



**QUARTERLY REPORT**

**MANAGEMENT'S DISCUSSION AND ANALYSIS  
OF RESULTS OF  
OPERATIONS AND FINANCIAL CONDITION**

**CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS  
(UNAUDITED IN CANADIAN DOLLARS)**

**MARCH 31, 2025**

**DATED: MAY 7, 2025**

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**PRESIDENT’S MESSAGE**

Fellow Unitholders:

We entered 2025 with strong momentum, making meaningful progress in executing on our strategy to optimize, intensify, and consolidate our portfolio. In the first quarter, we successfully increased our ownership stake in Tacoma Plaza, a grocery and pharmacy-anchored open-air centre located in Halifax, from 50% to 100%, positioning us to fully capture the value creation opportunity at this asset.

We also advanced our grocery retail initiative by commencing the conversion of approximately 40,000 square feet of space, expected to contribute approximately \$1 million (approximately \$600 thousand at our share) in incremental NOI once delivered. In addition, we signed a lease and will soon begin construction on a new grocery store on excess land at one of our properties, projected to add another \$700,000 in incremental NOI upon completion, of which we own a 50% interest. We also continue to work towards a Q2 2026 delivery of the 96 thousand square foot Longo’s anchored development in Welland, ON, which we launched in Q4 2024.

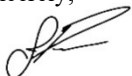
Operationally, we delivered strong same-property performance, with same-property NOI increasing 1.5% year-over-year, reflecting both solid leasing activity and, despite a tougher winter this year, disciplined expense management. Leasing fundamentals also remained robust, with blended leasing spreads of 15.4% on the average rate over the renewal term, demonstrating healthy tenant demand across our portfolio. Our occupancy rate remains at all time high levels at 97.6%, which further demonstrates demand for quality space within our portfolio.

These achievements highlight the strength of our three-pillar strategy – optimize, intensify and consolidate - and our focus on driving organic growth while enhancing the long-term value of our assets. As we move through the year, we remain committed to executing our plan, maintaining a strong balance sheet, and delivering sustainable returns for our unitholders.

I am also pleased to advise that we have now issued our 2024 ESG Report—our third annual report—marking another year of progress in advancing our environmental, social, and governance priorities. This year’s report highlights our continued commitment to sustainable growth, risk management, and long-term value creation. I am proud of the strides we have made, and these achievements are a direct result of the dedication, expertise, and hard work of our exceptional team. We remain committed to integrating ESG principles into our operations to drive performance and resilience over the long term.

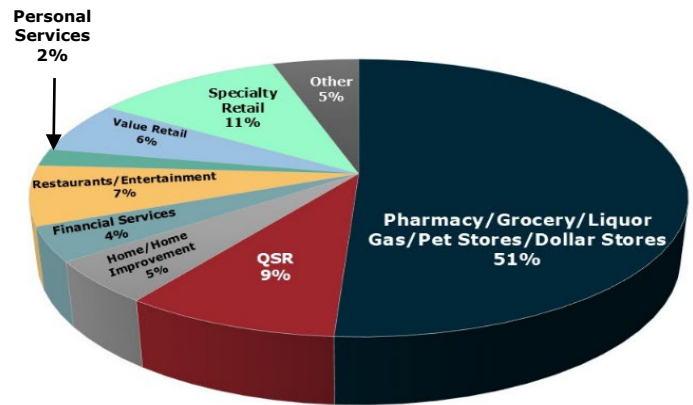
Thank you for your continued support.

Sincerely,

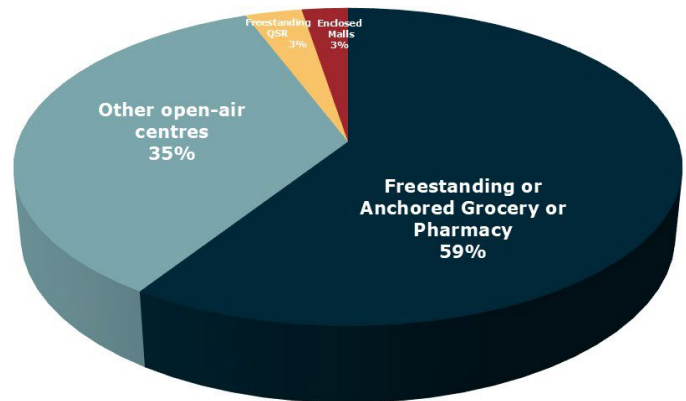


Jason Parravano  
President & CEO

**REVENUE BY RETAIL CATEGORY**  
(based on base rents)



**VALUE BY PROPERTY TYPE<sup>(1)</sup>**



(1) Excluding non-consolidated entities

## **PART I**

### **BASIS OF PRESENTATION**

Financial information contained in this Management's Discussion and Analysis ("MD&A") includes information up to May 7, 2025, and all information is current to that date, unless otherwise noted. The financial statements to which this MD&A relates were prepared in accordance with IFRS Accounting Standards, as issued by the International Accounting Standards Board ("IASB").

Unless the context indicates otherwise, references to "Plaza", the "Trust", "we", "us" and "our" in this MD&A refer to Plaza Retail REIT and its consolidated operations. This MD&A should be read in conjunction with the Trust's condensed interim consolidated financial statements and the notes thereto for the three months ended March 31, 2025, and 2024. Historical results, including trends which might appear, should not, however, be taken as indicative of future operations, performance or results. This MD&A should also be read in context of "Forward-Looking Statements" as provided below.

This MD&A has been reviewed and approved by management of the Trust and authorized for issuance by the Audit Committee on behalf of the board of trustees (the "Board").

All amounts in this MD&A are reported in thousands of Canadian dollars, except where otherwise noted.

### **NON-GAAP FINANCIAL MEASURES**

In addition to using financial measures determined in accordance with IFRS Accounting Standards, Plaza also measures performance using certain additional non-GAAP financial measures and reports on these measures in this MD&A so that investors may do the same, including: funds from operations ("FFO"); adjusted funds from operations ("AFFO"); adjusted earnings before interest, taxes, depreciation and amortization ("Adjusted EBITDA"); net debt; net property operating income ("NOI"); and same-asset net property operating income ("same-asset NOI"). These measures are widely used in the Canadian real estate industry and Plaza believes they provide useful information for both management and investors in measuring the financial performance and financial condition of the Trust. These financial measures do not have any standardized definitions prescribed by IFRS Accounting Standards and, therefore, may not be comparable to similar titled measures reported by other real estate investment trusts or entities. Please refer to Part VII of this MD&A under the heading "Explanation of Non-GAAP Measures" for definitions of these financial measures and where to find reconciliations thereof.

### **FORWARD-LOOKING STATEMENTS**

Certain information in this MD&A contains forward-looking statements that reflect Plaza's current estimates, beliefs and assumptions, which are based on management's perception of historic trends, current conditions and future expectations, as well as other factors it believes are appropriate in the circumstances. Forward-looking statements are subject to numerous known and unknown risks and uncertainties, including those described under the heading "Risks and Uncertainties" in Part V of this MD&A and under the heading "Risk Factors" in the Trust's Annual Information Form ("AIF") for the year ended December 31, 2024. This may cause the actual results, performance, and achievements of the Trust to differ materially from future results, performance or achievements expressed, implied, or projected by such forward-looking statements. Without limiting the foregoing, the words "believe", "expect", "continue", "anticipate", "could", "may", "intend", "will", "estimate", "outlook", "goal", "objective", "strive", "plan", "scheduled" and variations of such words and similar expressions suggesting future outcomes or events identify forward-looking statements, as they relate to the Trust and its management. Forward-looking statements (which involve significant risks and uncertainties and should not be read as guarantees of future performance or results) in this MD&A include, but are not limited to, statements about Plaza's objectives, plans, goals, as well as statements related to the Trust's future growth potential, prospects and opportunities, cash flows, distributions, development and redevelopment activities, leasing expectations, financing, and the availability of financing sources. Specific statements with respect to anticipated events and expectations can be found in various sections of this MD&A, including but not limited to, "Business Environment and Outlook" and "Development Pipeline and Acquisitions/Dispositions – Development Pipeline" in Part I; "Strategy" and "Environmental, Social and Governance" in Part II; and "Operating Liquidity and Working Capital" and "Capital Resources, Equity and Debt Activities" in Part III.

Factors that could cause actual results, performance or achievements to differ from those expressed or implied by forward-looking statements include, but are not limited to: changes in economic, retail, capital market, or debt market conditions, including recessions and changes in interest rates and the rate of inflation; changes to applicable duties, tariffs and trade laws; supply chain constraints; competitive real estate conditions; Plaza's ability to lease or re-lease space at current or anticipated rents; changes in

## Plaza Retail REIT

operating costs; the availability of development and redevelopment opportunities for growth; failure to realize anticipated benefits associated with development and redevelopment initiatives and the timelines and costs related to such initiatives; inability to make acquisitions and dispositions of properties in accordance with Plaza's strategy; demographic changes, including shifting consumer preferences, and changes in consumer behaviours which may result in a decrease in demand for physical space by retail tenants; tenant insolvencies or bankruptcies; and ability to adapt to environmental and social risks and, in the context of the Trust's environmental, social and governance disclosures, additional factors such as the availability, accessibility and sustainability of comprehensive and quality data, and the development of applicable national and international laws, policies and regulations. This is not an exhaustive list of the factors that may affect Plaza's forward-looking statements. Other risks and uncertainties not presently known to Plaza could also cause actual results or events to differ materially from those expressed in forward-looking statements. Management believes that the estimates, beliefs, and assumptions reflected in its forward-looking statements are reasonable, however, management can give no assurance that actual results, performance or achievements will be consistent with these forward-looking statements.

Forward-looking statements in this MD&A reflect Plaza's expectations only as of the date of this MD&A. Except as required by applicable law, Plaza does not undertake to update or revise any forward-looking statements, whether as a result of new information or circumstances, future events or otherwise.

### OVERVIEW OF THE BUSINESS

Headquartered in Fredericton, New Brunswick, Plaza is an unincorporated, open-ended real estate investment trust (a "REIT") established pursuant to a declaration of trust dated as of November 1, 2013, amended as of March 26, 2020 (collectively the "Declaration of Trust"). Plaza is the successor to Plazacorp Retail Properties Ltd. ("Plazacorp"), which began operations in February 1999. Plaza trades on the Toronto Stock Exchange ("TSX") under the symbol "PLZ.UN".

Plaza is a developer, owner and manager of retail real estate located primarily in Ontario, Quebec and Atlantic Canada. It has more than a twenty-five-year history of accretive acquisitions, redevelopments and developments which have added high-quality real estate to Plaza's portfolio and contributed to growth in net asset value ("NAV") and FFO per unit. Some of the key attributes of Plaza's business model are:

- Plaza conducts its business in a manner to maximize NAV and FFO growth per unit and, accordingly, unitholder value;
- Plaza's entrepreneurial abilities allow it to adapt to changing market conditions;
- Plaza has developed strong relationships with leading retailers;
- Plaza's business is driven by value-add opportunities to strategically acquire, develop, redevelop, optimize for its own account unenclosed retail real estate throughout Canada;
- Plaza strives to minimize the amount of short-term debt that it obtains, thereby locking in returns and minimizing financing risk;
- Plaza has a competitive advantage as an owner and developer in Atlantic Canada; and
- Plaza is fully internalized and able to develop, redevelop, lease, manage and finance retail properties in-house.

### Summary of Properties

The Trust's portfolio at March 31, 2025, includes interests in 211 properties totaling approximately 8.9 million square feet (which are predominantly occupied by national tenants), and additional lands held for development. These include properties indirectly held by Plaza through its subsidiaries and through joint arrangements.

	<b>Number of Properties March 31, 2025<sup>(1)</sup></b>	<b>Gross Leasable Area (sq. ft.) March 31, 2025<sup>(1) (2)</sup></b>	<b>Number of Properties December 31, 2024<sup>(1)</sup></b>	<b>Gross Leasable Area (sq. ft.) December 31, 2024<sup>(1) (2)</sup></b>
Alberta	2	34,238	2	34,238
Manitoba	1	17,018	1	17,018
Newfoundland and Labrador	11	830,282	11	830,145
New Brunswick	44	1,964,478	44	1,964,117
Nova Scotia	28	1,234,483	28	1,232,969
Ontario	47	1,853,328	48	1,782,664
Prince Edward Island	10	560,466	10	558,856
Quebec	68	2,376,847	68	2,376,835
<b>Total</b>	<b>211</b>	<b>8,871,140</b>	<b>212</b>	<b>8,796,842</b>

(1) Includes properties under development and non-consolidated investments.

(2) At 100%, regardless of the Trust's ownership interest in the properties.

**BUSINESS ENVIRONMENT AND OUTLOOK**

Plaza’s entrepreneurial culture and adaptability, combined with its strong fully-internalized platform, has allowed Plaza to take advantage of opportunities in the marketplace. Plaza has always been dedicated to growing the business and improving the quality of its portfolio through value-add developments and redevelopments, opportunistic acquisitions, and sales of non-core assets. Its properties are primarily leased to national retailers with a focus on the essential needs, value, and convenience market segments. These segments are generally more resilient and tend to withstand, and potentially outperform, broader economic conditions and provide stable cash flow.

Tariffs and an escalating and ever-changing trade war with the United States have added uncertainty and resurfaced concerns of a recession, yet tenant demand for new space remains strong, particularly from grocers and other essential needs, value, and convenience retailers. Plaza will continue to take a measured approach to new development and redevelopment, with a renewed focus on improving the existing portfolio, while striving to complete projects that are sustainable and profitable.

Reductions in the overnight rate have reduced interest costs for floating rate debt, but longer-term Government of Canada bond yields remain volatile. We believe our conservative debt management philosophy – pursuant to which we have maintained a well-balanced debt maturity ladder, locked-in rates for longer terms, generally used small individual debt issuances and limited our exposure to the unsecured debt market – will continue to benefit the Trust and, among other things, help mitigate the impact of the interest rate increases. Please see the discussion under “Risks and Uncertainties” in Part V for additional details.

**DEVELOPMENT PIPELINE AND ACQUISITIONS/DISPOSITIONS**

**Development Pipeline**

Development, redevelopment and optimization are important components of Plaza’s business model, providing the Trust with an opportunity to add high quality real estate, or increase the quality of its existing portfolio, at a reasonable cost. Plaza currently owns an interest in each of the following projects in planning, development or under construction which, upon completion, are expected to be accretive to Plaza’s earnings, create value and drive NAV growth:

<b>Properties under development/redevelopment</b>	<b>Square Footage<sup>(1)</sup></b>	<b>Ownership</b>	<b>Occupied or Committed at March 31, 2025<sup>(4)</sup></b>	<b>Anticipated Completion Date</b>
<b>In Planning/In Development:</b>				
<b>Open-Air Centre:</b>				
The Shoppes at Galway, St. John’s, NL - Phase A <sup>(2)(3)</sup>	113,000	50%	n/a	2-3 years
The Shoppes at Galway, St. John’s, NL - Phase B <sup>(2)(3)</sup>	30,000	50%	n/a	1-2 years
The Shoppes at Galway, St. John’s, NL - Phase C-E <sup>(2)(3)</sup>	86,000	50%	n/a	2-3 years
Lansdowne Plaza, Saint John, NB – Phase II <sup>(3)</sup>	2,000	100%	n/a	1-2 years
Les Immeubles SBT Drummondville, QC – Phase II.2 <sup>(3)</sup>	10,000	50%	n/a	2026
Dieppe Boulevard Plaza, Dieppe, NB – Phase II <sup>(3)</sup>	15,700	100%	19%	1-2 years
<b>Expansion:</b>				
Petitcodiac Plaza, Dieppe (Moncton), NB - Phase II.2 <sup>(3)</sup>	16,800	100%	n/a	1-2 years
Quispamsis Town Centre, Quispamsis, NB <sup>(3)</sup>	2,500	50%	n/a	1-2 years
Millidge Avenue PJC, Saint John, NB <sup>(3)</sup>	4,000	100%	n/a	1-2 years
1000 Islands Plaza, Brockville, ON <sup>(3)</sup>	28,000	50%	100%	Q4 2025
L’Axe, Chicoutimi, QC <sup>(3)</sup>	2,500	37.5%	n/a	2026
Granite Drive, New Minas, NS <sup>(3)</sup>	4,000	100%	36%	2026
<b>Under Construction:</b>				
<b>Open-Air Centre:</b>				
Niagara Street Plaza, Welland, ON	96,210	50%	44%	Q2 2026
<b>Total</b>	<b>410,710</b>			

(1) Approximate square footage upon completion or to be added on expansion.

(2) This is owned in a limited partnership that is part of the Trust’s non-consolidated trusts and partnerships.

(3) This is an existing property being developed, redeveloped or expanded. Of the total development gross leasable area (also referred to as “GLA”) above, 79,992 square feet are included in the Trust’s GLA at March 31, 2025

(4) Occupied or committed based on redeveloped square footage.

## Plaza Retail REIT

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In addition to the properties under development or redevelopment noted above, at March 31, 2025, there is excess density at existing properties which would represent approximately 101 thousand additional square feet of gross leasable area, at Plaza's ownership percentage. There is also one land assembly under purchase agreement at March 31, 2025, and subject to due diligence and/or other conditions. If completed, this land purchase will represent an additional 96 thousand square feet of retail space, at Plaza's ownership percentage.

The total estimated costs for the developments and redevelopments (noted in the chart on the previous page) are between \$70 million and \$75 million, of which approximately \$33.6 million has already been spent (all figures represent Plaza's ownership percentage). The unspent amount has not been fully or specifically budgeted or committed at this time. For the projects under construction, the remaining costs to complete are approximately \$5 million. The majority of unspent amounts for Plaza's development projects are funded by Plaza's existing development facilities or construction loans.

### Acquisitions/Dispositions

During the three months ended March 31, 2025, the Trust acquired the remaining 50% interest in two properties located in Halifax, NS for \$10.7 million from its previous co-owner; the Trust now owns a 100% interest in the properties. Net of assumption of debt, total cash consideration paid was \$5.6 million.

During the three months ended March 31, 2025, the Trust disposed of the following:

<b>Properties Disposed (000s)</b>	<b>% Disposed</b>	<b>Gross Proceeds Year Ended March 31, 2025</b>
Quick Service Restaurants and other non-core assets	100%	\$ 316
Land in Barrie, ON		3,051
Total disposals		3,367
Less: assets previously held for sale		-
Disposals excluding assets previously held for sale		\$ 3,367

SUMMARY OF SELECTED YEAR TO DATE INFORMATION

<b>(000s, except as otherwise noted, unaudited)</b>	<b>3 Months Ended March 31, 2025</b>	<b>3 Months Ended March 31, 2024</b>	<b>3 Months Ended March 31, 2023</b>	
<b>Financial Amounts</b>				
Revenues	\$ 31,137	\$ 29,571	\$ 28,345	
NOI <sup>(1)</sup>	\$ 18,344	\$ 18,052	\$ 16,815	
Same-asset NOI <sup>(1)</sup>	\$ 18,369	\$ 18,090	N/A <sup>(3)</sup>	
FFO <sup>(1)</sup>	\$ 9,763	\$ 9,916	\$ 9,377	
AFFO <sup>(1)</sup>	\$ 8,289	\$ 7,309	\$ 8,129	
Adjusted EBITDA <sup>(1)</sup>	\$ 17,598	\$ 17,275	\$ 16,966	
Profit and total comprehensive income	\$ 9,319	\$ 9,456	\$ 7,751	
Total assets	\$ 1,253,557	\$ 1,269,496	\$ 1,254,338	
Total non-current liabilities <sup>(8)</sup>	\$ 514,468	\$ 499,089	\$ 547,606	
Total mortgages, mortgage bonds, notes payable, face value of convertible debentures, non-convertible debentures, bank credit facilities, and right-use land lease liabilities	\$ 664,808	\$ 676,084	\$ 652,741	
Weighted average units outstanding <sup>(2)</sup>	111,575	111,521	103,274	
Normal course issuer bid – units repurchased	-	5	4	
<b>Amounts on a Per Unit Basis</b>				
FFO <sup>(1)</sup>	\$ 0.088	\$ 0.089	\$ 0.091	
AFFO <sup>(1)</sup>	\$ 0.074	\$ 0.066	\$ 0.079	
Distributions	\$ 0.070	\$ 0.070	\$ 0.070	
<b>Financial Ratios</b>				
Weighted average interest rate – fixed rate mortgages	4.28%	4.11%	4.04%	
Debt to gross assets (excluding right-of-use land leases) <sup>(1)</sup>	50.5%	50.9%	49.4%	
Debt to gross assets (including right-of-use land leases) <sup>(1)</sup>	53.1%	53.4%	52.0%	
Net debt to Adjusted EBITDA (excluding right-of-use land leases) <sup>(1)</sup>	8.3	8.6	8.3	
Net debt to Adjusted EBITDA (including right-of-use land leases) <sup>(1)</sup>	9.2	9.5	9.2	
Interest coverage ratio <sup>(1)</sup>	2.28x	2.37x	2.29x	
Debt coverage ratio <sup>(1)</sup>	1.58x	1.65x	1.60x	
Distributions as a % of FFO <sup>(1)(4)</sup>	80.0%	78.7%	79.0%	
Distributions as a % of AFFO <sup>(1)(4)</sup>	94.2%	106.8%	91.1%	
<b>Leasing Information</b>				
Square footage leased during the period (total portfolio)	283,829	307,684	230,869	
Same-asset committed occupancy <sup>(5)</sup>	97.1%	96.6%	97.5%	
Committed occupancy – including non-consolidated investments <sup>(6)</sup>	97.6%	97.1%	97.6%	
<b>Mix of Tenancy Based on Base Rents<sup>(5)</sup></b>				
National	90.7%	91.0%	90.4%	
Regional	3.5%	3.2%	3.6%	
Local	3.8%	3.9%	4.0%	
Non retail	2.0%	1.9%	2.0%	
<b>Other</b>				
Average term to maturity - mortgages	4.8 Years	4.6 Years	5.2 Years	
Average term to maturity - leases <sup>(5)</sup>	5.7 Years	5.9 Years	5.7 Years	
Overall capitalization rate <sup>(7)</sup>	6.84%	6.84%	6.75%	
<b>Property Type Breakdown</b>				
	<b>Number of Properties March 31, 2025</b>	<b>Square Footage (000s)</b>	<b>Number of Properties December 31, 2024</b>	<b>Square Footage (000s)</b>
Open-Air Centres	113	6,917	114	6,843
Enclosed Malls	3	723	3	723
Single Use – Quick Service Restaurant	31	56	31	56
Single Use – Retail	64	1,175	64	1,175
Total	211	8,871	212	8,797

(1) This is a non-GAAP financial measure. Refer to the “Non-GAAP Financial Measures” in Part I and “Explanation of Non-GAAP Financial Measures” in Part VII of this MD&A for more information.

