





Contents

Executive Summary	3
The Power of Tokenization	5
Blockchain	6
How Tokenization Works	7
Case Study 01 - Tokenization and Trading of Real Estate in New York City	8
The Tokenized Real Asset Exchange (TRAX)	11
What a TRAX can Accomplish for Real Estate	13
Real Estate Market Potential	14
Traditional Real Estate vs. TRAX	15
Case Study 02 - Fractional Ownership of New York Rental Income	17
TRAX Workflows	18
Stock Exchange	20
Regulator	21
Broker-Dealer	22
Issuer	23
Depository	24
Case Study 03 - Tokenization Supports Real Estate Dutch Auction	25
Comparison	28
Ready for a Post-COVID World	30
Tready for a 1 ost covid world	
TRAX Potential	31



Executive Summary

Commercial and other high-value real estate suffers from a liquidity problem. It is typically bought and sold privately, meaning owners and developers are restricted to a small pool of high net-worth individuals and investment funds with the financial resources to purchase large ownership stakes in a single property.

The lack of an open market with multiple competing buyers puts sellers at a price disadvantage and can prevent owners from accessing liquidity when they need it.

In short, a lack of investors leads to a lack of liquidity. For many years now, Tokenization technology - and blockchain-based digital assets - has been touted as the solution to this problem. But why hasn't it taken off?

Attracting, onboarding and managing so many investors is no simple matter. It requires at the very least an ecosystem including:

- » stock exchanges to manage the market
- » brokers to onboard investors in accordance with KYC/AML rules
- » a depository to effect clearing and settlement
- » an onerous listing and disclosure process for owners
- » trust and transparency for all participants
- » a simple way for investors to access the market and transact

Tokenization is an immensely powerful tool for trust, transparency, record-keeping and governance automation. No other technology can match its ability to transact trustless business between multiple parties and prove ownership. But even with all these advantages, it alone can't provide the functionality required to access liquidity.

To address this issue in the real estate sector and open new growth opportunities for the capital markets ecosystem in the Middle East, the Arab Federation of Capital Markets (AFCM) has partnered with Canada-based FinTech leader Blockstation to explore the concept of a Tokenized Real Asset Exchange (TRAX): a complete ecosystem solution that creates a unified, tokenized marketplace for real estate developers and owners, stock exchanges, depositories, brokers, and investors.

The TRAX would enable issuers (developers and owners) to tokenize and list assets on the stock exchange with a vastly simplified, fully digital disclosure process specifically for real estate. At the same time, brokers can leverage this exciting new asset class to attract investors on a global scale, creating liquidity and increasing trading volume.

Blockchain and tokenization technology deployed through the TRAX presents an opportunity to transform real estate financing in the Middle East, create a vibrant new marketplace, attract new money, and unlock liquidity from this traditionally illiquid asset class.

Fully digital and ready for the post-COVID world of virtual business, stock exchanges deploying a TRAX could lead the world in this exciting new way to transact real estate.

The Power of Tokenization

And its Role in Unlocking Liquidity for Real Estate

"100% of the stocks and bonds trading on Wall Street today could be tokenized, and in five years, 100% of the stocks and bonds on Wall Street WILL be tokenized."

Robert Greifield

former NASDAQ CEO and Chairman

Tokenization is a powerful tool, attracting the attention of innovative leaders in many sectors including real estate, financial services and securities - and it's easy to see why. Representing real assets as digital tokens on the blockchain will:

- » Streamline corporate governance
- » Facilitate real-time transactions between multiple parties both domestically and internationally
- » Reduce administrative costs
- » Build investor trust through secure, immutable and fully transparent transaction records
- » Automate the provision of shareholder perks such as dividends or other real-world benefits
- » Mitigate risks associated with asset management including fraud and abusive trading activity

But in order to understand how tokenization can provide these benefits, and how it can support unlocking liquidity in real estate, we must first understand the benefits of its underlying technology: the blockchain.

