

MANAGEMENT DISCUSSION AND ANALYSIS

For the three and nine months ended September 30, 2026

This management's discussion and analysis ("**MD&A**") is dated November 3, 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 and nine months ended September 30, 2026, and 2025.

The Trust's unaudited condensed consolidated interim financial statements, and the notes thereto, have been prepared in accordance with International Accounting Standard 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."**

Partner Nomenclature

For clarity, the following short-form names are used to refer to Alaris' Private Company Partners: 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**"), Kubik Inc ("**Kubik**"), TESCO – The Eastern Specialty Company, LLC ("**TESCO**"), and Nexus Medical Enterprises, LLC ("**Nexus**").

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 flows 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, including: Alaris 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 distribution revenue, and Total Partner related changes included in Net gain / (loss) on Corporate Investments. 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 and 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.

"**Per Unit**" values, other than Net book value per unit, refer to the related financial statement caption as defined under IFRS or related term as defined herein, divided by the weighted average basic units outstanding for the period.

Acquisition Entities operating costs and other expenses & Interest on intercompany loans and dividends paid to the Trust

Non-GAAP financial measures aggregate specified items from the Acquisition Entities' changes in net assets (liabilities) (see Note 3 of the unaudited condensed consolidated interim financial statements), similar in nature to Net gain / (loss) on Corporate Investments.

- **Acquisition Entities operating costs and other expenses** include: Fair value loss on promissory notes, Operating costs and other, Transaction costs, Finance costs and senior credit facility, Acquisition Entities income tax recovery / 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 Acquisition Entities dividends paid to 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,
- transaction costs,
- 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.

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 over the period. Management uses this measure to monitor preferred investment distributions over time, relative to the 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 units outstanding at period end. 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 over 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 calculated as the distributions per unit expected to be paid to unitholders over the next twelve months, divided by the estimated net cash from operating activities per unit presented in the Outlook's Run Rate Cash Flow

table. Management uses this measure to assess the sustainability of unitholder distributions and the proportion of expected operating cash flow allocated to those distributions. The remaining cash flow is available for debt repayment, additional investments or other corporate 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 / (loss) 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 / (loss) 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
- Partner distribution revenue - common

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

2026 FINANCIAL RESULTS

Key Highlights

	Three months ended September 30			Nine months ended September 30		
$ thousands, except per unit amounts	2026	2025	% Change	2026	2025	% Change
Change in Net book value [(1)] per unit	$ (0.96)	$ 1.53		$ 0.08	$ 0.88	
Net book value [(1)] per unit	$ 24.87	$ 25.10	-0.9%	$ 24.87	$ 25.10	-0.9%
Total revenue and operating income	$ 3,076	$ 74,946	-95.9%	$ 83,361	$ 145,791	-42.8%
Cash from / (used in) operations, prior to changes in working capital	$ (85,734)	$ 16,817	n/a	$ (41,826)	$ (26,511)	+57.8%
Total Partner distribution revenue [(1)]	$ 72,244	$ 57,371	+25.9%	$ 170,050	$ 142,114	+19.7%
Alaris net distributable cash flow [(1)]	$ 54,716	$ 37,380	+46.4%	$ 112,793	$ 85,413	+32.1%
Payout Ratio [(1)]	31.7%	41.4%	-970bps	45.1%	54.4%	-930bps
Annualized distribution yield on preferred capital invested [(1)]	12.5%	12.4%	+10bps	12.4%	12.6%	-20bps
New invested capital	$ 188,045	$ 45,686	+311.6%	$ 265,113	$ 199,318	+33.0%

(1) See Non-GAAP and Other Financial Measures for discussion over management's usage of Non-GAAP and Other Financial Measures used, including management's definition and analysis

Trust Financial Results:

- **Net book value per unit** decreased by $0.96 during the third quarter of 2026 to $24.87 per unit. During the three month period , the decrease reflects a $0.14 per unit loss and comprehensive loss, distributions to unitholders of $0.39 per unit, and $0.43 of dilution associated with the September equity offering. For the nine months ended September 30, 2026, net book value per unit increased by $0.08, reflecting earnings and comprehensive income of $1.67 per unit, including a foreign exchange gain of $0.89 per unit, partially offset by distributions to unitholders, and the impact of the equity offering.
- **Total Revenue and operating income** decreased 95.9% in the quarter and 42.8% year to date, primarily reflecting unrealized fair value losses on Partner investments recorded during Q3 2026, compared to unrealized fair value gains in the corresponding periods of 2025. Approximately 60% of the fair value losses were attributable to increases in the risk-free interest rates and the corresponding impact on discount rates used in determining the fair value of certain Partner investments. These adjustments were partially offset by growth in Partner distribution revenue, which increased in both the three and nine months ended September 30, 2026.
- **Cash used in operations, prior to changes in working capital** was $85.7 million during the third quarter of 2026, compared to cash generated of $16.8 million in the prior year period. The change primarily reflected increased investment in the Acquisition Entities. During Q3 2026, the Trust advanced net loans of $77.5 million to its Acquisition Entities to fund investments in new Partners. In addition, net proceeds from the September equity offering were contributed to the Acquisition Entities and subsequently used to repay outstanding senior debt.

