



TRIVIRTUS

R E A L E S T A T E F U N D I L P

A TENANT DRIVEN APPROACH TO ATTRACTIVE INVESTMENT RETURNS



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OFFERING TERMS (CAD \$)

Structure	Limited Partnership distributed to “accredited investors”, initially under the “private issuer” exemption
Minimum investment	\$250,000
Management Fee	2.0% of NAV
Targeted Return	12%+ per annum
Hurdle	8.0%; Annual, No Reset
Cash Distributions	Quarterly, targeted @ 4.0% - 6.0% annualized
Incentive Allocation	Annual, 20% of net income above high water mark once 8.0% hurdle is met
Subscriptions	Quarterly
Redemptions	Quarterly; 30 days notice
Auditor	MNP LLP
Administrator	SS&C Technologies Canada Corporation
Legal Counsel	Stikeman Elliott LLP
Closing	On or about second week of January 2019



INVESTMENT OVERVIEW

TriVirtus Real Estate Fund I LP (“Fund” or “TriVirtus”) will leverage management’s network, expertise + proprietary commercial real estate deal flow to:

- Identify lucrative, high traffic commercial development areas & opportunities for single and multi-tenant retail locations across Canada
- Acquire properties at attractive valuations
- Develop and provide value-added initiatives to maximize investor total returns

FUND OBJECTIVES

- Generate a full cycle net return of 12%+
- Provide quarterly cash distributions of 4% - 6%+ (annualized)
- Assemble a portfolio of high quality, national brand, commercial real estate assets with minimal cyclical





COMBINING A POWERFUL & UNIQUE EXPERTISE

- TriVirtus was formed by the 3 Principals from Sovereign Asset Management (“SAM”) + Blue Deer Capital (“BDC”)
- Track record of success in real estate development, construction and investment management
- Significant expertise in acquisition, design, construction, leasing & property management
- Developed a \$75MM+ portfolio of high quality commercial real estate assets across eastern Canada
 - Acquired all assets ‘off market’
- To date, investments have collectively delivered:
 - 20% Internal Rate of Return (“IRR”) over 9 years
 - 40% growth in Net Operating Income (“NOI”) + 40% growth in rental sq.ft. since 2012
- 20 years of capital markets and fund management expertise
- Designed and launched 4 funds, including 2 Award Winning funds



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THE MANAGEMENT TEAM



DANIEL D. MCCLURE
Executive Chairman

- President of Blue Deer Capital, a capital advisory & strategy consulting firm
- Financial industry veteran, 20 years in capital markets
- Former CEO & CIO, alternative asset management company
- Leadership roles in investment research, portfolio management
- Managed \$3B of AUM, multiple sectors & geographies
- Designed + launched 4 investment funds, incl. 2 Lipper Award winners
- Former investment banker



CHARLES DYER
CEO & Co-Founder

- Co-Founder, Sovereign Asset Management, a vertically integrated retail property development company
- Seasoned real estate professional with wide ranging development experience
- Former Director of Design & Construction for Rexall/Pharma Plus, Katz Group Canada, managing >400 new store & renovation projects
- Director of Store Planning for Shoppers Drug Mart, converted 135 Big V Pharmacies
- Former Project Engineer, large municipal infrastructure projects

