CONSOLIDATED HCI HOLDINGS CORPORATION

FIRST QUARTER REPORT

1

For The Three Months Ended
December 31, 2014

Consolidated HCI Holdings Corporation

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51 – 102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim consolidated financial statements of Consolidated HCI Holdings Corporation (the "Company") for the three months ended December 31, 2014 have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these interim consolidated financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

CONSOLIDATED HCI HOLDINGS CORPORATION
INTERIM CONSOLIDATED BALANCE SHEETS
(unaudited, in thousands of Canadian dollars)

	December 31 2014	September 30 2014
ASSETS		
Non-current assets		
Investment properties (note 6)	**$ 10,488**	$ 10,488
Amounts receivable (note 9)	**1,108**	1,087
Tenant inducements (note 10)	**349**	355
	11,945	11,930
Current assets		
Cash and cash equivalents (note 8(a))	**1,576**	1,709
Restricted cash (note 8(b))	**98**	98
Amounts receivable (note 9)	**44**	66
Investment in syndicated mortgage loans (note 11(a))	**97**	527
Short-term investments (note 11(b))	**40,330**	39,828
Marketable securities (note 11(c))	**3,271**	3,465
Tenant inducements (note 10)	**22**	22
Other	**156**	94
	45,594	45,809
Total assets	**$ 57,539**	$ 57,739
LIABILITIES		
Non-current liabilities		
Loan payable (note 12)	**$ 3,284**	$ 3,343
Accounts payable and accrued liabilities (note 17)	**37**	44
Deferred income taxes (note 13)	**1,385**	1,385
	4,706	4,772
Current liabilities		
Loan payable (note 12)	**237**	237
Accounts payable and accrued liabilities (note 17)	**512**	795
Income taxes payable	**22**	12
	771	1,044
Total liabilities	**5,477**	5,816
SHAREHOLDERS' EQUITY		
Capital stock	**35,890**	35,890
Retained earnings	**14,731**	14,692
Accumulated other comprehensive income	**1,441**	1,341
Total shareholders' equity	**52,062**	51,923
Total liabilities and shareholders' equity	**$ 57,539**	$ 57,739

Contingencies and commitments (note 18)

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

CONSOLIDATED HCI HOLDINGS CORPORATION

INTERIM CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(unaudited, in thousands of Canadian dollars)

	Capital stock	**Retained earnings**	**Accumulated other comprehensive income**	**Total equity**
Balance – October 1, 2014	**$ 35,890**	**$ 14,692**	**$ 1,341**	**$ 51,923**
Net earnings for the period	**–**	**39**	**–**	**39**
Other comprehensive income	**–**	**–**	**104**	**104**
Amounts reclassified to consolidated statement of earnings	**–**	**–**	**(4)**	**(4)**
Balance – December 31, 2014	**$ 35,890**	**$ 14,731**	**$ 1,441**	**$ 52,062**

	Capital stock	Retained earnings	Accumulated other comprehensive income	Total equity
Balance – October 1, 2013	$ 35,890	$ 14,860	$ 726	$ 51,476
Net earnings for the period	–	335	–	335
Other comprehensive income	–	–	338	338
Balance – December 31, 2013	$ 35,890	$ 15,195	$ 1,064	$ 52,149

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

CONSOLIDATED HCI HOLDINGS CORPORATION

INTERIM CONSOLIDATED STATEMENTS OF EARNINGS

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

	Three months ended December 31 2014	Three months ended December 31 2013
Housing revenue	$ –	$ –
Housing cost of sales (note 7)	**15**	47
Gross loss on housing	**(15)**	(47)
Investment property revenue (note 17)	**255**	227
Investment property operating expenses (note 17)	**73**	40
Net rental income	**182**	187
Other income (expenses)		
General and administrative (note 17)	**(227)**	(215)
Interest and other income	**158**	339
Interest expense	**(34)**	(36)
Amortization of leasing costs	**(3)**	(3)
Fair value gain on investment properties (note 6)	**–**	199
	(106)	284
Earnings before income taxes	**61**	424
Provision for income taxes (note 13)	**22**	89
Net earnings for the period	**$ 39**	$ 335
Basic and diluted earnings per share	**$ –**	$ 0.02
Weighted average number of shares outstanding	**20,575,866**	20,575,866

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

INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(unaudited, in thousands of Canadian dollars)

	Three months ended December 31 2014	Three months ended December 31 2013
Net earnings for the period	**$ 39**	$ 335
Other comprehensive income, net of income taxes, which will recycle through profit		
Unrealized gains arising during the year on available-for-sale financial assets	**104**	338
Amounts reclassified to consolidated statement of earnings	**(4)**	–
Comprehensive income for the period	**$ 139**	$ 673

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

CONSOLIDATED HCI HOLDINGS CORPORATION

INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS

(unaudited, in thousands of Canadian dollars)

	Three months ended **December 31 2014**	December 31 2013
Cash provided by (used in)		
OPERATING ACTIVITIES		
Net earnings for the period	**$ 39**	$ 335
Add (deduct): Non-cash items (note 16(a))	**(27)**	(206)
Changes in non-cash operating balances (note 16(b))	**(320)**	(277)
	(308)	(148)
INVESTING ACTIVITIES		
Additions to investment properties	**(3)**	(111)
Investment in syndicated mortgage loans		
Purchases	**–**	(230)
Maturities	**426**	102
Short-term investments		
Purchases	**(40,275)**	(33,400)
Sales or maturities	**39,775**	33,400
Proceeds on sale of marketable securities	**312**	–
Restricted cash	**–**	28
	235	(211)
FINANCING ACTIVITIES		
Repayment of mortgage loan on investment property	**(60)**	(60)
Decrease in cash and cash equivalents during the period	**(133)**	(419)
Cash and cash equivalents, beginning of the period (note 8(a))	**1,709**	3,082
Cash and cash equivalents, end of the period (note 8(a))	**$ 1,576**	$ 2,663

SUPPLEMENTARY INFORMATION (note 16(c))

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

1. Description of Business

Consolidated HCI Holdings Corporation and its subsidiaries (together "CHCI" or the "Company") is an Ontario based, publicly traded real estate development company trading on the Toronto Stock Exchange under the symbol CXA.B. The activities of the Company include the leasing of two investment properties in Vaughan, Ontario, comprising a multi-unit, 50%-owned industrial/commercial building and a 50%-owned rental building leased as a fast food outlet. The Company also invests in syndicated mortgage loans, which are secured by real property developments of other land developers and builders and, until September 30, 2013, conducted activities through co-tenancies in the building and selling of new homes on land purchased from others. The address of its registered office is 40 King Street West, Suite 2100, Toronto, Ontario.

The Board of Directors approved the interim consolidated financial statements on February 9, 2015.

2. Basis of Preparation and Change in Accounting Policies

These interim consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") applicable to the preparation of interim consolidated financial statements, including International Accounting Standard ("IAS") 34, Interim Financial Reporting.

The policies applied in these interim consolidated financial statements are based on IFRS policies effective as at December 31, 2014.

These interim consolidated financial statements should be read in conjunction with the Company's annual consolidated financial statements for the year ended September 30, 2014.

