StorageVault Canada Inc.
Interim Consolidated Financial Statements

For the Three and Six Months Ended June 30, 2024 and 2023

(Unaudited)

NOTICE OF NO AUDITOR REVIEW OF UNAUDITED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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

The accompanying unaudited interim consolidated financial statements of StorageVault Canada Inc. have been prepared by and are the responsibility of the Corporation's management.

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

StorageVault Canada Inc.
Unaudited Interim Consolidated Statements of Financial Position

	June 30 2024	December 31 2023
Assets		
Real estate and equipment, net (Note 5)	**$ 1,999,695,665**	$ 1,880,004,992
Goodwill and intangible assets, net (Note 6)	**128,357,788**	124,960,340
Cash and short term deposits	**18,838,733**	13,861,106
Prepaid expenses and other current assets	**21,471,098**	15,840,630
Unrealized fair value of derivative assets (Note 10)	**517,529**	1,028,346
Accounts receivable	**7,740,154**	8,522,542
	$ 2,176,620,967	$ 2,044,217,956
Liabilities and Shareholders' Equity		
Debt (Note 7)	**$ 1,563,297,137**	$ 1,412,708,149
Debentures (Note 8)	**264,186,806**	261,437,659
Lease liabilities (Note 14)	**105,792,518**	99,715,973
Deferred tax liability	**36,178,640**	39,566,673
Accounts payable and accrued liabilities	**23,584,204**	21,860,758
Unearned revenue	**12,983,829**	13,055,011
	2,006,023,134	1,848,344,223
Shareholders' Equity		
Share capital (Note 9)	**397,135,904**	404,045,009
Dividends paid (Note 9)	**(31,200,568)**	(29,035,979)
Equity component of convertible debentures (Note 8)	**13,506,670**	13,506,670
Contributed surplus (Note 9)	**41,012,240**	40,568,013
Deficit	**(249,856,413)**	(233,209,980)
	170,597,833	195,873,733
	$ 2,176,620,967	$ 2,044,217,956

Subsequent Events (Note 15)
Comparative Figures (Note 16)

Approved on behalf of the Board:

"signed" Steven Scott	"signed" Iqbal Khan
Director	Director

StorageVault Canada Inc.
Unaudited Interim Consolidated Statements of Changes in Equity

	Three months ended June 30		Six months ended June 30	
	2024	2023	**2024**	2023
Share Capital				
Balance, beginning of the period	**$ 402,907,083**	$ 421,174,984	**$ 404,045,009**	$ 424,954,374
Common shares issued, net of issuance costs (Note 9)	**4,453,619**	2,698,143	**4,900,763**	5,157,780
Share options, RSU and DSU redemptions (Note 9)	**(25,500)**	(1,637,150)	**(817,900)**	(5,038,500)
Common shares repurchased (Note 9)	**(10,199,298)**	(2,986,796)	**(10,991,968)**	(5,824,473)
Balance, end of the period	**397,135,904**	419,249,181	**397,135,904**	419,249,181
Dividends Paid				
Balance, beginning of the period	**(30,117,510)**	(25,810,923)	**(29,035,979)**	(24,741,001)
Dividends paid during the period (Note 9)	**(1,083,058)**	(1,075,022)	**(2,164,589)**	(2,144,944)
Balance, end of the period	**(31,200,568)**	(26,885,945)	**(31,200,568)**	(26,885,945)
Contributed Surplus				
Balance, beginning of the period	**40,784,046**	38,587,032	**40,568,013**	38,451,552
Redemption of stock options (Note 9)	**(2,138)**	(71,716)	**(20,484)**	(246,073)
Stock based compensation (Note 9)	**230,332**	301,591	**464,711**	611,428
Balance, end of the period	**41,012,240**	38,816,907	**41,012,240**	38,816,907
Deficit				
Balance, beginning of the period	**(241,168,062)**	(234,414,194)	**(233,209,980)**	(231,509,822)
Net (loss) income and comprehensive (loss) income	**(8,688,351)**	12,612,251	**(16,646,433)**	9,707,879
Balance, end of the period	**$ (249,856,413)**	$ (221,801,943)	**$ (249,856,413)**	$ (221,801,943)

StorageVault Canada Inc.
Unaudited Interim Consolidated Statements of Income (Loss) & Comprehensive Income (Loss)

	Three months ended June 30		Six months ended June 30	
	2024	2023	**2024**	2023
Revenue				
Storage and related services	**$ 73,613,282**	$ 70,764,041	**$ 144,558,152**	$ 137,707,182
Management fees	**498,207**	528,718	**944,415**	1,003,049
	74,111,489	71,292,759	**145,502,567**	138,710,231
Expenses				
Operating costs	**24,185,269**	22,881,572	**51,333,818**	47,727,165
Depreciation and amortization (Notes 5,6)	**25,451,003**	24,679,616	**49,036,747**	50,300,634
Interest (Notes 7,14)	**21,194,055**	20,347,508	**43,284,527**	41,322,533
Selling, general and administrative	**6,471,995**	6,589,555	**11,979,503**	12,424,701
Acquisition and integration costs	**2,596,685**	1,575,942	**4,109,279**	2,548,239
Unrealized loss (gain) on derivative financial instruments (Note 7)	**2,525,569**	680,997	**510,817**	(1,393,500)
Interest accretion on convertible debentures (Note 8)	**1,098,815**	-	**2,204,027**	-
Realized loss (gain) on disposal of assets (Note 5)	**680,899**	(16,289,531)	**2,613,604**	(16,324,890)
Stock based compensation (Note 9)	**230,332**	301,591	**464,711**	611,428
Realized gain on derivative financial instruments (Note 7)	**-**	-	**-**	(3,970,902)
	84,434,622	60,767,250	**165,537,033**	133,245,408
Net (loss) income and comprehensive (loss) income before tax	**(10,323,133)**	10,525,509	**(20,034,466)**	5,464,823
Deferred tax recovery	**1,634,782**	2,086,742	**3,388,033**	4,243,056
Net (loss) income and comprehensive (loss) income after tax	**$ (8,688,351)**	$ 12,612,251	**$ (16,646,433)**	$ 9,707,879
Net (loss) income per common share				
Basic	**$ (0.023)**	$ 0.033	**$ (0.045)**	$ 0.026
Diluted	**$ (0.023)**	$ 0.032	**$ (0.044)**	$ 0.025
Weighted average number of common shares outstanding				
Basic	**373,440,877**	378,071,084	**374,026,803**	378,063,867
Diluted	**378,511,086**	389,286,874	**379,097,012**	389,486,973

