

# Transformational Acquisition of a Best-in-Class Necessity Retail Portfolio

April 16, 2026



## Forward-Looking Statements

Certain statements contained in this document constitute forward-looking information within the meaning of securities laws. Forward-looking information may relate to the future outlook of Choice Properties REIT (“Choice Properties” or the “Trust”) and anticipated events or results and may include statements regarding the financial position, business strategy, budgets, litigation, projected costs, capital expenditures, financial results, taxes, plans and objectives of or involving Choice Properties. Particularly, statements regarding the transaction, including the proposed timing, the ability to complete the transaction and the other matters related to the transaction contemplated by the arrangement agreement, including Choice Properties ability to satisfy the conditions to the consummation of the transaction, regulatory approval, and other closing conditions customary in transactions of this nature, are forward-looking statements. In some cases, forward-looking information can be identified by such terms such as “may”, “might”, “will”, “could”, “should”, “would”, “occur”, “expect”, “plan”, “anticipate”, “believe”, “intend”, “estimate”, “predict”, “potential”, “continue”, “likely”, “schedule”, “anticipate”, “foresee”, “goal”, “seek”, “strive”, “aspire”, “pledge”, “aim”, or the negative thereof or other similar expressions concerning matters that are not historical facts. Choice Properties has based these forward-looking statements on factors and assumptions about future events and financial trends that it believes may affect its financial conditions, results of operations, business strategy and financial needs, that inflation will remain relatively low, that interest rates will remain stable, that tax laws remain unchanged, that conditions within the real estate market, including competition for acquisitions, will be consistent with the current climate, that the Canadian capital markets will provide Choice Properties with access to equity and/or debt at reasonable rates when required, and that Loblaw will continue its involvement in Choice Properties and the timing and steps for advancing and completing the transaction. Forward-looking statements necessarily involve known and unknown risks and uncertainties, many of which are beyond the control of Choice Properties. These risks and uncertainties include, among other things, the factors and risks disclosed by Choice Properties in their publicly filed disclosure documents. The forward-looking statements made in this document relate only to events or information as of the date on which the statements are made in this document. Although the forward-looking statements contained in this document are based upon assumptions that management of Choice Properties believes are reasonable based on information currently available to management, there can be no assurance that actual results will be consistent with these forward-looking statements. Forward-looking statements necessarily involve known and unknown risks and uncertainties, many of which are beyond the Trust’s control, that may cause the Trust’s or the industry’s actual results, performance, achievements, prospects and opportunities in future periods to differ materially from those expressed or implied by such forward-looking statements. These risks and uncertainties include, among other things, the factors discussed under “Enterprise Risks and Risk Management” section of the Trust’s Report to Unitholders. Except as required by law, the Trust undertakes no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events. These forward-looking statements are made as of April 16, 2026 and Choice Properties REIT assumes no obligation to update or revise them to reflect new events or circumstances, except as required by law.

## Non-GAAP Financial Measures

Certain Non-GAAP financial measures and ratios are contained in this document. These terms, which include the Proportionate Share Basis of accounting as it relates to Equity Accounted Joint Ventures and Financial Real Estate Assets, Net Operating Income (“NOI”), Cash Basis, Funds from Operations (“FFO”), Adjusted Funds from Operations (“AFFO”), Net Asset Value (“NAV”), Adjusted Debt to EBITDAFV, and Adjusted Debt to Total Assets are defined in Section 15, “Non-GAAP Financial Measures” of the Choice Properties’ Management’s Discussion and Analysis (MD&A) for the year ended December 31, 2025 and are reconciled to the most comparable GAAP measures. Choice Properties’ audited consolidated financial statements and MD&A for the year ended December 31, 2025 are available on Choice Properties’ website at [www.choicereit.ca](http://www.choicereit.ca) and on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

# Today's Presenters



**Rael Diamond**  
President & CEO



**Erin Johnston**  
CFO

# Transaction Overview & Details

## Transaction Structure

- Choice Properties REIT ("Choice") and KingSett Capital ("KingSett") have entered into an arrangement agreement to privatize First Capital REIT ("FCR") pursuant to which:
  - Choice will acquire ~\$5.0B of FCR assets (the "Acquisition Portfolio"), including \$4.8B of income producing assets and \$0.2B of properties under development, totaling 101 properties and 8.0M SF
  - KingSett will acquire FCR's remaining assets and operating platform

## Transaction Financing

- Issuance of \$1.1B Choice units to FCR Unitholders and private placement issuance of \$0.6B Choice units to GWL, representing 106.7M of total new Choice units issued
  - Pro Forma FCR and GWL ownership of Choice will be 8% and 58%, respectively
- Assumption of all \$2.3B outstanding FCR unsecured bonds and ~\$0.4B of existing in-place mortgages, with the remaining financing expected to be funded via new Choice unsecured debentures
- Choice intends to upsize its corporate revolver to \$2.0B, increasing available liquidity by \$0.5B

## Capital Structure

- Post-transaction, Choice's net debt to adjusted EBITDA<sup>1</sup> is expected to be approximately 8.5x
- Choice will continue to emphasize a conservative approach to leverage and capital structure, targeting a net debt to adjusted EBITDA<sup>1</sup> of low-8x in the near-term, with a long-term target of 7.5x
- Morningstar DBRS has confirmed Choice's credit rating of BBB (high) with a positive outlook and expects FCR unsecured debentures to be upgraded to the same rating upon closing

## Timing & Approvals

- The Transaction is expected to close in the second half of 2026
- The Transaction will be subject to unitholder, lender, and regulatory approvals
- FCR expects to hold a special meeting to vote on the transaction in June 2026

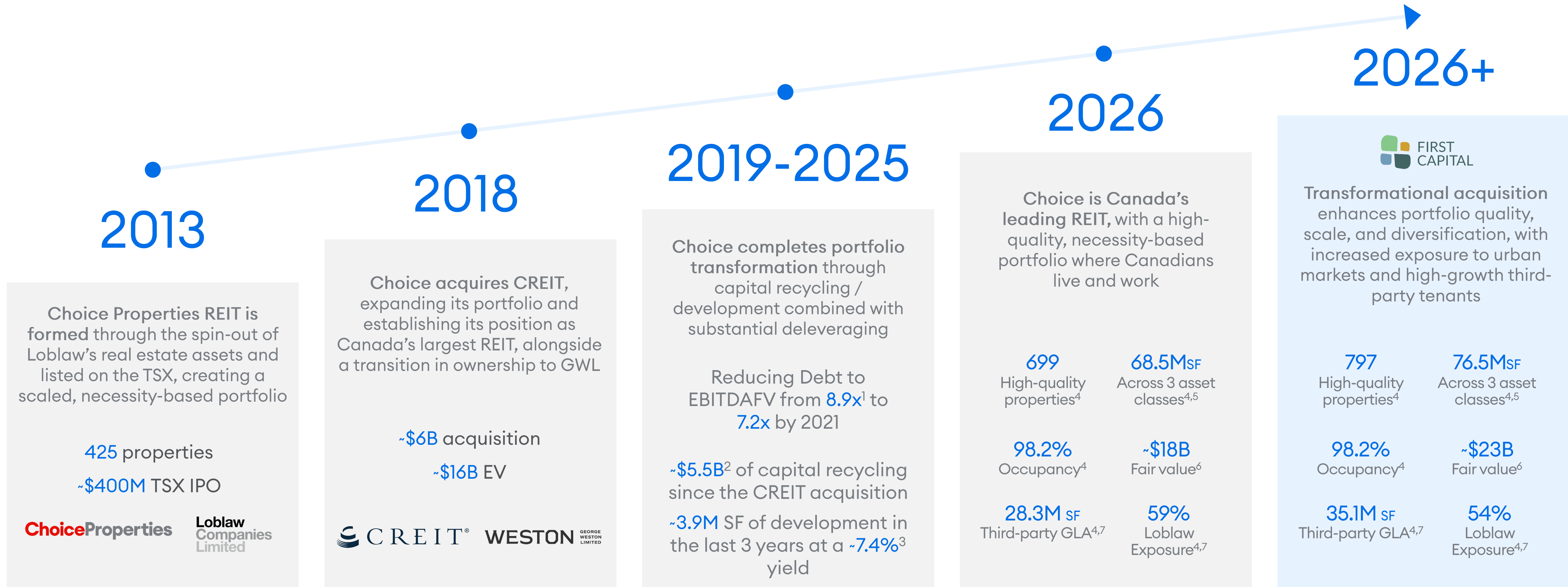


Olde Oakville Market Place, Oakville, ON

(1) Adjusted to include full year NOI impact of acquisitions, dispositions and development