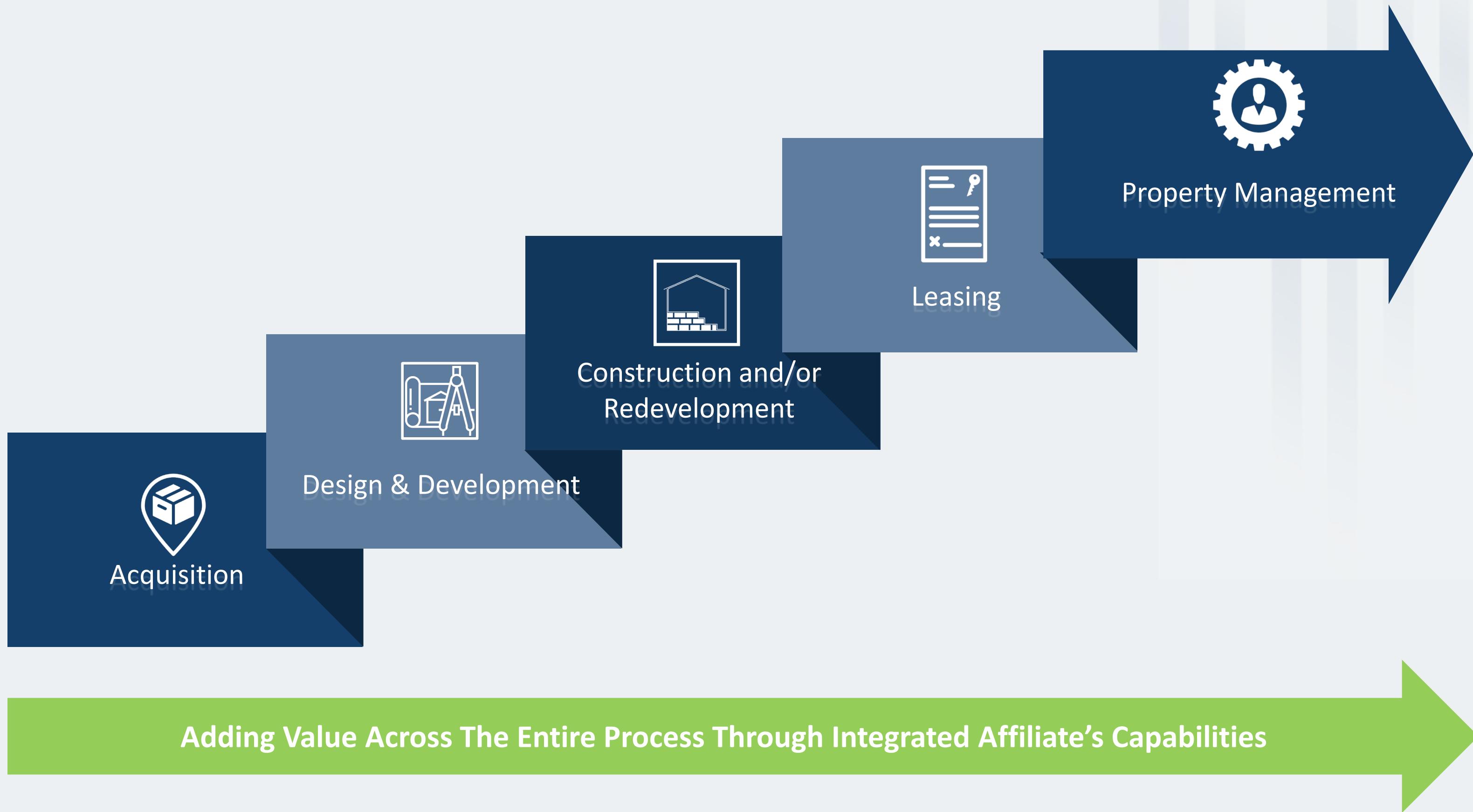


ROGER FERREIRA
CDO & Co-Founder

- Co-Founder, Sovereign Asset Management, a vertically integrated retail property development company
- CEO & Founder of NAGC, a leading full service general contractor in the Canadian retail real estate industry with > 500 successful projects since 1998
- Seasoned commercial real estate professional with expertise covering: Quick Service Restaurants, Pharmacy, Grocers, Medical Offices, Gas Stations and Municipal Projects
- Recipient of the FPCBP Business Excellence Award



PROVIDE FULL CYCLE VALUE ADD





TRIVIRTUS FUND I – A COMPELLING OPPORTUNITY



Seasoned management team

- Proprietary deal flow from extensive network + preferred developer status with national brands
- Ability to bid and acquire assets 'off-market'
- Add value to investments from in-house design, construction, leasing and property management



Real Estate is an attractive asset class with low cyclical risk

- Competitive historical returns vs. stock market, with much lower volatility
- Asset class is a hedge against inflation with a low correlation to equities
- Portfolio will consist of nationally branded stores and creditworthy tenants
- Proven investment model with historical acquisitions having limited cyclical risk through last recession



Strong track record of growth & performance

- 20%+ IRR on management team's historical portfolio at SAM
- 40% growth in NOI and rental sq. ft. since 2012 at SAM



Attractive quarterly cash distributions

- Targeted 4% to 6% per annum: 1.0% - 1.5% quarterly cash distribution plus year-end top up
- 12%+ per annum targeted returns, inclusive of capital gains