(2) Includes Class B exchangeable limited partnership (“LP”) units.

(3) Not applicable as the same-asset calculation relates to assets owned since January 1, 2024.

(4) Includes distributions on Class B exchangeable LP units.

(5) Excludes properties under development and non-consolidated trusts and partnerships.

(6) Excludes properties under development.

(7) Excludes non-consolidated trusts and partnerships.

(8) Adjusted for IAS 1 amendments adopted January 1, 2024.

## **PART II**

### **STRATEGY**

Plaza's principal goal is to deliver long-term growth in per-unit NAV and FFO from a diversified portfolio of sustainable retail properties, with a focus on essential needs, convenience, and value retail.

The Trust strives to:

- acquire, develop, intensify or redevelop properties that meet or exceed the Trust's targeted return on investment;
- maintain high occupancy rates on existing properties while sourcing tenants for properties under development or redevelopment, as well as for future acquisitions;
- maintain access to cost effective sources of debt and equity capital to finance acquisitions, intensifications, redevelopments and new developments;
- diligently manage its properties to ensure tenants are able to focus on their businesses; and
- pursue the strategy of the Trust in a sustainable manner.

The Trust invests in the following property types:

- new properties developed on behalf of retailer clients or in response to demand;
- well located properties where Plaza can add value through efficiencies, density/development or redevelopment; and
- existing properties that will provide stable recurring cash flows with opportunity for growth.

Management intends to achieve Plaza's goals by:

- redeveloping or intensifying existing properties, or recovering previously underutilized space in our existing properties, to increase future cash flows and improve the quality of the portfolio;
- increasing our ownership interests in our existing properties where we currently own less than 100%;
- acquiring or developing high quality properties with the potential for increases in future cash flows;
- focusing on property leasing and operations to enhance occupancy rates, stabilize cash flows and deliver superior services to tenants;
- increasing rental rates to market as conditions permit;
- achieving appropriate pre-leasing prior to committing to new developments or redevelopments;
- managing properties to maintain high occupancies and staggering lease maturities appropriately;
- managing debt to maintain both a low cost of debt and a staggered debt maturity profile;
- matching, as closely as practical, the weighted average term to maturity of mortgages to the weighted average lease term remaining;
- retaining sufficient capital and liquidity to fund capital expenditures required to maintain the properties, and take advantage of opportunities that may arise;
- raising capital when required in the most cost-effective manner;
- reviewing the portfolio to determine if opportunities exist to re-deploy equity from slow growth or non-core properties into higher growth opportunities;
- properly integrating newly acquired properties;
- creating and maintaining operational efficiencies; and
- using internal expertise to ensure that maximum value is surfaced from all properties.

### **ENVIRONMENTAL, SOCIAL AND GOVERNANCE**

Plaza is committed to responsible and transparent environmental, social, and governance (ESG) practices and we strive to embed ESG considerations into our operations and day-to-day business activities. We believe this integrated approach provides a strong foundation for long-term value creation, organizational resilience, and shared success among all our stakeholders.

As part of our commitment to transparency and ongoing stakeholder communication, Plaza publishes an annual ESG report. The 2024 ESG report, now available on Plaza's website at [www.plaza.ca](http://www.plaza.ca), highlights Plaza's approach to ESG, key initiatives and activities undertaken during the year, progress made toward our ESG objectives, and areas Plaza will continue to focus on going forward.

Further information regarding Plaza's governance practices can also be found in the Trust's Management Information Circular (the "information Circular") for the upcoming annual meeting of unitholders, scheduled for May 28, 2025. The Information Circular is available on our website at [www.plaza.ca](http://www.plaza.ca) and on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

### KEY PERFORMANCE DRIVERS AND INDICATORS

There are numerous performance drivers, many beyond management's control, which affect Plaza's ability to achieve its above-stated goals. These key drivers can be divided into internal and external factors as detailed below.

Management believes that the key internal performance drivers are:

- occupancy rates;
- rental rates;
- tenant service; and
- maintaining competitive operating costs.

Management believes that the key external performance drivers are:

- the availability and cost of new properties for acquisition and development;
- the availability and cost of equity and debt capital; and
- tenant demand and a stable retail market.

The key performance indicators by which management measures Plaza's performance are as follows:

- FFO;
- AFFO;
- debt service ratios;
- debt to gross assets;
- net debt to adjusted EBITDA;
- same-asset NOI;
- weighted average effective cost of debt;
- distributions as a percentage of FFO and AFFO; and
- occupancy levels.

Management believes that its key performance indicators allow it to track progress towards the achievement of Plaza's primary goal of providing long-term growth in per-unit NAV and FFO. The key performance indicators discussed throughout this MD&A are summarized in the table below, for the three months ended March 31, 2025, compared to the three months ended March 31, 2024.

## Plaza Retail REIT

<b>FFO<sup>(1)</sup></b>	<b>(000s)</b>	<b>YTD Q1 2025</b>	<b>YTD Q1 2024</b>	<b>% Change</b>	
	FFO	\$ 9,763	\$ 9,916	(1.5%)	
	FFO per unit	\$ 0.088	\$ 0.089	(1.1%)	
	Distributions as a % of FFO	80.0%	78.7%	1.7%	
	➤ The decrease in FFO over the same period in the prior year was mainly due to reorganization costs incurred during the quarter, higher finance costs, offset by higher NOI from same-asset, acquisitions, developments, and properties transferred to income producing. FFO in the current year was impacted by the sale of properties in 2024 where the capital generated has not yet been fully deployed.				
<b>AFFO<sup>(1)</sup></b>	<b>(000s)</b>	<b>YTD Q1 2025</b>	<b>YTD Q1 2024</b>	<b>% Change</b>	
	AFFO	\$ 8,289	\$ 7,309	13.4%	
	AFFO per unit	\$ 0.074	\$ 0.066	12.1%	
	Distributions as a % of AFFO	94.2%	106.8%	(11.8%)	
	➤ The principal factors affecting AFFO are consistent with those impacting FFO, as well as lower leasing costs and maintenance capital expenditures over the same period in the prior year.				
<b>Debt Service Ratios<sup>(1)</sup></b>		<b>YTD Q1 2025</b>	<b>YTD Q1 2024</b>	<b>% Change</b>	
	Interest coverage ratio	2.28x	2.37x	(3.8%)	
	Debt coverage ratio	1.58x	1.65x	(4.2%)	
	➤ The interest and debt coverage ratio were mainly impacted by higher EBITDA offset by higher finance costs due to the impact from higher mortgage interest and lower capitalization of interest due to fewer development projects. Debt coverage and interest coverage ratios exceed the requirements under borrowing arrangements.				
<b>Debt to Gross Assets<sup>(1)</sup></b>		<b>Q1 2025</b>	<b>Q1 2024</b>	<b>% Change</b>	
	Debt to gross assets (excluding right-of-use land leases)	50.5%	50.9%	(0.8%)	
	Debt to gross assets (including right-of-use land leases)	53.1%	53.4%	(0.6%)	
	➤ The decrease in debt to gross assets over the same period in the prior year relates mainly to a reduction in the operating line balance since last year.				
<b>Net debt to Adjusted EBITDA<sup>(1)</sup></b>		<b>Q1 2025</b>	<b>Q1 2024</b>	<b>% Change</b>	
	Net debt to adjusted EBITDA (excluding right-of-use land leases)	8.3	8.6	(3.5%)	
	Net debt to adjusted EBITDA (including right-of-use land leases)	9.2	9.5	(3.2%)	
	➤ The decrease in net debt to adjusted EBITDA relates mainly to a reduction in the operating line since last year, as well as higher adjusted EBITDA.				
<b>Same-Asset NOI<sup>(1)</sup></b>	<b>(000s)</b>	<b>YTD Q1 2025</b>	<b>YTD Q1 2024</b>	<b>% Change</b>	
	Same-asset NOI	\$ 18,369	\$ 18,090	1.5%	
	➤ The increase in same-asset NOI over the same period in the prior year is due to an increase in rental revenue due to lease-up and rent escalations, partially offset by an increase in operating expenses.				
<b>Weighted Average Interest Rate – Fixed Rate Mortgages</b>		<b>Q1 2025</b>	<b>Q1 2024</b>	<b>% Change</b>	
	Weighted average interest rate – fixed rate mortgages	4.28%	4.11%	4.1%	
	➤ The increase in the weighted-average interest rate is the result of refinancing maturing mortgages at current rates.				
<b>Occupancy Levels</b>		<b>Q1 2025</b>	<b>Q1 2024</b>	<b>% Change</b>	
	Same-asset committed occupancy <sup>(2)</sup>	97.1%	96.6%	0.5%	
	Committed occupancy – including non-consolidated investments <sup>(3)</sup>	97.6%	97.1%	0.5%	

(1) This is a non-GAAP financial measure. Refer to “Non-GAAP Financial Measures” in Part I and “Explanation of Non-GAAP Financial Measures” in Part VII of this MD&A for more information.

(2) Excludes properties under development and non-consolidated investments.

(3) Excludes properties under development

## Plaza Retail REIT

### PROPERTY AND CORPORATE FINANCIAL PERFORMANCE 2025 AND 2024

#### Funds from Operations (FFO) and Adjusted Funds from Operations (AFFO)

Plaza's summary of FFO and AFFO for the three months ended March 31, 2025, compared to the three months ended March 31, 2024 is presented below:

(000s – except per unit amounts and percentage data, unaudited)	3 Months Ended March 31, 2025	3 Months Ended March 31, 2024	Change over Prior Period
<b>Profit and total comprehensive income for the period attributable to unitholders</b>	<b>\$ 9,301</b>	<b>\$ 9,404</b>	
Incremental leasing costs included in administrative expenses <sup>(7)</sup>	280	326	
Amortization of debenture issuance costs <sup>(8)</sup>	(18)	(18)	
Distributions on Class B exchangeable LP units included in finance costs – operations	81	81	
Deferred income taxes	(66)	100	
Right-of-use land lease principal repayments	(217)	(203)	
Fair value adjustment to restricted and deferred units	139	(30)	
Fair value adjustment to investment properties	(2,136)	1,312	
Fair value adjustment to investments <sup>(9)</sup>	786	(197)	
Fair value adjustment to Class B exchangeable LP units	266	(69)	
Fair value adjustment to convertible debentures	169	(75)	
Fair value adjustment to interest rate swaps	856	(974)	
Fair value adjustment to right-of-use land lease assets	217	203	
Equity accounting adjustment <sup>(10)</sup>	139	56	
Non-controlling interest adjustment <sup>(6)</sup>	(34)	-	
<b>FFO<sup>(1)</sup></b>	<b>\$ 9,763</b>	<b>\$ 9,916</b>	<b>\$ (153)</b>
<i>FFO change over prior period - %</i>			<i>(1.5%)</i>
<b>FFO<sup>(1)</sup></b>	<b>\$ 9,763</b>	<b>\$ 9,916</b>	
Non-cash revenue – straight-line rent <sup>(5)</sup>	(94)	(43)	
Leasing costs – existing properties <sup>(2) (5) (11)</sup>	(1,266)	(1,623)	
Maintenance capital expenditures – existing properties <sup>(12)</sup>	(167)	(946)	
Non-controlling interest adjustment <sup>(6)</sup>	53	5	
<b>AFFO<sup>(1)</sup></b>	<b>\$ 8,289</b>	<b>\$ 7,309</b>	<b>\$ 980</b>
<i>AFFO change over prior period - %</i>			<i>13.4%</i>
Weighted average units outstanding – basic <sup>(1)(3)</sup>	111,575	111,521	
<b>FFO per unit – basic<sup>(1)</sup></b>	<b>\$ 0.088</b>	<b>\$ 0.089</b>	<b>(1.1%)</b>
<b>AFFO per unit – basic<sup>(1)</sup></b>	<b>\$ 0.074</b>	<b>\$ 0.066</b>	<b>12.1%</b>
Gross distribution to unitholders <sup>(1)(4)</sup>	\$ 7,809	\$ 7,805	
<b>FFO payout ratio – basic<sup>(1)</sup></b>	<b>80.0%</b>	<b>78.7%</b>	
<b>AFFO payout ratio – basic<sup>(1)</sup></b>	<b>94.2%</b>	<b>106.8%</b>	
<b>FFO<sup>(1)</sup></b>	<b>\$ 9,763</b>	<b>\$ 9,916</b>	
Interest on dilutive convertible debentures	176	178	
<b>FFO – diluted<sup>(1)</sup></b>	<b>\$ 9,939</b>	<b>\$ 10,094</b>	<b>\$ (155)</b>
Diluted weighted average units outstanding <sup>(1)(3)</sup>	114,105	114,052	
<b>AFFO<sup>(1)</sup></b>	<b>\$ 8,289</b>	<b>\$ 7,309</b>	
Interest on dilutive convertible debentures	176	-	
<b>AFFO – diluted<sup>(1)</sup></b>	<b>\$ 8,465</b>	<b>\$ 7,309</b>	<b>\$ 1,156</b>
Diluted weighted average units outstanding <sup>(1)(3)</sup>	114,105	111,521	
<b>FFO per unit – diluted<sup>(1)</sup></b>	<b>\$ 0.087</b>	<b>\$ 0.089</b>	<b>(2.2%)</b>
<b>AFFO per unit – diluted<sup>(1)</sup></b>	<b>\$ 0.074</b>	<b>\$ 0.066</b>	<b>12.1%</b>

(1) This is a non-GAAP financial measure. Refer to “Non-GAAP Financial Measures” in Part I and “Explanation of Non-GAAP Financial Measures” in Part VII of this MD&A for more information.

(2) Based on actuals.

(3) Includes Class B exchangeable LP units.

(4) Includes distributions on Class B exchangeable LP units.

(5) Includes proportionate share of revenue and expenditures at equity-accounted investments.

- (6) The non-controlling interest (“NCI”) adjustment includes adjustments required to translate the profit and total comprehensive income attributable to NCI of \$18 thousand for the three months ending March 31, 2025 (March 31, 2024 –\$52 thousand) to FFO and AFFO for the NCI.
- (7) Incremental leasing costs included in administrative expenses include leasing costs of salaried leasing staff directly attributed to signed leases that would otherwise be capitalized if incurred from external sources. These costs are excluded from FFO in accordance with REALPAC’s definition of FFO.
- (8) Amortization of debenture issuance costs is deducted on a straight-line basis over the remaining term of the related convertible debentures, in accordance with REALPAC.
- (9) Fair value adjustment to investments relate to the unrealized change in fair value of equity accounted entities which are excluded from FFO in accordance with REALPAC’s definition of FFO.
- (10) Equity accounting adjustment for interest rate swaps includes the change in non-cash fair value adjustments relating to interest rate swaps held by equity accounted entities, which are excluded from FFO in accordance with REALPAC’s definition of FFO.
- (11) Leasing costs – existing properties include internal and external leasing costs except to the extent that leasing costs relate to development projects, in accordance with REALPAC’s definition of AFFO. See the Gross Capital Additions Including Leasing Fees note on page 26 of this MD&A.
- (12) Maintenance capital expenditures – existing properties include expenditures related to sustaining and maintaining existing space, in accordance with REALPAC’s definition of AFFO. See the Gross Capital Additions Including Leasing Fees note on page 26 of this MD&A.

Basic FFO for the three months ended March 31, 2025, decreased by \$153 thousand over the prior year or 1.5% on a dollar basis and 1.1% on a per unit basis.

Items impacting FFO for the quarter were:

- (i) an increase in NOI of \$805 thousand from acquisitions, developments and properties transferred to income producing properties (“IPP”) in 2024 and 2025;
- (ii) an increase in same-asset NOI of \$279 thousand mainly due to rent escalations and renewals, partially offset by higher operating expenses, particularly snow removal, in the current period;
- (iii) a decrease in NOI of \$434 thousand from properties sold, and the capital generated from those sales has not yet been fully deployed;
- (iv) reorganization costs of \$125 thousand which increased administrative expenses; and
- (v) an increase in finance costs - operations of \$433 thousand, mainly due to higher mortgage interest along with lower capitalized interest due to the timing of development projects, offset by lower operating line interest due to lower variable interest rates and lower utilization.

For the three months ended March 31, 2025, AFFO increased by \$980 thousand over the prior year or 13.4% on a dollar basis and 12.1% on a per unit basis. The AFFO and AFFO per unit were impacted by the changes in FFO and FFO per unit described above, as well as lower leasing costs and maintenance capital expenditures in the current period.

Excluding the impact of the reorganization costs incurred in the current quarter, FFO and FFO per unit would have been 0.3% lower. AFFO and AFFO per unit adjusted for this same item would have been 15.1% higher.

### **Profit and Total Comprehensive Income for the Period**

The Trust recorded profit for the three months ended March 31, 2025, of \$9.3 million compared to a profit of \$9.5 million for the same period in the prior year.

Profit was impacted by the same factors mentioned in the discussion of FFO above, as well as:

- (i) a decrease in the share of profit of associates of \$918 thousand over the prior year, mainly relating to the non-cash fair value adjustment of the underlying properties in the current year;
- (ii) the change in fair value of investment properties, with a \$2.1 million increase recorded in the current quarter compared to a \$1.3 million decrease recorded in the same quarter in the prior year. The fair value change year over year was mainly due to a decrease in capitalization rates; and
- (iii) changes in non-cash fair value adjustments relating to interest rate swaps, the Class B exchangeable LP units, and convertible debentures.

## Plaza Retail REIT

### Same-Asset Net Property Operating Income (Same-Asset NOI)

Same-asset categorization refers to those properties which were owned and operated by Plaza for the three months ended March 31, 2025 and March 31, 2024, and excludes non-consolidated investments and partial year results from certain assets due to timing of acquisition, development, redevelopment, or disposition.

Significant portions of the Trust's leases have common cost recoveries from tenants linked to the consumer price index ("CPI"). At for the three months ended March 31, 2025, approximately 49.9% of the Trust's leased area is tied to a CPI cost recovery formula. As well, certain anchor tenant leases may restrict recovery of common costs. As a result, certain seasonal costs such as asphalt repairs, snow removal and other operating costs may not be completely offset by cost recoveries in a particular period, or recovery revenues may exceed costs. Municipal taxes are generally net and fully recoverable from all tenants. Most tenants in open-air centres and single use properties are responsible for their own utilities, and changes to these costs do not materially impact NOI.

<b>(000s)</b>	<b>3 Months Ended March 31, 2025 (unaudited)</b>	<b>3 Months Ended March 31, 2024 (unaudited)</b>
Same-asset rental revenue <sup>(1)</sup>	\$ 29,260	\$ 28,138
Same-asset operating expenses <sup>(1)</sup>	(4,511)	(4,326)
Same-asset realty tax expense <sup>(1)</sup>	(6,380)	(5,722)
<b>Same-asset NOI<sup>(1)</sup></b>	<b>\$ 18,369</b>	<b>\$ 18,090</b>
<b>Percentage increase over prior period</b>		<b>1.5%</b>

(1) This is a non-GAAP financial measure. Refer to "Non-GAAP Financial Measures" in Part I and "Explanation of Non-GAAP Financial Measures" in Part VII of this MD&A for more information.

Same-asset NOI for the three months ended March 31, 2025, increased 1.5% compared to the same period in the prior year. The increase is due to an increase in revenue from leasing and rent escalations over the same period in the prior year, partially offset by increased operating expenses, particularly snow removal given heavier snowfall compared to the prior year.

The following table shows a breakdown of same-asset NOI by province.

<b>(000s except percentage data)</b>	<b>3 Months Ended March 31, 2025 (unaudited)</b>	<b>3 Months Ended March 31, 2024 (unaudited)</b>
New Brunswick	4,527	\$ 4,409
Nova Scotia	3,546	3,420
Quebec	3,531	3,513
Alberta	159	164
Manitoba	95	95
Ontario	3,413	3,452
Newfoundland and Labrador	1,120	1,128
Prince Edward Island	1,978	1,909
<b>Same-asset NOI<sup>(1)</sup></b>	<b>\$ 18,369</b>	<b>\$ 18,090</b>
<b>Percentage increase over prior period</b>		<b>1.5%</b>

(1) This is a non-GAAP financial measure. Refer to "Non-GAAP Financial Measures" in Part I and "Explanation of Non-GAAP Financial Measures" in Part VII of this MD&A for more information.

## Plaza Retail REIT

### Net Property Operating Income (NOI)

The following table shows the breakdown of total NOI and relevant variances from the prior year.

(000s)	3 Months Ended March 31, 2025 (unaudited)	3 Months Ended March 31, 2024 (unaudited)
Same-asset NOI <sup>(1)</sup>	\$ 18,369	\$ 18,090
Acquisitions, developments and redevelopments transferred to income producing in 2024 & 2025 (\$3.6 million annual stabilized NOI)	1,044	239
NOI from properties currently under development and redevelopment (\$435 thousand annual stabilized NOI)	-	56
Straight-line rent	94	43
Administrative expenses charged to NOI	(1,096)	(960)
Lease termination revenue	4	30
Properties disposed	1	435
Other	(72)	119
<b>Total NOI<sup>(1)</sup></b>	<b>\$ 18,344</b>	<b>\$ 18,052</b>
<b>Percentage increase over prior period</b>		<b>1.6%</b>

- (1) This is a non-GAAP financial measure. Refer to “Non-GAAP Financial Measures” in Part I and “Explanation of Non-GAAP Financial Measures” in Part VII of this MD&A for more information.

