

## MANAGEMENT'S DISCUSSION & ANALYSIS

### THE DELMA GROUP INC.

*This management discussion and analysis ("MD&A") is dated as of November 29, 2018 and should be read in conjunction with the unaudited interim condensed consolidated financial statements of the Company for the nine months ended September 30, 2018 ("Financial Statements"). The Financial Statements are prepared in accordance with International Financial Reporting Standards ("IFRS"). Unless expressly stated otherwise, all financial information is presented in Canadian dollars. The interim condensed consolidated financial statements for the quarter ended September 30, 2018 have not been reviewed by the independent auditors of the Company.*

#### Forward-Looking Statements

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All statements, other than statements of historical fact, in this MD&A are forward-looking statements. These statements represent the Company's intentions, plans, expectations and beliefs as of the date hereof, and are subject to risks, uncertainties and other factors of which many are beyond the control of the Company. These factors could cause actual results to differ materially from such forward-looking statements. Readers should not place undue reliance on these forward-looking statements. The Company undertakes no obligation to publicly revise these forward-looking statements to reflect subsequent events or circumstances.

#### Overview and Description of Business

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Genesis Income Properties Inc. (Genesis) was incorporated on April 7, 2014, under the laws of the province of British Columbia. Aydon Income Properties Inc. (the Company) was formed by amalgamation of Genesis and Forbairt Development Acquisition Corp., (Forbairt) under a plan of Arrangement approved by the Supreme Court of British Columbia on August 27, 2014. The Company completed all requirements for a listing on the Canadian Stock Exchange (CSE) under the symbol "AYD" and started trading on March 12, 2015.

Delma Properties Canada LP (Delma) is a limited partnership formed under the Civil Code of the Province of Quebec. Delma together with its subsidiaries (together referred to as the "Limited Partnership" invest in the hospitality industry, to perform property management services and land development. Delma was established pursuant to the terms of a Limited Partnership Agreement dated September 1, 2009. Delma's head office and address for services is located at 310-925 Blvd. De Maisonneuve West, Montreal, Quebec H3A-0A5

The management activities of the Limited Partnership are preformed through a net, net, net, net, net master lease agreement with Delma Resorts & Hotels Canada Corporation, a company under common control. The agreement is for all the investment properties owned by the Limited Partnership. The investment properties are mainly owned by the Limited Partnership's subsidiaries who act as nominees for the Limited Partnership.

Bromont 1 Limited Partnership is a limited partnership formed under the Civil Code of the Province of Quebec. Bromont 1 Limited Partnership (referred to as "Pure Bromont") invests in the commercial, recreo-touristical and residential real estate development project on a land of some 18 million square feet, with a net developable area of 10.5 million square feet acquired on December 17th, 2009 along Highway 10, in Bromont (Exit 78) and includes two roundabouts serving the entrance and exit into the City of Bromont.

"Pure Bromont" was established pursuant to the terms of a Limited Partnership Agreement dated December 10th, 2009 and its head office and address for services is located at 640 Orly, suite 100 Dorval, Quebec H9P-1E9.

### **Reverse Takeover and Acquisition**

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On July 20, 2017, the Company entered into a share purchase agreement, as amended on November 27, 2017 with the Delma Group and with the Bromont Group, whereby the Company agreed to acquire all the issued and outstanding shares and units of each of the Delma Group and the Bromont Group. The Transaction closed on March 23, 2018.

In accordance with IFRS 3, Business Combinations, the substance of the acquisition of the Company by the Delma Group is a reverse takeover as the shareholders and unitholders of the Delma Group hold the majority of the shares of the Company. The acquisition of the Company does not constitute a business combination as the Company does not meet the definition of a business under that standard. As a result, the acquisition is accounted for in accordance with IFRS 2 Share-based Payment, with the Delma Group being identified as the acquirer and the equity consideration being measured at fair value. Accordingly, the resulting balances and transactions prior to March 23, 2018 are those of the Delma Group.

The acquisition of the Bromont Group is considered an acquisition of assets and the acquirer is the Delma Group.

Prior to closing the Transaction, the Company modified its share capital as reported under note 8 of the September 30, 2018 quarterly condensed unaudited financial statements.

