Condensed Consolidated Interim Financial Statements
(In Canadian dollars)

AGELLAN COMMERCIAL REAL ESTATE INVESTMENT TRUST

Three and nine months ended September 30, 2017 and 2016
(Unaudited)

AGELLAN COMMERCIAL REAL ESTATE INVESTMENT TRUST

Condensed Consolidated Interim Statements of Financial Position
(In thousands of Canadian dollars, except per unit amounts)
(Unaudited)

	September 30, 2017	December 31, 2016
Assets		
Non-current assets:		
Investment properties (note 4)	$ 786,610	$ 759,494
Other assets (note 6)	833	–
Total non-current assets	787,443	759,494
Current assets:		
Derivative instruments (note 13)	668	–
Other assets (note 6)	10,811	7,662
Accounts receivable	2,051	2,111
Cash and cash equivalents	14,935	7,746
Total current assets	28,465	17,519
Total assets	$ 815,908	$ 777,013
Liabilities and Unitholders' Equity		
Non-current liabilities:		
Mortgages payable (note 8)	$ 230,373	$ 301,472
Loans payable (note 9)	85,806	103,037
Deferred income tax liability (note 14)	28,357	23,294
Total non-current liabilities	344,536	427,803
Current liabilities:		
Current portion of mortgages payable (note 8)	70,502	9,483
Tenant rental deposits and prepaid rent	7,397	6,804
Derivative instruments (note 13)	50	854
Accounts payable and accrued liabilities (note 7)	27,297	19,461
Distributions payable	2,121	1,805
Finance costs payable	1,064	1,108
Total current liabilities	108,431	39,515
Total liabilities	452,967	467,318
Unitholders' equity	362,941	309,695
Total liabilities and unitholders' equity	$ 815,908	$ 777,013

Commitments and contingencies (note 19)
Subsequent events (note 21)

See accompanying notes to condensed consolidated interim financial statements.

The condensed consolidated interim financial statements were approved by the Board on November 13, 2017 and signed on its behalf by:

"Glen Ladouceur" Trustee

"Richard Dansereau" Trustee

AGELLAN COMMERCIAL REAL ESTATE INVESTMENT TRUST

Condensed Consolidated Interim Statements of Income and Comprehensive Income
(In thousands of Canadian dollars, except per unit amounts)
(Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
	2017	2016	2017	2016
Revenue:				
Minimum rent	$ 15,713	$ 13,264	$ 46,444	$ 40,218
Recoveries from tenants	9,912	7,805	26,738	23,274
Other income	645	696	1,967	1,943
	26,270	21,765	75,149	65,435
Expenses (income):				
Property operating	7,142	6,338	20,162	17,943
Property taxes	668	548	12,929	11,891
General and administrative	1,794	1,122	4,806	3,401
Deferred income taxes (note 14)	3,826	2,290	7,028	3,034
Fair value adjustment on:				
Investment properties (note 4)	(12,383)	7,507	(14,213)	26,470
IFRIC 21 adjustment on investment properties (note 4)	3,021	2,294	(2,239)	(2,187)
Investment in limited partnership (note 6)	(30)	–	(41)	–
Loss (gain) on sale of investment properties (note 5)	494	(66)	516	389
	4,532	20,033	28,948	60,941
Income before finance costs	21,738	1,732	46,201	4,494
Finance costs (note 12)	3,326	2,650	9,911	8,684
Net income (loss)	18,412	(918)	36,290	(4,190)
Other comprehensive income (loss):				
Reclassified subsequently to income when specific conditions are met:				
Unrealized gain (loss) on translation of U.S. dollar-denominated foreign operations	(9,555)	1,418	(17,933)	(9,331)
Comprehensive income (loss)	$ 8,857	$ 500	$ 18,357	$ (13,521)

See accompanying notes to condensed consolidated interim financial statements.

AGELLAN COMMERCIAL REAL ESTATE INVESTMENT TRUST

Condensed Consolidated Interim Statements of Changes in Unitholders' Equity
(In thousands of Canadian dollars, except per unit amounts)
(Unaudited)

Nine months ended September 30, 2017	Amounts of unit capital (note 10)	Accumulated distributions	Net income	Other comprehensive income (loss)	Total
Unitholders' equity, January 1, 2017	$ 257,485	$ (70,745)	$ 82,591	$ 40,364	$ 309,695
Units issued, incentive fee	509	–	–	–	509
Units issued, net of issuance costs	52,591	–	–	–	52,591
Net income	–	–	36,290	–	36,290
Other comprehensive loss	–	–	–	(17,933)	(17,933)
Distributions	–	(18,756)	–	–	(18,756)
Distribution reinvestment plan	545	–	–	–	545
Unitholders' equity, September 30, 2017	$ 311,130	$ (89,501)	$ 118,881	$ 22,431	$ 362,941

Distributions per unit for the nine months ended September 30, 2017 - $0.589.

Nine months ended September 30, 2016	Amounts of unit capital (note 10)	Accumulated distributions	Net income (loss)	Other comprehensive income (loss)	Total
Unitholders' equity, January 1, 2016	$ 213,338	$ (51,146)	$ 62,816	$ 45,721	$ 270,729
Units issued, incentive fee	242	–	–	–	242
Units issued, net of issuance costs	43,536	–	–	–	43,536
Net loss	–	–	(4,190)	–	(4,190)
Other comprehensive loss	–	–	–	(9,331)	(9,331)
Distributions	–	(14,186)	–	–	(14,186)
Distribution reinvestment plan	219	–	–	–	219
Unitholders' equity, September 30, 2016	$ 257,335	$ (65,332)	$ 58,626	$ 36,390	$ 287,019

Distributions per unit for the nine months ended September 30, 2016 - $0.582.

See accompanying notes to condensed consolidated interim financial statements.

