



MANAGEMENT DISCUSSION AND ANALYSIS
For the three months ended March 31, 2026

This management's discussion and analysis ("**MD&A**") is dated May 6, 2026, and should be read in conjunction with the unaudited condensed consolidated interim financial statements of Alaris Equity Partners Income Trust ("**Alaris**" or the "**Trust**") for the three months ended March 31, 2026 and 2025.

The Trust's consolidated interim financial statements and the notes thereto have been prepared in accordance with IFRS Accounting Standards 34, Interim Financial Reporting, and are presented in Canadian dollars, rounded to the nearest thousand unless otherwise noted.

Forward-Looking Information

This MD&A includes forward-looking statements that involve known and unknown risks and uncertainties which may cause actual results to differ materially from those anticipated. Forward-looking statements are not guarantees of future performance. Key risk factors and assumptions are discussed under "**Forward-Looking Statements**" and "**Risks and Uncertainties**."

Non-GAAP and Other Financial Measures

Alaris uses certain non-GAAP and other financial measures in evaluating its performance, including:

Net distributable cash flow, Net book value, Acquisition Entities operating costs and expenses, Interest on intercompany loans and dividends paid to the Trust, Earnings Coverage Ratio, Run Rate Payout Ratio, Annualized distribution yield on preferred capital invested, Payout Ratio, Run Rate Revenue, Run Rate Cash Flow, Internal Rate of Return (IRR), Total Partner related changes included in Net gain on Corporate Investments and Total return on capital invested and per-unit measures (collectively, the "**Non-GAAP and Other Financial Measures**").

These measures are not standardized under International Financial Reporting Standards ("**IFRS**") and may not be comparable to similar measures used by other issuers. Definitions and reconciliations are provided in the Non-GAAP and Other Financial Measures section of this MD&A.

Partner Nomenclature

For clarity, the following short-form names are used to refer to Alaris' Partner companies: LMS Management LP and LMS Reinforcing Steel USA LP (collectively, "**LMS**"), SCR Mining and Tunneling, LP ("**SCR**"), Ohana Growth Partners, LLC ("**Ohana**"), formerly known as PF Growth Partners, LLC ("**PFGP**"), DNT Construction, LLC ("**DNT**"), Accscient, LLC ("**Accscient**"), Heritage Restoration Holdings, LLC ("**Heritage**"), Fleet Advantage, LLC ("**Fleet**"), Sono Bello, LLC ("**Sono Bello**" or "**Body Contour Centers**") formerly known as Body Contour Centers, LLC, GWM Holdings, Inc. and its subsidiaries ("**GWM**"), Amur Financial Group Inc. ("**Amur**"), Carey Electric Contracting LLC ("**Carey Electric**"), Edgewater Technical Associates, LLC ("**Edgewater**"), 3E, LLC ("**3E**"), Vehicle Leasing Holdings, LLC, dba D&M Leasing ("**D&M**"), Sagamore Plumbing and Heating, LLC ("**Sagamore**"), Federal Management Partners, LLC ("**FMP**"), The Shipyard, LLC ("**Shipyard**"), Cresa, LLC ("**Cresa**"), The Berg Demo Holdings, LLC. ("**Berg**"), Professional Electric Contractors of Connecticut, Inc. ("**PEC**"), McCoy Roofing Holdings LLC ("**McCoy**"), Renovo Medical Group, LLC ("**Renew**"), Optimus SBR ("**Optimus**"), and Kubik Inc. ("**Kubik**").

Additional information, including the Trust's complete consolidated financial statements and notes, is available on SEDAR+ (www.sedarplus.ca) and at www.alarisequitypartners.com

OVERVIEW OF ALARIS' BUSINESS AND INVESTMENT MODEL

Alaris provides long-term equity capital to established private businesses (individually, a “**Private Company Partner**” and collectively the “**Partners**”) across North America. Our objective is to help these companies achieve their strategic and capital goals — whether for management buyouts, shareholder transitions, growth initiatives, or recapitalizations — while generating stable and growing distributions for our unitholders.

How We Invest

Alaris invests primarily through wholly owned subsidiaries (“**Acquisition Entities**”) that deploy both equity and debt capital into Partners. The majority of our investments are structured as preferred equity, which provides regular, contractually set distributions — typically paid monthly or quarterly. These distributions are reset annually based on each Partner’s performance, using transparent “top-line” metrics such as revenue, gross profit, or same-store sales. This structure allows Alaris to benefit as Partners grow, while maintaining predictable cash flows and downside protection.

In addition to preferred equity, we often take minority common equity positions alongside our Partners. These holdings strengthen alignment, provide additional upside through capital appreciation, and enable participation in common dividends when Partners perform strongly.

Some investments may also generate carried interest or other performance-based income, depending on the specific structure and return profile.

How We Operate

Alaris’ operations are intentionally lean, with approximately twenty employees focused on partner relationships, investment underwriting, and portfolio management. Our service subsidiary manages administrative and advisory functions for both the Acquisition Entities and certain third parties, earning fee revenue that offsets a portion of corporate costs.

Evolving Investment Strategies

Alaris continually refines its investment strategy to enhance unitholder value. We are exploring complementary investment structures, including the potential to raise and manage third-party capital that would expand our ability to invest in existing and new Partners, particularly in common equity opportunities.

This evolution supports three core objectives:

1. Increase growth and diversification across industries and geographies;
2. Enhance returns through participation in capital appreciation and carried interest; and
3. Deepen relationships with Partners by offering a broader range of capital solutions.

In short, Alaris’ hybrid model combines the stability of income-generating preferred equity with the growth potential of common equity participation, positioning the Trust to deliver reliable cash flow and long-term value creation for unitholders.

NON-GAAP AND OTHER FINANCIAL MEASURES

In addition to the IFRS results presented in the Trust’s unaudited condensed consolidated interim financial statements, the Trust uses a number of Non-GAAP financial measures, Non-GAAP ratios, supplementary financial measures, and Non-GAAP financial measures that are forward looking. These measures are not standardized under IFRS and may not be comparable to similar measures used by other companies. They are provided to give investors additional insight into how management views the company’s performance. Definitions, explanations of relevance are provided below. Reconciliations to the most directly comparable IFRS measures, where applicable, are provided in the MD&A’s appendix. Forward-looking Non-GAAP measures reflect management’s current expectations and are subject to the risks and assumptions described under Forward Looking Statements.

Acquisition Entities Operating Costs and Other Expenses & Interest on Intercompany Loans and Dividends Paid to the Trust

Non-GAAP financial measures aggregating specified items from the Acquisition Entities’ changes in net assets (liabilities) (see Note 3 of the financial statements), similar in nature to Net gain (loss) on Corporate Investments.

- **Acquisition Entities Operating costs and other expenses** include: Operating costs and other, Transaction costs, Finance costs, Senior credit facility, Acquisition Entities income tax expense - current/deferred, Net unrealized (gain) / loss on derivative contracts and Realized gain / (loss) on foreign exchange contracts.
- **Interest on intercompany loans and dividends paid to the Trust** include: interest on intercompany loans and dividends remitted by Acquisition Entities to the Trust.

