

Notice to Readers

On May 15, 2013 at 13:38:28 ET, Inovalis Real Estate Investment Trust (the “**REIT**”) filed its Interim Financial Statements for the period ended March 31, 2013 (the “**Interim Financial Statements**”) that included an inadvertent error found at Note 1 under the “Notes to the Interim Financial Statements”.

We hereby attach and re-file the Interim Financial Statements that corrects the error. Other than the referred to corrections noted above, there are no other changes and amendments to the Interim Financial Statements.

**Interim Financial Statements of
the INOVALIS Real Estate
Investment Trust**

Inovalis Real Estate Investment Trust
Balance Sheet (in Canadian dollars)
As at March 31, 2013

Cash	\$10
TOTAL ASSETS	\$10
Trust Units	\$10
UNITHOLDER'S EQUITY	\$10

Inovalis Real Estate Investment Trust
Statement of Changes in Unitholder's Equity (in Canadian dollars)
From February 8, 2013 to March 31, 2013

ISSUANCE OF UNITS ON FORMATION	\$ 10
UNITHOLDER'S EQUITY END OF PERIOD	\$ 10

Inovalis Real Estate Investment Trust
Statement of Cash Flows (in Canadian dollars)
From February 8, 2013 to March 31, 2013

FINANCING ACTIVITIES

Issuance of Units	\$10
Net increase in cash	\$10
Cash, beginning of period	—
CASH, END OF PERIOD.....	\$10

Notes to the Interim Financial Statements
(in Canadian dollars unless otherwise stated except Unit or per Unit amounts)

1. Organization and purpose of the Trust

Inovalis Real Estate Investment Trust (the “REIT”) is an open-ended real estate investment trust created pursuant to a Declaration of Trust dated February 8, 2013 when one Unit was issued for \$10 cash to Daniel Argiros. The REIT was established under the laws of the Province of Ontario, and is domiciled in Canada.

The address of the REIT’s registered office is 333 Bay Street, Suite 3400, Toronto, Ontario, Canada M5H 2S7. The REIT’s financial statements as at March 31, 2013 were authorized for issue by the Board of Trustees on May 15th, 2013.

The objective of the Trust is the investing of its assets, the maintaining, improving, leasing or managing of any real property or any combination of such activities.

2. Significant Accounting Policies

Basis of presentation

These financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (“IFRS”).

Unitholder’s equity

The REIT is authorized to issue an unlimited number of units (“Units”). The beneficial interests of the Trust are divided into a single class of units which represent a unitholders’ proportionate undivided beneficial interest in the Trust. No unit has any preference over any other unit. Each unit confers the right to one vote at any meeting of unitholders and to participate prorata in any distributions by the Trust and, in the event of termination of the Trust, in the net assets of the Trust remaining after satisfaction of all liabilities of the Trust. The units of the Trust are redeemable at the demand of the unitholders at the fair market value of the units at that time.

The REIT classifies issued Units as equity in the balance sheet. The Units are puttable financial instruments because of the Unitholder’s option to redeem Units, at any time, at a redemption price per unit equal to the fair market value of the units at that time. The REIT has classified the Units as equity pursuant to the provisions of IAS 32, *Financial Instruments: Presentation*, on the basis that the Units meet all of the criteria in IAS 32 for such classification, also referred to as the “puttable exemption”.

The criteria in IAS 32 are as follows:

- The Units entitle the Unitholder to a pro rata share of the REIT’s net assets in the event of the REIT’s termination. The REIT’s net assets are those assets that remain after satisfaction of all liabilities of the Trust;
- The Units are in the class of instruments that are subordinate to all other classes of instruments because they have no priority over other claims to the assets of the REIT on liquidation, and do not need to be converted into another instrument before they are in the class of instruments that is subordinate to all other classes of instruments;
- All instruments (including these Units) in the class of instruments that is subordinate to all other classes of instruments have identical features.
- Apart from the contractual obligation for the REIT to redeem the Units for cash or another financial asset, the Units do not include any contractual obligation to deliver cash or another financial asset to another entity, or to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the REIT, and it is not a contract that will or may be settled in the REIT’s own instruments; and
- The total expected cash flows attributable to the Units over their life is based substantially on the profit or loss and the change in the recognized net assets of the REIT over the life of the Units.

In addition to the Units meeting all of the above criteria, the REIT has determined it has no other financial instrument or contract that has total cash flows based substantially on the profit or loss, the change in the recognized assets, or the change in the fair value of the recognized and unrecognized net assets of the REIT. The REIT also has no other financial instrument or contract that has the effect of substantially restricting or fixing the residual return to the Unitholders.

Units are initially recognized at the fair value of the consideration received by the REIT. Any transaction costs arising on the issue of Units are recognized directly in Unitholder's equity as a reduction of the proceeds received.

