

# FORWARD LOOKING STATEMENTS

This corporate presentation contains forward-looking information and forward-looking statements (collectively, "forward-looking statements") under applicable securities laws, including any applicable "safe harbor" provisions. Statements other than statements of historical fact contained in this document may be forward looking statements, including, without limitation: management's expectations, intentions and beliefs correcting the growth, results of operations, performance of the Trust and the Private Company Partners, the future financial position or results of the Trust, business strategy and plans and objectives of or involving the Trust and the Private Company Partners, the future financial position or results of the Trust, business strategy and plans and objectives of or involving the Trust or the Partners. Many of these statements can be identified by looking for words such as "believer", "expects", "vill", "intends", "projects", "anticipates", "estimates", "continues" or similar words or the negative thereof. In particular, this document may contain forward-looking statements regarding; the anticipated financial and operating performance of the Trust's Partners; the impact of COVID-19 on the operations of the Trust and those of its Partners; the Earnings Coverage Ratio for the Partners; amendments to the Trust's senior credit agreement; the amount of the Trust's dividend (both quarterly and on an annualized basis); the use of proceeds from the Trust's senior credit facility; the CRA proceedings (including the expected timing and financial impact thereof); the impact of a change in U.S tax legislation; annualized net cash from operating activities; changes in Distributions from Partners; the proposed resolutions to outstanding issues with certain Partners; the restart of Distributions from any partners not currently paying a Distribution or increasing the level of Distribution where a Partner is paying less than the full contracted amount; the timing for collection of deferred or unpaid Distributions; im

By their nature, forward-looking statements require Alaris to make assumptions and are subject to inherent risks and uncertainties. Assumptions about the performance of the Canadian and U.S. economies over the next 24 months and how that will affect Alaris 'business and that of its Partners (including, without limitation, the ongoing impact of the COVID-19) are material factors considered by Alaris management when setting the outlook for Alaris. Key assumptions include, but are not limited to, assumptions that the Canadian and U.S. economies will begin to recover from the ongoing economic downturn created by the response to COVID-19 within the next twelve months; interest rates will not rise in a material way over the next 12 to 24 months, that those Partners detrimentally affected by COVID-19 will recover from the pandemic's impact and return to their current operating environments; following a recovery from the COVID-19 impact, the businesses of the majority of our Partners will continue to grow; more private companies will require access to alternative sources of capital; and that Alaris will have the ability to raise required equity and/or debt financing on acceptale terms. Management of Alaris has also assumed that that the Canadian and U.S. dollar trading pair will remain in a range of approximately plus or minus 15% of the current rate over the next 6 months. In determining expectations for economic growth, management of Alaris primarily considers historical economic data provided by the Canadian and U.S. governments and their adencies as well as prevailing economic conditions at the time of such determinations.



## FORWARD LOOKING STATEMENTS

Some of the factors that could affect future results and could cause results to differ materially from those expressed in the forward looking statements contained herein include risks relating to: the ongoing impact of the COVID-19 pandemic on the Trust and its Partners (including, without limitation how many Partners will experience a slowdown or closure of their business and the length of time of such slowdown or closure); management's ability to assess and mitigate the impacts of COVID-19; the dependence of the Trust on the Partners; risks relating to the Partners and their businesses; reliance on key personnel; general economic conditions, including the ongoing impact of COVID-19 on the Canadian, U.S. and global economies; failure to complete or realize the anticipated benefits of transactions; imitied diversification of Alaris' transactions; management of future growth; availability of future financing; inability to close new partner contributions in a timely fashion on anticipated terms, or at all; competition; government regulation, leverage and restrictive covenants under credit facilities; the ability of the Partners to terminate (by way of a redemption) the various agreements with Alaris or a material portion of Alaris investment; unpredictability and potential votatility of the trading price of the trust units; fluctuations in the amount of cash distributions; income tax related risks; ability to recover from the Partners and their respective businesses; a change in the ability of the Partners to continue to pay Alaris at expected Distribution levels or restart Distributions (in full or in part); a failure to collect material deferred Distributions; a material change in the operations of a Partner or the industries in which they operate; a failure to obtain by the Trust or the Partners required regulatory approvals on a timely basis or at all; changes in legislation and regulations and the interpretations thereof, litigation risk associated with the CRA's reassessment and the Trust's challenge thereo

Information in the Trust's annual management discussion and analysis for the year ended December 31, 2019, identifies additional factors that could affect the operating results and performance of the Trust. Without limitation of the foreigning assuring separation sets factors, the forward looking statements in this presentation regarding the revenues anticipated to be received from the Partners and the Trust's peneral and administrative expenses are based on a number of assumptions including no adverse developments in the business and affairs of the Partners that would impair their ability to fulfill their payment obligations to the Trust and no material changes to the business of the Trust or current economic conditions that would result in an increase in general and administrative expenses.

The forward-looking statements contained herein are expressly qualified in their entirety by this cautionary statement. The forward-looking statements included in this presentation are made as of the date of this presentation and Alaris does not undertake or assume any obligation to update or revise such statements to reflect new events or circumstances except as expressly required by applicable securities legislation.



