEN 97% AND 99% OVER THE LONG TERM.

OPERATIONAL AND FINANCIAL RESULTS

Net and Occupied Average Monthly Rents and Occupancy

Net AMR is defined as gross potential rents, including vacant units, divided by the total number of suites and does not include revenues from parking, laundry or other sources.
Occupied AMR is defined as actual residential rents, excluding vacant units, divided by the total number of occupied units and does not include revenues from parking, laundry or other sources.

	Net AMR			Occupied AMR			Occupancy %		
As at September 30,	Q3 2023 AMR($)	Q3 2022 AMR($)	% Change in AMR	Q3 2023 AMR($)	Q3 2022 AMR($)	% Change in AMR	Q3 2023	Q3 2022	% Change
Ontario									
Greater Toronto Area	1,536	1,540	-0.2	1,522	1,458	4.4	99.4	99.8	-0.4
Hamilton/Halton/Brant	1,309	1,206	8.5	1,286	1,183	8.7	98.4	98.8	-0.4
Western	1,627	1,532	6.2	1,618	1,482	9.2	100.0	99.8	0.2
Southwestern	1,480	1,395	6.1	1,472	1,361	8.1	98.6	98.6	0.0
South Eastern	1,170	1,081	8.2	1,148	1,030	11.5	98.8	99.4	-0.6
Total Ontario	**$1,474**	**$1,399**	**5.4%**	**$1,462**	**$1,350**	**8.3%**	**99.2%**	**99.3%**	**-0.2%**
Alberta[1]	**$1,627**	**$1,977**	**-17.7%**	**$1,622**	**$1,795**	**-9.6%**	**99.6%**	**98.1%**	**1.5%**
Total Portfolio	**$1,490**	**$1,426**	**4.5%**	**$1,478**	**$1,371**	**7.8%**	**99.2%**	**99.3%**	**-0.1%**

[1] Variance in weighted average rental rate Y/Y is due to a second additional property to the Alberta portfolio during Q4'22 with lower in-place market rents.

Stabilized Portfolio: Net AMR, Occupied AMR and Occupancy by Region

Stabilized AMR includes all properties that have been owned by the Trust as at January 1, 2022.

	Net AMR			Occupied AMR			Occupancy %		
As at September 30,	Q3 2023 AMR($)	Q3 2022 AMR($)	% Change in AMR	Q3 2023 AMR($)	Q3 2022 AMR($)	% Change in AMR	Q3 2023	Q3 2022	% Change
Ontario									
Greater Toronto Area	1,583	1,507	5.0	1,567	1,493	4.9	99.2	100.0	-0.8
Hamilton/Halton/Brant	1,309	1,213	7.9	1,286	1,207	6.5	98.4	98.8	-0.4
Western	1,542	1,437	7.3	1,531	1,430	7.1	100.0	100.0	0.0
Southwestern	1,329	1,233	7.7	1,319	1,225	7.7	99.0	98.3	0.7
South Eastern	1,170	1,107	5.6	1,148	1,083	6.0	98.8	99.4	-0.6
Total Ontario	**$1,418**	**$1,328**	**6.8%**	**$1,405**	**$1,319**	**6.6%**	**99.1%**	**99.3%**	**-0.2%**
Alberta	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
Stabilized Portfolio	**$1,418**	**$1,328**	**6.8%**	**$1,405**	**$1,319**	**6.6%**	**99.1%**	**99.3%**	**-0.2%**

NA stands for 'Not Applicable'

Total Operating Revenue and NOI by Region – All Portfolio

The six acquisitions in 2022 and strong operating performance during 2023 resulted in a 40.8% year-over-year growth in the operating revenues that resulted in 36.5% year-over-year increase in the NOI. The properties purchased in 2022 contributed $11.5 million in operating revenues and $6.7 million in NOI to the total portfolio YTD. In addition, the portfolio turned 14.9% of units YTD Q3'23, increasing revenue on those turns by over 21.3%.

Total Operating Revenue by Region

	Q3 2023		Q3 2022		
As at September 30,	Revenue ($)	Revenue (%)	Revenue ($)	Revenue (%)	% Growth
Ontario					
Greater Toronto Area	10,109,511	29.4	5,859,176	24.0	72.5
Hamilton/Halton/Brant	5,407,203	15.7	5,151,710	21.1	5.0
Western	8,307,752	24.2	7,383,607	30.2	12.5
Southwestern	4,987,859	14.5	4,292,453	17.6	16.2
South Eastern	1,786,673	5.2	1,668,584	6.8	7.1
Total Ontario	**$30,598,998**	**89.0%**	**$24,355,530**	**99.7%**	**25.6%**
Alberta	**$3,779,409**	**11.0%**	**$63,787**	**0.3%**	**NA**
Total Portfolio	**$34,378,407**	**100.0%**	**$24,419,317**	**100.0%**	**40.8%**

Net Operating Income (NOI) by Region

	Q3 2023			Q3 2022			
As at September 30,	NOI ($)	NOI (%)	NOI Margin (%)	NOI ($)	NOI (%)	NOI Margin (%)	NOI Growth (%)
Ontario							
Greater Toronto Area	5,981,194	30.7	59.2	3,539,289	24.8	60.4	69.0
Hamilton/Halton/Brant	2,530,406	13.0	46.8	2,762,251	19.4	53.6	-8.4
Western	5,301,722	27.2	63.8	4,610,042	32.3	62.4	15.0
Southwestern	2,912,183	15.0	58.4	2,524,205	17.7	58.8	15.4
South Eastern	802,712	4.1	44.9	779,965	5.5	46.7	2.9
Total Ontario	**$17,528,217**	**90.0%**	**57.3%**	**$14,215,752**	**99.7%**	**58.4%**	**23.3%**
Alberta	**$1,941,412**	**10.0%**	**51.4%**	**$48,504**	**0.3%**	**76.0%**	**NA**
Total Portfolio	**$19,469,629**	**100.0%**	**56.6%**	**$14,264,256**	**100.0%**	**58.4%**	**36.5%**

NA stands for 'Not Applicable'

Total Operating Revenue and NOI by Region – Stabilized Portfolio

The stabilized portfolio operating revenue grew 7.7% year-over-year while NOI grew by 4.3% during the same period, due to increases in market rents on turnover. The NOI margin of 55.9% for Q3'23 grew from 55.3% as at Q2'23, as a result of the higher revenues.

Stabilized Operating Revenues by Region

	Q3 2023		Q3 2022		
As at September 30,	Revenue ($)	Revenue (%)	Revenue ($)	Revenue (%)	% Growth
Ontario					
Greater Toronto Area	5,677,640	24.9	5,252,789	24.8	8.1
Hamilton/Halton/Brant	5,407,203	23.7	5,122,223	24.2	5.6
Western	6,481,949	28.4	6,058,968	28.6	7.0
Southwestern	3,488,972	15.3	3,129,573	14.8	11.5
South Eastern	1,786,673	7.8	1,640,012	7.7	8.9
Total Ontario	**$22,842,437**	**100.0%**	**$21,203,565**	**100.0%**	**7.7%**
Alberta	**NA**	**NA**	**NA**	**NA**	**NA**
Total Portfolio	**$22,842,437**	**100.0%**	**$21,203,565**	**100.0%**	**7.7%**

Stabilized Net Operating Income (NOI) by Region

	Q3 2023			Q3 2022			
As at September 30,	NOI ($)	NOI (%)	NOI Margin (%)	NOI ($)	NOI (%)	NOI Margin (%)	NOI Growth (%)
Ontario							
Greater Toronto Area	3,463,083	27.1	61.0	3,200,007	26.1	60.9	8.2
Hamilton/Halton/Brant	2,530,406	19.8	46.8	2,762,251	22.6	53.9	-8.4
Western	4,013,025	31.4	61.9	3,703,317	30.3	61.1	8.4
Southwestern	1,962,422	15.4	56.2	1,794,410	14.7	57.3	9.4
South Eastern	802,712	6.3	44.9	779,965	6.4	47.6	2.9
Total Ontario	**$12,771,648**	**100.0%**	**55.9%**	**$12,239,950**	**100.0%**	**57.7%**	**4.3%**
Alberta	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
Total Portfolio	**$12,771,648**	**100.0%**	**55.9%**	**$12,239,950**	**100.0%**	**57.7%**	**4.3%**

NA stands for 'Not Applicable'

Operating Expenses

Realty Taxes

For the quarter ended Q3'23, the stabilized portfolio realty tax increased compared to the previous year, primarily due to an increase in municipal property tax rates.

Utilities

The utility costs of the portfolio can be highly variable from year to year, depending on energy consumption and market rates. The table below provides net utility cost by type for the portfolio. Management is proactive in implementing energy saving initiatives to manage utility costs, including sub-metering programs to increase utility recoveries, year-over-year recoveries increased by 32%. Overall, the utility expense has increased year-over-year as a result of the higher gas expenses, which were impacted by market driven pricing as commodity prices and the federal carbon tax increased.

	Net Utilities *			Stabilized - Net Utilities*		
For the Quarter Ended September 30,	2023 ($)	2022 ($)	Y/Y Expense Change (%)	2023 ($)	2022 ($)	Y/Y Expense Change (%)
Electricity	1,174,211	888,056	32	728,817	787,036	-7
Natural Gas	985,191	545,724	81	668,980	539,822	24
Water	1,202,290	867,223	39	844,876	832,744	1
	$3,361,692	**$2,301,003**	**46%**	**$2,242,673**	**$2,159,602**	**4%**

* Utilities are net of recoveries.

Management actively manages utility costs by ensuring any municipal, provincial, or other credits are applied for, leading to a reduction in costs for some utilities due to credits received.

