

CONSOLIDATED HCI HOLDINGS CORPORATION

Third QUARTER REPORT

3 For The Nine Months Ended
June 30, 2017

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 nine months ended June 30, 2017 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)

	June 30 2017	September 30 2016
ASSETS		
Non-current assets		
Investment properties (notes 1 and 5)	\$ –	\$ 12,436
Amounts receivable (note 7)	–	1,172
Tenant inducements (note 8)	–	311
	–	13,919
Current assets		
Cash and cash equivalents (note 6)	11,957	548
Restricted cash (note 6)	–	5
Amounts receivable (note 7)	4,062	134
Short-term investments (note 9)	9,592	10,592
Marketable securities (note 9)	–	2,609
Income taxes recoverable	–	47
Tenant inducements (note 8)	–	22
Other	173	47
	25,784	14,004
Total assets	\$ 25,784	\$ 27,923
LIABILITIES		
Non-current liabilities		
Loan payable (note 10)	\$ –	\$ 2,674
Deferred income taxes (note 11)	–	1,395
	–	4,069
Current liabilities		
Loan payable (note 10)	–	237
Accounts payable and accrued liabilities (note 15)	555	573
Income taxes payable	1,183	–
	1,738	810
Total liabilities	1,738	4,879
SHAREHOLDERS' EQUITY		
Capital stock	35,890	35,890
Deficit	(11,844)	(14,025)
Accumulated other comprehensive income	–	1,179
Total shareholders' equity	24,046	23,044
Total liabilities and shareholders' equity	\$ 25,784	\$ 27,923
Sale of remaining investment properties (note 1)		
Contingencies and commitments (note 17)		

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	Deficit	Accumulated other comprehensive income	Total equity
Balance – October 1, 2016	\$ 35,890	\$ (14,025)	\$ 1,179	\$ 23,044
Net earnings for the period	–	2,181	–	2,181
Other comprehensive income	–	–	418	418
Reclassification of unrealized gains on available-for-sale financial assets to net earnings	–	–	(1,597)	(1,597)
Balance – June 30, 2017	\$ 35,890	\$ (11,844)	\$ –	\$ 24,046

	Capital stock	Deficit	Accumulated other comprehensive income	Total equity
Balance – October 1, 2015	\$ 35,890	\$ (14,809)	\$ 1,318	\$ 22,399
Net earnings for the period	–	279	–	279
Other comprehensive loss	–	–	(289)	(289)
Balance – June 30, 2016	\$ 35,890	\$ (14,530)	\$ 1,029	\$ 22,389

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		Nine months ended	
	June 30 2017	June 30 2016	June 30 2017	June 30 2016
Investment property revenue (note 15)	\$ 235	\$ 281	\$ 864	\$ 807
Investment property operating expenses (note 15)	63	85	287	253
Net rental income	172	196	577	554
Other income (expenses)				
General and administrative (note 15)	(193)	(188)	(1,035)	(621)
Housing project cost recoveries (completion costs)	(2)	13	(5)	44
Interest and other income	29	54	79	103
Interest expense	(27)	(29)	(95)	(85)
Amortization of leasing costs	(5)	(3)	(15)	(9)
Fair value gain (loss) on investment properties (note 5)	(116)	4	793	385
Gain on sale of investments	1,814	–	1,814	–
	1,500	(149)	1,536	(183)
Earnings before income taxes	1,672	47	2,113	371
Recovery of (provision for) income taxes (note 11)	33	(10)	68	(92)
Net earnings for the period	1,705	37	2,181	279
Basic and diluted earnings per share	\$ 0.09	\$ –	\$ 0.11	0.01
Weighted average number of shares outstanding	20,575,866	20,575,866	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 (LOSS)

(unaudited, in thousands of Canadian dollars)

	Three months ended		Nine months ended	
	June 30 2017	June 30 2016	June 30 2017	June 30 2016
Net earnings for the period	\$ 1,705	\$ 37	\$ 2,181	\$ 279
Other comprehensive income (loss), net of income taxes, which will recycle through profit				
Unrealized gains (losses) arising during the period on available-for-sale financial assets	66	74	418	(289)
Reclassification of unrealized gains on available-for-sale financial assets to net earnings	(1,597)	–	(1,597)	–
Comprehensive income (loss) for the period	\$ 174	\$ 111	\$ 1,002	\$ (10)

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)