# Creating & Solidifying Canada's Leading REIT

Choice has a long-term track record of growth through strategic acquisitions and development



(1) As of YE2018  
 (2) Transactions completed since the CREIT acquisition in May 2018  
 (3) Inclusive of industrial, retail, and mixed use / residential projects completed and transferred to IPP in 2023, 2024 and 2025  
 (4) Represents Income Producing Properties  
 (5) Based on GLA at share  
 (6) Fair value of investment properties is shown on a proportionate share basis  
 (7) Calculated based on entire Choice portfolio

# A Highly Compelling Transaction



Midland Lawrence Plaza, Toronto, ON

## Best-in-Class Acquisition Portfolio

- Unique opportunity to acquire a leading retail portfolio strategically located in core markets
  - MTV and VECTOM exposure of 83% and 92%<sup>1</sup>, respectively
  - Significant exposure to necessity-based tenants (83%<sup>2</sup>)
- Primarily comprised of open-air shopping centres located in high-density urban markets with some of the strongest demographics in Canada

## Complementary & Strategic Fit

- The Acquisition Portfolio is complementary to Choice's strategy and will help expand its retail footprint in core urban markets while diversifying tenant exposure to high-growth ancillary tenants
  - Pro forma MTV and VECTOM markets increasing from 29% and 47%, to 37% and 54%, respectively<sup>1</sup>
  - Pro forma average retail portfolio population density<sup>1</sup> (5KM) increasing from ~132K to ~154K

## Positioned for Long-term Growth

- Choice will maintain its strategic relationship with Loblaw, while increasing retail portfolio exposure to higher-growth third-party tenants by ~50% (based on GLA), enhancing its ability to outperform across market cycles
- The Acquisition Portfolio is expected to deliver ~3.5% annual growth in the near-term, which will be accretive to Choice's same asset retail NOI growth

## Solidifying Choice as Canada's Leading REIT

- Transaction provides incremental scale to Choice's integrated platform enabling greater service and opportunities for tenants and partners
- With greater scale, liquidity, and increase to public float, Choice will strengthen its capital markets profile
- Choice remains committed to an industry-leading balance sheet and delivering on its financial framework, including stable and growing cash flows and increases in distributions over time

(1) Metrics based on GLA at share

(2) Metrics based on GLA at share; Necessity tenant categories includes Banks and Credit Unions, Daycare and Learning Centers, Grocery Stores, Liquor Stores, Medical, Professional & Personal, Other Necessity-Based Retailers, Pharmacies and QSR, Chain & Cafes

# Acquisition Portfolio Overview

The Acquisition Portfolio comprises FCR's best-in-class assets, solidifying Choice Properties' position as Canada's leading REIT

Portfolio includes some of the highest-quality urban neighbourhood centres in core Canadian markets with greater exposure to high-growth third-party retail tenants

Transaction reinforces Choice's necessity-based platform, delivering stability and enhancing long-term growth

## Financial Metrics

~\$235M  
Est. 2027 NOI

~3.5%  
Near-term NOI Growth

## Portfolio Metrics

8.0M<sub>SF</sub>  
GLA<sup>1</sup>

4.3 Years  
WALT<sup>1</sup>

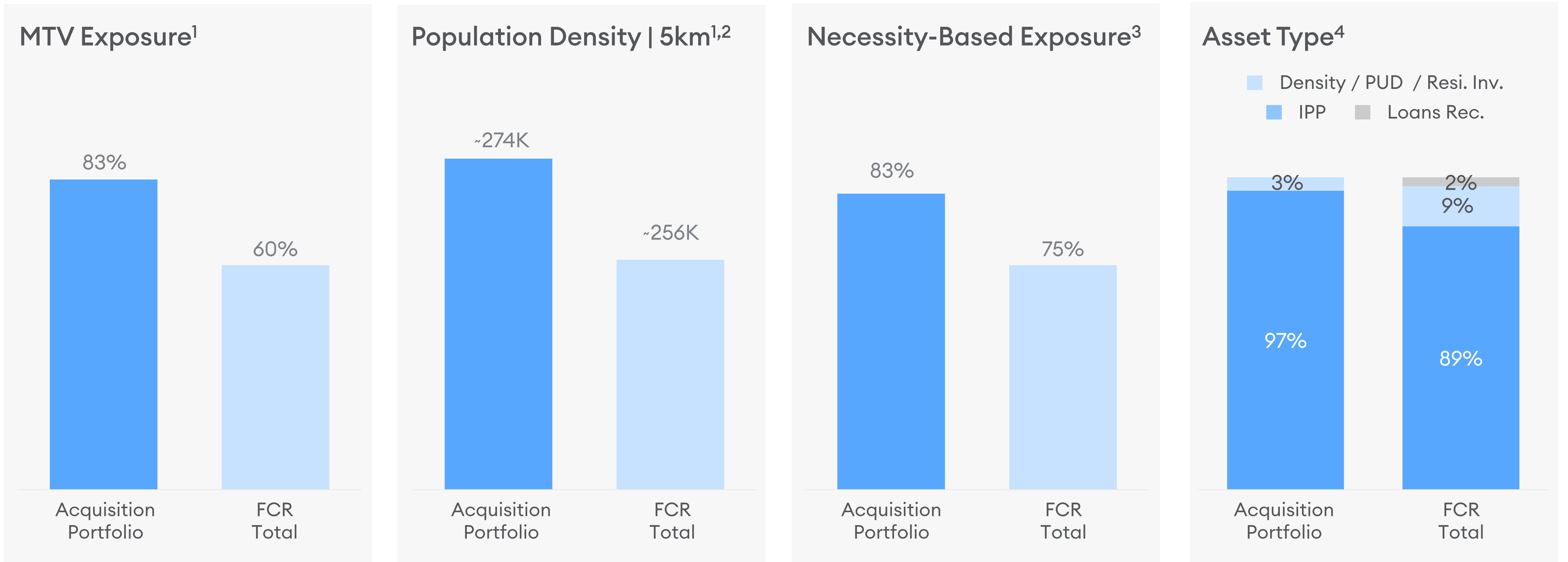
98.2%  
Occupancy

274K  
Population Density<sup>1,2</sup>



# Acquiring Best-in-Class Assets

The Acquisition Portfolio represents FCR's best neighbourhood centres in key urban markets



(1) Metrics based on GLA at share  
 (2) FCR reports 5KM population density of ~254K for Core Properties as at Q4 2025  
 (3) Metrics based on GLA at share; Necessity tenant categories includes Banks and Credit Unions, Daycare and Learning Centers, Grocery Stores, Liquor Stores, Medical, Professional & Personal, Other Necessity-Based Retailers, Pharmacies and QSR, Chain & Cafes; FCR reports tenant categories using % of Average Monthly Rent and necessity-exposure totals ~80% using the same tenant categories previously listed  
 (4) Allocations based on IFRS values

# World Class Retail Neighbourhood Centres

The Acquisition Portfolio includes some of the highest quality urban neighbourhood centres in Canada

