

Translation for Informational Purposes Only

**ANNUAL REPORT OF THE CHIEF EXECUTIVE OFFICER (“CEO”)
CORPORACIÓN INMOBILIARIA VESTA, S.A.B DE C.V. (the “Company”)**

Fiscal Year 2017

I am proud and pleased to inform you that 2017 has been our best year yet. We had the strongest leasing activity in our history and have increased our stabilized portfolio through solid organic growth and opportunistic acquisitions that have translated into attractive returns for our investors. This was a year of extraordinary results, amidst times of transformation and challenges to the economy.

Our revenue grew 20.9%, reaching US\$ 109.4 million, allowing us to surpass upper range guidance. We added to our portfolio 4.1 million square feet, to reach a total of 26.7 million, which represents a growth of 18.4% compared to 2016.

This year we also set a new leasing record as we reached 6.4 million square feet, of which 2.8 million were new contracts and 3.6 million came from renewals. As a result, we reached an all-time high in our stabilized portfolio occupancy rate, which rose to 95.3% in 2017. Anticipated renewals helped Vesta achieve the best leasing maturity profile of the industry, with a 5.3-year average.

This operational success translated into our best financial results yet, achieving an EBITDA margin of 84.03%. Additionally, I am pleased to inform that this year we strengthened our balance sheet by reducing the cost of our debt, increasing its term and improving our capital structure.

All these efforts resulted in an increase of 20.2% of our FFO per share.

Our disciplined implementation of the strategic Vesta Vision 2020 Plan will allow us to reach the objectives we established and continue creating sustained value for our shareholders. In order to keep improving our organizational structure to continue transforming the Company into an exponential organization, we expanded the role of Guillermo Diaz as Chief Investment and Innovation Officer. Also, with the aim of building a solid integrity culture, we have evolved Alfredo Paredes’s role from Chief Human Resources Officer to Chief Integrity Officer.

In the sustainability department, we have reinforced our strategy and commitment by adding 330 thousand square feet to our LEED certified portfolio, and achieving Gold level in the Well Building Standard certification for our headquarters. Our social responsibility programs have spread to all the regions where we operate. The Mexican Stock Exchange has recognized us again, including Vesta in their Sustainability Index for the fourth consecutive year. Additionally, EcoVadis, a global leader in sustainability rankings, has given us the first place in the Americas as part of their Sustainability Leadership Awards.

This has been a year of intense activity and I am very pleased to share with you that our efforts were recognized by “**Institutional Investor**”, who awarded us the first place in the CEO and

CFO in the overall and small-cap Latin America ranking, and second place as executive team of real estate companies.

Finally, I want to reinforce our commitment to continue innovating Mexico's industrial platform, with the solid conviction that it will keep playing a key role in the industrial system of North America.

We firmly believe that our country has solid institutions that have become stronger through the last three democratic transitions, and that this will be confirmed once more in July 2018.

Also, I hereby inform you that none of the properties owned by the Company was affected by reason of the September 19th, earthquake. Likewise, as part of our sustainability policy, we carried out a series of activities in favor of the communities where are properties are and that were affected by the earthquake.

Your trust as investors, the effort of a great team and the resilience of our country have allowed us to make 2017 our best year yet.

Having said that, and in terms of the provisions of article 44 of the Securities Market Law, I hereby submit the annual report of the CEO corresponding to the fiscal year ended on December 31st, 2017.

I. Business Strategy

The business of the Company and of its subsidiaries during the fiscal year from January 1st, through December 31st, 2017, was conducted according to the organizational objectives established for that purpose and according to the Vesta Vision 20/20 Strategic Plan, which was approved by the board of directors.

For the fiscal year from January 1st to December 31st, 2018, new organizational objectives and strategies for the business have been set, and will serve as directive for the actions of the Company and its subsidiaries for such fiscal year.

II. Compliance to Shareholders and Board Resolutions

It is hereby reported that all agreements and resolutions adopted by the shareholders meeting and by the board of directors during the fiscal year from January 1st to December 31st, 2017, were duly fulfilled and executed within such fiscal year, except for those that due to their own nature are intended to exceed the fiscal year; however, with respect to the latter, the Company and its subsidiaries have adopted the corresponding actions to that end.

III. Internal Audit

During this year the internal auditor of the Company worked according to the internal audit statute approved by the board of directors, and carried out revisions to projects and specific areas of

the Company. The results thereof have been periodically presented to the audit committee, and the management is taking all necessary actions to correct the findings thereof, so to ensure that the internal processes of the Company are fully complied with.

IV. Information and Relevant Events

All information and the relevant events of the Company and its subsidiaries have been duly presented and informed to the corporate bodies of the Company and to the relevant authorities in terms of the provisions of the applicable law and in compliance with the requirements of the corresponding authorities.

As of the date hereof, no relevant information has been reserved in terms of the provisions of the Securities Market Law.

V. Shares Repurchase

- (A) The General Ordinary Shareholders' Meeting held on March 25th, 2015, approved a shares' repurchase program of the Company in order to establish the executives' compensation plan for an amount of up to US\$3 million dollars.

During the fiscal year from January 1st to December 31st, 2017, the Company did not purchase any shares in addition to those purchased by December 31st, 2015.

- (B) Likewise, the General Ordinary Shareholders Meeting of the Company held on March 2nd, 2017, approved to increase the shares' repurchase program previously approved on April 2nd, 2016, in order for the shares' repurchase program to reach an amount equivalent to US\$75 million dollars.

The table below, shows the quarterly activity of the shares' repurchase program from January 1st, to December 31st, 2017.

Period	# of Shares	Avg. Price	Pesos	USD
2016	10,603,349	23.5226	249,418,322	12,136,303
1Q2017	8,883,790	23.5242	208,984,097	10,184,748
2Q2017	1,998,800	26.0831	52,134,861	2,794,560
3Q2017	2,861,295	25.7783	73,759,193	4,134,266
4Q2017	7,592,893	23.9988	182,220,332	9,668,838
2017	21,336,778	24.2351	517,098,484	26,782,412
Total	31,940,127		766,516,806	38,918,715

VI. Corrective and Responsibility Actions

During the fiscal year from January 1st, to December 31st, 2017 and up to the date hereof, the Company has just applied the corrective actions to the internal processes of the Company, resulting from the reviews conducted by the internal audit department.

Notwithstanding the foregoing, none of the findings by the internal auditor has required to initiate responsibility actions against the persons involved in the Company's administration, and in all cases the audit committee has verified in detail and has followed on the corrective actions so determined.

VII. Capital Contributions

All capital contributions by the shareholders of the Company have been duly made, and as of the date hereof, there are no pending capital contributions.

VIII. Dividend Payments

Dividends from previous fiscal years, have been paid in full according to the resolutions adopted by the shareholders of the Company, following the recommendations of the board of directors and in compliance with the applicable legal provisions.

IX. Accounting and Information Systems

The accounting and information systems of the Company and its subsidiaries are being kept in a complete and correct manner and in compliance with the International Financial Report Standards, issued by the International Accounting Bureau of Rules.

X. Financial Information

In order to comply with the provisions of article 44 section XI of the Securities Market Law and article 172 of the General Corporations Law, it is hereby informed that the business of the Company and of its subsidiaries, has been at all times in compliance with the strategic objectives and goals established by the management at the beginning of each calendar year and according to Plan Vesta Vision 20/20.

Attached hereto as Exhibit "1", are: **(i)** the audited and consolidated financial statements of the Company and its subsidiaries, which truly, completely and accurately reflects the financial situation of the Company and its subsidiaries, **(ii)** the consolidated profit and losses statement of the Company and its Subsidiaries, **(iii)** a statement of changes to the financial situation of the Company and its subsidiaries for the fiscal year from January 1st to December 31st, 2017, **(iv)** a statement of changes to the Company's patrimony, expressed on a consolidated manner, for the fiscal year from January 1st to December 31st, 2017, **(v)** the notes required to complement and explain the information and **(vi)** the report by the external auditor of the Company with respect to his review of the

consolidated financial statements of the Company and its subsidiaries for the fiscal year from January 1st to December 31st, 2017.

XI. Responsibility Actions against Third Parties

During the fiscal year from January 1st to December 31st, 2017, neither the Company nor its subsidiaries exercised any legal action against third parties in connection with damages suffered by the Company and/or its Subsidiaries; other than the normal legal proceedings derived from the ordinary course of the business of the Company and its subsidiaries.

Mexico City, February 14th, 2018

/s/

Lorenzo Manuel Berho Corona
Chief Executive Officer of
Corporación Inmobiliaria Vesta, S.A.B. de C.V.

**Corporación Inmobiliaria
Vesta, S. A. B. de C. V.
and Subsidiaries**

Consolidated Financial
Statements for the Years
Ended December 31, 2017,
2016 and 2015, and
Independent Auditors'
Report Dated February 13,
2018



**Corporación Inmobiliaria Vesta, S. A. B. de C. V. and
Subsidiaries**

**Independent Auditors' Report and
Consolidated Financial Statements for 2017,
2016 and 2015**

Table of contents	Page
Independent Auditors' Report	1
Consolidated Statements of Financial Position	5
Consolidated Statements of Profit (Loss) and Other Comprehensive Income (Loss)	6
Consolidated Statements of Changes in Stockholders' Equity	7
Consolidated Statements of Cash Flows	8
Notes to Consolidated Financial Statements	9



Independent Auditors' Report to the Board of Directors and Stockholders of Corporación Inmobiliaria Vesta, S. A. B. de C. V. (in US dollars)

Opinion

We have audited the accompanying consolidated financial statements of Corporación Inmobiliaria Vesta, S. A. B. de C. V. and subsidiaries (the "Entity"), which comprise the consolidated statements of financial position as of December 31, 2017, 2016 and 2015, and the consolidated statements of profit (loss) and other comprehensive income (loss), consolidated statements of changes in stockholders' equity and consolidated statements of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Entity as of December 31, 2017, 2016 and 2015 and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards, as issued by the International Accounting Standards Board (IASB).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Entity in accordance with the International Ethics Standards Board for Accountants' *Code of Ethics for Professional Accountants (IESBA Code)* together with the ethical requirements that are relevant to our audit of the financial statements in Mexico, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have concluded that the following Key Audit Matters should be communicated in our report.