	Nine months ended	
	June 30 2017	June 30 2016
Cash provided by (used in)		
OPERATING ACTIVITIES		
Net earnings for the period	\$ 2,181	\$ 279
Gain on sale of investment	(1,814)	–
Deduct non-cash items (note 16(a))	(1,986)	(343)
Leasing costs incurred	(54)	–
Changes in non-cash operating balances (note 16(b))	1,053	(68)
	(620)	(132)
INVESTING ACTIVITIES		
Proceeds from sale of investment properties	11,466	–
Additions to investment properties	(258)	(74)
Syndicated mortgage loan investment maturity	–	22
Short-term investments		
Purchases	(29,740)	(11,280)
Sales or maturities	30,740	10,580
Restricted cash	–	4
	12,208	(748)
FINANCING ACTIVITIES		
Repayment of mortgage loan on investment property	(179)	(178)
Increase (decrease) in cash and cash equivalents during the period	11,409	(1,058)
Cash and cash equivalents, beginning of the period (note 6)	548	1,649
Cash and cash equivalents, end of the period (note 6)	\$ 11,957	\$ 591

SUPPLEMENTARY INFORMATION (note 16(c))

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

Consolidated HCI Holdings Corporation
Notes to Interim Consolidated Financial Statements
June 30, 2017

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

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 and investment company trading on the Toronto Stock Exchange under the symbol CXA.B. Until June 30, 2017, the activities of the Company included 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. Until November 25, 2015, the Company invested in syndicated mortgage loans, which were 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.

On March 24, 2017, the Company accepted an offer to sell its 50% interest in each of its two remaining investment properties referred to above which constitute substantially all of its real property assets. At a special meeting of shareholders of the Company held on April 28, 2017, shareholders voted to pass a resolution to approve the sale. The purchaser is a company controlled by certain Directors of the Company, each holding more than 10% of the outstanding Class B Shares. The sale closed on June 30, 2017.

The purchase price for the Company's 50% interest in the properties was \$14,250 and was satisfied by the assumption of the Company's 50% share of the outstanding principal obligation at closing on the mortgaged property, amounting to \$2,749, with the balance paid in cash. Typical investment property adjustments, calculated to June 30, 2017, will be settled within 60 days of closing.

The Company has been advised by the Toronto Stock Exchange that, as a result of the sale of its investment properties, it no longer meets the continued listing requirements of the Exchange and its Class B Shares will be delisted from trading which is expected to occur in August 2017. The Company is considering applying for listing on an alternative exchange.

The address of the Company's registered office is 40 King Street West, Suite 2100, Toronto, Ontario.

The Board of Directors approved the interim consolidated financial statements on August 9, 2017.

2. Basis of Preparation

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 of June 30, 2017.

These interim consolidated financial statements should be read in conjunction with the Company's annual consolidated financial statements for the year ended September 30, 2016.

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 item requiring estimates and judgment that could have had a material impact on the interim consolidated financial statements at June 30, 2016 and September 30, 2016 is addressed below.

Fair Value of Investment Properties

The Company sold its 50%-owned properties on June 30, 2017 as detailed in note 1 above. At September 30, 2016, 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 by qualified external investment professionals. The value 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 value 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 capitalization rates utilized in the valuations are detailed in note 5.

4. Accounting Standards

New Accounting Standards

IFRS 10 – Consolidated Financial Statements ("IFRS 10"), and IAS 28, Investments in Associates and Joint Ventures ("IAS 28")

IFRS 10 and IAS 28 establish principles for the presentation and preparation of consolidated financial statements when an entity controls one or more other entities and prescribes the accounting for investments in associates, respectively. They were amended to clarify that a full gain or loss is recognized when a transaction involves a business combination and a partial gain or loss is recognized when a transaction involves assets that do not constitute a business. The amendments were effective for annual periods beginning on or after January 1, 2016 and did not have a material effect on the Company's consolidated financial statements.

Future Changes in Accounting Standards

The following new standards and amendments to existing standards apply to annual periods beginning on or after January 1, 2017, with earlier adoption permitted. The Company is currently evaluating the impact of these changes on its consolidated financial statements.

IAS 7 – Statement of Cash Flows

This standard has been amended by the IASB to introduce additional disclosures that will allow users to understand changes in liabilities arising from financing activities. This amendment is effective for annual periods beginning on or after January 1, 2017 and did not have a material effect on the Company's 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 – Financial Instruments

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 other comprehensive income ("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 loss 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 OCI, 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.

IFRS 15 – Revenue from Contracts with Customers (“IFRS 15”)

IFRS 15 specifies how and when revenue should be recognized, in addition to requiring more informative and relevant disclosures. The IFRS 15 revenue recognition model requires management to exercise significant judgment and make estimates that affect revenue recognition. This standard supersedes IAS 18, “Revenue”, IAS 11, “Construction Contracts”, and a number of revenue-related interpretations. IFRS 15 must be applied for periods beginning on or after January 1, 2018, with early application permitted. Management does not expect this standard to have a material impact on the Company’s consolidated financial statements.

