BTB

REAL ESTATE INVESTMENT TRUST

Management Discussion and Analysis

Fiscal year ending December 31, 2007

April 23, 2008

MANAGEMENT DISCUSSION AND ANALYSIS

INTRODUCTION

The purpose of this management discussion and analysis is to allow the reader to assess the operating results of BTB Real Estate Investment Trust ("BTB" or the "Trust") for the fiscal year ended December 31, 2007, as well as its financial position on that date. This management discussion, dated April 23, 2008, should be read together with the audited consolidated financial statements and the accompanying notes for the fiscal year ended December 3, 2007, since they contain all the important information available at the time of this report. The Trust's consolidated financial statements are prepared in accordance with generally accepted accounting principles ("GAAP") in Canada and results are reported in Canadian dollars unless otherwise stated. The Trust's fiscal year ends on December 31. Per unit amounts are calculated using the weighted average number of trust units outstanding for the fiscal periods and years ended December 31, 2007 and 2006. All financial information presented in this discussion is derived from the Trust's audited annual financial statements. These financial statements are available at www.sedar.com.

FORWARD-LOOKING STATEMENTS – CAVEAT

Certain statements contained in this discussion constitute forward-looking statements within the meaning of securities laws. Forward-looking statements may relate to the Trust's future outlook and anticipated events, the Trust's business and operations, its financial performance, its financial condition and its results. In some cases, they can be identified by terminology such as "consider," "expect," "will" (or other verbs in the future tense), "intend to," "forecast," "anticipate," "estimate," "continue," or other similar expressions concerning matters that are not historical facts. In particular, statements regarding the Trust's future operating results and financial performance and the Trust's objectives and strategies to achieve those objectives are forward-looking statements. These statements are based on certain factors and assumptions including expected growth, results of operations, performance forecasts, and business prospects and opportunities. While management considers these assumptions to be reasonable based on currently available information, they may ultimately prove incorrect. Words like "may," "could," "should," "prospects," "believe," "forecast," "anticipate," "estimate," "expect," as well as the use of conditional formulations or other similar expressions denote forward-looking statements. Forward-looking information is also subject to certain influences, risks, and uncertainties that could cause actual results to differ materially from what management currently expects. These factors, many of which are beyond the Trust's control, include developments in markets and competition, changes to the political or regulatory environment, including tax law, general business conditions, fluctuations in interest rates, our capacity to successfully bring to term the announced acquisitions (and to finance them adequately), the financial situation of our tenants, and our ability to fill vacant space. Therefore, future events and results may deviate significantly from what management currently anticipates. For more exhaustive information on these risks and uncertainties, we refer you to the section entitled "Risks and Uncertainties" found in the prospectus dated March 13, 2008. Forward-looking statements contained in this MD&A are based on management's current estimates, expectations, and projections, which management believes are reasonable as of the current date. You should not place undue importance on forward-looking information or rely on information past the current date. Except when compelled to by securities law, the Trust does not undertake to update or alter this information at any particular time.

NON-GAAP MEASURES

Funds from operations (“FFO”), adjusted funds from operations (“AFFO”), net operating income, property operating income, and distributable income are non-GAAP performance measures and do not have standardized meanings prescribed by GAAP. They are used by BTB to improve the investing public’s understanding of operating results and the Trust’s performance. “GAAP” denote the generally accepted accounting principles defined and issued by the Canadian Institute of Chartered Accountants, as in effect at the time a GAAP-compliant calculation is to be made.

Also, these measures may not be comparable to similar measures used by other issuers. However, BTB presents its FFO in accordance with the Real Property Association of Canada (REALpac) White Paper on Funds from Operations dated November 30, 2004, with revisions on February 1, 2007.

Securities regulation require that these measures be clearly defined, that they be readily comparable to similar measures that comply with GAAP, and that they not be assigned greater weight than measures that are compatible with GAAP.

FOURTH QUARTER HIGHLIGHTS

- **Revenue growth:** Rental income up 25% to more than $4.4 M for the fourth quarter. In accordance with current portfolio, annual income is estimated at $24.6 M.
- **Portfolio growth:** Acquisition of eight properties, among, which an important portfolio of industrial buildings in Cornwall, Ontario, representing an increase of the value of its portfolio to $183 M, and over 1.8 M square feet of rental space.
- **Increased cash generated from portfolio growth:** BTB's portfolio has generated cash of $1.2 M and distributable income of more than $1 M for Q-4 and respectively $3.1 M and $2.6 M for the year ended December 31, 2007.
- **Growth of adjusted funds from operations ("AFFO"):** A recurring AFFO of $1.5 M for Q-4, or $0.045 per unit. On an annualized basis, the estimated AFFO derived from the existing portfolio, as at December 31, 2007, is $0.18 per unit.

HIGHLIGHTS – SUBSEQUENT EVENTS

- **Further acquisitions:** In Q-1 of 2008, and as at the date of this MD&A, BTB has concluded the acquisitions of six additional properties at a total purchase price of $26 M adding approximately 250,000 square feet of rental space to its portfolio.
- **Continued growth:** BTB has concluded conditional offers for the acquisition of 22 additional properties for the coming months at an approximate purchase price of $108 M, which acquisitions could add approximately 1 M square feet to its portfolio.
- **Financial partners:** Closed a public offering raising over $13 M by issuing convertible debentures (series B) bearing interest at 8.5% annually.

BUSINESS OVERVIEW

BTB was established under a Trust Agreement for purposes of facilitating a qualifying transaction proposed by its predecessor company, Capital ABTB Inc. ("ABTB"). The qualifying transaction was effected by way of a plan of arrangement under section 192 of the *Canada Business Corporations Act* (CBCA) involving ABTB, BTB and TB Trust and the shareholders of ABTB, resulting in, among other things, all issued and outstanding shares being exchanged for units on the basis of the agreed exchange ratio. BTB began its real estate operations on October 3, 2006. BTB's units are traded on the TSX Venture Exchange under the symbol "BTB.un".

BTB is an unincorporated open-ended real estate trust formed and governed under the laws of the Province of Quebec pursuant to the Trust Agreement. BTB has acquired and owns commercial and industrial properties in primary and secondary markets and, for the time being, in geographical markets east of Ottawa.

OBJECTIVES AND BUSINESS STRATEGY

The objectives of BTB are as follows:

i) Cash distributions that are stable and increasing and fiscally beneficial;

ii) Grow the Trust's assets to increase distributable income and therefore fund distributions.

iii) Increase the value of its assets through dynamic management of its properties in order to maximize the long-term value of its units.

Strategically, BTB seeks to purchase properties with low vacancy rates, strong tenant quality, superior locations, low lease turnover potential, or properties that are well maintained and require a minimum of capital expenditures.

The following table provides a current summary of quarterly acquisitions since the inception of the Trust:

Acquisition period	Number of properties	Leasable Area (sq. ft)	Net Assets Acquired ($)
Q-4 2006	2	116,503	14,344,144
Q-1 2007	8	228,874	26,714,875
Q-2 2007	12	620,485	73,549,461
Q-3 2007	3	99,162	12,792,727
Q-4 2007[1]	7	798,178	54,891,482
Total as at December 31, 2007	**32**	**1,863,202**	**182,292,689**

(1) Net of the disposition of a property with an area of 14,004 square feet.

As at April 23, 2008, the Trust owns a high quality real estate portfolio comprising 38 buildings in Quebec and Ontario and representing a total leasable area of approximately 2.1 M square feet.

SELECTED FINANCIAL INFORMATION

The Trust began its real estate operations on October 3, 2006 at its initial public offering and with the conclusion of its qualifying transaction. Previously, the Trust's predecessor firm, Capital ABTB Inc. did not engage in real estate transactions as it was preparing to reorganize itself as a real estate investment trust. Therefore, any analysis comparing the financial position of the Trust as at December 31, 2007 or operating results of the Trust for the period ending on that date, with those of the previous period ending December 31, 2006 are bound to be relatively uninformative owing to the limited compatibility of the corresponding numbers and the short duration of the Fund's real estate activities for the year 2006.

Quarters and fiscal years ended December 31 (in dollars, except the ratios)	**Quarters**		**Fiscal years**	
	2007	**2006**	**2007**	**2006**
Operating income	**4,434,066**	302,896	**10,955,280**	302,896
Net operating income	**2,662,667**	207,510	**6,640,219**	207,510
Loss before future income taxes and discontinued operations	**(920,053)**	(179,374)	**(996,391)**	(461,125)
Net Loss	**(1,234,342)**	(179,374)	**(1,717,080)**	(461,125)
Recurring distributable income	**1,103,716**	(83,199)	**2,587,425**	(212,550)
Recurring funds from operations	**687,627**	(124,539)	**1,750,384**	(406,290)
Recurring adjusted funds from operations	**1,482,189**	(83,199)	**3,688,723**	(212,550)
Distributions	**2,278,237**	963,954	**7,390,101**	963,954
Debt ratio			**62.1%**	28.4%
Acquisition capacity (based on 70% leverage)			**22,000,000**	50,000,000
Real estate assets			**182,292,689**	14,271,855
Total assets			**191,007,431**	36,239,301
Mortgage loans			**103,943,246**	-
Convertible debentures			**10,788,691**	10,303,771
Equity			**60,085,685**	24,441,829
Per unit data:				
Recurring distributable income	**0.031**	N/A	**0.100**	(0.041)
Recurring FFO	**0.021**	N/A	**0.068**	(0.078)
Recurring adjusted FFO	**0.045**	N/A	**0.143**	(0.041)
Distributions	**0.070**	0.067	**0.280**	0.067

REAL ESTATE PORTFOLIO

Since its initial public offering on October 3, 2006, BTB has acquired thirty-three properties, at a total cost of approximately $186 M and representing a total leasable area of approximately 1.9 M square feet. In October 2007, BTB disposed of a property of approximately 14,000 square feet, yielding approximately $3 M of disposition proceeds.