Portfolio and Investment Performance:

- **Total Partner distribution revenue** increased 25.9% to $72.2 million for the quarter and 19.7% to $170.1 million year to date. Growth was driven by higher preferred distributions from investments completed in the latter half of 2025 and during 2026, including Kubik, TESCO and Nexus. Common distribution revenue increased in both comparable periods, led by Fleet, which generated Q3 2026 common distributions of US$13.8 million, an increase of 34% over Q3 2025.
- **Alaris net distributable cash flow** increased by 46.4% to $54.7 million for the quarter and 32.1% to $112.8 million year to date, reflecting growth in Partner distributions from investments completed in the latter half of 2025 and during 2026.
- **The Payout Ratio** improved to 31.7% for the quarter, compared to 41.4% in Q3 2025, and to 45.1% year to date, compared to 54.4% in the prior-year period. Both ratios remained below the Trust's target range of 65%–70%.
- **New invested capital** totaled $188.0 million during the third quarter of 2026, compared to $45.7 million in Q3 2025, bringing total new invested capital to $265.1 million for the first nine months of 2026. The increased investment activity expands the Trust's portfolio and is expected to generate additional recurring Partner distributions.

- **Annualized distribution yield** on preferred capital invested remained stable at 12.5% for the third quarter and 12.4% year to date, compared to 12.4% and 12.6% respectively, in the corresponding periods of 2025.

RESULTS OF OPERATIONS

Net Gain / (Loss) on Corporate Investments

	Three months ended September 30			Nine months ended September 30		
$ thousands, except per unit amounts	2026	2025	% Change	2026	2025	% Change
Net gain / (loss) on Corporate Investments	$ (22,195)	$ 54,732	n/a	$ 9,712	$ 86,912	-88.8%
Net gain / (loss) on Corporate Investments per unit	$ (0.48)	$ 1.21	n/a	$ 0.21	$ 1.91	-89.0%

Net loss on Corporate Investments was $22.2 million for the three months ended September 30, 2026, compared to a net gain of $54.7 million in the corresponding period of 2025. For the nine month period, Net gain on Corporate Investments was $9.7 million compared to $86.9 million in the prior year. Net gain / (loss) on Corporate Investments reflects the financial results of the underlying Acquisition Entities, including distribution revenue, realized gains or losses, and unrealized fair value adjustments, net of management fees, operating costs and other expenses, and interest on intercompany debt and dividends paid to the Trust.

The following tables present the results of the Acquisition Entities and the components of Net gain / (loss) on Corporate Investments for the three and nine months ended September 30, 2026 and 2025.

	Three months ended September 30			*Nine months ended September 30*		
$ thousands	2026	2025	% Change	2026	2025	% Change
Total Partner related changes included in Net gain / (loss) on Corporate Investments						
Partner distribution revenue - preferred	$ 49,858	$ 40,664	+22.6%	$ 143,575	$ 120,792	+18.9%
Partner distribution revenue - common	22,386	16,707	+34.0%	26,475	21,322	+24.2%
Net unrealized gain / (loss) on Partner investments	(58,853)	47,917	n/a	(45,352)	63,458	n/a
Net realized gain on Partner investments	-	-	n/a	6,911	1,099	+528.8%
Total	**$ 13,391**	**$ 105,288**	**-87.3%**	**$ 131,609**	**$ 206,671**	**-36.3%**
Acquisition Entities operating costs and other expenses [(1)]	(10,673)	(30,951)	-65.5%	(49,515)	(62,941)	-21.3%
Management and advisory fees paid to Trust	(5,939)	(4,956)	+19.8%	(17,321)	(14,351)	+20.7%
Interest on intercompany loans and dividend income paid to Trust [(1)]	(18,974)	(14,649)	+29.5%	(55,061)	(42,467)	+29.7%
Net gain / (loss) on Corporate Investments	**$ (22,195)**	**$ 54,732**	**n/a**	**$ 9,712**	**$ 86,912**	**-88.8%**
Annualized distribution yield on preferred capital invested	12.5%	12.4%	+10bps	12.4%	12.6%	-20bps

(1) Calculations for these Non-GAAP financial measures are included in the Appendix to this MD&A.