The following changes in accounting policies were implemented by the Company during the three-month period ended December 31, 2014:

IAS 32 – Financial Instruments: Presentation ("IAS 32")

IAS 32 has been amended to clarify the requirements for offsetting of financial assets and liabilities. The amendments are effective for annual periods beginning on or after January 1, 2014.

IAS 36 – Impairment of Assets ("IAS 36")

IAS 36 has been amended to reduce the disclosure requirements for the recoverable amount for non-financial assets. The amendments are effective for annual periods beginning on or after January 1, 2014.

IFRS 10, IFRS 12, and IAS 27

These standards have been amended to define an investment entity and to introduce an exception to consolidating particular subsidiaries for investment entities. These amendments require an investment entity to measure those subsidiaries at fair value through profit or loss in accordance with IFRS 9 on its consolidated and separate financial statements. The amendments also introduce new disclosure requirements for investment entities in IFRS 12 and IAS 27. The amendments are effective for annual periods beginning on or after January 1, 2014.

IFRIC 21 – Levies

This is an interpretation of IAS 37, Provisions, Contingent Liabilities and Contingent Assets. IAS 37 sets out criteria for the recognition of a liability, one of which is the requirement for the entity to have a present obligation as a result of a past event (known as an obligating event). The interpretation clarifies that the obligating event giving rise to the liability to pay a levy is the activity described in the relevant legislation that triggers the payment of the levy. This standard is effective for annual reporting periods beginning on or after January 1, 2014.

The foregoing changes in accounting policy did not have an impact on the Company's consolidated financial statements.

3. Critical Accounting Estimates

The preparation of interim consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the reported amounts of income and expenses during the reporting period. Actual results could differ from those estimates. The most significant estimates and judgments that could have a material impact on the interim consolidated financial statements are addressed below.

(a) Impairment of Investments in Syndicated Mortgage Loans

The Company reviews its investments in individual syndicated mortgage loans on a regular basis to evaluate the risk of default on any outstanding loan, which would result in the ultimate realization of less than the balance owing. Factors such as the prospect for completion of the development and sale of the underlying real property security and the present value of estimated future cash flows from the project are taken into consideration when estimating impairment.

(b) Fair Value of Investment Properties

The fair value of the Company's 50%-owned investment properties, comprising an industrial/commercial rental building and a rental building leased to a fast food outlet, was determined internally using the "Overall Capitalization Rate Method." This method applies overall capitalization rates, as detailed in note 6, to stabilized net operating income and incorporates allowances for vacancy. Fair value at September 30, 2014 was determined by qualified external valuation professionals. The valuation of the former property was done using the "Discounted Cash Flow Method" in which the income and expenses are projected over the anticipated term of the investment. The valuation of the latter property was done using the "Overall Capitalization Rate Method" whereby the net operating income is capitalized at the requisite overall capitalization rate. Any changes in estimates related to the inputs used in the valuations could impact the fair value of the investment properties materially. The valuations have been reviewed and approved by management.

(c) Income Taxes

The Company is subject to income taxes in one jurisdiction. Significant estimates are required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax provisions of future periods. The measurement of deferred income tax liabilities at the interim consolidated balance sheet dates requires management to make estimates and assumptions regarding the timing of when temporary differences are expected to reverse. Actual results could differ from those estimates.

4. Accounting Standards Issued and Yet to Be Applied

Unless otherwise noted, the following new standards and amendments to existing standards apply to annual periods beginning on or after January 1, 2015, unless otherwise noted, with earlier adoption permitted. The Company has not yet assessed the impact of these new standards and amendments on its interim consolidated financial statements.

IFRS 7 – Financial Instruments: Disclosures

This standard has been amended to enhance disclosures relating to the transition from IAS 39 to IFRS 9, Financial Instruments. These amendments will be effective on the adoption of IFRS 9 described below.

IFRS 9

The complete version of IFRS 9 was issued in July 2014 and is effective for accounting periods beginning on or after January 1, 2018 with early adoption permitted. IFRS 9 addresses the classification, measurement and recognition of financial assets and financial liabilities. It replaces the guidance in IAS 39 that relates to the classification and measurement of financial instruments. IFRS 9 retains but simplifies the mixed measurement model and establishes three primary measurement categories for financial assets: amortized cost, fair value through OCI and fair value through profit or loss. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. Investments in equity instruments are required to be measured at fair value through profit or loss with the irrevocable option at inception to present changes in fair value in OCI not recycling. There is now a new expected credit losses model that replaces the incurred loss impairment model used in IAS 39. For financial liabilities there were no changes to classification and measurement except for the recognition of changes in own credit risk in other comprehensive income, for liabilities designated at fair value through profit or loss. IFRS 9 relaxes the requirements for hedge effectiveness by replacing the bright line hedge effectiveness tests. It requires an economic relationship between the hedged item and hedging instrument and for the 'hedged ratio' to be the same as the one management actually uses for risk management purposes. Contemporaneous documentation is still required but is different to that currently prepared under IAS 39.

5. Segmented Information

The Company operates in southern Ontario, in the Greater Toronto Area, and surrounding communities and has three reportable segments: the construction and operation of investment properties, the construction and sale of residential units and the investment in syndicated mortgage loans. The results of operations and amounts invested in these segments are as follows:

Three months ended December 31

	Revenue		Earnings (loss)	
	2014	2013	**2014**	2013
Investment properties	**$ 255**	$ 227	**$ 145**	$ 347
Residential construction	**2**	2	**(13)**	(45)
Syndicated mortgage loans	**4**	182	**4**	182
Unallocated amounts:				
Interest income	**152**	155	**152**	155
	$ 413	$ 566		
General and administrative expenses			**(227)**	(215)
Income tax provision			**(22)**	(89)
Net earnings for the period			**$ 39**	$ 335

Identifiable Assets

	Investment properties	Residential construction	Syndicated mortgage loans	Unallocated corporate assets	Total assets
December 31, 2014	**$ 11,397**	**$ 1,653**	**$ 97**	**$ 44,392**	**$ 57,539**
September 30, 2014	$ 11,409	$ 1,664	$ 527	$ 44,139	$ 57,739

Identifiable Liabilities

	Investment properties	Residential construction	Syndicated mortgage loans	Unallocated corporate liabilities	Total liabilities
December 31, 2014	**$ 3,733**	**$ 176**	**$ –**	**$ 1,568**	**$ 5,477**
September 30, 2014	$ 3,937	$ 174	$ –	$ 1,705	$ 5,816

Capital expenditures in the investment properties segment for the three months ended December 31, 2014 amounted to $3 (2013 – $111).