Investment properties

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at fair value. Gains and losses arising from changes in the fair value of investment properties are included in profit or loss in the period in which they arise. The Entity uses external appraisers in order to determine the fair value for all of its investment properties. The independent appraisers use valuation techniques such as the discounted cash flows approach, replacement cost approach and income cap rate approach. The techniques used include assumptions, the majority of which are not directly observable in the market, to estimate the fair value of the Entity's investment property such as discount rates, long-term net operating income, inflation rates, absorption periods and market rents. The audit procedures performed to test investment properties were significant for our audit, for which reason, in order to test the reasonableness of the fair value of the investment properties, we involved an internal expert in valuation. As a result, our audit procedures included among others: i) testing the Entity's internal controls related to the approval of construction of new investment properties as well as cash disbursements related to such construction, ii) performing detail substantive testing of the additions in investment properties made during the year; iii) performing physical inspection of some of the Entity's investment properties; iv) using the work of our internal expert on valuation to test the fair value as determined by the Entity's expert of a sample of investment properties; v) performing an analytical substantive test of the fair value of the investment properties. Our procedures also included reviewing the appropriateness of the Entity's disclosures regarding the assumptions and accounting policies for the recognition of investment properties, which are included in the Note 8 to the consolidated financial statements.

Information other than the Financial Statements and Auditor's Report

Management is responsible for the other information. The other information comprises two documents, the Entity's Annual Report and the information that will be incorporated in the Annual Report which the Entity is required to prepare in accordance with Article 331b) of Title Four, Chapter One, of the General Provisions Applicable to Issuers of Securities and Other Participants in the Securities Market in Mexico. As of the date of our auditor's report we have not yet obtained these documents and they will be available only after the issuance of this Audit Report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, as issued by the IASB, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Entity's financial reporting process.



Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Galaz, Yamazaki, Ruiz Urquiza, S. C.
Member of Deloitte Touche Tohmatsu Limited

C. P. C. Pedro Luis Castañeda Herrera

February 13, 2018



Corporación Inmobiliaria Vesta, S. A. B. de C. V. and Subsidiaries

Consolidated Statements of Financial Position

As of December 31, 2017, 2016 and 2015

(In US dollars)

Assets	Notes	31/12/2017	31/12/2016	31/12/2015
Current assets:				
Cash, cash equivalents and restricted cash	4	\$ 91,001,709	\$ 50,720,751	\$ 27,745,055
Financial assets held for trading	5	677,828	613,015	203,563,025
Recoverable taxes	6	26,678,697	21,794,481	20,822,580
Operating lease receivables	7	5,221,517	7,028,975	4,148,109
Prepaid expenses		369,675	37,191	505,450
Guarantee deposits made		-	-	2,750,579
Total current assets		123,949,426	80,194,413	259,534,798
Non-current assets:				
Investment property	8	1,701,006,371	1,415,714,762	1,214,930,005
Office furniture - Net		1,868,778	1,965,192	1,842,468
Derivative financial instruments	14.8	827,251	-	-
Guarantee deposits made and restricted cash		4,440,163	2,920,475	1,210,131
Total non-current assets		1,708,142,563	1,420,600,429	1,217,982,604
Total assets		\$ 1,832,091,989	\$ 1,500,794,842	\$ 1,477,517,402
Liabilities and stockholders' equity				
Current liabilities:				
Current portion of long-term debt	9	\$ -	\$ -	\$ 298,069,960
Accrued interest		3,772,187	1,609,233	3,202,040
Accounts payable and client advances		4,082,166	1,795,748	1,409,555
Taxes payable, mainly income taxes		344,599	550,557	314,896
Accrued expenses		3,821,201	1,981,263	1,698,410
Total current liabilities		12,020,153	5,936,801	304,694,861
Non-current liabilities:				
Long-term debt	9	581,994,879	340,871,417	46,689,049
Guarantee deposits received		11,539,472	8,868,661	7,205,978
Deferred income taxes	13.3	204,205,361	185,733,064	144,140,530
Total non-current liabilities		797,739,712	535,473,142	198,035,557
Total liabilities		809,759,865	541,409,943	502,730,418
Litigation and other contingencies	17			
Stockholders' equity:				
Capital stock	10	439,843,107	450,880,150	455,741,735
Additional paid-in capital		327,270,539	343,037,228	349,557,056
Retained earnings		288,671,405	201,751,251	185,494,148
Share-based payments reserve		3,300,560	1,973,372	1,391,080
Foreign currency translation		(37,332,563)	(38,257,102)	(17,397,035)
Valuation of derivative financial instruments	14.8	579,076	-	-
Total stockholders' equity		1,022,332,124	959,384,899	974,786,984
Total liabilities and stockholders' equity		\$ 1,832,091,989	\$ 1,500,794,842	\$ 1,477,517,402

See accompanying notes to consolidated financial statements.



Corporación Inmobiliaria Vesta, S. A. B. de C. V. and Subsidiaries

Consolidated Statements of Profit (Loss) and Other Comprehensive Income (Loss)

For the years ended December 31, 2017, 2016 and 2015

(In US dollars)

	Notes	31/12/2017	31/12/2016	31/12/2015
Revenues:				
Rental income		\$ 109,427,282	\$ 90,511,822	\$ 78,562,329
Property operating costs:				
Related to properties that generated rental income	12.1	(4,106,403)	(3,384,389)	(2,576,520)
Related to properties that did not generate rental income	12.1	(886,688)	(992,057)	(953,487)
Gross profit		104,434,191	86,135,376	75,032,322
Administration expenses	12.2	(13,911,938)	(11,236,676)	(9,832,480)
Depreciation		(356,727)	(322,627)	(188,267)
Other Income and Expenses:				
Interest income		55,171	3,368,382	6,138,652
Other income (expense)		449,193	722,439	639,637
Transaction costs on debt		(395,559)	(947,875)	-
Interest expense		(19,668,274)	(19,862,673)	(23,373,256)
Exchange gain (loss)		2,897,256	(24,781,506)	(45,820,677)
Gain on revaluation of investment property		84,058,105	67,004,611	31,444,058
Total other income and expenses		67,395,892	25,503,378	(30,971,586)
Profit before income taxes		157,561,418	100,079,451	34,039,989
Income tax expense	13.1	(31,531,237)	(54,996,658)	(37,865,161)
Profit (loss) for the year		126,030,181	45,082,793	(3,825,172)
Other comprehensive (loss) income - net of tax:				
<i>Items that may be reclassified subsequently to profit or loss -</i>				
Fair value gains on derivative instruments	14.8	579,076	-	-
Exchange differences on translating other functional currency operations		924,539	(20,860,067)	(20,930,806)
Total other comprehensive loss		1,503,615	(20,860,067)	(20,930,806)
Total comprehensive income (loss) for the year		\$ 127,533,796	\$ 24,222,726	\$ (24,755,978)
Basic and diluted earnings (loss) per share	11	\$ 0.207	\$ 0.072	\$ (0.006)

See accompanying notes to consolidated financial statements.



Corporación Inmobiliaria Vesta, S. A. de C. V. and Subsidiaries

Consolidated Statements of Changes in Stockholders' Equity

For the years ended December 31, 2017, 2016 and 2015

(In US dollars)

	Capital Stock	Additional Paid-in Capital	Retained Earnings	Share-Based Payments Reserve	Foreign Currency Translation	Valuation of Derivative Financial Instruments	Total Stockholders' Equity
Balances as of January 1, 2015	\$ 370,368,712	\$ 211,869,157	\$ 211,640,460	\$ 323,764	\$ 3,533,771	\$ -	\$ 797,735,864
Equity issuance	85,749,137	138,310,418	-	-	-	-	224,059,555
Share-based payments	-	-	-	1,067,316	-	-	1,067,316
Dividends declared	-	-	(22,321,140)	-	-	-	(22,321,140)
Repurchase of shares	(376,114)	(622,519)	-	-	-	-	(998,633)
Comprehensive income (loss)	-	-	(3,825,172)	-	(20,930,806)	-	(24,755,978)
Balances as of December 31, 2015	455,741,735	349,557,056	185,494,148	1,391,080	(17,397,035)	-	974,786,984
Share-based payments	-	-	-	860,125	-	-	860,125
Vested shares	104,640	173,193	-	(277,833)	-	-	-
Dividends declared	-	-	(28,825,690)	-	-	-	(28,825,690)
Repurchase of shares	(4,966,225)	(6,693,021)	-	-	-	-	(11,659,246)
Comprehensive income (loss)	-	-	45,082,793	-	(20,860,067)	-	24,222,726
Balances as of December 31, 2016	450,880,150	343,037,228	201,751,251	1,973,372	(38,257,102)	-	959,384,899
Share-based payments	-	-	-	1,477,158	-	-	1,477,158
Vested shares	58,201	91,769	-	(149,970)	-	-	-
Dividends declared	-	-	(39,110,027)	-	-	-	(39,110,027)
Repurchase of shares	(11,095,244)	(15,858,458)	-	-	-	-	(26,953,702)
Comprehensive income (loss)	-	-	126,030,181	-	924,539	579,076	127,533,796
Balances as of December 31, 2017	\$ 439,843,107	\$ 327,270,539	\$ 288,671,405	\$ 3,300,560	\$ (37,332,563)	\$ 579,076	\$ 1,022,332,124

See accompanying notes to consolidated financial statements.



Corporación Inmobiliaria Vesta, S. A. B. de C. V. and Subsidiaries

Consolidated Statements of Cash Flows

For the years ended December 31, 2017, 2016 and 2015

(In US dollars)

