

Interim Condensed Consolidated Financial Statements of

TIMBERCREEK FINANCIAL

For the three months ended March 31, 2025 and 2024



TIMBERCREEK
FINANCIAL

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (Unaudited)

(In thousands of Canadian dollars)

	Note	March 31, 2025	December 31, 2024
ASSETS			
Cash		\$ 5,295	\$ 13,303
Other assets	16(c)	7,716	7,326
Real estate inventory	6(a)(b)	29,636	32,506
Real estate held for sale	6(c)	—	132,635
Mortgage investments, including mortgage syndications	4	1,684,600	1,505,501
Joint Venture	7	18,090	—
Other investments	4(e)	43,343	42,913
Total assets		1,788,680	1,734,184
LIABILITIES AND EQUITY			
Accounts payable and accrued expenses		8,330	6,909
Dividends payable	10(c)	4,730	4,742
Due to Manager	16(a)	1,099	1,041
Mortgage and other loans funding holdbacks	16(c)	1,723	1,612
Prepaid mortgage and other loans interest	16(c)	1,973	3,042
Credit facility	8	331,244	396,085
Mortgage syndication liabilities	4(a)(c)	613,964	427,263
Real estate held for sale collateral liability	6(c)	—	67,312
Convertible debentures	9	140,028	139,574
Total liabilities		1,103,091	1,047,580
Shareholders' equity	10	685,589	686,604
Total liabilities and equity		\$ 1,788,680	\$ 1,734,184
Commitments and contingencies		4, 8 and 21	
Subsequent events		6, 10(c), 18(b) and 22	

The accompanying notes are an integral part of these unaudited interim condensed financial statements.

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF NET INCOME AND COMPREHENSIVE INCOME (Unaudited)

(In thousands of Canadian dollars, except per share amounts)

	Note	Three months ended March 31,	
		2025	2024
Investment income on financial assets measured at amortized cost			
Gross interest and other income, including mortgage syndications		\$ 37,516	\$ 36,453
Interest and other expenses on mortgage syndications		(8,943)	(11,863)
Net investment income on financial assets measured at amortized cost	4(b)(e)	28,573	24,590
 Fair value gain and other income on financial assets measured at FVTPL	4(a)(e)	102	337
 Total income on financial assets		28,675	24,927
 Income on real estate properties			
Revenue from real estate properties		3,158	4,346
Property operating costs		(2,321)	(3,250)
Expense on real estate held for sale collateral liability		(571)	(622)
Net rental income	6	266	474
 Net income from joint venture	7	17	—
 Total income on real estate properties		283	474
 Expenses			
Management fees	12	2,903	2,393
Servicing fees	12	134	159
Expected credit loss	4(d)	1,554	912
General and administrative		1,027	1,034
Total expenses		5,618	4,498
Income from operations		23,340	20,903
 Financing costs			
Financing cost on credit facility	8	5,955	4,285
Financing cost on convertible debentures	9	2,613	2,250
Total financing costs		8,568	6,535
 Net income and comprehensive income		\$ 14,772	\$ 14,368
 Earnings per share			
Basic	13	\$ 0.18	\$ 0.17
Diluted	13	\$ 0.18	\$ 0.17

The accompanying notes are an integral part of these unaudited interim condensed financial statements.

**INTERIM CONDENSED CONSOLIDATED STATEMENTS
OF CHANGES IN SHAREHOLDERS' EQUITY** (Unaudited)

(In thousands of Canadian dollars)

Three months ended March 31, 2025	Common shares	Deficiency	Equity component of convertible debentures	Total
Balance, December 31, 2024	\$ 732,940	\$ (52,143)	\$ 5,807	\$ 686,604
Repurchase of common shares under normal course issuer bid	(1,480)	—	—	(1,480)
Dividends declared to shareholders	—	(14,307)	—	(14,307)
Issuance of common shares under dividend reinvestment plan	1,392	—	—	1,392
Repurchase of common shares for dividend reinvestment plan	(1,392)	—	—	(1,392)
Total net income and comprehensive income	—	14,772	—	14,772
Balance, March 31, 2025	\$ 731,460	\$ (51,678)	\$ 5,807	\$ 685,589

Three months ended March 31, 2024	Common shares	Deficiency	Equity component of convertible debentures	Total
Balance, December 31, 2023	\$ 732,940	\$ (36,251)	\$ 4,450	\$ 701,139
Dividends declared to shareholders	—	(19,092)	—	(19,092)
Issuance of common shares under dividend reinvestment plan	1,442	—	—	1,442
Repurchase of common shares for dividend reinvestment plan	(1,442)	—	—	(1,442)
Total net income and comprehensive income	—	14,368	—	14,368
Balance, March 31, 2024	\$ 732,940	\$ (40,975)	\$ 4,450	\$ 696,415

The accompanying notes are an integral part of these unaudited interim condensed financial statements.

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOW (Unaudited)

(In thousands of Canadian dollars)

Note	Three months ended March 31,	
	2025	2024
		Restated - note 5(a)
OPERATING ACTIVITIES		
Net income	\$ 14,772	\$ 14,368
Adjustments for:		
Interest income, net of syndications	(25,748)	(23,140)
Lender fees income, net of syndications	(2,779)	(1,405)
Expected credit loss	1,554	912
Interest expense and financing costs	8,568	6,535
Fair value gain and interest income on financial assets measured at FVTPL	(73)	(337)
Net Income from joint venture	(17)	—
Net realized and unrealized foreign exchange loss	204	16
	(3,519)	(3,051)
Changes in:		
Advances of mortgage investments, net of syndications	(186,166)	(194,512)
Repayments from mortgage investments, net of syndications	183,014	171,146
Repayments from other loan investments	32	31
Net additions to real estate inventory	(40)	(318)
Net change in non-cash operating items	14 1,422	(1,946)
	(5,257)	(28,650)
Interest received, net of syndications	15,203	18,141
Interest received from financial assets measured at FVTPL	100	171
Interest and financing costs paid	(7,519)	(6,223)
Lender fees received	1,339	1,779
Net proceeds from sale of real estate inventory	2,910	250
Net cash from (used in) operating activities	6,776	(14,532)
FINANCING ACTIVITIES		
Net credit facility (repayments) draws	(65,000)	35,000
Dividends paid to shareholders	(12,927)	(17,650)
Repurchase of common shares	(2,872)	(1,442)
Net cash (used in) from financing activities	(80,799)	15,908
INVESTING ACTIVITIES		
Proceeds from disposition of real estate held for sale	128,780	—
Repayments to real estate inventory collateral liability	(64,390)	—
Distribution from financial asset measured at FVTPL	42	—
Distribution from joint venture	1,329	—
Net payments on maturity of forward contracts	246	(274)
Net cash from (used in) investing activities	66,007	(274)
(Decrease) increase in cash	(8,016)	1,102
Net foreign exchange gain (loss) on cash accounts	8	(23)
Cash, beginning of period	13,303	4,802
Cash, end of period	\$ 5,295	\$ 5,881

The accompanying notes are an integral part of these unaudited interim condensed financial statements.

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

1. CORPORATE INFORMATION

Timbercreek Financial Corp. (the "Company", "TF" or "Timbercreek Financial") is a mortgage investment corporation domiciled in Canada. The Company is incorporated under the laws of the Province of Ontario. The registered office of the Company is 25 Price Street, Toronto, Ontario M4W 1Z1. The common shares of the Company are listed on the Toronto Stock Exchange ("TSX") under the symbol "TF".

The investment objective of the Company is to secure and grow a diversified portfolio of high-quality mortgage and other loan investments, generating an attractive risk adjusted return and monthly dividend payments to shareholders, balanced by a strong focus on capital preservation.

2. BASIS OF PRESENTATION**(a) Statement of compliance**

These unaudited interim condensed consolidated financial statements of the Company have been prepared by management in accordance with International Accounting Standard 34 *Interim Financial Reporting* as issued by the International Accounting Standards Board ("IASB").

These unaudited interim condensed consolidated financial statements should be read in conjunction with the notes to the audited consolidated financial statements for the year ended December 31, 2024 since these financial statements do not contain all disclosures required by IFRS Accounting Standards for annual financial statements.

The unaudited interim condensed consolidated financial statements were approved by the Board of Directors on May 5, 2025.

(b) Principles of consolidation

These unaudited interim condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, including Timbercreek Mortgage Investment Fund. The financial statements of the subsidiaries included in these unaudited interim condensed consolidated financial statements are from the date that control commences until the date that control ceases. All intercompany transactions and balances are eliminated upon consolidation.

