BOARDWALK REIT 2023 Q2 REPORT

Corporate Profile

Boardwalk REIT (“Boardwalk”, the “Trust”) strives to be Canada’s friendliest community provider and is a leading owner/operator of multi-family rental communities. Providing homes in more than 200 communities, with over 33,000 residential suites totaling over 29 million net rentable square feet, Boardwalk has a proven long-term track record of building better communities, where love always lives™. Our three tiered and distinct brands: Boardwalk Living, Boardwalk Communities, and Boardwalk Lifestyle, cater to a large diverse demographic and has evolved to capture the life cycle of all Resident Members. Boardwalk’s disciplined approach to capital allocation, acquisition, development, purposeful re-positioning, and management of apartment communities allows the Trust to provide its brand of community across Canada creating exceptional Resident Member experiences. Differentiated by its peak performance culture, Boardwalk is committed to delivering exceptional service, product quality and experience to our Resident Members who reward us with high retention and market leading operating results, which in turn, lead to higher free cash flow and investment returns, stable monthly distributions, and value creation for all our stakeholders. Boardwalk REIT’s Trust units are listed on the Toronto Stock Exchange, trading under the symbol BEI.UN. Additional information about Boardwalk REIT can be found on the Trust’s website at www.bwalk.com/investors.

LETTER TO UNITHOLDERS

Dear Unitholders,

We are pleased to report on another strong quarter with growth in Net Operating Income, Profit and Funds from Operations per Unit. We continue to make positive strides on our improving Operating Margin, as our team takes a responsible approach within a robust leasing environment, while finding innovative ways to develop incremental cost containment initiatives. As individuals search for economic opportunities, an attractive lifestyle and affordable places to call home, our largest markets of Edmonton and Calgary continue to see large net inflows from international and interprovincial migration.

As of the beginning of August, same property portfolio occupancy has reached 98.5%. Demand fundamentals remain strong across all of the Trust’s markets. Positive market rent adjustments are being implemented in many of our communities. Boardwalk remains committed to ensuring long-term sustainability for all stakeholders. Our strategic moderation of leasing spreads on both new leases and lease renewals supports Resident Member satisfaction and preserves affordability within our communities while providing a steady, less volatile, long-term revenue growth profile for unitholders.

Higher interest rates continue to provide a challenge for community providers so far in 2023. However, demand for affordable housing remains strong across the country and we are confident that our team’s Resident friendly approach, commitment to innovation and peak performance culture will continue to deliver strong organic growth.

SECOND QUARTER FINANCIAL HIGHLIGHTS

Highlights of the Trust's Second Quarter 2023 Financial Results *($ millions, except per Unit amounts)*		**3 Months Jun. 30, 2023**		3 Months Jun. 30, 2022	% Change		**6 Months Jun. 30, 2023**		6 Months Jun. 30, 2022	% Change
Operational Highlights										
Rental Revenue	**$**	**134.2**	$	122.3	9.7%	**$**	**264.7**	$	240.6	10.0%
Same Property Rental Revenue	**$**	**130.8**	$	120.5	8.6%	**$**	**258.7**	$	238.4	8.5%
Net Operating Income (NOI)	**$**	**82.6**	$	72.6	13.8%	**$**	**158.4**	$	137.5	15.2%
Same Property NOI	**$**	**81.7**	$	72.6	12.5%	**$**	**157.2**	$	139.2	13.0%
Operating Margin (1)		**61.6%**		59.4%			**59.8%**		57.2%	
Same Property Operating Margin		**62.5%**		60.2%			**60.8%**		58.4%	
Financial Highlights										
Funds From Operations (FFO) (2)(3)	**$**	**44.6**	$	40.3	10.7%	**$**	**84.2**	$	74.8	12.6%
Adjusted Funds From Operations (AFFO) (2)(3)	**$**	**36.7**	$	32.2	14.1%	**$**	**68.5**	$	58.6	16.8%
Profit	**$**	**232.2**	$	152.5	52.3%	**$**	**453.6**	$	221.9	104.4%
FFO per Unit (3)	**$**	**0.89**	$	0.80	11.3%	**$**	**1.68**	$	1.48	13.5%
AFFO per Unit (3)	**$**	**0.73**	$	0.64	14.1%	**$**	**1.36**	$	1.16	17.2%
Regular Distributions Declared (Trust Units & LP Class B Units)	**$**	**14.7**	$	13.6	8.0%	**$**	**28.6**	$	26.6	7.5%
Regular Distributions Declared Per Unit (Trust Units & LP Class B Units)	**$**	**0.293**	$	0.270	8.3%	**$**	**0.570**	$	0.527	8.2%
FFO Payout Ratio (3)		**32.9%**		33.8%			**34.0%**		35.6%	
Same Property Apartment Suites							**33,264**		32,787	
Non-Same Property Apartment Suites							**582**		777	
Total Apartment Suites							**33,846**		33,564	

(1) Operating margin is calculated by dividing NOI by rental revenue allowing management to assess the percentage of rental revenue which generated profit.
(2) This is a non-GAAP financial measure.
(3) Please refer to the section titled "Presentation of Non-GAAP Measures" in this MD&A for more information.

In Q2 2023, same property operating margin increased compared to the same period in the prior year, as the Trust's same property rental revenue growth remained strong and the Trust's disciplined approach to cost improvement initiatives resulted in operating expense growth significantly below inflation. The Trust anticipates that as same property rental revenue remains strong throughout 2023 and the Trust continues to optimize its operating platform, operating margins will continue to improve as compared to the same period in 2022.

Continued Highlights of the Trust's Second Quarter 2023 Financial Results		**Jun. 30, 2023**		Dec. 31, 2022
Equity				
Unitholders' Equity	**$**	**3,894,604**	$	3,466,998
Net Asset Value				
Net asset value (1)(2)	**$**	**4,071,536**	$	3,583,904
Net asset value (NAV) per Unit (2)	**$**	**80.98**	$	71.35
Liquidity, Debt and Distributions				
Cash and cash equivalents	**$**	**42,343**		
Subsequent committed/funded financing	**$**	**-**		
Unused committed revolving credit facility	**$**	**196,362**		
Total Available Liquidity	**$**	**238,705**		
Total mortgage principal outstanding	**$**	**3,387,122**	$	3,336,026
Interest Coverage Ratio (Rolling 4 quarters)		**2.88**		2.93

(1) This is a non-GAAP financial measure.
(2) Please refer to the section titled "Presentation of Non-GAAP Measures" in this MD&A for more information.

The Trust's fair value of its investment properties as at June 30, 2023 increased from the previous quarter and year end primarily, as a result of increased market rents in many of its markets reflecting improving rental fundamentals. The Trust's stabilized capitalization rate ("cap rate") was 4.90% for Q2 2023 compared to 4.92% for the prior quarter, and the cap rate ranges utilized continue to be in-line with recently published third party quarterly cap rate reports. The Trust's current fair value cap rate remains at a positive spread to interest rates.

SOLID OPERATIONAL RESULTS

Portfolio Highlights for the Second Quarter of 2023		Jun. 2023		Jun. 2022
Average Occupancy (Quarter Average) (1)		98.32%		96.44%
Average Monthly Rent (Period Ended)	$	1,305	$	1,192
Average Market Rent (Period Ended) (2)	$	1,495	$	1,373
Average Occupied Rent (Period Ended) (3)	$	1,326	$	1,228
Mark-to-Market Revenue Gain (Period Ended) ($ millions)	$	66.6	$	55.3
Mark-to-Market Revenue Gain (Period Ended)	$	1.33	$	1.10

(1) Average occupancy is adjusted to be on a same property basis.
(2) Market rent is a component of rental revenue as calculated in accordance with International Financial Reporting Standards ("IFRS") and is calculated as of the first day of each month as the average rental revenue amount a willing landlord might reasonably expect to receive, and a willing tenant might reasonably expect to pay, for a tenancy, before adjustments for other rental revenue items such as incentives, vacancy loss, fees, specific recoveries, and revenue from commercial tenants.
(3) Occupied rent is a component of rental revenue as calculated in accordance with IFRS and is calculated for occupied suites as of the first day of each month as the average rental revenue, adjusted for other rental revenue items such as fees, specific recoveries, and revenue from commercial tenants.

	Jul. 2022	Aug. 2022	Sep. 2022	Oct. 2022	Nov. 2022	Dec. 2022	Jan. 2023	Feb. 2023	Mar. 2023	Apr. 2023	May 2023	Jun. 2023	Jul. 2023	Aug. 2023
Same Property Portfolio Occupancy	97.0%	97.1%	97.6%	98.1%	97.9%	98.0%	98.0%	98.2%	98.1%	98.4%	98.3%	98.3%	98.3%	98.5%

The Trust improved occupancy compared to the same period a year ago by focusing on gaining market share and retention. Market rents were adjusted in many communities where rental market fundamentals continue to improve. Turnover rates continued to decline as compared to the previous year across the Trust's portfolio. Average occupied rent increased sequentially, and when compared to the same period a year ago, as the Trust focuses on reducing or eliminating incentives on lease renewals, leasing at market rents for new leases and adjusting market rents where fundamentals are strong.

For the second quarter of 2023, a same property rental revenue increase of 8.6% combined with same property total rental expense increase of 2.7%, resulted in same property NOI growth of 12.5%. Same property rental expenses increased for most regions due to the current economic environment leading to higher wages and salaries from inflation, higher insurance premiums, higher utilities from increased rates, and higher property taxes.

During the quarter, lower vacancy loss and incentives, along with positive market rent adjustments supported Boardwalk's Calgary portfolio increase in same property NOI of 13.5%. The positive revenue growth was partially offset by increases in utilities and wages on a year-over-year basis. Calgary's increased utilities' costs were mainly attributable to increased prices for electricity as a result of a fixed price contract which expired in 2022 and was renewed at a higher rate.

In Edmonton, lower vacancy loss and incentives were coupled with lower operating expenses, as a result of lower repairs and maintenance costs, advertising, and bad debts as a result of the higher occupancy realized, resulting in positive NOI growth of 18.1% for the second quarter of 2023 compared to the second quarter of 2022. The Trust is well positioned in our Edmonton market with occupancy above 98.0% heading into the end of the summer season.

Saskatchewan's market remains strong with the Trust's portfolio realizing 7.5% same property NOI growth in the second quarter of 2023 versus the same period last year, as a result of strong same property revenue growth, partially offset by higher repair and maintenance costs, inflationary pressures on wages and salaries, and increased prices for most utilities in the second quarter.

In Ontario, the mark-to-market opportunity on turnover contributed to same property NOI growth of 4.7%, in the second quarter of 2023 compared to the second quarter of 2022. Same property rental revenue growth of 5.2% was partially offset by increases in wages and salaries, insurance, and advertising in the second quarter of 2023.

In British Columbia, a same property rental revenue increase of 4.8% was partially offset by total rental expense growth of 8.4%, due mainly to inflationary pressure on wages and salaries and repairs and maintenance, resulting in same property NOI growth of 4.0% in the second quarter of 2023 compared to the second quarter of 2022.

In Quebec, increasing revenues along with the lease-up of its L'Astre community which was transitioned from a seniors' community, resulted in same property NOI increasing by 6.5% in the second quarter of 2023 compared to the second quarter of 2022.

As we look forward to the second half of 2023, and as shown in our updated guidance below, Boardwalk is well positioned for both continued revenue growth and expense management to deliver strong NOI growth throughout the remainder of the year.

Same Property Jun. 30 2023 – 3 M	# of Suites	% Rental Revenue Growth	% Total Rental Expenses Growth	% Net Operating Income Growth	% of NOI
Edmonton	12,882	9.3%	(1.0)%	18.1%	34.9%
Calgary	5,960	11.9%	8.8%	13.5%	22.6%
Other Alberta	1,936	9.0%	(3.3)%	19.2%	4.9%
Alberta	20,778	10.1%	1.4%	16.5%	62.5%
Quebec	6,000	4.8%	1.6%	6.5%	17.9%
Saskatchewan	3,505	8.6%	10.4%	7.5%	10.8%
Ontario	2,867	5.2%	5.8%	4.7%	8.1%
British Columbia	114	4.8%	8.4%	4.0%	0.7%
	33,264	8.6%	2.7%	12.5%	100.0%

Same Property Jun. 30 2023 – 6 M	# of Suites	% Rental Revenue Growth	% Total Rental Expenses Growth	% Net Operating Income Growth	% of NOI
Edmonton	12,882	9.1%	(0.2)%	17.5%	34.5%
Calgary	5,960	11.6%	5.9%	14.8%	22.9%
Other Alberta	1,936	8.5%	(2.3)%	18.8%	4.7%
Alberta	20,778	9.9%	1.2%	16.6%	62.2%
Quebec	6,000	5.5%	0.3%	8.6%	17.9%
Saskatchewan	3,505	8.4%	8.9%	8.1%	11.0%
Ontario	2,867	5.3%	6.1%	4.7%	8.2%
British Columbia	114	4.3%	11.6%	2.5%	0.7%
	33,264	8.5%	2.3%	13.0%	100.0%

STRONG LIQUIDITY POSITION

In the second quarter, Boardwalk renewed $176.3 million of its maturing mortgages at a weighted average interest rate of 4.43% while extending the term of these mortgages by an average of 5.4 years.

Throughout the remainder of 2023, the Trust anticipates $210.9 million of mortgages payable maturing with an average in-place interest rate of 2.93% and will continue to renew these mortgages as they mature. Current market 5 and 10-year CMHC financing rates are estimated to be 4.80% and 4.40%, respectively. To date, the Trust has renewed or forward-locked the interest rate on $225.8 million or 52% of its maturing mortgages in 2023 at an average interest rate of 4.42% and an average term of 5.0 years. Of the $225.8 million, $106.1 million were conventional mortgages, representing most of the Trust's non-CMHC mortgages within its portfolio. While interest rates have increased significantly since the beginning of March 2022, the Trust remains positioned with a laddered maturity schedule within its mortgage program, a disciplined capital allocation program and continued use of CMHC funding, which decreases the renewal risk on its existing mortgages.

TIGHTENING AND UPWARD REVISION TO 2023 FINANCIAL GUIDANCE

With revenue trending toward the upper end of its original forecast, continued platform optimization, and with increased visibility on non-controllable expenses such as property tax and insurance, the Trust is upwardly revising its 2023 Same Property NOI growth and FFO per Unit guidance as follows:

Description	Q2 2023 Revised Guidance	Q1 2023 Revised Guidance	2022 Actual (in $ thousands except per Unit)
Same Property NOI Growth	11.5% to 14.0%	9.5% to 13.0%	3.8%
Profit	N/A	N/A	$283,096
FFO (1)(2)	N/A	N/A	$157,444
AFFO (1)(2)(3)	N/A	N/A	$126,181
FFO Per Unit (2)	$3.42 to $3.54	$3.30 to $3.46	$3.13
AFFO Per Unit (2)(3)	$2.76 to $2.88	$2.64 to $2.80	$2.51

(1) This is a Non-GAAP financial measure.
(2) Please refer to the section titled "Presentation of Non-GAAP Measures" in this MD&A for more information.
(3) Utilizing a Maintenance CAPEX expenditure of $982/suite/year in 2023 and $931/suite/year in 2022.

SECOND QUARTER REGULAR MONTHLY DISTRIBUTION ANNOUNCEMENT

The Trust has confirmed its monthly cash distribution for the months of September 2023, October 2023 and November 2023 as follows:

Month		Per Unit		Annualized	Record Date	Distribution Date
September 2023	$	0.0975	$	1.17	September 29, 2023	October 16, 2023
October 2023	$	0.0975	$	1.17	October 31, 2023	November 15, 2023
November 2023	$	0.0975	$	1.17	November 30, 2023	December 15, 2023

In line with Boardwalk's distribution policy of maximum re-investment, the Trust's payout ratio remains conservative at 32.9% of Q2 2023 FFO; and 33.4% of the last 12 months FFO.

Boardwalk's regular monthly distribution provides a stable and attractive yield for the Trust's Unitholders.

STRONG GROWTH, EXCEPTIONAL VALUE

As illustrated above in the financial highlights for the second quarter and updated guidance for 2023, the Trust represents one of the strongest growth opportunities in the multi-family sector today. The Trust's current trading price continues to represent exceptional value when compared to the underlying real estate.

Recent private market sales transactions of apartment buildings in our core markets have occurred at prices inline with or above Boardwalk's fair value of its assets of approximately $215,000 per suite. This valuation represents approximately a 4.3% cap rate on Boardwalk's most recent 12 months NOI. NOI growth has accelerated in recent quarters and is expected to stay strong in the quarters and years ahead given the positive rental fundamentals in the Trust's core markets.

At the current approximate unit price of $64/Trust Unit, Boardwalk's implied value is approximately $189,000 per suite and represents an attractive 4.9% cap rate on trailing NOI.

IN CONCLUSION

Boardwalk is well positioned for continued organic growth, and remains committed to providing exceptional value in housing to our Resident Members.

Thank you to all of our Unitholders for your ongoing support, as we remain focused on building upon our track record of industry-leading and sustainable financial performance.

Thank you to all our partners, whose support is instrumental in helping us deliver the best product quality, service and experience to our Resident Members.

Thank you to our Team for all your efforts in ensuring we are consistently providing quality communities for our Resident Members to call home.

And lastly, thank you to our Resident Members for making Boardwalk your community provider of choice.

Sincerely,

Sam Kolias
Chairman of the Board and
Chief Executive Officer

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the Three and Six Months Ended, June 30, 2023 and 2022

GENERAL AND FORWARD-LOOKING STATEMENTS ADVISORY

General

The terms "Boardwalk", "Boardwalk REIT", the "REIT", the "Trust", "we", "us" and "our" in the following Management's Discussion and Analysis ("MD&A") refer to Boardwalk Real Estate Investment Trust. Financial data, including related historical comparatives, provided in this MD&A has been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"). This MD&A is current as of August 9, 2023 unless otherwise stated, and should be read in conjunction with Boardwalk's condensed consolidated interim financial statements for the three and six months ended June 30, 2023 and 2022, as well as Boardwalk's audited annual consolidated financial statements for the years ended December 31, 2022 and 2021, which have also been prepared in accordance with IFRS, together with this MD&A, copies of which have been filed electronically with securities regulators in Canada through the System for Electronic Document Analysis and Retrieval ("SEDAR") and may be accessed through the SEDAR website at www.sedarplus.ca. Historical results and percentage relationships contained in the condensed consolidated interim financial statements, audited annual consolidated financial statements, and this MD&A, including trends, should not be read as indicative of future operations.

The Income Tax Act (Canada) (the "Tax Act") contains legislation affecting the tax treatment of publicly traded trusts (the "SIFT Legislation"). The SIFT Legislation generally will not impose tax on a trust which qualifies under such legislation as a real estate investment trust (the "REIT Exemption") provided all the trust's taxable income each year is paid, or made payable to, its Unitholders (as defined below). Boardwalk qualified for the REIT Exemption and will continue to qualify for the REIT Exemption provided that all its taxable income continues to be distributed to its Unitholders. Further discussion of this is contained in this MD&A.

Certain information contained in this MD&A concerning the economy generally and relating to the industry in which the Trust operates has been obtained from publicly and/or industry available information from third party sources, including both the Bank of Canada's July 2023 Monetary Policy Report and the Royal Bank of Canada's June 2023 Provincial Report. The Trust has not verified the accuracy or completeness of any information contained in such publicly available information. In addition, the Trust has not determined if there has been any omission by any such third party to disclose any facts, information, or events which may have occurred prior to or subsequent to the date as of which any such information contained in such publicly available information has been furnished or which may affect the significance or accuracy of any information contained in any such information and summarized herein.

Unless otherwise indicated, all amounts are expressed in Canadian dollars.

Forward-Looking Statements Advisory

Certain information included in this MD&A contains forward-looking statements and information (collectively "forward-looking statements") within the meaning of applicable securities laws. These forward-looking statements include, but are not limited to, statements made concerning Boardwalk's objectives, including, but not limited to, the REIT's 2023 financial outlook and market guidance, increasing its occupancy rates, joint venture developments and future acquisition and development opportunities, including its plans for land in Victoria, British Columbia and its long-term strategic plan of opportunistic acquisitions and investments, its strategies to achieve those objectives, expectations regarding Boardwalk's vision and its strategies to achieve that vision, expected value enhancements through Boardwalk's branding initiative and suite renovation program, expected demand for housing, the Trust's ability to provide the optimal return to Unitholders, Boardwalk's goal of expanding geographically and diversifying its brand, expected increases in property taxes, utilities, and insurance costs, the anticipated impact of inflation and rising interest rates, the possibility of economic contractions as a result of a potential recession, Boardwalk's goal to decrease incentives implemented to maintain occupancy levels, as well as statements with respect to management of the Trust's beliefs, plans, estimates, assumptions, intentions, and similar statements concerning anticipated future events, results, circumstances, performance, or expectations that are not historical facts. Forward-looking statements generally can be identified by the use of forward-looking terminology such as "outlook", "objective", "may", "will", "would", "expect", "intend", "estimate", "anticipate", "believe", "should", "plan", "continue", or similar expressions suggesting future outcomes or events. Such forward-looking statements reflect management of the Trust's current beliefs and are based on information currently available to management of the Trust at the time such statements are made. Management of the Trust's estimates, beliefs, and assumptions are inherently subject to significant business, economic, competitive and other uncertainties and contingencies regarding future events and as such, are subject to change. All forward-looking statements in this MD&A are qualified by these cautionary statements.

Forward-looking statements are not guarantees of future events or performance and, by their nature, are based on Boardwalk's current estimates and assumptions, which are subject to risks and uncertainties, including those described in Boardwalk REIT's Annual Information Form for the year ended December 31, 2022 ("AIF") dated February 23, 2023 under the heading "Challenges and Risks", which could cause actual events or results to differ materially *from the forward-looking statements contained in this MD&A. Those risks and uncertainties include, but are not limited to, those related to liquidity in the global marketplace associated with current economic conditions, tenant rental rate concessions, occupancy levels, access to debt and equity capital, changes to Canada Mortgage and Housing Corporation ("CMHC") rules regarding mortgage insurance, interest rates, joint ventures/partnerships, the relative illiquidity of real property, unexpected costs or liabilities related to acquisitions, construction, environmental matters, uninsured perils, legal matters, reliance on key personnel, Unitholder liability, income taxes, and changes to income tax rules that impair the ability of Boardwalk to qualify for the REIT Exemption. This is not an exhaustive list of the factors that may affect Boardwalk's forward-looking statements. Other risks and uncertainties not presently known to Boardwalk could also cause actual results or events to differ materially from those expressed in its forward-looking statements. Material factors or assumptions that were applied in drawing a conclusion or making an estimate set out in the forward-looking statements may include, but are not limited to, the impact of economic conditions in Canada and globally, the REIT's future growth potential, prospects and opportunities, interest costs, access to equity and debt capital markets to fund (at acceptable costs), the future growth program to enable the Trust to refinance debts as they mature, the availability of purchase opportunities for growth in Canada, the impact of accounting principles under IFRS, general industry conditions and trends, changes in laws and regulations including, without limitation, changes in tax laws, increased competition, the availability of qualified personnel, fluctuations in foreign exchange or interest rates, and stock market volatility. Although the forward-looking statements contained in this MD&A are based upon what management of the Trust believes are reasonable assumptions, there can be no assurance actual results will be consistent with these forward-looking statements and no assurances can be given that any of the events anticipated by the forward-looking statements will transpire or occur at all, or if any of them do so, what benefits that Boardwalk will derive from them. As such, undue reliance should not be placed on forward-looking statements. Certain statements included in this MD&A may be considered "financial outlook" or "future oriented financial information (FOFI)" for purposes of applicable securities laws, all of which are subject to the same assumptions, risk factors, limitations and qualifications as set forth above. The actual results of operations of the Trust and the resulting financial results will likely vary from the amounts set forth in this MD&A and such variation may be material. Boardwalk REIT and its management believe that the FOFI contained in this MD&A has been prepared on a reasonable basis, reflecting management of the Trust's best estimates and judgements. However, because this information is subjective and subject to numerous risks, it should not be relied on as necessarily indicative of future results. FOFI contained in this MD&A was made as of the date of this MD&A and was provided for the purpose of providing further information about the Trust's anticipated future business operations. Readers are cautioned that the FOFI contained in this MD&A should not be used for purposes other than for which it is disclosed herein.*

Except as required by applicable law, Boardwalk undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

EXECUTIVE SUMMARY

BUSINESS OVERVIEW

Boardwalk REIT is an unincorporated, open-ended real estate investment trust created pursuant to a Declaration of Trust, dated January 9, 2004, and as amended and restated on various dates between May 3, 2004, and May 15, 2018 (the "Declaration of Trust" or "DOT"), under the laws of the Province of Alberta. Boardwalk REIT was created to invest in revenue producing multi-family residential properties, or interests, initially through the acquisition of assets and operations of Boardwalk Equities Inc. (the "Corporation").

Boardwalk REIT's units (the "Trust Units") trade on the Toronto Stock Exchange ("TSX") under the trading symbol 'BEI.UN'. Additionally, the Trust has 4,475,000 special voting units issued to holders of "Class B Units" of Boardwalk REIT Limited Partnership ("LP Class B Units" and, together with the Trust Units, the "Units"), each of which also has a special voting unit in the REIT. Boardwalk REIT's principal objectives are to provide Resident Members with superior quality rental communities and the best tenant/customer service, provide its holders ("Unitholders") of Trust Units with stable monthly cash distributions, and to increase the value of the Trust Units through the effective management of its residential multi-family revenue producing properties, renovations and upgrades to its current portfolio, and the acquisition and/or development of additional, accretive properties or interests therein. As at June 30, 2023, Boardwalk REIT owned and operated in excess of 200 properties, comprised of over 33,000 residential suites, and totaling over 29 million net rentable square feet. At the end of the second quarter of 2023, Boardwalk REIT's property portfolio was concentrated in the provinces of British Columbia ("BC"), Alberta, Saskatchewan, Ontario, and Quebec.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE OVERVIEW

The Trust is committed to environmental, social and governance ("ESG") objectives and initiatives, including working towards reducing greenhouse gas emissions as well as electricity and natural gas consumption, water conservation, waste minimization, Resident Member satisfaction and a continued focus on governance and oversight. As part of its 2022 Annual Report, the Trust has included its ESG Report, which is now available under the Trust's profile at www.sedarplus.ca or on the Trust's website at www.bwalk.com/en-ca/investors/esg. The ESG Report does not form a part of this MD&A.

