





















# **Consolidating Canada's Automotive Dealership Properties**

**Investor Presentation** 









### Disclaimer



#### FORWARD-LOOKING STATEMENTS

Certain statements contained in this presentation constitute forward-looking information within the meaning of applicable securities legislation. Forward-looking information may relate to the REIT's future outlook and anticipated events or results and may include statements regarding the financial position, business strategy, budgets, litigation, projected costs, capital expenditures, financial results, taxes, plans and objectives of or involving the REIT. Particularly, statements regarding future results, performance, achievements, prospects or opportunities for the REIT or the real estate or automotive dealership industry are forward-looking statements. The REIT has based these forward-looking statements on factors and assumptions about future events and financial trends that it believes may affect its financial condition, results of operations, business strategy and financial needs, including that the Canadian economy will remain stable over the next 12 months, that tax laws remain unchanged, that conditions within the automotive dealership real estate industry and the automotive dealership industry generally, including competition for acquisitions, will be consistent with the current climate, that the Canadian capital markets will provide the REIT with access to equity and/or debt at reasonable rates when required and that the Dilawri Organization will continue its involvement with the REIT. Although the forward-looking statements contained in this presentation are based upon assumptions that management believes are reasonable based on information currently available to management, there can be no assurance that actual results will be consistent with these forward-looking statements. Forward-looking statements necessarily involve known and unknown risks and uncertainties, many of which are beyond the REIT's control, that may cause the REIT's or the industry's actual results, performance, achievements, prospects and opportunities in future periods to differ materially from those expressed or implied by such

#### **NON-IFRS MEASURES**

This presentation makes reference to certain non-IFRS measures. Funds from operations ("FFO"), adjusted funds from operations ("AFFO"), net operating income ("NOI"), cash net operating income ("Cash NOI") and Same Property cash operating income ("Same Property Cash NOI") are key measures of performance used by management and real estate businesses. However, such measures are not defined by IFRS and do not have standardized meanings prescribed by IFRS. The REIT believes that AFFO is a key measure of economic earnings performance and is indicative of the REIT's ability to pay distributions from earnings, while FFO, NOI and Cash NOI are important measures of operating performance and the performance of real estate properties. The IFRS measurement most directly comparable to FFO, AFFO, NOI and Cash NOI is net income. Please refer to "Non-IFRS Measures" in the REIT's regulatory filings.

### Capital Market Profile (TSX: APR.UN)



Recent price: \$11.32<sup>1</sup>

Market capitalization:

\$555 million<sup>1</sup>

**REIT Units: 39.1** million

Class B Units: 9.93 million

Investment properties:

\$932 million<sup>2</sup>

**Total return:** 

IPO to April 1, 2021: **59**%

**Annualized distribution** 

\$0.804 / unit

Yield 1

~ 7.1%

Debt to GBV<sup>2</sup>

43.2%

**2020 AFFO Payout Ratio** 

95.6%

2020 tax treatment

66% Return of Capital

34% Interest income

#### **Analyst coverage**

















(2) As at Dec. 31, 2020









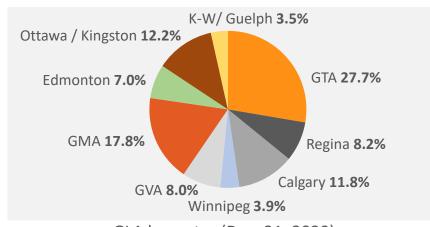
#### **REIT Overview**



#### High-quality portfolio of dealership properties in metropolitan markets across Canada



Audi Queensway (GTA)



GLA by metro (Dec. 31, 2020)

Long-term, triple-net leases with contractual annual rent escalators Representing 32 global manufacturers / brands





































income-producing properties



Porsche Vancouver (GVA)

**200** + acres

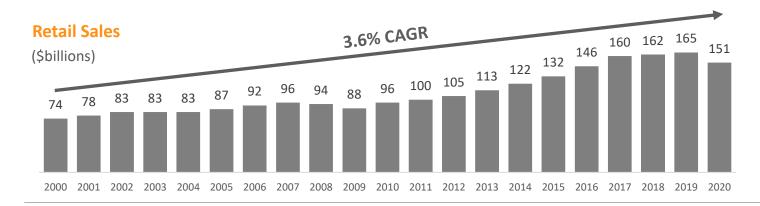
of commercially-zoned urban real estate

exposure to VECTOM markets

CANADA'S ONLY PUBLIC VEHICLE CONSOLIDATING AUTOMOTIVE DEALERSHIP PROPERTIES

# Canadian Automotive Dealership Industry<sup>1</sup>





**25%** 

Auto industry's proportion of Canada's overall retail sales of products and merchandise in 2020

Automotive dealership retail sales include 4 revenue / profit centres

- 1 Parts, service and repair
- 2 Finance and Insurance
- 3 New vehicle sales
- 4 Used vehicle sales