(c) Basis of measurement

These unaudited interim condensed consolidated financial statements have been prepared on both a going concern and the historical cost basis except for certain items which have been measured at fair value through profit or loss ("FVTPL") at each reporting date and include: debt investments not meeting the solely payments of principal and interest criterion, investment in participating debentures, investment in equity instrument and foreign currency forward contracts.

(d) Critical accounting estimates, assumptions and judgements

In the preparation of the Company's unaudited interim condensed consolidated financial statements, Timbercreek Capital Inc. (the "Manager"), has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. Uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognized prospectively. In making estimates, the Manager relies on external information and observable conditions where possible, supplemented by internal analysis as required. Those estimates and judgements have been applied in a manner consistent with the prior period and there are no known trends, commitments, events or uncertainties, other than the global market volatility, that the Manager believes will materially affect the methodology or assumptions utilized in making those estimates and judgements in these unaudited interim condensed consolidated financial statements.

Measurement of expected credit loss

The measurement of impairment losses under IFRS 9 across all categories of financial assets requires judgement. The Company exercises significant credit judgement in the determination of a significant increase in credit risk since initial recognition, credit impairment of debt investments and expected timing and recoverable amount of credit impaired debt investments. Judgement is also required in the determination of associations between macroeconomic scenarios and economic inputs, such as unemployment levels and collateral values, their effect on the determination of impairment losses and forward-looking information used as economic inputs. These judgements include changes in circumstances that may cause future assessments of credit risk to be materially different from current assessments, which would require an increase or decrease in the expected credit loss.

The Company's ECL calculations are model outputs with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Significant assumptions include probability-weighting and expected cash shortfalls as well as capitalization rates and comparable transactions for collateral properties. These estimates are driven by a number of factors which vary by the nature of investment, changes in which can result in different levels of allowances. Refer to note 4(d).

Syndication liabilities

The Company applies judgement in assessing the relationship between parties with which it enters into participation agreements in order to assess the derecognition of transfers relating to mortgage and other loan investments.

Classification of mortgage and other loan investments

Mortgage investments and other loan investments are classified based on the business model for managing assets and the contractual cash flow characteristics of the asset. The Company exercises judgement in determining both the business model for managing the assets and whether cash flows of the financial asset comprise solely payments of principal and interest.

Net realizable value of real estate inventory

Real estate inventory is measured at the lower of cost and net realizable value. In determining the net realizable value of land inventory, the Company estimates the selling prices of land parcels based on assumptions surrounding zoning and density approvals on those lands, prevailing market prices, and selling costs. The determination of net realizable value for the measurement of land inventory includes management estimates of the ultimate disposal values of various plots of land when in consideration with different sales strategies. In determining net realizable value of condo inventory, the Company estimates selling prices based on market comparables and considers relevant selling costs.

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

Real estate held for sale

Real estate held for sale is measured at the lower of carrying amount and fair value less costs to sell. Determining the estimated fair value less costs to sell is a source of estimation uncertainty. The significant assumptions used when determining the fair value of real estate held for sale are capitalization rates and stabilized future cash flows. The capitalization rate applied is reflective of the characteristics, location and market of the property. The stabilized future cash flows are based upon rental income from current leases and assumptions about occupancy rates and market rent from future leases reflecting current conditions, less future cash outflows relating to such current and future leases. The Company also considers relevant selling costs in the ultimate disposal of the properties. In a scenario where the sales process has progressed sufficiently, fair value less costs to sell may also be based on an executed purchase and sale agreement.

Joint arrangements

Judgment is applied in determining whether the Company has joint control and whether the arrangements are joint operations or joint ventures. In making this assessment management applies judgment to determine the Company's rights and obligations in the arrangement based on factors such as the structure, legal form and contractual terms of the arrangement.

(e) Functional and Presentation Currency

These consolidated financial statements are presented in Canadian dollars, which is the Company's functional currency. All amounts have been rounded to the nearest thousand, unless otherwise indicated.

3. MATERIAL ACCOUNTING POLICIES

The accounting policies applied by the Company in these unaudited interim condensed consolidated financial statements are the same as those applied by the Company in its consolidated financial statements for the year ended December 31, 2024 with the exception of the following new accounting policy, which were prepared in accordance with IFRS Accounting Standards as issued by IASB.

Joint venture

A joint venture is a joint arrangement whereby the parties that have joint control have rights to the net assets relating to the arrangement and usually results from the establishment of a separate legal entity. The Company accounts for its joint ventures using the equity method. The share of results of income of the joint venture is reflected in the Consolidated Statements of Net Income and Comprehensive Income.

Under the equity method, an investment in a joint venture is recognized initially in the Consolidated Statement of Financial Position at cost and adjusted thereafter to recognize the Company's share of the profit or loss and other comprehensive income of the joint venture in accordance with the Company's accounting policies. When the Company's share of losses of a joint venture exceeds its interest in that joint venture, the Company continues recognizing its share of further losses to the extent that it has incurred legal or constructive obligations or made payments on behalf of the joint venture.

When the Company transacts with a joint venture, profits and losses resulting from the transactions with the joint venture are recognized in the Company's consolidated financial statements only to the extent of interests in the joint venture that are not related to the Company.

Notes to the Interim Condensed Consolidated Financial Statements
 (In thousands of Canadian dollars)

4. MORTGAGE AND OTHER INVESTMENTS, INCLUDING MORTGAGE SYNDICATIONS
(a) Mortgage investments

As at March 31, 2025	Note	Mortgages, including mortgage syndications	Mortgage syndication liabilities	Net Mortgage Investments
Mortgage investments, including mortgage syndications - at amortized cost	4(b)(c)	\$ 1,684,878	\$ (612,880)	\$ 1,071,998
Interest receivable		18,977	(3,278)	15,699
		1,703,855	(616,158)	1,087,697
Unamortized lender fees		(8,131)	2,194	(5,937)
Allowance for ECL	4(d)	(18,297)	—	(18,297)
Mortgage investments at amortized cost		1,677,427	(613,964)	1,063,463
Mortgage investments at FVTPL		7,173	—	7,173
Interest receivable		—	—	—
Mortgage investments at FVTPL		7,173	—	7,173
Mortgage investments, including mortgage syndications		\$ 1,684,600	\$ (613,964)	\$ 1,070,636
Unadvanced mortgage commitments		\$ 324,109	\$ (174,791)	\$ 149,318
As at December 31, 2024		Mortgages, including mortgage syndications	Mortgage syndication liabilities	Net Mortgage Investments
Mortgage investments, including mortgage syndications - at amortized cost		\$ 1,511,037	\$ (426,760)	\$ 1,084,277
Interest receivable		17,766	(2,283)	15,483
		1,528,803	(429,043)	1,099,760
Unamortized lender fees		(8,056)	1,780	(6,276)
Allowance for ECL		(20,796)	—	(20,796)
Mortgage investments at amortized cost		1,499,951	(427,263)	1,072,688
Mortgage investments at FVTPL		5,500	—	5,500
Interest receivable		50	—	50
Mortgage investments at FVTPL		5,550	—	5,550
Mortgage investments, including mortgage syndications		\$ 1,505,501	\$ (427,263)	\$ 1,078,238
Unadvanced mortgage commitments		\$ 381,757	\$ (199,868)	\$ 181,889

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

Mortgages classified at FVTPL

The Company holds mortgages classified at FVTPL with a contractual value of \$8,173 (December 31, 2024 – \$6,500) and an estimated fair value of \$7,173 (December 31, 2024 – \$5,500). For the three months ended March 31, 2025, the Company generated net interest income and other income on net mortgage investments measured at FVTPL of \$50 (Q1 2024 – \$171).

The Company continues to measure its FVTPL assets using the direct comparison method, comparing the assets to directly comparable properties and has not recorded any fair value adjustments during the year (Q1 2024 – fair value adjustment of nil).

(b) Net mortgage investments

As at	March 31, 2025		December 31, 2024	
Interest in first mortgages	88.3 %	\$ 952,542	89.6 %	\$ 976,605
Interest in second and third mortgages	11.7 %	126,629	10.4 %	113,172
	100.0 %	\$ 1,079,171	100.0 %	\$ 1,089,777

The mortgage investments are secured by real property and will mature between the remainder of 2025 and 2028. For the three months ended March 31, 2025, the Company earned interest income on mortgage investments measured at amortized cost of \$24,684 (Q1 2024 – \$21,898). For the three months ended March 31, 2025, the Company recognized other income of \$140 (Q1 2024 – \$97), attributable to bank interest income and miscellaneous income.

A majority of the mortgage investments contain a prepayment option, whereby the borrower may repay the principal prior to maturity, after six months of interest payments and with a 30-day written notice without penalty or yield maintenance. The unamortized lender fees are recognized over the term of the mortgage investment.

