



# Summit **II** REIT

Summit Industrial Income REIT

## **MANAGEMENT'S DISCUSSION AND ANALYSIS**

For the three and six months ended June 30, 2015

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The terms "Summit II", "the Trust" or "the REIT" in the following Management's Discussion and Analysis ("MD&A") refer to Summit Industrial Income Real Estate Investment Trust and its unaudited condensed consolidated interim financial position and results of operations for the three and six months ended June 30, 2015 and 2014.

**FORWARD-LOOKING INFORMATION ADVISORY**

Certain statements in this MD&A are "forward - looking statements" within the meaning of applicable securities laws. These statements reflect Management's expectations regarding Summit II's future growth, results of operations, performance and business prospects and opportunities including expectations for the current financial year, and include, but are not limited to, statements with respect to Management's beliefs, plans, estimates and intentions, and similar statements concerning anticipated future events, results, circumstances, performance or expectations that are not historical facts. Statements that contain the words such as "could", "should", "would", "can", "anticipate", "expect", "does not expect", "believe", "plan", "budget", "schedule", "estimate", "intend", "project", "will", "may", "might", "continue" and similar expressions or statements relating to matters that are not historical factors constitute forward - looking statements. Such forward - looking statements reflect Management's current beliefs and are based on information currently available to Management.

These statements are not guarantees of future events or performance and, by their nature, are based on Summit II's current estimates and assumptions, which are subject to significant risks and uncertainties. A number of factors could cause actual results to differ materially from the results discussed in the forward - looking statements including, but not limited to, risks associated with real property ownership, debt financing, interest and financing, capital requirements, credit risk, general uninsured losses, developments, future property acquisitions, competition for real property investments, environmental matters, land leases, potential conflicts of interest, governmental regulations, the relative illiquidity of real property, taxation and reliance on key personnel. These risks, and others, are more fully discussed under the "Risk Factors" section of this MD&A. Material factors and assumptions that were applied in drawing a conclusion or making an estimate set out in the forward - looking information may include, but are not limited to: relatively low and stable interest costs; access to equity and debt capital markets to fund, at acceptable costs, the future growth of Summit II and to enable it to refinance debts as they mature; Summit II's ability to maintain occupancy and to lease or re - lease space at current or anticipated rents; and the availability of purchase opportunities for growth in Canada. Summit II has attempted to identify important factors that could cause actual results, performance or achievements to be other than as expected or estimated and that could cause actual results, performance or achievements to differ materially from current expectations. These factors are not intended to represent a complete list of the factors that could affect Summit II. Although the forward - looking statements contained in this MD&A are based upon what Management believes to be reasonable assumptions, Summit II cannot assure investors that actual results will be consistent with these forward looking statements.

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The forward - looking statements contained herein are expressly qualified in their entirety by this cautionary statement and readers should not place undue reliance on such forward - looking statements. In addition, certain statements included in this MD&A may be considered "financial outlook" for purposes of applicable securities laws, and such financial outlook may not be appropriate for purposes other than in this MD&A. These forward - looking statements are made as at the date of this MD&A and Summit II assumes no obligation to update or revise them to reflect new events or circumstances unless otherwise required to do so by applicable securities legislation.

**BASIS OF PRESENTATION**

Financial data included in this MD&A includes material information as of August 11, 2015, and should be read in conjunction with the REIT's unaudited condensed Consolidated Financial Statements for the three and six months ended June 30, 2015 and 2014. Financial data provided has been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

**ADDITIONAL INFORMATION**

Additional information relating to Summit II, including the Annual Information Form, Material Change Reports and all other continuous disclosure documents required by the securities regulators, are filed on the System for Electronic Document Analysis and Retrieval (SEDAR) and can be accessed electronically at [www.sedar.com](http://www.sedar.com).

**REVIEW AND APPROVAL BY THE BOARD OF TRUSTEES**

The Board of Trustees, upon the recommendation of its Audit Committee, approved the contents of this MD&A on August 11, 2015.

**SECTION I – OVERVIEW VISION AND STRATEGY**

**OVERVIEW**

Summit II, is an unincorporated mutual fund trust governed by the laws of the Province of Ontario pursuant to the terms of its amended and restated Declaration of Trust dated November 9, 2012 (the "Declaration of Trust"). Effective November 11, 2013, the REIT transitioned from the TSX Venture Exchange "TSXV" to the Toronto Stock Exchange "TSX" under the same trading symbol. Summit II's Units are publicly traded on the TSX under the symbol SMU.UN.

Summit II is focused primarily on the light industrial segment of the Canadian real estate industry. As at June 30, 2015, Summit II's property portfolio was comprised of 45 properties totalling 4,403,343 square feet of gross leasable area ("GLA") with a net book value of approximately \$397.0 million.

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**NON-IFRS FINANCIAL MEASURES**

Readers are cautioned that certain terms used in this MD&A such as Funds from Operations (FFO), Adjusted Funds from Operations (AFFO), Net Operating Income (NOI) and any related per Unit amounts used by Management to measure, compare and explain the operating results and financial performance of the Trust do not have any standardized meaning prescribed under IFRS and, therefore, should not be construed as alternatives to net income or cash flow from operating activities calculated in accordance with IFRS. Such terms do not have a standardized meaning prescribed by IFRS and may not be comparable to similarly titled measures presented by other publicly traded entities.

**SIGNIFICANT ACCOUNTING POLICIES**

Summit II's significant accounting policies are described in Note 4 to its Audited Consolidated Financial Statements for the years ended December 31, 2014 and 2013.

The preparation of financial statements requires Summit II to make estimates and judgments that affect the reported results. For a detailed discussion of the critical estimates refer to Note 5 to the REIT's Audited Consolidated Financial Statements for the years ended December 31, 2014 and 2013.

**SUMMIT II'S BUSINESS, VISION AND STRATEGY**

***SUMMIT II'S BUSINESS***

**Primary Investment**

Light Industrial Segment

Summit II is focused on the light industrial sector of the Canadian real estate industry. Light industrial properties are generally one-story properties located in or near major cities. The properties house such activities as warehousing and storage, light assembly and shipping, call centers and technical support, professional services and a number of other similar uses. There are no significant heavy industrial activities conducted in the properties owned by Summit II.

Summit II has selected this focus due to the solid fundamentals of the Canadian light industrial real estate sector, including low market rent volatility, reduced operating costs and typically generic - use space that is highly marketable. In addition, the scale and diversity of the tenant base occupying light industrial properties is broad and generally tracks the overall economy, reducing risk and providing predictable and consistent cash flow. Finally, capital expenditure and maintenance requirements, leasehold improvement and tenant inducement costs are relatively low compared to other types of real estate.

***SUMMIT II'S VISION AND STRATEGY***

Summit II's mission is to provide best-in-class services to its tenants while delivering solid, stable, and secure returns to its Unitholders. Over the long term, Summit II is dedicated to maximizing FFO through effective property management, realizing on efficiencies and synergies from critical mass, accretive acquisitions, innovative financings and selective development opportunities.

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To achieve these goals, Summit II has developed the following key objectives:

1. *To produce superior, dependable returns over the long term for its Unitholders.*

To meet this objective, Summit II plans to generate accretive growth while purchasing properties at values that are at or below replacement cost. Summit II also intends to maximize, over time, available development and expansion opportunities on its existing properties and, through a mortgage-backed mezzanine financing program, undertake development projects through third parties. In the pursuit of generating increasing funds from operations, Summit II plans to maximize operating synergies and to increase economies of scale. Summit II's goal is to achieve growth in FFO over the long term.

2. *To be a leading industrial landlord in its chosen markets.*

By building critical mass in its chosen market, Summit II plans to capture increasing economies of scale and operating synergies to grow its FFO. Further, Summit II will continue to create diversity in its tenant base and industrial inventory to accommodate changing tenant needs. In addition, Summit II is consistently presented with acquisition opportunities by sellers of industrial real estate.

To meet its growth objective, Summit II will continue to acquire light industrial properties, to expand GLA in its owned properties based on tenant demand, and to grow through direct and third party development projects. Management is confident through its strong relationships with its lenders and the ability it has demonstrated to access the capital markets that it will generate sufficient capital to meet its growth targets over the long term.

3. *To be one of the top managers of industrial real estate in Canada.*

Summit II plans to accomplish its vision to be a "best-in-class" service provider to tenants through innovative programs that focus on tenant retention, real estate leasing broker loyalty, standardization of operations, operating efficiency, and proactive employee management.

