Northview™

Management's Discussion and Analysis

For the three and nine months ended September 30, 2024 and 2023

ADVISORIES

The following Management's Discussion and Analysis ("MD&A") of the results of operations and financial condition, dated November 14, 2024, of Northview Residential REIT ("Northview" or the "REIT") should be read in conjunction with the cautionary statement regarding forward-looking information below, as well as the unaudited condensed consolidated interim financial statements of Northview and notes thereto for the three and nine months ended September 30, 2024 and 2023 (the "interim financial statements") and the audited consolidated financial statements for the years ended December 31, 2023 and 2022 (the "annual financial statements"). The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). This MD&A should also be read in conjunction with Northview's annual MD&A for the years ended December 31, 2023 and 2022 (the "annual MD&A"). Additional information related to Northview, including periodic quarterly reports filed with the Canadian securities regulatory authorities and Northview's Annual Information Form dated March 20, 2024, are available on SEDAR+ at www.sedarplus.com.

This MD&A is intended to provide readers with management's assessment of the performance of Northview, as well as its financial position and future prospects. The operating results for the three and nine months ended September 30, 2024 are not necessarily indicative of results that may be expected for the year ended December 31, 2024 due to seasonal variations in utility costs and other factors. All amounts in this MD&A are in Canadian dollars unless otherwise stated.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION

Certain information contained in this MD&A constitutes forward-looking information within the meaning of applicable securities laws. Statements that reflect Northview's objectives, plans, goals, and strategies are subject to risks, uncertainties, and other factors which could cause actual results to differ materially from future results expressed, projected, or implied by such forward-looking information. In some instances, forward-looking information can be identified by the use of terms such as "may", "should", "expect", "will", "anticipate", "believe", "intend", "estimate", "predict", "potentially", "starting", "beginning", "begun", "moving", "continue", or other similar expressions concerning matters that are not historical facts. Forward-looking information in this MD&A includes, but is not limited to, statements made under the heading "Outlook" in this MD&A, future maintenance expenditures, financing and the availability of financing and the terms thereof, the replacement of floating-rate debt with fixed-rate debt, the ability to sell select assets, terms, or timing to be completed, the use of proceeds from any such sales, future economic conditions, the expected distributions of Northview, liquidity and capital resources, market trends, future operating efficiencies, tenant incentives, and occupancy levels. Such statements involve significant risks and uncertainties and are not meant to provide guarantees of future performance or results. These cautionary statements qualify all of the statements and information contained in this MD&A incorporating forward-looking information.

Forward-looking information is made as of November 14, 2024 and is based on information available to management as of that date. Management believes that the expectations reflected in forward-looking information are based upon reasonable assumptions; however, management can give no assurance that the actual results will be consistent with this forward-looking information. Factors that could cause actual results, performance, or achievements to differ materially from those expressed or implied by forward-looking information include, but are not limited to, the risks identified herein (including at "Risk Factors"), the risks outlined in the annual MD&A (including at "Risk Factors"), and those discussed in Northview's other materials filed with the Canadian securities regulatory authorities from time to time, as well: general economic conditions; the availability of a new competitive supply of real estate which may become available through construction; Northview's ability to maintain distributions at their current level; Northview's ability to maintain occupancy and the timely lease or re-lease of multi-residential suites, execusuites, and commercial space at current market rates; tenant defaults; changes in interest rates; changes in inflation rates, including increased expenses as a result thereof; Northview's qualification as a real estate investment trust ("REIT"); changes in operating costs; governmental regulations and taxation; fluctuations in commodity prices; and the availability of financing. Additional risks and uncertainties not presently known to Northview, or those risks and uncertainties that Northview currently believes to not be material, may also adversely affect Northview. Northview cautions readers that this list of factors is not exhaustive and that should certain risks or uncertainties materialize, or should underlying estimates or assumptions prove incorrect, actual events, performance, and results may vary materially from those expected.

Except as specifically required by applicable Canadian law, Northview assumes no obligation to update or revise publicly any forward-looking information to reflect new events or circumstances that may arise after November 14, 2024.

NON-GAAP AND OTHER FINANCIAL MEASURES

NON-GAAP FINANCIAL MEASURES

Certain measures in this MD&A do not have any standardized meaning as prescribed by generally accepted accounting principles ("GAAP") and are, therefore, considered non-GAAP financial measures and may not be comparable to similar measures presented by other issuers.

Adjusted funds from operations ("AFFO"): AFFO measures operating performance and is calculated as FFO (as defined herein) less a maintenance capital expenditure reserve. Maintenance capital expenditures are capital expenditures ("capex") that sustain and maintain existing assets. Management considers AFFO a useful measure of operating performance excluding the impact of maintenance capex. The most comparable GAAP measure to AFFO is net and comprehensive income (loss), for which a reconciliation is provided in "Other Consolidated Results – FFO and AFFO". AFFO is not a standardized financial measure under IFRS and, accordingly, may not be comparable to AFFO reported by other issuers. Northview's definition of AFFO differs from the Real Property Association of Canada ("REALPAC") definition, as set out in its January 2022 guidance "REALPAC Funds From Operations (FFO) & Adjusted Funds from Operations (AFFO) for IFRS" (the "REALPAC Guidance"), in that, when calculating AFFO, Northview excludes accretion on Redeemable Units (as defined herein) and excludes Recapitalization Event (as defined herein) costs.

Funds from operations ("FFO"): FFO measures operating performance and is calculated by adjusting net and comprehensive income (loss) for distributions recognized in net and comprehensive income (loss), depreciation of property, plant and equipment excluding depreciation of assets that are not uniquely significant to the real estate industry items (for example, depreciation related to computer and auto assets); and fair value loss (gain) on investment properties, loss on disposition of investment properties, fair value loss on Exchangeable Units (as defined herein), accretion on Redeemable Units, and Recapitalization Event costs. Management considers FFO a useful measure of operating performance. The most comparable GAAP measure to FFO is net and comprehensive income (loss), for which a reconciliation is provided in "Other Consolidated Results – FFO and AFFO". FFO is not a standardized measure under IFRS and may differ from other issuers' methods of calculating FFO and, accordingly, may not be comparable to FFO reported by other issuers. Northview's definition of FFO differs from REALPAC Guidance in that, when calculating FFO, Northview excludes accretion on Redeemable Units and Recapitalization Event costs.

NON-GAAP RATIOS

AFFO payout ratio: AFFO payout ratio is calculated as distributions declared to Unitholders (see "Non-GAAP and Other Financial Measures – Capital Management Measures") divided by AFFO for the previous twelve months. AFFO payout ratio is not a standardized measure under GAAP and, accordingly, this calculation may differ from other issuers' methods of calculating AFFO payout ratio and may not be comparable to AFFO payout ratio reported by other issuers. Management considers AFFO payout ratio a useful measure to assess the amount of cash distributed to Unitholders compared to the operating performance of the business.

AFFO per Unit: AFFO per Unit is calculated on a basic and diluted basis. AFFO per Unit – basic and AFFO per Unit – diluted are calculated as AFFO divided by the weighted average number of Units – basic or the weighted average number of Units – diluted, respectively (see "Non-GAAP and Other Financial Measures – Other Key Performance Indicators"). AFFO per Unit is not a standardized measure under GAAP and, accordingly, the calculation may differ from other issuers' methods for calculating AFFO per Unit and may not be comparable to AFFO per Unit reported by other issuers. Management considers AFFO per Unit a useful measure to assess the operating performance of the business relative to the entitlement of Unitholders.

FFO payout ratio: FFO payout ratio is calculated as distributions declared to Unitholders (see "Non-GAAP and Other Financial Measures – Capital Management measures") divided by FFO for the previous twelve months. FFO payout ratio is not a standardized measure under GAAP and, accordingly, this calculation may differ from other issuers' methods of calculating FFO payout ratio and may not be comparable to FFO payout ratio reported by other issuers. Management considers FFO payout ratio a useful measure to assess the amount of cash distributed to Unitholders compared to the operating performance of the business.

FFO per Unit: FFO per Unit is calculated on a basic and diluted basis. FFO per Unit – basic and FFO per Unit – diluted are calculated as FFO divided by the weighted average number of Units – basic or the weighted average number of Units – diluted, respectively (see "Non-GAAP and Other Financial Measures – Other Key Performance

Indicators”). FFO per Unit is not a standardized measure under GAAP and, accordingly, the calculation may differ from other issuers' methods for calculating FFO per Unit and may not be comparable to FFO per Unit reported by other issuers. Management considers FFO per Unit a useful measure to assess the operating performance of the business relative to the entitlement of Unitholders.

CAPITAL MANAGEMENT MEASURES

Distributions declared to Unitholders: Aggregate distributions declared to holders of Class A trust units of Northview (“Class A Units”), holders of Class C trust units of Northview (“Class C Units”), and holders of Class F trust units of Northview (“Class F Units” and, collectively, with the Class A Units and Class C Units, the “Trust Units” and such holders, “Trust Unitholders”), plus aggregate distributions declared to holders of limited partnership units of subsidiary limited partnerships (“Exchangeable Units” and, such holders, “Exchangeable Unitholders”) and holders of redeemable limited partnership units of a subsidiary limited partnership (“Redeemable Units” and, such holders, “Redeemable Unitholders”, and, together with the Trust Units and Exchangeable Units, “Units” and such holders, “Unitholders”) that are exchangeable into Trust Units.

Debt to gross book value: Debt to gross book value is defined under the Declaration of Trust (as defined herein) as a percentage measure calculated as debt divided by gross book value. Debt consists of borrowings on the credit facilities and mortgages payable less cash and cash equivalents. Gross book value consists of the carrying value of investment properties, assets held for sale and gross property, plant and equipment. Management considers it a useful measure to evaluate leverage. See the calculation of debt to gross book value in “Liquidity and Capital Resources – Capital Management”.

OTHER KEY PERFORMANCE INDICATORS

Certain other measures in this MD&A do not have standardized meanings and may not be comparable to similar measures presented by other issuers.

Average monthly rent (“AMR”): AMR is calculated as monthly gross rent net of lease incentives for the period divided by the number of occupied multi-residential suites as at the period-end date.

Net operating income (“NOI”) margin: NOI margin is calculated as NOI for the period divided by revenue for the period.

Occupancy: A percentage measure used by management to evaluate the performance of its properties on a comparable basis. The occupancy presented in this MD&A is financial occupancy based on AMR, excluding properties that have not reached stabilized occupancy. Management considers this an important operating metric to evaluate the extent to which revenue potential is being realized.

Same door revenues, expenses, net operating income, occupancy, and AMR: Measured for stabilized properties owned by Northview for both the current reporting period and on or before the first day of the previous annual reporting period. In this MD&A, stabilized properties are those that are owned and in operation by Northview for both the current reporting period and on or before January 1, 2023 are included in the same door calculation. Acquisitions and dispositions completed during 2023 and 2024 are excluded in the same door calculation.

Weighted average number of Units – basic: The total Trust Units, Exchangeable Units, and Redeemable Units weighted for the period of time each was outstanding in the period presented. See also the calculation of the weighted average number of Units in “Liquidity and Capital Resources – Units”.

Weighted average number of Units – diluted: The total of the weighted-average number of Units – basic, plus additional Trust Units that are estimated to be issuable upon redemption of the outstanding Redeemable Units based on the average price of Northview’s Class A Units in the period, and Restricted Units eligible for conversion into Trust Units. See also the calculation of the weighted average number of Units in “Liquidity and Capital Resources – Units”.

