



PROREIT ANNOUNCES \$45.1 MILLION IN PROPERTY ACQUISITIONS AND THE INTENTION TO INTERNALIZE PROPERTY MANAGEMENT THROUGH STRATEGIC PURCHASE OF A PROPERTY MANAGEMENT FIRM

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MONTREAL, June 5, 2018 - PRO Real Estate Investment Trust ("PROREIT" or the "REIT") (TSXV: PRV.UN) announced today that it has signed binding agreements to acquire twelve commercial properties for an aggregate purchase price of approximately \$45.1 million. The properties are comprised of six industrial buildings and developable land in Winnipeg, Manitoba, five standalone retail buildings in Quebec and New Brunswick, and the 50% remaining undivided interest in an industrial building in Drummondville, Quebec. The total acquisition price represents an implied going-in weighted average capitalization rate of approximately 6.8% for the properties. The acquisitions increase the total assets of the REIT by 12.3% to approximately \$412 million.

PROREIT is also pleased to announce that it has signed a binding agreement to acquire the assets of Compass Commercial Realty Limited, a prominent property management platform headquartered in Halifax, Nova Scotia.

Together, these transactions will be significantly accretive to the REIT, and are expected to positively impact its adjusted funds from operations (AFFO)¹ after the transactions close.

The total consideration being paid for the transactions includes the issuance of approximately \$5.95 million of Class B limited partnership units of PRO REIT Limited Partnership ("Class B LP Units"), a subsidiary of the REIT, at a price of not less than \$2.30 per unit. The Class B LP Units are economically equivalent to and exchangeable for trust units of the REIT on a one-for-one basis.

Twelve Property Acquisitions Strengthen Market Presence

The twelve properties represent total gross leasable area ("GLA") of 368,854 square feet. All of the properties are 100% occupied with a weighted average remaining lease term of approximately 6.7 years. The properties are to be acquired from four separate vendors, two of whom may be considered related parties of the REIT.

"With these acquisitions, we continue to build our national footprint while further strengthening our presence in the Maritimes and Quebec," said James W. Beckerleg, President and Chief Executive Officer. "The acquisitions will increase our total assets by approximately 12.3% to \$412 million and allow us to complete the redeployment of the proceeds of our January 2018 equity issue. With the Winnipeg

¹ Non-IFRS measure. See "Non-IFRS and Operational Key Performance Indicators".

acquisitions, we are now in nine of ten Canadian provinces. As we build this national presence, the acquisition of the property management platform will enable us to reduce costs, build value and develop a strong presence in each of our key markets.”

Winnipeg, Manitoba Industrial Buildings and Land

PROREIT is acquiring six well located industrial buildings and a 2.1-acre parcel of land in Winnipeg, Manitoba for an aggregate purchase price \$27.3 million. Total GLA of the six buildings is 237,430 sq. ft. The \$27.3 million acquisition will be financed by a \$18.9 million first mortgage on the portfolio having a five-year term and an approximate interest rate of 4 percent. The financing was arranged with a Tier 1 Canadian Chartered Bank. The balance of the purchase price of the portfolio will be settled from PROREIT’s lines of credit, in part freed up from the proceeds of the equity financing completed in January 2018.

The buildings, which have been institutionally owned and managed for the past ten years, have been well maintained and are fully occupied. They are strategically located within the Inkster Industrial Park and the St. James industrial area in close proximity to the James A. Richardson International Airport. The Inkster and St. James industrial areas contain approximately 35% of the roughly 78 million square foot industrial real estate market in Manitoba.

The Manitoba industrial real estate market is historically stable with predictable market conditions. Overall, industrial vacancy rates have remained under 4% over the past ten years, and the Winnipeg market is currently firming.

“Vacancy rates in the Winnipeg industrial real estate market are declining and rents are rising,” noted Mr. Beckerleg. Winnipeg is exactly the type of market we want to be in and we look forward to expanding our assets there over the longer-term.”

The properties include:

1455 Mountain Avenue

The largest of the properties, 1455 Mountain Avenue, is a 94,541 sq. ft. building with 20 ft. ceilings. Originally built in 1981, it was substantially modernized and upgraded in 2014. The building has three loading docks and occupies only 18% of 11.9 acres of land, providing the opportunity to expand the building in the future and to initiate further development when the time is appropriate. The facility is leased to Canada Goose, one of the world’s leading makers of luxury apparel. The Canada Goose lease runs to 2025 with two additional five-year options to renew. The lease includes a significant rent step in 2019.

1410 Mountain Avenue

Built in 1989 – 1990, 1410 Mountain Avenue is a 47,521 sq. ft. mixed use light industrial building. The dual-tenant building is occupied by a well-established services business, and a para-governmental social services body, both with medium to long-term leases, including rent steps and options to renew.