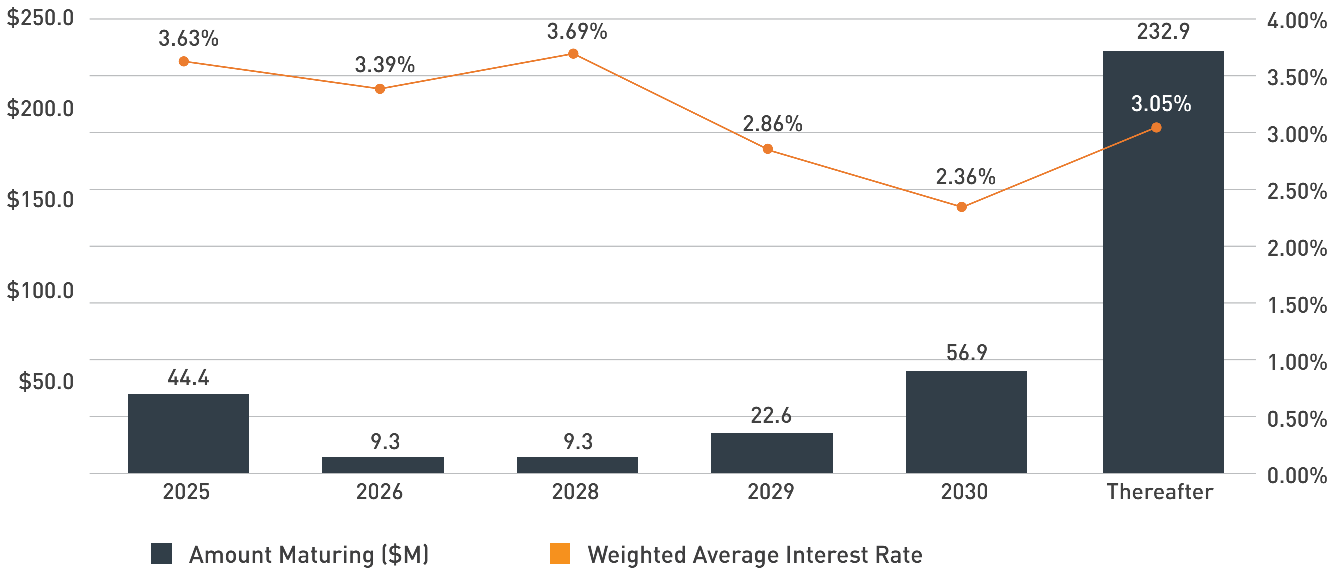
Other Operating Expenses

Operating expenses increased year-over-year, primarily due to inflationary pressure on wages and benefits, and insurance costs from market factors impacting the insurance industry.

Debt Portfolio

The Trust's loan portfolio consists of long-term fixed-rate mortgages secured against individual properties and an operating line of credit. The mortgage portfolio is diversified across various lending institutions and has staggered maturity dates over the long-term to manage interest rate risk. The weighted average mortgage interest rate as of Q3'23 was 3.02% with weighted average time remaining to maturity at 7.02 years. Below is a breakdown of mortgage maturities over the next five years and beyond.

Income-Producing Property Mortgage Maturity by Year



12 & 14 Auburndale Crt., Toronto, ON

Value Creation

At Equiton our focus is to increase value organically, namely by increasing our operational efficiency through items such as increase in rent, reduction in expenses, and purchasing at a discount to market.

	Nine-months ended September 2023	Nine-months ended September 2022
Value Increase	$31,540,250	$47,270,000
Change Due to Operational Gains	100%	100%
Change Due to Cap Rate	0%	0%

Gap to Market

The Trust continues to increase value by purchasing assets with a gap to market and incorporating a strategic rental program to mitigate those gaps as quickly as possible.

	Q3 2023	Q3 2022
As at September 30,	% Gap to Market	% Gap to Market
Ontario		
Greater Toronto Area	47.1	30.9
Hamilton/Halton/Brant	27.6	23.2
Western	22.6	21.3
Southwestern	27.2	27.7
South Eastern	38.8	28.1
Total Ontario	**33.3%**	**25.9%**
Alberta	**2.4%**	**0.6%**
Total Portfolio	**29.8%**	**24.4%**


100-170 Old Carriage Dr., Kitchener, ON

Net Operating Income

NOI is a key indicator of operating performance in the real estate industry. NOI includes all rental revenues and other related ancillary income generated at the property level less related direct costs. These include, but are not limited to, realty taxes, utilities, repair and maintenance costs, on-site wages and salaries, insurance costs and bad debts, and appropriate allocation of overhead costs. This measure may vary as presented by other real estate investment trusts or companies.

NOI

As at September 30,	Q3 2023 ($)	Q3 2022 ($)
Operating Revenues		
Net Rental Revenues	32,727,385	23,432,924
Other	1,196,357	717,664
Total Operating Revenues	**$33,923,742**	**$24,150,588**
Operating Expenses		
Realty Taxes	(3,789,971)	(2,793,557)
Utilities	(3,361,692)	(2,301,003)
Other	(7,302,450)	(4,791,788)
Total Operating Expenses	**($14,454,113)**	**(9,886,348)**
NOI	**$19,469,629**	**$14,264,240**

Non-IFRS Financial Measures

Management prepares and releases audited annual financial statements in accordance with International Financial Reporting Standards (IFRS). In the report, financial measures not recognized under IFRS which do not have standard meaning prescribed by IFRS are disclosed. These include Stabilized NOI, Stabilized calculations, AFFO, and adjusted Cash Generated from Operating Activities (collectively, Non-IFRS Measures). Since these measures are not recognized under IFRS, they may not be comparable to similar measures reported by other issuers. Non-IFRS Measures are presented because Management believes they are relevant for evaluation purposes.

Q3 2023
ACQUISITIONS AND DISPOSITIONS

ACQUISITIONS

None

October 19, 2023
Subsequent to period end acquired a 115-unit property in London, ON with a purchase price of $21.5M.

DISPOSITIONS

None

10001 Bellamy Hill Rd. NW., Edmonton, AB

PROPERTY DETAILS

CITY	ADDRESS	PROPERTIES	BUILDINGS	BACHELOR	1 BEDROOM	2 BEDROOM	3 BEDROOM	4 BEDROOM	COMMERCIAL	TOTAL
Brampton, ON	78 Braemar Dr.	1	1	0	40	112	1	0	0	**153**
Brantford, ON	19 Lynnwood Dr.	1	1	0	18	35	5	0	0	**58**
	120,126 & 130 St.Paul Ave.	1	1	0	15	31	0	0	0	**46**
Breslau, ON	208 Woolwich St. S.	1	1	0	3	74	1	0	0	**78**
Burlington, ON	1050 Highland St.	1	1	0	3	15	0	0	0	**18**
Chatham, ON	75 & 87 Mary St.	1	1	0	22	34	0	0	0	**56**
	383-385 Wellington St. W.	1	1	22	26	5	1	0	0	**54**
Edmonton, AB	10001 Bellamy Hill Rd. NW.	1	1	3	0	155	0	0	0	**158**
Guelph, ON	98 Farley Dr.	1	1	22	41	30	0	0	0	**93**
	5 & 7 Wilsonview Ave.	1	1	0	5	17	7	0	0	**29**
	8 & 16 Wilsonview Ave.	2	2	2	54	53	3	0	0	**112**
Hamilton, ON	125 Wellington St. N.	1	1	5	247	73	38	0	1	**364**
Kingston, ON	252 & 268 Conacher Dr.	2	2	0	6	18	0	0	0	**24**
	760/780 Division St.	1	1	0	24	48	40	0	0	**112**
	1379 Princess St.	1	1	1	18	13	0	0	2	**34**
Kitchener, ON	100-170 Old Carriage Dr.	1	3	2	14	202	0	0	0	**218**
London, ON	1355 Commissioners Rd. W.	1	1	0	14	37	0	0	1	**52**
	433 King St.	1	1	0	62	66	1	0	1	**130**
Markham, ON	65 Times Ave.	1	1	9	37	18	0	0	0	**64**
Mississauga, ON	65 & 75 Paisley Blvd. W.	2	2	15	67	79	2	0	1	**164**
Ottawa, ON	Maison Riverain	1								
Sherwood Park, AB	200 Edgar Ln.	1	1	4	8	92	0	0	0	**104**
Stratford, ON	30 & 31 Campbell Crt.	2	2	0	33	63	3	0	0	**99**
Toronto, ON	12 & 14 Auburndale Crt.	1	1	0	0	15	23	8	0	**46**
	2303 Eglinton Ave. E.	1	1	6	67	96	0	0	0	**169**
	787 Vaughan Rd.	1	1	7	25	6	0	0	0	**38**
	223 Woodbine Ave.	1	1	0	32	16	0	0	0	**48**
	650 Woodbine Ave.	1	1	0	30	8	0	0	0	**38**
		32	**33**	**98**	**911**	**1411**	**125**	**8**	**6**	**2559**

Brampton, Ontario

78 Braemar Drive

Acquired: July 2022

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	40	112	1	0	153

Braemar Place is a modern rental residence with 15 storeys, 153 units, 57 indoor and 141 outdoor parking spaces. Ideally located at the corner of Dixie Road and Clark Boulevard, across from the Bramalea City Centre, one of the largest shopping malls in Canada. This property is also close to a variety of area schools, parks and playgrounds, and offers easy access to Highways 410, 401 and 407 as well as local public transit. Condo-style amenities include on-site laundry, storage lockers, bicycle storage, playground and outdoor swimming pool.

Brantford, Ontario

19 Lynnwood Drive

Acquired: July 2016

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	18	35	5	0	58

Lynnwood Place consists of a single six-storey purpose-built building with elevator service. It is situated on approximately 1.7 acres of land and the building totals approximately 66,000 square feet of area. Amenities include 53 surface parking spaces and laundry facilities. The property is within walking distance of public transportation, parks, shopping and restaurants. The property is also minutes from the city's main commercial corridor and Highway 403.

Brantford, Ontario

120, 126 and 130 St. Paul Avenue

Acquired: July 2016

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	15	31	0	0	46

Park Manor consists of one mid-level building located at 120, 126 and 130 St. Paul Avenue. The property is situated on approximately 0.8 acres of land and the building contains a total of 41,200 square feet of area. Amenities include 49 surface parking spaces and laundry facilities. The property is within walking distance of the Grand River, Brantford General Hospital, restaurants, schools and recreational facilities. There is easy access to public transportation and Highway 403.

Breslau, Ontario

208 Woolwich Street South

Acquired: March 2022

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	3	74	1	0	78

Joseph's Place is a luxury, fully accessible rental property with four storeys, 78 units and 114 parking spaces. Condo-style amenities include a fitness room, social room, lockers, bicycle storage and an outdoor BBQ area. Units have in-suite laundry, balconies, high-end finishes, and large units (988 square feet average) which is attractive to residents and commands higher rents.