On April 1, 2018, The Company entered into a share purchase agreement with Lupa Investment Inc. ("Lupa Investments"), whereby the Company agreed to acquire all the issued and outstanding shares of Lupa Investments (the "Lupa Acquisition"). The Acquisition closed on May 7, 2018.

The Lupa Acquisition is considered an acquisition of assets and the acquirer is the Delma Group.

On July 12, 2018, The Company acquired all the issued and outstanding shares of four subsidiaries of Gestion H. Petit Inc. ("HPH"), a company controlled by a director (The "HPH Acquisition").

The HPH Acquisition is considered an acquisition of assets and the acquirer is the Delma Group.

On July 26, 2018, The Company acquired all the issued and outstanding shares of two subsidiaries of Lupa Real Estate Corporation Inc. ("Lupa II") (The "Lupa II Acquisition").

The Lupa II Acquisition is considered an acquisition of assets and the acquirer is the Delma Group.

### **Reverse takeover**

Upon closing of the reverse takeover, the Company issued 2,454,583 class "A" common shares and 3,290,417 class B common shares for the shares and units related to the Delma Group

The Company's shareholders that held shares before the Transaction will receive \$800,000 in value (the "Additional Value") when the Company is able to generate \$400,000 in net income from its student housing projects. The additional income shall be recognized at the latest in the Company's consolidated financial statements as at December 31, 2019. The additional value will be paid by the issuance of shares.

The fair value of the consideration for the net assets acquired is as follows:

	_____ \$
134,599 shares issued and outstanding	403 800
Fair value of the conversion option on long-term debt	_____ 48 238
	_____ 452 038

The fair value of the Company's shares issued and outstanding has been determined based on the fair value that the Company's shares were trading prior to the announcement of the Transaction being \$3 per share.

Following the closing of the Transaction, the issued and outstanding options and warrants of the Company will continue to be in effect with their original terms and conditions and are deemed to be issued as part of the Transaction. The fair value has been estimated to be nil.

The estimated fair value of the net assets acquired by the Company is:

	<u>\$</u>
Cash	4 575
Receivables	2 096
Assets held for sale	49 331
Prepaid and refundable deposits	94 671
Trade and other payables	(411 199)
Loans payable	(180 827)
Liabilities of assets held for sale	(28 600)
Convertible debenture	(517 596)
Contingent consideration	<u>(800 000)</u>
Net assets acquired	(1 787 549)
Listing costs expensed	<u>2 239 587</u>
	<u>452 038</u>

In connection with the reverse takeover, Delma Group changed its tax status. As a result, the deferred tax liability consequence of the change in tax status in the amount of \$2,500,000 was recorded in earnings.

Prior to the reverse acquisition, taxable income or loss of Delma Group and its subsidiaries was included in the tax return of its partners. Prior to March 23, 2018, Delma Group was treated as a partnership for income tax purposes and, as such, its partners were taxed separately on their share of Delma Group's income whether that income was actually distributed. Therefore, no income tax information is provided for the year ended December 31, 2017.

## Acquisition of the Bromont Group

Upon closing of the Transaction, the Company issued 3,083,334 class "A" common shares and 1,000,000 class B common shares for the shares and units related to the Bromont Group.

The fair value of the consideration for the net assets acquired by Delma was estimated at \$23,990,424. The fair value was based on the estimated value of the net assets of Bromont as it was more reliable than the fair value of the acquirer's issued shares.

The estimated fair value of the net assets acquired by the Company is:

	\$
Cash	13 038
Receivables	88
Prepays	28 365
Investment properties	32 043 474
Land held for residential development	11 215 048
Trade and other payables	(766 589)
Advances	(7 543 000)
Loans	<u>(11 000 000)</u>
	<u>23 990 424</u>

## Acquisition of Lupa Investments

Upon closing of the Lupa Acquisition, Delma Real Estate Corporation ("DREC"), a wholly-owned subsidiary, issued 3,803,339 Class "A" preferred shares. Immediately after the acquisition, the Company purchased the DREC shares in exchange for 633,890 Class "A" common shares of the Company.