StorageVault Canada Inc.
Unaudited Interim Consolidated Statements of Cash Flows

	Six months ended June 30 2024	2023
Cash from (used for) the following activities:		
Operating activities		
Net (loss) income and comprehensive (loss) income after tax	**$ (16,646,433)**	$ 9,707,879
Adjustment for non-cash items:		
Deferred tax recovery	**(3,388,033)**	(4,243,056)
Depreciation, amortization (Notes 5,6)	**49,036,747**	50,300,634
Amortization of deferred financing costs	**1,126,542**	2,156,664
Interest accretion on lease liabilities (Note 14)	**1,990,275**	1,763,201
Interest accretion on convertible debentures (Note 8)	**2,769,525**	-
Unrealized loss (gain) on derivative financial instruments (Note 7)	**510,817**	(1,393,500)
Stock based compensation (Note 9)	**464,711**	611,428
Interest expensed on convertible debentures (Note 8)	**7,462,359**	-
Realized loss (gain) on disposal of real estate and equipment (Note 5)	**2,613,604**	(16,324,890)
Cash flow from operations before non-cash working capital balances	**45,940,114**	42,578,360
Net change in non-cash working capital balances		
Accounts receivable	**782,388**	874,404
Prepaid expenses and other current assets	**(5,630,468)**	(11,049,554)
Accounts payable and accrued liabilities	**1,723,446**	3,935,200
Unearned revenue	**(71,182)**	(1,490,382)
Cash flows from operating activities	**42,744,298**	34,848,028
Financing activities		
Common shares issued, net of issuance costs (Note 9)	**402,350**	20,059
Dividends paid (Note 9)	**(1,257,255)**	(1,327,047)
Payments of lease liabilities (Note 14)	**(4,062,617)**	(3,743,595)
Debt issuance costs	**(1,042,415)**	(224,364)
Cash advances from long term debt (Note 7)	**327,000,000**	125,255,989
Cash repayment of long term debt (Note 7)	**(176,495,143)**	(312,543,114)
Cancellation of share options, RSUs/DSUs (Note 9)	**(817,900)**	(5,038,500)
Interest paid on convertible debentures (Note 8)	**(7,482,737)**	-
Repurchase of common shares (Note 9)	**(10,991,968)**	(5,824,473)
Proceeds from derivative financial instruments	**-**	(3,970,902)
Proceeds from debenture issuance, net of issuance costs (Note 8)	**-**	144,287,427
Cash flows from financing activities	**125,252,315**	(63,108,520)
Investing activities		
Cash additions to real estate and equipment (Note 5)	**(34,026,531)**	(26,115,307)
Cash paid in business combinations (Note 4)	**(129,000,000)**	(25,875,000)
Proceeds on disposal of real estate and equipment (Note 5)	**7,545**	74,006,439
Cash flows used for investing activities	**(163,018,986)**	22,016,132
Increase (decrease) in cash and short term deposits	**4,977,627**	(6,244,360)
Cash and short term deposits balance, beginning of period	**13,861,106**	22,534,826
Cash and short term deposits balance, end of period	**$ 18,838,733**	$ 16,290,466

1. Description of Business

StorageVault Canada Inc. (the "Corporation") is incorporated under the Business Corporations Act of Alberta and is domiciled in Canada. Its shares are publicly traded on the Toronto Stock Exchange ("Exchange"). The address of its registered office is 1000 – 250 2nd Street SW, Calgary, AB, T2P 0C1.

The Corporation's primary business is owning, managing and renting self storage and portable storage space to individual and commercial customers. The Corporation also stores, shreds, and manages documents and records for customers.

2. Basis of Presentation

These interim consolidated financial statements and the notes thereto present the Corporation's financial results of operations and financial position under IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). They have been prepared in accordance with International Accounting Standard ("IAS") 34 "Interim Financial Reporting" and accordingly these interim consolidated financial statements do not include all the necessary annual disclosures in accordance with IFRS. These interim consolidated financial statements as at and for the three and six months ended June 30, 2024, were authorized for issuance by the Board of Directors of the Corporation on July 24, 2024.

These interim consolidated financial statements should be read in conjunction with the Corporation's annual audited financial statements for the year ended December 31, 2023.

The interim consolidated financial statements have been prepared under the historical cost method, except for the revaluation of certain financial assets and financial liabilities to fair value. The interim consolidated financial statements were prepared on a going concern basis, and are presented in Canadian dollars, which is the Corporation's functional currency.

3. Material Accounting Policies

Basis of Consolidation
The consolidated financial statements include the accounts of StorageVault Canada Inc. and its wholly owned subsidiary 507399 N.W.T. Ltd., both of which are headquartered in Toronto, Ontario. The financial statements for the consolidated entity are prepared for the same reporting period as StorageVault Canada Inc. using consistent accounting policies. All intercompany transactions and balances have been eliminated in the preparation of these interim consolidated financial statements.

The accounting policies and methods of computation followed in the preparation of these interim consolidated financial statements are consistent with those used in the preparation of the Corporation's annual audited financial statements for the year ended December 31, 2023.

4. Acquisitions

During the three and six months ended June 30, 2024, the Corporation completed the below transactions that met the definition of a business under IFRS 3 - Business Combinations. These acquisitions have been accounted for using the acquisition method with the results of the operation being included in the interim consolidated financial statements of the Corporation since the date of acquisition. Details of the acquisitions are:

First Quarter Acquisition:

During the first quarter, the Corporation completed the acquisition of one self storage location for $10,000,000 (subject to customary adjustments). This acquisition was an arm's length transaction. The purchase was paid for with cash on hand.