These measures help investors isolate recurring costs and income streams from the underlying investment operations.

Alaris Net Distributable Cash Flow (and per unit)

A non-GAAP financial measure management uses which represents external revenue generated by both the Trust and the Acquisition Entities, less:

- general and administrative expenses,
- third-party interest expense, and
- cash taxes paid (or received).

This metric aligns most closely with Cash from (used in) operations, prior to changes in working capital, but includes the net cash flows of the Acquisition Entities. Investors use this measure to provide a comprehensive view of cash available for distributions, debt repayment, or reinvestment.

Change effective June 30 2025: Alaris refined this calculation by removing the adjustment for working-capital changes and replacing tax expense with cash taxes paid, to better reflect actual cash available for distribution and to better align the reconciliation to the most comparable GAAP measure. Prior periods have been restated accordingly (see reconciliation included in the Appendix to the MD&A: Non-GAAP Financial Measures and Ratios).

Annualized distribution yield on preferred capital invested

A supplementary financial measure calculated by dividing Partner distribution revenue – preferred annualized for the period by the weighted average preferred unit capital invested during the period. Management uses this measure to monitor preferred investment distributions over time relative to current investment base, making it a useful tool for investors to track the cash yield of preferred investments.

Earnings Coverage Ratio (ECR)

A supplementary financial measure calculated as each Partner's EBITDA divided by the sum of its debt servicing (interest and principal), unfunded capital expenditures, and distributions to Alaris. Management monitors ECR to assess a Partner's ongoing ability to meet its contractual obligations to Alaris. ECR is a useful metric for investors as it provides an indication of a Partner's financial health and sustainability.

Internal Rate of Return (IRR)

A supplementary financial measure representing the discount rate that yields a net present value of zero for projected Partner cash flows. Investors use IRR to assess realized and unrealized Partner-level returns.

Net Book Value (and per unit)

A supplementary financial measure equal to total assets minus total liabilities (equity value of the Trust). The per-unit figure divides that amount by the weighted-average basic units outstanding. These metrics measure growth in equity value, net of distributions, and enable period-over-period comparison of value creation. Investors find this metric useful because it provides a clear indication of the underlying value of the Trust attributable to unitholders and the period over period value generated.

Payout Ratio

A Non-GAAP financial ratio used by management which represents total cash distributions paid to unitholders during the period, divided by Alaris net distributable cash flow for the same period. This metric is useful to investors as it reflects the proportion of available cash used to pay distributions and indicates the capacity for reinvestment or debt repayment.

Run Rate Cash Flow

A forward-looking supplementary financial measure that outlines the net cash from operating activities, net of distributions paid, that Alaris is expecting to have after the next twelve months. This measure is comparable to net cash from / (used in) operating activities less distributions paid, as outlined in Alaris' consolidated statements of cash flows. Investors find this measure useful because it provides insight into the expected cash available for reinvestment, debt repayment, or other corporate purposes after distributions.

Run Rate Payout Ratio

A forward-looking supplementary financial measure that refers to Alaris' distributions per unit expected to be paid over the next twelve months divided by the net cash from operating activities per unit calculated in the Outlook's Run Rate Cash Flow table. Run Rate Payout Ratio is a useful metric for management to track and to outline as it provides investors a summary of the percentage of the net cash from operating activities that can be used to either repay senior debt during the next twelve months and/or be used for additional investment purposes.

Run Rate Revenue

A forward-looking supplementary financial measure estimating expected revenue over the next twelve months based on current Partner contracts and known management or transaction fees, excluding potential Partner redemptions. It may include estimated common dividends or distributions based on historical practice. Run Rate Revenue provides investors with an indication of forward annualized revenue potential.

Total Partner Distribution Revenue

A supplementary financial measure summing Partner distribution revenue – preferred and Partner distribution revenue – common, which are components of Net gain on Corporate Investments as disclosed in note 3 of the accompanying financial statements. Management believes this measure provides useful information for investors on the total cash yield from Partner distributions during the period.

Total Partner related changes included in Net gain on Corporate Investments

A Non-GAAP financial measure aggregating the total Net gain (loss) on Corporate Investments attributable to Partner activity detailed in note 3 of the accompanying financial statements.

It includes:

- Net unrealized gain (loss) on Partner investments
- Net realized gain on Partner investments
- Partner distribution revenue (preferred and common)

This measure is useful to investors as it isolates change in Corporate Investments driven by partner performance and aligns closely with “Net gain on Corporate Investments” under IFRS.

Change effective June 30 2025: The measure was renamed from *Total Partner-Related Changes* to *Total Partner-Related Changes Included in Net Gain on Corporate Investments* for clarity.

2026 FINANCIAL RESULTS

Key Highlights

\$ thousands except per unit amounts	Three months ended		
	March 31		
	2026	2025	% Change
Change in Net book value ⁽¹⁾ per unit	\$ 0.52	\$ 0.12	
Net book value ⁽¹⁾ per unit	\$ 25.31	\$ 24.34	+4.0%
Total revenue and operating income	\$ 37,369	\$ 36,388	+2.7%
Cash from / (used in) operations, prior to changes in working capital	\$ 20,431	\$ 19,817	+3.1%
Total Partner distribution revenue ⁽¹⁾	\$ 47,878	\$ 42,972	+11.4%
Alaris net distributable cashflow ⁽¹⁾	\$ 32,324	\$ 30,320	+6.6%
Payout Ratio ⁽¹⁾	51.9%	51.2%	+2.0%
Annualized distribution yield on preferred capital invested ⁽¹⁾	12.0%	12.8%	-80pts
New invested capital	\$ 871	\$ 120,883	-99.3%

(1) See Non-GAAP and other financial measures for discussion over managements usage of non-GAAP and other financial measures used, including managements definition and analysis

Financial Results:

- **Net Book Value per unit** increased by \$0.52 during the quarter to \$25.31 per unit compared with March 31, 2025. The increase was driven by \$0.55 per unit of earnings from operations, a \$0.44 per unit foreign exchange gain, offset by \$0.10 per unit in finance costs and tax and \$0.37 per unit in distributions to unitholders.
- **Total Revenue and Operating Income** increased 2.7% in Q1, driven primarily by higher Partner distribution revenue resulting from increased capital investment throughout 2025 as well as higher than expected common distribution.
- **Cash from operations, prior to changes in working capital** increased compared to 2025, primarily driven by higher Management and advisory fees and increased interest and dividend income from the Acquisition Entities as a result of the higher intercompany loan.

Portfolio and Investment performance

- **Total Partner distribution revenue** increased 11.4% in Q1 2026 and compared to the prior quarter, reflecting higher preferred distributions from new and follow-on investments including Berg, PEC, McCoy, Shipyard, Cresa, Renew and Optimus, made throughout 2025.
- **Alaris Net Distributable Cash Flow** increased 6.6% due to higher preferred distributions from new and follow-on investments including Berg, PEC, McCoy, Shipyard, Cresa, Renew and Optimus, made throughout 2025. The payout ratio of 51.9% remained below the Trust's target range of 65%–70%.
- **Portfolio Returns:** The annualized yield on preferred capital invested was 12.0% consistent with 12.8% in 2025.