IFRS 16 – Leases

IFRS 16, “Leases” (“IFRS 16”), sets out the principles for the recognition, measurement and disclosure of leases. IFRS 16 provides revised guidance on identifying a lease and for separating lease and non-lease components of a contract. IFRS 16 introduces a single accounting model for all lessees and requires a lessee to recognize right-of-use assets and lease liabilities for leases with terms of more than 12 months, unless the underlying asset is of low value. Under IFRS 16, lessor accounting for operating and finance leases will remain substantially unchanged. IFRS 16 is effective for annual periods beginning on or after January 1, 2019, with earlier application permitted for entities that apply IFRS 15, Revenue from Contracts with Customers. Management does not expect this standard to have a material impact on the Company’s consolidated financial statements.

5. Investment Properties

	Nine months ended June 30 2017	Year ended September 30 2016
Balance, beginning of the period	\$ 12,436	\$ 11,578
Amortization of leasing costs	(15)	(13)
Additions	258	109
Expropriation appeal proceeds	–	(150)
Fair value gain	793	884
Leasing costs incurred	54	28
Sale of investment properties	(13,526)	–
Balance, end of the period	\$ –	\$ 12,436

The basis of valuation of the Company's 50%-owned investment properties at September 30, 2016 is set out in note 3. At March 31, 2017, investment properties measured at fair value were categorized as Level 2 in the fair value hierarchy described in note 12, as the key valuation metrics were observable inputs in the calculation as evidenced by the terms of the accepted offer to purchase these assets (note 1). These assets were previously categorized as Level 3.

The key valuation metrics for the investment properties at September 30, 2016 are set out in the following tables:

Capitalization rate	Minimum	Maximum	Applied
Industrial/commercial building	5.61%	7.66%	6.75%
Fast food outlet	3.9%	5.7%	5.0%

Stabilized net operating income – at 100%	
Industrial/commercial building	\$ 1,721
Fast food outlet	\$ 125

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

Presented separately from investment properties at September 30, 2016 is \$362 of net straight-line rent receivable (included in note 7) arising from recognition of rental revenues on a straight-line basis over the lease term and \$333 of tenant inducements (included in note 8) in accordance with IAS 17, Leases. The fair value of the investment properties was reduced by these amounts presented separately.

The balance of straight-line rent receivable outstanding of \$361 and unamortized tenant inducements of \$317 at the time of sale have been written off and included in the cost of sale of the properties.

At September 30, 2016, the Company's investment properties, exclusive of the fast food outlet component referred to above, which was unencumbered, with a fair value of \$11,215, were pledged as security for a mortgage loan payable which was assumed by the purchaser on closing (note 10).

6. Cash and Cash Equivalents and Restricted Cash

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

	June 30 2017	September 30 2016
Cash	\$ 11,957	\$ 543
Term deposits	–	5
	\$ 11,957	\$ 548

Cash and cash equivalents include unrestricted cash and term deposits with an original 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 \$48 (September 30, 2016 – \$173).

- (b) Restricted cash is as follows:

	June 30 2017	September 30 2016
Total restricted cash	\$ –	\$ 5

Restricted cash, all held in the Company's house building co-tenancy, included deposits required to secure outstanding guarantees and letters of credit of \$nil (September 30, 2016 – \$5).

7. Amounts Receivable

	June 30 2017	September 30 2016
Straight-line rent receivable	\$ –	\$ 362
Proceeds due from sale of investment (US\$2,381)	3,091	\$ –
Balance due from purchaser of investment properties	134	\$ –
Other (a)	837	944
	\$ 4,062	\$ 1,306
Non-current	\$ –	\$ 1,172
Current	4,062	134
	\$ 4,062	\$ 1,306

- (a) Other receivables include \$831 (September 30, 2016 – \$831) owing from the Company's house building co-tenancies' project manager. 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 as at June 30, 2017 and September 30, 2016.

8. Tenant Inducements

	June 30 2017	September 30 2016
Tenant inducements	\$ –	\$ 432
Less: Accumulated amortization	–	(99)
	<u>\$ –</u>	<u>\$ 333</u>
Non-current	\$ –	\$ 311
Current	–	22
	<u>\$ –</u>	<u>\$ 333</u>

9. Investment in Short-term Investments and Marketable Securities

	June 30 2017	September 30 2016
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 1.1% (September 30, 2016 – 1.0%)	\$ 9,592	\$ 10,592
Marketable securities consist of the following:		
52,840.03 B/1 shares York Select Unit Trust (cost – US\$1,000; fair value September 30, 2016 US\$1,988).	\$ –	\$ 2,609

10. Loan Payable

The loan payable is as follows:

	June 30 2017	September 30 2016
Secured by an investment property, net of deferred financing fees at September 30, 2016 of \$19	\$ –	\$ 2,911

The estimated fair value of the loan payable as at September 30, 2016 approximated the carrying value because this loan payable bore interest at a variable rate.