AGELLAN COMMERCIAL REAL ESTATE INVESTMENT TRUST

Condensed Consolidated Interim Statements of Cash Flows
(In thousands of Canadian dollars, except per unit amounts)
(Unaudited)

	Three months ended September 30, 2017	Three months ended September 30, 2016	Nine months ended September 30, 2017	Nine months ended September 30, 2016
Cash flows from (used in) operating activities:				
Net income (loss)	$ 18,412	$ (918)	$ 36,290	$ (4,190)
Adjustments for items not involving cash:				
Straight-line rents adjustment	(480)	3	(1,399)	(435)
Amortization of lease incentive	803	410	2,021	1,157
Fair value adjustment on investment properties (note 4)	(9,362)	9,800	(16,452)	24,283
Fair value adjustment on investment in limited partnership	(30)	–	(41)	–
Finance costs (note 12)	3,417	2,304	9,832	7,713
Loss (gain) on sale of investment properties (note 5)	494	(66)	516	389
Change in non-cash operating working capital:				
Other assets	(3,192)	32	(3,222)	50
Accounts receivable	(746)	(355)	17	537
Tenant rental deposits and prepaid rent	(985)	(306)	768	256
Deferred income tax liability	3,826	2,290	7,028	3,034
Accounts payable and accrued liabilities	(2,049)	(586)	11,203	714
	10,108	12,608	46,561	33,508
Cash flows from (used in) financing activities:				
Proceeds from issuance of units (note 10(a))	–	43,536	52,591	43,536
Proceeds from mortgages payable	10,305	12,264	30,087	12,264
Proceeds from loans payable	130	10,100	68,449	32,515
Repayment of loans payable	(32,005)	(38,500)	(84,855)	(50,257)
Repayment of mortgage	–	–	(12,009)	–
Financing fees paid	(450)	(333)	(959)	(338)
Principal payments	(1,628)	(1,192)	(4,730)	(3,674)
Interest paid	(4,412)	(3,363)	(12,773)	(10,470)
Distributions paid	(6,177)	(4,667)	(17,895)	(13,674)
	(34,237)	17,845	17,906	9,902
Cash flows from (used in) investing activities:				
Acquisition of investment properties	–	(19,890)	(58,010)	(19,890)
Proceeds from disposition of investment properties (note 5)	37,753	(121)	37,731	8,494
Additions to investment properties	(8,722)	(9,300)	(36,991)	(26,761)
Change in restricted cash	63	(1,764)	(333)	(1,866)
Distribution from (investment in) limited partnership	31	–	(855)	–
	29,125	(31,075)	(58,458)	(40,023)
Effect of exchange rates	1,667	(294)	1,180	(1,098)
Increase (decrease) in cash and cash equivalents	6,663	(916)	7,189	2,289
Cash and cash equivalents, beginning of period	8,272	12,343	7,746	9,138
Cash and cash equivalents, end of period	$ 14,935	$ 11,427	$ 14,935	$ 11,427
Supplemental disclosure for non-cash activities:				
Units issued under the distribution reinvestment plan (note 10(b))	$ 184	$ 160	$ 545	$ 219
Deferred Unit Incentive Plan liability adjustment (note 11)	38	21	90	68
Units issued under incentive fee (note 18(c))	–	242	509	242

See accompanying notes to condensed consolidated interim financial statements.

Agellan Commercial Real Estate Investment Trust (the "REIT") is an open-ended real estate investment trust established under, and governed by, the laws of the Province of Ontario, pursuant to a Declaration of Trust dated November 1, 2012 and amended and restated on January 24, 2013. The REIT commenced operations on January 25, 2013 when it issued units for cash, pursuant to an initial public offering ("IPO").

The REIT was created for the purpose of acquiring and owning industrial, office and retail properties in the United States and Canada. The units of the REIT ("Units") trade on the Toronto Stock Exchange under the symbol ACR.UN. The registered office of the REIT is 156 Front Street West, Suite 303, Toronto, Ontario, Canada M5J 2L6. The Declaration of Trust provides that the REIT may make cash distributions to the unitholders of the REIT.

1. Basis of preparation:

Statement of compliance:

These condensed consolidated interim financial statements of the REIT have been prepared by management in accordance with International Accounting Standard ("IAS") 34, Interim Financial Reporting. Accordingly, certain information and note disclosures normally included in annual financial statements prepared in accordance with International Financial Reporting Standards have been omitted or condensed. The December 31, 2016 financial information has been derived from the December 31, 2016 annual audited consolidated financial statements.

2. Significant accounting policies:

The accounting policies applied by the REIT in these unaudited condensed consolidated interim financial statements are the same as those applied by the REIT as at and for the year ended December 31, 2016.

2. Significant accounting policies (continued):

Future accounting standards:

(a) Financial Instruments: Classification and Measurement ("IFRS 9"):

The REIT will adopt IFRS 9, Financial Instruments, which replaces IAS 39, Financial Instruments: Recognition and Measurement ("IAS 39"), in its financial statements for the annual period beginning on January 1, 2018, the mandatory effective date.

Management has commenced its evaluation of the impact of this standard on each of its financial instruments. Based upon the REIT's existing financial instruments and related accounting policies at September 30, 2017, the principal areas impacted are: classification of financial assets, impairment of financial assets, and presentation of fair value changes for certain financial liabilities designated at fair value through profit or loss ("FVTPL"). IFRS 9 also requires new disclosures.

Financial assets: IFRS 9 contains a new classification and measurement approach for financial assets that reflects the business model in which assets are managed and their cash flow characteristics. IFRS 9 contains three principal classification categories for financial assets: measured at amortized cost, fair value through other comprehensive income ("FVOCI") and FVTPL, and eliminates the existing IAS 39 categories of held to maturity, loans and receivables and available for sale.

Financial liabilities: IFRS 9 largely retains the existing requirements in IAS 39 for the classification of financial liabilities. However, under IAS 39 all fair value changes of liabilities designated as FVTPL are recognized in profit or loss, whereas under IFRS 9, the amount of change in fair value attributable to changes in the credit risk of the liability is presented in other comprehensive income, and the remaining amount of change in fair value is presented in profit or loss.

2. Significant accounting policies (continued):

The REIT continues to make progress in its implementation of IFRS 9. The REIT expects to complete the assessment of the impact of adopting IFRS 9 during the final quarter of 2017 and will be able to fully estimate reasonably the impact that this standard will have on the financial statements. The REIT intends to adopt IFRS 9 in its financial statements for the annual period beginning on January 1, 2018.