Burlington, Ontario

1050 Highland Street

Acquired: August 2019

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	3	15	0	0	18

Parkland Apartments consists of a single two-storey walk-up building. It is situated on approximately 0.72 acres of land with 20 surface parking spaces. Amenities include on premises laundry facilities. The property is located in a quiet neighbourhood and backs onto a large park which includes a children's playground and local tennis courts. It is conveniently located near public transportation, and close proximity to local services and shopping (including one of the city's main shopping centres). There is easy access to local highways.

Chatham, Ontario

75 & 87 Mary Street

Acquired: August 2018

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	22	34	0	0	56

Thamesview Apartments consists of two 2 ½ storey walk-up buildings. These buildings sit on approximately one acre of land and contain approximately 51,020 square feet of area. Amenities include 60 surface parking spaces and laundry facilities. The property is located within a few minutes of downtown Chatham, is near the Thames River, a hospital, shopping, restaurants, a fire station, a police station and Highway 401.

Chatham, Ontario

383-385 Wellington Street West

Acquired: December 2017

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
22	26	5	1	0	54

Kent Manor consists of one four-storey building located at 383-385 Wellington Street West and one adjacent single-family dwelling at 49 Lacroix Street. It is situated on approximately 0.68 acres of land and contains a total of 40,795 square feet of area. Amenities include 24 surface parking spaces and laundry facilities. The property is situated in a premium area dominated by single-family homes with easy access to public transit. It is located near the Thames River, a hospital, shopping, restaurants, a police station and St. Clair College.

Edmonton, Alberta

10001 Bellamy Hill Road Northwest

Acquired: December 2022

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
3	0	155	0	0	158

Park Square Apartments is a premium high-rise rental tower with 158 units units and 21 storeys, including five floors of open-air parking with 195 stalls. Suites are spacious, ranging from 850-1050 square feet, and feature luxury vinyl plank flooring, quartz countertops, stainless-steel appliances, in-suite laundry and an electric fireplace. Condo-style amenities include a fitness centre, social room, and a rooftop lounge with incredible views of the city and the scenic Edmonton River Valley.

Guelph, Ontario
98 Farley Drive

Acquired: March 2022

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
22	41	30	0	0	93

URBN Lofts is a modern rental residence with six storeys, 93 units and 124 outdoor parking spots. Condo-style amenities include a fitness room, social room, lockers, bicycle storage, an outdoor BBQ area and a co-working space with internet. Ideally located in one of the most sought-after neighbourhoods in Guelph, walking distance to a shopping centre with a Zehrs, Shoppers Drug Mart, LCBO, and many sit-down or quick service restaurants. It also offers easy access to Highway 401.

Guelph, Ontario
5 & 7 Wilsonview Avenue

Acquired: October 2019

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	5	17	7	0	29

Treeview Manor consists of two three-storey walk-up buildings with a connecting basement corridor. It is situated on approximately 1.37 acres of land and the buildings total approximately 36,590 square feet of area. Amenities include 42 parking spots and laundry facilities. It is situated in a prime location within walking distance of public transportation, a commercial corridor that includes a large shopping mall, services and restaurants, as well as, University of Guelph. It has easy access to Highway 6 and 401.

Guelph, Ontario
8 & 16 Wilsonview Avenue

Acquired: July 2020

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
2	54	53	3	0	112

Treeview Towers offers newly renovated modern and spacious suites with luxury plank flooring and fully updated open concept kitchens featuring four appliances. Amenities include a fitness facility, social room, laundry lounge with Wi-Fi, underground parking and a dedicated on-site management team.

Hamilton, Ontario
125 Wellington Street North

Acquired: March 2021

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
5	247	73	38	1	364

Wellington Place offers newly renovated modern and spacious suites with luxury plank flooring and fully updated open concept kitchens featuring four appliances and high-end counters that create the ideal cooking environment. Private balconies with glass panels offer great views from all sides! Amenities include a fitness facility, social room, laundry lounge with Wi-Fi, underground parking and a dedicated on-site management team. Conveniently located only minutes from downtown Hamilton and a short commute to McMaster University, nearby you will find several public parks, public transit, GO Transit, Hamilton General Hospital, and St. Joseph's Healthcare. Walking distance to Jackson Square, shops of Jamesville and the FirstOntario Centre, with Shopper's Drug Mart and the Hasty Market Convenience store both just steps away.

Kingston, Ontario

252 & 268 Conacher Drive

Acquired: September 2018

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	6	18	0	0	24

This property consists of two 2 ½ storey walk-up buildings, Riverstone Place and Millstone Place. These buildings are situated on approximately one acre of land and have approximately 24,143 square feet of area. Amenities include 25 surface parking spaces and laundry facilities. It is located close to public transportation, a hospital, Queen's University, a fire station, a police station, shopping and services, restaurants and Highway 401.

Kingston, Ontario

760/780 Division Street & 2 Kirkpatrick Street

Acquired: March 2018

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	24	48	40	0	112

Treeview Apartments consist of one mid-rise building located at 780 Division Street and two adjacent vacant parcels of land located at 2 Kirkpatrick Street and 760 Division Street. The vacant parcels have future development potential. These properties contain approximately 5.0 acres of land, and the mid-rise building contains a total of 82,343 square feet of area. Amenities include 112 surface parking spaces and laundry facilities. The properties are close to public transit, the St. Lawrence River, a hospital, shopping, restaurants, a police station, Queen's University and Highway 401.

Kingston, Ontario

1379 Princess Street

Acquired: May 2018

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
1	18	13	0	2	34

The Lucerne consists of one 3 ½ storey building with commercial space on the ground floor. It is situated on approximately 1.7 acres of land and the building contains approximately 25,629 square feet of area. Amenities include 40 surface parking spaces and laundry facilities. The property is located minutes from Queen's University, St. Lawrence College, St. Lawrence River, a hospital, shopping, restaurants, fire and police stations. There is also easy access to public transportation and Highway 401.

Kitchener, Ontario

100-170 Old Carriage Drive

Acquired: April 2021

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
2	14	202	0	0	218

Adanac Crossing has been repositioned to cater to professionals making it unique in the area and creating a more stable and consistent rental base featuring spacious, renovated one-, two-, and two-bedroom + den suites with beautifully landscaped grounds and is ideally located in Pioneer Park, near Conestoga College and close to a variety of shops, restaurants, parks and playgrounds.

London, Ontario

1355 Commissioners Road West

Acquired: May 2019

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	14	37	0	1	52

Village West Apartments consists of a brand-new single, five-storey building with elevator service. It is situated on approximately 1.31 acres of land and the building totals 71,744 square feet of area. Suite features include nine-foot ceilings, in-suite laundry with storage room, stainless appliances, luxury granite counter tops and quality design and finishes throughout. The building is in a premier location and close to public parks, conservation areas and local schools. It's surrounded by an array of shopping, restaurants and cafés, and public transit.

London, Ontario

433 King Street

Acquired: October 2021

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	62	66	1	1	130

Kingswell Towers features one-and two-bedroom units ranging from 800 square feet to 1100 square feet and spacious penthouses varying from 1900 square feet to 2000 square feet. Suites feature large eat-in kitchens, in-suite laundry, and spacious walk-in closets. Building amenities include a fitness room, social room, hot tub, sauna, and access to various parks and bike paths. Underground parking and bike storage are also available.

Markham, Ontario

65 Times Avenue

Acquired: March 2019

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
9	37	18	0	0	64

The Foresite consists of a single five-storey building with elevator service. It is situated on approximately 0.76 acres of land and the building totals approximately 51,413 square feet of area. Amenities include 64 parking spots (20 surface and 44 below ground), and laundry facilities in each unit. The property is in a prime location and only minutes from shopping, restaurants, and amenities. It has easy access to Highway 407, Highway 404 and 7. It is also close to public transit, including a GO station that provides convenient access to downtown Toronto.

Mississauga, Ontario

65 & 75 Paisley Boulevard West

Acquired: December 2019

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
15	67	79	2	1	164

Seville East & West consists of two, seven-storey buildings with elevator service. It is situated on approximately 3.05 acres of land and the buildings total approximately 120,000 square feet of area. Amenities include 186 parking spots (126 surface and 60 below ground), laundry facilities and an on-site convenience store. The property is in a prime location and only minutes from shopping, restaurants, and amenities including a major hospital. It is just south of downtown Mississauga and has easy access to Highway 403 and the QEW. It is also close to public transit, including a GO station that provides convenient access to downtown Toronto.

Artist Concept

Ottawa, Ontario

Maison Riverain

Acquired: January 2022

This Ottawa project is a three-tower mixed-use, purpose-built rental development that will bring much-needed housing to Ottawa's core. Spanning four acres next to the Rideau River at Montreal Road, the project will offer over 1,000 residential units and 20,000 square feet of retail space.

Construction is underway at the first of three planned towers at the Maison Riverain development project in Ottawa. The seventeenth level of the planned 22-storey first tower has been completed, the eighteenth level has been poured and the tower is estimated to be finished by the end of 2024. Equiton plans to welcome our first Residents in 2025.

Sherwood Park, Alberta

200 Edgar Lane

MAP

Acquired: September 2022

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
4	8	92	0	0	104

Emerald Hills Landing has four storeys and includes 79 indoor and 36 outdoor parking spaces. Generously sized suites (avg. 902 square feet) feature in-suite laundry, quartz counters, stainless-steel appliances, and provide ample natural light. Building amenities include a social room, lounge area, and a fitness centre. Conveniently located less than 20 minutes from downtown Edmonton and close to a hospital and a wide variety of dining, grocery, and retail options.

Stratford, Ontario

30 & 31 Campbell Court

MAP

Acquired: April 2016

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	33	63	3	0	99

This property consists of two separate low-rise buildings located on opposite sides of the street, the Mayfair and Wynbrook. The properties contain approximately 2.5 acres of land and the buildings total 83,100 square feet of area (30 Campbell Court: 39,000 square feet, 31 Campbell Court: 44,100 square feet). Amenities include 100 surface parking spaces and laundry facilities in each building. The property is located minutes from the Avon River, Lake Victoria, and the city's historic downtown core. There is easy access to public transportation, shopping and it is only a 30-minute drive to Kitchener and Waterloo.