MD&A OVERVIEW

This MD&A focuses on key areas from the condensed consolidated interim financial statements for the three and six months ended June 30, 2023 and 2022, and pertains to major known risks and uncertainties relating to the real estate industry, in general, and the Trust's business, in particular. This discussion should not be considered all-inclusive as it excludes changes that may occur in general economic, political, and environmental conditions. Additionally, other elements may or may not occur, which could affect the organization in the future. Please refer to the section titled "General and Forward-Looking Statements Advisory – Forward-Looking Statements Advisory" in this MD&A. To ensure that the reader is obtaining the best overall perspective, this discussion should be read in conjunction with material contained in the condensed consolidated interim financial statements for the three and six months ended June 30, 2023 and 2022, Boardwalk REIT's 2022 Annual Report, the audited annual consolidated financial statements for the years ended December 31, 2022 and 2021, and the AIF, each of which are available under the REIT's profile on www.sedarplus.ca, along with all other publicly posted information on the Corporation and Boardwalk REIT. It is not our intent to reproduce information that is in these other reported documents, but rather to highlight some of the key points and refer you to these documents for more detailed information.

OUTLOOK

In its July 2023 Monetary Policy Report, the Bank of Canada noted that inflation has come down to 3.4% this past May from 8.1% from the prior year. Economic activity in the first quarter was strong with consumption growth at 5.8%. Housing resales and housing prices also picked up earlier than anticipated. However, economic growth is expected to slow to an average of 1% through the second half of this year and through to the first half of 2024 as higher interest rates gain traction. In the second half of 2024, GDP growth is expected to pick up as the effect of higher interest rates on economic growth dissipates. Getting to the 2% inflation target will likely take longer, likely remaining at 3% for the next year and should ease to the 2% target in the middle of 2025.

In the Royal Bank of Canada's ("RBC") June 2023 Provincial Report, RBC has also noted that the economy was more resilient than expected in 2023 with the continued GDP growth in the first quarter. However, RBC does expect that declines in GDP will start in Q3 and Q4 of 2023. The report from RBC has noted that the surge in population growth is helping to fill more jobs and employment has increased by a quarter of a million over the first four months of 2023. This has helped to boost economy-wide output, providing higher wage and salary income to help offset rising debt and inflation costs. RBC expects that the impact on household purchasing power from higher prices and interest rates will ultimately push GDP lower, but strong underlying population growth makes it more likely that a downturn will be 'mild'.

Per RBC, though the high commodity prices from 2022 have moderated, the strong commodity markets are poised to keep the prairie provinces at the top of this year's growth. Alberta takes the lead with an expected growth of 2.4% as a result of the strong momentum maintained in the energy sector. In addition, job creation remains solid, the population is booming and consumers have yet to let up. Following Alberta in growth is Saskatchewan at 2.0%. However, this is a drop from the near decade high of 5.7% in 2022 as a result of the broader cooling in the national and global economies and the dimmed outlook for mining production in the near-term. BC's growth is expected to only grow by 0.6%, which is down from the 3.6% growth rate seen last year. This is a result of capital projects now being past their peak which are starting to wind down and financial pressures starting to weigh on consumer spending since the fall.

In Ontario, higher interest rates did cool the housing market dramatically and dampen consumer spending, but their broader impact has yet to be felt. RBC expects stiffer debt service costs to curb demand for Ontario goods and services and overall growth to moderate significantly to 1.1% in 2023 from 3.6% in 2022. As for Quebec, RBC believes the provincial economy has entered a period of stagnation that may include a slight contraction later this year. Momentum has slowed since the middle of 2022 as a result of slumping residential investment and moderating activity in the manufacturing and resource sectors. RBC projects minimal growth of 0.6% overall in 2023 for Quebec.

Boardwalk continues to move forward with several development opportunities in BC, and a joint venture development project in Ontario. The REIT also continues to assess potential acquisitions and dispositions. See the section titled "Review of Cash Flows – Investing Activities" in this MD&A. It is our intention to continue to investigate further development opportunities; however, each future opportunity will require a separate analysis and, depending on the analysis and economic conditions, Boardwalk REIT will determine if additional development projects are warranted. Historically, one of the biggest risks to real estate evaluations is the building of oversupply in a particular market, which results in significant corrections of property values market-wide. Currently, in the Trust's core markets, total housing supply under construction remains low relative to anticipated household formation. Demand is expected to be high from increasing international and interprovincial migration.

Boardwalk's Strategic Plan

Boardwalk provides inclusive communities to work and live through its strategy of operational excellence, innovation, and opportunistic growth focused capital allocation, to create leading earnings performance resulting in strong total Unitholder return. Opportunistic growth is defined as pursuing opportunities which drive Funds From Operations ("FFO") per fully diluted Unit and Net Asset Value ("NAV") per fully diluted Unit accretion on a sustainable and long-term basis.

Underpinned by its dynamic culture and performance-focused team, Boardwalk strives to create the best multi-family communities across diverse, affordable, non-price controlled and high growth supply-constrained housing markets. This is our mission: to build better communities, where love always lives. Boardwalk's initiatives to create additional value include the development of new apartments on existing land as well as the potential acquisition of new land for future development projects. Built into this strategic plan is Boardwalk's brand diversification initiative, which includes common area upgrades, building improvements, and suite renovations to create the best long-term value for Unitholders and all of its stakeholders.

Current housing fundamentals in Boardwalk's core markets are strong and paired with the Trust's proven platform, positions Boardwalk for optimized cash flow growth, in Management's view. Management of the Trust believes that Boardwalk's distribution policy of maximum cash flow reinvestment coupled with its strong balance sheet provides the ability for the Trust to allocate capital towards external growth opportunities, development of communities in under-supplied markets, yield enhancing value-add capital, and, when appropriate, investment in our own existing portfolio through the purchase and cancellation of Trust Units through the normal course issuer bids implemented in both 2022 and 2021.

The Trust sells non-core properties in its portfolio, re-deploying the released capital to acquiring or developing additional properties, distributing its taxable income (and any capital gain) to Unitholders, reinvesting in its existing properties to achieve superior returns, developing new multi-family properties, paying down debt and/or purchasing Trust Units for cancellation. Management of the Trust continues to review all available options that it believes will provide the optimal return to Unitholders.

Brand Diversification

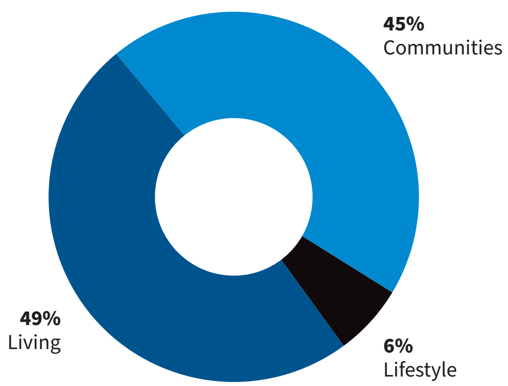
It is the goal of the Trust, in the medium to long-term, to not only expand geographically, but also to diversify through its brand.

The spectrum of rental housing in Canada has expanded over the last few years, with rental demand seen across the price spectrum from affordability to affordable high-end luxury. As a result, the ability to offer a more diverse product offering will allow Boardwalk to attract a larger demographic to the Boardwalk brand. Currently, Boardwalk offers three brands as highlighted below:

Boardwalk Living – *Affordable Value*
Boardwalk Living features classic suites for our Resident Members who appreciate flexibility, reliability, and value that comes with a quality home.

Boardwalk Communities – *Enhanced Value*
Boardwalk Communities feature modernized suites and choice amenities for those who value flexibility with all the comforts that come with the perfect place to call home.

Boardwalk Lifestyle – *Affordable Luxury*
Boardwalk Lifestyle features luxury living with modern amenities, designer suites, and a contemporary style for those who value life experiences and prefer the freedom to enjoy them.



Boardwalk's Branding Initiative and Suite Renovation Program

Boardwalk has invested $50.8 million in capital assets for the six months ended June 30, 2023 (six months ended June 30, 2022 – $51.7 million), including $35.1 million in value-add capital (six months ended June 30, 2022 – $35.6 million), focusing on upgrading common areas, building improvements, energy efficiency projects, and suite renovations. Please refer to the section titled "Review of Cash Flows – Investing Activities – Maintenance of Productive Capacity" in this MD&A for further discussion on value-add capital. Each of the three brands have different renovation specifications depending on needs and anticipated returns. Market rents are adjusted upward based on an expected rate of return on the strategic investment. Management of the Trust believes these renovations and upgrades will continue to achieve future upward excess market rent adjustments, increased occupancy, as well as cost savings on turnovers. Historic investment in our assets and brands has resulted in a diversified product mix to match varying demand while allowing us to gain market share with increasing choice for existing and new Resident Members.

While management of the Trust believes these investments will enhance long-term value, management of the Trust also recognizes the short-term effects of this program, which may include temporary higher vacancies and incentives, though with the increase in apartment demand, this impact has been significantly reduced. Rebranding and repositioning communities will take time. Construction causes disruption to existing Resident Members and, depending on the level of investment, may result in higher turnover. Boardwalk continues to reduce the vacancy loss associated with suites being renovated by reducing the time to completion while still lowering the cost of the renovations.

DECLARATION OF TRUST

The investment guidelines and operating policies of the Trust are outlined in the DOT, a copy of which is available on request to all Unitholders and is also available under the REIT's profile on www.sedarplus.ca. A more detailed summary of the DOT can also be located in the AIF. Some of the main financial guidelines and operating policies set out in the DOT are as follows:

Investment Guidelines

1. Acquire, hold, develop, maintain, improve, lease, and manage multi-family residential properties and ancillary real estate ventures; and
2. No investment will be made that would disqualify Boardwalk REIT as a "mutual fund trust" or a "registered investment" as defined in the Tax Act.

Operating Policies

1. Interest Coverage Ratio of at least 1.5 to 1;
2. No guaranteeing of third-party debt unless related to direct or indirect ownership or acquisition of real property, including potential joint venture partner structures;
3. Third-party surveys of structural and environmental conditions are required prior to the acquisition of a multi-family asset; and
4. Commitment to expending at least 8.5% of its gross consolidated annual rental revenues generated from properties that have been insured by CMHC on on-site maintenance compensation to Associates, repairs and maintenance, as well as capital upgrades.

Distribution Policy

Boardwalk REIT may distribute to holders of Trust Units and LP Class B Units on or about each distribution date such percentage of FFO for the calendar month then ended as the Board of Trustees determines in its discretion. Distributions will not be less than Boardwalk REIT's taxable income, unless the Board of Trustees, in its absolute discretion, determines another amount. The Board of Trustees reviews the distributions on a quarterly basis and takes into consideration distribution sustainability and whether there are more attractive alternatives to the Trust's current capital allocation strategy, such as its value-add capital renovation program, brand diversification initiative, acquisitions and new construction of multi-family communities in supply-constrained markets.

Compliance with DOT

As at June 30, 2023, the Trust was in compliance with all investment guidelines and operating policies as stipulated in the DOT. More details are provided later in this MD&A with respect to certain detailed calculations.

For the trailing 12-month period ended June 30, 2023, Boardwalk REIT's interest coverage ratio of consolidated EBITDA (i.e. Earnings Before Interest, Taxes, Depreciation and Amortization) to consolidated interest expense was 2.88 (year ended December 31, 2022 – 2.93). Further details of the Trust's interest coverage ratio can be found in NOTE 13 to the condensed consolidated interim financial statements for the three and six months ended June 30, 2023 and 2022, which is available under the Trust's profile at www.sedarplus.ca.

PRESENTATION OF FINANCIAL INFORMATION

Financial results, including related historical comparatives, contained in this MD&A are based on the Trust's condensed consolidated interim financial statements for the three and six months ended June 30, 2023 and 2022, unless otherwise specified.

PRESENTATION OF NON-GAAP MEASURES

Non-GAAP Financial Measures

Boardwalk REIT prepares its consolidated financial statements in accordance with IFRS and with the recommendations of REALPAC, Canada's senior national industry association for owners and managers of investment real estate. REALPAC has adopted non-GAAP financial measures called FFO and Adjusted Funds From Operations ("AFFO") to supplement operating income and profits as measures of operating performance, as well as a cash flow metric called Adjusted Cashflow From Operations ("ACFO"). These non-GAAP financial measures are considered to be meaningful and useful measures of real estate operating performance, however, are not measures defined by IFRS. The discussion below outlines these measurements and the other non-GAAP financial measures used by the Trust. Non-GAAP financial measures are not standardized financial measures under IFRS and might not be comparable to similar financial measures disclosed by other entities. Non-GAAP financial measures should not be construed as alternatives to IFRS defined measures.

Funds From Operations

The IFRS measurement most comparable to FFO is profit. Boardwalk REIT considers FFO to be an appropriate measurement of the performance of a publicly listed multi-family residential entity as it is the most widely used and reported measure of real estate investment trust performance. Profit includes items such as fair value changes of investment property that are subject to market conditions and capitalization rate fluctuations which are not representative of recurring operating performance. Consistent with REALPAC, we define FFO as adjustments to profit for fair value gains or losses, distributions on the LP Class B Units, gains or losses on the sale of the Trust's investment properties, depreciation, deferred income tax, and certain other non-cash adjustments, if any, but after deducting the principal repayment on lease liabilities and adding the principal repayment on lease receivable. Boardwalk REIT does not include any gains or losses reported on the sale of its properties in its calculation of FFO. Management of the Trust believes that such income is volatile and unpredictable and would significantly dilute the relevance of FFO as a measure of performance. Excluding gains or losses in the calculation of FFO is consistent with the REALPAC definition of FFO. Under IFRS, the LP Class B Units are considered financial instruments in accordance with IFRS 9 – Financial Instruments ("IFRS 9"). As a result of this classification, their corresponding distribution amounts are considered "financing costs" under IFRS. Management of the Trust believes these distribution payments do not truly represent "financing costs", as these amounts are only payable if the Trust declares distributions, and only for the amount of any distributions declared, both of which are at the discretion of the Board of Trustees as outlined in the DOT. Therefore, these distributions are excluded from the calculation of FFO, consistent with the treatment of distributions paid to all other Unitholders. The reconciliation from profit under IFRS to FFO can be found under the section titled "Performance Review – FFO and AFFO Reconciliations" in this MD&A. The Trust uses FFO to assess operating performance and its distribution paying capacity, determine the level of Associate incentive-based compensation, and decisions related to investment in capital assets. To facilitate a clear understanding of the combined historical operating results of Boardwalk REIT, management of the Trust believes FFO should be considered in conjunction with profit as presented in the condensed consolidated interim financial statements for the three and six months ended June 30, 2023 and 2022.

Adjusted Funds From Operations

Similar to FFO, the IFRS measurement most comparable to AFFO is profit. Boardwalk REIT considers AFFO to be an appropriate measurement of a publicly listed multi-family residential entity as it measures the economic performance after deducting for maintenance capital expenditures to the existing portfolio of investment properties. AFFO is determined by taking the amounts reported as FFO and deducting what is commonly referred to as “Maintenance Capital Expenditures”. Maintenance Capital Expenditures are expenditures that, by standard accounting definition, are accounted for as capital in that the expenditure itself has a useful life in excess of the current financial year and maintains the value of the related assets. The reconciliation of AFFO can be found under the section titled “Performance Review – FFO and AFFO Reconciliations” in this MD&A. The Trust uses AFFO to assess operating performance and its distribution paying capacity, and decisions related to investment in capital assets. A more detailed discussion is provided under the section titled “Review of Cash Flows – Investing Activities – Maintenance of Productive Capacity” in this MD&A.

Adjusted Cashflow From Operations

The IFRS measurement most comparable to ACFO is cash flow from operating activities. ACFO is a non-GAAP financial measure of sustainable economic cash flow available for distributions. ACFO should not be construed as an alternative to cash flow from operating activities as determined under IFRS. A reconciliation of ACFO to cash flow from operating activities as shown in the Trust’s Condensed Consolidated Interim Statements of Cash Flows is also provided under the section titled “Review of Cash Flows – Operating Activities” in this MD&A, along with added commentary on the sustainability of Trust Unit distributions. The Trust uses ACFO to assess its distribution paying capacity.

Boardwalk REIT’s presentation of FFO, AFFO, and ACFO are materially consistent with the definitions provided by REALPAC. These measurements, however, are not necessarily indicative of cash that is available to fund cash needs and should not be considered alternatives to cash flow as a measure of liquidity. FFO, AFFO, and ACFO do not represent earnings or cash flow from operating activities as defined by IFRS. FFO and AFFO should not be construed as an alternative to profit determined in accordance with IFRS as indicators of Boardwalk REIT’s performance. In addition, Boardwalk REIT’s calculation methodology for FFO, AFFO, and ACFO may differ from that of other real estate companies and trusts.

Adjusted Real Estate Assets

The IFRS measurement most comparable to Adjusted Real Estate Assets is investment properties. Adjusted Real Estate Assets is comprised of investment properties, equity accounted investment, and cash and cash equivalents. Adjusted Real Estate Assets is useful in summarizing the real estate assets owned by the Trust and it is used in the calculation of NAV, which management of the Trust believes is a useful measure in estimating the entity’s value. The reconciliation from Investment Properties under IFRS to Adjusted Real Estate Assets can be found under the section titled “Capital Structure and Liquidity – Net Asset Value Per Unit” in this MD&A.

Adjusted Real Estate Debt

The IFRS measurement most comparable to Adjusted Real Estate Debt is total mortgage principal outstanding. Adjusted Real Estate Debt is comprised of total mortgage principal outstanding, and total lease liabilities attributable to land leases. It is useful in summarizing the Trust’s debt which is attributable to its real estate assets and is used in the calculation of NAV, which management of the Trust believes is a useful measure in estimating the entity’s value. The reconciliation from total mortgage principal outstanding under IFRS to Adjusted Real Estate Debt can be found under the section titled “Capital Structure and Liquidity – Net Asset Value per Unit” in this MD&A.

Net Asset Value

The IFRS measurement most comparable to NAV is Unitholders’ equity. With real estate entities, NAV is the total value of the entity’s investment properties, equity accounted investment, and cash minus the total value of the entity’s debt. The Trust determines NAV by taking Adjusted Real Estate Assets and subtracting Adjusted Real Estate Debt, which management of the Trust believes is a useful measure in estimating the entity’s value. The reconciliation from Unitholders’ Equity under IFRS to NAV can be found under the section titled “Capital Structure and Liquidity – Net Asset Value per Unit” in this MD&A.

Non-GAAP Ratios

The discussion below outlines the non-GAAP ratios used by the Trust. Each non-GAAP ratio has a non-GAAP financial measure as one or more of its components, and, as a result, does not have a standardized meaning prescribed by IFRS and therefore may not be comparable to similar financial measurements presented by other entities. Non-GAAP financial measures should not be construed as alternatives to IFRS defined measures.

FFO per Unit, AFFO per Unit, ACFO per Unit, and NAV per Unit

FFO per Unit includes the non-GAAP financial measure FFO as a component in the calculation. The Trust uses FFO per Unit to assess operating performance on a per Unit basis, as well as determining the level of Associate incentive-based compensation.

AFFO per Unit includes the non-GAAP financial measure AFFO as a component in the calculation. The Trust uses AFFO per Unit to assess operating performance on a per Unit basis and its distribution paying capacity.

ACFO per Unit includes the non-GAAP financial measure ACFO as a component in the calculation. The Trust uses ACFO per Unit to assess its distribution paying capacity.

FFO per Unit, AFFO per Unit, and ACFO per Unit are calculated by taking the non-GAAP ratio's corresponding non-GAAP financial measure and dividing by the weighted average Trust Units outstanding for the period on a fully diluted basis, which assumes conversion of the LP Class B Units and vested deferred units determined in the calculation of diluted per Trust Unit amounts in accordance with IFRS.

NAV per Unit includes the non-GAAP financial measure NAV as a component in the calculation. Management of the Trust believes it is a useful measure in estimating the entity's value on a per Unit basis, which an investor can compare to the entity's Trust Unit price which is publicly traded to help with investment decisions.

NAV per Unit is calculated as NAV divided by the Trust Units outstanding as at the reporting date on a fully diluted basis which assumes conversion of the LP Class B Units and vested deferred units outstanding.

FFO per Unit Future Financial Guidance

FFO per Unit Future Financial Guidance is calculated as FFO Future Financial Guidance divided by the estimated weighted average Trust Units and LP Class B Units outstanding throughout the year. Boardwalk REIT considers FFO per Unit Future Financial Guidance to be an appropriate measurement of the estimated future financial performance based on information currently available to management of the Trust at the date of this MD&A.

AFFO per Unit Future Financial Guidance

AFFO per Unit Future Financial Guidance is calculated as AFFO Future Financial Guidance divided by the estimated weighted average Trust Units and LP Class B Units outstanding throughout the year. Boardwalk REIT considers AFFO per Unit Future Financial Guidance to be an appropriate measurement of the estimated future profitability based on information currently available to management of the Trust at the date of this MD&A.

FFO Payout Ratio, AFFO Payout Ratio, and ACFO Payout Ratio

FFO Payout Ratio, AFFO Payout Ratio, and ACFO Payout Ratio represent the REIT's ability to pay distributions. These non-GAAP ratios are computed by dividing regular distributions paid on the Trust Units and LP Class B Units by the non-GAAP financial measure of FFO, AFFO, and ACFO, respectively. Management of the Trust use these non-GAAP ratios to assess its distribution paying capacity.

PERFORMANCE REVIEW

Boardwalk REIT generates revenues, cash flows, and earnings from two separate sources: rental operations and the sale of "non-core" real estate properties.

Boardwalk REIT's most consistent and largest source of income comes from its rental operations. Income from this source is derived from leasing individual suites to customers (referred to as "Resident Members"). Periodically, Boardwalk REIT has generated additional income from the sale of selective non-core real estate properties and utilized the equity for the acquisition and/or development of new rental properties and/or for the purchase for cancellation of Trust Units pursuant to its normal course issuer bid. The Trust, however, will only proceed with the sale of non-core real estate properties if market conditions justify the dispositions and Boardwalk has an alternative use for the net proceeds generated.

Performance Measures

It continues to be the intention of the Trust to pay out, at a minimum, all taxable income to Unitholders in the form of monthly distributions, unless the Board of Trustees, in its absolute discretion, determines a different amount. For 2023, the Board of Trustees approved an increase to the distribution to $0.0975 per Trust Unit on a monthly basis (or $1.17 on an annualized basis) beginning March 2023. This was an increase of $0.0075 per Trust Unit from the monthly $0.0900 per Trust Unit distributed for January and February 2023. The Trust will also continue to redeploy its capital towards long-term value creation, including its suite renovation program, brand diversification initiative, and acquisition and development of new multi-family suites in supply-constrained markets.

For the three and six months ended June 30, 2023, the Trust declared regular distributions of $14.7 million and $28.6 million (inclusive of distributions paid to holders of the LP Class B Units), respectively (three and six months ended June 30, 2022 – $13.6 million and $26.6 million, respectively), and recorded profit of $232.2 million and $453.6 million, respectively (three and six months ended June 30, 2022 – $152.5 million and $221.9 million, respectively). The FFO Payout Ratio for the three months ended June 30, 2023 was 32.9% (three months ended June 30, 2022 – 33.8%). For the six months ended June 30, 2023, the FFO Payout Ratio was 34.0% (six months ended June 30, 2022 – 35.6%). Please refer to the section titled "Presentation of Non-GAAP Measures" in this MD&A for more information on FFO Payout Ratio. The overall operating performance of the first and fourth quarters tends to generate the highest payout ratio, mainly due to the high seasonality in total rental expenses. In particular, these quarters tend to be the highest demand periods for natural gas, a major operational cost for the Trust. The reader should not, therefore, simply annualize the reported results of a particular quarter. On a quarterly basis, the Board of Trustees reviews the current level of distributions and determines if any adjustments to the distributed amount is warranted. On an overall basis, the Trust aims to maintain a consistent and sustainable payout ratio while optimizing its capital allocation strategy, and reviews this with its Board of Trustees.

FFO per Unit Reconciliations from 2022 to 2023

The following tables show reconciliations of changes in FFO per Unit from June 30, 2022 to June 30, 2023. As previously noted, we define the calculation of FFO as net income before fair value adjustments, distributions on the LP Class B Units, gains or losses on the sale of the Trust's investment properties, depreciation, deferred income taxes, and certain other non-cash items. A more detailed disclosure of the calculation of FFO is included later in this MD&A.

FFO per Unit Reconciliation		**3 Months**		**6 Months**
FFO per Unit (1) – Jun. 30, 2022	$	0.80	$	1.48
Same Property Net Operating Income ("NOI") (2)		0.18		0.36
Non-same Property NOI (2)		0.02		0.06
Administration		(0.05)		(0.10)
Financing Costs		(0.06)		(0.12)
FFO per Unit – Jun. 30, 2023	**$**	**0.89**	**$**	**1.68**

(1) Please refer to the section titled "Presentation of Non-GAAP Measures" in this MD&A for more information.
(2) The definition of same property and non-same property can be found in the section titled "Same Property Results" in this MD&A.

FFO and AFFO Reconciliations

In the following table, Boardwalk REIT provides a reconciliation of FFO to Profit, the most comparable related financial statement measurement, for the three and six months ended June 30, 2023 and 2022. Adjustments are explained in the notes below, as appropriate.

FFO Reconciliation *(In $000's, except per Unit amounts)*	**3 Months Jun. 30, 2023**	3 Months Jun. 30, 2022	% Change	**6 Months Jun. 30, 2023**	6 Months Jun. 30, 2022	% Change
Profit	**$ 232,163**	$ 152,488		**$ 453,552**	$ 221,916	
Adjustments						
Other income (1)	**-**	(834)		**(818)**	(2,155)	
Fair value gains	**(189,981)**	(113,649)		**(373,343)**	(149,499)	
LP Class B Unit distributions	**1,309**	1,208		**2,551**	2,357	
Deferred tax (recovery) expense	**(15)**	(26)		**42**	67	
Depreciation	**1,893**	1,911		**3,693**	3,737	
Principal repayments on lease liabilities	**(902)**	(997)		**(1,808)**	(2,010)	
Principal repayments on lease receivable	**128**	180		**321**	356	
FFO (2)(3)	**$ 44,595**	$ 40,281	10.7%	**$ 84,190**	$ 74,769	12.6%
FFO per Unit (3)	**$ 0.89**	$ 0.80	11.3%	**$ 1.68**	$ 1.48	13.5%

(1) Other income is comprised of capital gains from investment income.
(2) This is a non-GAAP financial measure.
(3) Please refer to the section titled "Presentation of Non-GAAP Measures" in this MD&A for more information.