A summary of the acquisition is as follows:

	One Self Storage Location
Acquisition date:	March 22, 2024
Land, Yards, Buildings & Improvements	$ 9,076,496
Tenant Relationships	923,504
Net assets acquired	10,000,000
Consideration paid for the net assets acquired was obtained from the following:	
Cash	10,000,000
Selected information for the acquisition, since its acquisition date:	
Revenue	156,397
Operating costs	70,572
	85,825
Amortization	179,726
Net income (loss)	$ (93,901)

Note 4 – Continued

Second Quarter Acquisitions:

During the second quarter, the Corporation completed the acquisitions of three self storage locations, one records management business, and two commercial properties for $123,000,000 (subject to customary adjustments). These acquisitions were arm's length transactions. The purchases were paid for by the issuance of common shares, advances from debt and cash on hand.

A summary of the acquisitions is as follows:

	Records Management Business	One Self Storage Location	One Self Storage Location	One Commercial Property
Acquisition date:	April 1, 2024	May 6, 2024	May 15, 2024	June 11, 2024
Land, Yards, Buildings & Improvements	$ 1,608,525	$ 33,612,129	$ 7,640,502	$ 15,500,000
Tenant Relationships	1,270,672	887,871	859,498	-
Goodwill	3,120,803	-	-	-
Net assets acquired	6,000,000	34,500,000	8,500,000	15,500,000
Consideration paid for the net assets acquired was obtained from the following:				
Cash	6,000,000	34,500,000	8,500,000	13,100,000
Debt	-	-	-	2,400,000
	6,000,000	34,500,000	8,500,000	15,500,000
Selected information for the acquisitions, since their acquisition date:				
Revenue	541,611	158,430	63,846	53,288
Operating costs	48,026	66,200	51,773	2,458
	493,585	92,230	12,073	50,830
Amortization	126,847	274,068	85,663	23,233
Interest	4,142	-	-	-
Net income (loss)	$ 362,596	$ (181,838)	$ (73,590)	$ 27,597

	One Self Storage Location	One Commercial Property	Total
Acquisition date:	June 24, 2024	June 30, 2024	
Land, Yards, Buildings & Improvements	$ 37,750,120	$ 20,000,000	$ 116,111,276
Tenant Relationships	749,880	-	3,767,921
Goodwill	-	-	3,120,803
Net assets acquired	38,500,000	20,000,000	123,000,000
Consideration paid for the net assets acquired was obtained from the following:			
Cash	34,500,000	5,000,000	101,600,000
Shares	4,000,000	-	4,000,000
Debt	-	15,000,000	17,400,000
	38,500,000	20,000,000	123,000,000
Selected information for the acquisitions, since their acquisition date:			
Revenue	14,992	-	832,167
Operating costs	73,997	10,000	252,454
	(59,005)	(10,000)	579,713
Amortization	38,453	1,468	549,732
Interest	-	-	4,142
Net income (loss)	$ (97,458)	$ (11,468)	$ 25,839

5. Real Estate and Equipment

	Land, Yards, Buildings & Improvements	Storage Containers	Intangible Tenant Relationships	Vehicles	Office & Computer Equipment	Total
COST						
December 31, 2022	$ 2,093,883,014	$ 21,802,573	$ 200,773,748	$ 8,567,580	$ 12,646,331	$ 2,337,673,246
Additions	80,258,751	2,779,957	-	1,640,040	4,842,352	89,521,100
Disposals	(57,670,257)	(145,898)	(5,573,217)	(108,583)	(79,113)	(63,577,068)
Business acquisitions	87,531,099	-	3,543,901	-	-	91,075,000
December 31, 2023	2,204,002,607	24,436,632	198,744,432	10,099,037	17,409,570	2,454,692,278
Additions	37,836,640	-	-	624,923	2,816,402	41,277,965
Disposals	(2,739,066)	(332,057)	-	-	(15,303)	(3,086,426)
Business acquisitions	124,699,772	-	4,691,425	488,000	-	129,879,197
June 30, 2024	$ 2,363,799,953	$ 24,104,575	$ 203,435,857	$ 11,211,960	$ 20,210,669	$ 2,622,763,014
ACCUMULATED DEPRECIATION						
December 31, 2022	$ 313,060,139	$ 10,035,047	$ 149,400,507	$ 5,119,908	$ 5,153,543	$ 482,769,144
Depreciation	76,236,725	1,277,429	19,398,207	1,608,036	1,929,917	100,450,314
Disposals	(4,889,168)	(102,105)	(3,434,573)	(92,206)	(14,120)	(8,532,172)
December 31, 2023	384,407,696	11,210,371	165,364,141	6,635,738	7,069,340	574,687,286
Depreciation	37,637,529	641,145	8,509,511	720,480	1,481,594	48,990,259
Disposals	(434,020)	(175,747)	-	-	(429)	(610,196)
June 30, 2024	$ 421,611,205	$ 11,675,769	$ 173,873,652	$ 7,356,218	$ 8,550,505	$ 623,067,349
NET BOOK VALUE						
December 31, 2023	1,819,594,911	13,226,261	33,380,291	3,463,299	10,340,230	1,880,004,992
June 30, 2024	**1,942,188,748**	**12,428,806**	**29,562,205**	**3,855,742**	**11,660,164**	**1,999,695,665**

Included in Land, Yards, Buildings & Improvements is Land at a carrying value of $690,117,751 (December 31, 2023 - $655,859,597).

Included in Land, Yards, Buildings & Improvements are investment properties at a carrying value of $36,789,895 (December 31, 2023 - $8,217,169).

Included in Land, Yards, Buildings & Improvements is $23,632,997 (December 31, 2023 - $32,051,720) of construction in process that is not being depreciated.

Included in Land, Yards, Buildings & Improvements are right-of-use assets at a carrying value of $97,905,280 (December 31, 2023 - $92,781,005), net of accumulated depreciation of $19,367,694 (December 31, 2023 - $16,343,082). The continuity of the right-of-use assets is as follows:

	Self Storage Properties
Balance, December 31, 2022	$ 75,282,052
Additions	23,416,757
Depreciation charge for the period	(5,917,804)
Balance, December 31, 2023	$ 92,781,005
Additions and reassessments	8,148,887
Depreciation charge for the period	(3,024,612)
Balance, June 30, 2024	$ 97,905,280