	31/12/2017	31/12/2016	31/12/2015
Cash flows from operating activities:			
Profit before income taxes	\$ 157,561,418	\$ 100,079,451	\$ 34,039,989
Adjustments:			
Depreciation	356,727	322,627	188,267
Gain on revaluation of investment property	(84,058,105)	(67,004,611)	(31,444,058)
Unrealized effect of foreign exchange rates	(2,897,256)	24,781,506	45,820,677
Interest income	(55,171)	(3,368,382)	(6,138,652)
Interest expense	19,668,274	19,862,673	23,373,256
Expense recognized in respect of share-based payments	1,477,158	860,125	1,067,316
Working capital adjustments:			
(Increase) decrease in:			
Operating lease receivables - Net	1,807,458	(2,880,866)	3,357,117
Recoverable taxes	(14,325,040)	(6,147,505)	(1,492,217)
Prepaid expenses	(332,484)	468,259	(58,298)
Guarantee deposits made	-	-	(379,428)
Increase (decrease) in:			
Accounts payable and client advances	3,363,652	(190,045)	736,254
Guarantee deposits received	-	1,662,683	1,499,869
Accrued expenses	1,839,939	553,705	62,049
Income taxes paid	(2,242,043)	(722,775)	(1,943,319)
Net cash generated by operating activities	<u>82,164,527</u>	<u>68,276,845</u>	<u>68,688,822</u>
Cash flows from investing activities:			
Purchases of investment property	(196,210,053)	(157,437,522)	(116,674,635)
Acquisition of office furniture	(260,314)	(716,203)	(1,609,395)
Financial assets held for trading	(64,813)	178,168,504	(154,357,714)
Interest received	55,171	3,368,382	6,138,652
Net cash (used in) generated by investing activities	<u>(196,480,009)</u>	<u>23,383,161</u>	<u>(266,503,092)</u>
Cash flows from financing activities:			
Proceeds from equity issuance	-	-	224,059,555
Guarantee deposits made	(1,519,688)	(1,672,342)	-
Guarantee deposits collected	2,670,811	2,750,579	-
Interest paid	(15,907,052)	(21,455,480)	(23,239,628)
Repayments of borrowings	-	(298,069,960)	(8,629,108)
Dividends paid	(39,110,027)	(28,825,690)	(22,321,140)
Repurchase of treasury shares	(26,953,702)	(11,659,246)	(998,633)
Proceeds from borrowings	243,000,000	300,000,000	47,500,000
Debt issuance costs	(3,474,806)	(5,817,632)	(850,951)
Net cash generated by (used in) financing activities	<u>158,705,536</u>	<u>(64,749,771)</u>	<u>215,520,095</u>
Effects of exchange rates changes on cash	<u>(4,109,096)</u>	<u>(3,896,537)</u>	<u>61,770</u>
Net increase in cash, cash equivalents and restricted cash	40,280,958	23,013,698	17,767,595
Cash, cash equivalents and restricted cash at the beginning of year	<u>51,456,063</u>	<u>28,442,365</u>	<u>10,674,770</u>
Cash, cash equivalents and restricted cash at the end of year - Note 4	<u>\$ 91,737,021</u>	<u>\$ 51,456,063</u>	<u>\$ 28,442,365</u>

See accompanying notes to consolidated financial statements.



Corporación Inmobiliaria Vesta, S. A.B. de C. V. and Subsidiaries

Notes to Consolidated Financial Statements

For the years ended December 31, 2017, 2016 and 2015
(In US dollars)

1. General information

Corporación Inmobiliaria Vesta, S. A. B. de C. V. ("Vesta") is a corporation incorporated in Mexico. The address of its registered office and principal place of business is Paseo de los Tamarindos 90, 28th floor, Mexico City.

Vesta and subsidiaries (collectively, the "Entity") are engaged in the development, acquisition and operation of industrial buildings and distribution facilities that are rented to corporations in eleven states throughout Mexico.

On January 28, 2015, the Entity issued a total of 124,272,111 shares, including the overallotment option, through a follow-on public offering of shares in the Mexican Stock Exchange and through a private offering of shares in international markets under the Rule 144A of the United States of America and Regulations S under the Securities Act of 1933. The offering price was 27 Mexican pesos per share and the net proceeds of this offering which amounted to \$224,059,555 were received on February 4, 2015.

On July 22, 2016, the Entity entered into a five-year credit agreement with various financial institutions for an aggregated amount of \$150,000,000, the proceeds of this loan were received on the same date. This credit agreement also includes a revolving credit facility up to \$100,000,000 which as of December 31, 2016 has not been utilized. On July 27, 2016, the Entity entered into a 10-year loan agreement with Metropolitan Life Insurance Company for a total amount of \$150,000,000. The proceeds of both of the aforementioned credit facilities were used to settle the Entity's debt with Blackstone.

On April 21, 2017, the Entity renewed, in advance, the Nestle and Nestle related Cereal Partners Worldwide lease agreements for a combined leasable area of 1,713,600 square feet. The leases were extended for 7 and 8 years, beginning on January 1, 2017 to December 31, 2023 and December 31, 2024, respectively. The lease agreements will remain indexed to Mexican investment units (UDIS for its acronym in Spanish) having monthly rent increases according to the increase in the value of UDIS. The new lease conditions had an impact on the value of the Entity's investment properties as they are valued at their fair value using the income approach as described in Note 8 which was recognized in the current period.

On September 22, 2017, the Entity entered into an agreement for the issuance and sale of Series A Senior Notes of \$65,000,000 due on September 22, 2024, and Series B Senior Notes of \$60,000,000 due on September 22, 2027. Each Series A Note and Series B Note will bear interest on the unpaid balance at the rates of 5.03% and 5.31%, respectively, per annum payable semiannually on September 22 and March 22 of each year.

On November 1, 2017, the Entity entered into a loan agreement with Metropolitan Life Insurance Company for \$118,000,000 due on December 1, 2027. This loan bears monthly interest at a rate of 4.75%.

2. Application of new and revised IFRSs that are mandatorily effective for the current year

In the current year, the Entity has applied a number of amendments to IFRSs issued by the International Accounting Standards Board ("IASB") that are mandatorily effective beginning January 1, 2017, none of which had a material impact on the accompanying consolidated financial statements.



Amendments to IAS 7 Disclosure Initiative

The Entity has not applied these amendments as are considered not material to the consolidated financial statements.

2.1 *New and revised IFRSs in issue but not yet effective*

The Entity has not applied the following new and revised IFRSs that have been issued but are not yet effective:

IFRS 9	Financial Instruments ¹
IFRS 15	Revenue from Contracts with Customers ¹
IFRS 16	Leases ²
Amendments to IFRS 2	Classification and measurement of share-based payments ¹
Amendments to IAS 40	Transfers of Investment Property ¹
IFRIC 22	Foreign Currency Transactions and Advance Consideration ¹

1 Effective for annual periods beginning on or after 1 January 2018, with earlier application permitted.

2 Effective for annual periods beginning on or after 1 January 2019, with earlier application permitted.

IFRS 9 Financial Instruments

IFRS 9 issued in November 2009 introduced new requirements for the classification and measurement of financial assets. IFRS 9 was subsequently amended in October 2010 to include requirements for the classification and measurement of financial liabilities and for derecognition and in November 2014 to include the new requirements for general hedge accounting. Another revised version of IFRS 9 was issued in July 2014 mainly to include a) impairment requirements for financial assets and b) limited amendments to the classification and measurement requirements by introducing a 'fair value through other comprehensive income' (FVTOCI) measurement category for certain simple debt instruments.

Key requirements of IFRS 9:

- All recognized financial assets that are within the scope of IFRS 9 *Financial Instruments* are required to be subsequently measured at amortized cost or fair value. Specifically, debt investments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortized cost at the end of subsequent accounting periods. Debt instruments that are held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets, and that have contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are generally measured at FVTOCI. All other debt investments and equity investments are measured at their fair value at the end of subsequent accounting periods. In addition, under IFRS 9, entities may make an irrevocable election to present subsequent changes in the fair value of an equity investment (that is not held for trading nor contingent consideration recognized by an acquirer in a business combination) in other comprehensive income, with only dividend income generally recognized in profit or loss.



- With regard to the measurement of financial liabilities designated as of fair value through profit or loss, IFRS 9 requires that the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is presented in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. Changes in fair value attributable to a financial liability's credit risk are not subsequently reclassified to profit or loss. Under IAS 39, the entire amount of the change in the fair value of the financial liability designated as fair value through profit or loss is presented in profit or loss.
- In relation to the impairment of financial assets, IFRS 9 requires an expected credit loss model, as opposed to an incurred credit loss model under IAS 39. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in credit risk since initial recognition. In other words, it is no longer necessary for a credit event to have occurred before credit losses are recognized.
- The new general hedge accounting requirements retain the three types of hedge accounting mechanisms currently available in IAS 39. Under IFRS 9, greater flexibility has been introduced to the types of transactions eligible for hedge accounting, specifically broadening the types of instruments that qualify for hedging instruments and the types of risk components of non-financial items that are eligible for hedge accounting. In addition, the effectiveness test has been overhauled and replaced with the principle of an 'economic relationship'. Retrospective assessment of hedge effectiveness is also no longer required. Enhanced disclosure requirements about an entity's risk management activities have also been introduced.

The Entity's management is in the process of determining the potential impacts that will derive from the adoption of this standard in its consolidated financial statements.

IFRS 15 Revenue from Contracts with Customers

IFRS 15 establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. IFRS 15 will supersede the current revenue recognition guidance including IAS 18 Revenue, IAS 11 Construction Contracts and the related Interpretations when it becomes effective.

The core principle of IFRS 15 is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the Standard introduces a 5-step approach to revenue recognition:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation

Under IFRS 15, an entity recognizes revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer. Far more prescriptive guidance has been added in IFRS 15 to deal with specific scenarios. Furthermore, extensive disclosures are required by IFRS 15.

In April 2016, the IASB issued Clarifications to IFRS 15 in relation to the identification of performance obligations, principal versus agent considerations, as well as licensing application guidance.



The Entity recognizes revenue from rental income, from lease contracts, which are not within the scope of IFRS 15. Additionally, revenues from non-lease components are not considered material to the Entity's consolidated financial information. Therefore the Entity's management does not anticipate that the application of IFRS 15 will have a material impact on the amounts reported and disclosures made in its consolidated financial statements.

IFRS 16, Leases

IFRS 16 introduces a comprehensive model for the identification of lease arrangements and accounting treatments for both lessors and lessees. IFRS 16 was issued in January 2017 and will supersede the current lease guidance including IAS 17 Leases and the related interpretations when it becomes effective.

IFRS 16 distinguishes leases and service contracts on the basis of whether an identified asset is controlled by a customer. "Distinctions of operating leases (off balance sheet) and finance leases (on balance sheet) are removed for lessee accounting and is replaced by a model where a right-of-use asset and a corresponding liability have to be recognized for all leases by lessees (i.e. all on balance sheet) except for short-term leases and leases of low value assets.

The right-of-use asset is initially measured at cost and subsequently measured at cost (subject to certain exceptions) less accumulated depreciation and impairment losses, adjusted for any remeasurement of the lease liability. The lease liability is initially measured at the present value of the lease payment as well as the impact of lease modifications, among the others. Furthermore, the classification of cash flows will also be affected as operating lease payments under IAS 17 are presented as operating cash flows, whereas under the IFRS 16 model, the lease payments will be split into a principal and interest portion which will be presented as financing and operating cash flows respectively.

In contrast to lessee accounting, IFRS 16 substantially carries forward the lessor accounting requirements in IAS 17, and continues to require a lessor to classify a lease either as an operating lease or a finance lease.

Furthermore, extensive disclosures are required by IFRS 16.

However, a lessee may elect to account for lease payments as an expense on a straight-line basis over the lease term for leases with a lease term of 12 months or less and containing no purchase options (this election is made by class of underlying asset); and leases where the underlying asset has a low value when new, such as personal computers or small items of office furniture (this election can be made on a lease-by-lease basis).

IFRS 16 establishes different transitional provisions, including retrospective application or the modified retrospective application where the comparative period is not restated.