The fair value of the consideration for the net assets acquired is as follows:

\_\_\_\_\_ \$

633,890 Class "A" common shares issued

3 803 340

The fair value of the Company's shares issued has been determined based on the fair value that the Company's shares were trading prior to the announcement of the Acquisition being \$6 per share.

The estimated fair value of the net assets acquired by the Company is:

	\$
Cash	32 210
Current income tax asset	207 419
Investment properties	7 817 722
Advances	5 000
Advance to the Company	1 092 337
Trade and other payables	(156 101)
Advances	(337 050)
Term loans	(4 858 197)
	<u>3 803 340</u>

## HPH Acquisition

Upon closing of the HPH Acquisition, the Company issued 2,468,698 Class "A" common shares and

\$849,791 of other current liabilities was assumed by the Company.

The fair value of the consideration for the net assets acquired by the Company was estimated at

\$13,329,592. The fair value was based on the estimated value of the net assets acquired as it was more reliable than the fair value of the acquirer's issued shares.

The fair value of the consideration for the net assets acquired is as follows:

\_\_\_\_\_ \$

2,468,698 Class "A" common shares issued

13 329 592

The estimated fair value of the net assets acquired by the Company is:

	<u>\$</u>
Cash	(149 196)
Receivables	131 996
Prepays and refundable deposits	239 407
Investment properties	36 445 000
Other assets	2 720 500
Advances	119 592
Property and equipment	4 631
Trade and other payables	(2 477 177)
Advances from the Company	(55 000)
Bank loan	(3 805 000)
Other current liabilities	(849 791)
Loans	(7 593 386)
Term loans	(11 401 984)
	<u>13 329 592</u>

### **Lupa II Acquisition**

Upon closing of the Lupa II Acquisition, the Company issued 266,299 Class "A" common shares.

The fair value of the consideration for the net assets acquired by the Company was estimated at

\$1,569,788. The fair value was based on the estimated value of the net assets acquired as it was more reliable than the fair value of the acquirer's issued shares.

The fair value of the consideration for the net assets acquired is as follows:

	<u>\$</u>
266,299 Class "A" common shares issued	1 569 788

The estimated fair value of the net assets acquired by the Company is:

	<u>\$</u>
Cash	(48 485)
Receivables	8 955
Prepays and refundable deposits	71 965
Investment properties	6 595 000
Advances	30 000
Trade and other payables	(254 509)
Advances to the company	(203 000)
Loans, payable on demand	(1 173 675)
Term Loan	(3 456 463)
	<u>1 569 788</u>

#### **Changes in Accounting Policies including Initial Adoption**

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#### **Standards, Amendments and Interpretations to Existing Standards That Are Not Yet Effective and Have Not Been Adopted Early by the Company**

At the date of authorization of the financial statements of the Company, certain new standards, and amendments to existing standards have been published by the IASB that are not yet effective and have not been adopted early by the Company. Information on those expected to be relevant to the unaudited consolidated financial statements is provided below. Management anticipates that all relevant pronouncements will be adopted in for the first period beginning after the effective date of the pronouncement. New standards, interpretations and amendments not either adopted or listed below are not expected to have a material impact on the unaudited consolidated financial statements.

### ***IFRS 9 - Financial instruments***

On January 1, 2018, The Company adopted IFRS 9 which replaces IAS 39 Financial Instruments: Recognition and Measurement (IAS 39). IFRS 9 introduces improvements which include a logical model for classification and measurement of financial assets, a single, forward-looking "expected loss" impairment model and a substantially-reformed approach to hedge accounting. IFRS 9 is effective for annual reporting periods beginning on or after January 1, 2018. The Company determined that the application of this new standard did not have a significant impact on the interim condensed consolidated financial statements.

### ***IFRS 15 – Revenues from contracts with Customers***

On January 1, 2018 adopted IFRS 15 which replaces IAS 18 Revenue, IAS 11 Construction Contracts and some revenue-related interpretations. IFRS 15 establishes a new control-based revenue recognition model, changes the basis for deciding when revenue is recognized at a point in time or over time, provides new and more detailed guidance on specific topics and expands and improves disclosures about revenue. IFRS 15 is effective for annual reporting periods beginning on or after January 1, 2018. The Company determined that the application of this new standard did not have a significant impact on the interim condensed consolidated financial statements.