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# U.S. INVESTOR DISCLOSURE

The securities of Alaris Equity Partners Income Trust ("Alaris" or the "Trust") have not been and will not be registered under the U.S. Investment Company Act of 1940, as amended (the "US Investment Company Act") and Alaris is relying on the exemption from registration under the US Investment Company Act provided by Section 3(c)(7) of that Act. As such, securities of Alaris, and any beneficial interest therein, may not be purchased, offered, sold, pledged, or otherwise transferred except in accordance with specific restrictions necessary to comply with that exemption. Specifically, securities of Alaris must not be offered, purchased, sold or otherwise transferred or pledged, directly or indirectly, in the United States or to U.S. Persons (as defined in Regulation S under the U.S. Securities Act of 1933, as amended). In addition, beneficial owners of the securities of Alaris must be restricted to persons that: (a) are located outside the United States and that are not U.S. persons, or (b) are Qualified Purchasers as defined in Section 2(a)(51)(A) of the US Investment Company Act that provide certain certifications confirming that status; and (c) in either case, are not plans that are "employee benefit plans" (within the meaning of Section 3(3)) of the U.S. Employee Retirement Income Security Act of 1974, as amended ("ERISA") that are subject to Part 4 of Subtitle B of Title 1 of ERISA, or plans, individual retirement accounts or other arrangements that are subject to Section 4975 of the U.S. Internal Revenue Code of 1986, as amended, or any other state, local, non-U.S. or other laws or regulations that would have the same effect as the regulations promulgated under ERISA.



# TRUST CONVERSION

- After receiving shareholder approval on August 31, 2020, Alaris Royalty Corp. converted to an income trust on September 1, 2020 and changed its name to "Alaris Equity Partners Income Trust" ("Alaris" or the "Trust").
- The Trust units began trading on the TSX on September 4, 2020 under the symbol TSX: AD.UN
- · The debentures outstanding continue to trade under the symbol AD.DB.
- The Trust believes the conversion will enhance long-term shareholder value as a result of:
  - a materially simplified cross-border investment structure involving fewer foreign jurisdictions, which should reduce compliance and other administrative costs and Alaris' exposure to changes in foreign laws;
  - · increasing the amount of cash available for distribution to unitholders and reducing the Payout Ratio; and
  - allowing Alaris to comply with applicable US legislation while maintaining an internal efficiency substantially consistent with Alaris' prior corporate structure.
- As an income trust, Alaris will be paying a trust distribution rather than a corporate dividend. This trust distribution increased to \$0.31 per quarter (\$1.24 annually) up 7% from the corporate dividend of \$0.29 per quarter (\$1.16 annually) to reflect different taxation of a trust distribution vs a corporate dividend. The first trust distribution was declared in September 2020 and paid October 15, 2020.
- For more information, please visit our website at <a href="www.alarisequitypartners.com">www.alarisequitypartners.com</a> and search for documents under the "investor section" or visit <a href="www.sedar.com">www.sedar.com</a> and search for documents under Alaris' corporate profile.



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# **PROFILE**

#### Corporate Summary

Revenue (6 months ended June 30, 2020)

Quarterly Distribution(1)

Annualized Total Returns since listing date (Nov 2008)

Number of Employees

\$54.0 million

\$0.31 per unit (\$1.24 annually) 170% (9% annualized)

170% (9% ariilualizeu)

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#### Market Summary

Ticker Symbol:

Average Daily Volume (6 months):

Units Outstanding:

Unit Price:

TSX: AD.UN 459,000 35.583.883 basic

\$12.15

52 week high: \$23.34 (Feb 2020) 52 week low: \$5.83 (March 2020)

~\$435 million

Market Capitalization: Unitholder Breakdown:

(based on estimates and fully diluted)

Retail - 60% Institutional - 30% Directors & Officers - 10%

#### Notes:

(1) Alaris began paying trust distributions at a rate of \$0.31 per quarter (\$1.24 annually) after Alaris Royalty Corp was converted to an income trust September 1, 2020. The first trust distributions was declared in September 2020 and paid on October 15, 2020.

(All unit price data as of closing price on October 9, 2020)



## **DEFINING THE BUSINESS**

Alaris' long term goal is to create the optimal income stream available for investors.

Alaris provides capital to private businesses using an innovative structure that fills a niche in the private capital markets.



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# **INVESTMENT HIGHLIGHTS**

The best companies in the world are never for sale. Alaris' unique investment structure generates attractive returns from a universe of businesses that would be otherwise unavailable to traditional equity investors

- · Unique investment strategy combines equity like returns with debt like protections
- Existing portfolio is generating an attractive baseline cash yield of 13%, with potential for incremental growth
- · Robust and consistent investment pipeline
- Highly scalable business model with low overhead costs, resulting in EBITDA margins in excess of 80%
- Highly experienced management team with a demonstrated track record of generating realized returns of 17% on exited investments



#### ALARIS REPRESENTS A UNIQUE ASSET CLASS Attractive initial cash yields with participation in growth through an annual adjustment Adjustment tied to top-line growth in the underlying Exposure to market-leading businesses that are not Yield(1) Premium(3) IRR Investments(4) otherwise accessible to traditional equity investors 25% 21.9% In the event its investment is repurchased, Alaris is 20% 2.1% 15.5% 16.8% entitled to receive a premium in addition to the //////// 15% return of its original invested capital (5.1%) Comprehensive set of rights and remedies Consent rights over material changes in the underlying business of the Partner Companies