6. Goodwill and Intangible Assets

	Goodwill	Management Contracts	Trademarks	Website	Total
COST					
December 31, 2022	$ 105,320,195	$ 16,300,000	$ 387,828	$ 66,371	$ 122,074,394
Additions	-	-	1,091	4,533	5,624
Business acquisitions	2,996,364	-	-	-	2,996,364
December 31, 2023	108,316,559	16,300,000	388,919	70,904	125,076,382
Additions	-	-	8,535	314,598	323,133
Business acquisitions	3,120,803	-	-	-	3,120,803
June 30, 2024	$ 111,437,362	$ 16,300,000	$ 397,454	$ 385,502	$ 128,520,318
ACCUMULATED AMORTIZATION					
December 31, 2022	$ -	$ -	$ 11,251	$ 36,923	$ 48,174
Amortization	-	-	38,291	29,577	67,868
December 31, 2023	-	-	49,542	66,500	116,042
Amortization	-	-	19,331	27,157	46,488
June 30, 2024	$ -	$ -	$ 68,873	$ 93,657	$ 162,530
NET BOOK VALUE					
December 31, 2023	108,316,559	16,300,000	339,377	4,404	124,960,340
June 30, 2024	**111,437,362**	**16,300,000**	**328,581**	**291,845**	**128,357,788**

7. Debt

	June 30, 2024			December 31, 2023		
	Rate Range	**Weighted Average**	**Balance**	Rate Range	Weighted Average	Balance
Mortgages						
At amortized cost - Fixed	2.84% to 6.00 %	4.91%	**363,581,635**	2.84% to 9.20%	5.13%	306,666,120
	Maturity: Mar 2025 to Dec 2029			*Maturity: Mar 2025 to Dec 2029*		
At amortized cost - Variable	7.22% to 7.95%	7.31%	**26,436,540**	7.47% to 8.20%	7.56%	26,490,427
	Maturity: Jul 2024			*Maturity: Jan 2024 to Jul 2024*		
At FVTPL - Variable			**778,144,987**			747,907,274
- Fixed via interest rate swap			**(18,852,519)**			(15,112,904)
		4.90%	**759,292,468**		4.74%	732,794,370
	Maturity: Jun 2025 to Jan 2031			*Maturity: Apr 2024 to Jan 2031*		
		4.96%	**1,149,310,643**		4.92%	1,065,950,917
Lines of Credit and Promissory Notes						
At amortized cost - Fixed		4.50%	**500,000**		4.50%	500,000
	Maturity: Mar 2025			*Maturity: Mar 2025*		
At amortized cost - Variable		7.61%	**117,145,131**		7.73%	50,000,000
	Maturity: Dec 2024 to May 2025			*Maturity: Dec 2024 to Feb 2025*		
At FVTPL - Variable			**305,208,957**			308,871,737
- Fixed via interest rate swap			**(5,208,957)**			(8,871,737)
		3.88%	**300,000,000**		3.88%	300,000,000
	Maturity: Feb 2025			*Maturity: Feb 2025*		
		4.93%	**417,645,131**		4.43%	350,500,000
Deferred financing costs, net of accretion			**(3,658,637)**			(3,742,768)
		4.95%	**1,563,297,137**		4.80%	**1,412,708,149**

Reconciliation of Debt

The following table reconciles the changes in cash flows from financing activities for the Corporation's debt:

	June 30, 2024	December 31, 2023
Debt, beginning of period	**$ 1,412,708,149**	$ 1,526,719,769
Advances from debt	**327,000,000**	286,760,989
Repayment of debt	**(176,495,143)**	(401,685,562)
Change in fair value of debt measured at FVTPL	**(76,835)**	23,140,035
Change in fair value of interest rate swaps	**76,835**	(23,140,035)
Total cash flow from debt financing activities	**150,504,857**	(114,924,573)
Change in deferred financing costs	**84,131**	912,953
Debt, end of period	**$ 1,563,297,137**	$ 1,412,708,149

Note 7 – Continued

The bank prime rate at June 30, 2024 was 6.95% (December 31, 2023 – 7.20%).

Mortgages are secured by a first mortgage charge on the real estate and equipment of the Corporation, general security agreements covering all assets of the Corporation, general assignment of rents and leases, and assignments of insurance coverage over all assets of the Corporation. The Corporation must maintain certain financial ratios to comply with the facilities. These covenants include debt service coverage ratios, a fixed charge coverage ratio, a tangible net worth ratio, and a loan to value ratio. As of June 30, 2024, the Corporation is in compliance with all covenants.

The deferred financing costs consist of fees and costs incurred to obtain the related mortgage financing, less accumulated amortization.

Principal repayments on mortgages, lines of credit, and promissory notes in each of the next five years are estimated as follows:

Year 1	$	575,784,678 (includes lines of credit and promissory note of $417.6 million)
Year 2	$	73,390,834
Year 3	$	262,165,549
Year 4	$	150,560,524
Year 5	$	324,348,629
Thereafter	$	180,705,560

The Corporation entered into interest rate swap contracts in order to fix the interest rate on $1.1 billion of debt at a weighted average rate of 4.61%. On $477 million of this debt, the bank entered into interest rate swap cancellation agreements, allowing them to cancel the original swap agreements between January 15, 2025 and April 22, 2027.

During the six months ended June 30, 2024, the Corporation recognized an unrealized loss on derivative financial instruments of $0.5 million (June 30, 2023 – gain of $1.4 million) and a realized gain on derivative financial instruments of $nil (June 30, 2023 – $4.0 million). These derivative financial instruments mature between February 2025 and January 2031.

8. Debentures

2023 Convertible Debentures
On January 9, 2023, $150 million of convertible senior unsecured debentures were issued at a price of $1,000 per debenture with a term of sixty-six months, due March 31, 2028. These debentures bear a fixed interest rate of 5% per annum, payable semi-annually in arrears on March 31 and September 30 of each year, commencing March 31, 2023. The intended use of the net proceeds of the debentures is to fund potential future opportunities and for general corporate purposes.

On and after March 31, 2026 and prior to March 31, 2027, the debentures will be redeemable in whole or in part from time to time by the Corporation at a redemption price equal to 125% of the principal amount of the debentures redeemed plus accrued and unpaid interest, if any, up to but excluding the date set for redemption. On and after March 31, 2027 and prior to the maturity date, the debentures will be redeemable, in whole or in part, from time to time at the Corporation’s option at par plus accrued and unpaid interest, if any, up to but excluding the date set for redemption.

On redemption or at maturity on March 31, 2028, the debentures will be convertible into freely tradeable common shares of the Corporation at the option of the holder at a conversion price of $8.65 per share.