Overall, Boardwalk REIT earned FFO of $44.6 million for the second quarter of 2023 compared to $40.3 million for the same period in 2022. FFO, on a per Unit basis, for the quarter ended June 30, 2023, increased approximately 11.3% compared to the same quarter in the prior year from $0.80 to $0.89. For the six months ended June 30, 2023, FFO was $84.2 million, compared to the $74.8 million for the same period in the prior year. FFO per Unit was $1.68, an increase of 13.5% compared to $1.48 for the same period in the prior year. The increases were primarily driven by higher occupied rents, lower vacancy loss and incentives, and the addition of new acquisitions in our BC, Alberta, and Ontario markets, partially offset by increased wages and salaries, utilities, property taxes, insurance, financing costs, and administration.

Profit for the second quarter of 2023 was $232.2 million compared to a profit of $152.5 million for the same period in 2022. Year to date, profit increased from $221.9 million to $453.6 million. The increases in profit is mainly attributable to the increase in fair value gains on investment properties. Significant fair value gains were recognized in the current year due to the increase in market rents. The first half of 2023 has shown continued improvements in the economy which has resulted in further growth in market rents. The weighted average capitalization rates for the Trust were 4.90% and 4.92% as at June 30, 2023 and June 30, 2022, respectively. For more information on the Trust's capitalization rates, please refer to the section titled "Review of Cash Flows – Investing Activities – Investment Properties" in this MD&A.

The following table provides a reconciliation of FFO to AFFO:

(000's)	3 Months Jun. 30, 2023	3 Months Jun. 30, 2022	6 Months Jun. 30, 2023	6 Months Jun. 30, 2022
FFO [1][2]	$ 44,595	$ 40,281	$ 84,190	$ 74,769
Maintenance Capital Expenditures [3]	7,878	8,097	15,726	16,146
AFFO [1][2]	$ 36,717	$ 32,184	$ 68,464	$ 58,623
FFO per Unit [2]	$ 0.89	$ 0.80	$ 1.68	$ 1.48
AFFO per Unit [2]	$ 0.73	$ 0.64	$ 1.36	$ 1.16
Regular Distributions	$ 14,683	$ 13,599	$ 28,613	$ 26,620
FFO Payout Ratio [2]	32.9%	33.8%	34.0%	35.6%
AFFO Payout Ratio [2]	40.0%	42.3%	41.8%	45.4%
Profit	$ 232,163	$ 152,488	$ 453,552	$ 221,916

(1) This is a non-GAAP financial measure.
(2) Please refer to the section titled "Presentation of Non-GAAP Measures" in this MD&A for more information.
(3) Details of the calculation of Maintenance Capital Expenditures can be found in the section titled "Review of Cash Flows – Investing Activities – Value-add Capital and Maintenance Capital Expenditures" in this MD&A.

REVIEW OF RENTAL OPERATIONS

Boardwalk REIT's NOI strategy includes a rental revenue strategy that focuses on enhancing overall rental revenues through the balance between market rents, rental incentives, turnovers, and occupancy gains. The application of this rental revenue strategy is ongoing, on a market-by-market basis, again with the focus on obtaining the optimal balance of these variables given existing market conditions. In addition, the NOI strategy focuses on minimizing expenses.

(In $000's, except number of suites)	3 Months Jun. 30, 2023	3 Months Jun. 30, 2022	% Change	6 Months Jun. 30, 2023	6 Months Jun. 30, 2022	% Change
Rental revenue	$ 134,151	$ 122,286	9.7%	$ 264,682	$ 240,563	10.0%
Expenses						
Operating expenses	26,318	25,188	4.5%	51,785	49,985	3.6%
Utilities	12,235	11,832	3.4%	28,663	27,880	2.8%
Property taxes	12,992	12,663	2.6%	25,836	25,180	2.6%
Total rental expenses	$ 51,545	$ 49,683	3.7%	$ 106,284	$ 103,045	3.1%
Net operating income	$ 82,606	$ 72,603	13.8%	$ 158,398	$ 137,518	15.2%
Operating margin [1]	61.6%	59.4%		59.8%	57.2%	
Number of suites at June 30 [2]	33,846	33,564		33,846	33,564	

(1) Operating margin is calculated by dividing NOI by rental revenue allowing management to assess the percentage of rental revenue which generated profit.
(2) Excludes 88 suites related to the joint venture in Brampton, Ontario.

(In $000's, except number of suites)	3 Months Jun. 30, 2023	3 Months Jun. 30, 2022	% Change	6 Months Jun. 30, 2023	6 Months Jun. 30, 2022	% Change
Gross rental revenue [1]	$ 140,944	$ 135,281	4.2%	$ 279,587	$ 267,635	4.5%
Vacancy loss [2]	(2,036)	(4,780)	(57.4)%	(4,368)	(10,285)	(57.5)%
Incentives [3]	(4,757)	(8,215)	(42.1)%	(10,537)	(16,787)	(37.2)%
Rental revenue	$ 134,151	$ 122,286	9.7%	$ 264,682	$ 240,563	10.0%

(1) Gross rental revenue is a component of rental revenue as calculated in accordance with IFRS and represents rental revenue before adjustments for vacancy loss and incentives.
(2) Vacancy loss is a component of rental revenue as calculated in accordance with IFRS and represents the estimated loss of gross rental revenue from unoccupied suites during the period.
(3) Incentives is a component of rental revenue as calculated in accordance with IFRS and represents any suite specific rental discount offered or initial direct costs incurred in negotiating and arranging an operating lease amortized over the term of the operating lease.

Boardwalk REIT's rental operations for the three and six months ended June 30, 2023, reported higher results compared to the same periods in the prior year. For the three and six months ended June 30, 2023, the increase in rental revenue was due to higher in-place rents, lower vacancy loss, and lower incentives offered, as well as the addition of new acquisitions during 2022 in Alberta and Ontario and the new acquisition in April 2023 in BC. As outlined in the second table above, the Trust continued to offer selective incentives on renewals in certain communities to maintain occupancy levels while aiming to limit incentives on new leases. The Trust was able to reduce incentives by 37.2% year-over-year, while also reducing vacancy losses by 57.5%. The Trust will continue to offer selective incentives in certain communities to maintain occupancy levels, but the overall goal is to continue to decrease incentives.

Total rental expenses increased 3.7% and 3.1% for the three and six months ended June 30, 2023, respectively, compared to the same periods in 2022 due to higher operating expenses, utilities, and property taxes.

For the three months ended June 30, 2023, operating expenses increased compared to the same period in the prior year due to higher wages and salaries as a result of inflation, as well as higher insurance premiums upon renewal in the third quarter of 2022, partially offset by lower bad debt expense. For the six months ended June 30, 2023, operating expenses increased compared to the same period in the prior year due to higher wages and salaries and higher insurance premiums, partially offset by lower bad debt expense and lower advertising costs being incurred in correlation with the higher occupancy being realized throughout the portfolio.

Utility costs increased by 3.4% and 2.8% for the three and six months ended June 30, 2023, respectively, compared to the same periods in 2022. The increases were mainly due to higher electricity costs due to rates increasing significantly in the last quarter of 2022 combined with higher consumption, higher water and sewer costs, as well as higher carbon levy costs from the federal increases being implemented. This was partially offset by lower natural gas costs as a result of lower rates paired with lower consumption from more favourable weather compared to last year and higher submetering recoveries. Fixed price physical commodity contracts have helped to partially or fully hedge the Trust's exposure to fluctuating natural gas and electricity prices. Further details regarding the hedges on natural gas, as well as electricity prices in Alberta, can be found in NOTE 12 to the condensed consolidated interim financial statements for the three and six months ended June 30, 2023 and 2022.

Property taxes increased 2.6% for the three and six months ended June 30, 2023, respectively, compared to the same periods in the prior year mainly due to higher overall property tax assessments received. The Trust is constantly reviewing property tax assessments and related charges and, where management of the Trust believes appropriate, will appeal all, or a portion, of the related assessment. It is not uncommon for the Trust to receive property tax refunds and adjustments; however, due to the uncertainty of the amount and timing of the refunds and adjustments, these amounts are only reported when they are received.

Overall, the operating margin increased for the six months ended June 30, 2023, compared to the same period in 2022, from 57.2% to 59.8%.

Boardwalk REIT closely monitors and individually manages the performance of each of its rental properties. For the reader's convenience, we have provided the following summary of our operations on a province-by-province basis.

SEGMENTED OPERATIONAL REVIEWS

Alberta Rental Operations

(In $000's, except number of suites)	**3 Months Jun. 30, 2023**	3 Months Jun. 30, 2022	% Change	**6 Months Jun. 30, 2023**	6 Months Jun. 30, 2022	% Change
Rental revenue	**$ 84,998**	$ 76,500	11.1%	**$ 167,491**	$ 150,258	11.5%
Expenses						
Operating expenses	**15,992**	15,987	-%	**31,730**	31,373	1.1%
Utilities	**8,115**	7,722	5.1%	**18,431**	17,848	3.3%
Property taxes	**8,489**	8,220	3.3%	**16,845**	16,382	2.8%
Total rental expenses	**$ 32,596**	$ 31,929	2.1%	**$ 67,006**	$ 65,603	2.1%
Net operating income	**$ 52,402**	$ 44,571	17.6%	**$ 100,485**	$ 84,655	18.7%
Operating margin	**61.7%**	58.3%		**60.0%**	56.3%	
Number of suites at June 30	**21,084**	20,926		**21,084**	20,926	

Alberta is Boardwalk's largest operating segment, representing 63.4% of total reported NOI for both the three and six months ended June 30, 2023. In addition, Alberta represents 62.3% of total suites. Boardwalk REIT's Alberta operations for the three and six months ended June 30, 2023, reported a 11.1% and 11.5% increase, respectively, in rental revenue when compared to the same periods in the prior year due to higher in-place rents and lower vacancy loss and incentives. Increases were driven, in part, by the high in-migrations into the province seen in 2022 and continuing into 2023. These improvements were also coupled with two asset acquisitions in 2022, one in Canmore and one in Calgary. For the three and six months ended June 30, 2023, total rental expenses increased slightly by 2.1% compared to the same periods in the prior year primarily due to an increase in utilities and property taxes. These changes are partially attributable to the new acquisitions in Canmore and Calgary in 2022 as well. Excluding the new buildings, the portfolio still experienced increases in rental revenues and total rental expenses.

Operating expenses were consistent for the three months ended June 30, 2023, when compared to the same period in the prior year. For the six months ended June 30, 2023, operating expenses increased by 1.1% compared to the same period in the prior year. The increase noted for the six months ended June 30, 2023 was due to higher wages and salaries attributable to inflation as previously mentioned, and higher insurance. These increases were offset by decreases in building repairs and maintenance, bad debts, and advertising costs as a result of the increase in occupancy and lower turnover.

Utilities for the three and six months ended June 30, 2023, increased by 5.1% and 3.3%, respectively, compared to the same periods in the prior year mainly due to an increase in electricity costs due to higher rates and consumption, and higher water and sewer costs. For the year to date, higher carbon levy costs are also a contributing factor to the increase from the same period in the prior year. These increases are partially offset by lower natural gas costs. Currently, the Trust has three outstanding natural gas contracts to hedge the price of its natural gas usage. The Trust also has two outstanding electricity contracts with two utility retailers to supply the Trust with its electrical power needs. More details surrounding Alberta's hedging contracts can be found in NOTE 12 and NOTE 19 to the condensed consolidated interim financial statements for the three and six months ended June 30, 2023 and 2022.

Property taxes for the three and six months ended June 30, 2023, increased 3.3% and 2.8%, respectively, compared to the same periods in the prior year due to higher property tax assessments.

NOI for Alberta increased $15.8 million, or 18.7% for the six months ended June 30, 2023, compared to the same period in 2022. Alberta's operating margin for the six months ended June 30, 2023, was 60.0%, compared to 56.3% for the same period in the prior year.

British Columbia Rental Operations

(In $000's, except number of suites)	3 Months Jun. 30, 2023	3 Months Jun. 30, 2022	% Change	6 Months Jun. 30, 2023	6 Months Jun. 30, 2022	% Change
Rental revenue	$ 1,395	$ 670	108.2%	$ 2,084	$ 1,333	56.3%
Expenses						
Operating expenses	80	61	31.1%	150	124	21.0%
Utilities	80	26	207.7%	124	57	117.5%
Property taxes	43	41	4.9%	84	82	2.4%
Total rental expenses	$ 203	$ 128	58.6%	$ 358	$ 263	36.1%
Net operating income	$ 1,192	$ 542	119.9%	$ 1,726	$ 1,070	61.3%
Operating margin	85.4%	80.9%		82.8%	80.3%	
Number of suites at June 30	238	114		238	114	

For the three and six months ended June 30, 2023, operating results are higher than the same periods in the prior year due to one rental building consisting of 124 suites that was acquired in Victoria, British Columbia on April 25, 2023. Further details on this acquisition can be found in the section titled "Review of Cash Flows – Investing Activities – New Property Acquisitions and Dispositions" in this MD&A.

Saskatchewan Rental Operations

(In $000's, except number of suites)	3 Months Jun. 30, 2023	3 Months Jun. 30, 2022	% Change	6 Months Jun. 30, 2023	6 Months Jun. 30, 2022	% Change
Rental revenue	$ 14,171	$ 13,053	8.6%	$ 28,100	$ 25,920	8.4%
Expenses						
Operating expenses	2,572	2,199	17.0%	5,049	4,507	12.0%
Utilities	1,624	1,546	5.0%	3,535	3,302	7.1%
Property taxes	1,126	1,075	4.7%	2,251	2,138	5.3%
Total rental expenses	$ 5,322	$ 4,820	10.4%	$ 10,835	$ 9,947	8.9%
Net operating income	$ 8,849	$ 8,233	7.5%	$ 17,265	$ 15,973	8.1%
Operating margin	62.4%	63.1%		61.4%	61.6%	
Number of suites at June 30	3,505	3,505		3,505	3,505	

For the three and six months ended June 30, 2023, Saskatchewan rental revenue increased by 8.6% and 8.4%, respectively, compared to the same periods in the prior year due to higher in-place rents coupled with lower incentives and vacancy loss. Total rental expenses increased by 10.4% and 8.9% for the three and six months ended June 30, 2023, respectively, compared to the same periods in the prior year due to higher operating expenses, utilities, and property taxes.

Operating expenses for the three and six months ended June 30, 2023, increased 17.0% and 12.0%, respectively, compared to the same periods in the prior year due to increased wages and salaries, building repairs and maintenance, and higher insurance renewal costs.

Utilities for the three and six months ended June 30, 2023, increased 5.0% and 7.1%, respectively, compared to the same periods in the prior year. The increase for the current quarter is a result of higher natural gas costs, electricity costs, water and sewer costs, and carbon levies. The Trust has one outstanding fixed price contract to hedge its natural gas price for its Saskatchewan natural gas usage. Details of the hedging contract can be found in NOTE 12 to the condensed consolidated interim financial statements for the three and six months ended June 30, 2023 and 2022.

Property taxes increased by 4.7% and 5.3% for the three and six months ended June 30, 2023, respectively, compared to the same periods in the prior year due to higher property tax assessments.

Reported operating margin for the six months ended June 30, 2023, was 61.4% compared to 61.6% for the same period in 2022.

Ontario Rental Operations

(In $000's, except number of suites)	**3 Months Jun. 30, 2023**	3 Months Jun. 30, 2022	% Change	**6 Months Jun. 30, 2023**	6 Months Jun. 30, 2022	% Change
Rental revenue	**$ 11,262**	$ 10,663	5.6%	**$ 22,451**	$ 20,618	8.9%
Expenses						
Operating expenses	**1,951**	1,787	9.2%	**3,916**	3,518	11.3%
Utilities	**1,100**	1,069	2.9%	**2,478**	2,291	8.2%
Property taxes	**1,084**	1,101	(1.5)%	**2,169**	2,125	2.1%
Total rental expenses	**$ 4,135**	$ 3,957	4.5%	**$ 8,563**	$ 7,934	7.9%
Net operating income	**$ 7,127**	$ 6,706	6.3%	**$ 13,888**	$ 12,684	9.5%
Operating margin	**63.3%**	62.9%		**61.9%**	61.5%	
Number of suites at June 30 (1)	**3,019**	3,019		**3,019**	3,019	

(1) Excludes 88 suites related to the joint venture in Brampton, Ontario.

Boardwalk REIT's Ontario operations for the three and six months ended June 30, 2023, reported a 5.6% and 8.9% increase, respectively, in rental revenue compared to the same periods in 2022 due to higher occupied rents and lower vacancy loss. The increase for the six months ended June 30, 2023 was largely due to the new acquisition in Brampton consisting of 152 suites on March 30, 2022. Total rental expenses increased by 4.5% and 7.9% for the three and six months ended June 30, 2023, respectively, compared to the same periods in the prior year largely due to higher operating expenses, and utilities, as well as the addition of the new asset acquisition in Brampton.

Operating expenses for the three and six months ended June 30, 2023, increased by 9.2% and 11.3%, respectively, compared to the same periods in the prior year due to higher wages and salaries and insurance, as well as the addition of the new asset acquisition in Brampton.

Utility costs increased by 2.9% and 8.2% for the three and six months ended June 30, 2023, respectively, compared to the same periods in the prior year mainly due to higher carbon levies as a result of the implementation of the federal increases. The Trust has one outstanding fixed price natural gas contract hedging 69% of its London natural gas usage. Details of the contract can be found in NOTE 12 to the condensed consolidated interim financial statements for the three and six months ended June 30, 2023 and 2022.

Property taxes decreased 1.5% for the three months ended June 30, 2023 mainly due to the decrease in the property tax assessment for the new acquisition in Brampton. For the six months ended June 30, 2023, property taxes increased 2.1% compared to the same periods in the prior year mainly due to higher property tax assessments.

NOI increased by 9.5% for the six months ended June 30, 2023, compared to the same period in the prior year. Reported operating margin for the six months ended June 30, 2023, was 61.9% compared to 61.5% for the same period in the prior year.

Quebec Rental Operations

(In $000's, except number of suites)	**3 Months Jun. 30, 2023**	3 Months Jun. 30, 2022	% Change	**6 Months Jun. 30, 2023**	6 Months Jun. 30, 2022	% Change
Rental revenue	**$ 22,106**	$ 21,102	4.8%	**$ 44,122**	$ 41,837	5.5%
Expenses						
Operating expenses	**4,020**	3,823	5.2%	**7,619**	7,337	3.8%
Utilities	**1,267**	1,377	(8.0)%	**3,870**	4,158	(6.9)%
Property taxes	**2,197**	2,170	1.2%	**4,385**	4,339	1.1%
Total rental expenses	**$ 7,484**	$ 7,370	1.5%	**$ 15,874**	$ 15,834	0.3%
Net operating income	**$ 14,622**	$ 13,732	6.5%	**$ 28,248**	$ 26,003	8.6%
Operating margin	**66.1%**	65.1%		**64.0%**	62.2%	
Number of suites at June 30	**6,000**	6,000		**6,000**	6,000	

Boardwalk REIT's Quebec operations reported a rental revenue increase of 4.8% and 5.5% for the three and six months ended June 30, 2023, respectively, compared to the same periods in the prior year due to an increase in occupied rents and a decrease in vacancy loss, mainly due to the lease up of newly repositioned seniors home that was completed in the beginning of 2022. Total rental expenses for the three months ended June 30, 2023 increased 1.5% and remained relatively flat for the year to date when compared to the same periods in 2022 due to increases in operating expenses and property taxes being largely offset by lower utilities.

For the three months ended June 30, 2023, operating expenses increased by 5.2% when compared to the same period in the prior year mainly due to higher wages and salaries and building repairs and maintenance. Operating expenses increased 3.8% for the six months ended June 30, 2023 compared to the same periods in 2022 mainly due to higher wages and salaries and insurance, partially offset by lower advertising costs.

Utilities decreased 8.0% and 6.9% for the three and six months ended June 30, 2023, respectively, compared to the same periods in 2022. The decrease for the three months is due to lower natural gas costs due to lower rates and slightly lower consumption. The decrease year to date from the same period in the prior year is due to the decrease in electricity costs resulting from lower consumption and lower natural gas costs due to lower rates and consumption. The Trust has one outstanding fixed price natural gas contract to hedge 74% of its Nun's Island natural gas usage. The details of the natural gas contract is reported in NOTE 12 to the condensed consolidated interim financial statements for the three and six months ended June 30, 2023 and 2022.

Property taxes increased 1.2% and 1.1% for the three and six months ended June 30, 2023, respectively, compared to the same periods in the prior year due to higher property tax assessments.

Reported operating margin for the six months ended June 30, 2023, increased from 62.2% to 64.0%.

OPERATIONAL SENSITIVITIES

Net Operating Income Optimization

Boardwalk continues to focus on optimizing its NOI. This focus requires the Trust to manage not only revenues but also related operating costs and takes both into consideration when determining a service and pricing model. Lowering overall turnover while maintaining competitive lease rental rates and a focus on a high-quality level of service continue to be the model that has delivered the most stable and long-term income source to date. This strategy is region specific and these variables are in constant flux.

In a more competitive market, the Trust takes a more preventive approach of increasing its offering of suite-specific rental incentives as well as, where warranted, adjusting reported market rents. The increase of these incentives, particularly in Alberta, was an attempt by the Trust to keep occupancy levels higher than the overall market. As the market has returned to balance, the Trust has begun to unwind these incentives and increase market rents. This is evidenced in the current quarter with incentives decreasing 42.1% and 37.2% for the three and six months ended June 30, 2023, respectively, when compared to the same periods in the prior year. It has been our experience that this proactive approach has resulted in optimizing NOI.

In addition, in these competitive, non-price controlled markets, the Trust approaches future upcoming maturing leases prior to lease maturity with the intent of renewing the lease prior to term maturity. In select markets, the Trust may also forward-lock future rentals while not collecting revenues for certain months in the immediate future. This means the Trust may decide to rent a suite in December with the Resident Member not moving in until the following year. Although the suite is rented, it will not generate revenue until the Resident Member actually moves in, for example, in January, which corresponds to the next fiscal period. The percentages reported as occupancy levels (see table below) represent those occupied suites generating revenue for the period noted. The Trust closely monitors 'apartment availability', which represents unoccupied suites not generating revenue for the period, after taking into account forward-committed leases. Although occupancy rates provide a good indication of current revenue, apartment availability provides the reader a more relevant indication of future potential revenue. As a result of recent acquisitions or newer developments, portfolio occupancy is on a same property basis.

Management of the Trust believes that when the NOI optimization strategy is combined with our strategic investment program, the outcome will be a more diverse product offering for our Resident Members and greater overall value creation for the Trust. The Trust also understands that the implementation and completion of these strategies will have some short-term consequences, as the timing of these enhancements are resulting in longer periods of time that suites are not available to be rented, including short-term increases in vacancy losses. However, the renovation program has slowed because of the current higher occupancy rates and in turn, the Trust will monitor the various renovation opportunities as they arise. It is still management's belief that a focus on the longer-term value creation is in the best interest of all stakeholders.

Boardwalk constantly reviews its existing programs, measuring them against resident demand, viability, and expected return. Where appropriate, the Trust will make any necessary changes to optimally fine tune them.

Boardwalk REIT's Portfolio Occupancy (Same Property):

City	Q2 2023	Q2 2022
Calgary	**99.02%**	98.22%
Edmonton	**97.47%**	94.39%
Fort McMurray	**97.06%**	96.39%
Grande Prairie	**96.99%**	94.65%
Kitchener	**98.04%**	98.28%
London	**98.69%**	98.47%
Cambridge	**97.85%**	97.13%
Waterloo	**98.89%**	96.67%
Montreal	**98.40%**	97.54%
Quebec City	**97.66%**	93.17%
Red Deer	**99.54%**	96.87%
Regina	**98.65%**	97.03%
Saskatoon	**99.24%**	98.11%
Verdun	**99.82%**	99.66%
Portfolio	**98.32%**	96.44%

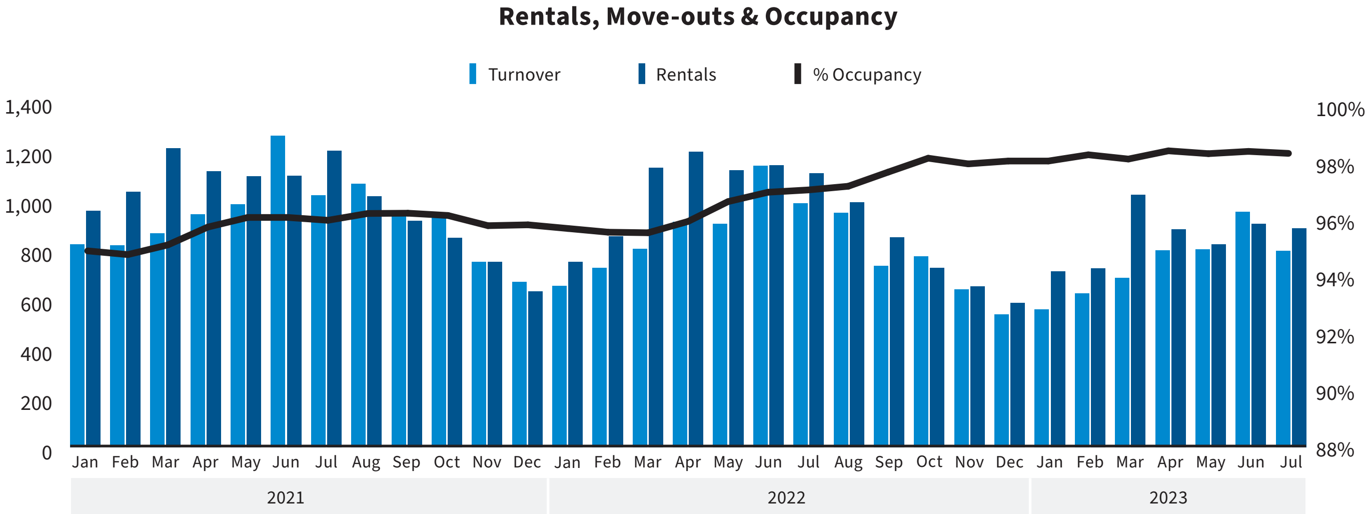
In the second quarter of 2023, the Trust reported an increase of 188 basis points (bps) in its overall same property occupancy rate compared to the same quarter in the prior year, an increase from 96.44% to 98.32%. In Alberta, the continued growth and improvements to the market conditions and the increasing net migration into the province since 2022 has been driving up demand and increasing occupancy, which is reflected above in all Alberta regions. Edmonton, which had been experiencing competitive market conditions from new supply of multi-family suites entering the market as well as challenging economic conditions, has realized an increase of 308 bps in occupancy compared to the same quarter in the prior year. In Calgary, occupancy for the quarter increased 80 bps when compared to the same period in the prior year. The increases in Fort McMurray and Grande Prairie are a result of the energy sector maintaining strong momentum compared to the last few years.