Leaside Village Toronto, ON



**199K<sub>SF</sub>**  
GLA  
**99%**  
Occupancy  
**536K**  
Pop. Density  
(5KM)

Carré Lucerne Montreal, QC



**118K<sub>SF</sub>**  
GLA  
**100%**  
Occupancy  
**479K**  
Pop. Density  
(5KM)

Pemberton Plaza Vancouver, BC



**100K<sub>SF</sub>**  
GLA  
**100%**  
Occupancy  
**222K**  
Pop. Density  
(5KM)

York Mills Gardens Toronto, ON

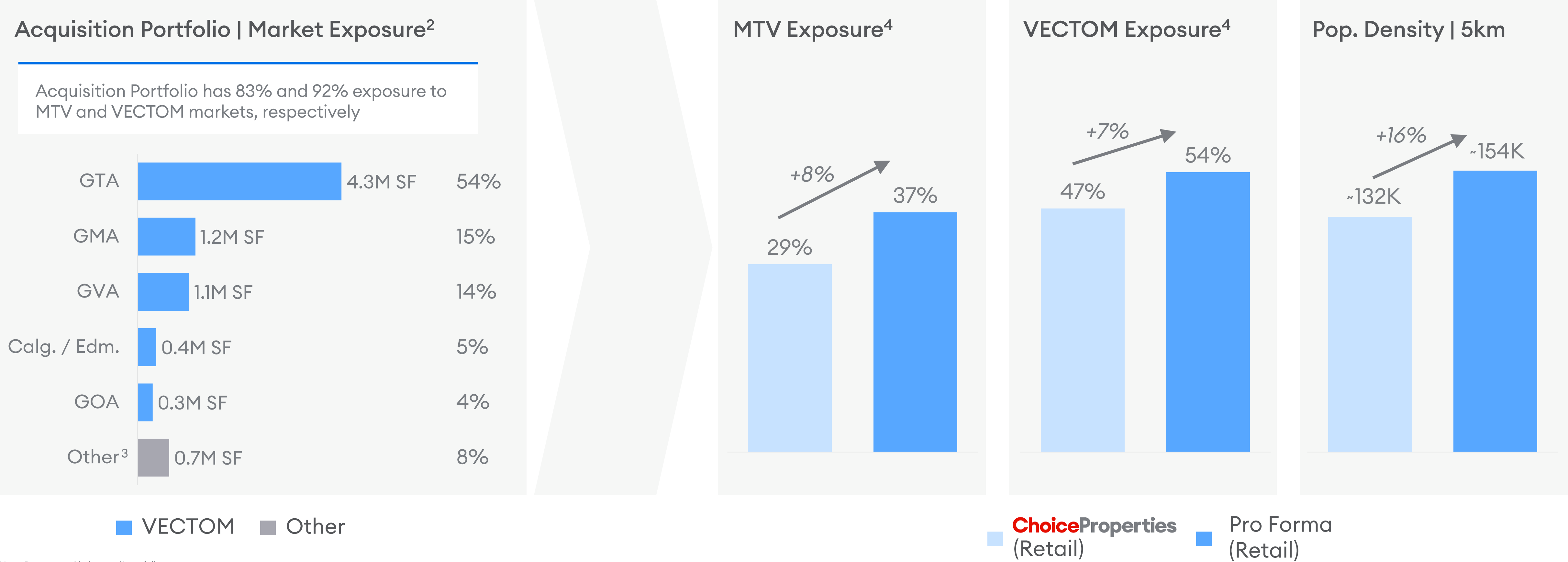


**115K<sub>SF</sub>**  
GLA  
**100%**  
Occupancy  
**375K**  
Pop. Density  
(5KM)

# Meaningful Presence in Key Urban Markets

The transaction strengthens Choice’s retail exposure in core urban markets across Canada

