

# **CORPORATE PRESENTATION**

JANUARY 2021



## 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 concerning the growth, results of operations, performance of the Trust and the Private Company Partners (as defined in the Trust's public disclosure) (the "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 "believe", "expects", "will", "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 Partners; the Earnings Coverage Ratio for the Partners; the Trust's subsidiary's senior credit agreement, including, without limitation, the use of proceeds, covenant compliance and amendments thereto; the amount of the Trust's distribution (both quarterly and on an annualized basis);; 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 proposed resolutions to outstanding issues with certain Partners; the restart of distributions from nay 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 from Partners, and Alaria' ability to attract new private businesses to invest in the next any forward-looking statements are subject to risks, uncertaint

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 pandemic) 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 continue 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 the majority of those Partners detrimentally affected by COVID-19 will recover from the pandemic's impact and return to normalized 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 acceptable 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 agencies 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 the Partners (including, without limitation how many Partners will experience a slowdown or closure) if 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, Usan algobal economies; failure to complete or realize the anticipated benefits of transactions; limited 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 coverants under credit facilities; the ability of the Partners to terminate (by way of a redemption) the various genements with Alaris or a material portion of Alaris investment; unpredictability and potential volatility 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 for defaults under the various agreements with Alaris; potential conflicts of interest; dilution; changes in the financial markets; risks associated with 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 realize the benefits of any concessions or referable measures provided by Alaris to any Pa

Information in the Trust's annual management discussion and analysis and annual information form 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 foregoing assumptions and risk factors, the forward looking statements in this presentation regarding the revenues anticipated to be received from the Partners and the Trust's general 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 indeed in this presentation are made as of the date of this presentation are made along the any obligation to update or revise such statements to reflect new events or circumstances except as expressly required by applicable securities legislation.



## US 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 common shares of Alaris Royalty Corp. (AD) were delisted at the end of day on September 3, 2020 and the Trust units began trading on the TSX on September 4, 2020 under the symbol TSX: AD.UN
- The conversion to the Trust resulted in a deemed disposition of the common shares in AD. Shareholders of AD received 1 trust unit of AD.UN for every 1 common share held in AD.
- 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 is paying a trust distribution rather than a corporate dividend at a rate of \$0.31 per quarter (\$1.24 annually). The first trust distribution was declared in September 2020 and paid October 15, 2020.
- For more information, please visit our website at <u>www.alarisequitypartners.com</u> and search for documents under the "investor section" or visit <u>www.sedar.com</u> and search for documents under Alaris' corporate profile.



	Corporate Summary					
	Revenue (9 months ended Sept 30, 2020)	\$77.6 Million				
	Quarterly Distribution	\$0.31 per unit (\$1.24 annually)				
	Annualized Total Returns since listing date (Nov 2008)	205% (10% annualized)				
	Number of Employees	16				
	Market Summary					
	Ticker Symbol – Trust Units	TSX: AD.UN				
	Average Daily Volume	375,000				
PROFILE	Units Outstanding:	38,996,399 basic				
	Unit Price:	\$16.17 52 week high: \$23.34 (Feb 2020) 52 week low: \$5.83 (March 2020				
	Market Capitalization:	~\$630 million				
Notes: (All unit price data as of closing price on January 12, 2021)	Unitholder Breakdown: (based on estimates and fully diluted)	Retail- 60% Institutional- 30% Directors and Officers- 10%				
	Ticker Symbol – Convertible Debentures	AD.DB				
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# **DEFINING THE BUSINESS**

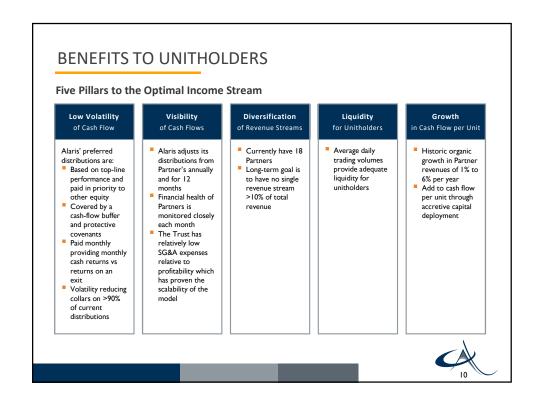
Alaris' long term goal is to create the optimal income stream available for investors

