

Canadian Withholding Tax Treatment of Distributions by RioCan to Non-resident Unitholders

The withholding tax treatment of distributions to non-resident unitholders by Canadian REITs is summarized in the table below. The table does not constitute a comprehensive description of the Canadian federal income tax treatment of distributions by RioCan to non-resident unitholders. Accordingly, non-resident unitholders should consult with their own tax advisers regarding such treatment.

	US residents, including US pension funds and US IRAs¹	Other non-residents
Ordinary income distributions	Withholding tax is deductible at the rate of 15%.	Withholding tax is deductible at the rate of 25%, or at a lesser rate in accordance with the provisions of any applicable income tax treaty.
Capital gains distributions	Withholding tax is deductible at the rate of 15%.	Withholding tax is deductible at the rate of 25%, or at a lesser rate in accordance with the provisions of any applicable income tax treaty.
Return of capital distributions	Withholding tax is deductible at the rate of 15%.	Withholding tax is deductible at the rate of 15%.

¹ The Canada Revenue Agency has published certain new draft compliance procedures and requirements which may need to be satisfied by US residents in order to benefit from this treatment. However, these proposed compliance procedures and requirements are not yet in force. US LLCs and partnerships may also be entitled to this treatment, but generally only to the extent that their members are US residents.