The rising occupancy across the whole portfolio is a further indication of the rebound within the economy. In Saskatchewan, occupancy in Q2 2023 continued to grow in the Regina and Saskatoon markets compared to the same quarter in the prior year. Regina occupancy levels increased to 98.65% in Q2 2023 compared to 97.03% in Q2 2022. Saskatoon occupancy levels increased to 99.24% in Q2 2023 compared to 98.11% in Q2 2022. These increases are a result of improved economic conditions in the agricultural sector this past year, which can be partly attributed to the war in Ukraine driving up grain prices and drawing more in-migration to the province.

Occupancy in Ontario and Quebec continue to remain strong. In Quebec City, occupancy quarter-over-quarter increased from 93.17% in Q2 2022 to 97.66% in Q2 2023. The lower occupancy in 2022 was attributed to the senior's community building within Quebec City that was being repositioned to a conventional multi-family asset beginning in early 2021. The repositioning was completed in early 2022 and occupancy of the building has continued to increase from 87.43% at March 31, 2023, to 91.83% at June 30, 2023. Excluding the seniors' community asset, Q2 2023 occupancy for Quebec City would be at 98.98%.

As overall markets stabilize, we expect some up and down movements in occupancy as the Trust aims to maintain occupancy near current levels.

Rentals, Move-outs and Impact on Reported Occupancy (Same Property):



Demand and supply, as with any industry, is an essential performance indicator for multi-family real estate. The above chart attempts to show the total move-outs (supply) compared to total rentals (demand) and the resulting impact on reported occupancy relating to our portfolio. The cumulative impact of demand being greater than supply, or vice versa, is the primary driver in the reported occupancy rate. In recent years, Boardwalk focused on maintaining high occupancy levels while optimizing turnover costs. The reader is cautioned that adjusting market rental rates is an ongoing process for the Trust and is consistent with its overall strategy of optimizing overall NOI; consequently, it will adjust rents upward or downward when it is deemed necessary.

Occupancy Sensitivity

As with all real estate rental operators, Boardwalk REIT's financial performance is sensitive to occupancy rates. Based on the current reported market rents, a 1% annualized change in reported occupancy is estimated to impact overall rental revenue by approximately $5.2 million, or $0.10 per Trust Unit on a fully diluted basis.

SAME PROPERTY RESULTS

Boardwalk defines same property as an asset that has been owned by the Trust for a period of 24 months or more from the reporting date. Boardwalk REIT's overall percentage of same properties was 98.3% of its total rental suite portfolio as at June 30, 2023, or a total of 33,264 suites. The tables below provides a regional breakdown on these properties for the three and six months ended June 30, 2023, compared to the same periods in 2022.

Jun. 30 2023 – 3 M	# of Suites	% Rental Revenue Growth	% Total Rental Expenses Growth	% Net Operating Income Growth	% of NOI
Edmonton	12,882	9.3%	(1.0)%	18.1%	34.9%
Calgary	5,960	11.9%	8.8%	13.5%	22.6%
Other Alberta	1,936	9.0%	(3.3)%	19.2%	4.9%
Alberta	20,778	10.1%	1.4%	16.5%	62.5%
Quebec	6,000	4.8%	1.6%	6.5%	17.9%
Saskatchewan	3,505	8.6%	10.4%	7.5%	10.8%
Ontario	2,867	5.2%	5.8%	4.7%	8.1%
British Columbia	114	4.8%	8.4%	4.0%	0.7%
	33,264	8.6%	2.7%	12.5%	100.0%

Jun. 30 2023 – 6 M	# of Suites	% Rental Revenue Growth	% Total Rental Expenses Growth	% Net Operating Income Growth	% of NOI
Edmonton	12,882	9.1%	(0.2)%	17.5%	34.5%
Calgary	5,960	11.6%	5.9%	14.8%	22.9%
Other Alberta	1,936	8.5%	(2.3)%	18.8%	4.7%
Alberta	20,778	9.9%	1.2%	16.6%	62.2%
Quebec	6,000	5.5%	0.3%	8.6%	17.9%
Saskatchewan	3,505	8.4%	8.9%	8.1%	11.0%
Ontario	2,867	5.3%	6.1%	4.7%	8.2%
British Columbia	114	4.3%	11.6%	2.5%	0.7%
	33,264	8.5%	2.3%	13.0%	100.0%

Same property rental revenue increased by 8.6% and 8.5%, respectively, for the three and six months ended June 30, 2023, compared to the same periods in the prior year. The increases in rental revenue are driven by the higher in-place occupied rents across all regions as well as continued decreases in incentives in the Alberta and Saskatchewan markets and decreases in vacancy loss in all regions, excluding BC. Total same property rental expenses reported for the year increased by 2.7% and 2.3% for the quarter and year to date, respectively, compared to the same periods in 2022. Same property rental expenses increased for most regions due to the current economic environment leading to higher wages and salaries from inflation, higher insurance premiums, higher utilities from increased rates, and higher property taxes. In particular, Calgary incurred increased wages and salaries as well as increased utilities costs specific to increased prices for electricity as a result of a fixed price contract which expired in 2022 and was renewed at a higher rate. The increased cost in Saskatchewan total rental expenses was the result of inflationary pressure on wages and salaries and repairs and maintenance coupled with increased prices for most utilities. BC total rental expenses were also impacted by inflationary pressure on most operating expense categories including wages and salaries and repairs and maintenance. However, total same property rental expenses decreased in Edmonton and certain markets within Other Alberta due to lower repairs and maintenance costs, advertising, and bad debts as a result of the higher occupancy recognized. These positive gains in rental revenues and reductions in operating expenses, where noted, have led to same property NOI growth in Alberta of 16.5% and 16.6% for the three and six months ended June 30, 2023, respectively, when compared to the same periods in the prior year. Overall, the Trust recognized same property NOI growth of 12.5% and 13.0% for the quarter and for the first six months of 2023, respectively, when compared to the same periods in the prior year.

Same Property Rental Revenue Growth	# of Suites	Q2 2023 vs Q1 2023	Q2 2023 vs Q4 2022	Q2 2023 vs Q3 2022	Q2 2023 vs Q2 2022
Edmonton	12,882	3.0%	4.4%	6.6%	9.3%
Calgary	5,960	3.1%	5.8%	8.5%	11.9%
Other Alberta	1,936	3.1%	4.8%	6.8%	9.0%
Quebec	6,000	0.4%	1.2%	2.8%	4.8%
Saskatchewan	3,505	1.7%	3.3%	6.4%	8.6%
Ontario	2,867	0.7%	3.1%	4.6%	5.2%
British Columbia	114	1.9%	2.9%	3.8%	4.8%
	33,264	2.3%	3.9%	6.1%	8.6%

On a sequential basis, same property rental revenue reported in the second quarter of 2023 increased by 2.3% over Q1 2023, increased by 3.9% compared to Q4 2022, increased by 6.1% compared to Q3 2022, and increased by 8.6% compared to Q2 2022. The change over each quarter is a reflection of Boardwalk's strategy, striving toward balancing the optimum level of market rents, rental incentives, and occupancy rates in order to achieve its net operating income optimization strategy. The significant increases over the same quarter in the prior year is also a reflection of the improvements in the market and an influx in migration across provinces and international immigration, which has also brought about increased demand and contributed to the increases seen across Alberta. As rental demand increases, the Trust's focus is on sustainable rental rate increases with a focus on retention. The Trust continues to closely monitor this latest trend.

Estimated Mark-to-Market Revenue Gain Calculation

Boardwalk REIT's projected mark-to-market revenue gain, representing the difference between estimated market rents and actual occupied rents in June 2023, and adjusted for current occupancy levels, totaled approximately $49.1 million on an annualized basis, representing $0.98 per Unit (Trust Units and LP Class B Units). For the most part, Boardwalk REIT's rental lease agreements last no longer than 12 months. By managing market rents and providing suite-specific incentives to our Resident Members, the Trust and all its stakeholders continue to benefit from lower turnover, reduced expenses, and high occupancy. Estimated mark-to-market revenue gain is measured at a point in time and is not intended to depict expected future financial performance. Reported market rents can be very seasonal, and, as such, will vary from quarter to quarter. The significance of this change could materially affect Boardwalk REIT's "estimated mark-to-market revenue gain" amount. The importance of this estimate, however, is that it can be an indicator of future rental performance, assuming continuing economic conditions and trends. It would take significant time for these market rents to be recognized by the Trust due to internal and external limitations on its ability to charge these new market-based rents in the short term, particularly on renewals.

	Without Incentives				With Incentives					
Same Property	Jun. 2023 Market Rent (1)	Jun. 2023 Occupied Rent (2)	Mark-to-Market Per Month (3)	Annualized Mark-to-Market Adjusted for Current Occupancy Levels ($000's)	Jun. 2023 Market Rent, Including Incentives (4)	Jun. 2023 Occupied Rent (2)	Mark-to-Market Per Month (3)	Annualized Mark-to-Market Adjusted for Current Occupancy Levels ($000's)	Weighted Average Apartment Suites (5)	% of Portfolio
Edmonton	$ 1,389	$ 1,282	$ 107	$ 16,116	$ 1,318	$ 1,282	$ 36	$ 5,220	12,882	39%
Calgary	1,747	1,560	187	13,426	1,706	1,560	146	10,457	6,041	18%
Other Alberta	1,294	1,170	124	2,866	1,231	1,170	61	1,376	1,936	6%
Alberta	$ 1,484	$ 1,352	$ 132	$ 32,408	$ 1,423	$ 1,352	$ 71	$ 17,053	20,859	63%
Quebec	$ 1,410	$ 1,243	$ 167	$ 11,951	$ 1,408	$ 1,243	$ 165	$ 11,759	6,000	18%
Saskatchewan (6)	1,467	1,361	106	4,423	1,416	1,361	55	2,252	3,505	10%
Ontario	1,755	1,242	513	17,355	1,754	1,242	512	17,547	2,867	9%
British Columbia	2,422	2,068	354	485	2,421	2,068	353	483	114	0%
Total Portfolio	$ 1,495	$ 1,326	$ 169	$ 66,622	$ 1,451	$ 1,326	$ 125	$ 49,094	33,345	100%

(1) Market rent is a component of rental revenue as calculated in accordance with IFRS and represents same properties only. It is calculated as of the first day of each month as the average rental revenue amount a willing landlord might reasonably expect to receive, and a willing tenant might reasonably expect to pay, for a tenancy, before adjustments for other rental revenue items such as, incentives, vacancy loss, fees, specific recoveries, and revenue from commercial tenants.
(2) Occupied rent is a component of rental revenue as calculated in accordance with IFRS and represents same properties only. It is calculated for occupied suites as of the first day of each month as the average rental revenue, adjusted for other rental revenue items such as fees, specific recoveries, and revenue from commercial tenants.
(3) Mark-to-market represents the difference between market rent and occupied rent, or market rent including incentives and occupied rent, where indicated.
(4) Market rent including incentives is market rent, as described, adjusted for incentives.
(5) Calgary includes the BRIO joint venture at 100% suite count.
(6) Saskatchewan market rent includes an increase for cable and internet service.

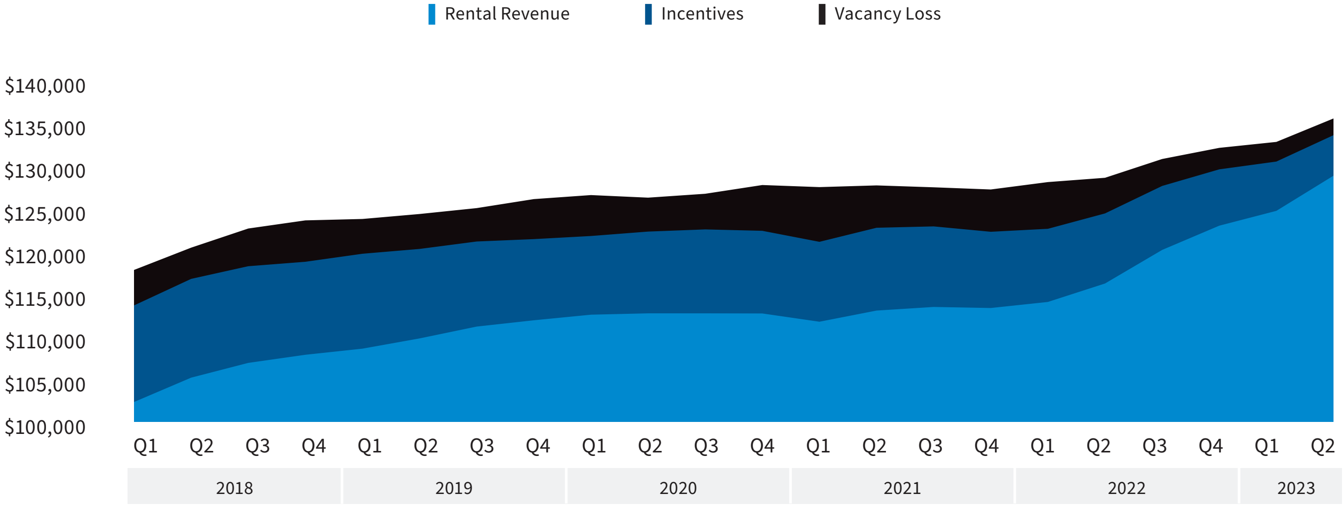
The increase in the mark-to-market revenue gain for our portfolio, from $37.9 million at March 2023, to $49.1 million at June 2023, was due primarily to an increase in market rents in the Calgary, Quebec, and Ontario markets for the month of June, contributing to a weighted average mark-to-market of $125 per suite per month. Excluded from the mark-to-market revenue gain calculation of $49.1 million is approximately $44 per suite per month of incentives, representing the difference of the mark-to-market calculated excluding incentives and the mark-to-market calculated including incentives, resulting in potential additional revenue of approximately $17 million per annum or a total mark-to-market opportunity of $66.6 million.

In the second quarter of 2023, as with prior periods, Boardwalk REIT continued to focus on the optimization of all rental revenue, with attention to appropriate levels of market rents and certain occupancy level targets, as well as suite-selective incentives, when warranted.

Vacancy Loss and Incentives

Vacancy loss and rental incentives are strong indicators of current and future revenue performance. Depending on specific market conditions, to best manage overall economic rental revenue, the correct balance between rental incentives and vacancy loss is important. On a quarterly basis, the chart below details rental incentives offered versus vacancy loss, on a same property basis. Select incentives are continuing in the Alberta and Saskatchewan markets to maintain and increase occupancy levels. However, incentives and vacancy loss in these markets are on a downward trend as noted previously under the section titled "Segmented Operational Reviews" in this MD&A, with decreased incentives being used on the renewal of leases and minimal to no incentives being offered on new leases. Boardwalk REIT intends to continue to manage its overall revenues through three key revenue variables, notably, market rents, occupancy levels, and suite-selective incentives. The Trust continues to focus on maximizing overall revenues through the management of these key revenue variables.

Rental Revenue, Incentives, Vacancy Loss ($000s)



FINANCING COSTS

Financing costs, including interest expense on the Trust's secured mortgages and lease obligations for the six months ended June 30, 2023, increased from the same period in the prior year, from $46.0 million to $52.9 million. At June 30, 2023, the reported weighted average interest rate for mortgages payable of 2.87% was up from the weighted average interest rate of 2.72% at December 31, 2022. Boardwalk REIT has continued to refinance and renew certain mortgages with a focus on balancing staggering the mortgage maturity curve as well as the renewing interest rate. The average term to maturity of the Trust's mortgage portfolio is approximately 3.6 years.

Boardwalk REIT concentrates on multi-family residential real estate which makes it eligible to obtain government-backed insurance through the NHA program, administered by CMHC. The benefits of purchasing this insurance are two-fold.

1. CMHC insurance allows Boardwalk REIT to obtain mortgages with lower interest rate spreads on its property financing compared to other financing alternatives in either the residential or any other real estate class, leading to lower overall cost of debt, after including the cost of the NHA insurance; and,
2. CMHC insurance lowers Boardwalk REIT's overall renewal risk. Once insurance is obtained on the related mortgage, the insurance is transferable and follows the mortgage for the complete amortization period, typically between 25 and 40 years, depending on the type of asset being insured. With the insurance being transferable between approved lenders, it lowers the overall risk of Boardwalk REIT not being able to refinance the asset on maturity.

This government-backed mortgage insurance program administered by CMHC provides significant benefits to the Trust, which in turn allows for increased quality and affordability for the Trust's Resident Members. Despite past volatility in the overall credit markets, the Trust has been able to maintain a number of mortgage lenders willing to assume, or underwrite, additional mortgages under this program.

At June 30, 2023, approximately 96% of Boardwalk REIT's mortgages were backed by this NHA insurance, with a weighted average amortization period of approximately 31 years.

As the LP Class B Units are classified as financial liabilities in accordance with IFRS, the corresponding distributions paid to the Unitholders are classified as financing costs under IFRS. Management of the Trust believes these distribution payments do not truly represent "financing costs" as these amounts are only payable if the Trust declares distributions, and only for the amount of any distributions declared, both of which are at the discretion of the Board of Trustees as outlined in the DOT. The total amount of distributions paid to the holders of LP Class B Units for the three and six months ended June 30, 2023, which have been recorded as financing costs, was $1.3 million and $2.5 million, respectively (three and six months ended June 30, 2022 – $1.2 million and $2.4 million, respectively). Based on this rationale, these amounts have been added back in the calculation of FFO.

Under IFRS, financing costs are recorded net of interest income the Trust has earned for the period. The total amount of interest income earned for the three and six months ended June 30, 2023, was $0.6 million and $1.2 million, respectively, compared to $0.1 million and $0.2 million for the same periods in the prior year. Interest income will fluctuate depending on the cash on hand in the period and interest rates received on invested cash.

Amortization of Deferred Financing Costs

The amortization of deferred financing costs relates primarily to the amortization of CMHC premiums, which are paid as part of mortgage financing. If Boardwalk REIT replaces an existing mortgage with a new mortgage, all costs associated with the original mortgage, including the unamortized balance of the CMHC premium, are required to be charged to income in the period that this occurs. As a result, and due to the variable timing and strategy of each mortgage at maturity, the amounts reported will vary. Rather than refinance the entire mortgage on term maturity to a higher amount, Boardwalk REIT continues to take advantage of supplementing, rather than extinguishing, the original mortgage to increase its leverage.

Boardwalk reviews its amortization estimates on an ongoing basis and, if warranted, will adjust these estimates on a prospective basis.

The total amortization of deferred financing costs for the three and six months ended June 30, 2023, was $1.8 million and $3.6 million, respectively, compared to $1.8 million and $3.5 million recorded for the same periods in the prior year. Amortization of deferred financing costs is included in financing costs.

Interest Rate Sensitivity

Although Boardwalk REIT manages its financing risk in a variety of ways, significant interest rate changes could still impact the Trust as a whole. Due to the size of Boardwalk's overall mortgage portfolio, it has been prudent to spread out the maturity of these mortgages over a number of years. For the remainder of fiscal 2023, the Trust anticipates having approximately $210.9 million of secured mortgages maturing with a weighted average rate of 2.93%. If we were to renew these mortgages today with a five-year term, the Trust estimates, based upon interactions with possible lenders, the new rate would be approximately 4.80% (as of August 2023).

To date, the Trust has renewed, or forward locked the interest rate on $225.8 million or 52% of its total 2023 mortgage maturities at an average interest rate of 4.42%, while extending the term of these mortgages by an average of 5.0 years.

ADMINISTRATION

Included in administration expenses are costs associated with Boardwalk REIT's centralized administrative functions. The amount reported for the three and six months ended June 30, 2023, which relates to corporate administration from continuing operations, was $10.1 million and $19.9 million, respectively, compared to $8.3 million and $16.0 million for the same periods in the prior year. This is an increase of approximately 21.7% for the quarter and an increase of approximately 24.4% for the year to date. The increases were attributable to higher administrative wages, which has increased in part due to rising inflation coupled with bonus considerations, as well as higher professional fees (including audit/advisory fees, legal expenses, and government relation costs), travel costs, and third party software as a service fees.

DEPRECIATION

Depreciation recorded on the Condensed Consolidated Interim Statements of Comprehensive Income is made up of the depreciation of property, plant and equipment.

The Trust has elected to use the cost model under IAS 16 - Property, Plant and Equipment ("IAS 16") to value its property, plant and equipment, and, as a result of this method, depreciation expense is a charge taken against earnings to reflect the estimated depreciation that has occurred to these assets as a result of their use during the reporting period in question.

Boardwalk reviews its key depreciation estimates on an ongoing basis and, if warranted, will adjust these estimates on a prospective basis.

The total amount reported as depreciation for the three and six months ended June 30, 2023, was $1.9 million and $3.7 million, respectively, which was consistent with the $1.9 million and $3.7 million recorded for the same periods in the prior year.

OTHER INCOME AND EXPENSES

Income Tax Expense

Boardwalk REIT qualifies as a "mutual fund trust" as defined in the Tax Act. The Tax Act also contains legislation affecting the tax treatment of publicly traded trusts and the criteria for qualifying for the REIT Exemption, which would exempt Boardwalk REIT from income tax under the SIFT Legislation. For 2022 and 2023 to date, the Trust qualified for the REIT Exemption.

Although Boardwalk REIT is exempted from income taxes, provided it distributes all of its taxable income to its Unitholders, this exemption does not apply to its corporate subsidiaries, which are subject to income taxes.

LP Class B Units and the Deferred Unit Compensation Plan

The LP Class B Units are non-transferable, except under certain circumstances, but are exchangeable, on a one-for-one basis, into Trust Units at any time at the option of the holder. The LP Class B Units and the deferred unit-based compensation plan are classified as financial liabilities in accordance with IFRS standards, and, as a result, are recorded at their fair value at each reporting date. As at June 30, 2023, the Trust used a price of $62.19 based on the closing price of the Trust Units on the TSX to determine the fair value of these financial liabilities at that date. The total fair value of the LP Class B Units recorded on the Condensed Consolidated Interim Statements of Financial Position at June 30, 2023, was $278.3 million (December 31, 2022 – $221.2 million), and a corresponding fair value loss of $57.1 million was recorded on the Condensed Consolidated Interim Statements of Comprehensive Income for the six months ended June 30, 2023 (six months ended June 30, 2022 – fair value gain of $58.0 million).

As at June 30, 2023, the deferred unit-based compensation plan had a fair value of $12.0 million (December 31, 2022 – $8.1 million), and a corresponding fair value loss of $2.3 million was recorded on the Condensed Consolidated Interim Statements of Comprehensive Income for the six months ended June 30, 2023 (six months ended June 30, 2022 – fair value gain of $1.3 million).

REVIEW OF CASH FLOWS

Operating Activities

Cash flow from operating activities increased by 21.6% from $44.9 million for the three months ended June 30, 2022, to $54.6 million for the three months ended June 30, 2023. For the six months ended June 30, 2023, cash flow from operating activities increased by 17.2% compared to the same period in the prior year, from $75.5 million to $88.5 million. For the three and six months ended June 30, 2023, Boardwalk REIT reported ACFO of $36.7 million and $68.5 million, respectively, or $0.73 per Unit and $1.36 per Unit, respectively. This represented an increase of approximately 14.1% and 16.8%, respectively, compared to the $32.2 million and $58.6 million, or $0.64 per Unit and $1.16 per Unit, reported respectively for the same periods in 2022. The increase for 2023 regarding the cash flow from operating activities is mainly the result of increased rental revenues partially offset by higher operating and administrative costs incurred in the period and higher interest expense as a result of higher interest rates. The increase in ACFO is primarily due to higher rental revenues from higher occupied rent and lower incentives and vacancy loss.

A reconciliation of ACFO to cash flow from operating activities as shown in the Condensed Consolidated Interim Statements of Cash Flows prepared in accordance with IFRS is highlighted below.

ACFO Reconciliation *(In $000's, except per Unit amounts)*	**3 Months Jun. 30, 2023**	3 Months Jun. 30, 2022	% Change	**6 Months Jun. 30, 2023**	6 Months Jun. 30, 2022	% Change
Cash flow from operating activities	**$ 54,595**	$ 44,901		**$ 88,500**	$ 75,514	
Adjustments						
Net change in operating working capital	**(6,915)**	(1,949)		**933**	3,861	
Loss from equity accounted investment	**(309)**	-		**(624)**	-	
Deferred unit-based compensation	**(1,242)**	(952)		**(1,817)**	(1,421)	
LP Class B Unit distributions	**1,309**	1,208		**2,551**	2,357	
Government grant amortization	**94**	94		**189**	189	
Interest paid	**24,778**	21,281		**48,875**	41,941	
Financing costs	**(26,941)**	(23,485)		**(52,930)**	(46,018)	
Principal repayments on lease liabilities	**(902)**	(997)		**(1,808)**	(2,010)	
Principal repayments on lease receivable	**128**	180		**321**	356	
Maintenance Capital Expenditures (1)	**(7,878)**	(8,097)		**(15,726)**	(16,146)	
ACFO (2)(3)	**36,717**	32,184	14.1%	**68,464**	58,623	16.8%
ACFO per Unit (3)	**$ 0.73**	$ 0.64	14.1%	**$ 1.36**	$ 1.16	17.2%

(1) Details of the calculation of Maintenance Capital Expenditures can be found in the section titled, "Review of Cash Flows – Investing Activities – Value-add Capital and Maintenance Capital Expenditures" in this MD&A.
(2) This is a non-GAAP financial measure.
(3) Please refer to the section titled "Presentation of Non-GAAP Measures" in this MD&A for more information.