For the three months ended March 31, 2025, the Company recognized income from amortization of lender fees on net mortgage investments of \$2,779 (Q1 2024 – \$1,379). For the three months ended March 31, 2025, the Company recorded non-refundable upfront lender fees on net mortgage investments, net of fees relating to mortgage syndication liabilities, of \$1,339 (Q1 2024 – \$1,179), which are initially recognized as unearned revenue and amortized to income over the term of the related mortgage investments using the effective interest rate method.

Principal repayments, net of mortgage syndication, by contractual maturity dates are as follows:

As at	March 31, 2025
2025	\$ 547,011
2026	363,262
2027	163,834
2028	5,064
Total	\$ 1,079,171

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

(c) Mortgage syndication liabilities

The Company has entered into certain mortgage participation agreements with third party lenders, using senior and subordinated participation, whereby the third-party lenders take the senior position, and the Company retains the subordinated position.

The Company generally retains an option to repurchase the senior position, but not the obligation, at a purchase price equal to the outstanding principal amount of the lenders' proportionate share together with all accrued interest. Under certain participation agreements, the Company has retained a residual portion of the credit and/or default risk as it is holding the residual interest in the mortgage investment. The interest and fees earned on the transferred participation interests and the related interest expense are recognized in profit and loss. The Company's portion of the mortgage is recorded as mortgage investments. The fair value of the transferred assets and mortgage syndication liabilities approximate their carrying values (see note 19).

(d) Expected Credit Loss ("ECL")

The expected credit loss is maintained at a level that management considers adequate to absorb credit-related losses on mortgage and other loan investments classified at amortized cost. The expected credit loss amounted to \$22,408 as at March 31, 2025 (December 31, 2024 – \$24,428), of which \$18,297 (December 31, 2024 – \$20,796) was recorded against mortgage investments and \$4,111 (December 31, 2024 – \$3,632) was recorded against other loan investments. As at March 31, 2025 there are no debt investments at amortized cost, for which no loan loss was recognized due to collateral. Multi-residential mortgage investments are categorized by collateral asset type that includes apartments, condominium construction and retirement housing. Other mortgage investments are categorized by collateral asset type that include retail, unimproved land, improved land, office, industrial, self-storage, condominium inventory and single-residential housing, etc.

Multi-Residential Mortgage Investments	As at March 31, 2025				As at December 31, 2024			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Mortgages, including mortgage syndications ¹	\$ 1,099,139	\$ 54,567	\$ 3,501	\$ 1,157,207	\$ 893,237	\$ 62,467	\$ 3,256	\$ 958,960
Mortgage syndication liabilities ¹	499,261	31,694	—	530,955	278,295	40,245	—	318,540
Net mortgage investments	599,878	22,873	3,501	626,252	614,942	22,222	3,256	640,420
Expected credit loss ²	838	221	38	1,097	725	582	37	1,344
	599,040	22,652	3,463	625,155	614,217	21,640	3,219	639,076
Other Mortgage Investments	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Mortgages, including mortgage syndications ¹	247,640	224,122	74,886	546,648	343,954	149,463	76,426	569,843
Mortgage syndication liabilities ¹	52,989	32,214	—	85,203	110,503	—	—	110,503
Net mortgage investments	194,651	191,908	74,886	461,445	233,451	149,463	76,426	459,340
Expected credit loss ²	111	2,814	14,275	17,200	1,126	1,601	16,725	19,452
	194,540	189,094	60,611	444,245	232,325	147,862	59,701	439,888
Other Loan Investments	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Other loans, including other loans syndications ¹	2,694	—	32,746	35,440	2,727	—	31,817	34,544
Other loans syndication liabilities ¹	—	—	—	—	—	—	—	—
Net other loan investments	2,694	—	32,746	35,440	2,727	—	31,817	34,544
Expected credit loss ²	5	—	4,106	4,111	5	—	3,627	3,632
	\$ 2,689	\$ —	\$ 28,640	\$ 31,329	\$ 2,722	\$ —	\$ 28,190	\$ 30,912

¹. Including interest receivable.

². Expected credit loss in finance lease receivable (note 4(e)) and unadvanced commitments (note 4) are all considered to be in Stage 1 with minimal ECL.

TIMBERCREEK FINANCIAL

Notes to the Interim Condensed Consolidated Financial Statements (In thousands of Canadian dollars)

The changes in the expected credit loss year to date are shown in the following tables:

Multi-Residential Mortgage Investments	Three Months Ended March 31, 2025				Three Months Ended March 31, 2024			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Balance, beginning of period	\$ 725	\$ 582	\$ 37	\$ 1,344	\$ 780	\$ 280	\$ 395	\$ 1,455
Expected credit loss:								
Remeasurement	68	(361)	1	(292)	240	47	154	441
Transfer to/(from)								
Stage 1	—	—	—	—	—	—	—	—
Stage 2	—	—	—	—	—	—	—	—
Stage 3	—	—	—	—	—	—	—	—
Total expected credit loss	793	221	38	1,052	1,020	327	549	1,896
Fundings	75	—	—	75	45	—	—	45
Gross Write-Offs	—	—	—	—	—	—	—	—
Recoveries	—	—	—	—	—	—	—	—
Discharges	(30)	—	—	(30)	(96)	—	—	(96)
Balance, end of period	838	221	38	1,097	969	327	549	1,845
Other Mortgage Investments								
Balance, beginning of period	1,126	1,651	16,725	19,502	560	732	9,346	10,638
Expected credit loss:								
Remeasurement	—	1,153	118	1,271	290	(29)	368	629
Transfer to/(from)								
Stage 1	(5)	—	—	(5)	(411)	—	—	(411)
Stage 2	—	5	—	5	—	757	—	757
Stage 3	—	—	—	—	—	—	(346)	(346)
Total expected credit loss	1,121	2,809	16,843	20,773	439	1,460	9,368	11,267
Fundings	—	5	—	5	5	—	—	5
Gross Write-Offs	—	—	(2,568)	(2,568)	—	—	—	—
Recoveries	—	—	—	—	—	—	—	—
Discharges	(5)	—	—	(5)	(5)	—	—	(5)
Transfer to joint venture	(1,005)	—	—	(1,005)	—	—	—	—
Balance, end of period	111	2,814	14,275	17,200	439	1,460	9,368	11,267
Other Loan Investments								
Balance, beginning of period	5	—	3,627	3,632	337	—	—	337
Expected credit loss:								
Remeasurement	—	—	479	479	(108)	—	—	(108)
Transfer to/(from)								
Stage 1	—	—	—	—	—	—	—	—
Stage 2	—	—	—	—	—	—	—	—
Stage 3	—	—	—	—	—	—	—	—
Total expected credit loss	5	—	4,106	4,111	229	—	—	229
Fundings	—	—	—	—	—	—	—	—
Gross Write-Offs	—	—	—	—	—	—	—	—
Recoveries	—	—	—	—	—	—	—	—
Discharges	—	—	—	—	—	—	—	—
Balance, end of period	\$ 5	\$ —	\$ 4,106	\$ 4,111	\$ 229	\$ —	\$ —	\$ 229

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

The following table presents the gross carrying amounts of mortgage and other loan investments, net of syndication liabilities, subject to IFRS 9 impairment requirements by internal risk ratings used by the Company for credit risk management purposes.

In assessing credit risk, the Company utilizes a risk rating framework that considers the following factors: collateral type, property rank that is applicable to the Company's security and/or priority positions, loan-to-value, population or location of the collateral and an assessment of possible loan deterioration factors. These factors include consideration of the guarantor's ability to make interest payments, the condition of the asset and cash flows, economic and market factors as well as any changes to business plans that could affect the execution risk of the loan.

The internal risk ratings presented in the table below are defined as follows:

Low Risk: Mortgage and loan investments that exceed the credit risk profile standard of the Company with a below average probability of default. Yields on these investments are expected to trend lower than the Company's average portfolio.

Medium-Low: Mortgage and loan investments that are typical for the Company's risk appetite, credit standards and retain a below average probability of default. These mortgage and loan investments are expected to have average yields and would represent a significant percentage of the overall portfolio.

Medium-High: Mortgage and loan investments within the Company's risk appetite and credit standards with an average probability of default. These investments typically carry attractive risk-return yield premiums.

High Risk: Mortgage and loan investments within the Company's risk appetite and credit standards that have an additional element of credit risk that could result in an above average probability of default. These mortgage and loan investments carry a yield premium in return for their incremental credit risk. These mortgage and loan investments are expected to represent a small percentage of the overall portfolio.

