

**InRetail Real Estate Corp. And Subsidiaries**

Interim consolidated financial statements as of March 31, 2017 (unaudited) and December 31, 2016 (audited) and for the three-month periods ended as of March 31, 2017 and 2016.

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Interim consolidated financial statements as of March 31, 2017 and December 31, 2016 and for the three-month periods ended March 31, 2017 and 2016.

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## InRetail Real Estate Corp. and Subsidiaries

### Interim consolidated statements of financial position

As of March 31, 2017 (unaudited) and December 31, 2016 (audited)

	Note	2017	2016		Note	2017	2016
		S/(000)	S/(000)			S/(000)	S/(000)
<b>Assets</b>				<b>Liabilities and equity</b>			
<b>Current assets</b>				<b>Current liabilities</b>			
Cash and cash equivalents	4	48,869	49,914	Trade payables	14	33,234	31,172
Available for-sale-investments	5	54,959	57,470	Other liabilities	15	56,195	72,821
Investments at fair value through profit or loss	6	87,725	90,334	Accounts payable to related parties	25	4,406	5,043
Trade receivables, net	7	26,265	30,034	Current portion financial obligations	16	44,029	44,457
Other receivables	8	29,755	17,634	<b>Total current liabilities</b>		<b>137,864</b>	<b>153,493</b>
Accounts receivables from related parties	25	44,193	45,922	Other long-term liabilities	15	28,182	23,336
Prepaid expenses	9	3,795	2,374	Income tax related to especial pourpose entity	24(e)	176,548	166,501
Recoverable taxes	10	17,622	19,275	Long-term financial obligations	16	1,170,060	1,212,180
<b>Total current assets</b>		<b>313,183</b>	<b>312,957</b>	Deferred income tax liabilities, net	17	20,043	19,052
<b>Non-current assets</b>				<b>Total non-current liabilities</b>		<b>1,394,833</b>	<b>1,421,069</b>
Deferred income tax liability	17	1,106	1,106	<b>Total liabilities</b>		<b>1,532,697</b>	<b>1,574,562</b>
Recoverable taxes	10	43,906	50,346	<b>Equity</b>			
Facilities, furniture and equipment, net	11	9,755	10,576	Capital stock	19	1,475,706	1,475,706
Investment properties	12	3,093,229	3,073,771	Unrealized results on financial instruments		5,473	(11,678)
Investment in associates		37,828	31,690	Retained earnings		535,296	500,578
Intangible assets		2,310	2,357	<b>Equity attributable to owners of the parent</b>		<b>2,016,475</b>	<b>1,964,606</b>
Derivative financial instrument	13	47,384	55,908	Non-controlling interests		-	-
Other assets		471	457	<b>Total equity</b>		<b>2,016,475</b>	<b>1,964,606</b>
<b>Total non-current assets</b>		<b>3,235,989</b>	<b>3,226,211</b>	<b>Total liabilities and equity</b>		<b>3,549,172</b>	<b>3,539,168</b>
<b>Total assets</b>		<b>3,549,172</b>	<b>3,539,168</b>				

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

## InRetail Real Estate Corp. and Subsidiaries

Interim consolidated statements of income and other comprehensive income (unaudited)

For the three-month periods ended as of March 31, 2017 and 2016

	Note	2017 S/(000)	2016 S/(000)
Rental income	20	74,456	73,548
Cost of rental income	21	(10,412)	(7,454)
<b>Net rental income</b>		<b>64,044</b>	<b>66,094</b>
Income from management services	20	37,059	34,121
Cost related to income from management services	21	(28,036)	(26,459)
<b>Net management service</b>		<b>9,023</b>	<b>7,662</b>
<b>Gross profit</b>		<b>73,067</b>	<b>73,756</b>
Fair value adjustment for investment properties	12(b)	3,643	448
Administrative expenses	22	(5,772)	(5,974)
Selling expenses	22	(1,798)	(2,341)
Other operating income (expenses)		714	326
<b>Operating profit</b>		<b>69,854</b>	<b>66,215</b>
Financial income	23	1,270	1,707
Financial expenses	23	(29,034)	(30,215)
Net exchange difference	26 (a)(ii)	7,722	6,252
<b>Profit before income tax</b>		<b>49,812</b>	<b>43,959</b>
Income tax	17(a)	(15,045)	(13,392)
<b>Net profit</b>		<b>34,767</b>	<b>30,567</b>
<b>Attributable to:</b>			
InRetail Real Estate Shareholders		34,767	30,567
Non-controlling interests		-	-
<b>Net profit</b>		<b>34,767</b>	<b>30,567</b>
<b>Earnings per share:</b>	19(b)		
Basic and diluted profit for the period attributable to ordinary equity holders of the parent		0.0612	0.0538

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

**InRetail Real Estate Corp. and Subsidiaries**

Interim consolidated statements of other comprehensive income (unaudited)

For the three-month periods ended as of March 31, 2017 and 2016

	Note	2017 S/(000)	2016 S/(000)
<b>Profit for the period</b>		34,767	30,567
<b>Other comprehensive income</b>			
Unrealized gain on available-for-sale investments		(1,816)	1,096
Income tax effect		545	(328)
<b>Total other comprehensive income of available for sale investments</b>		<b>(1,271)</b>	<b>768</b>
Gain on hedging derivative financial instrument		15,865	20,235
Income tax effect		2,557	(279)
<b>Total other comprehensive income of financial instrument</b>		<b>18,422</b>	<b>19,956</b>
<b>Other comprehensive income for the period, net of income tax effects</b>		<b>17,151</b>	<b>20,724</b>
<b>Total comprehensive income for the period</b>		<b>51,918</b>	<b>51,291</b>
<b>Attributable to:</b>			
InRetail Real Estate Shareholders		51,918	51,291
Non-controlling interests		-	-
<b>Total comprehensive income for the period</b>		<b>51,918</b>	<b>51,291</b>

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

## InRetail Real Estate Corp. and Subsidiaries

Interim consolidated statements of changes in equity (unaudited)

For the three-month periods ended as of March 31, 2017 and 2016

	Attributable to owners of InRetail Real Estate Corp.				Non-controlling interest S/(000)	Total equity S/(000)
	Capital stock S/(000)	Unrealized results on financial instruments S/(000)	Retained earnings S/(000)	Total S/(000)		
<b>Balance as of January 1, 2016</b>	<b>1,475,706</b>	<b>(32,171)</b>	<b>375,467</b>	<b>1,819,002</b>	<b>6,419</b>	<b>1,825,421</b>
Net profit	-	-	30,567	30,567	-	30,567
Other comprehensive income	-	20,724	-	20,724	-	20,724
<b>Total comprehensive income</b>	<b>-</b>	<b>20,724</b>	<b>30,567</b>	<b>51,291</b>	<b>-</b>	<b>51,291</b>
Purchase of share non-controlling interest	-	-	(2,619)	(2,619)	(6,419)	(9,038)
Advancement of minority returns to participants	-	-	-	-	-	-
<b>Balance as of March 31, 2016</b>	<b>1,475,706</b>	<b>(11,447)</b>	<b>403,415</b>	<b>1,867,674</b>	<b>6,419</b>	<b>1,867,674</b>
<b>Balance as of January 1, 2017</b>	<b>1,475,706</b>	<b>(11,678)</b>	<b>500,578</b>	<b>1,964,606</b>	<b>-</b>	<b>1,964,606</b>
Profit for the period	-	-	34,767	34,767	-	34,767
Other comprehensive income	-	17,151	-	17,151	-	17,151
	-	<b>17,151</b>	<b>34,767</b>	<b>51,918</b>	<b>-</b>	<b>51,918</b>
Purchase of share non-controlling interest	-	-	-	-	-	-
Others	-	-	(49)	(49)	-	(49)
<b>Balance as of March 31, 2017</b>	<b>1,475,706</b>	<b>5,473</b>	<b>535,296</b>	<b>2,016,475</b>	<b>-</b>	<b>2,016,475</b>

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

## InRetail Real Estate Corp. and Subsidiaries

Interim consolidated statements of cash flows (unaudited)