BTB's Acquisitions 2006

Property name	City	Date acquired	Type	Leasable area (sq. ft)	Acquisition cost[1] ($)	Capitalization rate
2900 Jacques-Bureau	Laval, QC	October 3, 2006	Commercial	101,194	11,750,000	8.7%
2220 Lapinière	Brossard, QC	November 6, 2006	Mixed	15,309	2,275,000	8.4%

BTB's Acquisitions 2007

Property name	City	Date acquired	Type	Leasable area (sq. ft)	Acquisition cost[1] ($)	Capitalization rate
1125 St-Martin	Laval, QC	February 1, 2007	Commercial	9,723	2,380,190	9.4%[2]
4890–4898 Taschereau	Longueuil, QC	February 1, 2007	Mixed	38,730	4,697,300	9.4%[2]
7205 St-Jacques west	Montréal, QC	February 1, 2007	Commercial	25,392	3,096,470	9.4%[2]
3627–3645 des Sources	D.D.O., QC	February 1, 2007	Mixed	34,951	4,545,000	9.4%[2]
3781 des Sources	D.D.O., QC	February 1, 2007	Commercial	33,012	4,291,560	9.4%[2]
12055–12085 Laurentien	Montréal, QC	February 1, 2007	Commercial	30,752	1,419,000	9.4%[2]
1863–1865 Trans-Canada	Dorval, QC	February 1, 2007	Industrial	42,310	2,491,140	9.4%[2]
2004–2016 René-Laennec	Laval, (QC	April 4, 2007	Mixed	26,290	2,350,000	9.5%
1400–1440 Antonio-Barbeau	Montréal, QC	April 3, 2007	Mixed	82,020	4,000,000	9.5%
4105 Sartelon	St. Laurent, QC	April 24, 2007	Industrial	44,480	4,050,000	8.0%
100 de Montarville	Boucherville, QC	May 9, 2007	Office	24,399	3,015,000	8.3%
32 St-Charles	Longueuil, QC	May 9, 2007	Office	13,724	1,900,000	8.7%[3]
50 St-Charles	Longueuil, QC	May 9, 2007	Office	20,882	2,500,000	8.7%[3]
85 St-Charles	Longueuil, QC	May 9, 2007	Office	32,135	4,800,000	8.7%[3]

BTB's Acquisitions 2007 (continued)

Property name	City	Date acquired	Type	Leasable area (sq. ft)	Acquisition cost[1] ($)	Capitalization rate
2865 Portland	Sherbrooke, QC	May 25, 2007	Office	16,720	2,700,000	8.1%(4)
2059 René-Patenaude	Magog, QC	May 25, 2007	Industrial	19,292	2,315,000	8.1%(4)
1635–1645 King West	Sherbrooke, QC	May 25, 2007	Commercial	75,946	8,500,000	8.1%(4)
145 St-Joseph	St-Jean-sur-Richelieu, QC	June 13, 2007	Mixed	108,972	13,600,000	9.1%
Complexe de Léry	Trois-Rivières, QC	June 14, 2007	Office	155,625	21,200,000	8.5%
5810-5878 Sherbrooke	Montréal, QC	July 11, 2007	Office	37,673	6,500,000	8.5%
7001–7035 St. Laurent	Montréal, QC	September 20, 2007	Office	31,000	3,600,000	9.0%
2212–2226 Dollard	Lasalle, QC	September 26, 2007	Mixed	30,489	2,250,000	8.5%
2340 Lapinière	Brossard,QC	October 10, 2007	Commercial	19,082	3,500,000	8.5%
1001 Sherbrooke east	Montréal, QC	November 8, 2007	Office	127,502	14,150,000	8.2%
81–83 Turgeon	Ste-Thérèse, QC	November 8, 2007	Office	26,114	3,225,000	8.2%
705 Boundary	Cornwall, ON	November 15, 2007	Industrial	144,000	4,800,000	9.5%(5)
725 Boundary	Cornwall, ON	November 15, 2007	Industrial	170,800	4,700,000	9.5%(5)
805 Boundary	Cornwall, ON	November 15, 2007	Industrial	106,990	3,800,000	9.5%(5)
2901 Marleau	Cornwall, ON	November 15, 2007	Industrial	31,640	1,800,000	9.5%(5)
6655 Pierre-Bertrand	Québec, QC	December 20, 2007	Mixed	186,054	21,325,000	8.1%
Total				**1,863,202**	**177,525,660**	

(1) Excluding soft costs of acquisition
(2) These seven buildings were part of the same transaction at a purchase price of $25.8 M. One property has since been sold.
(3) These three buildings were part of the same transaction at a purchase price of $9.2 M.
(4) These three buildings were part of the same transaction at a purchase price of $13.5 M.
(5) These four buildings were part of the same transaction at a purchase price of $15.1 M.

BTB's 2007 Disposition

Property Name	City	Date of disposition	Type	Leasable Area (sq. ft)	Sale price	Capitalization Rate
Plaza St-Louis	Lachine, QC	October 10, 2007	Commercial	14,004	$3,050,000	9.3%

DESCRIPTION OF PROPERTIES FORMING THE PORTFOLIO

2900 Jacques-Bureau, Laval, Québec

This is a two-storey free-standing retail store completed in 2004 and leased to a single tenant, Germain Larivière Laval Inc., carrying on business as a furniture and electronic appliance retailer. Located in Laval, this building has a leasable area of 101,194 square feet. The size of the lot is approximately 200,000 square feet. The lease is for 15 years, expiring in November 2019. There are two renewal options for five years each.

2220 Lapinière Blvd., Brossard, Québec

The leasable area of this building is 16,208 square feet. Its principal tenant is a major Canadian bank. The building is located across from a major shopping center on the south shore of Montreal, and serves the local community. The land area is approximately 25,000 square feet and the building has one level of underground parking.

1125 Blvd. St-Martin East, Laval, Quebec

This is an approximately 9,700-square-foot building of leasable area that is entirely occupied by a large Quebec-based eyewear outlet. The building is strategically located on one of Laval's main commercial thoroughfares.

4890-4898 Taschereau Blvd., Longueuil, Quebec

This is a mixed-use building with approximately 39,000 square feet of leasable area. The main tenants are a major restaurant franchise and a well known eyewear retailer, both of which have long-term leases. The second floor is leased as office space by five different tenants, the main tenant is a neurology clinic .

7205-7235 St-Jacques Street West, Montreal, Quebec

Two commercial buildings are built on this property of approximately 25,400 square feet. The main tenant is a restaurant franchise which represents good revenue. This site represents growth potential for BTB. It is well located in a fast-growing retail sector promising long-term increase in cash flow. BTB will eventually be in a position to redevelop the site.

3627-3645 Des Sources Blvd., Dollard-des-Ormeaux, Quebec

This is a building of approximately 35,000 square feet of leasable area located on one of the main arteries in Montreal's West Island. The retail tenants benefit from good visibility. The second floor is leased as office space.

3781 Des Sources Blvd., Dollard-des-Ormeaux, Quebec

This building of approximately 33,000-square feet of leasable area, with a large parking lot, is fully leased to one tenant, a food retailer. The lease expires in 2013.

12055-12085 Laurentien Blvd., Montreal, Quebec

This small shopping centre, with approximately 30,750 square feet of leasable area, serves the local market and is strategically located close to a bridge that connects the islands of Montreal and Laval. This high-traffic site gives tenants commercial visibility.

1863-1865 Northern Service Road, Trans Canada Highway, Dorval, Quebec

This building, with high visibility on the Trans-Canada Highway, has an approximate area of 42,300 square feet of leasable area and is fully leased to two tenants. Both tenants have exercised their option to renew their lease, providing an increase in income of more than 10%.

2004-2016 René-Laennec Blvd., Laval, Quebec

This mixed-use commercial and office building has a leasable area of 26,290 square feet. It is the main commercial building in the area. Its main tenant is the Cité de la Santé Hospital. The building is fully leased.

1400-1440 Antonio-Barbeau Street, Montreal, Quebec

Centrally located on the island of Montreal and only a stone's throw from Marché Central, this concrete industrial and office building has a leasable area of 84,020 square feet and is fully leased. Management believes that it can eventually increase the value of the property by transforming it into an office building. The main tenants are Private Expression and Cindy Ann inc.

4105 Sartelon Street, Montreal (St. Laurent borough), Quebec

This building of 44,480-square-feet of leasable area was built in 1999. It is the Canadian head office and distribution facility of an international company operating in the environmental field. This building is built on a parcel of land of approximately 102,000 square-feet. This building is very well located in the Saint-Laurent industrial park, only minutes from main thoroughfares. A sale-leaseback was negotiated with the vendor, now the tenant, and the lease term is 10-years.

100 de Montarville Blvd., Boucherville, Quebec

Strategically located on one of the main boulevards in Boucherville and easy to access from all of the main thoroughfares on the South Shore of Montreal, this two-storey office building has a leasable area of 28,919 square feet and is 97% occupied by a number of tenants, including dentists, doctors, opticians, a large international insurance company and an accounting firm.

32, 50 and 85 St-Charles Street, Longueuil, Quebec

The leasable area of these three buildings located in Longueuil is 66,657 square feet. This acquisition represents a strategic concentration of office buildings in the heart of the area called "Old-Longueuil" which area is renowned for its business district where attorneys, bankers, and business leaders are officed . With 38 office tenants, these buildings provide a solid source of revenue to BTB.

2865-2885 De Portland Blvd., Sherbrooke, Quebec

This building, with a leasable area of 16,720 square feet and a 100% occupancy rate, is rented by the Government of Quebec under a long-term lease, ending in 2014. The building yields a steady revenue stream and provides a stable return on investment along with the possibility of expansion.