Note 8 – Continued

The debentures were recorded as a financial instrument at a fair value of $150 million, net of deferred financing costs of $6.0 million, an equity component of $18.2 million, and a deferred tax liability of $4.7 million. The equity component of the convertible debentures relates to the portion of the debentures' value that is attributed to the conversion option, which allows the holder to convert the debentures into common shares of the Corporation.

The debentures are subsequently measured at amortized cost using the effective interest method over the life of the debentures. The balance of the debentures is:

	June 30, 2024	December 31, 2023
Opening balance	$ 261,437,659	$ 128,682,883
Additions during period	-	150,000,000
Issuance costs	-	(6,009,911)
Equity component of convertible debentures	-	(18,245,003)
Accretion during period	2,769,525	5,326,643
Interest payable	7,462,359	1,871,047
Interest paid	(7,482,737)	-
Debentures repurchased	-	(188,000)
Ending balance	$ 264,186,806	$ 261,437,659

9. Share Capital

Authorized: Unlimited number of common, voting shares of no par value.
Authorized: Unlimited number of preferred non-voting shares issuable in series at an issuance price of $1 per share.

Common shares issued:

	Number of Shares	Amount
Balance, December 31, 2022	378,017,360	$ 424,954,374
Issued on acquisitions	681,601	4,250,000
Dividend reinvestment plan	252,145	1,441,790
Share option redemption	5,000	(5,038,500)
Common shares repurchased	(4,395,798)	(21,562,655)
Balance, December 31, 2023	374,560,308	404,045,009
Issued on asset acquisitions	640,000	4,000,000
Dividend reinvestment plan	176,194	900,763
Share option redemption	-	(817,900)
Common shares repurchased	(2,294,144)	(10,991,968)
Balance, June 30, 2024	373,082,358	$ 397,135,904

The Corporation will, from time to time, issue common shares to the public or to vendors to fund the purchase of storage assets. Future issuances will be dependent upon financing needs, acquisition opportunities, expansion plans, equity market conditions and transaction pricing.

Note 9 – Continued

The Corporation may from time to time purchase its common shares in accordance with the rules prescribed by the Exchange or regulatory policies.

Dividend Reinvestment Plan

Represents common shares issued under the Corporation's dividend reinvestment plan ("DRIP") for holders of common shares. Under the terms of the DRIP, eligible registered holders of a minimum of 10,000 Common Shares (the "Shareholders") may elect to automatically reinvest their cash dividends, payable in respect to the common shares, to acquire additional common shares, which will be issued from treasury or purchased on the open market. The Corporation may initially issue up to 5,000,000 common shares under the DRIP, which may be increased upon Board of Directors approval, acceptance of the increase by the Exchange, and upon public disclosure of the increase.

Contributed surplus:

	June 30, 2024	December 31, 2023
Opening balance	**$ 40,568,013**	$ 38,451,552
Redemption of stock options	**(20,484)**	-
Stock based compensation	**464,711**	3,795,626
Share option, RSU/DSU redemptions	**-**	(1,679,165)
Ending balance	**$ 41,012,240**	$ 40,568,013

Stock Options
The Board of Directors of the Corporation may from time to time, at its discretion, and in accordance with the Exchange requirements, grant to directors, officers, employees and technical consultants of the Corporation, non-transferable options to purchase common shares provided that: i) the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares; ii) the options are exercisable for a period of up to 10 years from the date of grant; iii) the number of common shares reserved for issuance to any individual director or officer will not exceed 5% of the issued and outstanding common shares; and iv) the number of common shares reserved for issuance to all technical consultants, if any, will not exceed 2% of the issued and outstanding shares. The exercise price for purchasing these shares cannot be less than the minimum exercise price as provided by Exchange rules.

The following table summarizes information about stock options outstanding and exercisable as at:

	June 30, 2024		December 31, 2023	
	Options	**Weighted Average Exercise Price**	Options	Weighted Average Exercise Price
Opening	**36,587,000**	**$3.99**	36,342,000	$3.88
Exercised/Expired	**(237,500)**	**1.69**	(1,355,000)	2.53
Granted	**-**	**-**	1,600,000	5.23
Closing and Exercisable	**36,349,500**	**$4.01**	36,587,000	$3.99

Note 9 – Continued

The fair value of options granted was estimated on the date of the grant, as determined by using the Black-Scholes option pricing model with the following assumptions:

	2023
Dividend Yield	**0.01%**
Risk-Free Interest Rate	**3.28%**
Expected Life of Options	**4 Years**
Expected Volatility of the Corporation's Common Shares	**31.73%**

Stock options exercisable and outstanding are as follows:

Exercise Price		Vesting Date	Expiry Date	**June 30, 2024**	December 31, 2023
$	0.41	Apr. 28, 2015	Apr. 28, 2025	**1,125,500**	1,125,500
$	0.50	Sep. 14, 2015	Sep. 14, 2025	**1,305,000**	1,305,000
$	1.36	Dec. 21, 2016	Dec. 21, 2026	**2,420,000**	2,620,000
$	1.78	Mar. 16, 2017	Mar. 16, 2027	**2,645,000**	2,645,000
$	2.52	May 4, 2018	May 4, 2028	**2,660,000**	2,660,000
$	2.90	May 28, 2019	May 28, 2029	**5,359,000**	5,376,500
$	3.98	Dec. 15, 2020	Dec. 15, 2030	**5,495,500**	5,515,500
$	6.31	Dec. 20, 2021	Dec. 20, 2031	**6,767,500**	6,767,500
$	5.94	Dec. 19, 2022	Dec. 19, 2032	**6,972,000**	6,972,000
$	5.23	Dec. 28, 2023	Dec. 28, 2033	**1,600,000**	1,600,000
Options exercisable and outstanding				**36,349,500**	36,587,000

Equity Incentive Plan

Under the Corporation's Equity Incentive Plan passed on May 30, 2018 (the "Plan"), directors, employees and consultants are eligible to receive awards, in the form of Restricted Share Units ("RSUs"), Deferred Share Units ("DSUs") and Named Executive Officer Restricted Share Units ("Neo RSUs"), as and when granted by the Board, at its sole discretion. The maximum number of awards that may be issued under the Plan is 17,545,677. The maximum number of shares that may be reserved for issuance under the Plan, together with any of the Corporation's other share-based compensation arrangements, may not exceed 10% of the issued shares of the Corporation.