Blockchain

The blockchain is essentially a digital ledger of sequential transactions that is shared by all participants. This single source of truth for validating transactions and maintaining accurate and immutable records of ownership history enables fast, real-time reconciliation between multiple parties, reducing administrative costs and freeing up resources for revenue-generating activities.

Governments around the world are developing regulatory frameworks to support blockchain-based asset markets, paving the way for use of this technology in mainstream business transactions.



Immutable records protects investor ownership even at the fractional level.



Transparency provides access to transaction history and ownership records for tokenized assets.



Secure data protects investors from attempts to add fraudulent transaction records to the ledger.



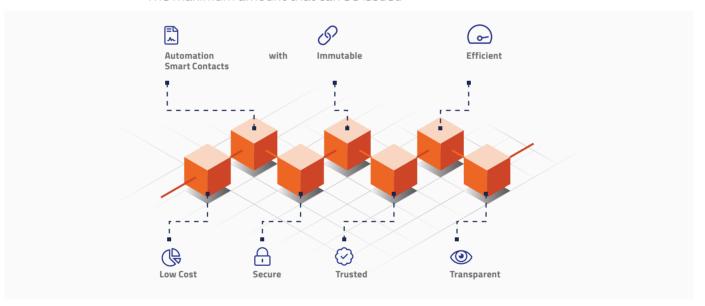
Efficient, real-time updates to ownership and transaction records.

How Tokenization Works

While the blockchain is most famous for transacting digital currencies such as Bitcoin and Ethereum, in fact it is a versatile technology that can be used to tokenize any asset, representing them and their individual shares - including real estate and securities - in digital form.

All classes of tokens can be programmed using smart contracts, which automatically enforce governance rules and compliance such as:

- » Who can own the token
- » Who must authorize transactions involving the token
- » What corporate actions can and cannot be authorized for that token
- » The maximum amount that can be issued



Smart contracts are programmatically preventative in nature, providing comfort to stakeholders and removing the requirement of many reactive measures that may occur using other technologies. They can automate many more activities as well, from the issuance of dividends to uniquely created real-world perks for the benefit of all shareholders. Business leaders have only just begun to scratch the surface of what tokenization can accomplish in this regard.

Operationally, tokenization enables streamlined recordkeeping between market participants and facilitates real-time transactions, providing all stakeholders with unprecedented levels of efficiency, trust and transparency.

CASE STUDY 01

Tokenization and Trading of Real Estate in New York City

The Thirteen East+West luxury condominium in Manhattan, New York City, is an example of tokenization and blockchain technology successfully unlocking liquidity for investors and other stakeholders in a compliant manner. The two-building complex was appraised at \$34 million USD in 2018.



RENDERING OF THIRTEEN EAST + WEST (THE AMIRIAN GROUP)

Developer David Amirian purchased the site in 2015 and secured a construction loan in January 2016 that would mature three years later. Although construction was 95% complete and

inspections began in November 2018, slow sales created financial uncertainty that prompted a need to refinance.

Rather than turning to banks for loans between 10% and 18%, Amirian turned to a technology firm to tokenize its assets. Specifically, they chose a dual issuance structure with two types of tokens: one representing senior debt, and the other representing preferred equity. The tokens did not represent ownership in the underlying asset, but rather a claim to the repayment of principal at 6.7% interest.