- Non-payment of distributions constitutes an event of
- Uncured remedies include the ability to assume a more active role in management, and if necessary, take voting control
- Ultimately, Alaris can require the repurchase of its investment or engage in a controlled sales process



- (1) Nethects weighted averlage mixes year or resizeze investments
  (2) Reflects IRR with impact of distribution adjustments and debt contributions (excludes Group SM, KMH and SHS)
  (3) Reflects incremental IRR achieved from redemption premiums (excludes Group SM, KMH and SHS)
  (4) Reflects impact on IRR from remediated investments (includes Group SM, KMH and SHS)



# **BENEFITS TO UNITHOLDERS**

#### Five Pillars to the Optimal Income Stream

#### **Low Volatility** of Cash Flows

Alaris' preferred distributions are:

- ✓ based on top-line performance and paid in priority to other equity
- ✓ covered by a cash-flow buffer and protective covenants
- ✓ paid monthly providing monthly cash returns vs returns on an exit
- ✓ volatility reducing collars on >90% of current distributions

#### Visibility of Cash Flows

- ✓ Alaris adjusts its distributions from Partner's annually and for 12 months
- ✓ Financial health of Partners is monitored closely each month
- ✓ The Trust has relatively low SG&A expenses relative to profitability which has proven the scalability of the model

#### Diversification of Revenue Streams

- ✓ Currently have 17 Partners
- ✓ Long-term goal is to have no single revenue stream >10% of total revenue

#### Liquidity For Unitholders

✓ Average daily trading volumes provide adequate liquidity for unitholders

#### Growth in Cash Flow Per Unit

- ✓ Historic organic growth in Partner revenues of 1% to 6% per year
- ✓ Add to cash flow per unit through accretive capital deployments



#### BENEFITS TO BUSINESS OWNERS **Non-Voting Preferred Equity** Allows the entrepreneur to continue to run their successful businesses with minimal interference by Alaris **Long-Term Capital Partner** Alaris does not require an exit This allows the entrepreneur to focus on long-term goals rather than short-term goals of its equity sponsor **Tax Efficient** The distributions paid to Alaris are essentially pre-tax as they lower the taxable income of remaining partners **Lower Participation in Growth** Alaris reduces its participation in the growth of the business through the use of collars on its distribution and by basing the performance metric on the organic change in the business versus total growth ALARIS VERSUS OTHER SOURCES OF CAPITAL: WHY CHOOSE ALARIS? Traditional Private Equity Alaris Operating Control ✓ None ⊗ Needs control Time Horizon $\otimes$ 3 – 5 years ✓ Indefinite $\otimes$ 3-6 years Growth Participation ✓ Minimal ⊗ Full carry Future Funding ⊗ Maxes out ⊗ Maxes out Dilution Warrants ✓ Preferred shares ⊗ Common equity Deal Fees Yes ✓ No ⊗ Yes ALARIS



# PARTNER REVENUE SUMMARY

| Partner                           | I Distribution<br>(CAD\$000s) (1) | % of total |
|-----------------------------------|-----------------------------------|------------|
| GWM Holdings                      | 17,045                            | 14.8%      |
| DNT                               | 15,730                            | 13.7%      |
| Federal Resources                 | 14,436                            | 12.6%      |
| PF Growth Partners <sup>(2)</sup> | 13,285                            | 11.6%      |
| Body Contour Centers              | 9,187                             | 8.0%       |
| Accscient                         | 7,525                             | 6.5%       |
| LMS                               | 7,446                             | 6.5%       |
| Amur Financial                    | 6,500                             | 5.7%       |
| Kim∞ <sup>(3)</sup>               | 5,400                             | 4.7%       |
| Unify                             | 4,388                             | 3.8%       |
| SCR <sup>(4)</sup>                | 4,200                             | 3.7%       |
| Heritage                          | 3,413                             | 3.0%       |
| Carey                             | 3,260                             | 2.8%       |
| Fleet                             | 2,003                             | 1.7%       |
| Stride                            | 1,134                             | 1.0%       |
| ccComm <sup>(5)</sup>             | -                                 | 0.0%       |
| Providence <sup>(5)</sup>         | -                                 | 0.0%       |
| Total Annualized Partner Revenue  | \$<br>114,952                     | 100.0%     |
| Interest income                   | 2,314                             |            |
| Total Revenue                     | \$<br>117,266                     |            |

Total Revenue \$ 117.266
These are contracted amounts due to Alaris for the next 12 month period and for those denominated in USD based on a rate of USDCAD \$1.3500. Actual amounts received may vary based on the impact of COVID-19 and changes in the exchange rate.

Distributions from PFGP began being deferred in Q2 for 2020 as a result of COVID-19 and its impact to the business. Timing of restart of the distribution from PFGP timing is still unknown and will be determined in discussions with PFGPPs senior lender. Plants to make up deterted distributions will be determined at alter date but Alaris does expect to collect all deferred distributions will be determined at alter date but Alaris does expect to collect all deferred distributions in Alaris desirable. Alaris will also periodically being sweeping excess cash from Kimco. The number in the table reflects Alaris estimate for the next 12 months of payments from Kimco. SCR is psying partial distributions to Alaris of \$350.000 per month (34.2m annually).