(b) Revenue from Contracts with Customers ("IFRS 15"):

IFRS 15 is effective for annual periods beginning on or after January 1, 2018, and will replace IAS 11, Construction Contracts, IAS 18, Revenue, International Financial Reporting Interpretations Committee ("IFRIC") 13, Customer Loyalty Programmes, IFRIC 15, Agreements for the Construction of Real Estate, IFRIC 18, Transfer of Assets from Customers, and SIC 31, Revenue - Barter Transactions Involving Advertising Services. The REIT will adopt IFRS 15 in its financial statements for the annual period beginning January 1, 2018. The REIT continues to make progress in its implementation of IFRS 15. The REIT expects to complete the assessment of the impact of adopting IFRS 15 during the final quarter of 2017 and will be able to fully estimate reasonably the impact that this standard will have on the financial statements. The REIT intends to adopt IFRS 15 in its financial statements for the annual period beginning on January 1, 2018.

(c) Leases ("IFRS 16"):

In January 2016, the IASB issued IFRS 16. The new standard will replace existing lease guidance in IFRS and related interpretations, and requires lessees to bring most leases on-balance sheet. Lessor accounting remains similar to the current standard. However, the REIT is evaluating the identification of leases and non-lease components in accordance with the new requirements. IFRS 16 is only applicable to leases components and therefore other standards, such as IFRS 15, will apply to non-leases components of contracts. The REIT is evaluating whether this will have a measurement impact. The new standard is effective for years beginning on January 1, 2019. The extent of the impact of adoption of the standard has not yet been determined.

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

3. Acquisitions:

On April 25, 2017, the REIT acquired a 100% interest in one property located in Flint, Michigan for a total purchase price of $21,877 (including acquisition costs and closing adjustments of ($130)). The REIT assumed a net working capital liability of $60, comprising costs related to deferred revenue of $60. The transaction has been recognized as an asset acquisition. In consideration, the REIT paid cash. This property was previously managed by the REIT's external manager Agellan Capital Partners Inc. ("ACPI") and certain principals of ACPI had an interest in the property.

Investment property (includes acquisition costs and closing adjustments of $130)(i)	$ 21,877
Working capital assumed, net	(60)
Net assets acquired	$ 21,817
Consideration paid	$ 21,817

(i) International Financial Reporting Interpretations Committee 21, Levies ("IFRIC 21") adjustment of $84 related to U.S. property taxes liability assumed on acquisitions is recorded as an offset to investment properties.

On June 27, 2017, the REIT acquired a 100% interest in eight properties located in Chicago Illinois for a total purchase price of $37,118 (including acquisition costs and closing adjustments of ($192)). The REIT assumed a net working capital liability of $925, comprising costs related to tenant rental deposits and prepaid rent of $196, accounts payable and accrued liabilities of $345 and deferred revenue of $384. Consideration was paid in cash using proceeds from obtaining new financing of $19,782 and the remaining from cash on hand.

Investment properties (includes acquisition costs and closing adjustments of $192)(i)	$ 37,118
Working capital assumed, net	(925)
Net assets acquired	$ 36,193
Consideration paid	36,193

(i) IFRIC 21 adjustment of $392 related to U.S. property taxes liability assumed on acquisitions is recorded as an offset to investment properties.

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

3. Acquisitions (continued):

On December 6, 2016, the REIT acquired a 100% interest in one property located in Sarasota, Florida for a total purchase price of $69,927 (including acquisition costs and closing adjustments of $162 and a mark-to-market adjustment on the mortgage of $2,032). The REIT assumed a net working capital liability of $170, comprising costs related to tenant rental deposits and prepaid rent of $34, deferred revenue of $572 offset by prepaid expenses of $436. In addition, the REIT has also deposited certain amounts in restricted cash relating to interest payments on the assumed mortgage and deposits for $1,992 and $474, respectively. The transaction has been recognized as an asset acquisition. In consideration, the REIT assumed a mortgage of $45,690 (including a mark-to-market adjustment of $2,032) and paid the remainder in cash.

Investment properties (includes acquisition costs and closing adjustments of $162 and mark-to-market adjustment on mortgage of $2,032)[(i)]	$ 69,927
Other assets	2,466
Assumed mortgage, including mark-to-market adjustment of $2,032	(45,690)
Working capital assumed, net	(170)
Net assets acquired	$ 26,533
Restricted cash	$ 2,466
Consideration paid	24,067
Consideration paid	$ 26,533

(i) IFRIC 21 adjustment of $56 related to U.S. property taxes liability assumed on acquisitions is recorded as an offset to investment properties.

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

3. Acquisitions (continued):

On September 8, 2016, the REIT acquired 100% interest in two properties located in Atlanta, Georgia for a total purchase price of $20,380 (including acquisition costs and closing adjustments of $35). The REIT assumed a net working capital liability of $490 comprising costs related to tenant rental deposits and prepaid rent of $138, accounts payable and accrued liabilities of $365, deferred revenue of $104 and accounts receivable of $117. The transaction has been recognized as an asset acquisition. Consideration was paid using proceeds from mortgage financing of $12,264 and the remaining with cash available from the public unit offering.

Net assets acquired:	
Investment properties, including acquisition costs and closing adjustments of ($35)[i]	$ 20,380
Working capital assumed	(490)
Net assets acquired	$ 19,890
Consideration paid	$ 19,890

[i] IFRIC 21 adjustment of $83 related to U.S. property taxes liability assumed on acquisition is recorded as an offset to investment properties.

