TRICON CAPITAL GROUP INC.

MANAGEMENT DISCUSSION AND ANALYSIS

AS AT MARCH 31, 2012

MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

1. INTRODUCTION

This Management Discussion and Analysis ("MD&A") at March 31, 2012 is provided as of May 8, 2012. It should be read in conjunction with the unaudited interim consolidated financial statements, including the notes thereto, of Tricon Capital Group Inc. ("Tricon" or the "Company") for the period ended March 31, 2012 (additional information relating to the Company is available at www.sedar.com) and the audited consolidated financial statements for the year ended December 31, 2011. These unaudited interim consolidated financial statements were prepared in accordance with International Financial Reporting Standards ("IFRS"), applicable to the preparation of interim financial statements under IAS 34 *Interim Financial Reporting*, consistent with the year ended 2011 and presented in Canadian dollars.

1.1 Forward-Looking Statements

This MD&A contains forward-looking statements with respect to expected financial performance, strategy and business conditions. The words "believe", "anticipate", "estimate", "plan", "expect", "intend", "may", "project", "will", "would" and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. These statements reflect management's current beliefs with respect to future events and are based on information currently available to management. Forward-looking statements involve significant known and unknown risk and uncertainties. Many factors could cause our actual results, performance or achievements to be materially different from any future forward-looking statements. Factors which may cause such differences include, but are not limited to, general economic and market conditions, investment performance, financial markets, legislative and regulatory changes, technological developments, catastrophic events and other business risks. The reader is cautioned against undue reliance on these forward-looking statements. Although the forward-looking statements contained in this MD&A are based upon what management currently believes to be reasonable assumptions, we cannot assure that actual results, performance or achievements will be consistent with such statements.

1.2 Overview

Tricon is an asset manager of funds which participate in the development of real estate in North America by providing financing (generally in the form of participating loans which consist of a base rate of interest and/or a share of net future cash flow) to developers. The Company focuses specifically on residential land development, single-family homebuilding and multi-family construction as well as retail development done in conjunction with residential projects.

As described in its short-form prospectus dated April 24, 2012, the Company's secondary focus will be the U.S. single-family home rental strategy. This new initiative for 2012 will require partnering with "best in class" local operators that would acquire, renovate, lease and manage U.S. single-family homes in distressed markets where the Company has extensive experience. The Company believes that homes can be purchased at meaningful discounts to peak pricing and replacement cost and even to current retail pricing through foreclosure and short sales and generate attractive yields from the rental, sale and future appreciation of these properties.

We measure the success of our business by employing several key performance indicators which are not recognized under IFRS. These indicators should not be considered an alternative to IFRS financial measures such as net income. Non-IFRS financial measures do not have standardized definitions prescribed by IFRS and are therefore unlikely to be comparable with other issuers or companies. The performance indicators used by the Company are defined in section 1.3 below.

1.3 Metrics of Our Business (including Non-IFRS Financial Measures)

Our financial success is dependent upon our ability to attract investors to the funds and to select successful, high-return projects for such funds. The management of these funds currently produces our four main revenue streams: (i) Contractual Fees, (ii) General Partner Distributions which are not contingent on the performance of the funds, (iii) Performance Fees, and (iv) Investment Income.

Contractual Fees are based on the capital committed to the funds and/or separate accounts during their respective Investment Periods. Thereafter, they are typically calculated on the lesser of: (i) the funds' capital commitment, and (ii) invested capital. Contractual Fees decline over time once the Investment Period expires and investments are realized.

General Partner Distributions are based on prescribed formulas within a fund's Limited Partnership Agreement and decline over time as investments are realized.

Performance Fees are also based on prescribed formulas within a fund's Limited Partnership Agreement and are earned after repayment to the limited partners of their capital and a predetermined preferred return. In the case of both funds and syndicated investments, Performance Fees are calculated and paid on each distribution subsequent to repayment of investor capital and the predetermined preferred return and are therefore largely earned towards the end of the fund's term. Performance Fees are largely dependent on investment performance and are only recognized when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the Company.

Investment Income will be earned from (i) investing the Company's cash balances into "warehoused" investments that will be offered to new funds upon their formation, (ii) investing directly into new funds or co-investing alongside investments within those funds or into separate accounts and (iii) investing directly into projects or partnerships other than those described in (i) and (ii). The Company has committed $20 million into newly formed Canadian fund Tricon XII Limited Partnership ("Tricon XII") and will be investing $25 million into future US distressed fund Tricon XI, L.P ("Tricon XI"). The Company will earn its pro-rata share of income from these investments, although it does not expect Investment Income to be a significant contributor to Total Revenues until the cash balances are substantially invested into the new funds/investments/partnerships and the new funds/partnerships commence investing into underlying projects.

Base Revenues are defined as including all income and fees earned other than Performance Fees and **Adjusted Base Revenues** are Base Revenues less Non-Recurring and Non-Cash items.

Assets Under Management ("**AUM**") is a key measure for evaluating Contractual Fees and General Partner Distributions. From time to time, new as well as existing investors, primarily institutional and a small proportion of high net worth investors, provide capital commitments to new Tricon-managed funds thereby increasing our AUM. In addition, investments in projects that are too large or investments that might lead to a heavy geographic or developer concentration in a fund are syndicated to existing institutional and/or high net worth investors and/or third parties, and such syndicated commitments also increase AUM. It should be noted that these syndicated commitments are above, or in addition to, commitments already made to the funds. Also, any investments too large to fit into a fund and/or which do not meet an active fund's investment criteria will be managed outside of funds as a "side-car" investment and/or a separate account and will increase AUM. After the expiry of the Investment Period, AUM decreases as fund capital and/or syndicated commitments and/or separate accounts are paid down through investment realization.

For reporting purposes, **AUM** is defined as capital commitments by investors in the funds managed by Tricon which are paying Contractual Fees, General Partner Distributions and include syndicated investment commitments and separate account commitments. During a fund's Investment Period, AUM is calculated as the capital commitment by the investors in the fund and related syndicated investments. After the expiry of the Investment Period, AUM is defined as the lesser of: (i) the fund's capital commitment and (ii) invested capital plus unfunded project commitments. AUM for syndicated investments and/or separate accounts is calculated as the capital commitment amount net of realized value.

Other key measures are "EBITDA", "Adjusted Base EBITDA" and "Adjusted EBITDA", and "Adjusted Net Income" with the second and third being the most relevant when evaluating performance.

EBITDA refers to Earnings before Interest Expense, Income Taxes, Depreciation and Amortization. EBITDA is a standard measure used in our industry by management, investors and investment analysts in understanding and comparing results. We believe this to be an important measure in assessing our ongoing business performance since it will provide a consistent business performance metric over time.

