First Quarter 2020

March 31, 2020

CANADA'S PREMIER NON-BANK LENDER™

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About Atrium Mortgage Investment Corporation

Safety – Consistency – Yield

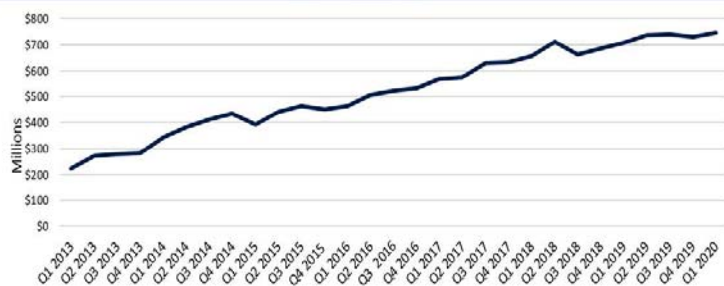
Atrium lends in major urban centres and where the stability and liquidity of real estate is high. As a mortgage lender, we fill the lending gap that results from the limited number of financial institutions operating in Canada. Our loan portfolio is high quality but we are able to charge higher rates than the banks because we offer flexibility, creativity and excellent service. Our mortgages are secured by all types of residential, multi-residential and commercial real property located in Canada, and must all be in strict compliance with our investment policies.

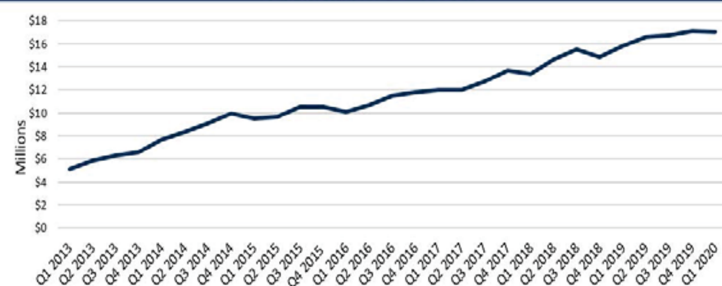
Atrium has a 19-year track record of success and consistency in achieving our strategic objectives: to grow in a controlled manner by focusing on real estate sectors with the lowest risk profiles.

Since commencing operations in 2001, our investment objectives have been to preserve our shareholders' equity and provide our shareholders with stable and secure dividends from our investments in mortgage loans within the criteria permitted for a Mortgage Investment Corporation (MIC). Working within conservative risk parameters, we endeavour to maximize income and dividends through careful underwriting and efficient management of our mortgage investments.

We were listed on the Toronto Stock Exchange in 2012. Our regular dividend is paid monthly, currently at a rate of $0.075 per share per month.

Year	Regular dividend	Bonus dividend	Total dividends paid	Earnings per share (basic)
2013	$0.80	$0.05	$0.85	$0.85
2014	$0.82	$0.07	$0.89	$0.91
2015	$0.84	$0.09	$0.93	$0.94
2016	$0.86	$0.10	$0.96	$0.97
2017	$0.88	$0.04	$0.92	$0.95
2018	$0.90	$0.04	$0.94	$0.95
2019	$0.90	$0.06	$0.96	$0.97
2020	$0.90	to be determined		





FOR IMMEDIATE RELEASE

ATRIUM MORTGAGE INVESTMENT CORPORATION
ANNOUNCES FIRST QUARTER RESULTS

TORONTO: May 6, 2020 – Atrium Mortgage Investment Corporation (TSX: AI, AI.DB.B, AI.DB.C, AI.DB.D, AI.DB.E) today released its financial results for the three month period ended March 31, 2020.

Highlights

- **Quarterly revenues of $17.1 million, up 8.0% from the first quarter of the prior year**
- **Quarterly net income of $9.9 million, up 6.8% from the first quarter of the prior year**
- **$0.23 basic and diluted earnings per share for the quarter**
- **Mortgage portfolio of $746.5 million, 2.3% increase from December 31, 2019**
- **High quality mortgage portfolio**
  - **83.7% of portfolio in first mortgages**
  - **92.0% of portfolio is less than 75% loan to value**
  - **average loan-to-value is 59.0%**

"The operating results for Q1 were relatively strong and even after taking a provision for mortgage losses of $1.0 million this quarter, our earnings exceeded our quarterly dividend. Our increased provision for mortgage losses is consistent with the some of the largest banks in the world, and reflects the common belief that the financial impact of COVID 19 will increase in future quarters. Notwithstanding that belief, we feel that Atrium is well positioned to endure the downturn as we have very little exposure to the hardest hit sectors- retail, hospitality and long-term care/retirement homes. In addition, the weighted average loan to value of our portfolio, at 59.0%, is the lowest since Atrium went public on the TSX in September 2012. Our strategy in Q2 is to scale back lending in the short term in order to be in a position to lend actively when the real estate market emerges from the downturn" said Rob Goodall, CEO of Atrium.

Interested parties are invited to participate in a conference call with management today, Thursday, May 7, 2020 at 4:00 p.m. ET to discuss the results. To participate or listen to the conference call live, please call 1 (888) 241-0551 or (647) 427-3415, conference ID 7489378. For a replay of the conference call (available until May 20, 2020) please call 1 (855) 859-2056, conference ID 7489378.

Results of operations

Atrium ended its first quarter of 2020 with assets of $759.5 million, and revenues of $17.1 million, an increase of 8.0% from the first quarter of the prior year. Net income for the first quarter of 2020 was $9.9 million, an increase of 6.8% from the first quarter of the prior year.

Basic and diluted earnings per common share were $0.23, for the three month period ended March 31, 2020, compared with $0.24 basic and diluted earnings per common share for the comparable quarter in the prior year.

Atrium had $743.1 million of mortgages receivable as at March 31, 2020 an increase of 2.2% from December 31, 2019. During the three month period ended March 31, 2020, $81.2 million of mortgage principal was advanced, and $64.9 million was repaid.

The weighted average interest rate on the mortgage portfolio at March 31, 2020 was 8.60%, compared to 8.81% at December 31, 2019.

In April 2020, the company collected 98% of the mortgage interest due in April, which is in line with historical collection rates.

Financial summary

Interim Consolidated Statements of Income and Comprehensive Income

(Unaudited, 000s, except per share amounts)

	Three months ended March 31	
	2020	**2019**
Revenue	$ 17,057	$ 15,796
Mortgage servicing and management fees	(1,777)	(1,680)
Other expenses	(349)	(287)
Provision for mortgage losses	(1,000)	(400)
Income before financing costs	13,931	13,429
Financing costs	(4,067)	(4,194)
Net income and comprehensive income	$ 9,864	$ 9,235
Basic earnings per share	$ 0.23	$ 0.24
Diluted earnings per share	$ 0.23	$ 0.24
Dividends declared	$ 9,504	$ 8,648
Mortgages receivable, end of period	$ 743,070	$ 706,098
Total assets, end of period	$ 759,494	$ 723,225
Shareholders' equity, end of period	$ 462,249	$ 423,286

Analysis of mortgage portfolio

	March 31, 2020			December 31, 2019		
Property Type	**Number**	**Outstanding amount**	**% of Portfolio**	**Number**	**Outstanding amount**	**% of Portfolio**
(outstanding amounts in 000s)						
Low-rise residential	31	$ 197,052	26.4%	32	$ 216,144	29.6%
High-rise residential	17	191,777	25.7%	15	174,544	23.9%
Mid-rise residential	22	169,788	22.8%	21	160,456	22.0%
House and apartment	82	54,724	7.3%	91	66,083	9.1%
Condominium corporation	14	2,561	0.3%	14	2,659	0.4%
Residential portfolio	166	615,902	82.5%	173	619,886	85.0%
Commercial	21	130,574	17.5%	19	109,859	15.0%
Mortgage portfolio	187	746,476	100.0%	192	729,745	100.0%

	March 31, 2020			December 31, 2019		
Mortgage amount	**Number**	**Outstanding amount**	**% of Portfolio**	**Number**	**Outstanding amount**	**% of Portfolio**
(outstanding amounts in 000s)						
$0 - $2,500,000	117	$ 78,174	10.5%	123	$ 84,043	11.5%
$2,500,001 - $5,000,000	25	91,981	12.3%	25	91,707	12.6%
$5,000,001 - $7,500,000	14	86,376	11.6%	15	91,685	12.6%
$7,500,001 - $10,000,000	7	63,017	8.4%	6	53,373	7.3%
$10,000,001 +	24	426,928	57.2%	23	408,937	56.0%
	187	$ 746,476	100.0%	192	$ 729,745	100.0%

Location of underlying property	March 31, 2020 Number of mortgages	Outstanding amount	Percentage outstanding	Weighted average loan to value	Weighted average interest rate
Greater Toronto Area	147	$ 541,121	72.5%	62.4%	8.54%
Non-GTA Ontario	22	21,446	2.9%	64.4%	8.26%
Alberta	4	15,457	2.0%	74.4%	8.79%
British Columbia	14	168,452	22.6%	46.1%	8.62%
	187	$ 746,476	100.0%	59.0%	8.60%

Location of underlying property	December 31, 2019 Number of mortgages	Outstanding amount	Percentage outstanding	Weighted average loan to value	Weighted average interest rate
Greater Toronto Area	153	$ 509,299	69.8%	64.1%	8.85%
Non-GTA Ontario	20	20,625	2.8%	57.6%	8.33%
Alberta	4	15,141	2.1%	64.0%	8.80%
British Columbia	15	184,680	25.3%	46.9%	8.77%
	192	$ 729,745	100.0%	59.5%	8.81%

For further information on the financial results, and further analysis of the company's mortgage portfolio, please refer to Atrium's interim consolidated financial statements and its management's discussion and analysis for the quarter ended March 31, 2020, available on SEDAR at www.sedar.com, and on the company's website at www.atriummic.com.

Conference call

Interested parties are invited to participate in a conference call with management today, Thursday, May 7, 2020 at 4:00 p.m. ET to discuss the results. To participate or listen to the conference call live, please call 1 (888) 241-0551 or (647) 427-3415, conference ID 7489378. For a replay of the conference call (available until May 20, 2020) please call 1 (855) 859-2056, conference ID 7489378.

About Atrium

Canada's Premier Non-Bank Lender™

Atrium is a non-bank provider of residential and commercial mortgages that lends in major urban centres in Canada where the stability and liquidity of real estate are high. Atrium's objectives are to provide its shareholders with stable and secure dividends and preserve shareholders' equity by lending within conservative risk parameters. Atrium is a Mortgage Investment Corporation (MIC) as defined in the Canada *Income Tax Act*, so is not taxed on income provided that its taxable income is paid to its shareholders in the form of dividends within 90 days after December 31 each year. Such dividends are generally treated by shareholders as interest income, so that each shareholder is in the same position as if the mortgage investments made by the company had been made directly by the shareholder. For further information about Atrium, please refer to regulatory filings available at www.sedar.com or investor information on Atrium's website at www.atriummic.com.

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Jennifer Scoffield
Chief Financial Officer

MD&A

Management's Discussion And Analysis

First Quarter
March 31, 2020

CANADA'S PREMIER NON-BANK LENDER™

Management's Discussion and Analysis

March 31, 2020

Our business

Atrium is a mortgage lender filling the lending gap that results from the limited number of financial institutions operating in Canada. We lend in major urban centres and where the stability and liquidity of real estate are high. Our loan portfolio is high quality but we are able to charge higher rates than the banks because we offer flexibility, creativity and excellent service. Our mortgages are secured by all types of residential, multi-residential and commercial real estate located in Canada, and must all be in strict compliance with our investment policies. Atrium has a 19-year track record of success and consistency in achieving our strategic objectives: to grow in a controlled manner by focusing on real estate sectors with the lowest risk profiles.

Our objective is to invest in a diverse portfolio of predominantly first mortgages that are relatively short-term, to provide our shareholders with stable and secure dividends while preserving shareholders' equity, all within the parameters mandated for a Mortgage Investment Corporation (MIC). Working within conservative risk parameters, we endeavour to maximize income and dividends through careful underwriting and efficient management of our mortgage investments.

Information herein is current as of May 6, 2020.

Highlights

Atrium continues to demonstrate strength and stability. For the quarter ended March 31, 2020, we had quarterly revenues of $17.1 million, up 8.0% from the comparable period. Net income was $9.9 million compared with $9.2 million in the comparable period. Basic and diluted earnings per share were $0.23, compared with $0.24 basic and diluted earnings per share in the comparable period.

We declared a regular dividend of $0.075 per share for each month in the quarter, a total of $0.225 for the year to date, consistent with dividends of $0.225 for the comparative period.

Our regular and special dividends since listing on the Toronto Stock Exchange in 2012 are as follows:

Year	*Regular dividend*	*Special dividend*	*Total dividends paid*	*Earnings per share (basic)*
2013	$0.80	$0.05	$0.85	$0.85
2014	$0.82	$0.07	$0.89	$0.91
2015	$0.84	$0.09	$0.93	$0.94
2016	$0.86	$0.10	$0.96	$0.97
2017	$0.88	$0.04	$0.92	$0.95
2018	$0.90	$0.04	$0.94	$0.95
2019	$0.90	$0.06	$0.96	$0.97
2020	$0.90	to be determined		

We had $743.1 million of mortgages receivable as at March 31, 2020, an increase of 2.2% from December 31, 2019. During the quarter, $81.2 million of mortgage principal was advanced and $64.9 million was repaid. The portfolio has a weighted average remaining term of 9.7 months.

Our focus continues to be lending in the major metropolitan areas of Ontario and British Columbia.

Revenues $17.1 million, increased 8.0% from prior year

Earnings per share $0.23 basic for the quarter

Strong, high quality mortgage portfolio

83.7% first mortgages

92.0% less than 75% loan-to-value

Mortgages receivable $743.1 million, up 2.2% since year-end

We focus on first mortgages with high liquidity and low loan-to-value ratios

Investment portfolio

Our mortgage portfolio consisted of 187 mortgage loans and aggregated $746.5 million at March 31, 2020, an increase of 2.3% from December 31, 2019.