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

4. Investment properties:

	September 30, 2017	December 31, 2016
Balance, beginning of period	$ 759,494	$ 662,296
Acquisition of investment properties (note 3)	58,995	90,307
Additions:		
Capital expenditures[i]	20,907	32,338
Leasing costs, net of amortization of leasing incentives of $2,021 (2016 - $1,157)	15,196	6,883
Straight-line rents adjustment	1,399	631
Fair value adjustment	14,213	(11,628)
IFRIC 21 fair value adjustment	2,239	–
IFRIC 21 property taxes liability adjustment	(2,239)	–
Disposition of investment properties (note 5)[ii]	(40,344)	(8,929)
Foreign exchange impact on translation of U.S. operations	(43,250)	(12,404)
Balance, end of period	$ 786,610	$ 759,494

[i] Includes interest capitalized on a qualifying development project of $1,133 (December 31, 2016 - $657) (note 12).

[ii] The fair value reflects the gross sale price of $42,276, net of certain other transaction adjustments and remaining costs on the development of $1,932 at the date of disposition (note 5).

Investment properties are stated at fair value. The fair value was determined by a combination of valuations made by independent external appraisers having appropriate professional qualifications and internal management valuations primarily using a discounted cash flow model.

(a) External appraisals:

The REIT regularly obtains appraisals to supplement internal management valuations and to support fair market value.

The aggregate appraised value of properties externally appraised during the nine months ended September 30, 2017, including appraisals obtained each quarter in conjunction with acquisitions totalled $159,639 (December 31, 2016 - $353,067).

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

4. Investment properties (continued):

(b) Internal valuations:

Fair value of each property was primarily determined by using the discounted cash flow method. The discounted cash flow method discounts the expected future cash flows, generally over a term of 10 years, including a terminal value based on the application of a capitalization rate to estimated year 11 cash flows.

The discounted cash flows reflect rental income from current leases and assumptions about rental income from future leases reflecting market conditions at the reporting date, less future cash outflows in respect of such leases.

The key valuation assumptions for the REIT's investment properties reflect Level 3 inputs and are set out in the following tables:

September 30, 2017	Canada	United States
Discount rates - range	7.25% - 7.50%	7.00% - 12.00%
Discount rate - weighted average	7.49%	8.73%
Terminal capitalization rates - range	7.00%% - 7.25%	6.50% - 11.50%
Terminal capitalization rate - weighted average	7.24%	8.01%

December 31, 2016	Canada	United States
Discount rates - range	7.50%	7.50% - 9.50%
Discount rate - weighted average	7.50%	8.69%
Terminal capitalization rates - range	7.00% - 7.25%	7.00% - 8.75%
Terminal capitalization rate - weighted average	7.24%	7.97%

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

4. Investment properties (continued):

The fair values of the REIT's investment properties are sensitive to changes in the key valuation assumptions. Changes in the terminal capitalization rates and discount rates would result in a change to the fair value of the REIT's investment properties as set out in the following table:

	September 30, 2017	December 31, 2016
Weighted average discount rate:		
25-basis-points increase	$ (12,352)	$ (15,693)
25-basis-points decrease	12,649	11,407
Weighted average terminal capitalization rate:		
25-basis-points increase	(11,318)	(15,708)
25-basis-points decrease	12,082	12,006

5. Dispositions:

On July 27, 2016, the REIT entered into agreements with certain arm's-length private purchasers to sell the REIT's partnership interest in a limited partnership created by the REIT to own a car dealership and corporate head office pursuant to a lease agreement with the tenant. On September 29, 2017, the REIT disposed of its interest in the limited partnership for an gross sale price of $42,276, as detailed below:

Gross sale price	$ 42,276
Selling costs (2016 - $52)	(516)
Other transaction and working capital adjustments	(1,051)
Other receivable in escrow for construction holdbacks and remaining development work (note 6)	(2,978)
Net proceeds	$ 37,731

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

5. Dispositions (continued):

On May 3, 2016, the REIT disposed of one investment property for an adjusted sale price of $8,929. Selling costs incurred on the transaction were $337 and are recognized as a loss on sale of investment properties. The proceeds received net of selling costs and working capital adjustments were $8,494.

6. Other assets:

	September 30, 2017	December 31, 2016
Current:		
Prepaid expenses	$ 1,917	$ 1,606
Restricted cash	4,651	4,653
Deposits in escrow	1,227	1,258
Other receivables in escrow (note 5)	3,016	145
Total current assets	10,811	7,662
Non-current:		
Investment in limited partnership	833	–
Total non-current assets	833	–
Total other assets	$ 11,644	$ 7,662

Restricted cash can only be used for specified purposes. The REIT's restricted cash represents cash held in escrow by lenders pursuant to certain lender agreements and deposits held in trust relating to certain development plans.

On April 18, 2017, the REIT acquired a 9% non-controlling interest in a limited partnership that holds a property located in Tampa, Florida for a purchase price of $859. Consideration was paid in cash. The investment has been recognized as a financial asset at FVTPL and included in other assets. The property is managed by the REIT's external asset manager ACPI.

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

7. Accounts payable and accrued liabilities:

	September 30, 2017	December 31, 2016
Trade payable	$ 3,451	$ 1,050
Realty taxes payable	5,116	7,258
Other payables and accruals	18,730	11,153
	$ 27,297	$ 19,461

8. Mortgages payable:

	September 30, 2017	December 31, 2016
Current:		
Mortgages payable	$ 69,609	$ 8,358
Unamortized mark-to-market premium	1,334	1,749
Unamortized financing fees	(441)	(624)
	70,502	9,483
Non-current:		
Mortgages payable	231,195	301,173
Unamortized mark-to-market premium	532	1,579
Unamortized financing fees	(1,354)	(1,280)
	230,373	301,472
	$ 300,875	$ 310,955

The mortgages payable are secured by charges on 41 investment properties. Mortgages payable include financing fees and a mark-to-market premium which are amortized into finance costs over the terms of the related mortgages, using the effective interest rate method. At September 30, 2017, the condensed consolidated interim statements of financial position include financing fees of $2,936 (December 31, 2016 - $3,209) and accumulated amortization of $1,141 (December 31, 2016 - $1,305). The mortgages carry a weighted average interest rate of 4.46% (December 31, 2016 - 4.30%) and mature at various dates between 2018 and 2027.

