SIR Royalty Limited Partnership

Condensed Interim Financial Statements
(Unaudited)
For the three-month and six-month periods ended June 30, 2023 and June 30, 2022

SIR Royalty Limited Partnership

Condensed Interim Statements of Financial Position

(Unaudited)

	June 30, 2023 $	December 31, 2022 $
Assets		
Current assets		
Cash	639,465	115,125
Prepaid expenses and other assets	12,077	30,192
Amounts due from related parties (note 6)	4,153,454	4,325,965
	4,804,996	4,471,282
Intangible assets (note 3)	93,607,420	92,151,695
	98,412,416	96,622,977
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities	233,347	430,038
Amounts due to related parties (note 6)	4,571,639	4,041,234
	4,804,986	4,471,272
Partners' Interest (note 4)	93,607,430	92,151,705
	98,412,416	96,622,977

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

SIR Royalty Limited Partnership

Condensed Interim Statements of Earnings and Comprehensive Income

(Unaudited)

	Three-month period ended June 30, 2023 $	Three-month period ended June 30, 2022 $	Six-month period ended June 30, 2023 $	Six-month period ended June 30, 2022 $
Revenues				
Royalty income (notes 1 and 6)	4,267,297	4,080,524	7,949,246	6,428,616
Administration fee (note 6)	6,000	6,000	12,000	12,000
	4,273,297	4,086,524	7,961,246	6,440,616
Expenses				
General and administrative	22,873	44,849	43,821	63,518
Impairment (recovery of) loss on SIR Rights and financial assets (notes 3 and 6)	35,104	(55,288,830)	(40,660)	(56,036,108)
Net earnings and comprehensive income for the period	4,215,320	59,330,505	7,958,085	62,413,206

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

SIR Royalty Limited Partnership

Condensed Interim Statements of Partners' Interest

(Unaudited)

For the six-month periods ended June 30, 2023 and June 30, 2022

	Number of units (note 4)	Balance - January 1, 2023 $	Units issued $ (note 4)	Net Earnings for the period $	Distributions declared $	Balance – June 30, 2023 $
Ordinary LP units	5,356,667	7,633,570	-	2,990,747	(2,990,747)	7,633,570
Class A LP units	3,018,900	27,983,375	-	2,508,770	(2,508,770)	27,983,375
Ordinary GP units	100	11	-	30	(30)	11
Class A GP units	1,200,660	16,534,748	1,455,725	958,532	(958,532)	17,990,473
Class B GP units	96,375,625	1	-	6	(6)	1
Class C GP units	4,000,000	40,000,000	-	1,500,000	(1,500,000)	40,000,000
		92,151,705	1,455,725	7,958,085	(7,958,085)	93,607,430

	Number of units (note 4)	Balance - January 1, 2022 $	Units (returned) issued $ (note 4)	Net Earnings (loss) for the period $	Distributions declared $	Balance – June 30, 2022 $
Ordinary LP units	5,356,667	-	-	10,597,157	(2,963,587)	7,633,570
Class A LP units	3,018,900	6,490,912	-	23,984,044	(2,491,581)	27,983,375
Ordinary GP units	100	50	-	(9)	(30)	11
Class A GP units	1,291,618	-	(8,773,843)	26,332,017	(1,023,426)	16,534,748
Class B GP units	96,284,667	10	-	(3)	(6)	1
Class C GP units	4,000,000	40,000,000	-	1,500,000	(1,500,000)	40,000,000
		46,490,972	(8,773,843)	62,413,206	(7,978,630)	92,151,705

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

SIR Royalty Limited Partnership

Condensed Interim Statements of Cash Flows

(Unaudited)

	Six-month period ended June 30, 2023 $	Six-month period ended June 30, 2022 $
Cash provided by (used in)		
Operating activities		
Net earnings for the period	7,958,085	62,413,206
Adjustments for non-cash items		
Net change in non-cash working capital items (note 8)	47,919	3,031,112
Recovery of impairment on SIR Rights and financial assets	(40,660)	(56,036,108)
	7,965,344	9,408,210
Financing activities		
Distributions paid	(7,441,004)	(7,254,590)
Change in cash during the period	524,340	2,153,620
Cash - Beginning of period	115,125	40,684
Cash - End of period	639,465	2,194,304

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

1 Nature of operations and seasonality

Nature of operations

SIR Royalty Limited Partnership (the Partnership) is a limited partnership formed under the laws of the Province of Ontario, Canada.