BUSINESS OVERVIEW

Northview is a real estate investment trust established pursuant to a declaration of trust dated April 14, 2020 as most recently amended and restated on August 21, 2023 (the "Declaration of Trust") under the laws of the Province of Ontario for the primary purpose of acquiring, owning, and operating a portfolio of income-producing rental properties in secondary markets within Canada. Northview's portfolio consists of approximately 14,200 residential suites, 1.2 million sq. ft. of commercial space, and 200 execusuites across nine provinces and two territories. Northview's Class A Units currently trade on the Toronto Stock Exchange ("TSX") under the symbol "NRR.UN".

The head and registered office of Northview is located at Suite 200, 6131 6 Street SE, Calgary, Alberta, T2H 1L9.

On August 21, 2023, Northview completed its recapitalization transaction, which included the acquisitions of three high-quality portfolios consisting of 3,301 multi-residential suites ("Acquired Properties") and a transformation into Northview Residential REIT, an open-ended real estate investment trust (the "Recapitalization Event"). The Recapitalization Event provided Northview with further geographic diversification, grew total assets, and provided the foundation for future growth opportunities through a strengthened balance sheet and a reduction in overall leverage. The completion of the Recapitalization Event has enhanced Northview's ability to broaden and deepen its access to capital. Immediately following the closing of the Recapitalization Event, Northview's units were consolidated on a 1.75 to 1.00 basis.

For the nine months ended September 30, 2024, Northview completed non-core asset sales of 228 multi-residential suites and 2,556 commercial sq. ft. for gross proceeds of $25.3 million. Subsequently, Northview completed sales of 377 multi-residential suites for gross proceeds of $31.3 million.

Management reviews operations by market segment being the multi-residential segment and the commercial and execusuite segment, in addition to geographical by provinces and territories.

Regions	**Provinces and Territories**
Northern Canada	Northwest Territories and Nunavut
Western Canada	Alberta, British Columbia, and Saskatchewan
Atlantic Canada	New Brunswick, Newfoundland and Labrador, and Nova Scotia
Central Canada	Manitoba, Ontario, and Québec

As at September 30, 2024, Northview's portfolio consisted of the following suites, execusuites, and commercial square footage:

(number of suites, except as indicated)	**Multi-Residential Suites**	**Execusuites**	**Commercial (sq. ft.)**
Northern Canada	2,464	200	750,000
Western Canada	6,181	—	143,000
Atlantic Canada	3,837	—	245,000
Central Canada	1,698	—	107,000
Total	**14,180**	**200**	**1,245,000**

OUTLOOK

Northview owns and operates a high quality portfolio of income-producing properties that generate stable and growing income that allows the REIT to make sustainable distributions and create value for Unitholders. Northview accomplishes this through its commitment to providing quality housing for its residents, delivering high quality customer service, operational enhancements, and continued reinvestment in its properties. Northview also remains committed to strengthening its balance sheet through active debt management strategies and improving its cost of capital.

The Canadian multi-residential real estate market is expected to remain strong driven by population growth, housing supply shortage, and the growing affordability gap on home ownership, all of which are driving demand for rental apartments. While Canada grapples with solving the housing crisis through policies designed to temper immigration and accelerate new housing supply, the demand for accommodation is expected to continue in the near-term.

In Northern Canada, rental revenue is expected to remain stable due to tight supply conditions, long-term leases with government tenants, sustained low vacancy, and high AMR reflecting the high operating cost environment.

Western Canada’s economies, which are largely resource-based, have experienced strong commodity pricing and population growth which was driven by interprovincial migration, international immigration, and sustained demand from the service industry. Management expects occupancy levels to stabilize across most regions.

Atlantic Canada has diverse economies with growing populations driven through interprovincial migration and is expected to generate continued rent growth given strong demand for suites.

Central Canada has stable economies and is expected to deliver consistent returns.

Northview expects to continue delivering strong operating metrics for the remainder of 2024. Northview anticipates that occupancy is reaching near stabilized levels across most regions. As fundamentals strengthen, continued AMR growth is planned to be achieved through responsible rental increases on lease renewals, reduced lease incentives, and capturing market rents on new leases.

In October, the Bank of Canada cut its overnight policy interest rate by 50 bps to 3.75%, the fourth consecutive interest rate cut since June 2024. The Bank of Canada continues to monitor economic and inflation data in determining future interest rate decisions. Northview has exposure to variable interest rates, further interest rate cuts would be a benefit to Northview’s financing costs if they occur.

On October 24, 2024, Northview executed extensive amendments to the syndicated credit facility which is expected to improve Northview's access to liquidity, reduce financing costs, and provide stability. The credit limit increased to $285.0 million and the facility was restructured into a revolving facility, in which repayments increase credit availability, providing ongoing liquidity support. This facility will bear interest at the Canadian Overnight Repo Rate Average (“CORRA”) rate plus 3.00%, decreasing the interest rate spread by 95 bps which is expected to result in credit facility interest savings. The maturity date was extended for two years to December 31, 2026 further providing stability.

On October 30, 2024, Northview also extended the maturity date of the term facility for two years to December 31, 2026 with the other terms unchanged.

Northview’s sale of non-core assets is part of its focus on strengthening the balance sheet including the restructure and extension of the syndicated credit facility. Northview remains focused on its target of $100 to $150 million of non-core asset sales, with net proceeds repaying debt. As of September 30, 2024, Northview completed $25.3 million of non-core asset sales with a further $31.3 million completed subsequent to period end. Asset sales prices have been consistent with, or above, Northview’s IFRS fair value of investment properties. The remaining non-core asset sales are expected to be completed in 2025 and 2026.

2024 THIRD QUARTER RESULTS

(thousands of dollars, except as indicated)	As at September 30, 2024	As at December 31, 2023
Total assets	**2,714,586**	2,748,450
Total liabilities	**1,913,653**	1,918,398
Credit facilities	**307,897**	348,576
Mortgages payable	**1,388,745**	1,378,394
Debt to gross book value[1]	**64.9%**	65.1%
Weighted average mortgage interest rate	**3.84%**	3.80%
Weighted average term to maturity (years)	**4.8**	4.7
Weighted average capitalization rate	**6.42%**	6.41%
Weighted average interest rate on the credit facilities	**8.32%**	8.78%
Multi-residential occupancy[2]	**96.0%**	94.7%
AMR ($)[2]	**1,391**	1,313

	Three Months Ended September 30		Nine Months Ended September 30	
(thousands of dollars, except as indicated)	**2024**	**2023**	**2024**	**2023**
Revenue	**69,059**	57,402	**206,686**	160,607
NOI	**42,192**	35,022	**121,593**	92,567
NOI margin[2]	**61.1%**	61.0%	**58.8%**	57.6%
Cash flows provided by operating activities	**21,799**	10,128	**54,635**	23,628
Distributions declared to Unitholders[1]	**9,858**	8,004	**29,577**	28,687
Distributions declared per Unit ($/Unit)				
Class A Unit	**0.2734**	0.2734	**0.8203**	1.2812
Class C Unit	**0.2734**	0.2785	**0.8203**	1.3421
Class F Unit	**0.2734**	0.2763	**0.8203**	1.3160
FFO payout ratio – basic[3][4]	**62.3%**	98.6%	**62.3%**	98.6%
AFFO payout ratio – basic[3][4]	**79.5%**	139.5%	**79.5%**	139.5%
Net and comprehensive income (loss)	**2,289**	155,476	**(1,027)**	142,955
Per basic unit ($/Unit)	**0.06**	5.66	**(0.03)**	6.25
Per diluted unit ($/Unit)	**0.06**	5.28	**(0.03)**	6.16
FFO[3]	**17,327**	12,530	**48,929**	31,047
Per basic unit ($/Unit)[3]	**0.48**	0.46	**1.36**	1.36
Per diluted unit ($/Unit)[3]	**0.45**	0.43	**1.26**	1.34
AFFO[3]	**13,901**	9,246	**38,573**	22,357
Per basic unit ($/Unit)[3]	**0.39**	0.34	**1.07**	0.98
Per diluted unit ($/Unit)[3]	**0.36**	0.31	**0.99**	0.96
Weighted average number of Units – basic (000's)[2]	**36,056**	27,446	**36,056**	22,857
Weighted average number of Units – diluted (000's)[2]	**38,198**	29,460	**38,948**	23,208

(1) See "Non-GAAP and Other Financial Measures – Capital Management Measures".

(2) See "Non-GAAP and Other Financial Measures – Other Key Performance Indicators".

(3) Non-GAAP financial measure or non-GAAP ratio. See "Non-GAAP and Other Financial Measures – Non-GAAP Financial Measures" and "Non-GAAP and Other Financial Measures – Non-GAAP Ratios".

(4) Calculated on a trailing twelve months basis.

2024 THIRD QUARTER HIGHLIGHTS

NOI

For the three and nine months ended September 30, 2024, NOI increased by $7.2 million and $29.0 million, or 20.5% and 31.4%, compared to the same periods last year. These increases were mainly due to $4.7 million and $22.2 million of incremental NOI contributions from the new properties acquired in 2023 as part of the Recapitalization Event and same door NOI growth.

Same door NOI of $33.4 million and $94.8 million increased 8.9% and 8.1% for the three and nine months ended September 30, 2024, compared to the same periods last year, driven by AMR and occupancy growth. AMR and occupancy improved across all regions during the three months ended September 30, 2024 relative to the comparative period in the prior year. AMR was $1,391 as of September 30, 2024, up 6.9% compared to September 30, 2023, led by Atlantic Canada with 9.7% growth and Western Canada with 8.8% growth. Occupancy improved by 130 bps to 96.0% driven by a 240 bps increase in Western Canada compared to September 30, 2023.

NET AND COMPREHENSIVE INCOME (LOSS)

For the three months ended September 30, 2024, net and comprehensive income of $2.3 million was lower than $155.5 million for the three months ended September 30, 2023. For the nine months ended September 30, 2024, net and comprehensive loss was $1.0 million, compared to income of $143.0 million for the prior year. The decreases in net and comprehensive income were mainly due to the $161.3 million fair value gain on investment properties recognized in 2023 related to Recapitalization Event.

FFO

For the three and nine months ended September 30, 2024, FFO of $17.3 million and $48.9 million was higher than $12.5 million and $31.0 million in the comparative periods. These increases were primarily driven by same door NOI growth and Acquired Properties' NOI net of financing costs.

FFO per basic Unit was $0.48 and $1.36, for the three and nine months ended September 30, 2024 compared to $0.46 and $1.36 for the comparative period due to higher FFO, partially offset by additional units issued in August 2023 as part of the Recapitalization Event.

FFO per diluted Unit increased to $0.45 for the three months ended September 30, 2024, compared to $0.43 for the comparative period mainly due to FFO growth and fewer additional Trust Units expected to be issued upon the redemption of Redeemable Units driven by the improvement in Northview's Class A Unit market price.

FFO per diluted Unit decreased to $1.26, for the nine months ended September 30, 2024, compared to $1.34, for the comparative period. Redeemable units were issued in August 2023 as part of the Recapitalization Event, as a result there was limited dilutive impact in the nine months comparative period.

As a result of the reduction to distributions in June 2023 and the completion of the Recapitalization Event, the FFO payout ratio for the twelve months ended September 30, 2024 decreased to 62.3% compared to 98.6% for the same period in 2023.

FINANCING COSTS AND DEBT OPTIMIZATION

Northview continues to refinance mortgage debt for which the net proceeds are used to repay borrowings on credit facilities that are subject to higher interest rates. During the three and nine months ended September 30, 2024, Northview completed $54.4 million and $181.9 million of mortgage financing at a weighted average interest rate of 4.77% and 4.70%, respectively. The net proceeds were used to repay $17.5 million and $49.0 million of borrowings on the credit facilities for the respective periods for which the floating rate was 8.26% and 8.32%, reflecting interest rate savings of approximately 350 bps.