20 Bentall Street

Sitting on the same parcel of land as 1410 Mountain Avenue, 20 Bentall Street is a 34,181 sq. ft. light industrial building with 21 ft. ceiling height. The building is occupied by one of Canada's leading distribution and logistics firms, with a remaining lease term of over 9 years, rent steps, and including options to renew. The building includes eight truck level and three grade level doors.

Adjacent the property is a prime 2.1-acre undeveloped parcel of land, bearing the street address 10 Bentall Street, which is included in the acquisition.

1305 King Edward Street

This single tenant property contains 9,464 sq. ft. of GLA with 20 ft. ceilings. The tenant is a well-known mobile communications services center operator based in Western Canada. Built in 1991, the building sits on a 2.0-acre property that is shared with 1313 King Edward Street.

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This 20,900 sq. ft. building is home to a reputable Canadian distributor of electrical and telecommunications equipment with a remaining lease term of four years and includes rent steps and renewal options. The building covers 35% of the 2.0-acre site it shares with 1305 King Edward Street.

1791 Dublin Avenue

This 30,823 sq. ft. multi-tenant building is fully occupied by seven tenants, including several national brand name companies, including Bell Canada, Telus, Trader Corporation and Emco. Built in 1988, the building has 21 ft. ceilings and seven truck level doors. The building sits on a 1.6-acre lot.

Fredericton, New Brunswick Acquisition

598 Union Street

PROREIT has signed a binding agreement to acquire 598 Union Street in Fredericton for \$4.5 million. The acquisition is a retail strip mall anchored by a national pharmacy brand and other national tenants occupying over 90% of the mall, with the balance leased to a strong local business on a long-term lease. The weighted average lease term for tenants of the strip mall is 6.4 years. The mall is shadow anchored by a NB Liquor Commission store. Built in 1964, and renovated in 2017, the building is adjacent to the downtown Fredericton business core and is in good condition. It sits on 3.71 acres of land with 100 parking stalls.

The purchase price for the New Brunswick acquisition includes a cash portion of approximately \$3.6 million which will be financed by \$3.2 million in new debt at approximately 4% over a five-year term and PROREIT's lines of credit, and the issuance of approximately \$900,000 of Class B LP Units at a price not lower than \$2.30 per unit. The Class B LP Units are accompanied by special voting units that provide their holder with equivalent voting rights to holders of trust units of the REIT.

Couche Tard/Tim Hortons Quebec Portfolio

PROREIT has signed an agreement to acquire four properties located in Montreal, Sherbrooke, Laurier Station and Levis, in Quebec. The properties are 100% leased to Couche Tard convenience stores, and include a Tim Hortons. The four buildings contain 13,606 square feet of GLA. The portfolio is being acquired for \$8.95 million from vendors of which a trustee of the REIT, Vincent Chiara, may be considered a related party. As such, the acquisition may constitute a related party transaction under applicable securities laws.

The consideration for the acquisition comprises a cash portion of approximately \$5.95 million which will be financed by the assumption of existing mortgage debt, new first mortgages, and PROREIT's lines of credit, and the issuance of approximately \$3.0 million of Class B LP Units at a price not lower than \$2.30 per unit.

50% Interest in 1750 Jean-Berchmans-Michaud, Drummondville

PROREIT also announces that it is acquiring the 50% interest that it does not already own in this high quality industrial property, for \$4.39 million. The transaction will add 85,560 square feet to GLA.

The property is a freestanding single-tenant Class A industrial building with approximately 171,200 square feet of GLA. It was built in 1997 on 10.75 acres of land. It is fully occupied under a long-term lease of 12 years with contracted annual rent steps, expiring in June 2028. The property is well located off the Trans-Canada Highway (Route 20), north-east of Montreal, and offers the opportunity for building expansion in the future. The warehouse has a clear ceiling height of 24 feet.

PROREIT will assume existing financing of an approximately \$2.5 million 10-year mortgage bearing interest at 4% with the balance of the purchase price to be financed by PROREIT lines of credit freed up from the January 2018 equity issue. The 50% interest is being acquired from a vendor in which a trustee of the REIT, Peter Aghar, may be considered a related party. As such, the acquisition may constitute a related party transaction under applicable securities laws.

"We are very pleased to be taking full ownership of this high-quality building in Drummondville," added Mr. Beckerleg. "It is an attractive asset for PROREIT."

Compass Commercial Realty: A platform for internal management and value creation

PROREIT is also pleased to announce that it has entered into a binding agreement to acquire the assets of Compass Commercial Realty Limited (“Compass”), a prominent property management firm headquartered in Halifax, Nova Scotia. Compass is an established property manager with 60 properties under management, totaling more than 3.7 million square feet of GLA in Atlantic Canada, Ontario and Alberta. The company has offices in Halifax, Moncton and Oakville. Compass currently manages 25 PROREIT properties in the Maritimes representing approximately 20% of Compass’ total revenues.