On October 1, 2004, SIR Royalty Income Fund (the Fund) filed a final prospectus for a public offering of units of the Fund. The net proceeds of the offering to the Fund of $51,166,670 were used by the Fund to acquire, directly, certain bank debt of SIR Corp. (the SIR Loan) and, indirectly, through SIR Holdings Trust (the Trust), all of the Ordinary LP Units of the Partnership. The Partnership owns the Canadian trademarks (the SIR Rights) formerly owned or licensed by SIR Corp. (SIR) or its subsidiaries and used in connection with the operation of the majority of SIR's restaurants in Canada (the SIR Restaurants). The Partnership has granted SIR a 99-year licence to use the SIR Rights in most of Canada in consideration for a Royalty, payable by SIR to the Partnership, equal to 6% of the revenues of the restaurants included in the Royalty Pooled Restaurants (the Licence and Royalty Agreement).

The address of the Partnership's registered office is 5360 South Service Road, Suite 200, Burlington, Ontario. The financial statements were approved by the Board of Directors of SIR GP Inc. on August 8, 2023.

Seasonality

The full-service restaurant sector of the Canadian food-service industry, in which SIR operates, experiences seasonal fluctuations in revenues. Favourable summer weather generally results in increased revenues during SIR's fourth quarter (ending the last Sunday in August) when patios can be open. Additionally, certain holidays and observances also affect dining patterns, both favourably and unfavourably. Accordingly, royalty income recognized by the Partnership will vary in conjunction with the seasonality in revenues experienced by SIR.

2 Basis of presentation

The Partnership prepares its condensed interim financial statements in accordance with International Financial Reporting Standards (IFRS), applicable to the preparation of interim financial statements, including International Accounting Standard (IAS) 34, Interim Financial Reporting. The disclosures contained in these interim financial statements do not include all requirements of IFRS for annual financial statements and should be read in conjunction with the 2022 audited annual financial statements and notes thereto. The financial performance of the Partnership for the interim period is not necessarily indicative of the results that may be expected for the full year due to the seasonality of the Partnership's business.

Recently adopted IFRS

IAS 1, Presentation of Financial Statements

The narrow-scope amendment to the standard requires entities to disclose their material accounting policy information instead of significant accounting policies. The amendment is effective for annual periods beginning on or after January 1, 2023. The amendment did not have a material impact on the financial statements.

IAS 8, Accounting Policies, Changes in Accounting Estimates and Errors

The narrow-scope amendment aims to improve accounting policy disclosures and to help distinguish between changes in accounting estimates and changes in accounting policies. The amendment is effective for annual periods beginning on or after January 1, 2023. The amendment did not have a material impact on the financial statements.

IAS 12, Deferred Tax related to Assets and Liabilities arising from a Single Transaction

In January 2023, the IASB issued amendments to IAS 12 that aim to provide temporary relief from accounting for deferred taxes arising from the implementation of the Pillar Two model rules. The amendment is effective for annual periods beginning on or after January 1, 2023. The amendment did not have a material impact on the financial statements.

3 Intangible assets

	Three-month period ended June 30, 2023 $	Year ended December 31, 2022 $
SIR Rights – Beginning of period	92,151,695	46,699,990
Adjustment to Royalty Pooled Restaurants	1,455,725	(8,773,843)
Reversal of provision for impairment	-	54,225,548
SIR Rights – End of period	93,607,420	92,151,695

The Partnership reviews the SIR Rights for indicators of impairment or whether there is any indication that an impairment loss recognised in prior periods, for an asset other than goodwill, may no longer exist or may have decreased. If any such indication exists, the Partnership shall estimate the recoverable amount of the SIR Rights to determine whether the carrying amount of the assets may be adjusted. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use (being the present value of the expected future cash flows of the asset, as determined by management). A reversal of previous impairment losses is recognized when the recoverable amount of the SIR Rights is higher than the carrying value. As at June 30, 2023, Management did not note any indications of impairment.

During the year ended December 31, 2022, the Partnership recognized a recovery of $54,225,548 to bring the asset to its historical carrying value had the impairment loss not been recognized in prior years before any adjustments to the Royalty Pooled Restaurants.

