



**InterRent Real Estate Investment Trust  
Management's Discussion and Analysis  
For The Three Months Ended March 31, 2014**

**May 12, 2014**

# Table of Contents

<b>FORWARD-LOOKING STATEMENTS</b> .....	<b>2</b>
<b>INTERRENT REAL ESTATE INVESTMENT TRUST</b> .....	<b>3</b>
<b>DECLARATION OF TRUST</b> .....	<b>3</b>
INVESTMENT GUIDELINES .....	3
OPERATING POLICIES .....	3
<b>ACCOUNTING POLICIES</b> .....	<b>4</b>
<b>NON-GAAP MEASURES</b> .....	<b>4</b>
<b>OVERVIEW</b> .....	<b>5</b>
BUSINESS OVERVIEW AND STRATEGY .....	5
OUTLOOK .....	5
<b>Q1 PERFORMANCE HIGHLIGHTS</b> .....	<b>5</b>
<b>PORTFOLIO SUMMARY</b> .....	<b>7</b>
<b>ANALYSIS OF OPERATING RESULTS</b> .....	<b>8</b>
REVENUE.....	8
PROPERTY OPERATING COSTS.....	10
PROPERTY TAXES .....	10
UTILITY COSTS.....	10
NET OPERATING INCOME (NOI) .....	10
STABILIZED PORTFOLIO PERFORMANCE .....	11
<b>FINANCING AND ADMINISTRATIVE COSTS</b> .....	<b>12</b>
FINANCING COSTS.....	12
ADMINISTRATIVE COSTS.....	12
<b>SALE OF ASSETS, FAIR VALUE ADJUSTMENTS ON INVESTMENT PROPERTIES AND GAIN/LOSS ON FINANCIAL LIABILITIES</b> .....	<b>13</b>
SALE OF ASSETS .....	13
FAIR VALUE ADJUSTMENTS OF INVESTMENT PROPERTIES .....	13
UNREALIZED FAIR VALUE GAIN ON FINANCIAL LIABILITIES .....	14
DISTRIBUTION EXPENSE .....	14
<b>PERFORMANCE MEASURES</b> .....	<b>15</b>
<b>INVESTMENT PROPERTIES</b> .....	<b>17</b>
<b>UNITHOLDERS' EQUITY</b> .....	<b>18</b>
DISTRIBUTIONS .....	18
<b>LIQUIDITY AND CAPITAL RESOURCES</b> .....	<b>19</b>
MORTGAGE AND DEBT SCHEDULE .....	20
<b>ACCOUNTING</b> .....	<b>20</b>
FUTURE ACCOUNTING CHANGES .....	21
RISKS AND UNCERTAINTIES.....	21
OFF-BALANCE SHEET ARRANGEMENTS .....	22
RELATED PARTY TRANSACTIONS.....	23
<b>DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROL OVER FINANCIAL REPORTING</b> .....	<b>23</b>
<b>OUTSTANDING SECURITIES DATA</b> .....	<b>23</b>
<b>ADDITIONAL INFORMATION</b> .....	<b>23</b>

## FORWARD-LOOKING STATEMENTS

### Caution Regarding Forward-Looking Statements

This Management's Discussion and Analysis ("MD&A") of InterRent Real Estate Investment Trust ("InterRent REIT" or the "Trust") contains "forward-looking statements" within the meaning of applicable securities legislation. This document should be read in conjunction with material contained in the Trust's audited consolidated financial statements for the year ended December 31, 2013 along with InterRent REIT's other publicly filed documents. Forward-looking statements appear in this MD&A under the heading "Outlook" and generally include, but are not limited to, statements with respect to management's beliefs, plans, estimates and intentions, and similar statements concerning anticipated future events, results circumstances, performance or expectations, including but not limited to financial performance and equity or debt offerings, new markets for growth, financial position, comparable multi-residential REITs and proposed acquisitions. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved".

Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of InterRent REIT to be materially different from those expressed or implied by such forward-looking statements, including but not limited to: the risks related to the market for InterRent REIT's securities, the general risks associated with real property ownership and acquisition, that future accretive acquisition opportunities will be identified and/or completed by InterRent REIT, risk management, liquidity, debt financing, credit risk, competition, general uninsured losses, interest rate fluctuations, environmental matters, restrictions on redemptions of outstanding InterRent REIT securities, lack of availability of growth opportunities, diversification, potential unitholder liability, potential conflicts of interest, the availability of sufficient cash flow, fluctuations in cash distributions, the market price of InterRent REIT's trust Units, the failure to obtain additional financing, dilution, reliance on key personnel, changes in legislation, failure to obtain or maintain mutual fund trust status and delays in obtaining governmental approvals or financing as well as those additional factors discussed in the section entitled "Risks and Uncertainties" and in other sections of this Management's Discussion and Analysis.

In addition, certain material assumptions are applied by the Trust in making forward looking statements including, without limitation, factors and assumptions regarding;

- Overall national economic activity
- Regional economic factors, such as employment rates
- Inflationary/deflationary factors
- Long, medium and short term interest rates
- Availability of financing
- Housing starts

Although the forward-looking information contained herein is based upon what management believes are reasonable assumptions, there can be no assurance that actual results will be consistent with these forward-looking statements. InterRent REIT has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, however there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. InterRent REIT does not undertake to update any forward-looking statements that are incorporated by reference herein, except in accordance with applicable securities laws.

Certain statements included herein may be considered "financial outlook" for purposes of applicable securities laws, and such financial outlook may not be appropriate for purposes other than this MD&A.

## INTERRENT REAL ESTATE INVESTMENT TRUST

InterRent Real Estate Investment Trust ("InterRent REIT" or the "Trust") is an unincorporated, open-ended real estate investment trust created pursuant to a Declaration of Trust, dated October 10, 2006, and as amended and restated on June 29, 2007, September 30, 2009 and December 29, 2010 (the "Declaration of Trust" or "DOT"), under the laws of the Province of Ontario. InterRent REIT was created to invest in income producing multi-family residential properties within Canada initially through the acquisition of InterRent International Properties Inc. (the "Corporation") and of the Silverstone Group by the way of a plan of arrangement (the "Arrangement") under the *Business Corporations Act* (Ontario), which was completed on December 7, 2006.

InterRent REIT's principal objectives are to provide its unitholders ("Unitholders") with stable and growing monthly cash distributions, partially on a Canadian income tax-deferred basis, and to increase the value of its trust units (the "Units") through the effective management of its residential multi-family revenue producing properties and the acquisition of additional, accretive properties.

## DECLARATION OF TRUST

The investment policies of the Trust are outlined in the Trust's Amended and Restated Declaration of Trust (the "DOT") dated as of December 29, 2010 and a copy of this document is available on SEDAR ([www.sedar.com](http://www.sedar.com)). Some of the principal investment guidelines and operating policies set out in the DOT are as follows:

### INVESTMENT GUIDELINES

- Focus its activities on acquiring, maintaining, improving and managing multi-unit residential revenue producing properties.
- No single asset shall be acquired if the cost of such acquisition (net of the amount of debt secured by the asset) will exceed 15% of the Trust's "Gross Book Value" (as such term is defined in the DOT).
- Investments in joint ventures are permitted as long as the Trust's interest is not less than 25%.
- No investment will be made that would result in the Trust not qualifying as a "mutual fund trust" as defined in the *Income Tax Act* (Canada).

### OPERATING POLICIES

- Overall indebtedness not to exceed 75% of Gross Book Value, as defined by the DOT.
- For individual properties, the maximum debt capacity not to exceed 75% of its market value, on or after the date which is 12 months from the acquisition date.
- No guaranteeing of third party debt except for subsidiaries or wholly-owned entities of the Trust or potential joint venture partner structures.
- Third party surveys of structural and environmental conditions are required prior to the acquisition of an investment property.