New vehicle unit sales in Canada in 2020

1.57 Million

~20% decline from 1.96 million unit sales in 2019 due to impact of COVID-19

2016 - 2019

Represent the four highest years on record for new vehicle unit sales

(1) Source: Statistics Canada

# **Strong Lead Tenants**





- 76 automotive dealerships, representing ~30 brands
- Presence in QC, ON, SK, AB, BC
- REIT has the first right to acquire from Dilawri development and acquisition pipeline



- 46 automotive dealerships, representing ~20 brands
- Presence in ON, AB, BC, NWT



- 17 automotive dealerships, representing ~15 brands
- Presence in ON, BC

PFAFF



- 11 automotive dealerships, representing 10 brands
- Presence in ON



- 66 automotive dealerships, representing ~27 brands
- Presence in NS, NB, QC, ON, MB, SK, AB, BC and United States
- TSX: ACQ



- 9 automotive dealerships, representing 6 brands
- Located in Greater Toronto Area

### COVID-19 Impact



#### **Impact on Dealerships**

- Dealerships were closed, or operating on a limited basis across Canada from mid-March to late May 2020
- Dealerships fully open as of the end of May 2020
- ~20% decline in new vehicle sales in 2020, but with a strong recovery in vehicle sales and service since June 2020
- Dealership businesses have benefitted from CEWS program, providing improved stability and road to profitability
- 2020 supply chain disruptions resulted in reduced inventories and enhanced dealer profit margins
- Dealerships reduced SG&A expenses, enhanced their ecommerce platforms and provided curbside delivery and drop-off service

(1) As at Dec. 31, 2020 except unencumbered properties, which include the acquisition of the Lexus Laval property on March 1 , 2021

#### Impact on the REIT

- Temporary shift away from acquisition focus towards capital preservation with ability to take advantage of expected acceleration in consolidation opportunities
- Strong liquidity position<sup>1</sup> with: Debt to GBV of 43.2%, \$59.4 million of undrawn credit facilities, \$0.3 million of cash on hand and 10 unencumbered properties valued at \$165.3 million
- Limited rent deferral agreements: APR collected 100% of its Q4 2020 contractual base rent due under its leases (excluding 2% of contractual base rent that is subject to deferral agreements), and approximately 97% of its base rent for 2020, with the remaining amount subject to deferral agreements.
- Cap rate for overall portfolio was 6.7% as at Dec. 31, 2020, a reduction of approximately 20 basis points from 6.9% as at Sept. 30, 2020, primarily due to the resilience demonstrated by the REIT's tenants' business.

#### 2020 New Car Sales in Canada



- 34.5%

Canadian new car sales for the first half of 2020, compared to the first half of 2019 <sup>1</sup>

- 4.7%

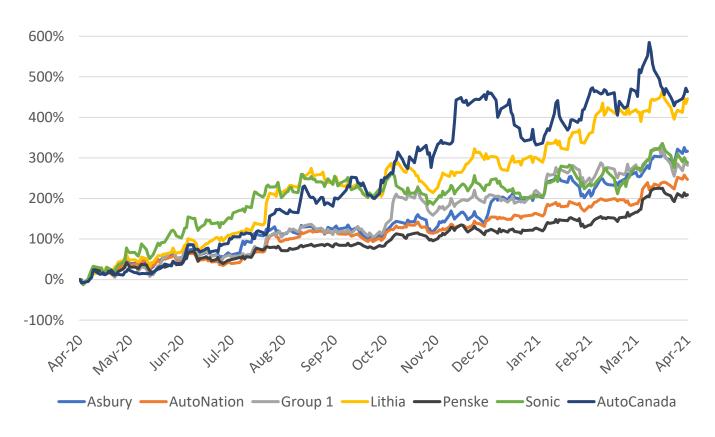
Canadian new car sales for the second half of 2020, compared to the second half of 2019 <sup>1</sup>

(1) Source: Statistics Canada

# **Strong Auto Dealership Performance**



#### Stock Performance (Trailing 12 Months)<sup>1</sup>



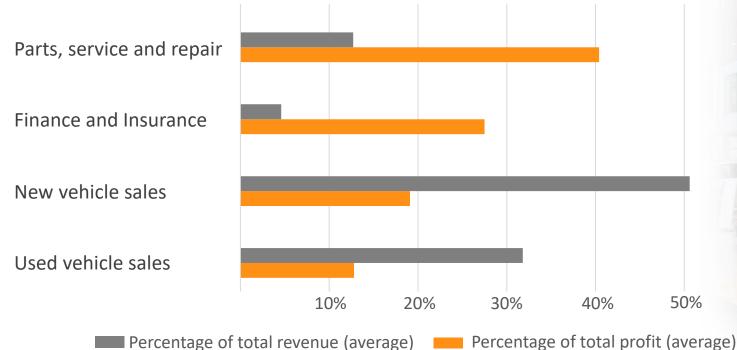
- Sales have rebounded from lows in spring of 2020
- Record earnings for many dealers during 2020
  - Rapid cost reduction achieved due to high variable cost component
- Profit margins per unit sold being enhanced through:
  - Technological improvements / enhanced e-commerce offerings and curbside pick-up for sales & service
  - Reduced headcounts
  - Lower SG&A costs