For the current quarter, FFO Payout Ratio and ACFO Payout Ratio were 32.9% and 40.0%, respectively, compared to 33.8% and 42.3%, respectively, for the same period in the prior year. For the six months ended June 30, 2023, the Trust's FFO Payout and ACFO Payout Ratio were 34.0% and 41.8%, respectively, compared to 35.6% and 45.4%, respectively, for the same period in 2022.

ACFO, in the longer term, is indicative of the Trust's ability to pay distributions to its Unitholders. ACFO Payout Ratio is a non-GAAP ratio. Please refer to the section titled "Presentation of Non-GAAP Measures" in this MD&A for more information on ACFO Payout Ratio. As regular distributions are funded by the Trust's liquidity, cash flow from operating activities, and mortgage upfinancings tied to investment property capital appreciation, these distributions are reviewed on a quarterly basis by the Board of Trustees to assess whether they are sustainable. As a result of the review at the beginning of 2023, the Board of Trustees had approved distributions of $1.17 per Trust Unit on an annualized basis effective March 2023.

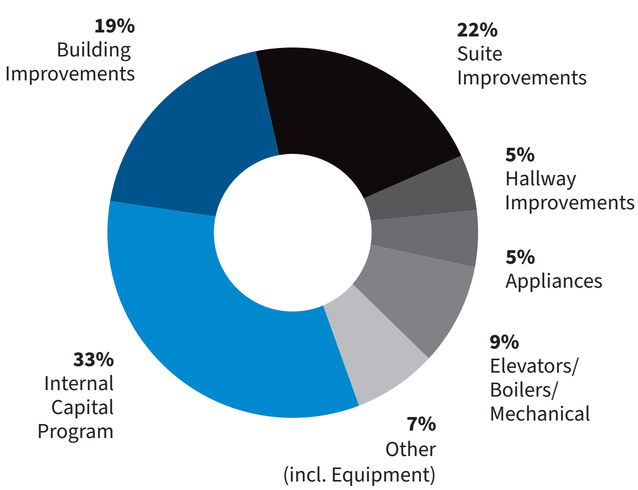
Investing Activities

Capital Improvements

Boardwalk has a continuous capital improvement program with respect to its investment properties and brand diversification strategy. The program is designed to extend the properties' useful lives, improve operating efficiency, enhance appeal, enhance as well as maintain earnings capacity, and meet Resident Members' expectations, as well as meet health and safety regulations.

For the six months ended June 30, 2023, Boardwalk REIT invested approximately $50.8 million in capital assets (comprised of $48.0 million on its investment properties and $2.8 million on property, plant and equipment) back into its properties in the form of equipment and project enhancements to upgrade existing suites, common areas, and building exteriors and systems, compared to the $51.8 million

2023 6 Month Investment in Capital Assets



($49.6 million on its investment properties and $2.2 million on property, plant and equipment) invested for the six months ended June 30, 2022.

A significant part of Boardwalk's capital improvement program relates to projects that are carried out by Boardwalk's Associates. This internal capital program was initiated in 1996 as a way to create more value for the Trust. The Trust recognizes that there are certain efficiencies and economies of scale available from having Boardwalk Associates perform certain capital projects themselves, or "in-house". This results in faster execution and greater control of these projects while at the same time eliminating the profit charged by third-party contractors. The Trust focuses on specific projects where there is the largest opportunity for value creation, like flooring and painting. Over the last few years, the Trust has intensified this focus of performing capital projects "in-house" rather than contracting such services.

The Trust continues to track, in detail, the actual work performed by our onsite Associates to assist in the operating effectiveness of its overall operations. This program results in overall lower costs while allowing the Trust greater control over the timing of its capital improvement projects, compared to contracting these same projects out to third parties. The Trust has been able to utilize our Associates to maintain quality customer services as well as to continue normal operations for both our repairs and maintenance as well as capital improvement projects. As with other estimates used by the Trust, key assumptions used in estimating the amount of salaries and wages to be capitalized are reviewed on a regular basis and, based on this review, management of the Trust will adjust the amount allocated to more accurately reflect how many internal resources were directed towards specific capital improvements. Included in investment in capital assets is approximately $17.0 million of on-site wages and salaries that have been incurred towards these projects for 2023, compared to $17.3 million for the same period in 2022.

Maintenance of Productive Capacity

The Trust has two separate areas in which capital is invested back into its residential buildings. These are referred to as Maintenance Capital Expenditures or "Maintenance CAPEX" and value-add capital investments.

Maintenance CAPEX over the longer term is funded from cash flow from operating activities. These expenditures are deducted from FFO in order to estimate a sustainable amount, AFFO, which can be distributed to Unitholders. Maintenance CAPEX include those expenditures that, although capital in nature, are not considered betterments and relate more to maintaining the existing earnings capacity of our property portfolio, however do extend the useful life of the asset. In contrast, value-add capital investments are more discretionary in nature and focus on increasing the productivity of the property, with the goal of increasing NOI through revenue growth and/or decreased operating expenses. Management of the Trust believes that significant judgement is required to determine whether a capital expenditure is needed to maintain the earning capacity of an asset or to increase the earning capacity of an asset. Lastly, the Trust invests funds in its portfolio in the form of ongoing repairs and maintenance as well as on-site maintenance Associates. Both of these expenditures are designed to maintain the operating capacity of our assets.

Value-add Capital and Maintenance Capital Expenditures

As discussed above, value-add capital investments include building improvements, suite upgrades, technology initiatives, and other investments which support NOI growth. Building improvements include investments which improve energy efficiency, enhance building envelopes, increase curb appeal of the property, as well as renovations of common areas and amenity spaces. Suite upgrades included in value-add capital result in revenue growth above market growth. In addition, internal capital required to complete building improvements and suite upgrades is considered value-add capital.

Maintenance CAPEX are expenditures which relate to sustaining and maintaining the existing asset. Boardwalk's determination of Maintenance CAPEX is based on an estimated reserve amount per suite based on a three-year average of the capital invested to maintain and sustain the existing properties. The allocations below were the result of a detailed review of the Trust's historical capital investment. As previously discussed, significant judgement was required to allocate capital between value-add and Maintenance CAPEX. Capital budget amounts for 2023, revised, if necessary, based on actual expenditures for the year, are initially used to calculate Maintenance CAPEX for the three-year rolling average. For 2022, the three-year rolling average is based on actual expenditures invested from 2020 to 2022.

The Trust's calculation of standardized Maintenance CAPEX per suite is outlined in the following table:

Category	2023 Budgeted Capital Expenditures ($000's)	2022 Capital Expenditures ($000's)	2021 Capital Expenditures ($000's)	2020 Capital Expenditures ($000's)
Building Exterior, Grounds & Parking	$ 42,173	$ 40,794	$ 26,151	$ 20,990
Hallways & Lobbies	8,679	6,628	8,093	6,816
Elevators	6,056	2,160	2,826	2,653
Mechanical & Electrical	6,580	6,086	6,901	5,134
Other – Information Technology	5,420	3,707	4,428	4,422
Site Equipment & Vehicles	1,748	1,342	1,636	1,412
Total Common Area	$ 70,656	$ 60,717	$ 50,035	$ 41,427
Paint & General	$ 8,999	$ 8,891	$ 13,072	$ 10,446
Flooring	10,954	10,823	12,824	11,959
Cabinets & Counters	6,842	6,760	7,957	7,348
Appliances	4,857	4,799	5,145	5,523
Suite Mechanical	1,568	1,549	1,659	1,738
Furniture, Fixtures & Equipment	780	771	1,198	971
Total Suites	$ 34,000	$ 33,593	$ 41,855	$ 37,985
Internal Capital Program	$ 33,344	$ 34,435	$ 34,237	$ 33,658
Subtotal	$ 138,000	$ 128,745	$ 126,127	$ 113,070
Corporate Capital Expenditures	-	607	876	546
Investment in capital assets	$ 138,000	$ 129,352	$ 127,003	$ 113,616
Cash Flow from Investing Activities				
Improvements to Investment Properties	$ 130,832	$ 123,885	$ 121,492	$ 108,653
Additions to Property, Plant & Equipment	7,168	5,467	5,511	4,963
Investment in capital assets	$ 138,000	$ 129,352	$ 127,003	$ 113,616
Number of suites	33,722	33,722	33,264	33,396
Value-add Capital Investment				
Building Improvements	$ 38,712	$ 34,443	$ 25,194	$ 19,474
Common Area Renovations	8,679	6,628	8,093	6,816
Suite Upgrades	26,670	25,999	33,493	29,104
Internal Capital	27,188	28,289	28,664	27,195
Other – Information Technology	1,355	927	1,107	1,106
	$ 102,605	$ 96,286	$ 96,551	$ 83,695
Maintenance CAPEX	35,395	33,066	30,452	29,921
Investment in capital assets	$ 138,000	$ 129,352	$ 127,003	$ 113,616
Maintenance CAPEX per Suite	$ 1,050	$ 981	$ 915	$ 896
Three-year Rolling Average Reserve				
2021			$ 915	
2022			$ 981	
2023			$ 1,050	
2023 Maintenance CAPEX Per Suite			**$ 982**	
Three-year Rolling Average Reserve				
2020				$ 896
2021				$ 915
2022				$ 981
2022 Maintenance CAPEX Per Suite				**$ 931**

Using the three-year rolling average reserve, for 2023, Boardwalk's estimate of Maintenance CAPEX is $33.1 million, or $982 per suite, for the year. For 2022, Boardwalk's estimate of Maintenance CAPEX, using the three-year average reserve, was $31.4 million, or $931 per suite, for the year.

The following table provides management of the Trust's estimate of these expenditure categories for the three and six months ended June 30, 2023 and 2022.

(in $000's, except for per suite amounts)	**3 Months Jun. 30, 2023**	**Per Suite**	3 Months Jun. 30, 2022	Per Suite	**6 Months Jun. 30, 2023**	**Per Suite**	6 Months Jun. 30, 2022	Per Suite
Maintenance Capital Expenditures	**$ 7,878**	**$ 233**	$ 8,097	$ 241	**$ 15,726**	**$ 466**	$ 16,146	$ 483
Value-add Capital	**21,923**	**648**	21,766	649	**35,122**	**1,040**	35,590	1,063
Investment in capital assets	**$ 29,801**	**$ 881**	$ 29,863	$ 890	**$ 50,848**	**$ 1,506**	$ 51,736	$ 1,546

Management of the Trust has estimated that for the second quarter of fiscals 2023 and 2022, the amount allocated to maintenance capital was approximately $7.9 million, or $233 per suite, and $8.1 million, or $241 per suite, respectively, with investment in value-add capital expenditures to its investment properties totaling $21.9 million and $21.8 million, respectively, or $648 and $649 per suite, respectively.

For the six months ended June 30, 2023 and 2022, the amount allocated to maintenance capital was approximately $15.7 million, or $466 per suite, and $16.1 million, or $483 per suite, respectively, with investment in value-add expenditures to its investment properties totaling $35.1 million and $35.6 million, or $1,040 and $1,063 per suite, respectively.

Investment Properties

The Trust has elected to use the fair value model in accordance with IAS 40 – Investment Properties ("IAS 40") to report the value of its investment properties at each reporting date.

External valuations were obtained from third-party appraisers (the "Appraisers") based on a cross section of properties from different geographical locations and markets across the Trust's rental portfolio, as determined by management, to corroborate the Trust's internal fair value calculation for its entire investment property portfolio. Appraisals were obtained as follows:

Date	Number of Properties	Aggregate Fair Value	Percentage of Portfolio as of that Date
June 30, 2023	**4**	**$ 210,300**	**2.8%**
March 31, 2023	4	$ 100,235	1.4%
December 31, 2022	5	$ 879,913	12.8%
September 30, 2022	4	$ 160,628	2.3%
June 30, 2022	6	$ 176,883	2.6%
March 31, 2022	5	$ 175,019	2.6%

The fair value of the Trust's investment property portfolio was determined internally by the Trust using the same assumptions and valuation techniques used by the Appraisers. In addition to performing a valuation on a selection of the Trust's properties (and not performing a valuation on all of the Trust properties) to compare to the Trust's internal valuation, the Appraisers provided the Trust with a summary of the major assumptions and market data by city in order for the Trust to complete its internal valuations.

The key valuation metrics for the Trust's investment properties using the stabilized approach are set out in the following table:

As at	Jun. 30, 2023			Dec. 31, 2022		
	Capitalization Rate Weighted Average		**Forecasted Total Stabilized Net Operating Income**	Capitalization Rate Weighted Average		Forecasted Total Stabilized Net Operating Income
Alberta	**5.01%**	**$**	**226,184**	5.01%	$	206,176
British Columbia	**4.25%**		**5,516**	4.25%		2,350
Saskatchewan	**5.67%**		**37,763**	5.67%		35,049
Ontario	**4.02%**		**30,961**	4.01%		27,354
Quebec	**4.81%**		**18,116**	4.81%		17,965
	4.93%	**$**	**318,540**	4.95%	$	288,894
Land Leases	**4.67%**		**38,155**	4.69%		36,198
Total	**4.90%**	**$**	**356,695**	4.92%	$	325,092

Overall portfolio weighted average stabilized capitalization rate ("Cap Rate") was 4.90% as at June 30, 2023 and 4.92% as at December 31, 2022, using a forecasted stabilized NOI.

The "Overall Capitalization Rate" method requires a forecasted stabilized NOI be divided by a cap rate to determine a fair value. As such, fluctuations in both NOI and cap rates could significantly alter the fair value. Generally, an increase in NOI will result in an increase to the fair value of an investment property. An increase in cap rate will result in a decrease to the fair value of an investment property. When the cap rate is applied to NOI to calculate fair value, there is a significant impact whereby the lower the cap rate, the larger the impact. The tables below summarize the sensitivity impact of changes in both cap rates and forecasted stabilized NOI on the Trust's fair value of its investment properties (excluding building acquisitions valued at Level 2 inputs, developments, and the right-of-use assets related to lease liabilities) as at June 30, 2023 and December 31, 2022:

As at June 30, 2023		**Stabilized Net Operating Income**				
		-3%	**-1%**	**As Forecasted**	**+1%**	**+3%**
Cap Rate		**$ 345,994**	**$ 353,128**	**$ 356,695**	**$ 360,262**	**$ 367,396**
-0.25%	4.65%	**$ 160,912**	**$ 314,234**	**$ 390,895**	**$ 467,555**	**$ 620,877**
Cap Rate As Reported	4.90%	**(218,255)**	**(72,752)**	**7,275,180**	**72,752**	**218,255**
+0.25%	5.15%	**(560,632)**	**(422,187)**	**(352,965)**	**(283,743)**	**(145,299)**

As at December 31, 2022		Stabilized Net Operating Income				
		-3%	-1%	As Forecasted	+1%	+3%
Cap Rate		$ 315,339	$ 321,841	$ 325,092	$ 328,343	$ 334,845
-0.25%	4.67%	$ 145,324	$ 284,676	$ 354,353	$ 424,029	$ 563,382
Cap Rate As Reported	4.92%	(198,398)	(66,133)	6,613,279	66,133	198,398
+0.25%	5.17%	(508,851)	(382,987)	(320,054)	(257,122)	(131,258)

Investment properties with a fair value of $817.4 million as at June 30, 2023 (December 31, 2022 – $772.5 million), are situated on land held under ground (or land) leases.

Investment properties with a fair value of $983.2 million as at June 30, 2023 (December 31, 2022 – $808.6 million), are pledged as security against the Trust's committed revolving credit facility. In addition, investment properties with a fair value of $7.2 billion as at June 30, 2023 (December 31, 2022 – $6.6 billion), are pledged as security against the Trust's mortgages payable.

For the six months ended June 30, 2023, the Trust capitalized $48.0 million in improvements to investment properties (and $6.7 million in development of investment properties) and recorded a fair value gain of $434.0 million on its financial statements as a result of changes in the fair value of investment properties. For the year ended December 31, 2022, the Trust capitalized $123.9 million in improvements to investment properties (and $17.7 million in development of investment properties) and recorded a fair value gain of $106.4 million. Capitalized building improvements represent expenditures that provide future benefits to the Trust for a period greater than twelve months, some of which may not be immediately reflected in the fair value of the investment properties, under IFRS, for the current reporting period.

Joint Venture Agreements

Boardwalk and RioCan Real Estate Investment Trust ("RioCan") completed their first joint venture development project known as BRIO, located in Calgary, Alberta, in February 2020. The joint venture is an equal 50% interest between the parties, with RioCan managing the retail component and Boardwalk managing the residential component, each on a cost basis.

Boardwalk continues to move forward with its 50:50 joint venture partnership, with a private partner, to develop a 365-suite multi-residential, purpose-built rental complex, located near downtown Brampton, Ontario. It is estimated that total development costs f or the project are approximately $200 to $215 million. The project is a rental complex with approximately 10,700 square feet of retail space, above and underground parking and 380,000 square feet of residential space over two concrete high-rise towers. The project is substantially tracking on time and on budget. During the fourth quarter of 2022, one of the high-rise towers, which includes 176 residential suites, was substantially completed and as of June 30, 2023, the tower was 92% leased. The Trust anticipates that the second high-rise tower will be substantially complete in Q4 2023. The partnership has committed to a construction facility loan for 60% of the budgeted costs to construct. As at June 30, 2023, $91.7 million has been drawn on this loan, of which Boardwalk's portion is $45.9 million.

Development

Boardwalk's development opportunities include additional projects to be built on the Trust's excess land density, as well as new land that was acquired in Victoria, BC. These developments are in various stages of market analysis, planning and approval, and will further add newly constructed assets to the Trust's portfolio.

For the six months ended June 30, 2023, the Trust expended $6.7 million on development of investment properties compared to $14.5 million for the same period in the prior year. Interest costs of $0.7 million were capitalized to properties under development for the six months ended June 30, 2023 (six months ended June 30, 2022 – $0.9 million).

On June 1, 2022, the Trust purchased three adjacent parcels of land in Victoria, BC, in the community of View Royal, for a purchase price of $12.0 million (excluding transaction costs).

New Property Acquisitions and Dispositions

On April 25, 2023, the Trust acquired a property in Victoria, British Columbia. The property is comprised of 124 suites and had a purchase price of $60.3 million (including transaction costs).

On August 8, 2022, the Trust acquired a property in Calgary, Alberta. The property is comprised of 158 suites and had a purchase price of $40.9 million (including transaction costs).

On March 30, 2022, the Trust acquired a property in Brampton, Ontario comprised of 152 suites and a property in Canmore, Alberta comprised of 148 suites. The combined purchase price for these two properties was $118.8 million (including transaction costs).

Financing Activities

Distributions

Boardwalk distributes payments on a monthly basis to its Unitholders and holders of LP Class B Units. These payments are referred to as regular distributions. The distinct nature and classification of these payments are unique to each real estate investment trust and the components of these distributions may have differing tax treatments. For the three and six months ended June 30, 2023, the Trust declared regular distributions of $14.7 million and $28.6 million, respectively, a slight increase from the $13.6 million and $26.6 million, respectively, declared in the same periods in 2022. The increase is due to the increased distribution rate to $1.17 per Trust Unit as previously noted. Regular distributions declared for the three months ended June 30, 2023 represent an FFO payout ratio of 32.9%, compared to 33.8% for the same quarter in the prior year. Regular distributions declared for the six months ended June 30, 2023 represent an FFO payout ratio of 34.0%, compared to 35.6% for the same period in the prior year. For the three and six months ended June 30, 2023, the Trust recorded profit of $232.2 million and $453.6 million, respectively (three and six months ended June 30, 2022 – profit of $152.5 million and $221.9 million, respectively).

Financing of Revenue Producing Properties

During the six months ended June 30, 2023, proceeds from mortgage financings, excluding mortgages assumed on new acquisitions, totaled $104.6 million (six months ended June 30, 2022 – $193.0 million). During the financing and refinancing process, the weighted average interest rate on its mortgage portfolio increased from 2.72% at December 31, 2022, to 2.87% at June 30, 2023.

Due to the nature of multi-family residential real estate, the amount paid for apartments may vary dramatically based on a number of parameters, including location, type of ownership (free hold versus land lease), and type of construction. As required under IFRS, on acquisition, an analysis is performed on the mortgage debt assumed, if any. The analysis focuses on the interest rates of the debt assumed. If it is determined that the in-place rates are materially below or above market rates, an adjustment is made to the book cost of the recorded asset. During the third quarter of 2022, $29.2 million of mortgage financing was assumed on an acquisition. The mortgage had an in-place rate below market rates, resulting in a market debt adjustment totaling $1.0 million that was made to the book cost of the corresponding asset. During the third quarter of 2020, $16.1 million of mortgage financings were assumed on acquisitions. These mortgages had in-place rates above market rates, resulting in a market debt adjustment totaling $459 thousand that was made to the book cost of the corresponding assets.

CAPITAL STRUCTURE AND LIQUIDITY

Liquidity refers to the Trust's ability to generate, and have available, sufficient cash to fund its ongoing operations and capital commitments as well as its distributions to Unitholders. Generally, distributions are funded from ACFO, a non-GAAP financial measure cash flow metric as previously defined. In addition to ACFO, the Trust relies on a combination of debt capital, and equity to fund a portion of its capital expenditures, acquisitions, development, and other uses of capital. Over the past number of years, Boardwalk has observed a significant increase in borrowing standards of many of our key lending partners as a result of heightened sensitivity to possible weaknesses in the economy. To mitigate the risk of renewal, the Trust utilizes NHA mortgage insurance, the benefits of which are discussed in detail in this MD&A. Approximately 96% of Boardwalk REIT's secured mortgages carry NHA insurance. In volatile times, the ability to access this product is very beneficial to the Trust as a whole.

The access to liquidity is an important element of the Trust as it allows the Trust to implement its overall strategy. The previous low interest rate environment had allowed Boardwalk to renew its existing maturing mortgages at favourable interest rates. In addition, Boardwalk has been able to access additional capital from its properties through the continued use of the current NHA insurance program, which provides mortgage financing at attractive rates. During the early part of the COVID-19 pandemic we had seen declining interest rates, however, as a result of inflation, the war in Ukraine, and various other economic factors, interest rates have dramatically increased from where they previously were during 2021 and at the beginning of 2022. As such, financing costs over the near to medium term are expected to increase, as compared to maturing rates.

Boardwalk defines total available liquidity to include cash and cash equivalents on hand and any unused committed revolving credit facility, plus any subsequent committed/funded financing. The Trust's cash and cash equivalents was $42.3 million at June 30, 2023, compared to $52.8 million reported on December 31, 2022. As at June 30, 2023, the Trust also had $196.4 million of unused committed revolving credit facility (December 31, 2022 – $196.1 million) and subsequent committed/funded financing of $nil (December 31, 2022 – $7.4 million), bringing total available liquidity to $238.4 million (December 31, 2022 – $256.3 million).

The Trust's liquidity position as at June 30, 2023 remains stable as the following table highlights:

($000)		
Cash and cash equivalents	$	42,343
Subsequent committed/funded financing		-
Unused committed revolving credit facility available		196,362
Total available liquidity	$	238,705

In addition to this, the Trust currently has 866 rental suites of unencumbered assets. It is estimated that, under current CMHC underwriting criteria, the Trust could obtain an additional $92.6 million of new proceeds from the financing of its currently unencumbered assets.

Of the $210.9 million of secured mortgages coming due in 2023 (as shown in the table below), approximately 100% have NHA insurance, and represent in aggregate approximately 40% of current estimated “underwriting” values on those individual secured assets. Interest rates on five and ten-year NHA-insured mortgages as of August 2023 were 4.80% and 4.40%, respectively. The reader is cautioned these rates do fluctuate and, by the time these maturing mortgages are set for renewal, with or without additional financing, interest rates may have changed materially. Even with the NHA insurance program attached to its secured mortgages, the Trust is still susceptible to changes in market interest rates. To address a portion of this risk, the Trust has renewed or forward locked $225.8 million, or 52%, of its 2023 mortgage maturities. Of the $225.8 million that has been renewed or forward locked, $106.1 million represents conventional mortgages. The weighted average contracted interest rate on these renewals is 4.42%, for an average term of 5.0 years.

Mortgage Schedule

Boardwalk REIT’s long-term debt consists entirely of low-rate, fixed-term secured mortgage financing. The maturity dates on the secured mortgages have been staggered to lower the overall interest rate risk on renewal.

Mortgages payable as at June 30, 2023, were $3.3 billion, compared to $3.2 billion as at December 31, 2022.

Boardwalk REIT’s overall weighted average interest rate on its long-term debt has increased from the prior year. The weighted average interest rate as at June 30, 2023, was 2.87% compared to 2.72% as at December 31, 2022. To better maintain cost effectiveness and flexibility of capital, Boardwalk REIT continuously monitors short and long-term interest rates. If the environment warrants, the Trust will convert short-term, floating rate debt, if any, to longer term, fixed rate mortgages to reduce interest rate renewal risk.

Year of Maturity		Principal Outstanding as at Jun. 30, 2023	Weighted Average Interest Rate By Maturity	% of Total
2023	$	210,919	2.93%	6.2%
2024		421,740	2.93%	12.5%
2025		587,709	2.44%	17.3%
2026		628,211	2.33%	18.5%
2027		629,513	3.16%	18.6%
2028		357,497	3.65%	10.6%
2029		211,350	2.61%	6.2%
2030		159,202	2.55%	4.7%
2031		23,394	2.71%	0.7%
2032		80,967	4.13%	2.4%
2033		76,620	4.09%	2.3%
Total mortgage principal outstanding		3,387,122	2.87%	100.0%
Unamortized deferred financing costs		(122,360)		
Unamortized market debt adjustments		(671)		
Mortgages payable	$	3,264,091		

Interest Coverage

Notwithstanding the Trust’s current liquidity situation, Boardwalk’s liquidity and access to capital resources is constrained by certain tests that have been adopted in both its Declaration of Trust, as well as in its credit facility. The Declaration of Trust stipulates an interest coverage ratio limit of 1.5 to 1. For the purpose of the interest coverage ratio calculation, gains or losses on the sale or disposition of investment properties are excluded from earnings. Additionally, distributions on the LP Class B Units are excluded from interest expense, despite the LP Class B Units being classified as a financial liability under IFRS.