At March 31, 2014 the Trust was in material compliance with all investment guidelines and operating policies stipulated in the DOT.

## ACCOUNTING POLICIES

InterRent REIT's accounting policies are described in note 3 of the audited consolidated financial statements for the year ended December 31, 2013.

In applying these policies, in certain cases it is necessary to use estimates, which management determines using information available to the Trust at the time. Management reviews key estimates on a quarterly basis to determine their appropriateness and any change to these estimates is applied prospectively in compliance with IFRS. Significant estimates are made with respect to the fair values of investment properties and the fair values of financial instruments.

## NON-GAAP MEASURES

Distributable Income, Funds from Operations, Adjusted Funds from Operations, Net Operating Income and EBITDA (or, in each case, substantially similar terms) are measures sometimes used by Canadian real estate investment trusts as indicators of financial performance, however they do not have standardized meanings prescribed by IFRS (GAAP). These measures may differ from similar computations as reported by other real estate investment trusts and, accordingly, may not be comparable to similarly termed measures reported by other such issuers.

Distributable Income ("DI") reflects the ability of the Trust to earn income and to make distributions of cash to Unitholders and therefore is considered a measure of cash available for distribution. DI differs from net income, a GAAP measure. For a complete description of the Trust's definition of Distributable Income refer to the Declaration of Trust.

Funds from Operations ("FFO") is a financial measure which should not be considered as an alternative to net income, cash flow from operations, or any other operating or liquidity measure prescribed under GAAP. The Trust presents FFO in accordance with the Real Property Association of Canada (REALpac) White Paper on Funds from Operations revised November 2012.

Adjusted Funds from Operations ("AFFO") is presented in this MD&A because management considers this non-GAAP measure to be an important performance indicator in determining the sustainability of future distributions to Unitholders. AFFO begins with FFO and removes the effect of certain non-cash income and expense items and adds a provision for maintenance capital expenditures. AFFO should not be interpreted as an indicator of cash generated from operating activities as it does not consider changes in working capital.

Net Operating Income ("NOI") is a key measure of operating performance used in the real estate industry and includes all rental revenues generated at the property level, less related direct costs such as utilities, realty taxes, insurance and on-site maintenance wages and salaries. As one of the factors that may be considered relevant by readers, management believes that NOI is a useful supplemental measure that may assist prospective investors in assessing the Trust.

Earnings Before Interest, Taxes, Depreciation and Amortization ("EBITDA") is calculated as earnings before interest, taxes, depreciation, amortization and other adjustments including gain/loss on sale and fair value adjustments.

Readers are cautioned that DI, FFO, AFFO, NOI and EBITDA are not alternatives to measures under GAAP and should not, on their own, be construed as indicators of the Trust's performance or cash flows, measures of liquidity or as measures of actual return on Units of the Trust. These non-GAAP measures, as presented, should only be used in conjunction with the condensed consolidated financial statements of the Trust.

As a result of the redeemable feature of the Trust Units, the Trust's units are defined as a financial liability and not considered an equity instrument. Therefore no denominator exists to calculate per unit calculations. Consequently, all per unit calculations are considered non-GAAP measures. Management feels that certain per unit calculations are an important method of measuring results from period to period and as such has determined basic and diluted weighted average number of units. Per unit calculations as computed by the Trust may differ from similar computations as reported by other real estate investment trusts and, accordingly, may not be comparable to other such issuers.

## OVERVIEW

### BUSINESS OVERVIEW AND STRATEGY

InterRent REIT is a growth-oriented real estate investment trust engaged in increasing Unitholder value and creating a growing and sustainable distribution through the acquisition and ownership of multi-residential properties. The REIT generates revenues, cash flows and earnings from rental operations and from the sale of revenue producing properties. InterRent REIT's largest and most consistent source of income is its rental operations, which involves leasing individual suites to tenants for lease terms generally ranging from month-to-month to twelve-months.

InterRent's strategy is to expand its portfolio primarily within markets that have exhibited stable market vacancies, sufficient suites available to attain the critical mass necessary to implement an efficient portfolio management structure, and offer opportunities for accretive acquisitions.

InterRent's primary objective is to use the proven industry experience of the Trustees, management and operational team to: (i) provide Unitholders with stable and growing cash distributions from investments in a diversified portfolio of multi-residential properties; (ii) enhance the value of the assets and maximize long-term Unit value through the active management of such assets; and (iii) expand the asset base and increase Distributable Income through accretive acquisitions.

The REIT spent 2010 and 2011 focused on repositioning its portfolio of properties, hiring the right resources, training its team and ensuring the core beliefs of customer service and creation of value were firmly entrenched within the organization. With the repositioning well in-hand by the beginning of 2012, the focus shifted to finding good quality properties where the REIT could drive down operating costs while increasing rents through sound capital investment, good management and exceptional customer service. As a result of the focus on accretive, sustainable growth, the REIT was able to acquire 1,000 suites in 2012, 1,341 in 2013 and looks to continue to add to the portfolio in 2014 and beyond. The team we have assembled has a proven track record and we believe we have both the experience and ability necessary to execute on our growth strategy in the years to come.

### OUTLOOK

- Management is focused on growing InterRent REIT in a strategic and structured manner. In addition to the acquisition completed in Q1 2014, management continues to search for further accretive opportunities.
- The Bell Street property acquired in 2013 is the most significant repositioning project in the REIT's history. Management expects that it will take until late in the second half of 2014 to see the results of the extensive work being done at the property and to begin to capture the upside from the redevelopment efforts. The REIT was successful in vacating all of the suites in the property with the last tenants moving out in March of 2014. Management believes that the short term downside of vacating the property is necessary in order to effectively complete the vision for the redevelopment in a time efficient and cost effective manner. It will also allow the REIT to capture the upside more quickly once the suites are brought back to the market.
- At March 31, 2014, there were 4,033 suites within the REIT's portfolio that had the infrastructure in place to track hydro consumption at a suite level in order to be able to pass on these charges to tenants. The 4,033 suites consists of: a) 1,396 suites where hydro is paid by the tenant directly to the local utility; b) 1,189 suite where hydro is paid by the tenant to the REIT (submeters); and, c) 1,448 suites that are equipped with sub-meters and will be moved onto hydro extra leases when the suites turnover. Furthermore, the REIT intends to roll-out the hydro submeter infrastructure to an additional 658 suites within the portfolio. Of the 658 additional suites, 122 are already on hydro extra leases and therefore can be charged for their actual usage as soon as the infrastructure is in place.
- There are two ways to capture the upside from the capital invested in the REIT's repositioning programs. The first way is through achieving market rent on suite turnover and the second way is through above guideline increases (AGIs) for existing tenants. To date, applications for \$0.7 million in annualized rental increases remain to be rolled out based on previously filed applications and another \$0.3 million are being worked on. Of the \$1 million in AGIs planned, approximately \$0.5 million should be rolled out in 2014, \$0.3 million in 2015 and \$0.2 million in 2016.