2059 René-Patenaude Street, Magog, Quebec

Located in the industrial sector of Magog, near Sherbrooke, this building has a leasable area of 19,292 square feet and a 100% occupancy rate. It houses the head office and distribution centre of a regional grocery store chain. Since the building, erected in 2005, occupies only 12% of the site, it could be expanded. The lease expires in 2015.

1635 and 1645 King Street East, Sherbrooke, Quebec

A major building located in a well-populated suburb of Sherbrooke. this building has a leasable area of approximately 74,692 square feet and a 96% occupancy rate. It houses a number of large tenants, including a major automobile parts dealer, a large bank and a drugstore. All of these major tenants have signed long-term leases with renewal options.

145 St-Joseph Blvd. East, Saint-Jean-sur Richelieu, Quebec

Les Halles St-Jean is a popular shopping destination in the St-Jean-sur-Richelieu area (a suburb of Montreal). The building comprises 108,972 square feet of leasable area devoted to retail and office space. An indoor retail shopping mall occupies roughly 62,000 square feet on the ground floor and its three floors, representing approximately 47,000 square feet of leasable area, are dedicated to office space. The shopping centre, which attracts both local and regional clients, has high customer traffic. Forty-five percent of revenues are generated by a bank, by a drugstore and by government offices. The building is fully leased and BTB believes it will be able to increase its rental revenue. The building could also be expanded, and this possibility is the subject of current analysis by management.

Complexe de Léry, Trois-Rivières, Quebec

Complexe de Léry inc. consists of two Class “A” office buildings located in downtown Trois-Rivières, with a total leasable area of 155,625 square feet. In this transaction, BTB acquired a 22,468-square foot lot (currently used for parking). These buildings benefit from excellent visibility and have easy access to Highway 40. The major tenants of the building include two large accounting firms, a well-known law firm, a governmental financial institution, the largest electricity distributor in North America, and a leading Quebec media company.

5810-5818 Sherbrooke Street East, Montreal, Quebec

Located on one of Montreal’s key arteries, these two office buildings have a leasable area of 36,400 square feet and are entirely occupied by large tenants, such as a CLSC (a medical clinic operated by the Government of Quebec), a branch of the National Bank of Canada, and the headquarters of the Fédération indépendante des syndicats autonomes. The average lease maturity is nine years.

2212-2226 Dollard Ave., Montreal (Lasalle borough), Quebec

Located on a commercial street in Montreal’s borough of Lasalle, this building has a leasable area of approximately 30,000 square feet and is fully leased. The main tenants are the Government of Quebec, an insurance company and an important call centre.

7001-7035 St-Laurent, Montreal, Québec

Located on one of Montreal’s main retail streets, this fully-leased three-storey office building has a total leasable area of 31,000 square feet. It is fully-leased to Transcontinental Inc. a well-known printing company with a long-term lease.

2340 Lapinière Blvd., Brossard, Quebec

This single-storey building includes a mezzanine and is located in Brossard on the South Shore of Montreal. This retail property has approximately 19,000 square feet of leasable area and is located on a lot of 79,573 square feet. It is occupied by a popular restaurant and a food retailer.

1001Sherbrooke Street East, Montreal, Quebec

In the immediate proximity of Montreal's entertainment district, this building of 127,502 squarefeet of leasable area is located on Montreal's main artery. It has over 15 tenants, including the Université du Québec à Montréal (UQAM) and specialized educational institutions.

81-83 Turgeon Street, Sainte-Thérèse, Quebec

Only a few minutes from Highway 15, this building is a familiar landmark in the local community. With approximately 26,114 square feet of leasable area of office space, it is entirely leased. It is home to a CLSC (a medical clinic operated by the Government of Quebec) and a large Canadian bank.

705 Boundary Road, Cornwall, Ontario

This 144,000 square-foot distribution warehouse with multiple tenants features a loading dock equipped with a platform for loading trains.

725 Boundary Road, Cornwall, Ontario

This distribution warehouse with multiple tenants consists of 170,800 square feet of leasable space. This building houses prime tenants, such as Purolator and Cornwall Warehousiing.

805 Boundary Road, Cornwall, Ontario

This building consists of a distribution warehouse with multiple tenants. Its leasable area is 106,990 square feet, and an adjoining lot provides opportunities for development. The building is rented to top-tier tenants such as Cornwall Warehousing and Canada Post.

2901 and 2905 Marleau Ave., Cornwall, Ontario

These two buildings are each leased to a single tenant (one building is used as office space and the other as industrial space) and consist of a total of 31,640 square feet of leasable area as well as additional space that currently serves as parking. The well-established tenants are SigmaPoint Technologies and a company affiliated with Westburne.

Place d'affaires Lebourgneuf, Phase I, 6655, Pierre-Bertrand Blvd., Québec City, Quebec

Located in the heart of the Lebourgneuf suburb of Quebec City, this two-storey building has retail tenants on the ground floor and some warehouse space and offices on the second floor. The building has approximately 186,000 square feet of leasable area, as well as over 470 parking spaces. There are more than 40 tenants, including the Government of Quebec, a mobile phone company, a company specialized in residential carpet cleaning, a financial institution, a company selling tools and compressors, a travel agency, and the office of a minister of the federal government.

Acquisitions concluded since December 31, 2007

Property name	City	Date acquired	Type	Leasable area (sq. ft)	Acquisition cost ($)(1)	Capitalization rate
2155 Crescent	Montréal, QC	January 18, 2008	office and retail	8,200	1,815,000	8.3%
1645 King west	Sherbrooke, QC	February 29, 2008	Office	60,631	6,300,000	8,5%
560 Henri-Bourassa west	Montréal, QC	March 26, 2008	Office	39,407	3,900,000	9,0%
3036–3084 De Chambly	Longueuil, QC	March 26, 2008	retail	41,724	4,675,000	8,5%
204 Montarville	Boucherville, QC	March 26, 2008	Office	29,882	4,250,000	8,4%
3685 Harvey	Chicoutimi, QC	March 26, 2008	Office	67,960	4,700,000	8.6%
TOTAL				**247,804**	**25,640,000**	

(1) Excluding soft costs related to the acquisitions.

Potential Agreements to Acquire Properties

BTB has entered into various conditional agreements to purchase additional commercial properties, all located in the province of Quebec. These conditional offers are for 22 buildings, representing the potential of an additional 1,000,000 square feet and an approximate total transaction value of $108 M before soft costs.

If BTB were to conclude these transactions, BTB would bring the total value of its properties to approximately $315 M since its IPO on October 3, 2006. However, there is no guarantee that BTB will complete any or all of these potential acquisitions.

PERFORMANCE INDICATORS

The following indicators are used to measure the financial performance of BTB:

- Net operating income: which provides an indication of the profitability of portfolio operations;
- Net operating profit margin: which provides an indication of the profitability of the Trust's operations;
- Distributable income per unit (recurring) which provides an indication of how the Trust will be able to fund its distributions;
- Funds from operations ("FFO") per unit (recurring): which provide an indication of BTB's ability to generate cash flow;
- Adjusted funds from operations ("AFFO") per unit (recurring), which takes into account rental fees and capital expenditures and which may vary substantially from one entity to the next;
- The debt-equity ratio: which is used to assess the financial balance of the Trust and its capacity for additional acquisitions.

More detailed definitions of each of these indicators are provided in the appropriate sections.

OPERATING RESULTS

Statement of Earnings

Summarized financial results for the periods and years ended December 31, 2007 and 2006 are as follows:

Quarters and fiscal years ended December 31 (in dollars)	**Quarters**		**Fiscal years**	
	2007	**2006**	**2007**	**2006**
Operating Revenues	**4,434,066**	302,896	**10,955,280**	302,896
Operating Expenses	**1,771,399**	95,386	**4,315,061**	95,386
Net operating income (1)	**2,662,667**	207,510	**6,640,219**	207,510
Interest income	**(46,125)**	(230,719)	**(483,165)**	(257,348)
Interest on loans and carrying charges	**1,500,943**	315,835	**3,888,281**	315,835
Amortization	**1,359,741**	114,617	**2,703,614**	114,617
Operating income (losses) from real estate assets	**(151,892)**	7,777	**531,489**	34,406
Trust-related administrative expenses	**514,259**	185,251	**1,247,519**	341,231
Unit-based compensation	**18,131**	1,900	**44,590**	154,300
Unusual Items	**235,771**	-	**235,771**	-
Net loss from continuing operations	**(920,053)**	(179,374)	**(996,391)**	(461,125)
Future income taxes	**(480,000)**	-	**(886,400)**	-
Net income from discontinued operations	**165,711**	-	**165,711**	-
Net Loss	**(1,234,342)**	**(179,374)**	**(1,717,080)**	**(461,125)**

(1) Net operating income and operating income from real estate assets consist of non-GAAP information and may not be comparable to similar measures used by other issuers. Net operating income and operating income from real estate assets should not be construed as alternatives to net income or cash flows from operating activities, which are calculated in accordance with GAAP.

They are, however, frequently used in the real estate industry to measure operational performance. We define “net operating income” as operating income before interest on loans, amortization of properties, deferred leasing costs, financing costs and other assets, other income, professional fees and Trust-related administrative expenses, unit-based compensation and future income taxes.

We define “operating income from real estate assets” as operating income before Trust-related administrative expenses, unit-based compensation and future income taxes.

Same-property portfolio

The Trust is unable to analyze the performance of its operating results on a same-property portfolio basis because its initial acquisitions of income-producing properties occurred during the last quarter of fiscal 2006. Consequently, any comparisons of operating results between fiscal 2007 and fiscal 2006 are essentially meaningless.