	March 31, 2020			December 31, 2019		
Property Type	**Number**	**Outstanding amount**	**% of Portfolio**	**Number**	**Outstanding amount**	**% of Portfolio**
(outstanding amounts in 000s)						
Low-rise residential[1]	31	$ 197,052	26.4%	32	$ 216,144	29.6%
High-rise residential[1]	17	191,777	25.7%	15	174,544	23.9%
Mid-rise residential[1]	22	169,788	22.8%	21	160,456	22.0%
House and apartment[2]	82	54,724	7.3%	91	66,083	9.1%
Condominium corporation[3]	14	2,561	0.3%	14	2,659	0.4%
Residential portfolio	166	615,902	82.5%	173	619,886	85.0%
Commercial[4]	21	130,574	17.5%	19	109,859	15.0%
Mortgage portfolio	187	746,476	100.0%	192	729,745	100.0%
Accrued interest receivable		3,821			3,780	
Mortgage discount		(213)			(224)	
Unamortized origination fees		(624)			(586)	
Provision for mortgage losses		(6,390)			(5,390)	
Mortgages receivable		$ 743,070			$ 727,325	

1) *Mortgage loans on properties where the near-term business plan, as vetted by the lender, is to intensify the property into low-rise residential (detached, semi-detached, townhomes and/or multi-unit residential buildings up to 4 storeys), mid-rise residential (multi-unit residential buildings from 5-14 storeys and stacked townhomes) or high-rise residential (multi-unit residential buildings over 14 storeys).*
2) *Mortgage loans on existing single-family or multi-family residential homes and apartment buildings.*
3) *Mortgage loans to residential condominium corporations for guest suites, superintendent suites and green loans.*
4) *Mortgage loans on properties where the existing real estate is currently, or the proposed development project after rezoning will be, mixed use, commercial or industrial.*

A summary of our mortgages by loan type is presented below.

	March 31, 2020			December 31, 2019		
Loan type	**Number**	**Outstanding amount**	**% of Portfolio**	**Number**	**Outstanding amount**	**% of Portfolio**
(outstanding amounts in 000s)						
Term loans	174	$ 620,837	83.2%	177	$ 589,967	80.9%
Construction loans	13	125,639	16.8%	15	139,778	19.1%
	187	$ 746,476	100.0%	192	$ 729,745	100.0%

A summary of our mortgages by size is presented below.

	March 31, 2020			December 31, 2019		
Mortgage amount	**Number**	**Outstanding amount**	**% of Portfolio**	**Number**	**Outstanding amount**	**% of Portfolio**
(outstanding amounts in 000s)						
$0 - $2,500,000	117	$ 78,174	10.5%	123	$ 84,043	11.5%
$2,500,001 - $5,000,000	25	91,981	12.3%	25	91,707	12.6%
$5,000,001 - $7,500,000	14	86,376	11.6%	15	91,685	12.6%
$7,500,001 - $10,000,000	7	63,017	8.4%	6	53,373	7.3%
$10,000,001 +	24	426,928	57.2%	23	408,937	56.0%
	187	$ 746,476	100.0%	192	$ 729,745	100.0%

As of March 31, 2020, the average outstanding mortgage balance was $4.0 million (December 31, 2019 – $3.8 million), and the median outstanding mortgage balance was $1.0 million (December 31, 2019 – $0.9 million).

The tables below show our mortgage portfolio by location of the underlying property and type of mortgage. The weighted average interest rates shown exclude the lender fees paid by the borrower, which reflect the yield to Atrium including any mortgage discount or premium. The majority of all new loans funded in the first quarter of 2019 and 2020 were at floating rates. As at March 31, 2020, 72.9% of our portfolio was priced at floating rates, the majority with rate floors, up from 68.9% at December 31, 2019.

	March 31, 2020				
Location of underlying property	**Number of mortgages**	**Outstanding amount**	**Percentage outstanding**	**Weighted average loan to value**	**Weighted average interest rate**
(outstanding amounts in 000s)					
Greater Toronto Area	147	$ 541,121	72.5%	62.4%	8.54%
Non-GTA Ontario	22	21,446	2.9%	64.4%	8.26%
Alberta	4	15,457	2.0%	74.4%	8.79%
British Columbia	14	168,452	22.6%	46.1%	8.62%
	187	$ 746,476	100.0%	59.0%	8.60%

	December 31, 2019				
Location of underlying property	**Number of mortgages**	**Outstanding amount**	**Percentage outstanding**	**Weighted average loan to value**	**Weighted average interest rate**
(outstanding amounts in 000s)					
Greater Toronto Area	153	$ 509,299	69.8%	64.1%	8.85%
Non-GTA Ontario	20	20,625	2.8%	57.6%	8.33%
Alberta	4	15,141	2.1%	64.0%	8.80%
British Columbia	15	184,680	25.3%	46.9%	8.77%
	192	$ 729,745	100.0%	59.5%	8.81%

We have an exceptionally high proportion of our portfolio invested in first mortgages (83.7%), which is one of our core strategies.

At March 31, 2020, the weighted average loan-to-value ratio in our mortgage portfolio was 59.0%, with 92.0% of the portfolio below 75% loan-to-value. (At December 31, 2019, the weighted average loan-to-value ratio in our mortgage portfolio was 59.5%, with 92.0% of the portfolio below 75% loan-to-value.)

	March 31, 2020			
Type of mortgage	**Number of mortgages**	**Outstanding amount**	**Percentage outstanding**	**Weighted average interest rate**
(outstanding amounts in 000s)				
First mortgages				
Conventional	144	$ 617,845	82.8%	8.21%
Non-Conventional	1	4,401	0.6%	8.50%
Other	14	2,561	0.3%	7.38%
	159	624,807	83.7%	8.21%
Second and third mortgages				
Conventional	25	66,581	8.9%	10.02%
Non-conventional	3	55,088	7.4%	10.77%
	28	121,669	16.3%	10.36%
	187	$ 746,476	100.0%	8.60%

Type of mortgage	December 31, 2019			
	Number of mortgages	**Outstanding amount**	**Percentage outstanding**	**Weighted average interest rate**
(outstanding amounts in 000s)				
First mortgages				
Conventional	146	$ 590,707	81.0%	8.47%
Non-Conventional	1	4,305	0.6%	8.50%
Other	14	2,658	0.3%	7.39%
	161	597,670	81.9%	8.47%
Second and third mortgages				
Conventional	28	77,871	10.7%	10.05%
Non-conventional	3	54,204	7.4%	10.81%
	31	132,075	18.1%	10.36%
	192	$ 729,745	100.0%	8.81%

Conventional mortgages are those with a loan-to-value of less than or equal to 75%, which is the industry standard for determining that a mortgage is conventional. Non-conventional mortgages are those with a loan-to-value in excess of 75%.

The weighted average term remaining for our mortgage portfolio at March 31, 2020 is 9.7 months (December 31, 2019 – 8.7 months).

Our business

In Canada there is a lending gap due to the limited number of financial institutions operating. Our business is to help fill that gap by focusing on loans that cannot be placed with larger financial institutions but represent an acceptable underwriting risk. Our borrowers benefit from our efficient, thorough and fast underwriting process. We lend in major urban centres where the stability and liquidity of real estate are at the highest levels.

Our policy is that the weighted average loan-to-value ratio of our mortgage portfolio, as a whole, at the time of underwriting each loan in our portfolio, will not exceed 75%. At March 31, 2020, the weighted average loan-to-value ratio of the mortgage portfolio was considerably lower than that, at 59.0%, compared to 59.5% at December 31, 2019.

A typical loan in our portfolio has an interest rate of 7.75% to 10% per annum, a one or two-year term and monthly interest-only mortgage payments.

Our lending parameters are as follows:

- Mortgages on residential and commercial properties up to a maximum of 75% of appraised value.
- Loans on single family residences up to 75% of appraised value.
- Mortgages on income-producing real estate up to a maximum of 85% of appraised value.
- Construction loans up to a maximum of 90% of cost.
- Loans to condominium corporations.

Mortgage loan amounts are generally $300,000 to $30 million. The largest single mortgage in our mortgage portfolio as at March 31, 2020 was $43.0 million (December 31, 2019 – $43.0 million). For loan amounts in excess of $30 million, we generally co-lend with a financial institution or private lender.

Our investment policies, which may be changed by our board of directors ("board"), are as follows:

- We may invest only in residential mortgages, commercial mortgages, commercial mortgage backed securities and certain related investments.
- All investments must be mortgages on the security of real property situated within Canada, loans to condominium corporations, or certain permitted interim investments.
- Commercial mortgages may not constitute more than 50% of our total assets at any time.
- The term of the mortgage may generally be no greater than ten years.
- Mortgages are subject to the following geographic limits at the time of funding: Ontario – maximum 80% of total mortgages; Alberta – maximum 15% of total mortgages; British Columbia – maximum of 35% of total mortgages.
- No single borrower may account for more than 15% of our total assets.
- All mortgages are supported by external appraisals by a qualified appraiser. All mortgages, except mortgages secured by one to six residential units, are also supported by environmental audits.
- The maximum initial loan-to-value ratio of an individual mortgage is 85% including any prior ranking encumbrances, and the weighted average loan-to-value ratio of our mortgage portfolio at the time of underwriting each loan may not exceed 75%.
- Our ratio of debt to equity must be less than 1:1.

- We do not invest directly in real property, although real property may be acquired by foreclosing on a mortgage.
- A mortgage investment of: (i) $2,000,000 or more requires approval of the board; (ii) between $1,000,000 and $2,000,000 requires approval of three members of the board, including at least two independent directors; and (iii) $1,000,000 or less requires approval of any one member of the board. For loans previously approved, the approval of one member of the board is required for changes to the loan that do not exceed the approved amount by more than $200,000 and/or for minor technical amendments that do not change other underwriting considerations, provided the loan-to-value ratio increases by less than 5% and the ratio is 75% or less. We may invest in interim investments that are guaranteed by the Government of Canada or of a province or territory of Canada or deposits or certificates of deposits, acceptances and other similar instruments issued, endorsed or guaranteed by a Schedule I Bank in any amount without prior board approval.
- We may not make unsecured loans to, nor invest in securities issued by, our manager or its affiliates, nor make unsecured loans to the directors or officers of the manager.
- We may not make any investment, or incur any indebtedness, that would result in our not qualifying as a MIC.

Our objective is to invest in a diverse portfolio of predominantly first mortgages that are relatively short-term, to provide our shareholders with stable and secure dividends while preserving shareholders' equity, all within the parameters mandated for a MIC. Working within conservative risk parameters, we endeavour to maximize income and dividends through the sourcing and efficient management of our mortgage investments.

We are a non-bank lender and invest in mortgages secured by all types of residential, multi-residential and commercial real property located in Canada, subject to compliance with our investment policies. The types of properties that we finance include residential houses, small multi-family residential properties comprised of six or fewer units, residential apartment buildings, commercial properties and store-front retail properties, commercial properties and residential and commercial land development sites. We also finance construction projects and provide short-term bridge financing for real estate developers. Our strategy is to grow in a controlled manner by diversifying geographically, and focusing on real estate sectors with the lowest risk profiles.

We qualify as a MIC and are restricted from any activity that would result in us failing to qualify as a MIC. In order to qualify as a MIC, we must satisfy the requirements in subsection 130.1(6) of the *Income Tax Act* (Canada) ("ITA") throughout the taxation year. Among the requirements are:

- We can only invest or manage funds and cannot manage or develop real property.
- We cannot own debts secured on real property situated outside Canada, debts owing by non-residents unless such debts were secured on real property situated in Canada, shares of the capital stock of corporations not resident in Canada, or real property situated outside of Canada or any leasehold interest in such property.
- No shareholder (together with related persons, as defined in the ITA) may at any time own, directly or indirectly, more than 25% of our common shares.
- The cost for tax purposes of cash on hand, debts secured on specified residential properties, and funds on deposit with a Canada Deposit Insurance Fund or Régie de l'assurance-dépôts du Québec-insured institution or credit union must constitute at least 50% of the cost of all of our property.
- The cost for tax purposes of any interests in real property (including leaseholds but excepting real or immovable property acquired by foreclosure after default by the mortgagor) may not exceed 25% of the cost of all of our property.
- There are certain restrictions as to our maximum debt-to-equity ratio.

We are managed by Canadian Mortgage Capital Corporation (the "manager" or "CMCC"), which is our exclusive manager and arranges and services our mortgage loans and otherwise directs our affairs and manages our business. For explanations as to some of the terms used herein, please refer to our Annual Information Form for the year ended December 31, 2019, which is available at www.sedar.com.