## Q1 PERFORMANCE HIGHLIGHTS

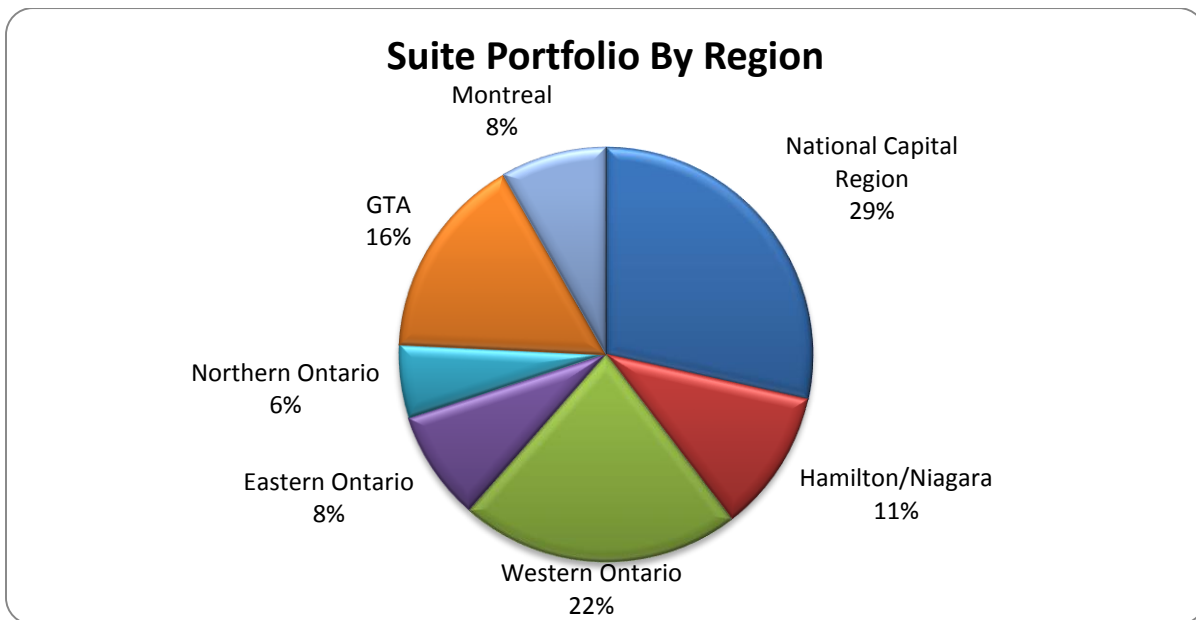
The following table presents a summary of InterRent's operating performance for the three months ended March 31, 2014 compared to the same period in 2013:

<b>Selected Consolidated Information</b> In \$000's, except per Unit amounts and other non-financial data	<b>3 Months Ended March 31, 2014</b>	<b>3 Months Ended March 31, 2013</b>
Total suites	<b>6,103</b>	5,020
Occupancy rate (March)	<b>96.4%</b>	98.0%
Average rent per suite (March)	<b>\$938</b>	\$888
Operating revenues	<b>\$15,832</b>	\$13,054
Net operating income (NOI)	<b>8,400</b>	7,430
NOI %	<b>53.1%</b>	56.9%
NOI per weighted average unit - basic	<b>\$0.15</b>	\$0.16
NOI per weighted average unit - diluted	<b>\$0.15</b>	\$0.16
Funds from operations (FFO)	<b>\$3,820</b>	\$3,745
FFO per weighted average unit - basic	<b>\$0.07</b>	\$0.08
FFO per weighted average unit - diluted	<b>\$0.07</b>	\$0.08
Adjusted funds from operations (AFFO)	<b>\$3,185</b>	\$3,180
AFFO per weighted average unit - basic	<b>\$0.06</b>	\$0.07
AFFO per weighted average unit - diluted	<b>\$0.06</b>	\$0.07
Distributable income (DI)	<b>\$4,420</b>	\$4,003
DI per weighted average unit - basic	<b>\$0.08</b>	\$0.09
DI per weighted average unit - diluted	<b>\$0.08</b>	\$0.09
Cash distributions per unit	<b>\$0.0501</b>	\$0.04
AFFO payout ratio	<b>90%</b>	58%
Stabilized average rent per suite	<b>\$899</b>	\$868
Stabilized NOI %	<b>53.5%</b>	56.1%
Interest coverage (rolling 12 months)	<b>2.62x</b>	2.66x
Debt service coverage (rolling 12 months)	<b>1.55x</b>	1.72x
Debt to GBV	<b>48.7%</b>	39.6%

- Operating revenue for the quarter rose by \$2.8 million to \$15.9 million, an increase of 21.3% over Q1 2013. Average monthly rent per suite increased to \$938 (March 2014) from \$888 (March 2013), an increase of 5.6%.
- Economic vacancy increased to 3.6% (March 2014) from 2.0% (March 2013) as management continued to drive rents and reposition the 1,341 suites added to the portfolio in 2013 and the 54 added in the first quarter of 2014.
- NOI increased to \$8.4 million for the quarter, or 53.1% of operating revenues, compared to \$7.4 million, or 56.9%, for Q1 2013.
- Funds from operations (FFO) for the quarter increased by \$0.1 million, or 2.0%, to \$3.8 million (or \$0.07 per unit) compared to \$3.7 million (or \$0.08 per unit) for Q1 2013.
- Adjusted funds from operations (AFFO) for the quarter remained at \$3.2 million. AFFO was \$0.06 per unit for the quarter compared to \$0.07 per unit for Q1 2014.
- Distributable income (DI) for the quarter increased by \$0.4 million, or 10.4%, to \$4.4 million (or \$0.08 per unit) compared to \$4.0 million (or \$0.09 per unit) for Q1 2013.
- The Trust acquired one property in Ottawa, comprising 54 suites, on February 25, 2014 for \$7.2 million.

## PORTFOLIO SUMMARY

The Trust started the year with 6,048 suites (including 317 un-rentable suites at the redevelopment property in Ottawa). During the first quarter of 2014 the Trust purchased one property with 54 suites, purchased a parcel of land (which was used as a parking lot for the property that is now being redeveloped) and added 1 suite to an existing property. At March 31, 2014, the Trust had 6,103 suites (including 444 un-rentable suites at the redevelopment property and the 17 un-rentable suites at the property damaged by fire in February 2014). Management continuously reviews the markets that the REIT operates in to determine if the portfolio mix remains suitable. Management believes that there are significant opportunities within the non-stabilized portfolio (1,923 suites) to drive rents and reduce operating costs as well as opportunities within the stabilized portfolio (4,180 suites) to reduce the operating costs further and streamline operations while growing the REIT in a fiscally prudent manner. Management has identified several cities within its geographical clusters for growth, and has been successful in adding 54 suites within these clusters during the first three months of the year. We continue to actively seek purchase opportunities within the target cities in order to build our acquisition pipeline. The following graph and table shows our suite mix by region as well as our average rent by region for March 31, 2014.



Region	Number of Suites	Average Rent
Eastern Ontario	517	\$867
GTA	964	\$1,173
Hamilton/Niagara	671	\$947 <sup>(2)</sup>
Montreal	501	\$829
Northern Ontario	349	\$811
National Capital Region - Ottawa	1,285	\$1,058 <sup>(1)</sup>
National Capital Region - Gatineau	495	\$773
Western Ontario	1,321	\$850
<b>Total</b>	<b>6,103</b>	<b>\$938</b>

<sup>(1)</sup> Average rent for Ottawa excludes the effect of the 444 un-rentable suites at the redevelopment property.

<sup>(2)</sup> Average rent for Hamilton/Niagara excludes the effect of the 17 un-rentable suites at the property damaged by fire.



## ANALYSIS OF OPERATING RESULTS

The current and prior period consolidated income statement, and analysis of operating results, does not separately disclose the results from assets held for sale as discontinued operations. Management's position is that the disposal of a property or the classification of a property as held for sale does not constitute a discontinued operation.