### **Selected Financial Information**

	Three months September 30 2018 \$	Three months September 30 2017 \$
Total revenue	563,497	32,500
Net Loss	(1,285,195)	(87,375)
Loss per share (basic and diluted)	(0.10)	(0.03)
Total assets	75,677,944	17,852,665

## **Results of Operations**

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### *Nine months ended September 30, 2018*

The Company incurred a net loss and comprehensive loss of \$ 7,504,061 for the nine-month period ended September 30, 2018, compared to a net loss and comprehensive loss of \$ 262,125 and for the nine-month period ended September 30, 2017. Some of the more significant items comprising the expenses for the nine-month period ended September 30, 2018, compared to the nine-month period ended September 30, 2017, are the listing fees amounting to \$2,239,587 related to the reverse takeover as well as the accounting for deferred income taxes in the amount of \$2,500,000, financing costs of \$ 749,160 in acquiring real estate properties during the nine-month period ending September 30, 2018 and an increase of \$ 1,954,520 in administrative expenses as the company integrated its operations under one corporate structure.

The Company does not have any employees; all of its services are carried out by the directors and officers or by consultants retained on an as needed basis.

## **Liquidity and Capital Resources**

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As of September 30, 2018, the Company had a cash position of \$ 98,664 compared to \$ 3,028 as at September 30, 2017, representing an increase of approximately \$ 95,636.

The Company estimates that it will require approximately \$ 2,000,000 to fund general and administrative expenses for the next twelve months. The current cash on hand is not sufficient to meet our cash requirements for the next twelve months. As the Company continues with the process of raising funds for its operations and acquisitions, it expects to receive increasing revenues from its rental properties and management fees. Should these revenues not be sufficient to meet ongoing costs we will require additional financing to fund our administrative expenses and for any proposed acquisitions, if applicable. We have historically satisfied our capital needs primarily by issuing equity securities and convertible debentures.

The Company's future capital requirements will depend on many factors, including, among others, cash flow from operations. The Company will need to raise additional funds through debt or equity financing to pursue its plans and objectives. If additional funds are raised through the issuance of equity securities, the percentage ownership of current shareholders will be reduced, and such equity securities may have rights, preferences, or privileges senior to those of the holders of the Company's common stock. No assurance can be given that additional financing will be available, or that it can be obtained on terms acceptable to the Company and its shareholders. Accordingly, the Company is investigating various business opportunities that ideally will increase the Company's positive cash flow.

The Company is currently negotiating further funding commitments or arrangements for additional financing at this time and there is no assurance that it will be able to obtain any additional financing on terms acceptable to it, if at all. Any additional funds raised will be used for general and administrative expenses and for the acquisition of a property or properties, as applicable. The quantity of funds to be raised and the terms of any equity financing that may be undertaken will be negotiated by management as opportunities to raise funds arise.

**The investment properties are comprised of the following:**

	<b>September 30 <u>2018</u></b>	<b>September 30 <u>2017</u></b>
<b>Investment properties at fair value</b>		
Blueberry Lake Resort, Quebec, Canada	-	\$ 3,835,100
Lake Alphonse, Quebec, Canada	-	3,075,500
42 North Resort, New-York, USA	-	3,000,100
Bromont, Quebec, Canada	33,039,565	-
St-Laurent/Port Royal avenue, Quebec, Canada	3,152,722	-
Le Breton, Quebec, Canada	2,865,000	-
St-jean Baptiste Blvd, Quebec, Canada	1,800,000	-
Dorval Avenue, Quebec, Canada	10,537,349	-
9920-9924 St-Laurent	739,009	-
610-640 Orly, Dorval, Canada	5,260,000	-
1124 Place Verner, Laval, Quebec, Canada	600,000	-
860 cite-des-Jeunes, St-Lazare, Canada	1,153,069	-
2001 Chemin Oka, Deux-Montagnes, Canada	901,151	-
Levi land, Exit 305, Highway 20, Quebec, Canada	9,644,800	-
472-474 Knowlton, Lac Brome, Canada	3,017,671	-
117 Lépine, Gatineau, Canada	6,937,106	-
121 Lépine, Gatineau, Canada	4,500,000	-
2055 Avenue Desjardins, Montreal, Canada	4,110,472	-
Land in Blainville, Canada	1,610,000	-