The acquisition will enable PROREIT to internalize the property management function for its properties and provide an opportunity for PROREIT to repatriate property management fees. On a pro forma basis, this acquisition is expected to very positively impact PROREIT’s net operating income (NOI)¹ and AFFO per unit.¹ The purchase price for the acquisition includes a cash component and the issuance of approximately \$2.0 million of Class B LP Units at a price not lower than \$2.30 per unit.

Compass will continue under its current brand to be headquartered in Halifax, Nova Scotia, and it will be managed autonomously by the current management team.

James W. Beckerleg, President and Chief Executive Officer said: “The acquisition of Compass is an important strategic initiative. We see it as a major part of the eventual internalization of our full management function, once total asset targets have been achieved and the REIT elects to take this step. In addition to the properties currently under management at Compass, including our own, this new subsidiary has the talent, expertise and platform to grow its business. We look forward to it adding significant value to PROREIT in the future.”

Additional Information Concerning the Acquisitions

The closing of the twelve property acquisitions and the acquisition of Compass are subject to customary closing conditions, including as applicable receipt of the approval of the TSX Venture Exchange.

In connection with each of the two acquisitions that may be related party transactions as indicated above, the REIT is relying on applicable exemptions from the minority approval and valuation requirements of Multilateral Instrument 61-101 – Protection of Minority Shareholders in Special Transactions for related party transactions on the basis that each transaction has a value of less than 25% of the REIT’s market capitalization. Those transactions were unanimously approved by the independent trustees of the REIT and the purchase price for the properties is supported by independent estimates of the fair market value of the properties prepared by independent appraisers under the supervision of independent trustees of the REIT.

¹ Non-IFRS measure. See “Non-IFRS and Operational Key Performance Indicators”.

About PROREIT

PROREIT is an unincorporated open-ended real estate investment trust established pursuant to a declaration of trust under the laws of the Province of Ontario. PROREIT was established in March 2013 to own a portfolio of diversified commercial real estate properties in Canada, with a focus on primary and secondary markets across Canada.

Non-IFRS and Operational Key Performance Indicators

PROREIT's consolidated financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS"). In this press release, PROREIT discloses and discusses certain non-IFRS financial measures, including Adjusted Funds From Operations ("AFFO") and Net Operating Income ("NOI"). These non-IFRS measures are not defined by IFRS, do not have a standardized meaning and may not be comparable with similar measures presented by other issuers. PROREIT has presented such non-IFRS measures as Management believes they are relevant measures of PROREIT's underlying operating performance and debt management. Non-IFRS measures should not be considered as alternatives to net income, cash generated from (utilized in) operating activities or comparable metrics determined in accordance with IFRS as indicators of PROREIT's performance, liquidity, cash flow, and profitability.

For a full description of these measures and, where applicable, a reconciliation to the most directly comparable measure calculated in accordance with IFRS, please refer to the "Non-IFRS and Operational Key Performance Indicators" section in PROREIT's Management's Discussion and Analysis for the three months ended March 31, 2018, available on SEDAR at www.sedar.com.

Forward-Looking Statements

This news release contains forward-looking statements within the meaning of applicable securities legislation. Forward-looking statements are based on a number of assumptions and is subject to a number of risks and uncertainties, many of which are beyond PROREIT's control, that could cause actual results and events to differ materially from those that are disclosed in or implied by such forward-looking statements.

Forward-looking statements contained in this press release includes, without limitation, statements pertaining to the ability of the REIT to execute its business and growth strategies; the REIT's future financial performance; the expected timing and completion of the acquisitions described in this press release; and the effect of such acquisitions on the financial performance of the REIT. PROREIT's objectives and forward-looking statements are based on certain assumptions, including that (i) PROREIT will receive financing on favourable terms; (ii) the future level of indebtedness of PROREIT and its future growth potential will remain consistent with REIT's current expectations; (iii) there will be no changes to tax laws adversely affecting PROREIT's financing capacity or operations; (iv) the impact of the current economic climate and the current global financial conditions on PROREIT's operations, including its financing capacity and asset value, will remain consistent with PROREIT's current expectations; (v) the performance of PROREIT's investments in Canada will proceed on a basis consistent with PROREIT's current expectations; and (vi) capital markets will provide PROREIT with readily available access to equity and/or debt.

The forward-looking statements contained in this news release are expressly qualified in their entirety by this cautionary statement. All forward-looking statements in this press release are made as of the date of this press release. PROREIT does not undertake to update any such forward-looking information whether as a result of new information, future events or otherwise, except as required by law.

Additional information about these assumptions and risks and uncertainties is contained under “Risk Factors” in PROREIT’s latest annual information form, which is available on SEDAR at www.sedar.com.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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