REAL ESTATE IS AN ATTRACTIVE ASSET CLASS

- Very competitive returns compared to the stock market with lower volatility
- Provides portfolio diversification (low correlation with the stock market) + effective hedge against inflation
- A substantive portion of return comes from income vs. capital appreciation
- Hard assets that can be leveraged

	1 Year	5 Years	10 Years	20 Years	Avg. Return	Volatility	Sharpe Ratio	Max. Drawdown
Real Estate (REALPAC/IPD Canada Property Index)	5.4%	8.8%	8.8%	11.1%	9.4%	7.2	0.54	13.0% (1990 to 1993)
Equities (SP/TSX Index)	21.1%	8.2%	4.7%	7.3%	9.4%	15.7	0.28	33.0% (2007 to 2008)
Bonds (FTSE TMX Canada Universe Bond Index)	1.7%	3.2%	4.8%	5.8%	7.9%	5.9	0.64	4.3% (1993 to 1994)

Notes:

- Compound annual returns for years 1 through 20, 1986 – 2016.
- All returns are total returns and in C\$.
- Average annual returns are arithmetic, 1986 – 2016 and in C\$.
- Sharpe ratio calculated as average excess return above one year Treasury yield, divided by volatility of excess return.
- Maximum drawdown is greatest peak-to-trough loss experienced over 1986-2018.



TRIVIRTUS CAPITAL

A PORTFOLIO OF QUALITY TENANTS

Extensive and preferred relationships with marquee national brands



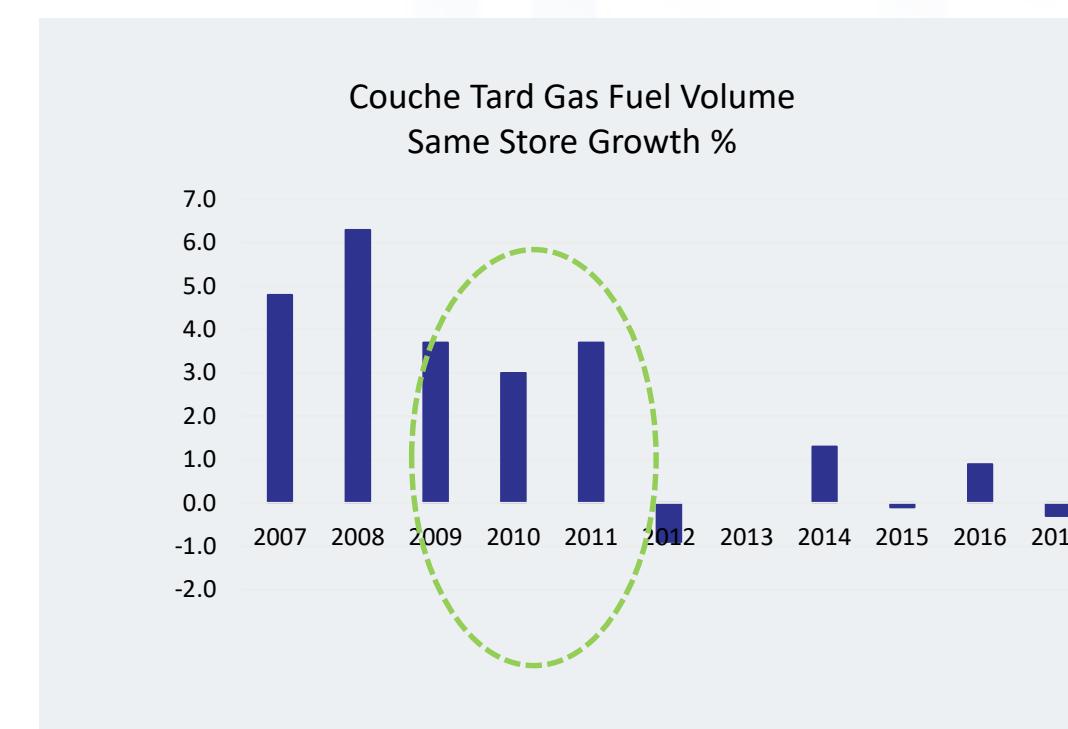
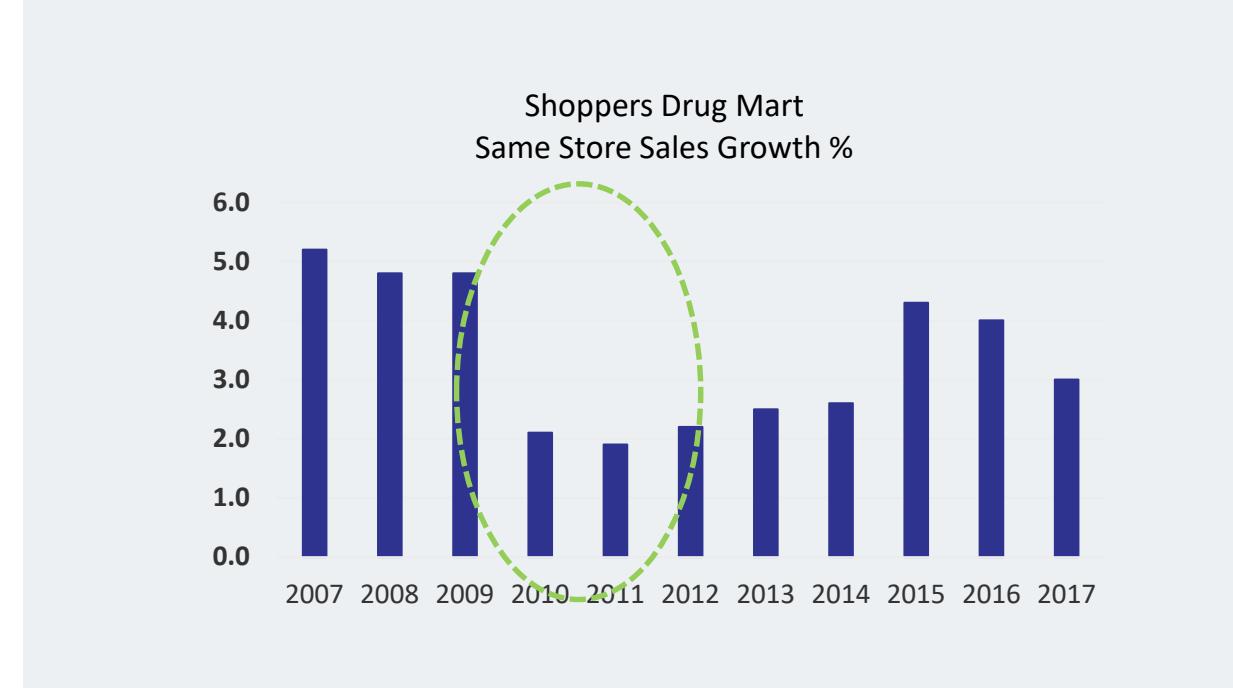
Tim Hortons.