The Entity is in the process of determining the potential impacts that will derive from the adoption of this standard in its consolidated financial statements, although by the nature of its operations it would not expect significant impacts.

Amendments to IFRS 2 Classification and Measurement Share-based Payment transactions

The amendments clarify the following:

1. In estimating the fair value of a cash-settled share-based payment, the accounting for the effects of vesting and non-vesting conditions should follow the same approach as for equity-settled share-based payments.
2. Where tax law or regulation requires an entity to withhold a specified number of equity instruments equal to the monetary value of the employee's tax obligation to meet the employee's tax liability which is then remitted to the tax authority, i.e. the share-based payment arrangement has a 'net settlement feature', such an arrangement should be classified as equity-settled in its entirety, provided that the share-based payment would have been classified as equity-settled had it not included the net settlement feature.



3. A modification of a share-based payment that changes the transaction from cash-settled to equity-settled should be accounted for as follows:
 - (i) The original liability is derecognised;
 - (ii) The equity-settled share-based payment is recognised at the modification date fair value of the equity instrument granted to the extent that services have been rendered up to the modification date; and
 - (iii) Any difference between the carrying amount of the liability at the modification date and the amount recognised in equity should be recognised in profit or loss immediately.

The amendments are effective for annual reporting periods beginning on or after 1 January 2018 with earlier application permitted. Specific transition provisions apply. The directors of the Entity do not anticipate that the application of the amendments in the future will have a significant impact on the Entity's consolidated financial statements as the Entity does not have any cash-settled share-based payment arrangements or any withholding tax arrangements with tax authorities in relation to share-based payments.

Amendments to IAS 40 Transfers of Investment Property

The amendments clarify that a transfer to, or from, investment property necessitates an assessment of whether a property meets, or has ceased to meet, the definition of investment property, supported by observable evidence that a change in use has occurred. The amendments further clarify that situations other than the ones listed in IAS 40 may evidence a change in use, and that a change in use is possible for properties under construction (i.e. a change in use is not limited to completed properties).

The amendments are effective for annual periods beginning on or after 1 January 2018 with earlier application permitted. Entities can apply the amendments either retrospectively (if this is possible without the use of hindsight) or prospectively. Specific transition provisions apply.

The management of the Entity expects that there will be no impacts as a result of these amendments.

IFRIC 22 Foreign Currency Transactions and Advance Consideration

IFRIC 22 addresses how to determine the 'date of transaction' for the purpose of determining the exchange rate to use on initial recognition of an asset, expense or income, when consideration for that item has been paid or received in advance in a foreign currency which resulted in the recognition of a non-monetary asset or non-monetary liability (e.g. a non-refundable deposit or deferred revenue).

The Interpretation specifies that the date of transaction is the date on which the entity initially recognizes the non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration. If there are multiple payments or receipts in advance, the Interpretation requires an entity to determine the date of transaction for each payment or receipt of advance consideration.

The Interpretation is effective for annual periods beginning on or after 1 January 2018 with earlier application permitted. Entities can apply the Interpretation either retrospectively or prospectively. Specific transition provisions apply to prospective application.

The directors of the Entity do not anticipate that the application of the amendments in the future will have an impact on the Entity's consolidated financial statements. This is because the Entity already accounts for transactions involving the payment or receipt of advance consideration in a foreign currency in a way that is consistent with the amendments.

3. Significant accounting policies

3.1 Statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards, as issued by the International Accounting Standards Board.



3.2 *Basis of preparation*

The consolidated financial statements have been prepared on the historical cost basis except for investment properties and financial instruments that are measured at fair value at the end of each reporting period, as explained in the accounting policies below.

i. Historical cost

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

ii. Fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Entity takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of IFRS 2, *Share-based Payments*.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

3.3 *Basis of consolidation*

The consolidated financial statements incorporate the financial statements of Vesta and entities (including structured entities) controlled by Vesta and its subsidiaries. Control is achieved when the Entity:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Entity reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Entity obtains control over the subsidiary and ceases when the Entity loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit (loss) and other comprehensive income from the date the Entity gains control until the date when the Entity ceases to control the subsidiary.



When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Entity's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Entity are eliminated in full on consolidation.

Subsidiary/entity	Ownership percentage			Activity
	2017	2016	2015	
QVC, S. de R.L. de C.V.	99.99%	99.99%	99.99%	Holds investment properties
QVC II, S. de R.L. de C.V.	99.99%	99.99%	99.99%	Holds investment properties
WTN Desarrollos Inmobiliarios de México, S. de R.L. de C.V.	99.99%	99.99%	99.99%	Holds investment properties
Vesta Baja California, S. de R.L. de C.V.	99.99%	99.99%	99.99%	Holds investment properties
Vesta Bajío, S. de R.L. de C.V.	99.99%	99.99%	99.99%	Holds investment properties
Vesta Queretaro, S. de R.L. de C.V.	99.99%	99.99%	99.99%	Holds investment properties
Proyectos Aeroespaciales, S. de R.L. de C.V.	99.99%	99.99%	99.99%	Holds investment properties
CIV Infraestructura, S. de R.L. de C.V.	99.99%	99.99%	99.99%	Holds investment properties
Vesta DSP, S. de R. L. de C.V.	99.99%	99.99%	99.99%	Holds investment properties
Vesta Management, S. de R.L. de C.V.	99.99%	99.99%	99.99%	Provides administrative services to the Entity
Servicio de Administración y Mantenimiento Vesta S. de R.L. de C.V.	99.99%	99.99%	99.99%	Provides administrative services to the Entity

3.4 Foreign currencies

The U.S. dollar is the functional currency of Vesta and all of its subsidiaries except for WTN Desarrollos Inmobiliarios de México, S. de R. L. de C. V. ("WTN") and Vesta Management, S. de R.L. de C.V. (VM), which consider the Mexican peso to be their functional currency and are considered to be "foreign operations" under IFRS. However, Vesta and its subsidiaries keep their accounting records in Mexican pesos. In preparing the financial statements of each individual entity, transactions in currencies other than the entity's functional currency (foreign currencies) are recognized at the exchange rates in effect on the dates of each transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the exchange rates in effect at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the exchange rates in effect on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognized in profit or loss in the period in which they arise.

For the purposes of presenting consolidated financial statements, the assets and liabilities of WTN and VM are translated into U.S. dollars using the exchange rates in effect on the last business day of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates in effect on the dates of the transactions are used. Exchange differences arising, if any, are recorded in other comprehensive income.



3.5 *Cash and cash equivalents*

Cash and cash equivalents consist mainly of bank deposits in checking accounts and short-term investments, highly liquid and easily convertible into cash, maturing within three months as of their acquisition date, which are subject to immaterial value change risks. Cash is carried at nominal value and cash equivalents are valued at fair value; any fluctuations in value are recognized in interest income of the period. Cash equivalents are represented mainly by investments in treasury certificates (CETES) and money market funds.

Financial instruments

Financial assets and financial liabilities are recognized when Vesta or its subsidiaries become a party to the contract governing such financial instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

3.5.A Financial assets

Financial assets are classified into the following specified categories: financial assets 'at fair value through profit or loss' ("FVTPL"), 'held-to-maturity' investments, 'available-for-sale' (AFS) financial assets and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition. All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

3.5.B Financial assets at FVTPL

A financial asset other than a financial asset held for trading or contingent consideration that may be paid by an acquirer as part of a business combination may be designated as of FVTPL upon initial recognition if:

- Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- The financial asset forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Entity's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- It forms part of a contract containing one or more embedded derivatives, and IAS 39 permits the entire combined contract to be designated as of FVTPL.

Financial assets at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'other income (expenses) - Net' line item.

The Entity has not designated any asset as at FVTPL.



3.5.C Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash flows expected to be received (including all fees and expenses paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as of FVTPL.

3.5.D Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables (including operating lease receivables and others) are measured at amortized cost using the effective interest method, less any impairment.

Interest income is recognized by applying the effective interest rate, except for short-term receivables when the effect of discounting is immaterial.

3.5.E Derecognition of financial assets

The Entity derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

3.6 *Investment property*

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at fair value. Gains and losses arising from changes in the fair value of investment properties are included in profit or loss in the period in which they arise.

An investment property is derecognized upon sale or when the investment property is permanently withdrawn from use and no future economic benefits are expected to be received from such investment property. Any gain or loss arising on derecognition of the property (calculated as the difference between the net sale proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognized.

3.7 *Office furniture*

Office furniture is stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognized so as to write off the cost of assets less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis. An item of office furniture is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of the asset is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognized in profit or loss.



3.8 *Restricted cash*

Restricted cash represents cash and cash equivalents balances held by the Entity that are only available for use under certain conditions pursuant to the long-term debt agreements entered into by the Entity (as discussed in Note 12). These restrictions are classified according to their restriction period: less than 12 months and over one year, considering the period of time in which such restrictions are fulfilled, whereby the short-term restricted cash balance was classified within current assets under cash and cash equivalents and the long-term restricted cash was classified within guarantee deposits made.

3.9 *Provisions*

Provisions are recognized when the Entity has a present obligation (legal or constructive) as a result of a past event, when it is probable that the Entity will be required to settle the obligation, and when a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties associated with the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (where the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

3.10 *Financial liabilities*

3.10.A Financial liabilities

Financial liabilities are classified as either financial liabilities at fair value through profit or loss ("at FVTPL") or other financial liabilities.

3.10.B Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is (i) contingent consideration that may be paid by an acquirer as part of a business combination to which IFRS 3 applies, (ii) held for trading, or (iii) it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- It has been incurred principally for the purpose of repurchasing it in the near term; or
- On initial recognition it is part of a portfolio of identified financial instruments that the Entity manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration that may be paid by an acquirer as part of a business combination may be designated as at FVTPL upon initial recognition if:

- Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or



- The financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Entity's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- It forms part of a contract containing one or more embedded derivatives; and IAS 39 permits the entire combined contract to be designated as of FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the statement of profit (loss) and other comprehensive income. Fair value is determined in the manner described in Note 14.

3.10.C Other financial liabilities

Other financial liabilities (including borrowings) are subsequently measured at amortized cost using the effective interest method.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and expenses paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

3.10.D Derecognition of financial liabilities

The Entity derecognizes financial liabilities when, and only when, the Entity's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

3.11 *Short term and other long term employee benefits and employee profit sharing ("PTU")*

A liability is recognized for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Entity in respect of services provided by employees up to the reporting date.

Statutory employee profit sharing

PTU is recorded in the results of the year in which it is incurred and is presented in administration expenses line item in the consolidated statement of profit (loss) and other comprehensive income.

PTU is determined based on taxable income, according to Section I of Article 9 of that Law.