Toronto, Ontario

12 & 14 Auburndale Court

MAP

Acquired: October 2021

Unit Breakdown

Bachelor	2 Bedroom	3 Bedroom	4 Bedroom	Commercial	Total Units
0	15	23	8	0	46

The Scotch Elms consists of two townhome buildings on 2.38 acres of land with a total of 46 units. The spacious townhome layouts average 1,599 square feet (including basements) and feature in-suite laundry, air conditioning, functional basements, and private fenced-in backyards. Parking facilities consist of 29 outdoor spots, 37 underground spots and 7 visitor spots. This property is ideally located in a family-friendly residential neighbourhood within walking distance of grocery and retail stores, schools, and parks. With excellent transit-accessibility and the Highway 401 on-ramp located only minutes away, this property provides easy access to destinations throughout the GTA.

Toronto, Ontario

2303 Eglinton Avenue East

Acquired: December 2022

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
6	67	96	0	0	169

Ravine Park Apartments has seven storeys, 169 units, and 183 combined indoor and outdoor parking spots. Suites range from 450 square feet to 750 square feet. Amenities include common laundry facilities and lockers. This property's transit-friendly location will appeal to residents. It provides easy access to several public transit options including the upcoming Eglinton Crosstown LRT, the Kennedy subway and Kennedy GO stations.

Toronto, Ontario

787 Vaughan Road

Acquired: November 2020

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
7	25	6	0	0	38

Gertrude Suites is a mid-size four-storey building located in the eclectic Eglinton West neighbourhood of Toronto. It is situated on approximately 0.31 acres of land, and the building totals 29,020 square feet of area. Amenities include high-end finishes, appliances, and on-site laundry facilities. The building is in a bustling neighbourhood, steps away from the Eglinton Crosstown line. Residents are within walking distance to restaurants, parks, trails, shopping, and amenities.

Toronto, Ontario

223 Woodbine Avenue

Acquired: March 2020

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	32	16	0	0	48

Beach Park Apartments consists of a single 3 ½ storey building located in the affluent Beaches neighbourhood of Toronto. It is situated on approximately 0.6 acres of land and the building totals approximately 26,000 square feet of area. Amenities include 51 surface parking spots and laundry facilities. The building is in a premier location, next to new condo developments and in walking distance to restaurants, shopping, amenities and the Beaches Park on Lake Ontario. It's in the immediate vicinity of public transit and only minutes from downtown Toronto.

Toronto, Ontario

650 Woodbine Avenue

Acquired: November 2020

MAP

Unit Breakdown

Bachelor	1 Bedroom	2 Bedroom	3 Bedroom	Commercial	Total Units
0	30	8	0	0	38

The Beach Suites is a mid-size four-storey building located in the trendy Beaches neighbourhood of Toronto. It is situated on approximately 0.3 acres of land, and the building totals 32,080 square feet of area. Amenities include 27 surface parking spots, premium condo-style finishes, appliances, and laundry facilities. The building is in a premier location, near several parks, the lakefront boardwalk, shopping, amenities and the Beaches Park on Lake Ontario. It's in the immediate vicinity of public transit routes for downtown Toronto.

RISKS AND UNCERTAINTIES

There are certain risk factors inherent in an investment in the Trust Units and in the activities of the Trust, including, but not limited to, risks related to availability of distributable income, liquidity and potential price fluctuations of the Trust Units, redemption risk, tax-related risks, litigation risks, risks of real estate investment and ownership, mortgage refinancing, availability of cash flow, risk of changes in government regulation, environmental matters, Trust Unitholder liability, dependence on key personnel, potential conflicts of interest, changes in legislation, investment eligibility and dilution arising from the issue of additional Trust Units. See "OFFERING MEMORANDUM" for full list of Risks.

Consolidated Financial Statements

Equiton Residential Income Fund Trust
(Unaudited)

For the nine-month period ended September 30, 2023

Equiton Residential Income Fund Trust
Consolidated Statements of Financial Position

	September 30, 2023	December 31, 2022
Assets		
Investment properties (Note 4)	**$ 823,015,825**	$ 791,494,826
Investment property under development (Note 5)	**69,248,261**	43,711,951
Cash	**3,827,370**	5,016,263
Restricted cash (Note 6)	**3,490,790**	5,321,088
Land deposits	**950,000**	300,000
Tenant and other receivables	**1,155,236**	858,003
Loan receivable (Note 8)	**2,958,765**	1,547,500
Prepaid expenses	**1,310,856**	889,816
	$ 905,957,103	$ 849,139,447
Liabilities		
Mortgages payable (Note 9)	**$ 361,696,479**	$ 365,644,474
Construction loan payable (Note 10)	**18,000,000**	9,384,375
Bank loan payable (Note 11)	**3,465,000**	12,050,000
Due to related parties (Note 12)	**12,828,475**	11,695,788
Unit subscriptions held in trust (Note 6)	**3,490,790**	4,452,588
Payables and accruals	**17,534,474**	12,191,854
Tenant deposits and deferred revenue	**3,814,691**	3,825,900
Distributions payable (Note 13(b))	**2,812,686**	2,450,881
	423,642,595	421,695,860
Net assets attributable to unitholders	**482,314,508**	427,443,587
	$ 905,957,103	$ 849,139,447

Trustee

Trustee

Equiton Residential Income Fund Trust
Consolidated Statements of Income and Comprehensive Income

	September 30, 2023	September 30, 2022
Revenue		
Rental income	**$ 32,727,385**	$ 23,432,924
Other revenue	**2,483,826**	1,239,590
	35,211,211	24,672,514
Operating Expenses		
Property operating expenses	**22,650,700**	19,202,387
Interest and finance costs	**10,648,202**	6,717,362
General and administrative	**174,225**	152,536
	33,473,127	26,072,285
Income(Loss) from Operations	**1,738,084**	(1,399,771)
Other expenses		
Performance incentive fees (Note 14)	**8,595,647**	7,639,743
Asset management fees (Note 14)	**7,134,192**	5,072,942
Professional fees	**511,211**	408,959
Bank fees	**75,062**	32,507
	16,316,112	13,154,151
Increase in fair value of investment properties	**25,706,392**	55,727,545
Net income and comprehensive income	**11,128,364**	41,173,623

Equiton Residential Income Fund Trust

Consolidated Statements of Changes in Net Assets Attributable to Unitholders

	Units	Retained Earnings	Contributed Surplus	Total
	(Note 13)			
Net assets attributable to Unitholders - January 1, 2022	249,559,421	37,389,500	825,183	287,774,104
Issuance of units	140,230,871	-	-	140,230,871
Issuance of units under DRIP	16,239,898	-	-	16,239,898
Redemption of units	(18,122,959)	-	-	(18,122,959)
Issuance costs	(6,507,045)	-	-	(6,507,045)
Net income	-	32,403,372	-	32,403,372
Distributions	-	(24,574,654)	-	(24,574,654)
Net assets attributable to Unitholders - December 31, 2022	381,400,186	45,218,218	825,183	427,443,587
Issuance of units	102,880,483	-	-	102,880,483
Issuance of units under DRIP	15,434,862	-	-	15,434,862
Redemption of units	(45,840,835)	-	-	(45,840,835)
Issuance costs	(5,264,030)	-	-	(5,264,030)
Net income	-	11,128,364	-	11,128,364
Distributions	-	(23,467,923)	-	(23,467,923)
			-	
Net assets attributable to Unitholders - September 30, 2023	448,610,666	32,878,659	825,183	482,314,508

Equiton Residential Income Fund Trust
Consolidated Statements of Cash Flows

	September 30, 2023	December 31, 2022
Operating activities		
Net income	**$ 11,128,364**	$ 32,403,372
Items not affecting cash:		
Performance incentive fee	**8,595,647**	9,800,210
Increase in fair value of investment properties	**(25,706,392)**	(44,894,199)
Amortization of deferred finance fees and fair value adjustments	**1,399,826**	1,197,369
	(4,582,555)	(1,493,248)
Change in non-cash operating items (Note 16)	**5,988,577**	10,337,932
Cash (used in) provided by operating activities	**1,406,022**	8,844,684
Financing activities		
Proceeds from issuance of units	**93,080,285**	132,749,681
Redemption of units	**(45,840,835)**	(18,122,959)
Distribution to unitholders	**(7,671,256)**	(7,434,781)
Issuance costs	**(5,264,030)**	(6,507,045)
Proceeds (Repayment) from loan payable	**(8,585,000)**	12,050,000
Deferred financing fees	**(1,140,196)**	(4,202,973)
Interest reserve holdback	**29,227**	350,741
Proceeds from loan & mortgage payable	**9,443,675**	82,704,548
Repayment of mortgage payable	**(5,064,901)**	(5,488,444)
Cash provided by financing activties	**28,986,969**	186,098,768
Investing activities		
Building improvements	**(5,814,607)**	(6,578,901)
Net receipts on loan receivable	**(1,411,265)**	(1,547,500)
Land deposits	**(650,000)**	3,200,000
Acquisition of investment properties	**-**	(182,641,588)
Investment in land under development	**(25,536,310)**	(43,711,951)
Cash used in investing activities	**(33,412,182)**	(231,279,940)
Net change in cash and cash equivalents during the year	**(3,019,191)**	(36,336,488)
Cash, beginning of year	**10,337,351**	46,673,839
Cash, end of year	**7,318,160**	$ 10,337,351
Cash presented as:		
Cash	**$ 3,827,370**	$ 5,016,263
Restricted cash	**3,490,790**	5,321,088
	7,318,160	10,337,351

1. Nature of operations

Equiton Residential Income Fund Trust (the "Trust") is an open-ended real estate investment trust ("REIT") established on March 1, 2016 under the laws of the Province of Ontario. The Trust qualified as a "mutual fund trust" (pursuant to subsection 132(6) of the Income Tax Act) and it was formed primarily to acquire income-producing properties located in Canada.

2. General information and statement of compliance with IFRS

The consolidated financial statements of the Trust have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The consolidated financial statements have been prepared on a historical cost basis except for investment properties and certain categories of financial instruments, if any, that have been measured at fair value. The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements unless otherwise indicated.

The consolidated financial statements are presented in Canadian dollars, which is the Trust's functional currency. The address of the Trust's registered office is 1111 International Boulevard, Suite 500, Burlington, Ontario, L7L 6W1. The financial statements for the period ended September 30, 2023 were approved and authorized for issue by the Trust on November 15, 2023.

3. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below.