## Retail Key Market Exposure<sup>1</sup>

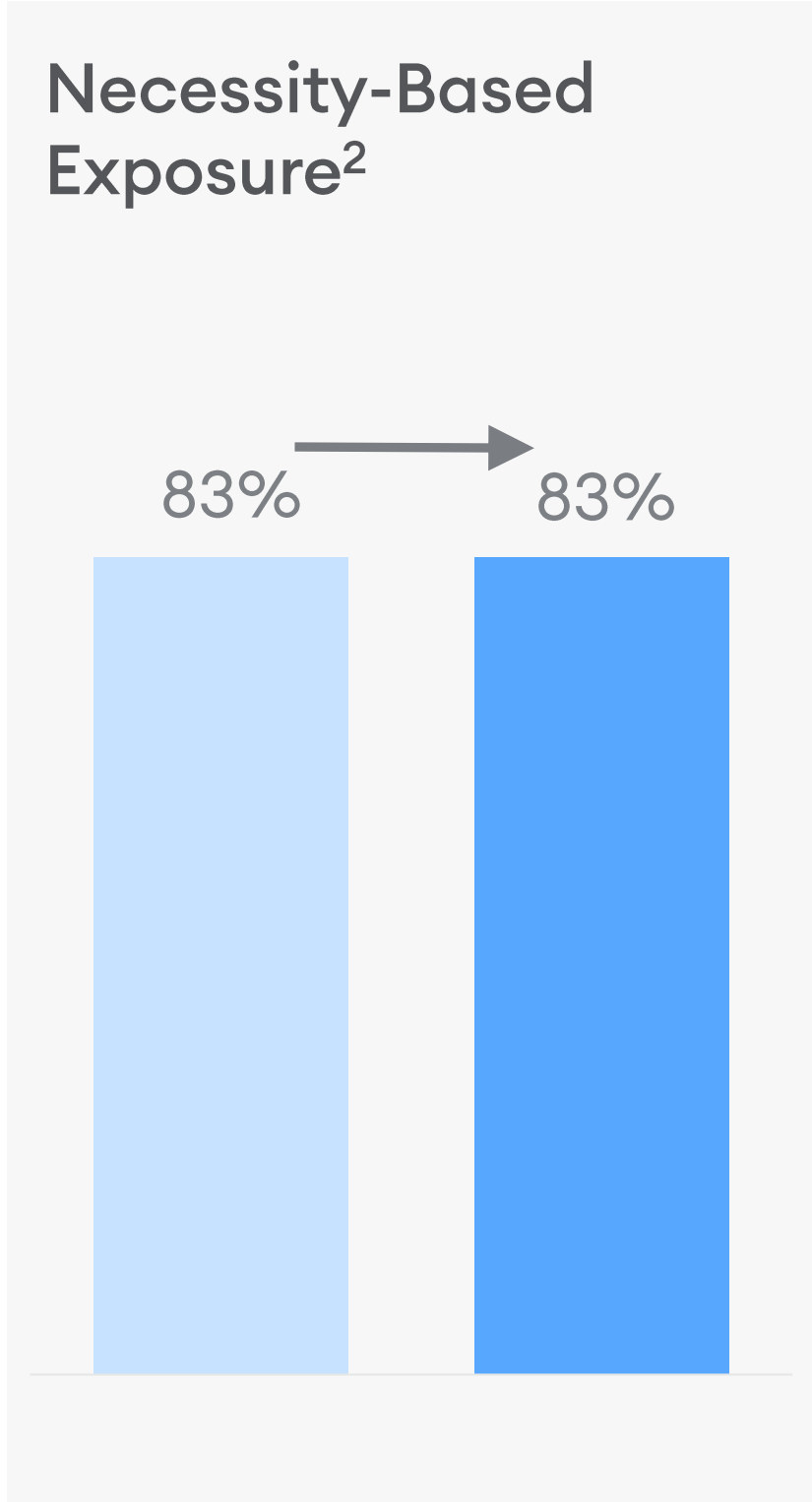
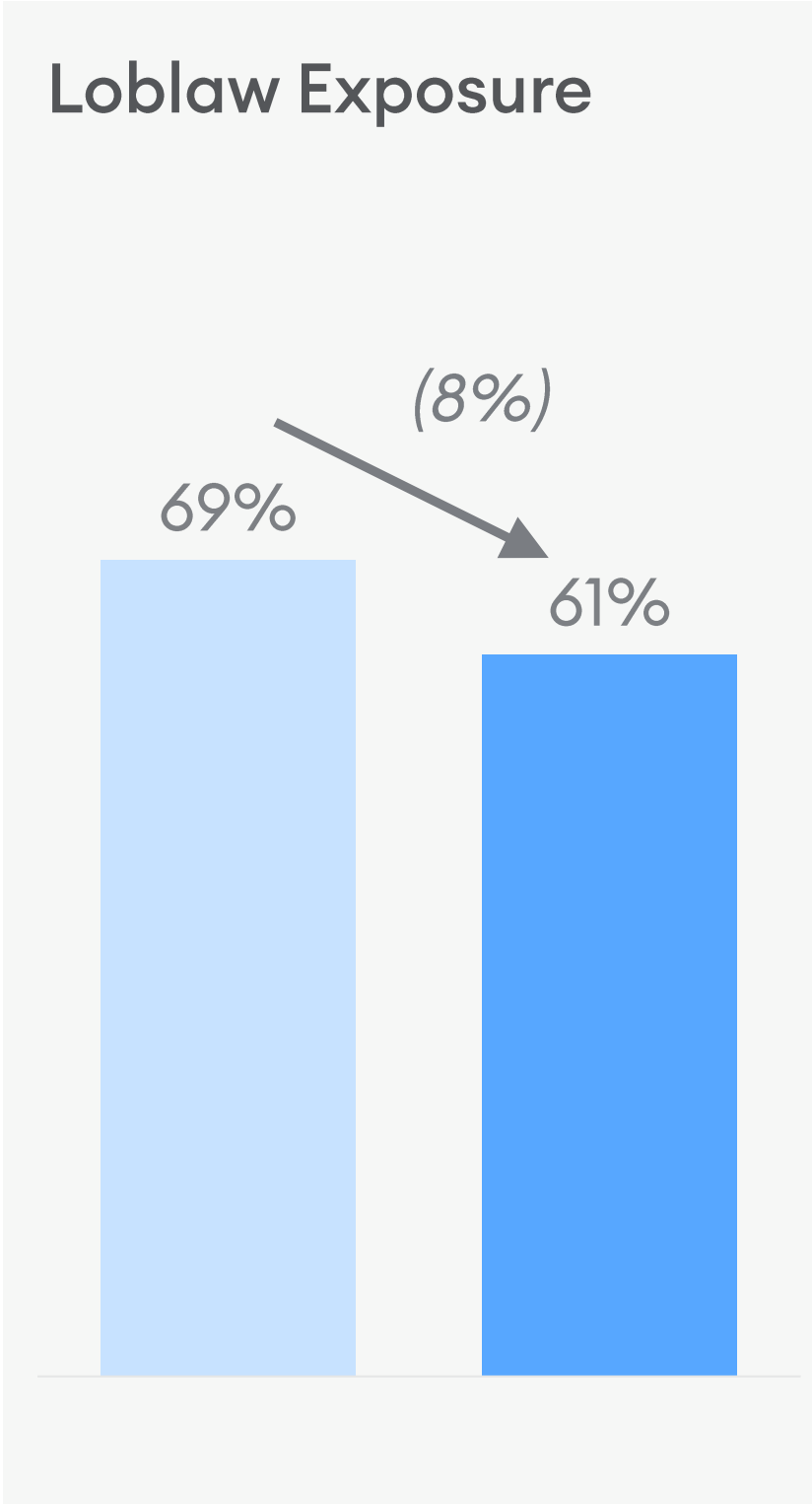
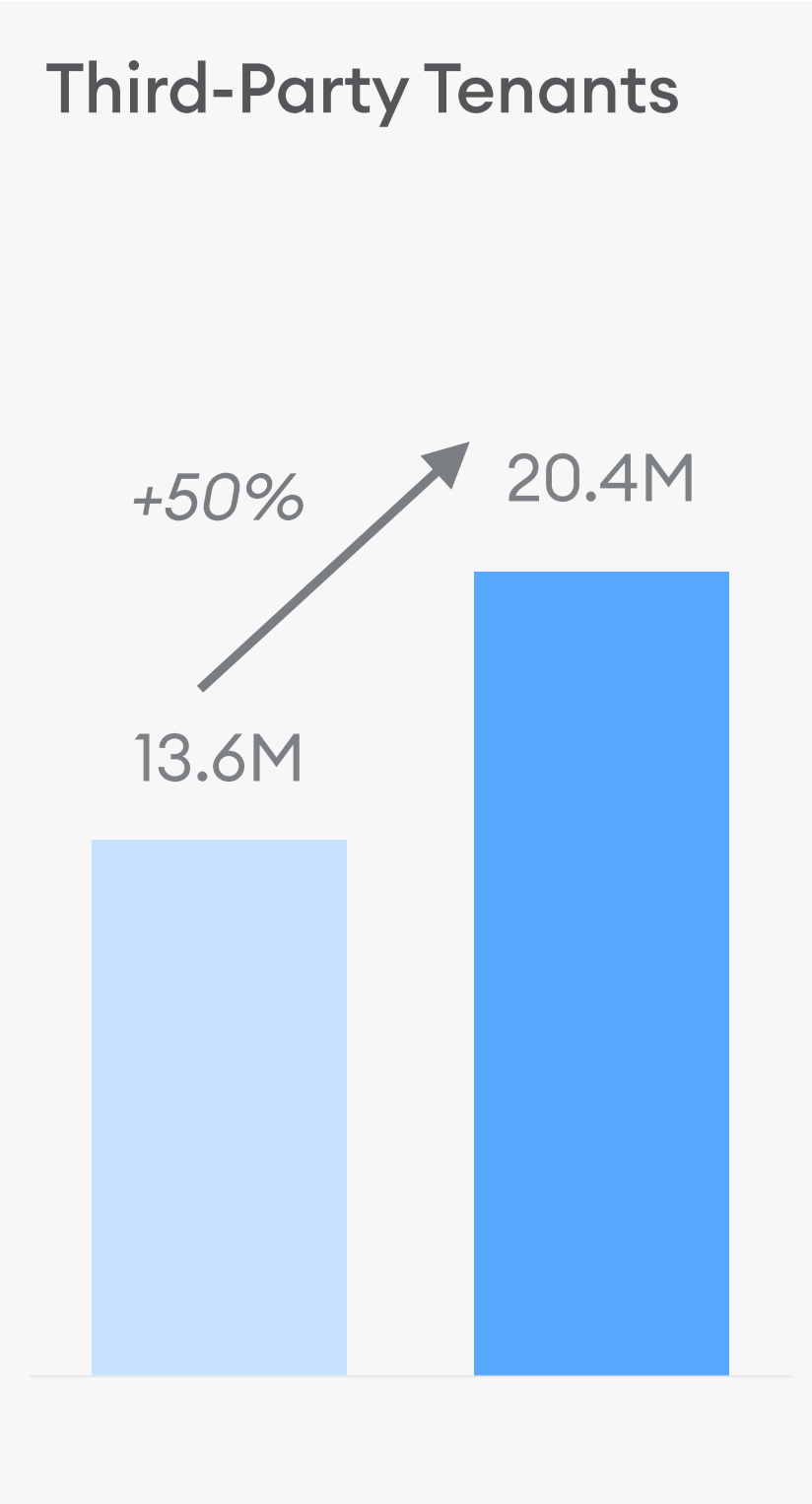
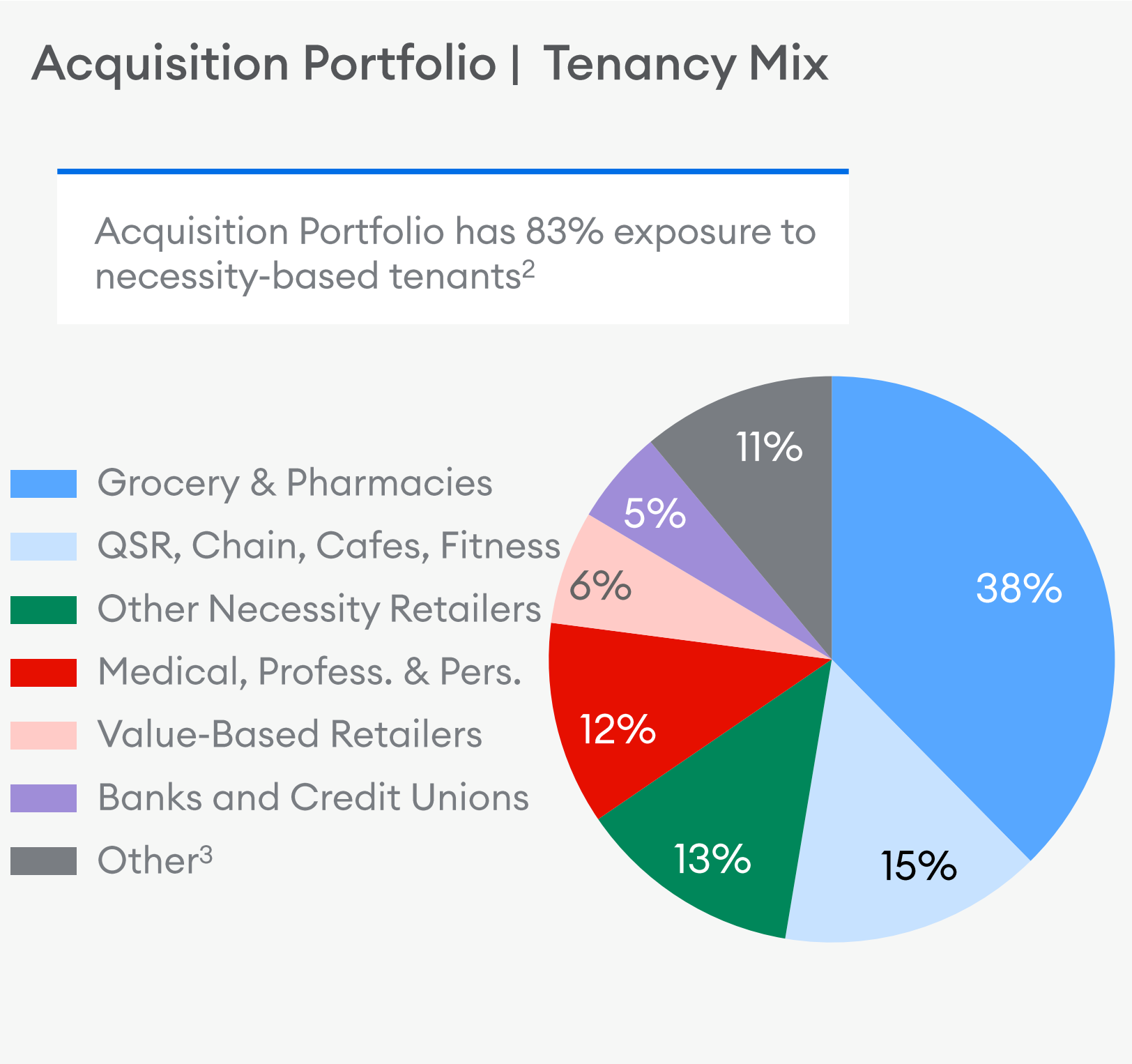