By strengthening its reputation as a leading service provider and continuing to meet the needs of its tenants, Summit II will enhance portfolio occupancy, average monthly rents and tenant retention over the long term. Retaining a tenant is much more efficient and much less expensive than attracting a new tenant to a vacant space. High occupancies and strong tenant retention ratios assist in maximizing cash flow from Summit II's income properties.

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**SECTION II – KEY PERFORMANCE INDICATORS**

Summit II measures the long-term success of its strategies through a number of key financial and operating performance indicators as described below:

***FINANCIAL INDICATORS***

***Funds from Operations***

Management has determined FFO to be a useful measure of operating performance as it focuses on cash flow from operating activities. FFO is net income (computed in accordance with IFRS), net of extraordinary items, amortization expense, future income taxes and after adjustments for equity-accounted for entities and non-controlling interests. Management will strive to increase FFO over the long term.

***Adjusted Funds from Operations***

AFFO is defined as FFO net of actual leasing commissions, tenant improvements, capital expenditures that maintain the current rental operations, and straight-line rent. Management considers leasing activities and capital expenditures to be fundamental to the operating activities of the REIT in order to maintain the current level of rental operations, and is not a discretionary investment. Management has excluded from the calculation of AFFO those capital expenditures and leasing costs that relate to the generation of a new rental stream. Management also considers AFFO to be an effective measure of the cash generated from operations and is a measure of the REIT's ability to pay distributions.

***Net Operating Income***

NOI is a generally accepted proxy for operating cash flow and represents earnings before interest expense, income tax expense, amortization expense, plus losses/less any gains on disposition of property, and excluding non-recurring items, such as asset impairment or unrealized gains/losses that may occur under IFRS.

***Cash Distributions per Unit***

On May 6, 2014, the Board of Trustees approved a cash distribution increase from \$0.0408 per Unit per month to \$0.042 per Unit per month, or \$0.504 per Unit on an annualized basis, representing a 3% annualized increase. This increase applied to Unitholders of record on May 30, 2014. The Board of Trustees has adopted a policy to consider annually increasing the cash distribution by between 2% and 4% while maintaining an AFFO payout ratio below 90%.

In addition, the Board of Trustees have adopted a policy to distribute a special distribution when the REIT produces a realized gain upon the sale of a property. The special distribution will be up to 20% of the realized gain.

***Adjusted Funds from Operations Payout Ratio***

To ensure it retains sufficient cash to meet its capital improvement and leasing objectives, Summit II will strive to maintain its AFFO Payout Ratio (cash distributions per Unit divided by adjusted funds from operations per Unit) under 90%.

***Debt Leverage Ratio***

A conservative leverage ratio mitigates Unitholders' risk. Summit II measures its debt leverage ratio in accordance with its Declaration of Trust. Leverage is calculated as the sum of mortgages payable, convertible debentures, preferred units payable, unsecured debentures and bank loans payable divided by the book value of total assets. The maximum permitted debt leverage ratio under the Declaration of Trust

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is 65%. While expanding its portfolio, Summit II intends to maintain its leverage ratio in the mid-50% range over the long term.

***OPERATING INDICATORS***

***Tenant Retention***

Summit II places a very high value on tenant retention, as the cost to retain a tenant is typically lower than the cost to attract a new one. When a tenant is retained, lost rent due to unoccupied space is eliminated and leasing commissions and tenant inducements are typically lower than the cost of putting new tenants in place. Over the long term, Summit II will continue to aim at a target of 75% tenant retention level.

***Occupancy***

Consistently high occupancies also generate greater cash flow over the long term. Through its proactive property management and leasing activities, Management anticipates maintaining occupancy at levels higher than the average occupancy in each of the markets in which it operates. Economic "full occupancy" in a light industrial portfolio is realistically at a level less than 100% due to the fact that there will always be some vacancy in the portfolio due to tenant turnover or during the time certain properties are under development or renovation.

***Average Rents***

Increasing average cash rents contributes to higher funds from operations. Annual contractual increases in rent are beneficial to tenants in managing their costs, as significant rental increases at maturity are avoided and replaced with a predictable expenditure pattern. Summit II intends to negotiate annual increases in rent in the majority of new lease transactions and renewals. The collection of rents is enhanced by Summit II's preauthorized payment program, which provides administrative efficiencies to both Summit II and its tenants, as well as providing more consistent cash flow and reducing exposure to delinquent accounts.

***Lease Portfolio Management***

As noted above, a high tenant retention ratio is strongly valued at Summit II. A properly balanced lease maturity schedule facilitates maintaining higher occupancies and spreads leasing costs more predictable over future years. Summit II will endeavor to have no more than 15% of its leases maturing in any one year.

***Capital Expenditures***

Through its focused capital expenditure program, Summit II anticipates maintaining its properties so they remain functional and competitive within their respective geographic markets. Based on its current capital program, Summit II plans to spend \$0.15 to \$0.20 per square foot per annum on non-recoverable capital expenditures.

***CAPABILITY TO DELIVER RESULTS***

Summit II is confident that it has the Management team, asset base, access to investment opportunities and access to capital to meet its objectives. The achievement of Summit II's objectives is partially dependent on successful mitigation of business risks. Summit II believes it has identified and mitigated such risks to the extent practical and is committed to identifying and implementing the actions required in achieving its strategy.



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Management's capabilities and the business risks that must be managed are discussed in Summit II's Annual Information Form dated March 31, 2015.

***Business and Economic Environment***

In the current low interest rate environment, Canadian industrial real estate has performed very well. Through the second quarter of 2015, Management believes a strengthening US economy and low Canadian dollar will continue to have a positive impact on the Canadian economy in general, and Canadian industrial markets in particular. At the end of the second quarter, the national availability rate and vacancy rate in Canada had dropped to 5.5% and 3.5%, respectively, compared with corresponding rates of 8.1% and 6.1% reported at the height of the recession in 2009. The current market fundamentals are indicative of very healthy and stable markets, particularly in Summit II's target markets. Among Canada's major industrial markets, the Greater Toronto Area ("GTA") is experiencing the second lowest availability rate and vacancy rates in the country at 4.8% and 1.7%, respectively.<sup>(1)</sup> A majority of Summit II's light industrial real estate is located in the GTA in order to capitalize on these historically tight market conditions. With absorption outpacing new supply in the GTA, and growing constraints on new supply in the form of rising development charges, rising construction costs and land preservation, Management believes there will be upward pressure on the GTA's light industrial rental rates that will be supportive of long term value creation in the region. The Greater Montreal Area ("GMA") continues to strengthen with availability and vacancy rates declining. The port of Montreal is expected to expand in 2015 for tonnage and box throughput which should help to further improve occupancy and rental rates. The proximity of the GMA to the strengthening US economy will be a direct benefit to industrial real estate. For these reasons, both the GTA and GMA will be a focus of Summit II's growth plans over the near term.

Certain statements above may be forward-looking and readers are cautioned that such statements are subject to certain risks and uncertainties that could cause actual results, performance or achievements of Summit II, or industry results, expressed or implied by such forward-looking statements to differ materially from those contained in such forward-looking statements – see "Forward-Looking Disclaimer" on page 1.