Total Partner Distributions

Preferred Partner distribution revenue increased 22.6% and 18.9% for the three and nine months ended September 30, 2026, respectively, compared to the same periods in 2025. The increases primarily reflect contributions from new and follow-on investments completed in the latter half of 2025, together with investments in Kubik, TESCO and Nexus completed in 2026. In addition, annual contractual resets increased aggregate Partner preferred distributions in 2026. These increases were partially offset by deferred distributions from GWM and FMP.

Common Partner distribution revenue increased 34.0% and 24.2% for the three and nine months ended September 30, 2026, respectively, compared to the same periods in 2025. The increase was primarily driven by higher distributions from Fleet, which generated common distributions of US$13.8 million during the quarter, compared to US$10.3 million in Q3 2025. Common distribution revenue in 2026 also reflects contributions from other common equity investments, including Accscient, Amur, Carey Electric, D&M, and Edgewater.

The Annualized distribution yield on preferred capital invested was 12.5% for the three months ended September 30, 2026 and 12.4% for the nine months ended September 30, 2026, compared to 12.4% and 12.6%, respectively, in the corresponding periods of 2025.

Fair Value Adjustments

During the three months ended September 30, 2026, the Acquisition Entities recorded net unrealized fair value losses of $58.9 million, compared to net unrealized fair value gains of $47.9 million in the corresponding period of 2025. The current quarter loss was primarily attributable to decreases in the estimated fair value of certain Partner investments, including Sono Bello, Shipyard, Optimus, DNT, Amur, Fleet and Sagamore. These decreases were partially offset by increases in the estimated fair value of Kubik and Cresa.

Fair value adjustments are determined using a variety of factors, including changes in Partner financial performance, market conditions and discount rates. During the quarter, increases in market interest rates contributed to higher discount rates applied in the valuation of certain Partner investments, negatively impacting their estimated fair values. Refer to the Partner Investment Overview (page 17) for additional information.

For the nine months ended September 30, 2026, the Acquisition Entities recorded net unrealized fair value losses of $45.4 million, compared to net unrealized fair value gains of $63.5 million in the corresponding period of 2025. The year-to-date loss reflects the fair value decreases recognized in the third quarter, partially offset by net unrealized fair value gains recorded during the first half of 2026.

In addition, the Acquisition Entities recorded net realized gains of $6.9 million during the nine months ended September 30, 2026, primarily related to the partial redemption of 3E in Q1 2026 and the redemption of the legacy Ohana investment in Q2 2026.

Operating Costs and Expenses

Acquisition Entities operating costs and other expenses decreased 65.5% and 21.3% for the three and nine months ended September 30, 2026, respectively, compared to the corresponding periods in 2025. The decrease was primarily driven by lower net current and deferred income tax expense, including a deferred tax recovery of $6.1 million recognized in Q3 2026 compared to a deferred tax expense of $13.7 million in the prior-year period. The decrease also reflects lower transaction costs and favorable unrealized gains on derivative contracts in 2026 relative to the comparable prior-year periods. These decreases were partially offset by higher finance costs incurred by the Acquisition Entities during 2026.

Intercompany Revenue Neutralization

Management and advisory fees, interest on intercompany loans, and dividend income earned by the Trust from the Acquisition Entities are recognized as revenue by the Trust and as corresponding expenses by the Acquisition Entities. Accordingly, these intercompany transactions have no significant net impact on earnings of the Trust.

Revenue and Operating Income

	Three months ended September 30			Nine months ended September 30		
$ thousands, except per unit amounts	2026	2025	% Change	2026	2025	% Change
Net gain / (loss) on Corporate Investments	$ (22,195)	$ 54,732	n/a	$ 9,712	$ 86,912	-88.8%
Management and advisory fees	$ 6,504	$ 5,589	+16.4%	$ 19,088	$ 16,395	+16.4%
Interest and dividend income from Acquisition Entities	$ 18,767	$ 14,625	+28.3%	$ 54,561	$ 42,484	+28.4%
Total revenue and operating income	**$ 3,076**	**$ 74,946**	**-95.9%**	**$ 83,361**	**$ 145,791**	**-42.8%**
Total revenue and operating income per unit	$ 0.07	$ 1.65	-95.8%	$ 1.83	$ 3.21	-43.0%

Total revenue and operating income represent the aggregate returns generated by Alaris' investments in the Acquisition Entities, together with management and advisory fees and interest and dividend income earned by the Trust. These returns are primarily driven by the performance of the underlying Partner investments and include realized and unrealized fair value adjustments recognized through Net gain / (loss) on Corporate Investments.