Adjusted Base EBITDA refers to EBITDA adjusted for Performance Fees, the Performance Fee-Related Bonus Pool and Non-Recurring items of the business. This is intended to provide a consistent business performance metric over time.

Adjusted EBITDA refers to Adjusted Base EBITDA plus Performance Fees earned less the Performance Fee-Related Bonus Pool.

Adjusted Net Income refers to Adjusted EBITDA after Amortization Expenses and Provision for Income Taxes.

In management's opinion, the Adjusted Base EBITDA, Adjusted EBITDA and Adjusted Net Income figures are useful measures of our performance as they exclude Non-Recurring and Non-Cash Items, including a significant Long Term Incentive Plan ("LTIP") expense. Please see section "3.2 Adjusted Financial Information" below for adjusted results and section "3.3 Net and Comprehensive Income (Loss)" for unadjusted or IFRS results and for reconciliation and explanation of adjustments made to IFRS measures.

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2. HIGHLIGHTS

2.1 Operations

- AUM for the quarter ending March 31, 2012 was $992,371,000 approximately $85.2 million higher than March 31, 2011 and approximately $28.3 million higher in comparison to December 31 2011, primarily as a result of the closing of new Canadian fund Tricon XII.
- Net and Comprehensive Income for the quarter ending March 31, 2012 was $243,000, approximately $438,000 higher than the corresponding period in 2011.Similarly basic and diluted Earnings per Share increased at March 31, 2012 to $0.01 per share compared to ($0.01) per share at March 31, 2011.
- Adjusted Base Revenues for the quarter ended March 31, 2012 ("Q1 2012") increased by $728,000 to $3,299,000 when compared to quarter ended March 31, 2011 ("Q1 2011) primarily as a result of the "catch-up" provision on prior year General Partner Distributions from Tricon XII.
- Similarly, Adjusted Base EBITDA for Q1 2012 increased by $610,000 to $1,709,000, Adjusted EBITDA for Q1 2012 increased by $517,000 to $1,709,000, and Adjusted Net Income for Q1 2012 increased by $451,000 to $1,109,000 when compared to the corresponding period in 2011.

2.2 New Funds

- Tricon XII, our largest Canadian managed fund to date, had a closing on March 22, 2012 with total fund commitments of $185,750,000, an increase of $45,740,000 over year ending December 31, 2011.
- We continue to move forward on due diligence with a large U.S. institutional investor with an initial close now anticipated for Tricon XI in Q2 2012. Fund raising efforts will continue with subsequent closings permitted for a period of one year from the date of initial closing.

2.3 Subsequent Events

- On April 13, 2012, the Company closed a separate investment account for approximately US$150 million (the "Transaction") with a large Canadian institutional investor to support the acquisition and development of the award-winning, 3,200 acre Cross Creek Ranch master-planned community in Houston, Texas ("Cross Creek" or the "Project"). The Company will commit approximately 10% of the required capital to the Transaction, with the balance being committed by Tricon's institutional partner and the developer of the Project. The Transaction will increase the Company's AUM to greater than $1.1 billion, representing an increase of approximately 20% in AUM since December 31, 2011.
- On April 27, 2012, the Company issued 12,937,500 common shares under a bought deal agreement at $4.00 per share for gross proceeds of $51,750,000. The Company plans to use the net proceeds from the offering of approximately $49,304,000 primarily for its US single-family home rental strategy.
- On May 8, 2012, the Board of Directors declared a dividend of 6 cents per share to shareholders of record on June 30, 2012 payable on July 13, 2012.

3. FINANCIAL REVIEW

Set out below is a comparative review of financial results for the three months ended March 31, 2012 with those for the three months ended March 31, 2011 and should be read in conjunction with the unaudited interim consolidated financial statements.

3.1 Investments

(Rounded to nearest thousands of dollars except per share amounts)

Selected Balance Sheet Information	March 31, 2012	December 31,2011
Total Assets	$ 56,679,000	$ 57,030,000
Total Liabilities	11,224,000	11,017,000
Equity	45,455,000	46,013,000

On March 26, 2012, the Company closed an US$11.2 million equity commitment to support the acquisition and development of a 60 acre mixed-use development site located a half mile south of the Dallas Convention Center in Dallas, Texas. Upon completion, the approximately $400 million project is expected to feature a mix of residential, commercial and retail uses in a transit-oriented and pedestrian friendly urban environment (the "Project"). The project will be warehoused until the closing of the new U.S, distressed investment fund, Tricon XI, at which point the investment would be offered to the fund at cost plus a 9% return on capital invested. At March 31, 2012, approximately US$4 million was funded under the commitment.

During Q1 2011, the Company's investment in Tricon XII was accounted for on a consolidated basis and therefore a Non-Controlling Interest fair value adjustment was recorded for the period March 23, 2011 to March 31, 2011 of $315,000.

3.2 Adjusted Financial Information

To facilitate a more meaningful comparison of the Company's results, management has prepared the Pro-Forma Adjusted Financial Information set out below to generate the key business performance metrics of Adjusted Base EBITDA, Adjusted EBITDA and Adjusted Net Income. In preparing these, management has eliminated Non-Recurring and Non-Cash Items (in particular, accrued LTIP expenses, Stock Compensation Expense as well as other Non-Recurring Expenses as shown in section "3.3 Net and Comprehensive Income (Loss)" below).

	As at			Increase	
	March 31, 2012	December 31, 2011	March 31, 2011	Quarter	Prior Year
Assets Under Management	$ 992,371,000	$ 964,108,000	$ 907,162,000	$ 28,263,000	$ 85,209,000

AUM increased for the quarter and over last year primarily as a result of new Canadian fund Tricon XII. This was offset by: (i) a reduction in the Tricon IX and X management fee base since the investment period for both funds ended (Tricon IX in January 2012 and Tricon X in April 2011) requiring the funds to switch from a fee based on committed capital to a fee based on invested capital, (ii) the successful realization of investments and related distributions to limited partners, and (iii) foreign exchange fluctuations. The US dollar was equal to CA$0.9975 at March 31, 2012 compared to CA$1.017 at the end of December 31, 2011 and CA$0.9696 at March 31, 2011. As a result of the reduction in Tricon IX and X AUM and the successful realizations aforementioned, Contractual Fees decreased for the quarter by $477,000 when compared to the corresponding period in the prior year as noted below. Note that AUM for December 31, 2011 was revised for comparative purposes to include unfunded project commitments of $20,301,000.