Principles of consolidation

These consolidated financial statements include the accounts of the Trust and its controlled entity: Equiton Residential Income Fund Limited Partnership (the "Limited Partnership"). The results of the Limited Partnership will continue to be included in the consolidated financial statements of the Trust until the date that the Trust's control over the Limited Partnership ceases. Control exists when the Trust has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

Joint arrangements

A joint arrangement is a contractual arrangement pursuant to which the Trust or a controlled entity and other parties undertake an economic activity that is subject to joint control, whereby the strategic financial and operating policy decisions relating to the activities of the joint arrangement require the unanimous consent of the parties sharing control. Joint arrangements are of two types - joint ventures and joint operations. A joint operation is a joint arrangement in which the Trust has rights to the assets and obligations for the liabilities relating to the arrangement. A joint venture is a joint arrangement in which the Trust has rights to only the net assets of the arrangement.

3. Summary of significant accounting policies (continued)

Joint arrangements (continued)

The Trust is party to a single joint arrangement, which is a joint operation, through a 75% co-ownership interest called Riverain Co-ownership ("Riverain"). Riverain includes an investment property under development located at 29 Selkirk Street and 2 Montreal Road in the City of Ottawa, Ontario (Note 7). Joint operations are accounted for by recognizing the Trust's proportionate share of the assets, liabilities, revenue, expenses and cash flows of the joint operation.

Investment properties

The Trust accounts for its investment properties using the fair value model in accordance with IAS 40 - Investment properties ("IAS 40"). Properties that are held for long-term rental yields or for capital appreciation or both are classified as investment properties. Investment properties also include properties that are being constructed or will be developed for future use as investment properties.

Investment properties are recorded initially at cost including transaction costs. Transaction costs include transfer taxes, professional fees for legal services, and initial leasing commissions to bring the property to the condition necessary for it to be capable of operating.

Additions to investment properties are expenditures incurred for the expansion or redevelopment of the existing property, or to maintain or improve its productive capacity. Productive capacity maintenance costs are major maintenance costs and tenant improvements. Subsequent to initial recognition, investment properties are recorded at fair value. The changes in fair value in each reporting period are recorded in the consolidated statement of income and comprehensive income. Fair value is based upon valuations performed by an appraiser accredited through the Appraisal Institute of Canada, using valuation techniques including the direct capitalization income and discounted cash flow methods.

Recent real estate transactions with similar characteristics and locations to the Trust's assets are also considered. The direct capitalization income method applies a capitalization rate to the property's stabilized net operating income which incorporates allowances for the vacancy, management fees, and structural reserves for capital expenditures for the property. The resulting capitalized value is further adjusted, where appropriate, for extraordinary costs to stabilize the income and non-recoverable capital expenditures.

Investment property under development

The investment property undergoing development takes a substantial period of time to prepare for its intended use as an investment property. The investment property under development is initially recorded at the purchase price plus transaction costs.

Subsequent to acquisition, the cost of development properties includes all direct expenditures incurred in connection with their development and construction. These expenditures consist of all direct costs, realty taxes and borrowing costs. The development period commences when expenditures are being incurred and activities necessary to prepare the asset for its intended use are in progress. Capitalization ceases when substantially all the activities necessary to prepare the asset for its intended use are complete.

3. Summary of significant accounting policies (continued)

Investment property under development (continued)

Properties under development are measured at cost until the earlier of the date construction is completed and the date at which fair value becomes reliably determinable.

Tenant deposits

Tenant deposits are recognized initially at the fair value of the cash received and subsequently measured at amortized cost. The Trust obtains deposits from tenants as a guarantee for returning the leased premises at the end of the lease term in a specified good condition or for specified lease payments according to the terms of the lease.

Revenue recognition

The Trust has retained substantially all of the risks and benefits of ownership of its investment properties and therefore accounts for leases with its tenants as operating leases.

Revenue from investment properties include rents from tenants under leases, parking income, laundry income and other miscellaneous income paid by the tenants under the terms of their existing leases. Rental revenue under a lease commences when a tenant has a right to use the leased asset and revenue is recognized pursuant to the terms of the lease agreement. Revenue is recognized systematically over the term of the lease, which is generally not more than twelve months. Other rental revenues such as parking revenues and laundry revenue is considered non-lease components and are within the scope of IFRS 15 - Revenue from Contracts with Customers. The performance obligation for property management and ancillary services is satisfied over time.

Financial instruments and fair values

(i) Financial assets

In accordance with IFRS 9, 'Financial Instruments', financial assets are required to be measured at fair value on initial recognition. Subsequent to initial recognition, financial assets are categorized and measured based on how the Trust manages its financial instruments and the characteristics of their contractual cash flows. IFRS 9 contains three principal classification categories for financial assets:

i) Measured at amortized cost,
ii) Fair value through other comprehensive income, and
iii) Fair value through profit or loss.

A financial asset is measured at amortized cost if it meets both of the following conditions

i) It is held within a business model whose objective is to hold assets to collect contractual cash flows; and
ii) The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

3. Summary of significant accounting policies (continued)

The Trust's financial assets include cash, due from related parties, tenants and other receivables and loan receivable. All financial assets are recognized initially at fair value and subsequently at amortized cost using the effective interest method with the exception of the loan receivable with is subsequently measured at fair value through profit or loss.

Impairment – Expected Credit Loss Model:

For the impairment of financial assets, the Trust uses a forward-looking 'expected credit loss' ('ECL') model. The measurement options for the ECL are lifetime expected credit losses and 12-month expected credit losses.

The Trust adopted the practical expedient to determine ECL on receivables using a provision matrix based on historical credit loss experiences adjusted for forward-looking factors specific to the debtors and to the economic environment to estimate lifetime ECL.

(ii) Financial liabilities

In accordance with IFRS 9, 'Financial Instruments', financial liabilities are required to be measured at fair value on initial recognition. Subsequent to initial recognition, financial liabilities are measured based on two categories:

i) Amortized cost, and
ii) Fair value through profit or loss.

Under IFRS 9, all financial liabilities are classified and subsequently measured at amortized cost except in certain cases. The Trust has no financial liabilities that meet the definitions of these specific cases. Financial liabilities consist of mortgages payable, construction loan payable, loan payable due to related party, unit subscriptions held in trust, payables and accruals, loan payable, deferred revenue and distributions payable.

A financial liability is derecognized when the obligation under the liability is discharged, canceled or expires.

(iii) Transaction costs

Direct and indirect financing costs that are attributable to the issue of other financial liabilities measured at amortized cost are presented as a reduction from the carrying amount of the related debt and are amortized using the effective interest rate method over the term of the related debt. These costs include interest, amortization of discounts or premiums relating to borrowings, fees and commissions paid to lenders, agents, brokers and advisers, and transfer taxes and duties that are incurred in connection with the arrangement of borrowings.

3. Summary of significant accounting policies (continued)

(iv) Fair value

Fair value measurements recognized in the statement of financial position are categorized using a fair value hierarchy that reflects the significance of inputs used in determining the fair values. Each type of fair value is categorized based on the lowest level of input that is significant to the fair value measurement in its entirety. Assessing the significance of a particular input to the fair value measurement in its entirety requires judgment, considering factors specific to the asset or liability.

The fair value hierarchy for measurement of assets and liabilities is as follows:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 - Inputs for the asset or liability that are not based on observable market data.

Fair value of financial assets and liabilities

The fair values of cash, tenant deposits and other receivables, amounts due to/from related parties, payables, construction loan payable, loan payable and distributions payable approximate their carrying value due to the short-term maturity of those instruments.

The fair value of the mortgages payable and loan receivable have been determined by discounting the cash flows of these financial instruments using September 30, 2023 and December 31, 2022 market rates for debts of similar terms.

	September 30, 2023		
	Fair Value Hierarchy	**Carrying Value**	**Fair Value**
Assets:			
Investment properties	**Level 3**	**$ 823,015,825**	**$ 823,015,825**
Loan receivable	**Level 2**	**$ 2,958,765**	**$ 2,958,765**
Liabilities:			
Mortgages payable	**Level 2**	**$ 371,361,270**	**$ 304,343,907**

	December 31, 2022		
	Fair Value Hierarchy	Carrying Value	Fair Value
Assets:			
Investment properties	**Level 3**	**$ 791,494,826**	**$ 791,494,826**
Loan receivable	**Level 2**	**$ 1,547,500**	**$ 1,547,500**
Liabilities:			
Mortgages payable	**Level 2**	**$ 375,309,185**	**$ 326,015,349**

3. Summary of significant accounting policies (continued)

Critical accounting estimates, assumptions, and judgments

Estimates and judgments are continually evaluated and are based on historical experience as adjusted for current market conditions and other factors. Management makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The Trust has made the following critical accounting estimates, assumptions, and judgments:

Investment properties

In determining estimates of fair values for its investment properties, the assumptions underlying estimated values are limited by the availability of comparable data and the uncertainty of predictions concerning future events. Should the following underlying assumptions change, actual results could differ from the estimated amounts:

i. Property tenancies;
ii. Market rents;
iii. Market terminal capitalization rates;
iv. Discount rates;
v. Direct capitalization rates;
vi. Economic environment and market conditions; and
vii. Market activity.

The critical estimates and assumptions underlying the valuation of the investment properties are outlined in Note 4.

Joint operations

When determining the appropriate basis of accounting for the Trust's investment in co-ownership, the Trust makes judgments about the degree of control that the Trust exerts directly or through an arrangement over the co-ownership's relevant activities.

The Trust has determined that its interest in the co-ownership is a joint operation (Note 7).

Net assets attributable to unitholders

Trust units are redeemable at the holder's option and therefore are considered a puttable instrument in accordance with International Accounting Standard 32 - Financial Instruments: Presentation ("IAS 32"), subject to certain limitations and restrictions. Puttable instruments are required to be accounted for as financial liabilities, except where certain conditions are met, in which case, the puttable instruments may be presented as net assets attributable to unitholders. The Trust units meet the necessary conditions and have therefore been presented as net assets attributable to unitholders under IAS 32.

4. Investment properties

Reconciliation of the carrying amount for investment properties for the beginning and end of the financial year are as follows:

Balance, December 31, 2021	**$493,180,000**
Purchase of investment property	246,841,726
Building improvements to investment properties	6,578,901
Increase in fair value of investment properties	44,894,199
Balance, December 31, 2022	**$791,494,826**
Building improvements to investment properties	5,814,607
Increase in fair value of investment properties	25,706,392
	31,520,999
Balance, September 30, 2023	**$ 823,015,825**

At September 30, 2023 all Investment Properties that the Trust owned as at October 1, 2022 were valued by independent professionally qualified appraisers who hold a recognized relevant professional qualification and have recent experience in the locations of the income-producing properties valued.