3.12 Derivative financial instruments

The Entity enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including interest rate swaps. Further details of derivative financial instruments are disclosed in Note 14.

Derivatives are initially recognized at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognized in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

3.13 Hedge accounting

The Entity designates certain hedging instruments, which include derivatives in respect of interest rate risk as cash flow hedges.

At the inception of the hedge relationship, the entity documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Entity documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk.

- Cash flow hedges

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognized in other comprehensive income and accumulated under the heading of cash flow hedging reserve. The gain or loss relating to the ineffective portion is recognized immediately in profit or loss, and is included in the 'other income (expenses) - Net' line item.

Amounts previously recognized in other comprehensive income and accumulated in equity are reclassified to profit or loss in the periods when the hedged item affects profit or loss, in the same line as the recognized hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, the gains and losses previously recognized in other comprehensive income and accumulated in equity are transferred from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the Entity revokes the hedging relationship, when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognized in other comprehensive income and accumulated in equity at that time remains in equity and is recognized when the forecast transaction is ultimately recognized in profit or loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognized immediately in profit or loss.

3.14 Employee benefits for termination

Employee benefits for termination are recorded in the results of the year in which they are incurred.

3.15 Share-based payment arrangements

Share-based payment transactions of the Entity



Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in Note 16.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight line basis over the vesting period, based on the Entity's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Entity revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognized in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity settled employee benefits reserve.

3.16 Leasing

Leases are classified as finance leases whenever the terms of the lease agreement transfer substantially all of the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

- The Entity as lessor

Rental income from operating leases is recognized on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized on a straight-line basis over the lease term.

- The Entity as lessee

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognized immediately in profit or loss. Contingent rentals are recognized as expenses in the periods in which they are incurred.

Operating lease payments are recognized as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognized as an expense in the period in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognized as a liability. The aggregate benefit of incentives is recognized as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

3.17 Income taxes

Income tax expense represents the sum of the tax currently payable and deferred tax.

3.17.A Current tax

Current income tax ("ISR") is recognized in the results of the year in which is incurred.



3.17.B Deferred income tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Entity expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

3.17.C Current and deferred tax for the year

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

3.18 *Impairment of long-lived assets other than goodwill*

At the end of each reporting period, the Entity reviews the carrying amounts of its long-lived assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss.

3.19 *Earnings per share*

Basic earnings per common share are calculated by dividing net income of the controlling interest by the weighted average number of ordinary shares outstanding during the year. Diluted earnings per share are determined by adjusting consolidated net income and common shares on the assumption that the Entity's commitments to issue or exchange its own shares would be fulfilled, unless the impacts of such instruments would be anti-dilutive (for example in a year in which the Entity incurred a loss).



3.20 Critical accounting judgments and key sources of estimation uncertainty

In the application of the Entity's accounting policies, which are described in Note 2, management of the Entity is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Valuation of investment properties

As described in Note 8, the Entity uses external appraisers in order to determine the fair value of its investment properties. Such appraisers use several valuation methodologies that include assumptions that are not directly observable in the market to estimate the fair value of its investment properties. Note 8 provides detailed information about the key assumptions used in the determination of the fair value of the investment properties.

In estimating the fair value of an asset or a liability, the Entity uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Entity engages third party qualified valuation experts. The valuation committee works closely with the qualified external valuation experts to establish the appropriate valuation techniques and inputs to the model. The Chief Financial Officer reports the valuation committee's findings to the board of directors of the Entity every quarter to explain the cause of fluctuations in the fair value of the assets and liabilities. Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in Note 8 and 14.

The Entity's management believes that the chosen valuation methodologies and assumptions used are appropriate in determining the fair value of the Entity's investment properties.

4. Cash, cash equivalents and restricted cash

For purposes of the consolidated statement of cash flows, cash and cash equivalents include cash on hand and in banks, including restricted cash. Cash and cash equivalents at the end of the reporting period as shown in the consolidated statement of cash flows can be reconciled to the related items in the consolidated statements of financial position as follows:

	2017	2016	2015
Cash and cash equivalents	\$ 90,415,448	\$ 48,054,432	\$ 21,632,285
Current restricted cash	<u>586,261</u>	<u>2,666,319</u>	<u>6,112,770</u>
	91,001,709	50,720,751	27,745,055
Non-current restricted cash	<u>735,312</u>	<u>735,312</u>	<u>697,310</u>
Total	<u>\$ 91,737,021</u>	<u>\$ 51,456,063</u>	<u>\$ 28,442,365</u>

Restricted cash represents balances held by the Entity that are only available for use under certain conditions pursuant to the loan agreements entered into by the Entity. Such conditions include payment of monthly debt service and compliance with certain covenants set forth in the loan agreement. These restrictions are classified according to their restriction period: less than 12 months and over one year, considering the period of time in which such restrictions are fulfilled. Non-current restricted cash was classified within guarantee deposits made in the accompanying consolidated statements of financial position.



5. Financial assets held for trading

The portfolio of financial assets that the Entity has classified as held for trading relates to investments used by the Entity to manage its cash surplus. Such financial assets were acquired in active markets and are principally comprised of investment funds with no maturity date and which mainly invest in AAA debt instruments, such as government bonds.

6. Recoverable taxes

	2017	2016	2015
Recoverable value-added tax ("VAT")	\$ 15,100,478	\$ 10,438,157	\$ 9,216,603
Recoverable income taxes	11,145,715	11,320,220	11,541,336
Other receivables	<u>432,504</u>	<u>36,104</u>	<u>64,641</u>
	<u>\$ 26,678,697</u>	<u>\$ 21,794,481</u>	<u>\$ 20,822,580</u>

7. Operating lease receivables

7.1 The aging profile of operating lease receivables as of the dates indicated below are as follows:

	2017	2016	2015
0-30 days	\$ 4,508,045	\$ 4,541,467	\$ 2,955,085
30-60 days	223,456	1,588,869	424,763
60-90 days	229,591	551,533	332,338
Over 90 days	<u>260,425</u>	<u>347,106</u>	<u>435,923</u>
Total	<u>\$ 5,221,517</u>	<u>\$ 7,028,975</u>	<u>\$ 4,148,109</u>

Pursuant to the lease agreements, rental payments should be received within 30 days following their due date; thereafter the payment is considered past due. As shown in the table above, 86 %, 64% and 71% of all operating lease receivables are current at December 31, 2017, 2016 and 2015, respectively.

All rental payments past due are monitored by the Entity; for receivables outstanding from 30 to 90 days efforts are made to collect payment from the respective client. Operating lease receivables outstanding for more than 30 days but less than 60 days represent 4%, 23% and 10% of all operating lease receivables at December 31, 2017, 2016 and 2015, respectively. Operating lease receivables outstanding for more than 60 and less than 90 days represent 4%, 8% and 8% of all operating lease receivable at December 31, 2017, 2016 and 2015. Operating lease receivables outstanding greater than 90 days represent 5%, 5% and 11% as of December 31, 2017, 2016 and 2015, respectively.

7.2 Movement in the allowance for doubtful accounts receivable

The Entity individually reviews each of its operating lease receivables and according to the aging report determines the need to create an allowance for the recoverability of such receivables. The balance as of December 31, 2017 is \$283,538. During 2015 there were no increases to the allowance for doubtful accounts.



7.3 Client concentration risk

As of December 31, 2017, 2016 and 2015 one of the Entity's clients account for 40% or \$2,093,433, 29% or \$2,040,061 and 20% or \$830,135, respectively, of the operating lease receivables balance. The same client accounted for 7%, 11% and 12% of the total rental income of Entity for the years ended December 31, 2017, 2016 and 2015, respectively.

7.4 Leasing agreements

Operating leases relate to non-cancellable lease agreements over the investment properties owned by the Entity, which generally have terms ranging between 5 to 15 years, with options to extend the term up to a total term of 20 years. Rents are customarily payable on a monthly basis, and are adjusted annually according to applicable inflation indices (US and Mexican inflation indices). Security deposits are typically equal to one or two months' rent. Obtaining property insurance (third party liability) and operating maintenance are obligations of the tenants. All lease agreements include a rescission clause that entitles the Entity to collect all unpaid rents during the remaining term of the lease agreement in the event that the client defaults in its rental payments, vacates the properties, terminates the lease agreement or enters into bankruptcy or insolvency proceedings. All lease agreements are classified as operating leases and do not include purchase options.

7.5 Non-cancellable operating lease receivables

Future minimum lease payments receivable under non-cancellable operating lease agreements are as follows:

	2017	2016	2015
Not later than 1 year	\$ 155,696,225	\$ 100,997,236	\$ 85,322,145
Later than 1 year and not later than 3 years	283,657,472	170,779,851	145,954,674
Later than 3 year and not later than 5 years	345,303,613	191,181,511	147,512,967
Later than 5 years	<u>177,311,050</u>	<u>159,893,939</u>	<u>140,891,280</u>
	<u>\$ 961,968,360</u>	<u>\$ 622,852,537</u>	<u>\$ 519,681,066</u>

8. **Investment property**

The Entity uses external appraisers in order to determine the fair value for all of its investment properties. The independent appraisers, who hold recognized and relevant professional qualifications and have vast experience in the types of investment properties owned by the Entity, use valuation techniques such as the discounted cash flows approach, replacement cost approach and income cap rate approach. The techniques used include assumptions, the majority of which are not directly observable in the market, to estimate the fair value of the Entity's investment property such as discount rates, long-term NOI, inflation rates, absorption periods and market rents.

The values, determined by the external appraisers annually, are recognized as the fair value of the Entity's investment property at the end of each reporting period. The appraisers use a discounted cash flow approach to determine the fair value of land and buildings (using the expected net operating income ("NOI") of the investment property) and a market approach to determine the fair value of land reserves. Gains or losses arising from changes in the fair values are included in the consolidated statements of profit or loss and other comprehensive (loss) income in the period in which they arise.



The Entity's investment properties are located in México and they are classified as Level 3 in the IFRS fair value hierarchy. The following table provides information about how the fair values of the investment properties are determined (in particular, the valuation technique(s) and inputs used).

Property	Fair value hierarchy	Valuation techniques	Significant unobservable inputs	Value/range	Relationship of unobservable inputs to fair value
Buildings and land	Level 3	Discounted cash flows	Discount rate	2017: 9.35 % 2016: 9.75% 2015: 9.5%	The higher the discount rate, the lower the fair value.
				2017: 8.75 % 2016: 9.00 % 2015: 9.00 %	The higher the exit cap rate, the lower the fair value.
				Based on contractual rent and then on market related rents	The higher the NOI, the higher the fair value.
				Mexico: 4.10 % in 2017, 3.5% in 2016 and 3.4% in 2015 U.S.: 2.1% in 2017, 2.2% in 2016 and 2.1% in 2015	The higher the inflation rate, the higher the fair value.
Land reserves	Level 3	Market value	Price per acre	Weighted average price per acre in 2017 \$111,786 and \$105,893 in 2016.	The higher the price, the higher the fair value.