SCR is psying partial distributions to Alaris of \$350.000 per month (34.2m annually).

Coccomm and Providence are not currently psying distributions to allow for any excess funds to be used in the business. Alaris will record distributions as received when their cash flows allow.

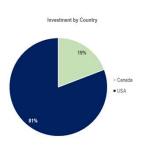
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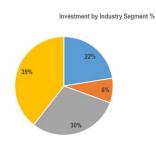


organic revenue to be flat for the January 1, 2021 reset.



**DIVERSIFICATION** 





- Consumer Products/Services Consumer Financial Services = Business Services

Industrials

- Alaris has approximately 81% of its fair value of investments in US based companies.
- Today, 30% of invested dollars are exposed to business services, 39% to industrials, 22% to consumer products and services and 8% consumer financial services.



## PREFERRED EQUITY RETURNS FROM EXITS TO DATE

| \$millions CAD          | Number of<br>Years<br>Invested | Capital Invested | Distributions<br>Received | Exit Capital<br>Received | Total<br>Return | % total<br>Return | IRR % |
|-------------------------|--------------------------------|------------------|---------------------------|--------------------------|-----------------|-------------------|-------|
| MAHC(1)                 | 1.0                            | \$ (18.4)        | \$ 7.2                    | \$ 20.0 \$               | 8.8             | 48%               | 53%   |
| Sequel                  | 4.2                            | (77.4)           | 59.8                      | 120.9                    | 103.3           | 133%              | 29%   |
| Agility                 | 5.4                            | (20.2)           | 18.5                      | 28.3                     | 26.5            | 131%              | 25%   |
| LifeMark                | 11.3                           | (67.5)           | 75.6                      | 123.4                    | 131.5           | 195%              | 24%   |
| MediChair               | 6.8                            | (6.5)            | 6.4                       | 10.0                     | 9.9             | 152%              | 24%   |
| SBI                     | 2.4                            | (106.8)          | 42.7                      | 122.7                    | 58.6            | 55%               | 24%   |
| EOR                     | 13.2                           | (7.2)            | 17.4                      | 12.6                     | 22.8            | 317%              | 22%   |
| Killick                 | 4.0                            | (41.3)           | 19.7                      | 45.0                     | 23.5            | 57%               | 20%   |
| Quetico                 | 3.0                            | (28.2)           | 13.1                      | 30.4                     | 15.4            | 55%               | 19%   |
| Labstat                 | 6.0                            | (47.2)           | 43.8                      | 61.3                     | 57.9            | 123%              | 19%   |
| Solowave                | 5.8                            | (42.5)           | 31.9                      | 44.5                     | 33.9            | 80%               | 17%   |
| KMH <sup>(2)</sup>      | 7.0                            | (54.8)           | 21.3                      | 13.5                     | (20.0)          | -37%              | -13%  |
| Sandbox <sup>(3)</sup>  | 3.9                            | (78.9)           | 25.7                      | 33.7                     | (19.5)          | -25%              | -16%  |
| SHS <sup>(4)</sup>      | 0.9                            | (15.0)           | 1.0                       | 1.1                      | (12.9)          | -86%              | -44%  |
| Group SM <sup>(5)</sup> | 4.6                            | (40.5)           | 9.8                       | -                        | (30.7)          | -76%              | -67%  |
| Totals from exits       |                                | \$ (652.3)       | \$ 393.7                  | \$ 667.5 \$              | 408.9           | 63%               |       |

- Alaris has generated \$408.9 million in total returns (+63%) on partners that have either repurchased all of Alaris' units, ceased operations or where Alaris carries no fair value for preferred units from such partner.
- The monthly distribution Alaris receives from its Partners ensures Alaris is getting a return on investment from Day 1, rather than on an exit event. This greatly reduces the investment risk.
- MAHC repurchased Alaris' units after 1 year, resulting in an additional 24 months of distributions being paid to Alaris on exit. This resulted in an IRR much higher than what is experience of a spiral received excludes an additional USAS of million currently held in accrow and the potential for a USS2 of million earnout. Returns on senior debt are included.

  Alaris is not recorring any value for removaling partners are not included. Alaris is not recorring any value for removaling partners are not included in the table above.

  Pomissory rootes outstanding with any partners are not included in the table above.