(1) CBRE Global Research and Consulting

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**SECTION III – FINANCIAL RESULTS**

The following is a summary of selected financial information for the periods indicated (see SECTION II 6 KEY PERFORMANCE INDICATORS for a description of the key terms):

(in Thousands of Canadian dollars)				
(except per Unit amounts)	Three months ended June 30		Six months ended June 30	
	2015	2014	2015	2014
<b>Portfolio Performance</b>				
Occupancy (%)	<b>99.0%</b>	98.9%	<b>99.0%</b>	98.9%
Net operating income	<b>6,675</b>	5,136	<b>12,974</b>	10,504
Interest expense	<b>2,088</b>	1,846	<b>4,013</b>	3,709
Net income	<b>6,012</b>	2,047	<b>9,650</b>	5,161
<b>Operating Performance</b>				
FFO per Unit <sup>(1)</sup>	<b>0.148</b>	0.146	<b>0.293</b>	0.314
AFFO per Unit <sup>(1)</sup>	<b>0.112</b>	0.123	<b>0.237</b>	0.276
Regular Distributions per Unit declared to Unitholders	<b>0.1260</b>	0.1248	<b>0.2520</b>	0.2472
Special Distributions per Unit declared to Unitholders <sup>(3)</sup>	<b>0.0160</b>	-	<b>0.0160</b>	-
Regular FFO payout ratio without DRIP benefit	<b>85.3%</b>	85.6%	<b>86.0%</b>	78.6%
Regular AFFO payout ratio without DRIP benefit	<b>112.6%</b>	101.6%	<b>106.4%</b>	89.5%
Regular AFFO payout ratio with DRIP benefit <sup>(2)</sup>	<b>95.9%</b>	78.4%	<b>89.0%</b>	69.5%
AFFO per Unit plus net realized gain	<b>0.197</b>	0.335	<b>0.323</b>	0.496
Total Distributions per Unit declared to Unitholders	<b>0.1420</b>	0.1248	<b>0.2680</b>	0.2472
AFFO plus net realized gain payout ratio without DRIP benefit	<b>72.1%</b>	37.3%	<b>83.1%</b>	49.8%
Weighted average Units outstanding <sup>(1)</sup>	<b>28,657</b>	19,698	<b>28,442</b>	18,954
<b>Liquidity and Leverage</b>				
Total assets	<b>401,457</b>	311,571	<b>401,457</b>	311,571
Total debt (loans and borrowings)	<b>216,425</b>	159,872	<b>216,425</b>	159,872
Weighted average effective mortgage interest rate	<b>3.52%</b>	3.69%	<b>3.52%</b>	3.69%
Weighted average mortgage term (years)	<b>4.97</b>	4.68	<b>4.97</b>	4.68
Leverage ratio <sup>(4)</sup>	<b>53.9%</b>	51.3%	<b>53.9%</b>	51.3%
Interest coverage (times)	<b>2.89</b>	2.46	<b>2.90</b>	2.50
Debt service coverage (times)	<b>1.77</b>	1.67	<b>1.79</b>	1.70
<b>Other</b>				
Properties acquired	<b>1</b>	3	<b>11</b>	3
Non-core properties disposed	-	-	-	-

<sup>(1)</sup> On January 7, 2015, approximately 5,130,000 Units were issued on completion of a public offering.

<sup>(2)</sup> On March 15, 2013, the Trust announced a cash distribution policy to pay \$0.0408 per Trust Unit starting on April 15, 2013, to Unitholders of record on March 29, 2013. On May 6, 2014, the Trust announced a cash distribution increase to \$0.042 per Trust Unit.

<sup>(3)</sup> On the sale of a 75% interest in two properties, the Trustees approved a special distribution of \$0.016 per Unit payable to shareholders of record May 31, 2015 which was paid June 15, 2015.

<sup>(4)</sup> Average leverage was 53.4% during the second quarter of 2015 compared to 57.1% in the same period of 2014.

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**FINANCIAL AND OPERATING HIGHLIGHTS**

**Recent Highlights:**

- Occupancy remains strong at 99.0% with an average lease term of 5.8 years and contractual rent steps of 1.6% per year.
- On April 30, 2015 sold a 75% interest in Ottawa and Moncton properties for total proceeds of \$24.9 million and a net realized gain of approximately \$2.4 million to fund growth in target markets.
- In line with the Trustees' policy to distribute up to 20% of the gain from a property sale, a special cash distribution of \$0.016 per unit was paid on June 15, 2015.
- On June 11, 2015 acquired a property in GTA, adding 183,989 square feet for \$14.5 million at a cap rate of 7.2%. Financed by an assumed mortgage of \$8.9 million maturing in September 2019 at an interest rate of 3.72% with the balance from the REIT's line of credit.
- Manager and Principals interest remains strongly aligned with Unitholders through 12.9% insider ownership of REIT Units outstanding.

**REVENUE, PROPERTY OPERATING EXPENSES, NOI, INTEREST**

Net operating income for the three and six months ended June 30, 2015 increased to \$6.7 million and \$13.0 million, respectively, compared to \$5.1 million and \$10.5 million, respectively for the same periods in 2014. The increases are due to the accretive acquisitions of five properties with gross leasable area of 593,239 square feet during 2014, ten properties with 666,657 square feet acquired in February 2015, and one property with 183,989 square feet acquired in June 2015. The contribution from these acquisitions was partially offset by the 75% sale of a property in May 2014 and the 75% sale of two other properties in April 2015. Please refer to the "Transactions" section below.

Interest expense for the three and six months ended June 30, 2015 increased to \$2.1 million and \$4.0 million, respectively, compared to \$1.8 million and \$3.7 million, respectively, for the same periods in 2014. The increase was due to the increase in mortgage debt related to acquisitions completed over the last twelve months.

Net income for the three and six months ended June 30, 2015, was \$6.0 million and \$9.7 million, respectively, compared to \$2.0 million and \$5.2 million, respectively, for the same periods in 2014. The increase was primarily due to the contribution from acquisitions over the prior twelve months, a gain on the sale of investment properties of \$2.0 million in the second quarter, partially offset by fair value gains of \$261,000 and losses of \$181,000 recorded for the three and six months ended June 30, 2015, respectively, compared to fair value losses of \$75,000 and \$41,000, respectively, for the same periods in 2014.

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**TRANSACTIONS**

***ACQUISITIONS***

During the six months ended June 30, 2015 Summit II acquired 11 properties totalling 850,646 square feet of GLA. During the six months ended June 30, 2014, Summit II acquired three properties totalling 261,746 square feet of GLA. Details of the REIT's acquisition activity are shown in the following table:

<b>Property</b>	<b>City</b>	<b>Province</b>	<b>Closing date</b>	<b>%</b>	<b>GLA</b>	<b>Purchase Price</b>
<b>2015 Acquisitions</b>						
5545 Ernest-Cormier <sup>(1)</sup>	Laval	Quebec	February 5, 2015	50%	24,956	\$ 3,750,000
185 Bellerose Blvd <sup>(1)</sup>	Laval	Quebec	February 5, 2015	50%	19,566	3,850,000
1970 John-Yule <sup>(1)</sup>	Chambly	Quebec	February 5, 2015	50%	12,872	2,725,000
3720 Ave des Grandes Tourelles <sup>(1)</sup>	Broisbriand	Quebec	February 11, 2015	50%	154,166	19,000,000
1177-1185 55e Ave <sup>(1)</sup>	Dorval	Quebec	February 11, 2015	50%	77,946	7,000,000
5757 Thimens Blvd. <sup>(1)</sup>	St. Laurent	Quebec	February 11, 2015	50%	37,747	3,050,000
78 Walker Drive	Brampton	Ontario	February 23, 2015	100%	150,044	11,000,000
1600 Clark Boulevard	Brampton	Ontario	February 23, 2015	100%	79,300	5,800,000
65 Riveria Drive	Markham	Ontario	February 23, 2015	100%	46,360	3,750,000
5485 Tomken Road	Mississauga	Ontario	February 23, 2015	100%	63,700	4,600,000
2333 North Sheridan Way	Mississauga	Ontario	June 11, 2015	100%	183,989	14,450,000
<b>Total Acquisitions for the period ended June 30, 2015</b>					<b>850,646</b>	<b>78,975,000</b>
<b>2014 Acquisitions</b>						
21 Finchdene Square	Scarborough	Ontario	June 6, 2014	100%	170,100	\$ 10,750,000
1 Rimini Mews	Mississauga	Ontario	June 6, 2014	100%	46,150	4,200,000
977 Century Drive	Burlington	Ontario	June 6, 2014	100%	45,496	3,250,000
30 Struck Court	Cambridge	Ontario	September 30, 2014	100%	111,493	7,000,000
350 Hazelhurst Road	Mississauga	Ontario	December 23, 2014	100%	220,000	22,250,000
<b>Total Acquisitions for the year 2014</b>					<b>593,239</b>	<b>47,450,000</b>

<sup>(1)</sup> Represents 50% of total GLA.