6. Investment Properties

	Three months ended December 31 2014	Year ended September 30 2014
Balance, beginning of the period	**$ 10,488**	$ 10,705
Amortization of leasing costs	**(3)**	(11)
Additions	**3**	364
Fair value gain	**–**	(597)
Leasing costs incurred	**–**	27
Balance, end of the period	**$ 10,488**	$ 10,488

The basis of valuation of the Company's 50%-owned investment properties is set out in note 3(b). Investment properties measured at fair value are categorized as Level 3 in the fair value hierarchy described in note 14, as the key valuation metrics are unobservable inputs in the calculation. There were no transfers into or out of Level 3 during the period. The key valuation metrics for the investment properties are set out in the following tables:

	December 31, 2014			September 30, 2014		
Capitalization rate	**Minimum**	**Maximum**	**Applied**	Minimum	Maximum	Applied
Industrial/commercial building	**7.75%**	**8.25%**	**8.0%**	7.75%	8.25%	8.0%
Fast food outlet	**4.9%**	**6.1%**	**5.75%**	4.9%	6.1%	5.75%

	December 31, 2014	September 30, 2014
Stabilized net operating income – at 100%		
Industrial/commercial building	**$ 1,598**	$ 1,598
Fast food outlet	**$ 121**	$ 121

Fair values of investment properties are most sensitive to changes in discount and capitalization rates. An increase in the capitalization rate will result in a decrease in the fair value of an investment property, and vice versa. A decrease in the discount rate will result in an increase in the fair value of an investment property, and vice versa.

Presented separately from investment properties is $289 (September 30, 2014 – $265) of net straight-line rent receivable (included in note 10) arising from recognition of rental revenues on a straight-line basis over the lease term and $371 (2014 – $377) of tenant inducements (included in note 10) in accordance with IAS 17, Leases. The fair value of the investment properties has been reduced by these amounts presented separately.

The Company's investment properties, exclusive of the fast food outlet component referred to above, which is unencumbered, with a fair value of $9,605 (September 30, 2014 – $9,605), has been pledged as security for a mortgage loan payable (note 12).

7. Housing Under Construction

As at September 30, 2013, the Company had completed and closed all of its housing inventory. During the three months ended December 31, 2014 and 2013, the Company recorded costs resulting from changes to September 30, 2013 estimates of costs to complete completed projects.

8. Cash and Cash Equivalents and Restricted Cash

(a) Cash and cash equivalents consist of the following:

	December 31 2014	September 30 2014
Cash	**$ 887**	$ 1,004
Term deposits	**689**	705
	$ 1,576	$ 1,709

Cash and cash equivalents include unrestricted cash and term deposits with a maturity of three months or less from the date of acquisition.

Included in cash and cash equivalents is the Company's proportionate share of cash and cash equivalents of the Company's proportionately consolidated entities of $785 (September 30, 2014 – $863).

(b) Restricted cash is as follows:

	December 31 2014	September 30 2014
Total restricted cash	**$ 98**	$ 98

Restricted cash, all held in the Company's house building and investment properties co-tenancies, includes deposits required to secure outstanding guarantees and letters of credit of $98 (September 30, 2014 - $98).

9. Amounts Receivable

	December 31 2014	September 30 2014
Straight-line rent receivable	**$ 289**	$ 265
Other (a)	**863**	888
	$ 1,152	$ 1,153
Non-current	**$ 1,108**	$ 1,087
Current	**44**	66
	$ 1,152	$ 1,153

(a) Other receivables include $831 (September 30, 2014 – $831) owing from the Company's house building co-tenancies' project manager (note 17). These amounts are held pursuant to the project co-tenancy agreements and are meant to provide contingency funds should any warranty or other claims be made with respect to the houses sold. The project manager, at its discretion, may call on co-tenants for additional contingency fund contributions if and when required, pay for additional project costs contemplated when establishing the fund or release remaining funds back to the co-tenancy for distribution to the co-tenants once they are no longer considered necessary to hold. There are no outstanding claims against these amounts at December 31, 2014 and September 30, 2014.

10. Tenant Inducements

	December 31 2014	September 30 2014
Tenant inducements	**$ 432**	$ 432
Less: Accumulated amortization	**(61)**	(55)
	$ 371	$ 377
Non-current	**$ 349**	$ 355
Current	**22**	22
	$ 371	$ 377

Cash inducements paid to tenants to enter into leases are amortized as a reduction in rental revenue over the term of the lease on a straight-line basis.

11. Investments in Syndicated Mortgage Loans, Short-term Investments and Marketable Securities

		December 31 2014	September 30 2014
(a)	Syndicated mortgage loans secured by real property, for remaining terms from 9 to 11 months (September 30, 2014 – 1 to 2 months), bearing interest at a period-end weighted average rate of 9.47% (September 30, 2014 – 10.43%) per annum.	**$ 97**	$ 527

The syndicated mortgage loans can be repaid by the borrowers prior to maturity and are due in 2016.

		December 31 2014	September 30 2014
(b)	Short-term investments consist of the following:		
	Canadian chartered bank term deposits issued for periods of 90 days or greater, bearing interest at a period-end weighted average rate of 1.4% (September 30, 2014 – 1.4%).	**$ 40,330**	$ 39,828

		December 31 2014	September 30 2014
(c)	Marketable securities consist of the following:		
	16,000 CIBC non-cumulative Class A preferred shares, Series 27, to yield 5.6% per annum (cost – $400)	**$ 400**	$ 403
	12,000 TD Bank Class A first preferred shares, Series O, to yield 4.85% per annum (cost – $300)	**–**	304
	1,264 Faircourt Split Seven Trust, preferred securities, due December 31, 2014, to yield 6.25% (cost – $12; September 30, 2014 – $12)	**–**	12
	52,840.03 B/1 shares York Select Unit Trust (cost – US$1,000; fair value – US$2,477; September 30, 2014 – fair value – US$2,450)	**2,871**	2,746
		$ 3,271	$ 3,465

12. Loan Payable

The loan payable is as follows:

	December 31 2014	September 30 2014
Secured by an investment property, net of deferred financing fees of $23 (September 30, 2014 – $24)	**$ 3,521**	$ 3,580

Principal repayments on the loan payable are due as follows:

Years ending September 30,	2015	$ 177
	2016	237
	2017	237
	2018	237
	2019	237
	Thereafter	2,419
		3,544
Less: Deferred financing fees		(23)
		$ 3,521

The estimated fair value of loan payable at December 31, 2014 and September 30, 2014 approximates the carrying value because this loan payable bears interest at a variable rate.

The loan payable, secured by an investment property, constitutes the Company's 50% share of a first mortgage loan on one of its Vaughan, Ontario investment properties. Until February 27, 2013, the loan bore interest at 5% per annum, the Business Development Bank of Canada's Base rate for commercial and industrial loans ("Base rate"). On February 28, 2013, the interest rate was reduced to Base rate minus 1%, or 4% per annum. Subsequent to December 31, 2014, effective January 29, 2015, the Base rate was reduced to 4.85% and the rate charged to the Company was reduced to 3.85%. The loan matures in 2029. The Company has provided the lender with a guarantee of 50% of amounts due under the loan.