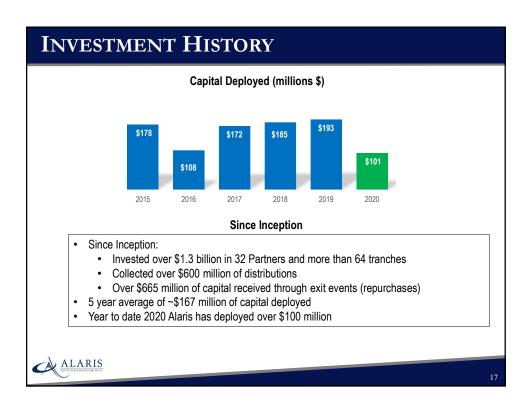
# EARNINGS COVERAGE HEAT MAP

#### Earnings Coverage Heat Map Q4-19 Q2-20 1.2x-1.5x 1.5x-2.0x 1.5x-2.0x 1.5x-2.0x Federal Resources 1.2x-1.5x 1.2x-1.5x 1.2x-1.5x 1.2x-1.5x 1.5x-2.0x 1.2x-1.5x 1.5x-2.0x Planet Fitness Providence (MyDyer) 1.2x-1.5x 1.2x-1.5x 1.5x-2.0x 1.5x-2.0x LMS 1.5x-2.0x 1.2x-1.5x 1.2x-1.5x Accscient >2.0x 1.5x-2.0x | >2.0x | >2.0 Unify Heritage SCR Kimco ccCom m 1.5x-2.0x 1.5x-2.0x 1.5x-2.0x Fleet Amur Financial Stride n.a. 1.5x-2.0x 1.5x-2.0x 1.5x-2.0x n.a. n.a. n.a. 1.5x-2.0x SCR and Kimco's ECRs are based on their current fixed distributions as opposed to fully contracted

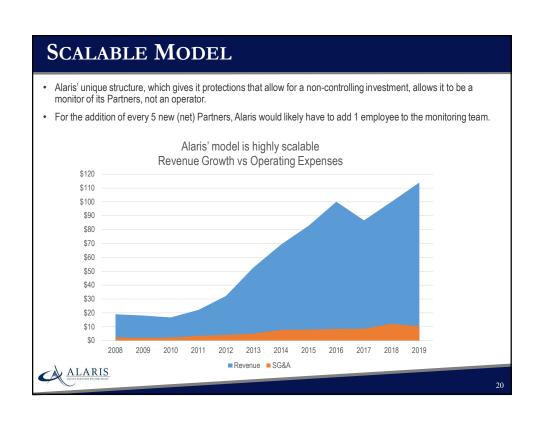
· The table to the left displays the range of earnings coverage ratios ("ECR") for each of our Partners over the last 4 quarters. Generally speaking, a ratio above 1.0x provides enough earnings to cover distributions Guide to Alaris, interest and principal payments to lenders as 1.0x to 1.2x well as unfunded capital expenditures. 1.2x to 1.5x 1.5x to 2.0x

- · Of the 17 partners listed, three fall below less than 1.0x earnings coverage, two are in the 1.2x to 1.5x range, seven are in the 1.5x to 2.0x range and five are in the >2.0x earnings coverage range.
- In Q2-20 vs Q1-20, 10 Partners had no change in the ECR range, 4 had increases to their ECR range and 2 had a decrease in the ECR range, and there was 1 new Partner.
- These ECRs are based on historical results and in most cases prior to any impact of the COVID-19 pandemic. Partner company ECRs may decrease in future periods as a result of the eventual impact to the businesses of COVID-19.





#### DISTRIBUTION HISTORY AND SUSTAINABILITY Since 2008 Alaris has provided consistent dividend income through Annualized Distribution History its monthly dividend, and now, through trust distributions In March 2020, Alaris made the decision to change its dividend from monthly to quarterly. The first payment of such quarterly dividend was in July. The new annualized dividend for the July payment was changed to \$1.16 per share (\$0.29 per quarter). This was a reduction of 30% from the previous annualized dividend of \$1.65. Alaris announced the conversion to an income trust on September 1, 2020. At that time Alaris raised the quarterly distributions to \$0.31 per quarter (\$1.24 annually). This was a 7% increase compared to \$1.10 the previous dividend paid and was done to reflect the difference in taxation of a trust distribution vs a corporate dividend. Alaris \$1.00 estimates its Annualized Payout Ratio to be less than 75% at the current level of trust distributions. \$0.90 The new distribution rate not only reflects what we expect to be a short-term cash flow disruption associated with the COVID-19 Dec. 08 Andre 08 Andre 08 Andre 08 Andre 09 Andre 09 Ber 10 Ber pandemic, but moving forward it will allow us to achieve our long-term payout ratio objectives as well as being able to internally fund a \$100,000 investment at IPO of \$12 per share portion of our annual deployment once our cash flow streams from Since inception, Alaris has paid over 140 consecutive monthly dividends/distributions totaling more than \$16 per share/unit and over \$450 million gross. If you were to have invested \$100,000 at the IPO price of \$12 per share in 2008 you would have received a cumulative total of \$137,145 in dividends/distributions (bottom right table) and your initial investment would be worth \$101,250 on October 9, 2020 (based on closing price of \$12.15) for a total return of \$240,979. ALARIS



# **RECENT FINANCIAL RESULTS**

- 23.8% decrease in revenue from Partners to \$20.2 million
- 28.2% decrease in Normalized EBITDA to \$17.3 million
- 15.0% decrease in net cash from operating activities to \$13.6 million
- 31.5% decrease in dividends declared to \$10.3 million<sup>(1)</sup>

#### Per Share Highlights:

- 24.0% decrease in revenue from Partners to \$0.57
- 27.3% decrease in Normalized EBITDA \$0.48
- 13.6% decrease in net cash from operating activities to \$0.38 9.9% increase in net cash from operating activities to \$1.11
- 29.7% decrease in dividends declared at \$0.29

- 0.3% increase in revenue from Partners to \$54.2 million
- 20.8% decrease in Normalized EBITDA to \$38.7 million
- 8.7% increase in net cash from operating activities to \$40.2 million
- 15.6% decrease in dividends declared to \$25.4 million<sup>(1)</sup>

#### Per Share Highlights:

- 0.7% decrease in revenue from Partners to \$1.50
- 20.1% decrease in Normalized EBITDA to \$1.07
- 14.8% decrease in dividends declared at \$0.7025

(1) Alaris began paying a quarterly dividend with first such payment in July 2020. Therefore Q2 dividends only included a payment made in April 2020.