(1) As at April 1, 2021

# **Automotive Dealership Group Profit Centres**



Average revenue / profit % contribution per business segment for major North American automotive dealership groups<sup>1</sup>





(1) Chart data is derived from the public disclosure of Asbury Automotive, AutoCanada, AutoNation, Group 1 Automotive, Lithia, Penske Automotive and Sonic Automotive for the 12 months ended Dec. 31, 2020

#### **APR Rent Collection**



Base rent collected & limited rent deferral agreements

100%

97%

Q4 2020 base rent collected under tenant leases, excluding 2% that is subject to rent deferral agreements

Base rent collected for 2020, with remaining amounts subject to deferral agreements

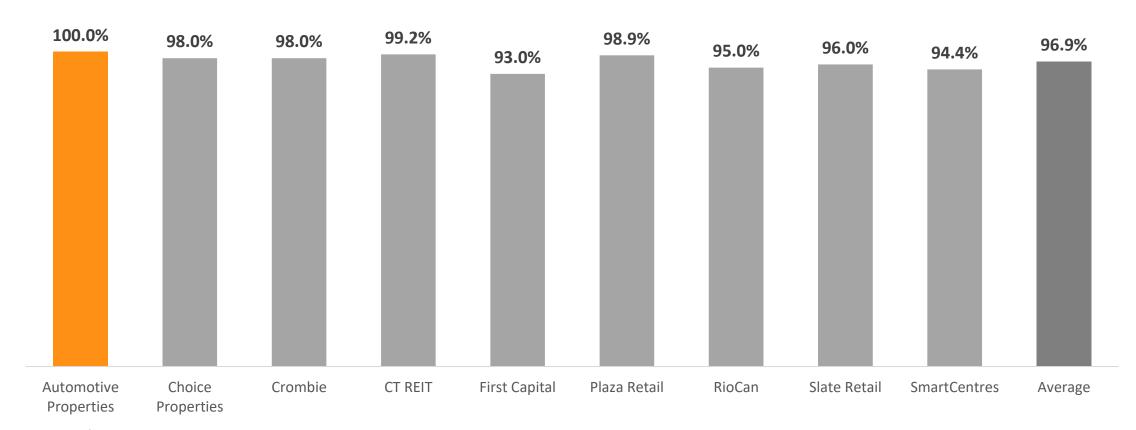
Temporary support for our tenants with no impact to distribution policy



# **Strong Rent Collection**



#### **Peer Rent Collection for Q4 2020**



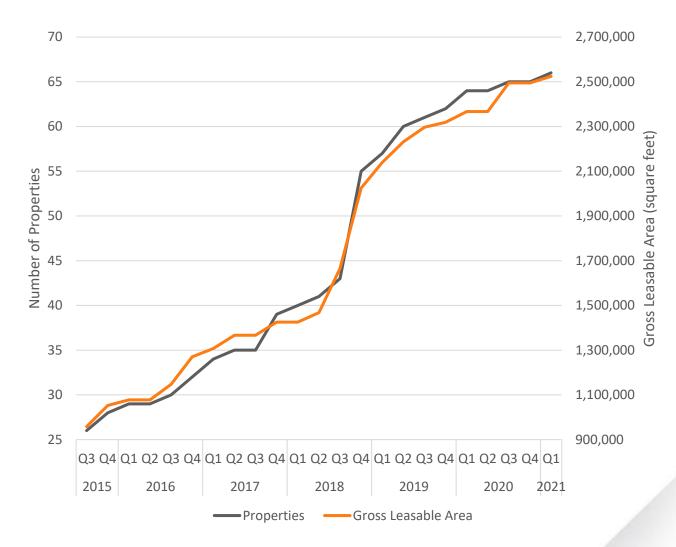
Source: Company filings



### Acquisition Growth (July 2015 IPO to Present)



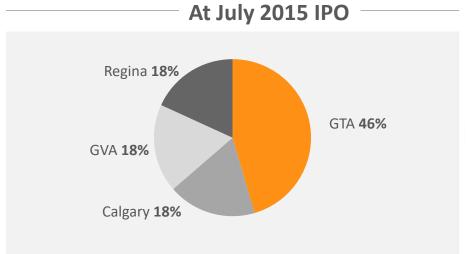
- 40 properties and three expansions
- ~\$530.2 million combined purchase price
- Added ~1.6 million square feet of GLA to portfolio
- Acquisitions indirectly funded by six fully-subscribed equity offerings totaling ~\$409.5 million
- Increased **brand**, **geographic** and **tenant** diversification
- Enhanced capital market liquidity
- Accretive to AFFO per Unit