Operating Revenues

The Trust posted very impressive operating results during the fourth quarter of 2007. Its dynamic acquisition program, which continued throughout 2007, as well as the excellent performance of its existing portfolio, yielded significant growth in operating revenues.

BTB acquired eight properties and disposed of one property during the fourth quarter which ended December 31, 2007, for a net total of 30 properties acquired during the fiscal year 2007. Operating revenues include amortization of an adjustment for purposes of recording contractual rent payments on a straight-line basis and for purposes of allocating above-market or below-market rents, as demonstrated in the following table.

Operating Revenues

Quarters and fiscal years ended December 31 (in dollars)	**Quarters**		**Fiscal years**	
	2007	**2006**	**2007**	**2006**
Rental revenue on the basis of in-place leases	**4,697,780**	284,161	**11,530,047**	284,161
Deferred rental revenue as per straight-line method	**80,950**	18,735	**197,808**	18,735
Amortization of the value attributable to above- or below-market leases	**(344,664)**	-	**(772,575)**	-
Rental revenue from income-producing properties	**4,434,066**	**302,896**	**10,955,280**	**302,896**

On annualized basis and in accordance with the existing portfolio as at December 31, 2007, rental revenue from income-producing properties is estimated at $24.6 M.

Operating Expenses

Operating expenses are expenses directly related to real estate operations and are generally charged back to tenants as provided for by the leases. These expenses represented 39.9% of operating revenues for the fourth quarter, and 39.4% for the fiscal year ended December 31, 2007. BTB pays close attention to charging back operating expenses to tenants in accordance with the provisions of the leases. The small increase in the level of expenses relative to rental revenue over the course of the year is entirely attributable to the decline in the relative amount of revenue generated by the property 2900 Jacques-Bureau where a lease is in place whereby no operating expenses are assumed by the Trust.

The following table details the operating expenses for the quarters and fiscal years ended on December 31, 2007 and 2006:

Quarters and fiscal years ended December 31 (in dollars)	**Quarters**		**Fiscal years**	
	2007	**2006**	**2007**	**2006**
Operating Expenses				
- Operating costs	**644,835**	78,601	**1,799,796**	78,601
- Property taxes and utilities	**1,042,468**	8,135	**2,307,221**	8,135
- Property management expenses	**84,096**	8,650	**208,044**	8,650
	1,771,399	**95,386**	**4,315,061**	**95,386**
% of operating revenues	**39,9%**	**31,5%**	**39,4%**	**31,5%**

Net operating income

BTB's net operating income is 60.1% of operating revenues for the quarter ended December 31, 2007 and 60.4% for the fiscal year ended on that same date. The net operating income is not a recognized financial measure in GAAP, but it is nonetheless frequently used in the field of real estate to assess operational performance. We define it as operating income before interest on loans and other financial expenses, amortization of income-producing properties, intangible assets and other assets, amortization of deferred financing costs, Trust-related administrative expenses, unusual items, and future income taxes. This definition may differ from those used by other issuers, and therefore BTB's net operating income may not necessarily be comparable with theirs.

This performance indicator is particularly useful in comparison with the same-property portfolio of previous years, since it provides for transferring operating costs to clients and generating rent increases that exceed cost increases. Since BTB made its first acquisitions during the last quarter of fiscal year 2006, it will not be possible to use this ratio in the context of a same-property portfolio before 2008.

On an annualized basis and in accordance with the existing portfolio as at December 31, 2007, net operating income is estimated at $15.8 M.

Other revenues

Other revenues represent interest income derived from interest on funds raised from unit and convertible debenture offerings before the use of those funds to acquire properties.

Quarters and fiscal years ended December 31 (in dollars)	**Quarters**		**Fiscal years**	
	2007	**2006**	**2007**	**2006**
Interest income	**46,125**	**230,719**	**483,165**	**257,348**

Interest on loans

Interests on loans are generated by the following loans:

- Convertible debentures issued in the amount of $12,833,000 in October 2006, including the additional interest charges accrued to account for the increase in liability attributable to the convertible debentures.
- Mortgage loans contracted or assumed over the course of the fiscal year totalling approximately $105 M, used to finance acquisitions.
- Operating and acquisitions credit facilities contracted during the fiscal year to be used as needed.

Since BTB acquired 31 properties during the four quarters of fiscal year 2007, total interest on loans increased significantly. It represents 33.2% of rental income for the said fiscal year and 32.4% of rental income for the last quarter of 2007.

Quarters and fiscal years ended December 31 (in dollars)	**Quarters**		**Fiscal years**	
	2007	**2006**	**2007**	**2006**
Interest on mortgage loans	**1,161,817**	-	**2,564,682**	-
Interest on debentures	**257,660**	257,660	**1,030,640**	257,660
Interest on loans	**16,654**	-	**47,164**	-
Additional interest expense to account for the increase in liability attributable to the convertible debentures	**64,812**	58,175	**245,795**	58,175
	1,500,943	**315,835**	**3,888,281**	**315,835**

Amortization

All acquired properties are amortized on a straight-line basis over a period of 40 years. Deferred financing costs related to mortgage loans and convertible debentures are amortized using the effective interest method over the term of the related debt.

GAAP requires that the cost of purchasing a building be divided into tangible assets, to wit the land and the building, and intangible assets, namely lease origination costs and the value of client relationships. Intangible assets are amortized according to the term of the affected leases. The average term of the leases in place as at December 31, 2007 is approximately five years. The resulting amortization is thus accelerated relative to that of the buildings which, as previously mentioned, are amortized over 40 years.

Quarters and fiscal years ended December 31 (in dollars)	Quarters		Fiscal years	
	2007	**2006**	**2007**	**2006**
Income-producing properties	**653,966**	54,835	**1,617,563**	54,835
Deferred financing charges	**145,449**	59,782	**357,770**	59,782
Intangibles	**605,488**	-	**771,952**	-
Fixed assets	**695**	-	**2,184**	-
Minus: amortization related to discontinued operations	**(45,857)**	-	**(45,857)**	-
	1,359,741	**114,617**	**2,703,614**	**114,617**

Trust-related administrative expenses

Trust-related administrative expenses include compensation and fees paid to management and administrative staff, legal and accounting services, expenses relating to public trading of the Trust, insurance and office expenses.

Quarters and fiscal years ended December 31 (in dollars)	Quarters		Fiscal years	
	2007	**2006**	**2007**	**2006**
Trust-related administrative expenses	**514,259**	**185,251**	**1,247,519**	**341,231**

Unusual Items

During the last quarter of 2007, the Trust began the process of modifying its legal structure to ensure compliance with the new tax provisions related to real estate investment trusts. On December 20, 2007, new tax proposals were introduced that rendered futile the restructuring of the Trust. At the time of the Minister’s new tax proposal, the Trust had incurred appraisal and legal fees of approximately $235,771, which are therefore reported as unusual items.

Unit-based compensation

During the quarter and fiscal year ended December 31, 2007, BTB recorded unit-based compensation totalling $18,131 and $44,590 respectively, for options granted to employees and trustees. This compensation totalled $154,300 for the fiscal year ended September 31, 2006. The fair value of the options was calculated using the Black-Scholes option pricing model with the assumptions that are explained in Note 8 to the financial statements for the fiscal year ended December 31, 2007.

Future income taxes

For purposes of income taxes, the Trust qualifies as a “Mutual Fund Trust.” In keeping with the terms of the Trust Agreement, trustees intend to distribute or allocate all taxable income earned directly by the Trust to the unitholders and to deduct these distributions and allocations for income taxes.

a) New tax system
In the interest of tax fairness, the Canadian Department of Finance introduced measures into the tax act to provide for levying a tax on specified investment flow-through (“SIFT”) distributions in order to align the taxation of these entities more closely with that of companies. Bill C-52, which enacted these provisions, received royal assent on June 22, 2007. The new rules apply as of the 2007 taxation year, except in the case of SIFT Trusts that existed on October 31, 2006 and that comply with provisions governing normal growth for the transitional period ending in 2011. As at December 31, 2007, the Trust was in line with the provisions regarding normal growth.

b) REIT Exemption
The new tax system does not apply to SIFT Trusts that qualify as Real Estate Investment Trusts (“REIT”) for any given taxation year. Generally, a Trust based in Canada is a REIT if its activities consist of acquiring and managing real estate and if it complies with certain rules governing its assets and revenues.

On December 20, 2007, the Finance Minister proposed a draft of technical amendments designed to clarify the tax rules applicable to REITs. As at December 31, 2007, the Trust qualifies as a REIT, if the technical amendments of December 20, 2007 are considered.

In keeping with generally accepted accounting principles, the Trust has recognized future tax assets and liabilities with regard to temporary differences between the financial statement carrying amounts and the respective tax bases of its assets and liabilities. These differences are expected to be reversed in 2011 or thereafter. As at December 31, 2007, under these rules, the Trust had recorded a future tax liability of $583,700 in the consolidated balance sheet, future income tax expenses of $886,400 in the annual consolidated statement of earnings, and a future tax credit of $302,700 in the consolidated statement of unitholders’ equity.

This future income tax expense will be reversed when the draft of technical amendments of December 20, 2007 obtains royal assent in the House of Commons, provided that the Trust continues to meet the REIT eligibility conditions at that time. In the future the Fund’s trustees intend to ensure that these conditions are met on an ongoing basis.

Net Loss

Net losses amounted to $1,234,342 and $1,717,080 for the quarter and the fiscal year ended December 31, 2007, respectively. These losses are primarily attributable to the significant increase in the amortization of income-producing buildings, in particular the proportion of intangible assets (which has grown faster than rental income), to provisions for future income taxes (which are very likely to be reversed in coming quarters), and to unusual items.

The valuation of the amortization expense is based on the assumption that the value of buildings declines over the years. Reality tends to show, however, that their value trends upward over the years.