(Rounded to nearest thousand)

	For the Three Months Ended March 31		
	2012	**2011**	**Variance**
Contractual Fees	$ 1,871,000	$ 2,348,000	$ (477,000)
General Partner Distribution Tricon XII	1,228,000	17,000	1,211,000
Investment Income (Loss)	35,000	4,000	31,000
Other Revenue	165,000	202,000	(37,000)
Adjusted Base Revenues	**3,299,000**	**2,571,000**	**728,000**
Salaries and Benefits	936,000	900,000	(36,000)
Professional and Directors' Fees	246,000	294,000	48,000
General and Administration Expenses	209,000	178,000	(31,000)
Realized and Unrealized Foreign Exchange (Gain) Loss	320,000	377,000	57,000
Adjusted Base Operating Expenses	**1,711,000**	**1,749,000**	**38,000**
Adjusted Base Operating Income	**1,588,000**	**822,000**	**766,000**
Management Fee-Related Bonus Pool	(199,000)	(100,000)	(99,000)
Unrealized Foreign Exchange (Gain) Loss	320,000	377,000	(57,000)
Adjusted Base EBITDA	**1,709,000**	**1,099,000**	**610,000**
Performance Fees	-	187,000	(187,000)
Performance Fee-Related Bonus Pool	-	(94,000)	94,000
Adjusted EBITDA	**1,709,000**	**1,192,000**	**517,000**
Amortization	(290,000)	(305,000)	15,000
Income Tax Expense	(310,000)	(229,000)	(81,000)
Adjusted Net Income	**$ 1,109,000**	**$ 658,000**	**$ 451,000**
Adjusted Basic and Diluted Earnings Per Share	**$ 0.06**	**$ 0.04**	
Weighted Average Shares Outstanding	**18,230,471**	**18,240,871**	

The Contractual Fees decrease was fully offset by General Partner Distributions from Tricon XII, our new Canadian managed fund. General Partner Distributions for the quarter and year to date were $1,228,000 and increased by $1,211,000 since General Partner Distributions in the prior year only commenced on March 23, 2011 on the initial close of Tricon XII. Note that Q1 2011 General Partner Distributions for Tricon XII were adjusted for items related to the consolidation period eliminations which amounted to $17,000.

Investment Income increased by $31,000 for the quarter and year to date as a result of our investment in Canadian fund Tricon XII. The fair value of this fund will continue to increase as our commitment of $20 million to the fund is invested by Tricon XII.

Other Revenue consists of interest earned on cash deposits, cash equivalents, and long term investments as well as on temporary loans to funds. The decrease of $37,000 for the quarter and year to date is due to cash being invested in Tricon XII and Tricon XI warehoused investments, thereby reducing cash balances.

Salaries and Benefits increased in Q1 2012 compared to the corresponding period in the prior year by $36,000 and was a result of normal increases in base salaries.

Professional and Directors' Fees decreased in Q1 2012 compared to the corresponding period in the prior year by $48,000 to $246,000. The decrease was attributable to placement fees incurred for a new hire in Q1 2011.

General and Administration Expense increased in Q1 2012 compared to the corresponding period in the prior year by $31,000 to $209,000. The increase in the quarter was due to expenses incurred on the purchase and implementation of new software systems.

Unrealized Foreign Exchange Losses were incurred for Q1 2012 of $320,000 a decrease of $57,000 over Q1 2011. Foreign Exchange gains or losses are unrealized and occur from the translation of US fund Contractual Fees earned and held as cash for future investment. It should be noted that foreign exchange movements do not expose the Company to near term economic gains or losses since the Company does not convert the US Contractual Fees earned into Canadian dollars, which would crystallize the gains or losses. Instead, it retains the US dollars earned for investment in future US funds. Therefore, due to the nature of this item, its impact has been removed when calculating the Adjusted Base EBITDA, Adjusted EBITDA and Adjusted Net Income amounts set out above.

Therefore, for the reasons noted above Adjusted Base EBITDA increased in Q1 2012 by $610,000 to $1,709,000 when compared to the corresponding period in 2011.

Adjusted EBITDA in Q1 2012 was higher by $517,000 when compared to the corresponding period in 2011 as a result of the items mentioned above as well as lower Performance Fees. As mentioned in previous reports, there are expected to be no or minimal Performance Fees in 2012 when compared to 2011 as a result of the substantial completion of Canadian syndicated investments and the anticipated lag time before the realization of investments in the current active funds.

Finally, Adjusted Net Income in Q1 2012 was higher by $451,000 than the corresponding period in 2011 as a result of the factors mentioned above as well as the tax effect of certain adjustments, as described in section "3.3 Net and Comprehensive Income (Loss)".

3.3 Net and Comprehensive Income (Loss)

	For the Three Months Ended March 31		
	2012	2011	Variance
Total Revenues	$ 3,299,000	$ 2,741,000	$ 558,000
Total Expenses	(2,950,000)	(3,274,000)	324,000
Non-Controlling Interest Fair Value Change	-	315,000	(315,000)
Income Tax (Expense) Recovery	(106,000)	23,000	(129,000)
Net and Comprehensive Income (Loss)	**$ 243,000**	**$ (195,000)**	**$ 438,000**

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The following is a reconciliation of Net and Comprehensive Income (Loss) to Adjusted Net Income showing all Non-Recurring and Non-Cash adjustments.

	For the Three Months Ended March 31		
	2012	2011	Variance
Net and Comprehensive Income (Loss)	$ 243,000	$ (195,000)	$ 438,000
Adjustments:			
Long-Term Incentive Plan	433,000	625,000	(192,000)
Long-Term Incentive Plan Actual	-	(94,000)	94,000
Stock Compensation Expense	293,000	211,000	82,000
Formation Costs - New Funds	24,000	284,000	(260,000)
Realized and Unrealized Foreign Exchange (Gain) Loss	320,000	377,000	(57,000)
Consolidation Item - Non-Controlling Interest	-	(315,000)	315,000
Consolidation Item - Third Party General Partner Distributions	-	17,000	(17,000)
Total Non-Recurring and Non-Cash Adjustments	1,070,000	1,105,000	(35,000)
Tax Effect of Above Adjustments	(204,000)	(252,000)	48,000
Non-Recurring and Non-Cash Adjustments after Taxes	866,000	853,000	13,000
Adjusted Net Income (Loss)	$ 1,109,000	$ 658,000	$ 451,000

The Company is required under IFRS to estimate potential amounts payable pursuant to the Company's LTIP based on the estimated fair value of assets within funds managed by the Company at each reporting period, resulting in a LTIP expense for Q1 2012 of $433,000 in respect of potential future LTIP. It should be noted that LTIP is only paid when and if the corresponding Performance Fees are earned in the future. Accordingly, potential LTIP payments have been removed in calculating Adjusted Net Income above. However, LTIP payments made in respect of Performance Fees actually earned during the corresponding reporting periods are included in the determination of Adjusted Net Income. No LTIP payments were made in Q1 2012 (in Q1 2011 - $94,000).

