

**For Immediate Release**

**TERRA FIRMA CAPITAL CORPORATION ANNOUNCES ACCEPTANCE BY TSX VENTURE  
EXCHANGE OF NORMAL COURSE ISSUER BID**

**Toronto, Ontario, October 31, 2016** (Marketwired) -- Terra Firma Capital Corporation (TSX-V: TII) ("Terra Firma" or the "Company"), a real estate finance company, announced today acceptance by the TSX Venture Exchange (the "TSX-V") of the Company's Notice of Intention to Make a Normal Course Issuer Bid ("NCIB"). Pursuant to the NCIB, the Company proposes to purchase through the facilities of the TSX-V (or by other means as may be permitted by the TSX-V), from time to time over the next 12 months, if considered advisable, up to an aggregate of 1,907,413 common shares, being approximately 4% of the public float (as such term is defined under the TSX-V Corporate Finance Manual). The Company may not purchase more than 2% of the issued and outstanding common shares during any 30 day period, which as of the date of this announcement represented 1,223,101 common shares.

Purchases may commence through the TSX-V on November 4, 2016 and will conclude on the earlier of (i) November 3, 2017, (ii) the date on which the Company has purchased the maximum number of common shares to be acquired pursuant to the NCIB, or (iii) the Company providing a notice of termination to the TSX-V. Cormark Securities Inc. will be appointed as the broker firm responsible for making purchases of common shares under the NCIB on behalf of the Company, having regard to the rules of the TSX-V.

The Board of Directors of the Company believes that the market price of the common shares may not reflect their underlying value and that the proposed purchases are in the best interests of the Company and are a desirable use of corporate funds. All common shares purchased by the Company will be cancelled. The price paid for any repurchased units will be the market price of the common shares at the time of acquisition.

**About Terra Firma**

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

*Neither the TSX-V nor its Regulation Services Provider (as that term is defined in the policies of the TSX-V) accepts responsibility for the adequacy or accuracy of this release.*

*This Press Release contains forward-looking statements with respect matters concerning the business, operations, strategy and financial performance of Terra Firma, including Terra Firma's expectations with respect to purchases under its NCIB and the value of its common shares. These statements generally can be identified by use of forward looking word such as "may", "will", "expects", "estimates", "anticipates", "intends", "believe" or "could" or the negative thereof or similar variations. The future business, operations and performance of Terra Firma could differ materially from those expressed or implied by such statements. Such forward-looking statements are qualified in their entirety by the inherent risks and uncertainties surrounding future expectations, including risks relating to market factors, competition, dependence on tenants' financial conditions, environmental and tax related matters, and reliance on key*

*personnel. Forward-looking statements are based on a number of assumptions which may prove to be incorrect, including that the general economy, local real estate conditions and interest rates are stable, the absence of significant changes in government regulation, and the continued availability of equity and debt financing. There can be no assurances that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The cautionary statements qualify all forward-looking statements attributable to Terra Firma and persons acting on its behalf. Unless otherwise stated, all forward looking statements speak only as of the date of this Press Release and Terra Firma does not assume any obligation to update such statements, whether as a result of new information, future events or otherwise, except as required by applicable Canadian securities laws.*

For further information, please contact:

Terra Firma Capital Corporation  
Glenn Watchorn  
Chief Executive Officer  
Phone: 416.792.4702  
[gwatchorn@tfcc.ca](mailto:gwatchorn@tfcc.ca)

or

Terra Firma Capital Corporation  
Y. Dov Meyer  
Executive Vice Chairman  
Phone: 416.792.4709  
[ydmeyer@tfcc.ca](mailto:ydmeyer@tfcc.ca)

or

Ali Mahdavi  
Managing Director  
Spinnaker Capital Markets Inc.  
Phone: 416.962.3300  
[am@spinnakercmi.com](mailto:am@spinnakercmi.com)