Quarters and fiscal years ended December 31 (in dollars)	**Quarters**		**Fiscal years**	
	2007	**2006**	**2007**	**2006**
Net Loss	**(1,234,342)**	**(179,374)**	**(1,717,080)**	**(461,125)**
Basic loss per unit	(0.038)	N/A	(0.067)	(0.090)
Diluted loss per unit	(0.033)	N/A	(0.055)	(0.090)

Segmented information

The Trust's operations pertain to three categories of real estate, located in Quebec and in Ontario. The following tables present the contribution to revenues, to net operating income, and to amortization of each of these categories of real estate for the quarter and fiscal year ended December 31, 2007.

Quarter ended December 31, 2007 (in dollars)	**Office buildings**	**Commercial buildings**	**Mixed and industrial buildings**	**Total**
Income from income-producing properties	1,799,619	730,874	1,903,573	**4,434,066**
Net operating income	890,350	650,376	1,121,941	**2,662,667**
Amortization of income-producing properties	268,676	104,637	234,796	**608,109**

Year ended December 31, 2007 (in dollars)	**Office buildings**	**Commercial buildings**	**Mixed and industrial buildings**	**Total**
Income from income-producing properties	3,436,186	2,981,161	4,537,933	**10,955,280**
Net operating income	1,757,712	2,364,853	2,517,655	**6,640,220**
Amortization of income-producing properties	504,581	491,939	575,188	**1,571,708**

Distributable income and distributions

Distributable income does not constitute financial and accounting information as defined by GAAP. It is, however, an information frequently used by income trusts. The definition of distributable income is contained in the Trust Agreement governing BTB and provides that 85% to 90% of annual distributable income must be distributed to unitholders.

Distributable income generally corresponds to net income as prescribed by GAAP, excluding amortization of real estate properties, amortization of adjustments to above-market (below-market) rents on acquisition, unit-based compensation expenses, amortization of deferred rental revenue subsequent to adjusting the leases using the straight-line method, and the provision for future income taxes.

The Trust began its operations on October 3, 2006. On that date, management agreed to pay a distribution of $0.28 per unit on an annual basis despite the fact that the Trust's operations and its real estate portfolio could not yet generate sufficient distributable income to cover monthly distributions.

Distributable income and distributions

Quarters and fiscal years ended December 31 (in dollars, except the ratios)	**Quarters**		**Fiscal years**	
	2007	**2006**	**2007**	**2006**
Net loss (GAAP)	**(1,234,342)**	(179,374)	**(1,717,080)**	(461,125)
+ Amortization of income-producing properties and intangible assets	**1,214,292**	54,835	**2,345,844**	54,835
+ Amortization of adjustment of above-market (below-market) rents	**344,664**	-	**772,575**	-
+ Increase in the liabilities component of debentures	**64,812**	58,175	**245,795**	58,175
+ Unit-based compensation expenses	**18,131**	1,900	**44,590**	154,300
+ Future income taxes	**480,000**	-	**886,400**	-
Deferred rental income accounted for using the straight-line method	**(80,950)**	(18,735)	**(197,808)**	(18,735)
- Gains on the disposal of property	**(28,662)**	-	**(28,662)**	-
Distributable income	**777,945**	**(83,199)**	**2,351,654**	**(212,550)**
+ Unusual Items	**235,771**	-	**235,771**	-
Recurring distributable income	**1,013,716**	**(83,199)**	**2,587,425**	**(212,550)**
Distributions to unitholders	**2,278,239**	963,954	**7,390,101**	963,954
Per unit data:				
- Distributable income	**0.024**	N/A	**0.091**	(0.041)
- Diluted distributable income	**0.024**	N/A	**0.091**	(0.041)
- Recurring distributable income	**0.031**	N/A	**0.100**	(0.041)
- Recurring diluted distributable income	**0.031**	N/A	**0.100**	(0.041)
- Distributions	**0.070**	0.067	**0.280**	0.067
Coverage of distributions to distributable income ratio	**34.1%**	N/A	**31.8%**	N/A
Coverage of distributions to recurring distributable income ratio	**44.5%**	N/A	**35.0%**	N/A

Recurring distributable income increased each quarter with the addition of accretive acquisitions. Thus, in the fourth quarter of 2007, over 44% of distributions were covered by recurring distributable income. For fiscal year 2007, over 35% of distributions were covered by recurring distributable income.

In accordance with “Amended National Policy 41-201”, promulgated by Canadian Securities Administrators, the Trust is required to reconcile distributable income (a non-GAAP measure) with cash flows from operating activities as shown in the financial statements.

The following table shows this reconciliation:

Quarters and fiscal years ended December 31 (in dollars)	**Quarters**		**Fiscal years**	
	2007	**2006**	**2007**	**2006**
Cash flows from operating activities (GAAP)	**1,941,862**	**182,701**	**4,257,740**	**(120,432)**
+ Future income taxes	**-**	-	**302,700**	-
- Amortization of deferred financing costs	**(145,449)**	(59,782)	**(357,770)**	(59,782)
- Amortization of fixed assets	**(695)**	-	**(2,184)**	-
- Property management expenses	**(301,761)**	-	**(713,233)**	-
- Change in non-cash working capital items	**(716,012)**	(206,118)	**(1,135,599)**	(32,336)
Distributable income	**777,945**	**(83,199)**	**2,351,654**	**(212,550)**

Funds from operations (FFO)

The notion of funds from operations (“FFO”) does not constitute financial and accounting information defined by GAAP. It is, however, a measurement that is frequently used by real estate companies and real estate investment trusts. The Real Property Association of Canada (REALpac) defines FFO as net income calculated in accordance with GAAP, excluding the amortization of income-producing property, and of deferred rental costs, gains or losses from the disposition of income-producing properties, and future income taxes. Our calculation method is consistent with the method recommended by REALpac, but may differ from measures used by other real estate investment trusts. Consequently, this method may not be comparable to methods used by other issuers.

FFO constitute a supplementary measurement of operational performance since it disregards the usual assumption that the value of real estate properties decreases over time in a foreseeable manner. Furthermore, it accounts for some elements included in net earnings, as determined by GAAP, which may not be best suited to evaluate a return, as an example, gains or losses from the disposal of income-producing properties.

The following table is a reconciliation between the net loss established under GAAP and the FFO for the quarters and fiscal years ended December 31, 2007 and 2006:

Quarters and fiscal years ended December 31 (in dollars)	**Quarters**		**Fiscal yeasr**	
	2007	**2006**	**2007**	**2006**
Net loss (GAAP)	**(1,234,342)**	(179,374)	**(1,717,080)**	(461,125)
+ Amortization of income-producing properties	**1,214,292**	54,835	**2,345,844**	54,835
+ Amortization of deferred rental costs	**20,568**	-	**28,111**	-
- Gains on the disposition of property	**(28,662)**	-	**(28,662)**	-
+ Future income taxes	**480,000**	-	**886,400**	-
Funds from operations	**451,856**	**(124,539)**	**1,514,613**	**(406,290)**
+ Unusual Items	**235,771**	-	**235,771**	-
Recurring funds from operations	**687,627**	**(124,539)**	**1,750,384**	**(406,290)**
Per unit data:				
- Funds from operations per unit	**0.014**	(0.010)	**0.059**	(0.078)
- Funds from operations per unit (diluted)	**0.014**	(0.010)	**0.058**	(0.078)
- Recurring funds from operations	**0.021**	(0.010)	**0.068**	(0.078)
- Recurring funds from operations (diluted)	**0.021**	(0.010)	**0.068**	(0.078)

In the fourth quarter of fiscal year 2007, the Trust posted positive recurring FFO of $687,627. It partially covered the Trust's distributions, which totalled $2,278,239 for the same period. This rapid growth of FFO resulted from the significant contribution of acquisitions made during the quarter and rigorous management of operations.

Adjusted Funds From Operations (AFFO)

The notion of adjusted funds from operations ("AFFO") is increasingly used by real estate companies and Real Estate Investment Trusts. It is an additional measure to assess the Trust's performance and its ability to maintain and increase distributions in the long term. However, AFFO do not have the meaning of a financial or accounting measure prescribed by GAAP. Our method of computing may differ from those used by other companies or real estate investment trusts and may not be used for comparison purposes.

BTB defines its AFFO as FFO adjusted to account for adjustments to leases in accordance with the straight-line method (deferred rental revenue), unrecoverable capital expenditures, the amortization of deferred financing costs and other assets, the amortization of above-market (below-market) rents, adjustments with regards to the liability component of convertible debentures, compensation expenses associated with purchase options, and unit-based property management expenses.

The following table provides a reconciliation of FFO and AFFO for the quarters and fiscal years ended December 31, 2007 and 2006:

Quarters and fiscal years ended December 31 (in dollars)	**Quarters**		**Fiscal years**	
	2007	**2006**	**2007**	**2006**
Funds from operations	**451,856**	(124,539)	**1,514,613**	(406,290)
- Deferred rental revenue	**(80,950)**	(18,735)	**(197,808)**	(18,735)
+ Amortization of above-market (below-market) rents	**344,664**	-	**772,575**	-
+ Amortization of deferred financing costs	**145,449**	59,782	**357,770**	59,782
+ Unit-based compensation expenses	**18,131**	1,900	**44,590**	154,300
+ Increase in the liabilities component of convertible debentures	**64,812**	58,175	**245,795**	58,175
+ Amortization of fixed assets	**695**	-	**2,184**	-
+ Unit-based property management expenses	**301,761**	-	**713,233**	-
Adjusted funds from operations	**1,246,418**	**(23,417)**	**3,452,952**	**(152,768)**
+ Unusual Items	**235,771**	**-**	**235,771**	**-**
Recurring adjusted funds from operations	**1,482,189**	**(23,417)**	**3,668,723**	**(152,768)**
Per unit data:				
- Adjusted funds from operations per unit (basic)	**0.038**	N/A	**0.134**	(0.059)
- Adjusted funds from operations per unit (diluted)	**0.038**	N/A	**0.133**	(0.059)
- Recurring adjusted funds from operations per unit (basic)	**0.045**	N/A	**0.143**	(0.059)
- Recurring adjusted funds from operations per unit (diluted)	**0.045**	N/A	**0.142**	(0.059)

RELATED PARTY TRANSACTIONS

Services and Asset Management Agreements

In October 2006, the Trust entered into two exclusive agreements with AMTB Management Inc. ("AMTB"), a corporation owned and controlled by Mr. Michel Léonard, which provides the services of Messrs. Michel Léonard and Peter Polatos as Trust officers. Both officers are trustees of the Trust and directors of AMTB. As compensation for their services, they receive an annual fee, payable monthly, equal to 0.225% of the adjusted cost base ("ACB") of BTB's assets and a fee equal to 0.375% of the ACB for each acquisition.