Nameer Khan

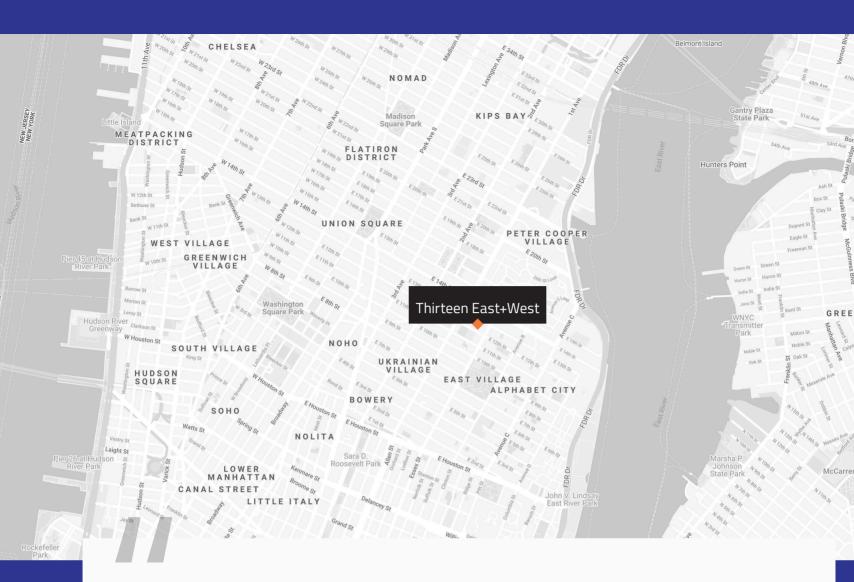
Chairman and Founding Board Member, MENA FinTech Association

Conducting the offering through a licensed broker-dealer to ensure proper KYC, AML and regulatory compliance, they raised approximately \$25 million with a 6.5% coupon on both the debt and preferred equity tokens that accrued monthly interest, yielding 6.7% following a two-year term, with two optional six-month extensions.

The loan to value ratio was 73.5%.

The deal involved both primary issuance and secondary trading on a proprietary peer-to-peer (P2P) platform: once initially purchased, the tokens could be converted to dollars or digital currencies.

Advantages	Limitations
 » Unlocked liquidity » Provided funding at much lower interest rates than traditional loans » Fast, efficient, and secure » Leverages KYC and AML capabilities of licensed broker-dealers 	 Private raises are accessible only to accredited investors Improved, though still limited, ability to sell shares as needed



The market in New York is always strong, but it can take some time to sell for the right price in a new construction building. With blockchain tokenization, we can remove the unruly pressure of traditional bank financing, which is much healthier for the project and all of the stakeholders. Tokenization is paving the way for a new forefront in real estate development.

Ryan Serhant listing broker

Sources

Di Maggio, Marco; Lane, David; Ma, Susie, Fluidity: THe Tokenization of Real Estate Assets, Harvard Business School, April 17, 2020 Wolfson, Rachel, A First For Manhattan: \$30M Real Estate Property Tokenized With Blockchain, Forbes, October 3, 2018

BRIDGING THE GAP

The Tokenized Real Asset Marketplace (TRAX)

Despite the benefits of blockchain technology and tokenization, they alone cannot fully unlock liquidity in real estate. There must be a market infrastructure of brokers to onboard investors in a complaint manner, an exchange to provide a Central Limit Order Book and ensure a fair and efficient market, and a depository to maintain secure custody of the digital assets and conduct trusted clearing and settlement. Without all the pieces of the puzzle, it is nearly impossible to list and liquidate quickly in a compliant manner at a fair market value.



The key is to marry the power and benefits of tokenization with the resources and infrastructure of the traditional securities sector. Such a union would provide the regulatory compliance and operational services that enable capital markets to thrive, while harnessing new technology to make it easier and more compliant than ever before to list, trade, clear and settle regulated assets ultimately opening the door to locked up capital in the Middle East.

The result of this marriage between blockchain, real estate, and traditional capital markets is what we call TRAX - the Tokenized Real Asset Marketplace.



What a TRAX can Accomplish for Real Estate

Real estate has long been considered an illiquid asset due to the length of time it takes for sales to conclude. Further, ownership stakes are often sold privately in quantities that price out all but the wealthiest investors.