On January 1, 2023, two (January 1, 2022 – nil) new SIR Restaurants were added to Royalty Pooled Restaurants in accordance with the Partnership Agreement (Note 4). In addition, two (January 1, 2022 – five) permanently closed SIR Restaurants were removed from Royalty Pooled Restaurants. The adjustment to Royalty Pooled Restaurants was that SIR converted 90,958 Class A GP Units into Class B GP Units (January 1, 2022 – SIR converted 679,934 Class A GP Units into Class B GP Units) on January 1, 2023, increasing the value of the SIR Rights by $1,455,725 (January 1, 2022 - $8,100,078 reduction in value of the SIR Rights). The adjustments to

Royalty Pooled Restaurants from January 1, 2021 and January 1, 2022, as a result of the reversal of the previous impairment to the SIR Rights, reduced the value of SIR Rights by $8,773,843.

4 Partners' interest

The authorized and issued capital of the Partnership consists of the following:

		As at June 30, 2023		As at December 31, 2022	
Class	**Authorized**	**Issued**	**Amount $**	**Issued**	**Amount $**
Class A LP Units	Unlimited	3,018,900	27,983,375	3,018,900	27,983,375
Class C LP Units	Unlimited	-	-	-	-
Ordinary LP Units	Unlimited	5,356,667	7,633,570	5,356,667	7,633,570
Ordinary GP Units	Unlimited	100	11	100	11
Class A GP Units (note 3)	Unlimited	1,200,660	17,990,473	1,291,618	16,534,748
Class B GP Units (note 3)	Unlimited	96,375,625	1	96,284,667	1
Class C GP Units	Unlimited	4,000,000	40,000,000	4,000,000	40,000,000
			93,607,430		92,151,705

Generally, the Partnership units have no voting rights, except in certain specified conditions.

Ordinary LP Units and Ordinary GP Units

The holders of the Ordinary LP Units are entitled to receive a pro rata share of all residual distributions.

The Ordinary GP Units have the right to receive distributions of $5 per month in aggregate.

SIR GP Inc., a direct subsidiary of the Fund, holds 99 Ordinary GP Units and is the Managing General Partner. SIR holds the remaining Ordinary GP Unit and is the General Partner. The Fund and SIR have an 80% and 20% interest in the common shares of SIR GP Inc., respectively.

SIR Holdings Trust, a direct subsidiary of the Fund, holds all of the issued Ordinary LP Units.

Class A GP Units, Class A LP Units and Class B GP Units

The holders of the Class A GP Units are entitled to receive a pro rata share of all residual distributions and the Class A GP Units are exchangeable into units of the Fund. The holders of the Class A LP Units are entitled to receive a pro rata share of all residual distributions.

Class B GP Units are convertible into Class A GP Units based on a conversion formula defined in the Partnership Agreement for each new restaurant opened in the previous fiscal year. On dissolution of the Partnership, the Class B GP Units are entitled to receive $10 in aggregate.

On January 1 of each year, Class B GP Units are converted into Class A GP Units for new SIR Restaurants added to the Royalty Pooled Restaurants based on 80% of the initial estimated revenues and the formula defined in the Partnership Agreement. Additional Class B GP Units may be converted into Class A GP Units in respect of these new SIR Restaurants if actual revenues of the new SIR Restaurants exceeded 80% of the initial estimated revenues and the formula defined in the Partnership Agreement. Conversely, converted Class A GP Units would be returned by SIR if the actual revenues of the new SIR Restaurants are less than 80% of the initial estimated revenues. On January 1 of each year, SIR will reconvert the Class A GP Units received to Class B GP Units for the permanent closure of a SIR Restaurant.

In December of each year, an additional distribution will be payable to the Class B GP unitholders provided that actual revenues of the new SIR Restaurants exceed 80% of the initial estimated revenues, or there will be a reduction in the distributions to the Class A GP unitholders if revenues are less than 80% of the initial estimated revenues.

On January 1, 2023, two new SIR Restaurants were added (January 1, 2022 – nil) to Royalty Pooled Restaurants in accordance with the Partnership Agreement. There were no Second Incremental Adjustments on January 1, 2023 as no new SIR Restaurants were added to Royalty Pooled Restaurants on January 1, 2022 (January 1, 2021 – one). As consideration for the additional Royalty associated with the addition of two new SIR Restaurants added (January 1, 2022 – nil) to Royalty Pooled Restaurants on January 1, 2023, SIR converted its Class B GP Units into Class A GP Units based on the formulas defined in the Partnership Agreement. In addition, there was a re-conversion of Class A GP Units into Class B GP Units for the permanent closure of two (January 1, 2022 – five) SIR Restaurants during 2022. The net effect of these adjustments to Royalty Pooled Restaurants was that SIR converted 90,958 Class A GP Units into Class B GP Units (January 1, 2022 – 679,934) on January 1, 2023, increasing the value of the SIR rights by $1,455,725 (January 1, 2022 – reducing the value of the SIR rights by $8,100,078).