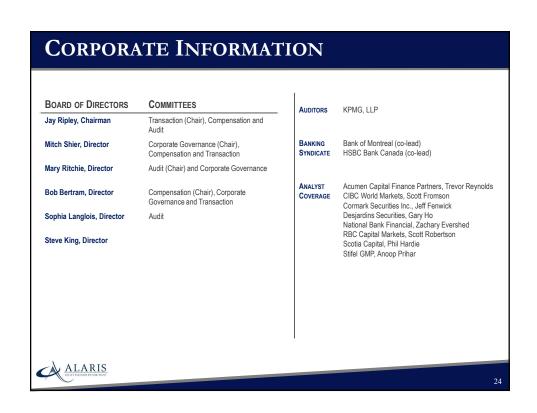
# HISTORIC FINANCIAL SUMMARY

| (millions CAD\$)              | 2015A   | 2016     | 1  | 2017A | 2018A    | 2019A    |
|-------------------------------|---------|----------|----|-------|----------|----------|
| Revenue                       | \$82.80 | \$100.04 | \$ | 89.07 | \$100.08 | \$115.97 |
| % change                      | 19%     | 21%      | 6  | -11%  | 12%      | 16%      |
| SG&A                          | \$ 7.90 | \$ 9.17  | \$ | 8.06  | \$ 12.13 | \$ 10.72 |
| % change                      | 3%      | 16%      | 0  | -12%  | 50%      | -12%     |
| Normalized EBIT DA            | \$71.40 | \$ 81.84 | \$ | 76.98 | \$ 80.81 | \$100.94 |
| % change                      | 24%     | 15%      | 6  | -6%   | 5%       | 25%      |
| Net cash from ops             | \$55.90 | \$ 73.30 | \$ | 67.25 | \$ 78.31 | \$ 74.78 |
| % change                      | 12%     | 31%      | 6  | -8%   | 16%      | -5%      |
| Dividends                     | \$52.60 | \$ 58.84 | \$ | 59.03 | \$ 59.20 | \$ 60.37 |
| % change                      | 18%     | 12%      | 0  | 0%    | 0%       | 2%       |
| Payout ratio                  | 94%     | 80%      | 6  | 88%   | 76%      | 81%      |
| Shares outstanding (millions) | 33.96   | 36.34    |    | 36.45 | 36.50    | 36.71    |

ALARIS

TOUTH PARTNERS NOT THE TOUTH





# **APPENDICES**

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# APPENDIX A: SUMMARY OF PARTNERS

| (MILLIONS \$)                                     | ACCSCIENT LLC                                       | AMUR<br>FINANCIAL GROUP INC  | BODY CONTOUR<br>CENTERS (DBA<br>SONO BELLO) | CEC.   | ссСомм  | CONSTRUCTION                                   |
|---|---|--|---|--|---|--|
| Industry  | Business Services:<br>IT Consulting and<br>Staffing | Financial Services:<br>Mortgage<br>Origination (home<br>equity)              | Consumer Discretionary: Cosmetic Surgery    | Industrials:<br>Electrical<br>Contractor<br>Services     | Consumer<br>Discretionary:<br>Sprint mobile<br>retailer | Industrials:<br>Civil Construction<br>Services |
| Total Alaris Capital<br>Injected (\$000's)        | US\$38.0<br>(4 tranches)                            | ches) units) units) units) \$20.0 (common \$                                 |   | \$16.1 (preferred<br>units)<br>\$0.90 (common<br>equity) | US\$19.2<br>(4 tranches)                                | US\$68.0                                       |
| Use of Proceeds                                   | Recapitalization and growth capital                 | Partial Liquidity  | Partial Liquidity                           | Partial Liquidity  | Growth capital  | MBO of majority holder(s)                      |
| Annualized<br>Distribution to Alaris<br>(\$000's) | US\$5.57  | \$6.50 (pref.<br>distribution)<br>\$0.40 common<br>dividends year to<br>date | US\$6.80                                    | US\$2.40   | US\$2.69<br>(currently not<br>paying distribution)      | US\$11.65                                      |
| Annual Reset Metric                               | Percentage change in gross profit                   | Percentage change in gross revenue   | Percentage change in same clinic sales      | Percentage change in gross sales                         | Percentage change in net revenue                        | Percentage change in gross revenue             |
| Distribution Collar                               | +/- 5% per year                                     | +/- 6% per year  | +/- 6% per year                             | +/- 5% per year  | +/- 6% per year   | +/- 6% per year                                |
| Coverage Ratio<br>Range                           | 1.2x to 1.5x  | >2.0x  | <1.0x                                       | 1.5x to 2.0x   | <1.0x   | 1.5x to 2.0x                                   |
| Partner Since                                     | June 2017   | June 2019  | Sept 2018                                   | June 2020  | January 2017  | June 2015                                      |

Note 1: See the "Private Company Partner Update" section of the Management Discussion and Analysis for the period ended June 30, 2020 for more information related to capital contributed, annualized distributions and earnings coverage ratios.