This isn't the case with publicly traded securities because they can be issued, bought, sold and exchanged at virtually any price point, making them accessible to a much deeper pool of investors. Beneficial ownership can be sold in small and large fractions, so sellers don't have to wait for a buyer who can afford their entire stake in order to liquidate holdings.

For Issuers	For Capital Markets Participants
Tokenize and securitize real estate assets (property, rental income, etc)	Take advantage of the blockchain to drive efficiencies and operational savings
List and trade on stock exchanges through traditional licensed broker- dealers	Unprecedented opportunity to list and trade a brand-new asset class
Expose assets to a deep, global pool of investors	Stimulate more trading activity and growth throughout the Middle East

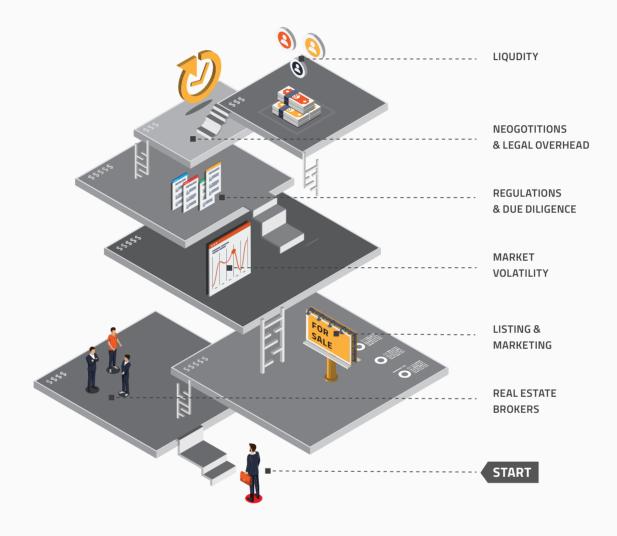
Recently, the global real estate market surpassed \$280 trillion USD. According to a report by London-born advisory and accountancy network Moore Global, if even just 0.5% of the total global property market were to be tokenized in the next five years, it would be on track to achieve a valuation of over \$1.4 trillion.



Sources: Market size statistics and projections provided by JLL International, comprising data for Dubai, Abu Dhabi, Riyadh, Jeddah, DMA, Mecca and Cairo. Numbers for existing market current to Q3 2021.



Traditional Real Estate Sales Transaction



Traditional Real Estate has long been considered an illiquid asset since it takes time for sales to conclude due to complexity of the market and procedural inefficiency.

Tokenized Real Asset Exchange (TRAX)



The Blockstation-powered TRAX brings all market participants to a single platform, making it easy to access a deep pool of investors to attract new money and unlock liquidity from real estate holdings.

CASE STUDY 02

Fractional Ownership of New York Rental Income

A 5-unit rental building in Brooklyn, New York City, became one of the first attempts in the USA to offer fractional ownership using blockchain and tokenization technology in April of 2018. Property owner Cayuga Capital Management partnered with a private issuance and trading platform tokenize and trade shares among accredited investors, who would receive a portion of the building's rental income.

The tokenization of assets will make [...] traditional finance and interacting in marketplaces faster and less costly, fundamentally changing the existing processes between market makers and intermediaries

Dr. Leemon Baird

Inventor of Hashgraph, Co-founder of Hedera, President of Swirlds

Crucially, shares in the building were to be available for as low as a few dollars, potentially enabling more investors to participate at lower price points.

Advantages	Limitations
 » Lowers barrier to entry for investors » Improves liquidity » Enables transfer of shares between investors 	 » Limited to small pool of accredited investors » Improved, though still limited, ability to sell shares as needed