It should be noted when reading the above analysis that the requirement to accrue the potential LTIP payments to employees *without recognizing the income that would have been earned by the Company to make those payments*, significantly decreased the Net and Comprehensive Income (Loss) for 2012 and the comparative period in 2011. In management's opinion, these expenses are neither indicative of the Company's current performance nor its future prospects. Adjusting Net and Comprehensive Income (Loss) for this item and other Non-Recurring and Non-Cash items generates the Adjusted Net Income amounts shown above – which are more indicative of the Company's performance. It should be noted that the LTIP payments will only be made if and when the corresponding Performance Fees are earned in the future.

Stock Compensation Expenses were incurred for stock options issued to employees in 2010 and 2011 and phantom units issued to employees at the end of 2011. No additional stock options or phantom units were issued during Q1 2012. This item has been removed from the Company's performance metrics due to its non-cash nature.

Formation Costs of $24,000 related to new US fund Tricon XI were expensed for the quarter and will be recovered on the initial close of the fund. During Q1 2011, Formation Costs of $284,000 were incurred for Tricon XII and were fully recovered from the fund at the end of the year. Since Formation Costs will be recovered in the future from the limited partners of the respective funds, they have been removed when calculating Adjusted Net Income.

Realized and Unrealized Foreign Exchange (Gain) Loss has been removed from Net and Comprehensive Income (Loss) to provide a clearer picture when evaluating Company performance metrics. Since US dollars are maintained and reinvested in US investments, currency gains or losses are not expected to be crystallized and this item has been removed when analyzing performance.

Tricon XII, the new Canadian fund currently being marketed by the Company had an initial close on March 23, 2011 with a direct commitment to that fund of $20,000,000 from the Company. New consolidation rules issued under IFRS 10 and early adopted by the Company changed the rules governing consolidation. This combined with the change of the Company's limited partnership interest from the new commitments closed on June 15, 2011 resulted in a change in the accounting treatment of Tricon XII from consolidation accounting to an investment in associate, recorded at fair value. As a result, the Company consolidated the Tricon XII financial statements for the period March 23, 2011 to March 31, 2011, and recorded a Non-Controlling Interest fair value adjustment related to its investment. The items making up the Non-Controlling Interest in Q1 2011 relate to third-party Formation Costs of $298,000 and General Partner Distributions of $17,000. Therefore, Q1 2011 General Partner Distributions for Tricon XII were adjusted for Non-Recurring items related to the consolidation period eliminations and amounted to $17,000. The Company's limited partnership interest was reduced from 29.1% to 14.3% on June 15, 2011 as a result of the second close and the accounting method changed from consolidation to investment in associate. The limited partnership interest was further reduced to 10.8% on March 22, 2012 on the closing of Tricon XII.

Please see "3.1 Adjusted Financial Information" above and "6. Fund Information" below for more detailed explanations.

3.4 Summary of Quarterly Results

The following quarterly information was taken from the Company's unaudited quarterly financial statements.

	For the Three Months Ended							
	31-Mar-2012	31-Dec-2011	30-Sep-2011	30-Jun-2011	31-Mar-2011	31-Dec-2010	30-Sep-2010	30-Jun-2010
Selected Income Statement Information								
Contractual Management Fees	$ 1,871,000	$ 2,315,000	$ 2,257,000	$ 2,212,000	$ 2,348,000	$ 2,413,000	$ 2,486,000	$ 2,492,000
General Partner Distribution	1,228,000	527,000	541,000	73,000	-	-	-	-
Performance Fees	-	-	5,000	119,000	187,000	658,000	236,000	538,000
Income (loss) from partnerships	35,000	(82,000)	(143,000)	(4,000)	4,000	7,000	4,000	2,000
Other Revenue	165,000	181,000	119,000	170,000	202,000	250,000	223,000	55,000
Total Revenues	**3,299,000**	**2,941,000**	**2,779,000**	**2,570,000**	**2,741,000**	**3,328,000**	**2,949,000**	**3,087,000**
Salaries and Benefits	1,135,000	1,047,000	1,210,000	1,066,000	1,000,000	991,000	939,000	1,122,000
Gifted Shares	-	-	-	-	-	-	-	5,041,000
Stock Compensation Expense	293,000	184,000	100,000	140,000	211,000	211,000	209,000	135,000
Long Term Incentive Plan	433,000	(257,000)	543,000	1,507,000	625,000	240,000	794,000	5,588,000
Professional and Directors Fees	246,000	295,000	170,000	308,000	294,000	322,000	293,000	219,000
Formation Cost	24,000	25,000	62,000	218,000	284,000	213,000	-	-
Discretionary Managament Bonus	-	-	-	-	-	-	-	704,000
General and Administration Expense	209,000	397,000	221,000	180,000	178,000	106,000	356,000	214,000
Amortization	290,000	350,000	351,000	307,000	305,000	306,000	304,000	294,000
Realized and Unrealized Foreign Exchange Gain (Loss)	320,000	467,000	(1,216,000)	23,000	377,000	112,000	46,000	(38,000)
Total Expenses	**2,950,000**	**2,508,000**	**1,441,000**	**3,749,000**	**3,274,000**	**2,501,000**	**2,941,000**	**13,279,000**
Income (loss) before non controlling interest and income ta	349,000	433,000	1,338,000	(1,179,000)	(533,000)	827,000	8,000	(10,192,000)
Non-controlling interest	-	-	-	616,000	315,000	-	-	-
Income (loss) before Income Taxes	349,000	433,000	1,338,000	(563,000)	(218,000)	827,000	8,000	(10,192,000)
Income Tax (Expense) Recovery	(106,000)	(178,000)	(345,000)	54,000	23,000	(321,000)	(162,000)	1,174,000
Net and Comprehesive Income (Loss)	**$ 243,000**	**$ 255,000**	**$ 993,000**	**$ (509,000)**	**$ (195,000)**	**$ 506,000**	**$ (154,000)**	**$ (9,018,000)**
Basic and Diluted Earnings per Share	**$ 0.01**	**$ 0.01**	**$ 0.06**	**$ (0.03)**	**$ (0.01)**	**$ 0.03**	**$ (0.01)**	**$ (0.80)**
Weighted Average Shares Outstanding	18,230,471	18,237,404	18,240,871	18,240,871	18,240,871	18,240,871	18,240,871	11,282,404