VANINES INCOME TRUST

# APPENDIX A: SUMMARY OF PARTNERS (CONT)

| (MILLIONS \$)                                     | Fleet Adventage                           | FEDERAL RESOURCES.   | GLOBALWIDE MEDIA                                     | HERITAGE<br>RESTORATION, INC.  | Kimco  | PENVONENS STELL GROSSP                              |
|---|---|--|--|--|--|---|
| Industry  | Business<br>Services: Fleet<br>Management | Industrials: Distributor of Products to Federal and Local Agencies | Business Services:<br>Digital Marketing<br>Solutions | Industrials:<br>Masonry<br>Restoration,<br>Waterproofing and<br>Coating Repair | Business Services:<br>Commercial Janitorial<br>and Hospitality<br>Services | Industrials:<br>Rebar Fabrication &<br>Installation |
| Total Alaris<br>Capital Injected<br>(\$000's)     | US\$10.0                                  | US\$67.0<br>(3 tranches)   | US\$101.0<br>(2 tranches)                            | US\$15.0   | US\$34.2<br>(3 tranches)   | \$59.8<br>(4 tranches)                              |
| Use of Proceeds                                   | Growth capital and partial liquidity      | MBO of Equity<br>Sponsor   | MBO of Equity<br>Sponsor                             | MBO  | MBO of parent company  | Estate planning and growth                          |
| Annualized<br>Distribution to<br>Alaris (\$000's) | US\$1.48                                  | US\$10.69  | US\$12.63  | US\$2.53   | US\$5.14<br>(currently paying<br>US\$1.2m per year)                        | \$7.44  |
| Annual Reset<br>Metric                            | Percentage<br>change in net<br>revenue    | Percentage<br>change in gross<br>revenue                           | Percentage change in gross revenue                   | Percentage change in gross profit  | Percentage change in net revenue   | Percentage change in gross profit                   |
| Distribution<br>Collar                            | +/- 6% per year                           | +/- 6% per year  | +/- 8% per year                                      | +/- 6% per year  | +/- 6% per year  | No collar   |
| Coverage Ratio<br>Range                           | 1.5x to 2.0x                              | 1.5x to 2.0x   | >2.0x  | >2.0x  | 1.2x to 1.5x   | 1.5x to 2.0x  |
| Partner Since                                     | June 2018                                 | June 2015  | November 2018  | January 2018   | June 2014  | April 2007  |

Note 1: See the "Private Company Partner Update" section of the Management Discussion and Analysis for the period ended June 30, 2020 for more information related to capital contributed, annualized distributions and earnings coverage ratios.



# APPENDIX A: SUMMARY OF PARTNERS (CONT)

| (MILLIONS \$)                                     | MyDyer  **DOWN PROVIDENCE   | PF GROWTH PARTNERS                                       | SCR  | Stride<br>Consulting                 | Ounify                              |
|---|---|--|--|--------------------------------------|-------------------------------------|
| Industry  | Business Services:<br>Apparel Design,<br>Engineering and<br>Sourcing Services | Consumer Discretionary:<br>Health and Fitness<br>Clubs   | Industrials:<br>Mining Services                        | Industry:<br>IT Consulting           | Business Services:<br>IT Consulting |
| Total Alaris Capital<br>Injected (\$000's)        | US\$30.0  | US\$75.2 (preferred) <sup>(2)</sup><br>US\$17.3 (common) | \$40.0   | US\$6.0                              | US\$25.0 <sup>(3)</sup>             |
| Use of Proceeds                                   | Estate planning and growth capital  | Estate planning and growth                               | Estate planning and growth capital                     | Growth capital and partial liquidity | MBO of majority owner by minority   |
| Annualized<br>Distribution to Alaris<br>(\$000's) | US\$4.49<br>(currently not paying<br>distributions)                           | US\$9.63   | \$5.60<br>(currently paying \$4.2<br>million per year) | US\$0.84                             | US\$3.3                             |
| Annual Reset Metric                               | Percentage change in same customer sales                                      | Percentage change in same club sales                     | Percentage change in gross revenue                     | Percentage change in gross revenue   | Percentage change in gross revenue  |
| Distribution Collar                               | +/- 5% per year   | +/- 5% per year  | +/- 6% per year  | +/- 6% per year                      | +/- 5% per year                     |
| Coverage Ratio Range                              | <1.0x   | <1.0x  | 1.5x to 2.0x   | 1.5x to 2.0x                         | >2.0x                               |
| Partner Since                                     | April 2016  | November 2014  | May 2013   | November 2019                        | October 2016                        |

(1) See the "Private Company Partner Update" section of the Management Discussion and Analysis for the period ended June 30, 2020 for more information related to capital contributed, (1) See the "Private Company Partner Update Section of the Management Discussion and Analysis for the period ended Julie 30, 2021 for more immention related to capital continuated annualized distributions and earnings coverage ratios.