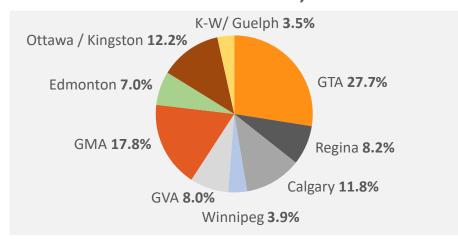
### **Portfolio Diversification & Growth**







As at Dec. 31, 2020



Tenants > Base Rent

Dilawri 100%

Dilawri 61.9%

**Investment Properties >** 

\$357.6 million

\$932 million<sup>1</sup>

Market capitalization >

\$180.0 million

\$555 million<sup>2</sup>

<sup>(1)</sup> As at Dec. 31, 2020

<sup>(2)</sup> As at April 1, 2021 (Includes Class B units)

### **Internalization**



#### **Termination of Administration Agreement with Dilawri**

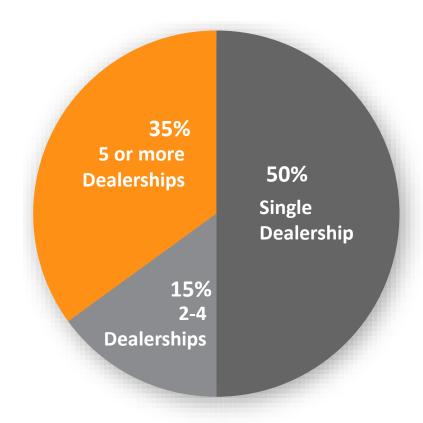
- REIT internalization became effective December 31, 2019
- The REIT's management, operating and support personnel now employed directly by the REIT
- Consistent with the REIT's stated strategy to pursue
   Internalization once it could be achieved on an economic basis
- No termination fees paid to Dilawri
- Strategic Alliance Agreement between the REIT and Dilawri remains intact



# Further Opportunity to Consolidate Highly Fragmented Industry



# Proportion of Canada's ~ 3,500 Auto Dealerships Owned by Size of Ownership Group<sup>1</sup>



#### 10 Dealership Groups: Approximately 11% of the Market

Company	Dealerships	% of Total
Dilawri Group (2) (3)	76	2.2%
AutoCanada <sup>(2) (3)</sup>	53	1.5%
Go Auto <sup>(2)(3)(4)</sup>	46	1.3%
Steele Automotive Group (2)	41	1.2%
Murray Auto Group <sup>(2)</sup>	33	0.9%
Gabriel-Prestige-President Group <sup>(2)</sup>	31	0.9%
Zanchin Automotive Group <sup>(2)</sup>	29	0.8%
Performance Group (2)	28	0.8%
Albi Group <sup>(2)</sup>	20	0.6%
O'Regan's Group <sup>(2)</sup>	20	0.6%
Top 10 subtotal	377	10.8%
Other	~ 3,123	89.2%
Total	~ 3,500 <sup>(1)</sup>	100.0%

<sup>(1)</sup> Source: DesRosiers Automotive Consultants Inc.

<sup>(2)</sup> Information based on publicly available information

<sup>(3)</sup> Denotes current tenants of the REIT

<sup>(4)</sup> Excludes collision centres and RV/Marine dealerships

### **Automotive Industry Developments & Evolution**



 373 new / refreshed /redesigned models planned for production by existing OEMs for 2019 – 2022

New entrants expected into NA market (China & India)

 Consumer buying habits being met by enhanced dealership e-commerce offerings and curbside pick-up and service

• Electric vehicles – low penetration, expected to increase

Implication on dealer infrastructure

- Automated vs. autonomous
  - Automated safety / technology expected to be regulated
  - Autonomous cultural shift
- Other influencers
  - Ride Sharing Platforms Uber, Lyft





### **Stable Growth Platform**











5.9 years

Weighted average term of fixed interest rates<sup>1</sup> (swaps)

3.76%

Weighted average fixed interest rate on debt<sup>1</sup> 91%

Portion of total debt at fixed interest rates<sup>1</sup>

> 80%

exposure to VECTOM markets<sup>1</sup>

12.5 years

Weighted average lease term<sup>1</sup>

1.1%

2020 Same Property
Cash NOI growth (excluding bad debt expense) as a result of contractual annual rent increases<sup>1</sup>