Results of Operations

(In this section, dollars are in thousands of Canadian dollars, except per share amounts)

Financial summary *(unaudited)*

	Three months ended March 31	
	2020	2019
Revenue	$ 17,057	$ 15,796
Mortgage servicing and management fees	(1,777)	(1,680)
Other expenses	(349)	(287)
Provision for mortgage losses	(1,000)	(400)
Income before financing costs	13,931	13,429
Financing costs	(4,067)	(4,194)
Earnings and total comprehensive income	$ 9,864	$ 9,235
Basic earnings per share	$ 0.23	$ 0.24
Diluted earnings per share	$ 0.23	$ 0.24
Dividends declared	$ 9,504	$ 8,648
Mortgages receivable, end of period	$ 743,070	$ 706,098
Total assets, end of period	$ 759,494	$ 723,225
Shareholders' equity, end of period	$ 462,249	$ 423,286

Summary of quarterly results *(unaudited)*

	Q1 2020	Q4 2019	Q3 2019	Q2 2019	Q1 2019	Q4 2018	Q3 2018	Q2 2018
Revenue	$ 17,057	$ 17,116	$ 16,712	$ 16,565	$ 15,796	$ 14,850	$ 15,476	$ 14,616
Mortgage servicing and management fees	(1,777)	(1,816)	(1,743)	(1,757)	(1,680)	(1,554)	(1,661)	(1,610)
Other expenses	(349)	(267)	(285)	(265)	(287)	(294)	(279)	(317)
Impairment loss on investment property	–	(806)	–	–	–	–	–	–
Provision for mortgage losses	(1,000)	(300)	(390)	(400)	(400)	(537)	(563)	(400)
Income before financing costs	13,931	13,927	14,294	14,143	13,429	12,465	12,973	12,289
Financing costs	(4,067)	(4,196)	(4,359)	(4,476)	(4,194)	(3,928)	(4,273)	(3,684)
Net income and comprehensive income	$ 9,864	$ 9,731	$ 9,935	$ 9,667	$ 9,235	$ 8,537	$ 8,700	$ 8,605
Basic earnings per share	$ 0.23	$ 0.23	$ 0.25	$ 0.25	$ 0.24	$ 0.23	$ 0.24	$ 0.24
Diluted earnings per share	$ 0.23	$ 0.23	$ 0.25	$ 0.24	$ 0.24	$ 0.23	$ 0.24	$ 0.24
Dividends declared	$ 9,504	$ 11,906	$ 8,890	$ 8,870	$ 8,648	$ 9,677	$ 8,164	$ 8,140

Results of operations – Three months ended March 31, 2020

For the three months ended March 31, 2020, mortgage interest and fees revenues aggregated $17,057, compared to $15,796 in the comparative period, an increase of 8.0%. Virtually all our revenues are mortgage interest, therefore, the increase in revenue is due to the growth of our mortgage portfolio from the comparative quarter. The increase was offset slightly by a reduction in the weighted average interest rate during the quarter compared to the first quarter of 2019. A variety of factors affect the changes in the weighted average interest rate of our mortgage portfolio from quarter to quarter. No single factor is determinative or material for the mortgage portfolio as a whole, however, such factors include, but are not limited to, changes in prime rate of interest, the dollar amount of mortgages advanced and/or repaid in the period, the types of properties on which mortgage loans are advanced and/or repaid in the period, the location of the underlying properties on which mortgage loans are advanced and/or repaid, the types of mortgage loans advanced and/or repaid during the period and whether the mortgage loans advanced and/or repaid during the period are conventional or non-conventional mortgages. The weighted average interest rate on our mortgage portfolio was 8.60% at March 31, 2020, compared with 8.90% at March 31, 2019. We generated rental income of $177 for the three months ended March 31, 2020 from our two investment properties (March 31, 2019 – $nil).

Operating expenses, excluding the provision for mortgage losses, for the three months ended March 31, 2020 were $2,126, compared to $1,967 in the comparative period, an increase of 8.1%. This increase is largely due to an increase in mortgage servicing and management fees. Mortgage servicing and other fees paid to the manager (that is, the management fee plus HST) aggregated $1,777 for the three months ended March 31, 2020, compared with $1,680 in the prior year period. This increase was due to the increase in the size of the mortgage portfolio, as mortgage servicing fees are calculated and paid monthly based on the mortgage portfolio balance outstanding during the month. Transfer agent, regulatory fees and investor relations expenses increased by $20, or 29.0% due to quarterly timing differences in investor relations events. Directors' expense increased by $22, or 44.9%, primarily due to the increase in director fees for 2020.The provision for mortgage losses was $1,000 in the quarter to bring the total provision to $6,390 at

March 31, 2020 compared to $400 in the prior year period for a total provision of $4,300 at March 31, 2019. In March 2020, the World Health Organization declared the outbreak of COVID-19 a pandemic. The duration and impact of COVID-19 is uncertain. This uncertainty has resulted in an increase to the provision for mortgage losses for the quarter ended March 31, 2020.

Financing costs for the three months ended March 31, 2020 were $4,067, compared to $4,194 in the same period of 2019, a decrease of 3.0%. Coupon rate interest on convertible debentures was $2,101 for the three months ended March 31, 2020 compared to $2,260 for the comparative period. This decrease was a result of interest savings from the 6.25% convertible debentures being repaid at maturity on March 31, 2019 and replaced with 5.6% convertible debentures. Accretion and other costs were $330 for the three months ended March 31, 2020 compared to $348 for the comparative period. Interest expense on the credit facility was $1,565 for the three months ended March 31, 2020, down from $1,586 for the comparative period. This decrease is due to a decrease in the average credit facility balance between the quarters and lower weighted average cost of borrowing in the first quarter of 2020 compared to the first quarter of 2019. In October 2019, we completed an issuance of common shares, the proceeds of which were used to pay down the credit facility. Prime rate decreased three times in March 2020 and the rates for bankers' acceptances were lower in the first quarter of 2020 than they were in the comparable period, both of which contributed to the lower interest expense on the credit facility.

Net income and comprehensive income for the three months ended March 31, 2020 was $9,864, an increase of 6.8% from net income and comprehensive income of $9,235 for the same period in the prior year. Basic and diluted earnings per common share were $0.23 for the three months ended March 31, 2020, compared with $0.24 basic and diluted for the comparable period in the previous year. Earnings per share decreased largely as a result of the increased provision for mortgage losses in the current quarter as a result of uncertainty around the impact of COVID-19. There were also a greater number of shares outstanding due to the issuance of common shares completed in February and October 2019 and conversions of convertible debentures into common shares between September 2018 and February 2020.

During the three months ended March 31, 2020, we funded mortgages receivable aggregating $86,000. Of those advances, $83,993 were first mortgages, representing 97.7% of the total loans funded. British Columbia advances were $1,798, advances of $315 were on properties in Alberta, $1,987 were non-GTA Ontario and the remaining $81,900 were for mortgages on properties located in the Greater Toronto Area. There were $69,270 of repayments during the period.

Liquidity and capital resources

At March 31, 2020, we had borrowings under credit facility (excluding unamortized finance costs) of $141,621. The credit facility, currently authorized for up to $210,000 (December 31, 2019 – $210,000), is provided by a syndicate of four major chartered banks, drawn through a combination of bankers' acceptances and bank loans to minimize our borrowing costs. At any time during the term of the credit facility, we have the one-time right to increase the credit facility by up to $30,000 (such that the total maximum availability would be up to $240,000). We were in compliance with the covenants in the credit facility as at March 31, 2020, and we expect to remain in compliance with such covenants going forward.

At March 31, 2020, we had five series of convertible debentures outstanding, with a total book value of $149,325, and a face value (and maturity value) of $153,777. On March 31, 2020, we announced we would be redeeming early all of the outstanding 5.25% convertible debentures on May 4, 2020. For additional information on the operating credit facility and the debentures, please refer to Notes 7 and 9, respectively, of our accompanying interim consolidated financial statements.

The growth in our mortgage portfolio has been financed by the issuance of common shares, issuance of convertible debt, and through the operating credit facility. We expect to be able to generate sufficient funds for future growth in net mortgage loan investments by utilizing those three sources of funds. As at March 31, 2020, total debt was 39.1% of total assets (December 31, 2019 – 38.8%). Our policy and our banking arrangements both require that total debt not exceed 50.0% of total assets.

Changes in financial position

Cash used in investing activities during the quarter ended March 31, 2020 consisted entirely of advances of principal on mortgage loan investments of $81,152, less principal repayments received of $64,913, for net cash used in mortgage loan investments of $16,239 to support the growth in our mortgage portfolio.

Borrowings under our operating credit facility increased to $141,621 at March 31, 2020, from $123,937 at December 31, 2019, due to the growth in our portfolio.

Accounts payable and accrued liabilities, including accrued convertible debenture interest, were $3,494 at March 31, 2020 compared to $5,100 at December 31, 2019. This decrease is due to timing differences in payments. Dividends payable were $3,175 at March 31, 2020 down from $5,652 at December 31, 2019. The decrease is due to payment of

the bonus dividend accrued at December 31, 2019.

Share capital increased to $459,294 at March 31, 2020 from $452,851 at December 31, 2019, primarily due to the conversion of convertible debentures in the first quarter of 2020.

Contractual obligations

Contractual obligations due at March 31, 2020 were as follows:

March 31, 2020	Total obligation	Within 1 year	1 to 3 years	3 to 5 years	More than 5 years
Borrowings under credit facility	$141,621	$141,621	$ –	$ –	$ –
Accounts payable and accrued liabilities	2,360	2,360	–	–	–
Accrued convertible debenture interest	1,134	1,134	–	–	–
Dividends payable	3,175	3,175	–	–	–
Convertible debentures	153,777	24,977	40,250	54,050	34,500
Total contractual obligations	$302,067	$173,267	$ 40,250	$ 54,050	$ 34,500

We have commitments to advance additional funds under existing mortgages of $80,169 and for new mortgages of $6,001 at March 31, 2020 (December 31, 2019 – $64,932, $28,947). Generally, outstanding commitments are expected to be funded within the next 24 months. However, our experience has been that a portion of the unfunded amounts on existing mortgages will never be drawn.

Off-balance sheet arrangements

As at March 31, 2020, we had $6,567 (December 31, 2019 – $8,428) of letters of credit (LCs) outstanding which were issued under our operating credit facility. The maximum available by way of LCs under our operating credit facility at March 31, 2020 was $20,000 (December 31, 2019 – $20,000). LCs represent irrevocable assurances that our banks will make payments in the event that a borrower of the company cannot meet its obligations to third parties. LCs carry the same credit risk, recourse and collateral security requirements as mortgages extended to customers.

Transactions with related parties

Transactions with related parties are in the normal course of business and are recorded at the exchange amount, which is the amount of consideration established and agreed to by the related parties, and are measured at fair value.

The manager is responsible for our day-to-day activities. We incurred management and mortgage servicing fees from a subsidiary of the manager of $1,777 for the quarter ended March 31, 2020 (quarter ended March 31, 2019 – $1,680). Mr. Robert G. Goodall is a director and part of the key management personnel of the manager, received compensation from the manager, and is also a director of Atrium. The management agreement between us and the manager contains provisions for the payment of termination fees to the manager in the event that the management agreement is terminated in certain circumstances. The manager also acts as broker for our mortgages. The manager receives origination fees from the borrowers of up to 1% of the amount being funded; origination fees in excess of 1% are split between the manager and Atrium.

Certain of our mortgages are shared with other investors. As at March 31, 2020, companies owned by a director and officer of the company (Robert G. Goodall) had co-invested in one syndicated secured mortgage. The total amount of the mortgage is $57,710 (December 31, 2019 – one syndicated mortgage of $56,186) of which the company's share is $28,855 (December 31, 2019 – $28,093).

As at March 31, 2020, the company had four mortgages receivable from borrowers over which a director and officer of the company (Robert G. Goodall) has joint control (December 31, 2019 – three).

- A secured mortgage loan with a total gross commitment of $3,490 (December 31, 2019 – $3,490), of which $3,490 had been funded at March 31, 2020 (December 31, 2019 – $3,490). During the quarter ended March 31, 2020, the company recognized net mortgage interest and fees of $79 (quarter ended march 31, 2019 – $78) from this mortgage receivable.
- A secured mortgage loan with a total gross commitment of $8,738 (December 31, 2019 – $8,738). The company's share of the commitment is $2,330 (December 31, 2019 – $2,330), of which $2,330 had been funded at March 31, 2020 (December 31, 2019 – $2,330). During the quarter ended March 31, 2020, the

company recognized net mortgage interest and fees of $57 (quarter ended March 31, 2019 – $58) from this mortgage receivable.

- A secured mortgage loan with a total gross commitment of $7,875 (December 31, 2019 – $7,875). The company's share of the commitment is $1,500 (December 31, 2019– $1,500), of which $1,500 had been funded at March 31, 2020 (December 31, 2019 – $1,500). During the quarter ended March 31, 2020, the company recognized net mortgage interest and fees of $32 (quarter ended March 31, 2019 – $21) from this mortgage receivable.
- A secured mortgage receivable loan with a total gross commitment of $18,450 (December 31, 2019 – $nil). The company's share of the commitment is $6,550 (December 31, 2019 – $nil), of which $2,100 had been funded at March 31, 2020 (December 31, 2019 – $nil). During the quarter ended March 31, 2020, the company recognized net mortgage interest and fees of $52 (quarter ended March 31, 2019 – $nil) from this mortgage receivable.

Critical accounting estimates and policies

Our interim consolidated financial statements for the quarter ended March 31, 2020 are prepared in accordance with Canadian generally accepted accounting principles and IFRS, as set out in Part I of the CPA Canada *Handbook*. The preparation of interim consolidated financial statements in accordance with IFRS requires management to make estimates, assumptions and judgements that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the reporting date and the reported amounts of revenue and expenses during the reporting period.

The most subjective of these estimates relate to:

(a) determining whether the cash flows from the mortgages receivable represent solely payments of principal and interest (SPPI);

(b) the measurement of impairment losses for mortgages receivable, in particular: measurement of credit risk to determine whether there has been a significant increase in credit risk since initial recognition; the assessment of when mortgages receivable become impaired and the incorporation of forward-looking information to determine expected credit losses; and

(c) the measurement of the liability and equity components of the convertible debentures which depend upon the estimated market interest rates for a comparable debenture without the convertibility feature.

We believe that management's estimates are appropriate; however, actual results could differ from the amounts estimated. Estimates and underlying assumptions are reviewed each quarter. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

Mortgages receivable

Mortgages receivable are a financial asset and are recognized initially at fair value and are subsequently carried at amortized cost using the effective interest method. All our mortgages receivable are held in a single business model. We have concluded that our business model is to hold mortgages receivable to collect contractual cash flows that represent solely payments of principal and interest.

Mortgages receivable and commitments are assessed for impairment at the end of each reporting period using an expected credit loss (ECL) model. The ECL model uses a three-stage impairment approach based on changes in the credit risk of the commitment or mortgage receivable since initial recognition. Credit quality is assessed at each reporting period and results in commitments and mortgages receivable being moved between stages, as necessary. Significant credit judgement is required when assessing evidence of credit impairment and estimating expected credit losses. For commitments and mortgages receivable, the company considers a number of past events, current conditions and forward-looking information when assessing if there has been a significant increase or subsequent decrease in credit risk. The company considers a commitment or mortgage receivable to be impaired when there is objective evidence that one or more events have occurred that have an unfavourable impact on estimated future cash flows such that there is no longer reasonable assurance as to the timely collection of the full amount of principal and interest.