**Investment properties to be accounted as joint ventures  
Upon formation of joint venture**

Panagopoula Resort, Panagopoula, Greece	-	\$ 4,500,000
Domaine Balmoral Development Project, Quebec, Canada	<u>500,000</u>	<u>500,000</u>
	<u>90,367,914</u>	<u>14,910,200</u>

During the year, the company changed its intent of usage of the following previous investment properties and decided to dispose of them. Accordingly, these properties have been reclassified as assets held for sale. Management is in the process of re-evaluating the fair market value of these properties.

#### 4. Assets held for sale

Assets held for sale are composed of the following:

	<u>2018</u>	<u>2017</u>
	\$	\$
Blueberry Lake Resort, Quebec, Canada	3 835 100	
Lake Alphonse, Quebec, Canada	3 075 000	
42 North Resort, New York, USA, US\$2,240,000	3 000 100	
Panagopoula Resort, Panagopoula, Greece	4 500 000	
Other	49 331	
	<u>14 459 531</u>	

#### Non-current assets are owned in the following countries:

	<b>September 2018</b>		<b>September 30 2017</b>
Canada	98,189,101	\$	9,250,609
United States	-		3,000,100
Greece	-		4,500,000

The rental income is 100 % in Canada.

The Company's objectives when managing capital are to:

- maintain financial flexibility in order to preserve its ability to meet its financial obligations, including potential liabilities resulting from additional acquisitions.
- maintain a capital structure that allows it to finance its growth strategy with cash flows from its operation and its debt capacity.
- optimize the use of its capital to provide an appropriate return on investment.

The capital structure of the Limited Partnership consists of the Partner's capital and the non-controlling interests. The Limited Partnership's financial strategy is developed and adapted on the basis of market conditions to maintain a flexible capital structure consistent with the objectives stated above and to respond to the risk characteristics of the underlying assets. In order to maintain or adjust its capital structure, the Limited Partnership may finance an existing debt, take out new borrowings or repurchase units or issue new units.

The Limited Partnership's financial strategy and objectives have remained substantially unchanged for the past fiscal year. The objectives and strategy are reviewed annually. The Limited Partnership believes that its current ratios are satisfactory, given its size, capital management objectives and growth strategy.

## **Financial Instruments**

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Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted for transaction costs, except for those carried at fair value through profit or loss which are measured initially at fair value, subsequent measurement of financial assets and financial liabilities are described below.

Financial assets are derecognized when contractual rights to the cash flows from the financial asset expires, or when the financial asset and subsequently all the risks and rewards are transferred. A financial liability is derecognized when it is extinguished, discharged, cancelled or expires.

The Company's financial instruments consist of cash, receivables, assets held for sale, debenture receivable, refundable deposits, advances to companies under common control, trade and other payables, other current liabilities and long-term debt

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Strategic and operational risks are risks that arise if the Company fails to raise sufficient equity and/or debt financing in order to purchase a sufficient number of properties to achieve the critical sized portfolio of assets required to sustain its financing and operational costs.

These strategic opportunities or threats arise from a range of factors which might include changing economic and political circumstances and regulatory approvals and competitor actions.

Credit risk is the risk that one party to a financial instrument will cause a loss for the other party by failing to discharge an obligation. The Company is subject to normal industry credit risks. Therefore, the Company believes that there is minimal exposure to credit risk.

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. Management will also consider different alternatives to secure adequate debt or equity financing to meet the Company's short term and long-term cash requirements.

Interest risk is the risk that the fair value or future cash flows will fluctuate as a result of changes in market risk. The Company's sensitivity to interest rates is currently immaterial.

### **Disclosure of Outstanding Share Data**

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The total number of common shares issued and outstanding as at September 30<sup>th</sup>, 2018 was 9,083,406 class A shares and 4,290,417 class B shares. As at the date of this MD&A there have been no new additional shares issued.