For the three-month periods ended as of March 31, 2017 and 2016

	2017 S/(000)	2016 S/(000)
<b>Operating activities</b>		
Revenue	115,777	93,281
Payments of goods and services to suppliers	(27,839)	(17,752)
Payments of salaries and social benefits to employees	(6,103)	(8,526)
Taxes paid	(2,627)	(11,196)
Recovery of taxes	13,356	-
Other payments	(15,443)	3,420
<b>Net cash flows from operating activities</b>	<b>77,121</b>	<b>59,227</b>
Purchase of certificates of participation in associated companies		
<b>Investing activities</b>		
Sales of investments at fair value through profit or loss	110,158	10,912
Sales of investments properties	-	1,733
Purchase of certificates of participation in associated companies	(6,138)	-
Purchase of investments at fair value through profit or loss	(107,870)	-
Purchase of available for sale investments	(1,780)	(24,959)
Purchase of property, furniture and equipment	(120)	(297)
Purchase and development of intangible assets	(22)	-
Purchase of investment properties	(15,815)	(31,411)
Purchase of share non-controlling interest	(49)	(9,038)
Value Added tax payment related to investment properties	(2,528)	(4,597)
<b>Net cash flows used in investing activities</b>	<b>(24,164)</b>	<b>(57,657)</b>
Loan collected (granted to) from related parties		
<b>Financing activities</b>		
Bonds issued		
Payment of interest-bearing loans and borrowings	(13,092)	(13,463)
Sale of third-party bonds	-	55,000
Interests paid	(40,910)	(40,819)
<b>Net cash flows used in financing activities</b>	<b>(54,002)</b>	<b>718</b>
Net (decrease) increase of cash and short-term deposits	(1,045)	2,288
<b>Cash and short-term deposits at the beginning of the period</b>	<b>49,914</b>	<b>46,044</b>
<b>Cash and short-term deposits at the end of the period</b>	<b>48,869</b>	<b>48,332</b>
<b>Non-cash transactions</b>		
Fixed assets purchased through leasing and other financial obligations	-	701
Investment properties purchased through leasing	-	11,356
Fixed assets purchased outstanding	-	-

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

## **InRetail Real Estate Corp. and Subsidiaries**

### **Notes to the interim consolidated financial statements (unaudited)**

Interim unaudited consolidated financial statements as of March 31, 2017 and December 31, 2016 and for the three-month periods ended as of March 31, 2017 and 2016.

#### **1. Business activity**

InRetail Real Estate Corp. (hereinafter “the Company”) is a holding entity incorporated in April 2012 in the Republic of Panama, subsidiary of InRetail Perú Corp. The latter is subsidiary of Intercorp Retail Inc., which in turn is a subsidiary of Intercorp Peru Ltd. (a holding company incorporated in The Bahamas, hereinafter “Intercorp Perú”), which is the ultimate holding Company of “Intercorp Peru Group” or the “Group”, which refers to Intercorp Perú and its subsidiaries.

As of March 31, 2017 and December 31, 2016 Intercorp Perú holds directly and indirectly 71.46 percent of the capital stock of InRetail Perú Corp., which in turn holds 100 percent of the capital stock of the Company.

The Company’s legal address is 50 Street and 74 Street, floor 16 “PH” Building, San Francisco, Republic of Panama. However, its management and administrative offices are located at Av. Carlos Villarán N° 140, Urb. Santa Catalina, La Victoria, Lima, Perú.

The Company and its Subsidiaries, Patrimonio en Fideicomiso – D.S.N° 093-2002-EF-Inretail Shopping Malls, Patrimonio en Fideicomiso – D.S.N° 093-2002-EF-Interproperties Holding, Patrimonio en Fideicomiso –D.S.N° 093-2002-EF-Interproperties Holding II and Real Plaza S.R.L. (hereinafter and together, “InRetail Real Estate”), are dedicated to the operation of shopping malls as well as real estate development. InRetail Real Estate operations are concentrated in Perú.

In February 2016, the Company, through its subsidiary Interproperties Holding II, acquired the minority interest of Inmobiliaria Puerta del Sol.

The consolidated financial statements as of March 31, 2017, were approved by the Board of Directors on May 9, 2017.

#### **2. Subsidiaries activities**

Following is the description of the Company’s main Subsidiaries’ activities:

- (a) Patrimonio en Fideicomiso – D.S.N°093-2002-EF-InRetail Shopping Malls is a special purpose entity (SPE) formed on July 2014, for the purpose of holding certificates of participation of Patrimonio en Fideicomiso – D.S.N°093-2002-EF-Interproperties Holding and Patrimonio en Fideicomiso – D.S.N°093—2002-EF-Interproperties Holding II and 100 percent of capital stock of Real Plaza S.R.L.



## Notes to the interim consolidated financial statements (continued)

- (b) Patrimonio en Fideicomiso –D.S. N°093-2002-EF-Interproperties Holding and Patrimonio en Fideicomiso-D.S. N°093-2002-EF-Interproperties Holding II (hereinafter “Interproperties Holding” and “Interproperties Holding II”, respectively).

Interproperties Holding and Interproperties Holding II are two special purpose entities (SPEs) formed for the purpose of holding the certificates of participation of Patrimonio en Fideicomiso –D.S. N° 093-2002-EF-Interproperties Perú (hereinafter “Interproperties Peru”), which is a trust fund formed with the purpose of holding the real estate assets of InRetail Real Estate to obtain the necessary funding for developing investment plans.

Additionally, Interproperties Holding II owns 100 percent as of March 31, 2017 and December 31, 2016) of participation in the assets of Patrimonio Fideicomitido – D.S. N° 093-2002-EF-Interproperties Puerta del Sol which is a special purpose entity formed to own and handle Real Plaza Cusco “San Antonio” Shopping Mall.

- (c) Real Plaza S.R.L. (hereinafter “Real Plaza”)

An entity focused on operating the shopping malls (21 as of March 31, 2017 and December 31, 2016) and maintaining and developing relationships with the tenants. Real Plaza operates under the name of “Real Plaza Shopping Mall”.

As of March 31, 2017, Real Plaza manages shopping malls in Chiclayo, Piura, Chiclayo, Trujillo, Huancayo, Arequipa, Juliaca, Huánuco, Cusco, Cajamarca, Pucallpa and Lima.

### 3. Summary of significant accounting policies

#### 3.1 Basis of preparation and presentation

The interim consolidated financial statements of InRetail Real Estate have been prepared in accordance with the International Accounting Standard 34 “Interim financial reporting”. Also, the accounting policies adopted in the preparation of the interim consolidated financial statements are consistent with those followed in the preparation of the InRetail Real Estate’s annual consolidated financial statements for the year ended December 31, 2016 which were audited. Therefore, these interim consolidated financial statements should be read in conjunction with such audited consolidated financial statements.

The interim consolidated financial statements have been prepared on a historical cost basis, except for investment properties, which have been measured at fair value. The interim consolidated financial statements are presented in Soles and all values are rounded to the nearest thousands of Soles (S/ (000)), except were otherwise indicated.

The interim consolidated financial statements do not include all information and disclosures required for annual consolidated financial statements and should be read together with consolidated financial statements as of December 31, 2016.

The consolidated financial statements include the financial statements of the Company and its subsidiaries, see note 2.

## Notes to the interim consolidated financial statements (continued)

Subsidiaries are fully consolidated from the acquisition date, being the date on which InRetail Real Estate obtains control, and are consolidated until the date when such control ceases. The financial statements of the Subsidiaries are prepared for the same reporting period as the parent Company, using consistent accounting policies. All intra-group balances, transactions and unrealized gains and losses resulting from intra group transactions have been eliminated in full.

The non-controlling interest has been determined in proportion to the participation of minority shareholders in the net equity and the results of the subsidiaries in which they hold shares, and they are presented separately in the consolidated statement of financial position, the consolidated income statement and the consolidated statement of comprehensive income.

Losses in a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

### **3.2 New standards and interpretations adopted by InRetail Real Estate-**

Several standards and amendments have come into effect from January 1, 2017; however, in the opinion of InRetail Real Estate's Management, they have no impact on the accompanying unaudited consolidated financial statements as of March 31, 2017.

#### **IFRS 9 early implementation**

The Company uses derivative instruments to manage its exposure to exchange rates. In order to manage these risks, the Company applies hedge accounting for transactions which meet specific criteria for this. At the beginning of the hedging relationship, the Company formally documents the relationship between the hedged item and the hedging instrument, including the nature of the risk, the objective and strategy for undertaking the hedge and the method that will be used to assess the effectiveness of the hedge.

The accounting treatment is established according to the nature of the hedged item and the fulfillment of the criteria for coverage. The effective portion of these hedges are recorded in other comprehensive income and then transferred to the hedged item when they affect results. The ineffective portion and the time value of the options is amortized linearly over the life of the option and are recognized as interest expense.