An ECL represents the difference between the present value of all contractual cash flows that are due under the original terms of the contract and the present value of all cash flows expected to be received. The company's application of the concept uses three inputs to measure ECLs for commitments and mortgages receivable classified as Stage 1: probability of default (PD), loss given default (LGD) and exposure at default (EAD). These inputs are determined at each reporting period using historical data and current conditions. Adjustments may be made to the probability of default if the effects of, for example, forecasts of housing prices, employment and interest rates, are expected to be significant over the term of the mortgage. The inputs for Stage 1 mortgages receivable are calculated separately for (i) mortgages receivable on single-family residences and (ii) mortgages receivable on all other properties on the basis of differences in the credit risk of each. The ECL is assessed individually for each commitment and

mortgage receivable classified as either Stage 2 or Stage 3. For mortgages receivable in these stages, forecast future information specific to the loan (for example, forecasts of real estate prices) is incorporated when assessing the cash flows expected to be received.

Mortgages receivable are presented on the interim consolidated statements of financial position net of the provision for mortgage losses. A loss on a mortgage is written off against the related provision for mortgage losses when there is no reasonable expectation of further recovery, which is the point at which the underlying real property has been liquidated and claims against guarantors, if any, are unlikely to recover any further losses. For any mortgages receivable that have been written off but where guarantors are still being pursued for collection, no recovery is recognized until it is virtually certain of collection. For further information see Note 3 (a) and (c) of our interim consolidated financial statements for the quarter ended March 31, 2020.

Revenue recognition

Mortgage interest and fees revenues are recognized in the statement of income and comprehensive income using the effective interest method. Mortgage interest and fees revenues include our share of any fees received, as well as the effect of any discount or premium on the mortgage. Interest revenue is calculated on the gross carrying amount for mortgages receivable in Stages 1 and 2 and on the net carrying amount for mortgages receivable in Stage 3.

The effective interest method derives the interest rate that discounts the estimated future cash receipts during the expected life of the mortgage receivable (or, where appropriate, a shorter period) to its carrying amount. When calculating the effective interest rate, future cash flows are estimated considering all contractual terms of the financial instrument, but not future credit losses. The calculation of the effective interest rate includes all fees and transaction costs paid or received. Fees and transaction costs include incremental revenues and costs that are directly attributable to the acquisition or issuance of the mortgage.

Convertible debentures

The convertible debentures can be converted into our common shares at the option of the investor. They are compound financial instruments with two components: a financial liability, and a call option which is an equity instrument. The fair value of the liability component is measured as of the date that the debentures were issued, and the equity instrument is valued on that date based upon the difference between the fair value of the debenture and the fair value of the liability component.

The measurement of the fair value of the liability component is based upon market rates of interest on similar debt instruments without the conversion feature. Expenses of issue are allocated between the two components on a pro-rata basis. The book value of the debt is accreted up to its face value over the life of the financial liability using the effective interest method, which provides for the application of a constant interest rate over the term of the debt. The value of the equity component is not re-measured subsequent to its initial measurement date.

Income taxes

We are, and intend to maintain our status as, a MIC, and as such are not taxed on income provided that it flows through to our shareholders as dividends during the year or within 90 days after December 31 each year. It is our policy to pay such dividends to our shareholders to remain non-taxable. Accordingly, no provision for current or future income taxes is required.

Future changes in accounting policies

Various pronouncements have been issued by the International Accounting Standards Board (IASB) or IFRS Interpretations Committee (IFRIC) that will be effective for future accounting periods. The company closely monitors new accounting standards as well as amendments to existing standards and assesses what impact, if any, they will have on the interim consolidated financial statements.

Controls and procedures

Our Chief Executive Officer (CEO) and Chief Financial Officer (CFO) are responsible for establishing and maintaining disclosure controls and procedures (DC&P) and internal control over financial reporting (ICFR), as those terms are defined in National Instrument (NI) 52-109 – *Certification of Disclosure in Issuers' Annual and Interim Filings*.

We designed the DC&P and ICFR, the latter of which was using the framework in *Internal Control – Integrated Framework* (published by the Committee of Sponsoring Organizations of the Treadway Commission (COSO), and as revised in 2013) to provide reasonable assurance (i) that material information relating to us is made known to our CEO and CFO during the reporting period; (ii) that information required to be disclosed by us in our filings under securities legislation is recorded, processed, summarized and reported within the required time periods; (iii) regarding the

reliability of financial reporting and preparation of interim consolidated financial statements for external purposes in accordance with Canadian generally accepted accounting principles (GAAP).

Our CEO and CFO evaluated the design effectiveness of the DC&P and ICFR, as defined by NI 52-109, as of March 31, 2020. Based on this evaluation, they concluded that the designs of the DC&P and ICFR were effective as of that date. NI 52-109 also requires Canadian public companies to disclose in their MD&A any change in ICFR during the most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, ICFR. No such change to ICFR has occurred during the most recently completed quarter.

It should be noted that a control system, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that its objectives are met. Because of the inherent limitations in any control system, no evaluation of control can provide absolute assurance that all control weaknesses including, for example, any instances of fraud, have been detected. Inherent limitations include: (i) that management's assumptions and judgements could ultimately prove to be incorrect as conditions and circumstances vary; (ii) the impact of any undetected errors; and (iii) controls may be circumvented through the unauthorized acts of individuals, by collusion of two or more people, or by management override. The design of any system of control is also based upon assumptions as to the likelihood of future events and there is no assurance that any design will succeed in achieving its goals under future conditions.

Outstanding share data

Our authorized capital consists of an unlimited number of common shares, of which 42,337,759 were issued and outstanding at March 31, 2020, and 42,382,636 were issued and outstanding as at the date hereof. In addition, as at the date hereof, 2,747,440, 1,693,440, 2,211,540 and 1,949,152 common shares are issuable upon conversion or redemption or in respect of repayment at maturity of the outstanding 5.50% (September 2021), 5.30%, 5.50% (December 2025) and the 5.60% convertible debentures, using the conversion price of $14.65, $14.94, $15.60 and $14.75 respectively, for each common share.

We also have an employee share purchase plan, a deferred share incentive plan and a dividend reinvestment plan pursuant to which common shares are issued from time to time.

Risks and uncertainties

We are subject to many risks and uncertainties that may limit our ability to execute our strategies and achieve our objectives. We have processes and procedures in place in an attempt to control or mitigate certain risks, while others cannot be or are not mitigated. Material risks that cannot be mitigated include a significant decline in the general real estate market, interest rates changing markedly, being unable to make mortgage loans at rates consistent with rates historically achieved, not having adequate mortgage loan opportunities presented to us, and not having adequate sources of bank finance available.

Under various federal, provincial and municipal laws, an owner or operator of real property could become liable for the cost of removal or remediation of certain hazardous or toxic substances released on or in its properties or disposed of at other locations. In rare circumstances where a mortgage is in default, we may take possession of real property and may become liable for environmental issues as a mortgagee in possession. As part of the due diligence performed in respect of our mortgage loan investments, we obtain a Phase I environmental audit on the underlying real property provided as security for a mortgage, unless the manager has determined that a Phase I environmental audit is not necessary.

Please also refer to "Forward-looking information," below, and the "Risk Factors" section of our Annual Information Form for the year ended December 31, 2019 which is incorporated herein by reference and is available at www.sedar.com and at www.atriummic.com.

Forward-looking information

From time to time in our public communications we provide forward-looking statements. Such statements are disclosures regarding possible events, conditions, results of operations or changes in financial position that are based upon assumptions and expectations. These are not based upon historical facts but are with respect to management's beliefs, estimates, and intentions. Forward-looking statements generally can be identified by the use of forward-looking terminology such as "outlook", "objective", "may", "will", "expect", "intent", "estimate", "anticipate", "believe", "should", "plans", "continue" or similar expressions suggesting future outcomes or events. Forward-looking statements regarding earnings, possible mortgage losses, and mortgage portfolio growth are based upon assumptions regarding performance of the economy in general and real estate markets in particular. Forward-looking statements generally assume that our revenues and expenses continue to follow current trends, and that current trends in our mortgage portfolio growth continue.

All forward-looking statements reflect management's current beliefs and are based on information currently

available to management. These statements are not guarantees of future performance and are based on our estimates and assumptions that are subject to risks and uncertainties which could cause our actual results to differ materially from the forward-looking statements contained in this MD&A or elsewhere. Those risks and uncertainties include risks associated with mortgage lending, competition for mortgage lending, real estate values, interest rate fluctuations, environmental matters and the general economic environment. For other risks and uncertainties, please refer to "Risks and uncertainties" above, and the "Risk Factors" section of our Annual Information Form for the year ended December 31, 2019 which is available at www.sedar.com and at www.atriummic.com. That list is not exhaustive, as other factors could adversely affect our results, performance or achievements. The reader is cautioned against undue reliance on any forward-looking statements.

Although the forward-looking information contained in this MD&A is based upon what management believes are reasonable assumptions, there can be no assurance that actual results will be consistent with these forward-looking statements. We will not publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise, unless required to do so by law.

Responsibility of management and the board of directors

Management is responsible for the information disclosed in this MD&A, and has in place the appropriate information systems, procedures and controls to ensure that the information used internally by management and disclosed externally is materially complete and reliable. In addition, our audit committee and board of directors provide an oversight role with respect to our public financial disclosures, and have reviewed and approved this MD&A and the unaudited interim consolidated financial statements as at March 31, 2020.

Dividend Reinvestment Plan

We have a Dividend Reinvestment Plan (DRIP) which is available to holders of our common shares. The DRIP allows participants to have their monthly cash dividends reinvested in additional common shares, at a discount of 2% from the market price.

On April 29, 2020, in response to the market disruption caused by the COVID-19 pandemic, we suspended the DRIP commencing with the dividends scheduled to be paid on May 12, 2020 to shareholders of record on April 30, 2020.

Additional information

Additional information about Atrium, including our Annual Information Form for the year ended December 31, 2019, is available on SEDAR at www.sedar.com. You may also obtain further information about us from our website at www.atriummic.com, by telephone at (416) 607-4200, or by email at info@atriummic.com.

Interim Consolidated

Financial Statements

First Quarter
March 31, 2020

CANADA'S PREMIER NON-BANK LENDER™

INTERIM CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (UNAUDITED)

(in thousands of Canadian dollars)

	Notes	March 31 2020	December 31 2019
Assets			
Mortgages receivable	5	$ 743,070	$ 727,325
Investment properties	6	16,201	16,201
Prepaid expenses		223	105
Total assets		$ 759,494	$ 743,631
Liabilities			
Borrowings under credit facility	7	$ 141,251	$ 123,449
Accounts payable and accrued liabilities	8, 12	2,360	4,144
Accrued convertible debenture interest		1,134	956
Dividends payable		3,175	5,652
Convertible debentures	9	149,325	153,910
Total liabilities		297,245	288,111
Shareholders' equity			
Share capital		459,294	452,851
Deferred share incentive plan units		707	716
Equity component of convertible debentures		1,772	1,837
Contributed surplus		781	781
Deficit		(305)	(665)
Total shareholders' equity		462,249	455,520
Total liabilities and shareholders' equity		$ 759,494	$ 743,631
Commitments	*7, 14(d)*		

The accompanying notes are an integral part of these interim consolidated financial statements.

Approved on behalf of the board of directors:

"Robert Goodall"
Robert Goodall, Director

"Mark Silver"
Mark Silver, Director

INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (UNAUDITED)

(in thousands of Canadian dollars, except for number of common shares)

	Notes	Share capital Number	Share capital Amount	Deferred share incentive plan units	Equity component of convertible debentures	Contributed surplus	Deficit	Total shareholders' equity
Balance, December 31, 2018		36,561,198	$ 385,261	$ 644	$ 1,675	$ 645	$ (919)	$ 387,306
Shares issued by prospectus	10	2,645,000	34,517	–	–	–	–	34,517
Shares issued under dividend reinvestment plan	10	83,071	1,067	–	–	–	–	1,067
Shares issued under employee share purchase plan	10	2,850	38	–	–	–	–	38
Shares issued on debenture conversion	9	74,659	995	–	(5)	–	–	990
Maturity of convertible debentures	9	–	–	–	(136)	136	–	–
Issue costs		–	(1,589)	–	–	–	–	(1,589)
Share-based payments	11	–	–	80	–	–	–	80
Equity component of convertible debentures issued	9	–	–	–	305	–	–	305
Issue costs attributable to equity component of convertible debentures issued	9	–	–	–	(15)	–	–	(15)
Net income and comprehensive income		–	–	–	–	–	9,235	9,235
Dividends declared		–	–	–	–	–	(8,648)	(8,648)
Balance, March 31, 2019		39,366,778	$ 420,289	$ 724	$ 1,824	$ 781	$ (332)	$ 423,286
Shares issued by prospectus	10	2,034,300	27,260	–	–	–	–	27,260
Shares issued under dividend reinvestment plan	10	243,805	3,269	–	–	–	–	3,269
Shares issued under employee share purchase plan	10	7,670	107	–	–	–	–	107
Shares issued under deferred share incentive plan	11	19,669	248	(248)	–	–	–	–
Shares issued on debenture conversion	9	191,554	2,599	–	(31)	–	–	2,568
Issue costs		–	(921)	–	–	–	–	(921)
Share-based payments	11	–	–	240	–	–	–	240
Equity component of convertible debentures issued	9	–	–	–	46	–	–	46
Issue costs attributable to equity component of convertible debentures issued	9	–	–	–	(2)	–	–	(2)
Net income and comprehensive income		–	–	–	–	–	29,333	29,333
Dividends declared		–	–	–	–	–	(29,666)	(29,666)
Balance, December 31, 2019		41,863,776	$ 452,851	$ 716	$ 1,837	$ 781	$ (665)	$ 455,520
Shares issued under dividend reinvestment plan	10	95,559	1,327	–	–	–	–	1,327
Shares issued under employee share purchase plan	10	5,298	44	–	–	–	–	44
Shares issued under deferred share incentive plan	11	7,426	93	(93)	–	–	–	–
Shares issued on debenture conversion	9	365,700	4,979	–	(65)	–	–	4,914
Share-based payments	11	–	–	84	–	–	–	84
Net income and comprehensive income		–	–	–	–	–	9,864	9,864
Dividends declared		–	–	–	–	–	(9,504)	(9,504)
Balance, March 31, 2020		42,337,759	$ 459,294	$ 707	$ 1,772	$ 781	$ (305)	$ 462,249

Dividends amounted to $0.225 per share for the three months ended March 31, 2020 (three months ended March 31, 2019 – $0.225; year ended December 31, 2019 – $0.96).