The RSUs and DSUs granted vest in equal annual amounts over three years. The Neo RSUs vest three years after the date of grant. RSUs, DSUs and Neo RSUs are entitled to be credited with dividend equivalents in the form of additional RSUs, DSUs and Neo RSUs, respectively.

With certain exceptions, the Plan provides that (i) the maximum number of awards that may be granted to any one participant together with any other share-based compensation arrangements, in any 12 month period, may not exceed 5% of the issued shares, and, in the case of any consultant, may not exceed 2% of the issued shares; and (ii) the total value of all securities that may be issued to any non-employee director under all of the Corporation's security based compensation arrangements may not exceed $150,000 per annum.

The Corporation entered into Total Return Swaps ("TRS") as economic hedges of the Corporation's DSUs and RSUs. Under the terms of the TRS, a bank has the right to purchase the Corporation's shares in the marketplace as a hedge against the returns in the TRS. At June 30, 2024, 3,486,628 TRS were outstanding at a value of $309,751 (December 31, 2023 – 3,486,628 TRS were outstanding at a value of $2,141,355).

At June 30, 2024, 100% of the combined DSU and RSU exposures were economically hedged. Hedge accounting is not applied for the DSU/RSU hedging program.

Note 9 – Continued

During the three and six months ended June 30, 2024, the Corporation issued nil common shares at a value of $nil (December 31, 2023 – 160,176 common shares at a value of $1,007,507) under the Plan. A total of 979,878 common shares at a value of $4,917,329 were outstanding at June 30, 2024 (December 31, 2023 – 980,328 common shares at a value of $4,923,332).

Dividends
A cash dividend of $0.002888 per common share was declared on March 15, 2024, and paid to shareholders of record on March 28, 2024.

A cash dividend of $0.002903 per common share was declared on June 17, 2024, and paid to shareholders of record on June 28, 2024.

10. Financial Risk Management and Fair Value

The Corporation is required to disclose certain information concerning its financial instruments. The fair values of the Corporation's cash and short term deposits, accounts receivable and, accounts payable and accrued liabilities approximate their carrying amount due to the relatively short periods to maturity of these financial instruments. The fair value of the Corporation's debt obligations is estimated based on discounted future cash flows using discount rates that reflect current market conditions for instruments with similar terms and risks. Such fair value estimates are not necessarily indicative of the amounts the Corporation might pay or receive in actual market transactions.

IFRS establishes a three tier fair value hierarchy to reflect the significance of the inputs used in measuring the fair value of the Corporation's financial instruments. The three levels are:

Level 1 – This level includes assets and liabilities measured at fair market value based on unadjusted quoted prices for identical assets and liabilities in active markets that the Corporation can access on the measurement date.
Level 2 – This level includes measurements based on directly or indirectly observable inputs other than quoted prices included in Level 1. Financial instruments in this category are measured using valuation models or other standard valuation techniques that rely on observable market inputs.
Level 3 – The measurements used in this level rest on inputs that are unobservable, unavailable, or whose observable inputs do not justify the largest part of the fair value instrument.

The fair value of financial instruments was as follows:

		June 30, 2024		December 31, 2023	
	Fair Value Hierarchy	**Carrying Amount**	**Fair Value**	Carrying Amount	Fair Value
Financial instruments:					
Debt - at amortized cost	Level 2	**(504,004,669)**	**(497,079,513)**	(379,913,779)	(368,668,877)
Debt - at FVTPL	Level 2	**(1,083,353,944)**	**(1,083,353,944)**	(1,056,779,011)	(1,056,779,011)
Interest rate swaps	Level 2	**24,061,476**	**24,061,476**	23,984,641	23,984,641
Derivative assets - at FVTPL	Level 2	**517,529**	**517,529**	1,028,346	1,028,346

Financial instruments may expose the Corporation to a number of financial risks including interest rate risk, credit risk and environmental risk.

Note 10 – Continued

a) Interest rate risk – Interest rate risk arises from changes in market interest rates that may affect the fair value of future cash flows from the Corporation's financial assets or liabilities. Interest rate risk may be partially mitigated by holding both fixed and floating rate debt, or by staggering the maturities of fixed rate debt. The Corporation is exposed to interest rate risk primarily relating to its long term debt. The Corporation will manage interest rate risk by utilizing fixed interest rates on its mortgages where possible, entering into interest rate swap contracts, staggering maturities over a number of years to mitigate exposure to any single year, and by attempting to ensure access to diverse sources of funding. There is interest rate risk associated with variable rate mortgages and lines of credit as interest expense is impacted by changes in the prime rate. The impact on the Interim Consolidated Statements of Income (Loss) and Comprehensive Income (Loss) if interest rates on variable rate debt had been 1% higher or lower for the three and six months ended June 30, 2024 would have been approximately $358,954 and $717,908, respectively (June 30, 2023 - $138,854 and $277,709, respectively).

b) Credit risk – Credit risk arises from the possibility that customers may experience financial difficulty and be unable to fulfill their financial obligations to the Corporation. The risk of incurring bad debts often arises if storage customers relocate and cannot be found to enforce payment, or if storage customers abandon their possessions. The extent of bad debts can be mitigated by quickly following up on any unpaid amounts shortly after the due date, enforcing late fees, denying access to any customers with delinquent accounts, and ultimately seizing the possessions of the customer. Additionally, the Corporation typically rents to numerous customers, each of which constitutes significantly less than 1% of the Corporation's monthly revenue. This diversification in the customer base reduces credit risk from any given tenant.

The Corporation has $727,814 of receivables from related parties at June 30, 2024 (December 31, 2023 - $1,030,000). Management believes there is low credit risk associated with related party balances due to the nature of the relationships and the historical loss rates.