The table below sets forth the aggregate values of the Entity's investment properties for the years indicated:

	2017	2016	2015
Buildings and land	\$ 1,679,059,000	\$ 1,393,000,000	\$ 1,198,208,983
Land improvements	18,815,371	9,652,444	2,770,159
Land reserves	<u>87,631,000</u>	<u>79,377,000</u>	<u>58,602,000</u>
	1,785,505,371	1,482,029,444	1,259,581,142
Less: Cost to complete construction in-progress	<u>(84,499,000)</u>	<u>(66,314,682)</u>	<u>(44,651,137)</u>
Balance at end of year	<u>\$ 1,701,006,371</u>	<u>\$ 1,415,714,762</u>	<u>\$ 1,214,930,005</u>



The reconciliation of investment property is as follows:

	2017	2016	2015
Balance at beginning of year	\$ 1,415,714,762	\$ 1,214,930,005	\$ 1,101,352,822
Additions	195,132,819	158,013,760	103,125,702
Investment properties sold	-	-	-
Foreign currency translation effect	6,100,685	(24,233,614)	(20,992,577)
Gain on revaluation of investment property	84,058,105	67,004,611	31,444,058
Balance at end of year	<u>\$ 1,701,006,371</u>	<u>\$ 1,415,714,762</u>	<u>\$ 1,214,930,005</u>

A total of \$1,077,234 additions to investment property related to land reserves and new buildings which were acquired from third parties, were not paid as of December 31, 2016 and were therefore excluded from the consolidated statements of cash flows for that year. Such additions were paid during 2017 and were included in the 2017 consolidated statement of cash flows; no other unpaid amounts existed as of December 31, 2017. As of December 31, 2015, a total of \$500,996 additions to investment property, which were acquired from a third party, were not paid; these additions were paid during the year ended December 31, 2016.

During 2007, the Entity entered into an agreement to build the Querétaro Aerospace Park, which consists of a trust created by the Government of the State of Querétaro, as grantor (*fideicomitente*), Aeropuerto Intercontinental de Querétaro, S. A. de C. V., as a participant for the purposes of granting its consent, Bombardier Aerospace México, S.A. de C.V., as beneficiary (*fideicomisario*), and BBVA Bancomer, S.A., as trustee (*fiduciario*), to which the Entity, through its subsidiary, Proyectos Aeroespaciales, adhered as grantee and beneficiary. The Government of the State of Querétaro contributed certain rights to the trust, including rights to use the land and the infrastructure built by the state of Querétaro, allowing Proyectos Aeroespaciales to build and lease buildings for a total period equivalent to the term of the concession granted to the Aerospace Park; the remaining term is approximately 41 years as of December 31, 2017.

Proyectos Aeroespaciales is the only designated real estate developer and was granted the right to use the land and infrastructure to develop industrial facilities thereon, lease such industrial facilities to companies in the aerospace and related industries and to collect the rents derived from the lease of the industrial facilities, for a period of time equivalent to the remaining term of the airport concession (approximately 41 years as of December 31, 2017). With respect to such rights, all construction, addition and improvements made by Proyectos Aeroespaciales to the contributed land (including without limitation, the industrial facilities) will revert in favor of the Government of the State of Querétaro at the end of the term of the trust, for zero consideration.

During 2013, the Company entered into an agreement with Nissan Mexicana, S.A. de C.V. ("Nissan") to build and lease to Nissan the Douki Seisan Park ("DSP Park") located in Aguascalientes, Mexico. The land where the DSP Park is located is owned by Nissan. On July 5, 2012, Nissan created a trust (trust No. F/1704 with Deutsche Bank México, S.A. as trustee) to which the Company (through one of its subsidiaries, Vesta DSP, S. de R.L. de C.V.), is beneficiary and was granted the use of the land for a period of 40 years. The infrastructure and all the related improvements were built by and are managed by the Company.

As of December 31, 2017, 2016 and 2015, the Entity's investment properties have a gross leasable area (unaudited) of 26,721,171 square feet (or 2,482,478 square meters), 22,569,585 square feet (or 2,096,783 square meters) and 20,052,909 square feet (or 1,862,981 square meters), respectively, and they were 92.3%, 89.2% and 86.7% occupied by tenants (unaudited), respectively. As of December 31, 2017, 2016 and 2015, investment properties with a gross leasable area (unaudited) of 2,330,549 square feet (or 216,515 square meters), 2,008,397 square feet (or 186,586 square meters) and 1,272,670 square feet (or 118,235 square meters), respectively, were under construction, representing an additional 8.7%, 8.9% and 14.31% of the Entity's total leasable area.

Most of the Entity's investment properties have been pledged as collateral to secure its long-term debt.



9. Long-term debt

On September 22, 2017, the Entity entered into an agreement for an issuance and sale Series A Senior Notes of \$65,000,000 due on September 22, 2024, and Series B Senior Notes of \$60,000,000 due on September 22, 2027. Each Series A Note and Series B Note will bear interest on the unpaid balance of such Series A Note and Series B Note at the rates of 5.03% and 5.31%, respectively, per annum payable semiannually on the September 22 and March 22 of each year.

On November 1, 2017, the Entity entered into a loan agreement with Metropolitan Life Insurance Company for \$118,000,000 due on December 1, 2027. This loan bears monthly interest at a rate of 4.75%.

On July 22, 2016, the Entity entered into a new five-year credit agreement with various financial institutions for an aggregated amount of \$150,000,000; the proceeds were received on the same date (the "Syndicated Loan"). The Syndicated Loan also includes a revolving credit facility up to \$100,000,000 which as of December 31, 2017 and 2016 has not been utilized. On July 27, 2016, the Entity entered into a 10-year loan agreement with Metropolitan Life Insurance Company ("MetLife") for a total amount of \$150,000,000. The proceeds of both of the aforementioned credit facilities were used to settle the Entity's debt with Blackstone which matured on August 1, 2016. The long-term debt is comprised by the following notes:

Issue date	Original amount	Annual interest rate	Monthly amortization	Maturity	2017	2016	2015
July 2016	\$ 150,000,000	Variable rate plus margin(1)	(1)	July 2021	\$ 150,000,000	\$ 150,000,000	\$ -
July 2016	150,000,000	4.55%	(2)	August 2026	150,000,000	150,000,000	-
April 2015	47,500,000	4.35%	(3)	April 2022	47,500,000	47,500,000	47,500,000
September, 2017	60,000,000	5.31%	(5)	September 2027	60,000,000	-	-
September, 2017	65,000,000	5.03%	(5)	September 2024	65,000,000	-	-
November, 2017	118,000,000	4.75%	(4)	December 2027	118,000,000	-	-
September 2003	-	-	-	August 2016	-	-	4,990,210
April 2005	-	-	-	August 2016	-	-	1,393,073
August 2005	-	-	-	August 2016	-	-	4,437,481
August 2005	-	-	-	August 2016	-	-	10,247,179
November 2005	-	-	-	August 2016	-	-	21,237,473
March 2006	-	-	-	August 2016	-	-	7,767,320
July 2006	-	-	-	August 2016	-	-	47,256,946
July 2006	-	-	-	August 2016	-	-	10,609,960
September 2006	-	-	-	August 2016	-	-	8,961,734
October 2006	-	-	-	August 2016	-	-	6,887,259
November 2006	-	-	-	August 2016	-	-	8,006,030
November 2006	-	-	-	August 2016	-	-	11,343,196
May 2007	-	-	-	August 2016	-	-	5,475,496
September 2007	-	-	-	August 2016	-	-	6,905,008
April 2008	-	-	-	August 2016	-	-	28,271,033
April 2008	-	-	-	August 2016	-	-	1,437,785
April 2008 *	-	-	-	August 2016	-	-	11,718,557
August 2008	-	-	-	August 2016	-	-	4,570,012
August 2008	-	-	-	August 2016	-	-	5,431,327
April 2009	-	-	-	August 2016	-	-	16,167,177
December 2009	-	-	-	August 2016	-	-	24,171,582
July 2012	-	-	-	August 2016	-	-	16,778,531
July 2012	-	-	-	August 2016	-	-	24,392,657
July 2012	-	-	-	August 2016	-	-	4,364,210
March 2013	-	-	-	August 2016	-	-	5,248,924
					590,500,000	347,500,000	345,569,960
Less: Current portion					-	-	(298,069,960)
Less: direct issuance cost					(8,505,121)	(6,628,583)	(810,951)
Total long-term debt					\$ 581,994,879	\$ 340,871,417	\$ 46,689,049

* These notes payable had bi-annual amortization.



- (1) Five-year Syndicated Loan, interest is paid on a quarterly basis and calculated using LIBOR (London interbank offered rate) plus an applicable margin. The applicable margin varies depending on the Entity's leverage ratio (higher or lower than 40%) and the number of months that the Syndicated Loan has been outstanding. Currently the applicable margin is 200 basis points; if leverage ratio is higher than 40% the margin would increase to 225 basis points. Principal amortization will commence on July 22, 2019; thereafter the Syndicated Loan will have quarterly principal payments equal to 1.25% of the loan amount.
- (2) 10-year loan agreement with MetLife, interest on this loan is paid on a monthly basis and calculated using an annual fixed rate of 4.55%. Principal amortization will commence on September 1, 2023. This loan is guaranteed with 48 of the Entity's properties.
- (3) On March 9, 2015, the Entity entered into a 7-year loan with MetLife, interest on this loan is paid on a monthly basis and calculated using an annual rate of 4.35%. The loan has monthly interest only payments for 42 months and thereafter monthly amortizations of principal and interest until it matures on April 1, 2022. The loan is secured by 6 of the Entity's investment properties.
- (4) On November 1, 2017, the Entity entered into a 10-year loan agreement with Metlife, interest on this loan is paid on a monthly basis and calculated using an annual rate of 4.75%. The loan bears monthly interest only for 60 months and thereafter monthly amortizations of principal and interest until it matures on December 1, 2027. The loan is secured by 21 of the Entity's investment properties.
- (5) Series A Senior Notes and Series B Senior Notes are not secured by investment properties of the Entity.

These credit agreements require the Entity to maintain certain financial ratios (such as Cash-on-Cash and debt service coverage ratios) and to comply with certain affirmative and negative covenants. The Entity is in compliance with these covenants as of December 31, 2017.