In order for the time value of the options to be amortized linearly over the life of the option and avoid high volatility, the Company decided to adopt IFRS 9 in advance.

### **3.3 Significant estimations and assumptions**

InRetail Real Estate's Management has used certain estimates and assumptions for the preparation of the interim consolidated financial statements, such as the method of depreciation, useful lives and residual values of facilities, furniture and equipment, fair value of investment properties, impairment of non-financial assets and taxes estimation; therefore, the final results could differ from the amounts recorded by the InRetail Real Estate.

Notes to the interim consolidated financial statements (continued)

**4. Cash and cash equivalent**

(a) The composition of this caption is presented below:

	<b>As of March 31, 2017</b>	<b>As of December 31, 2016</b>
	S/(000)	S/(000)
Cash	35	32
Current accounts (b)	29,406	8,935
Time deposits (c)	15,168	38,538
Management and security trust current accounts (d)	1,604	1,604
Restricted funds	-	805
Remittances in transit	2,656	-
<b>Total</b>	<b>48,869</b>	<b>49,914</b>

(b) The current accounts comprise accounts in Soles and US dollars, in local financial institutions, free of liens, unrestricted and do not bear interests.

(c) As of March 31, 2017, time deposits are unrestricted, maintained in Soles in local financial institutions, have maturities of up to one month since its inception and bear annual interests between 4.20 and 4.45 percent in Soles and, between 0.20 and 0.35 percent in US Dollars. (between 4.10 and 4.60 in Soles and 0.30 percent annual in US dollars percent as of December 31, 2016).

(d) As of March 31, 2017 and December 31, 2016, corresponds to the bank accounts, which serve as means of payment of the guaranteed obligations with regard to the leasing granted by Banco de Crédito del Perú in favor of Interproperties Holding II, see note 16 (d), in compliance with the contract of management and security trust.

**5. Available for-sale investments**

As of March 31, 2017, corresponds to bonds issued by Intercorp Ltd., of US\$6,441,000 equivalent to S/20,926,000 (US\$6,431,000 equivalent to S/21,608,000 as of December 31, 2016), which mature in 2025, and accrue effective annual interests at a rate of 5.785 percent. The fair value is determined by price quotations published in an active market.

Additionally, as of March 31, 2017, the Company has other investments available for sale for an amount of US\$10,475,000 equivalent to S/34,033,000 .

Notes to the interim consolidated financial statements (continued)

**6. Investments at fair value through profit or loss**

(a) The composition of this caption is presented below:

<b>Entity</b>	<b>As of March 31, 2017</b> S/(000)	<b>As of December 31, 2016</b> S/(000)
Mutual funds managed by Sura SAF S.A.C.	73,431	69,383
Mutual funds managed by Interfondo S.A. SAF	<u>14,294</u>	<u>20,951</u>
<b>Total</b>	<b><u>87,725</u></b>	<b><u>90,334</u></b>

As of March 31, 2017 and December 31, 2016, these mutual funds were comprised by a portfolio of financial instruments issued by renowned financial institutions on the local market. The results from this valuation are presented in the "Financial Income" caption of the consolidated statement of income.

**7. Trade receivables**

(a) The composition of this caption is presented below:

	<b>As of March 31, 2017</b> S/(000)	<b>As of December 31, 2016</b> S/(000)
Rents receivable (b )	17,775	17,161
Unbilled services (c )	11,230	16,562
Documents receivable	<u>2,431</u>	<u>1,478</u>
<b>Total trade receivables</b>	<b><u>31,436</u></b>	<b><u>35,201</u></b>
Allowance for doubtful accounts	<u>(5,171)</u>	<u>(5,167)</u>
<b>Total trade receivables, net</b>	<b><u>26,265</u></b>	<b><u>30,034</u></b>

(b) As of March 31, 2017 and December 31, 2016, trade accounts receivable are denominated in Soles and US Dollars, have current maturities and do not accrue interests.

(c) As of March 31, 2017 and December 31, 2016, mainly corresponds to unbilled lease services for variable and fixed rents, which are billed during the following month.

Notes to the interim consolidated financial statements (continued)

(d) As of March 31, 2017 and December 31, 2016 the analysis of trade receivables is as follows:

	Balance as of March 31, 2017		
	Non-impaired	Impaired	Total
	S/(000)	S/(000)	S/(000)
<b>Unbilled services</b>	11,230	-	11,230
<b>Past-due</b>			
From 1 to 90 days	13,965	-	13,965
From 91 to 120 days	812	49	861
From 121 to 180 days	222	292	514
From 181 to 270 days	20	321	341
More than 271 days	16	4,509	4,525
<b>Total</b>	<b>26,265</b>	<b>5,171</b>	<b>31,436</b>

  

	Balance as of December 31, 2016		
	Non-impaired	Impaired	Total
	S/(000)	S/(000)	S/(000)
<b>Unbilled services</b>	16,562	-	16,562
<b>Past-due</b>			
From 1 to 90 days	11,971	-	11,971
From 91 to 120 days	336	116	452
From 121 to 180 days	176	274	450
From 181 to 270 days	32	328	360
More than 271 days	957	4,449	5,406
<b>Total</b>	<b>30,034</b>	<b>5,167</b>	<b>35,201</b>

Past-due trade accounts receivable mainly correspond to tenants, who hold current contracts at the date of this report and operate in the shopping malls. Likewise, the past-due accounts which have a payment agreement are considered as not impaired; therefore they do not represent risk of uncollectibility.

(e) The movement of the provision for impairment as of March 31, 2017 and 2016 is as follows:

	2017	2016
	S/(000)	S/(000)
<b>Balance at the beginning of the year</b>	5,167	5,492
Provision recognized as period expense, note 22(b)	323	1,442
Write offs and recovery's, note 22(b)	(319)	(666)
Exchange difference	-	43
<b>Balance at the end of the period</b>	<b>5,171</b>	<b>6,311</b>
<b>Balance as of December 31, 2016</b>		<b>5,167</b>

In the opinion of InRetail Real Estate Management, the provision for impairment appropriately covers the credit risk as of March 31, 2017 and December 31, 2016.

Notes to the interim consolidated financial statements (continued)

**8. Other receivables**

(a) The composition of this caption is presented below:

	<b>As of March 31, 2017</b>	<b>As of December 31, 2016</b>
	S/(000)	S/(000)
<b>By type:</b>		
Outstanding advances (b)	15,591	2,976
Fund retained - SUNAT (c)	12,423	12,329
Others	1,741	2,329
	<hr/>	<hr/>
<b>Total</b>	<b>29,755</b>	<b>17,634</b>
	<hr/>	<hr/>

(b) As of March 31, 2017 and December 31, 2016, corresponds to advances realized to suppliers related to the Company activities, related to the projects in the investments properties.

(c) In Accordance with Superintendence Resolution N°183-2004/SUNAT, funds held in Banco de la Nación must be used exclusively for the payments of tax debts, or is possible to request a cash reimbursement. In the case of the Company and its Subsidiaries, these funds have been used entirely for tax payments.

(d) In the opinion of InRetail Real Estate's Management, it is not necessary to make a provision for impairment as of March 31, 2017 and December 31, 2016, as no credit risk has been identified.

**9. Prepaid expenses**

(a) The composition of this caption is presented below:

	<b>As of March 31, 2017</b>	<b>As of December 31, 2016</b>
	S/(000)	S/(000)
Insurances paid in advance (b)	928	1,903
Others	2,867	471
	<hr/>	<hr/>
<b>Total</b>	<b>3,795</b>	<b>2,374</b>
	<hr/>	<hr/>

(b) Corresponds mainly to insurance payments on properties of the Company.

Notes to the interim consolidated financial statements (continued)

**10. Recoverable taxes**

(a) The composition of this caption is presented below:

	<b>As of March 31, 2017</b>	<b>As of December 31, 2016</b>
	S/(000)	S/(000)
<b>By type:</b>		
Tax credit for value-added-tax (b)	52,953	66,866
Income tax payment	3,172	2,755
	<hr/>	<hr/>
<b>Total</b>	<b>61,528</b>	<b>69,621</b>
	<hr/>	<hr/>
<b>By term:</b>		
Current	17,622	19,275
Non-current	43,906	50,346
	<hr/>	<hr/>
<b>Total</b>	<b>61,528</b>	<b>69,621</b>
	<hr/>	<hr/>

(b) Corresponds to the tax credit for value-added-tax originated mainly from the development and construction of the shopping malls of Lima and provinces, as well as from other payments related to the operations of Interproperties Holding and Interproperties Holding II (SPE's). In the opinion of InRetail Real Estate's Management, this tax credit will be recovered off-setting it against the balances payable of said tax generated mainly by the rental income from InRetail Real Estate's properties.