In addition, there were no conversion distributions effective in December 2022 as no new SIR Restaurants were added to Royalty Pooled Restaurants on January 1, 2022 (January 1, 2022 – revenues of one new SIR Restaurant added to Royalty Pooled Restaurants on January 1, 2021 were greater than 80% of the Initial Adjustment's estimated revenue and, as a result, a special conversion distribution of $71,780 was declared on the Class B GP units in December 2021 and paid in January 2022).

Effective January 1, 2023, SIR residual interest in the Partnership is 12.54%.

Class A GP Units and Class B GP Units are held by SIR. Class A LP Units are held by SIR Holdings Trust, a direct subsidiary of the Fund.

Class C GP Units

The holders of Class C GP Units are entitled to receive a cumulative preferential monthly cash distribution equal to $0.063 per Class C GP Unit held, payable on the dates that distributions are paid on the units of the Fund.

SIR has the right to require the Fund to, indirectly, purchase the Class C GP Units and assume a portion of the SIR Loan as consideration for the acquisition of the Class C GP Units.

Class C LP Units

The Class C LP Units have similar attributes to the Class C GP Units.

5 Financial instruments

Classification

As at June 30, 2023 and December 31, 2022, the classifications of the financial instruments, as well as their carrying and fair values, are as follows:

		Carrying and fair value	
	Classification	As at June 30, 2023 $	As at December 31, 2022 $
Cash	Financial assets at amortized cost	639,465	115,125
Amounts due from related parties	Financial assets at amortized cost	4,153,454	4,325,965
Accounts payable and accrued liabilities	Financial liabilities at amortized cost	233,347	430,038
Amounts due to related parties	Financial liabilities at amortized cost	4,571,639	4,041,234

Carrying and fair value

Cash, amounts due from related parties, accounts payable and accrued liabilities and amounts due to related parties are short-term financial instruments whose fair value approximates the carrying amount given that they will mature in the short term.

6 Related party balances and transactions

	As at June 30, 2023 $	As at December 31, 2022 $
Royalties receivable from SIR Corp.	1,168,007	1,669,483
Advances receivable from the SIR Royalty Income Fund and its subsidiaries	2,985,447	2,656,482
Amounts due from related parties	4,153,454	4,325,965
Distributions payable to SIR Corp.	1,172,053	1,143,430
Distributions payable to SIR Royalty Income Fund and its subsidiaries	3,399,586	2,897,804
Amounts due to related parties	4,571,639	4,041,234

Advances receivable from related parties are non-interest bearing and due on demand. All advances were conducted as part of the normal course of business operations.

During the three-month and six-month periods ended June 30, 2023, the Partnership recognized an impairment loss of $35,104 and an impairment gain of $40,660, respectively, on royalties receivable from SIR (three-month and six-month periods ended June 30, 2022 – impairment recovery of $1,063,282 and $1,810,560, respectively) based on management's assessment of the SIR-specific risk.

A rate of approximately 7.5% was applied to the royalties receivable to estimate an impairment provision as at June 30, 2023:

	As at June 30, 2023 $
SIR Corp.	
Royalties receivable	1,262,710
Less: Provision for impairment	(94,703)
	1,168,007

Impairment loss on royalties receivable is presented as net impairment recovery within the Condensed Interim Statement of Earnings and Comprehensive Income and within the net amounts due from related parties on the Condensed Interim Statement of Financial Position.

During the three-month and six-month periods ended June 30, 2023, the Partnership earned royalty income of $4,267,297 and $7,949,246, respectively, from SIR (three-month and six-month periods ended June 30, 2022 - $4,080,524 and $6,428,616, respectively). The Partnership's royalty income is determined based on 6% of the revenues from certain SIR Restaurants subject to the Licence and Royalty Agreement between the Partnership and SIR. SIR makes 13 Royalty payments based on SIR's 13 four- or five-week period fiscal year and, as such, royalty payments can fluctuate depending on how the four- or five-week periods coincide with the Partnership's calendar fiscal year. On January 1 of each year (the Adjustment Date), the restaurants subject to the Licence and Royalty Agreement are adjusted for new restaurants opened for at least 60 days preceding such Adjustment Date in the previous fiscal year. At each Adjustment Date, SIR will be entitled to convert its Class B GP Units into Class A GP Units based on the conversion formula defined in the Partnership Agreement (note 4).