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

8. Mortgages payable (continued):

Included in mortgages payable is one Canadian dollar-denominated mortgage of $2,029 (December 31 - 2016 - $2,199), which is at a variable interest rate. Interest is charged at 250-basis-points over the 90-day Canadian Dealer Offered Rate.

Included in mortgages payable are U.S. dollar-denominated mortgages of $298,775 (U.S. $239,403) (December 31, 2016 - $307,332 (U.S. $228,891)). Of these mortgages, $43,879 (U.S. $35,160) (December 31, 2016 - $59,913 (U.S. $44,641)) have a variable interest rate. The REIT has entered into interest rate swap contracts to limit its exposure to fluctuations in interest rates (note 13).

Future principal repayments at September 30, 2017 are as follows:

	Scheduled principal payments	Debt maturing during the period	Total mortgages payable	Scheduled interest payments	Total debt service	Weighted average interest rate of debt maturing
2017 - remainder	$ 1,594	$ –	$ 1,594	$ 3,488	$ 5,082	–
2018	5,951	63,520	69,471	12,151	81,622	5.34%
2019	5,390	42,215	47,605	9,953	57,558	3.97%
2020	3,821	40,332	44,153	6,771	50,924	3.89%
2021	3,773	–	3,773	6,321	10,094	–
Thereafter	7,600	126,608	134,208	10,214	144,422	4.43%
Face value	$ 28,129	$ 272,675	300,804	$ 48,898	$ 349,702	
Unamortized mark-to-market premium			1,866			
Unamortized financing fees			(1,795)			
			$ 300,875			

9. Loans payable:

The REIT has a revolving credit facility, secured by charges on one Canadian property. The maximum amount available to the REIT under this facility is $120,000, and the facility matures on January 25, 2019. Amounts can be drawn under the facility in both United States and Canadian dollars. The facility bears interest at Bankers' Acceptance/LIBOR plus 2.00% or prime/U.S. base rate plus 1.00%. As at September 30, 2017, the amount drawn on the facility was $86,034 (December 31, 2016 - $87,640). The amount drawn includes $5,834 (U.S. $4,675), which has been drawn in U.S. dollar-denominated currency (December 31, 2016 - nil).

The interest rate on $60,000 drawn on the facilities has been economically fixed at 2.96%, using an interest rate swap (note 13).

On July 27, 2016, the REIT secured a non-revolving construction facility, as an addition under the original agreement, secured by charges on one Canadian property. The maximum amount available to the REIT under this construction facility was $48,000 and the facility was set to mature at the earlier of January 25, 2018 or the closing of the limited partnership sale transaction. Amounts can be drawn under the facility in Canadian dollars. The facility bears interest at Bankers' Acceptance plus 2.00% or prime plus 1.00%. On September 29, 2017, the outstanding balance of the construction facility of $32,005 was repaid on closing of the sale transaction (note 5) (December 31, 2016 - $15,731).

Financing fees of $1,560 (December 31, 2016 - $1,257) were incurred to obtain the facilities and are being amortized over the remaining term. As at September 30, 2017, the unamortized financing fees totalled $228 (December 31, 2016 - $334). As at September 30, 2017, the financing fees related to the construction facility was fully amortized (December 31, 2016 - $144).

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

10. Unitholders' equity:

	2017		2016	
	Units	Amount	Units	Amount
Unit capital, January 1	27,947,350	$ 257,485	23,395,139	$ 213,338
Additional shares issued under the DRIP program	48,618	545	21,695	219
Units issued, incentive fee (note 18(c))	44,513	509	26,740	242
Units issued, net of issuance costs of $2,499 (2016 - $2,479)	4,807,000	52,591	4,485,000	43,536
Unit capital, September 30	32,847,481	$ 311,130	27,928,574	$ 257,335

(a) Units:

On February 27, 2017, the REIT issued 4,807,000 Units at $11.45 per unit for total proceeds of $55,040. Costs relating to the offering, including issuance costs of $2,449, have been charged directly to unitholders' equity.

On August 4, 2016, the REIT issued 4,485,000 Units at $10.25 per unit for total proceeds of $45,971. Costs relating to the offering, including issuance costs of $2,479, have been charged directly to unitholders' equity.

The REIT is authorized to issue an unlimited number of Units. Each unit represents a single vote at any meeting of the unitholders and entitles the unitholder to receive a prorated share of all distributions.

The unitholders have the right to require the REIT to redeem their Units on demand not to exceed $50 per calendar month. Upon receipt of the redemption notice by the REIT, all rights to and under the Units tendered for redemption shall be surrendered and the holder thereof shall be entitled to receive a price per unit ("Redemption Price"), as determined by a market formula. The Redemption Price will be paid in accordance with the conditions provided for in the Declaration of Trust.

10. Unitholders' equity (continued):

(b) Distribution Reinvestment Plan ("DRIP"):

The REIT may initially issue up to 954,461 Units of the REIT under the DRIP. The REIT may increase the number of Units available to be issued under the DRIP at any time at its discretion subject to: (i) the approval of the REIT's Board of Trustees; (ii) the approval of any stock exchange upon which the Units trade; and (iii) public disclosure of such increase. Unitholders can elect to reinvest cash distributions into Units of the REIT.

For the nine months ended September 30, 2017, the REIT issued 48,618 (2016 - 21,695) Units under the DRIP for a stated value of $11.16 (2016 - $10.10) per Unit.

Unitholders can elect to reinvest cash distributions of the REIT

11. Deferred Unit Incentive Plan:

The Deferred Unit Incentive Plan ("DUIP") of the REIT provides for the granting of deferred trust Units ("DTUs") to trustees, officers, directors, employees, consultants and service providers, as well as employees of such service providers. DTUs are defined as notional Units that are tied to the REIT's financial and unit trading performance. The maximum number of REIT Units reserved for issuance under the DUIP is 5% of the total number of REIT Units issued and outstanding from time to time. Vested DTUs may be redeemed in whole or in part of Units of the REIT issued from treasury. Whenever cash distributions are paid to REIT unitholders, additional DTUs are credited to the participant's outstanding DTU balance based on the 5-day volume weighted average price on the grant date. These additional Units vest on the same schedule as their corresponding DTUs.