The following table sets out the Trust’s interest coverage ratio calculation as at June 30, 2023, and December 31, 2022, based on the most recently completed four fiscal quarters.

As at	Jun. 30, 2023	Dec. 31, 2022
Net operating income	$ 309,540	$ 288,660
Administration	(37,749)	(33,859)
Deferred unit-based compensation	(2,952)	(2,556)
EBITDA (1) from equity accounted investment	100	(70)
Consolidated EBITDA (12 months ended)	$ 268,939	$ 252,175
Interest expense	$ 92,509	$ 85,824
Interest expense from equity accounted investment	968	176
Consolidated interest expense (12 months ended)	$ 93,477	$ 86,000
Interest coverage ratio	2.88	2.93
Minimum threshold	1.50	1.50

(1) Earnings before interest, taxes, depreciation and amortization.

For the trailing twelve months ended June 30, 2023, Boardwalk REIT's overall interest coverage ratio of consolidated EBITDA to consolidated interest expense, excluding distributions on LP Class B Units and fair value adjustments, was 2.88, compared to 2.93 for the year ended December 31, 2022. Under IFRS, the distributions made to the holders of LP Class B Units are considered financing costs and is the result of the reclassification of the LP Class B Units as financial liabilities. The calculation of the interest coverage ratio above does not include these distribution payments in the calculation of consolidated interest expense.

Unitholders' Equity

The following table discloses the changes in Trust Units issued and outstanding:

Summary of Unitholders' Capital Contributions	Trust Units
December 31, 2021	46,137,112
Trust Units issued for vested deferred units	25,810
Trust Units purchased and cancelled	(440,000)
December 31, 2022	45,722,922
Trust Units issued for vested deferred units	1,959
June 30, 2023	**45,724,881**

Boardwalk REIT has one class of publicly traded voting securities, being the Trust Units. As at June 30, 2023, there were 45,724,881 Trust Units issued and outstanding. In addition, there were 4,475,000 LP Class B Units, each of which also has a special voting unit in the REIT. Each LP Class B Unit is exchangeable for a Trust Unit on a one-for-one basis at the option of the holder. Each LP Class B Unit, through the special voting unit, entitles the holder to one vote at any meeting of Unitholders. Accordingly, if all of the LP Class B Units were exchanged for Trust Units, the total issued and outstanding Trust Units would be 50,199,881. These LP Class B Units are classified as "FVTPL" financial liabilities under IFRS and are recorded at their fair value as liabilities on the Condensed Consolidated Interim Statements of Financial Position as at June 30, 2023 and December 31, 2022.

On November 17, 2022, the Trust received regulatory approval the renewal of its Normal Course Issuer Bid ("Bid") to purchase and cancel up to 3,693,497 Trust Units, representing 10% of the public float at the time of the TSX approval. The Bid commenced on November 22, 2022, and will terminate on November 21, 2023, or when the maximum number of Trust Units have been purchased. The Trust's daily purchases under this Bid will be limited to 30,116 Trust Units.

On November 18, 2021, the Trust received regulatory approval for a Bid to purchase and cancel up to 3,780,351 Trust Units, representing 10% of the public float at the time of the TSX approval. The Bid commenced on November 22, 2021, and terminated on November 21, 2022. The Trust's daily purchases pursuant to this Bid was limited to 32,046 Trust Units.

For the six months ended June 30, 2023, the Trust did not purchase and cancel any Trust Units. During 2022, the Trust purchased and cancelled 440,000 Trust Units at an average purchase cost of $49.25 per Trust Unit under the NCIB.

Equity

Boardwalk has an equity market capitalization of $3.1 billion based on the Trust Unit closing price of $62.19 on the TSX on June 30, 2023.

With an enterprise value of approximately $6.5 billion (comprised of total mortgage principal outstanding of $3.4 billion and equity market capitalization of $3.1 billion) as at June 30, 2023, Boardwalk's total mortgage principal outstanding is approximately 52% enterprise value.

Net Asset Value per Unit

The Trust's NAV per Unit is calculated below:

	Jun. 30, 2023	Dec. 31, 2022
Investment properties	$ 7,449,745	$ 6,900,745
Equity accounted investment	40,247	40,871
Cash and cash equivalents	42,343	52,816
Adjusted Real Estate Assets (1)(2)	$ 7,532,335	$ 6,994,432
Total mortgage principal outstanding	$ (3,387,122)	$ (3,336,026)
Total lease liabilities attributable to land leases (3)	(73,677)	(74,502)
Adjusted Real Estate Debt (1)(2)	$ (3,460,799)	$ (3,410,528)
Net Asset Value (1)(2)	$ 4,071,536	$ 3,583,904
Net Asset Value per Unit (2)	$ 80.98	$ 71.35

Reconciliation of Unitholders' Equity to Net Asset Value	Jun. 30, 2023	Dec. 31, 2022
Unitholders' Equity	$ 3,894,604	$ 3,466,998
Total Assets	(7,602,455)	(7,067,275)
Investment properties	7,449,745	6,900,745
Equity accounted investment	40,247	40,871
Cash and cash equivalents	42,343	52,816
Total Liabilities	3,707,851	3,600,277
Total mortgage principal outstanding	(3,387,122)	(3,336,026)
Total lease liabilities attributable to land leases (3)	(73,677)	(74,502)
Net Asset Value (1)(2)	$ 4,071,536	$ 3,583,904

(1) This is a non-GAAP financial measure.
(2) Please refer to the section titled "Presentation of Non-GAAP Measures" in this MD&A for more information.
(3) Total lease liabilities attributable to land leases is a component of lease liabilities as calculated in accordance with IFRS.

Overall NAV per Unit has increased 13.5% to $80.98 as at June 30, 2023, compared to $71.35 as at December 31, 2022, due to an increase in investment properties. NAV is a key metric used by real estate entities to measure the value of an organization.

DISCLOSURE CONTROLS AND PROCEDURES & INTERNAL CONTROL OVER FINANCIAL REPORTING

Management is responsible for establishing and maintaining a system of disclosure controls and procedures to provide reasonable assurance that all material information relating to the Trust is gathered and reported to senior management on a timely basis so that appropriate decisions can be made regarding public disclosure.

Management is also responsible for establishing and maintaining adequate internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial reports for external purposes in accordance with IFRS.

In designing such controls, it should be recognized that due to inherent limitations, any controls, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives and may not prevent or detect misstatements. Additionally, management is required to use judgment in evaluating controls and procedures.

There were no changes made in our internal controls over financial reporting during the quarter ended June 30, 2023, that have materially affected, or are reasonably likely to materially affect, our internal controls over financial reporting.

2023 FINANCIAL OUTLOOK AND MARKET GUIDANCE

As is customary, the Trust reviews its base level assumptions and strategy on a quarterly basis to determine if any material change is warranted in the reported guidance. Based on this review, the Trust is updating its 2023 revised guidance as follows:

Description	Q2 2023 Revised Guidance	Q1 2023 Revised Guidance	2023 Original Guidance	2022 Actual
Same Property NOI Growth	11.5% to 14.0%	9.5% to 13.0%	8.5% to 12.5%	3.8%
Profit	N/A	N/A	N/A	$283,096
FFO (1)(2)	N/A	N/A	N/A	$157,444
AFFO (1)(2)	N/A	N/A	N/A	$126,181
FFO Per Unit (2)	$3.42 to $3.54	$3.30 to $3.46	$3.25 to $3.45	$3.13
AFFO Per Unit (2)	$2.76 to $2.88 utilizing a Maintenance CAPEX of $982/suite/year	$2.64 to $2.80 utilizing a Maintenance CAPEX of $982/suite/year	$2.59 to $2.79 utilizing a Maintenance CAPEX of $982/suite/year	$2.51 utilizing a Maintenance CAPEX of $931/suite/year

(1) This is a non-GAAP financial measure.
(2) Please refer to the section titled "Presentation of Non-GAAP Measures" in this MD&A for more information.

In deriving these forecasts, the Trust has adjusted for the treatment of the LP Class B Units to be treated as equity (versus debt under IFRS) and their related treatment of the distributions paid (which are classified as financing costs under IFRS).

The reader is cautioned that this information is forward-looking and actual results may vary materially from those reported. One of the key estimates is the performance of the Trust's same properties. Any significant change in assumptions deriving "Same property NOI performance" would have a material effect on the final reported amount. The Trust reviews these key assumptions quarterly and, based on this review, may change its outlook on a going-forward basis.

In addition to the above financial guidance for 2023, the Trust is reiterating its 2023 Capital Budget as follows:

Capital Budget *($000's)*	2023 Budget	Per Suite	6 Months Jun. 30, 2023 Actual	Per Suite
Maintenance Capital Expenditures	$ 33,168	$ 982	$ 15,726	$ 466
Value-add Capital	104,832	3,110	35,122	1,040
Investment in capital assets	$ 138,000	$ 4,092	$ 50,848	$ 1,506
Development of investment properties	$ 43,068		$ 6,730	

In total, the Trust expects to invest $138.0 million (or $4,092 per suite) in capital assets in 2023. For the six months ended June 30, 2023, the Trust invested $50.8 million (or $1,506 per suite) in capital assets and $6.7 million on development costs.

SELECTED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

The condensed consolidated interim statements of comprehensive income set forth in the following table have been derived from the unaudited condensed consolidated interim financial statements of the Trust for various quarterly interim periods.

	Three Months Ended							
Quarterly Comparative *(Cdn$ Thousands, except per Unit amount)*	**Jun. 30, 2023**	Mar. 31, 2023	Dec. 31, 2022	Sep. 30, 2022	Jun. 30, 2022	Mar. 31, 2022	Dec. 31, 2021	Sep. 30, 2021
Rental revenue	**$134,151**	$ 130,531	$ 128,772	$ 125,471	$ 122,286	$ 118,277	$ 118,728	$ 118,446
Profit	**232,163**	221,389	14,137	47,043	152,488	69,428	131,140	235,539
FFO [(1)(2)]	**44,595**	39,595	39,973	42,705	40,281	34,488	38,316	40,522
Profit per Trust Unit								
– Basic	**$ 5.08**	$ 4.84	$ 0.31	$ 1.03	$ 3.32	$ 1.51	$ 2.82	$ 5.06
– Diluted	**$ 5.08**	$ 4.84	$ 0.31	$ 1.02	$ 1.54	$ 1.51	$ 2.82	$ 5.06
FFO per Unit [(2)]	**$ 0.89**	$ 0.79	$ 0.80	$ 0.85	$ 0.80	$ 0.68	$ 0.75	$ 0.79

(1) This is a non-GAAP financial measure.
(2) Please refer to the section titled "Presentation of Non-GAAP Measures" in this MD&A for more information.

Additional Information

Additional information relating to Boardwalk Equities Inc. and Boardwalk REIT, including the AIF, is available under the Trust's profile on SEDAR at www.sedarplus.ca.

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION

(unaudited, CDN $ THOUSANDS)

As at	Note	Jun. 30, 2023	Dec. 31, 2022
ASSETS			
Non-current assets			
Investment properties	3	$ 7,449,745	$ 6,900,745
Property, plant and equipment		30,509	31,352
Equity accounted investment	4	40,247	40,871
Investment in private technology venture fund		1,979	3,303
Deferred tax assets		827	859
		7,523,307	6,977,130
Current assets			
Inventories		7,595	7,765
Prepaid expenses and other		15,536	15,979
Lease receivable		-	321
Trade and other receivables		4,211	4,641
Segregated tenants' security deposits		9,463	8,623
Cash and cash equivalents		42,343	52,816
		79,148	90,145
Total Assets		$ 7,602,455	$ 7,067,275
LIABILITIES			
Non-current liabilities			
Mortgages payable	5	$ 2,772,179	$ 2,709,601
Lease liabilities		75,141	76,602
Deferred unit-based compensation	6	4,650	4,181
Deferred tax liabilities		12	2
Deferred government grant		3,561	3,750
LP Class B Units	7	278,300	221,199
		3,133,843	3,015,335
Current liabilities			
Mortgages payable	5	491,912	504,953
Lease liabilities		3,067	3,396
Deferred unit-based compensation	6	7,385	3,878
Deferred government grant		378	378
Refundable tenants' security deposits		13,306	12,363
Trade and other payables		57,960	59,974
		574,008	584,942
Total Liabilities		$ 3,707,851	$ 3,600,277
Equity			
Unitholders' equity	8	$ 3,894,604	$ 3,466,998
Total Equity		3,894,604	3,466,998
Total Liabilities and Equity		$ 7,602,455	$ 7,067,275

See accompanying notes to these condensed consolidated interim financial statements

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE INCOME

(unaudited, CDN $ THOUSANDS)

	Note	**3 Months Ended Jun. 30, 2023**	3 Months Ended Jun. 30, 2022	**6 Months Ended Jun. 30, 2023**	6 Months Ended Jun. 30, 2022
Rental revenue	9	**$ 134,151**	$ 122,286	**$ 264,682**	$ 240,563
Rental expenses					
Operating expenses		**26,318**	25,188	**51,785**	49,985
Utilities		**12,235**	11,832	**28,663**	27,880
Property taxes		**12,992**	12,663	**25,836**	25,180
Total rental expenses		**51,545**	49,683	**106,284**	103,045
Net operating income		**82,606**	72,603	**158,398**	137,518
Financing costs	10	**26,941**	23,485	**52,930**	46,018
Administration		**10,054**	8,276	**19,901**	16,011
Deferred unit-based compensation	6	**1,242**	952	**1,817**	1,421
Depreciation		**1,893**	1,911	**3,693**	3,737
Profit before the undernoted		**42,476**	37,979	**80,057**	70,331
Loss from equity accounted investment	4	**(309)**	-	**(624)**	-
Fair value gains	11	**189,981**	113,649	**373,343**	149,499
Other income		**-**	834	**818**	2,155
Profit before income tax		**232,148**	152,462	**453,594**	221,985
Income tax recovery (expense)		**15**	26	**(42)**	(69)
Profit		**232,163**	152,488	**453,552**	221,916
Other comprehensive income		**-**	-	**-**	-
Total comprehensive income		**$ 232,163**	$ 152,488	**$ 453,552**	$ 221,916

See accompanying notes to these condensed consolidated interim financial statements

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN UNITHOLDERS' EQUITY

(unaudited, CDN $ THOUSANDS)

	Trust Units	Cumulative Profit (Loss)	Cumulative Distributions to Unitholders	Retained Earnings	Total Unitholders' Equity
Balance, December 31, 2021	$ 214,689	$ 4,581,580	$ (1,543,091)	$ 3,038,489	$ 3,253,178
Units issued	1,293	-	-	-	1,293
Units purchased and cancelled	(3,500)	(15,378)	-	(15,378)	(18,878)
Profit	-	221,916	-	221,916	221,916
Total comprehensive income	-	221,916	-	221,916	221,916
Distributions	-	-	(24,203)	(24,203)	(24,203)
Balance, June 30, 2022	$ 212,482	$ 4,788,118	$ (1,567,294)	$ 3,220,824	$ 3,433,306
Balance, December 31, 2022	$ 211,899	$ 4,847,088	$ (1,591,989)	$ 3,255,099	$ 3,466,998
Units issued	116	-	-	-	116
Profit	-	453,552	-	453,552	453,552
Total comprehensive income	-	453,552	-	453,552	453,552
Distributions	-	-	(26,062)	(26,062)	(26,062)
Balance, June 30, 2023	**$ 212,015**	**$ 5,300,640**	**$(1,618,051)**	**$ 3,682,589**	**$ 3,894,604**

See accompanying notes to these condensed consolidated interim financial statements

CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

(unaudited, CDN $ THOUSANDS)

	Note	3 Months Ended Jun. 30, 2023	3 Months Ended Jun. 30, 2022	6 Months Ended Jun. 30, 2023	6 Months Ended Jun. 30, 2022
Operating activities					
Profit		$ 232,163	$ 152,488	$ 453,552	$ 221,916
Other income		-	(834)	(818)	(2,155)
Financing costs	10	26,941	23,485	52,930	46,018
Interest paid		(24,778)	(21,281)	(48,875)	(41,941)
Deferred unit-based compensation	6	1,242	952	1,817	1,421
Loss from equity accounted investment	4	309	-	624	-
Fair value gains	11	(189,981)	(113,649)	(373,343)	(149,499)
Income tax (recovery) expense		(15)	(26)	42	69
Income tax paid		-	-	-	(2)
Government grant amortization		(94)	(94)	(189)	(189)
Depreciation		1,893	1,911	3,693	3,737
		47,680	42,952	89,433	79,375
Net change in operating working capital	17	6,915	1,949	(933)	(3,861)
Cash flow from operating activities		54,595	44,901	88,500	75,514
Investing activities					
Purchase of investment properties, net of financing	3	(60,290)	-	(60,290)	(39,406)
Investment in capital assets	17	(29,801)	(29,863)	(50,848)	(51,736)
Development of investment properties	3	(3,577)	(13,984)	(6,730)	(14,549)
Distributions from investment in private technology venture fund, net of capital contribution		(163)	932	897	2,397
Principal repayments on lease receivable		128	180	321	356
Net change in investing working capital	17	1,773	4,420	(311)	(265)
Cash flow used in financing activities		(91,930)	(38,315)	(116,961)	(103,203)
Financing activities					
Distributions paid	17	(13,374)	(12,410)	(25,719)	(23,930)
Unit repurchase program	8	-	(11,286)	-	(18,878)
Proceeds from mortgage financings		88,922	87,977	104,582	192,978
Mortgage payments upon refinancing		(16,226)	(43,307)	(16,226)	(84,667)
Scheduled mortgage principal repayments		(18,621)	(19,006)	(37,259)	(37,600)
Repayment of construction loan financing		-	-	-	(21,187)
Deferred financing costs incurred		(3,925)	(4,800)	(5,221)	(8,626)
Principal repayments on lease liabilities		(902)	(997)	(1,808)	(2,010)
Net change in financing working capital	17	(341)	(437)	(361)	(566)
Cash flow from (used in) financing activities		35,533	(4,266)	17,988	(4,486)
Net (decrease) increase in cash		(1,802)	2,320	(10,473)	(32,175)
Cash and cash equivalents, beginning of period		44,145	29,805	52,816	64,300
Cash and cash equivalents, end of period		$ 42,343	$ 32,125	$ 42,343	$ 32,125

See accompanying notes to these condensed consolidated interim financial statements

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the Three and Six Months Ended, June 30, 2023 and 2022

(Tabular amounts in Cdn $ thousands, except number of units and per unit amounts UNLESS OTHERWISE STATED, unaudited)

NOTE 1: ORGANIZATION OF THE TRUST

Boardwalk Real Estate Investment Trust ("Boardwalk REIT" or the "Trust" or the "Entity") is an unincorporated, open-ended real estate investment trust created pursuant to the Declaration of Trust ("DOT"), dated January 9, 2004, and as amended and restated on various dates between May 3, 2004 and May 15, 2018, under the laws of the Province of Alberta. Boardwalk REIT was created to invest in multi-family residential investment properties or similar interests, initially through the acquisition of the assets and operations of Boardwalk Equities Inc. (the "Corporation"), which was acquired on May 3, 2004. Boardwalk REIT Trust Units (or "Trust Units") are listed on the Toronto Stock Exchange under the symbol 'BEI.UN'. The registered office of the Trust and its head office operations are located at First West Place, Suite 200, 1501 1st Street SW, Calgary, Alberta, T2R 0W1.

NOTE 2: MATERIAL ACCOUNTING POLICY INFORMATION

(a) Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Financial Standards ("IAS") 34 - Interim Financial Reporting ("IAS 34"), as issued by the International Accounting Standards Board ("IASB"). Accordingly, certain information and footnote disclosures normally included in the annual consolidated financial statements prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the IASB, have been omitted or condensed. These condensed consolidated interim financial statements should be read in conjunction with the Trust's annual December 31, 2022 consolidated financial statements.

(b) Basis of Presentation

These condensed consolidated interim financial statements have been prepared using the same accounting policies and methods as those used in the consolidated financial statements for the year ended December 31, 2022.

The operating results for the three and six months ended June 30, 2023 and 2022 are not necessarily indicative of the results that may be expected for the full year ending December 31, 2023 due to seasonal variations in property and utility expenses as well as other factors. Historically, Boardwalk REIT has experienced higher utility expenses in the first and fourth quarters because of the winter months, resulting in variations in quarterly results.

Certain comparative figures have been reclassified to conform to the presentation of the current period. Specifically, the fair value gain (loss) on the investment in private technology venture fund has been reclassified from other income to fair value gains (loss) and the rental revenue note as presented in NOTE 9 has been updated to present revenue in appropriate categories when considering the definitions of lease revenue and non-lease revenue.

(c) Material Accounting Judgments, Estimates, and Assumptions

The preparation of the Trust's June 30, 2023 condensed consolidated interim financial statements in accordance with IFRS requires management to make judgements, estimates, and assumptions that affect the reported amounts of assets, liabilities, profit (loss), and related disclosures. The estimates and associated assumptions are based on historical experience and various other factors that are deemed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are material to the financial statements, are consistent with those disclosed in the Trust's December 31, 2022 annual consolidated financial statements.

NOTE 3: INVESTMENT PROPERTIES

As at	6 Months Ended Jun. 30, 2023	Year Ended Dec. 31, 2022
Balance, beginning of year	$ 6,900,745	$ 6,492,969
Additions		
Building acquisitions	60,290	159,735
Building improvements (incl. internal capital program)	48,016	123,885
Development of investment properties [(1)]	6,730	17,747
Fair value gains, unrealized	433,964	106,409
Balance, end of period	$ 7,449,745	$ 6,900,745

As at	Jun. 30, 2023	Dec. 31, 2022
Fair value of investment properties, before buildings valued at Level 2 inputs, right-of-use assets, and developments	$ 7,275,180	$ 6,613,279
Buildings valued at Level 2 inputs	40,929	159,735
Fair value, right-of-use assets (IFRS 16 – Leases)	73,677	74,502
Revenue producing properties	7,389,786	6,847,516
Properties under development	59,959	53,229
Total	$ 7,449,745	$ 6,900,745

(1) On June 1, 2022, the Trust purchased three adjacent parcels of land in Victoria, British Columbia for a purchase price of $12.0 million. The acquisition was funded with cash on hand for a planned development of new rental suites.

On April 25, 2023, the Trust acquired a property in Victoria, British Columbia. The property is comprised of 124 suites and was purchased for $60.3 million. The acquisition was funded with mortgage financing of $46.5 million and cash on hand of $13.8 million.

On August 8, 2022, the Trust acquired a property in Calgary, Alberta. The property is comprised of 158 suites and was purchased for $41.9 million. The acquisition was funded with cash on hand of $12.7 million and the assumption of a mortgage for $29.2 million. The mortgage assumed had an in-place interest rate below market rate, resulting in a market debt adjustment totaling $1.0 million that was made to the cost of the acquisition.

On March 30, 2022, the Trust acquired a property in Brampton, Ontario and a property in Canmore, Alberta. The properties are comprised of 152 suites and 148 suites, respectively, and was purchased for $118.8 million. The acquisition was funded with mortgage financing of $79.4 million and cash on hand of $39.4 million.

Building Acquisitions	6 Months Ended Jun. 30, 2023	Year Ended Dec. 31, 2022
Purchase price	$ 60,000	$ 159,370
Transaction costs	290	1,378
Market debt adjustment	-	(1,013)
Total	$ 60,290	$ 159,735
Multi-family suites acquired	124	458

Purchase price	$ 60,000	$ 159,370
Transaction costs	290	1,378
Proceeds from mortgage financing	-	(108,589)
Net cash paid	$ 60,290	$ 52,159

In determining the appropriate classes of investment properties in order to determine the fair value measurement, the Trust has considered the nature, characteristics, and risk of its properties. The classification of investment properties is based primarily on the geographical location of the asset, with the exception of properties situated on land leases. Below is a continuity schedule based on investment property classes:

	6 Months Ended June 30, 2023					
	Balance, Beginning of Year	**Building Acquisitions**	**Improvements to Investment Properties**	**Development of Investment Properties**	**Fair Value Gains**	**Balance, End of Period**
Recurring measurements Investment properties						
Alberta	**$4,217,249**	**$ -**	**$ 31,267**	**$ 19**	**$ 310,075**	**$4,558,610**
British Columbia	**102,685**	**60,290**	**45**	**6,412**	**14,140**	**183,572**
Saskatchewan	**618,172**	**-**	**5,775**	**3**	**41,876**	**665,826**
Ontario	**742,267**	**-**	**3,835**	**296**	**27,790**	**774,188**
Quebec	**373,367**	**-**	**1,838**	**-**	**1,306**	**376,511**
Land leases	**847,005**	**-**	**5,256**	**-**	**38,777**	**891,038**
Total	**$6,900,745**	**$ 60,290**	**$ 48,016**	**$ 6,730**	**$ 433,964**	**$7,449,745**

	Year Ended December 31, 2022					
	Balance, Beginning of Year	Building Acquisitions	Improvements to Investment Properties	Development of Investment Properties	Fair Value Gains (Losses)	Balance, End of Year
Recurring measurements Investment properties						
Alberta	$ 3,962,993	$ 104,518	$ 80,325	$ 9	$ 69,404	$ 4,217,249
British Columbia	78,914	-	103	16,670	6,998	102,685
Saskatchewan	600,261	-	14,119	5	3,787	618,172
Ontario	653,353	55,217	10,611	1,063	22,023	742,267
Quebec	372,892	-	7,719	-	(7,244)	373,367
Land leases	824,556	-	11,008	-	11,441	847,005
Total	$ 6,492,969	$ 159,735	$ 123,885	$ 17,747	$ 106,409	$ 6,900,745

Investment properties measured at fair value in the condensed consolidated interim statements of financial position are categorized by level according to the significance of the inputs used in making the measurements. The levels of inputs are defined as follows:

Level 1 inputs: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2 inputs: Inputs other than quoted prices included within Level 1 that are observable for the asset or the liability, either directly or indirectly.

Level 3 inputs: Unobservable inputs for the asset or liability.