### Share of Profit of Associates

Share of profit of associates consists of income from equity accounted investments, fair value changes in the underlying investment properties included within equity-accounted investments and other changes to the equity position of the equity-accounted investments that would impact the residual returns on wind-up (such as debt financing incurred). The share of profits which the equity-accounted investments noted below are entitled to are distributed first as a preferred return on invested capital with the remaining distributed as a residual return, as outlined below. If there is no preferred and residual return structure noted, the share of profits is distributed pro-rata in accordance with ownership position. The following schedule shows Plaza’s ownership position, rates of preferred returns on investment and Plaza’s residual return beyond the preferred returns.

	Ownership Position	Preferred Return	Residual Return
<b>Equity Accounted Investments<sup>(1)</sup></b>			
Centennial Plaza Limited Partnership	10%	10%	20%
Trois Rivières Limited Partnership	15%	10%	30%
Plazacorp Ontario1 Limited Partnership	25%	8%	25%
Plazacorp Ontario2 Limited Partnership	50%	-	-
Plazacorp Ontario3 Limited Partnership	50%	-	-
Plazacorp Ontario4 Limited Partnership	50%	-	-
RBEG Limited Partnership	50%	-	-
CPRDL Limited Partnership	50%	-	-
Fundy Retail Ltd.	50%	-	-
VGH Limited Partnership	20%	8%	27.5%
Ste. Hyacinthe Limited Partnership	25%	6%	pro-rata
144 Denison East Limited Partnership	25%	6%	pro-rata
The Shoppes at Galway Limited Partnership <sup>(2)</sup>	50%	-	-

- (1) Equity and fair value accounted investments consist of the following properties: 3550 Sources, Centennial Plaza, Place Du Marche, BPK Levis and 100 Saint-Jude Nord (Centennial Plaza Limited Partnership); Plaza des Recollets (Trois Rivières Limited Partnership); Ottawa Street Almonte, Hastings Street Bancroft and Main Street Alexandria (Plazacorp Ontario1 Limited Partnership); Amherstview and Port Perry (Plazacorp Ontario2 Limited Partnership); King & Mill Newcastle (Plazacorp Ontario3 Limited Partnership); Manotick (Plazacorp Ontario4 Limited Partnership); Bureau en Gros (RBEG Limited Partnership); CPRDL (CPRDL Limited Partnership); Gateway Mall (Fundy Retail Ltd.); St. Jerome (VGH Limited Partnership); 5400 Laurier Ouest (Ste. Hyacinthe Limited Partnership); 144 Denison and 5150 Arthur-Sauvé (144 Denison East Limited Partnership); and the Shoppes at Galway (The Shoppes at Galway Limited Partnership).

- (2) Land within this partnership is currently in development.

## Plaza Retail REIT

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Share of profit of associates for the three months ended March 31, 2025 includes Plaza's share of NOI of approximately \$1.6 million compared to \$1.5 million with the same period in the prior year. Share of profit of associates decreased by \$918 thousand for the three months ended March 31, 2025 compared to the three months ended March 31, 2024. The decrease was mainly due to the non-cash fair value adjustment to the underlying investment properties quarter over quarter.

Overall committed occupancy for non-consolidated investments was 99.5% at March 31, 2025, compared to 98.6% at March 31, 2024.

Regular distributions received from associates for the three months ended March 31, 2025 were \$410 thousand, compared to \$340 thousand for the three months ended March 31, 2024.

### Finance Costs - Operations

Finance costs - operations for the three months ended March 31, 2025, were \$7.8 million, compared to \$7.4 million in the same period in the prior year. The finance costs were mainly impacted by higher mortgage interest and lower capitalized interest due to fewer development projects, offset by lower operating line interest due to lower interest rates and a reduction in utilization.

### Administrative Expenses

Administrative expenses for the three months ended March 31, 2025, were \$2.6 million, compared to \$2.5 million in the same period in the prior year. Excluding the change in the fair value of restricted and deferred units included in administrative expenses, administrative expenses would have been consistent with the same period in the prior year. Administrative expenses for the three months ended March 31, 2025, were impacted by \$125 thousand of reorganization costs as part of a renewed focus on redevelopment, intensification and optimizing the quality of the existing portfolio, and increased bonuses to executive officers. These were offset by lower professional fees and lower travel expenses.

### Change in Fair Value of Investment Properties

Investment properties are measured at fair value using valuations prepared by the Trust's internal valuation team. The significant unobservable inputs include capitalization rates and future stabilized net operating income, which is supported by the terms of existing leases in place and current market rents to renew or lease up vacant or expiring space, adjusted for estimated or normalized vacancy rates based on market conditions and factoring in expected maintenance costs. The Trust's valuation policy is further detailed under critical accounting policies on page 33.

The Trust recorded a fair value increase to investment properties of \$2.1 million for the three months ended March 31, 2025, compared to a fair value decrease of \$1.3 million for the three months ended March 31, 2024. The fair value increase in the current quarter was mainly due to a decrease in capitalization rates.

The investment market for the Trust's properties occupied by grocery and other essential needs, convenience, and value-based retailers, as well as its stable properties, remain strong.

### Change in Fair Value of Convertible Debentures

The fair value adjustment to convertible debentures for the three months ended March 31, 2025, was a loss of \$169 thousand compared to a net gain of \$75 thousand in the same period in the prior year. The fair value changes relate to movement in the Trust's unit price and risk-free interest rates.

### Change in Fair Value of Class B Exchangeable LP Units

The Class B exchangeable LP units were issued effective January 1, 2015, in connection with the purchase by Plaza of the interests of certain equity partners in eight properties located in New Brunswick and Prince Edward Island. Distributions paid on these exchangeable units are based on the distributions paid to Plaza unitholders. The Class B exchangeable LP units are exchangeable on a one-for-one basis into trust units at the option of the holders. The fair value of these exchangeable LP units is based on the trading price of Plaza's trust units.

The fair value adjustment to Class B exchangeable LP units for the three months ended March 31, 2025, was a net loss of \$266 thousand, compared to a net gain of \$69 thousand in the same period in the prior year. The fair value changes relate to movement in the Trust's unit price.

## Plaza Retail REIT

### LEASING AND OCCUPANCY

The following table represents leases expiring for the next 5 years and thereafter for Plaza's property portfolio at March 31, 2025 (excluding developments, redevelopments and non-consolidated investments).

Year	Open-Air Centres		Enclosed Malls		Single-User Retail		Single-User QSR <sup>(2)</sup>		Total	
	Sq Ft <sup>(1)</sup>	%	Sq Ft <sup>(1)</sup>	%	Sq Ft <sup>(1)</sup>	%	Sq Ft <sup>(1)</sup>	%	Sq Ft <sup>(1)</sup>	%
2025	210,654	3.8	79,830	14.0	25,695	2.6	4,058	5.1	<b>320,237</b>	<b>4.4</b>
2026	624,966	11.1	30,683	5.4	44,594	4.6	2,054	2.6	<b>702,297</b>	<b>9.7</b>
2027	583,958	10.4	71,771	12.5	74,308	7.7	11,804	14.9	<b>741,841</b>	<b>10.3</b>
2028	756,585	13.5	68,777	12.0	24,999	2.6	2,196	2.7	<b>852,557</b>	<b>11.8</b>
2029	745,520	13.3	69,947	12.2	27,904	2.9	1,152	1.5	<b>844,523</b>	<b>11.7</b>
2030	604,654	10.8	116,072	20.3	132,705	13.7	2,211	2.8	<b>855,642</b>	<b>11.8</b>
Thereafter	2,082,998	37.1	134,913	23.6	637,770	65.9	55,907	70.4	<b>2,911,588</b>	<b>40.3</b>
Subtotal	5,609,335	100.0	571,993	100.0	967,975	100.0	79,382	100.0	<b>7,228,685</b>	<b>100.0</b>
Vacant	74,443		131,777		-		-		<b>206,220</b>	
<b>Total</b>	<b>5,683,778</b>		<b>703,770</b>		<b>967,975</b>		<b>79,382</b>		<b>7,434,905</b>	
<b>Weighted average lease term</b>	<b>5.6 years</b>		<b>4.1 years</b>		<b>7.4 years</b>		<b>9.0 years</b>		<b>5.7 years</b>	

<sup>(1)</sup> At 100%, regardless of the Trust's ownership interest in the properties.

<sup>(2)</sup> QSR refers to quick service restaurants.

At March 31, 2025, same-asset committed occupancy was 97.1% compared to 96.6% at March 31, 2024.

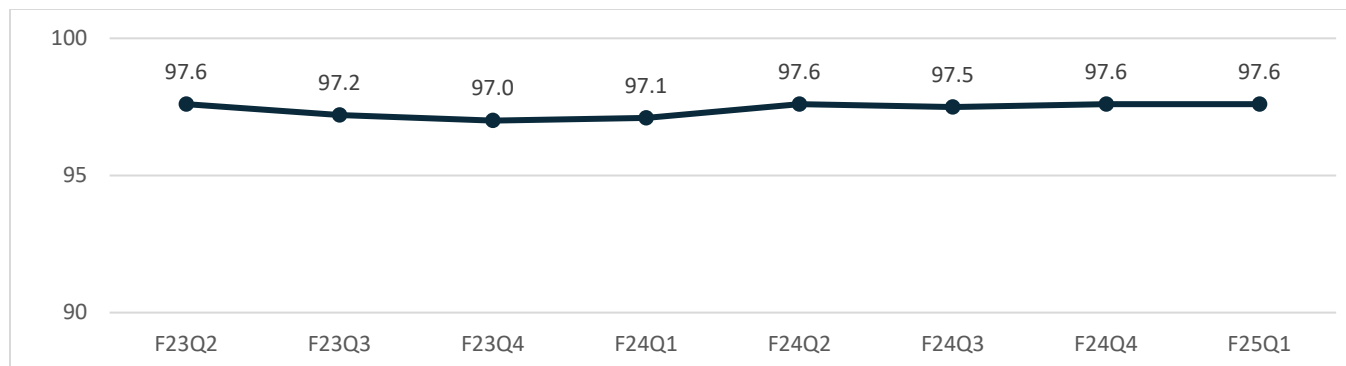
Committed occupancy including non-consolidated investments (excluding properties under development and redevelopment) was 97.6% at March 31, 2025, compared to 97.1% at March 31, 2024.

Excluding enclosed malls, committed occupancy, including non-consolidated investments (excluding properties under development and redevelopment) was 99.0% at March 31, 2025, compared to 98.8% at March 31, 2024.

## Plaza Retail REIT

Committed occupancy for the portfolio over the last eight quarters is as follows:

### COMMITTED OCCUPANCY %



The weighted average contractual base rent per square foot on renewals and new leasing in 2025 versus expiries (excluding developments, redevelopments and non-consolidated investments) is outlined in the following table:

	Open-Air Centres	Enclosed Malls	Single-User Retail	Single-User QSR	Total
<b>2025 – Q1 YTD</b>					
Leasing renewals (sq. ft.)	129,432	11,177	4,500	-	145,109
Weighted average rent (\$/sq. ft.) - Renewed	\$15.72	\$20.36	\$5.35	-	\$15.75
Weighted average rent (\$/sq. ft.) - Expired	\$13.99	\$19.31	\$5.35	-	\$14.13
<b>Renewal spread (first year of renewal term)</b>	<b>12.4%</b>	<b>5.4%</b>	-	-	<b>11.5%</b>
<b>Renewal spread (average rate in renewal term)<sup>(1)</sup></b>	<b>16.6%</b>	<b>6.0%</b>	<b>9.3%</b>	-	<b>15.4%</b>
<b>New Leasing</b>					
New leasing (sq. ft.)	18,748	295	-	-	19,043
Weighted average rent (\$/sq. ft.)	\$23.61	\$125.00	-	-	\$25.18
<b>Expiries</b>					
Expiries not renewed (sq. ft.)	21,361	1,909	-	-	23,270
Weighted average rent (\$/sq. ft.)	\$15.05	\$19.00	-	-	\$15.38
<b>Remainder of 2025</b>					
Expiries (sq. ft.)	210,654	79,830	25,695	4,058	320,237
Weighted average rent (\$/sq. ft.)	\$16.13	\$13.75	\$14.30	\$31.27	\$15.58

<sup>(1)</sup> Rent on expiry compared to the average rent over the term of the renewal.

In addition to the leasing indicated above, for the three months ended March 31, 2025, the Trust completed 72 thousand square feet of new leasing at developments and redevelopments at a weighted average rent of \$23.15 per square foot, and 47 thousand square feet of renewals at market rates at non-consolidated investments. In total, including developments, redevelopments and non-consolidated investments, the Trust completed 290 thousand square feet of new and renewal leasing deals for the three months ending March 31, 2025.

Plaza's financial exposure to vacancies and lease roll-overs differs among different retail asset types, as gross rental rates differ by asset class. Committed occupancy by asset class was as follows:

- Committed occupancy in open-air centres was 98.8% at March 31, 2025, compared to 98.6% at March 31, 2024.
- Committed occupancy for enclosed malls was 81.3% at March 31, 2025, compared to 78.5% at March 31, 2024.
- Committed occupancy for single use assets was 100.0% at March 31, 2025, compared to 99.5% at March 31, 2024.

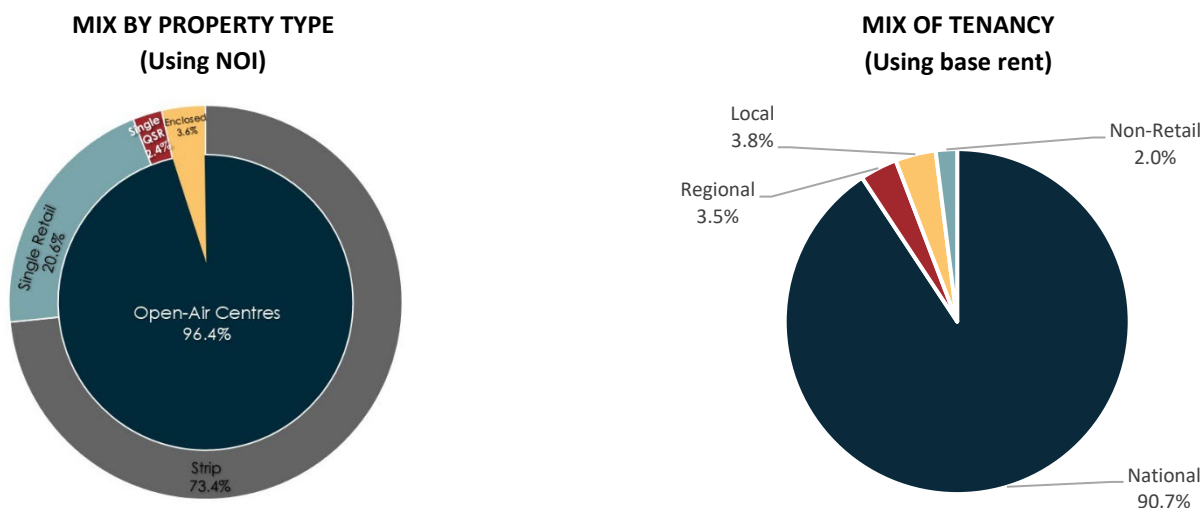
## Plaza Retail REIT

Plaza has built a portfolio with a high-quality revenue stream. Plaza's ten largest tenants based upon current monthly base rents at March 31, 2025 represent approximately 53.2% of total base rent revenues in place.

	% of Base Rent Revenue <sup>(7)</sup>		% of Base Rent Revenue <sup>(7)</sup>
1. Shoppers Drug Mart/Loblaw <sup>(1)</sup>	25.8	6. Staples	2.9
2. Dollarama	6.1	7. KFC <sup>(5)</sup>	1.8
3. TJX Group <sup>(2)</sup>	4.4	8. Bulk Barn	1.7
4. Sobeys Group <sup>(3)</sup>	3.7	9. Metro Inc. <sup>(6)</sup>	1.6
5. Canadian Tire Group <sup>(4)</sup>	3.6	10. Giant Tiger	1.6
<b>Total: 53.2%</b>			

- (1) Shoppers Drug Mart/Loblaw represents the following stores: Shoppers Drug Mart, No Frills, Atlantic Superstore, Pharmaprix and Maxi.
- (2) TJX Group represents the following stores: Winners, HomeSense, and Marshalls.
- (3) Sobeys Group represents the following stores: Sobeys, IGA, Sobeys Fast Fuel, Foodland and Lawtons.
- (4) Canadian Tire Group represents the following stores: Canadian Tire, Mark's/L'Équipeur, Party City, PartSource, Sport Chek, and Sports Experts.
- (5) The majority are represented by two operators.
- (6) Metro Inc. represents the following stores: Metro, Jean Coutu, Food Basics and Pharmacie Brunet.
- (7) Excludes developments, redevelopments, and non-consolidated investments.

The Trust's mix of tenancies is primarily made up of national tenants. The graphs below exclude developments, redevelopments and non-consolidated investments.



## PART III

### OPERATING LIQUIDITY AND WORKING CAPITAL

Cash flow, in the form of recurring rent generated from the portfolio, represents the primary source of liquidity to service debt, to pay operating, leasing and property tax costs, and to fund distributions. Costs of development activities are generally funded by a combination of debt and equity.

Cash flow from operations is dependent upon occupancy levels of properties owned, rental rates achieved, effective collection of rents, and efficiencies in operations as well as other factors.

Plaza maintains a prudent distribution policy in order to retain sufficient funds to manage the business, including ongoing maintenance capital expenditures and debt service. New capital raised is generally directed to acquisitions or continuing development activities, which are discretionary, or to pay down debt, based on the availability of such capital. In setting the distributions to unitholders, Plaza reviews budgets and forecasts and considers future growth prospects for the business, including

## Plaza Retail REIT

developments/redevelopments and leasing within the portfolio and considers cash flow and profitability, the sustainability of margins, maintenance capital expenditures, debt service requirements, the satisfaction of statutory tests imposed by the laws governing Plaza for the declaration of distributions and other conditions, among other things. Plaza may also look at other capital market factors when determining distributions. Profit under IFRS is not used by Plaza when setting the annual distribution, as profit reflects, among other things, non-cash fair value adjustments relating to the Trust's income producing property and convertible debentures – items that are not reflective of Plaza's ability to pay distributions. In addition, because of items such as principal repayments or timing of expenditures, distributions may also exceed cash from time to time.

Although Plaza currently pays distributions on a monthly basis, there can be no assurance regarding the amount and frequency of such distributions. Future distribution payments and the level thereof are subject to the discretion of the Board and will depend upon the numerous factors outlined above.

There can be no assurance regarding the amount of income to be generated by Plaza's properties. The ability of Plaza to make cash distributions, and the actual amount distributed, will be entirely dependent on the operations and assets of Plaza, and will be subject to various factors including financial performance, current and forecasted economic conditions, obligations under applicable credit facilities, the sustainability of income derived from the tenant profile of Plaza's properties and maintenance capital expenditure requirements. Distributions may be increased, reduced, or suspended entirely depending on Plaza's operations and the performance of Plaza's assets, at the discretion of the Board.

Plaza's annual distributions are currently set at \$0.28 per unit:

<b>(000s)</b>	<b>3 Months Ended March 31, 2025 (unaudited)</b>	<b>3 Months Ended March 31, 2024 (unaudited)</b>
Cash distributions paid <sup>(1)</sup>	<b>\$ 7,809</b>	<b>\$ 7,805</b>

(1) Cash distributions include cash distributions paid to unitholders and distributions on Class B exchangeable LP units classified as finance costs - operations.

Total distributions compared to cash provided by operating activities are summarized in the following table:

<b>(000s)</b>	<b>3 Months Ended March 31, 2025 (unaudited)</b>	<b>3 Months Ended March 31, 2024 (unaudited)</b>
Cash provided by operating activities <sup>(1)</sup>	<b>\$ 13,431</b>	<b>\$ 14,026</b>
Cash distributions paid to Class B exchangeable LP unitholders	<b>81</b>	<b>81</b>
Cash provided by operating activities excluding distributions paid to Class B exchangeable LP unitholders	<b>\$ 13,512</b>	<b>\$ 14,107</b>
Total distributions <sup>(2)</sup>	<b>(7,809)</b>	<b>(7,805)</b>
Excess of cash provided by operating activities over total distributions	<b>\$ 5,703</b>	<b>\$ 6,302</b>

(1) Cash provided by operating activities is presented net of interest paid.

(2) Total distributions include cash distributions paid to unitholders and distributions on Class B exchangeable LP units classified as finance costs - operations.

Plaza's liquidity at March 31, 2025 is comprised of \$9.4 million of cash, \$18.7 million available to be drawn on the operating line, \$22.2 million of unused development facilities, \$13.7 million of unused construction facilities at consolidated properties, \$0.5 million of unused construction facilities at non-consolidated investments, and unencumbered assets with a value of approximately \$4.0 million. This liquidity, as well as cash flow from operating activities, the ability to renew and refinance mortgages, renew operating and development facilities and other debt, when necessary, is expected to allow Plaza to meet all its obligations as they become due.

**CAPITAL RESOURCES, EQUITY AND DEBT ACTIVITIES**

**Operating and Development Facilities**

(000s)	\$60.0 Million <sup>(2)</sup> Operating	\$20.0 Million Development	\$15.0 Million Development
December 31, 2024 <sup>(1)</sup>	\$ 25,430	\$ 12,840	\$ -
Net change	5,133	-	-
March 31, 2025 <sup>(1)</sup>	\$ 30,563	\$ 12,840	\$ -
Interest rate	Prime + 0.75% or CORRA + 2.30%	Prime + 0.75% or CORRA + 2.50%	Prime + 0.75% or CORRA + 2.30%
Maturity	July 31, 2026	July 31, 2025	July 31, 2025
Security	First charges on pledged properties	First charges on applicable pledged development property	First charges on applicable pledged development property
Other terms	Debt service, maximum leverage, occupancy & equity maintenance covenants	Debt service & maximum leverage covenants	Debt service, maximum leverage, occupancy & equity maintenance covenants
Line reservations available for letters-of-credit	\$2.0 million	\$1.5 million	\$0.5 million
Issued and outstanding	\$0.1 million	-	-

<sup>(1)</sup> Excludes unamortized finance charges.