***DISPOSITIONS***

A summary of the disposition of properties is outlined in the following table:

<b>Property</b>	<b>City</b>	<b>Province</b>	<b>Closing date</b>	<b>%</b>	<b>GLA</b>	<b>Selling Price</b>
<b>2015 Dispositions</b>						
290 Frenette <sup>(1)</sup>	Moncton	New Brunswick	April 30, 2015	75%	127,106	\$ 17,737,500
200 Iber Road <sup>(1)</sup>	Ottawa	Ontario	April 30, 2015	75%	56,807	\$ 7,165,000
<b>Total Dispositions for the year 2015</b>					<b>183,913</b>	<b>\$ 24,902,500</b>
<b>2014 Dispositions</b>						
501 Palladium Drive <sup>(1)</sup>	Ottawa	Ontario	May 6, 2014	75%	193,779	\$ 25,294,287
6882 & 6884 52nd Street	Red Deer	Alberta	October 20, 2014	100%	8,000	\$ 710,000
<b>Total Dispositions for the year 2014</b>					<b>201,779</b>	<b>\$ 26,004,287</b>

<sup>(1)</sup> Represents 75% of total GLA.

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**FUNDS FROM OPERATIONS, ADJUSTED FUNDS FROM OPERATIONS**

The Trust's FFO and AFFO per Unit are calculated as follows:

(in Thousands of Canadian dollars)		Three months ended June 30		Six months ended June 30	
	2015	2014	2015	2014	
Net Income	\$ 6,012	\$ 2,047	\$ 9,650	\$ 5,161	
<i>adjustments</i>					
Free rent amortization	\$ 25	\$ 13	\$ 43	\$ 22	
(Gain) on sale of property <sup>(1)</sup>	\$ (1,973)	\$ -	\$ (1,973)	\$ -	
Incentive fee associated with realized gain on sale of investment properties	\$ 430	\$ 736	\$ 430	\$ 736	
Fair value adjustment to investment properties	\$ (261)	\$ 75	\$ 181	\$ 41	
<b>FFO</b>	<b>\$ 4,233</b>	<b>\$ 2,871</b>	<b>\$ 8,331</b>	<b>\$ 5,960</b>	
<i>adjustments</i>					
Straight lining of rents	\$ (255)	\$ (157)	\$ (490)	\$ (361)	
Leasing costs	\$ (616)	\$ (294)	\$ (810)	\$ (363)	
Capital	\$ (156)	\$ -	\$ (296)	\$ -	
<b>AFFO</b>	<b>\$ 3,206</b>	<b>\$ 2,420</b>	<b>\$ 6,735</b>	<b>\$ 5,236</b>	
FFO per Unit	\$ 0.148	\$ 0.146	\$ 0.293	\$ 0.314	
AFFO per Unit	\$ 0.112	\$ 0.123	\$ 0.237	\$ 0.276	
Regular Distributions declared to Unitholders <sup>(3)</sup>	\$ 3,613	\$ 2,491	\$ 7,214	\$ 4,721	
Regular Distributions per Unit declared to Unitholders	\$ 0.1260	\$ 0.1248	\$ 0.2520	\$ 0.2472	
Regular Cash distributions paid <sup>(3)</sup>	\$ 3,074	\$ 1,897	\$ 5,991	\$ 3,640	
Regular FFO payout ratio without DRIP benefit <sup>(3)</sup>	85.3%	85.6%	86.0%	78.6%	
Regular AFFO payout ratio without DRIP benefit <sup>(3)</sup>	112.6%	101.6%	106.4%	89.5%	
Regular AFFO payout ratio with DRIP benefit <sup>(3)</sup>	95.9%	78.4%	89.0%	69.5%	
<i>Adjustments to AFFO for special distribution <sup>(4)</sup></i>					
AFFO	\$ 3,206	\$ 2,420	\$ 6,735	\$ 5,236	
Realized gain on sale of investment properties <sup>(2)</sup>	\$ 2,869	\$ 4,905	\$ 2,869	\$ 4,905	
Incentive fee associated with realized gain on sale of investment properties	\$ (430)	\$ (736)	\$ (430)	\$ (736)	
<b>Net realized gain</b>	<b>\$ 2,439</b>	<b>\$ 4,169</b>	<b>\$ 2,439</b>	<b>\$ 4,169</b>	
<b>AFFO including net realized gain</b>	<b>\$ 5,645</b>	<b>\$ 6,589</b>	<b>\$ 9,174</b>	<b>\$ 9,405</b>	
AFFO per Unit plus net realized gain	\$ 0.197	\$ 0.335	\$ 0.323	\$ 0.496	
Total cash distributions paid <sup>(4)</sup>	\$ 3,466	\$ 1,897	\$ 6,383	\$ 3,640	
Total Distributions per Unit declared to Unitholders <sup>(4)</sup>	\$ 0.1420	\$ 0.1248	\$ 0.2680	\$ 0.2472	
AFFO plus net realized gain payout ratio without DRIP benefit <sup>(4)</sup>	72.1%	37.3%	83.1%	49.8%	
Weighted average number of Units outstanding - post -öconsolidationö	28,657	19,698	28,442	18,954	
Units issued and outstanding at the end of the period	28,711	23,274	28,711	23,274	

<sup>(1)</sup> The gain on sale of property is calculated as net proceeds on sale less the IFRS fair market value of the property prior to sale.

<sup>(2)</sup> The realized gain on sale of investment property is calculated as net proceeds on sale less the actual costs incurred to initially acquire the property and the capital and leasing cost incurred since ownership.

<sup>(3)</sup> On March 15, 2013, the Trust announced a cash distribution policy to pay \$0.0408 per Trust Unit starting April 15, 2013 to Unitholders of record on March 29, 2013. On May 6, 2014, the Trust announced a cash distribution increase to \$0.042 per Trust Unit.

<sup>(4)</sup> On the sale of a 75% interest in two properties, the Trustees approved a special distribution of \$0.016 per Unit payable to shareholders of record May 31, 2015. This was paid June 15, 2015.

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For the three and six months ended June 30, 2015, FFO was \$4.2 million (\$0.148 per Unit) and \$8.3 million (\$0.293 per Unit), respectively, compared to \$2.9 million (\$0.146 per Unit) and \$6.0 million (\$0.314 per Unit), respectively, during the same periods in 2014. For the three and six months ended June 30, 2015, AFFO was \$3.2 million (\$0.112 per Unit) and \$6.7 million (\$0.237 per Unit), respectively, compared to \$2.4 million (\$0.123 per Unit) and \$5.2 million (\$0.276 per Unit), respectively, during the same periods in 2014.

The increases in FFO and AFFO in 2015 are due primarily to acquisitions completed over the prior twelve months and increased occupancy, partially offset by the disposal of 75% of two properties. Per Unit amounts in 2015 were negatively impacted by the 45.5% and 50.1% increase in the weighted average number of Units outstanding for the three and six months ended June 30, 2015, respectively, compared to the same prior year periods as a result of equity offerings over the prior twelve months, the fact that the funds from the January 2015 offering were not fully invested until the end of February 2015, and the delay in re-investment of funds received on the 75% sale of the two properties in 2015.

Spreading the expected leasing costs evenly throughout the year would produce a normalized AFFO payout ratio for the quarter and six month period ended June 30, 2015, of 103% or 87% including the benefit of the DRIP program. The REIT's AFFO payout ratio, based on the actual costs incurred, through the second quarter of 2015 was 112.6% or 95.9% including the benefit of the REIT's DRIP program. For the six months ended June 30, 2015, the AFFO payout ratio was 106.4% or 89.0% including the benefit of the DRIP program. The actual leasing costs and capital expenditures are more heavily weighted toward the first two quarters of the year.

The AFFO was also impacted by the delay in investing the funds from the equity offering and re-investing the proceeds from the property sales. The funds from the January 2015 offering were not fully invested until February 23, 2015. As well, the funds from the sale of 75% interest in two properties at the end of April were not re-invested until June 11, 2015. Although leverage was 53.9% at June 30, 2015, the average during the quarter was approximately 53.4% and 52.6% for the six months ended June 30, 2015. The REIT intends to operate with a leverage ratio in the upper 50% range. Each 1% increase in leverage would be expected to improve the AFFO payout ratio by approximately 2%.

**LIQUIDITY AND CAPITAL RESOURCES**

The major changes to Summit II's balance sheet as at June 30, 2015, compared to the prior year reflect the property acquisitions, dispositions, debt obtained and equity offering during the six month period.

**TOTAL ASSETS**

Summit II's total assets increased to \$401.5 million at June 30, 2015 from \$341.6 million at the prior year end. During the first six months of 2015, the REIT acquired 11 properties in Ontario and Quebec for a purchase price of \$79.0 million and sold a 75% interest in two properties for \$24.9 million. Please refer to the "Transactions" section above for more details.