In \$ 000's	3 Months Ended March 31, 2014		3 Months Ended March 31, 2013	
Gross rental revenue	<b>\$15,861</b>		\$12,865	
Less: vacancy & rebates	<b>(850)</b>		(417)	
Other revenue	<b>821</b>		606	
Operating revenues	<b>\$15,832</b>		\$13,054	
Expenses				
Property operating costs	<b>2,817</b>	17.8%	2,171	16.6%
Property taxes	<b>2,162</b>	13.6%	1,731	13.3%
Utilities	<b>2,453</b>	15.5%	1,722	13.2%
Operating expenses	<b>\$7,432</b>	46.9%	\$5,624	43.1%
Net operating income	<b>\$8,400</b>		\$7,430	
Net operating margin	<b>53.1%</b>		56.9%	

## REVENUE

Gross rental revenue for the three months ended March 31, 2014 increased 23.3% to \$15.9 million compared to \$12.9 million for the three months ended March 31, 2013. Operating revenue for the quarter was up \$2.8 million to \$15.8 million, or 21.3% compared to Q1 2013. The Trust had 5,020 suites at the end of Q1 2013 as compared to 6,103 at the end of Q1 2014, a net increase of 1,083 suites (which includes the 444 un-rentable suites at the redevelopment property and the 17 un-rentable suites at the property damaged by fire).

The average monthly rent for March 2014 increased to \$938 per suite from \$888 (March 2013), an increase of 5.6%. On a stabilized basis, average rent is up \$31 per suite (or 3.6%) over March 2013. The overall increase in average rent is a result of changes to the stabilized properties as well as the change in property mix over the same period in 2013. Management expects to continue to grow rent organically in both the stabilized and non-stabilized properties through moving to market rent on suite turnovers, continued roll-out of guideline increases and AGIs, as well as continuing to drive other ancillary revenue streams such as parking, laundry, locker rentals and cable and telecom. The REIT has submitted applications to the Landlord and Tenant Board which should result in an increase in rental income of \$0.5 million, on an annualized basis, being rolled out by the end of 2014.

InterRent REIT has been successful in maintaining rent levels while at the same time passing on hydro sub-metering charges to new tenants. The program began in 2011 for select locations and is in the process of being extended to most of the remaining portfolio. This program affects those properties that are bulk metered by hydro.

	March 2014	December 2013	September 2013	June 2013	March 2013
Average monthly rents all properties	\$938	\$931	\$922	\$909	\$888
Average monthly rents stabilized properties	\$899	\$896	\$889	\$877	\$868

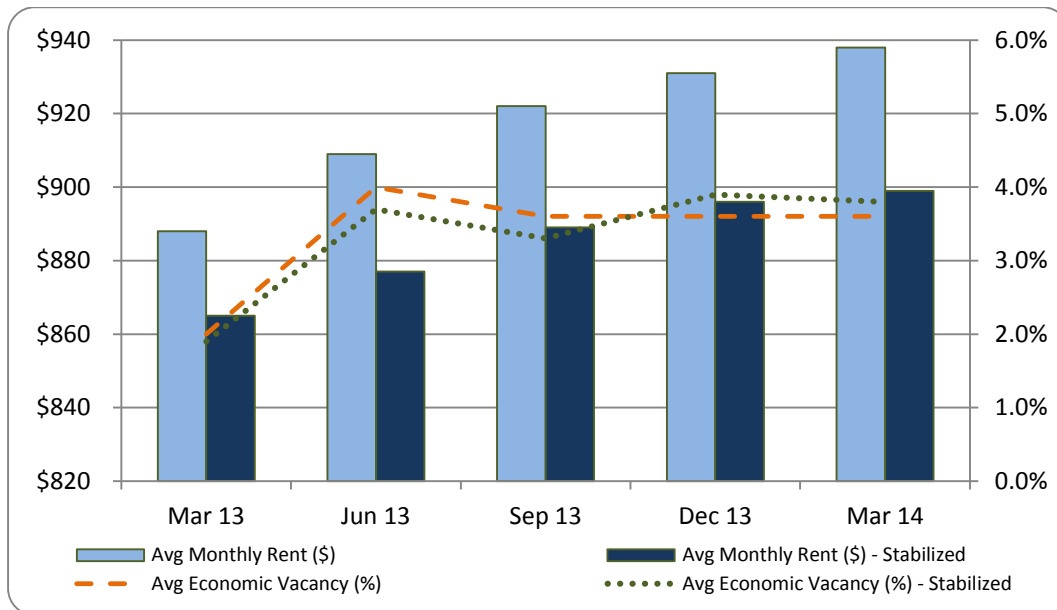
## Portfolio Occupancy

Overall economic vacancy was 3.6% for March 2014 compared to 2.0% over the same period last year. As part of the ongoing effort to drive rents throughout the portfolio, the vacancy rate on an annual basis is expected to be in the range of 3% to 4%. Going forward, management believes that minor variations in economic vacancy will continue to occur from one quarter to another given the seasonal nature of rental activity. The rental growth objectives are being achieved as a direct result of:

1. marketing geared to the right tenant profile;
2. ensuring that properties are well maintained, landscaped and decorated so as to be visually appealing (“curb appeal”);
3. ensuring suites are properly repaired and maintained before being rented to new tenants;
4. more selective of the tenants it rents to (part of a more stringent screening criteria and credit review process); and,
5. ensuring that operations are running as efficiently and cost effectively as possible to ensure the well being and enjoyment of the tenants.

This is part of the Trust’s repositioning strategy to maximize rental revenues, lower operating costs and create value for Unitholders. Management intends to continue to pursue this strategy and focus both within the existing portfolio and as it looks to add new properties within targeted regions.

The following chart represents the economic vacancy for the entire portfolio for the month listed. This data is calculated by taking vacancy and dividing it by gross rental revenue. All suites in the portfolio are included except for the 444 un-rentable suites at the redevelopment property and the 17 un-rentable suites at the property damaged by fire.



The overall economic vacancy for March 2014 across the entire portfolio was 3.6%, compared to 2.0% for March 2013. On a per region basis, the economic vacancy breaks down as follows: Eastern Ontario – 7.1%; GTA – 1.5%; Hamilton/Niagara – 3.3%; Montreal – 2.4%; Northern Ontario – 1.7%; National Capital Region – 5.4%; and, Western Ontario – 3.2%.

## Other Revenue

Other rental revenue for the three months ended March 31, 2014 increased 35.7% to \$0.8 million compared to \$0.6 million for the three months ended March 31, 2013. The increased revenues from ancillary sources such as parking, laundry, locker rentals and cable and telecom continues to be a focus as it provides organic revenue growth.

## PROPERTY OPERATING COSTS

Property operating costs for the investment properties include repairs and maintenance, insurance, caretaking, superintendents' wages and benefits, property management fees, uncollectible accounts and eviction costs, marketing, advertising and leasing costs.

Property operating costs for the three months ended March 31, 2014 amounted to \$2.8 million or 17.8% of revenue compared to \$2.2 million or 16.6% of revenue for the three months ended March 31, 2013. As a percentage of revenue, operating costs increased by 1.2% as compared to Q1 2013. The increase in operating costs are primarily as a result of the increased costs of snow removal and associated repairs and maintenance required due to the abnormally cold winter combined with the abundance of snow that was experienced. On a stabilized property basis, property operating costs were up slightly by \$0.1 million compared to 2013 due to increased snow removal and associated repairs and maintenance.

## PROPERTY TAXES

Property taxes for the three months ended March 31, 2014 amounted to \$2.2 million or 13.7% of revenue compared to \$1.7 million or 13.3% of revenue for the three months ended March 31, 2013. The overall increase in taxes is mainly attributable to the increase in suites from the first quarter of 2013 to 2014 along with a budgeted increase expected as a result of the increase in assessed property values. On a stabilized property basis, property taxes increased slightly by \$0.1 million.

The Trust is constantly reviewing property tax assessments for its properties and this active approach shall continue to help drive down costs. Where appropriate, the Trust will appeal individual property assessments.