"Sovereign Asset Management has played a key role in the expansion of our company. Their level of experience, professionalism, and sense of urgency were critical to the successful roll-out of our retail program."
Travis Allan, President & CEO Pro Oil Change



A PORTFOLIO OF TENANTS WITH LIMITED CYCLICALITY



Source: Annual Reports; Company websites; Regulatory documents filed on SEDAR.

Denotes period of Great Recession of 2008 – 2010.





A TRACK RECORD OF SUCCESS IN REAL ESTATE DEVELOPMENT

SAM INITIAL VALUE	CURRENT SAM HOLDINGS
 PORTFOLIO 0	21 properties operating @ 99.5% occupancy 7 properties in development
 PORTFOLIO VALUE \$40MM	\$75 MM (\$25MM in development)
 EQUITY VALUE \$10MM	\$27MM (including distributions)
 EQUITY MULTIPLE 1.0x	2.6x
 CASH YIELD % NA	7.6 %
 INTERNAL RATE OF RETURN % (IRR) NA	20.3 %+ June 2009 to June 2018

CONSISTENT + STRONG GROWTH & PERFORMANCE

Profile of TriVirtus' target commercial retail assets (SAM current holdings)

- Creditworthy tenants that are national and international brands
- Long-term leases
- Limited cyclical
- Specialty retailer focused → better positioned to compete in e-commerce environment





INVESTMENT GOALS

Construct a high quality, commercial real estate portfolio of national retail brands with limited cyclical and immune from the “Amazon effect”



Target 1

Deliver an internal rate of return of 12%+ per annum



Target 2

Deliver quarterly cash distributions totalling 4% - 6%+ (annually)