Note: Represents Choice retail portfolio  
 (1) Metrics based on GLA at share  
 (2) GTA = Greater Toronto Area, GMA = Greater Montréal Area, GVA = Greater Vancouver Area, Calg./Edm. = Calgary & Edmonton, GOA = Greater Ottawa Area  
 (3) Includes London, Hamilton, and Waterloo  
 (4) MTV = Montréal, Vancouver, Toronto; VECTOM = Vancouver, Edmonton, Calgary, Toronto, Ottawa, Montréal

# Diversified Tenant Mix

The transaction meaningfully increases Choice’s retail exposure to high-growth third-party tenants

## Retail Tenant Type Exposure<sup>1</sup>



Choice Properties (Retail) Pro Forma (Retail)

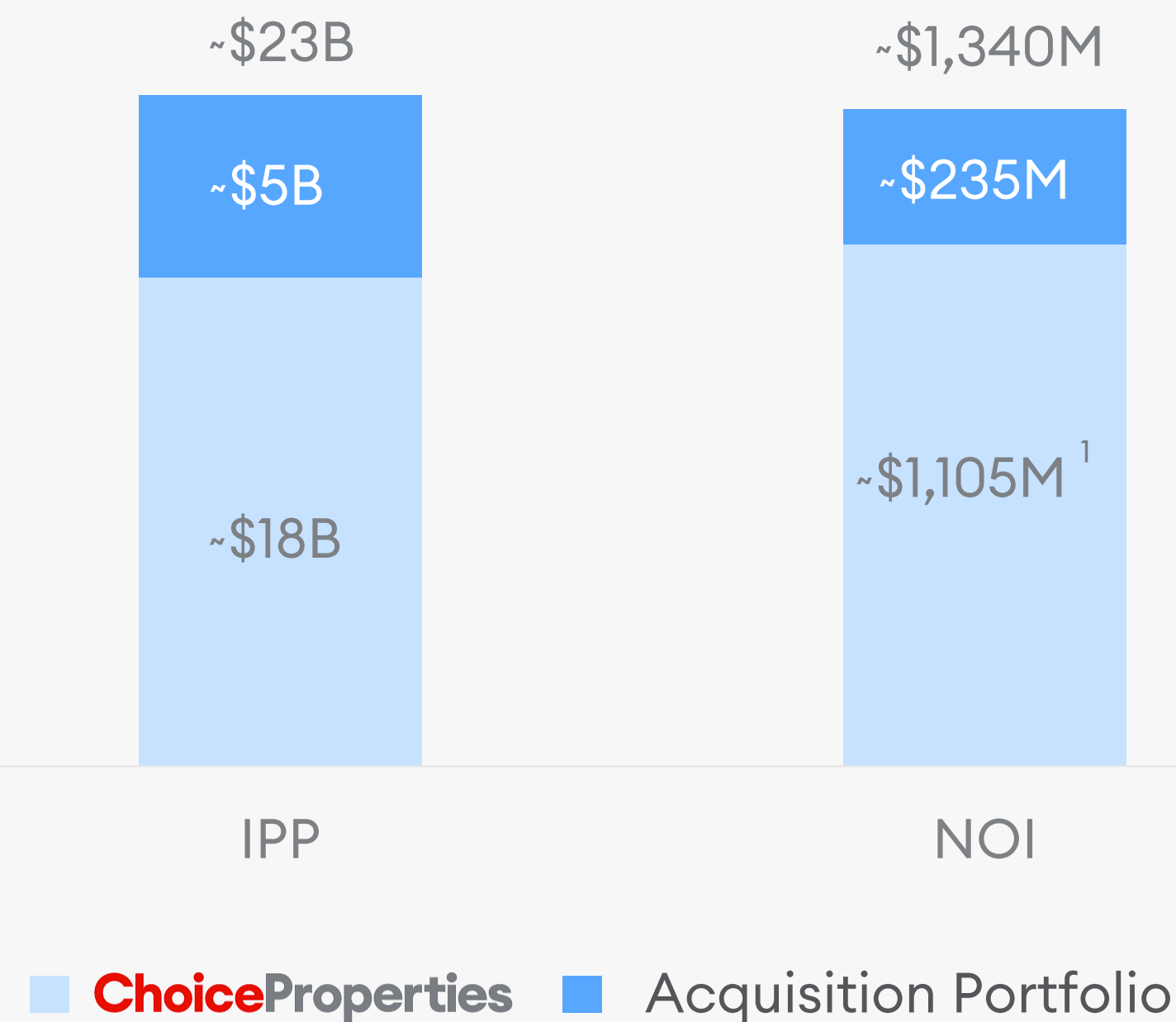
Note: Represents Choice retail portfolio  
 (1) Metrics based on GLA at share  
 (2) Metrics based on GLA at share; Necessity tenant categories includes Banks and Credit Unions, Daycare and Learning Centers, Grocery Stores, Liquor Stores, Medical, Professional & Personal, Other Necessity-Based Retailers, Pharmacies and QSR, Chain & Cafes  
 (3) Includes Daycare and Learning Centers, Liquor Stores, Other Restaurants and Other Tenants categories