Notes to the interim consolidated financial statements (continued)

**11. Facilities, furniture and equipment, net**

(a) The movement of cost and accumulated depreciation is presented below:

	Facilities S/(000)	Furniture and fixtures S/(000)	Transport units S/(000)	Equipment miscellaneous S/(000)	Work in progress S/(000)	Total S/(000)
<b>Cost</b>						
<b>Balance as of January 1, 2017</b>	<b>5,560</b>	<b>4,320</b>	<b>492</b>	<b>8,425</b>	<b>178</b>	<b>18,975</b>
Additions	-	93	-	17	9	119
Disposals	0	-	(92)	-	-	(92)
<b>Balance as of March 31, 2017</b>	<b>5,560</b>	<b>4,413</b>	<b>400</b>	<b>8,442</b>	<b>187</b>	<b>19,002</b>
<b>Accumulated depreciation</b>						
<b>Balance as of January 1, 2017</b>	<b>1,986</b>	<b>2,285</b>	<b>174</b>	<b>3,954</b>	-	<b>8,399</b>
Depreciation of the period	274	154	20	453	-	901
Disposals	-	-	(53)	-	-	(53)
<b>Balance as of March 31, 2017</b>	<b>2,260</b>	<b>2,439</b>	<b>141</b>	<b>4,407</b>	-	<b>9,247</b>
<b>Net cost as of March 31, 2017</b>	<b>3,300</b>	<b>1,974</b>	<b>259</b>	<b>4,035</b>	<b>187</b>	<b>9,755</b>
<b>Net cost as of December 31, 2016</b>	<b>3,574</b>	<b>2,035</b>	<b>318</b>	<b>4,471</b>	<b>178</b>	<b>10,576</b>

(b) As of March 31, 2017 and December 31, 2016, there are no pledges or guarantees provided to third parties on the facilities, furniture and equipment of InRetail Real Estate.

(c) As of March 31, 2017 and 2016, InRetail Real Estate's Management performed an assessment of the facilities, furniture and equipment, and has not found any impairment indicator on said assets. In its opinion, the book value of the facilities, furniture and equipment is recoverable with the income generated by InRetail Real Estate.



Notes to the interim consolidated financial statements (continued)

**12. Investment properties**

(a) The composition of this caption is presented below:

	As of March 31, 2017 S/(000)	As of December 31, 2016 S/(000)
Real Plaza Salaverry shopping mall(i)	431,887	428,338
Real Plaza Chiclayo shopping mall	256,782	255,084
Real Plaza Cuzco shopping mall (i)	252,682	247,614
Real Plaza Centro Civico shopping mall (i)	232,372	231,510
Real Plaza Primavera shopping mall	208,023	208,377
Real Plaza Piura shopping mall	223,957	220,966
Real Plaza Trujillo shopping mall	185,028	181,977
Real Plaza Huancayo shopping mall (i)	162,269	163,393
Real Plaza Puruchuco project	138,702	137,298
Real Plaza Huánuco shopping mall (i)	118,412	117,551
Real Plaza Cajamarca shopping mall	112,689	112,670
Real Plaza Santa Clara - Altamirano shopping mall	108,417	108,051
Real Plaza Arequipa shopping mall (i)	107,145	103,607
Real Plaza Pro shopping mall	98,564	97,957
Real Plaza Juliaca shopping mall (i)	95,584	95,631
Real Plaza Chorrillos shopping mall	72,244	71,884
Real Plaza Nuevo Chimbote shopping mall	24,932	24,866
Real Plaza Sullana shopping mall	55,345	55,829
Real Plaza Lurin shopping mall	20,844	21,271
Jiron de la Union Bulding	20,818	20,646
Others	166,533	169,251
<b>Total</b>	<b>3,093,229</b>	<b>3,073,771</b>

(i) For the construction of these shopping malls and properties, surface rights contracts were subscribed with the Arzobispado de Cuzco (on land in Cusco "San Antonio"), Municipalidad provincial de Huánuco (on land of "Real Plaza Huánuco" shopping mall), Oficina de Normalización Provisional – ONP (Centro Cívico), Inmobiliaria Pazos S.A.C. (La Curva), Gobierno Regional de Moquegua (Moquegua), Ferrovías Central Andina S.A. (Huancayo); the Association denominated "Religiosas del Sagrado Corazón de Jesús" (Arequipa), Ferrocarril Trasandino S.A. (Juliaca), and the Marina de Guerra del Perú (Salaverry). The terms of these contracts range from 20 to 70 years.

## Notes to the interim consolidated financial statements (continued)

- (ii) Correspond to lands on which real estate projects will be developed, mainly shopping malls branded “Real Plaza”. In the opinion of InRetail Real Estate’s Management the book values of these investment properties do not differ significantly from their fair values as of March 31, 2017 and as of December 31, 2016 since Management has been managing the related licenses for their development.

“Real Plaza” shopping malls comprise of a hypermarket, department store, commercial premises, a cinema complex and entertainment zone for which there have been subscribed contracts that include minimum monthly fixed rental payments based on the retail sales of the tenants.

- (b) The movement of this caption for the three-month period ended as of March 31, 2017 and 2016 is as follows:

	<b>2017</b>	<b>2016</b>
	S/(000)	S/(000)
<b>Balance at the beginning of the year</b>	3,073,771	2,925,501
Additions	15,815	31,411
Disposal	-	(5,871)
Fair value adjustment	3,643	448
<b>Balance at the end of the period</b>	<b>3,093,229</b>	<b>2,951,489</b>
<b>Balance as of December 31, 2016</b>		<b>3,073,771</b>

The fair value of the investment properties has been determined by InRetail Real Estate’s Management on the basis of the discounted cash flows method and/or by the value assigned by an independent appraiser in the case of the land of investments properties under construction and for those held to operate in the future. The valuation is prepared on an aggregated and deleveraged basis. In order to estimate the fair value of investment properties, Management has used its market knowledge and professional judgment.

### 13. Derivative financial instrument

As of March 31, 2017 and December 31, 2016, this item comprises of a principal Call Spread contract designated to hedge cash flows and recorded at its fair value. The detail of this operation is as follows:

<b>Counterparty</b>	<b>Nominal value</b>	<b>Due</b>	<b>Pay fix at</b>	<b>Book value of</b>	<b>Fair value</b>	<b>Fair value</b>
	US\$(000)		%	<b>the hedged</b>	<b>2017</b>	<b>2016</b>
				<b>item</b>	S/(000)	S/(000)
J.P. Morgan	200,000	jul-21	1.84	672,000	47,384	55,908
<b>Total</b>					<b>47,384</b>	<b>55,908</b>

The financial instrument covers 57 percent of the exposure to foreign currency risk arising from the international bond issue of July 2014, see note 16 (b). This Call Spread covers variations in the exchange rate between S/3.225 and S/3.750 per US\$1.00 and the price of the premium was funded in installments, generating a liability for the same. See note 16.

Notes to the interim consolidated financial statements (continued)

**14. Trade payables**

(a) The composition of this caption is presented below:

	<b>As of March 31, 2017</b>	<b>As of December 31, 2016</b>
	S/(000)	S/(000)
Bills payable to third parties (b)	26,503	19,668
Provision of services unbilled (c)	6,731	11,504
<b>Total</b>	<b><u>33,234</u></b>	<b><u>31,172</u></b>

(b) As of March 31, 2017 and December 31, 2016, trade payables mainly comprise the liabilities with contractors for the construction works and/or refurbishing of shopping malls. Bills payable are denominated in Soles and US Dollars, do not accrue interests and their maturities don't exceed the current period.

(c) Correspond to provisions for services received but unbilled by suppliers, mainly from services provided by construction companies in the last quarter of the period. In the opinion of InRetail Real Estate's Management, provisions are enough to fulfill the liabilities once they are billed.