RESULTS OF OPERATIONS

Net Gain on Corporate Investments

<i>\$ thousands except per unit amounts</i>	Three months ended March 31		
	2026	2025	% Change
Net gain on Corporate Investments	\$ 13,343	\$ 17,339	-23.0%
Net gain on Corporate Investments per unit	\$ 0.29	\$ 0.38	-23.7%

During the three months ended March 31, 2026, net gain on corporate investments decreased 23.0% compared to Q1 2025. Net gain on corporate investments reflects the results of the underlying Acquisition Entities, including distribution revenue, realized gains or losses, and unrealized fair value adjustments, less amounts paid to the Trust for management fees, interest on intercompany debt and dividends.

The following tables present the results of the Acquisition Entities and the components of Net gain on corporate investments for the three months ended March 31, 2026 and 2025.

	Three months ended March 31		
	2026	2025	% Change
Partner distribution revenue - preferred	\$ 44,652	\$ 40,579	10.0%
Partner distribution revenue - common	3,226	2,393	34.8%
Net unrealized gain on Partner investments	2,657	10,066	-73.6%
Net realized gain on Partners investments ^{Note 1}	5,307	-	0.0%
	\$ 55,842	\$ 53,038	5.3%
Acquisition Entities operating costs and other expenses	(19,015)	(17,373)	9.5%
Management and advisory fees paid to Trust	(5,700)	(4,606)	23.8%
Interest on intercompany loans and dividend income paid to Trust	(17,784)	(13,720)	29.6%
	\$ 13,343	\$ 17,339	-23.0%
Annualized distribution yield on preferred capital invested	12.0%	12.8%	-80pts

Note 1 – Included in net realized gain on Partner investments for the quarter ended March 31, 2026 is US\$3.8 million related to the partial redemption of 3E. Calculations for these Non-GAAP financial measure are included in the Appendix to this MD&A.

Total Partner Distributions

Preferred Partner distribution revenue increased 10% in Q1 2026 compared to Q1 2025. The increase reflects contributions from new and follow-on investments throughout 2025, as well as Partner resets increasing eligible distributions by approximately 4% for 2026. These increases were partially offset by deferred distributions from GWM and FMP.

Common distribution revenue increased by 34.8% in Q1 2026 compared to Q1 2025, reflecting the timing and variability of distributions from portfolio partners driven by operating performance and capital allocation decisions. During Q1 2026, Edgewater paid common distributions of \$1.7 million (Q1 2025 - \$0.6 million).

The annualized distribution yield on preferred capital invested was 12.0% in Q1 2026 compared to 12.8% in the prior year period. These yields reflect contractual preferred distributions relative to capital invested.

Fair Value Adjustments

During the three months ended March 31, 2026, the Acquisition Entities recorded increases of \$8.0 million in net unrealized fair value gains offset by the realization of \$5.3 million on the 3E redemption resulting in a \$2.7 million (2025 – 10.1 million) increase in Partner investments.

For Q1 2026, an increase in Fleet (US\$10.7 million), was partially offset by a decrease in Shipyard (US\$6.3 million), with lesser movements across five other Partners. Refer to the Partner section (page 18) for a complete listing.

During the quarter 3E redeemed 57% of the preferred equity investment, resulting in the realization of a US\$3.8 million gain and the reclassification of previously recorded unrealized gains to realized gains.

Operating Costs and Expenses

Operating costs and other expenses of the Acquisition Entities increased 9.5% in Q1 compared to prior period. This increase primarily reflects higher deferred income taxes offset by lower current tax expense.

Intercompany Revenue Neutralization

Management and advisory fees, intercompany interest, and dividend income paid by the Acquisition Entities to the Trust are recorded as revenue by the Trust and expense by the entities. Accordingly, these items offset and have no net impact on earnings of the Trust.

Revenue and operating income

<i>\$ thousands except per unit amounts</i>	Three months ended March 31		
	2026	2025	% Change
Net gain on Corporate Investments	\$ 13,343	\$ 17,339	-23.0%
Management and advisory fees	\$ 6,340	\$ 5,311	+19.4%
Interest and dividend income from Acquisition Entities	\$ 17,686	\$ 13,738	+28.7%
Total revenue and operating income	\$ 37,369	\$ 36,388	+2.7%
Total revenue and operating income per unit	\$ 0.82	\$ 0.80	+2.5%

Total revenue and operating income represent the aggregate returns generated by Alaris' Acquisition Entities during the period and are primarily driven by the performance of the underlying Partner investments.

The Trust receives income from its Acquisition Entities through three principal channels:

1. Net gain on corporate investments, including fair value adjustments;
2. Management and advisory fees earned from both Partners and third parties; and
3. Interest and dividend income distributed from the Acquisition Entities to the Trust.

Management and advisory fees earned from both the Acquisition Entities and third parties increased 19.4% in Q1 2026. The increase reflects growth in the investment portfolio throughout 2025.

Interest and dividend income increased 28.7% in Q1 2026 compared to the prior year. The increase reflects higher intercompany distributions from the Acquisition Entities as well as interest income on incremental loans advanced by the Trust to the Acquisition Entities to fund investments in Cresa, McCoy and Renew.

Trust's Operating and Finance costs

\$ thousands except per unit amounts	Three months ended		
	March 31		
	2026	2025	% Change
General and administrative			
Salaries and benefits	\$ 2,702	\$ 2,507	+7.8%
Corporate and office	\$ 1,537	\$ 1,033	+48.8%
Legal and accounting fees	\$ 713	\$ 645	+10.5%
Total General and administrative	\$ 4,952	\$ 4,185	+18.3%
General and administrative per unit	\$ 0.11	\$ 0.09	+22.2%
Unit-based compensation	\$ 7,428	\$ 3,842	+93.3%
Unit-based compensation per unit	\$ 0.16	\$ 0.08	+100.0%
Finance costs	\$ 5,280	\$ 1,152	+358.3%
Finance costs per unit	\$ 0.12	\$ 0.03	+300.0%

General and Administrative Expenses

General and administrative expenses increased by 18.3% in Q1 2026 compared to the same period in 2025. This increase primarily reflects higher bonus accruals as a result of the realized gain on the 3E redemption, increased consulting fees related to the development of the Total Return Participation Plan (the "TRP") and increased fees relating to public company filings.

Unit-Based Compensation

Unit-based compensation expense increased by 93.3% as compared to Q1 2025, reflecting an increase in unit price over Q1 2026 as compared to a decline in unit price over Q1 2025 and the additional compensation accrual of \$3.1 million associated with the new TRP plan. The TRP plan expense is recorded once earned and will be paid out in units of the Trust to management subject to unitholder approval of the treasury component of the plan at the annual general meeting.

Finance Costs

Finance costs increased for the three months ended March 31, 2026, primarily reflecting the issuance of \$92.0 million of Convertible debentures in June and \$115.0 million in December 2025 and the amortization of related financing costs.