On October 24, 2024, Northview executed extensive amendments to the syndicated credit facility which is expected to improve Northview's access to liquidity, reduce financing costs, and provide stability. The credit limit increased to $285.0 million and the facility was restructured into a revolving facility, in which repayments increase credit availability, providing ongoing liquidity support. The amendment decreased the interest rate spread by 95 bps, bearing interest at the CORRA rate plus 3.00% and extended the maturity for two years to December 31, 2026.

Debt to gross book value decreased to 64.9% compared to 65.1% as at December 31, 2023, mainly due to the impact of non-core asset sales.

See also “Liquidity and Capital Resources – Capital Management”.

2024 THIRD QUARTER OPERATING RESULTS

Operations include the multi-residential segment and the commercial and execusuite segment. While revenue is not typically impacted by seasonality, operating expenses are typically higher in the winter months, the first and fourth quarters of each year, due to higher utilities and other expenses.

DISPOSITIONS AND ACQUISITIONS

DISPOSITIONS

During the third quarter of 2024, Northview completed non-core asset dispositions of 226 multi-residential suites and 2,556 commercial sq. ft. for gross proceeds of $24.7 million in Shediac, NB, Moncton, NB, and Iqaluit, NU.

Subsequent to September 30, 2024, Northview completed non-core asset sales of 377 multi-residential suites for gross proceeds of $31.3 million in Gander, NL, Sept Iles, QC, and Iqaluit, NU.

ACQUISITIONS

In 2023, Northview completed the Recapitalization Event and acquired three portfolios consisting of 3,301 multi-residential suites and 119,643 commercial sq. ft. for an aggregate purchase price of $741.9 million. For the three and nine months ended September 30, 2024, NOI from the Acquired Properties was $8.7 million and $26.2 million (2023 - $4.0 million and $4.0 million). During the third quarter of 2023, the Acquired Properties reflects 41 days of operations.

Same door results for the three and nine months ended September 30, 2024, reflects properties owned by Northview for both the current reporting period and on or before January 1, 2023, and therefore do not take into account the impact on performance of acquisitions and dispositions completed during 2024 and 2023. As at September 30, 2024, same door multi-family suites represented 77% of the total multi-residential suites and 91% of commercial space in sq.ft.

CONSOLIDATED NOI

	Three Months Ended September 30					
	Total			Same Door		
	2024	2023	Change	**2024**	2023	Change
Revenue	**69,059**	57,402	20.3%	**54,698**	50,442	8.4%
Expenses						
General operating expenses	**16,095**	12,548	28.3%	**12,696**	11,219	13.2%
Utilities	**5,915**	5,606	5.5%	**4,896**	4,922	(0.5%)
Property tax	**4,857**	4,226	14.9%	**3,710**	3,628	2.3%
Total operating expenses	**26,867**	22,380	20.0%	**21,302**	19,769	7.8%
NOI	**42,192**	35,022	20.5%	**33,396**	30,673	8.9%
NOI margin (%)	**61.1%**	61.0%	10 bps	**61.1%**	60.8%	30 bps

	Nine Months Ended September 30					
		Total			Same Door	
	2024	**2023**	**Change**	**2024**	**2023**	**Change**
Revenue	**206,686**	160,607	28.7%	**162,423**	152,492	6.5%
Expenses						
General operating expenses	**46,964**	36,390	29.1%	**37,011**	34,743	6.5%
Utilities	**23,428**	20,051	16.8%	**19,353**	19,212	0.7%
Property tax	**14,701**	11,599	26.7%	**11,241**	10,844	3.7%
Total operating expenses	**85,093**	68,040	25.1%	**67,605**	64,799	4.3%
NOI	**121,593**	92,567	31.4%	**94,818**	87,693	8.1%
NOI margin (%)	**58.8%**	57.6%	120 bps	**58.4%**	57.5%	90 bps

NOI increased by $7.2 million and $29.0 million for the three and nine months ended September 30, 2024, respectively, mainly due to same door NOI growth of $2.7 million and $7.1 million and incremental NOI of $4.7 million and $22.2 million from the Acquired Properties which included $0.3 million of rental abatements provided to tenants impacted by the Jasper, AB wildfire evacuations.

Same door NOI increased by 8.9% and 8.1% for the three and nine months ended September 30, 2024, relative to the comparative periods in 2023. The growth was driven by NOI improvements across all regions, with the Western Canada multi-residential segment contributing the most through occupancy and AMR gains.

MULTI-RESIDENTIAL OPERATIONS

The multi-residential segment consists of apartments, townhomes, and single-family rental suites, for which rental contracts are typically twelve months, excluding leases with government tenants in Northern Canada that typically range from three to five years. Properties are located primarily in secondary markets that feature high barriers to entry and limited new supply.

Revenue includes rental revenue earned from residential lease agreements as well as other property income such as ancillary revenue from laundry facilities, storage rental revenue, and other fee income from tenants.

MULTI-RESIDENTIAL NOI

	Three Months Ended September 30					
		Total			Same Door	
	2024	**2023**	**Change**	**2024**	**2023**	**Change**
Revenue	**58,101**	47,022	23.6%	**44,284**	40,211	10.1%
Expenses						
General operating expenses	**13,298**	10,156	30.9%	**10,050**	8,830	13.8%
Utilities	**4,762**	4,579	4.0%	**3,796**	3,931	(3.4%)
Property tax	**3,974**	3,406	16.7%	**2,917**	2,861	2.0%
Total operating expenses	**22,034**	18,141	21.5%	**16,763**	15,622	7.3%
NOI	**36,067**	28,881	24.9%	**27,521**	24,589	11.9%
NOI margin (%)	**62.1%**	61.4%	70 bps	**62.1%**	61.1%	100 bps

	Nine Months Ended September 30					
		Total			Same Door	
	2024	**2023**	**Change**	**2024**	**2023**	**Change**
Revenue	**172,861**	128,519	34.5%	**130,345**	120,570	8.1%
Expenses						
General operating expenses	**38,700**	29,042	33.3%	**29,206**	27,400	6.6%
Utilities	**19,297**	16,243	18.8%	**15,345**	15,440	(0.6%)
Property tax	**12,221**	9,344	30.8%	**9,019**	8,655	4.2%
Total operating expenses	**70,218**	54,629	28.5%	**53,570**	51,495	4.0%
NOI	**102,643**	73,890	38.9%	**76,775**	69,075	11.1%
NOI margin (%)	**59.4%**	57.5%	190 bps	**58.9%**	57.3%	160 bps

NOI

Multi-residential NOI increased by 24.9% and 38.9% for the three and nine months ended September 30, 2024, compared to 2023, primarily driven by Acquired Properties NOI and same door NOI growth. Same door multi-residential NOI increased by 11.9% and 11.1% for the three and nine months ended September 30, 2024, compared to 2023 led by Western Canada. Revenue growth outpaced operating expenses resulting in NOI margin improvements of 100 bps and 160 bps for the current periods.

REVENUE

Multi-residential revenue grew by 23.6% and 34.5% for the three and nine months ended September 30, 2024, compared to 2023. The increase was due to Acquired Properties and same door revenue growth of 10.1% and 8.1% for the three and nine months ended September 30, 2024. This was driven by increases in AMR across all regions and occupancy gains led by Western Canada, relative to the comparative periods in the prior year.

AMR

	Q3 2024	**Q2 2024**	**Q1 2024**	**Q4 2023**	**Q3 2023**
Northern Canada	**2,346**	2,332	2,312	2,305	2,297
Western Canada	**1,274**	1,243	1,211	1,190	1,171
Atlantic Canada	**1,042**	1,008	988	970	950
Central Canada	**1,200**	1,171	1,158	1,140	1,140
Overall	**1,391**	1,358	1,333	1,313	1,301

OCCUPANCY

	Q3 2024	**Q2 2024**	**Q1 2024**	**Q4 2023**	**Q3 2023**
Northern Canada	**97.9%**	97.9%	96.7%	96.2%	96.8%
Western Canada	**93.9%**	93.9%	93.1%	92.4%	91.5%
Atlantic Canada	**97.5%**	97.8%	97.6%	96.8%	97.2%
Central Canada	**96.0%**	95.7%	95.4%	95.0%	95.2%
Overall	**96.0%**	96.1%	95.4%	94.7%	94.7%

OPERATING EXPENSES

Operating expenses increased by 21.5% and 28.5% for the three and nine months ended September 30, 2024, compared to 2023 primarily due to the Acquired Properties and same door operating expense increases of 7.3% and 4.0%, respectively.

General operating expenses

Same door general operating expenses increased by 13.8% for the three months ended September 30, 2024, compared to 2023 due to higher salaries and wages, insurance premiums, and repairs and maintenance due to remediation costs. For the nine months ended September 30, 2024, general operating expenses increased by 6.6% from the prior year due to higher salaries and wages and insurance premiums, partially offset by lower repairs and maintenance during the first half of 2024.

Utilities

Same door utilities decreased by 3.4% for the three months ended September 30, 2024, compared to 2023, due to lower electricity rates in Western Canada. For the nine months ended September 30, 2024, utilities remained flat compared to 2023, with lower electricity and natural gas rates in Western Canada offset by the increased fuel oil rates and consumption in Northern Canada.

Property taxes

Same door property taxes increased for the three and nine months ended September 30, 2024, mainly due to higher property tax value in the property tax assessments. Northview proactively reviews property tax assessed values and appeals as appropriate.

NORTHERN CANADA OPERATIONS

	Three Months Ended September 30					
	Total			Same Door		
(thousands of dollars)	**2024**	**2023**	**Change**	**2024**	**2023**	**Change**
Revenue	**16,882**	15,516	8.8%	**16,876**	15,473	9.1%
Operating expenses	**6,140**	5,857	4.8%	**6,112**	5,847	4.5%
NOI	**10,742**	9,659	11.2%	**10,764**	9,626	11.8%
NOI margin (%)	**63.6%**	62.3%	130 bps	**63.8%**	62.2%	160 bps

	Nine Months Ended September 30					
	Total			Same Door		
(thousands of dollars)	**2024**	**2023**	**Change**	**2024**	**2023**	**Change**
Revenue	**50,376**	48,033	4.9%	**50,282**	47,889	5.0%
Operating expenses	**20,011**	19,464	2.8%	**19,937**	19,390	2.8%
NOI	**30,365**	28,569	6.3%	**30,345**	28,499	6.5%
NOI margin (%)	**60.3%**	59.5%	80 bps	**60.3%**	59.5%	80 bps

		AMR ($)			Occupancy (%)		
	Multi-Residential Suites	**Q3 2024**	**Q3 2023**	**Change (%)**	**Q3 2024**	**Q3 2023**	**Change (bps)**
Northern Canada							
Northwest Territories	1,298	**1,879**	1,823	3.1%	**95.6%**	93.1%	250
Nunavut	1,166	**2,832**	2,781	1.8%	**99.5%**	99.5%	—
Northern Canada	2,464	**2,346**	2,297	2.1%	**97.9%**	96.8%	110

For the three and nine months ended September 30, 2024, NOI increased by 11.2% and 6.3% respectively, compared to 2023. These increases were mainly due to same door revenue growth. Same door NOI increased by 11.8% and 6.5% and NOI margin improved by 160 bps and 80 bps for the three and nine months ended September 30, 2024, compared to 2023. These improvements in NOI margins were driven by revenue growth which outpaced operating expenses.

For the three and nine months ended September 30, 2024, same door revenue increased by 9.1% and 5.0%, respectively, compared to 2023. These increases were driven by the Northwest Territories which saw AMR and occupancy gains in addition to a lower comparative period which included Yellowknife wildfire tenant rental abatements of $0.9 million. AMR increased to $2,346 from $2,297 and occupancy increased to 97.9% from 96.8% compared to the third quarter of 2023. The Northwest Territories were the significant contributor, while Nunavut remained stable, consistent with the long-term government leases.