(2) Alaris originally invested U\$\$40 million into PF Growth Partners. PFGP and Alaris recently completed a transaction that saw Alaris invest an additional U\$\$60.2 million and roll over existing units valued at U\$\$27.8 million for a total investment of U\$\$8.0 million. Since them, Alaris provided an additional \$4.5 million.

(3) Alaris originally invested U\$\$18 million for Infy. In Dec 2018 Unify redeemed the redeemable units at par for \$6 million. In Dec 2019 Unify had a follow-on contribution of U\$\$10.5 million and rolled over existing units valued at U\$\$\$1.5 million for a total investment of U\$\$25.0 million.



## **APPENDIX B: OFFERING HISTORY**

The following table summaries the equity offerings Alaris has completed since its public listing in November 2008.

| Date of<br>Announcement | Iss | sue Price | Shares<br>Issued<br>(000's) | Gross<br>Proceeds<br>(\$000's) | Date<br>Closed | Price on<br>Closing<br>Date |
|-------------------------|-----|-----------|-----------------------------|--------------------------------|----------------|-----------------------------|
| 30-Sep-09               | \$  | 6.00      | 2,300                       | \$<br>13,800                   | 22-Oct-09      | \$<br>7.75                  |
| 27-Apr-10               | \$  | 9.00      | 2,080                       | \$<br>18,720                   | 18-May-10      | \$<br>9.24                  |
| 29-Nov-10               | \$  | 10.50     | 2,477                       | \$<br>26,009                   | 26-Dec-10      | \$<br>11.46                 |
| 21-Nov-11               | \$  | 16.25     | 2,465                       | \$<br>40,050                   | 12-Dec-11      | \$<br>16.80                 |
| 13-Jun-12               | \$  | 19.50     | 2,515                       | \$<br>49,043                   | 27-Jun-12      | \$<br>20.77                 |
| 18-Dec-12               | \$  | 22.00     | 2,461                       | \$<br>54,142                   | 11-Jan-13      | \$<br>25.36                 |
| 25-Jun-13               | \$  | 30.90     | 3,427                       | \$<br>105,894                  | 16-Jul-13      | \$<br>32.91                 |
| 6-Jun-14                | \$  | 26.70     | 3,274                       | \$<br>87,418                   | 25-Jun-14      | \$<br>29.36                 |
| 25-Jun-15               | \$  | 30.50     | 3,772                       | \$<br>115,035                  | 16-Jul-15      | \$<br>31.29                 |
|                         |     | Totals    | 24,770                      | \$<br>510,111                  |                |                             |

Notes:

Sept 30, 2009 offering had a half warrant attached to it (exercise price of \$7.50)



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# **Non-IFRS Measures**

The terms EBITDA, Normalized EBITDA and Payout Ratio are financial measures used in this presentation hat are not standard measures under international Financial Reporting Standards (FIFS). The Trust's method of calculating EBITDA and Payout Atlan toway offirer from the methods used by other issuers. Therefore, the Trust's EBITDA, Normalized EBITDA and Payout Ratio may not be comparable to similar measures presented by other issuers.

EBITDA refers to net earnings (loss) determined in accordance with IFRS, before depreciation and amortization, net of gain or loss on disposal of capital assets, interest expense and income tax expense. EBITDA is used by management and many investors to determine the ability of an issuer to generate cash from operations. Management believes EBITDA is a useful supplemental measure from which to determine the Trust's ability of an issuer to generate cash available for debt service, working capital, capital expenditures, income taxes and distributions. The Trust provides a reconciliation of net income to EBITDA in its quarterly and annual management discussion and analysis.

Normalized EBITDA refers to EBITDA excluding items that are non-recurring in nature, such as gains associated with the reduction of interest in one partner and an impairment loss in another with which the Trust has transacted. Management desens non-recurring farges to be unusual and/or infrequent charges that the Trust incurs outside of its common day-to-day operations. Adding back these non-recurring charges allows management to better assess EBITDA from ongoing operations.

Payout Ratio: The term "payout ratio" is a financial measure used in this presentation that is not a standard measure under International Financial Reporting Standards. Acfual Payout ratio means Alaris' total distributions paid over a fiscal year divided by its net cash from operating activities over that same period. Annualized Payout Ratio means Alaris' total annualized distribution per unit expected to be paid over the next twelve months divided by the estimated net cash from operating activities per unit Alaris expects to generate over the same twelve month period (after giving effect to the impact of all information disclosed to date).

Run Rate Payout Ratio: refers to Alaris' total distribution per unit expected to be paid over the next twelve months divided by the estimated net cash from operating activities per unit Alaris expects to generate over the same twelve month period (after giving effect to the impact of all information disclosed as of the date of this report).

Earnings Coverage Ratio refers to the Normalized EBITDA of a Partner divided by such Partner's sum of debt servicing (interest and principal), unfunded maintenance capital expenditures and distributions to Alaris.

IRR refers to internal rate of return, which is a metric used to determine the discount rate that derives a net present value of cash flows to zero. Management uses IRR to analyze partner returns.

The terms EBITDA, Normalized EBITDA and Payout Ratio should only be used in conjunction with the Trust's annual audited and quarterly reviewed financial statements, which are available on SEDAR at <a href="https://www.sedar.com">www.sedar.com</a>.

Date of Presentation: Information contained herein is given as of Oct 14, 2020 unless otherwise stated.







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