The loan payable constituted the Company's 50% share of a first mortgage loan on one of the Vaughan, Ontario investment properties. The loan bore interest at the Business Development Bank of Canada's base rate for commercial and industrial loans minus 1%, or 3.7% (September 30, 2016 – 3.7%). The loan, with an original maturity in 2029, was assumed by the purchaser on June 30, 2017 on the sale of the property (note 1). During the third quarter of 2017, the Company was released from its guarantee of 50% of amounts due under the loan.

11. Income Taxes

- (a) Significant components of the income tax provision for the nine months ended June 30, 2017 are as follows:

	Nine months ended June 30 2017	June 30 2016
Current	\$ 1,174	\$ 59
Deferred	(1,242)	33
	(68)	92
Income tax recovery on other comprehensive income included in deferred income taxes	(153)	(61)
	\$ (221)	\$ 31

- (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:

	Nine months ended June 30 2017	June 30 2016
Expected income tax at 26.5% (2016 – 26.5%)	\$ 560	\$ 98
Fair value gain on investment properties taxed at lower than statutory rates	(378)	(51)
Gain on sale of investment taxed at lower than statutory rates	(240)	–
Reassessment of prior years	–	40
Other	(10)	5
Income tax provision in interim consolidated statements of earnings	(68)	92
Income tax recovery in interim consolidated statements of comprehensive income	(153)	(61)
	\$ (221)	\$ 31

- (c) Deferred income taxes relate to:

	June 30 2017	September 30 2016
Temporary differences:		
Capital cost allowance in excess of accounting amortization booked	\$ –	\$ 402
Costs capitalized for accounting, deducted for income tax	–	113
Unrealized gain on investment properties	–	631
Mortgage reserves	–	96
Other comprehensive income	–	153
	\$ –	\$ 1,395
Comprise:		
Deferred income tax liabilities reversing after more than 12 months	\$ –	\$ 1,390
Deferred income tax liabilities reversing within 12 months	–	5
	\$ –	\$ 1,395

12. 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 and accounts payable and accrued liabilities approximate their carrying values due to their short-term maturities.

The three levels of the fair value hierarchy, which 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 June 30, 2017 and September 30, 2016:

June 30, 2017				
	Level 1	Level 2	Level 3	Total
Short-term investments	\$ 9,592	\$ –	\$ –	\$ 9,592
September 30, 2016				
	Level 1	Level 2	Level 3	Total
Short-term investments	\$ 10,592	\$ –	\$ –	\$ 10,592
Marketable securities	–	2,609	–	2,609
	\$ 10,592	\$ 2,609	\$ –	\$ 13,201

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 nine months ended June 30:

June 30, 2017					
Increase (decrease)	Carrying Value	Interest Rate Risk			
		-1% Net Earnings	Equity	+1% Net Earnings	Equity
Financial Assets					
Cash and cash equivalents	\$ 11,957	\$ (66)	\$ (66)	\$ 66	\$ 66
June 30, 2016					
Increase (decrease)	Carrying Value	Interest Rate Risk			
		-1% Net Earnings	Equity	+1% Net Earnings	Equity
Financial Assets					
Cash and cash equivalents	\$ 591	\$ (3)	\$ (3)	\$ 3	\$ 3
Financial Liabilities					
Loan payable	2,968	16	16	(16)	(16)
Total increase (decrease)		\$ 13	\$ 13	\$ (13)	\$ (13)

Foreign Currency Risk

Foreign currency risk is the financial exposure to unanticipated changes in the exchange rate between two currencies. The Company is exposed to foreign currency risk with respect to US\$2,381 included in amounts receivable.

Credit and Operational Risks

The Company's maximum exposure to credit risk are the fair values of cash and cash equivalents, amounts receivable and short-term investments.

Liquidity Risk

Liquidity risk is managed by maintaining cash and cash equivalents in excess of projected needs. At June 30, 2017, the Company is not subject to any liquidity risk.

The Company's contractual obligations, comprising its accounts payable and accrued liabilities totalling \$555, mature in less than one year.

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 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.

13. Financial Guarantees

At June 30, 2017, the Company has available and utilized letters of credit totalling \$nil (September 30, 2016 – \$16) in support of its obligation to complete servicing requirements in connection with various completed house building projects.