Credit impaired: Mortgage and loan investments that are more than 90 days past due on interest payment, or that are more than 90 days past due on principal payment and/or the Company assesses that there has been a deterioration of credit quality to the extent the Company no longer has reasonable assurance as to the timely collection of the full amount of principal and interest and/or when the Company has commenced enforcement remedies available to it under its contractual agreements.

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

Multi-Residential Mortgage Investments	As at March 31, 2025				As at December 31, 2024			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Low risk	\$ 343,526	\$ —	\$ —	\$ 343,526	\$ 413,625	\$ —	\$ —	\$ 413,625
Medium-Low risk	193,579	—	—	193,579	115,628	—	—	115,628
Medium-High risk	62,773	22,873	—	85,646	85,689	22,222	—	107,911
High risk	—	—	—	—	—	—	—	—
Credit Impaired	—	—	3,501	3,501	—	—	3,256	3,256
Net Mortgage Investments ¹	599,878	22,873	3,501	626,252	614,942	22,222	3,256	640,420
Expected credit loss	838	221	38	1,097	725	582	37	1,344
	599,040	22,652	3,463	625,155	614,217	21,640	3,219	639,076
Other Mortgage Investments	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Low risk	74,107	6,098	—	80,205	82,653	—	—	82,653
Medium-Low risk	91,277	—	—	91,277	91,174	—	—	91,174
Medium-High risk	29,187	88,165	—	117,352	59,535	43,375	—	102,910
High risk	80	97,645	—	97,725	89	106,088	—	106,177
Credit Impaired	—	—	74,886	74,886	—	—	76,426	76,426
Net Mortgage Investments ¹	194,651	191,908	74,886	461,445	233,451	149,463	76,426	459,340
Expected credit loss	111	2,814	14,275	17,200	1,126	1,601	16,725	19,452
	194,540	189,094	60,611	444,245	232,325	147,862	59,701	439,888
Other Loan Investments	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Low risk	—	—	—	—	—	—	—	—
Medium-Low risk	—	—	—	—	—	—	—	—
Medium-High risk	—	—	—	—	—	—	—	—
High risk	2,694	—	—	2,694	2,727	—	—	2,727
Credit Impaired	—	—	32,746	32,746	—	—	31,817	31,817
Net other loan investments	2,694	—	32,746	35,440	2,727	—	31,817	34,544
Expected credit loss	5	—	4,106	4,111	5	—	3,627	3,632
	\$ 2,689	\$ —	\$ 28,640	\$ 31,329	\$ 2,722	\$ —	\$ 28,190	\$ 30,912

1. Net of mortgage syndications.

The following tables present credit exposures from net mortgage investments by ranges of loan-to-value ("LTV") ratio. LTV is calculated as the ratio of the total committed loan balance to the fair value of the collateral. The fair value of the collateral is based on the most recently available appraisals.

Net Mortgage Investments	As at March 31, 2025				As at December 31, 2024			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
LTV ratio								
Less than 50%	\$ 350,575	\$ —	\$ —	\$ 350,575	\$ 321,807	\$ —	\$ —	\$ 321,807
50-75%	386,553	56,173	3,501	446,227	476,407	21,875	3,256	501,538
75-85%	53,360	22,873	—	76,233	24,067	—	12,533	36,600
More than 85%	4,041	135,735	74,886	214,662	26,112	149,810	63,893	239,815
Net Mortgage Investments¹	\$ 794,529	\$ 214,781	\$ 78,387	\$ 1,087,697	\$ 848,393	\$ 171,685	\$ 79,682	\$ 1,099,760

1. Net of mortgage syndications.

The Company estimates that a 5% decrease in the value of the collateral associated with Stage 3 net mortgage investments will increase ECL by \$2,834 as of March 31, 2025 (December 31, 2024 – increase by \$2,751), whereas a 5% increase in the value of the collateral associated with Stage 3 net mortgage investments will decrease ECL by \$2,712 as of March 31, 2025 (December 31, 2024 – decrease by \$2,697).

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

(e) Other investments

As at	March 31, 2025	December 31, 2024
Other loan investments, net of expected credit loss	\$ 31,332	\$ 30,912
Finance lease receivable, measured at amortized cost	6,020	6,020
Investment in participating debentures, measured at FVTPL	766	756
Investment in equity instrument, measured at FVTPL	3,000	3,000
Joint venture investment in indirect real estate development	2,225	2,225
Total Other Investments	\$ 43,343	\$ 42,913

Other loan investments will mature between the remainder of 2025 and 2038. For the three months ended March 31, 2025, other loan investments generated interest income of \$969 (Q1 2024 – \$1,190) and income from amortization of lender fees of nil (Q1 2024 – \$26). For the three months ended March 31, 2025, the Company did not record non-refundable upfront cash lender fees (Q1 2024 – nil).

Principal repayments of other loan investments by contractual maturity dates are as follows:

As at	March 31, 2025
2025	\$ 29,079
2026	—
2027	—
2028 and thereafter	2,681
Total	\$ 31,760

For the three months ended March 31, 2025, investment in participating debentures measured at FVTPL received total cash distribution of \$42 (Q1 2024 – nil), represented by a return of capital of \$26 (Q1 2024 – nil), and income distribution of \$16 (Q1 2024 – nil).

In October 2017, the Company entered into a 20-year emphyteutic lease under which the lessee has the obligation to purchase the property at \$9,934 at the end of the lease term in September 2038 and the option to purchase the property earlier based on a prescribed purchase price schedule. The Company has classified the lease as a finance lease and the lease receivable balance of \$6,020 (December 31, 2024 – \$6,020) is included in other investments. The lease payment began in the third quarter of 2018. Concurrently, the Company entered into a 20-year \$3,300 construction loan on the leased property with the lessee which is included in other loan investments. The loan amortization payment began in the fourth quarter of 2019.

The lease receivable payments are due as follows:	Future minimum lease payments	Present value of minimum lease payments
Less than one year	\$ 190	\$ 184
Between one and five years	887	833
More than five years	11,942	5,003
	\$ 13,019	\$ 6,020

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

5. COMPARATIVE STATEMENTS**Restatement of comparative consolidated statement of cash flows**

During the year ended December 31, 2024, management determined that cash flows from funding of net mortgage investments, repayments of net mortgage investments, funding of other loan investments and repayments of other loan investments, previously classified as investing activities, should have been classified as operating activities in the statement of cash flows, and cash flows for interest and financing costs paid previously classified as financing activity, have been re-classified as operating activities in the consolidated statement of cash flows. In order to correct, the consolidated statement of cash flows for the three months ended March 31, 2024 was restated as per the table below, with no change to total increase in cash. The restatement had no impact on the consolidated statement of net income and comprehensive income, consolidated statement of changes in shareholders' equity or consolidated statement of financial position.

	For the three months ended March 31, 2024		
	As previously reported	Restatement	Restated
Cash flows from (used in) operating activities	\$ 15,026	\$ (29,558)	\$ (14,532)
Cash flows from financing activities	9,685	6,223	15,908
Cash flows (used in) from investing activities	\$ (23,609)	\$ 23,335	\$ (274)

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

6. REAL ESTATE**(a) Land Inventory**

As at March 31, 2025, the Company has land inventory at a carrying value of \$28,805 (December 31, 2024 – \$29,310), which is recorded at the lower of cost and net realizable value. Land inventory operations incurred a net operating loss of \$309 for the three months ended March 31, 2025 (Q1 2024 – loss of \$149). The Company estimates that a 5% decrease in the net realizable value of the land inventory would not result in an impairment charge as of March 31, 2025 (December 31, 2024 - nil).

(b) Condo Inventory

As at March 31, 2025, the Company holds 6-units of remaining condo inventory at a carrying value of \$831 located in Edmonton, Alberta (December 31, 2024 – \$3,196), which is recorded at the lower of cost and net realizable value. The condo inventory was previously the collateral for a mortgage investment at amortized cost. The condo inventory was acquired via a credit bid of a 13-units condo inventory mortgage completed on September 9, 2024, in exchange for the discharge of the associated mortgage investment, on a non-cash basis. At the time of the exchange, the mortgage investment had a carrying value of \$3,918, comprised of net mortgage investment of \$8,054 and an ECL provision of \$4,137. The Company recognized the condo inventory at a cost of \$3,918 on the exchange date. Operating expenses of \$133 were incurred in the three months ended March 31, 2025 in relation to this condo inventory (Q1 2024 – nil).

Since the credit bid was completed on September 9, 2024, 7 out of the 13 units were sold. Subsequent to March 31, 2025, 1 out of the remaining 6 units was sold.

(c) Real Estate Held for Sale

On March 3, 2025, the Company completed a sale of its real estate property classified as held for sale for \$135,532 with the proceeds of \$129,532 received at closing and remaining \$6,000 deferred to be received by March 3, 2028. The Company's proportionate share of the deferred payment of \$3,000 is recorded in other assets. The Company has fully repaid its real estate collateral inventory liability of \$67,312.

