

# Terra Firma Capital Corporation Announces Review of Strategic Alternatives

All amounts are stated in United States dollars unless otherwise indicated.

TORONTO, Dec. 22, 2022 -- Terra Firma Capital Corporation (TSX-V: TII) ("**Terra Firma**" or the "**Company**"), a real estate finance company, today announced that its Board of Directors has initiated a review process to evaluate potential strategic alternatives to maximize shareholder value and liquidity. As part of the review process, the Board will consider a full range of strategic alternatives.

"Since inception, Terra Firma has successfully financed over \$700 million of high-quality real estate transactions in Canada and the United States, while raising over \$400 million through our global private investor network to support the growth of our assets under management. The Company also has developed a strong track record, and its current portfolio is performing and fully compliant. Despite our effort, however, we continue to see a significant disconnect between our market value and the intrinsic value of our business," said Y. Dov Meyer, Executive Chairman of Terra Firma Capital Corporation. "Following board discussions over the past several months, we have determined that it is prudent to undertake a review of our strategic options to determine which alternative or alternatives are in fact the best way to maximize shareholder value and liquidity. The Terra Firma board is committed to ensuring we evaluate all opportunities available to the Company. Regardless of the outcome of our strategic review, the entire Terra Firma Capital team is fully committed to meeting the needs of our business partners, our fund investors and shareholders."

There can be no assurance that the strategic review process will result in any strategic alternative being chosen, or any assurance as to its outcome or timing. The Company has not set a timetable for completion of the review process and does not intend to disclose developments related to the process unless and until the Company executes a definitive agreement with respect thereto, or the Board otherwise determines that further disclosure is appropriate or required.

## About Terra Firma

Terra Firma is a full service, publicly traded real estate finance company that provides real estate financings secured by investment properties and real estate developments in the United States and Canada. The Company focuses on arranging and providing financing with flexible terms to real estate developers and owners who require shorter-term loans to bridge a transitional period of one to five years where they require capital at various stages of development or redevelopment of a property. These loans are typically repaid with lower cost, longer-term debt obtained from other Canadian financial institutions once the applicable transitional period is over or the redevelopment is complete, or from proceeds generated from the sale of the real estate assets. Terra Firma offers a full spectrum of real estate financing under the guidance of strict corporate governance, clarity and transparency. For further information please visit Terra Firma's website at [www.tfcc.ca](http://www.tfcc.ca).

## Non-IFRS Financial Measures

*The TSX-V has neither approved nor disapproved the contents of this press release. The TSX-V does not accept responsibility for the adequacy or accuracy of this press release.*

## Forward-Looking Information

*This Press Release contains forward-looking statements with respect matters concerning the business, operations, strategy and financial performance of Terra Firma, including any potential outcomes from the process to evaluate potential strategic alternatives. These statements generally can be identified by use of forward looking word such as "may", "will", "expects", "estimates", "anticipates", "intends", "believe" or "could" or the negative thereof or similar variations. The future business, operations and performance of Terra Firma could differ materially from those expressed or implied by such statements. Such forward-looking statements are qualified in their entirety by the inherent risks and uncertainties surrounding future expectations, including risks relating to the ability to identify and complete strategic alternatives, market factors, competition, and dependence on tenants' financial conditions, environmental and tax related matters, and reliance on key personnel and the risks disclosed in Terra Firma's most recently filed annual information form, annual management's discussion and analysis or interim management's discussion and analysis filed under Terra Firma's profile on SEDAR at [www.sedar.com](http://www.sedar.com). Forward-looking statements are based on a number of assumptions which may prove to be incorrect, including that the general economy, local real estate conditions and interest rates are stable, and the absence of significant changes in government regulation. There can be no assurances that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The cautionary statements qualify all forward-looking statements attributable to Terra Firma and persons acting on its behalf. Unless otherwise stated, all forward looking statements speak only as of the date of this Press Release and Terra Firma does not assume any obligation to update such statements, whether as a result of new information, future events or otherwise, except as required by applicable Canadian securities laws.*

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