SIR began offering Renegade Chicken takeout and delivery services again on a trial basis as of January 27, 2022. The services were initially offered out of 21 Jack Astor's locations in Ontario, with two additional Jack Astor's locations added to the trial as of February 16, 2022. SIR has agreed to pay an amount equal to 6% of the revenues earned from the trial to the Partnership. The trial was initially scheduled to continue until March 31, 2022, at SIR's option. Effective March 29, 2022, SIR opted to extend the trial until August 28, 2022, but has reduced the number of Jack Astor's locations supporting the trial to eight locations. On August 29, 2022 and on December 15, 2022, respectively, the Trustees of the Fund approved a further extensions of the trial, under the existing terms, until December 31, 2022 and December 31, 2023, respectively. In exchange, SIR will continue to pay 6% of the revenues arising therefrom to the Partnership. The Renegade Chicken brand offers a variety of fried chicken sandwiches, fingers and wings, paired with freshly cut in-house fries, and is capitalizing on the emergence of fried chicken growth brands in the fast casual dining space.

The Partnership has entered into an arrangement with the Fund and the Trust whereby the Partnership will provide or arrange for the provision of services required in the administration of the Fund and the Trust. The Partnership has arranged for these services to be provided by SIR GP Inc. in its capacity as the Managing General Partner, or SIR as the General Partner. SIR, on behalf of SIR GP Inc., also provides services to the Partnership for its administration. For the three-month and six-month periods ended June 30, 2023, the Partnership provided these services to the Fund and the Trust for consideration of $6,000 and $12,000, respectively (three-month and six-month periods ended June 30, 2022 - $6,000 and $12,000, respectively), which was the amount of consideration agreed to by the related parties

7 Economic dependence

The Partnership earns substantially all of its revenues from SIR; accordingly, the Partnership is economically dependent on SIR.

SIR has a credit agreement (Credit Agreement), as amended on December 8, 2017, July 6, 2018, April 1, 2020, June 30, 2020, September 30, 2020, December 21, 2020, March 31, 2021, May 31, 2021, June 16, 2022 and June 6, 2023 with a Schedule I Canadian chartered bank (the Lender).

On June 6, 2023, SIR and its Lender entered into the Tenth Amending Agreement ("Tenth Amendment") to its Credit Agreement. The Tenth Amendment provides for the following:

- extension of the Maturity Date from July 6, 2023 to July 6, 2026, with the exception of the guaranteed facility with Export Development Canada (the "EDC-Guaranteed Facility") which has a new Maturity Date of July 6, 2024,

- reduced interest rates with the exception of the interest rate on the guaranteed facility with Business Development Bank of Canada (the "BDC-Guaranteed Facility"), which remains fixed at 4.0% per annum, and
- reduction of Banker's acceptance fees on Credit Facility 1 and Credit Facility 2 with Credit Facility 2 reverting to a revolving term facility.

On June 6, 2023, as part of the Tenth Amendment, the Fund and the Partnership entered into an acknowledgement agreement with the Lender acknowledging, among other things:

- receipt of a copy of the Tenth Amending Agreement, and
- that none of: entering the agreement, borrowing under the agreement, or performing any of the obligations under the agreement shall breach any of the terms or constitute an event of default under any of the Fund's or the Partnership's existing agreements with the Company.

As at May 7, 2023, the Credit Agreement between SIR and the Lender provided for a maximum principal amount of $42,611,000 consisting of $20,000,000 revolving term credit facility (Credit Facility 1), a $10,921,000 revolving term loan (Credit Facility 2), a $6,250,000 guaranteed facility with Economic Development Canada ("EDC") through the guaranteed Business Credit Availability Program ("BCAP") (EDC-Guaranteed Facility) and a $5,440,000 Business Development Bank of Canada ("BDC") guaranteed Highly Affected Sectors Credit Availability Program ("HASCAP") facility (the "BDC-Guaranteed Facility"). SIR and the Lender have also entered into a purchase card agreement providing credit of up to an additional $1,500,000.