Real estate held for sale was originally acquired via credit bid of a senior retirement housing mortgage where the borrower had filed for CCAA in August 2023. The Company's syndicate partners held a 50% economic interest in the property. The syndicated partner's interest was classified as collateral liability of \$67,312 as at December 31, 2024. The Company's ownership interest net of collateral liability was \$65,323 as at December 31, 2024. The property generated a net rental income of \$708 in the three months ended March 31, 2025 (Q1 2024 – \$623).

As at	March 31, 2025	December 31, 2024
Real estate held for sale	—	132,635
Real estate held for sale collateral liability	—	(67,312)
Real estate, net of collateral liability	\$ —	\$ 65,323

Notes to the Interim Condensed Consolidated Financial Statements
(In thousands of Canadian dollars)

7. JOINT VENTURE

On January 31, 2025, the Company, along with its syndication partners, elected to purchase one commercial retail property located in downtown Vancouver, BC. Prior to purchase, the property was previously held as collateral against a net mortgage investment at amortized cost of \$21,076. Effective January 31, 2025, the Company obtained 50% beneficial interest in the commercial retail property in exchange for the discharge of the associated net mortgage investment. Upon exchange, the Company received \$1,673 in net mortgage investment measured at FVTPL and an \$19,402 or 50% beneficial interest via joint venture. Subsequently, the Company received \$1,329 in distributions on return of capital.

The changes on joint venture investment are as follows:

As at	March 31, 2025	December 31, 2024
Balance, beginning of period	\$ —	\$ —
Acquisition	19,402	—
Disposition of net assets	—	—
Net income during the period	17	—
Distribution received	(1,329)	—
Balance, end of period	\$ 18,090	\$ —

The financial information below shows 100% of net assets and net income of the joint venture and the Company's 50% share:

As at	March 31, 2025	December 31, 2024
Current assets	\$ 1,035	—
Non-current assets	92,694	—
Current liabilities	549	—
Non-current liabilities	57,000	—
Net Assets at 100%	\$ 36,180	\$ —
Net Assets at the Company's 50% share	\$ 18,090	\$ —

	For the three months ended March 31, 2025	For the three months ended March 31, 2024
Revenue	\$ 1,003	\$ —
Operating Expenses	(420)	—
Interest Expense	(550)	—
Net income at 100%	\$ 33	\$ —
Net income at the Company's 50% share	\$ 17	\$ —

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

8. CREDIT FACILITY

As at	March 31, 2025	December 31, 2024
Credit facility principal	\$ 332,000	\$ 397,000
Unamortized financing costs	(756)	(915)
Credit facility, end of year	\$ 331,244	\$ 396,085

As of March 31, 2025, the Company has an aggregate credit limit of \$510,000 under its credit facility and an accordion feature of \$100,000. The facility is secured by a general security agreement over the Company's assets and its subsidiaries. The credit facility agreement has a maturity date of February 8, 2026.

The interest rates and fees on the existing credit agreement are either at the prime rate of interest plus 1.25% per annum (December 31, 2024 – prime rate of interest plus 1.25%) or at Adjusted Term CORRA plus 2.25% per year (December 31, 2024 – bankers' acceptances plus 2.25%) and standby fee of 0.45% per annum (December 31, 2024 – 0.45%) on the unutilized credit facility balance. As at March 31, 2025, the Company's qualified credit facility limit, which is subject to a borrowing base as defined in the existing credit agreement is \$429,752.

For the three months ended March 31, 2025, the Company incurred financing costs of \$53 (Q1 2024 – \$1,583). The deferred financing costs are netted against the outstanding balance of the credit facility and are amortized over the term of the credit facility agreement.

Interest on the credit facility is recorded in financing costs and calculated using the effective interest rate method. For the three months ended March 31, 2025, included in financing costs is interest on the credit facility of \$5,743 (Q1 2024 – \$3,869) and financing costs amortization of \$212 (Q1 2024 – \$416).

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

9. CONVERTIBLE DEBENTURES

As at March 31, 2025, and December 31, 2024, the Company's obligations under the convertible unsecured debentures are as follows:

Series	Ticker Symbol	Interest Rate	Date of Maturity	Interest Payment Date	Conversion Price per share	Equity Component	March 31, 2025	December 31, 2024
July 2021 Debentures	TF.DB.D	5.25 %	July 31, 2028	January 31 and July 31	11.40	1,107	55,000	55,000
December 2021 Debentures	TF.DB.E	5.00 %	December 31, 2028	June 30 and December 31	11.40	1,405	46,000	46,000
May 2024 Debentures	TF.DB.F	7.50 %	June 30, 2029	June 30 and December 31	8.50	1,357	46,000	46,000
Unsecured Debentures, principal							147,000	147,000
Unamortized financing cost and amount allocated to equity component							(6,972)	(7,426)
Debentures, end of year							\$ 140,028	\$ 139,574

Interest costs related to the convertible debentures are recorded in financing costs using the effective interest rate method. Interest on the debentures is included in financing costs and is made up of the following:

	Three months ended March 31,	
	2025	2024
Interest on the convertible debentures	\$ 2,159	\$ 1,893
Amortization of issue costs and accretion of the convertible debentures	454	357
Total	\$ 2,613	\$ 2,250

July 2021 Debentures

On July 8, 2021, the Company completed a public offering of \$50,000, plus an over-allotment option of \$5,000 on July 15, 2021, of 5.25% convertible unsecured subordinated debentures for net proceeds of \$52,140 (the "July 2021 Debentures"). These debentures mature on July 31, 2028 and are listed under (TSX: TF.DB.D) on the Toronto Stock Exchange.

The July 2021 Debentures are redeemable on or after July 31, 2024 and prior to July 31, 2026 in whole or in part, from time to time at the Company's sole option at a price equal to the principal amount thereof, plus accrued and unpaid interest up to, but excluding, the date of redemption, on not more than 60 days' and not less than 30 days' prior written notice, provided that the volume weighted average trading price of the common shares on the TSX during the 20 consecutive trading days ending on the fifth trading day preceding the date on which the notice of the redemption is given is not less than 125% of the conversion price. The Company may also elect to redeem debentures by issuing common shares at a 5% premium to the prevailing market price at the date of redemption. On and after July 31, 2026 and prior to the maturity date, the July 2021 Debentures will be redeemable, in whole or in part, from time to time at the Company's sole option at a price equal to the principal amount thereof, plus accrued and unpaid interest up to, but excluding, the date of redemption, on not more than 60 days' and not less than 30 days' prior written notice.

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

The issue costs of \$2,860 were proportionately allocated to the liability and equity components. The issue costs allocated to the liability component are amortized over the term of the debentures using the effective interest rate method.

December 2021 Debentures

On December 3, 2021, the Company completed a public offering of \$40,000 plus an over-allotment option of \$6,000 on December 10, 2021, of 5.00% convertible unsecured subordinated debentures for net proceeds of \$43,765 (the “December 2021 Debentures”). These debentures mature on December 31, 2028 and are listed under (TSX: TF.DB.E) on the Toronto Stock Exchange.

The December 2021 Debentures are redeemable on or after December 31, 2024 and prior to December 31, 2026 in whole or in part, from time to time at the Company’s sole option at a price equal to the principal amount thereof, plus accrued and unpaid interest up to, but excluding, the date of redemption, on not more than 60 days’ and not less than 30 days’ prior written notice, provided that the volume weighted average trading price of the common shares on the TSX during the 20 consecutive trading days ending on the fifth trading day preceding the date on which the notice of the redemption is given is not less than 125% of the conversion price. The Company may also elect to redeem debentures by issuing common shares at a 5% premium to the prevailing market price at the date of redemption.

On and after December 31, 2026 and prior to the maturity date, the December 2021 Debentures will be redeemable, in whole or in part, from time to time at the Company’s sole option at a price equal to the principal amount thereof, plus accrued and unpaid interest up to, but excluding, the date of redemption, on not more than 60 days’ and not less than 30 days’ prior written notice.

The issue costs of \$2,235 were proportionately allocated to the liability and equity components. The issue costs allocated to the liability component are amortized over the term of the debentures using the effective interest rate method.

May 2024 Debentures

On May 28, 2024, the Company successfully completed a \$46,000 bought deal offering of convertible debentures, with the \$6,000 over-allotment option fully exercised by underwriters for net proceeds of \$43,406 (the “May 2024 Debentures”). These debentures, accrue interest at 7.50% per annum and mature on June 30, 2029, are listed under (TSX: TF.DB.F) on the Toronto Stock Exchange.