For the three and nine months ended September 30, 2024, same door operating expenses increased by 4.5% and 2.8%, respectively, compared to the same periods in 2023. The increases were due to higher labour costs for repairs and maintenance, remediation costs, fuel oil rates and consumption, partially offset by savings from water rate reduction.

WESTERN CANADA OPERATIONS

	Three Months Ended September 30					
	Total			Same Door		
(thousands of dollars)	**2024**	**2023**	**Change**	**2024**	**2023**	**Change**
Revenue	**22,484**	18,075	24.4%	**17,900**	16,004	11.8%
Operating expenses	**8,678**	7,174	21.0%	**7,156**	6,562	9.1%
NOI	**13,806**	10,901	26.6%	**10,744**	9,442	13.8%
NOI margin (%)	**61.4%**	60.3%	110 bps	**60.0%**	59.0%	100 bps

	Nine Months Ended September 30					
	Total			Same Door		
(thousands of dollars)	**2024**	2023	Change	**2024**	2023	Change
Revenue	**66,411**	48,710	36.3%	**52,221**	46,638	12.0%
Operating expenses	**26,846**	22,109	21.4%	**22,253**	21,497	3.5%
NOI	**39,565**	26,601	48.7%	**29,968**	25,141	19.2%
NOI margin (%)	**59.6%**	54.6%	500 bps	**57.4%**	53.9%	350 bps

		AMR ($)			Occupancy (%)		
	Multi-Residential Suites	Q3 2024	Q3 2023	Change (%)	Q3 2024	Q3 2023	Change (bps)
Western Canada							
Alberta	4,479	**1,309**	1,196	9.4%	**94.2%**	92.4%	180
British Columbia	1,379	**1,074**	1,001	7.3%	**90.9%**	86.1%	480
Saskatchewan	323	**1,497**	1,397	7.2%	**99.2%**	98.2%	100
Western Canada	6,181	**1,274**	1,171	8.8%	**93.9%**	91.5%	240

For the three and nine months ended September 30, 2024, NOI increased by 26.6% and 48.7%, respectively, compared to 2023, primarily due to Acquired Properties, which included $0.3 million tenant rental abatements provided for the Jasper wildfire evacuations, and same door NOI growth. Same door NOI increased by 13.8% and 19.2% for the three and nine months ended September 30, 2024, compared to 2023, due to strong revenue results which led to NOI margin improvements of 100 bps and 350 bps, respectively.

For the three and nine months ended September 30, 2024, same door revenue increased by 11.8% and 12.0%, respectively, compared to 2023, mainly driven by AMR and occupancy growth due to improved economic conditions throughout the region, coupled with positive net migration and increased labour force. AMR increased 8.8% to $1,274 and occupancy improved by 240 bps compared to the third quarter of 2023.

For the three months ended September 30, 2024, same door operating expenses increased by 9.1%, compared to 2023, driven by higher labour costs for repairs and maintenance. For the nine months ended September 30, 2024, same door operating expenses increased by 3.5% due to higher insurance premiums and property taxes, partially offset by lower electricity and natural gas rates.

ATLANTIC CANADA OPERATIONS

	Three Months Ended September 30					
	Total			Same Door		
(thousands of dollars)	**2024**	2023	Change	**2024**	2023	Change
Revenue	**12,215**	10,106	20.9%	**9,109**	8,356	9.0%
Operating expenses	**4,518**	3,780	19.5%	**3,333**	3,071	8.5%
NOI	**7,697**	6,326	21.7%	**5,776**	5,285	9.3%
NOI margin (%)	**63.0%**	62.6%	40 bps	**63.4%**	63.2%	20 bps

	Nine Months Ended September 30					
	Total			Same Door		
(thousands of dollars)	**2024**	2023	Change	**2024**	2023	Change
Revenue	**36,670**	27,702	32.4%	**26,667**	24,916	7.0%
Operating expenses	**15,285**	11,378	34.3%	**10,842**	10,119	7.1%
NOI	**21,385**	16,324	31.0%	**15,825**	14,797	6.9%
NOI margin (%)	**58.3%**	58.9%	(60 bps)	**59.3%**	59.4%	(10 bps)

		AMR ($)			Occupancy (%)		
	Multi-Residential Suites	Q3 2024	Q3 2023	Change (%)	Q3 2024	Q3 2023	Change (bps)
Atlantic Canada							
Newfoundland and Labrador	1,875	**1,011**	928	8.9%	**98.6%**	97.2%	140
New Brunswick	1,118	**1,022**	926	10.4%	**98.1%**	97.6%	50
Nova Scotia	844	**1,140**	1,038	9.8%	**94.4%**	96.2%	(180)
Atlantic Canada	3,837	**1,042**	950	9.7%	**97.5%**	97.2%	30

For the three and nine months ended September 30, 2024, NOI increased by 21.7% and 31.0%, respectively, compared to 2023. These increases were mainly due to Acquired Properties and same door AMR growth. Same door NOI increased by 9.3% and 6.9% for the three and nine months ended September 30, 2024, compared to the same periods in 2023, with NOI margins remaining flat due to revenue growth being offset by increased operating expenses.

For the three and nine months ended September 30, 2024, same door revenue increased by 9.0% and 7.0% compared to 2023, mainly driven by AMR growth in New Brunswick and Nova Scotia. AMR increased by 9.7% to $1,042 from the third quarter of 2023 due to same door AMR increases of 8.3% and a higher AMR associated with the Acquired Properties. AMR and occupancy grew due to positive interprovincial migration supporting increased housing demand.

For the three and nine months ended September 30, 2024, same door operating expenses increased by 8.5% and 7.1% compared to the same periods in 2023. This was attributed to higher utilities from increases in water and electricity rates, increased insurance premiums, and property taxes benefited from a higher tax relief credit during 2023.

CENTRAL CANADA OPERATIONS

	Three Months Ended September 30					
	Total			Same Door		
(thousands of dollars)	**2024**	2023	Change	**2024**	2023	Change
Revenue	**6,520**	3,325	96.1%	**399**	378	5.6%
Operating expenses	**2,698**	1,330	102.9%	**162**	142	14.1%
NOI	**3,822**	1,995	91.6%	**237**	236	0.4%
NOI margin (%)	**58.6%**	60.0%	(140 bps)	**59.4%**	62.4%	(300 bps)

	Nine Months Ended September 30					
	Total			Same Door		
(thousands of dollars)	**2024**	2023	Change	**2024**	2023	Change
Revenue	**19,404**	4,074	376.3%	**1,175**	1,127	4.3%
Operating expenses	**8,077**	1,678	381.3%	**538**	489	10.0%
NOI	**11,327**	2,396	372.7%	**637**	638	(0.2%)
NOI margin (%)	**58.4%**	58.8%	(40 bps)	**54.2%**	56.6%	(240 bps)

		AMR ($)			Occupancy (%)		
	Multi-Residential Suites	Q3 2024	Q3 2023	Change (%)	Q3 2024	Q3 2023	Change (bps)
Central Canada							
Manitoba	845	**1,165**	1,091	6.8%	**96.5%**	92.7%	380
Québec	581	**1,061**	1,000	6.1%	**97.8%**	99.1%	(130)
Ontario	272	**1,634**	1,599	2.2%	**92.2%**	94.5%	(230)
Central Canada	1,698	**1,200**	1,140	5.3%	**96.0%**	95.2%	80

For the three and nine months ended September 30, 2024, NOI was $3.8 million and $11.3 million, compared to $2.0 million and $2.4 million, respectively, compared to 2023. These increases were mainly due to Acquired Properties. In the third quarter of 2024, AMR of $1,200 and occupancy of 96.0% reflects the new markets of the Acquired Properties.

Central Canada's same door portfolio consists of 161 suites in Sept Iles, QC. For the three and nine months ended September 30, 2024, same door NOI remained flat compared to the same periods in the prior year. Subsequent to the third quarter, the same door portfolio was disposed.

COMMERCIAL AND EXECUSUITE OPERATIONS

Northview's commercial and execusuite properties are located primarily in regions where Northview also has multi-residential operations. Commercial properties are the main contributor to the commercial and execusuite operations.

Northern Canada represents Northview's largest commercial portfolio, mainly anchored by long-term leases to the federal and territorial governments and includes mixed-use buildings. In Northern Canada, office is the main type of commercial space with a smaller presence of industrial and retail space.

The Atlantic Canada commercial portfolio mostly consists of office with a moderate portion of industrial and retail space. Central Canada is Northview's newest portfolio which has a mix of office and retail space. Western Canada is mainly comprised of industrial with a smaller portion of office and retail space. Northview's tenants in Atlantic Canada and Central Canada are mostly leased long-term to established corporate tenants while tenants in Western Canada are leased to corporate tenants and small businesses.

Northview operates three execusuite properties in Yellowknife, NT; Iqaluit, NU; and a 50% joint venture in Inuvik, NT. The execusuite properties offer apartment-style accommodation and are rented for both short-term and long-term stays.

The following tables detail commercial and execusuite NOI:

	Three Months Ended September 30					
	Total			Same Door		
	2024	2023	Change	**2024**	2023	Change
Revenue	**10,958**	10,380	5.6%	**10,414**	10,231	1.8%
Expenses						
General operating expenses	**2,797**	2,392	16.9%	**2,646**	2,389	10.8%
Utilities	**1,153**	1,027	12.3%	**1,100**	991	11.0%
Property tax	**883**	820	7.7%	**793**	767	3.4%
Total operating expenses	**4,833**	4,239	14.0%	**4,539**	4,147	9.5%
NOI	**6,125**	6,141	(0.3%)	**5,875**	6,084	(3.4%)
NOI margin (%)	**55.9%**	59.2%	(330 bps)	**56.4%**	59.5%	(310 bps)

	Nine Months Ended September 30					
	Total			Same Door		
	2024	2023	Change	**2024**	2023	Change
Revenue	**33,825**	32,088	5.4%	**32,078**	31,922	0.5%
Expenses						
General operating expenses	**8,264**	7,348	12.5%	**7,805**	7,343	6.3%
Utilities	**4,131**	3,808	8.5%	**4,008**	3,772	6.3%
Property tax	**2,480**	2,255	10.0%	**2,222**	2,189	1.5%
Total operating expenses	**14,875**	13,411	10.9%	**14,035**	13,304	5.5%
NOI	**18,950**	18,677	1.5%	**18,043**	18,618	(3.1%)
NOI margin (%)	**56.0%**	58.2%	(220 bps)	**56.2%**	58.3%	(210 bps)

The following table details occupancy by region for the commercial portfolio, including joint ventures at 100%:

	Commercial	Occupancy					
	(sq. ft.)	Three Months Ended September 30			Nine Months Ended September 30		
		2024	2023	Change	**2024**	2023	Change
Northern Canada	**750,000**	**94.4%**	95.0%	(60 bps)	**94.2%**	95.1%	(90 bps)
Western Canada	**143,000**	**63.7%**	63.6%	10 bps	**63.5%**	65.5%	(200 bps)
Atlantic Canada	**245,000**	**74.7%**	91.9%	(1,720 bps)	**79.8%**	88.5%	(870 bps)
Central Canada	**107,000**	**34.0%**	41.1%	(710 bps)	**38.6%**	41.1%	(250 bps)
	1,245,000	**81.8%**	86.2%	(440 bps)	**83.1%**	85.8%	(270 bps)

For the three and nine months ended September 30, 2024, commercial and execusuite NOI was generally flat due to commercial NOI from the Acquired Properties offset by same door NOI decrease of 3.4% and 3.1%, respectively, compared to the same periods in the prior year. The decrease in same door NOI was driven by lower commercial occupancy reducing operating expenses cost recoverability, partially offset by increase in execusuites, which also led to a decrease in NOI margins.