13. Income Taxes

(a) Significant components of the income tax provision for the three months ended December 31 are as follows:

	Three months ended December 31 2014	December 31 2013
Current	**$ 37**	$ 85
Deferred	**(15)**	4
	22	89
Income tax provision on other comprehensive income included in deferred income taxes	**15**	52
	$ 37	$ 141

(b) The income tax provision differs from the amount computed by applying the average statutory Canadian federal and provincial income tax rates to earnings before income taxes. These differences are:

	Three months ended December 31 2014	December 31 2013
Expected income tax at 26.5% (2013 – 26.5%)	**$ 16**	$ 112
Other	**6**	(23)
Income tax provision in interim consolidated statements of earnings	**22**	89
Income tax provision in interim consolidated statements of comprehensive income	**15**	52
	$ 37	$ 141

(c) Deferred income taxes relate to:

	December 31 2014	September 30 2014
Temporary differences:		
Capital cost allowance in excess of accounting amortization booked	**$ 410**	$ 400
Costs capitalized for accounting, deducted for income tax	**222**	258
Unrealized gain on investment properties	**456**	451
Mortgage reserves	**77**	71
Other comprehensive income	**220**	205
	$ 1,385	$ 1,385
Comprised of:		
Deferred income tax liabilities reversing after more than 12 months	**$ 1,336**	$ 1,344
Deferred income tax liabilities reversing within 12 months	**49**	41
	$ 1,385	$ 1,385

14. Financial Instruments

Fair Values

The fair values of investments traded in active markets, such as marketable securities classified as available-for-sale, are based on the quoted bid price on the interim consolidated balance sheet dates.

The fair values of cash and cash equivalents, restricted cash, amounts receivable, short-term investments, accounts payable and accrued liabilities and investments in syndicated mortgage loans approximate their carrying values due to their short-term maturities.

The three levels of the fair value hierarchy, that prioritize the inputs to fair value measurement, are as follows:

Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 – inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, and;
Level 3 – inputs that are not based on observable market data.

The following table illustrates the classification of the Company's financial instruments within the fair value hierarchy as described above as at December 31, 2014 and September 30, 2014:

December 31, 2014

	Level 1	Level 2	Level 3	Total
Short-term investments	**$ 40,330**	**$ –**	**$ –**	**$ 40,330**
Marketable securities	**3,271**	**–**	**–**	**3,271**
	$ 43,601	**$ –**	**$ –**	**$ 43,601**

September 30, 2014

	Level 1	Level 2	Level 3	Total
Short-term investments	$ 39,828	$ –	$ –	$ 39,828
Marketable securities	3,465	–	–	3,465
	$ 43,293	$ –	$ –	$ 43,293

Market Risk – Interest Rate Risk

The Company is subject to interest rate fluctuations; however, current low and stable interest rates have lessened the risk associated with such fluctuations.

The following interest sensitivity table outlines the potential impact of a 1% change in interest rates on variable rate assets and liabilities for the three months ended December 31:

December 31, 2014

	Carrying Value	Interest Rate Risk			
		-1%		+1%	
Increase (decrease)		Net Earnings	Equity	Net Earnings	Equity
Financial Assets					
Cash and cash equivalents	**$ 1,576**	**$ (3)**	**$ (3)**	**$ 3**	**$ 3**
Investment in preferred shares	**400**	**–**	**75**	**–**	**(52)**
Financial Liabilities					
Mortgage payable	**3,521**	**7**	**7**	**(7)**	**(7)**
Total increase (decrease)		**$ 4**	**$ 79**	**$ (4)**	**$ (56)**

December 31, 2013

Increase (decrease)	Carrying Value	Interest Rate Risk -1% Net Earnings	-1% Equity	+1% Net Earnings	+1% Equity
Financial Assets					
Cash and cash equivalents	$ 2,663	$ (5)	$ (5)	$ 5	$ 5
Investment in preferred shares	727	–	150	–	(101)
Financial Liabilities					
Mortgage payable	3,756	8	8	(8)	(8)
Total increase (decrease)		$ 3	$ 153	$ (3)	$ (104)

Credit and Operational Risks

The Company's credit risk relates to the potential of financial loss resulting from the failure of a borrower or counterparty to fully honour its financial or contractual obligations, such as to repay principal and/or interest on a syndicated mortgage loan. Fluctuations in real property values may increase the risk of default and may also reduce the net realizable value of the collateral real property to the Company. Credit losses occur when the counterparty fails to meet its obligations to the Company and the value realized on sale of the underlying security deteriorates below the carrying amount of the exposure. Credit risk is mitigated through credit enhancement, which is comprised of excess spread and obtaining sufficient real property collateral, as well as monitoring the level of concentration of credit risk from individual borrowers. Furthermore, the Company leverages the credit risk management objectives, policies and procedures of the mortgage syndicator to help mitigate the credit risk. These policies and procedures govern credit administration and arrears management.

The Company's maximum exposure to credit risk are the fair values of cash and cash equivalents, restricted cash, amounts receivable, short-term investments, investment in syndicated mortgage loans and marketable securities.

Liquidity Risk

Liquidity risk is managed by maintaining cash and cash equivalents in excess of projected needs. The Company expects to be able to repay or, if required, obtain an extension on the mortgage loan payable on one of its investment properties, if required, on demand.

The following table summarizes the contractual amounts and maturity periods of the Company's financial liabilities at December 31, 2014 on an undiscounted basis:

Contractual obligations are due as follows:	**Total**	Less than 1 year	1 - 3 years	4 - 5 years	Thereafter
Loan payable (1)	**$ 4,566**	$ 370	$ 712	$ 675	$ 2,809
Accounts payable and accrued liabilities	**549**	512	37	–	–
Liabilities and other contractual obligations	**$ 5,115**	$ 882	$ 749	$ 675	$ 2,809

(1) As the loan payable is at a variable rate, a 3.85% interest rate has been used for the remaining term to maturity.

Capital Risk Management

The Company's objectives when managing capital are:

a) to safeguard the Company's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders; and

b) to provide an adequate return to shareholders by obtaining an appropriate amount of debt, commensurate with the level of risk, to reduce the after-tax cost of capital.

The Company's capital consists of a mortgage loan payable on one of its investment properties and shareholders' equity and, other than the requirement with respect to the mortgage loan, to maintain a long-term debt to tangible equity ratio of 3:1, which condition has been met at December 31, 2014, it is not subject to any externally imposed capital requirements.

The Company sets the amount of capital in proportion to risk. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, repurchase shares, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Company's objective is met by retaining adequate liquidity to provide for the possibility that cash flows from assets will not be sufficient to meet future cash flow requirements.

15. Financial Guarantees

At December 31, 2014, the Company has available letters of credit totaling $98 (September 30, 2014 - $98) of which $98 (September 30, 2014 - $98) has been utilized in support of its obligation to complete servicing requirements in connection with various house building projects and an investment property.

The Company is contingently liable for its co-investors' share of the obligations in co-tenancy developments. At December 31, 2014, the Company's co-investors' share of obligations of such entities comprises liabilities of $837 (September 30, 2014 - $987) and letters of credit of $129 (September 30, 2014 - $185) in support of obligations to complete servicing requirements in connection with various house building projects and an investment property. In each case, assets of the co-tenancy developments, consisting primarily of cash and cash equivalents, are available to satisfy such obligations.