The Company is contingently liable for its co-investors' share of the obligations in co-tenancy developments. As at June 30, 2017, the Company's co-investors' share of obligations of such entities comprises liabilities of \$634 (September 30, 2016 – \$802) and letters of credit of \$nil (September 30, 2016 – \$11) in support of obligations to complete servicing requirements in connection with various completed house building projects. In each case, assets of the co-tenancy developments, consisting primarily of cash and cash equivalents, are available to satisfy such obligations.

14. Investment in Joint Arrangements

A joint arrangement is a contractual arrangement, pursuant to which the Company and other parties undertake an economic activity that is subject to joint control, whereby the strategic financial and operating policy decisions relating to the activities of the joint arrangements require the unanimous consent of the parties sharing control. Joint arrangements are of two types – joint ventures and joint operations.

Joint ventures involve the establishment of a separate entity in which each venture has an interest in the net assets of the arrangement and are accounted for using the equity method of accounting.

Where the company undertakes its activities as a joint operation through a direct interest in the joint operation's assets and a direct obligation for the joint operation's liabilities, rather than through the establishment of a separate entity, the Company's proportionate share of the joint operation's assets, liabilities, revenues, expenses and cash flows is recognized in the consolidated financial statements and classified according to their nature.

The following table summarizes joint operations in which the Company participates and for which it recognizes its proportionate interest in the underlying assets, liabilities, revenues, expenses and cash flows:

Name of joint operation	Ownership interest %	
	June 30 2017	March 31 2016
7700 Keele Street (note 1)	–	50
Seven-Keele (note 1)	–	50
Purple Stone Homes	30	30
Kewanee Holdings	30	30
Honeysuckle Homes	10	10
Jenrette Construction	28.75	28.75

The Company's aggregate proportionate share of its joint operations, including at June 30, 2017 and September 30, 2016, those whose assets were sold during the quarter (note 1) is reflected in these interim consolidated financial statements as shown below.

	June 30 2017	September 30 2016
Assets	\$ 849	\$ 14,264
Liabilities	155	3,174
	\$ 694	\$ 11,090

	Three months ended June 30		Nine months ended June 30	
	2017	June 30 2016	2017	June 30 2016
Revenue	\$ 235	\$ 282	\$ 864	\$ 808
Expenses	(92)	(105)	(397)	(304)
Fair value gain (loss) on investment properties	(116)	5	793	386
Earnings	\$ 27	\$ 182	\$ 1,260	\$ 890

	Nine months ended June 30	
	2017	June 30 2016
Cash provided by (used in)		
Operating activities	\$ (849)	\$ (579)
Investing activities	11,208	(78)
Financing activities	(179)	(181)

15. 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;
- 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, leased space in one of the properties, until its sale on June 30, 2017; and
- a company owned by a co-tenant of the Company's Vaughan, Ontario investment properties, until their sale on June 30, 2017 (note 1), acted as the manager of those properties and was 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:

	Nine months ended	
	June 30 2017	June 30 2016
Management fee expense	\$ 217	\$ 214
Rental income	\$ 115	\$ 123

During the quarter, the Company sold substantially all of its real property assets to related parties (note 1).

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

	June 30 2017	September 30 2016
Accounts payable and accrued liabilities	\$ –	\$ 250

16. Consolidated Statements of Cash flows

(a) Non-cash items in consolidated statements are as follows:

	Nine months ended	
	June 30 2017	June 30 2016
Deferred income taxes	\$ (1,242)	\$ 33
Amortization of leasing costs	15	9
Amortization of deferred financing costs	17	1
Amortization of tenant inducements	16	16
Straight-line rent receivable	1	(17)
Fair value gain on investment properties	(793)	(385)
	<u>\$ (1,986)</u>	<u>\$ (343)</u>

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

	Nine months ended	
	June 30 2017	June 30 2016
Amounts receivable	\$ (27)	\$ (8)
Accounts payable and accrued liabilities	(18)	(105)
Income taxes payable	1,230	46
Other	(132)	(1)
	<u>\$ 1,053</u>	<u>\$ (68)</u>

(c) Supplementary information consists of the following:

	Nine months ended	
	June 30 2017	June 30 2016
Interest paid	\$ 78	\$ 85
Income taxes paid	<u>\$ 9</u>	<u>\$ 54</u>

17. Contingencies and Commitments

As security for the Company's letter of credit facilities of \$nil (September 30, 2016 – \$16), 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.