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





### ALARIS REPRESENTS A UNIQUE ASSET CLASS 4.1% 21.9% Attractive initial cash yields with participation in growth through an annual adjustment Adjustment tied to top-line growth in the underlying 16.1% business Exposure to market-leading businesses that are not otherwise accessible to traditional equity investors In the event its investment is repurchased, Alaris is entitled to receive a premium in addition to the return of its original invested capital 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 default Uncured remedies include the ability to assume a more active role in management, and if necessary, (1)Reflects weighted average initial yield of realized investments (2)Reflects IRR with impact of distribution adjustments and debt contributions (excludes Group SM, KMH, SHS and Providence) take voting control Ultimately, Alaris can require the repurchase of its (3)Reflects incremental IRR achieved from redemption premiums (excludes Group SM, KMH, SHS and Providence) (4) Reflects impact on IRR from remediated investments (includes Group SM, KMH, SHS and Providence) (5) Reflects impact on IRR from remediated investments (includes Group SM, KMH, SHS and Providence) investment or engage in a controlled sales process Remedies for uncured defaults include the ability to assume a more active role in management, and if necessary, take voting control



# **BENEFITS TO BUSINESS OWNERS**

Non- Voting Preferred Equity

Allows the entrepreneur to continue to run their successful businesses with minimal interference by Alaris.

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.

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.

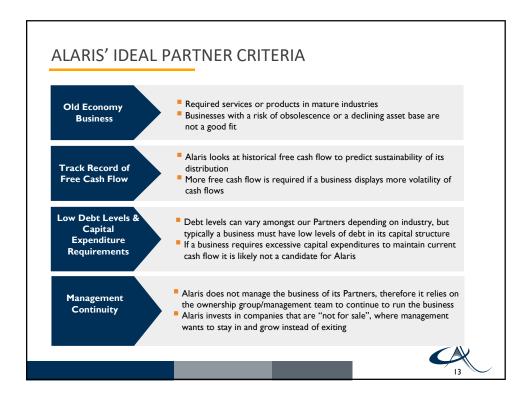


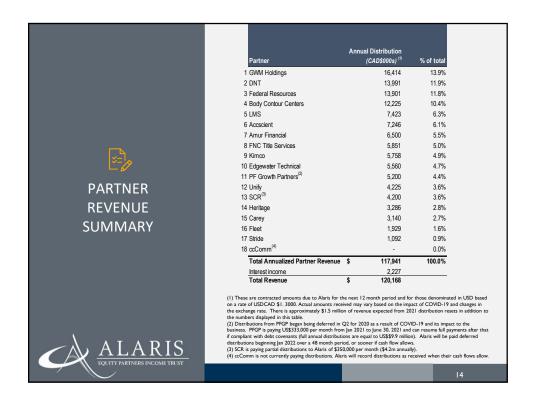
# BENEFITS TO BUSINESS OWNERS

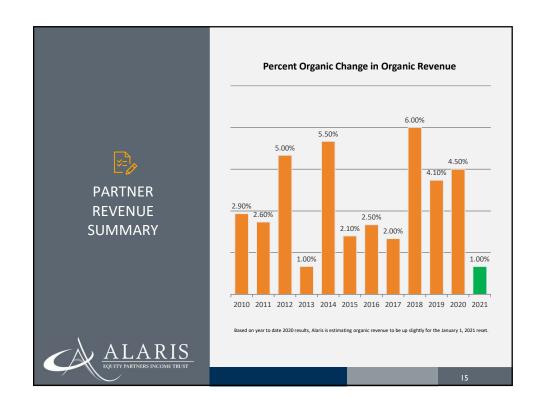
Alaris versus other sources of capital: Why choose Alaris?

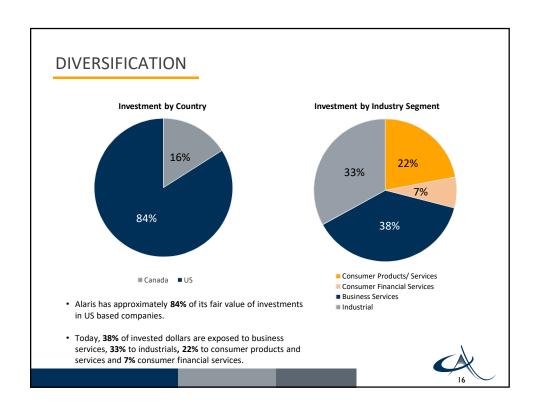
	Debt	Alaris	Traditional Private Equity
Operating Control	None	None	Needs Control
Time Horizon	3-5 Years	Indefinite	3-6 Years
Growth Participation	Minimal	Capped	Full Carry
Future Funding	Maxes Out	Unlimited	Maxes Out
Dilution	Warrants	Preferred Shares	Common Equity
Deal Fees	Yes	No	Yes











## PREFERRED EQUITY RETURNS FROM EXITS TO DATES

- Alaris has generated \$391 million in total returns (+57%) 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 I, rather than on an exit event. This greatly reduces the investment risk.