16. Consolidated Statements of Cash Flows

(a) Non-cash items in operating activities are as follows:

	Three months ended December 31 2014	December 31 2013
Deferred income taxes	**$ (15)**	$ 4
Amortization of leasing costs	**3**	3
Amortization of deferred financing costs	**1**	2
Amortization of tenant inducements	**6**	6
Accrued interest receivable	**(1)**	(18)
Straight-line rent receivable	**(21)**	(4)
Fair value gain on investment property	**–**	(199)
	$ (27)	$ (206)

(b) Changes in non-cash balances in operating activities are as follows:

	Three months ended December 31 2014	December 31 2013
Amounts receivable	**$ 22**	$ –
Accounts payable and accrued liabilities	**(290)**	(287)
Income taxes payable	**10**	85
Other	**(62)**	(75)
	$ (320)	$ (277)

(c) Supplementary information consists of the following:

	Three months ended December 31 2014	December 31 2013
Interest paid	**$ 34**	$ 36
Income taxes paid	**$ 27**	$ –

17. Related Party Transactions

The following is a summary of the Company's related party relationships:

- certain shareholders, and certain shareholders who are officers and directors or parties related to them, are also participants in all of the house building co-tenancies;
- the Company is managed by two shareholders who are also officers and directors under a management agreement;
- a shareholder who is also a director is associated with a law firm that provides legal services to the Company and some of its co-tenancies;
- a shareholder who is also an officer and a director of the Company serves as a director of a Toronto Stock Exchange listed mortgage loan investment corporation. This corporation is a co-investor with the Company in the syndicated mortgage loans described in note 11(a). Two shareholders who are also officers and directors participate as investors in some of the syndicated mortgage loans in which the Company has invested;
- three companies, one owned by one co-tenant and the other two owned by another co-tenant of the Company's Vaughan, Ontario investment properties, lease space in one of the properties; and
- a company owned by a co-tenant of the Company's Vaughan, Ontario investment properties acts as the manager of those properties and is paid management fees.

Related party transactions are recorded at the amount of consideration agreed to by the parties.

Transactions with related parties during the period were as follows:

	Three months ended	
	December 31 2014	December 31 2013
Management fee expense	**$ 62**	$ 62
Legal fees	**$ 1**	$ 1
Rental operating expenses	**$ 8**	$ 8
Rental income	**$ 42**	$ 41

The interim consolidated balance sheets include the following balances with related parties:

	December 31 2014	September 30 2014
Accounts payable and accrued liabilities	**$ 62**	$ 250

18. Contingencies and Commitments

As security for the Company's letter of credit facilities of $98 (September 30, 2014 - $98), the bank holds a general security agreement, a registered general assignment of book debts and a specific assignment of certain amounts due under agreements of purchase and sale.

The Company, from time to time, is subject to legal proceedings brought against it and its subsidiaries. Management does not believe these proceedings in aggregate will have a material adverse effect on the Company's interim consolidated financial position or financial performance.

19. Comparative Figures

Certain comparative figures have been reclassified to conform to the current year's presentation as follows:

(a) restricted cash totaling $831 was reclassified to amounts receivable; and
(b) revenue figures in the segment and co-tenancy notes have been adjusted to remove the fair value gain on investment properties.

These reclassifications did not impact previously disclosed earnings.

MANAGEMENT'S DISCUSSION and ANALYSIS

As of February 9, 2015

The following Management's Discussion and Analysis ("MD&A") is intended to provide readers with an explanation of the performance of Consolidated HCI Holdings Corporation ("CHCI" or the "Company") for the three-month periods ended December 31, 2014 and 2013, as well as updating CHCI's most recently issued MD&A, dated December 12, 2014. This MD&A should be read in conjunction with the unaudited interim consolidated financial statements of the Company, including the notes thereto, for the three-month periods ended December 31, 2014 and 2013 and should also be read in conjunction with the audited consolidated financial statements and the MD&A for the fiscal years ended September 30, 2014 and 2013, as set out in the Company's 2014 Annual Report.

Additional information relating to the Company, including the Certification of Interim Filings for the quarter ended December 31, 2014 signed by the Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO") is also available on the SEDAR website at www.sedar.com.

RESPONSIBILITY OF MANAGEMENT AND THE BOARD OF DIRECTORS

Management is responsible for the information disclosed in this MD&A and has in place information systems, procedures and controls to ensure that information used internally by management and disclosed externally is materially complete and reliable. In addition, the Company's Audit Committee and Board of Directors provide an oversight role with respect to all public financial disclosures by the Company and have reviewed and approved this MD&A and the unaudited interim consolidated financial statements as at December 31, 2014 and 2013.

FORWARD-LOOKING STATEMENTS

In various places in the MD&A, there are forward-looking statements reflecting management's current expectations regarding future economic conditions, results of operations, financial performance and other matters affecting the Company. Forward-looking statements include information regarding possible or assumed future results or transactions, as well as statements preceded by, followed by or that include the words "believes," "expects," "anticipates," "estimates," "intends" or similar expressions. Important factors, in addition to those discussed in this document, could affect the future results of the Company and could cause those results to differ materially from those expressed in any forward-looking statements.

OVERVIEW

The Company's activities in the real estate industry are conducted with others at varying participation rates in co-tenancies. The consolidated financial statements include these co-tenancies on a proportionate consolidation basis. The activities of the Company include the leasing of two investment properties in Vaughan, Ontario, comprising a multi-unit, 50%-owned industrial/commercial building and a 50%-owned rental building leased as a fast food outlet. The Company has also conducted activities through various co-tenancies in the building and selling of new homes on land purchased from others and invests in syndicated mortgage loans, which are secured by real property developments of other land developers and builders. The Company's house building activities ended in 2013 with the closing of its last housing unit in inventory. The Company does not plan further investment in syndicated mortgage loans.

REVIEW OF FINANCIAL RESULTS

Results of Operations

Summary of operating results

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

	Three months ended December 31 2014	Three months ended December 31 2013
Revenue	**$ 413**	$ 566
Earnings before income taxes	**$ 61**	$ 424
Provision for income taxes	**22**	89
Net earnings for the period	**$ 39**	$ 335
Basic and diluted earnings per share	**$ –**	$ 0.02

Revenue in the first three months of fiscal 2015 decreased by $0.153 million compared to the revenue recorded for the same period in fiscal 2014. This decrease is comprised of a decrease in interest and other income of $0.181 million, partially offset by an increase in rental revenue of $0.028 million.

House building operations

(Unaudited, in thousands of Canadian dollars)

	Three months ended December 31 2014	Three months ended December 31 2013
Revenue from housing sales	**$ –**	$ –
Housing cost of sales	**15**	47
Gross loss on housing	**$ 15**	$ 47

The Company completed and closed all housing inventory as at September 30, 2013. In the first quarters of both 2015 and 2014, adjustments for cost estimates made in four projects, which had previously sold out, resulted in the Company recording losses totaling $15 thousand and $47 thousand, respectively, in its house building segment.

Rental operations

(Unaudited, in thousands of Canadian dollars)

	Three months ended **December 31 2014**	December 31 2013
Rental revenues	**$ 255**	$ 227
Property operating expenses	**73**	40
Net operating income*	**$ 182**	$ 187

* Net operating income is an important measure used by management to evaluate the operating performance of the investment properties. However, it is not defined under IFRS, does not have a standard meaning and may not be comparable with other companies.

The increase in rental revenue of $0.028 million is primarily the result of the commencement of a new fast food restaurant tenancy and three tenant renewals at increased lease rates in the fourth quarter of 2014.

Property operating expenses in the first quarter of 2015 increased by $0.033 million compared to the corresponding period in 2014 the result of an increase in realty taxes and other period costs.

At December 31, 2014, the Company's investment properties comprise a multi-unit 50%-owned industrial/commercial building and a 50%-owned rental building leased as a fast food outlet in Vaughan, Ontario.