	For the Three Months Ended								
	31-Mar-2012	31-Dec-2011	30-Sep-2011	30-Jun-2011	31-Mar-2011	31-Dec-2010	30-Sep-2010	30-Jun-2010	31-Mar-2010
Adjusted Non-IFRS Measures									
Adjusted Base EBITDA	$ 1,709,000	$ 1,202,000	$ 1,089,000	$ 1,288,000	$ 1,099,000	$ 1,294,000	$ 1,278,000	$ 1,218,000	$ 1,343,000
Adjusted EBITDA	$ 1,709,000	$ 1,202,000	$ 1,091,000	$ 1,347,000	$ 1,193,000	$ 1,623,000	$ 1,396,000	$ 1,487,000	$ 1,678,000
Adjusted Net Income	$ 1,109,000	$ 608,000	$ 592,000	$ 681,000	$ 658,000	$ 910,000	$ 744,000	$ 358,000	$ 1,026,000
Adjusted Basic and Diluted Earnings per Share	**$0.06**	**$0.03**	**$0.04**	**$0.04**	**$0.04**	**$0.05**	**$0.04**	**$0.03**	**$0.13**

Contractual Fees and General Partner Distributions trended down slightly during the 2010 quarters, then recovered through 2011, and amounted to $3,099,000 at the end of Q1 2012. Part of this increase was a result of a "catch-up" on prior year fees of approximately $556,000 on new limited partners at final closing. If the "catch-up" is removed then Contractual Fees and General Partner Distributions remain consistent with prior quarters. Performance Fee trends are very volatile and dependent on fund and syndicated project performance.

LTIP which is determined on future Performance Fees and only payable when Performance Fees are received, along with other Non-Recurring and Non-Cash items make it difficult to analyze operations. Once the quarters are adjusted for these items then quarterly performance can be seen clearly. Therefore, Adjusted Base EBITDA, Adjusted EBITDA and Adjusted Net Income metrics have been presented above and show an improvement in performance this quarter by the Company due primarily to the closing of Tricon XII.

4. OTHER PERTINENT FACTS

4.1 Controls and Procedures

Pursuant to National Instrument 52-109 released by the Canadian Securities Administrators, the Company's CEO and CFO have evaluated the design of the Company's disclosure controls and procedures and the Company's internal controls over financial reporting for the period ended March 31, 2012. The CEO and CFO did not identify any material weaknesses in the design of the Company's system of internal controls over financial reporting.

During the quarter ended March 31, 2012, there were no changes to policies, procedures, and processes that comprise the system of internal controls over financial reporting that may have affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting. Such controls and procedures are subject to continuous review and changes to such controls and procedures, management resources and systems may be required in the future.

4.2 Liquidity and Capital Resources

We have historically generated positive cash flow from operations which has led to the Company not needing to borrow capital. Revenues are expected to continue to meet ongoing working capital needs and satisfy operating expenses in the short term, including any expenditure required to maintain corporate infrastructure and information systems.

There are no off-Balance Sheet financial arrangements. Long-term lease commitments for premises over the next 10 years are discussed below - See "Transactions with Related Parties" below.

On January 1, 2011 the Company successfully closed a US$10 million commitment in The New Home Company ("TNHC"), an Orange County, California-based homebuilding and land development company, of which US$7.7 million has been funded as at March 31, 2012. TNHC will use the new capital to expand homebuilding and land acquisition efforts throughout California. Tricon intends to warehouse the TNHC investment until the formation of its successor US distressed fund, Tricon XI, at which point the investment would be offered to Tricon XI at cost plus a 9% return on capital invested.

On March 26, 2012 the Company successfully closed a US$11.2 million commitment to Cadiz Riverfront Holdings LP in Dallas, Texas. Approximately US$4 million of this commitment had been advanced as at March 31, 2012 to this large scale mixed use land development project. Tricon intends to warehouse this investment until the formation of its successor US distressed fund, Tricon XI, at which point the investment would be offered to Tricon XI at cost plus a 9% return on capital invested.

In April 2012, the Company setup a US$7.7 million margin account with BMO Nesbitt Burns with the Company's investments in GICs and Government of Canada T-Bills (Bank of Canada) pledged as collateral to cover a temporary shortfall of US dollars required for the Cross Creek Ranch investment in Houston, Texas. This was repaid on May 2, 2012.

4.3 Transactions with Related Parties

Tricon has a 10 year sub-lease commitment on our head office premises with Mandukwe Inc. a company owned and controlled by a co-founder and current director of the Company. The annual rental amount is $43,000 plus common area maintenance costs and realty taxes. The lease expires on November 30, 2019.

During Q1 2011, the Company undertook an internal reorganization with respect to future funds to be raised. This resulted in the transfer of assets and liabilities related to management activities from Tricon Capital Group Inc. to a 100% subsidiary entity at book value with no impact on historical results and no gain/loss on transfer. Tricon Capital GP Inc. (the new subsidiary) acts as a trustee, manager, transfer agent and principal distributor for the various Tricon funds. This reorganization did not have any impact on the Company's consolidated financial position or performance.

Certain employees of the Company also own units, directly or indirectly, in the various Tricon funds as well as common shares of the Company.

Please refer to the Related Party Transactions and Balances note in the financial statements for further detail.

4.4 Dividends

On May 8, 2012 the Board of Directors declared a dividend of $1,870,000 (6 cents per share) to shareholders of record on June 30, 2012, payable on July 13, 2012.

4.5 Share Capital

On January 1, 2011, the authorized share capital of the Company was 18,240,871 common shares. On November 18, 2011, the Company announced its intention to buy back a portion of outstanding common shares under a Normal Course Issuer Bid ("NCIB") which resulted in the repurchase of 10,400 common shares during 2011. After giving effect to the transaction noted above, 18,230,471 common shares were outstanding as at March 31, 2012.

No additional stock options were issued during the quarter and total stock options outstanding at March 31, 2012 remain unchanged at 996,500. On May 19, 2011, 289,993 stock options were vested and exercisable and on August 3, 2011 23,833 additional stock options were vested and exercisable; however no options have been exercised at March 31, 2012.

The Company adopted a Phantom Unit Plan on May 18, 2011 after shareholder approval and in accordance with Toronto Stock Exchange (the "TSX") guidelines. The Plan will consist of a share based awards mechanism to attract, retain and motivate officers and employees of the Company and promote an alignment of interest between such persons and the shareholders of the Company. At March 31, 2012, 192,300 phantom units had been granted to employees.

Please see the unaudited interim consolidated financial statements at March 31, 2012 for further information.

4.6 Critical Accounting Estimates

Accounting policies are a critical part of the preparation of financial statements in accordance with IFRS and require us to make estimates and assumptions that affect all components of the Consolidated Balance Sheet and Consolidated Statement of Net and Comprehensive Income (Loss). Estimates and assumptions involve judgments based on available information; therefore, actual results or amounts could differ from estimates and the difference could have a material impact on the consolidated financial statements.

The determination of which entities to consolidate in accordance with the newly issued IFRS 10, Consolidated Financial Statements, which the Company elected to adopt early, requires analysis and judgment in respect of the individual facts and circumstances. Tricon XII which was launched in Q1 2011 was consolidated by the Company to June 14, 2011 since the Company's interest in the Fund was 29.1% to this date. On June 15, 2011 the Company's interest was reduced to 14.3% as a result of a second close on that date which changed the accounting treatment from consolidated subsidiary to investment in associate. The limited partnership interest was further reduced to 10.8% on March 22, 2012 on the closing of Tricon XII.