On and after June 30, 2027 and prior to the maturity date, the May 2024 Debentures will be redeemable, in whole or in part, from time to time at the Company’s sole option at a price equal to the principal amount thereof, plus accrued and unpaid interest up to, but excluding, the date of redemption, on not more than 60 days’ and not less than 30 days’ prior written notice.

The issue costs of \$2,594 were proportionately allocated to the liability and equity components. The issue costs allocated to the liability component are amortized over the term of the debentures using the effective interest rate method.

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

10. COMMON SHARES

The Company is authorized to issue an unlimited number of common shares. Holders of common shares are entitled to receive notice to attend and vote at all shareholder meetings as well as to receive dividends as declared by the Board of Directors.

The common shares are classified within shareholders' equity in the statements of financial position. Any incremental costs directly attributable to the issuance of common shares are recognized as a deduction from shareholders' equity.

On March 5, 2024, the Company filed a 25-month period short form base shelf prospectus in all provinces and territories of Canada which allows the Company to offer and issue common shares, debt securities, subscription receipts, warrants, and units (collectively, the "Securities") from time to time.

The changes in the number of common shares were as follows:

	Three months ended March 31,	
	2025	2024
Balance, beginning of period	83,009,516	83,009,516
Common shares issued under dividend reinvestment plan	205,303	197,555
Common shares repurchased for dividend reinvestment plan	(205,303)	(197,555)
Common shares repurchased under normal course issuer bid	(225,000)	—
Balance, end of period	82,784,516	83,009,516

(a) At-the-market equity program (the "ATM Program")

The Company announced on March 12, 2024 that it has re-established an ATM Program that allows the Company to issue common shares from treasury having an aggregate gross sales amount of up to \$90,000 to the public from time to time, at the Company's discretion. Sales of the common shares under the equity distribution agreement are made through "at-the-market distributions" as defined in National Instrument 44-102 - Shelf Distributions, including sales made directly on the Toronto Stock Exchange (the "TSX"). The common shares distributed under the ATM Program are at the market prices prevailing at the time of sale, and therefore prices vary between purchasers and over time.

For three months ended March 31, 2025, the Company did not issue any common shares under the ATM program (Q1 2024 – nil).

(b) Dividend reinvestment plan ("DRIP")

The DRIP provided eligible beneficial and registered holders of common shares with a means to reinvest dividends declared and payable on such common shares into additional common shares. Under the DRIP, shareholders could enroll to have their cash dividends reinvested to purchase additional common shares.

The common shares can be purchased from the open market based upon the prevailing market rates or from treasury at a price of 98% of the average of the daily volume weighted average closing price on the TSX for the 5 trading days preceding payment, the price of which will not be less than the book value per common share.

For the three months ended March 31, 2025, the Company purchased from the open market and issued under DRIP 205,303 common shares (Q1 2024 – 197,555) for a total amount of \$1,392 (Q1 2024 – \$1,442) at an average price of \$6.78 per common share (Q1 2024 – \$7.30).

During the three months ended March 31, 2025, the Company did not issue any common shares from treasury under DRIP (Q1 2024 – nil).

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

(c) Dividends to holders of common shares

The Company intends to pay dividends to holders of common shares monthly within 15 days following the end of each month. For the three months ended March 31, 2025, the Company declared regular dividends of \$14,307 or \$0.17 per common share (Q1 2024 – \$14,319 or \$0.17 per common share).

As at March 31, 2025, \$4,730 in aggregate dividends (December 31, 2024 – \$4,742) were payable to the holders of common shares by the Company. Subsequent to March 31, 2025, the Board of Directors of the Company declared dividends of \$0.0575 per common share to be paid on April 15, 2025 to the common shareholders of record on March 31, 2025.

(d) Normal course issuer bid ("NCIB")

On June 10, 2024, the Company renewed the NCIB to repurchase for cancellation up to 8,216,051 common shares over a 12-month period. Repurchases under the NCIB were permitted to commence on June 12, 2024 and will continue until June 11, 2025 upon expiry.

The Company may repurchase for cancellation under the NCIB by means of open market transactions or otherwise as permitted by the TSX. All repurchases for cancellation under the NCIB will be repurchased on the open market through the facilities of the TSX and alternative Canadian trading platforms at the prevailing market price at the time of such transaction.

For the three months ended March 31, 2025, the Company repurchased 225,000 shares for cancellation for \$1,480 at an average price per common share of \$6.58 (Q1 2024 – nil).

11. NON-EXECUTIVE DIRECTOR DEFERRED SHARE UNIT PLAN ("DSU PLAN")

Commencing June 30, 2016, the Company instituted a non-executive director deferred share unit plan, whereby a director can elect up to 100% of the compensation be paid in the form of DSUs, credited quarterly in arrears. The portion of a director's compensation which is not payable in the form of DSUs shall be paid by the Company in cash, quarterly in arrears. The fair market value of the DSU is the volume weighted average price of a common share as reported on the TSX for the 20 trading days immediately preceding that day (the "Fair Market Value"). The directors are entitled to also accumulate additional DSUs equal to the monthly cash dividends, on the DSUs already held by that director determined based on the Fair Market Value of the common shares on the dividend payment date.

Following each calendar quarter, the director DSU accounts are credited with the number of DSUs calculated by multiplying the total compensation payable in DSUs divided by the Fair Market Value.

The DSU plan will pay a lump sum payment in cash equal to the number of DSUs held by each director multiplied by the Fair Market Value as of the 24th business day after publication of the Company's financial statements following a director's departure from the Board of Directors.

For the three months ended March 31, 2025, 12,303 units were issued (Q1 2024 – 11,711 units) and as at March 31, 2025, 193,606 units were outstanding (December 31, 2024 – 181,303 units). For the three months ended March 31, 2025, no DSUs were exercised (Q1 2024 – nil).

For the three months ended March 31, 2025, the compensation expense of the members of the Board of Directors amounts to \$111 (Q1 2024 – \$103), which is paid in a combination of DSUs and cash.

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

12. MANAGEMENT, SERVICING AND ARRANGEMENT FEES

The management agreement with Timbercreek Capital Inc. had an initial term of 10 years and extended for another 10 years to October 2034. The Company pays (i) management fee equal to 0.85% per annum of the gross assets of the Company, calculated and paid monthly in arrears, plus applicable taxes, and (ii) servicing fee equal to 0.10% of the amount of any senior tranche of a mortgage that is syndicated by the Manager to a third party investor on behalf of the Company, where the Company retains the corresponding subordinated portion. Gross assets are defined as the total assets of the Company, less unearned revenue before deducting any liabilities, less any amounts that are reflected as mortgage syndication liabilities.

As compensation for the Manager's work on syndicating any mortgage investments, the Management Agreement permits the Manager to collect a portion of the lender fee paid by borrowers of mortgage investments. The Management Agreement provides that, in respect of each mortgage investment made on or after April 1, 2020 involving syndication to another party of a senior tranche with the Company retaining a subordinated component, the Manager shall be entitled to retain, from any lender fee generated in respect of such loan, an amount equal to 0.20% of the whole loan amount ("A-note Arrangement Fee") if such syndication occurs within 90 days of closing of the mortgage. The A-note Arrangement Fee will not apply to any renewal of existing mortgage investments which already include syndicated senior and subordinated components.

The Management agreement has been amended to replace the A-Note Arrangement Fee with a right of the Manager to retain a "Mortgage Arrangement Fee", being 25% of all origination, renewal, modification and exit fees generated in respect of mortgage loans funded, renewed or modified by the Company on or after January 1, 2025.

For the three months ended March 31, 2025, the Company incurred management fees plus applicable taxes of \$2,903 (Q1 2024 – \$2,393) and servicing fees including applicable taxes of \$134 (Q1 2024 – \$159). Mortgage Arrangement Fees of \$896 paid by borrower were retained by the Manager for the three months ended March 31, 2025 (Q1 2024 – nil), A-note Arrangement fees retained by the Manager for Q1 2024 were nil.

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

13. EARNINGS PER SHARE

Basic earnings per share are calculated by dividing total net income and comprehensive income by the weighted average number of common shares during the period.

In accordance with IFRS Accounting Standards, convertible debentures are considered for potential dilution in the calculation of the diluted earnings per share. Each series of convertible debentures is considered individually and only those with dilutive effect on earnings are included in the diluted earnings per share calculation. Convertible debentures that are considered dilutive are required by IFRS Accounting Standards to be included in the diluted earnings per share calculation notwithstanding that the conversion price of such convertible debentures may exceed the market price and book value of the Company's common shares.