Earnings from operations and Earnings and comprehensive income

\$ thousands except per unit amounts	Three months ended		
	2026	2025	% Change
Earnings from operations	\$ 24,858	\$ 28,234	-12.0%
Earnings from operations per unit	\$ 0.55	\$ 0.62	-11.3%
Earnings and comprehensive income	\$ 40,405	\$ 22,965	+75.9%
Earnings and comprehensive income per unit	\$ 0.89	\$ 0.50	+78.0%

Earnings from operations decreased by 12.0% in Q1 2026 compared to 2025, primarily due to the additional compensation of \$3.1 million associated with the TRP plan.

Earnings and comprehensive income for Q1 2026 increased by 75.9% was primarily attributable to an unrealized foreign exchange gain of \$20.1 million compared to an unrealized foreign exchange loss of \$4.9 million in Q1 2025.

Unrealized foreign exchange gains and losses primarily reflect the revaluation of the Trust's U.S.-denominated net assets at the reporting date.

Alaris net distributable cash flow

	Three months ended March 31		
	2026	2025	% Change
<i>\$ thousands except per unit amounts</i>			
Cash from / (used in) operations, prior to changes in working capital	\$ 20,431	\$ 19,817	+3.1%
Add back: Net return of capital in Acquisition Entities	(2,018)	(4,984)	
Changes in working capital, Income tax payable and receivable	551	26	
Cash interest paid	(2,030)	(2,028)	
<i>Distributable cashflow included in Net gain on Corporate investments:</i>			
Partner Distribution revenue - Preferred	44,652	40,579	
Partner Distribution revenue - Common	3,226	2,393	
Operating costs and other	(1,168)	(866)	
Transactions costs	(1,026)	(1,869)	
Finance costs and senior credit facility	(6,895)	(6,611)	
Acquisition Entities cash taxes recovered	286	1,988	
Management and advisory fees paid to Trust	(5,700)	(4,606)	
Interest on intercompany loans	(5,799)	(3,193)	
Acquisition Entities dividends paid to Trust	(11,985)	(10,527)	
Realized gain / (loss) on foreign exchange contracts	(201)	201	
Alaris net distributable cashflow	\$ 32,324	\$ 30,320	+6.6%
Alaris net distributable cashflow per unit	\$ 0.71	\$ 0.67	+6.0%

Note - In the prior year the Trust refined the calculation of its Non-GAAP financial measure – see section Non-GAAP and other financial measures.

Alaris' Net Distributable Cash Flow per unit increased by 6.0% for the three months ended March 31, 2026 compared to 2025. The increase primarily reflects higher Partner distribution revenue, decreases in transaction costs offset by lower tax refunds received and higher operating costs.

The Payout Ratio for Q1 2026 was 51.9% (Q1 2025 – 51.2%), driven slightly higher by a distribution of \$0.37 in the quarter compared to \$0.34 in the comparable period. The quarterly payout ratio remained below the Trust's target range of 65% to 70%.

Net book value

	31-Mar	31-Dec	31-Mar
	2026	2025	2025
<i>\$ thousands except per unit amounts</i>			
Total Assets	\$ 1,452,372	\$ 1,421,000	\$ 1,201,210
Total Liabilities	\$ 304,112	\$ 296,829	\$ 92,749
Net book value	\$ 1,148,260	\$ 1,124,171	\$ 1,108,461
Shares outstanding	45,361	45,339	45,534
Net book value per unit	\$ 25.31	\$ 24.79	\$ 24.34

Net book value per unit increased by \$0.52 during the quarter to \$25.31 per unit at March 31, 2026. The increase in the quarter reflects \$0.55 per unit in earnings from operations, a \$0.44 per unit foreign exchange gain, less \$0.10 per unit in tax and finance costs and \$0.37 per unit in distributions to unitholders.

SUMMARY OF QUARTERLY RESULTS

The below tables summarize Alaris' key consolidated financial information for the last eight quarters (amounts in thousands, except per unit figures).

Quarterly Results Summary	Q1-26	Q4-25	Q3-25	Q2-25	Q1-25	Q4-24	Q3-24	Q2-24
Revenues	\$ 37,369	\$ 30,911	\$ 74,946	\$ 34,457	\$ 36,388	\$ 26,666	\$ 69,514	\$ 28,495
Earnings	\$ 40,405	\$ (243)	\$ 86,025	\$ (17,935)	\$ 22,965	\$ 77,940	\$ 51,027	\$ 31,675
Basic earnings per unit	\$ 0.89	\$ (0.01)	\$ 1.90	\$ (0.39)	\$ 0.50	\$ 1.71	\$ 1.12	\$ 0.70
Diluted earnings per unit	\$ 0.81	\$ (0.01)	\$ 1.76	\$ (0.39)	\$ 0.50	\$ 1.69	\$ 1.11	\$ 0.69
Net book value per unit	\$ 25.31	\$ 24.79	\$ 25.10	\$ 23.57	\$ 24.34	\$ 24.22	\$ 22.80	\$ 22.01
Period end USD to CAD exch	\$ 1.39	\$ 1.37	\$ 1.39	\$ 1.37	\$ 1.43	\$ 1.44	\$ 1.35	\$ 1.37

Over the eight most recently completed quarters, revenue has demonstrated an overall upward trend, reflecting the Trust's continued deployment of capital into new and existing partner investments, as well as increases in fair value of partner investments. Q3 is a seasonally higher revenue period driven by the timing of common distributions and a generally higher period for fair value movement.

Notable fluctuations in earnings, not directly associated with revenue trends, are attributable to unrealized foreign exchange movements. As a result, earnings and earnings per unit fluctuate significantly between quarters and are not necessarily indicative of underlying operating performance.

Net book value per unit has remained relatively stable over the period, with modest fluctuations driven by changes in the fair value of investments and foreign exchange variability.

OUTLOOK

In Q1 2026, the Trust and its Acquisition Entities generated \$48.6 million in total revenue from Partners, comprising \$47.9 million of Partner distributions and \$0.7 million in third-party transaction and management fees. The quarterly result reflects contributions from new investments in Renew and Optimus, as well as common distributions received from certain Partners during the period.

Total Partner revenue for Q2 2026 is expected to be approximately \$47.9 million, reflecting normal seasonal patterns in distribution timing and recent investment activity. Actual results may vary based on the timing and level of common distributions.

The Run Rate Revenue estimate for the next twelve months of approximately \$203.6 million, based on current contractual terms and management's assumptions as at the date of this MD&A.

Run Rate Outlook

The Run Rate Cash Flow table below outlines the Trust's and its Acquisition Entities' combined expectations for the next twelve months. This forward-looking supplementary financial measure illustrates projected Alaris distributable cashflow, less distributions paid, providing an indication of expected cash generation capacity over the period. The Trust's method of calculating this measure may differ from methods used by other issuers.

Run rate general and administrative expenses are currently estimated at approximately \$20.5 million, inclusive of public company costs incurred by the Trust and its Acquisition Entities. Annual distributions of \$1.52 per unit are consistent with recent announcements. Based on current revenue and expense assumptions, the Run Rate Payout Ratio is expected to range between 60% and 65%.