The Trust's policy is to recognize transfers out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer. As at June 30, 2023, all of the Trust's investment properties were Level 3 inputs, except newly acquired buildings within the last year which were Level 2 inputs excluding the current year building acquisition which was valued at Level 3 based on a third-party external valuation obtained for financing purposes as this was more appropriate in the circumstance given underwriting considerations at the time of purchase. For investment properties measured at fair value as at June 30, 2023 and December 31, 2022, transfers into Level 3 fair value measurements include the following:

(i) There were two investment properties transferred during the three months ended March 31, 2023 from Level 2 into Level 3 fair value measurements. These two investment properties were valued using Level 3 inputs as at June 30, 2023 and March 31, 2023, and valued using Level 2 inputs as at December 31, 2022, and as at September 30, 2022, June 30, 2022, and March 31, 2022, respectively. The fair value of these two investment properties as at June 30, 2023, using Level 3 inputs totaled $131.3 million (December 31, 2022 – $118.8 million valued using Level 2 inputs).

(ii) There were two investment properties transferred during the three months ended June 30, 2022 from Level 2 into Level 3 fair value measurements. These two investment properties were valued using Level 3 inputs as at June 30, 2023, and as at March 31, 2023, December 31, 2022, September 30, 2022, and June 30, 2022, respectively, and valued using Level 2 inputs as at March 31, 2022. The fair value of these two investment properties as at June 30, 2023, using Level 3 inputs totaled $84.5 million (December 31, 2022 – $82.7 million valued using Level 3 inputs).

These four investment properties were previously valued at Level 2 because they were newly acquired buildings and used inputs which were directly observable for these assets, as the fair value was based on a purchase and sale agreement between two willing market participants. Other than these four investment properties, there were no other transfers into or out of Level 3 fair value measurements for investment properties held as at June 30, 2023 and December 31, 2022.

External valuations were obtained from third-party external valuation professionals (the "Appraisers") based on a cross section of properties from different geographical locations and markets across the Trust's rental portfolio as determined by the Trust's management and approved by the Trust's Board of Trustees. The Appraisers are an independent valuation firm not related to the Trust and employ valuation professionals who are members of the Appraisal Institute of Canada and the Ordre des Evaluateurs Agrees du Quebec who have appropriate qualifications and recent experience in the valuation of properties in the relevant locations. External appraisals were obtained as follows:

Date	Number of Properties		Aggregate Fair Value	Percentage of Portfolio as of that Date
June 30, 2023	**4**	**$**	**210,300**	**2.8%**
March 31, 2023	4	$	100,235	1.4%
December 31, 2022	5	$	879,913	12.8%
September 30, 2022	4	$	160,628	2.3%
June 30, 2022	6	$	176,883	2.6%
March 31, 2022	5	$	175,019	2.6%

The fair value of the remainder of the Trust's investment property portfolio was determined internally by the Trust using the same assumptions and valuation techniques used by the Appraisers. In addition to performing a valuation on a selection of the Trust's properties (and not performing a valuation on all of the Trust's properties) to corroborate the Trust's internal valuation, the Appraisers provided the Trust with a summary of the major assumptions and market data by city in order for the Trust to complete its internal valuations. This summary includes the Appraisers' estimates of Capitalization Rates ("Cap Rate") for each region (city) as well as confirmation of the reasonableness of the assumptions used in determining stabilized net operating income ("NOI") used in calculating fair values.

The key valuation metrics (and significant unobservable inputs in Level 3) for the Trust's investment properties are set out in the following table:

As at	Jun. 30, 2023			Dec. 31, 2022		
	Capitalization Rate Weighted Average		Forecasted Total Stabilized Net Operating Income	Capitalization Rate Weighted Average		Forecasted Total Stabilized Net Operating Income
Alberta	5.01%	$	226,184	5.01%	$	206,176
British Columbia	4.25%		5,516	4.25%		2,350
Saskatchewan	5.67%		37,763	5.67%		35,049
Ontario	4.02%		30,961	4.01%		27,354
Quebec	4.81%		18,116	4.81%		17,965
	4.93%	$	318,540	4.95%	$	288,894
Land Leases	4.67%		38,155	4.69%		36,198
Total	4.90%	$	356,695	4.92%	$	325,092

The overall weighted average stabilized cap rates for measuring the Trust's investment properties at fair value using a forecasted stabilized NOI as at June 30, 2023 and December 31, 2022, was 4.90% and 4.92%, respectively.

The Overall Capitalization Rate method requires inputs of both stabilized NOI and Cap Rate to determine a fair value. As such, fluctuations in both NOI and Cap Rates could materially alter the fair value. Generally, an increase in stabilized NOI will result in an increase to the fair value of an investment property. An increase in Cap Rate will result in a decrease to the fair value of an investment property. When the Cap Rate is applied to NOI to calculate fair value, there is a significant impact as the lower the Cap Rate, the larger the impact. The following tables summarize the impact of changes in both the Cap Rates and forecasted stabilized NOI on the Trust's fair value of investment properties (excluding building acquisitions valued at Level 2 inputs, right-of-use assets, and developments):

As at June 30, 2023		Stabilized Net Operating Income				
		-3%	-1%	As Forecasted	+1%	+3%
Cap Rate		$ 345,994	$ 353,128	$ 356,695	$ 360,262	$ 367,396
-0.25%	4.65%	$ 160,912	$ 314,234	$ 390,895	$ 467,555	$ 620,877
Cap Rate As Reported	4.90%	(218,255)	(72,752)	7,275,180	72,752	218,255
+0.25%	5.15%	(560,632)	(422,187)	(352,965)	(283,743)	(145,299)

As at December 31, 2022		Stabilized Net Operating Income				
		-3%	-1%	As Forecasted	+1%	+3%
Cap Rate		$ 315,339	$ 321,841	$ 325,092	$ 328,343	$ 334,845
-0.25%	4.67%	$ 145,324	$ 284,676	$ 354,353	$ 424,029	$ 563,382
Cap Rate As Reported	4.92%	(198,398)	(66,133)	6,613,279	66,133	198,398
+0.25%	5.17%	(508,851)	(382,987)	(320,054)	(257,122)	(131,258)

NOTE 4: EQUITY ACCOUNTED INVESTMENT

The Trust is a participant in a joint venture with the principal activity to develop and operate a mixed-use property in Brampton, Ontario. The mixed-use property includes residential space over two concrete high-rise towers, with one tower leased-up and operational and the other tower currently under development.

The following table shows the changes in the carrying value of the investment in the joint venture:

	6 Months Ended Jun. 30, 2023	Year Ended Dec. 31, 2022
Balance, beginning of year	$ 40,871	$ 41,118
Share of loss	(624)	(247)
Balance, end of period	$ 40,247	$ 40,871

The following tables present the summarized financial information of the joint venture:

As at	Jun. 30, 2023	Dec. 31, 2022
Current assets	$ 1,415	$ 871
Non-current assets	181,088	$ 171,549
Current liabilities	(10,276)	(10,140)
Non-current liabilities	(91,734)	(80,539)
Net assets	$ 80,493	$ 81,741
Trust's share	$ 40,247	$ 40,871

	3 Months Ended Jun. 30, 2023	3 Months Ended Jun. 30, 2022	6 Months Ended Jun. 30, 2023	6 Months Ended Jun. 30, 2022
Revenue	$ 829	$ -	$ 1,343	$ -
Expenses	1,446	-	2,590	-
Loss	(617)	-	(1,247)	-
Trust's share	$ (309)	$ -	$ (624)	$ -

During 2021, the Trust, in conjunction with its joint venture partner, entered into a $122 million revolving construction facility loan with a third-party financial institution. As at June 30, 2023, $91.7 million has been drawn on this loan (December 31, 2022 – $80.5 million), of which Boardwalk's portion is $45.9 million (December 31, 2022 – $40.3 million). The facility is interest payable only and has a maturity date of January 31, 2025. The facility bears interest at prime plus 0.25%, or a Bankers' Acceptance stamping fee of 1.23% and a standby fee of 0.15%.

The revolving construction facility loan contains three financial covenants. These covenants are consistent with those found in the credit facility outlined in NOTE 15(d). As at June 30, 2023, the Trust was in compliance with these covenants.

NOTE 5: MORTGAGES PAYABLE

As at	Jun. 30, 2023		Dec. 31, 2022	
	Weighted Average Interest	Debt Balance	Weighted Average Interest	Debt Balance
Mortgages payable				
Fixed rate	2.87%	$ 3,264,091	2.72%	$ 3,214,554
Total		$ 3,264,091		$ 3,214,554
Current		$ 491,912		$ 504,953
Non-current		2,772,179		2,709,601
		$ 3,264,091		$ 3,214,554

Estimated future principal payments required to meet mortgage obligations as at June 30, 2023 are as follows:

	Secured By Investment Properties
12 months ending June 30, 2024	$ 491,912
12 months ending June 30, 2025	485,206
12 months ending June 30, 2026	605,227
12 months ending June 30, 2027	608,754
12 months ending June 30, 2028	523,528
Subsequent	672,495
Total mortgage principal outstanding	3,387,122
Unamortized deferred financing costs	(122,360)
Unamortized market debt adjustments	(671)
	$ 3,264,091

NOTE 6: DEFERRED UNIT-BASED COMPENSATION

As at	**Jun. 30, 2023**	Dec. 31, 2022
Current	**$ 7,385**	$ 3,878
Non-current	**4,650**	4,181
	$ 12,035	$ 8,059

The total of $12.0 million represents the fair value of the underlying deferred units at June 30, 2023 (December 31, 2022 – $8.1 million).

The status of the outstanding deferred units was as follows:

	# of Units Outstanding	# of Units Vested
Balance, December 31, 2021	216,754	26,524
Deferred units granted	77,908	28,540
Additional deferred units earned on units	5,208	5,911
Deferred units forfeited	(8,074)	-
Deferred units converted to Trust Units or cash	(25,824)	(25,824)
Balance, December 31, 2022	265,972	35,151
Deferred units granted	65,884	36,981
Additional deferred units earned on units	2,832	5,461
Deferred units forfeited	(4,158)	-
Deferred units converted to Trust Units	(1,959)	(1,959)
Balance, June 30, 2023	**328,571**	**75,634**

For the three and six months ended June 30, 2023, total costs of $1.2 million and $1.8 million, respectively (three and six months ended June 30, 2022 – $0.9 million and $1.4 million, respectively) were recorded in expenses related to executive bonuses, leader bonuses, and trustee fees under the deferred unit plan.

NOTE 7: LP CLASS B UNITS

The LP Class B Units, representing an aggregate fair value of $278.3 million at June 30, 2023 (December 31, 2022 – $221.2 million), are non-transferable, except under certain circumstances, but are exchangeable, on a one-for-one basis, into Trust Units at any time at the option of the holder. Prior to such exchange, distributions will be made on these exchangeable units in an amount equivalent to the distributions which would have been made had the units been exchanged for Trust Units. Additional details on the LP Class B Units are described in NOTE 8.

As at June 30, 2023 and December 31, 2022, there were 4,475,000 LP Class B Units issued and outstanding.

NOTE 8: UNITHOLDERS' EQUITY

Under the reorganization of the Corporation to a real estate investment trust in 2004, the former shareholders of the Corporation received Boardwalk REIT Trust Units or LP Class B Units of a controlled limited partnership of the Trust, Boardwalk REIT Limited Partnership. The interests in Boardwalk REIT are represented by two classes of units: a class described and designated as "Trust Units" and a class described and designated as "Special Voting Units". The Special Voting Units, which are not entitled to monthly distributions, are used to provide voting rights to holders of LP Class B Units or other securities that are, directly or indirectly, exchangeable for Trust Units. The LP Class B Units are classified as a financial liability in accordance with IFRS 9 – Financial Instruments ("IFRS 9") and are discussed in NOTE 7.

The Trust has the following capital securities outstanding:

As at	Jun. 30, 2023		Dec. 31, 2022	
	Trust Units	Amount	Trust Units	Amount
Trust Units outstanding, beginning of year	45,722,922	$ 211,899	46,137,112	$ 214,689
Trust Units issued for vested deferred units	1,959	116	25,810	1,293
Trust Units purchased and cancelled	-	-	(440,000)	(4,083)
Trust Units outstanding, end of period	45,724,881	$ 212,015	45,722,922	$ 211,899

Monthly distributions and special distributions are determined at the discretion of the Board of Trustees. The Board of Trustees declares distributions to be paid on, or about, the 15th of the month following the record date. Distributions to be paid on the Boardwalk REIT Trust Units with a record date of July 31, 2023 (to be paid on August 15, 2023) totaled $4.5 million ($0.0975 per Trust Unit) and have not been included as a liability in the condensed consolidated interim statements of financial position as at June 30, 2023.

Profit per Trust Unit	3 Months Ended Jun. 30, 2023	3 Months Ended Jun. 30, 2022	6 Months Ended Jun. 30, 2023	6 Months Ended Jun. 30, 2022
Numerator				
Profit – basic	$ 232,163	$ 152,488	$ 453,552	$ 221,916
Distribution declared on LP Class B Units	-	1,208	-	2,357
Gain on fair value adjustments on LP Class B Units	-	(75,672)	-	(57,951)
Gain on fair value adjustment to unexercised deferred units	-	(497)	-	(381)
Profit – diluted	$ 232,163	$ 77,527	$ 453,552	$ 165,941
Denominator				
Weighted average Trust Units outstanding – basic	45,724,623	45,934,564	45,723,903	45,977,792
Conversion of LP Class B Units	-	4,475,000	-	4,475,000
Unexercised deferred units	-	22,379	-	20,773
Weighted average Trust Units outstanding – diluted	45,724,623	50,431,943	45,723,903	50,473,565
Profit per Trust Unit				
– basic	$ 5.08	$ 3.32	$ 9.92	$ 4.83
– diluted	$ 5.08	$ 1.54	$ 9.92	$ 3.29

All dilutive elements were included in the calculation of diluted per Trust Unit amounts. For the three and six months ended June 30, 2023, all items were anti-dilutive as the conversion of the LP Class B Units and the exercise of deferred units would have increased profit per Trust Unit. As such, they were excluded in the calculation of diluted profit per Trust Unit. For the three and six months ended June 30, 2022, both the conversion of LP Class B Units and the exercise of deferred units were dilutive and were included in the calculation of diluted profit per Trust Unit.

NOTE 9: RENTAL REVENUE

	3 Months Ended Jun. 30, 2023	3 Months Ended Jun. 30, 2022	6 Months Ended Jun. 30, 2023	6 Months Ended Jun. 30, 2022
Lease revenue	**$ 128,515**	$ 116,745	**$ 253,303**	$ 229,979
Parking revenue	**2,349**	2,140	**4,730**	4,283
Recoveries (cable, retirement) and revenue from telephone and cable providers	**1,306**	1,516	**2,760**	2,612
Revenue from coin laundry machines	**1,166**	1,075	**2,294**	2,026
Other (fees)	**815**	810	**1,595**	1,663
Total	**$ 134,151**	$ 122,286	**$ 264,682**	$ 240,563

NOTE 10: FINANCING COSTS

Financing costs are comprised of interest on mortgages payable, distributions paid to the holders of LP Class B Units, other interest charges, interest on lease liabilities under IFRS 16, and the amortization of deferred financing costs. Financing costs are net of interest income earned, including interest earned on the lease receivable. Financing costs total $26.9 million and $52.9 million for the three and six months ended June 30, 2023, respectively (three and six months ended June 30, 2022 – $23.5 million and $46.0 million, respectively) and can be summarized as follows:

	3 Months Ended Jun. 30, 2023	3 Months Ended Jun. 30, 2022	6 Months Ended Jun. 30, 2023	6 Months Ended Jun. 30, 2022
Interest on secured debt (mortgages payable)	**$ 23,655**	$ 20,013	**$ 46,491**	$ 39,034
Interest capitalized to properties under development	**(372)**	(440)	**(722)**	(871)
LP Class B Unit distributions	**1,309**	1,208	**2,551**	2,357
Other interest charges	**466**	409	**916**	931
Interest on lease liabilities	**651**	633	**1,303**	1,269
Interest income	**(560)**	(135)	**(1,209)**	(241)
Amortization of deferred financing costs	**1,792**	1,797	**3,600**	3,539
Total	**$ 26,941**	$ 23,485	**$ 52,930**	$ 46,018

For the three and six months ended June 30, 2023, interest was capitalized to properties under development at a weighted average effective interest rate of 4.41% and 3.66%, respectively (three and six months ended June 30, 2022 – 2.90% and 2.88%, respectively).

NOTE 11: FAIR VALUE GAINS (LOSSES)

	3 Months Ended Jun. 30, 2023	3 Months Ended Jun. 30, 2022	6 Months Ended Jun. 30, 2023	6 Months Ended Jun. 30, 2022
Investment properties (NOTE 3)	**$ 222,906**	$ 36,861	**$ 433,964**	$ 86,909
Financial asset designated as FVTPL				
Investment in private technology venture fund	**(134)**	(771)	**(1,246)**	3,360
Financial liabilities designated as FVTPL				
Deferred unit-based compensation	**(1,242)**	1,887	**(2,274)**	1,279
LP Class B Units	**(31,549)**	75,672	**(57,101)**	57,951
Total fair value gains	**$ 189,981**	$ 113,649	**$ 373,343**	$ 149,499

NOTE 12: GUARANTEES, CONTINGENCIES, COMMITMENTS, AND OTHER

From time to time, the Trust enters into various physical supply contracts for energy commodities to hedge its own usage, which is summarized below:

Natural Gas:

Area	Estimated Usage Coverage	Term	Cost
Alberta	25%	November 1, 2018 to October 31, 2023	$2.08/Gigajoule ("GJ")
Alberta	25%	November 1, 2019 to October 31, 2024	$2.21/GJ
Alberta	25%	November 1, 2020 to October 31, 2025	$2.78/GJ
Saskatchewan	60%	November 1, 2018 to October 31, 2022	$2.56/GJ
Saskatchewan	40%	November 1, 2020 to October 31, 2025	$2.99/GJ
Verdun, Quebec	74%	November 1, 2021 to October 31, 2025	$4.29/GJ
London, Ontario	69%	November 1, 2021 to October 31, 2024	$4.52/GJ

Electrical:

Area	Estimated Usage Coverage	Term	Cost
Alberta	49%	October 1, 2017 to September 30, 2022	$0.05/Kilowatt-hour (“kWh”)
Alberta	45%	November 1, 2020 to October 31, 2024	$0.06/kWh
Alberta	53%	October 1, 2022 to September 30, 2027	$0.10/kWh

Boardwalk REIT, in the normal course of operations, will become subject to a variety of legal and other claims against the Trust, most of which are minor in nature. Management and the Trust’s legal counsel evaluate all claims on their apparent merits and accrue management’s best estimate of the estimated costs to satisfy such claims. Management believes the outcome of claims of this nature at June 30, 2023 will not have a material impact on the Trust.

In the normal course of business, various agreements may be entered into that may contain features that meet the definition of a contingent liability in accordance with IFRS, including agreements related to sold properties where mortgages that were assumed by the purchaser have an indirect guarantee provided to the lender by the Trust until this mortgage is renewed or refinanced by the purchaser, whichever occurs sooner. With all guarantees, in the event of default by the purchaser, the Trust would be liable for the outstanding mortgage balance. These guarantees are considered contingent liabilities as payment of the amount will only occur if the purchaser defaults. If the purchaser does not default, the balance is not payable. Boardwalk REIT’s maximum exposure at June 30, 2023 is approximately $11.3 million (June 30, 2022 – $52.0 million). In the event of default by the purchaser, Boardwalk REIT’s recourse for recovery includes the sale of the respective building assets. Boardwalk REIT expects that the proceeds from the sale of the building assets will cover, and most likely exceed, the maximum potential liability associated with the amount being guaranteed. Therefore, at June 30, 2023 and 2022, no amounts have been recorded in the condensed consolidated interim financial statements with respect to the above noted indirect guarantees.

NOTE 13: CAPITAL MANAGEMENT AND LIQUIDITY

Boardwalk REIT's DOT, as amended, provides for a minimum interest coverage ratio of 1.5 to 1 calculated on the most recently completed four fiscal quarters. The DOT also defines interest expense to exclude distributions on the LP Class B Units, which under IFRS are considered financing costs.

The following table highlights Boardwalk REIT's interest coverage ratio in accordance with the DOT:

As at	Jun. 30, 2023	Dec. 31, 2022
Net operating income	$ 309,540	$ 288,660
Administration	(37,749)	(33,859)
Deferred unit-based compensation	(2,952)	(2,556)
EBITDA [1] from equity accounted investment	100	(70)
Consolidated EBITDA (12 months ended)	$ 268,939	$ 252,175
Interest expense	$ 92,509	$ 85,824
Interest expense from equity accounted investment	968	176
Consolidated interest expense (12 months ended)	$ 93,477	$ 86,000
Interest coverage ratio	2.88	2.93
Minimum threshold	1.50	1.50

(1) Earnings Before Interest, Taxes, Depreciation and Amortization.

The Trust employs a broad range of financing strategies to facilitate growth and manage financial risk. The Trust's objective is to reduce its weighted average cost of capital and improve Unitholder distributions through value enhancement initiatives and consistent monitoring of the balance between debt and equity financing. As at June 30, 2023, the Trust's weighted average cost of capital was calculated to be 3.62%.

The following schedule details the components of the Trust's capital and the related costs thereof:

As at	Jun. 30, 2023		Dec. 31, 2022	
	Cost of Capital [1]	Underlying Value [2]	Cost of Capital [1]	Underlying Value [2]
Liabilities				
Mortgages payable	2.87%	$ 3,076,789	2.72%	$ 3,035,528
LP Class B Units	4.36%	278,300	5.08%	221,199
Deferred unit-based compensation	4.36%	12,035	5.08%	8,059
Unitholders' equity				
Boardwalk REIT Trust Units	4.36%	2,843,630	5.08%	2,260,084
Total	3.62%	$ 6,210,754	3.78%	$ 5,524,870

(1) As a percentage of average carrying value unless otherwise noted.
(2) Underlying value of liabilities represents the fair value (NOTE 14). Underlying value of equity is based on the closing stock price of the Trust Units.

Mortgages payable – These are the mortgages outstanding on the Trust's investment properties. The debt is primarily fixed rate debt and approximately 96% of this debt at June 30, 2023 is insured under the National Housing Act ("NHA") and administered by Canada Mortgage and Housing Corporation ("CMHC") (December 31, 2022 – approximately 96%). These financings can be structured on a loan to CMHC appraised value basis of between 75-80%. The Trust currently has a level of indebtedness of approximately 44% of the fair value of the Trust's investment properties (December 31, 2022 – approximately 47%). This level of indebtedness is considered by the Trust to be within its target.

LP Class B Units – These units are non-transferable, except under certain circumstances, but are exchangeable, on a one-for-one basis, into Boardwalk REIT Trust Units at any time at the option of the holder. Prior to such exchange, distributions will be made on the exchangeable units in an amount equivalent to the distributions which would have been made had the Trust Units of Boardwalk REIT been issued. Each LP Class B Unit was accompanied by a Special Voting Unit, which entitles the holder to receive notice of, attend, and vote at all meetings of Unitholders. There is no value assigned to the Special Voting Units. The LP Class B Units have been classified as

FVTPL financial liabilities in accordance with IFRS 9. Gains or losses resulting from changes in the fair value at each reporting date are recorded in the condensed consolidated interim statements of comprehensive income.

As outlined in NOTE 15(d), Boardwalk REIT's committed revolving credit facility agreements contain financial covenants.

The Trust had $238.7 million in total available liquidity as at June 30, 2023 (December 31, 2022 – $256.3 million), consisting of cash and cash equivalents on hand of $42.3 million (December 31, 2022 – $52.8 million), subsequent committed/funded financing of $nil million (December 31, 2022 – $7.4 million), as well as an unused committed revolving credit facility of $196.4 million (December 31, 2022 – $196.1 million). The Trust monitors its ratios and as at June 30, 2023 and December 31, 2022, the Trust was in compliance with all covenants in both its DOT and all existing debt facilities.

NOTE 14: FAIR VALUE MEASUREMENT

(a) Fair Value of Financial Instruments

Fair value is the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of interest bearing financial assets and liabilities is determined by discounting the contractual principal and interest payments at estimated current market interest rates for the instrument. Current market rates are determined by reference to current benchmark rates for similar term and current credit spreads for debt with similar terms and risk. The fair values of the Trust's financial instruments were determined as follows:

- **(i)** the carrying amounts of trade and other receivables, segregated tenants' security deposits, cash and cash equivalents, refundable tenants' security deposits, and trade and other payables approximate their fair values due to their short-term nature.
- **(ii)** the fair value of the Trust's investment in private technology venture fund is based on information provided from the organization managing the investments.
- **(iii)** the fair value of the Trust's mortgages payable is an estimate made at a specific point in time, based on relevant market information. The estimate is based on quoted market prices for the same or similar issues or on the current rates offered to the Trust for similar financial instruments subject to similar risks and maturities.
- **(iv)** the fair values of the deferred unit-based compensation plan and the LP Class B Units are estimates at a specific point in time, based on the closing market price of the Trust Units listed on the Toronto Stock Exchange.

These estimates are subjective in nature and involve uncertainties and matters of significant judgment and therefore, cannot be determined with precision. Changes in estimates could materially affect fair values. The significant financial instruments of Boardwalk REIT and their carrying values as at June 30, 2023 and December 31, 2022 are as follows:

As at	Jun. 30, 2023		Dec. 31, 2022	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial asset carried at FVTPL				
Investment in private technology venture fund	$ 1,979	$ 1,979	$ 3,303	$ 3,303
Financial liability carried at amortized cost				
Mortgages payable	3,264,091	3,076,789	3,214,554	3,035,528
Financial liabilities carried at FVTPL				
LP Class B Units	278,300	278,300	221,199	221,199
Deferred unit-based compensation	12,035	12,035	8,059	8,059

The fair value of the Trust's mortgages payable was lower than the recorded value by approximately $187.3 million at June 30, 2023 (December 31, 2022 – lower by $179.0 million), due to changes in interest rates since the dates on which the individual mortgages were last contracted. The fair values of the mortgages payable have been estimated based on the current market rates for mortgages with similar terms and conditions. The fair value of the Trust's mortgages payable is an amount computed based on the interest rate environment prevailing at June 30, 2023 and December 31, 2022, respectively; the amount is subject to change and the future amounts will converge. There are no additional costs or penalties to Boardwalk REIT if the mortgages are held to maturity.

As at June 30, 2023 and December 31, 2022, the Trust had no embedded derivatives requiring separate recognition.

The nature of these financial instruments and the Trust's operations expose the Trust to certain principal financial risks. The main objective of the Trust's risk management process is to properly identify financial risks and minimize the exposure to potential losses arising from those risks. The principal financial risks to which the Trust is exposed are described in NOTE 15.