<sup>(2)</sup> Based on the assets pledged at March 31, 2025, the available operating line limit was \$49.4 million of which \$30.6 million was drawn and therefore the maximum amount remaining available to be drawn, net of letters of credit of \$94 thousand, was \$18.7 million.

Funding is secured by first mortgage charges on properties or development properties as applicable. The Trust must maintain certain financial ratios to comply with the facilities. As these facilities mature, it is anticipated they will be renewed. As of March 31, 2025, all debt covenants in respect of the above facilities have been maintained.

Costs of development activities are generally funded by a combination of debt and equity. Timing of development activities or whether a development project is launched at all (including those listed in Part I of this MD&A under the heading “Development Pipeline and Acquisitions/Dispositions – Development Pipeline”) is dependent on tenant demand and availability of capital, among other factors. Plaza’s operating facility is generally used to fund the equity portion of development projects. Plaza’s existing development facilities or new construction loans (generally in the case where Plaza has partners in a development) are used to fund construction costs until permanent long-term financing is placed on the finished development. Given the rotation of development projects on and off the development facilities and the availability of specific construction financing when required, Plaza’s facilities and its debt capacity are currently sufficient to fund ongoing planned and committed development expenditures.

## Plaza Retail REIT

### Interim Facilities

(000s)	Interest Rate Range	Maturity Dates	March 31, 2025	March 31, 2024
\$8.0 million interim facility	Prime plus 1.50% or CORRA plus 2.80%	July 16, 2026	\$ 4,109	\$ 5,396
\$13.4 million interim facility	Prime plus 1.00% or CORRA plus 2.80%	October 31, 2024	-	13,130
\$6.75 million interim facility	Prime plus 1.00% or CORRA plus 2.80%	December 21, 2025	6,221	5,760
\$15.6 million interim facility	Prime plus 0.75% or CORRA plus 2.45%	February 28, 2027	3,938	3,938
\$6.75 million interim facility	Prime plus 0.95% or CORRA plus 2.75%	April 8, 2025	6,750	6,750
\$7.25 million interim facility	Prime plus 1.00% or CORRA plus 2.80%	April 1, 2025	7,171	7,117
\$5.0 million interim facility	Prime plus 0.95% or CORRA plus 2.75%	July 5, 2025	3,533	2,373
<b>Total interim facilities</b>			<b>\$ 31,722</b>	<b>\$ 44,464</b>

Funding is generally secured by first mortgage charges on properties or development properties as applicable. These interim facilities are in place for financing the construction and development of specific properties. As they mature, it is expected the facilities will either be extended until construction has been completed or will be converted to long-term mortgages on completion of the construction projects. The Trust must maintain certain financial ratios to comply with these facilities. As of March 31, 2025, all debt covenants in respect of the above facilities have been maintained.

In April 2025, the Trust extended the term of the \$7.25 million interim debt facility. The facility was extended to August 31, 2025. Terms and conditions were unchanged in the extension.

In April 2025, the Trust extended the term of the \$6.75 million interim debt facility. The facility was extended to May 31, 2025. Terms and conditions were unchanged in the extension.

### Mortgage Bonds

Plaza's mortgage bonds are secured by either property or cash. The terms of the mortgage bonds are as follows:

(000s)	Series X.2	Series XII
Interest rate	6.15%	6.15%
Maturity date	July 15, 2025	July 15, 2025
Amount	\$2,235	\$470

The Series X.2 and XII mortgage bonds can be deployed up to 90% of the cost of a property under a first or second charge on that property. If it is a second charge, the total debt, including mortgage bonds, cannot exceed 90%. These mortgage bonds can be reallocated to different properties from time to time as required.

**Debentures**

Convertible and non-convertible debentures are subordinate and unsecured. Convertible debentures are recorded at fair value and changes in the fair value are recorded quarterly in profit and loss. The debenture terms are as follows:

	<b>Maturity Date</b>	<b>Interest Rate</b>	<b>March 31, 2025<sup>(1)</sup></b>	<b>March 31, 2024<sup>(1)</sup></b>
Series VIII convertible debentures				
- Conversion price - \$4.75	March 31, 2026	5.95%	\$ 12,019	\$ 12,019
<b>Total convertible debentures at face value</b>			<b>\$ 12,019</b>	<b>\$ 12,019</b>
Series II non-convertible debentures	February 28, 2027	5.00%	\$ 3,537	\$ 3,537
Series III non-convertible debentures – Tranche A & B	March 31, 2027	5.50%	4,488	6,000
Series IV non-convertible debentures – Tranche A & C	June 16, 2025	6.00%	4,415	5,000
Series V non-convertible debentures	April 30, 2025	6.00%	3,000	-
<b>Total non-convertible debentures at face value</b>			<b>\$ 15,440</b>	<b>\$ 14,537</b>

<sup>(1)</sup> Presented at face value.

In March 2025, \$1.6 million of Series III unsecured debentures were redeemed, \$63 thousand new debentures were issued, and \$4.4 million were extended until March 31, 2027, at a rate of 5.50%.

In April 2025, \$600 thousand of the Series V unsecured debentures were redeemed and \$2.4 million were renewed for 6 months at a rate of 5.25%.

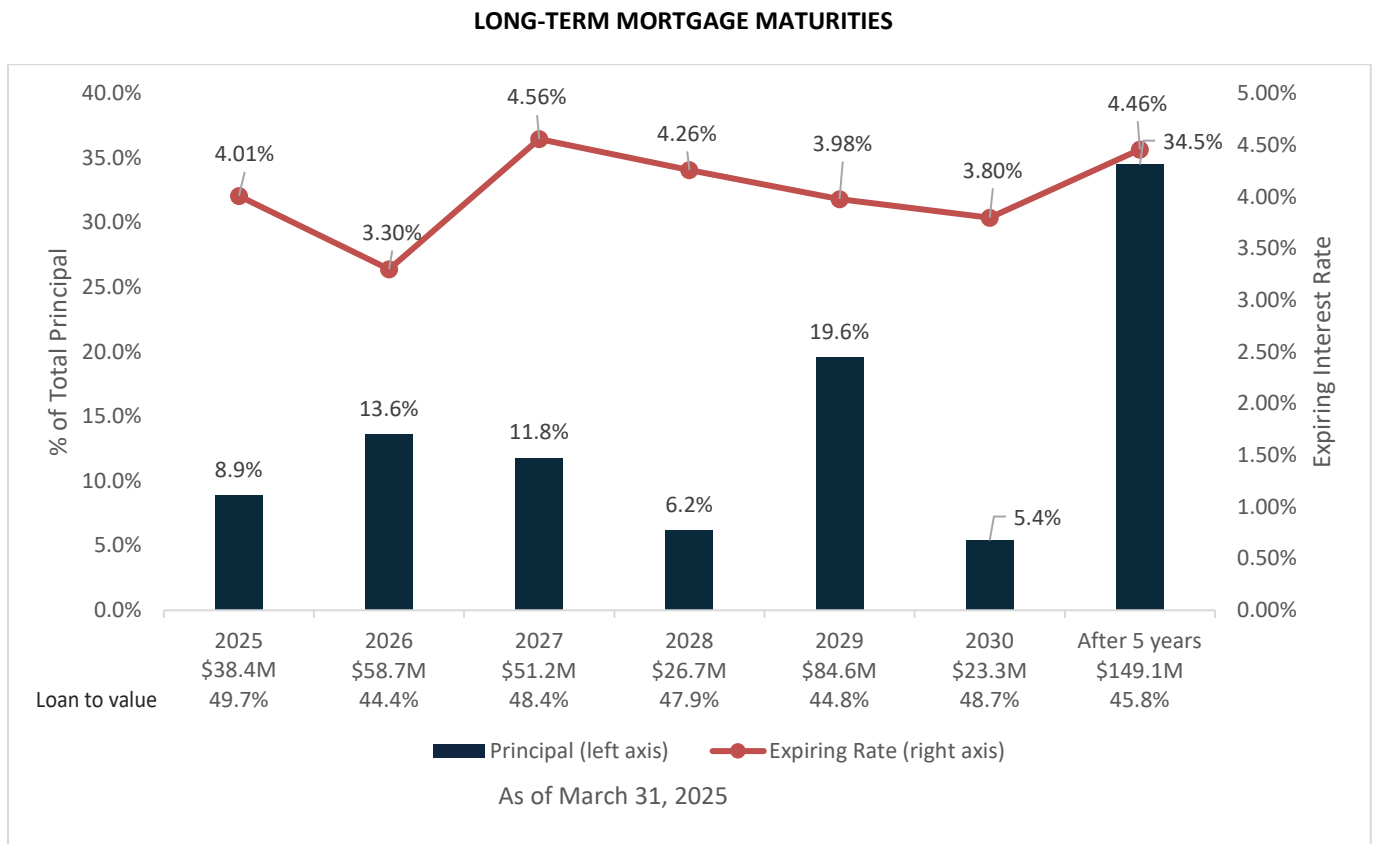
**Mortgages**

During 2025, the Trust obtained new long-term fixed-rate financing of \$3.3 million, at the Trust’s ownership percentage, with a weighted average term of 10 years and a weighted average interest rate of 5.36%.

The Trust’s strategy is to balance maturities and terms on new debt with existing debt maturities to minimize maturity exposure in any one year, to reduce overall interest costs, and to match debt maturities with lease maturities when possible. Maintaining or improving the average cost of debt will be dependent on market conditions at the time of refinancing. Plaza’s debt strategy involves maximizing the term of long-term debt available based on the tenant profiles for the assets being financed, at current market rates, in order to stabilize cash flow available for reinvestment and distribution payments.

As a conservative interest rate risk management practice, the Trust’s use of floating-rate debt is generally limited to its operating line (to fund ongoing operations and acquisitions) and its development lines/construction loans (until long term fixed-rate mortgage financing is placed on the completed development projects).

The following is a maturity chart of long-term mortgages by year:



The weighted average term to maturity for long-term mortgages is 4.8 years. The average remaining repayment (amortization) period on long-term mortgage debt is 23.9 years.

## Plaza Retail REIT

### Debt Service Ratios

Plaza's summary of adjusted EBITDA and debt service ratios for the three months ended March 31, 2025, compared to the three months ended March 31, 2024, is presented below:

	<b>3 Months Ended March 31, 2025 (unaudited)</b>	3 Months Ended March 31, 2024 (unaudited)
<b>(000s – except debt service ratios)</b>		
<b>Profit and total comprehensive income for the period</b>	<b>\$ 9,319</b>	\$ 9,456
Add (deduct):		
Income taxes	2	185
Finance costs - operations	7,841	7,408
Fair value adjustment to investment properties	(2,136)	1,312
Fair value adjustment to investments <sup>(1)</sup>	786	(197)
Fair value adjustment to convertible debentures	169	(75)
Fair value adjustment to Class B exchangeable LP units	266	(69)
Fair value adjustment to restricted and deferred units	139	(30)
Fair value adjustment to interest rate swaps	856	(974)
Fair value adjustment to right-of-use land lease assets	217	203
Equity accounting adjustment for interest rate swaps <sup>(2)</sup>	139	56
<b>Adjusted EBITDA<sup>(3)</sup></b>	<b>\$ 17,598</b>	\$ 17,275
Finance costs <sup>(4)</sup>	\$ 7,704	\$ 7,297
Periodic principal repayments <sup>(5)</sup>	3,423	3,194
<b>Total debt service</b>	<b>\$ 11,127</b>	\$ 10,491
<b>Debt service ratios</b>		
Interest coverage ratio <sup>(3)</sup>	<b>2.28 times</b>	2.37 times
Debt coverage ratio <sup>(3)</sup>	<b>1.58 times</b>	1.65 times

(1) Fair value adjustment to investments relate to the unrealized change in fair value of equity accounted entities.

(2) Equity accounting adjustment for interest rate swaps includes the change in non-cash fair value adjustments relating to interest rate swaps held by equity accounted entities.

(3) This is a non-GAAP financial measure. Refer to the Non-GAAP Financial Measures in Part I and VII of this document for more information on each non-GAAP financial measure.

(4) Excludes mark-to-market adjustments, early mortgage discharge fees, non-controlling interest liability adjustment and distributions on Class B exchangeable LP units recorded in finance costs - operations.

(5) Includes right-of-use land lease principal repayments.

For the three months ended March 31, 2025, the interest and debt coverage ratios were mainly impacted by higher EBITDA offset by higher finance costs due to the impact from higher mortgage interest and lower capitalization of interest due to fewer development projects. Excluding the reorganization costs for the three months ended March 31, 2025, as noted in Administrative Expenses on page 14, the interest coverage ratio would have been 2.30 times, and the debt coverage ratio would have been 1.59 times.

The debt coverage and interest coverage ratios exceed the requirements under Plaza's borrowing arrangements.

## Plaza Retail REIT

### Debt to Gross Assets and Net debt to adjusted EBITDA

Plaza's debt to gross assets is presented below:

<b>Debt to gross assets<sup>(1)</sup> (000s)</b>	<b>March 31, 2025</b>	<b>December 31, 2024</b>	<b>March 31, 2024</b>
Total debt excluding derivative liabilities <sup>(1)(2)</sup>	\$ 664,808	\$ 657,712	\$ 676,084
Less: right-of-use land leases	(64,522)	(63,584)	(64,199)
Total debt excluding right-of-use land leases	\$ 600,286	\$ 594,128	\$ 611,885
Total gross assets excluding derivative asset	\$ 1,252,939	\$ 1,238,893	\$ 1,266,797
Less: right-of-use land leases	(64,522)	(63,584)	(64,199)
Total gross assets excluding right-of-use land leases	\$ 1,188,417	\$ 1,175,309	\$ 1,202,598
<b>Debt to gross assets including right-of-use land leases<sup>(1)</sup></b>	<b>53.1%</b>	<b>53.1%</b>	<b>53.4%</b>
<b>Debt to gross assets excluding right-of-use land leases<sup>(1)</sup></b>	<b>50.5%</b>	<b>50.6%</b>	<b>50.9%</b>

(1) This is a non-GAAP financial measure. Refer to "Non-GAAP Financial Measures" in Part I and "Explanation of Non-GAAP Financial Measures" in Part VII of this MD&A for more information.

(2) Total debt includes current and long-term debt defined for this purpose as mortgage bonds, mortgages payable, face value of convertible debentures, non-convertible debentures, notes payable, right-of-use land lease liabilities and bank indebtedness.

The decrease in debt to gross assets relates mainly due to a reduction in the operating line balance since last year. By its Declaration of Trust, Plaza is limited to an overall indebtedness ratio of 60% excluding convertible debentures and right-of-use land leases, and 65% including convertible debentures, excluding right-of-use land leases. At March 31, 2025, debt excluding convertible debentures and right-of-use land leases to gross assets was 49.5% and including convertible debentures, excluding right-of-use assets was 50.5%.

<b>Net Debt to Adjusted EBITDA<sup>(1)</sup> (000s)</b>	<b>March 31, 2025</b>	<b>December 31, 2024</b>	<b>March 31, 2024</b>
Total debt excluding derivative liabilities <sup>(1)(2)</sup>	\$ 664,808	\$ 657,712	\$ 676,084
Less: cash	(9,421)	(8,868)	(8,975)
Net debt excluding derivative liabilities <sup>(1)(2)</sup>	655,387	648,844	667,109
Less: right-of-use land leases	(64,522)	(63,584)	(64,199)
Net debt excluding right-of-use land leases	\$ 590,865	\$ 585,260	\$ 602,910
Adjusted trailing 12-month EBITDA <sup>(1)</sup>	\$ 71,251	\$ 70,928	\$ 70,038
<b>Net debt to Adjusted trailing EBITDA including right-of-use land leases<sup>(1)</sup></b>	<b>9.2</b>	<b>9.1</b>	<b>9.5</b>
<b>Net debt to Adjusted trailing EBITDA excluding right-of-use land leases<sup>(1)</sup></b>	<b>8.3</b>	<b>8.3</b>	<b>8.6</b>

(1) This is a non-GAAP financial measure. Refer to "Non-GAAP Financial Measures" in Part I and "Explanation of Non-GAAP Financial Measures" in Part VII of this MD&A for more information.

(2) Net debt includes current and long-term debt defined for this purpose as mortgage bonds, mortgages payable, face value of convertible debentures, non-convertible debentures, notes payable, right-of-use land lease liabilities and bank indebtedness, excluding cash.

The decrease in net debt to adjusted trailing EBITDA relates mainly due to a reduction in the operating line balance since last year, as well as higher adjusted EBITDA.

## Plaza Retail REIT

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### Units

If all rights to convert units under the provisions of convertible debt were exercised and exchangeable LP units were exchanged, the impact on units outstanding would be as follows:

<b>At May 7, 2025 (000s) (unaudited)</b>	<b>Units</b>
Current outstanding units	110,426
Class B exchangeable LP units	1,156
Series VIII convertible debentures	2,530
<b>Total adjusted units outstanding</b>	<b>114,112</b>

On September 26, 2023, the Trust announced that it had received approval from the TSX for the renewal of its normal course issuer bid (“NCIB”) for the twelve-month period from September 28, 2023 to September 27, 2024. All units purchased under the NCIB were cancelled (monthly, on or before the record date for each monthly distribution). Plaza also entered into a new automatic securities purchase plan agreement (the “Purchase Plan”) with its designated broker in order to facilitate purchases of units under the renewed NCIB. The Purchase Plan, which was pre-cleared by the TSX, allowed for purchases of units by Plaza at times when it would ordinarily not be permitted to make purchases due to regulatory restrictions or self-imposed blackout periods. The Purchase Plan also concluded on September 27, 2024.

To date, Plaza has purchased a total of 1,196,730 units for cancellation since the commencement of its original NCIB on September 28, 2018 at a weighted average price of \$4.0162.

### Right-of-Use Land Leases

Return on invested cash or equity is a measure Plaza uses to evaluate development and strategic acquisitions. Investing in a project subject to a land lease reduces the cash equity required for an individual project and increases the number of projects which can be undertaken with available capital. This spreads risk and enhances overall unitholder returns. In some instances, use of a land lease will enhance project feasibility where a project might not otherwise be undertaken without use of a land lease.

The Trust has 26 long-term land leases (affecting 26 properties). One of the land leases relates to shared parking facilities. Land leases expire (excluding any non-automatic renewal periods) on dates ranging from 2027 to 2084 with an average remaining life of 29 years, with some of the leases also containing non-automatic renewal options, extending the average remaining life of the leases to 55 years including these non-automatic renewal options. Of the 26 land leases, 11 of the land leases have options to purchase, generally at fair market value.

On March 26, 2025, the Trust renewed five right-of-use land lease agreements, resulting in the extension of the lease term and to establish future market rental rates. In addition, during the period there was a change in managements assumptions for a land lease renewal. In accordance with IAS 16, the right-of-use land lease assets and right-of-use land lease liabilities are required to be remeasured using the revised lease term, payments and discount rate as of the effective date of the lease renewal. This remeasurement has resulted in an increase to the land lease asset of \$1.2 million and an increase in the land lease liability of \$1.2 million.

At March 31, 2025, the recorded amount of the right-of-use assets and land lease liabilities is \$64.5 million.

Plaza leases 9 parcels of land from an entity owned by the below-noted related parties at market rates. The land leases expire at various times from October 2043 to November 2047, subject to options to renew. All the land leases have options to purchase in favour of the Trust, of which one is at a fixed price with the remainder at fair market value.

<b>(000s)</b>	<b>Land Rent Paid</b>	
	<b>3 Months Ended March 31, 2025</b>	<b>3 Months Ended March 31, 2024</b>
<b>Related Parties:</b>		
A company beneficially owned by Earl Brewer and Michael Zakuta	\$ 301	\$ 301

## Plaza Retail REIT

### Gross Capital Additions Including Leasing Fees:

(000s)	3 Months Ended March 31, 2025 (unaudited)	3 Months Ended March 31, 2024 (unaudited)
<b>Existing properties</b>		
Leasing commissions	\$ 103	\$ 133
Other leasing costs	1,042	1,171
	<u>1,145</u>	<u>1,304</u>
Maintenance capital expenditures	167	946
<b>Total capital additions – existing properties</b>	<u>1,312</u>	<u>2,250</u>
<b>Development/redevelopment properties</b>		
Leasing commissions	21	122
Other leasing costs	36	309
Capital additions	3,158	9,828
<b>Total capital additions - developments/redevelopments</b>	<u>3,215</u>	<u>10,259</u>
<b>Total capital additions - acquisitions</b>	<u>10,675</u>	<u>-</u>
<b>Total gross additions per statements of cash flows<sup>(1)</sup></b>	<u>\$ 15,202</u>	<u>\$ 12,509</u>
<b>Reconciliation of leasing costs for AFFO purposes</b>		
Leasing costs – existing properties per above	\$ 1,145	\$ 1,304
Internal leasing salaries	121	319
<b>Total leasing costs – existing properties for AFFO purposes</b>	<u>\$ 1,266</u>	<u>\$ 1,623</u>

(1) The gross additions per the statements of cash flows include leasing commissions on existing properties in the operating activities section and the remainder of the total gross additions noted above in the investing activities section.

**COMMITMENTS AND CONTINGENT LIABILITIES**

**Commitments**

The Trust estimates \$5.0 million in commitments in respect of certain development and leasing activities. Management believes that Plaza has sufficient unused bank and development line availability, cash and/or mortgage bond deployment potential, to fund these commitments.