100%

Effective occupancy

43.2%

Debt to GBV 1

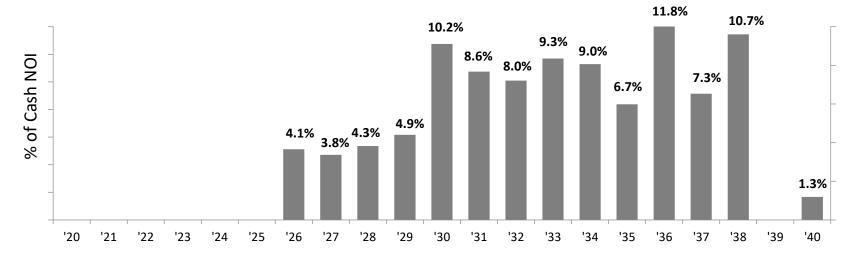
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# Strong Leasing Profile<sup>1</sup>



- Triple-net leases
- 96% of leases are indemnified by multi-brand, multilocation operators (e.g. AutoCanada, Dilawri Group, Go Auto and Pfaff Automotive Partners)
- Weighted average term of 12.5 years
- Fixed 1.5% annual rent escalator for the 35 Dilawri properties over the next 5.5 – 19.1 years

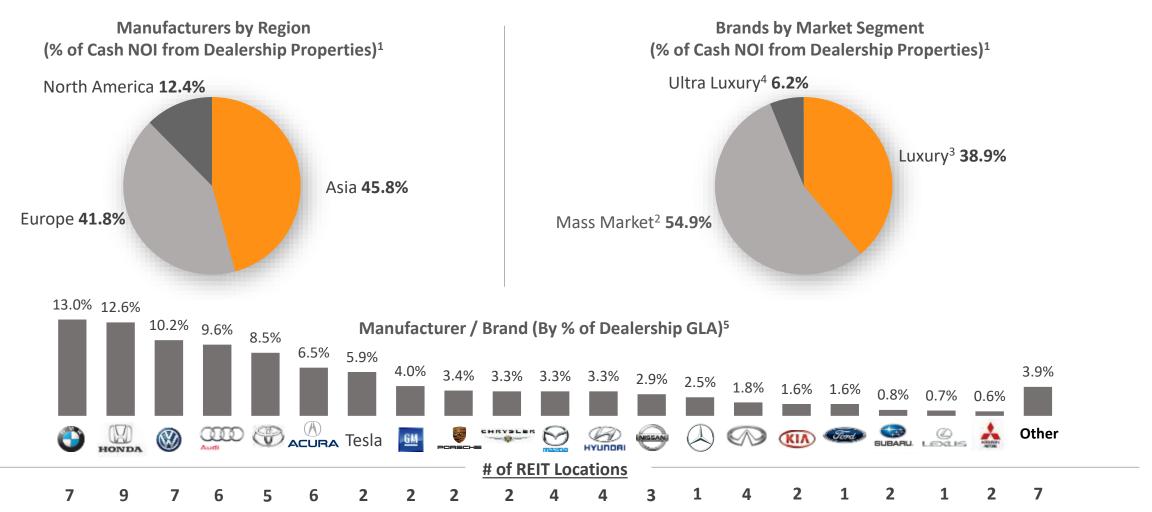
#### **Lease Maturity Schedule<sup>2</sup>**



- (1) As at Dec. 31, 2020. Excludes the Lexus Laval property that was acquired on March 1, 2021
- (2) Based on 12-month rolling average as at Dec. 31, 2020

# **Manufacturer / Brand Diversification**





- (1) As at March 23, 2020
- (2) Mass Market segment includes: Chrysler, Ford, General Motors, Kia, Nissan (including Nissan Infiniti), Honda, Hyundai, Mazda, Mitsubishi, Subaru, Toyota and Volkswagen
- (3) Luxury segment includes: Acura, Audi, BMW, Infiniti, Lexus, Mercedes-Benz and Tesla
- (4) Ultra-Luxury segment includes: Aston Martin, Bentley, Lamborghini, Land Rover, Lincoln, Porsche, Maserati and McLaren
- (5) As at Dec. 31, 2020

# **Debt Strategy**



- As at Dec. 31, 2020, the REIT had cash on hand of  $\sim$ \$0.3 million, undrawn credit facilities of \$59.4 million and nine unencumbered properties valued at \$150.5 million (10 unencumbered properties valued at \$165.3 million following the Lexus Laval property acquisition on March 1, 2021)
- Debt to GBV as at Dec. 31, 2020 was 43.2%, compared to 43.6% as at Dec. 31, 2019
- Proactively amended covenants to remove the cap on the REIT's distributions at 100% of AFFO payout ratio on a rolling four quarter basis<sup>1</sup>
- Certain credit facilities were increased and extended in Q4 2018 / Q1 2019, providing a well-balanced level of annual maturities
- With interest rate SWAPs, the weighted average term to maturity is approximately 5.9 years as at Dec. 31, 2020