These fees are payable on each acquisition by means of Trust units. The agreements have a term of five-years and may be terminated with two years' notice. Under these agreements, property management expenses totalled $84,096 for the fourth quarter and $208,044 for the fiscal year 2007. An amount of $505,189 was also incurred as acquisition costs for income-producing properties purchased during the fiscal year ended December 31, 2007.

AMTB is also the asset manager of TB Trust pursuant to an asset management agreement (the "Asset Management Agreement") between TB Trust and AMTB. Under the terms of this agreement, AMTB is responsible for identifying and evaluating properties for potential acquisition by TB Trust and its subsidiaries, among other things. No fees are payable to AMTB under the Asset Management Agreement.

COMPARATIVE SUMMARY OF QUARTERLY RESULTS

BTB was created from a predecessor entity, ABTB. Following an initial public offering, BTB began its operations on October 3, 2006. BTB's comparative quarterly information reflects this situation, as follows:

(in dollars)	2007 Q-4	2007 Q-3	2007 Q-2	2007 Q-1	2006 Q-4
Rental revenue	4,434,066	3,560,196	2,048,948	912,070	302,896
Net operating income	2,662,667	2,158,900	1,231,578	587,074	207,510
Operating income from real estate assets	(151,892)	415,995	252,794	14,592	34,406
Income (loss) before future income taxes and continuing operations	(920,053)	186,062	79,907	(342,307)	(179,374)
Net income from discontinued operations	165,711	-	-	-	-
Net earnings (net loss)	(1,234,342)	36,062	(176,493)	(342,307)	(179,374)
Basic earnings (loss) per unit	(0.038)	0.001	(0.007)	(0.024)	(0.01)
Diluted income (loss) per unit	(0.033)	0.001	(0.007)	(0.024)	(0.01)
Recurring funds from operations (FFO)	687,627	845,074	422,289	(204,606)	(124,539)
Recurring FFO per unit – basic	0.021	0.026	0.022	(0.012)	(0.010)
Recurring FFO per unit – diluted	0.021	0.026	0.022	(0.012)	(0.010)
Recurring adjusted Funds From Operations (AFFO)	1,482,189	1,190,219	527,050	N/A	N/A
Recurring FFO per unit – basic	0.045	0.037	0.022	N/A	N/A
Recurring FFO per unit – diluted	0.045	0.032	0.018	N/A	N/A

BTB's operations, and its quarterly results, are generally not subject to seasonal influences, but they are affected by economic events and cycles of a local, national or international nature which may influence the demand for space and the level of interest rates. BTB's leases generally have provisions allowing rent increases to offset the effects of inflation on operating expenses.

CAPITAL RESOURCES

Selected balance sheet information follows:

(in dollars)	December 31, 2007	December 31, 2006
Real estate assets	**182,292,689**	14,271,855
Mortgage loans	**103,943,246**	-
Convertible debentures	**10,788,691**	10,303,771
Bank loans	**9,245,000**	-
Cash and cash equivalents	**6,170,554**	20,909,948
Unitholders' equity	**60,085,685**	24,441,829

The key changes to the balance sheet as at December 31, 2007 from the previous year stems from the acquisition of 31 properties as described under "Investment Activities", from obtaining mortgage financing and bank loans related to these acquisitions, and the closing of a private placement in the form of units of over $46 M.

Mortgage loans

As at December 31, 2007, the Trust's mortgage loans amounted to $104.7 M. As at December 31, 2006, the Trust had no mortgage loans. This increase is essentially attributable to the large number of acquisitions throughout the fiscal year. As at December 31, 2007, the weighted average interest rate of the mortgages was 6.13%. All mortgage loans bear interest at fixed rates and for a fixed term.

BTB attempts to spread the terms of its mortgages over many years in order to mitigate the risk associated with renewing them.

The following table presents the changes in mortgages payable during the fiscal year:

(in dollars)	$
Balance as at December 31, 2006	-
Contracted mortgage loans	83,325,000
Mortgage loans assumed with the acquisitions	21,768,773
Monthly principal repayments	(358,081)
Balance as at December 31, 2007	**104,735,692** (1)

(1) Before unamortized financing costs.

The net book value of the mortgaged properties was $170.1 M as at December 31, 2007.

Unamortized loan financing costs totalled $792,446 and are amortized under the effective interest method for the term of the loans.

The following table shows the mortgage loan repayments for upcoming years:

Years ended December 31 (in dollars)	**Yearly Principal repayments**	**Balance at maturity**	**Total**	**Weighted average interest rate on repayments (%)**
2008	1,246,452	-	1,246,453	6.53
2009	1,035,960	1,706,198	2,742,158	6.72
2010	884,959	-	884,959	6.13
2011	838,806	5,067,881	5,906,687	6.37
2012	1,841,022	47,280,678	49,121,700	6.38
2013	1,699,434	-	1,699,434	5.79
2014 and thereafter	2,766,947	40,367,354	43,134,301	5.78
Total			**104,735,692**	6.13
Minus: unamortized financing costs			792,446	
Financial statement balance as at December 31, 2007			**103,943,246**	

Convertible Debentures

In October 2006, the Trust issued subordinated unsecured convertible debentures in the amount of $12,883,000. Interest is at the rate of 8% and is payable semi-annually. The debentures mature in October 2011. Subject to certain terms and conditions, the debentures are convertible at the request of the holder after October 2008 at a conversion price per unit of $2.55 (the “Series A Conversion Price”).

The debentures are redeemable at the discretion of the Trust, subject to certain terms and conditions, after October 2008 and prior to November 2010, at a price equal to the principal amount thereof plus accrued and unpaid interest provided that the current market price of the units is at least 150% of the Series A Conversion Price and after October 2010, at least 125% of the Series A convertible price.

On the date of issue, the debentures were recorded in a $11,381,441 liability component and a $1,501,559 equity component of BTB.

Management considers the convertible debentures to be good long-term sources of capital, which could be issued at a lower cost than its units. As at December 31, 2007, the Series A debentures had a $2.55 conversion price compared to the closing market price for BTB’s units of $2.25.

Bank loans

During fiscal year 2007, BTB secured an acquisition facility of $50 M from a large finance company. This facility is renewable annually and bears interest at the Royal Bank of Canada’s prime rate plus 0.5%. The Trust may use this facility to fund its acquisitions while permanent mortgage funding is negotiated. As at December 31, 2007, $5.9 M of this facility was used to purchase real estate properties with a net book value of $9.8 M.

BTB also had an operations and acquisition credit facility of $4 M with a Canadian chartered bank. This credit facility, requiring no mortgage collateral and bearing interest at the bank's rate, matured on March 21, 2008 and was fully reimbursed. As at December 31, 2007, $3.3 M of this facility was used by BTB. Management recently renewed part of this facility for a period of one year.

Debt ratio

Under the terms of its Trust Agreement, the Trust loan to value ratio cant exceed 75% of the gross book value of its properties and other assets (excluding the face value of debentures). BTB intends to keep its loan to value ratio below 75% of its gross book value.

The following table presents the Trust's debt ratios and interest coverage as at December 31, 2007 and December 31, 2006.

(in dollars, except the ratios)	December 31, 2007	December 31, 2006
Mortgage loans	103,943,246	-,
Convertible Debentures	10,788,691	10,303,771
Bank loans	5,925,000	-
Total long-term debt	**120,656,937**	10,303,771
Gross book value of the Trust	**194,407,734**	36,294,136
Loan to value ratio	**62.1%**	28.4%
Loan to value ratio (excluding convertible debentures)	**56.5%**	0%
Additional acquisition capacity (loan to value ratio at 70% of gross book value)	**22,000,000**	50,000,000

According to the table above, the loan to value ratio as at December 31, 2007 was 62.1%, compared to 28.4% the year earlier. This increase is attributable to mortgage loans concluded following property acquisitions, and mortgages assumptions on acquired properties.

As at December 31, 2007, if the Trust were to reach its loan to value ratio of 70%, it could acquire over $22 M of properties. Nonetheless, the Trust Agreement allows a maximum level of the loan to value ratio of 75%.

Unitholders' Equity

On May 15, 2007, as part of a private placement, BTB issued 18,055,000 units at an agreed price of $2.55 for net overall proceeds of $43,551,440.

Under the services and asset management agreements entered into with AMTB, as described above, BTB paid fees in the form of trust units and, in the fourth quarter and the fiscal year ended December 31, 2007, issued 138,039 and 296,397 units, for a value of $301,701 and $721,883, respectively.