\$millions CAD	Number of Years Invested	Capital Invested	Distributions Received	Exit Capital Received	Total Return	% total Return	IRR %
MAHC <sup>(1)</sup>	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	7.0	(54.8)	21.3	13.8	(19.8)	-36%	-13%
Sandbox <sup>(2)</sup>	3.9	(78.9)	25.7	33.7	(19.5)	-25%	-16%
Providence <sup>(3)</sup>	4.7	(38.9)	21.0		(17.9)	-46%	-27%
SHS <sup>(4)</sup>	0.9	(15.0)	1.0	1.1	(12.9)	-86%	-44%
Group SM	4.6	(40.5)	9.8	-	(30.7)	-76%	-67%
Totals		\$ (691.2)	\$ 414.7	\$ 667.8	\$ 391.2	57%	

- (1) 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 expected.

  (2) Sandbox exit capital received excludes an additional US\$4.0 million currently held in escrow and the potential for a US\$2.0 million earn out. Returns on senior debt are included.
- (3) Providence is expected to be wound up and Alaris does not anticipate any proceeds from such process.
  (4) SHS went into receivership in December 2013, therefore no exit capital was received.



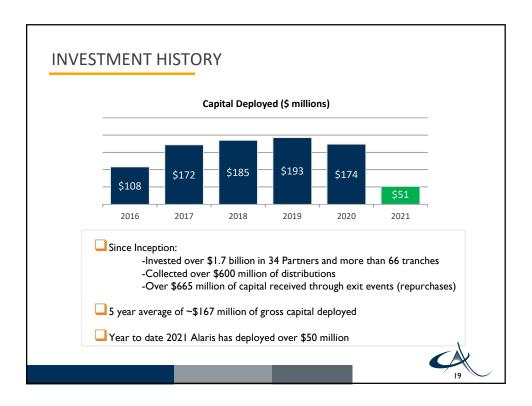
# **EARNINGS COVERAGE HEAT MAP**

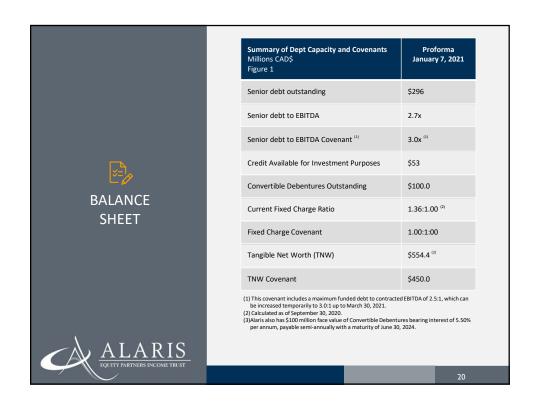
- The table to the right displays the range of earnings coverage ratios ("ECR") for each of our Partners over the last 4 quarters. Generally speaking, a ratio above 1.0x provides enough earnings to cover distributions to Alaris, interest and principal payments to lenders as well as unfunded capital expenditures.
- Of the 16 partners listed, one falls below less than 1.0x earnings coverage, three are in the 1.2x to 1.5x range, six are in the 1.5x to 2.0xrange and six are in the >2.0x earnings coverage range.
- In Q3-20 vs Q2-20, 9 Partners had no change in the ECR range, 4 had increases to their ECR range and 3 had a decreases in the ECR range. The decrease for GWM Holdings was due to their additional distributions from the follow-on contribution made in October 2020.