The credit agreements also entitles MetLife to withhold certain amounts deposited by the Entity in a separate fund as guarantee deposits for the debt service and tenants guarantee deposits of the Entity's investment properties pledged as collateral. Such amounts are presented as guarantee deposit assets in the statement of financial position.

Scheduled maturities and periodic amortization of long-term debt are as follows:

As of December 2018	\$	123,019
As of December 2019		763,388
As of December 2020		791,939
As of December 2021		833,388
Thereafter		587,988,266
Less: direct issuance cost		<u>(8,505,121)</u>
Total long-term debt	\$	<u>581,994,879</u>

10. Capital stock

10.1 Capital stock as of December 31, 2017, 2016 and 2015 is as follows:

	2017		2016		2015	
	Number of shares	Amount	Number of shares	Amount	Number of shares	Amount
Fixed capital						
Series A	5,000	\$ 3,696	5,000	\$ 3,696	5,000	\$ 3,696
Variable capital						
Series B	<u>600,262,388</u>	<u>439,839,411</u>	<u>621,092,663</u>	<u>450,876,454</u>	<u>631,132,923</u>	<u>455,738,039</u>
Total	<u>600,267,388</u>	<u>\$439,843,107</u>	<u>621,097,663</u>	<u>\$450,880,150</u>	<u>631,137,923</u>	<u>\$455,741,735</u>



Stockholders' equity, except restated paid-in capital and tax retained earnings will be subject to ISR payable by the Entity at the rate in effect upon distribution. Any tax paid on such distribution may be credited against annual and estimated income taxes of the year in which the tax on dividends is paid and the following two fiscal years. As of December 31, 2017, 2016 and 2015, there were a total of 20,948,945, 10,203,349 and 586,200, respectively, shares in treasury.

10.2 Fully paid ordinary shares

	Number of shares	Amount	Additional paid-in capital
Balance as of December 31, 2015	631,137,923	\$ 455,741,735	\$ 349,557,056
Vested shares	163,089	104,640	173,193
Repurchase of shares	<u>(10,203,349)</u>	<u>(4,966,225)</u>	<u>(6,693,021)</u>
Balance as of December 31, 2016	621,097,663	450,880,150	343,037,228
Vested shares	118,670	58,201	91,769
Repurchase of shares	<u>(20,948,945)</u>	<u>(11,095,244)</u>	<u>(15,858,458)</u>
Balance as of December 31, 2017	<u>600,267,388</u>	<u>\$ 439,843,107</u>	<u>\$ 327,270,539</u>

10.3 Dividend payments

Pursuant to a resolution of the general ordinary stockholders' meeting on March 2, 2017, the Entity declared a dividend of approximately \$0.064 per share, for a total dividend of \$39,110,027. The dividend was paid on March 30, 2017 in cash.

Pursuant to a resolution of the general ordinary stockholders' meeting on April 4, 2016, the Entity declared a dividend of approximately \$0.046 per share, for a total dividend of \$28,825,690. The dividend was paid on April 19, 2016 in cash.

Pursuant to a resolution of the general ordinary stockholders' meeting on March 25, 2015, the Entity declared a dividend of approximately \$0.035 per share, for a total dividend of \$22,321,140. The dividend was paid on April 30, 2015 in cash.

11. Earnings per share

The amounts used to determine earnings per share are as follows:

2017			
	Earnings	Weighted-average number of shares	Dollars per share
Profit for the year	<u>\$ 126,030,181</u>	<u>609,850,516</u>	<u>\$ 0.207</u>
2016			
	Earnings	Weighted-average number of shares	Dollars per share
Profit for the year	<u>\$ 45,082,793</u>	<u>630,259,650</u>	<u>\$ 0.072</u>



		2015	
	Loss	Weighted-average number of shares	Dollars per share
Loss for the year	\$ (3,825,172)	622,206,426	\$ (0.006)

For the years ended December, 31, 2017 and 2016, basic and diluted earnings per share are the same because the weighted average number of instruments that are considered potentially dilutive, 1,253,358 and 226,159, respectively, have no impact on the per share amount. For the year ended December 31, 2015 all potentially dilutive instruments are considered to be anti-dilutive because the Entity incurred a loss for the year.

12. Property operating costs and administration expenses

12.1 Property operating costs consist of the following:

12.1.1 Direct property operating costs from investment properties that generated rental income during the year:

	2017	2016	2015
Real estate tax	\$ 1,285,697	\$ 1,090,743	\$ 943,499
Insurance	366,613	302,400	274,669
Maintenance	873,367	748,043	468,528
Structural maintenance accrual	168,502	-	-
Other property related expenses	1,412,224	1,243,203	889,824
	<u>\$ 4,106,403</u>	<u>\$ 3,384,389</u>	<u>\$ 2,576,520</u>

12.1.2 Direct property operating costs from investment property that did not generate rental income during the year:

	2017	2016	2015
Real estate tax	\$ 268,448	\$ 293,602	\$ 343,443
Insurance	53,731	51,280	52,879
Maintenance	100,440	148,689	91,689
Other property related expenses	464,069	498,486	465,476
	<u>886,688</u>	<u>992,057</u>	<u>953,487</u>
Total property operating	<u>\$ 4,993,091</u>	<u>\$ 4,376,446</u>	<u>\$ 3,530,007</u>

12.2 Administration expenses consist of the following:

	2017	2016	2015
Employee direct benefits	\$ 7,849,558	\$ 6,270,379	\$ 5,044,294
Auditing, legal and consulting expenses	1,282,256	1,212,794	902,242
Property appraisal and other fees	359,832	352,357	358,903
Indirect equity issuance and trading costs	209,168	181,309	160,695
Marketing expenses	1,328,200	1,136,642	1,078,389
Other	1,405,893	1,223,070	1,220,641
	<u>12,434,907</u>	<u>10,376,551</u>	<u>8,765,164</u>
Long-term incentive - Note 16	1,477,031	860,125	1,067,316
Total	<u>\$ 13,911,938</u>	<u>\$ 11,236,676</u>	<u>\$ 9,832,480</u>



13. Income taxes

The Entity is subject to ISR. The statutory ISR rate is 30%.

13.1 Income taxes are as follows:

	2017	2016	2015
ISR expense:			
Current	\$ 15,137,320	\$ 6,134,040	\$ 2,501,584
Deferred	<u>16,393,917</u>	<u>48,862,618</u>	<u>35,363,577</u>
Total income taxes	<u>\$ 31,531,237</u>	<u>\$ 54,996,658</u>	<u>\$ 37,865,161</u>

13.2 The effective ISR rates for fiscal 2017, 2016 and 2015 differ from the statutory rate as follows:

	2017	2016	2015
Statutory rate	30%	30%	30%
Effects of exchange rates on tax balances	(6)%	27%	90%
Effects of inflation	(5)%	(4)%	(12)%
Other	<u>1%</u>	<u>2%</u>	<u>3%</u>
Effective rate	<u>20%</u>	<u>55%</u>	<u>111%</u>

13.3 The main items originating the deferred ISR liability are:

	2017	2016	2015
Deferred ISR assets (liabilities):			
Investment property	\$ (207,074,235)	\$ (199,134,089)	\$ (160,640,067)
Effect of tax loss carryforwards	4,097,337	14,205,287	15,635,979
Other provisions and prepaid expenses	<u>(1,228,463)</u>	<u>(804,262)</u>	<u>863,558</u>
Deferred income taxes - Net	<u>\$ (204,205,361)</u>	<u>\$ (185,733,064)</u>	<u>\$ (144,140,530)</u>

To determine deferred ISR the Entity applied the applicable tax rates to temporary differences based on their estimated reversal dates.

13.4 A reconciliation of the changes in the deferred tax liability balance is presented as follows:

	2017	2016	2015
Deferred tax liability at the beginning of the period	\$ (185,733,064)	\$ (144,140,530)	\$ (115,641,120)
Movement included in profit or loss	(16,393,916)	(48,862,618)	(35,363,577)
Movement included in equity		-	2,545,905
Movement included in other comprehensive income	<u>(2,078,381)</u>	<u>7,270,084</u>	<u>4,318,262</u>
Deferred tax liability at the end of the year	<u>\$ (204,205,361)</u>	<u>\$ (185,733,064)</u>	<u>\$ (144,140,530)</u>



- 13.2 The benefits of restated tax loss carryforwards for which the deferred ISR asset has been recognized can be recovered subject to certain conditions. Restated amounts as of December 31, 2017 and expiration dates are:

Year of Expiration	Tax Loss Carryforwards
2023	\$ 2,024,588
2025	2,729,064
2026	<u>8,904,140</u>
	<u>\$ 13,657,792</u>

14. Financial instruments

14.1 Capital management

The Entity manages its capital to ensure that the Entity will be able to continue as a going concern while maximizing the return to partners through the optimization of the debt and equity balance.

The capital structure of the Entity consists of net debt (total borrowings, including the current portion, as detailed in Note 9 offset by cash and bank balances) and equity of the Entity (comprising issued capital, additional paid-in capital, retained earnings and other comprehensive income as detailed in Note 10). The Entity is not subject to any externally imposed capital requirements.

14.2 Leverage ratio

The Board reviews the capital structure of the Entity on a regular basis. As part of this review, the Board considers the cost of capital and the risks associated with each class of capital.

The leverage ratio at end of following reporting periods was as follows:

	2017	2016	2015
Debt	\$ 581,994,879	\$ 340,871,417	\$ 344,759,009
Cash, cash equivalents and restricted cash	(91,737,021)	(51,456,063)	(28,442,365)
Financial assets held for trading	<u>(677,828)</u>	<u>(613,015)</u>	<u>(203,563,025)</u>
Net debt	489,580,030	288,802,339	112,753,619
Equity	<u>1,022,332,124</u>	<u>959,384,899</u>	<u>974,786,984</u>
Net debt to equity ratio	<u>48%</u>	<u>30%</u>	<u>12%</u>

14.3 Categories of financial instruments

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized, in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 2 to the consolidated financial statements.

The Entity's principal financial assets are bank balances, cash equivalents and restricted cash as disclosed in Note 4, recoverable taxes and operating lease receivables as disclosed in Notes 6 and 7, respectively and financial assets held for trading in Note 5. The Entity's principal financial liability is long-term debt as disclosed in Note 9.



14.4 Financial risk management objectives

The Entity seeks to minimize the effects of market risk (including fair value interest rate risk), credit risk, liquidity risk and cash flow interest rate risk. The use of financial derivatives is governed by the Entity's policies approved by the board of directors. The Entity does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

14.5 Market risk

The Entity's activities expose it primarily to the financial risks of changes in interest rates (see 14.7 below) and foreign currency exchange rates (see 14.7 below). The Entity enters into an interest rate swaps to mitigate the risk of rising interest rates.