Unitholders' equity consists of the following:

(in dollars)	December 31, 2007	December 31, 2006
Trust Units	69,049,759	24,289,999
Unit Options	66,627	75,350
Equity component of convertible debentures	1,501,559	1,501,559
Cumulative loss	(2,178,205)	(461,125)
Cumulative distributions to Unitholders	(8,354,055)	(963,954)
	60,085,685	**24,441,829**

Trust Units

The following table summarizes units issued and the weighted number of units for the specified periods:

Quarter and fiscal year ended December 31, 2007 (in # of units)	**Quarter**	**Fiscal year**
Outstanding units, beginning of period	**32,503,265**	**14,269,907**
Units issued		
Private placement	-	18,055,000
Other issuances	88,176	246,534
Units issued upon exercise of options	100,500	120,500
Units outstanding, end of period	**32,691,941**	**32,691,941**
Weighted average number of units outstanding (basic)	**32,587,965**	**25,766,472**
Weighted average number of units outstanding (diluted)	**32,630,488**	**25,911,591**

The potential issuance of units under convertible debentures has an anti-dilutive effect on the calculation of the diluted net earnings per unit.

Unit Options

The Trust may grant options to its trustees, senior officers, investor relations consultants and technical consultants. The maximum number of units reserved for issuance under the unit option plan may not exceed 10% of the total number of issued and outstanding units. The trustees have and will set the exercise price at the time that an option is granted under the plan, which exercise price shall not be less than the quoted market price of the units, as determined under a related agreement. The options have a maximum term of five years from the date of grant.

Details of unit options granted during the reporting periods are as follows:

Quarter and fiscal year ended December 31, 2007	Quarter		Fiscal year	
	Unit Options	Weighted Average Exercise Price ($)	Unit Options	Weighted Average Exercise Price ($)
Outstanding, beginning of period	**2,318,000**	**2.58**	**878,000**	**1.94**
Granted	-	-	1,660,000	2.75
Exercised	(100,500)	-	(120,500)	1.00
Cancelled	(60,000)	-	(260,000)	2.15
Outstanding, end of period	**2,157,500**	**2.58**	**2,157,500**	**2.58**
Options vested as at December 31, 2007			497,500	2.06
Weighted average remaining term to expiry (years)				**4.25**

The purpose of granting unit options is to encourage the holder to acquire an ownership interest that increases over time and provides a financial incentive for the holder to consider the long-term interest of BTB and its unitholders. Options also serve as non-cash compensation, thus preserving the cash resources of BTB during its early years.

Diluted Capital Structure

The maximum number of units that would be outstanding if all convertible debentures were to be converted and all options were to be exercised is as follows:

(in # of units)	December 31, 2007	December 31, 2006
Units outstanding	32,691,941	14,269,907
Unit options	2,157,500	878,000
Convertible debentures Series A	5,052,157	5,052,157
	39,901,598	**20,200,064**

The potential issuance of units under convertible debentures has an anti-dilutive effect on the calculation of the diluted net earnings per unit.

SUMMARY OF CRITICAL ACCOUNTING ESTIMATES

BTB's significant accounting policies are described in Note 2 to the December 31, 2007 audited financial statements. Management believes that the accounting policies most affected by estimates and by management's discretionary decisions during the preparation of financial statements are outlined below:

Income property acquisitions

Management is required to allocate the purchase price of income property acquisitions to land, the value of building and leasehold improvements, tenant inducements and intangible assets, such as lease origination costs and the value of client relationships. Management uses estimates and judgment to determine the following:

- The fair value of land as at the acquisition date;
- The value of the replacement cost of buildings and leasehold improvements as of the acquisition date based on prevailing construction costs for buildings of a similar class and age;
- The value of deferred rental costs, including improvements made by in-place lessees according to estimates of prevailing tenant inducements, while accounting for the condition of tenants' premises and the remaining lease term;
- The value of lease origination costs, including leasing commissions, foregone rent and operating expenses recovered during an estimated lease-up period, based on estimates of the costs that would be required for the existing leases to be put in place under the same terms and conditions;
- The value ascribed to above- and below-market rents based on the present value of the difference between the rents payable under the terms of the in-place leases and estimated market rents;
- The value of client relationships, based on the net costs averted if the tenants renew their leases at the end of the existing term, adjusted for the estimated probability that the tenants will renew; and
- The fair value of debt assumed on acquisition by reference to market interest rates.

Such estimates of fair values and market interest rates could vary and affect reported financial results.

Amortization of income properties

Buildings and leasehold improvements are amortized on a straight-line basis over their estimated useful lives, not to exceed 40 years. A significant portion of the acquisition cost of each property is allocated to the building. The allocation of the acquisition cost to the building and the determination of the useful life are based on management's estimates. If the allocation to the building is inappropriate or the estimated useful life of the building proves incorrect, the calculated amortization will not be appropriately reflected over future periods.

Impairment of income properties

Under Canadian GAAP, management is required to write down to fair value long-lived assets that are determined to have been impaired. If events or circumstances indicate that the carrying value of an income property may be impaired, a recoverability analysis is performed based on the estimated undiscounted cash flows to be generated from the income property. If the analysis indicates that the carrying value is not recoverable from future cash flows, the income property is written down to its estimated fair value and an impairment loss is recognized.

Fair value of debentures payable

Management determines the fair value of BTB's debentures, interest on which is payable on a semi-annual basis. To do this, management uses internally developed models that are based on current market conditions. The process involves discounting future contractual payments associated with mortgage loans or debentures using current market rates. Market rates are determined by adding a credit spread to the published rates of Canadian government bonds with similar maturity dates to BTB's mortgages and debentures. The credit spread is estimated based upon experience in obtaining similar financing, and is also affected by current market conditions.

Unit option plan

The Trust has a unit option plan for senior officers, employees, and trustees. The fair market value method is applied to all compensation based on units. Compensation costs associated with remuneration based on granted units are recorded during the vesting period. The fair market value of the unit options and purchase warrants granted is estimated at the grant date by applying the Black-Scholes option pricing model. When unit options are exercised, the consideration received and the charges incurred on unit options are credited to the Trust units. Option and purchase warrant grants carried out under private placements or initial public offerings of units, are recorded as unit issuance costs.

CHANGES IN ACCOUNTING POLICIES

During the fiscal year ended December 31, 2007, BTB adopted new accounting standards issued by the CICA as follows:

Comprehensive Income

Section 1530 states that comprehensive income and its components should be presented in the consolidated financial statements with the same prominence as all other statements that form part of the consolidated financial statements. Comprehensive income is the change in an entity's net assets resulting from transactions, events and circumstances, except those resulting from investments by unitholders and distributions to unitholders.

Financial Instruments – Recognition and Measurement

Section 3855 establishes standards for recognizing and measuring financial assets, financial liabilities, and non-financial derivatives. These financial instruments must be classified in defined categories. This classification determines how each instrument is measured and how the related gains and losses are presented.

BTB has implemented the following classification:

- Cash and cash equivalents are classified as "Assets held for trading." They are measured at fair value and the resulting gains or losses from period-end revaluations are recorded in the consolidated statement of earnings.
- Accounts receivable are classified as "Loans and receivables." They are initially measured at fair value and subsequently measured at amortized cost using the effective interest method. For BTB, the measured amount generally corresponds to cost.
- Mortgage loans, convertible debentures, accounts payable, and accrued liabilities and distributions payable are classified as "Other financial liabilities." They are initially measured at fair value and

subsequently measured at amortized cost using the effective interest method. For BTB, the measured amount generally corresponds to cost.

The application of these new standards had no impact on BTB's consolidated financial statements.

Section 3055 also provides guidelines for the recognition of transaction costs incurred when issuing debt instruments. These transaction costs must now be deducted from financial liabilities and are amortized using the effective interest method over the expected life of the related liability. Following application of Section 3855, unamortized financing costs of $1,135,845 as at December 31, 2006, were reclassified as mortgage loans or convertible debentures, as applicable.

CONTROLS AND PROCEDURES

Our disclosure controls and procedures are designed to provide reasonable assurance that information required to be disclosed in reports is recorded, processed, summarized, and reported within the time periods specified under Canadian securities laws. The information is gathered and communicated to management to allow timely decisions regarding required disclosure.

Management is responsible for establishing and maintaining adequate internal control over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with GAAP.

A control system, no matter how well designed and operated, has inherent limitations and can only provide reasonable, not absolute, assurance that its objectives are met. Owing to inherent limitations in all control systems, and more specifically because of the size of BTB and its management team, it is impossible to provide absolute assurance that all situations needing to be subject to a control have been detected. These inherent limitations include (i) management assumptions and judgments that may later prove incorrect under other conditions or circumstances or (ii) the impact of isolated errors.

Management evaluated the effectiveness of the disclosure controls and procedures and the Trust's internal control over financial reporting as at December 31, 2007, pursuant to the requirements of Multilateral Instrument 52-109. During the fiscal year ended December 31, 2007, management continued to implement controls and procedures to remedy material weaknesses, inherent to its size, and will continue to improve the quality and reliability of its financial reporting.

RISKS AND UNCERTAINTIES

BTB and its properties are subject to the normal risks inherent in owning and managing real estate. Income properties are affected by general economic conditions, local real estate markets, supply and demand for leased premises, competition from other available premises, and various other factors. More specifically, during the normal execution of its operations BTB is subject to the following principal risks.

General business conditions

The interest rate, consumer spending, business investments, government expenditures, the level of activity and volatility of financial markets, and inflation—these are all factors that have repercussions on the business climate and economic conditions prevailing in the geographical sector in which BTB pursues its activities and earns its revenues.

Strategic implementation

Management's ability to accomplish its objectives and implement BTB's strategy has an impact on its financial performance. If the strategic goals are not realized, or if they are modified, this may have a negative incidence on the bottom line.