## UTILITY COSTS

Utility costs for the three months ended March 31, 2014 amounted to \$2.5 million or 15.5% of revenue compared to \$1.7 million or 13.2% of revenue for the three months ended March 31, 2013. As a percentage of operating revenues and on a per suite basis, utility costs increased over the same quarter last year due to the abnormally cold winter in the Trust's operating regions.

The abnormally cold winter affected the Trusts stabilized properties as well. Utility costs for the stabilized portfolio increased by 11.0%, or \$0.2 million.

Across the entire portfolio, our hydro sub-metering initiative reduced our utility costs by 7.4%, or \$0.2 million for the quarter. On a stabilized basis, the initiative reduced our utility costs by 9.2% or \$0.2 million

## NET OPERATING INCOME (NOI)

NOI for the three months ended March 31, 2014 amounted to \$8.4 million or 53.1% of operating revenue compared to \$7.4 million or 56.9% of operating revenue for the three months ended March 31, 2013. The \$1.0 million increase in the quarter is as a result of growing the portfolio and increasing net revenue. NOI from stabilized properties was \$6.0 million, or 53.5% of revenue, and NOI from non-stabilized properties was \$2.4 million, or 52.0% of revenue. Management continues to focus on top line revenue growth through acquisitions, suite additions and ancillary revenue as well as operating cost reductions (efficiencies of scale, investment in energy saving initiatives, investments to reduce ongoing operating costs, etc.).

## STABILIZED PORTFOLIO PERFORMANCE

Stabilized properties for the three months ended March 31, 2014 are defined as all properties owned by the Trust continuously for 24 months prior to the beginning of the period being reported, and therefore do not take into account the impact on performance of acquisitions or dispositions completed during the period from January 1, 2012 to March 31, 2014, as well as the removal of the 17 suites at the property damaged by fire. As at March 31, 2014, the Trust has 4,180 stabilized suites, which represents 68.5% of the overall portfolio.

In \$ 000's	3 Months Ended March 31, 2014		3 Months Ended March 31, 2013	
Gross rental revenue	<b>\$11,257</b>		\$10,835	
Less: vacancy & rebates	<b>(640)</b>		(373)	
Other revenue	<b>597</b>		499	
Operating revenues	<b>\$11,214</b>		\$10,961	
Expenses				
Property operating costs	<b>2,022</b>	18.0%	1,892	17.3%
Property taxes	<b>1,590</b>	14.2%	1,473	13.4%
Utilities	<b>1,603</b>	14.3%	1,445	13.2%
Operating expenses	<b>\$5,215</b>	46.5%	\$4,810	43.9%
Net operating income	<b>\$5,999</b>		\$6,151	
Net operating margin	<b>53.5%</b>		56.1%	

For the three months ended March 31, 2014, Gross rental revenue from stabilized properties increased by \$0.4 million, or 3.9% while operating revenues increased by \$0.3 million, or 2.3%.

The average monthly rent for March 2014 for stabilized properties increased to \$899 per suite from \$868 (March 2013), an increase of 3.6%. Economic vacancy for March 2014 for stabilized properties was 3.8%, compared to 1.9% for March 2013.

	March 2014	December 2013	September 2013	June 2013	March 2013
Average monthly rents stabilized properties	\$899	\$896	\$889	\$877	\$868

For the quarter, the Trust saw an increase across all three major expense line items with property operating costs increasing slightly by \$0.1 million, budgeted property taxes increasing by \$0.1 million and utilities increasing by \$0.2 million, as compared to 2013. The resulting overall increase in operating expenses is due primarily from the abnormal winter (both snow fall and cold) along with the increase in property taxes.

## FINANCING AND ADMINISTRATIVE COSTS

In \$ 000's	3 Months Ended March 31, 2014	3 Months Ended March 31, 2013
Net operating income	\$8,400	\$7,430
Expenses		
Financing costs	3,047	2,546
Administrative costs	1,462	1,091
Income before other income and expenses	\$3,891	\$3,793

### FINANCING COSTS

Financing costs amounted to \$3.0 million or 19.2% of revenue for the three months ended March 31, 2014 compared to \$2.5 million or 19.5% of revenue for the three months ended March 31, 2013.

In \$ 000's	3 Months Ended March 31, 2014		3 Months Ended March 31, 2013	
	Amount	% of Revenue	Amount	% of Revenue
Cash based:				
Mortgage interest <sup>(1)</sup>	\$2,982	18.8%	\$2,389	18.3%
Credit facilities <sup>(1)</sup>	68	0.4%	147	1.1%
Interest income	(55)	(0.3%)	(56)	(0.4%)
Non Cash based:				
Amortization of deferred finance cost and premiums on assumed debt	52	0.3%	66	0.5%
Total	\$3,047	19.2%	\$2,546	19.5%

<sup>(1)</sup> Net of interest capitalized to redevelopment property.

### Mortgage Interest

Mortgage interest (including interest on vendor take-back loans) is one of the single largest expense line items for InterRent REIT. Given the current rates in the market for both CMHC insured and conventional mortgages, it is management's expectation that it will be able to continue to refinance existing mortgages as they come due at rates that are in line or lower than those that mature in 2014 through 2017. Although mortgage debt has increased on an overall basis, mainly attributable to property acquisitions and up-financing, total financing costs as a percent of revenue has decreased slightly from 19.5% to 19.2% attributable in part to the overall decrease in the weighted average rate of mortgage debt from 3.51% at March 31, 2013 to 3.30% at March 31, 2014.

### ADMINISTRATIVE COSTS

Administrative costs include such items as director pay, salaries and incentive payments, employee benefits, investor relations, transfer agent listing and filing fees, legal, tax, audit, asset management, other professional fees and amortization on corporate assets.

Administrative costs for the three months ended March 31, 2014 amounted to \$1.5 million or 9.2% of revenue compared to \$1.1 million or 8.4% of revenue for the three months ended March 31, 2013. The increase of \$0.4 million is mainly attributable to salaries and unit-based compensation expenses.

## SALE OF ASSETS, FAIR VALUE ADJUSTMENTS ON INVESTMENT PROPERTIES AND GAIN/LOSS ON FINANCIAL LIABILITIES

In \$ 000's	3 Months Ended March 31, 2014	3 Months Ended March 31, 2013
Income before other income and expenses	<b>\$3,891</b>	\$3,793
Fair value adjustments of investment properties	<b>127</b>	5,510
Unrealized loss on financial liabilities	<b>(526)</b>	(1,761)
Distributions expense on units classified as financial liabilities	<b>(80)</b>	(56)
Net income	<b>\$3,412</b>	\$7,486

### SALE OF ASSETS

There were no dispositions of assets in the three month period ended March 31, 2014 and 2013.

### FAIR VALUE ADJUSTMENTS OF INVESTMENT PROPERTIES

The fair value of the portfolio (excluding the redevelopment property) at March 31, 2014 was determined internally by the Trust. In order to substantiate management's valuation, market evidence from third party appraisers is incorporated on a continual basis. For the three month period ended March 31, 2014, a fair value gain of \$0.1 million was recorded on the financial statements as a result of changes in the fair value of investment properties. The increase in the fair value of the properties over the quarter has been driven by actual improvements in operating results as a result of the repositioning of the properties and the capital invested over the last four years. The weighted average capitalization rate used across the portfolio (excluding the redevelopment property) at the end of Q1 2014 was 5.50% (Q1 2013 - 5.50%).

The redevelopment property acquired May 14, 2013 is valued at acquisition cost plus redevelopment costs. The direct capitalization income approach method of valuation is not a reliable measure as the property is undergoing a significant amount of work which will affect multiple components of the estimated NOI as well as the Cap Rate. It is expected that the work will be completed in the latter half of 2014 at which time the estimated NOI and Cap Rate will be reliable and the property will be included in the portfolio to be fair valued.