The Board of Trustees are able to receive their annual retainer and meeting fees for the fiscal year in the form of DTUs. DTUs issued to trustees in lieu of their annual retainer and meeting fees will vest immediately. However, in no event shall the exercise of the trustees' DTUs issued in lieu of their annual retainer and meeting fees occur prior to the third anniversary of the grant date, except in the instance of termination of service.

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

11. Deferred Unit Incentive Plan (continued):

For the nine months ended September 30, 2017, 6,730 (2016 - 6,868) DTUs were granted to trustees for services rendered. These amounts are recognized in accounts payable and accrued liabilities and general and administrative expenses.

The following is a summary of DTUs granted under the DUIP:

	Nine months ended September 30, 2017	Nine months ended September 30, 2016
Balance, January 1	17,966	10,085
DTUs granted for services rendered	6,730	6,868
DTUs granted through distributions	983	716
Balance, September 30	25,679	17,669

The movement of the DUIP liability was as follows:

	Nine months ended September 30, 2017	Nine months ended September 30, 2016
Balance, January 1	$ 178	$ 87
DUIP liability adjustment	90	68
Balance, September 30	$ 268	$ 155

Total compensation expense recognized for the three months and nine months ended September 30, 2017 is $69 and $175 (2016 - $43 and $151), respectively. These amounts are recognized in accounts payable and accrued liabilities and general and administrative expenses.

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

12. Finance costs:

	Three months ended September 30, 2017	Three months ended September 30, 2016	Nine months ended September 30, 2017	Nine months ended September 30, 2016
Interest:				
Loan facility	$ 1,000	$ 837	$ 2,635	$ 2,503
Mortgages payable	3,405	2,640	10,108	7,970
Amortization of financing fees	300	171	965	475
Amortization of mark-to-market premium	(434)	(240)	(1,285)	(719)
Unrealized gain on derivative instrument - interest rate swap	(78)	(422)	(266)	(25)
Unrealized gain on derivative instrument - foreign currency exchange hedge	(422)	(471)	(1,192)	(2,084)
Capitalized interest	(354)	(211)	(1,133)	(407)
	3,417	2,304	9,832	7,713
Realized loss (gain) on foreign currency exchange hedge	(91)	346	79	971
	$ 3,326	$ 2,650	$ 9,911	$ 8,684

Interest is capitalized to a qualifying development project. The weighted average interest rate used was approximately 3.74%.

13. Derivative instruments:

The REIT has entered into interest rate swap agreements and a foreign currency forward lock contract agreement.

(a) The REIT entered into interest rate swap agreements relating to its loans payable, whereby the REIT has agreed to exchange, at specified intervals, the difference between the fixed and variable interest amounts calculated by reference to a notional amount of $60,000, maturing January 29, 2018, as outlined in note 9. The valuation of this interest rate swap contract was computed using Level 2 inputs, as outlined in note 20.

The REIT has entered into swap agreements to fix mortgages payable of U.S. $7,557 at 3.95%, U.S. $19,193 at 3.99%, U.S. $6,034 at 3.935% and U.S. $2,376 at 3.95% for terms maturing in 2018.

The REIT recognized an unrealized gain of $78 (2016 - unrealized gain of $422) for the three months ended September 30, 2017 and an unrealized gain of $266 (2016 - unrealized gain of $25) for the nine months ended September 30, 2017, which has been recorded as finance costs.

The fair value of interest rate swap investments outstanding as at September 30, 2017 is a liability of $50 (December 31, 2016 - $330).

(b) Under the terms of the foreign currency forward lock contract agreements, the REIT exchanges a fixed amount of U.S. dollars for Canadian dollars each month. The valuation of the foreign currency forward lock contract agreement was computed using Level 2 inputs, as outlined in note 20.

The total notional value of the forward contracts outstanding as at September 30, 2017 is U.S. $11,014 (December 31, 2016 - U.S. $12,587) and has a weighted average forward exchange rate of Cdn. $1.31 (December 31, 2016 - Cdn. $1.30) per United States dollar. The contracts have terms maturing to June 28, 2019.

The REIT recognized an unrealized gain of $422 (2016 - unrealized gain of $471) for the three months ended September 30, 2017 and an unrealized gain of $1,192 (2016 - unrealized gain of $2,084) for the nine months ended September 30, 2017, which has been recorded as finance costs.

13. Derivative instruments (continued):

The REIT recognized a gain on the settlement of foreign currency forward contracts of $92 (2016 - loss of $346) for the three months ended September 30, 2017 and a loss of $79 (2016 - loss of $971) for the nine months ended September 30, 2017, which has been recorded as finance costs.

The fair value of the foreign currency forward lock instruments as at September 30, 2017 is an asset of $668 (December 31, 2016 - liability of $524).

14. Income taxes:

The REIT has certain subsidiaries in Canada and the United States, which are subject to income taxes and, accordingly, has provided for current and deferred income taxes with respect to those subsidiaries. The deferred tax expense of $3,826 and $7,028 (2016 - $2,290 and $3,034) for the three and nine months ended September 30, 2017, respectively, is due to a difference in the fair market value of the properties in the United States and depreciation claimed for income tax purposes. The effective tax rate for the year differs from the expected statutory tax rate in the United States of 36% (2016 - 37%) as a significant portion of the condensed consolidated net income is earned directly by the REIT. The foreign exchange impact of the deferred tax liability of $1,965 (2016 - $1,129) for the nine months ended September 30, 2017 is recorded in other comprehensive income (loss).

During the three months and nine months ended September 30, 2017, $42 and $132 (2016 - $44 and $134), respectively, of withholding taxes with respect to distributions from the U.S. subsidiaries have been recorded in general and administrative expenses.

During the three and nine months ended September 30, 2017, $35 and $110 (2016 - $37 and $117), respectively, of U.S. state franchise taxes incurred by the U.S. subsidiaries has been recorded in property operating expenses.

During the three and nine months ended September 30, 2017, $5 and $42 (2016 - ($4) and ($12)), respectively, of U.S. state franchise recoveries (taxes) incurred by the U.S. subsidiaries has been recorded in general and administrative expenses.