Diluted earnings per share are calculated by adding back the interest expense relating to the dilutive convertible debentures to total net income and comprehensive income and increasing the weighted average number of common shares by treating the dilutive convertible debentures as if they had been converted on the later of the beginning of the reporting period or issuance date.

The following table shows the computation of per share amounts:

	Three months ended March 31,	
	2025	2024
Total net income and comprehensive income (basic)	\$ 14,772	\$ 14,368
Interest expense on convertible debentures	2,613	693
Total net income and comprehensive income (diluted)	\$ 17,385	\$ 15,061
Weighted average number of common shares (basic)	82,980,516	83,009,516
Effect of conversion of convertible debentures	14,271,414	4,054,054
Weighted average number of common shares (diluted)	97,251,930	87,063,570
Earnings per share – basic	\$ 0.18	\$ 0.17
Earnings per share – diluted	\$ 0.18	\$ 0.17

Notes to the Interim Condensed Consolidated Financial Statements (In thousands of Canadian dollars)

14. CHANGE IN NON-CASH OPERATING ITEMS

Change in non-cash operating items:	Three months ended March 31,	
	2025	2024
Other assets	\$ 2,295	\$ (2,073)
Mortgage Investments, including mortgage syndications	1,258	—
Accounts payable and accrued expenses	(1,231)	668
Due to Manager	58	(134)
Mortgage and other loans funding holdbacks	111	(148)
Prepaid mortgage and other loans interest	(1,069)	(259)
	\$ 1,422	\$ (1,946)

15. CASH FLOWS ARISING FROM FINANCING ACTIVITIES

	Three months ended March 31,	
	2025	2024
Convertible Debentures		
Balance, beginning of period	\$ 139,574	\$ 140,845
Non-cash activity - amortization of issue costs	454	357
Balance, end of period	\$ 140,028	\$ 141,202

	Three months ended March 31,	
	2025	2024
Credit Facility		
Balance, beginning of period	\$ 396,085	\$ 259,704
Deferred financing cost ¹	(53)	(1,584)
Net (repayments) advances	(65,000)	35,000
Total financing cash flow activities	(65,053)	33,416
Non-cash activity - amortization of financing costs	212	416
Balance, end of period	\$ 331,244	\$ 293,536

¹ Deferred financing cost is included in interest paid section in the interim condensed consolidated statement of cash flow.

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

16. RELATED PARTY TRANSACTIONS

In addition to the related party transactions disclosed elsewhere, related party transactions include the following:

- (a) As at March 31, 2025, Due to Manager consists of management and servicing fees payable of \$1,099 (December 31, 2024 – \$1,041).
- (b) During the three months ended March 31, 2025, Mortgage Arrangement Fees of \$896 paid by borrower were retained by the Manager (Q1 2024 – nil). A-note Arrangement fees retained by the Manager for Q1 2024 were nil.
- (c) As at March 31, 2025, included in other assets is \$3,696 (December 31, 2024 – \$4,654) of cash held in trust by Timbercreek Mortgage Servicing Inc. ("TMSI"), the Company's mortgage servicing and administration provider, a company controlled by the Manager. The balance relates to mortgage and other loan funding holdbacks, repayments and prepaid mortgage interest received from various borrowers.
- (d) As at March 31, 2025, the Company is invested in non-voting shares of TMSI totaling \$3,000 (December 31, 2024 – \$3,000), which is classified as investment in equity instrument within other investments.
- (e) As at March 31, 2025, the Company has two first mortgage investments which a director of the Manager is also an officer and part-owner of an entity which holds an interest against the same security as the Company. The first instance is a subordinated loan position and the second is a non-voting equity position with the borrower. Both of these positions are third party, independent of the Company's loans.
 - A first mortgage investment of \$39,967 (December 31, 2024 – \$39,967). The Company's share of the mortgage investment is \$7,928 (December 31, 2024 – \$7,928). For the three months ended March 31, 2025, the Company has recognized net interest income of \$338 (Q1 2024 – \$265).
 - A first mortgage investment of \$9,005 (December 31, 2024 – \$9,005). The Company's share of the mortgage investment is \$2,702 (December 31, 2024 – \$2,702). For the three months ended March 31, 2025, the Company has recognized net interest income of \$130 (Q1 2024 – \$99).
- (f) As at March 31, 2025, the Company and Timbercreek Real Estate Finance U.S. Holding LP ("TREF US") were related parties as they are managed by the Manager.
 - The Company and TREF US have co-invested in 1 mortgage investment totaling \$49,022 (December 31, 2024 – \$49,498). The Company's share of the mortgage investment is \$24,727 (December 31, 2024 – \$24,749). During the three months ended March 31, 2025, the Company has recognized net interest income of \$753 (Q1 2024 – nil).
- (g) As at March 31, 2025, the Company is invested in junior debentures of Timbercreek Real Estate Finance Ireland Fund 1 ("TREF Ireland 1") Private Debt Designated Activity Company totaling \$766 or €486 (December 31, 2024 – \$756 or €505), which is included in loan investments within other investments. TREF Ireland 1 is managed by a wholly-owned subsidiary of the Manager.
- (h) As at March 31, 2025, the Company and Timbercreek North American Mortgage Fund are related parties as they are managed by the Manager, and they have co-invested in 3 mortgages (December 31, 2024 – 3) totaling \$55,235 (December 31, 2024 – \$54,279). The Company's share in this mortgage investments is \$27,618 (December 31, 2024 – \$27,140).

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(In thousands of Canadian dollars)

17. CAPITAL RISK MANAGEMENT

The Company manages its capital structure in order to support ongoing operations while focusing on its primary objectives of preserving shareholder capital and generating a stable monthly cash dividend to shareholders. The Company defines its capital structure to include common shares, convertible debentures and the credit facility.

The Company reviews its capital structure on an ongoing basis and adjusts its capital structure in response to mortgage investment opportunities, the availability of capital and anticipated changes in general economic conditions.

The Company's investment restrictions and asset allocation model incorporate various restrictions and investment parameters to manage the risk profile of the mortgage investments. There have been no changes in the process over the previous year. As at March 31, 2025, the Company was in compliance with its investment restrictions.

Pursuant to the terms of the credit facility, the Company is required to meet certain financial covenants on a quarterly basis, including a minimum interest coverage ratio, minimum adjusted shareholders' equity, maximum non-debenture indebtedness to adjusted shareholders' equity and maximum consolidated debt to total assets. There is a risk that increases in exposure to non-performing mortgages could require repayment of advances under the credit facility as a result of reductions to the borrowing base or the minimum adjusted shareholders' equity covenant no longer being achieved. As at March 31, 2025, the Company was in compliance with its financial covenants.

18. RISK MANAGEMENT

The Company is exposed to the symptoms and effects of global economic conditions and other factors that could adversely affect its business, financial condition and operating results. Many of these risk factors are beyond the Company's direct control. The Manager and Board of Directors play an active role in monitoring the Company's key risks and in determining the policies that are best suited to manage these risks. There has been no change in the process since the previous year.

The Company's business activities, including its use of financial instruments, expose the Company to various risks, the most significant of which are market rate risk (interest rate risk and currency risk), credit risk, and liquidity risk.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of financial assets or financial liabilities will fluctuate because of changes in market interest rates. As of March 31, 2025, \$994,327 of net mortgage investments bear interest at variable rates (December 31, 2024 – \$983,437). There were no other loan investments that bear interest at variable rates as of March 31, 2025 (December 31, 2024 – nil). Net mortgage investments totaling \$942,415 have a floor rate (December 31, 2024 – \$902,033).

If there were a decrease or increase of 0.50% in interest rates, with all other variables constant, the impact from variable rate mortgage investments and other investments to net income and comprehensive income for the next 12 months would be a decrease in net income of \$170 (December 31, 2024 – 0.50% and a decrease in net income of \$468) or an increase in net income of \$4,972 (December 31, 2024 – 0.50% and an increase in net income of \$4,875, respectively). The Company manages its sensitivity to interest rate fluctuations by managing the fixed/floating ratio and its use of floor rates in its investment portfolio.

Notes to the Interim Condensed Consolidated Financial Statements

(In thousands of Canadian dollars)

The Company is also exposed to interest rate risk on the credit facility. As at March 31, 2025, net exposure to interest rate risk was \$332,000 (December 31, 2024 – \$397,000), and assuming it was outstanding for the entire period, a 0.50% decrease or increase in interest rates, with all other variables constant, will increase or decrease net income and comprehensive income for the next 12 months by \$1,660 (December 31, 2024 – 0.50% and \$1,985).