On March 26, 2012, the Company committed US$11.2 million to a Dallas, Texas investment for an 80% limited partnership interest in Cadiz Riverfront Holdings, LP. It was determined that consolidation of this entity was not required since an analysis of the control criteria indicated the Company had significant influence but not control.

The LTIP liability calculation requires the Company to estimate the fair value of Performance Fees that would be paid into the Performance Fee-Related Bonus Pool based on the estimated fair market value of assets within the funds managed by the Company at the reporting date. This requires significant estimates and assumptions regarding future cash flows and discount rates by project within the funds, as described in the "Fund Information" section below.

4.7 Future Accounting Standards

On May 12, 2011 the IASB issued IFRS 13, *Fair Value Measurement*, which defines fair value, provides guidance on how to determine fair value and requires disclosures about fair value measurements. IFRS 13 is effective for annual periods beginning on or after January 1, 2013. Earlier application is permitted. The Company did not adopt this standard as of March 31, 2012 and management continues to analyze its impact on the consolidated financial statements.

On June 16, 2011 the IASB issued an amended version of IAS 19, *Employee Benefits*, effective for annual periods beginning on or after January 1, 2013. The Company did not adopt this standard as of March 31, 2012 and management continues to analyze its impact on the consolidated financial statements.

On November 9, 2011 the IASB issued the first part of IFRS 9 *Financial Instruments* which covers the classification and measurement of financial assets that will replace IAS 39, Financial Instruments: Recognition and Measurement, effective for annual periods beginning on or after January 1, 2015. The Company did not adopt this standard as of March 31, 2012 and management continues to analyze its impact on the consolidated financial statements.

4.8 Risk Definition and Management

The Company has identified a number of risks and uncertainties that are related to our business.

Credit Risk is defined as the risk the Company will not be able to collect all the Contractual Fees or General Partner Distributions that it is entitled to, under the terms of the Limited Partnership Agreements entered into with the various funds we manage, because limited partners were unable to meet their commitments.

Liquidity Risk is defined as the risk the Company will not meet its financial obligations as they come due.

Market Risk is defined as the risk that the fair value or future cash flows associated with the funds that we manage will fluctuate because of changes in real estate market prices.

Currency Risk is defined as the risk that the fair value or future cash flows associated with our investment in US funds will fluctuate because of changes in foreign exchange rates.

Risk factors related to the Company include, but are not limited to: (i) difficult market conditions or changing real estate markets, (ii) inability to raise additional funds in a timely manner or at all, (iii) loss of key employees, (iv) limited flexibility or control over the properties that the funds invest in, (v) rapid growth in our AUM could adversely affect our investment performance, (vi) failure to execute our succession plan, (vii) competitive pressures, (viii) failure to manage risks (developer, environmental, market, financial) within each investment, (ix) employee error or misconduct, (x) failure to implement effective information security policies, procedures and capabilities, (xi) failure to maintain adequate insurance coverage, and (xii) failure to comply with government regulations. Managing all these risks that the Company is exposed to, described in greater detail in documents filed with SEDAR (www.sedar.com), is a significant senior management responsibility.

The above risk factors are mitigated to a large extent by senior management's direct involvement in the day-to-day operations of the business. Members of senior management meet regularly to address, among other things, business issues, to consider new risks to the business and to chart the direction of the Company in terms of new investments being considered, AUM, geographical focus and strategic direction. Information deemed critical to the ongoing monitoring of the Company's performance and key business metrics are accessible by management when considering operational plans or strategic directions. The Company's investment performance is monitored on an ongoing basis, including a review of trends and activity in real estate markets. The Company has a defined and controlled investment approach, which is the foundation of its investment philosophy and methodology for investing in real estate projects.

The Company also maintains a system of internal controls and procedures to safeguard assets, control expenses and to ensure that financial reporting is accurate and reliable. The Company believes that trust, integrity and professionalism are essential to the success of the business. Confidential account information is kept under strict control in compliance with all applicable laws and safeguarded from unauthorized parties. The Company has processes in place for succession planning and market based compensation policies to ensure the hiring and retention of highly qualified staff. Insurance policies are reviewed and maintained with adequate coverage on an annual basis.

4.9 Staffing

In early 2011, the Company hired an investment analyst and as a result does not anticipate the need to significantly increase the number of employees in the short term. As a listed issuer, additional expenditures may be required as a result of increased regulatory and accounting requirements and technological equipment and back-office systems may need to be upgraded. As the Company grows its separate accounts business and moves forward on its U.S single family rental strategy, additional investment professionals and administrative staff will be required to manage the business which in turn will increase future Salaries and Benefits, and General and Administration expenditures. Managing the costs of a growing Company will be integral to meeting our financial projections and achieving success as a public company.

5. RECENT EVENTS / BUSINESS OUTLOOK

5.1 Investment Activity

On April 27, 2012, the Company issued an additional 12,937,500 common shares at $4.00 per share for aggregate gross proceeds of $51.75 million under a bought deal agreement. The Company plans to use the net proceeds from the offering of approximately $49 million for its US single-family home rental strategy and potential future acquisitions, and for general corporate and working capital purposes. Please see the Short Form Prospectus filed on April 24, 2012 on SEDAR (www.sedar.com).

On April 13, 2012, the Company closed a separate investment account for approximately US$150 million with a large Canadian institutional investor to support the acquisition and development of the Cross Creek Ranch master-planned community in Houston, Texas. The Company committed US$14.4 million of the required capital and will fund this from current cash reserves. This is expected to increase Contractual Fees earned for 2012 and also increase AUM to over $1.1 billion.

In Q1 2012, additional amounts were committed by US distressed fund Tricon IX to finance a land development/house-building transaction in the Greater Bay area of Northern California which essentially committed all the remaining capital in Tricon IX after taking into account fund reserves and contingencies. Additionally, a $20,000,000 investment for a condominium project in the greater Vancouver area was approved for new Canadian fund Tricon XII reducing capital available for new projects to $109,000,000 (out of the $186 million committed to that fund) after fund reserves and contingencies.

In Q1 2012, we continued to seek suitable investments for the uncommitted capital in new Canadian fund Tricon XII, warehouse investments for future U.S. fund Tricon XI, as well as managing existing investments in predecessor funds. In Canada, we continue to limit the fund's investment activity to only prime development opportunities in Canada's major urban centers and have several probable deals in our pipeline; all of these potential transactions are (i) well located condominium projects with a below market land basis, and (ii) controlled by our local development partners through a land purchase contract or outright ownership. In the United States, given that the housing market remains depressed, we are concentrating on distressed investment opportunities primarily in desirable suburban single-family land and urban multi-family land in anticipation of a broader housing recovery by 2013/2014. In both Canada and the U.S, notwithstanding the disparate nature of the real estate markets in each country, we continue to see robust deal flow but are remaining very selective in our pursuit of investment opportunities. Please see "Fund Information" section below for further details.