**TOTAL DEBT**

Total debt was \$216.4 million at June 30, 2015 compared to \$188.7 million at the prior year end. Proceeds from the January offering (see "Equity" below) were used to complete the above noted Montreal and GTA property acquisitions. In conjunction with the acquisition of interests in the six properties in Montreal by February 11, 2015, mortgages and debt of \$11.4 million were assumed with a weighted average remaining term of 9.6 years bearing an average interest rate of 3.49%. Also, as part of

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the Montreal property acquisitions, new financing of \$12.9 million (Summit's 50% interest) was obtained on a ten year mortgage at an interest rate of 3.25%. The balance of the transaction was satisfied with funds from the revolving credit facility.

The four GTA property acquisitions completed on February 23, 2015 were satisfied by a new seven year mortgage of \$15.2 million bearing an average interest rate of 3.30% with the balance from the revolving credit facility. The GTA property acquired on June 11, 2015, was satisfied by the assumption of an \$8.9 million mortgage with a stated interest rate of 3.72% and maturing in September 2019.

On the sale of 75% interest in the Moncton property in April 2015, the co-owner also assumed \$9.0 million of the associated debt on this property.

As of June 30, 2015, \$27.2 million was drawn on the revolving credit facility of a total available of \$36.8 million. The Trust's exposure to floating rate debt was 13.0% of total debt as at June 30, 2015.

**EQUITY**

Unitholders' Equity increased to \$175.7 million at June 30, 2015 compared to \$144.1 million at the prior year end. On January 7, 2015, Summit II completed a bought-deal public offering of 5,130,000 trust Units at a price of \$5.85 for net proceeds of \$28.5 million.

**CASH DISTRIBUTIONS**

On May 6, 2014, the Board of Trustees approved a cash distribution increase to \$0.042 per Unit per month or \$0.504 per Unit on an annualized basis which applied to Unitholders of record on May 30, 2014. The Board of Trustees has adopted a policy to consider annually increasing the cash distribution by between 2% and 4% while maintaining an AFFO payout ratio below 90%.

The regular cash distributions declared, excluding the special distribution noted below, during the six months ended June 30, 2015, were \$7.2 million compared to \$4.7 million in the six months ended June 30, 2014.

**SPECIAL DISTRIBUTION**

As a result of the net realized gain of \$2.4 million or \$0.08 per Unit created on the sale of a 75% interest in two properties, the Trustees approved a special distribution of \$0.016 per Unit payable to shareholders of record May 31, 2015. The total amount of this special distribution was \$459,000 or \$392,000 net of DRIP participation and was paid June 15, 2015. The distribution represents 20% of the realized gain on the disposition. The total distributions (regular distributions plus special distribution) for the full year in 2015 are expected to be less than 90% of cash available from AFFO and realized gains. The Trust will continue its distribution of \$0.042 per Unit on a monthly basis (\$0.504 per Unit on an annualized basis).

**UNITHOLDERS' TAXATION**

For taxable Canadian resident Unitholders, the distributions are treated in the following manner for tax purposes:

For the years ended	2014	2013
Other income	0.00%	0.89%
Capital gain	23.21%	23.67%
Return of capital	76.79%	75.44%

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**DISTRIBUTION REINVESTMENT PLAN**

The Trust has a Distribution Reinvestment Plan (DRIP) whereby registered or beneficial holders of the Trust's Units who are resident in Canada can acquire additional Trust Units by reinvesting all or a portion of their monthly cash distributions without paying brokerage commissions. In addition, Unitholders who elect to participate in the DRIP will receive a further distribution of Trust Units equal to 5% of each distribution that was reinvested by them.

During the six months ended June 30, 2015, there were 184,581 Units issued under this plan for total proceeds of \$1.1 million, representing a DRIP participation rate of 14.3%. During the six months ended June 30, 2014, there were 149,263 Units issued under this plan for total proceeds of \$0.8 million, representing an 18.8% DRIP participation rate.

**LIQUIDITY**

(in Thousands of Canadian dollars)	Total	Deferred Financing Charges	Premium on Debt	Remainder of 2015	2-3 years	4-5 years	After 5 years
Loans and borrowings	216,425	(1,294)	695	31,000	20,115	68,660	97,249
Trade and accrued liabilities	5,558	-	-	5,558	-	-	-
<b>Total</b>	<b>221,983</b>	<b>(1,294)</b>	<b>695</b>	<b>36,558</b>	<b>20,115</b>	<b>68,660</b>	<b>97,249</b>

Approximately \$27.2 million of the loans and borrowing presented in the remainder of 2015 is associated with the revolving credit facility which is expected to be renewed prior to maturity in September 2015.

**TAXATION**

Summit II is generally subject to tax in Canada under the Income Tax Act (The Tax Act) with respect to its taxable income each year, except to the extent such taxable income is paid or deemed to be payable to Unitholders and deducted by Summit II for tax purposes.

Pursuant to Summit II's Declaration of Trust, the Trustees intend to distribute or designate all taxable income directly earned by Summit II to Unitholders of the Trust such that Summit II will not be subject to income tax under Part I of the Tax Act.



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**OCCUPANCY**

Summit II works diligently to maximize occupancy throughout its portfolio in accordance with local market conditions.

	June 30, 2015		December 31, 2014		June 30, 2014	
	GLA	Occupancy %	GLA	Occupancy %	GLA	Occupancy %
Investment properties						
Ontario	3,627,300	98.8%	3,161,351	100.0%	2,829,858	98.9%
British Columbia	21,700	100.0%	21,700	100.0%	21,700	100.0%
Alberta	76,163	100.0%	76,163	100.0%	76,163	100.0%
New Brunswick	42,369	100.0%	169,474	100.0%	169,474	100.0%
Quebec	635,811	100.0%	308,558	100.0%	308,558	98.0%
<b>Total</b>	<b>4,403,343</b>	<b>99.0%</b>	<b>3,737,246</b>	<b>100.0%</b>	<b>3,405,753</b>	<b>98.9%</b>
Property held for sale						
	-	-	-	-	8,000	0.00%
<b>Total</b>	<b>4,403,343</b>	<b>99.0%</b>	<b>3,737,246</b>	<b>100.0%</b>	<b>3,413,753</b>	<b>98.90%</b>

The vacancy at June 30, 2015, as noted above, is associated with one unit which has been leased commencing July 2015.

**ACTIVE LEASING PROGRAM**

Occupancy in the portfolio remains strong. The weighted average lease term for the portfolio is approximately 5.8 years. The leases contain contractual steps in rent of approximately 1.6% per year over the term. The REIT is proactive in addressing lease expiries well in advance of the expiry date.

**LEASE ROLLOVER**

The following table represents the expected lease rollover for the next five years for the investment properties:

	GLA	Percentage
2015	165,936	3.8%
2016	377,602	8.7%
2017	421,836	9.7%
2018	391,881	9.0%
2019	633,587	14.5%
Thereafter	2,367,498	54.3%
<b>Occupied GLA</b>	<b>4,358,340</b>	<b>100.0%</b>

The lease rollover profile will continue to change and normalize as the portfolio expands.

**DEBT LEVERAGE RATIO**

The maximum debt leverage permitted by Summit II's Declaration of Trust is 65%. However, it is Summit II's goal to operate in the mid-50% range over the long term. At June 30, 2015, Summit II's debt leverage ratio was 53.9% compared to 55.2% at December 31, 2014 and 51.3% at June 30, 2014. The offering funds received January 7, 2015 were temporarily applied to the credit facility and drawn for the

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acquisitions February 5, 2015 and February 11, 2015, until being fully invested by the February 23, 2015 portfolio acquisition. The reduction in leverage during the 2014 year was a result of Summit II utilizing proceeds on the 75% sale of Palladium, and the June 2014 equity offering reducing the revolving credit facility.

<i>(In Thousands of Canadian dollars)</i>	<b>As at June 30, 2015</b>	<b>As at March 31, 2015</b>	<b>As at December 31, 2014</b>	<b>As at September 30, 2014</b>	<b>As at June 30, 2014</b>
Total Assets	401,457	407,680	341,646	313,542	311,571
Debt					
Mortgages payable	189,182	191,012	152,515	152,493	136,577
Bank loans	27,243	34,600	36,162	9,514	23,295
Total debt	216,425	225,612	188,677	162,007	159,872
Leverage ratio	<b>53.9%</b>	<b>55.3%</b>	<b>55.2%</b>	<b>51.7%</b>	<b>51.3%</b>
Average leverage ratio - quarter	<b>53.4%</b>	<b>51.8%</b>	<b>52.0%</b>	<b>50.9%</b>	<b>57.1%</b>

**CONTRACTUAL OBLIGATIONS**

Summit II's most significant contractual obligations relate to the long-term debt including mortgages payable and bank loans as described below.