MANAGEMENT'S DISCUSSION and ANALYSIS

As of August 9, 2017

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 nine-month periods ended June 30, 2017 and 2016, as well as updating CHCI's most recently issued annual MD&A, dated December 13, 2016. This MD&A should be read in conjunction with the unaudited interim consolidated financial statements of the Company, including the notes thereto, for the nine-month periods ended June 30, 2017 and 2016 and should also be read in conjunction with the audited consolidated financial statements and the MD&A for the fiscal years ended September 30, 2016 and 2015, as set out in the Company's 2016 Annual Report. Amounts presented in this MD&A are in thousands of Canadian dollars, unless otherwise indicated.

Additional information relating to the Company, including the Certification of Interim Filings for the quarter ended June 30, 2017 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 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 June 30, 2017 and 2016.

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. Until June 30, 2017, the activities of the Company included 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. Until November 25, 2015, the Company invested in syndicated mortgage loans, which were 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.

On March 24, 2017, the Company accepted an offer to sell its 50% interest in each of its two remaining investment properties referred to above which constitute substantially all of its real property assets. At a special meeting of shareholders of the Company held on April 28, 2017, shareholders voted to pass a resolution to approve the sale. The purchaser is a company controlled by certain Directors of the Company, each holding more than 10% of the outstanding Class B Shares. The sale closed on June 30, 2017.

The purchase price for the Company's 50% interest in the properties was \$14,250 and was satisfied by the assumption of the Company's 50% share of the outstanding principal obligation at closing on the mortgaged property, amounting to \$2,749, with the balance paid in cash. Typical investment property adjustments, calculated to June 30, 2017, will be settled within 60 days of closing.

The Company has been advised by the Toronto Stock Exchange that, as a result of the sale of its investment properties, it no longer meets the continued listing requirements of the Exchange and its Class B Shares will be delisted from trading which is expected to occur in August 2017. The Company is considering applying for listing on an alternative exchange.

REVIEW OF FINANCIAL RESULTS

Results of Operations

Summary of operating results

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

	Three months ended		Nine months ended	
	June 30 2017	June 30 2016	June 30 2017	June 30 2016
Revenue	\$ 264	\$ 335	\$ 943	\$ 910
Earnings before income taxes	\$ 1,672	\$ 47	\$ 2,113	\$ 371
Recovery of (provision for) income taxes	33	(10)	68	(92)
Net earnings for the period	\$ 1,705	\$ 37	\$ 2,181	\$ 279
Basic and diluted earnings per share	\$ 0.09	\$ –	\$ 0.11	\$ 0.01

The increase of \$33 in revenue in the first nine months of 2017, compared to the same period in 2016, is the result of the commencement of new tenancies in the industrial/commercial building in the second half of 2016 and the first three quarters of 2017, increasing rental revenue by \$57 offset by a reduction in interest income of \$24.

Rental operations

(Unaudited, in thousands of Canadian dollars)

	Three months ended		Nine months ended	
	June 30 2017	June 30 2016	June 30 2017	June 30 2016
Rental revenue	\$ 235	\$ 281	\$ 864	\$ 807
Property operating expenses	63	85	287	253
Net operating income*	\$ 172	\$ 196	\$ 577	\$ 554

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

Until June 30, 2017, when they were sold as described above, the Company's investment properties comprised a multi-unit 50%-owned industrial/commercial building and a 50%-owned rental building leased as a fast food outlet in Vaughan, Ontario.

At September 30, 2016, the industrial/commercial building occupancy rate was 89%.

During the first quarter of 2017, the Company leased the remaining vacant space to two new tenants, with the tenancies commencing in the third quarter of 2017 on completion of the landlord's work, bringing the occupancy rate to 100%.

The other single-tenant investment property was leased to an international chain for use as a fast food restaurant with drive-through. The lease, with an original term of 15 years ending in 2029, contained two five-year renewal options.

Investment property operating expenses increased by \$34 in the first nine months of fiscal 2017 compared to the corresponding period in 2016, primarily the result of period costs resulting from increased occupancy, including realty taxes and costs, not considered capital in nature, associated with preparing the property for new tenants.

Interest and other income

Interest and other income for the first three quarters of fiscal of 2017 decreased by \$24 compared to the same period in 2016, the result of the Company reducing its level of investment in term deposits in the first and second quarters of 2017.

General and administrative expenses

General and administrative expenses increased for the first nine months of fiscal 2017 by \$414 over those of the comparative 2016 period. This increase is comprised of \$346 of costs related to the asset sale described under “Overview” above, and an increase in other administrative expenses of \$68.

Costs related to the asset sale include the cost of meetings with the Company’s real estate consultants regarding the sale and marketing of the investment properties, their preparation of a fairness opinion on the offer from certain Directors and professional fees and other costs incurred in communicating the valuation and sales process to shareholders.