5.2 Fundraising

Fundraising efforts are progressing for US distressed fund Tricon XI. A U.S. institutional investor continues to move forward with their legal due diligence process and we expect to have an initial close on the fund in Q2 2012.

It should be noted that the Limited Partnership Agreements for our funds allow for subsequent closings for up to one year after the initial close. In addition, Limited Partners admitted after the initial closing are required, inter alia, to pay Management Fees calculated as though they were admitted to the fund at the date of initial closing, the "catch-up" provision mentioned in 2.1 above.

As we reach out to a broader group of prospective investors in this extremely difficult fundraising environment, it is very evident that the use of the net proceeds from our 2010 IPO to significantly increase our co-investment in Tricon XI and XII has enhanced our fundraising capabilities. Specifically, Canadian fund XII at approximately $186 million is the largest Canadian fund ever raised by the Company. It is also evident in the extremely difficult fundraising environment in the US that access to additional co-investment capital will enable us to succeed where other general partners could fail.

6. FUND INFORMATION

The Company manages six active funds (TCC VI to Tricon X and new Canadian fund Tricon XII) and has also commenced marketing a prospective US distressed fund, Tricon XI. The funds provide financing to local development partners or operators to acquire, develop and/or construct primarily residential projects including multi-family construction, single-family land development and homebuilding. The funds also provide financing for retail development but this is typically done in conjunction with residential projects such as master planned communities or retail anchored, urban condos. Given the severity of the housing downturn in the US that occurred from 2006 through 2009, current fund Tricon IX provides (and successor US fund Tricon XI will provide) financing to local operators to enable them to acquire distressed residential assets mainly through the purchase of (i) discounted bank notes, (ii) REO property (i.e. property foreclosed on by banks), (iii) property in bankruptcy, and (iv) property from other distressed sellers. While we remain focused on residential real estate development, the Company is opportunistic in nature and, as such, our strategy related to geographic and product type allocation may shift from fund to fund.

The funds typically have a life of eight years with two one-year extensions available under certain circumstances and an Investment Period of three to four years. The manager of each of these funds, a wholly-owned subsidiary of the Company, earns Management Fees, General Partner Distributions (both of which are not contingent on fund performance) and Performance Fees if certain predetermined return thresholds are met. In addition, as a limited partner in Tricon XI and Tricon XII as well as future funds, the Company will earn it's pro rata share of income from co-investing in these funds. Contractual Fees are charged to limited partners based on the size of their commitment and typically range from 1% to 2% per annum. During the Investment Period, fees are charged on a limited partner's commitment. After the Investment Period, Contractual Fees are charged on the lesser of the limited partner's commitment and the outstanding invested capital. Contractual Fees decline over time once the Investment Period expires and investments are realized. General Partner Distributions are based on prescribed formulas within a Fund's Limited Partnership Agreement and also decline over time as investments are realized. Performance Fees are typically calculated as 20% of net cash flow and are paid after limited partners' capital together with a preferred return of 9% to 10%. The Performance Fee formula may also contain a "catch-up" provision which enables the manager (a wholly owned subsidiary of the Company) to earn a higher percentage of net cash flow as a Performance Fee until the ratio of the limited partner return (preferred return plus its share of net cash flow) to Performance Fees paid to the manager is 80/20, with Performance Fees reverting back to 20% of net cash flow thereafter.

A major factor determining the Contractual Fees to be ultimately earned by the Company is AUM. A summary of AUM by fund is presented below. Note that the comparative AUM for December 31, 2011 has been restated to include unfunded project commitments.

(in Canadian dollars unless otherwise noted)

				Fund Capitalization		Assets Under Management [3] (Canadian Equivalent) [2]			
Fund	Fund Currency	Initial Close	Investment Period End	Fund Currency [1]	Canadian Equivalent [2]	March 31, 2012	December 31, 2011 [4]	March 31, 2011	December 31, 2010
TCC VI	CA	June-2004	March-2007	95,703,000	95,703,000	68,353,000	68,353,000	68,589,000	68,383,000
TCC VII	US	September-2004	March-2007	247,200,000	246,582,000	228,053,000	232,511,000	221,770,000	227,488,000
Tricon VIII	CA	October-2005	June-2008	101,124,000	101,124,000	77,617,000	80,208,000	101,079,000	101,124,000
Tricon IX	US	May-2007	January-2012	331,775,000	330,946,000	326,996,000	337,415,000	321,689,000	329,983,000
Tricon X	CA	April-2008	April-2011	85,362,000	85,362,000	79,128,000	79,128,000	85,362,000	85,362,000
Tricon XII	CA	March-2011	March-2014	185,750,000	185,750,000	185,750,000	140,000,000	68,750,000	-
Syndicated Investments	US		--	14,900,000	14,863,000	998,000	1,017,000	14,447,000	14,820,000
Syndicated Investments	CA		--	65,606,000	65,606,000	25,476,000	25,476,000	25,476,000	25,476,000
Total Assets Under Management						**$ 992,371,000**	**$ 964,108,000**	**$ 907,162,000**	**$ 852,636,000**

Notes:

1. Fund capitalization does not include syndicated investments, which are shown seperately.
2. Foreign exchange rates used at each balance sheet date are; at March 31, 2012 CA$0.9975 per US$1.00, at December 31, 2011 CA$1.017 per US$1.00 and at March 31, 2011 CA$0.9696 per US$1.00.
3. During the investment period, Assets Under Management equals the Fund Capitalization. After the investment period, Assets Under Management represents the lesser of: (a) fund capital commitment, and (b) invested capital plus unfunded project commitments.
4. The December 31, 2011 AUM for Tricon VIII and X have been restated to include unfunded project commitments.

The net cash flow generated by each of the funds ultimately determines the Performance Fees to be earned by the Company. The estimates shown below are only for funds expected to generate Performance Fees and are based on information gathered from our developers, detailed in-house market research and management expectations. They are reviewed and revised on a quarterly basis.

All amounts are based on actual current project commitments for the life of the fund and do not include any assumptions for the balance of funds to be invested. During Q1 2012, additional commitments to new projects were made in Tricon IX along with reductions to reserves and contingencies resulting in the fund becoming fully committed; however fund reserves and contingencies of US$12,000,000 have been set aside for future fund operating expenses and anticipated additional requirements to support existing projects.