At Dec. 31, 2020 (\$000s)	Maturity	Principal Amount	Effective Fixed Rate of Interest	Amount withdrawn against Revolving Credit Facility	Repayment
Facility 1 <sup>2</sup>	June 2023	\$202,086	3.73%	\$15,600 of \$30,000	Open
Facility 2 <sup>3</sup>	June 2024	\$95,403	3.52%	\$0 of \$15,000	Open
Facility 3 <sup>4</sup>	Dec. 2023	\$85,500	4.05%	\$0 of \$30,000	Open
Mortgages	Multiple	\$14,905	3.52%	n/a	Closed
Total/Weighted Average:		\$397,894	3.76%	\$15,600 of \$75,000	

<sup>(1)</sup> Please refer to the REIT's Q4 2020 MD&A.

<sup>(2)</sup> Facility 1 consists a non-revolving loan worth \$186.5 million and a \$30 million revolving credit facility (of which \$15.6 million was drawn as at Dec. 31, 2020)

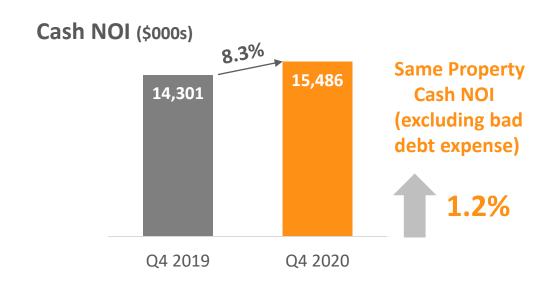
<sup>(3)</sup> Facility 2 consists of a non-revolving loan worth \$95.4 million, and a \$15 million revolving credit facility (of which nil was drawn as at Dec. 31, 2020)

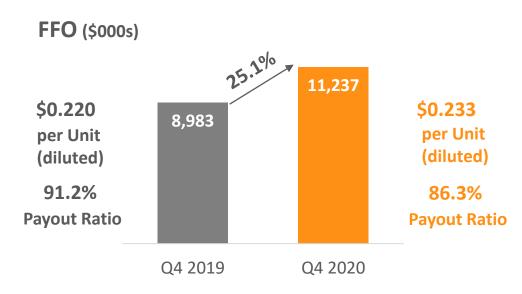
<sup>(4)</sup> Facility 3 consists of a non-revolving loan worth \$85.5 million, and a \$30 million revolving credit facility (of which nil was drawn as at Dec. 31, 2020)

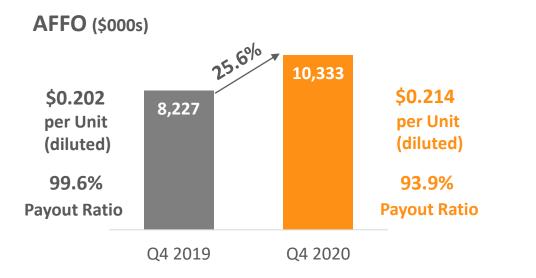


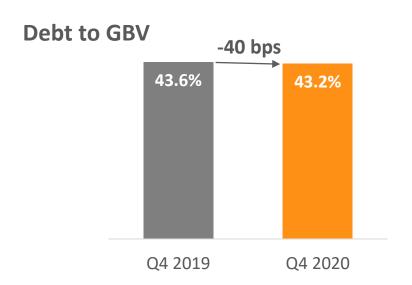
### Q4 2020 Financial Review











# **2020 Financial Review**



(\$000s, except per unit amounts and payout ratios)	12 months ended Dec. 31, 2020	12 months ended Dec. 31, 2019	Variance
Revenue from investment properties	\$ 75,124	\$ 67,580	11.2%
Cash NOI	60,400	53,844	12.2%
Same property Cash NOI <sup>1</sup>	50,842	50,273	1.1%
FFO	43,789	36,148	21.1%
AFFO	40,498	32,906	23.1%
Per Unit Amounts / Payout Ratios <sup>2</sup>			
Distributions	\$ 0.804	\$ 0.804	
FFO (diluted)	0.910	0.997	-0.087
AFFO (diluted)	0.841	0.908	-0.067
FFO payout ratio	88.4%	80.6%	7.8%
AFFO payout ratio	95.6%	88.6%	7.0%

<sup>(1)</sup> Excluding bad debt expense

<sup>(2)</sup> The declines in FFO per Unit and AFFO per Unit in 2020, along with the increases in the respective payout ratios, primarily reflect the deleveraging and enhancing of the REIT's liquidity position as a result of the issuance of 7,900,500 REIT Units in a \$92 million equity offering completed on December 23, 2019

# **Investment Highlights**



- APR a top performer in rent collection, solid growth in key performance metrics in Q4 2020
- Canadian automotive dealership industry proving its resilience as an essential business with increasing sales and service levels