Partner	Q4-19	Q1-20	Q2-20	Q3-20
DNT	1.5x - 2.0x	1.5x - 2.0x	1.5x - 2.0x	1.5x - 2.0x
Federal Resources	1.2x - 1.5x	1.2x - 1.5x	>2.0x	>2.0x
Planet Fitness	1.5x - 2.0x	1.2x - 1.5x	1.5x - 2.0x	1.2x - 1.5x
LMS	1.2x - 1.5x	1.5x - 2.0x	1.5x - 2.0x	1.5x - 2.0x
Accscient	1.2x - 1.5x	1.2x - 1.5x	1.2x - 1.5x	1.2x - 1.5x
Unify	1.5x - 2.0x	1.5x - 2.0x	>2.0x	>2.0x
Heritage	>2.0x	>2.0x	>2.0x	>2.0x
SCR	1.5x - 2.0x	>2.0x	1.5x - 2.0x	1.5x - 2.0x
Kimco	<1.0x	<1.0x	1.2x - 1.5x	>2.0x
ccComm	<1.0x	<1.0x	<1.0x	<1.0x
Fleet	1.5x - 2.0x	1.5x - 2.0x	1.5x - 2.0x	>2.0x
Body Contour Centers	1.2x - 1.5x	1.5x - 2.0x	<1.0x	1.5x - 2.0x
GWM Holdings	>2.0x	>2.0x	>2.0x	1.2x - 1.5x
Amur Financial	>2.0x	>2.0x	>2.0x	1.5x - 2.0x
Stride	1.5x - 2.0x	1.5x - 2.0x	1.5x - 2.0x	>2.0x
Carey	n/a	n/a	1.5x - 2.0x	1.5x - 2.0x

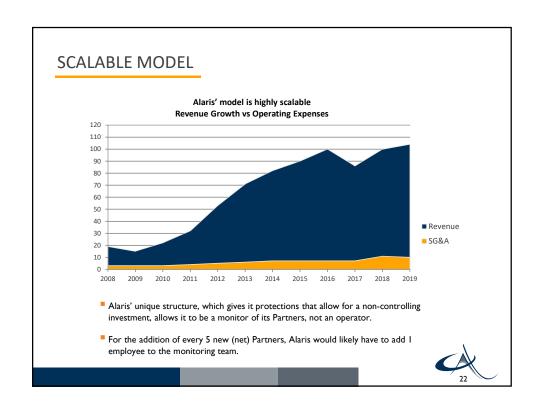
SCR and Kimco's ECRs are based on their current fixed distributions as opposed to fully contracted







### **DISTRIBUTION HISTORY & SUSTAINABILITY** Annualized Distribution History Since 2008 Alaris has provided consistent dividend income through its monthly dividend, and now, through trust distributions. \$1.60 In March 2020, Alaris made the decision to change its dividend from \$1.50 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% \$1.40 \$1.30 from the previous annualized dividend of \$1.65. \$1.20 Alaris announced the conversion to an income trust on September I. \$1.10 2020. At that time Alaris raised the quarterly distributions to \$0.31 per quarter (\$1.24 annually). This was a 7% increase compared to the previous dividend paid and was done to reflect the difference in taxation of a trust distribution vs a corporate dividend. Alaris \$1.00 \$0.90 estimates its Annualized Payout Ratio to be less than 70% at the current level of trust distributions The new distribution rate not only reflects what we expect to be a short-term cash flow disruption associated with the COVID-19 \$100,000 investment at IPO of \$12 per share 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 portion of our annual deployment once our cash flow streams from \$140,000 our partners normalize. Since inception, Alaris has paid over 150 consecutive monthly dividends/distributions totaling more than \$17 per share/unit and over \$60,000 \$475 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 \$142,312 in dividends/distributions (bottom right table) and your initial investment would be worth \$134,750 on Jan 12, 2021 (based on closing price of \$16.17) for a total return of \$277,062.



# **RECENT FINANCIAL RESULTS**

# Three months ended September 30, 2020 vs same period 2019:

- 21.8% decrease in revenue from Partners to \$23.4 million
- 22.3% decrease in Normalized EBITDA to \$20.1 million
- 50.2% decrease in net cash from operating activities to \$10.0 million
- 27.0% decrease in dividends declared to \$11.1 million

### Per Unit highlights:

- 19.5% decrease in revenue from Partners to \$0.66
- 19.7% decrease in Normalized EBITDA \$0.57
- 49.1% decrease in net cash from operating activities to \$0.28
- 24.8% decrease in dividends declared at \$0.31