The Run Rate Payout Ratio does not include the impact of potential future investments. The table below also presents the estimated after-tax impact of positive net investments, the impact of a 1% increase in the interest rates based on current outstanding U.S. dollar debt, and the impact of a \$0.01 change in the USD/CAD exchange rate.

Run Rate Cash Flow (<i>\$ thousands except per unit</i>)	Amount (\$)	\$ / Unit
Run Rate Revenue, Partner Distribution revenue	\$ 203,600	\$ 4.49
General and administrative expenses	(20,500)	(0.45)
Third party Interest and taxes	(75,500)	(1.66)
Net cash from operating activities	\$ 107,600	\$ 2.38
Distributions paid	(68,900)	(1.52)
Run Rate Cash Flow	\$ 38,700	\$ 0.86
Other considerations (after taxes and interest):		
New investments Every \$50 million deployed @ 14%	+2,790	+0.06
Interest rates Every 1.0% increase in interest rates	-3,300	-0.07
USD to CAD Every \$0.01 change of USD to CAD	+/- 990	+/- 0.02

LIQUIDITY AND CAPITAL RESOURCES

Credit Facility

The US\$450 million facility, held jointly by AEP and Alaris USA and guaranteed by the Trust, is secured by a general security agreement over the Trust's assets and syndicated among Canadian chartered banks. At March 31, 2026, US\$280.4 million was drawn on the facility.

Borrowings bear interest at rates based on Canadian Overnight Repo Rate Average ("CORRA"), Canadian Prime Rate, U.S. Base Rate, or SOFR, depending on currency selection. The annualized blended interest rate, inclusive of standby fees, averaged 6.62% for the three months ended March 31, 2026.

Convertible Debentures

In Q2 2025, the Trust issued \$92.0 million of convertible unsecured senior debentures bearing interest at 6.50% per annum, payable semi-annually on the last business day of June and December, with a maturity date of June 30, 2030. The debentures are convertible at the holder's option at a price of \$24.85 per unit (approximately 40.2414 units per \$1,000 principal) and are non-redeemable prior to June 30, 2028.

In Q4 2025, the Trust issued an additional \$115.0 million of convertible unsecured senior debentures bearing interest at 6.25% per annum, payable semi-annually on last business day of June and December, with a maturity date of December 31, 2030. These debentures are convertible at the holder's option at a price of \$27.00 per unit (approximately 37.0370 units per \$1,000 principal) and are non-redeemable prior to December 31, 2028.

Following the applicable non-redemption periods, the debentures may be redeemed by the Trust, subject to specified price conditions.

Senior Unsecured Debentures

The Trust's 2022 senior unsecured debentures remain outstanding with a face value of \$65.0 million, a 6.25% annual coupon, and a maturity date of March 31, 2027. The Trust may elect to settle principal or premiums in trust units, in accordance with the terms of the debentures. After March 31, 2026, the Debentures will be redeemable, in whole or in part at the Trust's option at par plus accrued and unpaid interest, if any. The Trust has the option to satisfy its obligations to repay the principal amount of the Debentures due at redemption or on maturity by issuing and delivering that number of freely tradeable trust units of the Trust to Debenture holders.

Distributions

In Q1 2026, the Trust declared a quarterly distribution of \$0.37 per unit, which was paid on April 15, 2026, totaling \$16.8 million. Subsequent to quarter end the Trust increased its annualized distribution by 2.7% or \$0.04 per unit, raising the quarterly distribution to \$0.38 per unit and the annualized rate to \$1.52 per unit.

Financial Instruments

Financial instruments include contractual agreements that give rise to a financial asset for one party and a corresponding financial liability or equity instrument for another. On initial recognition, financial instruments, including derivatives, are recorded at fair value. Subsequent measurement depends on classification as either amortized cost or fair value through profit or loss (“FVTPL”).

The Trust applies the following classifications:

Financial Instrument	Measurement Method
Cash	Amortized cost
Accounts receivable	Amortized cost
Corporate investments	FVTPL
Accounts payable and accrued liabilities	Amortized cost
Distributions payable	Amortized cost
Senior unsecured debenture	Amortized cost
Convertible debenture ^{Note 1}	Amortized cost and FVTPL

Note 1 - Convertible debentures are measured at amortized cost for the debt component, with the embedded derivative component measured at FVTPL.

The Trust and its Acquisition Entities use derivative financial instruments to manage exposure to foreign currency and interest rate risk.

Foreign Exchange Contracts

Forward foreign exchange contracts are used to hedge a portion of expected Canadian dollar-denominated distributions and expenses. These contracts are remeasured at each reporting date, with unrealized gains or losses recorded in profit or loss of the Acquisition Entities.

As at the date of this MD&A, Alaris held US\$79.8 million of forward contracts to sell at an average exchange rate of \$1.38 CAD over the next sixteen months.

Interest Rate Swaps

The Acquisition Entities have three interest rate swaps to manage exposure to variable-rate debt:

- US\$50 million fixed at 2.99% through July 2026
- US\$50 million fixed at 3.35% through October 2028; and
- US\$50 million fixed at 3.23% through July 2029.

These swaps convert a portion of floating-rate borrowings to fixed rates for the respective contract terms.

Contractual Obligations

The Trust has the following financial instruments, including expected contracted payments, which mature as follows:

31-Mar-26	Total	0-6 Months	6 mo – 1 yr	1 – 2 years	Year 3 and Thereafter
Accounts payable and accrued liabilities	\$ 7,376	\$ 5,722	\$ 107	\$ 1,008	\$ 539
Distributions payable	16,784	16,784	-	-	-
Senior unsecured debenture ⁽¹⁾	69,062	2,031	67,031	-	-
Convertible debenture ⁽¹⁾	266,612	6,584	6,584	13,168	240,277
Total	\$ 359,835	\$ 31,121	\$ 73,722	\$ 14,176	\$ 240,816

Note 1: Includes expected interest payments in addition to the principal repayment at maturity.

Through its ownership of the Acquisition Entities, the Trust is also exposed to the following financial instruments, including expected contractual payments:

31-Mar-26	Total	0-6 Months	6 mo – 1 yr	1 – 2 years	Year 3 and Thereafter
Accounts payable and accrued liabilities	\$ 2,941	\$ 2,941	\$ -	\$-	\$-
Derivative contracts	628	628	-	-	-
Senior credit facility	530,860	12,795	12,795	25,589	479,681
Total	\$ 534,429	\$ 16,363	\$ 12,795	\$ 25,589	\$ 479,681

Note 1: Includes estimated interest payments in addition to the principal repayment at maturity. Estimated interest payment are calculated based on current outstanding balance drawn as of March 31, 2026

Liquidity and Risk Management

The Trust and its subsidiaries monitor liquidity and market exposures on an ongoing basis. Financial instruments and related obligations mature over a range of short- and long-term periods, with expected payments including both principal and interest.