At December 31, 2014, the industrial/commercial building occupancy rate, unchanged since December 31, 2013, was 68%.

Interest and other income

Interest and other income decreased by $0.181 million for the three months ended December 31, 2014 compared to the corresponding period in the previous year. Since December 31, 2013, the Company has reduced its investment in higher rate syndicated mortgage loans and invested the proceeds in lower rate term deposits.

General and administrative expenses

General and administrative expenses increased by $0.012 million for the first quarter of 2015 compared to the corresponding period in the previous year. Professional fees increased by $0.004 million as a result of the Company consulting on certain tax related matters while other expense categories experienced an increase, in aggregate, of $0.008 million.

Income taxes

The income tax provision for the first three months of 2015 of $0.022 million (2014 - $0.089 million) has been computed by applying the average statutory Canadian federal and provincial income tax rate of 26.5% (2014 – 26.5%) to earnings before income taxes.

FINANCIAL CONDITION

(Unaudited, in thousands of Canadian dollars)

	December 31 2014	September 30 2014
Investment properties	**$ 10,488**	$ 10,488
Cash and cash equivalents	**1,576**	1,709
Restricted cash	**98**	98
Amounts receivable	**1,152**	1,153
Investment in syndicated mortgage loans	**97**	527
Short-term investments	**40,330**	39,828
Marketable securities	**3,271**	3,465
Tenant inducements	**371**	377
Other assets	**156**	94
Total assets	**$ 57,539**	$ 57,739
Long-term financial liability:		
Loan payable on investment property	**$ 3,521**	$ 3,580

ASSETS AND LIABILITIES

During the first three months of fiscal 2015, the Company realized cash from interest earned on its investments in syndicated mortgage loans and cash and short-term investments, principal repayments on syndicated mortgage loans and its investment property operation. The majority of this cash was used to fund investment property operations and general and administrative costs.

A condition of the mortgage loan on one of the Company's Vaughan, Ontario investment properties is that the co-tenancy maintains a long-term debt to tangible equity ratio of 3:1. As at December 31, 2014, this condition has been met.

Subsequent to December 31, 2014, effective January 29, 2015, the interest rate on the loan payable on the Company's 50%-owned investment property was reduced from 4.00% to 3.85% per annum.

At December 31, 2014, the Company's real estate holdings consist of its 50% share of the investment properties in Vaughan, Ontario referred to above and one residential lot in Mississauga, Ontario.

As previously reported, on June 13, 2013, in connection with its redevelopment along the Highway 7 corridor, The Regional Municipality of York ("the Region") expropriated two parcels of land forming part the Company's investment properties. The Company received guaranteed amounts based on the Region's valuation and launched appeals of these amounts during 2014. With respect to one of the parcels, the Company accepted the Region's valuation and the refund of a soil remediation offset of $390 thousand (at the Company's share – $195 thousand) deducted from that valuation. The settlement and related refund are subject to the approval of The York Regional Council and the refund will be recorded by the Company on receipt, which is expected to be in the third quarter of 2015. With respect to the other parcel, the appeal remains in process.

OUTSTANDING SHARE DATA

Authorized capital stock consists of an unlimited number of Class B voting shares without par value. Issued and outstanding as at December 31, 2014 are 20,575,866 shares, unchanged from October 1, 2013.

LIQUIDITY AND CAPITAL RESOURCES

Cash flows

(Unaudited, in thousands of Canadian dollars)

	Three months ended December 31 2014	Three months ended December 31 2013
Cash provided by (used in):		
Operating activities	**$ (308)**	$ (148)
Investing activities	**235**	(211)
Financing activities	**(60)**	(60)
Decrease in cash and cash equivalents during the period	**(133)**	(419)
Cash and cash equivalents, beginning of the period	**1,709**	3,082
Cash and cash equivalents, end of the period	**$ 1,576**	$ 2,663

Cash and cash equivalents decreased in the first quarter of 2015 by $0.1 million primarily as a result of payment of accounts payable, principal payments on the mortgage loan on one of the Company's investment properties, partially offset by proceeds of repayments of investments in syndicated mortgage loans.

The Company continues to use cash flows to invest in money market investments, to fund its investment property and to fund general and administrative costs. The Company's cash and cash equivalents serve to provide the Company with sufficient liquidity to carry on its business activities.

CONTRACTUAL OBLIGATIONS

The following table summarizes the contractual amounts and maturity periods of the Company's financial liabilities at December 31, 2014 on an undiscounted basis:

(Unaudited, in thousands of Canadian dollars)

Contractual obligations are due as follows:	**Total**	Less than 1 year	1 - 3 years	4 - 5 years	Thereafter
Loan payable (1)	**$ 4,566**	$ 370	$ 712	$ 675	$ 2,809
Accounts payable and accrued liabilities	**549**	512	37	–	–
Liabilities and other contractual obligations	**$ 5,115**	$ 882	$ 749	$ 675	$ 2,809

(1) As the loan payable is at a variable rate, a 3.85% interest rate has been used for the remaining term to maturity.

TRANSACTIONS WITH RELATED PARTIES

The Company has entered into transactions with other entities in which the following individuals hold management positions as noted in the following tables:

(in thousands of Canadian dollars)

December 31, 2014	Note	Receives management fees from the Company	Receives fees for legal services provided to the Company	Receives property management fees to manage the investment properties	Pays rent to the Company for space leased in one of the investment properties
Marc Muzzo	(1)	**$ 31**			
Stanley Goldfarb	(2)	**$ 31**			
Rudolph P. Bratty	(3)		**$ 1**		
Dani Cohen	(4)			**$ 8**	**$ 39**
Mark Kornhaber	(5)				**$ 3**

December 31, 2013	Note	Receives management fees from the Company	Receives fees for legal services provided to the Company	Receives property management fees to manage the investment properties	Pays rent to the Company for space leased in one of the investment properties
Marc Muzzo	(1)	$ 31			
Stanley Goldfarb	(2)	$ 31			
Rudolph P. Bratty	(3)		$ 1		
Dani Cohen	(4)			$ 8	$ 39
Mark Kornhaber	(5)				$ 2

(1) Marc Muzzo is a shareholder, director and officer of the Company who holds management positions in entities that have provided management services to the Company as noted in the tables above. He is also a co-investor with the Company in some of its syndicated mortgage loans.

(2) Stanley Goldfarb is a shareholder, director and officer of the Company who holds a management position in an entity that has provided management services to the Company as noted in the tables above. He is also a co-investor with the Company in some of its syndicated mortgage loans and a director of a Toronto Stock Exchange listed company that is a co-investor in all of the Company's syndicated mortgage loans.

(3) Rudolph P. Bratty is a shareholder and director of the Company who exerts significant influence on a law firm that is paid legal fees for legal services to the Company as noted in the tables above.

(4) Dani Cohen is a co-tenant in the Company's investment properties. He is paid management fees for management services to the properties and pays rent for space leased in one of the properties as noted in the tables above.

(5) Marc Kornhaber is a co-tenant in the Company's investment properties. He pays rent for space leased in one of the properties as noted in the tables above.