# Financial Highlights & Overview

The transaction will add significant scale to Choice's business and capital structure

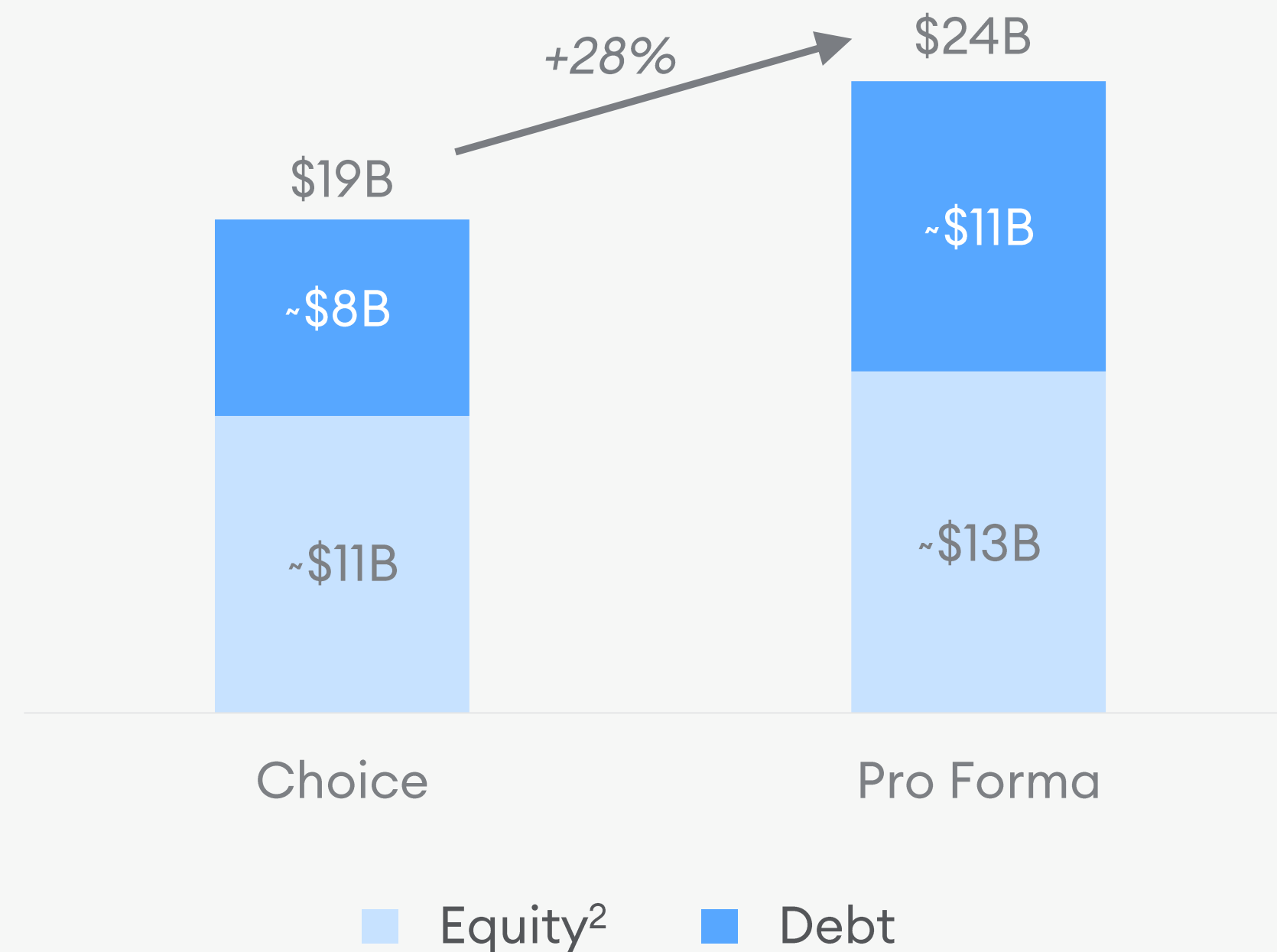
## Pro Forma Combined Portfolio

The transaction significantly enhances our scale and positions us to accelerate growth of the retail business



## Pro Forma Capital Structure

Choice is maintaining its strong capital structure and industry-leading balance sheet post-transaction



~830M

Pro forma total Choice Units<sup>2</sup>

~\$80M

Aggregate contribution to Choice FFO

~\$0.04

Initial reduction to Choice FFO per unit

~3.5%

Near-term NOI growth from Acquisition Portfolio

(1) Represents -3% growth on total 2025 cash NOI (\$1,073M)  
 (2) Includes Choice's Exchangeable Units and represents Choice market capitalization priced at \$16.19 on April 15<sup>th</sup>, 2026

# Continued Balance Sheet Strength

Choice's industry-leading balance sheet facilitated the pursuit of this transformative portfolio acquisition

## Balance sheet stability

**10 year**

Balanced Debt Ladder

## Low near-term renewal risk

**6.1 years**

WATM

(pro forma at close)

## Enhanced liquidity

**\$2.0B**

Corporate Revolver

(intended upside)

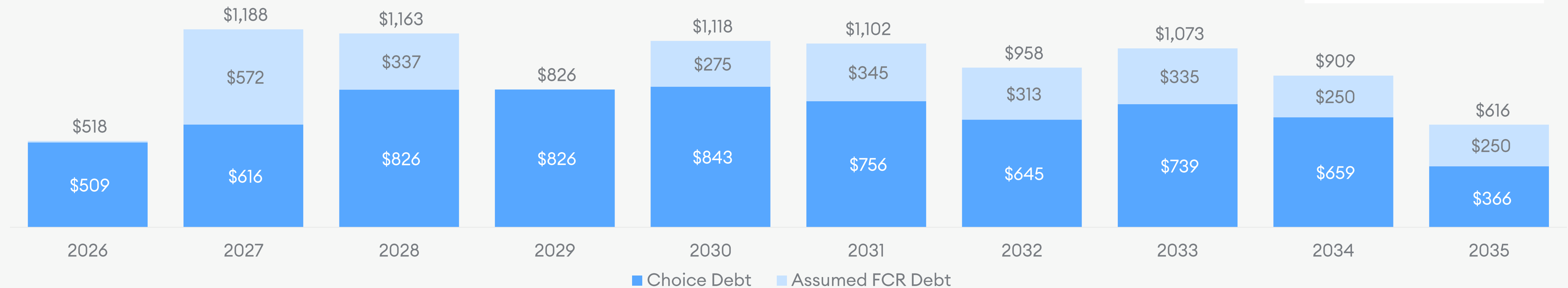
## Investment-grade credit profile

**BBB (High)** *Positive Outlook*

DBRS Rating

(pro forma)