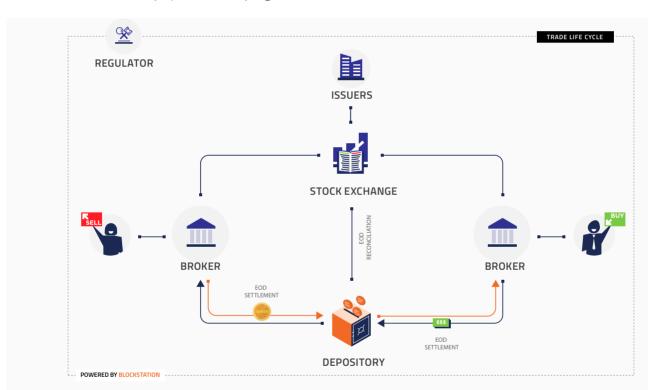
Source: Zhao, Helen, Soon you could own shares of this Brooklyn apartment building with tokens costing just a few dollars, CNBC, March 19, 2018

Dr. Baird, Leemon, The Tokenization of The World Starts Now, https://www.nasdaq.com/articles/the-tokenization-of-the-world-starts-now, FEB 24, 2022

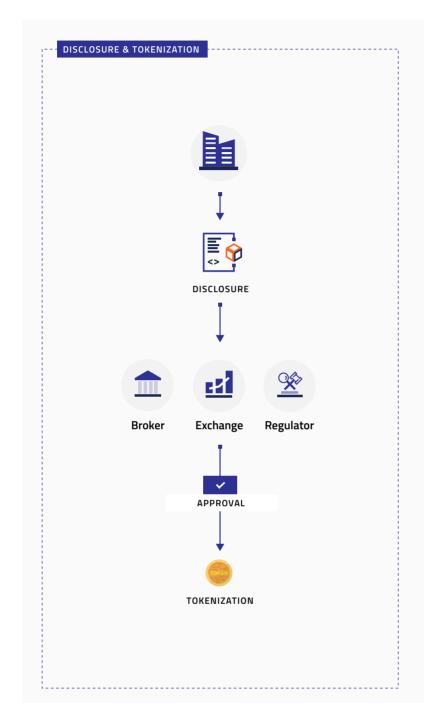
TRAX Workflows

The TRAX simplifies every step of the workflow to tokenize, list, trade and manage real estate assets on the stock exchange while providing powerful KYC/AML capabilities for brokers - creating high levels of trust and transparency for all stakeholders.

All industry stakeholders fulfil the same roles and functions they do for traditional securities today - just in a fully digital, blockchain-enabled environment.



- 1. Issuer tokenizes real assets and lists for trading on the stock exchange.
- 2. Clients make deposits to their registered Broker's account.
- 3. Buy/Sell orders are placed through Brokers to populate the Stock Exchange's central order book.
- 4. The order matching engine fills the orders in accordance with the prescribed rules and sends execution reports to the stock exchange and counterparties for a triparty reconciliation and settlement.
- 5. At the end of trading day, Depository sends out settlement reconciliation reports to the Stock Exchange, and Brokers ensuring all parties records match, and the totals are NET = 0.
- 6. Depository effects clearing and settlement of fiat and digital assets (available T+0)



- Issuer registers on the TRAX platform and completes company KYC.
- Issuer completes disclosure documents for the offering using simplified templates specifically for real estate, configured by the Stock Exchange.
- 3. Stakeholders collaborate in real time to refine disclosure.
- 4. Disclosure is approved.
- 5. Asset is tokenized on the blockchain.



- Generate and review Settlement Summary.
- 2. Fiat settlement.
- 3. Create Raw Transactions to move digital assets between buyers and sellers on the blockchain.
- 4. Sign and broadcast blockchain transactions.