The accompanying notes are an integral part of these interim consolidated financial statements.

INTERIM CONSOLIDATED STATEMENTS OF INCOME AND COMPREHENSIVE INCOME (UNAUDITED)

(in thousands of Canadian dollars, except for per share amounts)

	Notes	Three months ended March 31 2020	Three months ended March 31 2019
Revenues			
Mortgage interest and fees	8	$ 16,880	$ 15,796
Rental income	6	177	–
Total revenues		17,057	15,796
Operating expenses			
Mortgage servicing and management fees	8	1,777	1,680
Transfer agent, regulatory fees and investor relations		89	69
Share-based payments	8, 11	84	80
Professional fees		56	40
Directors' expense	8, 12	71	49
Administration and general		49	49
Provision for mortgage losses	5(b)	1,000	400
Total operating expenses		3,126	2,367
Income before financing costs		13,931	13,429
Financing costs			
Interest on convertible debentures	9	2,431	2,608
Interest and other bank charges	7	1,636	1,586
Total financing costs		4,067	4,194
Net income and comprehensive income for the period		$ 9,864	$ 9,235
Earnings per common share			
Basic	13	$ 0.23	$ 0.24
Diluted	13	$ 0.23	$ 0.24

The accompanying notes are an integral part of these interim consolidated financial statements.

INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

(in thousands of Canadian dollars)

	Three months ended March 31	
	2020	**2019**
Cash provided by (used in):		
Operating activities		
Net income and comprehensive income for the period	$ 9,864	$ 9,235
Adjustments to determine net cash flows provided by (used in) operating activities		
Share-based payments	84	80
Mortgage interest and fees earned	(16,880)	(15,796)
Mortgage interest and fees received	16,142	10,957
Interest on convertible debentures expensed	2,431	2,608
Interest and other bank charges expensed	1,636	1,586
Provision for mortgage losses	1,000	400
Changes in operating assets and liabilities		
Prepaid expenses	(118)	(98)
Accounts payable and accrued liabilities	(1,790)	(36)
Additions to mortgage discount	–	46
Additions to unamortized origination fees	232	171
Cash provided by operating activities	12,601	9,153
Investing activities		
Cash advances of mortgages receivable	(81,152)	(53,719)
Cash repayments of mortgages receivable	64,913	34,563
Improvements and expenditures on investment properties	–	(432)
Cash used in investing activities	(16,239)	(19,588)
Financing activities		
Advances under credit facility	134,124	86,226
Repayments under credit facility	(116,440)	(92,590)
Interest and fees on convertible debentures paid	(1,923)	(904)
Interest and other bank charges paid	(1,513)	(1,947)
Issuance of common shares	44	34,555
Share capital issue costs	–	(1,589)
Issuance of convertible debentures	–	25,000
Convertible debenture issue costs	–	(1,205)
Repayment of convertible debentures	–	(28,278)
Cash dividends paid	(10,654)	(8,833)
Cash provided by financing activities	3,638	10,435
Increase (decrease) in cash	–	–
Cash, beginning of period	–	–
Cash, end of period	$ –	$ –

The accompanying notes are an integral part of these interim consolidated financial statements.

NOTE 1 – NATURE OF OPERATIONS

Atrium Mortgage Investment Corporation (the "company") is a corporation domiciled in Canada, incorporated under the *Ontario Business Corporations Act*. The address of the company's registered head office and principal place of business is Suite 900, 20 Adelaide Street East, Toronto, Ontario M5C 2T6.

The company is a Mortgage Investment Corporation (MIC) as defined in Section 130.1(6) of the Canada *Income Tax Act* (ITA). Accordingly, the company is not taxed on income provided that its taxable income is paid to its shareholders in the form of dividends within 90 days after December 31 each year. Such dividends are generally treated by shareholders as interest income, so that each shareholder is in the same position as if the mortgage investments made by the company had been made directly by the shareholder.

The company's common shares are listed on the Toronto Stock Exchange (TSX) under the symbol AI and its convertible debentures are listed under the symbols AI.DB, AI.DB.B, AI.DB.C, AI.DB.D and AI.DB.E.

NOTE 2 – BASIS OF PRESENTATION

(a) Statement of compliance

These interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and follow International Accounting Standard 34 *Interim Financial Reporting* (IAS 34) as issued by the International Accounting Standards Board (IASB) as set out in Part I of the *CPA Canada Handbook – Accounting*. These interim consolidated financial statements should be read in conjunction with the company's audited consolidated financial statements for the year ended December 31, 2019. Significant accounting policies have been consistently applied in the preparation of these interim consolidated financial statements, which were authorized for issuance by the board of directors on May 6, 2020.

(b) Basis of measurement

These interim consolidated financial statements are prepared on the historical cost basis.

(c) Functional and presentation currency

These interim consolidated financial statements are presented in Canadian dollars, which is also the company's functional currency. Dollars are expressed in thousands except for per share amounts or where the context requires otherwise.

(d) Principles of consolidation

These interim consolidated financial statements include the accounts of the company and Canadian Properties LP, which is considered to be a subsidiary for financial reporting purposes. Consolidation commenced the date the company obtained control and continues until control ceases. The company has consolidated the subsidiary from August 5, 2016, the date of its formation. All transactions and balances between the company and the subsidiary have been eliminated, including unrealized gains and losses, if any.

NOTE 2 – BASIS OF PRESENTATION (continued)

(e) Use of estimates and judgements

The preparation of interim consolidated financial statements in accordance with IFRS requires management to make estimates, assumptions and judgements that affect the reported amounts of assets and liabilities and disclosure of contingent assets and contingent liabilities at the reporting date and the reported amounts of revenues and expenses during the reporting period.

The most subjective of these estimates relate to:

(a) determining whether the cash flows from the mortgages receivable represent solely payments of principal and interest (SPPI);
(b) the measurement of impairment losses for mortgages receivable, in particular: measurement of credit risk to determine whether there has been a significant increase in credit risk since initial recognition; the assessment of when mortgages receivable become impaired and the incorporation of forward-looking information to determine expected credit losses; and
(c) the measurement of the liability and equity components of the convertible debentures which depend upon the estimated market interest rates for a comparable debenture without the convertibility feature.

Management believes that its estimates are appropriate; however, actual results could differ from the amounts estimated. Estimates and underlying assumptions are reviewed each quarter. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

In March 2020, the World Health Organization characterized the outbreak of a strain of the novel coronavirus ("COVID-19") as a pandemic which has resulted in a series of public health and emergency measures that have been put in place to combat the spread of the virus. The duration and impact of COVID-19 is unknown at this time and it is not possible to reliably estimate the impact that the length and severity of these developments will have on the financial results and condition of the company in future periods. (See Note 16 – Subsequent events).

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES

(a) Financial instrument assets – initial recognition and measurement

Financial instrument assets are initially recognized when the company becomes a party to a contract. On initial recognition, the measurement category is determined, based on: (i) the business model under which the asset is held, and (ii) the contractual cash flow characteristics of the instrument.

Upon initial recognition, financial assets are measured as either:

- Fair value through profit and loss (FVTPL) – which is the required measurement classification for instruments that are held for trading and derivative assets;
- Amortized cost – if the instrument is held within a business model whose objective is to collect contractual cash flows and the cash flows represent SPPI;
- Fair value through other comprehensive income (FVOCI) – which is required for debt instruments held in a dual-purpose business model, to collect contractual cash flows and to sell the instruments and can be irrevocably elected at initial recognition provided they have not been designated as FVTPL and are not held for trading; or
- Designated as FVTPL – available on initial recognition provided certain criteria are met.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

(a) Financial instrument assets – initial recognition and measurement (continued)

All of the company's mortgages receivable are held in a single business model. The company has concluded that its business model is to hold mortgages receivable to collect contractual cash flows for the following reasons:

- The performance of the mortgage portfolio is assessed on the basis of effective yield, and not on a fair value basis, whether realized or unrealized.
- Neither key management compensation nor remuneration paid to the company's manager is based on the fair values of mortgages receivable.
- Historically the company has not sold, and in the future has no expectations to sell, any of its mortgages receivable. While the company may decrease its interest in a syndicated mortgage receivable by transferring its interest, at its amortized cost carrying amount, to another lender in the syndicate, such transfers are consistent with the business model of holding mortgages receivable to collect contractual cash flows.

The returns earned by the company on its mortgages receivable are interest rates that are set at levels to provide an acceptable profit margin based on the time value of money and credit risk, although other basic lending risks (for example, the location and quality of the underlying collateral) may also be built-in. There are no factors that give rise to variation in the return on the company's mortgages receivable other than the time value of money, credit risk and other basic lending risks. Interest rates, or the credit spread for variable rate mortgages, are set for the full term of the loan, which is considered SPPI because the rate is still based on the time value of money and credit risk. The majority of the mortgages receivable can be prepaid after an initial closed period with no penalty, subject to the borrower providing advance written notice according to the terms of their mortgage so the return therefore represents SPPI.

Mortgages receivable are initially recognized at fair value and are subsequently carried at amortized cost using the effective interest method. See Note 3(d) Financial instruments – revenue recognition.

(b) Financial instrument liabilities – initial recognition and measurement

Financial liabilities are measured as either:

- FVTPL – which is required for any financial instrument liabilities that are held for trading and for derivative liabilities;
- Designated as FVTPL – available on initial recognition if either: the instrument includes one or more embedded derivatives and the host contract is not a financial asset; or if the designation meets certain criteria;
- Designated as at fair value – if the instrument does not meet the criteria and is designated as at FVTPL and is not otherwise required to be measured as FVTPL, it can still be irrevocably designated at initial recognition as at fair value, meaning that changes in fair value related to changes in own credit risk are presented in other comprehensive income and other changes in fair value are presented in net income; or
- Amortized cost – which is the default category and is also used for any host contract that is a financial instrument liability.

The company's borrowings under credit facility, accounts payable and accrued liabilities, except for the liability for the deferred share unit plan, dividends payable, accrued convertible debenture interest and the liability component of convertible debentures are measured at amortized cost. These financial instrument liabilities are initially recognized at fair value and are subsequently measured at amortized cost using the effective interest method. The liability for the deferred share unit plan is measured at FVTPL. This financial instrument liability is initially and subsequently measured at fair value. Gains and losses arising from changes in fair value are recorded in net income and comprehensive income in the period in which they arise.

(c) Financial instruments – impairment of assets

Loan commitments and letters of credit (collectively commitments) and mortgages receivable are assessed for impairment at the end of each reporting period using an expected credit loss (ECL) model. The ECL model uses a three-stage impairment approach based on changes in the credit risk of the commitment or mortgage receivable since initial recognition. The three stages are as follows:

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

(c) Financial instruments – impairment of assets (continued)

Credit stage and financial assets included	Impairment loss recognized
Stage 1 – commitments and mortgages receivable on initial recognition and existing assets that have not shown a significant increase in credit risk since initial recognition	12-month ECL – portion of lifetime ECLs that represent the ECL from possible default events within the next 12 months
Stage 2 – commitments and mortgages receivable that have experienced a significant increase in credit risk since initial recognition and up to the date of approval of the interim consolidated financial statements	Lifetime ECL – expected losses from possible default events over the expected life of the instrument, weighted by the likelihood of loss
Stage 3 – impaired commitments and mortgages receivable for which there is objective evidence of impairment at the date of approval of the interim consolidated financial statements	Lifetime ECL – expected losses from possible default events over the expected life of the instrument, weighted by the likelihood of loss

Credit quality is assessed at each reporting period and results in commitments and mortgages receivable being moved between stages, as necessary. Significant judgement is required when assessing evidence of credit impairment and estimating expected credit losses.

For commitments and mortgages receivable, the company considers a number of past events, current conditions and forward-looking information when assessing if there has been a significant increase or subsequent decrease in credit risk. There is a presumption in IFRS 9 *Financial Instruments* (IFRS 9) that credit risk has increased significantly once payments are 30 days past due. However, for single-family residential mortgages receivable, the company's historical experience is that mortgages receivable can become 30 days past due, but be brought up to date by the borrower, therefore another additional risk factor also needs to be identified for the mortgages receivable to move to Stage 2. For single-family residential mortgages receivable that are not 30 days past due, a significant increase in credit risk may still be evidenced by the presence of one or more additional risk factors. For all other mortgages receivable, a significant increase in credit risk is considered to have occurred if payments are 30 days past due or if one or more additional risk factors is present.

The additional risk factors used in assessing credit risk include:

- changes in the financial condition of the borrower;
- responsiveness of the borrower;
- other borrower specific information that may be available, without consideration of collateral;
- current economic conditions: interest rates, housing prices, real estate market statistics and employment statistics; and
- supportable forward-looking information: macro-economic factors, such as forecast real estate values and interest rate forecasts.

Determining whether there has been a significant increase in credit risk since initial recognition, or a subsequent reduction in credit risk back to the level at initial recognition, requires the exercise of significant judgement.

The company considers a commitment or mortgage receivable to be impaired when there is objective evidence that one or more events have occurred that have an unfavourable impact on estimated future cash flows such that there is no longer reasonable assurance as to the timely collection of the full amount of principal and interest.

The company considers a commitment or mortgage receivable to be in default if payments are greater than 90 days past due for single-family residential mortgages receivable or 30 days past due for all other mortgages receivable, or if an event of default has occurred under the terms of the mortgage commitment, including: non-payment of property taxes, a material adverse change in the financial position of the borrower and/or guarantors or a material adverse change in the property given as security. These definitions are consistent with industry practice.