The Trust expects to meet all obligations as they come due through a combination of cash on hand, operating cash flows, available capacity under credit facilities, refinancing or amendments to existing facilities, potential issuance of Trust units (subject to market conditions), proceeds from Partner redemptions and other financing alternatives. Liquidity forecasting is performed regularly to support operations, debt servicing, and compliance with all financial covenants.

The Senior unsecured debentures mature on March 31, 2027, the Trust has the option to satisfy its obligations to repay the principal amount on the Senior debentures, at redemption or on maturity, in whole or in part by issuing and delivering the appropriate number of freely tradeable trust units to Senior debenture holders.

The Trust’s risk management framework addresses exposure to credit risk, liquidity risk, and market risks including interest rate and foreign exchange risk, as further described in the consolidated financial statements.

OUTSTANDING UNITS

The Trust is authorized to issue an unlimited number of Trust units. As at March 31, 2026, 45,361,182 units were issued and outstanding.

During the three months ended March 31, 2026, 22,371 units were issued upon the vesting of the directors Restricted Trust Units (“RTUs”). Subsequent to the quarter a further 202,005 units were issued upon the vesting of the management RTU plan. As at May 6, 2026, 667,713 RTUs remained outstanding under the Trust’s long-term incentive plan.

As at May 6, 2026 Alaris had 45,563,187units outstanding.

TRANSACTIONS WITH RELATED PARTIES

Intercompany Transactions

The Trust earned management and advisory fees of \$6.3 million (2025 – \$5.3 million) for the three months ended March 31, 2026, consisting of \$5.7 million from Acquisition Entities (2025 – \$4.6 million) and \$0.6 million from other sources (2025 - \$0.7 million). At March 31, 2026, accounts receivable from Acquisition Entities were \$1.8 million (December 31, 2025 – net receivable of \$2.1 million).

The Trust holds U.S.-dollar denominated intercompany loans to the Acquisition Entities with terms ranging from three to ten years. The loans are repayable at any time without penalty and bear interest at rates from 10% to 12% per annum. The Trust recognized \$5.7 million of intercompany interest income in Q1 2026 (2025 – \$3.2 million).

Dividends received from the Acquisition Entities totaled \$11.9 million in Q1 2026 (2025 – \$10.5 million). These dividends are recognized within Revenue and Operating Income.

Credit Facility

The senior credit facility, held jointly by AEP and Alaris USA and guaranteed by the Trust, is secured by a general security agreement over substantially all assets and is syndicated among Canadian chartered banks.

At March 31, 2026, US\$280.4 million (C\$390.1 million) was drawn on the facility, compared to US\$312.8 million (C\$428.3 million) at December 31, 2025.

As at March 31, 2026, the Acquisition Entities were in compliance with all financial covenants, including:

- Maximum funded debt to contracted EBITDA: 3.0x (actual: 2.12x)
- Minimum fixed charge coverage ratio: 1.0x (actual: 1.48x)
- Minimum tangible net worth: \$650.0 million (actual: \$1,148 million)

Other Considerations

The Trust has no contractual obligation to provide additional financial support to its unconsolidated subsidiaries. However, the Trust remains exposed to changes in the financial condition of the Acquisition Entities, as variations in their net asset values affect the fair value of the Trust's investments.

SUMMARY OF CONTRACTUAL OBLIGATIONS

The Trust has issued senior unsecured debentures, convertible unsecured senior debentures, and through its Acquisition Entities, has an outstanding senior credit facility all of which are described under "Liquidity and Capital Resources" and leases for office space. No other contractual obligations exist.

PARTNER INVESTMENT OVERVIEW

Alaris' investment approach focuses on providing long-term capital to established, cash-generative private businesses with recurring revenue characteristics and experienced management teams. The Trust typically invests using preferred equity structures designed to generate contractual distributions, complemented by selective common equity positions in certain Partners. The portfolio is diversified across industries and geographies and is managed through ongoing monitoring of Partner performance and investment terms.

Investment Structure

Investments are held through the Acquisition Entities and are primarily structured as preferred partnership or equity interests, or Partner loans. Preferred distributions generally reset annually based on an agreed top-line performance metric, which may include sales, gross profit, or same-store sales, depending on the Partner. Certain investments, including Sono Bello and Ohana, include fixed distribution rates and additional participation features in common equity upside, including conversion rights.

Alaris may also hold common equity interests alongside preferred equity or loan investments. These typically represent a smaller share of total invested capital, as at March 31, 2026, common equity holdings at acquisition cost totaled \$329.4 million (approximately 18% of total invested capital) and are reflected in Run Rate Revenue estimates based on Partner forecasts for the next twelve months.

Governance and Partner Relationship

Alaris is not involved in the day-to-day management of its Partners and does not generally exercise control. Alaris maintains protective covenants designed to safeguard ongoing distribution payments. Partners are also required to obtain Alaris' consent before undertaking material transactions outside the normal course of business — including acquisitions or divestitures, significant capital expenditures, executive management changes, new debt or changes to existing debt arrangements, or structural reorganizations. This structure preserves transparency and protects unitholder value while keeping Alaris' role financially supportive rather than operational.

Investment Thesis

Alaris targets businesses that generally demonstrate the following characteristics:

1. **Business maturity and operating history** – Partners are typically established businesses; the average Partner operating history is approximately 30 years.
2. **Cash flow generation** – a demonstrated ability to generate cash flow to support contractual distribution obligations.
3. **Conservative leverage** – capital structures intended to support resiliency and reinvestment capacity.
4. **Low capital expenditure requirements** – many Partners operate in asset-light or service-oriented models.
5. **Experienced management teams** – management and ownership groups with demonstrated operating track records.

Since inception, Alaris has completed 47 Partner investments and 23 exits, generating a total return of 65% and a median IRR of 19%.

Investment History

Since inception, Alaris has deployed over \$3.2 billion across 47 Partners and more than 100 separate financings. Over the past five fiscal years (2021–2025), the Trust invested an average of \$311 million per year. For 2026, total capital invested to date is \$75.3 million.

Partner Performance

The ECR is a key indicator of the sustainability of Partner distributions and an important measure of portfolio health. The ECR represents a Partner's earnings relative to its contracted distribution obligations; an ECR above 1.0x indicates that the Partner is generating sufficient earnings to fully support its required payments.

Because interim Partner information is unaudited and provided by Partner management, ECRs are disclosed within ranges based on the most current information available.

Alaris' current portfolio has a weighted average ECR of approximately 1.5x with Partners falling into the following ranges:

- 12 Partners report ECRs greater than 2.0x (*Amur, Berg, Carey Electric, Cresa, DNT, Edgewater, Fleet, Kubik, LMS, Renew Medical, Sagamore, and SCR*).
- 3 Partners fall within the 1.5x–2.0x range (*3E, Ohana, and PEC*).
- 5 Partners are in the 1.2x–1.5x range (*Accscient, D&M, Optimus, Shipyard, and Sonobello*).
- 1 Partner maintains an ECR between 1.0x-1.2x (*McCoy*).
- 3 Partners are currently below 1.0x (*FMP, GWM, and Heritage*).