For the three and nine months ended September 30, 2024, same door revenue increased by 1.8% and 0.5%, respectively, compared to 2023, due to higher occupancy in execusuite properties from increased tourism and business travel. Same door operating expenses increased by 9.5% and 5.5% for the same periods, mainly due to higher water and fuel oil rates in Northern Canada, as well as increased repairs and maintenance labour costs in commercial properties.

Commercial occupancy decreased to 81.8% and 83.1% for the three and nine months ended September 30, 2024, respectively, from 86.2% and 85.8% in the comparative periods. The Central Canada commercial properties acquired in the Recapitalization Event had low occupancy. Further driving these occupancy decreases was lower same door occupancy in Atlantic Canada driven by softer office market conditions. Approximately 264,000 sq. ft. of commercial leases mature in 2024 of which approximately 175,000 sq. ft has been renewed as of September 30, 2024.

OTHER CONSOLIDATED RESULTS

OTHER EXPENSES (INCOME)

	Three Months Ended September 30			Nine Months Ended September 30		
(thousands of dollars)	**2024**	2023	Change	**2024**	2023	Change
Financing costs	**22,703**	20,030	13.3%	**67,683**	52,636	28.6%
Administration	**2,905**	2,134	36.1%	**8,361**	6,057	38.0%
Asset management fees	**—**	911	(100.0%)	**—**	4,211	(100.0%)
Distributions[1]	**929**	2,290	(59.4%)	**2,787**	22,973	(87.9%)
Fair value loss (gain) on investment properties	**7,116**	(168,509)	n/a	**20,501**	(159,822)	n/a
Fair value loss (gain) on Exchangeable Units	**3,500**	(5,089)	n/a	**16,920**	(5,089)	n/a
Fair value loss on Restricted Units	**53**	—	100.0%	**97**	—	100.0%
Accretion on Redeemable Units	**2,176**	954	128.1%	**6,743**	954	606.8%
Depreciation and amortization	**768**	776	(1.0%)	**2,315**	2,437	(5.0%)
Equity income from joint ventures	**(417)**	(433)	(3.7%)	**(874)**	(1,086)	(19.5%)
Insurance proceeds	**(238)**	(118)	101.7%	**(2,321)**	(259)	796.1%
Transaction costs on dispositions	**408**	—	100.0%	**408**	—	100.0%
Recapitalization Event costs	**—**	26,600	(100.0%)	**—**	26,600	(100.0%)
Total	**39,903**	(120,454)	n/a	**122,620**	(50,388)	n/a

(1) Current period reflects distributions on Exchangeable Units. The comparative period reflects distributions on Exchangeable Units and Trust Units prior to reclassification from a financial liability to equity. Distributions on Redeemable Units are reflected in equity.

FINANCING COSTS

	Three Months Ended September 30			Nine Months Ended September 30		
(thousands of dollars)	**2024**	2023	Change	**2024**	2023	Change
Mortgage interest	**13,656**	10,616	28.6%	**40,603**	26,767	51.7%
Interest on credit facilities	**6,841**	9,448	(27.6%)	**21,939**	29,366	(25.3%)
Other financing costs	**2,206**	(34)	n/a	**5,141**	(3,497)	n/a
Financing costs	**22,703**	20,030	13.3%	**67,683**	52,636	28.6%

Financing costs consists of mortgage interest, interest on credit facilities, and other financing costs that is comprised of amortization of deferred financing costs, the amortization of fair value of debt assumed on acquisition, loss (gain) on extinguishment of debt, and other income.

For the three and nine months ended September 30, 2024, financing costs increased by 13.3% and 28.6%, respectively, versus the comparative periods. These increases were mainly attributable to the Recapitalization Event due to additional mortgage interest, amortization of deferred financing costs, and a fair value adjustment on debt assumed from the Acquired Properties.

Interest on credit facilities decreased by 27.6% and 25.3% for the three and nine months ended September 30, 2024 due to a reduction in the credit facilities balance as Northview focused on reducing floating rate credit facility debt through refinancing mortgage debt and the sale of non-core assets for which the net proceeds were used to repay borrowings on the credit facilities.

See "Liquidity and Capital Resources" for further discussion of capital structure.

ADMINISTRATION EXPENSE AND ASSET MANAGEMENT FEES

The combined administration expense and asset management fee of $2.9 million was consistent with $3.0 million for the three months ended September 30, 2024 and 2023 respectively as net savings from the termination of the asset management agreement were offset by the new unit-based compensation plans and higher professional fees.

For the nine months ended September 30, 2024, the combined administration expense and asset management fee of $8.4 million was lower than $10.3 million in the comparative periods due to net savings from the termination of the asset management agreement.

DISTRIBUTIONS (EXCHANGEABLE UNITS)

See “Liquidity and Capital Resources” for further discussion of capital structure and “Distributions to Unitholders” for further discussion of distributions.

Certain distributions declared to Unitholders are recognized in net and comprehensive income (loss). For 2024, distributions relate to Exchangeable Units while the comparative period reflects distributions on Exchangeable and Trust Units prior to the Trust Units being reclassified from a financial liability to equity. Due to this reclassification, distributions of $0.9 million and $2.8 million recognized in net and comprehensive income (loss) for the three and nine months ended September 30, 2024 were lower than $2.3 million and $23.0 million in the comparative periods.

FAIR VALUE LOSS (GAIN) ON INVESTMENT PROPERTIES

Northview reports the change in investment property fair value on a net basis after deducting capital expenditures. For the three and nine months ended September 30, 2024, the fair value loss on investment properties was $7.1 million and $20.5 million driven by capital expenditures of $6.9 million and $19.5 million. See “Other Consolidated Results - Capital Expenditures” for further discussion. This was lower than fair values gains of $168.5 million and $159.8 million in the same periods of 2023 due to the Recapitalization Event.

FAIR VALUE OF EXCHANGEABLE UNITS

Exchangeable Units were issued on August 21, 2023 in connection with the Recapitalization Event. The fair value of Exchangeable Units is determined with reference to the TSX Class A Unit price at period-end. For the three and nine months ended September 30, 2024, the fair value loss of $3.5 million and $16.9 million, respectively, resulted from an increase in the TSX Class A trading price from $17.50 at June 30, 2024 and $13.55 at December 31, 2023 to $18.53 at September 30, 2024.

ACCRETION ON REDEEMABLE UNITS

For the three and nine months ended September 30, 2024, accretion of $2.2 million and $6.7 million, respectively, were recognized for the financial obligation on Redeemable Units which increases its face value over the respective redemption periods to $107.7 million. See also “Liquidity and Capital Resources – Units – Redeemable Units”.

INSURANCE PROCEEDS

For the three and nine months ended September 30, 2024, Northview recognized $0.2 million and $2.3 million, respectively, of insurance proceeds compared to $0.1 million and $0.3 million for same periods in 2023. Insurance proceeds recognized in the nine month period of 2024 related to a payment for fire damage of a property located in Iqaluit, NU of $1.5 million and other subrogation claims.

RECAPITALIZATION EVENT COSTS

In the comparative period, Northview incurred $26.6 million of Recapitalization Event costs, including an expense of $20.4 million related to the carried interest to an affiliate of Starlight Group, and upon closing, was crystallized and settled by way of Exchangeable Units.

FFO AND AFFO

Northview measures its operating performance under IFRS by using net and comprehensive income (loss), as well as industry-accepted non-GAAP financial measures such as FFO and AFFO. Northview's calculations of FFO and AFFO differ from the REALPAC Guidance in that, when calculating FFO and AFFO, Northview excludes accretion on Redeemable Units and Recapitalization Event costs. FFO and AFFO do not have a standard meaning under IFRS; therefore, these measures may not be comparable to similar measures presented by other issuers. See also "Non-GAAP and Other Financial Measures".

The following table reconciles FFO and AFFO from net and comprehensive income (loss), the most directly comparable GAAP measure as presented in the financial statements:

	Three Months Ended September 30		Nine Months Ended September 30	
(thousands of dollars, except as indicated)	**2024**	2023	**2024**	2023
Net and comprehensive income (loss)	**2,289**	155,476	**(1,027)**	142,955
Adjustments:				
Distributions[1]	**929**	2,290	**2,787**	22,973
Fair value loss (gain) on investment properties	**7,116**	(168,509)	**20,501**	(159,822)
Fair value loss (gain) on Exchangeable Units	**3,500**	(5,089)	**16,920**	(5,089)
Fair value loss on Restricted Units	**53**	—	**97**	—
Accretion on Redeemable Units	**2,176**	954	**6,743**	954
Transaction costs on dispositions	**408**	—	**408**	—
Depreciation	**729**	736	**2,200**	2,275
Recapitalization Event costs	**—**	26,600	**—**	26,600
Other[2]	**127**	72	**300**	201
FFO[3]	**17,327**	12,530	**48,929**	31,047
Maintenance capex reserve – multi-residential	**(3,244)**	(3,103)	**(9,810)**	(8,177)
Maintenance capex reserve – commercial	**(182)**	(181)	**(546)**	(513)
AFFO[3]	**13,901**	9,246	**38,573**	22,357
FFO				
FFO per Unit – basic ($/Unit)[3]	**0.48**	0.46	**1.36**	1.36
FFO per Unit – diluted ($/Unit)[3]	**0.45**	0.43	**1.26**	1.34
FFO payout ratio – basic[3][4]	**62.3%**	98.6%	**62.3%**	98.6%
FFO payout ratio – diluted[3][4]	**68.7%**	99.9%	**68.7%**	99.9%
AFFO				
AFFO per Unit – basic ($/Unit)[3]	**0.39**	0.34	**1.07**	0.98
AFFO per Unit – diluted ($/Unit)[3]	**0.36**	0.31	**0.99**	0.96
AFFO payout ratio – basic[3][4]	**79.5%**	139.5%	**79.5%**	139.5%
AFFO payout ratio – diluted[3][4]	**87.8%**	141.4%	**87.8%**	141.4%
Weighted average number of Units				
Basic ('000s)[5]	**36,056**	27,446	**36,056**	22,857
Diluted ('000s)[5]	**38,198**	29,460	**38,948**	23,208

(1) Current period reflects distributions on Exchangeable Units. The comparative period reflects distributions on Exchangeable Units and Trust Units prior to reclassification from a financial liability to equity. Distributions on Redeemable Units are reflected in equity.

(2) "Other" is comprised of non-controlling interest, amortization of other long-term assets, amortization of tenant inducements, and fair value adjustments for non-controlling interest and equity investments.

(3) Non-GAAP financial measure or non-GAAP ratio. See "Non-GAAP and Other Financial Measures".

(4) Calculated on a trailing twelve months basis.

(5) See "Non-GAAP and Other Financial Measures – Other Key Performance Indicators".

FFO

For the three and nine months ended September 30, 2024, FFO of $17.3 million and $48.9 million was higher than $12.5 million and $31.0 million in the comparative periods. These increases were primarily driven by same door NOI growth and Acquired Properties' NOI net of financing costs.

FFO per basic Unit was $0.48 and $1.36, for the three and nine months ended September 30, 2024 compared to $0.46 and $1.36 for the comparative period due to higher FFO, partially offset by additional units issued in August 2023 as part of the Recapitalization Event.

FFO per diluted Unit increased to $0.45 for the three months ended September 30, 2024, compared to $0.43 for the comparative period mainly due to FFO growth and fewer additional Trust Units expected to be issued upon the redemption of Redeemable Units driven by the improvement in Northview's Class A Unit market price.

FFO per diluted Unit decreased to $1.26, for the nine months ended September 30, 2024, compared to $1.34, for the comparative period. Redeemable units were issued in August 2023 as part of the Recapitalization Event, as a result there was limited dilutive impact in the nine months comparative period.