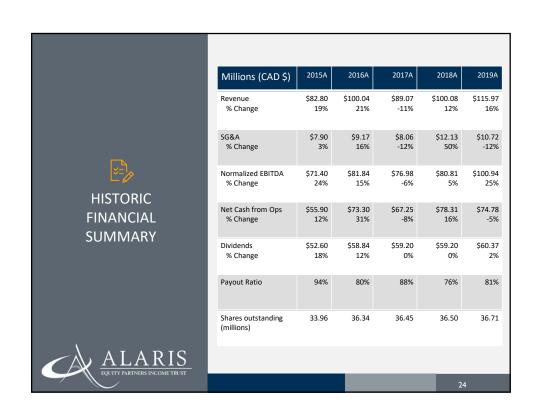
# Nine months ended Sept 30, 2020 vs same period 2019:

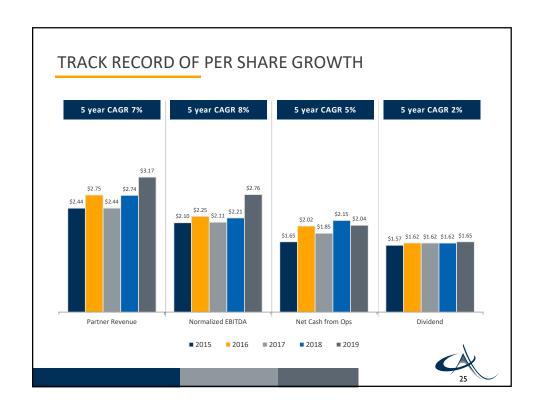
- 7.6% decrease in revenue from Partners to \$77.6
- 21.5% decrease in Normalized EBITDA to \$58.7 million
- 12.0% decrease in net cash from operating activities to \$50.2 million
- 19.4% decrease in dividends declared to \$36.5 million

### Per Unit highlights

- 7.3% decrease in revenue from Partners to \$2.16
- 20.1% decrease in Normalized EBITDA to \$1.63
- 10.9% decrease in net cash from operating activities to
   \$1.39
- 18.2% decrease in dividends declared at \$1.0125







Board of Directors	Committees	Auditors	KPMG, LLP
			,
Jay Ripley, Chairman	- Transaction (Chair) - Compensation and Audit	Banking Syndicate	Bank of Montreal (co-lead) HSBC Bank Canada (co-lead)
Mitch Shier, Director	- Corporate Governance (Chair) - Transaction		National Bank of Canada ATB Financial Royal Bank of Canada Canadian Western Bank
Mary Ritchie, Director	- Audit (Chair) - Corporate Governance	Analyst Coverage	Acumen Capital Finance Partners, Trevor Reynold CIBC World Markets, Scott Fromson
Bob Bertram, Director	- Compensation (Chair) - Corporate Governance and; - Transaction		Cormark Securities Inc., Jeff Fenwick Desjardins Securities, Gary Ho National Bank Financial, Zachary Evershed RBC Capital Markets, Scott Robertson
Sophia Langlois, Director	- Audit - Compensation		Stifel Canada, Anoop Prihar
Sophia Langlois, Director Steve King, Director	- Audit		RBC Capital Markets, Scott Robertson Scotia Capital, Phil Hardie



# **APPENDICES**



# APPENDIX A: SUMMARY OF PARTNERS (IN US\$ UNLESS NOTED)

Millions (\$)	Accscient LLC	AMUR Financial Group	Body Contour Centers (DBA Sono Bello)	Carey Electric	ccComm	DNT Construction
Industry	Business Services: IT Consulting and Staffing	Financial Services: Mortgage Origination (home equity)	Consumer Discretionary: Cosmetic Surgery	Industrials: Electrical Contractor Services	Consumer Discretionary: Sprint Mobile Retailer	Industrials: Civil Construction Services
Total Alaris Capital Injected (\$000's)	\$38.0 (4 tranches)	CDN\$50.0 (preferred) CDN\$20.0 (common)	\$66.0 (2 tranches)	\$16.1 (preferred) \$.0.90 (common)	\$19.2 (4 tranches)	\$63.0
Use of Proceeds	Recapitalization and growth capital	Partial Liquidity	Partial Liquidity	Partial Liquidity	Growth Capital	MBO of Majority Holder(s)
Annualized Distributions to Alaris (\$000's)	\$5.57	CDN\$6.50	\$9.40	\$2.40	\$2.69 (currently not paying distribution)	\$10.8
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
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 Sept 30, 2020 for more information related to capital contributed, annualized distributions and earnings coverage ratios.