14. Income taxes (continued):

During the three months and nine months ended September 30, 2017, ($2) and $86 (2016 - nil and nil), respectively, of U.S. alternative minimum recoveries (taxes) incurred by the U.S. subsidiaries has been recorded in general and administrative expenses.

15. Capital management:

The REIT's objectives when managing capital are to ensure sufficient liquidity to pursue its organic growth combined with strategic acquisitions, and to maintain a flexible capital structure that optimizes the cost of capital at acceptable risk and preserves the ability to meet financial obligations.

The capital structure of the REIT consists of cash, debt and unitholders' equity. In managing its capital structure, the REIT monitors performance throughout the period and makes adjustments to its capital based on its investment strategies and changes to economic conditions. In order to maintain or adjust its capital structure, the REIT may issue equity or new debt, issue new debt to replace existing debt (with different characteristics) or reduce the amount of existing debt.

Part of the REIT's objectives in securing mortgages for its properties and managing its long-term debt is to stagger the maturities in order to mitigate short-term volatilities in the debt markets. The REIT's Declaration of Trust stipulates that the REIT shall not incur indebtedness greater than 60% of gross book value or 65%, including convertible debentures.

The REIT is required under the terms of its credit facility to meet certain financial covenants, including:

(a) a Debt to Gross Book Value ratio of not more than 65%;

(b) a Debt Service Coverage Ratio of not less than 1.50; and

(c) a minimum equity of not less than the aggregate of: (i) $150,000; and (ii) 75% of net proceeds received in connection with any future equity offerings.

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

15. Capital management (continued):

In addition, the REIT is required under certain property mortgage terms to meet financial covenant ratios.

The REIT complied with all financial covenants as at September 30, 2017.

16. Segmented disclosure:

Identifiable non-current assets and revenue by geographic region are outlined below. Investment properties are attributable to countries based on the location of the properties.

(a) Non-current assets:

	September 30, 2017	December 31, 2016
Canada	$ 203,785	$ 213,491
United States	582,825	546,003
	$ 786,610	$ 759,494

(b) Revenue:

	Three months ended September 30,		Nine months ended September 30,	
	2017	2016	2017	2016
Canada	$ 8,050	$ 7,318	$ 21,863	$ 21,172
United States	18,220	14,447	53,286	44,263
	$ 26,270	$ 21,765	$ 75,149	$ 65,435

The REIT has one tenant in its portfolio that accounts for 9.98% of its total revenue. The tenant's current lease has an expiration date in 2023.

17. Subsidiaries:

The REIT is the ultimate Canadian parent entity.

The condensed consolidated interim financial statements include the accounts of the REIT and all its subsidiaries. The subsidiaries of the REIT are listed below:

- Agellan Commercial REIT Holdings Inc.;
- Agellan Commercial REIT U.S. Inc.;
- Agellan Commercial REIT G.P. Inc.;
- Agellan Commercial REIT U.S. L.P.;
- Agellan Warrenville G.P. Inc.;
- Agellan Warrenville L.P.;
- Norcross Springs LP;
- Norcross Springs GP LLC;
- 6100 McIntosh LP;
- 6100 McIntosh GP LLC;
- 6100 McIntosh Vacant LP;
- Continental Drive LP;
- ACR US GP LLC;
- 1820 Massaro Boulevard LP; and
- Chicago Industrial Properties 1 LP.

18. Transactions with related parties:

Related parties include ACPI and its principals, who are related due to their ownership of Units, as well as due to certain common ownership interests in ACPI and the REIT.

18. Transactions with related parties (continued):

Except as disclosed elsewhere in the condensed consolidated interim financial statements, the related party transactions include the following:

(a) The REIT engaged ACPI or its related parties to perform asset management services for a fee of 0.4% of the gross book value, as defined in the asset management agreement (the "External Management Agreement") between the REIT and ACPI. The costs of these services, aggregating $845 (2016 - $648) and $2,455 (2016 - $1,954) for the three and nine months ended September 30, 2017, respectively, were charged to general and administrative expenses. The REIT has also reimbursed ACPI for certain costs incurred for general and administrative as well as property-related expenses in the amount of $82 (2016 - $41) and $128 (2016 - $67) for the three months and nine months ended September 30, 2017, respectively.

(b) ACPI is also entitled to a Unit Price Performance Fee five years following the REIT's IPO or upon termination of the External Management Agreement, which shall be equal to the product of: (i) the Unit price on the date that is five years following the IPO based on the 20-day volume weighted average price of the Units on the stock exchange on which the Units are then listed, less $13.00; and (ii) $1.0 million. The Unit Price Performance Fee shall not be payable to ACPI in the event the REIT terminates ACPI for cause or ACPI terminates the External Management Agreement. The Unit Price Performance Fee, calculated using the Black-Scholes pricing model, was nil (2016 - nil) and nil (2016 - nil) for the three months and nine months ended September 30, 2017.

18. Transactions with related parties (continued):

(c) ACPI shall be paid an incentive fee equal to the product of: (i) 15% of any excess adjusted funds from operation ("AFFO") per Unit for the applicable fiscal year greater than 103% of the forecast AFFO per Unit as set forth in the IPO prospectus (the "Incentive Fee Target"), and (ii) the weighted average number of issued and outstanding Units over the applicable fiscal year. The incentive fee will be measured and paid in Units, calculated based on the volume weighted average closing price of Units on the stock exchange on which the Units are then listed for the 20 trading days immediately preceding June 30 of the applicable year. If payment of the incentive fee in Units creates a taxable event for ACPI, a portion of the incentive fee may be paid in cash upon approval of the trustees. The Incentive Fee Target will increase annually by 50% of the increase in the weighted average Canadian and United States consumer price indices (weighted based on the Gross Book Value of the REIT's properties located in each jurisdiction). An amount of $160 (2016 - $75) and $352 (2016 - $225) has been accrued for the three and nine months ended September 30, 2017.