As a result of the reduction to distributions in June 2023 and the completion of the Recapitalization Event, the FFO payout ratio for the twelve months ended September 30, 2024 decreased to 62.3% compared to 98.6% for the same period in 2023.

AFFO

The calculation of AFFO deducts maintenance capital expenditures ("maintenance capex"), and therefore requires the categorization of value-enhancing capital expenditures ("value-enhancing capex") and maintenance capex. Management believes the categorization of capital expenditures between value-enhancing and maintenance is subject to significant judgement. In determining maintenance capex for the calculation of AFFO, Northview has elected to use an estimated reserve amount per suite for the multi-residential portfolio, and an estimated reserve amount per sq. ft. for the commercial and execusuite business portfolio. Further information regarding the calculation of the maintenance capex reserve is provided in "Other Consolidated Results – Capital Expenditures – Maintenance Capex Reserve – Multi-Residential and Commercial". Detailed information on actual capital expenditures by category is provided in "Other Consolidated Results – Capital Expenditures".

For the three and nine months ended September 30, 2024, AFFO of $13.9 million and $38.6 million were higher than $9.2 million and $22.4 million, respectively, for the comparative periods in 2023 due to FFO growth outpacing the increase in capex reserve.

AFFO per basic Unit for the three and nine months ended September 30, 2024 of $0.39 and $1.07 were higher than $0.34 and $0.98, in the comparative periods in 2023 due to higher AFFO. AFFO per diluted Unit of $0.36 and $0.99, for the three and nine months ended September 30, 2024, were higher than $0.34 and $0.96, respectively, which reflects Trust Units potentially issuable for Redeemable Units. See also "Liquidity and Capital Resources - Units - Number of Units."

For the twelve months ended September 30, 2024, the AFFO payout ratio of 79.5% was lower than 139.5% for the twelve months ended September 30, 2023 mainly due to AFFO growth and the June 2023 distribution reduction.

CAPITAL EXPENDITURES

	Three Months Ended September 30			Nine Months Ended September 30		
(thousands of dollars, except as indicated)	**2024**	2023	Change	**2024**	2023	Change
Suite renovations	**2,810**	1,559	80.2%	**8,513**	5,882	44.7%
Building and common areas	**1,394**	572	143.7%	**3,326**	1,719	93.5%
Boilers and mechanical	**919**	1,294	(29.0%)	**3,242**	3,242	—%
Appliances	**500**	216	131.5%	**1,204**	541	122.6%
Other	**942**	225	318.7%	**2,554**	901	183.5%
Total capex – multi-residential	**6,565**	3,866	69.8%	**18,839**	12,285	53.3%
Total capex – commercial	**334**	54	518.5%	**685**	366	87.2%
Total capex	**6,899**	3,920	76.0%	**19,524**	12,651	54.3%
Average number of multi-residential suites	**14,283**	12,762	11.9%	**14,344**	11,936	20.2%
Capex per multi-residential suite ($/suite)	**460**	303	51.7%	**1,313**	1,029	27.6%

Capex of $6.9 million and $19.5 million were incurred during the three and nine months ended September 30, 2024, which were higher than $3.9 million and $12.7 million for the comparative periods of 2023 due to additional properties acquired and higher capex per multi-residential suite. In all periods, capital expenditures are primarily attributable to the multi-residential segment in which the largest share of expenditures related to suite renovations.

MAINTENANCE CAPITAL EXPENDITURE RESERVE – MULTI-RESIDENTIAL AND COMMERCIAL

Capex include value-enhancing capex and maintenance capex, the categorization of which is subject to significant judgement. Value-enhancing capex are expected to increase the NOI or value of the properties and are discretionary in nature. Value-enhancing capex include building and suite improvements that enhance revenue or improve financial operating efficiency, including energy initiatives. Building improvements include exterior and common area upgrades and suite improvements include renovations that exceed basic replacement and minor repairs on turnover. Maintenance capex focus on maintaining the existing condition of the properties including routine suite renovations and replacement of boilers and mechanical systems. For the commercial business, value-enhancing capex are typically recoverable and maintenance capex are typically non-recoverable.

Northview has determined the annualized maintenance capex reserve amount based on a three year historical average of actual maintenance capex on a per suite or per sq.ft. basis. Annualization has been used so that a period's portion of the annualized reserve represents a more sustainable amount by adjusting for variations in activity level within a year, timing of projects and seasonality. Prior to 2024, the year ended December 31, 2021 represented Northview's first full year of operations and therefore three years of actual maintenance capex was not available which resulted in management's forecasts being used to achieve a three year average as this better adjusts for variations in the timing of projects over multiple years.

For each period presented, the maintenance capex reserve reflects that period's portion of the annualized reserve applied to the average number of multi-residential suites or commercial square footage, excluding properties related to joint ventures. Northview has also applied the reserve per suite or reserve per sq.ft. to the Acquired Properties as it best reflects management's estimate of maintenance capex for these properties. For 2024, management has determined the annualized multi-residential maintenance capex reserve to be $912 per multi-residential suite (2023 – $913 per multi-residential suite) and $0.63 per sq. ft. (2023 – $0.64 per sq. ft.), excluding joint ventures.

The following table compares the maintenance capex reserve to actual maintenance capex:

	Three Months Ended September 30		Nine Months Ended September 30	
(thousands of dollars, except as indicated)	**2024**	**2023**	**2024**	**2023**
Multi-residential				
Maintenance capex reserve	**3,244**	3,103	**9,810**	8,177
Actual maintenance capex	**3,616**	2,306	**10,681**	6,930
Difference	**(372)**	797	**(871)**	1,247
Commercial				
Maintenance capex reserve	**182**	181	**546**	513
Actual maintenance capex	**334**	54	**685**	366
Difference	**(152)**	127	**(139)**	147

Variances in actual maintenance capex compared to the maintenance capex reserve in all periods presented resulted from the timing and change in scope of projects.

TAX STATUS

Northview is a mutual fund trust and a real estate investment trust as defined in the *Income Tax Act* (Canada) (the "Tax Act"). Under current tax legislation, a real estate investment trust is entitled to deduct distributions from taxable income such that it is not liable to pay income taxes provided that its taxable income is fully distributed to Unitholders. Northview is a real estate investment trust as it meets prescribed conditions under the Tax Act relating to the nature of its assets and revenue. Northview qualifies as a "real estate investment trust" (as defined in the Tax Act) (a "Tax REIT") and intends to make distributions not less than the amount necessary to ensure that Northview will not be liable to pay income taxes (the "Tax REIT Exemption"). However, should it no longer qualify, it would not be able to flow-through its taxable income to Unitholders and Northview would, therefore, be subject to tax. As of and during the three and nine months ended September 30, 2024, Northview met all the requirements to be qualified as a Tax REIT. The Tax REIT Exemption does not apply to incorporated subsidiaries of Northview, which are therefore subject to Canadian income taxes. Northview does not currently hold any income-producing property or operations in taxable incorporated subsidiaries. As such, there is currently no provision for current or deferred income tax expense required in the current reporting period.

SUMMARY OF QUARTERLY RESULTS

(thousands of dollars, except as indicated)	Q3 2024	Q2 2024	Q1 2024	Q4 2023	Q3 2023[1]	Q2 2023	Q1 2023	Q4 2022
Revenue	**69,059**	68,782	68,845	67,865	57,402	51,578	51,627	50,969
Net and comprehensive (loss) income	**2,289**	(3,157)	(159)	20,213	155,476	(3,100)	(9,421)	25,128
Per basic unit ($/Unit)[2][5]	**0.06**	(0.09)	0.00	0.56	5.66	(0.15)	(0.46)	1.22
Per diluted unit ($/Unit)[2][5]	**0.06**	(0.08)	0.00	0.48	5.28	(0.15)	(0.46)	1.22
NOI	**42,192**	41,634	37,767	39,381	35,022	30,656	26,889	28,345
FFO[3]	**17,327**	18,496	13,106	14,375	12,530	11,435	7,082	9,505
Per basic unit ($/Unit)[2][3][5]	**0.48**	0.51	0.36	0.40	0.46	0.56	0.35	0.46
Per diluted unit ($/Unit)[2][3][5]	**0.45**	0.47	0.33	0.34	0.43	0.56	0.35	0.46
FFO payout ratio[3][4]	**62.3%**	64.2%	72.1%	84.9%	98.6%	101.6%	98.8%	88.3%

(1) The Recapitalization Event occurred on August 21, 2023.
(2) Per unit metrics have been retroactively adjusted to reflect the 1.75 to 1.00 consolidation that occurred on August 21, 2023.
(3) Non-GAAP financial measure or non-GAAP ratio. See “Non-GAAP and Other Financial Measures – Non-GAAP Financial Measures” and “Non-GAAP and Other Financial Measures – Non-GAAP Ratios”.
(4) Calculated on a trailing twelve months basis.
(5) Calculated with reference to weighted average Units outstanding.

Northview’s operations are affected by seasonality and operating performance in one quarter may not be reflective of operating performance of another quarter. While revenue is not typically impacted by seasonality, operating expenses are typically higher in the winter months in the first and fourth quarters of each year due to higher utilities and other expenses. See “Risk Factors - Utility Cost Risk” in the annual MD&A. Northview also determines the fair value of investment properties each reporting period. Any resulting fair value adjustment may have a significant impact on net and comprehensive income (loss). See “Risk Factors - Interest Rate Risk” in the annual MD&A.

LIQUIDITY AND CAPITAL RESOURCES

Northview’s objective for managing liquidity and capital resources is to ensure adequate liquidity for operating, capital, and investment activities, as well as distributions to Unitholders. Northview is able to fund its obligations with cash flows provided by operating activities, borrowings on the credit facilities, and mortgage debt secured by investment properties.

As at September 30, 2024, Northview had a working capital deficiency of $674.3 million (December 31, 2023 – $692.1 million), of which $305.1 million (December 31, 2023 – $348.6 million) related to the credit facilities, which matures on December 31, 2024, and $199.4 million (December 31, 2023 – $241.6 million) related to the current portion of mortgages payable. In addition, $168.1 million (December 31, 2023 – $96.1 million) related to the current portion of Exchangeable Units, Redeemable Units and Restricted Units. Exchangeable Units are exchangeable for Trust Units and do not represent a cash liability. Redeemable Units and Restricted Units may be settled in cash or the issuance of Trust Units.

In October 2024, Northview extended its credit facilities maturity date for two years from December 31, 2024 to December 31, 2026. See also “Liquidity and Capital Resources - Debt Management” for further discussion.

Northview has a history of generating positive cash flows provided by operating activities. However, it has also historically operated with a working capital deficiency, primarily resulting from a significant portion of its mortgages maturing in any given year and short-term maturities on the credit facilities. Northview has managed this working capital deficiency through debt renewals, extensions, or refinancing as a normal part of its business activities. While Northview expects to meet its obligations as they come due for the foreseeable future, management closely monitors its liquidity position and may take additional steps to help manage liquidity including any combination of obtaining new debt or equity, non-core asset sales, other forms of financing, or looking to manage other discretionary cash flows.

Northview’s ability to generate positive cash flows provided by operating activities and its access to alternative sources of capital, if necessary, as described above, result in an expectation that Northview will be able to meet its obligation as they come due for the foreseeable future.

DEBT MANAGEMENT

Northview is focused on strengthening the balance sheet and managing interest rate exposure through refinancings and non-core asset sales. Northview refinances mortgage debt for which the net proceeds may be used to repay borrowings on the credit facilities. Northview’s credit facilities are subject to higher floating interest rates, while mortgage debt is generally at lower fixed interest rates. Where possible, Northview uses CMHC insured mortgages to obtain new financing on more favourable terms. As market conditions permit, Northview utilizes availability of financing on its properties to reduce interest costs related to the credit facilities that are subject to higher interest rates.