**LONG TERM DEBT**

The following table presents the future principal repayments and maturities on long-term debt and respective weighted average effective interest rates:

<i>(In thousands of Canadian Dollars)</i>	<b>Principal Repayment</b>	<b>% of Total</b>	<b>Weighted Average Effective Interest Rate</b>
2015 (remainder)	2,787	1.5%	3.52%
2016	11,878	6.3%	3.51%
2017	8,237	4.4%	3.51%
2018	56,536	29.9%	3.50%
2019	12,124	6.4%	3.50%
2020	45,981	24.4%	3.49%
Thereafter	51,268	27.1%	3.39%
Total principal repayments	188,811	100.0%	
Variable rate debt	28,213		3.01%
Premium on debt	695		
Deferred financing charges	(1,294)		
Total loans and borrowings	216,425		

As at June 30, 2015, there was approximately \$28.2 million of variable rate debt.

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**CASH FLOW**

The following table represents the changes in cash flow for the six months ended June 30, 2015, compared to the six months ended June 30, 2014.

(In thousands of Canadian dollars)	<b>2015</b>	<b>2014</b>
Cash flow from operating activities	\$ 5,007	\$ 4,695
Cash flow from (to) financing activities	\$ 38,115	\$ (5,324)
Cash flow from (to) investing activities	\$ (42,987)	\$ 806

Cash flow from operating activities for the six months ended June 30, 2015 was \$5.0 million compared to \$4.7 million for the prior year. The increase was due the change in working capital as a result of the growth in the portfolio.

Cash flow from financing activities was \$38.1 million for the six months ended June 30, 2015 compared to an outflow of \$5.3 million for the prior year. The change is primarily due to the increase in mortgage debt associated with recent transactions in the first six months of 2015 and the related equity offering completed on January 7, 2015. During the same six-month period in 2014, Summit II utilized proceeds on the 75% sale of Palladium and the June 2014 equity offerings to reduce the revolving credit facility.

Cash flow to investing activities was \$43.0 million for the six months ended June 30, 2015 compared to \$0.8 million in the same six-month period in 2014. For the six months ended June 30, 2015 the Trust acquired 11 properties with GLA of 850,646 square feet for a total purchase price of \$79.0 million, sold excess land for \$650,000, and sold a 75% interest in two properties for \$24.9 million, generating a net realized gain of \$2.4 million. Approximately \$9.0 million in debt was assumed by the purchaser on the sale of 75% interest in the two properties. During the six months ended June 30, 2014, the Trust acquired three properties with GLA of 261,746 square feet for a total purchase price of \$18.2 million and sold a 75% interest in a property for proceeds of approximately \$25.3 million, generating a net realized gain of \$4.2 million. Additions to investment properties during the six months ended June 30, 2015 relate to capital outlays and tenant leasing costs. For the six months ended June 30, 2014 additions were primarily related to the redevelopment of a property from a single tenant to a multi-tenant building, escrow payments and provisions associated with the 75% property sale and tenant leasing costs incurred within the overall portfolio.

In accordance with National Instrument 41-201, the Trust is required to provide additional disclosure relating to cash distributions.

(in Thousands of Canadian dollars)	Six months ended June 30	
	<b>2015</b>	2014
Cash provided by operating activities	\$ 5,007	\$ 4,695
Actual cash distributions paid or payable	<u>7,672</u>	<u>4,720</u>
Excess (shortfall) of cash provided by operating activities over cash distributions paid	<u>\$ (2,665)</u>	<u>\$ (25)</u>
Net income and comprehensive income	\$ 9,650	\$ 5,161
Actual cash distributions paid or payable	<u>7,672</u>	<u>4,720</u>
Excess (shortfall) of net income over cash distributions paid	<u>\$ 1,978</u>	<u>\$ 441</u>

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For the six months ended June 30, 2015 and 2014, the REIT's distributions exceeded cash flow from operations by \$2.7 million and \$25,000, respectively. This was due to a \$2.4 million change in non-cash working capital items during the quarter ended June 30, 2015. The change in non-cash working capital items will vary from period to period.

**RELATED PARTY TRANSACTIONS**

***Management Agreement***

Pursuant to the terms of the Management Agreement with Sigma Asset Management Limited (the "Manager") (formerly Founders Asset Management Corp.), the Manager provides Summit II with the services necessary to manage its day-to-day operations. The Management Agreement, dated September 25, 2012, has an initial term of ten years, subject to earlier termination in certain circumstances, and will be automatically renewed for successive five-year terms.

The Management Agreement sets out the fees payable to the Manager for the services provided, such fees being:

- A base annual management fee equal to 0.25% of the gross value of Summit II's assets;
- an incentive fee equal to 15% of Summit II's AFFO per Unit, plus per Unit realized gains, as defined by the Management Agreement, in excess of a \$0.48 (after the "Consolidation") hurdle amount, such hurdle amount to be increased by 1.5% each year (\$0.4945 effective January 1, 2015);
- an acquisition fee for the purchase price paid by Summit II on the acquisition of a property equal to 1% of the first \$50 million of the purchase price, 0.75% of the next \$50 million of the purchase price, and 0.50% of any portion of the purchase price in excess of \$100 million, payable so long as the gross book value of the properties owned by Summit II does not exceed \$1 billion;
- a development fee in an amount to be negotiated between Summit II and the Manager, not to exceed the fair market value for comparable services;
- a property management fee equal to 3.5% of the gross rental income from each multi-tenant property, and 2.5% of the gross rental income from each single-tenant property and other property management costs recoverable under tenant operating leases;
- a leasing fee equal to \$1.00 per rentable square foot only for those properties where the Manager provides leasing services; and
- a capital expenditures fee equal to 5% of all hard construction costs incurred on any capital project of Summit II, where the Manager is the project manager for the project and the hard construction costs of the project are in excess of \$200,000.

The Manager can elect to take all (or any percentage of all) fees payable to it under the Management Agreement (and any property management agreement) in the form of Units, rather than in cash.

Under the terms of the Management Agreement the Trust has incurred the following fees for the three and six months ended June 30, 2015 and 2014:

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(In \$ thousands)	Three months ended June 30		Six months ended June 30	
	2015	2014	2015	2014
Acquisition fees (capitalized to investment properties)	\$ 145	\$ 182	\$ 790	\$ 182
Asset management fees	244	188	475	373
Incentive fee	361	727	368	759
Property management services	350	317	694	629
	\$ 1,100	\$ 1,414	\$ 2,327	\$ 1,943

In March 2015, Sigma contributed \$123,000 toward leasing costs for space under vendor lease as requested by the Independent Trustees. As noted in the February 13, 2013 short form prospectus, Sigma agreed to backstop space under vendor lease from January 1, 2015 to December 31, 2016 or until the applicable vendor lease has been satisfied. As of June 30, 2015, all vendor head lease space has been leased. As at, June 30, 2015, \$69,000 (2014 ó nil) was paid to the Trust for the vendor lease space.

During the six month period ended June 30, 2015, Sigma paid \$17,000 to the Trust (2014 - \$16,000) for office space located at 294 Walker Drive, Brampton, Ontario, under a five year lease commencing June 1, 2013.

Trustee related fees of \$98,000 (2014 - \$88,000) are included in general and administrative expenses for the six month period ended June 30, 2015.

The following table represents the Units acquired during the six months ended June 30, 2015, by the Manager and certain Informed Persons of the Manager, as such term is defined in National Instrument 51-102 - Continuous Disclosure Obligations:

Units acquired in the three months ended June 30, 2015	Manager	Certain Senior Executives of the Manager	Other insiders	Total units
Acquired on open market in 2015 and DRIP	-	44,631	605,815	650,446
	-	44,631	605,815	650,446

In total the Manager owns a 4.6% interest in the REIT, on an indirect basis. Certain senior executives and employees of the Manager own, directly or indirectly, a 3.3% interest in the REIT and other insiders own, directly or indirectly, a 5.0% interest in the REIT, for a total of 12.9% insider ownership as at June 30, 2015.