Stock Exchanges

The TRAX benefits exchanges by leveraging the Blockstation platform to provide end-to-end workflow for tokenizing, registering, listing and trading real assets, including share ledger management and corporate governance. At every stage, smart digital processes improve efficiency while enhancing regulatory compliance:

	Activity	Detail
1	Manage Market Access	» Onboard brokers and issuers» Allocate markets to brokers
2	Streamlined Offering Disclosure	» Provide simplified disclosure templates specifically for real estate issuers
3	Disclosure Review & Approval	 Review a single, authoritative, digital copy of disclosure documentation Comment and edit in real-time collaboration with all stakeholders
4	Tokenization	» Tokenize real estate» Broadcast token and smart contracts to the blockchain
5	Market Management	» Maintain order book» Open, close, pause and unpause markets
6	Market Monitoring	 » Real-time monitoring of market activity » Generate detailed reports of trades, transactions and fees



Regulators

The TRAX benefits regulators by leveraging the Blockstation platform to streamline and simplify the process of disclosure review and approval, as well as providing real-time trading data to ensure an efficient and compliant marketplace:

	Activity	Detail
1	Disclosure Review & Approval	 » Review a single, authoritative, digital copy of disclosure documentation » Comment and edit in real-time collaboration with all stakeholders
2	Market Monitoring	 » Real-time monitoring of market activity » Generate detailed reports of trades, transactions and fees



Broker-Dealers

The TRAX benefits broker-dealers by leveraging the Blockstation platform to provide end-to-end workflow for onboarding investors, satisfying KYC/AML requirements, underwriting deals, conducting raises, and participating in secondary markets.

	Activity	Detail
1	Investor Onboarding	 » Leverage built-in e-KYC technology » Create investor accounts and manage their trading activities and portfolio » Manage funding of investor accounts » Configure suitability
2	Arrangement Agreements	 » Discover new offerings that match risk profile with the Issuer-Broker Match Engine » Propose and sign arrangement agreements electronically
3	Disclosure Management, Review & Approval	 » Review a single, authoritative, digital copy of disclosure documentation » Comment and edit in real-time collaboration with Issuer, Stock Exchange and Regulator
4	Conduct and Participate in Initial Offerings	 » Digitally open and close raises » Purchase shares on behalf of House and investor accounts » Monitor raise progress in real time
5	Manage Investments	 » Participate in secondary trading » Monitor investor activity to ensure regulatory compliance » Generate accurate, real-time reports



Issuer

The TRAX benefits issuers by leveraging the Blockstation platform to provide seamless, end-to-end workflow for collecting disclosure data, creating and submission of Required Disclosure as well as marketing materials to brokers, signing arrangement agreements, tokenizing assets, and executing corporate governance.

	Activity	Detail
1	Disclosure Management & Submission	 Once-and-done data entry collects all data required for compliant disclosure Smart listing wizard auto-populates standardized disclosure clauses with company and offering information Reduce time and cost of disclosure Comment and edit in real-time collaboration with Broker, Stock Exchange and Regulator
2	Arrangement Agreements	 » Discover brokers that match offering profile with the Issuer-Broker Match Engine » Propose and sign arrangement agreements electronically
3	Vault Management	 Configure and maintain secure, multisig vault to store tokens Ensure only authorized members of executive team have signing privilege to transfer security tokens
4	Corporate Actions	 » Governance rules embedded directly into the token, such as which team members possess signing authority for corporate actions » Execute blockchain-based corporate actions such as issuing, splitting and consolidating tokens quickly and easily using smart contracts



Depository

The TRAX benefits Depositories by leveraging the Blockstation platform to provide seamless, end-to-end workflow for managing stakeholders' multi-signature blockchain vaults, generating allotment reports, as well as clearing and settling both security token and fiat transactions.

	Activity	Detail
1	Vault Management	 » Quickly configure and administer secure, cold-storage, multi-signature vaults on behalf of all participating institutions » Maintain secure custody of public/private key pairs to ensure safe, authorized transfer of tokens
2	Clearing and Settlement	 » Generate settlement summary for primary and secondary markets » Effect net-zero Settlement of security tokens and fiat currency between parties as quickly as T+0
3	Reports	 » Generate allotment reports for primary markets » Generate settlement reports for clearing and settlement » Maintain accurate records of asset transfers, with records on the Blockstation platform matched to those on the blockchain