The Trust's estimated commitments at March 31, 2025, in respect of non-discounted contractual cash flows and maturities of financial liabilities with fixed repayment terms, including estimated interest payments are as follows:

<b>(000s)</b>	<b>Remainder 2025</b>	<b>Year 1 2026</b>	<b>Year 2 2027</b>	<b>Year 3 2028</b>	<b>Year 4 2029</b>	<b>Year 5 2030</b>	<b>After 5 Years</b>	<b>Total</b>
Mortgages – periodic	\$ 9,077	\$ 11,123	\$ 9,988	\$ 8,849	\$ 7,388	\$ 5,170	\$ 12,265	\$ 63,860
Mortgages – due at maturity	37,043	58,670	51,208	26,697	84,557	23,257	149,142	430,574
Mortgage interest	13,898	15,810	13,844	12,077	10,754	8,662	18,800	93,845
Development lines of credit	13,268	-	-	-	-	-	-	13,268
Construction loans	24,804	4,152	3,970	-	-	-	-	32,926
Unsecured interest-only	1,425	-	-	-	-	-	-	1,425
Bank indebtedness	-	31,579	-	-	-	-	-	31,579
Mortgage bonds payable	2,753	-	-	-	-	-	-	2,753
Debentures <sup>(1)</sup>	8,365	12,655	8,125	-	-	-	-	29,145
Current liabilities <sup>(2)</sup>	27,747	-	-	-	-	-	-	27,747
Notes payable	1,209	-	-	-	-	-	-	1,209
Right-of-use land leases <sup>(3)</sup>	2,562	3,442	3,459	3,426	3,491	3,602	123,348	143,330
Development activities	4,484	553	-	-	-	-	-	5,037
<b>Total contractual</b>	<b>\$ 146,635</b>	<b>\$137,984</b>	<b>\$ 90,594</b>	<b>\$ 51,049</b>	<b>\$106,190</b>	<b>\$ 40,691</b>	<b>\$ 303,555</b>	<b>\$ 876,698</b>

<sup>(1)</sup> Stated at face value.

<sup>(2)</sup> Balance includes accounts payable, accrued liabilities, tenant payables, tenant deposits, and income tax payable.

<sup>(3)</sup> Land leases expire on dates ranging from 2027 to 2084 (including automatic renewal periods) with non-automatic renewal options ranging from 5 to 70 years.

Management believes that all mortgages maturing in 2025 will be renewed or refinanced as they come due. The overall loan to value on these mortgages is estimated at 46.3%.

**Contingent Liabilities**

The Trust has contingent liabilities as original borrower on five mortgages partially assumed by the purchasers of the underlying properties, where a 50% interest in each was sold in November 2017. These sales did not relieve the Trust's obligations as original borrower in respect of these mortgages; however, these commitments are also subject to indemnity agreements. The debt subject to such guarantees at March 31, 2025, totals \$5.0 million (March 31, 2024- \$5.1 million) with a weighted average remaining term of 1.3 years (March 31, 2024– 2.3 years).

The Trust also has contingent liabilities as original borrower on three mortgages partially assumed by the purchasers of the underlying properties, where a 50% interest in each was sold in August 2020. Similarly, these sales did not relieve the Trust's obligations as original borrower in respect of these mortgages, but the commitments are subject to indemnity agreements. The debt subject to such guarantees at March 31, 2025, totals \$4.6 million (March 31, 2024- \$7.0 million) with a weighted average remaining term of 4.2 years (March 31, 2024– 3.7 years).

The Trust is contingently liable for certain obligations of its co-venturers, under guarantees in excess of its ownership percentages for six open-air centres and four free-standing properties. The excess guarantees amount to \$13.4 million (March 31, 2024- \$13.8 million). Cross indemnities are in place for certain of these properties from co-venturers.

PART IV

SUMMARY OF SELECTED QUARTERLY INFORMATION

Plaza’s summary of selected quarterly information for the last eight quarters is presented below:

(000s except per unit and percentage data) (unaudited)	Q1'25	Q4'24	Q3'24	Q2'24	Q1'24	Q4'23	Q3'23	Q2'23
Revenues	\$31,137	\$30,623	\$30,414	\$30,672	\$29,571	\$28,962	\$28,294	\$28,463
Net property operating income <sup>(1)</sup>	\$18,344	\$18,926	\$19,651	\$18,390	\$18,052	\$17,436	\$18,460	\$17,643
Profit and total comprehensive income (loss)	\$9,319	\$8,473	\$5,119	\$2,437	\$9,456	(\$3,779)	\$3,355	\$12,985
Distributions per unit	7.0¢	7.0¢	7.0¢	7.0¢	7.0¢	7.0¢	7.0¢	7.0¢
Funds from operations per unit – basic <sup>(1)</sup>	8.8¢	7.6¢	10.2¢	9.5¢	8.9¢	9.0¢	10.2¢	9.6¢
Funds from operations per unit – diluted <sup>(1)</sup>	8.7¢	7.6¢	10.2¢	9.5¢	8.9¢	9.0¢	10.1¢	9.5¢
Adjusted funds from operations per unit – basic <sup>(1)</sup>	7.4¢	5.4¢	8.6¢	8.0¢	6.6¢	5.9¢	8.5¢	7.0¢
Adjusted funds from operations per unit – diluted <sup>(1)</sup>	7.4¢	5.4¢	8.6¢	8.0¢	6.6¢	5.9¢	8.4¢	7.0¢
Distributions as a percentage of basic FFO <sup>(1)</sup>	80.0%	91.7%	68.4%	73.5%	78.7%	77.6%	68.5%	73.0%
Distributions as a percentage of basic AFFO <sup>(1)</sup>	94.2%	130.3%	81.0%	87.5%	106.8%	118.8%	82.8%	100.0%
Gross Leasable Area (000s of sq. ft.) (at 100%, excluding properties under development/redevelopment)								
Total income producing properties	8,759	8,794	8,786	8,633	8,576	8,393	8,350	7,974
Occupancy % (at 100%, excluding properties under development/redevelopment)								
Total income producing properties	97.6%	97.6%	97.5%	97.6%	97.1%	97.0%	97.2%	97.6%

<sup>(1)</sup> This is a non-GAAP financial measure. Refer to “Non-GAAP Financial Measures” in Part I and “Explanation of Non-GAAP Financial Measures” in Part VII of this MD&A for more information.

During the last eight quarters occupancy has remained high, which contributes to stable cash flow. Significant fluctuations in profit and loss are mainly due to non-cash fair value adjustments on the Trust’s investment properties and debt instruments. The decrease in funds from operations per unit and adjusted funds from operations per unit during Q4 2024 were due to severance costs recorded which are non-recurring.

Some of Plaza’s leases have common cost recoveries from tenants linked to CPI or otherwise have caps on operating cost recoveries. At March 31, 2025, approximately 49.9% of the Trust’s leased area is tied to a CPI cost recovery formula. As well, anchor tenant leases may restrict common area maintenance (also referred to as “CAM”) cost recoveries. As a result of all of these factors, seasonal fluctuations in NOI, FFO and AFFO occur primarily due to winter costs, as well as yearly repair and maintenance activities which typically occur in spring and early summer, which may create inconsistencies in quarterly recovery revenues compared with quarterly expenses.

## **PART V**

### **RISKS AND UNCERTAINTIES**

All real property investments are subject to a degree of risk and uncertainty. Such investments are affected by various factors including general economic conditions and local market circumstances. Local business conditions such as oversupply of space or a reduction in demand for space particularly affect real property investments. Management attempts to manage these risks through geographic and retail asset class diversification in the portfolio. At March 31, 2025, the Trust held interests in 211 properties spread geographically across Canada.

Some of the more central risks to Plaza's business are outlined below. See Financial Instruments and Risk Management Note 29 to the December 31, 2024 consolidated financial statements of the Trust for further details. Also see the Trust's AIF for the year ended December 31, 2024 dated March 20, 2025 for a list and descriptions of other risks and uncertainties applicable to the Trust's business.

#### **Interest Rate, Financing and Refinancing Risk**

Higher floating and fixed interest rates impact the cost of debt and could further impact capitalization rates. Plaza has always utilized a conservative debt management strategy and attempts to lock in cash returns on assets for the long-term, considering exposure to debt maturing and leases expiring in any given year. Matching as closely as possible the debt term on a particular asset with its average lease term helps ensure that interest rate increases could be offset by increases in rental rates.

The Trust also mitigates interest rate risk by maintaining the majority of its debt at fixed rates. Floating rate debt is typically used on Plaza's operating line of credit and for development or redevelopment projects as interim financing, until the projects are completed and are then able to attract the appropriate long-term financing. The hypothetical impact of a 1% change in interest rates on floating rate debt would be approximately \$751 thousand per annum.

The Trust mitigates its exposure to fixed-rate interest risk on its debt by staggering maturities and future financing obligations to avoid excessive amounts of debt maturing in any one year, and by generally using small individual debt issuances to mitigate exposure on individual debt maturities. If market conditions warrant, the Trust may attempt to renegotiate its existing debt to take advantage of lower interest rates. The Trust has an ongoing requirement to access the debt markets and there is a risk that lenders will not refinance such maturing debt on terms and conditions acceptable to the Trust or at all. The Trust works with numerous lenders to manage exposure to any single lender. Management believes that all debts maturing over the next year will be able to be financed or refinanced as they come due.

From time-to-time Plaza may enter into derivative instruments to hedge the cash flow variability on future interest payments on anticipated mortgage financings from changes in interest rates until the time the mortgage interest rate is set.

#### **Credit Risk**

Credit risk mainly arises from the possibility that tenants may experience financial difficulty and will be unable to fulfill their lease commitments. Management mitigates this risk by ensuring that Plaza's tenant mix is diversified and heavily weighted to national tenants in the essential needs, convenience and value-based market segment. Plaza also maintains a portfolio that is diversified geographically so that exposure to local business is lessened, and Plaza limits loans granted under lease arrangements to credit-worthy, mainly national, tenants. Receivables include excise tax receivable, which have minimal to no collection risk.

Currently one tenant, Shoppers Drug Mart/Loblaws, represents 25.8% of current monthly base rents in place, Dollarama represents 6.1% and the TJX Group represents 4.4%. The top 10 tenants collectively represent approximately 53.2% of current monthly base rents in place. National and regional tenants represent 94.2% of the tenant base, based on base rents in place.

#### **Lease Roll-Over and Occupancy Risk**

Lease roll-over risk arises from the possibility that Plaza may experience difficulty renewing leases as they expire or in re-leasing space vacated by tenants.

Plaza's principal management of occupancy risk is the skewing of tenancies towards national tenants, the signing of longer-term leases and significant pre-leasing of development space. In addition, management attempts to stagger the lease expiry profile so that Plaza is not faced with a disproportionate amount of square footage of leases expiring in any one year. Management further

## **Plaza Retail REIT**

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mitigates this risk by maintaining a diversified portfolio mix by geographic location and ensuring that the Trust maintains a well-staffed and highly skilled leasing department.

One of Plaza's performance drivers is related to same-property occupancy levels. The majority of Plaza's leases in place are referred to as "net leases", meaning tenants reimburse Plaza fully for their share of property operating costs (subject to consumer price index adjustments in many cases) and realty taxes. Many of Plaza's operating costs and realty taxes are not immediately reduced by vacancy. Certain costs such as cleaning costs would not decline with a decline in occupancy.

The hypothetical impact to NOI of a change in portfolio occupancy of 1% would be approximately \$600 thousand to \$1.1 million per annum. The analysis does not identify a particular cause of such changing occupancy and as a result, it does not reflect the actions management may take in relation to the changes.

### **Development and Acquisition Risk**

Plaza's external growth prospects will depend in large part on identifying suitable development, redevelopment and acquisition opportunities, pursuing such opportunities, conducting necessary due diligence, consummating acquisitions (including obtaining necessary consents) and effectively operating the properties acquired or developed by the Trust. If Plaza is unable to manage its growth and integrate its acquisitions and developments effectively, its business, operating results and financial condition could be adversely affected. Developments and acquisitions may not meet operational or financial expectations due to unexpected costs or market conditions, which could impact the Trust's performance.

### **External Economic Conditions**

Plaza is subject to risks generally incidental to the Canadian real estate, credit, capital and financial markets. Recessional economic conditions, financial liquidity issues, changes to applicable duties, tariffs and trade laws and policies and related economic tensions between governments, and geopolitical uncertainty may result in interruptions and/or volatility in the credit and capital markets, reduced business and consumer confidence, devaluations of assets directly or indirectly linked to the Canadian real estate finance markets and the concurrent reduction or unavailability of long and short-term liquidity from the capital markets at an economic cost of capital. These conditions could have an adverse effect on Plaza and its assets. Inflationary pressures and the resulting economic impacts may also adversely affect the Trust's financial condition and results of operations.

Sensitivity to global economic conditions, and their impact in Canada, may negatively affect the income received from Plaza's properties. Inherent illiquidity may limit Plaza's ability to vary its portfolio in response to changes in the global, national and/or local economic conditions and may ultimately prevent Plaza from implementing its strategies. Increased vacancy rates and difficulties re-leasing properties, commonly associated with recessionary economic conditions, may occur, and may adversely affect the income received from Plaza's real property assets.

### **Status of the REIT**

Plaza is required to comply with specific restrictions regarding its activities and the investments held by it to maintain its mutual fund trust status. Should Plaza cease to qualify as a mutual fund trust, the consequences could be material and adverse. As well, Plaza conducts its affairs in order to qualify as a REIT under applicable tax statutes so that it retains its status as a flow-through vehicle for the particular year. Should Plaza not meet the conditions to qualify as a REIT in a particular year, it may be subject to tax similar to a corporation, which may have an adverse impact on it and its unitholders, on the value of the units and on its ability to undertake financings and acquisitions, and its distributable cash may be materially reduced. Management complies with both the mutual fund trust rules and the REIT rules.

**PART VI**

**RELATED PARTY TRANSACTIONS**

**Notes Payable to Related Parties**

The note payable from the related party was assumed on the Trust’s acquisition of the underlying property in September 2000. It is payable on the sale or refinancing of the underlying property.

<b>(000s)</b>	<b>March 31, 2025</b>	March 31, 2024
<b>Non-interest bearing notes:</b>		
Entities owned (directly or indirectly), controlled or significantly influenced by Michael Zakuta (Trustee)	<b>\$ 261</b>	\$ 261

**Bonds and Debentures Held**

The Trust has placed certain bonds and debentures by way of private placement, in which accredited investors may participate. Employees and trustees of the Trust (individually a “Trustee”, collectively “Trustees”) may be eligible to participate in these private placements, along with non-related parties.

Trustees, directly or indirectly, held mortgage bonds or unsecured debentures of the Trust as follows (stated at face value):

<b>(000s)</b>	<b>March 31, 2025</b>	March 31, 2024
Doug McGregor (Chairman and Trustee)	<b>\$ 400</b>	\$ 400
Stephen Johnson (Trustee)	-	519
Lynda Savoie (Trustee)	<b>15</b>	15
Michael Zakuta (Trustee)	<b>959</b>	1,065
<b>Total</b>	<b>\$ 1,374</b>	\$ 1,999

Key management personnel own \$200 thousand in non-convertible debentures of the Trust at March 31, 2025.

**Other Related Party Transactions**

TC Land LP, an entity controlled by Earl Brewer and Michael Zakuta, leases nine parcels of land to the Trust at market rates. The land leases expire at various times from October 2043 to November 2047, subject to options to renew. All these land leases have options to purchase, of which one is at a fixed price and the others are at fair market value. The business purpose of the leases was to enhance levered equity returns on the affected assets. Land leases reduce Plaza’s equity requirement in the subject projects, spread risk and enhance project feasibility and overall unitholder returns.

<b>(000s)</b>	<b>Land Rent Paid</b>	
<b>Related Parties:</b>	<b>March 31, 2025</b>	March 31, 2024
A company beneficially-owned by Earl Brewer and Michael Zakuta	<b>\$ 301</b>	\$ 301

The Montreal office of Plaza Group Management Limited (a wholly-owned subsidiary of the Trust and Plaza’s internalized property manager) shares office space with a company indirectly owned by Michael Zakuta in an office building owned by that related party. The Trust pays no basic minimum rent for the space.

The Trust has syndicated ownership of certain properties, where accredited investors may participate in the ownership of these properties in common with the Trust. These co-ownerships reduce Plaza’s equity requirement, spread risk and enhance project feasibility and overall unitholder returns. Employees and Trustees were eligible to participate in these co-ownerships, along with non-related parties.

## Plaza Retail REIT

The following related parties hold interests in common with the Trust's interest in the noted properties below:

Property	Ownership%	
	Earl Brewer	Michael Zakuta
Gateway Mall, Sussex, NB	25.00%	21.50%
Mountainview Plaza, Midland, ON and Park Street Plaza, Kenora, ON	4.33%	4.81%
Amherstview, Amherstview, ON and 1865 Scugog St, Port Perry, ON	4.87%	4.67%
KGH Plaza, Miramichi, NB, 681 Mountain Rd., Moncton, NB, 201 Main St., Sussex, NB, and Robie St Truro Plaza, Truro, NS	2.62%	5.08%
Main St Alexandria, Alexandria, ON, Ottawa Street Plaza, Almonte, ON, and Hastings Street Plaza, Bancroft, ON	2.68%	5.19%
Quispamsis Town Centre, Quispamsis, NB	-	5.91%
Scott Street Plaza, St. Catharines, ON, St. Joseph's Boulevard, Orleans, ON, Dufferin and Wilson, Perth, ON, Ontario Street Port Hope, Port Hope, ON, Civic Centre Road, Petawawa, ON, and 615 King Street, Gananoque, ON	2.17%	2.17%
Boulevard Hebert Plaza and Victoria Street Plaza in Edmundston, NB, Grand Falls Shopping Centre and Madawaska Road Plaza, Grand Falls, NB, Connell Road Plaza, Woodstock, NB, Welton Street Plaza, Sydney, NS, and Pleasant Street Plaza and Starrs Road Plaza in Yarmouth, NS	0.69%	5.17%
5628 4th Street NW, Calgary, AB, 303 Main St., Antigonish, NS, 912 East River Rd., New Glasgow, NS, 1 Mont-Royal Ave E, and 8222 Maurice-Duplessis Blvd., Montreal, QC	-	4.28%

The related parties resulting beneficial interest in accounts receivable owing to the Trust from the underlying properties, and in fees earned by a subsidiary of the Trust from the underlying properties are as follows:

(000s)	Related parties' beneficial ownership of accounts receivable balance owing to the Trust from the underlying properties		Related parties' beneficial ownership of fees earned by a subsidiary of the Trust from the underlying properties	
	March 31, 2025	December 31, 2024	March 31, 2025	March 31, 2024
<b>Related Party:</b>				
Earl Brewer	\$ 229	\$ 215	\$ 7	\$ 7
Michael Zakuta	\$ 205	\$ 241	\$ 10	\$ 9

## **PART VII**

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

Disclosure controls and procedures (“DC&P”) are intended to provide reasonable assurance that all material information relating to the Trust is gathered and reported to senior management on a timely basis so that appropriate decisions are made regarding public disclosure. Internal controls over financial reporting (“ICFR”) are intended to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS Accounting Standards. The Trust maintains appropriate DC&P and ICFR (each as further defined in National Instrument 52-109, *Certification of Disclosure in Issuers’ Annual and Interim Filings*) to ensure that information disclosed externally is complete, reliable, and timely.

A control system, no matter how well conceived and operated, can provide only reasonable and not absolute assurance that the objectives of the control system are met. As a result of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues, including instances of fraud, if any, have been detected and they may not prevent or detect misstatements. These inherent limitations include, amongst other items: (i) that management’s assumptions and judgments could ultimately prove to be incorrect under varying conditions and circumstances; or (ii) the impact of isolated errors.

Additionally, controls may be circumvented by the unauthorized acts of individuals, by collusion of two or more people, or by management override. The design of any system of controls is also based, in part, upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions.

The Trust’s Chief Executive Officer and Chief Financial Officer have evaluated or caused an evaluation under their direct supervision of, the design and effectiveness of the Trust’s DC&P and ICFR (as defined in National Instrument 52-109, *Certification of Disclosure in Issuers’ Annual and Interim Filings*) as at March 31, 2025. Based on this evaluation, the Trust has concluded that the design and operation of the Trust’s DC&P and ICFR were effective as at March 31, 2025 in order to provide reasonable assurance that material information relating to the Trust would have been known to them by others and that information required to be disclosed by the Trust is recorded, processed, summarized, and reported on a timely basis and within the time period specified in securities legislation. Management has also determined that as at March 31, 2025, the Trust’s ICFR were appropriately designed and were operating effectively in accordance with the criteria established in the Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission.

During the three months ended March 31, 2025, there were no changes in the Trust’s DC&P and ICFR that occurred that have materially affected, or are reasonably likely to materially affect, the Trust’s DC&P and ICFR.

### **CRITICAL ACCOUNTING POLICIES**

#### **Critical Accounting Estimates**

The preparation of the Trust’s consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of certain assets and liabilities at the reporting date and the reported amounts of revenues and expenses during the reporting period. The estimates and judgments include the assessment of fair values, the discount rates used in the valuation of the Trust’s assets and liabilities, capitalization rates, the relative credit worthiness of the Trust to its counterparties, the determination of the accounting basis for investments and joint arrangements, the amount of borrowing costs to capitalize to properties under development and the selection of accounting policies. Management bases its judgments and estimates on historical experience and other factors it believes to be reasonable under the circumstances. However, uncertainty about underlying judgments and assumptions could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

Major sources of estimation uncertainty and the assumptions that have a significant risk of resulting in a material adjustment to the carrying values of assets and liabilities within the next financial year relate to the following:

- (i) Investment properties

Determining the fair value of investment properties is a major source of estimation uncertainty. Investment properties, which are carried on the condensed interim consolidated statements of financial position at fair value, are valued by the Trust’s internal valuation team using internal financial information, external market data and capitalization rates provided by independent industry experts. The valuations are based on a number of significant assumptions, such as capitalization rates, and future

stabilized net operating income. The determination of future stabilized net operating income involves assumptions regarding future rental income and operating expenses. Should the underlying assumptions change, actual results could differ from the estimates.