4. Investment properties (continued)

The estimated fair values per these appraisals are as follows:

The Trust determined the fair value of each investment property based upon, among other things, rental income from current leases and assumptions about rental income from future leases reflecting market conditions at the applicable statement of financial position dates, less future cash outflow pertaining to the respective leases. The properties are appraised using several approaches that typically include a direct capitalization income method and a direct comparison approach.

	September 30, 2023	December 31, 2022
30-31 Campbell Court, Stratford	**$ 20,900,000**	$ 19,900,000
19 Lynnwood Drive, Brantford	**15,000,000**	14,300,000
120, 126 and 130 St Paul Avenue, Brantford	**9,770,000**	8,810,000
383-385 Wellington Street and 49 Lacroix Street, Chatham	**9,370,000**	8,640,000
780 Division Street, Kingston	**25,350,000**	22,850,000
1379 Princess Street, Kingston	**7,000,000**	6,560,000
75 and 87 Mary Street, Chatham	**10,700,000**	10,100,000
252 and 268 Conacher Drive, Kingston	**4,300,000**	3,900,000
1355 Commissioners Road West, London	**20,000,000**	19,400,000
65 Times Avenue, Markham	**31,400,000**	30,200,000
1050 Highland Street, Burlington	**6,690,000**	6,530,000
5 & 7 Wilsonview Avenue, Guelph	**11,100,000**	10,800,000
65 & 75 Paisley Boulevard West, Mississauga	**62,800,000**	60,300,000
223 Woodbine Avenue, Toronto	**25,300,000**	25,400,000
8-16 Wilsonview Avenue, Guelph	**40,700,000**	38,500,000
650 Woodbine Avenue, Toronto	**16,800,000**	15,700,000
787 Vaughan Road, Toronto	**13,400,000**	12,700,000
100-170 Old Carriage Drive, Kitchener	**82,500,000**	77,700,000
125 Wellington Street North & 50 Cathcart Street, Hamilton	**87,300,000**	80,000,000
12-14 Auburndale Court, Etobicoke	**27,800,000**	27,000,000
433 King Street, London	**40,800,000**	41,000,000
98 Farley Drive, Guelph	**43,300,000**	43,061,524
208 Woolwich Street South, Breslau	**36,800,000**	37,322,830
78 Braemar Drive, Brampton	**67,800,000**	65,484,521
200 Edgar Lane, Sherwood Park	**29,100,000**	28,288,499
10001 Bellamy Hill, Edmonton	**24,224,113**	24,225,965
2303 Eglinton Ave East, Toronto	**52,811,712**	52,821,487
	$ 823,015,825	$ 791,494,826

4. Investment properties (continued)

The significant assumption made relating to valuations of investment properties using direct capitalization income method is the capitalization rate.

Values are most sensitive to changes in capitalization rates, and the variability of cash flows. If the capitalization rate were to increase by 25 basis points ("bps"), the value of investment properties would decrease by $51,081,032 (December 31, 2022 – decrease by $47,943,903). If the capitalization rate were to decrease by 25 bps, the value of investment properties would increase by $58,782,872 (December 31, 2022 – increase by $61,250,948). The capitalization rates used are as follows:

	September 30, 2023	December 31, 2022
30-31 Campbell Court, Stratford	**5.00%**	5.00%
19 Lynnwood Drive, Brantford	**4.75%**	4.75%
120, 126 and 130 St Paul Avenue, Brantford	**4.75%**	4.75%
383-385 Wellington Street and 49 Lacroix Street, Chatham	**5.00%**	5.00%
780 Division Street, Kingston	**4.40%**	4.40%
1379 Princess Street, Kingston	**4.40%**	4.30%
75 and 87 Mary Street, Chatham	**5.00%**	5.00%
252 and 268 Conacher Drive, Kingston	**4.60%**	4.50%
1355 Commissioners Road West, London	**4.00%**	3.90%
65 Times Avenue, Markham	**3.60%**	3.50%
1050 Highland Street, Burlington	**3.90%**	3.90%
5 & 7 Wilsonview Avenue, Guelph	**4.10%**	4.00%
65 & 75 Paisley Boulevard West, Mississauga	**3.00%**	2.75%
223 Woodbine Avenue, Toronto	**3.15%**	3.00%
8-16 Wilsonview Avenue, Guelph	**4.10%**	4.00%
650 Woodbine Avenue, Toronto	**3.25%**	3.25%
787 Vaughan Road, Toronto	**3.35%**	3.25%
100-170 Old Carriage Drive, Kitchener	**4.10%**	4.00%
125 Wellington Street North & 50 Cathcart Street, Hamilton	**4.35%**	4.25%
12-14 Auburndale Court, Etobicoke	**3.10%**	3.00%
433 King Street, London	**3.90%**	3.65%
98 Farley Drive, Guelph	**4.25%**	N/A
208 Woolwich Street South, Breslau	**4.10%**	N/A
78 Braemar Drive, Brampton	**3.25%**	N/A
200 Edgar Lane, Sherwood Park	**5.50%**	N/A

5. Investment property under development

Balance, December 31, 2021	**$ -**
Purchase of investment property under development	30,000,000
Property under development expenditures	13,711,951
Balance, December 31, 2022	**43,711,951**
Property under development expenditures	25,536,310
Balance, September 30, 2023	**$ 69,248,261**

This property under development represents the Trust's 75% interest in Riverain (Note 7).

6. Restricted cash

At September 30, 2023, the restricted cash is $3,490,790 (2022 - $5,321,088). Restricted cash of $3,490,790 represents unitholder subscriptions held in trust until the trade settlement date. These amounts will be returned to investors if the proposed unitholder subscriptions do not successfully proceed. In addition, at December 31, 2022, Riverain had a deposit held in trust of $1,158,000 with the City of Ottawa which represented Riverain's estimated costs for the public and private lands. The Trust's portion of this deposit was $868,500. During the first nine months of 2023, the deposit held in trust was replaced with the $1,158,000 Letter of Credit from Dejardins and the funds were returned on February 23, 2023. The Trust's portion of this Letter of Credit is $868,500.

7. Joint arrangement

The Trust's indirect interests in Riverain is subject to joint control and accounted for as a joint operation. The Limited Partnership entered into a co-ownership agreement with Selkirk & Main Holdings Inc. and is developing a multi residential property in Ottawa, Ontario. There is a building currently on the property that generated rental income from commercial tenants in 2020 and 2021, however the intention is to demolish the building for redevelopment. Therefore, the purchase price was allocated entirely to the land. The co-ownership was formed on January 18, 2022 and is governed by co-owner's agreement effective as of that date. The co-ownership agreement stipulates that a co-owners committee be formed consisting of two members, of whom one member shall be appointed by each of the co-owners. All major decisions, as defined in the agreements, require the unanimous vote of the members of the co-owners committee. The Limited Partner's ownership interest is 75%.

7. Joint arrangement (continued)

The financial information in respect of the Trust's indirect 75% proportionate share of the joint operation is as follows:

	September 30, 2023	December 31, 2022
Assets		
Cash	$ 621,972	$ 1,531,578
Accounts receivable	$ 477,304	136,738
Prepaids		185
Investment property under development	69,248,261	43,711,951
Total Assets	$ 70,347,537	$ 45,380,452
Liabilities		
Accounts payable and accrued liabilities	$ 8,904,852	$ 5,016,747
Loans payable	18,000,000	9,384,375
Total Liabilities	26,904,852	14,401,122
Co-owners' Equity	43,442,685	30,979,330
Total Liabilities and Co-owners' Equity	$ 70,347,537	$ 45,380,452

8. Loan receivable

On January 18, 2022, the Limited Partnership entered into an equity loan agreement with Selkirk & Main Holdings Inc. The Limited Partnership has agreed to provide loans to Selkirk & Main Holdings Inc. from time to time as equity funds are required for the joint operation of Riverain (Note 7) in principal amount equal to 12.5% of the required equity funds of the joint operation.

The equity loan bears in interest at a rate equal to 7.75% per annum. The equity loan is repayable upon the earlier of the following:

- the day upon which the first advance of any long-term financing for such phase is made following the construction thereof; and
- the day upon which the Selkirk & Main Holdings Inc. ceases to be a co-owner of the property or such phase.

8. Loan receivable (continued)

The loan is secured as follows:

- a joint and several corporate guarantee and postponement from Selkirk & Main Holdings Inc. and Main and Main Asset Management Inc. for the full amount of the equity loan.
- a pledge in favour of the Limited Partnership of all of the issued and outstanding shares of the nominees;
- the co-owners charge made by Selkirk & Main Holdings Inc. in favour of the Limited Partnership (including the registered co-owners charge in favour of Equiton granted by the Nominees) which shall, in addition to the matters set out in Section 7.3(1) of the co-owners agreement, secure payment of the equity Loan.

The equity loan was assessed at September 30, 2023 to determine whether there is objective evidence of impairment. A loan investment is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of an asset, and that the loss event had a negative effect on these estimated future cash flows of that asset that can be estimated reliably. For the period ended September 30, 2023, there was no provisions for loan investment losses. The fair value of the loan receivable is estimated to approximate its carrying value (Note 3).