Capital Structure

As a preferred equity investor, Alaris structures investments based on Partner-specific cash flow characteristics, capital structure, and distribution coverage. Of the current portfolio, 16 of 24 Partners carry either no debt or senior debt leverage below 1.0x senior debt to EBITDA.

Distribution Resets

Annual distribution resets are a feature of many Partner investments. Resets are generally based on agreed top-line performance metrics and are intended to align contractual distributions with Partner performance over time.

The following table summarizes each Partner’s investment metrics and recent performance, including capital invested (net of redemptions), estimated Run Rate Revenue for the next twelve months, ECR range, year-over-year revenue and EBITDA changes, and unrealized fair value movements for the three -month period ended March 31, 2026. Commentary below highlights material changes during the period.

Partner	Original Investment Date	Current Total Invested (000's)	Run Rate Revenue (000's)	As a % of total	ECR Range	2026 Reset Estimate	Year-to-date changes in (1):		Fair Value Changes	Fair Value (000's)
							Revenue	EBITDA	Three Months	
Sono Bello	Sep 2018	US \$152,277	US \$14,444	10%	1.2x - 1.5x	n/a	↓	↓	nil	US \$164,277
Ohana	Nov 2014	US \$135,239	US \$9,382	7%	1.5x - 2.0x	n/a	↑	↑	nil	US \$154,740
Optimus	Nov 2025	CA \$115,522	CA \$11,050	6%	1.2x - 1.5x	n/a	↓	↓	nil	CA \$115,522
Shipyards	Aug 2023	US \$108,500	US \$13,050	8%	1.2x - 1.5x	1%	↑	↓	US (\$6,300)	US \$116,900
GWM	Nov 2018	US \$106,000	US \$7,366	5%	< 1.0x	-8%	↓	↓	nil	US \$64,477
D&M	Jun 2021	US \$80,207	US \$10,511	7%	1.2x - 1.5x	7%	↑	↑	US +\$1,500	US \$84,707
Kubik	Apr 2026	CA \$75,300	CA \$8,125	4%	> 2.0x	n/a	n/a	n/a	nil	CA \$75,300
Accscient	Jun 2017	US \$72,000	US \$9,694	7%	1.2x - 1.5x	5%	↓	↓	US (\$600)	US \$73,077
Amur	Jun 2019	CA \$70,000	CA \$7,718	4%	> 2.0x	6%	↓	↑	CA +\$900	CA \$96,400
DNT	Jun 2015	US \$62,800	US \$12,334	9%	> 2.0x	6%	↑	↑	nil	US \$70,643
PEC	Feb 2025	US \$61,120	US \$5,180	4%	1.5x - 2.0x	n/a	↓	↓	nil	US \$58,120
LMS	Feb 2007	CA \$58,000	CA \$7,736	4%	> 2.0x	8%	↓	↓	nil	CA \$47,887
Cresa	May 2024	US \$50,500	US \$7,364	5%	> 2.0x	4%	↑	↑	US +\$900	US \$54,000
SCR	May 2013	CA \$40,000	CA \$4,200	2%	> 2.0x	n/a	↓	↓	nil	CA \$19,203
FMP	Apr 2023	US \$40,000	US \$0	0%	< 1.0x	n/a	↓	↓	nil	US \$20,200
Edgewater	Dec 2020	US \$34,000	US \$4,662	3%	> 2.0x	6%	↑	↑	nil	US \$63,000
Renew	Nov 2025	US \$30,000	US \$3,710	3%	> 2.0x	n/a	n/a	n/a	nil	US \$30,000
McCoy	Aug 2025	US \$27,000	US \$2,660	2%	1.0x - 1.2x	n/a	n/a	n/a	nil	US \$27,000
Sagamore	Nov 2022	US \$24,000	US \$3,040	2%	> 2.0x	2%	↓	↓	US (\$1,900)	US \$27,400
Fleet	Jun 2018	US \$23,000	US \$2,168	2%	> 2.0x	-2%	↑	↑	US +\$10,700	US \$108,535
Heritage ⁽²⁾	Jan 2018	US \$21,500	US \$0	0%	< 1.0x	n/a	↓	↑	nil	US \$5,800
Berg	Feb 2025	US \$21,000	US \$2,569	2%	> 2.0x	7%	↑	↓	nil	US \$22,600
Carey Electric	Jun 2020	US \$19,200	US \$2,249	2%	> 2.0x	5%	↓	↓	nil	US \$19,280
3E	Feb 2021	US \$16,865	US \$2,589	2%	1.5x - 2.0x	6%	↑	↑	US +\$777	US \$19,128

Note 1: The year-to-date changes in Revenue and EBITDA are based on unaudited information provided by management of each Private Company Partner and are summarized here based on being either relatively consistent or whether or not they've increased or decreased, when compared against the same period in 2025.

Note 2: Includes loans made to Heritage that are considered long-term.

Partner Commentary — Significant Developments

The following discussion highlights Partners that experienced significant fair value movements (\geq \$2.5 million for the quarter ended March 31, 2026), distribution deferrals, covenant-related matters, or significant investment activity during the period. Partners not discussed below did not experience material valuation changes or structural developments during the year.

Fair Value Increases

Fleet's fair value increased by US\$10.7 million during Q1 2026, driven entirely by an increase in the common equity investment. Reflecting improved operating performance, growth in originations added to its syndication backlog, and incremental Alaris ownership as part of certain profits interest allocations and redemptions.

Fair Value Decreases and Distribution Developments

Shipyard's fair value decreased by a total of US\$6.3 million during Q1 2026, inclusive of a US\$4.6 million decrease in the common equity investment and a decrease of US\$1.7 million in the preferred equity investment, both of which relate to a reduction to the outlook for the second half of 2026 and into 2027, relative to previous forecasts, due to the loss of a customer. However, as the year progresses Shipyard is focused on replacing this lost revenue with new wins.

Investment Activity

During the quarter 3E partially redeemed Alaris' preferred unit investment, Alaris received US\$26.4 million upon the redemption resulting in a realized gain of US\$3.8 million. Subsequent to March 31, 2026, Alaris completed an initial investment of \$75.3 million in Kubik.

FORWARD-LOOKING STATEMENTS

This MD&A contains forward-looking information and forward-looking statements (collectively, “forward-looking statements”) within the meaning of applicable securities laws, including any applicable safe harbour provisions. Statements other than statements of historical fact may constitute forward-looking statements.

Forward-looking statements include, without limitation, statements regarding management’s expectations, intentions, beliefs, plans, objectives, projections and estimates concerning:

- the Trust’s growth, results of operations and financial performance;
- the performance and financial position of the Partners;
- future distributions, resets and redemptions;
- capital deployment plans and financing activities; and
- the Trust’s business strategy and objectives.

Forward-looking statements may be identified by terminology such as “believe”, “expect”, “anticipate”, “intend”, “will”, “may”, “estimate”, “project”, “continue” and similar expressions, including the negative thereof.