Net proceeds from mortgage financing were used to repay $17.5 million and $49.0 million of borrowings on the credit facilities during the three and nine months ended September 30, 2024 compared to $126.0 million and $224.1 million in the respective periods of the prior year. This created interest savings from these repayments as the floating interest on the credit facility is approximately 350 bps higher than the weighted average refinanced mortgage interest rate.

On October 24, 2024, Northview executed extensive amendments to the syndicated credit facility which is expected to improve Northview's access to liquidity, reduce financing costs, and provide stability. The credit limit increased to $285.0 million and the facility was restructured into a revolving facility, in which repayments increase credit availability, providing ongoing liquidity support. This facility will bear interest at the CORRA rate plus 3.00%, decreasing the interest rate spread by 95 bps which is expected to result in credit facility interest savings. The maturity date was extended for two years to December 31, 2026 further providing stability.

On October 30, 2024, Northview also extended the maturity date of the term facility for two years to December 31, 2026 with the other terms unchanged.

Northview remains focused on its target of $100 to $150 million of non-core asset sales, with net proceeds repaying debt. As of September 30, 2024, Northview completed $25.3 million of non-core asset sales. These sales drove the decrease in debt to gross book value at September 30, 2024 of 64.9% from 65.1% as at December 31, 2023. A further $31.3 million of non-core asset sales were completed subsequent to period end. Asset sales prices to date have been consistent with, or above, Northview’s IFRS fair value of investment properties. The remaining non-core asset sale targets are expected to be completed throughout 2025 and 2026.

MORTGAGES

During the three months ended September 30, 2024, Northview completed $54.4 million of mortgage financing with a weighted average interest rate of 4.77% and an average term to maturity of 4.7 years. During the three months ended September 30, 2023, Northview completed $231.4 million of mortgage financing with a weighted average interest rate of 4.36% and an average term to maturity of 8.5 years.

During the nine months ended September 30, 2024, Northview completed $181.9 million of mortgage financing with a weighted average interest rate of 4.70% and an average term to maturity of 6.5 years. During the nine months ended September 30, 2023, Northview completed $446.6 million of mortgage financing with a weighted average interest rate of 4.27% and an average term to maturity of 7.5 years.

As at September 30, 2024, Northview's mortgage maturity schedule and weighted average interest rate for the years indicated were as follows:

	Principal Amount	Principal on Maturity	Total	% of Total	Weighted Average Interest Rate
Remainder of 2024	8,299	39,613	47,912	3.4%	3.66%
2025	28,739	186,239	214,978	14.9%	3.45%
2026	23,505	82,558	106,063	7.3%	2.52%
2027	19,229	184,099	203,328	14.1%	3.91%
2028	15,753	267,729	283,482	19.6%	4.17%
Thereafter	40,363	547,281	587,644	40.7%	3.99%
Total	**135,888**	**1,307,519**	**1,443,407**	**100.0%**	**3.84%**

As at September 30, 2024, Northview had in place mortgages with the weighted average interest rate of 3.84% (December 31, 2023 – 3.80%) and weighted average term to maturity of 4.8 years (December 31, 2023 – 4.7 years).

CREDIT FACILITIES

Effective June 2024, the Bankers Acceptance Canadian Dollar Offered rate ("CDOR") was discontinued and Northview's credit facilities were transitioned to the CORRA rate. The contractual cash flows of the credit facilities are economically equivalent with the transition from CDOR to CORRA.

As at September 30, 2024, Northview had in place two credit facilities: a syndicated credit facility with a total credit limit of $276.4 million (December 31, 2023 – $338.7 million) (the "syndicated facility") and a term credit facility with a credit limit of $57.2 million (December 31, 2023 – $60.0 million) (the "term facility") (collectively, the "credit facilities"). The syndicated facility includes multiple tranches that each bears interest at the prime rate plus 2.65% or the CORRA rate plus 3.95%. The term facility bears interest at the prime rate plus 1.50% or the CORRA rate plus 2.80%. These credit facilities mature on December 31, 2024. As at September 30, 2024, Northview had in place credit facilities with weighted average interest rate of 8.32% (December 31, 2023 - 8.78%)

The terms of the credit facilities were as follows:

	As at September 30, 2024		As at December 31, 2023	
	Credit Limit	Amount Drawn	Credit Limit	Amount Drawn
Syndicated facility				
Tranche A-1 Facility	**149,411**	**149,411**	211,663	211,663
Tranche B-1 Term Facility	**32,000**	**32,000**	32,000	32,000
Tranche B-2 Revolving Facility	**20,000**	**5,000**	20,000	5,000
Tranche B-3 Term Facility	**75,000**	**75,000**	75,000	72,500
Term facility	**57,170**	**47,170**	60,000	30,000
Total	**333,581**	**308,581**	398,663	351,163

The Tranche A-1 Facility is a non-revolving term loan facility. The Tranche B-1 Term Facility is a non-revolving capital expenditure loan facility on which draws may occur no more than once per fiscal quarter in an amount of up to 75% of allowable capital expenditure costs incurred. The Tranche B-2 Revolving Facility is a facility available for general corporate, trust, or operating purposes. The Tranche B-3 Term Facility is a non-revolving facility on which draws may occur no more than once per fiscal quarter for mortgage principal repayments. The term facility is a non-revolving facility in which draws may not occur more than once per month for mortgage principal payments.

As the Tranche A-1 Facility is a non-revolving term loan facility, payments on the facility reduce the credit limit available. For the nine months ended September 30, 2024, Northview completed repayments of $62.3 million (nine months ended September 30, 2023 – $224.1 million), which reduced the credit limit on the Tranche A-1 Facility.

As at September 30, 2024 there is $25.0 million of available credit.

On October 24, 2024, Northview executed extensive amendments to the syndicated credit facility. The syndicated facility was fully converted to an operating revolver and the credit limit increased to $285.0 million, which will be reduced by $20.0 million at the end of each calendar year starting December 31, 2025. The syndicated credit facility will bear interest at the CORRA rate plus 3.00%, decreasing the interest rate spread by 95 bps and the maturity date has been extended for two years to December 31, 2026.

On October 30, 2024, Northview extended the maturity date of the term facility for two years to December 31, 2026 with the other terms unchanged.

FINANCIAL COVENANTS

The credit facilities are subject to the following financial covenants:

	Limit	As at September 30, 2024
Syndicated facility		
Consolidated debt to aggregate assets	Not greater than 75%	**63.4%**
Debt service coverage ratio	Not less than 1.20	**1.39**
Consolidated tangible net worth	Not less than $700 million	**$1,003.2 million**
Physical occupancy rate	Not less than 87%	**95.5%**
Term facility		
Consolidated debt to aggregate assets	Not greater than 70%	**55.7%**
Debt service coverage ratio	Not less than 1.00	**1.35**
Portfolio equity	Not less than $75 million	**$133.1 million**

The financial covenants include financial measures defined within the credit facility agreements that are not defined under IFRS and cannot be directly derived from the interim financial statements. These financial measures are defined under the credit facility agreements as follows:

- Consolidated debt: Includes all debts of the borrower determined in accordance with IFRS, excluding obligations owing under hedge agreements, Exchangeable Units, and Redeemable Units.
- Aggregate assets: Includes the appraised value of multi-residential rental and commercial real property.
- Debt service coverage ratio: Calculated as the ratio of adjusted NOI to debt service for the last four fiscal quarters. Debt service is calculated as the sum of consolidated interest expense and all regularly scheduled principal payments other than balloon, bullet, or similar payments that repay the debt in full.
- Consolidated tangible net worth: Includes stated capital or equivalent amounts in respect of issued and outstanding Trust Units, Exchangeable Units, Redeemable Units and Restricted Units (‘collectively, “Units”) less amounts attributable to outstanding Units that are redeemable prior to the maturity date of the facility, amounts attributable to certain intangible assets, and amounts attributable to the interests of any Unitholder in any subsidiary.
- Physical occupancy rate: Calculated as the percentage of the number of suites occupied by one or more tenants paying current rent divided by the total number of suites.
- Portfolio equity: Ownership interest or participation that confers the right to receive a share of profits and losses or distribution of assets, calculated as consolidated assets less consolidated debt.

For the syndicated facility, consolidated debt is calculated with respect to the consolidated portfolio. For the term facility, consolidated debt is calculated with respect to the assets pledged as security for the term facility.

As at and during the nine months ended September 30, 2024, Northview was in compliance with all financial covenants. See also “Capital Management” in the interim financial statements for further discussion of Northview’s objectives, policies, and processes for managing capital. See also “Risk Factors”.

CAPITAL MANAGEMENT

Management monitors Northview’s capital structure on an ongoing basis to determine the appropriate level of mortgages and borrowings on the credit facilities. Consistent with industry practice, Northview monitors capital on the basis of debt to gross book value. Refer to the interim financial statements for further discussion of this capital management measure.

The Declaration of Trust provides for a maximum debt to gross book value ratio of 70.0%. As at September 30, 2024, debt to gross book value decreased to 64.9% compared to 65.1% as at December 31, 2023, mainly due to non-core asset sales and the use of proceeds to reduce credit facility debt. The debt to gross book value was in compliance with the Declaration of Trust.

The following table calculates Northview's debt to gross book value ratio:

		As at September 30, 2024	**As at December 31, 2023**
Credit facilities[1]		**308,581**	351,163
Mortgages payable[1]		**1,443,407**	1,428,168
Less: Cash and cash equivalents		**(14,939)**	(21,394)
Total debt	**A**	**1,737,049**	1,757,937
Investment properties[1]		**2,635,243**	2,661,118
Property, plant and equipment		**26,499**	29,077
Accumulated depreciation		**12,809**	10,512
Gross book value	**B**	**2,674,551**	2,700,707
Debt to gross book value	**A/B**	**64.9%**	65.1%

(1) Includes assets or liabilities related to assets held for sale.

UNITS

Northview's Units are comprised of Trust Units, Exchangeable Units, Redeemable Units, and Special Voting Units:

Trust Units	Trust Units consist of Class A, Class C, and Class F Units of which the Class A Units are traded on the TSX under the symbol "NRR.UN". Trust Units of each class are convertible to Class A Units. The Class A Units and Class C Units are also convertible to Class F Units. In connection with the Recapitalization Event, Trust Units were reclassified from net assets attributable to Unitholders, a financial liability with distributions recognized in net and comprehensive loss, to equity with distributions recognized in retained earnings. Trust Units issued in connection with the Recapitalization Event are subject to various lock-up periods whereby the Trust Units cannot be sold. The lock-up periods terminate on the 12-month, 15-month, and 18-month anniversaries of issuance on August 21, 2023.
Exchangeable Units	Exchangeable Units consist of limited partnership units of a subsidiary limited partnership that are exchangeable into Trust Units at the option of the holder and are entitled to an equivalent distribution as Trust Unitholders. Exchangeable Units are subject to an 18-month lock-up period following their issuance on August 21, 2023. During this period, the Exchangeable units may be exchanged for Trust Units but cannot be sold.
Redeemable Units	Redeemable Units consist of redeemable limited partnership units of a subsidiary limited partnership that are redeemable and retractable at the option of the holder in four equal installments after the 12-month, 15-month, 18-month, and 21-month anniversaries of issuance on August 21, 2023 at a $26.36 Unit price. Holders of Redeemable Units are entitled to distributions in an equivalent manner to Trust Unitholders. Redeemable Units are redeemable at the volume weighted average price of the Class A Units on the TSX for the ten trading days preceding settlement.
Special Voting Units	Exchangeable and Redeemable Units are accompanied by an equivalent number of special voting units that entitle the holder to one vote per special voting unit at meetings of the Unitholders. The special voting units have no economic entitlement to distributions or assets of Northview and are not separably transferable from the Exchangeable Units and Redeemable Units to which they are attached.