**15. Other liabilities**

(a) The composition of this caption is presented below:

	<b>As of March 31, 2017</b>	<b>As of December 31, 2016</b>
	S/(000)	S/(000)
<b>By type:</b>		
Deferred income (b )	28,182	30,577
Interests payable (c )	16,922	38,393
Deposits from third parties (d )	2,747	2,750
Vacations	269	235
Workers' profit sharing	(1,329)	2,744
Others payable	37,586	24,666
<b>Total</b>	<b><u>84,377</u></b>	<b><u>99,365</u></b>
<b>By term:</b>		
Current	56,195	68,788
Non-current	28,182	30,577
<b>Total</b>	<b><u>84,377</u></b>	<b><u>99,365</u></b>

Notes to the interim consolidated financial statements (continued)

(b) The composition of the deferred income caption is presented below:

	<b>As of March 31, 2017</b>	<b>As of December 31, 2016</b>
	S/(000)	S/(000)
Key money (b.1)	17,516	18,293
Advanced rents (b.2)	9,486	2,906
Others	1,180	9,378
<b>Total</b>	<b>28,182</b>	<b>30,577</b>

- (b.1) As of March 31, 2017 and December 31, 2016, corresponds to the payment of key money from several tenants that operate in the Real Plaza shopping malls.
- (b.2) As of March 31, 2017 and December 31, 2016, corresponds mainly to rents paid in advance by Cineplex S.A. (a related entity) and Ripley (third-party entity) for the premises it operates in the shopping malls Real Plaza Pro and Real Plaza Salaverry, respectively.
- (c) As of March 31, 2017 and December 31, 2016, corresponds mainly to interests payable originated from the private offering of "Senior Unsecured Notes", maturing in 2021. Interest on the notes will accrue at a rate of 6.50% percent annual and will be paid semi-annually on January and July of each year.
- (d) As of March 31, 2017 and December 31, 2016 it mainly corresponds to deposits from the tenants of the Real Plaza shopping malls Arequipa, Primavera, Pro, Santa Clara, Huancayo, Huánuco, Trujillo, Cajamarca, Juliaca, Salaverry, Centro Cívico and Nuevo Chimbote.

These deposits do not accrue interests and will be refunded in the original currency at the end of the lease contract.

Notes to the interim consolidated financial statements (continued)

16. Financial obligations

(a) The composition of this caption is presented below:

Type of Obligation	Original		Maturity final	Original Amount		Total		Current		Non-current	
	Currency	Interest Rate %		As of March		As of March	December	As of March	December	As of March	December 31,
				31, 2017	31, 2016	31, 2017	31, 2016	31, 2017	2016		
				US\$ (000)	S/(000)	S/(000)	S/(000)	S/(000)	S/(000)	S/(000)	S/(000)
<b>Bonds issuance (b)</b>											
Foreign currency bonds issuance	USD	6.500	2021	350,000	-	908,325	936,147	-	-	908,325	936,147
Local currency bonds issuance	PEN	7.875	2034	-	141,000	135,338	135,324	-	-	135,338	135,324
				<b>350,000</b>	<b>141,000</b>	<b>1,043,663</b>	<b>1,071,471</b>	<b>-</b>	<b>-</b>	<b>1,043,663</b>	<b>1,071,471</b>
<b>Leasings</b>											
<b>Related entities</b>											
Banco Internacional del Perú-Interbank	USD	Entre 5.250 y 5.400	2017 - 2019	129	-	99	124	44	56	55	68
<b>Non-related entities</b>											
Banco de Crédito del Perú (c)	PEN	8.02	2019	-	54,748	12,608	13,314	4,426	4,371	8,182	8,943
Banco de Crédito del Perú (d)	PEN	7.97	2023	-	32,926	25,307	26,055	3,111	3,053	22,196	23,002
Banco de Crédito del Perú (e)	PEN	8.06	2024	-	20,727	16,143	16,809	1,771	1,737	14,372	15,072
Hewlett Packard S.A.	USD	Between 2.750 and 6.202	2017 - 2020	1,131	-	1,656	1,998	661	852	995	1,146
IBM Perú SAC	USD	Between 1.919 and 2.584	2017 - 2018	172	-	141	194	115	147	26	47
CSI Renting	USD	Between 4.635 and 5.132	2018 - 2019	99	-	158	193	107	112	51	81
				<b>1,734</b>	<b>216,701</b>	<b>56,112</b>	<b>58,687</b>	<b>10,235</b>	<b>10,328</b>	<b>45,877</b>	<b>48,359</b>
<b>Promissory notes and loans</b>											
<b>Related entities</b>											
<b>Non-related entities</b>											
JP. Morgan	USD	1.840	2021	18,111	-	45,957	51,940	9,019	9,307	36,938	42,633
Scotiabank Perú S.A.A. (f)	PEN	6.700	2019	-	100,000	68,357	74,539	24,775	24,822	43,582	49,717
				<b>18,111</b>	<b>100,000</b>	<b>114,314</b>	<b>126,479</b>	<b>33,794</b>	<b>34,129</b>	<b>80,520</b>	<b>92,350</b>
<b>Total</b>				<b>369,845</b>	<b>457,701</b>	<b>1,214,089</b>	<b>1,256,637</b>	<b>44,029</b>	<b>44,457</b>	<b>1,170,060</b>	<b>1,212,180</b>

## Notes to the interim consolidated financial statements (continued)

- (b) As of July 2014, InRetail Real Estate Corp. issued, through In Retail Shopping Malls, an offering in the local market and abroad of "Senior Unsecured Notes" for US\$350,000,000 equivalent to approximately S/1,137,150,000 as of March 31, 2017 (equivalent to approximately S/1,176,000,000 as of December 31, 2016), due in July 2021, at a 6.50 percent nominal interest rate. This borrowing was recorded in the consolidated financial statement at amortized cost to an effective interest rate of 7.783 percent, after considering the respective up-front fees that amounted to US\$19,615,000 equivalent to approximately S/63,730,000 as of March 31, 2017 (US\$20,571,000 equivalent to approximately S/ 69,118,000 as of December 31, 2016). Additionally, as of March 31, 2017 the balance is presented net of US\$50,814,000 equivalent to S/165,095,000 (US\$50,814,000 equivalent to S/170,735,000 as of December 31 2016), corresponding to the notes of this issuance held by InRetail Shopping Malls. As of March 31, 2017 and December 31, 2016 the balance of this loan is S/908,325,000 and S/936,147,000, respectively.

Also, in July 2014, InRetail Real Estate Corp. issued, through In Retail Shopping Malls, an offering in the local market and abroad of "Senior Unsecured Notes" for S/141,000,000, due in July 2034, at a 7.875 percent nominal interest rate. This borrowing was recorded in the consolidated financial statement at amortized cost to an effective interest rate of 8.012 percent, after considering the respective up-front fees that amounted to S/1,662,000 as of March 31, 2017 ( S/ 1,676,000 as of December 31, 2016). Additionally, as of December 31, 2016, the balance is presented net of S/4,000,000 (S/4,000,000 as of December 31, 2016) corresponding to the notes of this issuance held by InRetail Shopping Malls. As of March 31, 2017 and December 31, 2016 the balance of this loan is S/135,338,000 and S/135,324,000, respectively.

The proceeds of these financings were used for the purchase of property, investments in new real estate projects, debt restructuring and payment of fees and expenses related to such issuance.

As a result of these issues, InRetail Shopping Malls must comply, until their maturity and full payment, with the following financial ratios:

### Local currency debt:

- The Parent and its restricted subsidiaries will maintain at all times unencumbered assets of not less than 150 percent of the aggregate principal amount of the consolidated unsecured indebtedness.
- Leverage Test: The aggregate principal amount of all outstanding indebtedness is not greater than 60 percent of the sum of total assets.
- Secured Debt Test: the aggregate principal amount of all outstanding secured indebtedness is not greater than 40 percent of the sum of total assets.
- Debt Service Test: The ratio of consolidated adjusted EBITDA to consolidated Interest Expense for the period consisting of the four consecutive fiscal quarters ending with the Latest Completed Quarter should be greater than 1.5.

## Notes to the interim consolidated financial statements (continued)

### Foreign currency debt:

- The Parent and its restricted subsidiaries will maintain at all times unencumbered assets of not less than 150 percent of the aggregate principal amount of the consolidated unsecured indebtedness.
- Leverage Test: The aggregate principal amount of all outstanding indebtedness is not greater than 60 percent of the sum of total assets.
- Secured Debt Test: the aggregate principal amount of all outstanding secured indebtedness is not greater than 30 percent of the sum of total assets.
- Debt Service Test: The ratio of consolidated adjusted EBITDA to consolidated Interest Expense for the period consisting of the four consecutive fiscal quarters ending with the Latest Completed Quarter should be greater than 2.0.