Acquisitions

Management regularly examines opportunities for strategic acquisitions within its sectors of operation, but there are no guarantees that BTB will be able to pursue its acquisition strategies on terms that comply with its investment criteria. Furthermore, there is no certainty that the anticipated strategic financial objectives or cost savings will materialize subsequent to the acquisitions. The return depends on management's ability to retain its clientele, and this may not always be the case.

Operational risks

All real estate investments entail some elements of risk. These investments are vulnerable to general business conditions, local real estate markets, the demand for rental space, competition from other vacant sites, and various other factors.

The value of owning and improving real estate holdings may also depend on the solvency and financial stability of the tenants and on the economic conditions under which they do business. If one or several of the major tenants, or if a large number of other tenants, are unable to honour their commitments at the end of their lease, or if it proves impossible to rent a substantial share of the vacant space under conditions that are economically favourable, the buildings will undermine the Trust's revenues and distributable income. However, this risk is somewhat mitigated by the diversification of BTB's portfolio, which allows it to maintain a consistent cash flow. This risk is further diminished by the fact that the average occupation per tenant on December 31, 2007 was approximately 7,700 square feet.

Debt and refinancing

The Trust is exposed to risks associated with debt financing, including the danger that it will be unable to refinance mortgage loans in place that are backed by its buildings, or that the terms of such a refinancing will be inferior to the current terms. The profitability of the Trust can be affected by interest rate fluctuations, since interest on loans makes up a significant expenditure associated with the ownership of real estate. BTB seeks to reduce interest-rate risk by spreading the maturities of its mortgage loans over several years and limiting, as much as possible, the use of variable-rate debt. As at December 31, 2007, none of BTB's long-term debt was variable rate.

Liquidity

Real property investments tend to be relatively illiquid, with the degree of liquidity generally fluctuating in relation to demand for and the perceived desirability of such investments. Such illiquidity may tend to limit BTB's ability to alter the composition of its portfolio quickly in response to changing economic or investment conditions. If BTB were obligated to liquidate a real estate holding, the proceeds might be significantly less than the recorded value of the said property.

Income available for distribution

A return on an investment in BTB units is not comparable to the return on an investment in a fixed income security. The recovery of an investment in units is at risk, and any anticipated return on an investment in units is based on many performance assumptions.

Although BTB intends to make distributions of a significant percentage of its available cash to unitholders, such cash distributions are not assured and may be reduced, suspended, or discontinued.

The ability of BTB to make cash distributions and the actual amount of cash distributed will depend upon, among other things, the financial performance of the properties in its portfolio, its debt covenants and obligations, its working capital requirements, and its future capital requirements. In addition, the market value of the units may decline for a variety of reasons, including failure of BTB to meet its cash distribution targets in the future, and such decline may be significant.

It is important for a person making an investment in units to consider the particular risk factors that may affect both BTB and the real estate industry in which BTB operates and which may therefore affect the stability of the cash distributions on the units.

The after-tax return from a unitholders' investment in units that is subject to Canadian income tax may consists of both a "return on" and a "return of" capital. That composition may change over time, thus affecting a unitholder's after-tax return. A return on capital is generally taxed as ordinary income, capital gains, or dividends in the hands of a unitholder. Returns of capital are generally tax-deferred and reduce the unitholder's cost base in the unit for tax purposes.

Market price of units

One factor that may influence the market price of the units is their annual yield. Accordingly, an increase in market interest rates may lead purchasers of units to expect a higher annual yield, which could adversely affect the market price of the units. In addition, the market price for units may be affected by changes in general market conditions, fluctuations in the market for equity securities, short-term supply and demand factors for real estate investment trusts, and numerous other factors beyond the control of BTB.

Potential unitholder liability

The "operating principles" section of the Trust Agreement provides that any document amounting to a real estate mortgage or a substantial obligation in the opinion of the trustees must contain terms limiting liability to the sole property of BTB, and specify that no remedy can be sought from the unitholders.

General uninsured losses

BTB carries comprehensive general liability, fire, flood, extended coverage, and rental loss insurance with policy specifications, limits and deductibles customarily carried for similar properties. There are, however, certain types of risks, generally of a catastrophic nature, such as wars, terrorism or environmental contamination, which are either uninsurable or not insurable on an economically viable basis.

Competition

To acquire the appropriate real estate investments, the Trust must compete with third parties seeking real estate investments similar to those of interest to the Trust. The increase in funds available for investments and growing interest in real estate investments could intensify competition for this type of investment and, consequently, result in rising purchase costs and, by extension, declining returns to these investments.

In addition, many other promoters, managers, and building owners are competing with the Trust to attract tenants. The presence of competing promoters, managers, and owners vying for the Trust's tenants could undermine the Trust's ability to lease its spaces and the rent it can charge, and by extension could reduce the Trust's revenues.

Government regulation

The Trust and its buildings are subject to various legal and regulatory provisions. Any change to these provisions having deleterious effects on the Trust and its buildings could have an impact on the Trust's financial results.

The assets and activities of BTB are not, in and of themselves, particularly risky. In keeping with the operating principles contained in its Trust Agreement, BTB conducts an environmental audit prior to each new property acquisition. In its leases, BTB stipulates that the lessee is obligated to operate its business in compliance with environmental protection laws, and that it is responsible for any damages ensuing from use of the leased space.

Income taxes

BTB qualifies as a mutual fund trust under tax law. Under the Trust Agreement, the Trust is obligated to distribute taxable gains to unitholders each year and is not, in general, taxed on these amounts. In order to maintain its current status, the Trust must comply with specific restrictions on its activities and investments. Any alteration to this status could potentially have far-reaching and serious consequences.

New tax regime

In the interest of tax fairness, the Canadian Department of Finance introduced measures into the tax act to provide for levying a tax on specified investment flow-through ("SIFT") distributions so as to align the taxation of these entities more closely with that of companies. Bill C-52, which enacted these provisions, received royal sanction on June 22, 2007.

In brief, a SIFT Trust is a Trust residing in Canada and whose investments are listed or negotiated on a securities exchange or another public market and which holds one or several non-portfolio assets.

The new rules apply as of the SIFT Trust's 2007 taxation year. However, SIFT Trusts that already existed on October 31, 2006 and whose future growth does not exceed a normal rate will benefit from a four year transition period before the new rules are applied.

REIT exemption

The new tax regime does not apply to SIFT Trusts that qualify as Real Estate Investment Trusts ("REIT") for any given taxation year. Globally, a Trust based in Canada is a REIT if it meets the following conditions: (i) the only "non-portfolio property" a REIT may hold is "qualified REIT property"; (ii) at least 95% of its revenue during the tax year must be from one or several of the following sources: rents from real and immovable properties, interest, capital gains from the sale of real and immovable properties, dividends and royalties, (iii) at least 75% of income for the taxation year is from one or several of the following sources: rents from "real and immovable properties" to the extent that these are located in Canada, mortgage interest on real and immovable properties located in Canada, and capital gains from the sale of real and immovable properties located in Canada, and (iv) total fair market value of the assets it owns, each of which being a real or immovable property located in Canada, a sum or, more generally, a claim on a government in Canada or some other public institution, at no point during the year falling below the 75% of the value of equity at a given moment.

Furthermore, these fiscal proposals, deposed on December 20, 2007, eliminated the structural requirements imposed on the Trust to retain its status as a REIT.

As at December 31, 2007, if the tax proposals of December 20, 2007 are adopted, BTB will be in full compliance with all requirements to qualify as a REIT. Consequently, the new tax rules targeted at SIFT Trusts will not apply to BTB.

The management of BTB intends to continue taking whatever steps are necessary to meet the conditions as required.

Recruitment of staff and managers

Competition is fierce in the area of hiring qualified staff and managers. If BTB is not able to attract and keep skilled employees and managers, this could have a significant negative incidence on its operating results and financial position, including on its competitiveness.

Procedure for dealing with potential conflicts of interest

There are conflicts of interest to which some trustees and officers of BTB are subject to in connection with the operations of BTB.

The Trust Agreement contains “conflict of interest” provisions that serve to protect unitholders without creating undue limitations on BTB. As the trustees may be engaged in a wide range of real estate and other activities, the Trust Agreement contains provisions, similar to those contained in the CBCA that require each trustee to disclose to BTB any interest in a material contract or transaction or proposed material contract or transaction with BTB (or an Affiliate of BTB). A trustee who has made disclosure to the foregoing effect is not entitled to vote on any resolution to approve the contract or transaction except in limited circumstances such as where the contract or transaction is one for indemnity under the provisions of the Trust Agreement or liability insurance. Each of Michel Léonard and Peter Polatos has disclosed in writing that he has an interest in any contract or transaction or proposed contract or transaction with AMTB and its affiliates, including the Management Services Agreement and the Asset Management Agreement.

The Trust Agreement further provides that the manager, a property manager, the trustees and officers of BTB (and their respective affiliates and associates) and the directors and officers thereof may, from time to time, be engaged, directly or indirectly, for their own account or on behalf of others including without limitation as trustee, administrator, manager, or property manager of other trusts or portfolios) in real estate investments and other activities identical or similar to and competitive with the activities of BTB and its Subsidiaries. The Contract of Trust further provides that neither the manager, a property manager, a trustee or officer of BTB, nor any of their respective affiliates or associates (or their respective directors and officers) shall incur or be under any liability to BTB, any Unitholder or any beneficiary by reason of, or as a result of any such engagement or competition or the manner in which such person may resolve any conflict of interest or duty arising therefrom.

As part of a real estate transaction, a compensation may be paid to AMTB (a corporation controlled by Mr. Michel Léonard), which provides the services of Messrs. Michel Léonard and Peter Polatos as officers to the Trust and /or directly to Messrs. Léonard and Polatos. In such transactions, Messrs. Léonard and Polatos will disclose their interest in the transaction and will not vote on the resolution of the trustees approving the transaction.