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**SUMMARY OF QUARTERLY RESULTS**

The summary of quarterly results for the past eight quarters is as follows:

(in Thousands of Canadian dollars) (except per Unit amounts)	2015		2014		2013			
	Q2	Q1	Q4	Q3	Q2	Q1	Q4	Q3
Revenue from income properties	\$ 9,717	\$ 9,049	\$ 7,532	\$ 6,987	\$ 7,153	\$ 7,068	\$ 7,570	\$ 6,139
Property operating expenses	3,042	2,750	2,073	1,736	2,017	1,700	2,240	1,505
Net operating income (NOI)	6,675	6,299	5,459	5,251	5,136	5,368	5,330	4,634
Net income	6,012	3,638	3,158	3,157	2,047	3,114	3,300	3,028
Funds from operations (FFO)	4,233	4,098	3,250	3,236	2,871	3,089	2,946	2,878
Adjusted funds from operations (AFFO)	3,206	3,529	3,004	2,791	2,420	2,816	2,677	2,596
Net income (loss) per Unit - basic and diluted	0.210	0.129	0.135	0.135	0.104	0.171	0.182	0.167
FFO per Unit	0.148	0.145	0.139	0.139	0.146	0.170	0.163	0.159
AFFO per Unit	0.112	0.125	0.129	0.120	0.123	0.155	0.148	0.144
Weighted average Units outstanding								
Basic and Diluted	28,657	28,226	23,368	23,308	19,698	18,201	18,126	18,083
Leverage ratio	53.9%	55.3%	55.2%	51.7%	51.3%	60.8%	60.9%	60.3%
Interest coverage (times)	2.89	2.90	2.72	2.80	2.46	2.54	2.47	2.87
Debt service coverage (times)	1.77	1.82	1.69	1.83	1.67	1.73	1.69	1.97

Net operating income increased to \$6.7 million in the second quarter of 2015 from \$6.3 million in the first quarter of 2015 and \$5.1 million in the second quarter of 2014. The increase in NOI when comparing to the prior periods was due to the growth in the size of the portfolio through acquisitions in 2014 and in 2015. These increases have been partially offset by the sale of a 75% interest in three properties.

Net income was \$6.0 million for the quarter ended June 30, 2015, compared to \$3.6 million in the first quarter of 2015 and \$2.0 million in the second quarter of 2014. Interest expense increased in the second quarter of 2015 compared to the prior quarter due to the increase on mortgages and debt related to the acquisitions during 2015. Also, during the second quarter of 2015 there was a \$2.0 million gain on the sale of investment properties compared to nil in the first quarter of 2015 or the second quarter of 2014.

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**SECTION IV – OUTLOOK**

Certain statements below may be forward-looking and readers are cautioned that such statements are subject to certain risks and uncertainties that could cause actual results, performance or achievements of Summit II, or industry results, expressed or implied by such forward-looking statements to differ materially from those contained in such forward-looking statements.

**INVESTMENT MANAGEMENT**

Management expects regional differences within the Canadian light industrial sector in 2015, with improving market fundamentals in Eastern Canada offset by generally weaker fundamentals in Western Canada, more specifically in Alberta. These regional differences will be tied to the underlying economic growth forecast of each region. Eastern industrial markets, (most notably Toronto) which have a heavier concentration of manufacturing and distribution uses, will benefit from improved export and transportation conditions stemming from a lower Canadian dollar, lower fuel prices and an overall stronger U.S. economy. In contrast, Western industrial markets (most notably Edmonton and Calgary) will be negatively affected by lower oil and gas prices that are expected to curtail capital investment in the region. As a consequence, Management expects industrial valuations in Toronto to continue to rise in 2015, while valuations in Calgary and Edmonton may decline in response to rising market uncertainty and volatility.

Light industrial real estate, particularly when packaged in large portfolios, continues to be in very high demand and attracts premium valuations. Institutional, public and private investors, recognizing good value and income streams in this sector, are currently active buyers of light industrial properties. This competitive investment climate will continue to influence valuations in 2015, particularly in major Eastern markets. Interest rates, which are at historic lows and are expected to remain stable or rise only marginally in 2015, will continue to be supportive of leveraged buying and property valuations in general.

Within the context of this highly competitive investment climate, Summit II will continue to expand its presence in the highly stable light industrial sector of the Canadian real estate industry on a selective basis to achieve its goal of becoming the leading industrial landlord in the markets in which it chooses to operate. To enhance the size and quality of its portfolio, Summit II will continue to seek out and evaluate acquisition opportunities in the light industrial sector which meet its strict criteria, with a particular focus on purchasing individual assets or small portfolios that complement Summit II's existing portfolio and which provide value enhancement opportunities. Summit II will carefully evaluate acquisition opportunities, but will not complete a transaction unless it meets Summit II's strict real estate criteria, including an assessment of replacement cost. Management remains confident it will be able to continue to expand the size of its portfolio through a program of selective and accretive acquisitions over the long term.

Summit II's goal is to continue expanding its portfolio through acquisitions and expansions. Furthermore, Summit II expects to expand direct access to potential acquisitions through mezzanine financing agreements with third-party developers, providing Summit II with rights to acquire these development projects upon completion, and by broadening its ties to the external development community.

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**OPERATING PERFORMANCE**

Management believes the light industrial market will continue to improve in 2015, particularly in Toronto, where the Trust has the bulk of its properties. Management expects Toronto's market occupancy and rental rates to increase as the local economy and the U.S. economy enter periods of growth. Activities such as warehousing and storage, light assembly and shipping, professional services and a number of other similar uses carried out in Summit II's properties tend to grow in tandem with the broader economy. As a consequence, strengthening of the broader economy generally leads to strengthening market fundamentals in the industrial sector.

Summit II is also directing its focus on enhancing the cash flow and returns from its existing property portfolio. Summit II will strive to maintain its current high occupancy levels and average monthly rents. Pivotal to Summit II's strategy is to provide tenants with "best-in-class" services to ensure their needs are met and to build Summit II's reputation as the leading service provider in the Canadian real estate industry.

**MANAGING DEBT**

Interest rates are currently at historic lows and may be subject to modest increases over 2015. Over the long term, Summit II expects to maintain its leverage in the mid-50% range. Conservative debt service coverage ratios are expected to be maintained during the year.

**EVENTS SUBSEQUENT TO JUNE 30, 2015**

***Distributions***

On July 15, 2015, a distribution in the amount of \$0.042 per Unit for Unitholders of record July 31, 2015, was declared and will be paid on August 14, 2015.



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**PROPERTY PORTFOLIO**

The following table provides information regarding the property portfolio as at June 30, 2015:

Summit II REIT Portfolio by Property						
Address	City	Year Built / Renovated	Single vs.	No. of Tenants	GLA (sf)	Occupancy (%)
			Multi- Tenant			
<b>Ontario</b>						
501 Palladium Drive <sup>(1)</sup>	Ottawa	2007	Multi	2	64,593	100.0%
134 Bethridge Road	Bethridge	~1965	Single	1	142,386	100.0%
710 Neal Drive	Peterborough	1973 / Ongoing	Single	1	101,601	100.0%
200 Iber Road <sup>(1)</sup>	Ottawa	2007	Multi	4	18,936	100.0%
240 Laurier Boulevard	Brockville	2005 / 2010	Single	1	68,093	100.0%
155-161 Orenda Road	Brampton	1970	Multi	4	319,077	100.0%
8705 Torboram Road	Brampton	1980 / 2003	Multi	3	295,957	100.0%
6 Shaftsbury Lane	Brampton	1975	Single	1	125,871	100.0%
40 Summerlea Road	Brampton	1987	Single	1	121,138	100.0%
296-300 Walker Drive	Brampton	1976	Multi	2	102,972	100.0%
292-294 Walker Drive	Brampton	1987	Multi	9	74,583	100.0%
165 Orenda Road	Brampton	2003	Single	1	57,055	100.0%
1075 Clark Boulevard	Brampton	1974	Single	1	35,842	100.0%
200 Vandorf	Aurora	1985	Single	1	322,187	100.0%
125 Nashdene	Scarborough	1992	Multi	2	163,402	100.0%
40 Dynamic Drive	Scarborough	1988	Multi	4	86,681	100.0%
50 Dynamic Drive	Scarborough	1986	Single	-	45,003	0.0%
110 Walker Drive	Brampton	1981 / 1987	Single	1	148,832	100.0%
500 Veterans Drive	Barrie	2004	Single	1	216,460	100.0%
21 Finchdene Square	Scarborough	1981 / 1986	Single	1	170,100	100.0%
1 Rimini Mews	Mississauga	1972	Single	1	46,150	100.0%
977 Century Drive	Burlington	1980	Single	1	45,496	100.0%
30 Struck Court	Cambridge	2006	Single	1	111,493	100.0%
350 Hazelhurst Road	Mississauga	1997	Single	1	220,000	100.0%
78 Walker Drive	Brampton	1986 / 2000	Single	1	150,044	100.0%
1600 Clark Boulevard	Brampton	1974	Single	1	79,300	100.0%
65 Riveria Drive	Markham	1985	Single	1	46,360	100.0%
5485 Tomken Road	Mississauga	1982	Single	1	63,700	100.0%
2333 North Sheridan Way	Mississauga	1970 / 2014	Multi	4	183,989	100.0%
<b>Quebec</b>						
175 Bellerose Boulevard	Laval	2007	Single	1	81,087	100.0%
2580 Dollard	Lassalle	1973	Multi	4	89,000	100.0%
2695 Dollard	Lassalle	1954 / 1980	Multi	2	62,279	100.0%
300 Labrosse	Pointe-Claire	1974	Single	1	55,333	100.0%
7290 Frederick Banting	St. Laurent	2001	Single	1	20,859	100.0%
3720 Ave des Grandes Tourelles <sup>(2)</sup>	Boisbriand	2014	Single	1	154,166	100.0%
1177-1185 55e Ave <sup>(2)</sup>	Dorval	1990	Single	1	77,946	100.0%
5757 Thimens Blvd. <sup>(2)</sup>	St. Laurent	1981	Single	1	37,747	100.0%
5545 Ernest-Cormier <sup>(2)</sup>	Laval	2012	Single	1	24,956	100.0%
185 Bellerose Blvd <sup>(2)</sup>	Laval	2009	Single	1	19,566	100.0%
1970 John-Yule <sup>(1)</sup>	Chambly	2011	Single	1	12,872	100.0%

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Summit II REIT Portfolio by Property						
Address	City	Year Built / Renovated	Single vs. Multi- Tenant	No. of Tenants (#)	GLA (sf)	Occupancy (%)
<b>British Columbia</b>						
6708, 87A Avenue	Fort Saint John	2006	Single	1	13,500	100.0%
2500 Cranbrook Street	Cranbrook	1970	Single	1	8,200	100.0%
<b>Alberta</b>						
3703 98th Street	Edmonton	1978	Single	1	45,752	100.0%
5880 56th Ave	Edmonton	1997/ 2004	Single	1	30,411	100.0%
<b>New Brunswick</b>						
290 Frenette <sup>(1)</sup>	Moncton	2012	Single	1	42,369	100.0%
<b>Total Portfolio As At June 30, 2015</b>				<b>73</b>	<b>4,403,343</b>	<b>99.0%</b>

<sup>(1)</sup> Represents 25% of total GLA.

<sup>(2)</sup> Represents 50% of total GLA.

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**SECTION V – RISKS AND UNCERTAINTIES**

Income producing properties are inherently subject to certain risks and uncertainties due to their relative illiquidity and long term nature of the investment. Summit II's financial results; are therefore, dependent on the performance of its properties and by various external factors that impact the real estate industry and geographic markets in which the REIT operates. Some of the external factors that the REIT is exposed to include fluctuations in interest and inflation rates; access to debt; fulfilling legal and regulatory requirements; and expansion or contraction in the economy as a whole.

Summit II's current business strategy is to focus on acquiring and managing a portfolio of light industrial commercial properties, in both primary and secondary markets throughout Canada and that generate stable cash flows over the long term. The quality of the REIT's current portfolio, Management believes, provides the leverage the REIT needs to expand the business in new markets and acquire high performing properties. Management believes this strategy will enable the REIT's operations to achieve highly sustainable cash flows.

The following is an examination of the key factors that influence Summit II's operations. A more detailed description of all of our risk factors is contained in the REIT's Annual Information Form.

(A) Interest rate risk

The REIT is exposed to interest rate risk when funds are drawn under the revolving credit facility and variable rate mortgages, which have a floating rate of interest. An increase in interest rates would increase the interest cost of the REIT's loans and have an adverse effect on the REIT's comprehensive income and earnings per Unit. Based on the outstanding balance of the revolving credit facility and variable rate mortgages at June 30, 2015, a 1% increase or decrease in the Bank's prime rate would have an impact of \$282,000 on the REIT's annual interest expense (December 31, 2014 - \$362,000) for the period then ended. The REIT intends to structure its fixed rate financing so as to stagger the maturities of its mortgages, thereby minimizing exposure to future interest rate fluctuations.

(B) Credit risk

Credit risk arises from the possibility that tenants may experience financial difficulty and be unable to fulfill their lease commitments. The REIT attempts to mitigate this risk by conducting credit assessments on new lessees, diversifying its tenant mix and by limiting its exposure to any one tenant. The maximum credit risk exposure at June 30, 2015, and December 31, 2014, relates to the carrying value of the accounts receivable balance without taking into account any collateral held or other credit enhancements. Collateral held on certain leases are letters of credit or security deposits from the tenants. Refer to Note 6 of the REIT's Unaudited Condensed Consolidated Interim Financial Statements for the three and six months ended June 30, 2015 and 2014 for details of accounts receivable.

(C) Liquidity risk

Liquidity risk arises from the possibility of not having sufficient debt and equity capital available to the REIT to fund future growth, refinance debts as they mature or meet the REIT's payment obligations as they arise. Furthermore, liquidity risk also arises from the REIT not being able to obtain financing or refinancing on favourable terms. The six months ended June 30, 2015, the REIT's main liquidity requirements arise from ongoing working capital requirements, debt servicing and repayment obligations, capital and leasing expenditures on existing properties, property acquisitions and distributions to Unitholders. All of the aforementioned liquidity requirements, except for debt repayment obligations at maturity and property acquisitions, are generally funded from cash flows from operations or from drawing

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on the REIT's revolving credit facility. Debt repayment obligations (Note 7) are generally funded from refinancing the related debt and property acquisitions are generally funded from equity raises as well as obtaining debt financing on the related property. Between capital raises, the REIT may use its revolving credit facility to fund the equity portion of property acquisitions.

The REIT's financial condition and results of operations would be adversely affected if it were unable to obtain financing/refinancing or cost-effective financing/refinancing, or if it were unable to meet its other liquidity requirements from ongoing operating cash flows.

The REIT intends to mitigate its liquidity risk by staggering the maturities of its debt. As well, the REIT's distributions are made at the discretion of the REIT's Trustees. Finally, the Trust does not enter into committed property acquisitions unless it has secured or knows that it can secure the appropriate capital (debt and equity) to fund the particular acquisition.

**DISCLOSURE AND INTERNAL CONTROLS**

The Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO") of Summit II, along with the assistance of senior management, have designed disclosure controls and procedures to provide reasonable assurance that material information relating to Summit II is made known to the CEO and CFO, and have designed internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with IFRS. No changes were made in Summit II's design of internal controls over financial reporting during the six months ended June 30, 2015, that have materially affected, or are reasonably likely to materially affect, Summit II's internal controls over financial reporting.

Due to the inherent limitations in all controls systems, a control system can provide only reasonable, not absolute assurance, that the objective of the control system are met and may not prevent or detect misstatements or instances of fraud. Management's estimates may be incorrect, or assumptions about future events may be incorrect, resulting in varying results. Additionally, controls may be circumvented by the unauthorized acts of individuals, by collusion or two or more people or by management override.

**FUTURE CHANGES IN ACCOUNTING POLICIES**

The future accounting policies changes are discussed in the Trust's unaudited condensed consolidated interim financial statements for the three and six months ended June 30, 2015 and 2014 and the notes contained therein.

**UNITS OUTSTANDING**

The Trust is permitted under its Declaration of Trust, to issue three classes designated as "Units", "Special Voting Units" and "Preferred Units". The Trust has issued only a single class of Units.

The total number of Units outstanding as of August 11, 2015, was 28,743,253.