The total number of warrants outstanding as at September 30<sup>th</sup>, 2018 was 13,550 and as at the date of this MD&A there were 13,550 warrants outstanding which warrants expiry on January 27, 2019.

The total number of options outstanding as at September 30<sup>th</sup>, 2018 was 1,152,000 and as at the date of this MD&A.

### **Off-Balance Sheet Arrangements**

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The Corporation does not currently have any off-balance sheet arrangements.

### **Transactions with Related Parties**

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During the nine-month period ended September 30<sup>th</sup>, 2018, the Company entered into the transactions with related parties.

Related parties include the Company's joint key personnel. Unless otherwise stated, balances are usually settled in cash. Key management includes directors and senior executives.

The Company also carried out transactions with entities that are controlled by directors of the Company.

All transactions with related parties occurred in the normal course of operations and are measured at their fair value as determined by management. Unless otherwise indicated, the period-end balances are unsecured, non-interest bearing, without specific terms of repayment and have arisen from the provision of services and fees described.

During the three-month period ended September 30<sup>th</sup>, 2018, the Company entered into the following transactions with related parties:

Rental income of \$32,500.

The Company total management income under a net, net, net, net master lease is paid by affiliated parties. The rental income is provided on terms equivalent to those that retail in arm's length transactions and amounted to \$32,500 for the 3-months ended September 30<sup>th</sup>, 2018 compared to \$32,500 for the 3-months ended September 30<sup>th</sup>, 2017.

### **Proposed Transactions**

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Subsequent to December 31, 2017, the Company received an accepted offer on the Glendimer Apartments, a 146 unit student housing complex also located near Washington State University with a purchase price of \$7,500,000. The Company is competing its due diligence and arranging both mortgage and equity financing with a target closing date before the end of the company's fiscal year.

The Company is also reviewing its current interests in Detroit, MI with respect to real estate market trends and considering the financial feasibility of liquidating these assets. There is only one property left in Detroit, the rest of the properties were sold during the year.

During the period under review the Company progressed with the further development of its property investment business by initiating and continuing discussions with various parties to develop the land for recreo-touristical, retail and commercial usage. A transaction is expected to be completed in the first half of 2019 with a group that will build a wellness center estimated at some 27M\$, including (Islo Bromont), on a piece of land in the Project of some 200 000 s.f., valued at 15,00\$ per s.f. The construction is expected to start in February 2019 and to be completed by September 2019, for the commencement of the operations of this wellness center, which is expecting to have at least 183 000 customers using the installations in the first year of operation.

Delma Hospitality Corporation is also planning to build a condo hotel resort to be started in the fourth quarter of 2019, to respond to the demand generated by the wellness center.

These two projects are the start of the global development of Pure Bromont, which will require other usages such as restaurants, retail, etc. In fact, the interest to come on the site has been confirmed by some restaurant operators and retailers to come on the site.

During the period under review the Company progressed with the further establishment of its property investment business in Canada by signing letters of intent with various parties to acquire land for development, retail and commercial property and additional properties and resorts in the hospitality segment.

The company is also reviewing its current interests in New York with respect to real estate, market trends and considering the financial feasibility of expanding these assets or disposing of them.

In December 2017, the Company signed a purchase agreement to acquire the remaining 70 % ownership in the lands and buildings of the property for a total consideration of \$ 2,000,000 US. The Company has till December 2022 to conclude the due diligence and the purchase for the property it owns in Panagopoula, Greece.

During the year based on the fair valuation process which the Company is currently carrying out this asset has been classified as asset for sale.

#### **Subsequent events**

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- At the date of this MD&A , there are no subsequent events.

#### **Additional Information**

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The information provided in this document is not intended to be a comprehensive review of all matters concerning the Company. This MD&A should be read in conjunction with other disclosure documents provided by the Company, which can be accessed at [www.sedar.com](http://www.sedar.com).

**PURE BROMONT- EXIT 78 - HIGHWAY 10-  
BROMONT EXECUTIVE SUMMARY**

**DESCRIPTION OF PROJECT**

Commercial, recreo-touristcal and residential real estate development project on a land of some 18 million s.f., with a net developable area of some 10,5 million s.f., the rest being given in compensation for the wet lands. The land is very well and strategically located along Highway 10 in Bromont (Exit 78) and includes two roundabouts serving the entrance and exit into the City of Bromont.