An ECL represents the difference between the present value of all contractual cash flows that are due under the original terms of the contract and the present value of all cash flows expected to be received. The company's application of the concept uses three inputs to measure ECLs for commitments and mortgages receivable classified as Stage 1: probability of default (PD), loss given default (LGD) and exposure at default (EAD). These inputs are determined at each reporting period using historical data and current conditions.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

(c) Financial instruments – impairment of assets (continued)

Adjustments may be made to the probability of default if the effects of, for example, forecasts of housing prices, employment and interest rates, are expected to be significantly different over the term of the mortgage. The inputs for Stage 1 mortgages receivable are calculated separately for (i) single-family residential mortgages receivable and (ii) mortgages receivable on all other properties on the basis of differences in the credit risk of each. The ECL is assessed individually for each commitment and mortgage receivable classified as either Stage 2 or Stage 3. For mortgages receivable in these stages, forecast future information specific to the loan (for example, forecasts of real estate prices) is incorporated when assessing the cash flows expected to be received.

Mortgages receivable are presented on the interim consolidated statements of financial position net of the provision for mortgage losses. A loss on a mortgage receivable is written off against the related provision for mortgage losses when there is no reasonable expectation of further recovery, which is the point at which the underlying real property has been liquidated and claims against guarantors, if any, are unlikely to recover any further losses. For any mortgages receivable that have been written off but where guarantors are still being pursued for collection, no recovery is recognized until virtually certain of collection.

(d) Financial instruments - revenue recognition

Mortgage interest and fees revenues are recognized in the interim consolidated statements of income and comprehensive income using the effective interest method. Mortgage interest and fees revenues include the company's share of any fees received, as well as the effect of any discount or premium on the mortgage. Interest revenue is calculated on the gross carrying amount for mortgages receivable in Stages 1 and 2 and on the net carrying amount for mortgages receivable in Stage 3 (see Note 3(c) Financial instruments – impairment of assets).

The effective interest method derives the interest rate that discounts the estimated future cash receipts during the expected life of the mortgage receivable (which is the contractual life, if a shorter period is not expected) to its carrying amount. When calculating the effective interest rate, future cash flows are estimated considering all contractual terms of the financial instrument, but not future credit losses (see Note 3(c) Financial instruments – impairment of assets). The calculation of the effective interest rate includes all fees and transaction costs paid or received. Fees and transaction costs include incremental revenues and costs that are directly attributable to the acquisition or issuance of the mortgage.

(e) Financial instruments – derecognition

Financial assets are derecognized when the contractual rights to receive cash flows from the asset expire. When the company exercises its security and takes title to the underlying real estate, a mortgage receivable is derecognized on the date of foreclosure.

Financial liabilities are derecognized when the obligation under the liability is discharged, cancelled, or expires.

(f) Investment properties

Investment properties are properties over which the company has taken title through exercise of its security interest. Such properties are accounted for under IAS 40 *Investment Property*. An investment property is recognized on the date of acquisition through foreclosure and is measured initially at cost, which is the book value of the respective mortgage receivable net of any related provision for mortgage losses, plus any directly attributable expenditures and transaction costs. Any costs subsequently incurred to complete the construction or development of a property are capitalized. After initial recognition, investment properties are measured using the cost model. Depreciation commences from the date the property is substantially complete and is recognized when the property's carrying amount exceeds its residual value. The carrying value of investment properties are assessed for impairment whenever events or changes in circumstances indicate that the carrying amount of the investment property may exceed its recoverable amount.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

(f) Investment properties (continued)

If the higher of the fair value less cost of disposal and the value in use of an investment property (its recoverable amount) is less than its carrying amount, then an impairment loss is recognized for the excess. Any impairment loss, or gain or loss realized on disposal is recognized in the interim consolidated statements of income and comprehensive income.

(g) Convertible debentures

Convertible debentures can be converted into common shares of the company at the option of the investor. They are compound financial instruments with two components: a financial liability, and a call option which is an equity instrument. The fair value of the liability component is measured as of the date that the convertible debentures were issued, and the equity instrument is valued on that date based upon the difference between the fair value of the convertible debenture and the fair value of the liability component. The measurement of the fair value of the liability component is based upon market rates of interest on similar debt instruments without the conversion feature. Expenses of issue are allocated between the two components on a pro-rata basis. The book value of the debt is accreted up to its face value over the life of the financial liability using the effective interest method, which applies a constant interest rate over the term of the debt. The value of the equity component is not remeasured subsequent to its initial measurement date.

(h) Income taxes

The company qualifies as a MIC under the ITA, and as such is not taxed on income provided that its taxable income is distributed to its shareholders in the form of dividends within 90 days after December 31 each year. It is the company's policy to pay such dividends to remain non-taxable. Accordingly, no provision for current or deferred income taxes is required.

(i) Earnings per common share

Basic earnings per common share is calculated by dividing earnings during the period by the weighted average number of common shares outstanding during the period. Diluted earnings per share is calculated by adjusting the income and comprehensive income attributable to common shareholders and the weighted average number of common shares outstanding for the effects of all dilutive items such as convertible debentures and deferred share incentive plans.

(j) Share-based payments

The company has an equity-settled share-based compensation plan for grants to eligible directors, officers, and senior management under its deferred share incentive plan. Grants are measured based upon the fair value of the awards granted, using the volume-weighted average trading share price for the five trading days prior to the date of the grant.

(k) Deferred share unit plan

The company has a cash-settled deferred share unit plan for non-executive directors pursuant to which each non-executive director is required to receive one-half of their director compensation in the form of deferred share units. Each non-executive director can elect to receive the remaining one-half of their director compensation in deferred share units or cash or a combination thereof. The deferred share units represent a financial liability as they can only be settled in cash when the non-executive directors cease to serve in any capacity with the company. As such, the deferred share units are initially recognized at their fair value, using the volume-weighted average trading price of the company's common shares on the TSX for the five trading days prior to the last day of the quarter, as directors' expense with a corresponding amount recorded in accounts payable and accrued liabilities. The liability is subsequently remeasured to its fair value at each quarter end with the change in fair value during the period recognized as directors' expense.

NOTE 4 – RECENT ACCOUNTING PRONOUNCEMENTS

Various pronouncements have been issued by the IASB or IFRS Interpretations Committee (IFRIC) that will be effective for future accounting periods. The company closely monitors new accounting standards as well as amendments to existing standards and assesses what impact, if any, they will have on the interim consolidated financial statements. None of the standards issued to date are expected to have a material effect on the interim consolidated financial statements.

NOTE 5 – MORTGAGES RECEIVABLE

(a) Mortgage portfolio

	March 31, 2020			December 31, 2019		
Property type	Number	Outstanding amount	% of Portfolio	Number	Outstanding amount	% of Portfolio
Low-rise residential	31	$ 197,052	26.4%	32	$ 216,144	29.6%
High-rise residential	17	191,777	25.7%	15	174,544	23.9%
Mid-rise residential	22	169,788	22.8%	21	160,456	22.0%
House and apartment	82	54,724	7.3%	91	66,083	9.1%
Condominium corporation	14	2,561	0.3%	14	2,659	0.4%
Residential portfolio	166	615,902	82.5%	173	619,886	85.0%
Commercial	21	130,574	17.5%	19	109,859	15.0%
Mortgage portfolio	187	746,476	100.0%	192	729,745	100.0%
Accrued interest receivable		3,821			3,780	
Mortgage discount		(213)			(224)	
Unamortized origination fees		(624)			(586)	
Provision for mortgage losses		(6,390)			(5,390)	
Mortgages receivable		$ 743,070			$ 727,325	

The mortgage portfolio has maturity dates between 2020 and 2030 with a weighted average remaining term of 9.7 months at March 31, 2020 (December 31, 2019 – 8.7 months). The portfolio has a weighted average interest rate (which excludes lender fees earned by the company) of 8.60% as at March 31, 2020 (8.81% as at December 31, 2019, 8.90% as at March 31, 2019).

Within the mortgage portfolio, at March 31, 2020 there were 27 mortgages receivable aggregating to $130,351 (17.5% of the mortgage portfolio) in which the company has a subordinate position in a syndicated mortgage receivable (December 31, 2019 – 24 mortgages receivable aggregating $108,055, 14.8% of the mortgage portfolio). Additional analysis of the mortgage portfolio, including by location of underlying property and type of mortgage, is set out in the "Investment Portfolio" section of the Management's Discussion and Analysis for the three month period ended March 31, 2020.

A majority of the mortgages receivable have an initial closed period, after which the borrower may repay the principal at any time prior to maturity, without penalty, subject to providing advance written notice according to the terms of their mortgage.

Principal repayments based on contractual maturity dates are as follows:

Nine months ending December 31, 2020	395,688	53.0%
Years ending December 31, 2021	270,813	36.3%
2022	67,142	9.0%
2023	10,668	1.4%
2024	845	0.1%
Thereafter	1,320	0.2%
	$ 746,476	100.0%

NOTE 5 – MORTGAGES RECEIVABLE (continued)

(b) Provision for mortgage losses

The gross carrying amounts of mortgages receivable and the provision for mortgage losses by property type are as follows:

As at March 31, 2020

Gross carrying amount	Stage 1	Stage 2	Stage 3	Total
Low-rise residential	$ 187,692	$ 9,360	$ –	$ 197,052
High-rise residential	191,777	–	–	191,777
Mid-rise residential	169,788	–	–	169,788
House and apartment	53,556	1,168	–	54,724
Condominium corporation	2,561	–	–	2,561
Commercial	126,174	–	4,400	130,574
Mortgage portfolio	$ 731,548	$ 10,528	$ 4,400	$ 746,476

Provision for mortgage losses	Stage 1	Stage 2	Stage 3	Total
Low-rise residential	$ 1,529	$ 64	$ –	$ 1,593
High-rise residential	1,567	–	–	1,567
Mid-rise residential	1,528	–	–	1,528
House and apartment	265	3	–	268
Condominium corporation	17	–	–	17
Commercial	942	–	475	1,417
Mortgage portfolio	$ 5,848	$ 67	$ 475	$ 6,390

As at December 31, 2019

Gross carrying amount	Stage 1	Stage 2	Stage 3	Total
Low-rise residential	$ 200,928	$ 15,216	$ –	$ 216,144
High-rise residential	174,544	–	–	174,544
Mid-rise residential	160,456	–	–	160,456
House and apartment	65,154	929	–	66,083
Condominium corporation	2,659	–	–	2,659
Commercial	105,554	4,305	–	109,859
Mortgage portfolio	$ 709,295	$ 20,450	$ –	$ 729,745

Provision for mortgage losses	Stage 1	Stage 2	Stage 3	Total
Low-rise residential	$ 1,398	$ 317	$ –	$ 1,715
High-rise residential	1,214	–	–	1,214
Mid-rise residential	1,116	–	–	1,116
House and apartment	251	–	–	251
Condominium corporation	18	–	–	18
Commercial	734	342	–	1,076
Mortgage portfolio	$ 4,731	$ 659	$ –	$ 5,390

The provision for mortgage losses at March 31, 2020 is $6,390 (December 31, 2019 – $5,390). Of this provision, $5,848 (December 31, 2019 – $4,731) represents management's estimate of the ECLs on mortgages receivable in the company's portfolio that have not experienced a significant increase in credit risk since initial recognition (Stage 1). The ECL was assessed individually for each mortgage receivable and commitment classified as Stages 2 and 3 and management estimated the ECL as $67 for mortgages receivable classified as Stage 2 and $475 for those classified as Stage 3 at March 31, 2020 (December 31, 2019 – $659 and $nil).

NOTE 5 – MORTGAGES RECEIVABLE (continued)

(b) Provision for mortgage losses (continued)

The changes in the provision for mortgage losses are shown in the following table.

	Three months ended March 31, 2020			
	Stage 1	Stage 2	Stage 3	Total
Opening balance, January 1, 2020	$ 4,731	$ 659	$ –	$ 5,390
Provision for mortgage losses				
Transfers to Stage 1 (1)	42	(42)	–	–
Transfers to Stage 2 (1)	(2)	2	–	–
Transfers to Stage 3 (1)	–	(342)	342	–
Net remeasurement (2)	943	(209)	133	867
Mortgage advances	557	–	–	557
Mortgage repayments	(423)	(1)	–	(424)
Balance, March 31, 2020	$ 5,848	$ 67	$ 475	$ 6,390

(1) Transfers between stages which are presumed to occur before any corresponding remeasurement of the provision.

(2) Net remeasurement represents the change in the expected credit loss related to changes in model inputs or assumptions, including changes in macroeconomic conditions, and changes in measurement following a transfer between stages. It also includes post-model overlays and adjustments as a result of the economic uncertainty related to the world-wide COVID-19 pandemic.

During the three month period ended March 31, 2020, the provision for mortgage losses for mortgages classified as Stage 1 increased as a result of the overall increase in the mortgage portfolio as well as a post model adjustment made as a result of the economic uncertainty of the world-wide COVID-19 pandemic. The provision for mortgage losses for mortgages classified as Stage 2 decreased as a result of the transfer of a mortgage receivable from Stage 2 to Stage 1 due to a decrease in credit risk and the transfer of a mortgage receivable from Stage 2 to Stage 3 due to management's estimate of impairment. The ECL is assessed individually for Stage 2 and Stage 3 mortgages.

	Three months ended March 31, 2019			
	Stage 1	Stage 2	Stage 3	Total
Opening balance, January 1, 2019	$ 3,900	$ –	$ –	$ 3,900
Provision for mortgage losses				
Transfers to Stage 1 (1)	–	–	–	–
Transfers to Stage 2 (1)	(2)	2	–	–
Transfers to Stage 3 (1)	–	–	–	–
Net remeasurement (2)	257	(2)	–	255
Mortgage advances	355	–	–	355
Mortgage repayments	(210)	–	–	(210)
Balance, March 31, 2019	$ 4,300	$ –	$ –	$ 4,300

(1) Transfers between stages which are presumed to occur before any corresponding remeasurement of the provision.

(2) Net remeasurement represents the change in the expected credit loss related to changes in model inputs or assumptions, including changes in macroeconomic conditions, and changes in measurement following a transfer between stages.

During the three month period ended March 31, 2019, the provision for mortgage losses for mortgages receivable classified as Stage 1 increased as a result of the overall increase in the mortgage portfolio.