## Balanced Debt Maturity Profile<sup>1</sup>



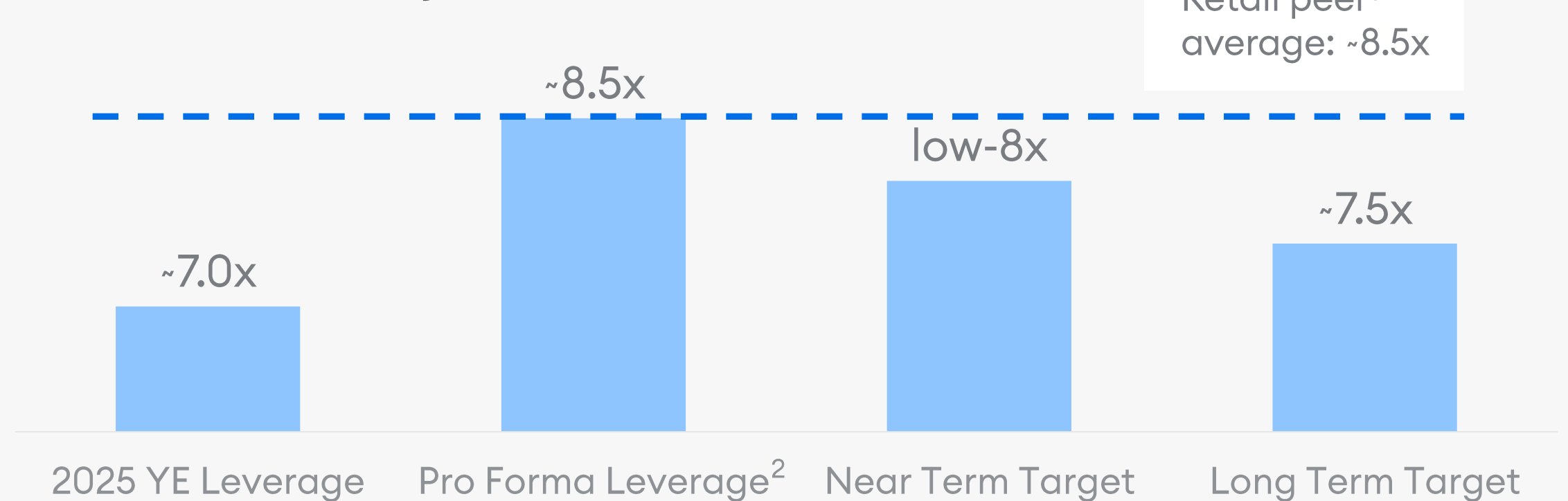
(1) Reflects senior unsecured debentures and fixed-rate secured debt  
 (2) Pro forma weighted average effective interest rate at closing reflective of FCR unsecured debentures priced at prevailing market rates

# Clear Path to Deleveraging

Choice will maintain a conservative approach to leverage and a disciplined capital structure

- Net debt to adjusted EBITDA<sup>1</sup> expected to decline to low-8x in the near-term via:
  - I. Strong forecast EBITDA growth generated from the combined portfolio; and
  - II. Disciplined capital management, balanced asset recycling, and near-term development spend of ~\$200M-\$250M annually consistent with recent levels
- Proven track record of deleveraging following transformational acquisitions
  - Debt to EBITDA was ~8.9x post-CREIT acquisition in 2018, and Choice successfully reduced leverage to ~7.2x by 2021

## Net Debt to Adjusted EBITDA<sup>1</sup>



(1) Adjusted to include full year NOI impact of acquisitions, dispositions and development  
 (2) Represents pro forma 2026E net debt / EBITDA adjusted for annualization of the transaction  
 (3) Per TD Research; remaining retail peers include, CT REIT, SmartCentres, RioCan, Crombie

# Enhanced Capital Markets Profile

An expanded public float will enhance trading liquidity and capital markets visibility

Reiterates market leadership

**#1**  
 Canadian REIT  
*by market capitalization (pro forma)*

Diversifies investor base

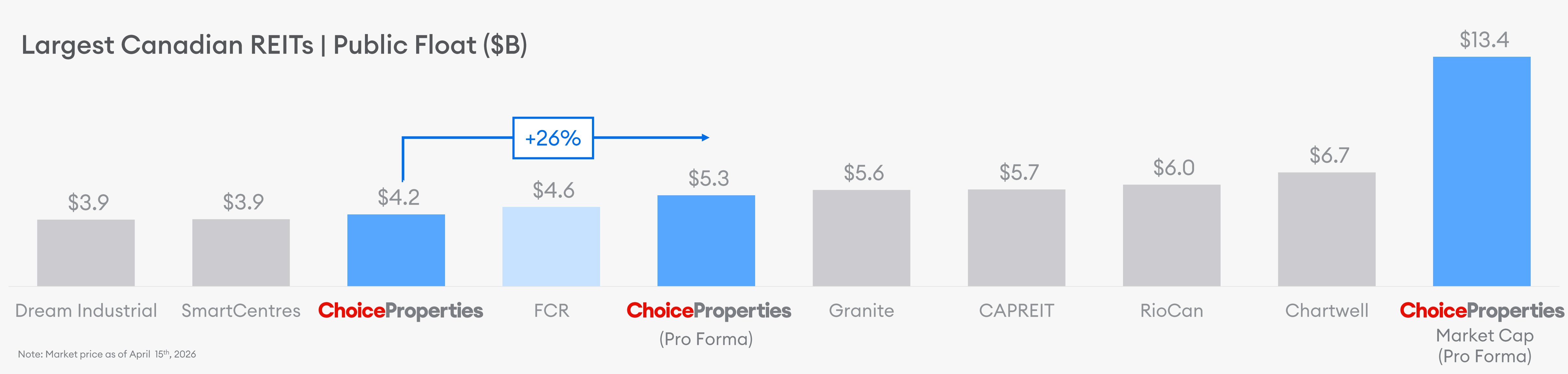
**+\$1.1B**  
 Equity Issued  
*to FCR unitholders*

Increases trading liquidity

**~26%**  
 Public Float Increase  
*(pro forma)*

Supports transaction execution

**\$600M**  
 Private Placement  
*by GWL (Choice's largest shareholder)*



# Consistent Track Record of Performance

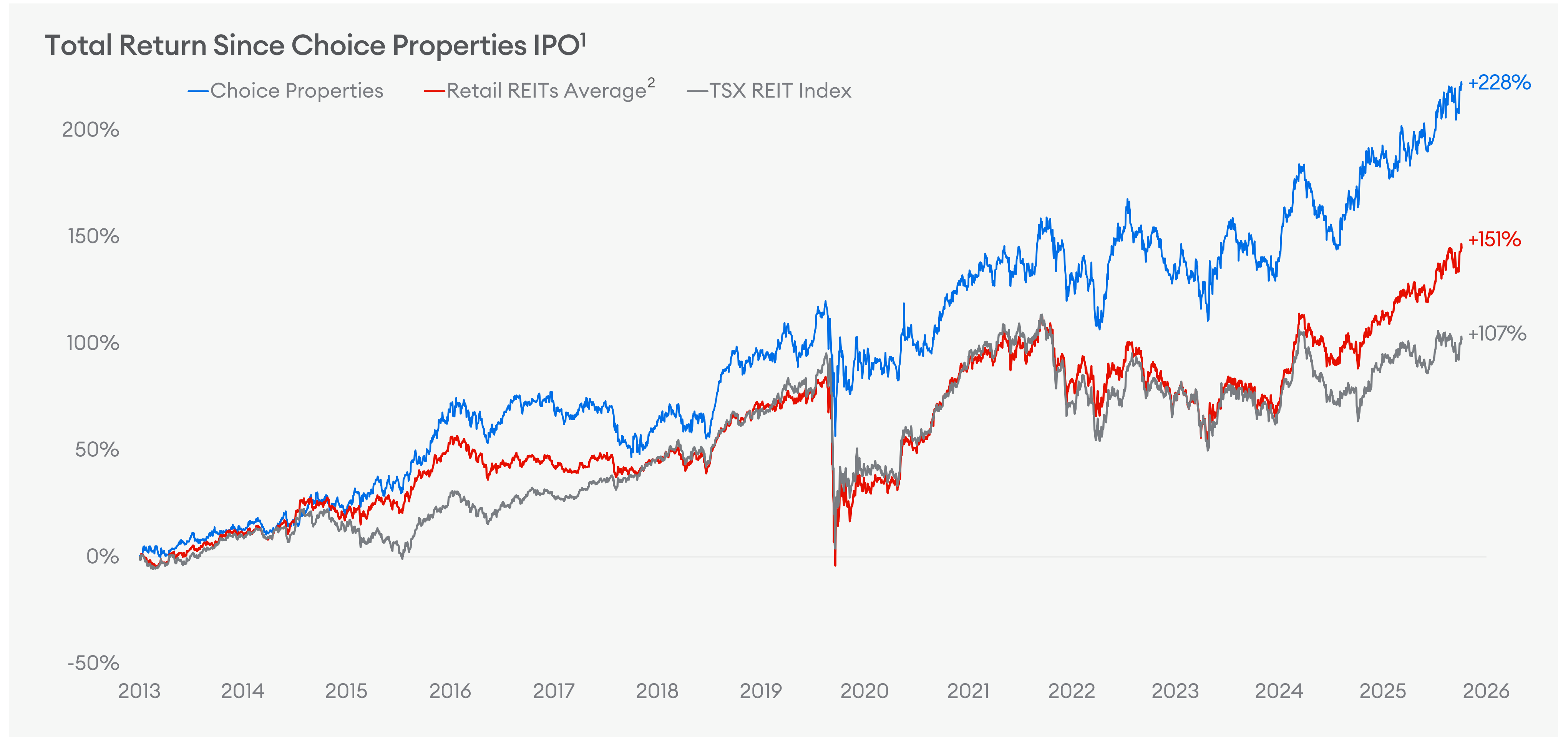
Choice has delivered consistent outperformance across cycles