NUMBER OF UNITS

Northview's weighted average number of Units used in the calculation of per Unit basis measures were as follows:

	Three Months Ended September 30		**Nine Months Ended September 30**	
(number of Units in thousands)	**2024**	2023	**2024**	**2023**
Trust Units	**28,574**	24,111	**28,574**	21,733
Exchangeable Units	**3,397**	1,514	**3,397**	510
Redeemable Units	**4,085**	1,821	**4,085**	614
Weighted average number of Units – basic	**36,056**	27,446	**36,056**	22,857
Trust Units potentially issuable for Redeemable Units(1)	**2,092**	2,014	**2,842**	351
Restricted Units issuable for Trust Units upon vesting	**50**	—	**50**	—
Weighted average number of Units – diluted	**38,198**	29,460	**38,948**	23,208

(1) Represents Trust Units potentially issuable should the Class A Unit price be below $26.36 on redemption of Redeemable Units. For the three and nine months ended September 30, 2024, Trust Units potentially issuable for Redeemable Units was based on the average price of the Class A Units' over the periods of $17.43 and $15.54, respectively.

Northview's issued and outstanding Units were as follows:

(number of Units in thousands)	As at September 30, 2024	As at December 31, 2023
Class A	**3,550**	3,280
Class C	**22,731**	22,743
Class F	**2,293**	2,551
Trust Units	**28,574**	28,574
Exchangeable Units	**3,397**	3,397
Redeemable Units	**4,085**	4,085
Number of Units outstanding	**36,056**	36,056

As at October 31, 2024, Northview's issued Units were as follows:

(number of Units in thousands)	As at October 31, 2024
Class A	**3,556**
Class C	**22,727**
Class F	**2,291**
Trust Units	**28,574**
Exchangeable Units	**3,397**
Redeemable Units	**4,085**
Total Units issued	**36,056**

RESTRICTED UNITS

Restricted Units are awards denominated in notional units granted to officers and certain employees who are eligible to participate in Northview's equity incentive plan. The units vest after a pre-designated period of time following the grant date and once vested are settled by (i) the issuance of Class A Units on a one-for-one basis, (ii) cash, if elected by the participant, based on the value of the applicable number of Class A Units at the date of settlement or (iii) a combination of Class A Units and cash as contemplated by (i) and (ii). During the period prior to vesting, these notional units receive distributions at the same rate as Trust Units and which are notionally reinvested to accumulate additional Restricted Units for each of the plan participants.

EMPLOYEE UNIT PURCHASE PLAN

Under the terms of Northview's employee unit purchase plan ("Employee Unit Purchase Plan" or "EUPP"), certain eligible employees can participate in a program that allows them to contribute a maximum of 5% of their salary or $7,500 (whichever is lower) to be used to purchase Class A Units. Under the EUPP, which was introduced in the second quarter of 2024, an employee's contributions into the plan are matched by a 50% contribution from Northview which is also used to purchase Class A Units on behalf of the employee. The Class A Units purchased in the EUPP on behalf of employees are purchased on the TSX at market prices.

CONTRACTUAL OBLIGATIONS

Contractual obligations for non-derivative financial liabilities as at September 30, 2024 were as follows:

	Carrying Amount	Contractual Cash Flows	Up to 1 year	1 – 3 years	4 – 5 years	Over 5 years
Mortgages payable (principal and interest)	**1,421,771**	1,685,588	257,202	423,372	405,416	599,598
Credit facilities (principal)	**308,578**	308,578	308,578	—	—	—
Trade and other payables	**46,045**	46,045	46,045	—	—	—
Liabilities related to assets held for sale	**24,452**	25,660	25,660	—	—	—
Distributions payable	**3,286**	3,286	3,286	—	—	—
Total	**1,804,132**	**2,069,157**	**640,771**	**423,372**	**405,416**	**599,598**

DISTRIBUTIONS TO UNITHOLDERS

Pursuant to the Declaration of Trust, Trust Unitholders are entitled to receive distributions declared as approved by the Trustees, and the holders of each Exchangeable Unit and Redeemable Unit are entitled to receive equivalent distributions to each Trust Unit. Prior to the Recapitalization Event that closed on August 21, 2023, distributions declared to holders of Trust Units were recognized in net and comprehensive income (loss). Upon completion of the Recapitalization Event, distributions declared to holders of Trust Units are recognized in equity. Distributions declared to holders of Exchangeable Units are recognized in net and comprehensive income (loss). Distributions declared to holders of Redeemable Units are recognized in equity.

For the three and nine months ended September 30, 2024, distributions declared to Unitholders were $9.9 million and $29.6 million, respectively (for the three and nine months ended September 30, 2023 – $8.0 million and $28.7 million, respectively) due to the additional Units issued partially offset by distribution reduction in June 2023.

Distributions declared to Unitholders were as follows:

	Three Months Ended September 30		**Nine Months Ended September 30**	
(thousands of dollars)	**2024**	**2023**	**2024**	**2023**
Trust Units	—	1,870	—	22,553
Exchangeable Units	**929**	420	**2,787**	420
Recognized in net and comprehensive income (loss)	**929**	2,290	**2,787**	22,973
Trust Units	**7,812**	5,210	**23,439**	5,210
Redeemable Units	**1,117**	504	**3,351**	504
Recognized in retained earnings	**8,929**	5,714	**26,790**	5,714
Distributions declared to Unitholders	**9,858**	8,004	**29,577**	28,687

The following table calculates Northview's distributions paid to cash flows provided by operating activities:

		Three Months Ended September 30		**Nine Months Ended September 30**	
(thousands of dollars)		**2024**	**2023**	**2024**	**2023**
Distributions paid to Unitholders	**A**	**9,858**	6,587	**29,577**	29,163
Cash flows provided by operating activities	**B**	**21,799**	10,128	**54,635**	23,628
Distribution payout ratio (%)	**A/B**	**45.2%**	65.0%	**54.1%**	123.4%
Excess (deficiency) of cash flows provided by operating activities over distributions paid	**B-A**	**11,941**	3,541	**25,058**	(5,535)

For the three and nine months ended September 30, 2024, distributions paid to Unitholders represented 45.2% and 54.1% cash flows provided by operating activities, respectively (three and nine months ended September 30, 2023 – 65.0% and 123.4%, respectively). The excess of cash flows provided by operating activities over distributions paid to Unitholders for the three and nine months ended September 30, 2024 were primarily due to strong NOI.

In any given financial period, distributions paid may be greater than cash flows provided by operating activities as a result of expenses incurred to operate Northview's business. If distributions exceed cash flows from operating activities regularly, Northview may be required to use part of its borrowings on the credit facilities or further reduce or suspend distributions in order to operate. If Northview were unable to raise additional funds or renew existing maturing debt on acceptable terms, capital expenditures could be further reduced or assets could be sold. If distributions paid are in excess of cash flows provided by operating activities, they represent a return of capital, rather than a return on capital, since they represent cash payments in excess of cash generated from Northview's operating activities during the period. Management intends to manage cash flows provided by operating activities and distributions paid so that cash flows provided by operating activities exceed distributions paid over the longer term.

RELATED PARTY TRANSACTIONS

Related party transactions are conducted in the normal course of operations. Starlight Group Property Holdings Inc. and its affiliates ("Starlight Group") and KingSett Capital Inc. and its affiliates ("KingSett") have significant influence over Northview by virtue of Unit holdings and representation on Northview's Board of Trustees by Daniel Drimmer, as the trustee nominated by Starlight Group, and Rob Kumer, as the trustee nominated by KingSett, pursuant to an investor rights agreement dated August 21, 2023.

See also Northview's annual MD&A for full discussion regarding related party transactions.

The following table outlines transactions with entities with significant influence:

	Three Months Ended September 30		**Nine Months Ended September 30**	
	2024	**2023**	**2024**	**2023**
Other Income	**140**	—	**830**	—
Asset management fees	**—**	911	**—**	4,211

The following table outlines outstanding balances with entities with significant influence:

	As at September 30, 2024	**As at December 31, 2023**
Accounts receivable	**—**	238
Accounts payable	**122**	—

No provision for doubtful debts has been recognized related to the outstanding balances as credit risk is considered low given the nature of the related parties.

RISK FACTORS

Northview faces a variety of significant and diverse risks, many of which are inherent in the business conducted by Northview and its subsidiaries, including, but not limited to, the factors described within this MD&A, the forward-looking information section of the MD&A, and the annual MD&A and Northview's other filings with the Canadian securities regulatory authorities. Other risks and uncertainties that Northview does not presently consider to be material, or of which Northview is not presently aware, may become important factors that affect Northview's future financial condition and results of operations. The occurrence of any of the risks discussed could materially and adversely affect the business, prospects, financial condition, results of operations, cash flow, and the ability of Northview to make cash distributions to Unitholders or the value of the Units. For a further discussion of key risks and uncertainties, please refer to Northview's annual MD&A and Northview's other filings with the Canadian securities regulatory authorities.

CRITICAL ACCOUNTING POLICIES, ESTIMATES AND JUDGEMENTS

The preparation of the financial statements in accordance with IFRS as issued by the International Accounting Standards Board requires management to make estimates and judgements that affect the reported amounts of assets, liabilities, income, and expenses. Estimates and judgements are evaluated each reporting period and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Accounting estimates will, by definition, differ from the actual results. There have been no updates to matters covered by this section since the annual MD&A. There have been no changes to Northview's accounting policies from those reported at December 31, 2023 except for application of IFRS 5 *Non-current Assets Held for Sale and Discontinued Operations* and new accounting policy introduced for Restricted Units and the adoption of IAS 1 amendments. See also the interim financial statements.

OFF-BALANCE SHEET ARRANGEMENTS

As at September 30, 2024, Northview did not have any off-balance sheet arrangements in place that would materially impact its financial position or results of operations.

CONTROLS AND PROCEDURES

DISCLOSURE CONTROLS AND PROCEDURES

As at September 30, 2024, the Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO") have designed, or caused to be designed under their supervision, disclosure controls and procedures ("DC&P"), as defined in National Instrument 52-109 – *Certification of Disclosure in Issuers' Annual and Interim Filings* ("NI 52-109"), to provide reasonable assurance that (i) material information relating to Northview is made known to the CEO and the CFO by others, particularly during the period in which the annual filings are being prepared; and (ii) information required to be disclosed by Northview in its annual filings, interim filings, or other reports filed or submitted by Northview under securities legislation is recorded, processed, summarized, and reported within the time periods specified in securities legislation.

During the third quarter of 2024, there were no significant changes in Northview's DC&P that have materially affected, or are reasonably likely to materially affect, Northview's DC&P.

INTERNAL CONTROL OVER FINANCIAL REPORTING

As at September 30, 2024, the CEO and the CFO have designed, or caused to be designed under their supervision, internal control over financial reporting ("ICFR"), as defined in NI 52-109, to provide reasonable assurance regarding the reliability of Northview's financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

The control framework used to design Northview's ICFR is the framework set forth in Internal Control – Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission in 2013.

As at September 30, 2024, management conducted an evaluation of the design and operating effectiveness of Northview's ICFR under the supervision of CEO and CFO. Based on the evaluation, the CEO and the CFO concluded that Northview's ICFR was effective as at September 30, 2024. It should be noted that a control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system will be met, and it should not be expected that the control system will prevent and detect all errors and fraud.

During the third quarter of 2024, there were no significant changes in Northview's ICFR that have materially affected, or are reasonably likely to materially affect, Northview's ICFR.

Northview previously limited the scope and design of DC&P and ICFR to exclude controls, policies, and procedures related to the three portfolios acquired on August 21, 2023. During the third quarter of 2024, Northview completed the evaluation and integration of the controls, policies, and procedures of the acquired portfolios with no material weaknesses or significant deficiencies noted during the integration.