Income taxes

The income tax recovery for the first nine months of 2017 of \$68 (June 30, 2016 – provision of \$92) computed by applying the average statutory Canadian federal and provincial income tax rate of 26.5% (2016 – 26.5%) to earnings before income taxes was offset primarily by \$105 and \$240, the result of the fair value gain on investment properties and the gain on sale of an investment, respectively, being taxed at lower than statutory rates, \$31 of income tax recovery resulting from the prior year’s loss for income tax purposes carried back to a previous year and \$251 of other items.

FINANCIAL CONDITION

(Unaudited, in thousands of Canadian dollars)

	June 30 2017	September 30 2016
Investment properties	\$ –	\$ 12,436
Cash and cash equivalents	11,957	548
Restricted cash	–	5
Amounts receivable	4,062	1,306
Short-term investments	9,592	10,592
Marketable securities	–	2,609
Income taxes recoverable	–	47
Tenant inducements	–	333
Other assets	173	47
Total assets	\$ 25,784	\$ 27,923
Long-term financial liability:		
Mortgage loan on investment property (See “Overview” above)	\$ –	\$ 2,911

ASSETS AND LIABILITIES

During the first nine months of fiscal 2017, the Company realized cash from the sale of its investment properties, maturity of short-term investments, interest earned on cash and short-term investments and, until their sale at the end of the third quarter, its investment property operations. The majority of this cash was used to reinvest in short-term investments, fund investment property operations and general and administrative costs.

Until its assumption by the purchaser on the Company's investment properties, the loan payable bore interest at the rate of 3.7% per annum, unchanged from September 30, 2016.

Investment properties, described under "Overview" above, increased in the first nine months of 2017 by \$1,090, the result of a fair value increase of \$793, capital improvements of \$258 and leasing commissions incurred of \$54, reduced by leasing costs amortization of \$15. The fair value increase was primarily the result of increased rental income resulting from the lease of vacant space to two tenants in the first quarter of 2017 and the reduction of the estimated time period to lease the building's remaining vacant space. As discussed above under "Overview", the sale of these properties closed on June 30, 2017.

The Company's real estate holdings also include one serviced residential lot in Mississauga, Ontario, the last remaining lot in a subdivision developed by the Company in a previous year. This lot was written down in a previous year to a nominal value, as it was deeded to the City of Mississauga in accordance with the subdivision agreement and would only be returned to the Company and be available to sell on the resolution of certain storm water management issues affecting the lot and non-owned adjoining lands. Management has determined that a builder has purchased the non-owned adjoining lands for development and expects that these aforementioned issues will be resolved and the residential lot returned to the Company and be available to sell, either to the builder or on the open market. Accordingly, at September 30, 2016, the Company reversed the provision previously taken and wrote the lot up to its original cost of \$23, included in other assets.

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, 2016 are 20,575,866 shares, unchanged from October 1, 2015.

LIQUIDITY AND CAPITAL RESOURCES

Cash flows

(Unaudited, in thousands of Canadian dollars)

	Nine months ended	
	June 30 2017	June 30 2016
Cash provided by (used in):		
Operating activities	\$ (620)	\$ (132)
Investing activities	12,208	(748)
Financing activities	(179)	(178)
Increase (decrease) in cash and cash equivalents during the period	11,409	(1,058)
Cash and cash equivalents, beginning of the period	548	1,649
Cash and cash equivalents, end of the period	\$ 11,957	\$ 591

The Company continues to use cash flows to invest in money market investments, to fund its investment property operations until their sale on June 30, 2017 and to fund general and administrative costs. Cash flows from investing activities in 2017 include net proceeds of \$11,466 from the sale of investment properties referred to above. The Company's cash and cash equivalents serve to provide the Company with sufficient liquidity to carry on its business activities.

CONTRACTUAL OBLIGATIONS

The Company's contractual obligations, comprising its accounts payable and accrued liabilities totalling \$555, mature in less than one year.

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:

(Unaudited, in thousands of Canadian dollars)

June 30, 2017	Note	Receives management fees from the Company	Receives property management fees to manage the investment properties	Pays rent to the Company for space leased in the Company's investment property
Marc Muzzo	(1)	\$ 94		
Stanley Goldfarb	(2)	\$ 94		
Dani Cohen	(3)		\$ 29	\$ 115
June 30, 2016	Note	Receives management fees from the Company	Receives property management fees to manage the investment properties	Pays rent to the Company for space leased in a Company investment property
Marc Muzzo	(1)	\$ 94		
Stanley Goldfarb	(2)	\$ 94		
Dani Cohen	(3)		\$ 26	\$ 116
Marc Kornhaber	(4)			\$ 7

- (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.
- (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.
- (3) Dani Cohen was a co-tenant in the Company's investment properties until their sale in the third quarter of 2017. He was paid management fees for management services to the properties and paid rent for space leased in one of the properties as noted in the tables above.
- (4) Marc Kornhaber was a co-tenant in the Company's investment properties until their sale in the third quarter of 2017. He paid rent for space leased in one of the properties in 2016 as noted in the table 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 Company's debt comprised a mortgage loan payable on an investment property before it was assumed by the purchaser on the sale of that property as described above.