9. Mortgages payable

	Blended Monthly mortgage	payments	Interest rate	Maturity date	September 30, 2023	December 31, 2022
BMO (1) - Brantford	1st (i)	33,464	3.91%	7/31/2026	**5,150,587**	5,298,308
BMO - Kingston Conacher	1st (i)	7,581	4.60%	10/1/2028	**1,198,594**	1,224,960
BMO - Kingston Princess	1st (i)	12,657	3.50%	6/1/2028	**2,168,173**	2,224,756
BMO - Chatham Mary	1st (i)	15,042	3.80%	9/1/2028	**2,532,525**	2,595,298
BMO - Chatham Mary	2nd (i)	2,518	4.35%	8/31/2028	**402,065**	412,460
FN (2) - Stratford	1st	20,288	2.73%	9/1/2026	**4,117,767**	4,215,416
FN - Chatham Wellington	1st	12,168	3.31%	3/1/2028	**2,093,417**	2,150,530
PT (3) - Kingston Division	1st (ii)	30,582	2.44%	3/1/2025	**5,005,755**	5,188,002
PT - Kingston Division	2nd	5,751	3.24%	3/1/2028	**885,997**	915,970
FN - London Commissioner	1st	41,055	3.18%	9/1/2029	**10,493,072**	10,612,373
FN - Markham 65 Times	1st	47,339	2.58%	9/1/2029	**12,093,796**	12,285,030
FN - Highland	1st	11,137	2.84%	6/1/2030	**2,475,503**	2,522,759
FN - 5-7 Wilsonview	1st	24,449	2.74%	6/1/2030	**4,728,923**	4,850,945
FN - Paisley	1st	71,999	2.49%	6/1/2030	**18,881,693**	19,175,839
FN - Paisley	2nd	39,177	6.50%	1/1/2025	**7,249,130**	7,330,000
FN - 223 Woodbine	1st	41,878	2.20%	6/1/2030	**11,448,993**	11,636,135
FN - 8 & 16 Wilsonview	1st	79,227	2.17%	6/1/2030	**19,391,847**	19,787,138
FN - 650 Woodbine	1st	30,073	2.00%	3/1/2031	**7,601,724**	7,757,532
FN - 787 Vaughan	1st	24,063	2.00%	3/1/2031	**6,082,430**	6,207,102
FN - 100 Old Carriage	1st	154,157	2.43%	12/1/2031	**41,962,098**	42,582,330
FN - 125 Wellington	1st (iv)	53,282	2.86%	12/1/2025	**12,140,409**	12,358,482
FN - 125 Wellington (Loan 2)	1st	100,727	2.53%	12/1/2031	**24,221,543**	24,666,210
FN - 433 King Street	1st	41,818	2.87%	1/1/2025	**17,485,000**	17,485,000
FN - 433 King Street	2nd (iii)	14,147	6.75%	1/1/2025	**2,515,000**	2,515,000
FN - 12 & 14 Auburndale	1st	46,285	2.83%	12/1/2031	**13,018,530**	13,158,744
PC (4) - 208 Woolwich	1st (v)	76,130	2.13%	8/1/2031	**23,788,723**	24,092,526
FN - 98 Farley	1st (vi)	95,276	2.83%	12/1/2031	**26,766,045**	27,055,339
CICI (5) - 200 Edgar Lane	1st (vii)	82,752	3.53%	9/1/2032	**21,034,650**	21,223,808
FN - 78 Braemar Drive	1st	124,893	3.92%	9/1/2032	**30,063,010**	30,306,368
FN - 10001 Bellamy	1st	69,615	4.38%	6/1/2033	**15,744,548**	15,844,236
FN - 2303 Eglinton Avenue East - Bridge	1st	Variable payment	Prime Rate + 2.00%	5/1/2023	**-**	21,915,000
FN - 2303 Eglinton Avenue East	1st	97,393	4.20%	6/1/2033	**22,615,198**	-
					$ 375,356,745	379,593,596
Deferred Finance Charges					**(9,664,790)**	(9,635,484)
Acquistion date unamortized fair value adjustments					**(3,995,475)**	(4,284,411)
Interest reserve holdback					**-**	(29,227)
					$ 361,696,479	$ 365,644,474

(BMO) Bank of Montreal

(FN) First National Financial LP

(PT) People's Trust

(PC) Peakhill Capital Inc.

(CICI) Canada ICI Capital Corporation

The mortgages payable are secured by the investment properties disclosed in Note 4 and are repayable as follows:

Remainder of 2023	$	1,733,287
2024	$	7,055,733
2025	$	50,104,735
2026	$	14,869,844
2027	$	6,554,629
Thereafter	$	295,038,517
	$	375,356,745

9. Mortgages payable (continued)

(i) There are financial and non-financial covenants pertaining to the Bank of Montreal facilities and they were all met as at September 30, 2023.
(ii) The People's Trust first mortgage on loan was assumed on the purchase of 780 Division Street, Kingston, Ontario property. The difference between the fair value and carrying value of the mortgage was determined to be at a discount of $205,372 at the assumption date.
(iii) The First National second mortgage is an interest-only loan.
(iv) The First National, first mortgage was assumed on the purchase of the 125 Wellington Street North, Hamilton, Ontario property. The difference between the fair value and carrying value of the mortgage was determined to be at a premium of $134,581 at the assumption date.
(v) The Peakhill Capital, first mortgage was assumed on the purchase of the 208 Woolwich Street South, Breslau, Ontario property. The difference between the fair value and carrying value of the mortgage was determined to be at a premium of $660,053 at the assumption date.
(vi) The First National, first mortgage was assumed on the purchase of the 98 Farley, Guelph, Ontario property. The difference between the fair value and carrying value of the mortgage was determined to be at a premium of $274,766 at the assumption date.
(vii) The Canada ICI, first mortgage was assumed on the purchase of the 200 Edgar Lane, Sherwood Park, Alberta property. The difference between the fair value and carrying value of the mortgage was determined to be at a premium of $3,516,420 at the assumption date.
(viii) The balances repayable as noted above are exclusive of the fair value adjustments recorded upon initial recognition of the mortgages that have been assumed in 2022 as noted by (v) – (vii) above. As at September 30, 2023 these fair value adjustments totalled $3,995,475.

10. Construction loan payable

On January 19, 2023, Riverain entered into a $26,000,000 Land Loan Facility agreement with Desjardins to refinance the land located in Ottawa. The original Land Loan facility of $12,512,500 was repaid upon issuance of proceeds. Desjardins retained a $2,000,000 holdback on the Land Loan facility, which is associated with the completion of environmental remediation work. The Trust's share of the drawn loan amount is $18,000,000 (December 31, 2022 - $9,384,375). The interest rate is fixed during the first 12 months of the 18-month term at the lenders cost of funds plus 150 basis points and then converts to a variable rate based loan based on prime interest rate increased by 75 basis point for the remaining six months of the 18 month term with interest paid monthly. The Land Loan matures on August 1, 2024.

Borrowings under each of these agreements are secured by a first collateral mortgage charge on the lands and improvements and a general security agreement.

11. Bank loan payable

On January 25, 2022, the Limited Partnership entered into a $20,000,000 credit facility with TD Commercial Banking. The facility has a contractual term of 12 months from the date of the first draw down. The first draw down took place on December 14, 2022 in the form of an operating loan.

The facility bears interest as follows:

- Prime Based Loans: Prime rate plus 1.00% per annum
- Banker Acceptances: Stamping Fee at 2.00% per annum

A commitment standby fee of 0.25% per annum is payable on the undrawn portion of the facility. The commitment fee is payable on the third business day following the last business day of March, June, September and December.

There are financial and non-financial covenants pertaining to the facility. As at September 30, 2023, all covenants were met.

As at September 30, 2023, the Limited Partnership had drawn down $3,465,000 (December 31, 2022 - $12,050,000) of the facility.

12. Related party transactions and balances

(a) Agreement with Equiton Capital Inc.

The Trust has entered into an Agency Agreement with Equiton Capital Inc. (the "Agent"), a related party through (a) sharing key management personnel with the Trust and (b) one of the Trustees of the Trust indirectly controls Equiton Capital Inc. The Trust has retained the Agent to act as a selling agent of the Trust units.

Pursuant to the Agency Agreement, for the nine months ended September 30, 2023, the Trust incurred agency fees with the Agent related to the issuance of trust units in the amount of $5,264,030 (December 31, 2022 - $6,507,045), which are included in issuance costs in the statements of changes in net assets attributable to unitholders.

(b) Due from related parties

	September 30, 2023	December 31, 2022
Due from Equiton Partners' Inc.	**$ 1,682,751**	$ 4,174,757
Due from Equiton Balanced Real Estate Fund Trust	**-**	18,733
Due from Equiton Real Estate Income and Development Limited Partnership	**-**	480
Due from Sandstones Condo Trust	**-**	526
Due from Equiton Capital Inc.	**13,019**	-
	$ 1,695,770	$ 4,194,496

(c) Due to related parties

	September 30, 2023	December 31, 2022
Due to Equiton Residential Income GP Inc. *(general partner of Equiton Residential Income Limited Partnership)*	**$ 14,417,714**	$ 15,624,065
Due from Equiton Partners' Inc.	**-**	-
Due to Equiton Capital Inc.	**106,531**	266,219
	$ 14,524,245	$ 15,890,284

Related parties are all unsecured, non-interest bearing, and due on demand.

13. Unitholders' equity

Unitholder transactions excluding allocations of net income distributions and contributed surplus:

(i) Class A Trust Units

The Trust is authorized to issue an unlimited number of Class A Trust units.

(ii) Class B Trust Units

The Trust is authorized to issue an unlimited number of Class B Trust units.

(iii) Class C Trust Units

The Trust is authorized to issue an unlimited number of Class C Trust units.

(iv) Class F Trust Units

The Trust is authorized to issue an unlimited number of Class F Trust units.

(v) Class I Trust Units

The Trust is authorized to issue an unlimited number of Class I Trust units.

13. Unitholders' equity (continued)

(a) Units outstanding

	Number		Amount
Class A Trust Units			
Balance, December 31, 2022	13,928,165	$	140,608,727
Issuance of units	3,209,631		38,298,747
Issuance of units through distribution reinvestment plan	484,534		5,660,401
Redemption of units	(496,259)		(5,908,657)
Issuance of costs	-		(1,959,611)
Balance, September 30, 2023	**17,126,071**	**$**	**176,699,607**
Class B Trust Units			
Balance, December 31, 2022	188,461	$	2,101,785
Issuance of units	456,477		5,457,404
Issuance of units through distribution reinvestment plan	13,420		156,945
Redemption of units	(17,094)		(204,274)
Issuance of costs			(279,236)
Balance, September 30, 2023	**641,264**	**$**	**7,232,624**
Class C Trust Units			
Balance, December 31, 2022	467,396	$	5,212,377
Issuance of units	704,514		8,416,884
Issuance of units through distribution reinvestment plan	21,476		251,131
Redemption of units	(22,844)		(273,366)
Issuance of costs	-		(430,662)
Balance, September 30, 2023	**1,170,542**	**$**	**13,176,364**
Class F Trust Units			
Balance, December 31, 2022	11,430,992	$	117,622,336
Issuance of units	3,288,751		39,210,705
Issuance of units through distribution reinvestment plan	422,967		4,941,618
Redemption of units	(447,249)		(5,351,231)
Issuance of costs	-		(2,006,273)
Balance, September 30, 2023	**14,695,461**	**$**	**154,417,155**
Class I Trust Units			
Balance, December 31, 2022	11,087,788	$	115,854,961
Issuance of units	963,122		11,496,743
Issuance of units through distribution reinvestment plan	378,885		4,424,767
Redemption of units	(2,872,934)		(34,103,307)
Issuance of costs	-		(588,248)
Balance, September 30, 2023	**9,556,861**	**$**	**97,084,916**
Total A, B, C, F and I units, September 30, 2023	**43,190,199**	**$**	**448,610,666**

13. Unitholders' equity (continued)

b) Distributions and distribution reinvestment

On December 19, 2016, the Trust instituted a DRIP whereby Canadian unitholders may elect to have their distributions automatically reinvested in additional units, retroactive to the commencement of the Trust.