**Commercial Component**

The commercial side of the Project consists in a component of highway shops (e.g. restaurants, gas station with convenience store, etc.) as well as general commercial area, including boutiques, restaurants, etc., excluding, for the moment, shops considered as big boxes (like Walmart and Costco) which are not authorized for the time being. The land for the commercial and recreo-touristical components total approximately 4 million s.f., with a possibility to enlarge up to 6,5 millions s.f.

**Recreo-touristical Component**

The site is also intended to include a recreo-touristical component, including hotel, wellness center, spa and an inside water amusement facility. Discussions have come to a conclusion with a group that will implement a wellness center and accessory activities, including indoor water activities and an amusement center for kids, the whole project being known under the name *Islo Bromont*. The construction of this project is planned to start in February 2019 to be completed in September 2019.

The interest to come in the Project has been confirmed by some restaurant operators and retailers.

**Residential Component**

The residential component is destined to include single family homes and multi-residential properties. The residential component will be realized on an area of approximately 6,5 million s.f. NOTE: It could be possible to modify this part of the project subject lo the City's approval. For Instance, we could most likely, modify part of this section into recreo-touristical usage, should we need more land for such usage.

Summary of the areas of the components of assignments:

Commercial and recreo-touristical:	4 to 6.5 million s.f.
Residential (or other approved) :	4 to 6.5 million s.f.

These areas are developable land, i.-e. net of wetlands, but including the areas for the infrastructures (streets, etc.).

The land is composed of the following lot numbers: 3 753 811, 4 803 975, 4 803 976, 4 803 979, 4 803 980, 4 803 983, 4 803 984, 4 803 985, 4 803 986, 4 803 987, 4 803 988, 4 803 990, 4 803 992, 4 803 993 and 4 803 995 of the Cadastre of Quebec, the whole subject to some cadastral modifications which are underway.

## **STATUS**

### **ENVIRONMENT:**

With respect to the Environment Department (MDDELCC), the Project has been approved in its entirety by the MDDELCC, in three phases: one in October 2015, one in April 2017, and a last one for which the Authorization will be issued in April 2018. As a result, the whole land was made available for development as of spring 2018.

### **CITY:**

The City and the MRC have adopted the Planning Scheme for the territory of the City of Bromont in July 2015., which has been put in force by the City by the adoption of its Urban Plan on April 6, 2017. The development of the Project is included in the Planning Scheme. The commercial and recreo-touristical components are developable immediately, as well as a certain part of the residential component.

With respect to zoning, as mentioned above, the land is zoned Commercial, Recreo-touristical and Residential, with a limitation as to the so called big boxes, which are not allowed for the time being.

It is important to note that the assignments (usage) may be changed or modified in the future. In fact, the City's Urban Plan provides that the development of the area may be adapted depending on the project or projects presented, provided that it is acceptable to the City. The City's administrative process is expected to take about 2-3 months to obtain such City's authorizations.

## **PROJECTS**

### **RECREO-TOURISTICAL AND COMMERCIAL:**

A deal has been confirmed with a group to build the European-type Thermal Station (wellness center). This project will consist in the development of a center of some 75 000 s.f. on a land of some 200 000 s.f. The price for the land has been established at \$ 15,00 per s.f.

Delma Hospitality Corporation will develop a condo hotel resort in the project as of the fall of 2018. Such development is required to respond to the demand generated by the operations of the Islo Bromont wellness center, which is expected to serve a minimal of 183 000 people in year 1 of its operations. Interests from restaurant operators and retailers are also confirmed.

## **GLOBAL DEMOGRAPHIC AND ECONOMIC DATA**

Bromont is part of the Eastern Townships Region which is the third touristic region in importance in the Province of Quebec, after Montreal and Quebec City. The Eastern Townships Region counts some 8M tourists per year generating more than \$ 350 M yearly. Bromont itself counts some 1,6M tourists per year which makes it a very interesting City for recreo-touristical developers and operators.