In the opinion of InRetail Real Estate's Management, these obligations have been complied satisfactorily and are within the agreed limits as of March 31, 2017 and December 31, 2016.

- (c) Corresponds to a leasing agreement with Banco de Crédito del Perú (hereinafter BCP), for an approximate amount of S/54,748,000, over a term of 120 months, for the properties Interseguro sold through a landlord lease contract. This loan was used mainly for the acquisition of the property where Real Plaza Chiclayo shopping mall is located. BCP put the leased buildings in favor of Interproperties Peru, since it made the payment of an initial installment amounting to S/ 18,748,000 on October 28, 2009, in accordance to the leasing contract.

This obligation is associated solely with the Real Plaza Chiclayo shopping mall project and is provided with a guarantee and management trust through la Fiduciaria S.A., which securitize the future cash flows of the collection rights on the contracts of lease, sublease, usufruct and any other type of contract that the tenants of Real Plaza Chiclayo shopping mall must pay for: (a) rent (fixed and/or variable), use, penalties, indemnifications, key right and/or any type of consideration for the use or enjoyment of said premises; (b) commissions on events and sponsorships or the leases of spaces for advertisement; and, (c) in a general way, any type of collection related to the activity of Real Plaza Chiclayo shopping mall, which constitute the assets in trust that have been transferred to the trust managed by La Fiduciaria S.A.

In August 2014, the loan was restructured with a change in the interest rate, which changed from 9.02 to 8.02.

In the opinion of InRetail Real Estate's Management, these obligations have been complied satisfactorily and are within the agreed limits. Additionally, 100 percent of the Senior Unsecured Notes are guaranteed by the shares of InRetail Real Estate Corp. and Subsidiaries.

- (d) During 2012, Interproperties Holding II (SPE), decided to enlarge Real Plaza Chiclayo shopping mall (hereinafter "Enlargement of Section 2A"), for which on December 26, 2012, signed an addendum to the Framework Contract with BCP, which committed to finance the project up to US\$12,500,000. As of March 31, 2017 and December 31, 2016, it is already operating; therefore, Interproperties Holding II has recorded the corresponding liabilities at such dates.

## Notes to the interim consolidated financial statements (continued)

In June 2014 the debt was restructured with a change in the financing currency of US dollars to soles, and the loan with the currency exchange amounted to S/32,926,355 and as a result, the interest rate changed to 7.97 from 7.62.

- (e) During 2013, Interproperties Holding II (SPE) continued the enlargement of Real Plaza Chiclayo shopping mall (hereinafter "Enlargement of Section 2B"), for which it signed an addendum to the leasing agreement with BCP, which committed to finance the project for up to US\$7,500,000. As of March 31, 2017 and December 31, 2016, the expansion of Section 2B is finished.

In June 2014 the debt was restructured with a change in the financing currency of US dollars to soles, and the loan with the currency exchange amounted to S/20,726,824 and as a result the interest rate changed from 7.02 to 8.06.

- (f) Corresponds to a loan agreement with Scotiabank Perú S.A.A. of S/ 100,000,000, for a period of four years, payable in quarterly installments. This loan was used to repay debt and other corporate purposes.

This obligation was recorded in the consolidated financial statement as amortized cost at effective annual interest rate of 7.135 percent per annum after considering the respective initial charge of approximately S/393,000 in March 31, 2017 (S/461,000 in December 31, 2016).

As of December 31, 2016, InRetail Real Estate amortized S/31,250,000 of the debt with Scotiabank Peru S.A.A.

- (g) Financial obligations are payable as follows:

	<b>As of March 31, 2017</b>	<b>As of December 31, 2016</b>
	S/(000)	S/(000)
2017	44,029	44,077
2018	36,311	44,919
2019	45,562	45,583
2020	17,485	17,497
2021	920,901	954,537
2022 onwards	149,801	150,024
<b>Total</b>	<b>1,214,089</b>	<b>1,256,637</b>



Notes to the interim consolidated financial statements (continued)

**17. Income tax**

- (a) The Deferred Income Tax assets and liabilities presented in the consolidated statements as of March 31, 2017 and December 31, 2016 is detailed as follows:

Statements of financial position	As of March 31, 2017		As of December 31, 2016	
	Assets S/(000)	Liabilities S/(000)	Assets S/(000)	Liabilities S/(000)
Real Plaza S.R.L.	1,106	-	1,106	-
Inmobiliaria Puerta del Sol	-	20,043	-	19,052
<b>Deferred income tax liability, net</b>	<b>1,106</b>	<b>20,043</b>	<b>1,106</b>	<b>19,052</b>

  

Statements of comprehensive income	Income tax for the three-month periods ended March 31, 2017 and 2016	
	2017 S/(000)	2016 S/(000)
Current	(14,054)	(13,095)
Deferred	(991)	(297)
<b>Income tax expense</b>	<b>(15,045)</b>	<b>(13,392)</b>

**18. Commitments**

As of March 31, 2017, corresponds to guarantee letters in favor of third parties for approximately S/2,700,000 and US\$3,391,000 (S/10,635,000 and US\$3,391,000 as of December 31, 2016), which guarantee the compliance of obligations from contractual agreements related to the real estate projects of Interproperties Holding and Interproperties Holding II.

**19. Equity**

- (a) Capital stock –

As of March 31, 2017 and December 31, 2016, the capital stock of InRetail Real Estate Corp. amounts to S/1,475,706,000 approximately, represented by 568,201,039 shares, issued at a nominal value of US\$ 1.00 each.

- (b) Earnings per share –

Earnings per share are calculated by dividing the income of the period attributable to the common shareholders of InRetail Real Estate Corp. by the weighted average number of shares outstanding during the year. Because outstanding instruments with dilutive effect are not held, basic and diluted earnings per share are the same.

Notes to the interim consolidated financial statements (continued)

The calculation of basic and diluted earnings per share is presented as follows:

	<b>Ordinary shares</b>		
	<b>Outstanding shares</b>	<b>Effective days until period-end</b>	<b>Weighted average of shares</b>
Number as of January 01, 2016	568,201,039	365	568,201,039
Number as of March 31, 2016	<b>568,201,039</b>		<b>568,201,039</b>
Number as of January 01, 2017	568,201,039	365	568,201,039
Number as of March 31, 2017	<b>568,201,039</b>		<b>568,201,039</b>
	<b>For the three-month-periods ended March 31, 2017</b>		
	<b>Net income (numerator)</b>	<b>Shares (denominator)</b>	<b>Earnings per share</b>
	S/		S/
Basic and diluted earnings per share	34,767,000	568,201,039	0.0612
	<b>For the three-month-periods ended March 31, 2016</b>		
	<b>Net income (numerator)</b>	<b>Shares (denominator)</b>	<b>Earnings per share</b>
	S/		S/
Basic and diluted earnings per share	30,567,000	568,201,039	0.0538

Notes to the interim consolidated financial statements (continued)

**20. Income from real estate service**

(a) The composition of the balance for the three-month period ended as of March 31, 2017 and 2016 is presented below:

	<b>2017</b> S/(000)	<b>2016</b> S/(000)
<b>Rental income</b>		
Rental income (b)	72,560	69,377
Rent of space for publicity	0	2,071
Rendering of services	1,896	2,100
	<hr/>	<hr/>
<b>Total</b>	<b>74,456</b>	<b>73,548</b>
	<hr/>	<hr/>
<b>Income from management services</b>		
Common expenses (c)	15,998	15,149
Electricity and water (d)	13,023	12,281
Promotion and advertisement (e)	5,414	3,828
Advisory and supervision	-	21
Parking	2,017	1,822
Management services	310	279
Negotiations of land and buildings	-	0
Others	297	741
	<hr/>	<hr/>
<b>Total</b>	<b>37,059</b>	<b>34,121</b>
	<hr/>	<hr/>

(b) As of March 31, 2017 and 2016, corresponds to rental income from the economic exploitation of the "Real Plaza" Shopping Malls.

The composition of the rental income is presented below:

	<b>2017</b> S/(000)	<b>2016</b> S/(000)
Fixed rental income	62,645	60,535
Variable rental income	9,915	8,842
	<hr/>	<hr/>
<b>Total</b>	<b>72,560</b>	<b>69,377</b>
	<hr/>	<hr/>

(c) Corresponds to income from common expenses including expenses of maintenance, safety management and supervision of shopping malls, which are billed to each tenant according to the terms established in the lease contract.