RISK MANAGEMENT

Market Risk – Interest Rate Risk

The Company is subject to interest rate fluctuations; however, current low and stable interest rates have lessened the risk associated with such fluctuations. The syndicated mortgage loans are repayable in full at the option of the borrower at any time and, for the most part, are subject to a minimum specified rate of interest or prime plus a specified interest spread if such exceeds the minimum specified rate. The Company's debt comprises a mortgage loan payable on an investment property.

Credit and Operational Risks

The Company's credit risk relates to the potential of financial loss resulting from the failure of a borrower or counterparty to fully honour its financial or contractual obligations, such as to repay principal and/or interest on a syndicated mortgage loan. Fluctuations in real property values may increase the risk of default and may also reduce the net realizable value of the collateral real property to the Company. Credit losses occur when the counterparty fails to meet its obligations to the Company and the value realized on sale of the underlying security deteriorates below the carrying amount of the exposure. Credit risk is mitigated through credit enhancement, which is comprised of excess spread and obtaining sufficient real property collateral, as well as monitoring the level of concentration of credit risk from individual borrowers. Furthermore, the Company leverages the credit risk management objectives, policies and procedures of the mortgage syndicator to help mitigate the credit risk. These policies and procedures govern credit administration and arrears management.

The Company's maximum exposure to credit risk is the fair values of cash and cash equivalents, restricted cash, amounts receivable, investment in syndicated mortgage loans and marketable securities.

As at December 31, 2014 and September 30, 2014, none of the Company's financial assets are past due.

Liquidity Risk

Liquidity risk is managed by maintaining cash and cash equivalents in excess of projected needs, which includes the funding of commitments under certain of the Company's syndicated mortgage loan investments, as indicated in note 11(a) to the unaudited interim consolidated financial statements for the three-month period ended December 31, 2014. The Company expects to be able to repay or, if required, obtain an extension on the loan payable on the investment property, if required, on demand.

Capital Risk Management

The Company's objectives when managing capital are:

a) to safeguard the Company's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
b) to provide an adequate return to shareholders by obtaining an appropriate amount of debt, commensurate with the level of risk, to reduce the after-tax cost of capital.

The Company's capital consists of a mortgage loan payable on one of its investment properties and shareholders' equity and, other than the requirement with respect to the mortgage loan, to maintain a long-term debt to tangible equity ratio of 3:1, which condition has been met at December 31, 2014, it is not subject to any externally imposed capital requirements.

The Company sets the amount of capital in proportion to risk. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, repurchase shares, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Company's objective is met by retaining adequate liquidity to provide for the possibility that cash flows from assets will not be sufficient to meet future cash flow requirements.

ENVIRONMENTAL RISKS

As an owner of real property, the Company is subject to various federal, provincial and municipal laws relating to environmental matters. Such laws provide that the Company could be liable for costs of removal and remediation of certain hazardous toxic substances released on or in its properties or disposed of at other locations. The failure to remove or remediate such substances, if any, could adversely affect the Company's ability to sell such real property or to borrow using such real property as collateral and, potentially, could result in claims against the Company. The Company is not aware of any material environmental liabilities at the present time.

CONTROLS AND PROCEDURES

At December 31, 2014, the CEO and the CFO ("certifying officers") of the Company have designed disclosure controls and procedures ("DC&P") to provide reasonable assurance that information required to be disclosed in its various reports is recorded, processed, summarized and reported accurately and they have designed internal controls over financial reporting ("ICFR") to provide reasonable assurance regarding the reliability of financial reporting and the preparation of its interim consolidated financial statements for external purposes in accordance with IFRS. All ICFR are either completed or reviewed by the CFO with involvement from the CEO and Vice-President as deemed necessary. Other than the CFO, the Company has only one employee who is engaged in accounting and recordkeeping functions and who is directly supervised by the CFO.

The certifying officers have limited the scope of the design of the DC&P and ICFR to exclude controls, policies and procedures of the Company's non-publicly accountable, proportionately consolidated entities ("the entities"). Management of the entities is distinct from that of the Company and, as such, the Company does not have sufficient access to the entities to design and evaluate controls, policies and procedures carried out by these entities. The Company is satisfied that, considering its own quarterly review and analysis of financial information provided by the entities and discussion with the entities' management, material errors or omissions in the entities' financial reporting for consolidation purposes would come to the attention of the Company's management and be corrected prior to consolidation.

The following summary of financial information as at December 31, 2014 and September 30, 2014 and for the three-month periods ended December 31, 2014 and 2013 relates to the Company's proportionately consolidated entities, comprising all its investments in its investment property and residential construction segments:
(Unaudited, in thousands of Canadian dollars)

	December 31 2014	September 30 2014
Assets	**$ 13,050**	$ 13,073
Liabilities	**3,909**	4,111
	$ 9,141	$ 8,962

	Three months ended	
	December 31 2014	December 31 2013
Revenue	**$ 257**	$ 229
Expenses	**(125)**	(126)
Fair value gain on investment properties	**–**	199
Earnings	**$ 132**	$ 302

	Three months ended	
	December 31 2014	December 31 2013
Cash provided by (used in)		
Operating activities	**$ (15)**	$ 165
Investing activities	**$ (3)**	$ (71)
Financing activities	**$ (60)**	$ (60)

The certifying officers have determined there were no changes in the Company's ICFR that occurred during the three months ended December 31, 2014 that have significantly affected, or are reasonably likely to significantly affect, the Company's ICFR.

NEW ACCOUNTING POLICIES

The following changes in accounting policies were implemented by the Company during the three-month period ended December 31, 2014:

IAS 32 – Financial Instruments: Presentation ("IAS 32")

IAS 32 has been amended to clarify the requirements for offsetting of financial assets and liabilities. The amendments are effective for annual periods beginning on or after January 1, 2014.

IAS 36 – Impairment of Assets ("IAS 36")

IAS 36 has been amended to reduce the disclosure requirements for the recoverable amount for non-financial assets. The amendments are effective for annual periods beginning on or after January 1, 2014.

IFRS 10, IFRS 12, and IAS 27

These standards have been amended to define an investment entity and to introduce an exception to consolidating particular subsidiaries for investment entities. These amendments require an investment entity to measure those subsidiaries at fair value through profit or loss in accordance with IFRS 9 on its consolidated and separate financial statements. The amendments also introduce new disclosure requirements for investment entities in IFRS 12 and IAS 27. The amendments are effective for annual periods beginning on or after January 1, 2014.

IFRIC 21 – Levies

This is an interpretation of IAS 37, Provisions, Contingent Liabilities and Contingent Assets. IAS 37 sets out criteria for the recognition of a liability, one of which is the requirement for the entity to have a present obligation as a result of a past event (known as an obligating event). The interpretation clarifies that the obligating event giving rise to the liability to pay a levy is the activity described in the relevant legislation that triggers the payment of the levy. This standard is effective for annual reporting periods beginning on or after January 1, 2014.

The foregoing changes in accounting policy did not have an impact on the Company's consolidated financial statements.

FUTURE ACCOUNTING CHANGES

Accounting Standards Issued and yet to be Applied

Unless otherwise noted, the following new standards and amendments to existing standards apply to annual periods beginning on or after January 1, 2015, unless otherwise noted, with earlier adoption permitted. The Company has not yet assessed the impact of these new standards and amendments on its interim consolidated financial statements.