The Company's other assets, interest receivable, accounts payable and accrued expenses, prepaid mortgage and other loans interest, mortgage and other loan funding holdbacks, dividends payable and due to Manager have no significant exposure to interest rate risk due to their short-term nature. Convertible debentures carry a fixed rate of interest and are not subject to interest rate risk. Cash and cash equivalents carry a variable rate of interest and are subject to minimal interest rate risk.

(b) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company is exposed to currency risk primarily from other investments that are denominated in a currency other than the Canadian dollar. The Company uses foreign currency forwards and swaps to approximately economically hedge the principal balance of future earnings and cash flows caused by movements in foreign exchange rates. Under the terms of the foreign currency forward and swap contracts, the Company buys or sells a currency against another currency at a set price on a future date.

As at March 31, 2025, the Company has US\$17,200 in net mortgage investments and €486 in other investments denominated in foreign currencies (December 31, 2024 – US\$17,200 and €505 in other investments). The Company has entered into a series of foreign currency contracts to reduce its exposure to foreign currency risk. As at March 31, 2025, the Company has one U.S. dollar currency forward contract with an aggregate notional value of US\$17,200, at a forward contract rate of 1.4109, that matures on May 23, 2025. The Company also has one Euro currency contract with an aggregate notional value of €500 at a contract rate of 1.4826, that matures on May 21, 2025.

The fair value of the foreign currency forward contracts as at March 31, 2025 is a liability of \$429 which is included in accounts payable. The valuation of the foreign currency forward contracts was computed using Level 2 inputs which include spot and forward foreign exchange rates.

(c) Credit risk

Credit risk is the risk that a borrower may be unable to honour its debt commitments as a result of a negative change in market conditions that could result in a loss to the Company. The Company mitigates this risk by the following:

- i. adhering to the investment restrictions and operating policies included in the asset allocation model (subject to certain duly approved exceptions);
- ii. ensuring all new mortgages and other investments are approved by the Investment Committee before funding; and
- iii. actively monitoring the mortgage and other investments and initiating recovery procedures, in a timely manner, where required.

The maximum exposure to credit risk, including unfunded commitments, and prior to impact of allowance for ECL at March 31, 2025 relating to net mortgage investments and other investments is \$1,320,344 (December 31, 2024 – \$1,350,965).

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The Company has recourse under these mortgages and the majority of other investments in the event of default by the borrowers; in which case, the Company would have a claim against the underlying collateral. Management believes that the potential loss from credit risk with respect to cash that is held in trust at a Schedule I bank by the Company's transfer agent and operating cash is also held at a Schedule I bank, to be minimal.

The Company is exposed to credit risk from the collection of accounts receivable from tenants relating to real estate held for sale.

(d) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting its financial obligations as they become due. This risk arises in normal operations from fluctuations in cash flow as a result of the timing of mortgage investment advances and repayments and the need for working capital. Management routinely forecasts future cash flow sources and requirements to ensure cash is efficiently utilized.

The following are the contractual maturities of financial liabilities, excluding mortgage syndication liabilities as at March 31, 2025, including expected interest payments:

March 31, 2025	Carrying value	Contractual cash flow	Within a year	Following year	3 – 5 years	5 + Years
Accounts payable and accrued expenses	\$ 8,330	\$ 8,330	\$ 8,330	\$ —	\$ —	\$ —
Dividends payable	4,730	4,730	4,730	—	—	—
Due to Manager	1,099	1,099	1,099	—	—	—
Mortgage and other loans funding holdbacks	1,723	1,723	1,723	—	—	—
Prepaid mortgage and other loans interest	1,973	1,973	1,973	—	—	—
Credit facility ¹	331,244	347,096	347,096	—	—	—
Convertible debentures ²	140,028	179,914	8,638	8,638	162,638	—
	\$ 489,127	\$ 544,865	\$ 373,589	\$ 8,638	\$ 162,638	\$ —
Unadvanced mortgage commitments, excluding mortgage syndication liabilities	—	149,318	149,318	—	—	—
Total contractual liabilities, excluding mortgage syndication liabilities ³	\$ 489,127	\$ 694,183	\$ 522,907	\$ 8,638	\$ 162,638	\$ —

¹ Credit facility includes interest based upon March 31, 2025 interest rate on the credit facility assuming the outstanding balance is not repaid until its maturity on February 8, 2026.

² The convertible debentures include interest based on coupon rate on the convertible debentures assuming the outstanding balance is not repaid until its contractual maturity on July 31, 2028, December 31, 2028 and June 30, 2029.

³ The mortgage syndication liabilities of \$613,964 and its portion of unadvanced mortgage commitment of \$174,791 are excluded from table above, refer to net mortgage investments in note 4(a).

As at March 31, 2025, the Company had a cash position of \$5,295 (December 31, 2024 – \$13,303), an unutilized credit facility balance of \$97,752 (December 31, 2024 – \$62,826). Management believes it will be able to finance its operations using the cash flow generated from operations, investing activities, including proceeds from mortgage repayments and syndications, and the use of the credit facility.

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19. FAIR VALUE MEASUREMENTS

The following table shows the classification carrying amounts and fair values of financial assets and financial liabilities:

As at March 31, 2025	Note	Carrying value		Fair value
		Amortized cost	Fair value through profit or loss	
Financial assets				
Cash		\$ 5,295	\$ —	\$ 5,295
Other assets		8,069	—	8,069
Mortgage investments, including mortgage syndications		1,677,427	7,173	1,684,600
Other investments	4(e)	37,352	3,766	41,118
Financial liabilities				
Accounts payable and accrued expenses		6,633	1,697	8,330
Dividends payable		4,730	—	4,730
Due to Manager		1,099	—	1,099
Mortgage funding holdbacks		1,723	—	1,723
Prepaid mortgage interest		1,973	—	1,973
Credit facility		331,244	—	332,000
Convertible debentures		140,028	—	145,675
Mortgage syndication liabilities		613,964	—	613,964

As at December 31, 2024	Note	Carrying value		Fair value
		Amortized cost	Fair value through profit or loss	
Financial assets				
Cash		\$ 13,303	\$ —	\$ 13,303
Other assets		6,771	35	6,806
Mortgage investments, including mortgage syndications		1,499,951	5,550	1,505,501
Other investments	4(e)	36,932	3,756	40,688
Financial liabilities				
Accounts payable and accrued expenses		5,594	1,315	6,909
Dividends payable		4,742	—	4,742
Due to Manager		1,041	—	1,041
Mortgage funding holdbacks		1,612	—	1,612
Prepaid mortgage interest		3,042	—	3,042
Credit facility		396,085	—	397,000
Real estate held for sale collateral liability		67,312	—	67,312
Convertible debentures		139,574	—	144,912
Mortgage syndication liabilities		427,263	—	427,263

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The valuation techniques and the inputs used for the Company's financial instruments are as follows:

(a) Mortgage investments, other loan investments, and mortgage syndication liabilities

There is no quoted price in an active market for mortgage investments, other loan investments and mortgage syndication liabilities. The Manager makes its determination of fair value based on its assessment of the current lending market for mortgage and other loan investments. Typically, the fair value of these mortgage investments, other loan investments and mortgage syndication liabilities approximate their carrying values given the amounts consist of short-term loans that are repayable at the option of the borrower without yield maintenance or penalties. As a result, the fair value of mortgage investments, other loan investments and syndication liabilities is based on level 3 inputs.

(b) Other financial assets and liabilities

The fair values of cash, other assets, lease receivable, accounts payable and accrued expenses, dividends payable, due to Manager, mortgage funding holdbacks, prepaid mortgage interest, real estate held for sale collateral liability and credit facility approximate their carrying amounts due to their short-term maturities or bear interest at variable rates. The fair value of investment in participating debentures is based on their latest available redemption price. The fair value of investment in equity instruments is based on the initial purchase price.

(c) Convertible debentures

The fair value of the convertible debentures is based on a level 1 input, which is the market closing price of convertible debentures at the reporting date.

There were no transfers between level 1, level 2 and level 3 of the fair value hierarchy during the three months ended March 31, 2025.

20. COMPENSATION OF KEY MANAGEMENT PERSONNEL

For the three months ended March 31, 2025, the compensation expense of the members of the Board of Directors amounted to \$111 (Q1 2024 – \$103), which is paid in a combination of DSUs and cash. The compensation to the senior management of the Manager is paid through the management fees paid to the Manager (Note 12).

21. COMMITMENTS AND CONTINGENCIES

In the ordinary course of business activities, the Company may be contingently liable for litigation and claims arising from investing in mortgage investments and other investments. Where required, management records adequate provisions in the accounts. As of March 31, 2025, there are no provisions recognized.

Although it is not possible to accurately estimate the extent of potential costs and losses, if any, management believes that the ultimate resolution of such contingencies would not have a material adverse effect on the Company's financial position.