Change in the Corporation's allowance for expected credit losses is as follows:

Balance December 31, 2022	$	499,536
Charges or adjustments during the period		-
Balance December 31, 2023		499,536
Charges or adjustments during the period		(79,265)
Balance June 30, 2024	$	420,271

The creation and release of the allowance for expected credit losses has been included in operating costs in the Interim Consolidated Statements of Income (Loss) and Comprehensive Income (Loss). Amounts charged to the allowance account are generally written off when there is no expectation of recovering additional cash.

c) Liquidity risk – Liquidity risk is the risk that the Corporation will be unable to meet its financial obligations as they fall due. The Corporation manages liquidity risk through cash flow forecasting and regular monitoring of cash requirements including anticipated investing and financing activities. Typically, the Corporation ensures that it has sufficient cash or liquid investments available to meet expected operating expenses for a period of 30 days, excluding the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters. For the foreseeable future, the Corporation anticipates that cash flows from operations, working capital, and other sources of financing will be sufficient to meet its operating requirements, debt repayment obligations and will provide sufficient funding for anticipated capital expenditures. It is the Corporation's intention to renew any debt coming due in the next fiscal year. The maturities of long term financial liabilities are summarized in Note 7.

Note 10 – Continued

d) Environmental risk – Environmental risk is inherent in the ownership of property. Various municipal, provincial, and federal regulations can result in penalties or potential liability for remediation should hazardous materials enter the environment. The presence of hazardous substances could also impair the Corporation's ability to finance or sell the property, or it may expose the Corporation to civil lawsuits. To mitigate such risk, the Corporation will procure recent or updated environmental reports for all acquisitions. It also prohibits the storage of hazardous substances as a condition of the rental contract signed by customers.

Unless otherwise noted, it is management's opinion that the Corporation is not exposed to significant currency risk.

11. Related Party Transactions

The Corporation holds a Master Franchise Agreement from Canadian PUPS Franchises Inc. (CPFI) which provides the Corporation with the exclusive Canadian franchise rights for the development and operation of portable storage throughout Canada. CPFI is a corporation related to Iqbal Khan and Steven Scott who are directors of the Corporation. The Corporation pays a monthly royalty of 3.5% on the gross sales. During the three and six months ended June 30, 2024, the Corporation paid $87,900 and $160,814, respectively (June 30, 2023 - $100,124 and $176,156, respectively) for royalties and $893,205 and $893,205, respectively (June 30, 2023 - $317,673 and $2,593,874, respectively) for storage containers and other equipment under the Master Franchise Agreement.

Included in accounts payable and accrued liabilities, relating to the previously noted transactions, at June 30, 2024 was $64,184 (December 31, 2023 - $52,758) payable to CPFI.

The Corporation has management agreements with Access Self Storage Inc. and related companies ("Access Group"). These companies are related to Iqbal Khan and Steven Scott who are directors of the Corporation. The Corporation invoices the Access Group for management fees as well as additional services it provides as part of the management agreements. The Access Group will also invoice the Corporation for construction, maintenance and other services related to its day-to-day operations.

During the three and six months ended June 30, 2024, the Corporation received $1,162,798 and $2,402,044, respectively (June 30, 2023 - $1,646,376 and $3,336,474, respectively) in payments and reimbursements related to the management agreements. During the three and six months ended June 30, 2024, the Corporation also incurred $14,946,458 and $26,875,432, respectively (June 30, 2023 - $10,527,817 and $19,637,038, respectively) in expenditures related to construction, maintenance and other services related to its day-to-day operations.

Included in accounts payable and accrued liabilities as at June 30, 2024 was $2,051,271 (December 31, 2023 - $2,790,800) payable to the Access Group. Included in accounts receivable as at June 30, 2024 was $727,814 (December 31, 2023 - $1,030,452) receivable from the Access Group.

Key management personnel are those persons having authority and responsibility for planning, directly and indirectly directing, and controlling the activities of the Corporation. Key management personnel are defined as officers and Directors of the Corporation.

Note 10 – Continued

The remuneration of key management personnel for employment services rendered are as follows:

	June 30, 2024	June 30, 2023
Wages, management fees, bonuses and directors fees	$ 635,314	$ 280,974
Stock based compensation	118,750	243,750
	$ 754,064	$ 524,724

12. Capital Risk Management

The Corporation's objectives when managing capital are to safeguard the Corporation's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders. The Corporation defines capital as shareholders' equity excluding contributed surplus and long term debt. The Corporation manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Corporation may attempt to issue new shares, issue new debt, acquire or dispose of assets, and adjust the amount of cash and short term deposits. The Board of Directors does not establish a quantitative return on capital criteria, but rather promotes year over year sustainable growth.

The Corporation reviews and assesses its capital structure on an ongoing basis. The Corporation determines the appropriate mortgage debt to be placed on properties at the time a particular property is acquired or when an existing mortgage financing matures. Consideration is given to various factors including, but not limited to: interest rates, financing costs, the term of the mortgage and the strength of cash flow arising from the underlying asset. Mortgage debt is usually only secured by the underlying asset. The Corporation monitors its capital using a debt to fair value ratio. Except for the debt covenants described in Note 7, the Corporation is not subject to any externally imposed capital requirements.

13. Segmented Information

The Corporation operates three reportable business segments. Each segment is a component of the Corporation for which separate discrete financial information is available for evaluation by the chief operating decision makers of the Corporation.

- Self Storage – involves the customer leasing space at the Corporation's property for short or long term storage. Self storage also includes customers utilizing space for inventory storage for last mile delivery, small commercial operations, and vehicles.
- Portable Storage – involves delivering a portable storage unit to the customer. The customer can opt to keep the portable storage unit at their location, or have it moved to another location for further storage.
- Management Division – involves revenues generated from the management of stores owned by third parties.

The Corporation evaluates performance and allocates resources based on earnings before interest, taxes, depreciation and amortization, and stock based compensation. Corporate costs are not allocated to the segments and are shown separately.