(d) Corresponds to income from electricity and water that are assumed by the Company and are then billed to every tenant of shopping malls.

(e) Corresponds to income from advertising and promotional activities of Shopping malls, which are billed to every tenant of the shopping malls according to the terms established in the lease contract.

Notes to the interim consolidated financial statements (continued)

**21. Operating costs**

(a) The composition of this caption for the three-month period ended as of March 31, 2017 and 2016 is presented below:

	<b>2017</b> S/(000)	<b>2016</b> S/(000)
<b>Cost of rental income</b>		
Property tax and duties	77	2,792
Landlord leases (b)	6,685	3,585
Property insurance costs	977	980
Others	2,673	97
<b>Total</b>	<b>10,412</b>	<b>7,454</b>
<b>Cost related to income from management services</b>		
Electricity and water	11,687	13,297
Personnel expenses	2,631	2,343
Safety services	1,897	1,556
Cleaning	2,669	2,180
Advertising and marketing	4,010	3,585
Maintenance and administration of parking lot	4,169	2,981
Leases, professional fees and communications	4	-
Other costs	969	517
<b>Total</b>	<b>28,036</b>	<b>26,459</b>

(b) Correspond to the leases of land over which Interproperties Holding and Interproperties Holding II have built or have a shopping mall under construction.

**22. Selling and administrative expenses**

(a) The composition of this caption for the three-month period ended as of March 31, 2017 and 2016 is presented below:

	<b>2017</b> S/.(000)	<b>2016</b> S/.(000)
Administrative expenses	5,772	5,974
Selling expenses	1,798	2,341
<b>Total</b>	<b>7,570</b>	<b>8,315</b>

Notes to the interim consolidated financial statements (continued)

- (b) The components of operating expenses included in the selling and administrative expenses captions are presented below:

	<b>2017</b>		
	<b>Selling</b>	<b>Administrative</b>	<b>Total</b>
	<b>expenses</b>	<b>expenses</b>	
	S/(000)	S/(000)	S/(000)
Personnel expenses	1,428	2,538	3,966
Depreciation	-	901	901
Amortization	-	69	69
Key money amortization	38	774	812
Services provided by third parties, Note 7(e)	(318)	-	(318)
Allowance for doubtful accounts, Note 7(e)	322	-	322
Other charges	328	1,490	1,818
<b>Total</b>	<b>1,798</b>	<b>5,772</b>	<b>7,570</b>

	<b>2016</b>		
	<b>Selling</b>	<b>Administrative</b>	<b>Total</b>
	<b>expenses</b>	<b>expenses</b>	
	S/(000)	S/(000)	S/(000)
Personnel expenses	1,332	2,729	4,061
Depreciation	-	805	805
Amortization	-	59	59
Services provided by third parties	-	1,807	1,807
Allowance for doubtful accounts, net	776	-	776
Other charges	233	574	807
<b>Total</b>	<b>2,341</b>	<b>5,974</b>	<b>8,315</b>

Notes to the interim consolidated financial statements (continued)

**23. Financial income and expenses**

The composition of this caption for the three-month period ended as of March 31, 2017 and 2016 is presented below:

	<b>2017</b> S/(000)	<b>2016</b> S/(000)
<b>Income</b>		
Gain from valuation of financial instruments	-	797
Interest on deposits	29	374
Interest from granted loans	866	233
Others	375	303
<b>Total</b>	<b>1,270</b>	<b>1,707</b>
	<b>2017</b> S/(000)	<b>2016</b> S/(000)
<b>Expenses</b>		
Bond interest expenses	18,466	19,454
Derivative financial instruments expenses	3,005	3,425
Debt structuring expenses	3,204	3,166
Interest from long-term loans	1,213	1,644
Interest from leasing	1,103	1,292
Others	2,043	1,234
<b>Total</b>	<b>29,034</b>	<b>30,215</b>

**24. Tax situation**

(a) InRetail Real Estate Corp. is incorporated in Panama; therefore, it is not subject to any Income Tax.

Entities and individuals not domiciled in Peru are subject to retention of an additional tax on dividends received. In this regard, attention to Legislative Decree N° 1261, published on December 10, 2016 and effective from January 1, 2017, the additional tax on dividend income generated is as follows:

- 4.1 percent of the profits generated until December 31, 2014
- For the profits generated in the years 2015 and 2016, shall be 6.8 percent.
- 5.0 percent for the profits generated since January 1, 2017.

(b) Real Plaza is domiciled in Perú and is subject to the Peruvian tax system and, in compliance with current Peruvian legislation calculate their income tax on the basis of their separate financial statements. As of March 31, 2017, the statutory income tax rate was 29.5 percent (28.0 percent as of December 31, 2016) on tax payable income, after calculating the employees profit sharing, which according to prevailing standards is computed with a rate between 5 to 8 percent.

## Notes to the interim consolidated financial statements (continued)

- (c) According to the text of the Law on Income Tax, as amended by Law 29663 and 29757, since year 2012, among the transactions subject to capital duty, are those obtained by the indirect sale of shares of Peruvian companies. For these purposes, an indirect transfer is set when two instances occur together:
- (i) In first place, the market value of the shares of Peruvian society must represent 50 percent or more of the market value of non-domiciled, in any period of twelve months and,
  - (ii) In second place, 10 percent or more of the shares of the non-resident must be sold in any twelve month period;
- (d) Transactions entered into between related parties and/or with tax heaven residents fall into the scope of the Peruvian Transfer Pricing rules. Such rules are based on the application of the arm's length principle, as understood by the OECD. It is important to mention that Transfer Pricing rules are only applicable for Income Tax purposes, and adjustments are allowed under certain conditions only. Based on the analysis of operations of InRetail, its Management and legal advisors believe that the implementation of these standards does not generate any significant contingencies for InRetail Real Estate as of March 31, 2017 and December 31, 2016.
- (e) The Peruvian Tax Authority is legally entitled to perform tax audit procedures on local taxpayers for up to four years subsequent to the year of the presentation of the tax return. The Tax Authority is entitled to challenge the Income Tax calculation performed by such taxpayers. Following are the years subject to review by the tax authority of the Subsidiaries of InRetail Real estate Corp. incorporated in Perú:

	<b>Income Tax</b>	<b>Value added tax</b>
Real Plaza S.R.L.	From 2015 to 2016	From 2013 to 2016
Inmobiliaria Puerta del Sol S.A.	From 2015 to 2016	From 2013 to 2016

In accordance with Peruvian law, InRetail Shopping Malls, Interproperties Holding and Interproperties Holding II, Special Purpose Entities, are not considered to be taxpayers due to their conditions as trusts but they attribute their obtained income, net losses and tax credits on their foreign source income to the holders of their certificates of participation. Therefore, to reflect this obligation, the Company has provisioned 30 percent of long term income tax over the profits earned to date. As of March 31, 2017 and December 31, 2016, the accrued income tax amounted to S /176,548,000 and S / 166,501,000, respectively.

Due to the possible interpretations that the Tax Auditory may give to the legal regulations currently in force, it is not possible to determine, to date, whether the examinations performed will or will not result in liabilities for InRetail Real Estate and its Subsidiaries. Thus, any higher tax or charges that could result from eventual tax examinations would be applied to the results of the period in which such tax or surcharge are determined.

In the opinion of the Management of InRetail Real Estate and of its legal advisors, any subsequent additional settlement of taxes would not be significant for the consolidated financial statements as of March 31, 2017 and December 31, 2016.

Notes to the interim consolidated financial statements (continued)

**25. Transactions with related companies**

(a) As a result of transactions with related parties, InRetail Real Estate presents the following balances in the consolidated statements of financial position as of March 31, 2017 and December 31, 2016:

	As of March 31, 2017 S/(000)	As of December 31, 2016 S/(000)
<b>Receivables</b>		
Intercorp Perú Ltd	160	476
Tiendas Peruanas S.A.	18,778	21,757
Home Centers Peruanos S.A.	2,398	3,432
Cineplex S.A.	3,927	3,979
Bembos	4,070	3,669
Supermercados Peruanos S.A.	975	1,181
Eckerd Perú S.A.	276	573
Banco Internacional del Perú S.A.A.- Interbank (c)	764	658
InRetail Management S.R.L.	1,800	22
Others	11,045	10,175
<b>Total</b>	<b>44,193</b>	<b>45,922</b>

	As of March 31, 2017 S/(000)	As of December 31, 2016 S/(000)
<b>Payables</b>		
InRetail Management S.R.L.	59	-
Supermercados Peruanos S.A.	167	72
Tiendas Peruanas S.A.	4,071	3,609
Interseguro Compañía de Seguros S.A.	6	10
Home Centers Peruanos S.A.	103	47
Others	-	1,305
	<b>4,406</b>	<b>5,043</b>
<b>Financial Obligations</b>		
Leasing		
Banco Internacional del Perú - Interbank	99	124

InRetail Real Estate's policy with related parties is to establish transactions on similar terms and conditions to those made with third parties.