3. Subsequent Events

On April 10, 2013 the REIT raised gross proceeds of CAD\$105,000,000 through the issuance of 10,500,000 Units at CAD\$10 per Unit pursuant to an initial public offering ("the offering"). Costs relating to the issuance of Units, including underwriters' fees, are estimated to be CAD\$11,702,000 and will be charged directly to Unitholder's Equity.

Concurrent with the issuance of Units to the public, Inovalis S.A., asset manager for the REIT, purchased 10.04% ownership interest in the REIT and contributed¹ a total of CAD\$ 11,721,000 (€8,843,000) to CanCorpEurope (a subsidiary of the REIT since April 10, 2013) through a capital contribution common shares, an interest bearing loan at an effective rate of 9% (CAD\$ 4,767,000), an interest bearing loan at an effective rate of 4.5% (CAD\$ 1,219,000) and an interest free loan (CAD\$ 4,596,000) (collectively, the "Exchangeable Securities").

CanCorpEurope also obtained a revolving credit facility from Inovalis S.A. with a maximum aggregate amount of capital available of CAD\$10,000,000 at an effective rate of 8.25%. This revolving credit facility expires on April 10, 2015. CanCorpEurope shall pay Inovalis S.A. a yearly commitment fee at the rate of 0.5 % payable quarterly for the facilities. The proceeds of this facility shall be used for working capital, capital expenditures, reimbursement of existing loans and general corporate purposes of CanCorpEurope and/or to finance any affiliated company. At today, this credit facility was not drawn.

The REIT indirectly acquired four leasehold interests in Properties located in Germany and in France on April 12, 2013 and April 16, 2013 respectively and comprising approximately 529.2 thousand square feet of gross leaseable area for a consideration of CAD\$96,281,000 (€71,677,000). The cash paid for the acquisition of the real estate rights on finance lease contracts on French and German commercial real estate and the related tenant's portfolios has been calculated as the difference between (i) the assets price less (ii) the carrying value of the finance lease liabilities at the date of the closing.

Acquisition costs amounting approximately to CAD\$3,049,000 will be charged directly to net income.

Net assets acquired using the purchase method of accounting is recorded at their fair values on a preliminary basis as follows:

(in CAD\$ ²)	<i>Fair value</i>				Total Fair Value \$
	<i>CAD</i>	<i>Hawaz - Vanves leasehold</i>	<i>PREI 4 - Jeuneurs Leasehold</i>	<i>PREI 2 - Dubonnet leasehold</i>	
<i>Recognized amounts of identifiable assets acquired and liabilities assumed</i>					
Properties acquired	108,144,000	46,449,000	35,760,000	26,820,000	217,173,000
Total Assets acquired	108,144,000	46,449,000	35,760,000	26,820,000	217,173,000
Finance leases liabilities	(52,018,000)	(20,058,000)	(17,076,000)	(20,734,000)	(109,886,000)
Financial instruments	-	-	-	(1,722,000)	(1,722,000)
Total liabilities acquired	(52,018,000)	(20,058,000)	(17,076,000)	(22,456,000)	(111,609,000)

¹ Amounts are converted from € to CAD\$ using the exchange rate on April 10, 2013 which is the date of issuance,

² Amounts are converted from € to CAD\$ using the exchange rate on the acquisition dates of the properties: April 12, 2013 for the property located in Germany and April 16, 2013 for those located in France.

Fair value of Net assets acquired	56,126,000	26,391,000	18,684,000	4,363,000	105,565,000
<i>Consideration given by the REIT consists of the following:</i>					
Cash	52,939,000	18,311,000	19,870,000	5,162,000	96,281,000
Consideration given by the REIT	52,939,000	18,311,000	19,870,000	5,162,000	96,281,000
Goodwill / (Negative goodwill)	(3,188,000)	(8,080,000)	1,186,000	798,000	(9,284,000)

Provisional Goodwill/ (Negative goodwill) estimated above on each acquired business will be booked in profit (loss) for the period as “Net gain on bargain purchase”.

Exchangeable securities

On April 10, 2013, the REIT, CanCorpEurope, and Inovalis S.A. entered into an exchange agreement (the “Exchange Agreement”). The Exchange Agreement grants to Inovalis S.A. the right to require the REIT to exchange the Exchangeable Securities for Units (the “Exchange Right”), subject to customary anti-dilution adjustments.

Over-Allotment

Inovalis S.A. have granted to the Underwriters an Over-Allotment option (“the option”) exercisable in whole or in part for a 30-day period following closing of the Offering to purchase a number of additional Units equal to up to 15% of the Units sold at the closing of the Offering. On May 8, 2013, the Underwriters partially exercised the option as to 870,000 over-allotment units at a purchase price of CAD\$10 per over-allotment unit, for net proceeds of CAD\$8,178,000 (being equal to gross proceeds of CAD\$8,700,000 less the underwriting fee of CAD\$522,000).