# APPENDIX A: SUMMARY OF PARTNERS (IN US\$ UNLESS NOTED)

Millions (\$)	Edgewater Technical Associates	Fleet Advantage	Federal Resources	FNC Title Services	GWM	Heritage Restoration
Industry	Business Services: Professional and Technical Services to the Nuclear Energy Industry	Business Services: Fleet Management	Industrials: Distributor of Products to Federal and Local Agencies	Business Services: Title Services to Reverse Mortgage Lenders	Business Services: Digital Marketing Solutions	Industrials: Masonry Restoration, Waterproofing and Coating Repair
Total Alaris Capital Injected (\$000's)	\$30.6 (preferred) \$3.4 (common)	\$10.0	\$67.0 (3 tranches)	\$32.15 (preferred) \$7.85 (common)	\$101.0 (2 tranches)	\$15.0
Use of Proceeds	MBO and partial liquidity	Growth Capital and partial liquidity	MBO of Equity Sponsor	MBO and partial liquidity	MBO of Equity Sponsor	МВО
Annualized Distributions to Alaris (\$000's)	\$4.3	\$1.48	\$10.69	\$4.5	\$12.63	\$2.53
Annual Reset Metric	Percentage change in gross profit	Percentage change in net revenue	Percentage change in gross revenue	Percentage change in gross profit	Percentage change in gross revenue	Percentage change in gross profit
Distribution Collar	+/- 6% per year	+/- 6% per year	+/- 6% per year	+/- 7% per year	+/- 8% per year	+/- 6% per year
Partner Since	December 2020	June 2018	June 2015	January 2021	November 2018	January 2018



Millions (\$)	Kimco	LMS	PF Growth Partners	SCR	Stride Consulting	Unify
Industry	Business Services: Commercial Janitorial and Hospitality Services	Industrials: Rebar Fabrication and Installation	Consumer Discretionary: Health and Fitness Clubs	Industrials: Mining Services	Industry: IT Consulting	Business Services: IT Consulting
Total Alaris Capital Injected (\$000's)	\$34.2 (3 tranches)	CDN\$59.8 (4 tranches)	\$75.2 (Preferred) <sup>(2)</sup> US\$17.3 (Common)	CDN\$40.0	\$6.0	\$25.0 (3)
Use of Proceeds	MBO of parent Company	Estate Planning and growth	Estate planning and growth capital	Estate planning and growth capital	Growth capital and partial liquidity	MBO of majority owner by minority
Annualized Distributions to Alaris (\$000's)	\$5.14 (currently paying \$4.4m per year)	CDN\$7.44	\$9.9 (Began deferring distributions in Q2-20 – paying \$333k per month)	CDN\$5.60 (currently paying \$4.2m per year)	\$0.84	\$3.3
Annual Reset Metric	Percentage change in net revenue	Percentage change in gross profit	Percentage change in same club sales	Percentage change in gross revenue	Percentage change in gross revenue	Percentage change in gross revenue
Distribution Collar	+/- 6% per year	No collar	+/- 5% per year	+/- 6% per year	+/- 6% per year	+/- 5% per year
Partner Since	June 2014	April 2007	November 2014	May 2013	November 2019	October 2016

# APPENDIX B: OFFERING HISTORY

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

Date of Announcement	Issue Price	Shares Issued (\$000's)	Gross Proceeds (\$000's)	Date Closed	Price on Closing Date
30 - Sept – 09	\$6.00	2,300	\$13,800	22 - Oct - 09	\$7.75
27 - Apr - 10	\$9.00	2,080	\$18,720	18 - May - 10	\$9.24
29 - Nov - 10	\$10.50	2,477	\$26,009	26 - Dec - 10	\$11.46
21- Nov - 11	\$16.25	2,465	\$40,050	12 - Dec - 11	\$16.80
13 - Jun - 12	\$19.50	2,515	\$49,043	27 - Jun - 12	\$20.77
18 - Dec - 12	\$22.00	2,461	\$54,142	11 - Jan - 13	\$25.36
25 - Jun - 13	\$30.90	3,427	\$105,894	16 - Jul - 13	\$32.91
6 - Jun - 14	\$26.70	3,274	\$87,418	25 - Jun - 14	\$29.36
25 - Jun - 15	\$30.50	3,772	\$115,035	16 - Jul - 15	\$31.29
18 - Nov - 20	\$13.75	3,347	\$46,014	8 - Dec - 20	\$14.61
	Totals	28,117	\$556,126		



# **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 ("IFRS"). The Trust's method of calculating EBITDA, Normalized EBITDA and Payout Ratio may differ 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 to generate cash roadiable 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 deems non-recurring charges 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. Actual 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 welve 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>.

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