NOTE 6 – INVESTMENT PROPERTIES

	Three months ended March 31 2020	Year ended December 31 2019
Balance, beginning of period	$ 16,201	$ 17,007
Impairment	–	(806)
Balance, end of period	$ 16,201	$ 16,201

NOTE 6 – INVESTMENT PROPERTIES (continued)

Investment properties consist of two residential multi-unit rental properties, a four unit property in Leduc, Alberta and a 90 unit property in Regina, Saskatchewan. At December 31, 2019, as a result of the economic conditions in Saskatchewan affecting vacancy and rental rates, the company estimated that the carrying value of the Regina property exceeded its value in use, resulting in an impairment loss of $806. The value in use was estimated using a net operating income analysis. This analysis included estimates of gross rental income, vacancy rates, operating and management expenses and capitalization rates. Increases (decreases) in gross rental income will result in a higher (lower) value in use of the investment property. Increases (decreases) in the vacancy rates, operating and management expenses or capitalization rates will result in a lower (higher) value in use of the investment property. The recoverable amount of this Regina property is estimated to be its value in use of $15,100.

	Three months ended March 31	
Rental income	**2020**	**2019**
Revenue from investment properties	$ 284	$ –
Property operating costs	(107)	–
Rental income	$ 177	$ –

NOTE 7 – CREDIT FACILITY

At March 31, 2020, the company had a credit facility from a syndicate of four Canadian financial institutions of $210,000 (December 31, 2019 – $210,000) at a formula rate that varies with bank prime and the market bankers' acceptance rate. At any time during the term of the credit facility, the company has the one-time right to increase the credit facility by up to $30,000 (such that the total maximum availability would be up to $240,000). The annualized weighted average rate for the three month period ended March 31, 2020 was 3.99% (4.07% for the year ended December 31, 2019). Drawings under the credit facility may be by way of a bank loan (including an overdraft facility of up to $500), bankers' acceptances or letters of credit (LCs). LCs represent irrevocable assurances that the company's banks will make payments in the event that a borrower of the company cannot meet its obligations to third parties. LCs carry the same credit risk, recourse and collateral security requirements as mortgages extended to customers. The committed credit facility was effective January 2, 2019, has a term to January 11, 2021, and is subject to certain conditions of drawdown and other covenants.

The credit facility is secured by a lien over all of the company's assets by means of a general security agreement. The amount that may be drawn down under the credit facility is determined by the aggregate value of mortgages receivable that are acceptable to the lender. Under the terms of the credit facility, covenants must be met in respect of shareholders' equity, debt to total assets and interest coverage. At March 31, 2020 and December 31, 2019, the company was in compliance with these covenants.

Credit facility	**March 31 2020**	**December 31 2019**
Bankers' acceptances	$ 135,000	$ 113,000
Bank loan	16,400	10,490
Cash	(10,000)	–
Overdraft facility	221	447
Unamortized finance costs	(370)	(488)
Borrowings under credit facility	141,251	123,449
Letters of credit	6,567	8,428
Total credit facility utilization	$ 147,818	$ 131,877

Cash represents funds received by the company on March 31, 2020 that were used to repay the bank loan but were applied against the bank loan by the financial institutions subsequent to March 31, 2020.

Interest on the credit facility is included in financing costs and calculated using the effective interest method. Included in interest and other bank charges for the three month period ended March 31, 2020 is interest on the credit facility of $1,565 (March 31, 2020 – $1,586) and bank fees and amortization of financing costs of $71 (March 31, 2019 – $nil).

NOTE 8 – RELATED PARTY TRANSACTIONS

The company pays management and mortgage servicing fees to Canadian Mortgage Capital Corporation (CMCC), which is the manager of the company, and responsible for its day-to-day management. The majority beneficial owner and Chief Executive Officer (CEO) of the manager is also CEO of the company. The company incurred management and mortgage servicing fees of $1,777 for the three month period ended March 31, 2020 (three month period ended March 31, 2019 – $1,680). The management agreement between the company and CMCC contains provisions for the payment of termination fees to the manager in the event that the management agreement is terminated in certain circumstances. Amounts due to related party of $593 (December 31, 2019 – $565) are included in accounts payable and accrued liabilities and are due to CMCC, are in the normal course of business, are non-interest bearing, due on demand and are paid within 30 days of each period end.

Under an employee share purchase plan (ESPP) for the company's common shares, participants, including employees of CMCC, may contribute up to an annual maximum to the ESPP and CMCC matches 50% of the participants' contributions. The total amount matched by CMCC for the three month period ended March 31, 2020 was $15 (three month period ended March 31, 2019 – $13).

Certain of the company's mortgages receivable are shared with other investors. As at March 31, 2020, companies owned by a director and officer of the company had co-invested in one syndicated secured mortgage receivable. The total amount of the mortgage receivable is $57,710 (December 31, 2019 – one syndicated mortgage receivable of $56,186) of which the company's share is $28,855 (December 31, 2019 – $28,093).

As at March 31, 2020, the company had four mortgages receivable from borrowers over which a director and officer of the company has joint control (December 31, 2019 – three).

- A secured mortgage receivable loan with a total gross commitment of $3,490 (December 31, 2019 – $3,490), of which $3,490 had been funded at March 31, 2020 (December 31, 2019 – $3,490). During the three month period ended March 31, 2020, the company recognized net mortgage interest and fees of $79 (three month period ended March 31, 2019 – $78) from this mortgage receivable.
- A secured mortgage receivable loan with a total gross commitment of $8,738 (December 31, 2019 – $8,738). The company's share of the commitment is $2,330 (December 31, 2019 – $2,330), of which $2,330 had been funded at March 31, 2020 (December 31, 2019 – $2,330). During the three month period ended March 31, 2020, the company recognized net mortgage interest and fees of $57 (three month period ended March 31, 2019 – $58) from this mortgage receivable.
- A secured mortgage receivable loan with a total gross commitment of $7,875 (December 31, 2019 – $7,875). The company's share of the commitment is $1,500 (December 31, 2019 – $1,500), of which $1,500 had been funded at March 31, 2020 (December 31, 2019 – $1,500). During the three month period ended March 31, 2020, the company recognized net mortgage interest and fees of $32 (three month period ended March 31, 2019 – $21) from this mortgage receivable.
- A secured mortgage receivable loan with a total gross commitment of $18,450 (December 31, 2019 – $nil). The company's share of the commitment is $6,550 (December 31, 2019 – $nil), of which $2,100 had been funded at March 31, 2020 (December 31, 2019 – $nil). During the three month period ended March 31, 2020, the company recognized net mortgage interest and fees of $52 (three month period ended March 31, 2019 – $nil) from this mortgage receivable.

Key management includes directors and officers of the company. Compensation expenses for key management personnel include:

	Three months ended March 31	
	2020	2019
Directors' fees (Note 12)	$ 62	$ 45
Share-based payments to directors (Note 11)	31	29
Share-based payments to officers (Note 11)	19	17
	$ 112	$ 91

Related party transactions are in the normal course of business and are recorded at the amount of consideration established and agreed to by the related parties.

NOTE 9 – CONVERTIBLE DEBENTURES

	Convertible debenture					
	5.60% AI.DB.E	5.50% AI.DB.D	5.30% AI.DB.C	5.50% AI.DB.B	5.25% AI.DB	Total
Three month period ended March 31, 2020						
Issued and outstanding face value	$ 28,750	$ 34,500	$ 25,300	$ 40,250	$ 24,977	$ 153,777
Book value –						
Convertible debentures, beginning of period	$ 27,274	$ 32,888	$ 24,334	$ 39,639	$ 29,775	$ 153,910
Conversion to shares	–	–	–	–	(4,914)	(4,914)
Accretion for the period	68	66	53	85	57	329
Convertible debentures, end of period	$ 27,342	$ 32,954	$ 24,387	$ 39,724	$ 24,918	$ 149,325

	Convertible debenture						
	5.60% AI.DB.E	5.50% AI.DB.D	5.30% AI.DB.C	5.50% AI.DB.B	6.25% AI.DB.A	5.25% AI.DB	Total
Year ended December 31, 2019							
Issued and outstanding face value	$ 28,750	$ 34,500	$ 25,300	$ 40,250	$ –	$ 29,914	$ 158,714
Book value –							
Convertible debentures, beginning of year	$ –	$ 32,627	$ 24,124	$ 39,299	$ 29,186	$ 32,053	$ 157,289
Conversion to shares	–	–	–	–	(990)	(2,568)	(3,558)
Issued	28,750	–	–	–	–	–	28,750
Equity component	(351)	–	–	–	–	–	(351)
Issue costs	(1,369)	–	–	–	–	–	(1,369)
Issue costs attributed to equity component	17	–	–	–	–	–	17
Repayment of convertible debenture	–	–	–	–	(28,278)	–	(28,278)
Accretion for the year	227	261	210	340	82	290	1,410
Convertible debentures, end of year	$ 27,274	$ 32,888	$ 24,334	$ 39,639	$ –	$ 29,775	$ 153,910

On March 29, 2019, the company completed a public offering of 5.60% convertible debentures for gross proceeds of $25,000. On April 16, 2019, the company received gross proceeds of $3,750 from the exercise in full of the over-allotment option on the 5.60% convertible debentures.

	Convertible debenture					
	5.60% AI.DB.E	5.50% AI.DB.D	5.30% AI.DB.C	5.50% AI.DB.B	6.25% AI.DB.A	5.25% AI.DB
Maturity date	March 31, 2025	Dec. 31, 2025	June 30, 2024	Sept. 30, 2021	March 31, 2019	June 30, 2020
Initial term	6 years	7 years	7 years	7 years	5 years	7 years
Conversion at option of shareholder at:	$14.75/share	$15.60/share	$14.94/share	$14.65/share	$13.30/share	$13.50/share
Interest payment dates	March 31, Sept. 30	June 30, Dec. 31	June 30, Dec. 31	March 31, Sept. 30	March 31, Sept. 30	June 30, Dec. 31
Redeemable at the company's option at par plus accrued interest, provided the weighted average trading price of common shares is not less than 125% of the conversion price from	March 31, 2022	Dec. 31, 2021	June 30, 2020	Sept. 30, 2017	March 31, 2017	June 30, 2016
to	March 31, 2024	Dec. 31, 2023	June 30, 2022	Sept. 30, 2019	March 31, 2018	June 30, 2018
Redeemable at the company's option at par plus accrued interest and unpaid interest after	March 31, 2024	Dec. 31, 2023	June 30, 2022	Sept. 30, 2019	March 31, 2018	June 30, 2018

NOTE 9 – CONVERTIBLE DEBENTURES (continued)

On March 31, 2020, the company announced that it plans to redeem early all of the outstanding 5.25% convertible debentures on May 4, 2020 (See Note 16 – Subsequent events).

Interest costs related to the convertible debentures are recorded in financing costs using the effective interest rate method. Interest on the convertible debentures is included in financing costs and consists of the following:

	Three months ended March 31	
	2020	2019
Coupon rate interest on convertible debentures	$ 2,101	$ 2,260
Accretion and other costs	330	348
Interest on convertible debentures	$ 2,431	$ 2,608

NOTE 10 – SHARE CAPITAL

The company is authorized to issue an unlimited number of common shares without par value. Common shares rank equally with each other and have no preference, conversion, exchange or redemption rights. Common shares participate pro rata with respect to any dividends paid, including distributions upon termination and dissolution.

The company has an optional dividend reinvestment plan (DRIP) for shareholders, whereby participants may reinvest cash dividends in additional common shares of the company at the volume weighted average price for five days prior to distribution, less a 2% discount. During the three month period ended March 31, 2020, 95,559 common shares were issued under the Company's DRIP (three month period ended March 31, 2019 – 83,071), using reinvested dividends of $1,327 (three month period ended March 31, 2019 – $1,067). Shares issued under the DRIP are issued by the company from treasury (See Note 16 – Subsequent events).

Under the employee share purchase plan (ESPP), each participant may contribute up to an annual maximum to the ESPP, and CMCC matches 50% of the participant's contribution. Thus, the company does not bear any of the cost of the ESPP, as it is reimbursed by CMCC and the participants.

NOTE 11 – SHARE-BASED PAYMENTS

Grants are provided to directors and certain employees of the manager under the company's deferred share incentive plan ("DSIP"). The DSIP units vest annually over three years. Common shares are issued to participants on the vesting date of each tranche of the DSIP units, unless a participant elects to defer the issuance. In addition, income deferred share incentive plan ("IDSIP") units are credited to holders of DSIP units granted before 2017 based upon dividends paid on common shares. The fair value of share-based compensation was based upon the volume weighted average market price of the common shares five days prior to the grant date of September 3, 2019 ($13.72).

	Three months ended March 31, 2020			Year ended December 31, 2019		
	DSIP units	IDSIP units	Total	DSIP units	IDSIP units	Total
Balance, beginning of period	73,000	9,874	82,874	68,667	9,056	77,723
Units granted	–	–	–	22,000	–	22,000
Units earned	–	716	716	–	2,820	2,820
Common shares issued	(6,167)	(1,259)	(7,426)	(17,667)	(2,002)	(19,669)
Balance, end of period	66,833	9,331	76,164	73,000	9,874	82,874

Share-based payments expense:	Three months ended March 31	
	2020	2019
September 1, 2019 grant	$ 46	$ –
September 1, 2018 grant	21	46
September 1, 2017 grant	7	17
September 1, 2016 grant	3	10
September 1, 2015 grant	3	3
September 1, 2014 grant	3	3
August 30, 2013 grant	1	1
	$ 84	$ 80

NOTE 12 – DEFERRED SHARE UNIT PLAN

The board of directors established a deferred share unit plan ("DSUP") effective January 1, 2020 pursuant to which each non-executive director is required to receive one-half of their director compensation in the form of deferred share units. Each non-executive director can elect to receive the remaining one-half of their director compensation in deferred share units or cash or a combination thereof. Deferred share units are credited to the director DSUP accounts quarterly, in arrears, in an amount equal to the non-executive director's remuneration elected to be paid in deferred share units divided by the fair market value of the common shares on the last day of the quarter. The fair market value is equal to the volume-weighted average trading price of the company's common shares on the TSX for the five trading days immediately preceding that day. Dividend equivalents are credited to a non-executive director's DSUP account as if dividends were paid on each deferred share unit held by a non-executive director on the dividend record date and reinvested in additional deferred share units at the fair market value on the dividend payment date.