Redevelopment costs include direct development costs, realty taxes and borrowing costs directly attributable to the redevelopment.

## UNREALIZED FAIR VALUE GAIN ON FINANCIAL LIABILITIES

The Trust used a closing price of \$5.64 based on the closing price of the TSX listed InterRent REIT Trust Units to determine the fair value of the deferred unit compensation liability. The total fair value of these Units recorded on the condensed consolidated balance sheet at March 31, 2014 was \$7.9 million and a corresponding fair value loss of \$0.4 million was recorded on the condensed consolidated statement of income for the three months ended March 31, 2014.

The Trust determined the fair value of the option plan (unit-based compensation liability) at March 31, 2014 at \$2.1 million and a corresponding fair value loss of \$43 thousand was recorded on the condensed consolidated statement of income for the three months ended March 31, 2014. The intrinsic value of the vested options is \$1.8 million.

The Trust used a closing price of \$5.64 based on the closing price of the TSX listed InterRent REIT Trust Units to determine the fair value of the LP Class B unit liability. The total fair value of these Units recorded on the condensed consolidated balance sheet at March 31, 2014 was \$1.0 million and a corresponding fair value loss of \$54 thousand was recorded on the condensed consolidated statement of income for the three months ended March 31, 2014.

In \$ 000's	3 Months Ended March 31, 2014	3 Months Ended March 31, 2013
Fair value loss on financial liabilities:		
Deferred unit compensation plan	<b>\$(429)</b>	\$(1,048)
Option plan	<b>(43)</b>	(515)
LP Class B unit liability	<b>(54)</b>	(198)
Fair value loss on financial liabilities	<b>\$(526)</b>	\$(1,761)

## DISTRIBUTION EXPENSE

The distribution expense is comprised of distributions to holders of the LP Class B units and distributions earned on the deferred unit plan, as both are classified as a liability.

## PERFORMANCE MEASURES

Management believes that funds from operations (FFO), adjusted funds from operations (AFFO) and distributable income (DI) are key measures for real estate investment trusts.

As all three measures exclude the fair value adjustments on investment properties and gains and losses from property dispositions, it provides an operating performance measure that, when compared period over period, reflects the impact on operations of trends in occupancy levels, rental rates, operating costs and realty taxes, acquisition activities and interest costs, and provides a perspective of the financial performance that is not immediately apparent from net income determined in accordance with GAAP. As these measures are based on historical performance, they lag current operation and are negatively impacted, most notably on a per unit basis, during periods of significant growth. This is further amplified when the growth stems primarily from repositioning/redevelopment properties.

<b>FFO Reconciliation</b> In \$000's, except per Unit amounts and Units outstanding	<b>3 Months Ended March 31, 2014</b>	<b>3 Months Ended March 31, 2013</b>
Net income	<b>\$3,412</b>	\$7,486
Add (deduct):		
Fair value adjustments on investment property	<b>(127)</b>	(5,510)
Unrealized loss on financial instruments	<b>526</b>	1,761
Interest expense on puttable units classified as liabilities	<b>9</b>	8
Funds from operations (FFO)	<b>\$3,820</b>	\$3,745
FFO per weighted average unit - basic	<b>\$0.07</b>	\$0.08
FFO per weighted average unit - diluted	<b>\$0.07</b>	\$0.08

<b>AFFO Reconciliation</b> In \$000's, except per Unit amounts and Units outstanding	<b>3 Months Ended March 31, 2014</b>	<b>3 Months Ended March 31, 2013</b>
Funds from operations	<b>\$3,820</b>	\$3,745
Add (deduct):		
Maintenance capital investment	<b>(635)</b>	(565)
Adjusted funds from operations (AFFO)	<b>\$3,185</b>	\$3,180
AFFO per weighted average unit - basic	<b>\$0.06</b>	\$0.07
AFFO per weighted average unit - diluted	<b>\$0.06</b>	\$0.07



<b>DI Reconciliation</b> In \$000's, except per Unit amounts and Units outstanding	<b>3 Months Ended March 31, 2014</b>	<b>3 Months Ended March 31, 2013</b>
Net income	<b>\$3,412</b>	\$7,486
Add items not affecting cash:		
Interest expense on redeemable units classified as liabilities	<b>9</b>	8
Amortization of automobile, equipment and furniture and fixtures	<b>12</b>	8
Amortization of deferred finance costs (pre December 6, 2006) and net discounts on assumed debt	<b>2</b>	4
Unit based compensation	<b>1,673</b>	982
Unrealized loss on financial instruments	<b>526</b>	1,761
Less:		
Amortization of net premiums on assumed debt	<b>171</b>	81
Maintenance capital expenditures	<b>916</b>	655
Fair value gain on investment properties	<b>127</b>	5,510
Distributable income (DI)	<b>\$4,420</b>	\$4,003
DI per weighted average unit - basic	<b>\$0.08</b>	\$0.09
DI per weighted average unit - diluted	<b>\$0.08</b>	\$0.09

## WEIGHTED AVERAGE NUMBER OF UNITS

The following table sets forth the weighted average number of Units outstanding:

	<b>3 Months Ended March 31, 2014</b>	<b>3 Months Ended March 31, 2013</b>
Trust units	<b>57,274,324</b>	45,907,988
LP Class B units	<b>186,250</b>	186,250
Weighted average units outstanding - Basic	<b>57,460,574</b>	46,094,238
Unexercised dilutive options <sup>(1)</sup>	<b>318,467</b>	422,010
Weighted average units outstanding - Diluted	<b>57,779,041</b>	46,516,248

<sup>(1)</sup> Calculated using the treasury method

## INVESTMENT PROPERTIES

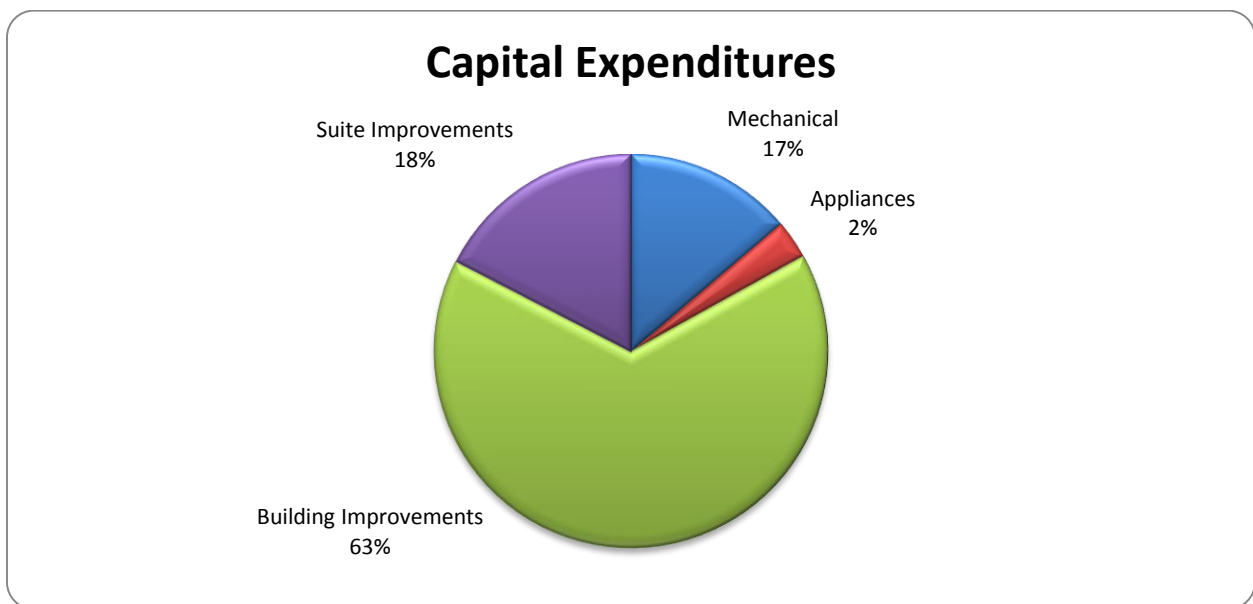
The following chart shows the changes in investment properties from December 31, 2013 to March 31, 2014.