Market risk exposures are measured using value-at-risk (VaR) supplemented by sensitivity analysis.

14.6 Foreign currency risk management

The Entity is exposed to foreign exchange risk, primarily with respect to the Mexican peso and to the US dollar in respect of one of its subsidiaries whose functional currency is the Mexican peso. Foreign exchange risk arises from future commercial transactions and recognized monetary assets and liabilities.

The carrying amounts of the Entity's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period as well as the relevant exchange rates are as follows:

	2017	2016	2015
Exchange rates			
Mexican pesos per US dollar at the end of the period	19.7354	20.6640	17.2065
Mexican pesos per US dollar average during the year	18.9302	18.6567	15.8546
Monetary assets			
Mexican pesos	651,151,481	515,823,400	3,982,261,268
US dollars	\$ 445,751	\$ 335,050	\$ 361,656
Monetary liabilities			
Mexican pesos	51,171,796	22,097,747	11,669,674
US dollars	\$ 26,992,726	\$ 26,992,726	\$ 38,691,165

14.7 Foreign currency sensitivity analysis

The following table details the Entity's sensitivity to a 10% appreciation or depreciation in the US dollar against the Mexican peso. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel, and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change in foreign currency exchange rates. A positive number below indicates an increase in profit or equity where the US dollar appreciates 10% against the relevant currency. For a 10% depreciation of the US dollar against the Mexican peso, there would be a comparable impact on the profit or equity, and the balances below would be negative:

	2017	2016	2015
Profit or loss impact			
Mexican peso - 10% appreciation - gain	\$ (2,763,745)	\$ (2,654,782)	\$ (20,978,286)
Mexican peso - 10% depreciation - loss	3,377,910	2,172,094	25,640,127
U.S. dollar - 10% appreciation - loss	(52,391,517)	(33,932,951)	(45,868,530)
U.S. dollar - 10% depreciation - gain	52,391,517	33,932,951	45,868,530



14.8 Interest rate risk management

The Entity minimizes its exposure to interest rate risk by borrowing funds at fixed rates, in case of borrowing funds at floating rates Vesta uses interest rate swap contracts, because investment properties owned by the Entity generate a fixed income in the form of rental income which is indexed to inflation.

Interest rate swap contracts

Under interest rate swap contracts, the Entity agrees to exchange the difference between fixed and floating rate interest amounts calculated on agreed notional principal amounts. Such contracts enable the Entity to mitigate the risk of changing interest rates on the fair value of issued fixed rate debt and the cash flow exposures on the issued variable rate debt. The fair value of interest rate swaps at the end of the reporting period is determined by discounting the future cash flows using the curves at the end of the reporting period and the credit risk inherent in the contract, and is disclosed below. The average interest rate is based on the outstanding balances at the end of the reporting period.

The following table detail the notional principal amounts and remaining terms of interest rate swap contracts outstanding at the end of the reporting period.

Cash flow hedges

	Contracted fixed interest rate 2017	Notional principal value 2017	Fair value assets (liabilities) 2017
Outstanding receive floating pay fixed contracts	1.944	\$ 150,000,000	\$ 827,251

14.9 Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Entity. The Entity has adopted a policy of only dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. The Entity's exposure and the credit ratings of its counterparties are monitored, and the transactions consummated are entered into with approved counterparties. The Entity's maximum credit risk is the total of its financial assets included in its statement of financial position.

The Entity's clients operate in a variety of industries. Its real estate portfolio is primarily concentrated in the food and beverage, automotive, aerospace, medical, logistics and plastics industries. The Entity's exposure to these industries subjects it to the risk of economic downturns in such industrial sectors to a greater extent than if its properties were more diversified across other industries.

The Entity currently leases two distribution facilities to a single customer, which represent 9% of its total portfolio's gross leasable area (unaudited), and 40%, 29% and 20% of its operating lease receivable balance and 7%, 11% and 12% its annualized rents as of and for the years ended December 31, 2017, 2016 and 2015, respectively. If this customer were to terminate its lease agreements with the Entity, the Entity may experience a material loss with respect to future rental income.

14.10 Liquidity risk management

If the Entity is unable to raise additional debt or equity, its results of operations could suffer. The Entity closely monitors the maturity of its liabilities and the cash needs of its operations. It prepares and provides a detailed cash flow analysis on a quarterly basis and presents it to its board of directors. Decisions are made to obtain new financing or limit cash investments in order to maintain a healthy projected cash balance.



The maturity of the long-term, its current portion and the accrued interest at December 31, 2017 is as follows:

	Weighted average interest rate %	1 to 3 months	3 months to 1 year	1 to 5 years	More than 5 years	Total
Long-term debt		\$	\$	\$ 150,000,000	\$ 440,500,000	\$ 590,500,000
Accrued interest	4.27%	<u>5,730,059</u>	<u>18,218,243</u>	<u>88,394,936</u>	<u>66,727,678</u>	<u>179,070,916</u>
		<u>\$ 5,730,059</u>	<u>\$ 18,218,243</u>	<u>\$ 238,394,936</u>	<u>\$ 507,227,678</u>	<u>\$ 769,570,916</u>

14.11 Fair value of financial instruments

14.11.1 Fair value of financial assets that are measured at fair value on a recurring basis

The Entity's financial assets held for trading are classified as level 1 in the IFRS 13 fair value hierarchy since they are traded in an active market.

The interest rate swap held by the Entity is classified as level 2 in the IFRS 13 fair value hierarchy as it derives from market inputs and prices. Other disclosures required by the standards are not deemed material.

14.11.2 Fair value of financial instruments carried at amortized cost

The fair value of long-term debt and its related current portion as of December, 31, 2017, 2016 and 2015 is \$590,500,000, \$347,500,000 and \$357,219,742, respectively. This measurement is classified as level 2, since management uses an adjusted observable discount rate to determine fair value of debt.

Management considers that the carrying amounts of all other financial assets and other financial liabilities recognized in the consolidated financial statements approximate their fair values.

15. **Transactions and balances with related parties**

15.1 Compensation of key management personnel

The remuneration of Entity's management and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends. The remuneration of members of key management personnel during the year was as follows:

	2017	2016	2015
Short-term benefits	\$ 3,804,628	\$ 4,244,325	\$ 3,932,214
Share-based compensation expense	<u>1,477,031</u>	<u>860,125</u>	<u>1,067,316</u>
	<u>\$ 5,281,659</u>	<u>\$ 5,104,450</u>	<u>\$ 4,999,530</u>



16. Share-based payments

16.1 Details of the share-based plans of the Entity

The Entity has granted shares to its executives and employees under two different plans as follows:

- i. Under the Vesta 20-20 Long-term Incentive Plan (the Vesta 20-20 Incentive Plan), as approved by the Board of Directors, the Entity will use a "Relative Total Return" methodology to calculate the total number of shares to be granted. The shares granted each year will vest over the three years following the grant date.
- ii. The total number of shares to be granted during the six year period is 10,428,222 shares, the shares to be used to settle this plan were issued by the Entity during January 2015; no awards will be paid in cash.
- iii. The total number of shares to be granted in each of the six years ranges from 695,215 to 1,738,037 shares, at the expected performance level, to a maximum of 2,607,055 shares, if the Entity's shares perform at peak performance compared to other publicly traded entities in each year.
- iv. The shares to be granted in each of the six years will be contributed to a trust and delivered in three equal settlement dates to the executives after 24, 36 and 48 months from the grant date, provided that the eligible executives remain in the employment of the Entity.
- v. Under the 2014 Long-term Incentive Plan (the 2014 Incentive Plan), the Entity has a share-based plan for 12 top executives of the Entity. In accordance with the terms of the plan, as approved by the board of directors, based on certain performance metrics, the Entity executed a long-term incentive plan that will be settled by the Entity with its own shares which have been repurchased in the market. Under this plan, eligible executives will receive compensation, based on their performance during 2014, settled in shares and delivered over a three-year period. For this plan shares are kept in treasury and may be placed in a trust; they will be delivered to the executives in three equal settlement dates to the executives after 24, 36 and 48 months from the grant date, provided that the eligible executives remain in the employment of the Entity.

16.2 Fair value of share options granted in the year

- i. Vesta 20-20 Incentive plan - Based on the performance of the Entity's shares for the years ended December 31, 2017 and 2016, the shares granted were 637,200 and 863,499, respectively. For the year ended December 31, 2015, there were no shares granted during the year under this plan; however, a share-based payment expense of \$773,382 was recognized. This expense was calculated as the grant date fair value of the awards as determined using a Monte Carlo model which took into consideration the probability of the performance of the Entity's shares during the year. As this performance is considered a market vesting condition in accordance with IFRS 2, *Share-based Payments*, the compensation expense, as determined on grant date, is not revised even if no awards are ultimately granted. This expense has no effect in the cash position of the Entity.
- ii. 2014 Incentive Plan - The fair value of the share awards granted under the 2014 Plan, was determined based on a fixed amount of cash determined as per the Entity's plan. It is assumed that executives will receive the awards after vesting date. The expense under this plan affects the cash position of the Entity.



16.3 Compensation expense recognized

The long-term incentive expense for the years ended December 31, 2017, 2016 and 2015 was as follows:

	2017	2016	2015
Vesta 20-20 Incentive Plan	\$ 1,430,143	\$ 840,985	\$ 773,382
2014 Incentive Plan	<u>46,888</u>	<u>19,140</u>	<u>293,934</u>
Total long-term incentive expense	<u>\$ 1,477,031</u>	<u>\$ 860,125</u>	<u>\$ 1,067,316</u>

Compensation expense related to these plans will continue to be accrued through the end of the service period.

16.4 Share awards outstanding at the end of the year

As of December 31, 2017, there are 970,988 shares outstanding with a weighted average remaining contractual life of 23 months.

17. **Litigation, other contingencies and commitments**

Litigation

In the ordinary course of business, the Entity is party to various legal proceedings. The Entity is not involved in any litigation or arbitration proceeding for which the Entity believes it is not adequately insured or indemnified, or which, if determined adversely, would have a material adverse effect on the Entity or its financial position, results of operations or cash flows.

Commitments

As mentioned in Note 8, all rights to construction, improvements and infrastructure built by the Entity in the Queretaro Aerospace Park and in the DSP Park automatically revert back to the government of the State of Queretaro and to Nissan at the end of the concessions, which is approximately in 42 and 36 years, respectively.

18. **Financial statements issuance authorization**

On February 13, 2018 the issuance of the consolidated financial statements was authorized by the Board of Directors, consequently, they do not reflect events occurred after that date. These consolidated financial statements are subject to approval at the General Ordinary Shareholders' Meeting, where the stockholders may decide to modify such consolidated financial statements according to the Mexican General Corporate Law.

* * * * *