Deferred share units can only be exercised when the non-executive director ceases to serve in any capacity with the company. Payment will be made, at the election of the non-executive director, in either cash or common shares of the company purchased in the market, net of applicable taxes or other amounts required to be withheld or deducted, based on the fair market value of the company's common shares on or about the date of the payment.

As at March 31, 2020, 6,454 deferred share units were issued and outstanding (March 31, 2019 – nil issued and outstanding). During the three months ended March 31, 2020, compensation expense of $54 (three month period ended March 31, 2019 – $nil) related to the DSUP was recognized in directors' expense. As at March 31, 2020, $54 (December 31, 2019 – $nil) is included in accounts payable and accrued liabilities.

NOTE 13 – EARNINGS PER SHARE

	Three months ended March 31	
	2020	**2019**
Basic earnings per share –		
Numerator		
Net income and comprehensive income for the period	$ 9,864	$ 9,235
Denominator		
Weighted average common shares outstanding	42,119,240	38,136,225
Basic earnings per share	$ 0.23	$ 0.24
Diluted earnings per share –		
Numerator		
Net income and comprehensive income for the period	$ 9,864	$ 9,235
Interest on convertible debentures	2,431	2,608
Net income and comprehensive income for diluted earnings per share	12,295	11,843
Denominator		
Weighted average common shares outstanding	42,119,240	38,136,225
Convertible debentures	10,607,255	11,219,737
Deferred share incentive plan	72,661	48,667
Income deferred share units	10,153	7,273
Weighted average common shares outstanding – diluted basis	52,809,309	49,411,902
Diluted earnings per share	$ 0.23	$ 0.24

NOTE 14 – FINANCIAL INSTRUMENTS

(a) Classification of financial instruments

Financial assets comprise mortgages receivable and are classified and measured at amortized cost. Financial liabilities comprise borrowings under credit facility, accounts payable and accrued liabilities, dividends payable, accrued convertible debenture interest and the liability component of convertible debentures. The liability for the deferred share unit plan is measured at FVTPL. All other financial liabilities are measured at amortized cost.

NOTE 14 – FINANCIAL INSTRUMENTS

(b) Fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between arm's length market participants at the measurement date. The fair value hierarchy establishes three levels to classify the inputs to valuation techniques used to measure fair value:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 inputs are quoted prices in markets that are not active, quoted prices for similar assets or liabilities in active markets, inputs other than quoted prices that are observable for the asset or liability, or inputs that are derived principally from or corroborated by observable market data or other means.
- Level 3 inputs are unobservable (supported by little or no market activity).

The fair value hierarchy gives the highest priority to Level 1 inputs and the lowest priority to Level 3 inputs. All financial assets are classified and measured at amortized cost. Their carrying values approximate their fair values due to their relatively short-term maturities and because market interest rates have not fluctuated significantly since the date at which the loans were entered into. The fair value of borrowings under credit facility approximates book value since it bears interest at floating rates. The accounts payable and accrued liabilities, excluding the liability for the deferred share units, dividends payable and accrued convertible debenture interest carrying values approximates their fair values due to the short-term nature of the items. The liability for the deferred share units is measured at fair value using Level 1 inputs. The deferred share units are measured at fair market value on the day they are credited to the directors' DSUP accounts, with fair value equal to the volume-weighted average trading price of the company's common shares on the TSX for the five trading days immediately preceding that day, and are remeasured using fair market value at each reporting date.

The fair value of convertible debentures at the time of issue is established using Level 2 inputs. The fair value of convertible debentures has been determined based on the closing prices of the convertible debentures on the TSX on the respective dates.

Convertible debentures	March 31 2020	December 31 2019
Fair value	$ 137,470	$ 161,872
Less book value of equity component	(1,772)	(1,837)
	$ 135,698	$ 160,035
Book value of financial liability component	$ 149,325	$ 153,910

(c) Credit risk

Mortgages receivable and issued letters of credit are exposed to credit risk. Credit risk is the risk that a counterparty to a financial instrument will fail to discharge its obligation or commitment, resulting in a financial loss to the company. The maximum exposure to credit risk related to mortgages receivable, including letters of credit outstanding, at March 31, 2020 is $750,480 (December 31, 2019 – $736,570).

The company mitigates the credit risk by maintaining strict credit policies including due diligence processes, credit limits, documentation requirements, review and approval of new and renewed mortgages receivable by the board of directors or a subgroup thereof, quarterly review of the entire portfolio by the board of directors, and other credit policies approved by the board of directors. Credit risk is approved by the board of directors. These credit policies and processes have been consistently applied throughout the two year period ended March 31, 2020.

NOTE 14 – FINANCIAL INSTRUMENTS (continued)

(c) Credit risk (continued)

All mortgages receivable are secured by the underlying real estate, plus other credit enhancements, which may include guarantees from the borrowers, personal guarantees from the borrower's shareholders and/or cross guarantees from related entities. The quality of the mortgage collateral is primarily driven by the location and type of underlying property and type of mortgage receivable. For further information, refer to Note 5(a) and to the "Investment Portfolio" section of the Management's Discussion and Analysis for the three month period ended March 31, 2020. Management continuously monitors real estate values and considers there to have been no significant changes in the quality of the collateral underlying the remaining mortgage portfolio.

At March 31, 2020, the largest borrower group accounted for 11.1% of mortgages receivable (December 31, 2019 – 11.3%). See Note 5(a) and Note 5(b) for a breakdown of mortgages receivable and the provision for mortgage losses by property type.

(d) Liquidity risk

Liquidity risk is the risk that the company will not be able to meet its obligations when due. The primary sources of liquidity risk are the requirements to fund commitments for new mortgages, advances on existing mortgages receivable, as well as obligations under the company's credit facility. The company's liquidity risk is managed on an ongoing basis in accordance with the policies and procedures in place that reduce the risk to an acceptable level. Policies and procedures include continuous monitoring of expected cash flows, reviewing credit requirements with the company's bankers, issuing convertible debentures or common shares in the public markets from time to time as required, and staggering the maturities of convertible debentures when they are issued.

From time to time the company has arranged temporary increases in its credit facility with its banks in order to manage liquidity requirements, and expects to be able to continue to do so in the future if required. The company's significant financial liabilities include borrowings under credit facility, accounts payable and accrued liabilities, dividends payable, accrued convertible debenture interest and the liability component of convertible debentures. The borrowings under credit facility are drawn upon as required to discharge accounts payable and accrued liabilities as well as to pay out dividends on a monthly basis. The company's agreement with the lender is that the operating line will not be called provided that all covenants are met and that any significant excess cash is used to pay down the borrowings under credit facility.

March 31, 2020	Carrying value	Contractual cash flow	Within 1 year	1 to 3 years	3 to 5 years	More than 5 years
Borrowings under credit facility[1]	$141,621	$147,639	$147,639	$ –	$ –	$ –
Accounts payable and accrued liabilities	2,360	2,360	2,360	–	–	–
Accrued convertible debenture interest	1,134	1,134	1,134	–	–	–
Dividends payable	3,175	3,175	3,175	–	–	–
Convertible debentures[2]	149,325	170,350	70,076	33,991	66,283	–
Total	297,615	324,658	224,384	33,991	66,283	–
Unadvanced mortgage commitments[3]	–	86,170	86,170	–	–	–
Total contractual liabilities	$297,615	$410,828	$310,554	$33,991	$ 66,283	$ –

Notes:

(1) Includes interest assuming the outstanding balance is not repaid until maturity on January 11, 2021.

(2) The 5.25% debentures are assumed to be repaid in the second quarter of 2020; 5.50% 2021 debentures are assumed to be repaid in the second quarter of 2020; 5.30% debentures are assumed to be repaid June 30, 2022; 5.50% 2025 debentures are assumed to be repaid December 31, 2023 and 5.60% debentures are assumed to be repaid March 31, 2024.

(3) Unadvanced mortgage commitments include additional funds on existing mortgages receivable and new mortgage commitments. The experience of the company has been that a portion of the unadvanced amounts on existing mortgages receivable will never be drawn.

NOTE 14 – FINANCIAL INSTRUMENTS (continued)

(d) Liquidity risk (continued)

As at March 31, 2020, management considers that it has adequate procedures in place to manage liquidity risk.

(e) Interest rate risk

The company is exposed to interest rate risk in that an increase in interest rates will result in increased interest expense due to its borrowings under credit facility being set at a variable rate and mortgages receivable are set at a combination of fixed and variable rates. The financial structure of the company results in relatively moderate interest rate risk because a majority of the company's financing is through common shares and convertible debentures, with a moderate amount of borrowings under the credit facility that bear floating interest rates.

If interest rates on debt had been one percentage point higher (lower) during the three month period ended March 31, 2020, income and comprehensive income would have been reduced (increased) by approximately $1,471 during the period, assuming that no changes had been made to the interest rates at which new mortgage loans were entered into. However, if new mortgage loans had been entered into at higher (lower) interest rates, the resulting reduction of income and comprehensive income would have been less than (greater than) $1,471.

(f) Currency risk

Currency risk is the risk that the value of financial assets and financial liabilities will fluctuate due to changes in foreign exchange rates. The company is not exposed to currency risk as all financial assets and financial liabilities are denominated in Canadian funds.

NOTE 15 – CAPITAL MANAGEMENT

The company defines capital as total debt plus shareholders' equity, as shown below:

	March 31 2020	December 31 2019
Borrowings under credit facility	$ 141,251	$ 123,449
Convertible debentures	149,325	153,910
Total debt	290,576	277,359
Shareholders' equity	462,249	455,520
Capital employed	$ 752,825	$ 732,879

The company's objectives for managing capital are to preserve shareholders' equity, provide shareholders with stable dividends, and to use leverage in a conservative manner to improve return to shareholders. The company finances growth of its portfolio by issuing common shares and debt. In addition, a small amount of equity is raised every month through a dividend reinvestment plan for shareholders and the employee share purchase plan.

As bank borrowings increase, the company could expect to raise further funds through public offerings of convertible debentures or common shares, and through private placements of debt. The borrowings under credit facility are subject to external covenants as set out in Note 7 – Credit facility. There has been no change in the company's capital management objectives since the prior period.

NOTE 16 – SUBSEQUENT EVENTS

During and subsequent to the first quarter of 2020, the outbreak of a strain of the novel coronavirus has resulted in a series of public health and emergency measures that have been put in place in Canada and worldwide to combat the spread of the virus. These measures have caused material disruption to businesses in Canada and globally resulting in an economic slowdown. Global equity and capital markets have also experienced significant volatility. The duration and impact of COVID-19 is unknown at this time and it is not possible to reliably estimate the impact that the length and severity of these developments will have on the financial results and condition of the company in future periods. Accordingly, there is inherently more uncertainty associated with the estimates, judgements and assumptions made by management in the preparation of the interim consolidated financial statements. It is not possible to forecast with certainty the extent to which the economic impact of COVID-19 will affect the company's operations and financial results in the near term and long-term. Areas of the company's business that could potentially be adversely impacted include, but are not limited to, mortgage interest rates, mortgage interest and fees revenue, rental income, provision for mortgage losses and valuation of investment properties.

In April 2020, the company collected 98% of the mortgage interest due in April, which is in line with historical collection rates.

On April 13, 2020, the company issued 44,877 common shares ($404) to shareholders under its dividend reinvestment plan.

On April 29, 2020, in response to the market disruption caused by the COVID-19 pandemic, the company announced the suspension of its dividend reinvestment plan (DRIP) commencing with the dividend payable on May 12, 2020 to shareholders of record on April 30, 2020.

On May 4, 2020, the company redeemed early all of the outstanding 5.25% convertible debentures for cash. The redemption totalled an aggregate principal amount of $24,977 plus all accrued and unpaid interest.

On May 5, 2020, the company announced that the TSX had accepted a notice filed by the company of its intention to make a normal course issuer bid with respect to its common shares. The notice provides that the company may purchase up to 4,000,000 common shares during the twelve month period commencing May 11, 2020 and ending on May 10, 2021.

Corporate Directory

Board of Directors

Mark L. Silver
Chair of the Board,
Atrium Mortgage
Investment Corporation
President, Optus Capital Corporation

Robert G. Goodall
CEO and President,
Atrium Mortgage
Investment Corporation

Peter P. Cohos [1,4]
President,
Copez Properties Ltd.

Robert H. DeGasperis
President,
Metrus Properties Inc.

Andrew Grant [4]
President,
PCI Group

Maish Kagan [2]
President,
Canal Group

Nancy H. O. Lockhart [2,3]
Director, George Weston Ltd.
Director, Choice Properties REIT

1. Chair of Audit Committee
2. Member of Audit Committee
3. Chair of Compensation, Nominating and Governance Committee
4. Member of Compensation, Nominating and Governance Committee

Management

Robert G. Goodall
CEO and President

Jennifer Scoffield CPA, CA
CFO and Secretary

Bram Rothman
Managing Director – Ontario

Richard Munroe
Managing Director – Ontario

Phil Fiuza
Managing Director –
Ontario, Residential

Marianne Dobslaw
Managing Director –
British Columbia

Transfer Agent

Computershare Trust Co. of Canada
100 University Ave.
9th Floor, North Tower
Toronto, ON M5J 2Y1
T. (800) 564-6253

For 5.30% (AI.DB.C), 5.50% (AI.DB.D), and 5.60% (AI.DB.E) Convertible Debentures
AST Trust Company
1 Toronto St., Suite 1200
Toronto, ON M5C 2V6
T. (800) 387-0825

Auditors

Crowe Soberman LLP
1100 – 2 St. Clair Ave. E.
Toronto, ON M4T 2T5
T. (416) 964-7633

Share Listing

Common shares,
TSX: AI

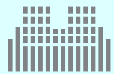
Convertible debentures 5.25%,
TSX: AI.DB

Convertible debentures 5.50%,
TSX: AI.DB.B

Convertible debentures 5.30%,
TSX: AI.DB.C

Convertible debentures 5.50%,
TSX: AI.DB.D

Convertible debentures 5.60%,
TSX: AI.DB.E



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