Income producing properties are valued using the direct capitalization method. Under this method, fair value is estimated by applying capitalization rates to future stabilized net operating income (property revenue less property operating expenses), with the resulting value reduced by any costs required to achieve stabilization. Future stabilized net operating income adjusts net operating income for items such as market property management fees, or in the case of development properties, to reflect full intended occupancy (less a normal vacancy allowance). The Trust utilizes external market data and quarterly capitalization rate matrices provided by an external appraiser as sources of market information. The capitalization rate matrices provide a range of rates for various geographic regions and for various types and qualities of properties within each region. To the extent that capitalization rate ranges change from one reporting period to the next or should another rate within the provided ranges be more appropriate than the rate previously used, the fair value of the investment properties would increase or decrease accordingly.

Plaza also engaged leading independent national real estate appraisal firms with representation and expertise across Canada, and specifically in the markets in which the Trust operates. These external appraisals were used by Management to assist in the validation of the market assumptions and market data used as part of its internal valuation model. For the three months ended March 31, 2025, the Trust obtained external property appraisals representing approximately 19.7% (December 31, 2024 – 20.1%) of the Trust's investment properties.

At March 31, 2025, a decrease of 0.25% in the capitalization rates used to determine the fair value of investment properties would have resulted in an increase in investment properties of approximately \$42.4 million. An increase of 0.25% in the capitalization rates used would have resulted in a decrease in investment properties of approximately \$39.3 million.

### FUTURE ACCOUNTING POLICY CHANGES

On April 9, 2024, the IASB issued IFRS 18 Presentation and Disclosure in Financial Statements that will replace IAS 1 Presentation of Financial Statements. IFRS 18 introduces new requirements to increase comparability of similar entities, especially related to how operating profit and loss is defined.

IFRS 18 applies for annual reporting periods beginning on or after January 1, 2027. Earlier application is permitted.

IFRS 18 introduces a defined structure for the statement of profit or loss that is composed of categories and required subtotals into one of five categories: (1) operating, (2) investing, (3) financing, (4) income taxes, and (5) discontinued operations. Management-defined performance measures (MPMs) will be required to be disclosed in a single note in the financial statements. In addition, all entities will be required to use the operating profit subtotal as the starting point for the statement of cash flows when presenting operating cash flows under the indirect method.

Plaza is still in the process of assessing the impact of the new standard, particularly with respect to the structure of the consolidated statement of comprehensive income, the statements of cash flow and the additional disclosures required for MPMs. Plaza intends to adopt IFRS 18 in its consolidated financial statements beginning on January 1, 2027, when the standard becomes effective.

### EXPLANATION OF NON-GAAP FINANCIAL MEASURES

The measures below are not defined by IFRS Accounting Standards, and therefore should not be considered as alternatives to profit or net income calculated in accordance with IFRS Accounting Standards.

**Funds From Operations (FFO) and Adjusted Funds From Operations (AFFO)** are non-GAAP financial measures. FFO and AFFO are industry terms commonly used in the real estate industry and their calculations are prescribed in publications of the Real Property Association of Canada ("REALPAC"). Plaza calculates FFO and AFFO in accordance with REALPAC's publications.

FFO and AFFO as calculated by Plaza may not be comparable to similar titled measures reported by other entities. FFO is an industry standard widely used for measuring operating performance and is exclusive of unrealized changes in the fair value of investment properties, deferred income taxes and gains or losses on property dispositions. AFFO is an industry standard widely used for measuring recurring or sustainable economic operating performance and AFFO further primarily adjusts FFO for operating capital and leasing (both internal and external) requirements that must be made to preserve the existing rental stream. Capital expenditures which generate a new investment or revenue stream, such as the development of a new property or the construction of a new retail pad during property expansion or intensification would not be included in determining AFFO. See

the reconciliation of FFO and AFFO to profit for the period attributable to unitholders in Part II of this MD&A under the heading “Property and Corporate Financial Performance”.

Plaza considers FFO and AFFO meaningful additional measures as they adjust for certain non-cash and other items that do not necessarily provide an appropriate picture of the Trust’s recurring performance. They more reliably show the impact on operations of trends in occupancy levels, rental rates, net property operating income, interest costs and sustaining capital expenditures compared to profit determined in accordance with IFRS Accounting Standards. As well, FFO and AFFO allow some comparability amongst different real estate entities using the same definition of FFO and AFFO.

**FFO per unit and AFFO per unit** are non-GAAP financial measures. FFO per unit and AFFO per unit as calculated by Plaza may not be comparable to similar titled measures reported by other entities. Plaza calculates FFO per unit and AFFO per unit as FFO or AFFO divided by the weighted average number of units outstanding.

**Distributions as a percentage of basic FFO and distributions as a percentage of basic AFFO** are non-GAAP financial measures. Distributions as a percentage of basic FFO and basic AFFO as calculated by Plaza may not be comparable to similar titled measures reported by other entities. Plaza calculates distributions as a percentage of basic FFO and distributions as a percentage of basic AFFO as gross distributions to unitholders divided by basic FFO or basic AFFO.

**Adjusted Earnings Before Interest, Taxes, Depreciation, and Amortization (Adjusted EBITDA)** is a non-GAAP financial measure. Adjusted EBITDA, as calculated by Plaza, may not be comparable to similarly titled measures reported by other entities. Adjusted EBITDA is used in calculations that measure the Trust’s ability to service debt. Its calculation is profit before finance costs, income tax expense, depreciation and amortization expense, gains/losses on property dispositions, unrealized changes from fair value adjustments, transaction costs expensed as a result of the purchase of a business or properties, and net revaluation of interest rate swaps. See the reconciliation of Adjusted EBITDA to profit for the period in Part III of this MD&A under the heading “Capital Resources, Equity and Debt Activities – Debt Service Ratios”.

**Net Property Operating Income (NOI)** is an industry term in widespread use. The Trust includes NOI as an additional non-GAAP financial measure in its consolidated statement of comprehensive income. NOI as calculated by Plaza may not be comparable to similar titled measures reported by other entities. Plaza considers NOI a meaningful additional measure of operating performance of property assets, prior to financing considerations. Its calculation is total revenues less total operating expenses as shown in the consolidated statements of comprehensive income (property revenues less total property operating costs).

**Same-Asset Net Property Operating Income (Same-asset NOI)** is a non-GAAP financial measure. Same-asset NOI, as calculated by Plaza, may not be comparable to similarly titled measures reported by other entities. Same-asset NOI is used by Plaza to evaluate the period over period performance of those properties owned by Plaza since January 1, 2024 and excludes partial year results from certain assets due to timing of acquisition, development, redevelopment or disposition. Its calculation is revenues less operating expenses for the same-asset pool of properties. The revenues or operating expenses exclude the impact of non-cash straight-line rent, administrative expenses charged to NOI, property tax settlements and lease termination revenue. Excluding these items enables the users to better understand the period over period performance for a consistent pool of assets from contractual rental rate changes embedded in lease agreements, and the impact of leasing and occupancy on the same-asset portfolio. See the reconciliation of same-asset NOI to NOI in Part II of this MD&A under the heading “Property and Corporate Financial Performance”.

**Interest coverage ratio and debt coverage ratio** are non-GAAP financial measures. Interest coverage ratio and debt coverage ratio, as calculated by Plaza, may not be comparable to similarly titled measures reported by other entities. Plaza calculates the interest coverage ratio and debt coverage ratio as adjusted EBITDA divided by finance costs and adjusted EBITDA divided by total debt service, respectively. Finance costs are defined for this calculation as finance costs - operations as per the consolidated statements of comprehensive income (loss) excluding mark-to-market adjustments, convertible debenture issuance costs, loan defeasance and early mortgage discharge fees, and distributions on Class B exchangeable LP units recorded in finance costs - operations. Total debt service is defined for this calculation as finance costs, as defined above, plus periodic mortgage principal repayments and right-of-use land lease principal repayments.

**Debt to gross assets including right-of-use land leases and debt to gross assets excluding right-of-use land leases** are non-GAAP financial measures. Debt to gross assets including right-of-use land leases and debt to gross assets excluding right-of-use land leases, as calculated by Plaza, may not be comparable to similarly titled measures reported by other entities. Plaza calculates the debt to gross assets including right-of-use land leases as total debt including the face value of convertible debentures divided by total gross assets, with both total debt and total gross assets including right-of-use land lease liabilities and assets, respectively. Plaza calculates the debt to gross assets excluding right-of-use land leases as total debt excluding right-of-use land lease liabilities divided by total gross assets excluding right-of-use land lease assets. Total debt is defined for this calculation as mortgage bonds,

## Plaza Retail REIT

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mortgages payable, face value of convertible debentures, non-convertible debentures, notes payable, right-of-use land lease liabilities (except when excluded per above) and bank indebtedness.

**Net debt to Adjusted EBITDA including right-of-use land leases and net debt to Adjusted EBITDA excluding right-of-use land leases** are non-GAAP financial measures. Net debt to Adjusted EBITDA including right-of-use land leases and net debt to Adjusted EBITDA excluding right-of-use land leases, as calculated by Plaza, may not be comparable to similarly titled measures reported by other entities. Plaza calculates the net debt as debt as defined above less cash as reported on the consolidated statements of financial position. Plaza calculates the net debt to Adjusted EBITDA including right-of-use land leases as net debt divided by Adjusted EBITDA, with net debt including right-of-use land lease liabilities. Plaza calculates the net debt to Adjusted EBITDA excluding right-of-use land leases as net debt excluding right-of-use land lease liabilities divided by Adjusted EBITDA.

### ADDITIONAL INFORMATION

Additional information relating to Plaza, including other required continuous disclosure documents, has been filed electronically with Canadian securities regulatory authorities on SEDAR+ and can be accessed at [www.sedarplus.ca](http://www.sedarplus.ca).

### PROPERTIES OF THE TRUST

A chart listing the Trust's properties at March 31, 2025, can be accessed on Plaza's website at <http://plaza.ca/financial-reports-presentations-and-other-filings/>.

**Plaza Retail REIT**  
**Condensed Interim Consolidated Statements of Financial Position**  
(unaudited)  
(in thousands of Canadian dollars)

March 31, December 31,  
2025 2024

**Assets**

**Non-Current Assets**

Investment properties (Note 4)	\$ 1,166,322	\$ 1,155,872
Investments	57,287	57,594
Tenant loans	459	493
Derivative assets (Note 11)	618	1,077
Deferred income tax asset	278	285
<b>Total non-current assets</b>	<b>1,224,964</b>	<b>1,215,321</b>

**Current Assets**

Cash	9,421	8,868
Receivables (Note 5)	4,113	3,109
Investment properties held for sale (Note 4(f))	3,834	-
Prepaid expenses and deposits (Note 6)	2,933	4,391
Tenant loans	66	55
Notes and advances receivable (Note 7)	8,226	8,226
<b>Total current assets</b>	<b>28,593</b>	<b>24,649</b>
<b>Total assets</b>	<b>\$ 1,253,557</b>	<b>\$ 1,239,970</b>

**Liabilities and Unitholders' Equity**

**Non-Current Liabilities**

Debentures payable (Note 8)	\$ 8,005	\$ 3,530
Mortgages payable and other loans (Note 10)	431,045	445,866
Derivative liabilities (Note 11)	1,265	868
Right-of-use land lease liabilities (Note 13)	63,640	62,752
Deferred income tax liability	10,513	10,586
<b>Total non-current liabilities</b>	<b>514,468</b>	<b>523,602</b>

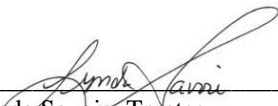
**Current Liabilities**

Current portion of debentures payable (Note 8)	19,083	24,916
Current portion of mortgage bonds payable (Note 9)	2,703	2,701
Bank indebtedness (Note 12)	30,563	25,430
Current portion of mortgages payable and other loans (Note 10)	107,351	89,981
Accounts payable, accrued liabilities, tenant payables and tenant deposits (Note 14)	27,748	23,610
Current portion of right-of-use land lease liabilities (Note 13)	882	832
Notes payable (Note 15)	1,209	1,209
Class B exchangeable LP units (Note 20)	4,359	4,093
<b>Total current liabilities</b>	<b>193,898</b>	<b>172,772</b>
<b>Total liabilities</b>	<b>708,366</b>	<b>696,374</b>

Unitholders' equity	542,416	540,815
Non-controlling interests	2,775	2,781
<b>Total unitholders' equity</b>	<b>545,191</b>	<b>543,596</b>
<b>Total liabilities and unitholders' equity</b>	<b>\$ 1,253,557</b>	<b>\$ 1,239,970</b>

Subsequent events – see Note 25

  
\_\_\_\_\_  
Doug McGregor, Trustee  
Chair of the Board

  
\_\_\_\_\_  
Lynda Savoie, Trustee  
Chair of the Audit Committee

See accompanying notes which are an integral part of these condensed interim consolidated financial statements.

## Plaza Retail REIT

### Condensed Interim Consolidated Statements of Comprehensive Income

(unaudited)

(in thousands of Canadian dollars)

3 Months Ended  
March 31,  
2025

3 Months Ended  
March 31,  
2024

Revenues (Note 16)	\$ 31,137	\$ 29,571
Operating expenses (Note 17)	(12,793)	(11,519)
<b>Net property operating income</b>	<b>18,344</b>	18,052
Share of profit of associates	103	1,021
Administrative expenses (Note 18)	(2,631)	(2,460)
Investment income	279	339
Other income	591	606
<b>Income before finance costs, fair value adjustments and income taxes</b>	<b>16,686</b>	17,558
Finance costs - operations (Note 19)	(7,841)	(7,408)
Finance costs - net change in fair value of convertible debentures (Note 8)	(169)	75
Finance costs - net change in fair value of Class B exchangeable LP units (Note 20(b))	(266)	69
Finance costs - net change in fair value of interest rate swaps (Note 11)	(856)	974
Net change in fair value of right-of-use land lease assets (Note 4)	(217)	(203)
Impairment of notes receivables (Note 7)	(152)	(112)
Net change in fair value of investment properties (Note 4)	2,136	(1,312)
<b>Profit before income tax</b>	<b>9,321</b>	9,641
Income tax expense		
- Current	(68)	(85)
- Deferred	66	(100)
	(2)	(185)
<b>Profit and total comprehensive income for the period</b>	<b>\$ 9,319</b>	\$ 9,456
<b>Profit and total comprehensive income for the period attributable to:</b>		
- Unitholders	\$ 9,301	\$ 9,404
- Non-controlling interests	18	52
	<b>\$ 9,319</b>	\$ 9,456

See accompanying notes which are an integral part of these condensed interim consolidated financial statements.

## Plaza Retail REIT

### Condensed Interim Consolidated Statements of Changes in Unitholders' Equity

(in thousands of Canadian dollars)

	Trust Units (Note 20)	Retained Earnings	Unitholders' Equity	Non- Controlling Interests	Total Equity
<b>Balance as at January 1, 2024</b>	\$ 313,442	\$ 233,045	\$ 546,487	\$ 2,437	\$ 548,924
Profit and total comprehensive income for the period	-	9,404	9,404	52	9,456
Transactions with unitholders, recorded directly in equity:					
- Repurchase of units under normal course issuer bid	(14)	(4)	(18)	-	(18)
- Distributions declared to unitholders (Note 21)	-	(7,724)	(7,724)	-	(7,724)
- Contributions to non-controlling interests	-	-	-	(24)	(24)
<b>Balance as at March 31, 2024</b>	<b>\$ 313,428</b>	<b>\$ 234,721</b>	<b>\$ 548,149</b>	<b>\$ 2,465</b>	<b>\$ 550,614</b>
<b>Balance as at January 1, 2025</b>	\$ 313,631	\$ 227,184	\$ 540,815	\$ 2,781	\$ 543,596
Profit and total comprehensive income for the period	-	9,301	9,301	18	9,319
Transactions with unitholders, recorded directly in equity:					
- Issuance of units under the RU plan	28	-	28	-	28
- Distributions declared to unitholders (Note 21)	-	(7,728)	(7,728)	-	(7,728)
- Contributions to non-controlling interests	-	-	-	(24)	(24)
<b>Balance as at March 31, 2025</b>	<b>\$ 313,659</b>	<b>\$ 228,757</b>	<b>\$ 542,416</b>	<b>\$ 2,775</b>	<b>\$ 545,191</b>

See accompanying notes which are an integral part of these condensed interim consolidated financial statements.

**Plaza Retail REIT**  
**Condensed Interim Consolidated Statements of Cash Flows**

(unaudited)

(in thousands of Canadian dollars)

**3 Months**  
**Ended**  
**March 31,**  
**2025**

**3 Months**  
**Ended**  
**March 31,**  
**2024**

**Cash obtained from (used for):**

**Operating activities**

Profit and total comprehensive income for the period	\$ 9,319	\$ 9,456
Items not affecting cash:		
Finance costs - operations (Note 19)	7,841	7,408
Share of profit of associates	(103)	(1,021)
Net change in fair value of investment properties	(2,136)	1,312
Net change in fair value of convertible debentures	169	(75)
Net change in fair value of Class B exchangeable LP units	266	(69)
Net change in fair value of interest rate swaps (Note 11 and 24)	856	(974)
Net change in fair value of right-of-use land lease assets	217	203
Issuance of units under the RU plan	28	-
Impairment of notes receivable	152	112
Current and deferred income taxes	2	185
Straight-line rent (Note 16)	(94)	(43)
Interest paid	(6,910)	(6,330)
Imputed interest paid on right-of-use land lease liabilities (Note 19)	(634)	(629)
Cash distributions paid to Class B exchangeable LP unitholders (Note 19)	(81)	(81)
Income taxes paid	(77)	(219)
Distributions from equity accounted investments	410	340
Leasing commissions paid (Note 22(c))	(103)	(133)
Change in non-cash working capital (Note 22(a))	4,309	4,584
	<b>13,431</b>	<b>14,026</b>

**Financing activities**

Cash distributions paid to unitholders	(7,728)	(7,724)
Repurchase of units under normal course issuer bid (Note 20)	-	(18)
Gross mortgage proceeds	3,912	10,990
Fees incurred for placement of mortgages	(67)	(19)
Mortgages repaid	(3,340)	(7,362)
Mortgages repaid on disposal of investment properties and land (Note 4(d))	-	(647)
Periodic mortgage principal repayments	(3,206)	(2,991)
Right-of-use land lease principal repayments	(217)	(203)
Redemption of mortgage bonds	-	(1,410)
Gross proceeds from non-convertible debentures (Note 8)	63	2,150
Redemption of debentures (Note 8)	(1,575)	(401)
Fees incurred for placement of mortgage bonds and debentures	(22)	(3)
Increase in notes payable	-	-
	<b>(12,180)</b>	<b>(7,638)</b>

**Investing activities**

Investment properties – additions (Note 22(c))	(4,424)	(12,376)
Investment properties – acquisitions (Note 4(g) and 22(c))	(5,567)	-
Proceeds from disposal of investment properties and land (Note 4(d))	3,367	636
Proceeds from assets previously held for sale (Note 4(d))	-	1,140
Contributions to non-controlling interests, recorded in non-controlling interests and in liabilities	(28)	(52)
Decrease in deposits for acquisitions and financings (Note 6)	950	63
Increase in notes and advances receivable	(152)	(304)
Repayment of tenant loans	23	17
	<b>(5,831)</b>	<b>(10,876)</b>

**Net decrease in cash**

Cash less bank indebtedness, beginning of the period	(16,562)	(38,476)
<b>Cash less bank indebtedness, end of the period</b>	<b>\$ (21,142)</b>	<b>\$ (42,964)</b>

See accompanying notes which are an integral part of these condensed interim consolidated financial statements.

# Plaza Retail REIT

## Notes to the Condensed Interim Consolidated Financial Statements

March 31, 2025

(unaudited, tabular amounts in thousands of Canadian dollars, except per unit amounts and as otherwise indicated)

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### 1. Reporting Entity

Plaza Retail REIT (the “Trust” or “Plaza”) is an unincorporated “open-ended” real estate investment trust established pursuant to its declaration of trust dated as of November 1, 2013 and amended as of March 26, 2020 (the “Declaration of Trust”) and is governed by the laws of the Province of Ontario. The address of the Trust’s head office is 98 Main Street, Fredericton, New Brunswick. The Trust operates a retail real estate ownership and development business in Canada. Management does not distinguish or group its operations by geography or any other basis when measuring its performance or making decisions. Accordingly, the Trust has a single reportable segment for disclosure purposes.

### 2. Basis of Preparation

#### *Statement of Compliance*

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard (“IAS”) 34, *Interim Financial Reporting*, as issued by the International Accounting Standards Board (“IASB”). The condensed interim consolidated financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the annual financial statements for the year ended December 31, 2024 and 2023, which have been prepared in accordance with IFRS Accounting Standards, as issued by the IASB. These condensed interim consolidated financial statements follow the same accounting policies as described in the annual financial statements for the year ended December 31, 2024.

The condensed interim consolidated financial statements were authorized for issue by the Audit Committee on behalf of the Board of Trustees (the “Board”) of the Trust on May 7, 2025.

### 3. Summary of Material Accounting Policies

#### *(i) Future Accounting Policy Changes*

On April 9, 2024, the IASB issued IFRS 18 *Presentation and Disclosure in Financial Statements* to improve reporting of financial performance. IFRS 18 replaces IAS 1 *Presentation of Financial Statements*. It carries forward many requirements from IAS 1 unchanged.

IFRS 18 applies for annual reporting periods beginning on or after January 1, 2027. Earlier application is permitted.

The new Accounting Standard introduces significant changes to the structure of a company’s income statement, more discipline and transparency in presentation of management's own performance measures (commonly referred to as 'non-GAAP measures,') and less aggregation of items into large, single numbers.