Credit Facility 1 is for general corporate and operating purposes, including capital spending on new and renovated restaurants, bearing interest at the prime rate plus 2.75% and/or the bankers' acceptance rate plus 3.75%, principal repaid in one bullet repayment on the Maturity Date. A standby fee of 0.85% is charged on the undrawn balance of Credit Facility 1. Provided SIR is in compliance with the Credit Agreement, the principal amount of Credit Facility 1 can be repaid and reborrowed at any time during the term of the Credit Agreement. As at May 7, 2023, $nil was drawn on Credit Facility 1.

Credit Facility 2 bears interest at the prime rate plus 2.75% and/or the bankers' acceptance rate plus 3.75%. Each advance under Credit Facility 2 is repayable in equal quarterly instalments based on a seven year amortization, with the remaining outstanding balance due on the Maturity Date. As at May 7, 2023, $10,921,000 was drawn on Credit Facility 2.

As at May 7, 2023, SIR had drawn $9,234,000 on Credit Facility 1 and Credit Facility 2, net of cash excluding the cash balance of the Partnership (August 28, 2022 - $7,530,000).

The EDC-Guaranteed Facility bears interest at the prime rate plus 3.0%. The EDC-Guaranteed Facility is a 364-day revolving-term credit facility and can be extended at the Lender's sole discretion, in 12 month increments, by a further 12 months beyond the current expiration date of July 6, 2024. A standby fee of 0.90% is charged on the undrawn balance of this facility. As at May 7, 2023, SIR had fully drawn $6,250,000 on this facility.

The BDC-Guaranteed Facility is a 10-year non-revolving term credit facility, with a one year principal payment moratorium, bearing a fixed rate interest of 4.0%. The moratorium has elapsed and SIR has commenced repayment on this facility. For the 36-week period ended May 7, 2023, SIR repaid $174,000. As at May 7, 2023, $5,440,000 was drawn on this facility.

The Credit Agreement is secured by substantially all of the assets of SIR and most of its subsidiaries, which are also guarantors. The Partnership and the Fund have not guaranteed the Credit Agreement. The Credit Agreement qualifies as "permitted indebtedness" within the meaning of the agreements between the Fund, the Partnership and SIR, and as a result the Fund and the Partnership have, as contemplated in the existing agreements, subordinated and postponed their claims against SIR to the claims of the Lender. The terms of the subordination are as contemplated in the previous agreements between the Fund, the Partnership and SIR. This subordination includes a subordination of the Partnership's rights under the License and Royalty Agreement between the Partnership and SIR whereby the Partnership licenses to SIR the right to use trademarks and related intellectual property in return for royalty payments based on revenues and will be effected pursuant to the terms of an Intercreditor Agreement.

Under the Intercreditor Agreement, absent any default or event of default under the Credit Agreement, ordinary payments to the Fund and the Partnership can continue and the Partnership can exercise any and all of its rights to preserve the trademarks and related intellectual property governed by the License and Royalty Agreement. However, if a default or an event of default were to occur, the Fund and the Partnership agree not to take actions on their security until the Lender has been repaid in full. However, payments by SIR, to the Fund and the Partnership, will be permitted for such amounts as are required to fund their monthly operating expenses, up to an annual limit. In addition, the Fund, the Partnership and SIR will have the right, acting cooperatively, to reduce payments of Royalties and/or interest on the SIR Loan by up to 50% without triggering a cross default under the Credit Agreement for a period of up to nine consecutive months. SIR and each obligor provided an undertaking to cooperate and explore all options with the Fund to maximize value to the Fund's unitholders and SIR and its shareholders in exchange for the subordinating parties not demanding repayment or enforcing security as a result of any such related party obligation default. The Intercreditor Agreement also contains various other typical covenants of the Fund and the Partnership in which they are compliant. SIR has the right to require the Fund to, indirectly, purchase the Class C GP Units and assume a portion of the SIR Loan as consideration for the acquisition of the Class C GP Units.

8 Net change in non-cash working capital items

	Six-month period ended June 30, 2023 $	Six-month period ended June 30, 2022 $
Prepaid expenses and other assets	18,115	14,083
Amounts due from related parties	226,495	2,975,119
Accounts payable and accrued liabilities	(196,691)	41,910
	47,919	3,031,112