Specific Forward-Looking Statements Included in this MD&A

This MD&A includes forward-looking statements relating to, among other matters:

- anticipated financial and operating performance of the Partners, including expected distribution resets and ECR levels;
- total Partner Revenue, Run Rate Revenue, Run Rate Cash Flow and Run Rate Payout Ratio;
- net cash from operating activities;
- the timing and amount of common distributions;
- the impact of new and follow-on investments;
- potential Partner redemptions and the reinvestment of proceeds;
- the impact of interest rate movements, including SOFR;
- the impact of fluctuations in the USD/CAD exchange rate;
- expected gains on common equity investments and future exits;
- the use of proceeds from the senior credit facility and other capital raising activities;
- the impact of U.S. government procurement changes affecting FMP; and
- the Trust’s ability to attract new private businesses and deploy capital on acceptable terms.

Financial Outlook and Future-Oriented Financial Information (FOFI)

To the extent that forward-looking statements herein constitute financial outlook or future-oriented financial information (“FOFI”) — including estimates regarding revenues, expenses, distributions, Run Rate metrics, net cash from operating activities, or the impact of capital investments and distribution resets — such information:

- has been approved by management as of the date of this MD&A;
- is provided to assist readers in understanding management’s current expectations regarding financial performance; and
- may not be appropriate for other purposes.

FOFI is subject to the same assumptions, risks and uncertainties as other forward-looking statements described herein.

Assumptions Underlying Forward-Looking Statements

Forward-looking statements are based on a number of material assumptions, including but not limited to:

Economic and Market Assumptions:

- that the Canadian and U.S. economies will perform substantially in line with prevailing expectations over the next 12–24 months;
- that interest rates and tax rates will not vary materially from current market expectations;
- that the USD/CAD exchange rate will remain within a reasonable range of recent levels;
- that global geopolitical conflicts, including Russia/Ukraine, Iran conflict, and other Middle East conflicts, will not materially disrupt economic conditions; and
- that global health events will not materially impact economic activity.

Partner-Specific Assumptions:

- that the majority of Partners will continue to generate sufficient earnings to support contracted distributions;
- that no material adverse developments will impair a Partner's ability to fulfill its payment obligations;
- that deferred distributions will be resolved in line with expectations; and
- that new and follow-on investments will perform in accordance with underwriting assumptions.

Capital and Financing Assumptions:

- that Alaris will have continued access to debt and equity financing on acceptable terms;
- that credit facilities will remain available and covenant compliance will be maintained; and
- that capital deployment opportunities will continue to arise within the private markets.

Although management believes these assumptions are reasonable as of the date hereof, they may prove to be inaccurate.

Risks and Uncertainties

Forward-looking statements are subject to known and unknown risks and uncertainties that may cause actual results to differ materially from those expressed or implied. These include, without limitation:

Partner and Portfolio Risks:

- dependence on the financial performance of the Partners;
- changes in a Partner's ability to pay distributions;
- defaults, deferred payments or redemptions;
- failure to collect redemption proceeds or deferred distributions as expected; and
- limited diversification within the portfolio.

Economic and Market Risks:

- general economic conditions in Canada, the United States and globally;
- inflation, supply chain disruptions and trade disputes including, without limitation, tariffs affecting the Trust, Acquisition Entities, or the Partners;
- interest rate volatility;
- foreign exchange fluctuations; and
- geopolitical instability including, without limitation, the Russia/Ukraine conflict, the Iran conflict, and other conflicts in the Middle East.

Financing and Structural Risks:

- availability of financing;
- compliance with leverage and covenant requirements;
- inability to reinvest redemption proceeds on acceptable terms;
- dilution and volatility in the trading price of the Trust's units.

Operational, Regulatory and Legal Risks:

- changes in legislation, taxation or regulation, or the interpretation thereof;
- litigation risk, including CRA reassessment matters;
- failure to obtain required regulatory approvals;
- cybersecurity risks and technology disruptions;
- reliance on key personnel; and
- risks associated with unaudited information provided to the Trust by the Partners

Additional risk factors are described in the Trust's Annual Information Form and prior MD&A filings.

Caution Regarding Reliance

Forward-looking statements are not guarantees of future performance. Readers are cautioned not to place undue reliance on such statements.

The forward-looking statements contained herein are made as of the date of this MD&A. Except as required by applicable securities laws, the Trust undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

ADDITIONAL INFORMATION

Additional information relating to Alaris, including Alaris' Annual Information Form, is available on SEDAR+ at www.sedarplus.ca or under the "Investors" section of Alaris' website at www.alarisequitypartners.com.

APPENDIX TO MD&A: NON-GAAP MEASURES AND RATIOS

(in thousand of Candain dollars, except values per share, or otherwise noted)

(i) Payout Ratio calculation

The below table is to be used to provide details on how to calculate Alaris Payout Ratio. The calculation divides the Trust's distributions paid by Alaris Net Distributable Cashflow. Alaris Net Distributable cashflow is most closely comparable to GAAP measure Cash from / (used in) operations, prior to changes in working capital and reconciled within this MD&A. The Trust also considers the Payout Ratio considering cash distributions used in the NCIB. Alaris Net Distributable cashflow is reduced by NCIB distributions prior to dividing by the Trust's distributions paid to derive the Payout Ratio adjusted for NCIB.

	Three months ended	
	March 31	
	2026	2025
(1) Alaris Net Distributable Cashflow	\$ 32,324	\$ 30,320
(2) Trust's Distributions	\$ (16,784)	\$ (15,511)
Actual Payout Ratio (2) / (1)	51.9%	51.2%
NCIB cash distributions (3)	\$ -	\$ (4,291)
(4) Alaris net distributable Cashflow adjusted for	\$ 32,324	\$ 26,029
Actual Payout Ratio adj for NCIB (4) / (2)	51.9%	59.6%

(ii) Acquisition Entities operating costs and other expenses and Interest on intercompany loans and dividend income paid to Trust

Acquisition Entities operating costs and other expenses and Interest on intercompany loans and dividends income paid to the Trust are the aggregate of the below items incurred by the Acquisition Entities, that management does not consider directly attributable to the Trust's investment in Partners included in financial statement Note 3 of the accompanying unaudited condensed and consolidated interim financial statements.

	Three months ended	
	March 31	
	2026	2025
Acquisition Entities operating costs and other expenses		
Fair value loss on promissory notes	\$ -	\$ (1,146)
Operating costs and other	(1,168)	(866)
Transactions costs	(1,026)	(1,869)
Finance costs, senior credit facility and convertible debentures	(6,895)	(6,611)
Acquisition Entities income tax recovery / (expense) - current	(4,096)	(5,164)
Acquisition Entities income tax recovery / (expense) - deferred	(5,772)	(1,918)
Net unrealized gain on derivative contracts	(201)	201
Realized gain / (loss) on foreign exchange contracts	143	-
	\$ (19,015)	\$ (17,373)
Interest on intercompany loans and divided income paid to Trust		
Interest on intercompany loans	\$ (5,799)	\$ (3,193)
Acquisition Entities dividends paid to Trust	(11,985)	(10,527)
	\$ (17,784)	\$ (13,720)