The main impacts of the new Accounting Standard include:

- introducing a newly defined ‘operating profit’ subtotal and a requirement for all income and expenses to be allocated between three new distinct categories based on a company’s main business activities (i.e. operating, investing and financing);
- requiring disclosure about management performance measures (MPMs); and
- adding new principles for aggregation and disaggregation of information.

Plaza intends to adopt IFRS 18 in its consolidated financial statements beginning on January 1, 2027, when the standard becomes effective.

## Plaza Retail REIT

### Notes to the Condensed Interim Consolidated Financial Statements

March 31, 2025

(unaudited, tabular amounts in thousands of Canadian dollars, except per unit amounts and as otherwise indicated)

#### 4. Investment Properties

	March 31, 2025 <sup>(1)</sup>				December 31, 2024 <sup>(1)</sup>			
	Income producing properties	Properties under development	ROU land lease assets	Total	Income producing properties	Properties under development	ROU land lease assets	Total
Balance, beginning of the period:	\$ 1,078,098	\$ 14,190	\$ 63,584	\$ 1,155,872	\$ 1,036,377	\$ 72,886	\$ 64,402	\$ 1,173,665
Additions (deductions):								
Additions to investment properties (Note 22(c))	1,773	2,035	-	3,808	9,122	11,903	-	21,025
Acquisitions of investment Properties (Note 22(c))	10,675	-	-	10,675	-	-	-	-
Disposals (Note 4(d))	(3,367)	-	-	(3,367)	(28,147)	-	-	(28,147)
Transfers	879	(879)	-	-	68,986	(68,986)	-	-
Straight line rent receivable change	94	-	-	94	448	76	-	524
Reclass to investment properties held for sale (Note 4(f))	(3,834)	-	-	(3,834)	-	-	-	-
Change in fair value – income producing and under development	2,456	(320)	-	2,136	(8,688)	(1,689)	-	(10,377)
Change in fair value – right-of-use land lease assets	-	-	(217)	(217)	-	-	(818)	(818)
Impact of remeasurement of lease liability on right-of-use land lease assets	-	-	1,155	1,155	-	-	-	-
Balance, end of the period:	\$ 1,086,774	\$ 15,026	\$ 64,522	\$ 1,166,322	\$ 1,078,098	\$ 14,190	\$ 63,584	\$ 1,155,872

<sup>(1)</sup> Reconciling numbers between the opening and ending balance for March 31, 2025, include three months of activity and between the opening and ending balance for December 31, 2024 include twelve months of activity.

The majority of the Trust's income producing properties and properties under development have been pledged as security under various debt agreements.

#### Fair value disclosure

Investment properties (including those owned through equity accounted joint ventures and associate investments) are measured at fair value using valuations prepared by the Trust's internal valuation team. The significant unobservable inputs include capitalization rates and future stabilized net operating income, which is supported by the terms of existing leases in place and current market rents to renew or lease up vacant or expiring space, adjusted for estimated or normalized vacancy rates based on market conditions and factoring in expected maintenance costs.

#### Income Producing Properties

Income producing properties are valued using the direct capitalization method. Under this method, fair value is estimated by applying capitalization rates to future stabilized net operating income (property revenue less property operating expenses), with the resulting value reduced by any costs required to achieve stabilization. Future stabilized net operating income adjusts net operating income for items such as market property management fees, or in the case of development properties, to reflect full intended occupancy (less a normal vacancy allowance). The Trust utilizes external market data and quarterly capitalization rate matrices provided by an external appraiser as sources of market information. The capitalization rate matrices provide a range of rates for various geographic regions and for various types and qualities of properties within each region. To the extent that capitalization rate ranges change from one reporting period to the next or should another rate within the provided ranges be more appropriate than the rate previously used, the fair value of the investment properties would increase or decrease accordingly.

Plaza also engaged leading independent national real estate appraisal firms with representation and expertise across Canada, and specifically in the markets in which the Trust operates. These external appraisals were used by Management to assist in the validation of the market assumptions and market data used as part of its internal valuation model. For the three months ended March 31, 2025, the Trust utilized external property appraisals representing approximately 19.7% (December 31, 2024 – 20.1%) of the Trust's investment properties.

## Plaza Retail REIT

### Notes to the Condensed Interim Consolidated Financial Statements

March 31, 2025

(unaudited, tabular amounts in thousands of Canadian dollars, except per unit amounts and as otherwise indicated)

As at March 31, 2025 the Trust has utilized the following range of capitalization rates:

	Number of Properties <sup>(1)</sup>	Weighted average capitalization rates <sup>(1)</sup>	Capitalization Rate Matrix Ranges	
			Primary Market	Secondary Market
Freestanding or Mini Box	64	6.32%	5.25% - 8.25%	5.75% - 9.75%
Quick Service Restaurant	33	6.45%	5.50% - 8.25%	5.50% - 10.00%
Anchored Open-Air Centre – Class A	18	6.46%	5.25% - 8.00%	5.75% - 8.75%
Anchored Open-Air Centre – Class B	41	6.94%	5.50% - 9.00%	6.25% - 10.00%
Unanchored Open-Air Centre	31	7.39%	5.50% - 9.00%	6.50% - 11.50%
Enclosed Malls – Community	3	9.80%	8.00% - 12.50%	7.75% - 13.50%
	190	6.84%		

<sup>(1)</sup> Excludes non-consolidated trusts and partnerships.

Freestanding or Mini Box - defined as a freestanding retail, non-restaurant uses such as a pharmacy or equivalent national box retailer. May include nominal additional gross leasable area (“GLA”) if the additional GLA is 15% or less than the total GLA or gross revenue.

Quick Service Restaurant – defined as freestanding retail quick-service restaurant.

Anchored Open-Air Centre – Class A - defined as a food or equivalent-anchored retail open-air centre, 20,000-125,000 square feet and where the anchor tenant(s) represents 70% or more of GLA or gross revenue.

Anchored Open-Air Centre – Class B - defined as a food or equivalent-anchored retail open-air centre, 20,000-200,000 square feet and where the anchor tenant(s) represents less than 70% of GLA or gross revenue.

Unanchored Open-Air Centre – defined as an unanchored retail open-air centre less than 75,000 square feet.

Enclosed Malls - Community – defined as an enclosed community mall with food or department/junior department store or equivalent anchors.

#### Fair Value Sensitivity

The estimated fair values of investment properties are most sensitive to changes in capitalization rates and future stabilized net operating income. A change in the applied capitalization rates and future stabilized net operating income at March 31, 2025 would result in an increase (decrease) in the fair value of investment properties as follows:

Capitalization Rate Change	Future Stabilized Net Operating Income Change <sup>(1)</sup>						
	(\$5,000)	(\$3,000)	(\$1,000)	-	\$1,000	\$3,000	\$5,000
(0.75%)	\$56,054	\$88,791	\$121,527,	\$137,896	\$154,264	\$187,001	\$219,738
(0.50%)	\$9,629	\$41,055	\$72,482	\$88,195	\$103,908	\$135,335	\$166,761
(0.25%)	(\$33,169)	(\$2,950)	\$27,268	\$42,378	\$57,487	\$87,706	\$117,924
-	(\$72,754)	(\$43,652)	(\$14,551)	-	\$14,511	\$43,652	\$72,754
0.25%	(\$109,479)	(\$81,414)	(\$53,349)	(\$39,316)	(\$25,284)	\$2,781	\$30,846
0.50%	(\$143,647)	(\$116,546)	(\$89,445)	(\$75,895)	(\$62,345)	(\$35,244)	(\$8,143)
0.75%	(\$175,518)	(\$149,317)	(\$123,116)	(\$110,016)	(\$96,915)	(\$70,714)	(\$44,513)

<sup>(1)</sup> Includes assets held for sale and excludes right of use land lease assets and non-consolidated trusts and partnerships.

Although the fair value of investment properties reflects the Trust’s best estimates as at March 31, 2025, the Trust continues to review its future stabilized net operating income and cash flow projections and valuation of investment properties considering the current macro-economic and geopolitical environment. Certain aspects of Plaza’s operations could be further affected, including rental and occupancy rates, consumer demand and demand for retail space, capitalization rates, temporary or long-term labour or supply chain disruptions and the impact on construction costs and development projects, and the resulting value of Plaza’s properties.

**Plaza Retail REIT**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**March 31, 2025**

(unaudited, tabular amounts in thousands of Canadian dollars, except per unit amounts and as otherwise indicated)

As at December 31, 2024 the Trust has utilized the following range of capitalization rates:

	Number of Properties <sup>(1)</sup>	Weighted average capitalization rates <sup>(1)</sup>	Capitalization Rate Matrix Ranges	
			Primary Market	Secondary Market
Freestanding or Mini Box	63	6.30%	5.25% - 8.25%	5.75% - 9.75%
Quick Service Restaurant	33	6.59%	5.50% - 8.25%	5.50% - 10.00%
Anchored Open-Air Centre – Class A	18	6.47%	5.25% - 8.00%	5.75% - 8.75%
Anchored Open-Air Centre – Class B	41	7.00%	5.50% - 9.00%	6.25% - 10.00%
Unanchored Open-Air Centre	31	7.37%	5.50% - 9.00%	6.50% - 11.50%
Enclosed Malls – Community	3	9.80%	8.00% - 12.50%	7.75% - 13.50%
	189	6.87%		

<sup>(1)</sup> Excludes non-consolidated trusts and partnerships.

**Properties Under Development**

Properties under development are valued using the same valuation approach, as noted above for income producing properties. The resulting values are reduced by future cash outlays for costs to complete the development and achieve stabilization, including construction, development, lease-up and related costs.

*(a) Straight-line Rent*

Included in investment properties at March 31, 2025 is \$11.9 million (December 31, 2024 - \$11.8 million) of straight-line rents receivable arising from the recognition of rental revenue on a straight-line basis over the lease terms in accordance with IFRS 16, *Leases*.

*(b) Surplus Land*

Included in investment properties at March 31, 2025 is \$5.5 million of surplus lands at fair value (December 31, 2024 - \$8.6 million).

*(c) Borrowing Costs*

The total amount of borrowing costs capitalized for the period ended March 31, 2025 is \$135 thousand (for the period ended March 31, 2024 - \$927 thousand).

## Plaza Retail REIT

### Notes to the Condensed Interim Consolidated Financial Statements

March 31, 2025

(unaudited, tabular amounts in thousands of Canadian dollars, except per unit amounts and as otherwise indicated)

#### (d) Disposals

Properties Disposed	% Disposed	Gross Proceeds	Gross Proceeds
		Three Months Ended March 31, 2025 <sup>(1)</sup>	Year Ended December 31, 2024
Quick Service Restaurants and other non-core assets	100%	\$ 316	\$ 24,837
Non-core asset in Windsor, ON	100%	-	4,450
Land in Barrie, ON		3,051	-
Total disposals		\$ 3,367	\$ 29,287
Less: assets previously held for sale		-	(1,140)
Disposals excluding assets previously held for sale		\$ 3,367	\$ 28,147

<sup>(1)</sup> Gross proceeds after closing costs, before repayment of mortgages.

Reconciliation of disposals with the Statements of Cash Flows	Net Proceeds	Net Proceeds
	Three Months Ended March 31, 2025	Year Ended December 31, 2024
Total disposals	\$ 3,367	\$ 29,287
Mortgages repaid on disposal	-	(4,401)
<b>Net proceeds - cash</b>	<b>\$ 3,367</b>	<b>\$ 24,886</b>
Recorded on the Statement of Cash Flows in:		
Investing activities: Proceeds from disposal of investment properties and land	\$ 3,367	\$ 28,147
Financing activities: Mortgages repaid on disposal of investment properties and land	-	(4,401)
Investing activities: Proceeds from assets previously held for sale	-	1,140
<b>Net proceeds - cash</b>	<b>\$ 3,367</b>	<b>\$ 24,886</b>

#### (e) Right-of-use land lease assets

The Trust has investment properties located on land which is leased. The Trust has 26 long-term land leases (affecting 26 properties). Land leases expire (excluding any non-automatic renewal periods) on dates ranging from 2027 to 2084 with an average life of 29 years, with some of the leases also containing non-automatic renewal options, extending the average life of the leases to 55 years including these non-automatic renewal options.

On March 26, 2025, the Trust renewed five right-of-use land lease agreements, resulting in the extension of the lease term and to establish future market rental rates. In addition, during the period there was a change in managements assumptions for a land lease renewal. In accordance with IAS 16, the right-of-use land lease assets and right-of-use land lease liabilities are required to be remeasured using the revised lease term, payments and discount rate as of the effective date of the lease renewal. This remeasurement has resulted in an increase to the land lease assets of \$1.2 million and an increase in the land lease liabilities of \$1.2 million.

#### (f) Investment properties held for sale

As at March 31, 2025, the Trust segregated two investment properties located in New Brunswick and Ontario as held for sale with a fair value of \$3.8 million (December 31, 2024 \$ nil).

#### (g) Acquisitions of Investment Properties

During the quarter, the Trust acquired the remaining 50% interest in two properties located in Halifax, NS for \$10.7 million from its previous co-owner. The Trust now owns a 100% interest in the properties. Net of assumption of debt, total cash consideration paid was \$5.6 million.

## Plaza Retail REIT

### Notes to the Condensed Interim Consolidated Financial Statements

March 31, 2025

(unaudited, tabular amounts in thousands of Canadian dollars, except per unit amounts and as otherwise indicated)

#### 5. Receivables

Receivables consist of the following:

	March 31, 2025	December 31, 2024
Tenant accounts receivable, net of allowance	\$ 34	\$ 369
Tenant CAM and tax recovery accrual	2,038	920
Tenant accounts receivable – annual tax billings	421	74
Excise tax	942	783
Other receivables <sup>(1)</sup>	678	963
<b>Total receivables</b>	<b>\$ 4,113</b>	<b>\$ 3,109</b>

<sup>(1)</sup> A significant portion of other receivables are collectible from non-consolidated entities.

The Trust determines its allowance for doubtful accounts on a tenant-by-tenant basis using an expected credit loss model taking into consideration lease terms, industry conditions and status of the tenants' accounts, among other factors. Accounts are written off only when all collection efforts have been exhausted. The allowance for doubtful accounts balance at March 31, 2025 is \$227 thousand (December 31, 2024 - \$227 thousand). This amount is deducted from tenant accounts receivable.

#### 6. Prepaid Expenses and Deposits

Prepaid expenses and deposits consist of the following:

	March 31, 2025	December 31, 2024
Prepaid expenses	\$ 1,189	\$ 1,422
Prepaid property taxes	1,058	1,333
Deposits for acquisitions and financings	686	1,636
<b>Total prepaid expenses and deposits</b>	<b>\$ 2,933</b>	<b>\$ 4,391</b>

#### 7. Notes and Advances Receivable

The notes and advances receivable are owed by co-owners of investment properties because of funding requirements during development of investment properties, and by minority interest shareholders of consolidated entities. The notes and advances are due on demand.

<b>Due from:</b>	<b>Interest Rate</b>	March 31, 2025	December 31, 2024
Co-owners of certain investment properties (payable on demand)	6.00% <sup>(1)</sup>	\$ 3,417	\$ 3,417
	Prime + 1.5% <sup>(1)</sup>	281	281
	Prime + 1.25%	550	550
	Prime + 6.0%	6,264	6,112
	Non-interest bearing	44	44
	Prime + 0.75% or BA plus		
Minority interest shareholders (payable on demand)	2.25%	570	570
	Prime + 2.0%	50	50
Vendor take-back mortgage on sale of asset	7.5%	-	-
Impairment of notes receivable		(2,950)	(2,798)
<b>Total notes and advances receivable</b>		<b>\$ 8,226</b>	<b>\$ 8,226</b>

<sup>(1)</sup> Michael Zakuta and Earl Brewer, related parties, own interests in common with the Trust in the underlying properties (Mountainview Plaza, Midland, ON and Park St. Plaza, Kenora, ON). See Note 23(c)(ii) for additional information.

## Plaza Retail REIT

### Notes to the Condensed Interim Consolidated Financial Statements

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#### 8. Debentures Payable

Debentures payable consist of the following:

	Maturity Date	Interest Rate	March 31, 2025	December 31, 2024
Convertible <sup>(1)</sup>				
Series VIII	March 31, 2026	5.95%	\$ 11,692	\$ 11,523
Total convertible debentures			11,692	11,523
Series II non-convertible debentures <sup>(2)</sup>	February 28, 2027	5.00%	3,537	3,537
Series III non-convertible debentures <sup>(2)</sup> – Tranche A & B	March 31, 2027	5.50%	4,488	6,000
Series IV non-convertible debentures <sup>(2)</sup> – Tranche A & C	June 16, 2025	6.00%	4,415	4,415
Series V non-convertible debentures <sup>(2)</sup>	April 30, 2025	6.00%	3,000	3,000
Total non-convertible debentures			15,440	16,952
Total debentures payable			27,132	28,475
Less: unamortized finance charges – non-convertible debentures			(44)	(29)
Net debentures payable			27,088	28,446
Less: current portion of debentures payable			(19,083)	(24,916)
Total debentures payable – long-term portion			\$ 8,005	\$ 3,530

<sup>(1)</sup> Recorded at fair value based on a valuation methodology that uses differential equations for the Series VIII debentures. The fair value change of the total convertible debentures for the three month period ending March 31, 2025 was a loss of \$169 thousand (for the three month period ended March 31, 2024 – gain of \$75 thousand).

<sup>(2)</sup> Recorded at amortized cost.

Convertible and non-convertible debentures are subordinate and unsecured.

In March 2025, \$1.6 million of Series III unsecured debentures were redeemed, \$63 thousand new debentures were issued, and \$4.4 million were extended until March 31, 2027 at a rate of 5.50%.

Current convertible debenture terms are as follows:

	Series VIII
Conversion price	\$4.75
Trust's first redemption date	March 31, 2024
Par call date	March 31, 2025
Maturity date	March 31, 2026
Face value outstanding	\$12,019
Publicly listed	no

#### 9. Mortgage Bonds Payable

Mortgage bonds payable are secured by 1<sup>st</sup> mortgages on various properties:

	Interest Rates	Maturity Dates	March 31, 2025	December 31, 2024
Series X.2	6.15%	July 15, 2025	\$ 2,235	\$ 2,235
Series XII	6.15%	July 15, 2025	470	470
Gross mortgage bonds payable			2,705	2,705
Less: unamortized finance charges			(2)	(4)
Net mortgage bonds payable			2,703	2,701
Less: current portion of mortgage bonds payable			(2,703)	(2,701)
Net mortgage bonds payable – long-term portion			\$ -	\$ -

The Series X.2 and XII mortgage bonds can be deployed up to 90% of the cost of a property under a first or second charge on that property. If it is a second charge, the total debt, including mortgage bonds, cannot exceed 90%. These mortgage bonds can be reallocated to different properties from time to time as required.

## Plaza Retail REIT

### Notes to the Condensed Interim Consolidated Financial Statements

March 31, 2025

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#### 10. Mortgages Payable and Other Loans

	Interest Rate Range	Weighted Average Effective Interest Rate	Maturity Dates	March 31, 2025	December 31, 2024
Secured fixed rate loans:	2.33% - 6.29%	4.35%	Up to Feb 2035	\$ 494,434	\$ 492,435
Unsecured interest-only fixed rate loans <sup>(1)</sup> :	5.00%	5.00%	Sept 2025	1,390	1,390
Revaluation of loans upon acquisitions, net of amortization of \$6,604 (December 31, 2024 - \$6,593)				169	180
Less: unamortized finance charges				(2,056)	(2,115)
Total net fixed rate loans				<u>493,937</u>	<u>491,890</u>
Variable rate loans:					
- \$20 million development facility	Prime plus 0.75% or CORRA plus 2.5%		July 31, 2025	12,840	12,840
- \$15 million development facility	Prime plus 0.75% or CORRA plus 2.30%		July 31, 2025	-	-
- \$8.0 million interim facility	Prime plus 1.50% or CORRA plus 2.80%		July 16, 2026	4,109	4,209
- \$6.75 million interim facility	Prime plus 1.00% or CORRA plus 2.80%		December 21, 2025	6,221	6,221
- \$15.6 million interim facility	Prime plus 0.75% or CORRA plus 2.45%		February 28, 2027	3,938	3,938
- \$6.75 million interim facility	Prime plus 0.95% or CORRA plus 2.75%		April 8, 2025	6,750	6,750
- \$7.25 million interim facility	Prime plus 1.00% or CORRA plus 2.80%		April 1, 2025	7,171	7,171
- \$5.0 million interim facility	Prime plus 0.95% or CORRA plus 2.75%		July 5, 2025	3,533	2,958
Less: unamortized finance charges				(103)	(130)
Total net variable rate loans				<u>44,459</u>	<u>43,957</u>
Net mortgages payable				<u>538,396</u>	<u>535,847</u>
Less: mortgages payable and other loans – current portion				(107,351)	(89,981)
Total mortgages payable and other loans – long-term portion				<u>\$ 431,045</u>	<u>\$ 445,866</u>

<sup>(1)</sup> These loans are unsecured, however the lenders have recourse to the underlying properties in case of default.

All mortgages and facilities are secured by charges against specific assets. The unamortized finance charges are made up of fees and costs incurred to obtain the mortgage financing, less accumulated amortization.

To fund development activities the Trust has two revolving development facilities with Canadian chartered banks available upon pledging of specific assets. One is a \$20.0 million revolving facility that bears interest at prime plus 0.75% or Canadian Overnight Repo Rate Average (“CORRA”) plus 2.5%, and the other is a \$15.0 million revolving facility that bears interest at prime plus 0.75% or CORRA plus 2.30%. At March 31, 2025 there is \$22.2 million available on these development facilities (December 31, 2024 - \$22.2 million). The Trust must maintain certain financial ratios to comply with the facilities, including a minimum unitholders’ equity; maximum leverage constraints; and maintenance of a minimum debt coverage ratio. The Trust is required to comply with the financial covenants at each quarter end date. At March 31, 2025, the Trust was in compliance with all covenants.