Dealers have lowered operating expenses and leveraged e-commerce offerings

 APR's diversified lead tenants are well positioned to play a leading role in consolidating automotive dealerships in Canada

 High-quality portfolio of strategically located dealership properties across Canada, representing 32 global manufacturers / brands

 Long-term, triple-net leases with fixed rent escalators provide stable, predictable cash flows

Strong liquidity position





# **Appendix**

Automotive Properties REIT

# **Strong Majority Independent Board**



Name & Domicile	Principal Occupation
Louis Forbes Ontario, Canada	Former Senior Vice President and Chief Financial Officer, CT Real Estate Investment Trust
Patricia Kay Massachusetts, US	Former Senior Vice President, Dealer Finance – Bank of America Merrill Lynch
Milton Lamb Ontario, Canada	President & CEO of Automotive Properties REIT
Stuart Lazier Ontario, Canada	Chairman, Northbridge Investment Management Inc.
<b>John Morrison, </b> <i>Lead Trustee</i> Ontario, Canada	Former Vice Chairman, Choice Properties Real Estate Investment Trust
<b>Kapil Dilawri, Chair</b> Ontario, Canada	Co-founder, Vice President and Secretary of the Dilawri Group
James Matthews Ontario, Canada	Executive Vice President of the Dilawri Group

# MANAGEMENT & TRUSTEES FOCUSED ON LONG-TERM AFFO PER UNIT GROWTH AND SOUND GOVERNANCE

# **Acquisitions with Leading Dealership Tenants**





Porsche Centre / Jaguar Land Rover Edmonton, AB December 2015

\$23.0 million

Go Mazda
Edmonton, AB
March 2017
\$8.0 million

Edmonton, AB Edmonton, AB Edmonton, AB

**\$23.2 million** for three-property Portfolio (December 2017)





BMW Laval Sherwood Park VW Montreal, QC Edmonton, AB

**\$55.5 million** for two-property portfolio (Sept. 2018)

McNaught Cadillac St. James VW
Buick GMC Winnipeg, MB
Winnipeg, MB

**\$24.0 million** for two-property portfolio (March 2019)

Abbotsford VWGuelph HyundaiWellington MotorsAbbotsford, BCGuelph, ONGuelph, ON

**\$30.4 million** for three-property portfolio (June 2019)





9 Dealership Portfolio

Ottawa & Kingston, ON December 2018

**\$101.4** million for 303,817 SF across 6 properties occupied by 9 dealerships, and 5 properties designated for ancillary dealership services

#### **Tesla Service Centre**

Kitchener-Waterloo, ON February 2018 \$7.5 million

#### **Straightline Kia**

Calgary, AB
December 2019 **\$8.4 million** 

#### **Tesla Service Centre**

Laval, QC August 2020 \$13.5 million



#### **Pfaff Audi**

Vaughan, ON September 2016 **\$17.2** million





#### **Brimell Toyota**

Scarborough, ON December 2018 **\$26.0** million



# **Acquisitions with Dilawri as Operating Tenant**





**Mazda des Sources** 

Dorval, QC December 2017 **\$8.0** million





**Heritage Honda** 

Calgary, AB April 2017 **\$23.6 million** 





**Barrie Volkswagen** 

Barrie, ON March 2017 \$8.9 million



### Audi Barrie

Barrie, ON January 2016

January 2016 \$11.1 million



**Mercedes-Benz West Island** 

Dollard-des-Ormeaux, QC December 2016 \$20.3 million



# St. Bruno Audi & Volkswagen St. Bruno. OC

St. Bruno, QC December 2016 **\$14.3 million** 





**Toyota Woodland** 

Montreal, QC December 2015 \$7.2 million



#### **Country Hills Volkswagen**

Calgary, AB
June 2018
\$18.0 million



#### **Regina BMW**

Regina, SK February 2020 \$11.35 million





**Audi Queensway** 

Toronto, ON September 2019 \$36.5 million



#### **Acura North Vancouver**

North Vancouver, BC February 2020 **\$17.5 million** 



#### **Lexus Laval**

Laval, QC March 2021 **\$14.8 million** 



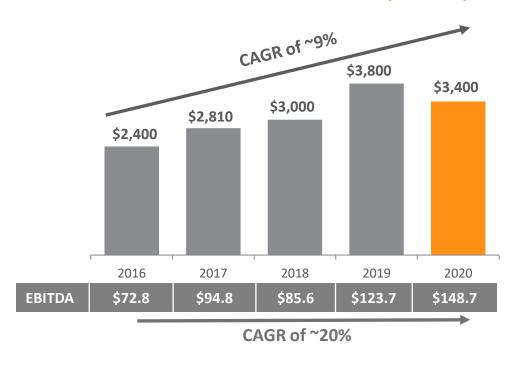
### **Dilawri Group**





- REIT has the first right to acquire from Dilawri development and acquisition pipeline
  - Historically, Dilawri has, on average, opened or acquired five new automotive dealerships per year, including two to three automotive dealership properties
- Pro forma adjusted rent coverage ratio of 3.7x as at Dec. 31, 2020 (LTM)
- Pro forma adjusted rent coverage ratio of 3.5x as at Dec. 31, 2019 (LTM)