During the nine months ended September 30, 2017, the REIT settled its 2016 incentive fee obligation through the issuance of units with a value of $509 and cash payment of $180.

(d) The REIT engaged ACPI or its related parties to perform property management services for fees, as defined in the property management agreements. The costs of these services, aggregating $173 (2016 - $138) and $481 (2016 - $300) for the three and nine months ended September 30, 2017, respectively, were charged to property operating expenses.

(e) Included in accounts payable and accrued liabilities is $273 (December 31, 2016 - $227), payable to ACPI for asset management fees, $352 (December 31, 2016 - $689) payable for incentive fees, and $25 (December 31, 2016 - $45) payable to ACPI or its related parties for property management fees.

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

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

18. Transactions with related parties (continued):

The compensation of trustees and key management personnel is set out in the following table:

	Three months ended September 30, 2017	Three months ended September 30, 2016	Nine months ended September 30, 2017	Nine months ended September 30, 2016
Trustee fees	$ 69	$ 43	$ 175	$ 151

19. Commitments and contingencies:

(a) The REIT has entered into a long-term lease agreement with a tenant dated November 19, 2014, whereby the REIT was obligated to construct a built-to-suit automobile dealership and office space on existing lands at the REIT's Consumers Road complex in Toronto, Ontario.

On July 28, 2017, the REIT received an occupancy permit from the City of Toronto for the automobile dealership at the REIT's Consumers Road complex in Toronto, Ontario. On the same day the tenant took possession of the dealership. The REIT is required to complete certain remaining development work in accordance with the lease agreement and terms of closing of the sale transaction (note 5).

As at September 30, 2017, the REIT has two outstanding letters of credit totalling $4,800 (December 31, 2016 - $4,800) relating to the site development.

19. Commitments and contingencies (continued):

(b) On September 18, 2017, the REIT entered into an agreement with ACPI to internalize the REIT's asset management function (the "Internalization"). Upon closing of the Internalization, a Canadian operating limited partnership of the REIT ("Management LP") will acquire all requisite assets of ACPI to internalize the REIT's asset management function, and all executives and other employees of ACPI are expected to become employees of the REIT or its subsidiaries. The aggregate consideration payable to ACPI on closing of the Internalization will be comprised of Class B limited partnership units of Management LP ("Class B LP Units"), and in addition contingent cash payments may be payable to ACPI based on certain performance hurdles. Such Class B LP Units will be exchangeable on a one-for-one basis for units of the REIT (note 21(b)).

(c) The REIT had no commitments for future minimum lease payments under non-cancellable operating leases.

(d) The REIT is involved in litigation and claims in relation to the investment properties that arise from time to time in the normal course of business. In the opinion of management, none of these, individually or in aggregate would result in the recognition of a liability that would have a significant adverse effect on the condensed consolidated interim statements of financial position of the REIT.

20. Fair value measurement:

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The REIT uses various methods in estimating the fair values of assets and liabilities that are measured at fair value on recurring or non-recurring basis in the condensed consolidated interim statements of financial position. The fair value hierarchy reflects the significance of inputs used in determining the fair values.

- Level 1 - fair value is based on unadjusted quoted prices in active markets for identical assets or liabilities;

20. Fair value measurement (continued):

- Level 2 - fair value is based on models using significant market observable inputs other than quoted prices for the assets or liabilities; and

- Level 3 - fair value is based on models using significant inputs that are not based on observable market data (unobservable inputs).

Determination of fair value and resulting hierarchy requires the use of observable market data whenever available. The classification of a financial instrument in the hierarchy is based upon the lowest level of input that is significant to the measurement of fair value.

The fair value of investment properties is outlined in note 4.

Derivative instruments valued using a valuation technique with market observable inputs (Level 2) include foreign currency exchange contracts and interest rate swaps. The most frequently applied valuation technique includes forward pricing models, using present value calculations. The models incorporate various inputs, including foreign exchange spot and forward rates and interest rate curves.

The fair value of the REIT's mortgages payable and loans payable are determined using present value calculations based on market-observable interest rates for mortgages and loans with similar terms and conditions (Level 2). The fair value of the REIT's mortgages payable at September 30, 2017 is $302,376 (December 31, 2016 - $311,888). The loans payable balance, bearing interest at variable interest rates, approximates its fair value.

The fair value of the DUIP liability is determined based on the unit price at each reporting period (Level 1). The fair value of the investment in limited partnership was determined by using the discounted cash flow method (Level 3).

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

20. Fair value measurement (continued):

The carrying values of the REIT's financial assets, which include accounts receivable, other assets and cash and cash equivalents, as well as, financial liabilities, which include accounts payable and accrued liabilities and tenant rental deposits and prepaid rent, approximate their recorded fair values due to their short-term nature.

The table below presents the REIT's assets and liabilities recognized at fair value as at September 30, 2017:

	Level 1	Level 2	Level 3	Total
Assets:				
Investment properties	$ –	$ –	$ 786,610	$ 786,610
Investment in limited partnership	–	–	833	833
Derivative instruments	–	668	–	668
	$ –	$ 668	$ 787,443	$ 788,111
Liabilities:				
Derivative instruments	$ –	$ 50	$ –	$ 50
DUIP liability	268	–	–	268
	$ 268	$ 50	$ –	$ 318

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

20. Fair value measurement (continued):

The table below presents the REIT's assets and liabilities recognized at fair value as at December 31, 2016:

	Level 1	Level 2	Level 3	Total
Assets:				
Investment properties	$ –	$ –	$ 759,494	$ 759,494
Liabilities:				
Derivative instruments	$ –	$ 854	$ –	$ 854
DUIP liability	178	–	–	178
	$ 178	$ 854	$ –	$ 1,032

21. Subsequent events:

(a) The REIT declared distributions of $0.06458 per unit on October 19, 2017 to unitholders of record as at October 31, 2017.

(b) On November 13, 2017, the REIT closed the Internalization of ACPI. On the same day, the REIT entered into a strategic settlement agreement with ELAD Canada Inc. and Sandpiper Group, and as part of the agreement, Sandpiper Group withdrew its previously announced Unitholder meeting requisition.