IFRS 7 – Financial Instruments: Disclosures

This standard has been amended to enhance disclosures relating to the transition from IAS 39 to IFRS 9, Financial Instruments ("IFRS 9").These amendments will be effective on the adoption of IFRS 9 described below.

IFRS 9

The complete version of IFRS 9 was issued in July 2014 and is effective for accounting periods beginning on or after January 1, 2018 with early adoption permitted. IFRS 9 addresses the classification, measurement and recognition of financial assets and financial liabilities. It replaces the guidance in IAS 39 that relates to the classification and measurement of financial instruments. IFRS 9 retains but simplifies the mixed measurement model and establishes three primary measurement categories for financial assets: amortized cost, fair value through OCI and fair value through profit or loss. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. Investments in equity instruments are required to be measured at fair value through profit or loss with the irrevocable option at inception to present changes in fair value in OCI not recycling. There is now a new expected credit losses model that replaces the incurred loss impairment model used in IAS 39. For financial liabilities there were no changes to classification and measurement except for the recognition of changes in own credit risk in other comprehensive income, for liabilities designated at fair value through profit or loss. IFRS 9 relaxes the requirements for hedge effectiveness by replacing the bright line hedge effectiveness tests. It requires an economic relationship between the hedged item and hedging instrument and for the 'hedged ratio' to be the same as the one management actually uses for risk management purposes. Contemporaneous documentation is still required but is different to that currently prepared under IAS 39.

FINANCIAL INSTRUMENTS

Fair Value

The fair values of investments traded in active markets, such as marketable securities classified as available-for-sale, are based on the quoted bid price on the interim consolidated balance sheet dates.

The fair values of cash and cash equivalents, restricted cash, amounts receivable, short-term investments and accounts payable and accrued liabilities approximate their carrying values due to their short-term maturities.

The fair value of investments in syndicated mortgage loans approximates their carrying value, as they are repayable in full at the option of the borrower at any time and, for the most part, the interest rate is subject to adjustment.

The three levels of the fair value hierarchy, that prioritize the inputs to fair value measurement, are as follows:

Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 – inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, and;
Level 3 – inputs that are not based on observable market data.

The following table illustrates the classification of the Company's financial instruments within the fair value hierarchy as described above as at December 31, 2014 and September 30, 2014:

December 31, 2014

	Level 1	Level 2	Level 3	Total
Short-term investments	**$ 40,330**	**$ –**	**$ –**	**$ 40,330**
Marketable securities	**3,271**	**–**	**–**	**3,271**
	$ 43,601	**$ –**	**$ –**	**$ 43,601**

September 30, 2014

	Level 1	Level 2	Level 3	Total
Short-term investments	$ 39,828	$ –	$ –	$ 39,828
Marketable securities	3,465	–	–	3,465
	$ 43,293	$ –	$ –	$ 43,293

CRITICAL ACCOUNTING ESTIMATES

The discussion and analysis of the financial condition and results of operations of the Company are based on the interim consolidated financial statements, which are prepared in accordance with IFRS. The preparation of interim consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts in the interim consolidated financial statements. Estimates and assumptions are evaluated on an ongoing basis. Estimates are based on historical experience and other assumptions that management believes are reasonable and appropriate in the circumstances. Actual results could differ from those estimates.

Management believes the most critical accounting estimates are as follows:

Impairment of Investments in Syndicated Mortgage Loans

The Company reviews its investments in individual syndicated mortgage loans on a regular basis to evaluate the risk of default on any outstanding loan, which would result in the ultimate realization of less than the balance owing. Factors such as the prospect for completion of the development and sale of the underlying real property security and the present value of estimated future cash flows from the project are taken into consideration when estimating impairment.

Fair Value of Investment Properties

The fair value of the Company's 50%-owned investment properties, comprising an industrial/commercial rental building and a rental building leased to a fast food outlet, was determined internally using the "Overall Capitalization Rate Method." This method applies overall capitalization rates, as detailed in note 6 to the unaudited interim consolidated financial statements for the three-month period ended December 31, 2014, to stabilized net operating income and incorporates allowances for vacancy. Fair value at September 30, 2014 was determined by qualified external valuation professionals. The valuation of the former property was done using the "Discounted Cash Flow Method" in which the income and expenses are projected over the anticipated term of the investment. The valuation of the latter property was done using the "Overall Capitalization Rate Method" whereby the net operating income is capitalized at the requisite overall capitalization rate. Any changes in estimates related to the inputs used in the valuations could impact the fair value of the investment properties materially. The valuations have been reviewed and approved by management.

Income Taxes

The Company is subject to income taxes in one jurisdiction. Significant estimates are required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax provisions of future periods. The measurement of deferred income tax liabilities at the interim consolidated balance sheet dates requires management to make estimates and assumptions regarding the timing of when temporary differences are expected to reverse. Actual results could differ from those estimates.

OFF-BALANCE SHEET ARRANGEMENTS

Financial Guarantees

At December 31, 2014, the Company has available letters of credit totaling $98 (September 30, 2014 - $98) of which $98 (September 30, 2014 - $98) has been utilized in support of its obligation to complete servicing requirements in connection with various house building projects and an investment property.

The Company is contingently liable for its co-investors' share of the obligations in co-tenancy developments. At December 31, 2014, the Company's co-investors' share of obligations of such entities comprises liabilities of $837 (September 30, 2014 - $987) and letters of credit of $129 (September 30, 2014 - $185) in support of obligations to complete servicing requirements in connection with various house building projects and an investment property. In each case, assets of the co-tenancy developments, consisting primarily of cash and cash equivalents, are available to satisfy such obligations.

OUTLOOK

The Company's remaining real estate holdings consist of the properties described above under "ASSETS AND LIABILITIES." The Company is continuing with its efforts to complete the leasing of its Vaughan, Ontario industrial/commercial building. Management is continuing to receive expressions of interest to lease space in the building and has been working with prospective tenants. No new space has been leased subsequent to September 30, 2014.

Management continues to closely monitor the Company's investments in syndicated mortgage loans. No losses have been realized on any of the Company's investments and management believes they are adequately secured by the underlying real property security.

Management and the Board of Directors continue to assess the basis for the Company's ongoing operations with a view to maximizing shareholder value.

CORPORATE DIRECTORY

DIRECTORS

Rudolph Bratty**
President
Ruland Realty Limited

John H. Craig
Solicitor and Partner
Cassels Brock & Blackwell LLP
Barristers and Solicitors

John H. Daniels*
President
The Daniels Group Inc.

Richard Gambin*
President
Ricgam Investments Ltd.

Stanley Goldfarb
President
Logpin Investments Limited

Marc Muzzo
Director
Marel Contractors

* Audit Committee
** Chairman of the Board and the Audit Committee

OFFICERS

Stanley Goldfarb
President, Chief Executive Officer & Treasurer

Marc Muzzo
Vice-President

John H. Craig
Secretary

Arnold J. Resnick
Chief Financial Officer

AUDITOR

PricewaterhouseCoopers LLP

TRANSFER AGENT

Computershare Investor Services Inc.

SOLICITORS

Cassels Brock & Blackwell LLP

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STOCK EXCHANGE LISTING

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Symbol: CXA.B

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