Target 3

Maintain a strong balance sheet with optimal leverage





INVESTMENT STRATEGY

Purchase and reposition underperforming retail properties in mid to large Canadian markets with some or all of the below characteristics:

-  Rents below market value with opportunistic renewal terms
-  Additional land that can be developed
-  Vacancy that can be leased with a lift in rental rates
-  Well positioned real estate in major retail corridors
-  Convenience oriented centers that are immune to the “Amazon effect”
-  Income producing properties to minimize carrying costs and reduce development risk (while being repositioned)





INVESTMENT METHODOLOGY

Leverage proprietary relationships with developers, leading national retail brands & financial institutions

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Utilize TriVirtus' vertically-integrated property development expertise

AQUIRE

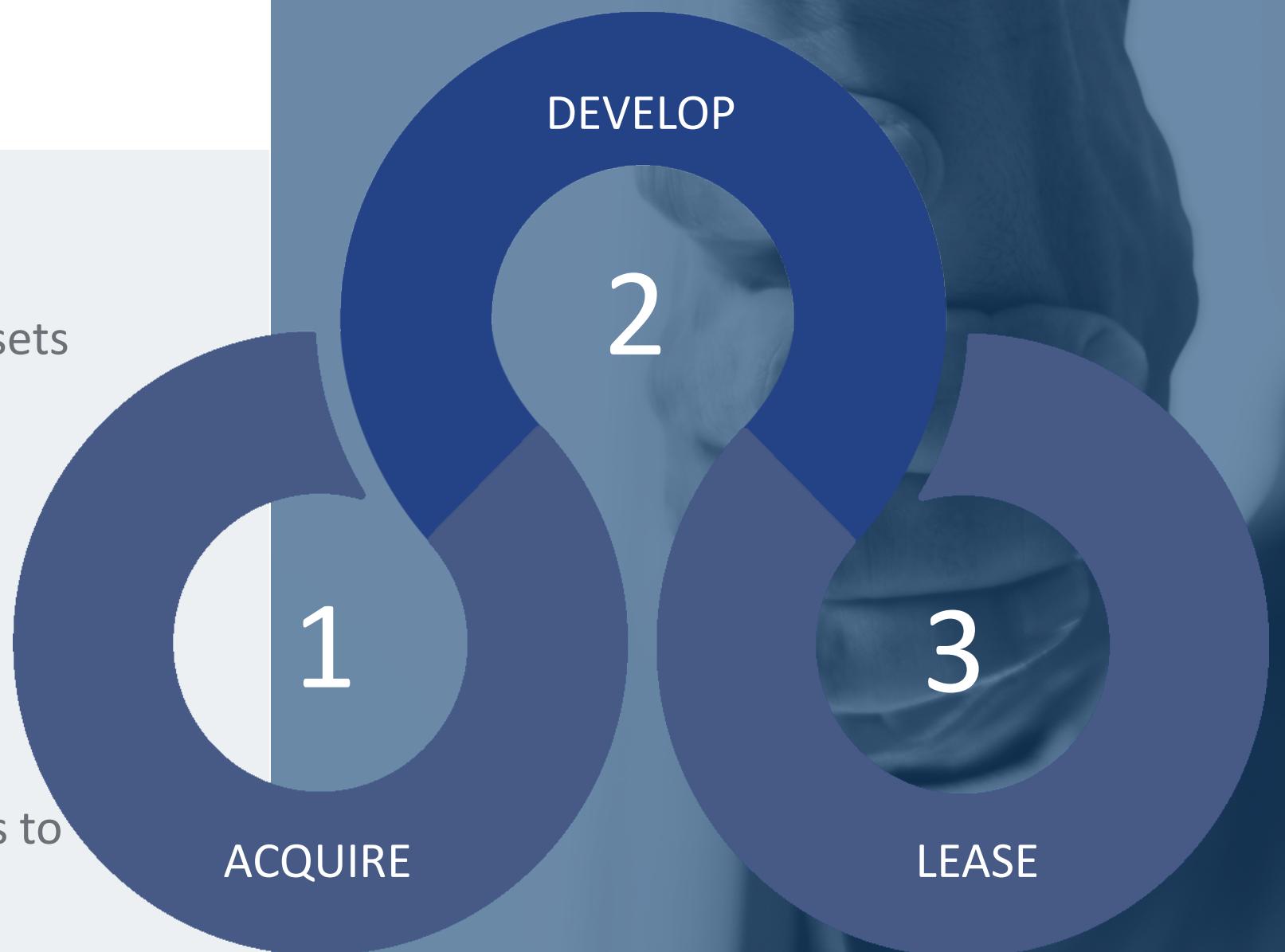
Leverage 25-year industry relationships & network to source and secure assets that meet our financial criteria (generally 'off market')