## **Plaza Retail REIT**

### **Notes to the Condensed Interim Consolidated Financial Statements**

**March 31, 2025**

**(unaudited, tabular amounts in thousands of Canadian dollars, except per unit amounts and as otherwise indicated)**

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Funding is generally secured by first mortgage charges on properties or development properties as applicable. Interim facilities are in place for financing the construction and development of specific properties. The \$8.0 million interim facility is secured by a property which is undergoing repositioning and stabilization. The remaining interim facilities are funding specific developments in progress; management expects that available funds under the respective facilities are sufficient to complete the respective developments. As the interim facilities mature, it is expected they will either be extended until construction has been completed, or they will be converted to long-term mortgages on completion of the construction projects.

#### **11. Derivative Assets and Liabilities**

The Trust utilizes interest rate swaps to fix the variable interest rate on seven mortgages. The interest rate swaps mature in August 2027, May, June and August 2029, November 2033, and September 2034 and are recorded at fair value, with movements in fair value recorded in profit and total comprehensive income. The interest rate swaps result in derivative assets of \$618 thousand at March 31, 2025 and derivative liabilities of \$1.3 million at March 31, 2025, (December 31, 2024 – derivative assets of \$1.1 million and derivative liabilities of \$868 thousand). The Trust recorded a fair value loss on the interest rate swaps of \$856 thousand for the three months ended March 31, 2025 (for the quarter ended March 31, 2024 – a gain of \$974 thousand).

#### **12. Bank Indebtedness**

The Trust has a \$60.0 million (December 31, 2024 - \$60.0 million) revolving operating line of credit facility with a Canadian chartered bank at the rate of prime plus 0.75% or CORRA plus 2.30%, maturing July 31, 2026. The amount available to be drawn fluctuates depending on the specific assets pledged as security. Based on the assets pledged at March 31, 2025, the available limit was \$49.4 million of which \$30.6 million (December 31, 2024 – \$25.4 million) was drawn and therefore the maximum amount remaining available to be drawn on the facility was \$18.7 million (December 31, 2024 – \$23.5 million), net of letters of credit outstanding of \$94 thousand (December 31, 2024 - \$473 thousand). The Trust must maintain certain financial ratios to comply with the facilities, including a minimum unitholders' equity, and maintenance of a minimum debt coverage ratio. The Trust is required to comply with the financial covenants at each quarter end date. At March 31, 2025, the Trust was in compliance with all covenants. As security, at March 31, 2025, the Trust has provided a \$60.0 million demand debenture secured by a first mortgage over nineteen properties.

#### **13. Right-of-use Land Lease Liabilities**

The Trust has investment properties located on land which is leased. The right-of-use land lease liabilities relate to the right-of-use assets included in investment properties (Note 4). The Trust has 26 long-term land leases (affecting 26 properties). Of the 26 land leases, 9 are with related parties. Land leases expire (excluding any non-automatic renewal periods) on dates ranging from 2027 to 2084 with an average life of 29 years, with some of the leases also containing non-automatic renewal options, extending the average life of the leases to 55 years including these non-automatic renewal options.

On March 26, 2025, the Trust renewed five right-of-use land lease agreements, resulting in the extension of the lease term and to establish future market rental rates. In addition, during the period there was a change in managements assumptions for a land lease renewal. In accordance with IAS 16, the right-of-use land lease assets and right-of-use land lease liabilities are required to be remeasured using the revised lease term, payments and discount rate as of the effective date of the lease renewal. This remeasurement has resulted in an increase to the land lease assets of \$1.2 million and an increase in the land lease liabilities of \$1.2 million.

## Plaza Retail REIT

### Notes to the Condensed Interim Consolidated Financial Statements

March 31, 2025

(unaudited, tabular amounts in thousands of Canadian dollars, except per unit amounts and as otherwise indicated)

#### 14. Accounts Payable, Accrued Liabilities, Tenant Payables, and Tenant Deposits

Accounts payable, accrued liabilities, tenant payables and tenant deposits consist of the following:

	March 31, 2025	December 31, 2024
Accounts payable and accrued liabilities	\$ 13,186	\$ 11,107
Tenant CAM and tax accrual	1,192	939
Distributions payable	2,603	2,603
Excise tax payable	1,902	1,309
Accrued interest payable	1,685	1,692
Deferred tenant revenue and deposits	6,790	5,533
Income tax payable	24	48
Other	366	379
Total accounts payable, accrued liabilities, tenant payables and tenant deposits	\$ 27,748	\$ 23,610

#### 15. Notes Payable

Notes payable consist of the following:

	Interest Rate	March 31, 2025	December 31, 2024
<b>Non-interest bearing notes:</b>			
Entities owned (directly and indirectly), controlled or significantly influenced by Michael Zakuta, President, CEO and Trustee of the Trust <sup>(1)</sup>	n/a	\$ 261	\$ 261
Unrelated parties and non-controlling interests	n/a	948	948
Total notes payable		\$ 1,209	\$ 1,209

<sup>(1)</sup> The notes are repayable on sale or refinancing of the related asset.

#### 16. Revenues

	3 Months Ended March 31, 2025	3 Months Ended March 31, 2024
Contractual revenue	\$ 20,340	\$ 19,693
Straight-line rent	94	43
Property tax and insurance recoveries – current year	6,846	5,976
Property tax and insurance recoveries – prior year	(8)	143
Cost recovery revenue	3,850	3,680
Lease termination revenue	4	30
Other revenue	11	6
Total property revenues	\$ 31,137	\$ 29,571

#### 17. Operating Expenses

	3 Months Ended March 31, 2025	3 Months Ended March 31, 2024
Property taxes and insurance	\$ 7,190	\$ 6,288
Recoverable expenses	5,068	4,701
Non-recoverable expenses	535	530
Total operating expenses	\$ 12,793	\$ 11,519

## Plaza Retail REIT

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#### 18. Administrative Expenses

	3 Months Ended March 31, 2025	3 Months Ended March 31, 2024
Salaries and benefits	\$ 1,493	\$ 1,649
Salaries and benefits – severance costs	126	-
Restricted units	62	38
Professional services	259	254
Trustee fees	171	155
Office, travel and IT related expenses	367	394
Write-offs of potential projects not pursued	14	-
Total administrative expenses before fair value impact	\$ 2,492	\$ 2,490
Fair value items:		
- Restricted unit fair value	9	(3)
- Deferred unit fair value	130	(27)
Total administrative expenses	\$ 2,631	\$ 2,460

Total employee salaries and benefits, including restricted units, recorded by the Trust during the period ended March 31, 2025 were \$3.4 million, of which \$1.5 million is included in operating expenses, \$1.7 million is included in administrative expenses including severance costs, and \$270 thousand has been capitalized to investment properties (March 31, 2024 were \$3.4 million, of which \$1.4 million is included in operating expenses, \$1.7 million is included in administrative expenses and \$334 thousand has been capitalized to investment properties).

#### 19. Finance Costs - Operations

	3 Months Ended March 31, 2025	3 Months Ended March 31, 2024
Mortgage interest	\$ 6,058	\$ 5,847
Debenture interest	436	396
Mortgage bond interest	42	39
Distributions paid to Class B exchangeable LP unitholders	81	81
Operating line of credit interest	388	1,068
Interest and bank charges	186	129
Amortization of finance charges	162	157
Imputed interest on right-of-use land lease liabilities	634	629
Mark to market amortization	(11)	(11)
Capitalization of interest	(135)	(927)
Finance costs - operations	\$ 7,841	\$ 7,408

#### 20. Units of the REIT

(a) *Authorized*

The Declaration of Trust authorizes the issuance of an unlimited number of units and special voting units. Special voting units are only issued in tandem with the issuance of securities exchangeable into units.

Each special voting unit shall have no economic entitlement nor beneficial interest in the Trust including in the distributions or assets of the Trust but shall entitle the holder of record thereof to a number of votes at any meeting of the unitholders equal to the number of units that may be obtained upon the exchange of the exchangeable security to which such special voting unit is attached. Special voting units may only be issued in connection with or in relation to, securities exchangeable into units, for the purpose of providing voting rights with respect to the Trust to the holders of such securities. The creation or issuance of special voting units is subject to the prior written consent of the Toronto Stock Exchange (“TSX”).

In addition, preferred units may from time to time be created and issued in one or more classes (each of which may be made up of unlimited series) without requiring voting unitholder approval. Before the issuance of preferred units of a series, the Board

## Plaza Retail REIT

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will execute an amendment to the Declaration of Trust containing a description of such series, including the designations, rights, privileges, restrictions and conditions determined by the Board, and the class of preferred units of which such series is a part. The issuance of preferred units is also subject to the prior written consent of the TSX.

(b) *Issued and Outstanding*

(i) Class B Exchangeable LP Units

The Class B exchangeable units are economically equivalent to units of the Trust and are exchangeable at any time into units of the Trust on a one-for-one basis. These units are puttable instruments where the Trust has a contractual obligation to issue Trust units to the exchangeable unitholders upon redemption. Holders of the exchangeable LP units are entitled to receive distributions per LP unit equal to distributions per unit provided to the unitholders of the Trust.

	March 31, 2025		December 31, 2024	
	Units (000s)	Amount	Units (000s)	Amount
Exchangeable LP units outstanding, beginning of the period	1,156	\$ 4,093	1,156	\$ 4,255
Exchanges	-	-	-	-
Fair value adjustment for the period		266		(162)
Exchangeable LP units outstanding, end of the period	1,156	\$ 4,359	1,156	\$ 4,093

(ii) Special Voting Units

At March 31, 2025, there were 1,156,000 (December 31, 2024 - 1,156,000) special voting units outstanding, issued in connection with 1,156,000 (December 31, 2024 - 1,156,000) Class B exchangeable LP units of a subsidiary of the Trust (see above).

(iii) Units

	Three Months Ended March 31, 2025		Year Ended December 31, 2024	
	Trust Units (000s)	Amount	Trust Units (000s)	Amount
Units outstanding, beginning of the period	110,418	\$ 313,631	110,368	\$ 313,442
Issuance of units:				
RU and DU plan	8	28	55	203
Repurchase and cancellation of units under normal course issuer bid	-	-	(5)	(14)
Units outstanding, end of the period	110,426	\$ 313,659	110,418	\$ 313,631

Unitholders have the right to redeem their units at the lesser of (i) 90% of the Market Price of the unit (Market Price is defined for this purpose in the Declaration of Trust as the weighted average trading price of the previous 10 trading days) and (ii) the most recent Closing Market Price (Closing Market Price is defined for this purpose in the Declaration of Trust as the weighted average trading price on the specified date) at the time of the redemption. The redemption price will be satisfied by cash, up to a limit of \$50 thousand for all redemptions in a calendar month, or a note payable. For the period ended March 31, 2025, no unitholder had redeemed units.

On September 26, 2023, the Trust announced that it had received approval from the TSX for the renewal of its normal course issuer bid ("NCIB") for the twelve-month period from September 28, 2023 to September 27, 2024. All units purchased under the NCIB were cancelled (monthly, on or before the record date for each monthly distribution).

Plaza also entered into a new automatic securities purchase plan agreement (the "Purchase Plan") with its designated broker to facilitate purchases of units under the renewed NCIB. The Purchase Plan, which was pre-cleared by the TSX, allowed for purchases of units by Plaza at times when it would ordinarily not be permitted to make purchases due to regulatory restrictions or self-imposed blackout periods. The Purchase Plan also concluded on September 27, 2024.

To September 2024, Plaza has purchased a total of 1,196,730 units for cancellation since the commencement of its original NCIB on September 28, 2018 at a weighted average price of \$4.0162.

## Plaza Retail REIT

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#### 21. Distributions

Distributions are declared monthly at the discretion of the Board.

	<b>3 Months Ended March 31, 2025</b>	3 Months Ended March 31, 2024
Distributions declared to unitholders <sup>(1)</sup>	<b>\$ 7,728</b>	\$ 7,724

<sup>(1)</sup> Distributions declared to unitholders exclude cash distributions paid on Class B exchangeable LP units classified as finance costs - operations. The Trust declared cash distribution of \$0.02333 per unit in March totaling \$2.6 million, which was paid on April 15, 2025.

#### 22. Additional Cash Flow Information

(a) *Changes in Non-Cash Working Capital*

	<b>3 Months Ended March 31, 2025</b>	3 Months Ended March 31, 2024
Receivables	<b>\$ (1,004)</b>	\$ (358)
Prepaid expenses and deposits	<b>507</b>	321
Change in construction accruals removed from investing activities	<b>687</b>	3,164
Accounts payable, accrued liabilities, tenant payables and tenant deposits	<b>4,119</b>	1,457
Total cash from change in non-cash working capital	<b>\$ 4,309</b>	\$ 4,584

## Plaza Retail REIT

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#### (b) Changes in Liabilities Arising from Financing Activities

	March 31, 2025	December 31, 2024
Current and long-term debt <sup>(1)</sup> – beginning of the period	\$ 635,880	\$ 627,376
Repayment of convertible debentures	-	-
Gross proceeds from non-convertible debentures	63	5,150
Redemption/repayment of debentures	(1,575)	(986)
Redemption/repayment of mortgage bonds	-	(1,530)
Gross proceeds from mortgage bonds	-	70
Periodic mortgage principal repayments	(3,206)	(12,280)
Right-of-use land lease principal repayments	(217)	(818)
Mortgages repaid	(3,340)	(71,452)
Mortgages repaid on sale of investment properties	-	(4,401)
Gross mortgage proceeds	3,912	94,670
Gross mortgage proceeds - acquisitions	5,108	-
Fees incurred for placement of debt	(89)	(675)
Increase in notes payable	-	19
Non-cash changes in current and long-term debt:		
Net change in fair value of Class B exchangeable LP units	266	(162)
Net change in fair value of convertible debentures	169	279
Amortization of finance charges	162	664
Impact of remeasurement of land lease liabilities	1,155	-
Mark to market amortization	(11)	(44)
Current and long-term debt <sup>(1)</sup> – end of the period	\$ 638,277	\$ 635,880

<sup>(1)</sup> Debt defined for this purpose as mortgage bonds, debentures, mortgages payable, notes payable, Class B exchangeable LP units and right-of-use land lease liabilities.

#### (c) Reconciliation for Additions to Investment Properties

	3 Months Ended March 31, 2025	3 Months Ended March 31, 2024
<b>Reconciliation with Note 4</b>		
Investment Properties - additions (Note 4)	\$ 3,808	\$ 9,316
Total additions to investment properties	\$ 3,808	\$ 9,316
Investment Properties – acquisitions (Note 4)	\$ 10,675	-
Less: Assumption of debt for acquisition	(5,108)	-
Total consideration on acquisitions, net of debt	\$ 5,567	\$ 9,316
Non-cash impacts included in above:		
Amortization of tenant improvements	\$ 32	\$ 29
Change in construction accrual	687	3,164
<b>Additions to Investment Properties – cash</b>	<b>\$ 10,094</b>	<b>\$ 12,509</b>
Recorded on Condensed Interim Consolidated Statement of Cash Flows in:		
Operating activities: Leasing commissions paid	\$ 103	\$ 133
Investing activities: Investment Properties – additions	4,424	12,376
Investing activities: Investment Properties – acquisitions	5,567	-
<b>Additions to Investment Properties - cash</b>	<b>\$ 10,094</b>	<b>\$ 12,509</b>

## Plaza Retail REIT

### Notes to the Condensed Interim Consolidated Financial Statements

March 31, 2025

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#### 23. Related Party Transactions

The following are the related party transactions of the Trust. All related party transactions have been recorded at the exchange amount.

##### (a) Bonds and Debentures

The trustees of the Trust (individually a "Trustee", collectively the "Trustees") own directly or indirectly the following mortgage bonds or unsecured debentures of the Trust (stated at face value):

	March 31, 2025	December 31, 2024
Doug McGregor (Chairman and Trustee)	\$ 400	\$ 400
Stephen Johnson (Trustee)	-	384
Lynda Savoie (Trustee)	15	15
Michael Zakuta (Trustee)	959	1,065
Total	\$ 1,374	\$ 1,864

Key management personnel own \$200 thousand in non-convertible debentures of the Trust at March 31, 2025 (December 31, 2024 - \$200 thousand).

##### (b) Notes Payable to Related Parties

The following non-interest bearing notes existed at the time of acquisition of properties in September 2000. The notes are repayable on sale or refinancing of the related asset.

	March 31, 2025	December 31, 2024
Entities owned (directly or indirectly), controlled or significantly influenced by Michael Zakuta.	\$ 261	\$ 261

##### (c) Other Transactions with Related Parties

- (i) Plaza leases 9 parcels of land from an entity owned by the below-noted related parties at market rates. The land leases expire at various times from October 2043 to November 2047, subject to options to renew. All the land leases have options to purchase in favour of the Trust, of which one is at a fixed price with the remainder at fair market value.

Related Parties:	Land Rent Paid	
	March 31, 2025	March 31, 2024
A company beneficially owned by Earl Brewer and Michael Zakuta	\$ 301	\$ 301

## Plaza Retail REIT

### Notes to the Condensed Interim Consolidated Financial Statements

March 31, 2025

(unaudited, tabular amounts in thousands of Canadian dollars, except per unit amounts and as otherwise indicated)

- (ii) The following related parties hold interests in common with the Trust's interest in the noted properties below:

Property	Ownership %	
	Earl Brewer	Michael Zakuta
Gateway Mall, Sussex, NB	25.00%	21.50%
Mountainview Plaza, Midland, ON and Park Street Plaza, Kenora, ON	4.33%	4.81%
Amherstview, Amherstview, ON and 1865 Scugog St, Port Perry, ON	4.87%	4.67%
KGH Plaza, Miramichi, NB, 681 Mountain Rd., Moncton, NB, 201 Main St., Sussex, NB, and Robie St Truro Plaza, Truro, NS	2.62%	5.08%
Main St Alexandria, Alexandria, ON, Ottawa Street Plaza, Almonte, ON, and Hastings Street Plaza, Bancroft, ON	2.68%	5.19%
Quispamsis Town Centre, Quispamsis, NB	-	5.91%
Scott Street Plaza, St. Catharines, ON, St. Joseph's Boulevard, Orleans, ON, Dufferin and Wilson, Perth, ON, Ontario Street Port Hope, Port Hope, ON, Civic Centre Road, Petawawa, ON, and 615 King Street, Gananoque, ON	2.17%	2.17%
Boulevard Hebert Plaza and Victoria Street Plaza in Edmundston, NB, Grand Falls Shopping Centre and Madawaska Road Plaza, Grand Falls, NB, Connell Road Plaza, Woodstock, NB, Welton Street Plaza, Sydney, NS, and Pleasant Street Plaza and Starrs Road Plaza in Yarmouth, NS	0.69%	5.17%
5628 4th Street NW, Calgary, AB, 303 Main St., Antigonish, NS, 912 East River Rd., New Glasgow, NS, 1 Mont-Royal Ave E, and 8222 Maurice-Duplessis Blvd., Montreal, QC	-	4.28%

The related parties' resulting beneficial interest in accounts receivable owing to the Trust from the underlying properties, and in fees earned by a subsidiary of the Trust from the underlying properties are as follows:

Related Party:	Related parties' beneficial ownership of accounts receivable balance owing to the Trust from the underlying properties		Related parties' beneficial ownership of fees earned by a subsidiary of the Trust from the underlying properties	
	March 31, 2025	December 31, 2024	March 31, 2025	March 31, 2024
Earl Brewer	\$ 229	\$ 215	\$ 7	\$ 7
Michael Zakuta	\$ 205	\$ 241	\$ 10	\$ 9

- (iii) The Montreal office of Plaza Group Management Limited, a wholly owned subsidiary of the Trust and Plaza's internalized property manager, shares office space with a company indirectly owned by Michael Zakuta in an office building owned by that related party. The Trust pays no rent for the space.

## Plaza Retail REIT

### Notes to the Condensed Interim Consolidated Financial Statements

March 31, 2025

(unaudited, tabular amounts in thousands of Canadian dollars, except per unit amounts and as otherwise indicated)

#### 24. Financial Instruments and Risk Management

The fair value of the Trust's financial assets and liabilities that represent net working capital, including cash, receivables, notes and advances receivable, bank indebtedness, accounts payable, accrued liabilities, tenant payables and tenant deposits and notes payable approximate their recorded values due to their short-term nature. In accordance with IFRS Accounting Standards, the Trust is required to classify its financial instruments carried at fair value in the financial statements using a fair value hierarchy that exhibits the significance of the inputs used in making the measurements.

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

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).

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

The following table provides information on financial assets and liabilities measured at fair value.

	March 31, 2025			December 31, 2024		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Derivative assets	\$ -	\$ -	\$ 618	\$ -	\$ -	\$ 1,077
	\$ -	\$ -	\$ 618	\$ -	\$ -	\$ 1,077
Class B exchangeable LP units	\$ 4,359	\$ -	\$ -	\$ 4,093	\$ -	\$ -
Derivative liabilities	-	-	1,265	-	-	868
Series VIII convertible debentures	-	-	11,692	-	-	11,523
	\$ 4,359	\$ -	\$ 12,957	\$ 4,093	\$ -	\$ 12,391

The fair value of the derivative assets and derivative liabilities are based on market data including interest rates, as well as terms and cash flows of the underlying mortgages. The Class B exchangeable LP units are valued using the trading price of the Trust's units at the end of the reporting period. Series VIII convertible debentures are valued as described in Note 8.

#### 25. Subsequent Events

##### *Distributions*

The Trust paid a cash distribution of \$0.02333 per unit for a total of \$2.6 million on April 15, 2025.

##### *Financings*

In April 2025, \$600 thousand Series V unsecured debentures were redeemed and \$2.4 million were renewed with a maturity of October 30, 2025 at a rate of 5.25%.

In April 2025, the Trust extended the term of the \$7.25 million interim debt facility. The facility was extended to August 31, 2025. Terms and conditions were unchanged in the extension.

In April 2025, the Trust extended the term of the \$6.75 million interim debt facility. The facility was extended to May 31, 2025. Terms and conditions were unchanged in the extension.

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