CASE STUDY 03

Tokenization Supports Real Estate Dutch Auction

In February 2019, capital markets firm Inveniam Capital Partners announced its intention to tokenize and sell shares in \$260 million dollars worth of real estate across four unique properties via Dutch Auction. This use case illustrates the flexibility of blockchain and tokenization technology to support multiple kinds of raises and to unlock liquidity in a variety of real asset types, including:

Commercial Real Estate	» Seeking \$65.5 million for acquisition of the building	Seller will contribute the asset to a Limited Partnership (LP) in which Inveniam Capital Partners will serve as General Partner (GP) and limited partnership interests will be sold via tokens purchased with cryptocurrency. Proceeds from the sale of tokens will be exchanged over a period of time into US dollars and provided to the seller.
Student Housing	 » Student housing for North Dakota State University » Seeking \$90 million to recapitalize and complete the development of multi- family real estate assets 	Inveniam Capital Partners will serve as General Partner (GP) and limited partnership interests will be sold via tokens purchased with cryptocurrency. Proceeds from the sale of tokens will be exchanged over a period of time into US dollars and provided to the seller.

Infrastructure Partnership	 » Water delivery pipeline serving fracking operations in the Bakken shale around Williston, North Dakota » Seeking \$50 million to refinance debt and fund additional capital expenditures 	Inveniam Capital Partners will serve as General Partner (GP) and limited partnership interests will be sold via tokens purchased with cryptocurrency. Proceeds from the sale of tokens will be exchanged over a period of time into US dollars and provided to the seller.
Multi-Family Housing	 » 500 mixed units (one, two, and three-bedroom) and premium amenities » Seeking up to \$75 million to develop the second phase of the project 	Inveniam Capital Partners and Roers Development LLC will serve as General Partner (GP) and limited partnership interests will be sold via tokens purchased with cryptocurrency. Proceeds from the sale of tokens will be exchanged over a period of time into US dollars and provided to the GP for development of the property.

Inveniam's example demonstrates the power of tokenization to unlock liquidity for any asset type, from commercial to housing to public infrastructure, as well as to conduct and manage the raise in a compliant manner.

Advantages	Limitations
 » Enables fractional ownership of a variety of asset types » Unlocks liquidity » Supports market-set value of assets, enticing more investment activity 	 » Limited to small pool of accredited investors » High barrier to entry; investors must be accredited, possewss \$10 million USD in cryptocurrency, and make a minimum purchase of \$500,000

Source: De, Nikhilesh, \$66 Million Building to Be Tokenized on Ethereum Blockchain in Record Deal, CoinDesk, February 26, 2019

Comparison

The table below demonstrates the features associated with the various methods discussed in this white paper.

	TRAX	Tokenization	Traditional Stock Exchange Listing	Traditional Real Estate Sale
Market Management Industry-leading automation to mitigate common risks such as self-trades and market manipulation	✓	×	~	×
Circuit Breaker Automatically pause a market when volatility thresholds are met	✓	×	✓	×
Transaction Speed Available T+0 clearing and settlement	✓	✓	×	×
Efficient Liquidity Sell shares in minutes through a deep pool of international investors	~	×	~	×
Accessibility Open to retail investors through compliant e-KYC and licensed broker-dealers	~	×	~	×

	TRAX	Tokenization	Traditional Stock Exchange Listing	Traditional Real Estate Sale
e-KYC and AML Built-in functionality allows fast, compliant review of investor identity and AML risk	~	×	×	×
Preventative Programming Smart contracts embed governance rules into tokens, automatically preventing unauthorized activity	✓	✓	×	×
Fast Disclosure Smart forms guide issuers through a fast, efficient and compliant disclosure process	✓	×	×	×
Efficient Disclosure Review Collaborative review of a single digital, authoritative copy of disclosure documents for Exchange, Regulator, Issuer and Broker	✓	×	×	×
Broker-Issuer Match Engine Smart filters connect Issuers and Brokers based on risk profile and appetite, reducing time to sign arrangement agreements	✓	×	×	×