(b) As of March 31, 2017 and December 31, 2016, InRetail Real Estate holds balances with its related entity Banco Internacional del Perú S.A.A. – Interbank in the cash and cash equivalent caption for an amount of S/23,190,000 and S/22,052,000, respectively.



## Notes to the interim consolidated financial statements (continued)

- (c) As of March 31, 2017 and December 31, 2016, it corresponds mainly to the contribution made by Interproperties Holding II to Supermercados Peruanos S.A. by the project "La Curva" for approximately S/37,828,000 y 31,690,000, respectivamente. In accordance with the terms of the joint venture agreement, Interproperties Holding II has a share in the results generated by the project; Additionally, the contract is of limited duration considering a long-term receivable.
- (d) Transactions with related companies have been performed under normal market conditions. The taxes that these transactions generated, as well as the calculation bases for their determination, are the usual ones in the industry and they are settled in accordance with the current tax regulations.

### 26. Financial risks management

The activities of InRetail Real Estate expose it to a variety of financial risks, which include the effects of the changes in the exchange rates, interest rate, credit and liquidity. The program of risk management of InRetail Real Estate tries to minimize the potential adverse effects in its financial performance.

InRetail Real Estate's Board of Directors is responsible for the overall risk management approach and for the approval of the policies and strategies currently in place. The Board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk and credit risk.

The most important aspects for the management of these risks are:

#### (a) Market risk –

Is the risk that the fair values of the future cash flows of a financial instrument fluctuate due to changes in market prices. Market prices comprise three types of risk: interest rate risk, currency risk and investments in shares risk. In the case of InRetail Real Estate, the financial instruments affected by market risks include loans, which are exposed to currency risk and interest rate risk.

The sensitivity analysis shown in the following section relates to the position as of March 31, 2017 and December 31, 2016. The sensitivity analysis has been prepared considering that the total amount of the net debt and the proportion of financial instruments in foreign currency is constant.

#### (i) Interest rate risk –

It is the risk that the fair values or future cash flows of a financial instrument fluctuate due to changes in market interest rates. InRetail Real Estate manages its interest rate risk through the obtaining of debt with fixed interest rate. As of March 31, 2017 and December 31, 2016, InRetail Real Estate does not maintain debts at variable rate, which would be exposed to the risk of change in the interest rate.

#### (ii) Exchange rate risk –

It is the risk that the fair values of future cash flows of a financial instrument fluctuate due to changes in exchange rates. The exposure of InRetail Real Estate to exchange rate risk is related mainly to the operating activities of InRetail Real Estate related to rental income in foreign currency and financial obligations.

## Notes to the interim consolidated financial statements (continued)

As of March 31, 2017 and December 31, 2016, assets and liabilities by currency were the following (expressed in Thousands US Dollars):

	<b>As of March 31, 2017</b>	<b>As of December 31, 2016</b>
	US\$(000)	US\$(000)
<b>Assets</b>		
Cash and cash equivalents	3,997	4,225
Investment at fair value through profit or loss	16,214	12,644
Available-for-sale investments	16,950	17,104
Trade receivables, net	824	726
Other receivables, net	962	816
Accounts receivable from related parties	2,642	2,432
<b>Total assets</b>	<b>41,589</b>	<b>37,947</b>
<b>Liability</b>		
Trade payables	(2,755)	(2,450)
Other liabilities	(4,936)	(10,501)
Accounts payable to related parties	(1,503)	(61)
Financial obligations	(297,904)	(294,820)
<b>Total liabilities</b>	<b>(307,098)</b>	<b>(307,832)</b>
Call Spread	200,000	200,000
<b>Net liability position</b>	<b>65,509</b>	<b>69,885</b>

As of March 31, 2017 and December 31, 2016, InRetail Real Estate and its Subsidiaries have decided to reduce its exchange rate risk by entering into a hedging operation through a Call Spread written over its "Senior Notes Unsecured", which is considered an effective hedging instrument. The Call Spread is written over a nominal amount of US\$200,000,000, protects it from exchange rate fluctuations between S/3.225 and S/3.750 and will be effective until maturity of the "Senior Notes Unsecured". The net position in the derivatives related to the currency Call Spread agreement corresponds to exchange rate operations (Soles exchanged for US Dollars) with notional of US\$200,000,000. See further detail in Note 13 y 16.

Transactions in foreign currency are performed at free market exchange rates. As of March 31, 2017, the market weighted average exchange rate for transactions in US dollars was S/3.246 per US\$1.00 bid and S/3.249 per US\$1.00 ask (S/3.352 per US\$1.00 bid and S/3.360 per US\$1.00 ask as of December 31, 2016).

For the three-month period ended as of December 31, 2016, InRetail Real Estate incurred into a net gain for exchange difference of approximately S/3,878,000 (gain of S/6,252,000 as of March 31, 2016), which is presented in the caption "Exchange difference, net" the consolidated statements of income and other comprehensive income.

## Notes to the interim consolidated financial statements (continued)

### (b) Credit risk –

It is the risk that a counterparty cannot comply with its obligations regarding a financial instrument or sales contract, thus generating a financial loss. InRetail Real Estate is exposed to credit risk for its operating activities (mainly accounts receivable and loans) and for its financing activities, including bank deposits.

#### Credit risk related to accounts receivable –

The credit risk of clients is managed by Management, and it is subject to policies, procedures and controls properly established. The pending balances on accounts receivable are reviewed periodically to assure their recovery. The maximum exposure to credit risk at the date of the consolidated statement of financial position is the book value of each class of financial asset.

#### Credit risk related to financial instruments and bank deposits –

The credit risk of bank balances is managed by Management in accordance with the policies of InRetail Real Estate. The investments of cash surpluses are performed through a first-level related financial institution. The maximum exposure to credit risk as of March 31, 2017 and December 31, 2016, is the book value of the balances of cash and cash equivalent.

### (c) Liquidity risk –

Liquidity is controlled through the matching of the maturities of assets and liabilities, the obtaining of credit lines and/or maintaining of liquidity surpluses, which allows InRetail Real Estate to develop its activities in a normal way.

Managing liquidity risk implies maintaining sufficient cash and financing availability, through a suitable amount of committed credit sources and the ability to settle transactions, mainly of indebtedness. In this matter, Management directs its efforts to maintain financing sources through the availability of credit lines.

It is the possibility of losses due to the changes or the volatility of the market prices of market of properties.

## 27. Fair value of financial instruments –

Fair value is defined as the amount at which an asset could be exchanged or a liability settled between knowledgeable, willing parties in an arm's length transaction, assuming an on-going enterprise.

When a financial instrument is traded on an active and liquid market, its quoted market price in an actual transaction provides the best evidence of its fair value. When a quoted market price is not available, or may not be indicative of the fair value of the financial instrument to determine such fair value it is possible to use the current fair value of another financial instrument that is substantially similar, discounted cash flow analysis or other techniques applicable thereto, all of which are significantly affected by the assumptions applied. Although Management uses its best judgment in estimating the fair value of these financial instruments, there are inherent weaknesses in any estimation technique. As a result, the fair value may not be indicative of the net realizable value of settlement value of the financial instrument.

## Notes to the interim consolidated financial statements (continued)

The following methods and assumptions were used to estimate the fair values of the financial instruments:

- (a) Financial instruments whose fair value is similar to their book value-  
For financial assets and liabilities that are liquid or have short-term maturities (less than three-months), such as cash and cash equivalents, trade receivables, accounts receivable to related parties and other receivables, trade accounts payable and other current liabilities, it is deemed that their book values are similar to their fair values.
  
- (b) Financial instruments at fixed rate –  
The fair value of the financial assets and liabilities at fixed rate and at amortized cost is determined by comparing the market interest rate at the moment of their initial recognition to the current market rates related to similar financial instruments. The estimated fair value of financial obligations that accrue interests is determined through discounted cash flows by using the currently available rates for debts with similar conditions, credit risk and maturities.