#### **Dilawri 5-Year Historical Revenues (\$millions)**

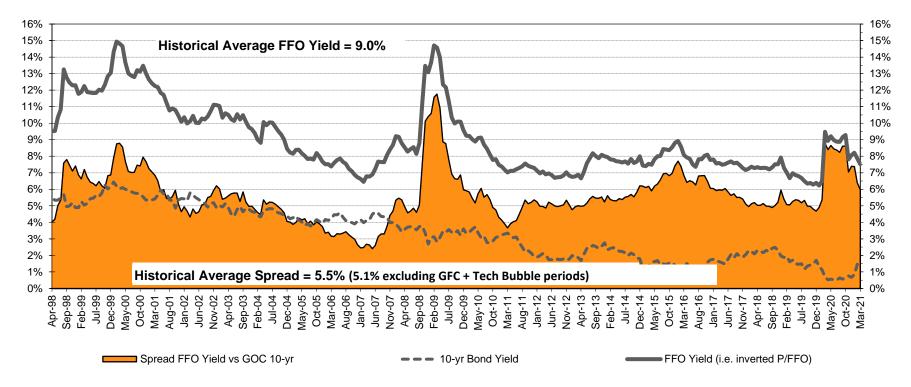


<sup>\*</sup> Dilawri financial information is not audited or reviewed

### REIT FFO Yield Versus 10-year Government of Canada Bond Yield<sup>1</sup>



 REITs/REOCs within TD Securities coverage universe currently trade at a 6.0% spread to the GoC 10-year bond yield, up 80 basis points from the 5.2% spread at the beginning of 2020, and the long-term average 5.1% spread (excluding the global financial crisis and tech bubble periods)

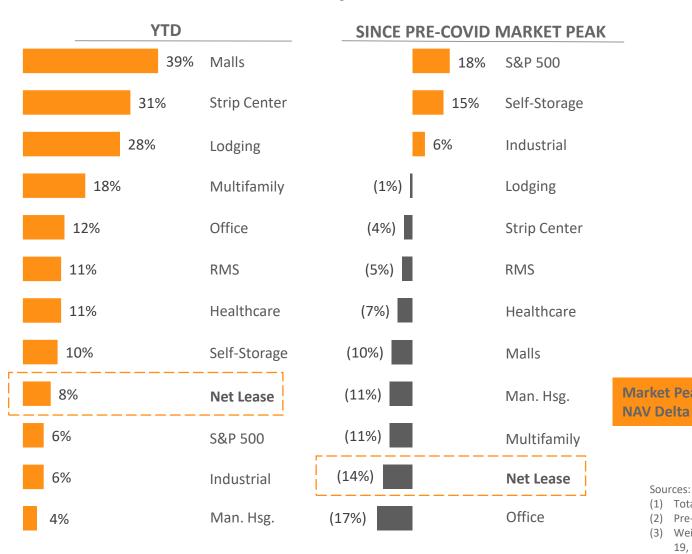


(1) Sources: TD Securities, ThomsonOne, Bloomberg

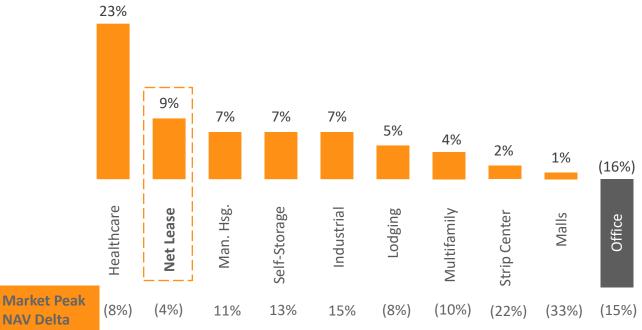
### Relative Performance of U.S. Net Lease REITs



#### **Total Returns by Asset Class<sup>1,2</sup>**



# Street Consensus NAV Premium / (Discount)<sup>2,3</sup>



#### Sources: FactSet, S&P Global

- (1) Total returns include change in share price and dividends using a weighted average by market cap
- (2) Pre-COVID market peak as of February 19, 2020
- (3) Weighted average of premium/discount to NAV based on market capitalization of the peer set as at March 19, 2021. NAV Delta represents average change in street consensus NAV estimates between pre-COVID market peak and current, weighted by market capitalization of the peer set

### **APR.UN Price Performance**



#### Twelve months ended April 1, 2021