	TRAX	Tokenization	Traditional Stock Exchange Listing	Traditional Real Estate Sale
Electronic Signatures Sign client and arrangement agreements electronically, conducting all workflow within a single platform	~	✓	×	×
Transparency, immutability and Security Share ownership and transaction history maintained on the blockchain and in platform ledger	~	✓	×	×
Ecosystem Support Requires full ecosystem of Exchange, Depository, and Broker-Dealer institutions	✓	×	✓	×



When used correctly, the blockchain's unparalleled transparency coupled with the longstanding reputation of regional stock exchanges can significantly de-risk previously untouchable assets. This opens the door to distant, sophisticated investors and financial institutions that rely on concrete and verifiable data to invest their wealth.

Jai Waterman

Co-Founder, CTO of Blockstation

Ready for a Post-COVID World

The TRAX is built with digital workflows in mind from the ground up, making it an ideal system to use in the aftermath of the first pandemic in the modern economy. It meets stakeholder demand for a virtual, paperless experience from start to finish, even for sensitive activities such as:

- » Arrangement agreements
- » Disclosure creation, review and approval
- » Investor e-KYC/AML
- » Market monitoring

The entire flow from listing to underwriting to issuing to trading is conducted through secure, online portals that enable participants to conduct business wherever they are in the world. For a global population that came to rely almost exclusively on virtual communication in early 2020, this functionality is now viewed as a necessity going forward. The financial institutions that fall behind in this regard will find themselves at a competitive disadvantage.

We are also confident that the pilot run by the UAE will inform the potential scalability of the tokenization process across the region with concrete economic results. And to fully realize the potential there is an urgent need for economic authorities across the region to upgrade existing regulations or craft new ones to enable a transparent and efficient use by investors and SMEs.

Abdulla Bin Touq Al Marri

Minister of Economy of the United Arab Emirates

Mirek Dusek, Deputy Head

Centre for Geopolitical and Regional Affairs; ExCom Member, World Economic Forum

TRAX Potential

The tokenization of assets on the blockchain can help create an active marketplace for real estate, serving all existing ecosystem participants at every stage of the investment life cycle. Moreover, as seen from the case studies above, it resolves the issue of high price points and low accessibility by opening up the market to everyday retail investors, dramatically deepening the pool of available investors - leading to even more liquidity.

Such an innovation could unlock trillions of dollars in previously illiquid equity across the Middle East for the benefit of owners and investors everywhere.

AFCM | BLOCKSTATION

Unlocking Liquidity in Real Estate

With Tokenization and Marketplace Infrastructure

EDITORS & CONTRIBUTORS

Rami El Dokany Fadi Kanso Michael Spiar Kody Zhou Jai Waterman Marko M. Hafez Matt Singh

DISCLAIMER

While the information contained herein is believed to be accurate and reliable, ACFM, Blockstation and its subsidiaries and/or affiliates, and their respective agents, advisors, directors, officers, employees and shareholders make no representations or warranties, expressed or implied, as to the accuracy or completeness of such information, and, Blockstation expressly disclaims any and all liability that may be based on such information, or errors or omissions thereof. The forward-looking statements contained herein (such as statements relating to the future anticipated direction of the industry, plans for future expansion, various business development activities, planned capital expenditures, future funding sources, anticipated sales growth and potential contracts) involve important risks and uncertainties that could significantly affect anticipated results in the future and, accordingly, such results may vary materially from those expressed in any forward-looking statements made by or on behalf of, Blockstation. There can be no assurance that, Blockstation will achieve the results projected or implied by the forward looking statements included in this presentation. These risks and uncertainties include, but are not limited to, those relating to development and expansion activities, dependence on existing management, financial activities, domestic and global economic conditions, uncertain regulatory environments, marketing, changes in federal or provincial income tax laws and market competition factors.