Note 13 – Continued

For the Three Months Ended June 30, 2024

	Self Storage	Portable Storage	Management Division	Corporate	Total
Revenue	$ 71,177,489	$ 2,435,793	$ 498,207	$ -	$ 74,111,489
Operating costs	22,664,270	1,520,999	-	-	24,185,269
Net operating income	48,513,219	914,794	498,207	-	49,926,220
Acquisition and integration	-	-	-	2,596,685	2,596,685
Selling, general and admin.	-	-	-	6,471,995	6,471,995
Stock based compensation	-	-	-	230,332	230,332
Depreciation and amortization	24,206,850	656,952	-	587,201	25,451,003
Interest	21,194,055	-	-	-	21,194,055
Interest accretion on convertible debentures	-	-	-	1,098,815	1,098,815
Loss on disposal of assets	-	-	-	680,899	680,899
Unrealized loss on derivative financial instruments	-	-	-	2,525,569	2,525,569
Deferred tax recovery	-	-	-	(1,634,782)	(1,634,782)
Net income (loss)	$ 3,112,314	$ 257,842	$ 498,207	$ 12,556,714	$ (8,688,351)
Additions:					
Real estate and equipment	149,582,363	910,707	-	3,136,083	153,629,153

For the Three Months Ended June 30, 2023

	Self Storage	Portable Storage	Management Division	Corporate	Total
Revenue	$ 67,986,417	$ 2,777,624	$ 528,718	$ -	$ 71,292,759
Operating costs	21,114,945	1,766,627	-	-	22,881,572
Net operating income	46,871,472	1,010,997	528,718	-	48,411,187
Acquisition and integration	-	-	-	1,575,942	1,575,942
Selling, general and admin.	-	-	-	6,589,555	6,589,555
Stock based compensation	-	-	-	301,591	301,591
Depreciation and amortization	24,023,673	435,299	-	220,644	24,679,616
Interest	20,347,508	-	-	-	20,347,508
Gain on disposal of assets	-	-	-	(16,289,531)	(16,289,531)
Unrealized loss on derivative financial instruments	-	-	-	680,997	680,997
Deferred tax recovery	-	-	-	(2,086,742)	(2,086,742)
Net income	$ 2,500,291	$ 575,698	$ 528,718	$ 9,007,544	$ 12,612,251
Additions:					
Real estate and equipment	34,492,937	470,390	-	558,021	35,521,348

Note 13 – Continued

For the Six Months Ended June 30, 2024

	Self Storage	Portable Storage	Management Division	Corporate	Total
Revenue	$ 140,121,750	$ 4,436,402	$ 944,415	$ -	$ 145,502,567
Operating costs	48,295,911	3,037,907	-	-	51,333,818
Net operating income	91,825,839	1,398,495	944,415	-	94,168,749
Acquisition and integration	-	-	-	4,109,279	4,109,279
Selling, general and admin.	-	-	-	11,979,503	11,979,503
Stock based compensation	-	-	-	464,711	464,711
Depreciation and amortization	47,129,506	1,131,725	-	775,516	49,036,747
Interest	43,284,527	-	-	-	43,284,527
Interest accretion on convertible debentures	-	-	-	2,204,027	2,204,027
Loss on disposal of assets	-	-	-	2,613,604	2,613,604
Unrealized loss on derivative financial instruments	-	-	-	510,817	510,817
Deferred tax recovery	-	-	-	(3,388,033)	(3,388,033)
Net income (loss)	$ 1,411,806	$ 266,770	$ 944,415	$ 19,269,424	$ (16,646,433)
Additions:					
Real estate and equipment	165,440,729	1,410,101	-	4,306,332	171,157,162

For the Six Months Ended June 30, 2023

	Self Storage	Portable Storage	Management Division	Corporate	Total
Revenue	$ 132,863,292	$ 4,843,890	$ 1,003,049	$ -	$ 138,710,231
Operating costs	44,371,219	3,355,946	-	-	47,727,165
Net operating income	88,492,073	1,487,944	1,003,049	-	90,983,066
Acquisition and integration	-	-	-	2,548,239	2,548,239
Selling, general and admin.	-	-	-	12,424,701	12,424,701
Stock based compensation	-	-	-	611,428	611,428
Depreciation and amortization	49,016,430	859,811	-	424,393	50,300,634
Interest	41,322,533	-	-	-	41,322,533
Gain on disposal of assets	-	-	-	(16,324,890)	(16,324,890)
Realized gain on derivative financial instruments	-	-	-	(3,970,902)	(3,970,902)
Unrealized gain on derivative financial instruments	-	-	-	(1,393,500)	(1,393,500)
Deferred tax recovery	-	-	-	(4,243,056)	(4,243,056)
Net income (loss)	$ (1,846,890)	$ 628,133	$ 1,003,049	$ 9,923,587	$ 9,707,879
Additions:					
Real estate and equipment	67,631,739	704,509	-	787,214	69,123,462

Note 13 – Continued

Total Assets

	Self Storage	Portable Storage	Management Division	Corporate	Total
As at December 31, 2023	$ 1,887,649,008	$ 20,767,600	$ 16,587,785	$119,213,563	$ 2,044,217,956
As at June 30, 2024	**$ 2,011,084,222**	**$ 20,705,764**	**$ 16,612,469**	**$128,218,512**	**$ 2,176,620,967**

14. Lease Liabilities

The Corporation leases buildings and land in British Columbia, Alberta, Manitoba, Ontario, Quebec, and the North West Territories. The leases expire between 2026 and 2057, with the leases expiring in 2026 and 2027 having up to 5 years and 20 years of renewals, respectively, which are expected to be exercised by the Corporation.

The lease liabilities are measured at the present value of the lease payments that are not paid at the balance sheet date. Lease payments are apportioned between interest expense and a reduction of the lease liability using the Corporation's incremental borrowing rate to achieve a constant rate of interest on the remaining balances of the liability.

For the three and six months ended June 30, 2024, the Corporation recognized $1,028,396 and $1,990,275, respectively (June 30, 2023 - $919,546 and $1,763,201, respectively, in interest expense related to its lease liabilities.

A reconciliation of the lease liabilities associated with self storage properties is as follows:

	June 30, 2024	December 31, 2023
Balance, beginning of period	**$ 99,715,973**	$ 80,518,572
Additions and reassessments	**8,148,887**	23,416,757
Cash payments	**(4,062,617)**	(7,887,925)
Interest	**1,990,275**	3,668,569
Balance, end of period	**$ 105,792,518**	$ 99,715,973

15. Subsequent Events

On July 16, 2024, the Corporation announced that it has agreed to acquire two adjacent properties in southern Ontario from two arm's length vendors for an aggregate purchase price of $71,500,000, subject to customary adjustments and due diligence conditions.

On July 24, 2024, the Corporation approved an increase to the quarterly dividend for Q3 2024 by 0.5% to $0.002917 per common share.

16. Comparative Figures

Certain comparative figures have been reclassified to comply with the current presentation.

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