(b) Assets and Liabilities Measured at Fair Value

The fair value hierarchy of assets and liabilities measured at fair value on a recurring basis in the condensed consolidated interim statements of financial position is as follows:

As at	Jun. 30, 2023			Dec. 31, 2022		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Assets						
Investment properties	$ -	$ 40,929	$ 7,408,816	$ -	$ 159,735	$ 6,741,010
Investment in private technology venture fund	-	-	1,979	-	-	3,303
Liabilities						
LP Class B Units	278,300	-	-	221,199	-	-
Deferred unit-based compensation	12,035	-	-	8,059	-	-

The three levels of the fair value hierarchy are described in NOTE 3.

Transfers between levels in the fair value hierarchy are recognized on the date of the event or change in circumstances that caused the transfer. For assets and liabilities measured at fair value as at June 30, 2023 and December 31, 2022, transfers into Level 3 fair value measurements are discussed in NOTE 3. Other than those discussed in NOTE 3, there were no other transfers between Level 1, Level 2, and Level 3 assets and liabilities.

NOTE 15: RISK MANAGEMENT

(a) Interest Rate Risk

As at June 30, 2023, the Trust had no amount outstanding on its committed revolving credit facility and its mortgages payable are fixed-rate debt. However, the Trust's equity accounted investment has a revolving construction facility loan which is carried at variable-rate interest with $91.7 million outstanding, of which Boardwalk's portion is $45.9 million, that is exposed to interest rate risk (NOTE 4). As such, for the three and six months ended June 30, 2023, all else being equal, the increase or decrease in net earnings for each 1% change in market interest rates would be $0.1 million and $0.2 million, respectively. For the mortgages payable that have fixed-rate debt, the Trust is exposed to interest rate risk on renewals. Please refer to NOTE 15(c) for details on the Trust's remaining contractual maturity for its mortgages payable listed by year of maturity date.

(b) Credit Risk

The Trust is exposed to credit risk as a result of its trade and other receivables. The trade and other receivables balance is comprised of mortgage holdbacks and refundable mortgage fees, accounts receivable from significant customers and insurers, and tenant receivables. As at June 30, 2023 and December 31, 2022, no balance relating to mortgage holdbacks, refundable mortgage fees, or accounts receivable from significant customers and insurers was past due.

Past due receivables (receivables which are greater than 30 days) are reviewed by management on a monthly basis and tenant receivables are considered for impairment on a case-by-case basis. The Trust takes into consideration the tenant's payment history, their credit worthiness, and the current economic environment; however, tenant receivable balances exceeding 60 days are typically written off to bad debt expense as the Trust does not utilize an allowance for estimated credit losses. The amount of the loss is recognized in the condensed consolidated interim statements of comprehensive income as part of operating expenses. Subsequent recoveries of amounts previously written off are credited against operating expenses during the period of settlement. As tenant receivables are typically written off after 60 days, none of the balance is considered to be past due by the Trust. For the three and six months ended June 30, 2023, bad debt expense totaled $0.9 million and $1.8 million, respectively (three and six months ended June 30, 2022 – $1.2 million and $2.4 million, respectively).

The credit risk of both Boardwalk REIT and the counter party have been taken into account in determining the fair value of Boardwalk REIT's trade and other receivables.

(c) Liquidity Risk

Liquidity risk is the risk that the Trust will not be able to meet its financial obligations as they become due. Management assesses the Trust's liquidity risk to be low.

The following table details the Trust's remaining contractual maturity for its non-derivative and derivative (i.e. vested deferred units) financial liabilities listed by year of maturity date:

Year of Maturity	Weighted Average Interest Rate	Mortgage Principal Outstanding	Mortgage Interest [1]	Lease Liabilities Principal Outstanding	Tenants' Security Deposits	Distribution Payable [2]	Trades and Other Payables	Total
2023	2.93%	$ 210,919	$ 46,336	$ -	$ 13,306	$ 4,894	$ 53,066	$ 328,521
2024	2.93%	421,740	83,135	341	-	-	-	505,216
2025	2.44%	587,709	68,950	747	-	-	-	657,406
2026	2.33%	628,211	53,987	-	-	-	-	682,198
2027	3.16%	629,513	38,952	3,443	-	-	-	671,908
Subsequent	3.27%	909,030	55,901	73,677	-	-	-	1,038,608
	2.87%	3,387,122	347,261	78,208	13,306	4,894	53,066	3,883,857
Unamortized deferred financing costs		(122,360)	-	-	-	-	-	(122,360)
Unamortized market debt adjustments		(671)	-	-	-	-	-	(671)
		$ 3,264,091	$ 347,261	$ 78,208	$ 13,306	$ 4,894	$ 53,066	$ 3,760,826

(1) Based on current in-place interest rates for the remaining term to maturity.
(2) Distribution payable includes distributions owed on the Boardwalk REIT Trust Units and the LP Class B Units.

(d) Debt Covenants

The Trust has a committed revolving credit facility with a major financial institution. This credit facility is secured by a pledge of a group of specific real estate assets (fair value at June 30, 2023 of approximately $983.2 million). The amount available through the committed revolving credit facility varies with the value of the pledged assets, with a maximum limit not to exceed $200.0 million and an available limit of $196.1 million as at June 30, 2023 (December 31, 2022 – $196.1 million). The revolving facility requires monthly interest payments, is for a five-year term maturing on July 25, 2028, and can be extended annually thereafter, subject to the mutual consent of the lender and the Trust. In the event the committed revolving credit facility is not extended, the drawn-down principal would be due on the maturity date of the credit agreement.

The credit facility contains three financial covenants as follows:

- **(i)** The Trust will maintain an overall Debt Service Coverage Ratio of at least 1.20, calculated on the most recent completed trailing four fiscal quarter basis. As at June 30, 2023, this ratio was 1.57 (December 31, 2022 – 1.54).
- **(ii)** The Trust will maintain a Debt Service Coverage Ratio, specific to the Security Portfolio of at least 1.15, calculated on the most recent completed trailing four fiscal quarter basis. As at June 30, 2023, this ratio was 2.15 (December 31, 2022 – 2.07).
- **(iii)** Total indebtedness of the Trust will not exceed 75% of the Gross Book Value of all assets for the two most recent quarters as defined in the credit agreement. As at June 30, 2023, this ratio was 44.3% (December 31, 2022 – 46.2%).

As at June 30, 2023 and December 31, 2022, the Trust was in compliance with all financial covenants.

(e) Market Risk

The Trust is exposed to market risk related to utilities as a result of fluctuations in the prices of natural gas and electricity. As outlined in NOTE 12, the Trust has commitments to certain utility contracts to reduce the risk of exposure to adverse changes in commodity prices.

NOTE 16: RELATED PARTY DISCLOSURES

IAS 24 – Related Party Disclosures requires entities to disclose in their financial statements information about transactions with related parties. Generally, two parties are related to each other if one party controls, or significantly influences, the other party. Balances and transactions between the Trust and its subsidiaries, which are related parties of the Trust, have been eliminated on consolidation and are not disclosed in this note disclosure.

The individuals considered key management personnel of the Trust as at June 30, 2023 have not changed since December 31, 2022.

There have been no material related party transactions since December 31, 2022.

NOTE 17: OTHER INFORMATION

(a) Supplemental Cash Flow Information

	Note	**3 Months Ended Jun. 30, 2023**	3 Months Ended Jun. 30, 2022	**6 Months Ended Jun. 30, 2023**	6 Months Ended Jun. 30, 2022
Net change in operating working capital					
Net change in inventories		**$ (269)**	$ (830)	**$ 170**	$ (338)
Net change in prepaid assets		**4,070**	(423)	**443**	(2,120)
Net change in trade and other receivables		**515**	853	**430**	1,965
Net change in segregated and refundable tenants' security deposits		**(30)**	153	**103**	406
Net change in trade and other payables		**2,629**	2,196	**(2,079)**	(3,774)
		$ 6,915	$ 1,949	**$ (933)**	$ (3,861)
Net change in investing working capital					
Net change in trade and other payables		**$ 1,773**	$ 4,420	**$ (311)**	$ (265)
Net change in financing working capital					
Net change in trade and other payables		**$ (341)**	$ (437)	**$ (361)**	$ (566)
Investment in capital assets					
Improvements to investment properties	3	**$ (28,383)**	$ (28,901)	**$ (48,016)**	$ (49,563)
Additions to property, plant and equipment		**(1,418)**	(962)	**(2,832)**	(2,173)
		$ (29,801)	$ (29,863)	**$ (50,848)**	$ (51,736)
Distributions paid					
Distributions declared		**$ (13,374)**	$ (12,391)	**$ (26,062)**	$ (24,203)
Distributions declared in prior period paid in current period		**(4,458)**	(4,140)	**(4,115)**	(3,848)
Distributions declared in current period paid in next period		**4,458**	4,121	**4,458**	4,121
		$ (13,374)	$ (12,410)	**$ (25,719)**	$ (23,930)

(b) The Trust declared regular distributions of $14.7 million for the three months ended June 30, 2023, which includes $13.4 million of distributions on the Trust Units and $1.3 million of distributions on the LP Class B Units, which under IFRS are considered financing costs (three months ended June 30, 2022 – $13.6 million, which includes $12.4 million of distributions on the Trust Units and $1.2 million of distributions on the LP Class B Units). For the six months ended June 30, 2023, the Trust declared regular distributions of $28.6 million, which includes $26.1 million of distributions on the Trust Units and $2.5 million of distributions on the LP Class B Units (six months ended June 30, 2022 – $26.6 million, which includes $24.2 million of distributions on the Trust Units and $2.4 million of distributions on the LP Class B Units).

NOTE 18: SEGMENTED INFORMATION

Boardwalk REIT specializes in multi-family residential housing and operates within one business segment in five provinces located wholly in Canada along with a corporate segment. Each provincial segment operates with a high degree of autonomy. Management monitors the operating results on a province-by-province basis. Segment performance is evaluated on a number of measures, including net profit. Financial information reported is on the same basis as used for internal evaluation and allocation of resources. Boardwalk REIT does not have any one major tenant or a significant group of tenants. Either expiring leases are renewed or new tenants are found.

Net debt, interest income and expenses, and income taxes are managed on a group basis. Transfer prices between locations are set on an arm's-length basis in a manner similar to transactions with third parties and are eliminated upon inter-company consolidation.

Corporate represents corporate functions, technology assets, activities incidental to operations, development of investment properties, and certain comparative data for divested assets.

Details of segmented information are as follows:

As at	June 30, 2023						
	Alberta	**British Columbia**	**Saskatchewan**	**Ontario**	**Quebec**	**Corporate**	**Total**
Assets	**$ 4,647,412**	**$ 129,652**	**$ 666,808**	**$ 770,061**	**$ 1,192,387**	**$ 196,135**	**$ 7,602,455**
Liabilities	**2,153,575**	**76,210**	**314,226**	**259,633**	**575,172**	**329,035**	**3,707,851**

As at	December 31, 2022						
	Alberta	British Columbia	Saskatchewan	Ontario	Quebec	Corporate	Total
Assets	$ 4,299,315	$ 55,317	$ 619,216	$ 738,642	$ 1,151,525	$ 203,260	$ 7,067,275
Liabilities	2,164,675	31,003	305,278	252,578	573,956	272,787	3,600,277

	Three Months Ended June 30, 2023						
	Alberta	British Columbia	Saskatchewan	Ontario	Quebec	Corporate	Total
Rental revenue (a)	$ 84,998	$ 1,395	$ 14,171	$ 11,262	$ 22,106	$ 219	$134,151
Rental expenses							
Operating expenses	15,992	80	2,572	1,951	4,020	1,703	26,318
Utilities	8,115	80	1,624	1,100	1,267	49	12,235
Property taxes	8,489	43	1,126	1,084	2,197	53	12,992
Total rental expenses	32,596	203	5,322	4,135	7,484	1,805	51,545
Net operating income (loss)	52,402	1,192	8,849	7,127	14,622	(1,586)	82,606
Financing costs (b)	16,594	585	2,128	1,836	4,832	966	26,941
Administration	690	3	117	21	127	9,096	10,054
Deferred unit-based compensation	-	-	-	-	-	1,242	1,242
Depreciation (c)	191	1	37	17	35	1,612	1,893
Profit (loss) before the undernoted	34,927	603	6,567	5,253	9,628	(14,502)	42,476
Loss from equity accounted investment	-	-	-	(309)	-	-	(309)
Fair value gains (losses)	129,074	15,817	19,584	19,455	38,976	(32,925)	189,981
Profit (loss) before income tax	164,001	16,420	26,151	24,399	48,604	(47,427)	232,148
Income tax recovery (d)	-	-	-	-	-	15	15
Profit (loss)	$164,001	$ 16,420	$ 26,151	$ 24,399	$ 48,604	$ (47,412)	$232,163
Other comprehensive income	-	-	-	-	-	-	-
Total comprehensive income (loss)	$164,001	$ 16,420	$ 26,151	$ 24,399	$ 48,604	$ (47,412)	$232,163
Additions to non-current assets (e)	$ 18,308	$ 60,313	$ 3,621	$ 2,349	$ 4,053	$ 5,024	$ 93,668

	Three Months Ended June 30, 2022						
	Alberta	British Columbia	Saskatchewan	Ontario	Quebec	Corporate	Total
Rental revenue (a)	$ 76,500	$ 670	$ 13,053	$ 10,663	$ 21,102	$ 298	$ 122,286
Rental expenses							
Operating expenses	15,987	61	2,199	1,787	3,823	1,331	25,188
Utilities	7,722	26	1,546	1,069	1,377	92	11,832
Property taxes	8,220	41	1,075	1,101	2,170	56	12,663
Total rental expenses	31,929	128	4,820	3,957	7,370	1,479	49,683
Net operating income (loss)	44,571	542	8,233	6,706	13,732	(1,181)	72,603
Financing costs (b)	14,082	169	2,052	1,692	4,360	1,130	23,485
Administration	712	-	160	61	151	7,192	8,276
Deferred unit-based compensation	-	-	-	-	-	952	952
Depreciation (c)	194	1	40	14	34	1,628	1,911
Profit (loss) before the undernoted	29,583	372	5,981	4,939	9,187	(12,083)	37,979
Fair value gains (losses)	29,580	1,143	(3,141)	8,928	351	76,788	113,649
Other income	-	-	-	-	-	834	834
Profit before income tax	59,163	1,515	2,840	13,867	9,538	65,539	152,462
Income tax recovery (d)	-	-	-	-	-	26	26
Profit	$ 59,163	$ 1,515	$ 2,840	$ 13,867	$ 9,538	$ 65,565	$ 152,488
Other comprehensive income	-	-	-	-	-	-	-
Total comprehensive income	$ 59,163	$ 1,515	$ 2,840	$ 13,867	$ 9,538	$ 65,565	$ 152,488
Additions to non-current assets (e)	$ 19,667	$ 42	$ 3,504	$ 2,443	$ 3,156	$ 15,211	$ 44,023

	Six Months Ended June 30, 2023						
	Alberta	British Columbia	Saskatchewan	Ontario	Quebec	Corporate	Total
Rental revenue (a)	$ 167,491	$ 2,084	$ 28,100	$ 22,451	$ 44,122	$ 434	$ 264,682
Rental expenses							
Operating expenses	31,730	150	5,049	3,916	7,619	3,321	51,785
Utilities	18,431	124	3,535	2,478	3,870	225	28,663
Property taxes	16,845	84	2,251	2,169	4,385	102	25,836
Total rental expenses	67,006	358	10,835	8,563	15,874	3,648	106,284
Net operating income (loss)	100,485	1,726	17,265	13,888	28,248	(3,214)	158,398
Financing costs (b)	32,861	910	4,210	3,520	9,647	1,782	52,930
Administration	1,426	5	231	53	227	17,959	19,901
Deferred unit-based compensation	-	-	-	-	-	1,817	1,817
Depreciation (c)	374	1	73	33	68	3,144	3,693
Profit (loss) before the undernoted	65,824	810	12,751	10,282	18,306	(27,916)	80,057
Loss from equity accounted investment	-	-	-	(624)	-	-	(624)
Fair value gains (losses)	316,550	14,141	41,876	27,790	33,607	(60,621)	373,343
Other income	-	-	-	-	-	818	818
Profit (loss) before income tax	382,374	14,951	54,627	37,448	51,913	(87,719)	453,594
Income tax expense (d)	-	-	-	-	-	(42)	(42)
Profit (loss)	$ 382,374	$ 14,951	$ 54,627	$ 37,448	$ 51,913	$ (87,761)	$ 453,552
Other comprehensive income	-	-	-	-	-	-	-
Total comprehensive income (loss)	$ 382,374	$ 14,951	$ 54,627	$ 37,448	$ 51,913	$ (87,761)	$ 453,552
Additions to non-current assets (e)	$ 31,993	$ 60,341	$ 5,823	$ 3,876	$ 6,373	$ 9,462	$ 117,868

	Six Months Ended June 30, 2022						
	Alberta	British Columbia	Saskatchewan	Ontario	Quebec	Corporate	Total
Rental revenue (a)	$ 150,258	$ 1,333	$ 25,920	$ 20,618	$ 41,837	$ 597	$ 240,563
Rental expenses							
Operating expenses	31,373	124	4,507	3,518	7,337	3,126	49,985
Utilities	17,848	57	3,302	2,291	4,158	224	27,880
Property taxes	16,382	82	2,138	2,125	4,339	114	25,180
Total rental expenses	65,603	263	9,947	7,934	15,834	3,464	103,045
Net operating income (loss)	84,655	1,070	15,973	12,684	26,003	(2,867)	137,518
Financing costs (b)	27,543	340	3,961	3,150	8,699	2,325	46,018
Administration	1,486	-	333	72	224	13,896	16,011
Deferred unit-based compensation	-	-	-	-	-	1,421	1,421
Depreciation (c)	385	1	79	25	68	3,179	3,737
Profit (loss) before the undernoted	55,241	729	11,600	9,437	17,012	(23,688)	70,331
Fair value gains	53,607	1,124	8,659	22,705	813	62,591	149,499
Other income	-	-	-	-	-	2,155	2,155
Profit before income tax	108,848	1,853	20,259	32,142	17,825	41,058	221,985
Income tax expense (d)	-	-	-	-	-	(69)	(69)
Profit	$ 108,848	$ 1,853	$ 20,259	$ 32,142	$ 17,825	$ 40,989	$ 221,916
Other comprehensive income	-	-	-	-	-	-	-
Total comprehensive income	$ 108,848	$ 1,853	$ 20,259	$ 32,142	$ 17,825	$ 40,989	$ 221,916
Additions to non-current assets (e)	$ 97,621	$ 61	$ 5,706	$ 59,050	$ 5,724	$ 17,111	$ 185,273

(a) Rental Revenue

	Three Months Ended June 30, 2023						
	Alberta	**British Columbia**	**Saskatchewan**	**Ontario**	**Quebec**	**Corporate**	**Total**
Lease revenue	**$ 81,256**	**$ 1,370**	**$ 13,586**	**$ 11,010**	**$ 21,130**	**$ 163**	**$128,515**
Parking revenue	**1,464**	**27**	**152**	**103**	**603**	**-**	**2,349**
Recoveries (cable, retirement) and revenue from telephone and cable providers	**949**	**2**	**279**	**33**	**53**	**(10)**	**1,306**
Revenue from coin laundry machines	**775**	**-**	**71**	**135**	**185**	**-**	**1,166**
Other (fees)	**554**	**(4)**	**83**	**(19)**	**135**	**66**	**815**
Total	**$ 84,998**	**$ 1,395**	**$ 14,171**	**$ 11,262**	**$ 22,106**	**$ 219**	**$134,151**

	Three Months Ended June 30, 2022						
	Alberta	British Columbia	Saskatchewan	Ontario	Quebec	Corporate	Total
Lease revenue	$ 73,020	$ 649	$ 12,391	$ 10,431	$ 20,022	$ 232	$ 116,745
Parking revenue	1,312	26	147	86	568	1	2,140
Recoveries (cable, retirement) and revenue from telephone and cable providers	888	1	346	28	222	31	1,516
Revenue from coin laundry machines	695	-	64	136	180	-	1,075
Other (fees)	585	(6)	105	(18)	110	34	810
Total	$ 76,500	$ 670	$ 13,053	$ 10,663	$ 21,102	$ 298	$ 122,286

	Six Months Ended June 30, 2023						
	Alberta	**British Columbia**	**Saskatchewan**	**Ontario**	**Quebec**	**Corporate**	**Total**
Lease revenue	**$160,087**	**$ 2,037**	**$ 26,927**	**$ 21,946**	**$ 42,030**	**$ 276**	**$253,303**
Parking revenue	**2,937**	**54**	**309**	**208**	**1,222**	**-**	**4,730**
Recoveries (cable, retirement) and revenue from telephone and cable providers	**1,856**	**4**	**541**	**61**	**262**	**36**	**2,760**
Revenue from coin laundry machines	**1,511**	**-**	**140**	**275**	**367**	**1**	**2,294**
Other (fees)	**1,100**	**(11)**	**183**	**(39)**	**241**	**121**	**1,595**
Total	**$167,491**	**$ 2,084**	**$ 28,100**	**$ 22,451**	**$ 44,122**	**$ 434**	**$264,682**

	Six Months Ended June 30, 2022						
	Alberta	British Columbia	Saskatchewan	Ontario	Quebec	Corporate	Total
Lease revenue	$ 143,396	$ 1,291	$ 24,770	$ 20,165	$ 39,894	$ 463	$ 229,979
Parking revenue	2,603	52	301	168	1,158	1	4,283
Recoveries (cable, retirement) and revenue from telephone and cable providers	1,763	2	510	53	222	62	2,612
Revenue from coin laundry machines	1,312	-	122	260	327	5	2,026
Other (fees)	1,184	(12)	217	(28)	236	66	1,663
Total	$ 150,258	$ 1,333	$ 25,920	$ 20,618	$ 41,837	$ 597	$ 240,563

(b) Financing Costs

	Three Months Ended June 30, 2022						
	Alberta	British Columbia	Saskatchewan	Ontario	Quebec	Corporate	Total
Interest on secured debt (mortgages payable)	$ 15,471	$ 580	$ 1,957	$ 1,678	$ 3,971	$ (2)	$ 23,655
Interest capitalized to properties under development	-	-	-	-	-	(372)	(372)
LP Class B Unit distributions	-	-	-	-	-	1,309	1,309
Other interest charges	(50)	(3)	(16)	13	(3)	525	466
Interest on lease liabilities	-	-	-	-	588	63	651
Interest income	(3)	-	-	-	-	(557)	(560)
Amortization of deferred financing costs	1,176	8	187	145	276	-	1,792
Total	$ 16,594	$ 585	$ 2,128	$ 1,836	$ 4,832	$ 966	$ 26,941

	Three Months Ended June 30, 2022						
	Alberta	British Columbia	Saskatchewan	Ontario	Quebec	Corporate	Total
Interest on secured debt (mortgages payable)	$ 12,954	$ 153	$ 1,882	$ 1,534	$ 3,490	$ -	$ 20,013
Interest capitalized to properties under development	-	-	-	-	-	(440)	(440)
LP Class B Unit distributions	-	-	-	-	-	1,208	1,208
Other interest charges	(42)	-	(14)	2	(2)	465	409
Interest on lease liabilities	-	-	-	-	601	32	633
Interest income	-	-	-	-	-	(135)	(135)
Amortization of deferred financing costs	1,170	16	184	156	271	-	1,797
Total	$ 14,082	$ 169	$ 2,052	$ 1,692	$ 4,360	$ 1,130	$ 23,485

	Six Months Ended June 30, 2023						
	Alberta	British Columbia	Saskatchewan	Ontario	Quebec	Corporate	Total
Interest on secured debt (mortgages payable)	$ 30,601	$ 897	$ 3,868	$ 3,189	$ 7,936	$ -	$ 46,491
Interest capitalized to properties under development	-	-	-	-	-	(722)	(722)
LP Class B Unit distributions	-	-	-	-	-	2,551	2,551
Other interest charges	(99)	(3)	(30)	27	(6)	1,027	916
Interest on lease liabilities	-	-	-	-	1,173	130	1,303
Interest income	(5)	-	-	-	-	(1,204)	(1,209)
Amortization of deferred financing costs	2,364	16	372	304	544	-	3,600
Total	$ 32,861	$ 910	$ 4,210	$ 3,520	$ 9,647	$ 1,782	$ 52,930

	Six Months Ended June 30, 2022						
	Alberta	British Columbia	Saskatchewan	Ontario	Quebec	Corporate	Total
Interest on secured debt (mortgages payable)	$ 25,292	$ 308	$ 3,628	$ 2,845	$ 6,961	$ -	$ 39,034
Interest capitalized to properties under development	-	-	-	-	-	(871)	(871)
LP Class B Unit distributions	-	-	-	-	-	2,357	2,357
Other interest charges	(50)	-	(25)	5	(6)	1,007	931
Interest on lease liabilities	-	-	-	-	1,198	71	1,269
Interest income	(1)	-	-	-	-	(240)	(241)
Amortization of deferred financing costs	2,302	32	358	300	546	1	3,539
Total	$ 27,543	$ 340	$ 3,961	$ 3,150	$ 8,699	$ 2,325	$ 46,018

(c) Depreciation

This represents depreciation on items carried at cost and primarily includes corporate assets, technology assets, site equipment and other assets. These figures exclude any impairment charges.

(d) Income Tax Recovery (Expense)

This relates to any current and deferred taxes.

(e) Additions to Non-Current Assets (Other Than Financial Instruments and Deferred Tax Assets)

This represents the total cost incurred during the period to acquire non-current assets (other than financial instruments and deferred tax assets), measured on an accrual basis.

NOTE 19: SUBSEQUENT EVENT

Subsequent to June 30, 2023, the Trust entered into a physical supply contract for natural gas with an estimated usage coverage of 23% for the Alberta portfolio covering the period from November 1, 2023 to October 31, 2026, with a cost of $3.83/GJ.

NOTE 20: APPROVAL OF CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

The condensed consolidated interim financial statements were approved by the Board of Trustees and authorized on August 9, 2023.

CORPORATE INFORMATION

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Toronto, Ontario

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Toronto, Ontario

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Toronto, Ontario

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Calgary, Alberta

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(2) Member of the Audit & Risk Management Committee
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