In \$ 000's	March 31, 2014
Balance, December 31, 2013	\$766,820
Acquisitions (non redevelopment properties)	7,435
Property capital investments	5,848
Fair value gains	127
	\$780,230
Acquisition – redevelopment property	2,035
Redevelopment costs	4,244
Total investment properties	\$786,509

The Trust acquired one property (54 suites) and a parcel of land which was used as a parking lot for the property that is now being redeveloped for a combined total of \$9.5 million during the three month period ended March 31, 2014.

The fair value of the portfolio (excluding the redevelopment property) at March 31, 2014 was determined internally by the Trust. In order to substantiate management's valuation, market evidence from third party appraisers is incorporated on a continual basis. For the three month period ended March 31, 2014, a fair value gain of \$0.1 million was recorded on the financial statements as a result of changes in the fair value of investment properties.

For the three month period ended March 31, 2014, the Trust invested \$5.8 million (2013 - \$5.3 million) in its investment properties (excluding the redevelopment property), including \$2.9 million spent on non-stabilized properties acquired in the past 24 months. The breakdown of expenditures for the year are itemized in the following graph.



## UNITHOLDERS' EQUITY

The following chart shows the changes in reported Unitholders' equity from December 31, 2013 to March 31, 2014.

Summary of Unitholders' Capital Contributions	Trust Units	Amount (in \$'000)
December 31, 2013	57,204,747	\$163,292
Units issued under the deferred unit plan	7,972	43
Units issued under distribution reinvestment plan	123,651	650
March 31, 2014	57,336,370	\$163,985

As at March 31, 2014 there were 57,336,370 Trust Units issued and outstanding.

## NORMAL COURSE ISSUER BID

On July 29, 2013, the TSX approved the Trust's normal course issuer bid ("Bid") for a portion of its Trust Units. Under the Bid, the Trust may acquire up to a maximum of 4,596,134 of its Trust Units, or approximately 10% of its public float of 45,961,336 Trust Units as of July 19, 2013, for cancellation over the next 12 months commencing on August 1, 2013 until the earlier of July 31, 2014 or the date on which the Trust has purchased the maximum number of Trust Units permitted under the Bid. The number of Trust Units that can be purchased pursuant to the Bid is subject to a current daily maximum of 29,211 Trust Units (being 25% of the average daily trading volume), except where purchases are made in accordance with "block purchases" exemptions under applicable TSX policies. Purchases will be made at market prices through the facilities of the TSX.

For the three month period ended March 31, 2014, the Trust did not purchase any Trust Units.

## DISTRIBUTIONS

The Trust increased its monthly distributions 25% from \$0.0133 to \$0.0167 per Unit effective for the May 2013 distribution that was paid June 2013. For the three months ended March 31, 2014, the Trust's Distributable Income was \$0.08 per unit (basic), compared to \$0.09 for the three months ended March 31, 2013, while the distributions were \$0.0501 per unit for the current quarter and \$0.04 for the first quarter of 2013.

## LIQUIDITY AND CAPITAL RESOURCES

InterRent REIT's overall debt level was at 48.7% of Gross Book Value ("GBV") at March 31, 2014. GBV is a non-GAAP term that is defined in the DOT and includes all operations. The following chart sets out the Trust's computed debt to GBV:

In \$ 000's	March 31, 2014	December 31, 2013
Total assets per Balance Sheet	\$795,763	\$777,062
Mortgages and loans payable	\$371,345	\$368,670
Lines of credit	16,080	-
Total debt	\$387,425	\$368,670
Debt to GBV	48.7%	47.4%

With a DOT limit of 75% of Debt-to-Gross Book Value, InterRent REIT has the ability to further leverage the existing portfolio to assist with future investments in new assets. The Trust is conscious of the current credit environment and how this affects the ability of the Trust to grow. Management believes that although the bulk of the repositioning and dispositions are complete, there remains opportunities within the portfolio to reduce the operating costs further and streamline operations while growing the REIT in a fiscally prudent manner.

## INTEREST AND DEBT SERVICE COVERAGE

The following schedule summarizes the interest and debt service coverage ratios for InterRent for the comparable rolling 12 month periods ending March 31<sup>st</sup>:

In \$000's	12 Months Ended March 31, 2014	12 Months Ended March 31, 2013
NOI	\$37,011	\$29,663
Less: Administrative costs	5,693	3,861
EBITDA	\$31,318	\$25,802
Interest expense <sup>(1)</sup>	11,951	9,709
<b>Interest coverage ratio</b>	<b>2.62x</b>	<b>2.66x</b>
Contractual principal repayments	8,249	5,284
Total debt service payments	\$20,200	\$14,993
<b>Debt service coverage ratio</b>	<b>1.55x</b>	<b>1.72x</b>

<sup>(1)</sup> Interest expense includes interest on mortgages and credit facilities, including interest capitalized to redevelopment property, and interest income and excludes interest (distributions) on units classified as financial liabilities.

## MORTGAGES AND LOANS AND CREDIT FACILITIES

The following schedule summarizes the aggregate future minimum principal payments and debt maturities for the mortgages and vendor take-back loans of InterRent REIT.

Year Maturing	Mortgage and Loan Balances at March 31, 2014 (in \$ 000's)	Weighted Average by Maturity	Weighted Average Interest Rate
2014	\$112,025	29.8%	2.65%
2015	\$45,359	12.1%	3.54%
2016	\$13,543	3.6%	5.33%
2017	\$45,367	12.1%	4.42%
2018	\$5,671	1.5%	2.63%
Thereafter	\$153,771	40.9%	3.23%
Total	\$375,736	100%	3.30%

At March 31, 2014, the average term to maturity of the mortgage debt was approximately 4.5 years and the weighted average cost of mortgage debt was 3.30%. At March 31, 2014, approximately 67% of InterRent REIT's mortgage debt was backed by CMHC insurance.

During the quarter the Trust added a \$5 million mortgage for a property that was acquired in the quarter and paid down \$2.3 million in mortgage principal. The net result at March 31, 2014 compared to December 31, 2013 was:

- a decrease in the average term to maturity of the mortgage debt to approximately 4.5 years from 4.7 years;
- a slight decrease in the weighted average cost of mortgage debt to 3.30% from 3.31% ; and,
- a slight decrease in the mortgage debt backed by CMHC insurance to approximately 67% from 68%.

As at March 31, 2014, the Trust had the following credit facilities:

- A \$0.5 million demand operating loan with a Canadian chartered bank bearing interest at prime plus 1.0%, secured by a general security agreement and a second collateral mortgage on one of the Trust's properties. As at March 31, 2014, the Trust had no balance outstanding under this facility.
- A \$10 million demand credit facility with a financial institution bearing interest at prime plus 0.50%, secured by a general security agreement and second collateral mortgages on eight of the Trust's properties. As at March 31, 2014, the Trust had had utilized \$9.9 million of this facility.
- A \$10 million term credit facility, maturing in 2014, with a Canadian chartered bank bearing interest at prime plus 0.75%, secured by a general security agreement and second collateral mortgages on eight of the Trust's properties. As at March 31, 2014, the Trust had no balance outstanding under this facility.
- A \$12.5 million term credit facility, maturing in 2015, with a Canadian chartered bank bearing interest at prime plus 0.75%, secured by a general security agreement and second collateral mortgages on eight of the Trust's properties. As at March 31, 2014, the Trust had utilized \$6.2 million of this facility.