9.7%

Annualized return since 2013 IPO

10.1%

Annualized return since 2018 CREIT acquisition



(1) Source: Bloomberg and FactSet per April 15<sup>th</sup>, 2026

(2) Peers include Crombie, CT REIT, FCR, RioCan, and SmartCentres

# Long-term Value Creation Opportunity

This transaction solidifies Choice as Canada's leading REIT



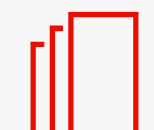
Enhances Choice's portfolio with best-in-class retail assets in urban locations and increases diversification with third-party tenants



Adds incremental open-air shopping centres in high-density urban markets with the strongest demographics in Canada



Complementary to Choice's integrated commercial real estate platform, enabling greater service and opportunities for tenants and partners



Strengthens capital markets profile with greater scale and improved trading liquidity



Solidifies Choice as the leading real estate owner and operator in Canada



Choice expects to continue to deliver on its financial framework following a long-term track record of outperformance

# Appendix



# Consolidated Key Metrics

## Choice Transaction Metrics

Purchase price: **\$5.0B**<sup>1</sup>

**\$1.1B** equity issued to FCR unitholders

**\$0.6B** private placement to GWL

**106,671,773** of new units issued

**\$2.3B** unsecured bonds assumed

**\$0.4B** mortgages assumed

Remaining satisfied with new debt

~**\$235M** estimated 2027 NOI

~**3.5%** near-term growth

~**\$10M** of incremental Gross G&A

~**\$5M** of incremental Net G&A

Note: Market price as of April 15<sup>th</sup>, 2026

(1) Acquisition value is net of approximately \$0.2B of transaction costs

(2) Fully-diluted units outstanding

(3) Total properties including Development Assets is 101

(4) Includes IPP assets

(5) Metrics based on GLA at share

## Choice Pro Forma Metrics

## Retail Portfolio

## Total Business

	Choice Properties	Acquisition Portfolio	Pro Forma	Choice Properties	Pro Forma
Total Equity Value <sup>2</sup>	-	\$2B	-	\$11B	\$13B
Total Enterprise Value <sup>2</sup>	-	\$5B	-	\$19B	\$24B
Income Producing Properties	563	98 <sup>3</sup>	661	699	797
GLA (SF M) <sup>4,5</sup>	44.6	8.0	52.6	68.5	76.5
Occupancy	98.0%	98.2%	98.0%	98.2%	98.2%
VECTOM Exposure <sup>5</sup>	47%	92%	54%	62%	65%
Third-Party GLA <sup>5</sup>	13.6	6.8	20.4	28.3	35.1
Loblaw Exposure <sup>5</sup>	69%	15%	61%	59%	54%
Necessity-based tenants <sup>5</sup>	83%	83%	83%	-	-
MTV Exposure <sup>5</sup>	29%	83%	37%	-	-
Population Density (5km)	132K	274K	154K	-	-

# Acquisition Portfolio Property List (1/2)

## Greater Toronto Area 4.3M SF, 49 Properties

	Property
	Liberty Village
	1 Shops at King Liberty
	2 Barrymore Building
	3 85 Hanna
	4 DNA3
	5 51 Hanna Ave - Boiler Room
	6 775 King Street West
	7 DNA Retail
Toronto	8 Fuzion Retail
	9 Atlantic & Jefferson Retail
	10 43 Hanna Ave (Balzac's)
	11 150 East Liberty
	12 King High Line
	13 Leaside Village
	14 York Mills Gardens
	15 Morningside Crossing
	16 Humbertown Shopping Centre

	Property
	17 Dufferin Corners
	18 Victoria Terrace
	19 Cliffcrest Plaza
	20 Midland Lawrence Plaza
	21 Rona (Stockyards)
	22 861 York Mills Road
Toronto	23 Kingston Square
	24 Kingston Square West
	25 897-901 Eglinton Ave West
	26 Danforth Sobeys
	27 180 Laird
	28 4411 Kingston Road
	29 Meadowvale Town Centre
Mississauga	30 Credit Valley Town Plaza
	31 Tomken Plaza
	32 Olde Oakville Market Place
	33 Shoppes on Dundas
Oakville	34 Maple Grove Village
	35 Shops of Oakville South

	Property
	36 Appleby Village
	37 Appleby Square
Burlington	38 Burlingwood Shopping Centre
	39 Appleby South
	40 Beacon Hill Plaza
Vaughan	41 Rutherford Marketplace
	42 Westney Heights Plaza
Ajax	43 Harwood Plaza
	44 Brampton Corners
	45 Brooklin Towne Centre
	46 Thickson Place
	47 Steeple Hill Shopping Centre
Pickering	48 Amberlea Shopping Centre
	49 Derry Heights Plaza
Milton	

# Acquisition Portfolio Property List (2/2)

## Greater Montreal Area 1.2M SF; 18 Properties

Property	
50	Centre commercial Maisonneuve
51	Carre Lucerne
52	Centre Commercial Wilderton
53	Le Campanile & Place du Commerce
54	Place Fleury
55	Centre commercial Van Horne
56	Centre Commercial Cote St Luc
57	Carrefour St. Hubert
58	Place Michelet
59	Marche du Vieux Longueuil
60	Centre Commercial Beaconsfield
61	Promenades du Parc
62	Place Provencher
63	1000 Wellington Street
64	Place Kirkland
65	Plaza Actuel
66	Plaza Beaconsfield
67	Pharmaprix St-Denis

## Greater Ottawa Area 0.3M SF; 3 Properties

Property	
68	College Square
69	Strandherd Crossing
70	Eagleson Place

## Greater Vancouver Area 1.1M SF; 13 Properties

Property	
71	Scott 72 Shopping Centre
72	Peninsula Village Shopping Centre
73	Langley Crossing Shopping Centre
74	Pemberton Plaza
75	Harbour Front Centre
76	False Creek Village
77	Tuscany Village Shopping Centre
78	Terra Nova Village
79	Time Marketplace
80	Broadmoor Shopping Centre
81	The Olive
82	Staples Lougheed
83	Harbour Plaza

## Greater Edmonton / Calgary 0.4M SF; 5 Properties

Property	
84	The Brewery District
85	Tuscany Market
86	Old Strathcona Shopping Centre
87	Lakeview Plaza
88	Meadowbrook Centre

## Other Ontario 0.7M SF; 10 Properties

Property	
89	Bridgeport Plaza
90	Waterloo Shoppers
91	Laurelwood Shopping Centre
92	Wellington Corners
93	Sunningdale Village
94	Byron Village
95	Hyde Park Plaza
96	Adelaide Shoppers
97	Stoneybrook Plaza
98	Queenston Place

## Development Assets 3 Properties / Sites

Property	
99	Christie Cookie
100	Bridgeland Shoppers
101	375 Didsbury

**Thank You**