Foreign Currency Risk

Foreign currency risk is the financial exposure to unanticipated changes in the exchange rate between two currencies. The Company is exposed to foreign currency risk with respect to US \$2,381 included in amounts receivable.

Credit and Operational Risks

The Company's maximum exposure to credit risk is the fair values of cash and cash equivalents, amounts receivable and short-term investments.

As at June 30, 2017 and September 30, 2016, 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. At June 30, 2017, the Company is not subject to any liquidity risk.

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 its shareholders' equity and 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 until June 30, 2017, the Company was 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 during its period of ownership.

CONTROLS AND PROCEDURES

At June 30, 2017, 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 June 30, 2017 and September 30, 2016 and for the three and nine-month periods ended June 30, 2017 and 2016 relates to the Company’s aggregate proportionate share of its proportionately-consolidated entities, comprising all its investments in its residential construction operations and, until its sale on June 30, 2017, its investment operations:

(Unaudited, in thousands of Canadian dollars)

	June 30 2017	September 30 2016
Assets	\$ 849	\$ 14,264
Liabilities	155	3,174
	\$ 694	\$ 11,090

	Three months ended June 30		Nine months ended June 30	
	2017	June 30 2016	2017	June 30 2016
Revenue	\$ 235	\$ 282	\$ 864	\$ 808
Expenses	(92)	(105)	(397)	(304)
Fair value gain (loss) on investment properties	(116)	5	793	386
Earnings	\$ 27	\$ 182	\$ 1,260	\$ 890

	Nine months ended June 30	
	2017	June 30 2016
Cash provided by (used in)		
Operating activities	\$ (849)	\$ (579)
Investing activities	11,208	(78)
Financing activities	(179)	(181)

The certifying officers have determined there were no changes in the Company’s ICFR that occurred during the nine months ended June 30, 2017 that have significantly affected, or are reasonably likely to significantly affect, the Company’s ICFR.

NEW ACCOUNTING STANDARDS

Details of new accounting standards are included in note 4 to the interim consolidated financial statements for June 30, 2017.

FUTURE ACCOUNTING CHANGES

Details of accounting standards issued and yet to be applied are included in note 4 to the interim consolidated financial statements for June 30, 2017.

FINANCIAL INSTRUMENTS

Information pertaining to the Company's financial instruments and the fair value hierarchy that prioritizes the inputs to fair value measurement is included in note 12 to the interim consolidated financial statements for June 30, 2017.

CRITICAL ACCOUNTING ESTIMATES

Information pertaining to critical accounting estimates as they relate to the Company's investment properties is included in note 3 of the interim consolidated financial statements for June 30, 2017.

OFF-BALANCE SHEET ARRANGEMENTS

Financial Guarantees

At June 30, 2017, the Company has available and utilized letters of credit totalling \$nil (September 30, 2016 – \$16) 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 June 30, 2017, the Company's co-investors' share of obligations of such entities comprises liabilities of \$634 (September 30, 2016 – \$802) and letters of credit of \$nil (September 30, 2016 – \$11) 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 last remaining real estate holding consist of the residential lot described above under "Overview" which the Company expects to sell in the current year.

As explained above under "Overview", the Company sold its 50% interest in each of its two remaining investment properties. The material assets of the Company now consist of cash, term deposits and current amounts receivable. It is the intention of the Company to distribute as much of the cash, including the proceeds from the sale transaction and proceeds of the redemption of the term deposits and marketable security as is prudent, having regard to the Company's ongoing expenses and liabilities.

Management and the Board of Directors will be considering options as to the Company's future given that the Company will have no ongoing active business operations after the completion of the sale of investment properties.

Additional information relating to the Company has been filed on SEDAR and can be found at www.sedar.com.

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

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

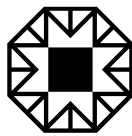
The Toronto Stock Exchange***

Symbol: CXA.B

* Audit Committee

** Chairman of the Board and the Audit Committee

*** See note 1 to the June 30, 2017 Interim Consolidated Financial Statements



CONSOLIDATED HCI HOLDINGS CORPORATION

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