## ACCOUNTING

### FUTURE ACCOUNTING CHANGES

#### *IFRS 9 Financial Instruments*

In November 2009, the IASB issued, and subsequently revised in October 2010, IFRS9 Financial Instruments (IFRS 9) as a first phase in its ongoing project to replace IAS 39. The effective date for IFRS 9, which is to be applied retrospectively, has not yet been determined.

IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. The standard also adds guidance on the classification and measurement of financial liabilities. Management is currently evaluating the potential impact that the adoption of IFRS 9 will have on the Trust's consolidated financial statements.

### RISKS AND UNCERTAINTIES

A comprehensive description of the risks and uncertainties can be found in InterRent REIT's December 31, 2013 MD&A and other securities filings at [www.sedar.com](http://www.sedar.com).

#### Financial Risk Management and Financial Instruments

##### a) Overview

The Trust is exposed to credit risk, liquidity risk and market risk. The Trust's primary risk management objective is to protect earnings and cash flow and, ultimately, unitholders value. Risk management strategies, as discussed below, are designed and implemented to ensure the Trust's risks and the related exposures are consistent with its business objectives and risk tolerance.

##### b) Credit Risk

Credit risk represents the financial loss that the Trust would experience if a tenant failed to meet its obligations in accordance with the terms and conditions of the lease. The Trust's credit risk is attributable to its rents and other receivables, loan receivable long-term incentive plan, mortgage holdbacks and mortgages receivable.

The amounts disclosed as rents and other receivables and loan receivable long-term incentive plan in the condensed consolidated balance sheet are net of allowances for doubtful accounts, estimated by the Trust's management based on prior experience and their assessment of the current economic environment. The Trust establishes an allowance for doubtful accounts that represents its estimate of incurred losses in respect of rents and other receivables. The main components of this allowance are a specific loss component that relates to individually significant exposures and an overall loss component established based on historical trends. At March 31, 2014, the Trust had past due rents and other receivables of \$2.3 million net of an allowance for doubtful accounts of \$0.9 million which adequately reflects the Trust's credit risk.

The Trust believes that the concentration of credit risk of accounts receivable is limited due to its broad tenant base, dispersed across varying geographic locations.

The Trust has established various internal controls, such as credit checks and security deposits, designed to mitigate credit risk. While the Trust's credit controls and processes have been effective in mitigating credit risk, these controls cannot eliminate credit risk and there can be no assurance that these controls will continue to be effective or that the Trust's current credit loss experience will improve.

The amounts shown in the condensed consolidated balance sheet as mortgage holdbacks relate primarily to amounts that will be released upon the completion of repairs to certain buildings. Mortgages receivable represent vendor take back loans on the sale of buildings and are secured by the building. Management believes there is minimal credit risk due to the nature of these amounts receivable and the underlying collateral.

c) Liquidity Risk

Liquidity risk is the risk that the Trust will not be able to meet its financial obligations as they fall due. The Trust manages liquidity risk through the management of its capital structure and financial leverage, as outlined in note 18 in the March 31, 2014 condensed consolidated financial statements. It also manages liquidity risk by continuously monitoring actual and projected cash flows to ensure that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Trust's reputation.

As at March 31, 2014, the Trust had credit facilities as described in note 8 in the March 31, 2014 condensed consolidated financial statements.

Note 7 in the March 31, 2014 condensed consolidated financial statements reflects the contractual maturities for mortgage and loans payable of the Trust at March 31, 2014, excluding interest payments. The Trust continues to refinance the outstanding debts as they mature. Given the Trust's available credit and its available liquid resources from both financial assets and on-going operations, management assesses the Trust's liquidity risk to be low.

d) Fair Value

Financial instruments are defined as a contractual right to receive or deliver cash or another financial asset. The fair values of the Trust's financial instruments, except for mortgages payable and loans payable, approximate their recorded values due to their short-term nature and or the credit terms of those instruments.

The fair value of the mortgages and loans payable has been determined by discounting the cash flows using current market rates of similar instruments. These estimates are subjective in nature and therefore cannot be determined with precision. The fair value of mortgages and loans payable and credit facilities is approximately \$391 million as at March 31, 2014.

Fair value estimates are made at a specific point in time, based on relevant market information and information about the financial instrument. These estimates are subjective in nature and involve uncertainties and matters of significant judgment and therefore cannot be determined with precision. Changes in assumptions could significantly affect estimates.

e) Market Risk

Market risk includes the risk that changes in interest rates will affect the Trust's cash flows or the fair value of its financial instruments.

At March 31, 2014, approximately 1% of the Trust's mortgage debt is at variable interest rates and the Trust's credit facilities bear interest at variable rates. If there was a 100 basis point change in the interest rate, cash flows would have changed by approximately \$25 thousand for the three months ended March 31, 2014.

## OFF-BALANCE SHEET ARRANGEMENTS

As of March 31, 2014 the Trust did not have any off-balance sheet arrangements in place.

## RELATED PARTY TRANSACTIONS

The transactions with related parties are incurred in the normal course of business and are measured at the exchange amounts, believed to represent fair value. Related party transactions have been listed below, unless they have been disclosed elsewhere in the audited financial statements.

- (i) **Accounts Payable (net of amounts receivable)**  
As at March 31, 2014, \$0.6 million (December 31, 2013 - \$0.6 million) was included in accounts payable and accrued liabilities, net of amounts receivable, which are due to companies controlled by an officer of the Trust. The amounts were non-interest bearing and due on demand.
- (ii) **Services**  
During the three month period ended March 31, 2014 the Trust incurred \$1.4 million (2013 - \$1.4 million) in services from companies controlled by an officer of the Trust. Of the services received approximately \$0.5 million (2013 - \$0.7 million) has been capitalized to the investment properties and the remaining amounts are included in operating and administrative costs.

## DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROL OVER FINANCIAL REPORTING

Disclosure controls and procedures are designed to provide reasonable assurance that all relevant information is gathered and reported to senior management, including the Chief Executive Officer and the Chief Financial Officer, on a timely basis so that appropriate decisions can be made regarding public disclosure. The preparation of this information is supported by a set of disclosure controls and procedures implemented by management.

Pursuant to Canadian Securities Administrators requirements 52-109, Certification of Disclosure in Issuers' Annual and Interim Filings, InterRent REIT's Chief Executive Officer and Chief Financial Officer have satisfied themselves that as at March 31, 2014:

1. the design of disclosure controls and procedures was appropriate in order to provide reasonable assurance that material information relating to InterRent REIT is made known to us by others;
2. the design of internal controls over financial reporting was appropriate in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statement for external purposes in accordance with GAAP; and,
3. there have been no changes in InterRent REIT's internal controls over financial reporting during the quarter that has materially affected, or is reasonably likely to materially affect, InterRent REIT's internal controls over financial reporting.

## OUTSTANDING SECURITIES DATA

As of May 12, 2014, the Trust had issued and outstanding: (i) 57,384,025 units; (ii) LP Class B Units that are exchangeable for 186,250 units of the Trust; (iii) options exercisable to acquire 1,268,000 units of the Trust; and (iv) deferred units that are redeemable for 1,875,130 units of the Trust.

## ADDITIONAL INFORMATION

Additional information concerning InterRent REIT, including InterRent REIT's annual information form, is available on SEDAR at [www.sedar.com](http://www.sedar.com).