During the period, the Trust made distributions of $23,467,923 (year ended December 2022 - $24,574,654). Of this amount, $ 15,434,862 (year ended December 2022 - $16,239,898) were reinvested through the DRIP.

14. Asset management agreement

The property management fees were performed by a related party, Equiton Partners Inc. As compensation for providing the Property Management Services, a fee is paid equal to 4.0% of the gross income from the Properties for the Initial Term and for each Renewal. In addition, Equiton Partners Inc. is paid a fees equal to 5.0% of any work performed over $20,000 related to (i) construct tenant improvements and/or coordinate the construction, modification, improvement, re-construction, or effecting of material repairs to any tenant premises at any of the Properties, or (ii) construct, modify, improve, re-construct or effect a material repair to any portion of the Property or Properties.

Equiton Partners Inc. is also entitled to the following fees pursuant to the Asset Management Agreement:

(i) Transaction fees

The transaction fee is charged at 1.00% of the purchase price with respect to each property acquired or sold by the Limited Partnership.

(ii) Asset management fees

The asset management fee is charged at 1.00% annually with respect to the gross asset value of the assets in the Limited Partnership. The asset management fee is calculated and charged monthly.

14. Asset management agreement (continued)

(iii) Financing fees

The financing fee is charged at 1.00% of the loan amount with respect to each senior or first ranking financing transaction, at 0.50% of the loan amount with respect to each refinancing transaction and at 1.50% of the loan amount with respect to each mezzanine or non-first ranking financing transaction.

(iv) Performance incentive fees

During the term of the Asset Management Agreement, the Manager shall be entitled to a 20% interest in cash distributions of the Limited Partnership, and a 20% interest in any increase in the equity value of the investment properties, calculated and payable at the time such increase in equity value is realized or the issuance of additional limited partner units by the Limited Partnership. The Manager has indicated that it will either defer payment of such performance incentive fees until such time as sufficient cash is available or to elect to receive such performance incentive fees in the form of limited partnership units of the Partnership.

The Asset Management Agreement is for an initial term of five years and automatically renews for a further five years unless terminated by either of the parties.

The Manager charged the following fees under the property and asset management agreement during the year:

	September 30, 2023	September 30, 2022
Asset management fees	**$ 7,134,192**	$ 5,072,942
Transaction fees	**-**	1,329,438
Financing fees	**1,140,196**	1,831,574
Performance incentive fees	**8,595,647**	7,639,743
Property management fees	**1,372,707**	1,003,424
	$ 18,242,741	$ 16,877,121

The asset management, property management fee and performance incentive fees are recorded in the statement of income and comprehensive income. The transaction fee is recorded in investment properties on the statement of financial position. Financing fees are recorded as deferred financing fees in the mortgages payable on the statement of financial position.

Transactions with related parties are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

15. Management of capital

The Trust defines capital that it manages as the aggregate of net assets attributable to unitholders and interest-bearing debt less cash. The Trust's objective when managing capital is to ensure that the Trust will continue as a going concern so that it can sustain daily operations. The Trust's primary objective is to ensure that it has sufficient cash resources to indirectly invest in real estate assets in order to provide adequate returns in the form of distributions to its unitholders. To secure the additional capital necessary to pursue these plans, the Trust may attempt to raise additional funds through the issuance of additional trust units.

The Trust is subject to risks associated with debt financing, including the possibility that existing mortgages may not be refinanced or may not be refinanced on favourable terms or with interest rates less favourable than those of the existing debt. The Trust manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets.

The total managed capital for the Trust is summarized below:

	September 30, 2023	December 31, 2022
Mortgages payable	**$ 361,696,479**	$ 365,664,474
Construction loan payable	**18,000,000**	9,384,375
Bank loan payable	**3,465,000**	12,050,000
Cash	**(7,318,160)**	(10,337,351)
Net debt	**375,843,319**	376,761,498
Net assets attributable to unitholders	**482,314,508**	427,443,587
	$ 858,157,827	$ 804,205,085

16. Changes in non-cash operating items

	September 30, 2023	December 31, 2022
Payables and accruals	**$ 5,342,618**	$ 7,857,992
Tenant deposits	**(11,209)**	1,184,819
Tenant and other receivables	**(297,232)**	637,798
Prepaid expenses	**(421,040)**	2,124,638
Unit subscriptions held in trust	**(961,798)**	(2,903,375)
Due to/from related parties	**2,337,238**	1,436,060
	$ 5,988,577	$ 10,337,932

17. Financial Instruments and risk management

Risks associated with financial assets and liabilities

Financial risks arise from financial instruments to which the Trust is exposed during or at the end of the reporting period. Financial risk comprises market risk, credit risk and liquidity risk. Management identifies, evaluates and monitors these risks throughout the year.

(i) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices due to currency risk, price risk, and interest rate risk. Due to the nature of the Trust's financial instruments, it has no exposure to currency or price risk.

Interest rate risk

The Trust is subject to risk associated with debt financings including the risk that credit facilities will not be refinanced on terms as favorable as those of existing indebtedness.

The Trust’s objective in managing interest rate risk is to minimize the volatility of the Trust’s income. As of September 30, 2023, the Trust is subject to a fair value risk through the mortgages which are primarily financed at fixed interest rates with the exception of one variable rate mortgage which subjects the Trust to a cash flow risk. The fair market value of the mortgages payable is disclosed above. The construction loan payable and loan payable also subject the Trust to a cash flow risk due to the variable interest rates.

Receivables and payables are interest-free and with a term of less than one year, so it is assumed that there is no interest rate risk associated with these financial assets and liabilities. Tenant deposits are non-interest bearing, so it is assumed that there is no interest rate risk associated with these financial liabilities.

(ii) Credit risk

Credit risk is the risk that the counterparty to a financial asset will default resulting in the Trust incurring a financial loss. A substantial portion of the Trust’s amounts receivable is with various tenants and individuals and is subject to normal industry credit risks.

The Trust's principal assets are residential buildings. Credit risk arises from the possibility that tenants may not fulfil their lease obligations. The Trust mitigates this credit risk by performing credit checks and due diligence on prospective tenants and on existing tenants when appropriate, and by negotiating leases for spaces of varying sizes.

18. Financial instruments and risk management (continued)

Risks associated with financial assets and liabilities (continued)

(iii) Credit risk

The carrying amount of receivables is reduced through the use of an allowance account and the amount of the loss is recognized in the statement of income and comprehensive income within other expenses. When a receivable balance is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against other expenses in the statement of income and comprehensive income. The total provision taken on the receivables as at September 30, 2023 is $1,084,015 (December 2022 - $722,999).

The Trust's maximum credit risk exposure at September 30, 2023 and December 31, 2022 is represented by the respective carrying amounts of the relevant financial assets in the statement of financial position.

(iv) Liquidity risk

Liquidity risk is the risk the Trust will encounter difficulties in meeting its financial liability obligations. The Trust's objective in minimizing liquidity risk is to maintain appropriate levels of leverage on its real estate assets. As at September 30, 2023, the Trust was holding cash of $7,318,160 (December 2022 - $10,337,351) of which $3,490,790 (December 2022 - $4,452,588) was restricted for the future issuance of units and $nil (December 2022 - $868,500) was restricted for deposits held in trust with a third party relating to Riverain (Note 7). The mortgages payable, construction loan payable and loan payable have repayment terms outlined in Note 9, Note 10 and Note 11, respectively.

September 30, 2023	**On Demand**	**2023**	**2-5 Years**	**>5Years**
Mortgages payable	$ -	$ 1,733,287	$ 78,584,941	$ 295,038,517
Construction loan payable	-	-	18,000,000	-
Bank loan payable	-	3,465,000	-	-
Due to related parties	14,524,245	-	-	-
Unit subscriptions held in trust	3,490,790	-	-	-
Distributions payable	-	2,812,686	-	-
Payables & accruals	-	17,534,474	-	-
	$ 18,015,035	$ 25,545,446	$ 96,584,941	$ 295,038,517

December 31, 2022	**On Demand**	**1 Year**	**2-5 Years**	**>5Years**
Mortgages payable	$ -	$ 28,412,898	$ 89,670,682	$ 261,511,745
Construction loan payable	-	9,384,375	-	-
Bank loan payable	-	12,050,000	-	-
Due to related parties	15,890,284	-	-	-
Unit subscriptions held in trust	4,452,588	-	-	-
Distributions payable	-	2,450,881	-	-
Payables & accruals	-	12,191,854	-	-
	$ 20,342,872	$ 64,490,008	$ 89,670,682	$ 261,511,745

18. Financial instruments and risk management (continued)

Risks associated with financial assets and liabilities (continued)

(iv) Environmental risk

The Trust is subject to various Canadian laws relating to the environment. The Trust has formal policies and procedures dealing with limiting environmental exposures which are administered by Equiton Partners Inc. in their function as the asset manager. Costs related to environmental risk are mitigated by carrying environmental insurance. There is an exposure to financial risks arising from environmental factors which could cause a variation in earnings to the extent that costs may exceed such coverage.

19. Subsequent events

On October 3, 2023, Riverain secured the Phase I Construction Financing with Desjardins in the amount of $88,254,000. The first draw made from this facility was in the amount of $4,910,912.

On October 16, 2023, Riverain obtained a $22,500,000 Land Loan Facility loan with Desjardins to refinance the phase two and phase three land located in Ottawa. The original land loan facility outstanding of $24,000,000 was repaid. The Trust's share of the drawn loan amount is $16,875,000. The interest rate is fixed at 7.69% for 12 months equal to the lender's cost of funds plus 150 basis points with interest paid monthly. The $22,500,000 Land Loan Facility matures on November 1, 2024.

On October 19, 2023, the Trust, finalized the purchase of a property at 470 Scenic Drive, London, Ontario for $21,500,000, adding additional 115 units to the portfolio.