Fund IRR's and ROI's shown below are based on cash flows projected over the life of each of the funds. Since Tricon IX is essentially unlevered at the project level (unlike the other funds) its returns on a risk-adjusted basis are as good as or better than the other funds.

	Projected - March 31, 2012 [1]				Projected - December 31, 2011 [1]			
Fund	Gross ROI	Gross IRR	Net ROI [4]	Net IRR [4]	Gross ROI	Gross IRR	Net ROI [4]	Net IRR [4]
Tricon VIII	2.1x	18%	1.7x	14%	2.2x	18%	1.7x	14%
Tricon IX	1.8x	14%	1.6x	11%	1.8x	14%	1.5x	10%
Tricon X	1.9x	19%	1.6x	14%	1.9x	19%	1.6x	14%
Tricon XII [2]	2.1x	21%	n/a	n/a	2.0x	22%	n/a	n/a
Syndicated Investments [3]	2.1x	19%	1.9x	15%	2.2x	18%	2.0x	15%

Notes:

1. All amounts are based on actual current project commitments and do not include any assumptions for the balance of the funds to be invested.
2. Expected Net Returns to Limited Partners are not applicable until the fund is fully committed.
3. Syndicated investment returns are for Canadian syndicated investments only.
4. Net ROI and IRR is after all fund expenses (including Contractual and Performance Fees).

Financial data for funds expected to pay Performance Fees are as follows:

March 31, 2012 *(in Fund currency)*

Fund	Fund Currency	Fund Capitalization	Project Commitments [1]	Fund Capital Available [2]	Actual and Projected Gross Cashflow [3] Total	Realized	Unrealized	Projected Net Cashflow [4]
Tricon VIII	CA	$ 101,124,000	$ 102,997,000	$ -	$ 183,070,000	$ 69,859,000	$ 113,211,000	$ 97,533,000
Tricon IX	US	331,775,000	304,520,000	12,000,000	539,014,000	21,054,000	517,960,000	237,638,000
Tricon X	CA	85,362,000	88,757,000	4,000,000	144,141,000	22,340,000	121,801,000	69,893,000
Tricon XII [5]	CA	185,750,000	65,500,000	108,000,000	89,011,000	650,000	88,361,000	46,311,000
Syndicated Investments [6]	CA	65,606,000	65,606,000	-	54,220,000	6,882,000	47,338,000	30,159,000
Total - March 31, 2012 [7]					**$ 1,009,456,000**	**$ 120,785,000**	**$ 888,671,000**	**$ 481,534,000**
Total - Previous Quarter					**$ 966,079,000**	**$ 105,990,000**	**$ 860,089,000**	**$ 463,754,000**

1. Fund commitments to projects, including guarantees made under loan agreements.
2. Capital available, after operating reserves and project contingencies, for new or supplemental investments.
3. Actual and projected gross cashflows over the life of the fund.
4. Projected net cashflows are before fund expenses, management fees, general partner distributions and performance fees over the life of the fund. Exluding Performance Fees, total fund expenses incurred over the life of a fund have historically been 10% (or less) of fund capitalization. Projected Net Cashflow is derived by subtracting the actual investmer amount from Actual and Projected Gross Cashflow. Investment does not necessarily equal Project Commitments.
5. No projections have been made in respect of fund capital not committed to projects.
6. Syndicated investments shown are for projects which have future cashflows.
7. Totals assume that US$1.00 equals CA$1.00.

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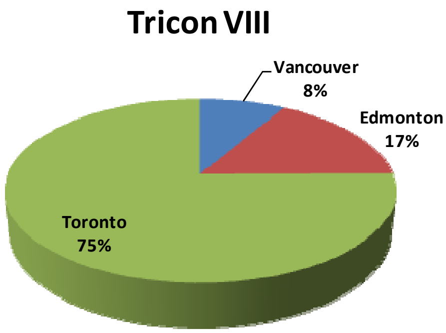
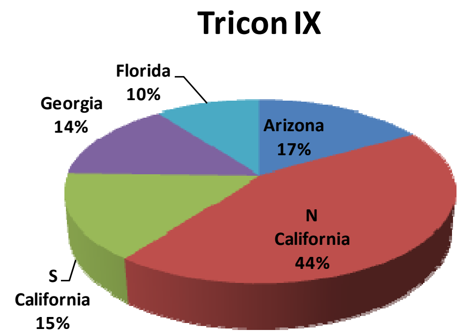
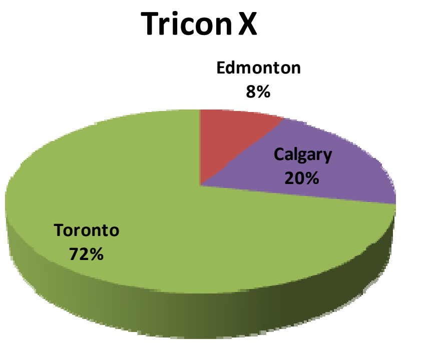
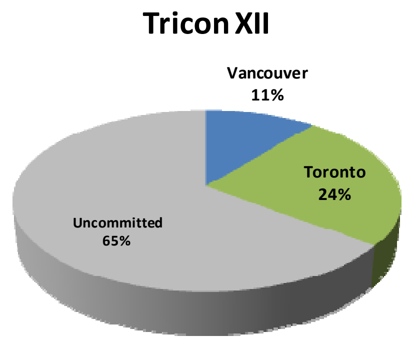
The geographic breakdown of investments by the funds:









The product breakdown of investments made by the funds expected to pay Performance Fees is as follows:

	Product Breakdown				
Fund	Multi-Family Units (1)	Single-Family Lots (2)	Land (Acres)	Houses	Retail (SF)
Tricon VIII	2,615	2,543	46	-	58,899
Tricon IX	497	4,973	-	246	8,998
Tricon X	1,634	437	320	-	99,282
Tricon XII	1,033	-	-	-	-
Total	**5,779**	**7,953**	**366**	**246**	**167,179**
Double Counted (3)	(936)	-	-	-	(36,481)
Net	**4,843**	**7,953**	**366**	**246**	**130,698**

	Total Unit/Lot Breakdown Sold				
Fund	Multi-Family Units (1)	Single-Family Lots (2)	Land (Acres)	Houses	Retail (SF)
Tricon VIII	2,576	304	-	-	36,714
Tricon IX	21	361	-	211	-
Tricon X	1,400	104	-	-	18,360
Tricon XII	342	-	-	-	-
Total	**4,339**	**769**	**-**	**211**	**55,074**
Double Counted (3)	(908)	-	-	-	(18,360)
Net	**3,431**	**769**	**-**	**211**	**36,714**

1. Includes units which have not been released to the market yet.
2. Lots include finished, partially finished and undeveloped lots.
3. Certain investments which are shared between Tricon VIII and X and included in both funds have been removed.