DEVELOP & POSITION

Develop & add value to the properties through experienced team of design professionals and vertically integrated organizational structure

LEASE

Utilize extensive relationships with major Canadian & International retailers to lease vacant space, upgrade tenants and develop excess land with national brands





RESTRICTIONS

What we will minimize or avoid

- ⊗ Limited “big box” investments
- ⊗ No land speculation
- ⊗ No minority ownership
- ⊗ No investments outside of Canada
- ⊗ Limited residential



SAM INVESTMENT EXAMPLES - 685 QUEENSTON RD, HAMILTON, ON



Investment Thesis

- 685 Queenston Road is a new 38,000 ft² specialty grocery store located in the Stoney Creek (near Hamilton, ON)
- Originally operating as a car dealership, the 2.5 acre site was purchased and redeveloped as a specialty grocery store



Outcome

- Lease secured with anchor tenant, high end grocery chain Starsky's

Date of Acquisition: June 2012

Purchase Price	\$7.5 MM
Occupancy:	Car Dealership
NOI:	Nil
Lease Term:	Nil

Operating Performance

IRR	27.2%
NOI:	\$550,000
Cash Yield:	7.3%

Today

Value:	\$10.5 MM
Cap. Rate:	5.7%
Occupancy:	100%
Lease Term:	5 years



SAM INVESTMENT EXAMPLES - 4 HIGH STREET, COLLINGWOOD, ON



Investment Thesis

- 1 acre site purchased as surplus retail land from adjacent hotel
- Shadow anchored by a Metro grocery store and adjacent Home Depot
- Located in the major retail node of Collingwood, Ontario

Outcome

- Lease secured with Dollar Tree, Tim Horton's, Little Caesars, Sport Clips
- Utilized our vertically integrated management team to design and construct the 12,000 sq. ft. development
- Produces a stabilized NOI of approximately \$240,000 per annum

Date of Acquisition: October 2012

Purchase Price:	\$3,200,000
Occupancy:	Vacant Land
Yield:	Nil
Lease Term:	Nil

Operating Performance

IRR:	18.0%
NOI:	\$240,000
Cash Yield:	7.5%

Today

Value:	\$4,300,000
Cap. Rate:	5.6%
Occupancy:	100%
Lease Term:	5.3 Years

SAM INVESTMENT EXAMPLES - 480 BAYFIELD STREET, BARRIE, ON



Investment Thesis

- Remediated 0.7 acre site purchased from Suncor
- Shadow anchored by Walmart and a regional shopping centre
- Property was redeveloped as a multi tenant shopping centre anchored by Starbucks, Sally Beauty and Pro Oil Change



Outcome

- Leveraged our R/E network relationships to secure national tenancies
- Utilized our vertically integrated management team to design and construct the 7,000 ft development
- Produces a stabilized NOI of approximately \$240,000 per annum

Date of Acquisition: June 2012

Purchase Price: \$3,100,000
Occupancy: Suncor
NOI: Nil
Lease Term: Nil

Operating Performance

IRR: 16.9%
NOI: \$240,000
Cash Yield: 7.8%

Today

Value: \$4,200,000
Cap. Rate: 5.7%
Occupancy: 100%
Lease Term: 5 years



OUR SERVICE PROVIDERS



Stikeman Elliott



BLUE DEER
CAPITAL



CONTACT

TRIVIRTUS CAPITAL



DANIEL D. MCCLURE
Executive Chairman

e: dmclure@bluedeercapital.com

t: +416.509.4387



R E A L E S T A T E F U N D I L P

1018 EGLINTON AVE E,
MISSISSAUGA, ON L4W 1K3

(905) 602 0909

INFO@TRIVIRTUS.COM
WWW.TRIVIRTUS.COM

C O N F I D E N T I A L