Management and advisory fees earned from the Acquisition Entities and third parties increased 16.4% for the three and nine months ended September 30, 2026, compared to the corresponding periods in 2025. The increases primarily reflect growth in the investment portfolio resulting from new and follow-on investments completed during 2025 and the first half of 2026.

Interest and dividend income increased approximately 28% for both the three and nine months ended September 30, 2026, compared to the corresponding periods in 2025. The increases primarily reflect higher distributions from the Acquisition

Entities and additional interest income on incremental intercompany loans advanced by the Trust to fund investments in Cresa, McCoy, Renew, TESCO and Nexus.

Trust's Operating and Finance costs

	Three months ended September 30			Nine months ended September 30		
$ thousands, except per unit amounts	2026	2025	% Change	2026	2025	% Change
General and administrative						
Salaries and benefits	$ 1,909	$ 2,527	-24.5%	$ 7,867	$ 7,061	+11.4%
Corporate and office	$ 1,337	$ 926	+44.4%	$ 5,373	$ 3,652	+47.1%
Legal and accounting fees	$ 348	$ 509	-31.6%	$ 1,708	$ 1,520	+12.4%
Total General and administrative	**$ 3,594**	**$ 3,962**	**-9.3%**	**$ 14,948**	**$ 12,233**	**+22.2%**
General and administrative per unit	$ 0.08	$ 0.09	-11.1%	$ 0.33	$ 0.27	+22.2%
Unit-based compensation	**$ 1,346**	**$ 921**	**+46.1%**	**$ 11,658**	**$ 6,096**	**+91.2%**
Unit-based compensation per unit	$ 0.03	$ 0.02	+50.0%	$ 0.26	$ 0.13	+100.0%
Finance costs	**$ 2,782**	**$ 1,760**	**+58.1%**	**$ 20,916**	**$ 4,558**	**+358.9%**
Finance costs per unit	$ 0.06	$ 0.04	+50.0%	$ 0.46	$ 0.10	+360.0%

General and Administrative Expenses

General and administrative expenses decreased 9.3% for the three months ended September 30, 2026, compared to the corresponding periods of 2025, primarily reflecting lower bonus accruals recorded during the quarter. For the nine months ended September 30, 2026, general and administrative expense increased 22.2% as compared to the prior year. The year-to-date increase was primarily attributable to the recognition of non-refundable GST related to current and prior periods, higher consulting fees, and costs associated with the development and implementation of the Total Return Participation ("TRP") plan, which was approved in Q1 2026.

Unit-Based Compensation

Unit-based compensation expense increased 46.1% for the three months ended September 30, 2026, compared to the corresponding period in 2025, primarily reflecting a higher Trust unit price used in the valuation of Restricted Trust Units ("RTUs"), resulting in increased expense on the revaluation of outstanding awards. For the nine-month period, unit-based compensation expense increased 91.2%, reflecting the higher Trust unit price and the recognition of $3.1 million of compensation expense associated with the new TRP plan.

Finance Costs

Finance costs increased 58.1% for the three months ended September 30, 2026, and 358.9% for the nine months, compared to the corresponding periods in 2025. The increase in Q3 2026 was primarily attributable to the December 2025 issuances of Convertible debentures, which resulted in approximately $1.8 million of additional interest expense. During the nine months ended September 30, 2026, finance expense also reflects the June 2025 debenture issuance, which was outstanding for the entire nine months of 2026, and only a portion of the nine months ended 2025 period, reflecting an increase of $7.9 million of interest expense.

Finance costs also include accretion expense and changes in the fair value of the embedded conversion feature associated with the Convertible debentures, which is remeasured at each reporting date. During the third quarter of 2026, a decrease in the fair value of the conversion feature resulted in a gain that partially offset the higher interest expense. For the nine months ended September 30, 2026, an increase in the fair value of the conversion feature, together with accretion expense, contributed approximately $8.5 million of additional finance costs compared to the corresponding period in 2025.

Earnings from Operations and Earnings / (Loss) and Comprehensive Income (Loss)

$ thousands, except per unit amounts	Three months ended September 30			Nine months ended September 30		
	2026	2025	% Change	2026	2025	% Change
Earnings / (loss) from operations	**$ (2,000)**	**$ 69,937**	**n/a**	**$ 56,354**	**$ 127,083**	**-55.7%**
Earnings / (loss) from operations per unit	$ (0.04)	$ 1.54	n/a	$ 1.24	$ 2.79	-55.6%
Earnings / (loss) and comprehensive income / (loss)	**$ (6,192)**	**$ 86,025**	**n/a**	**$ 76,092**	**$ 91,055**	**-16.4%**
Earnings / (loss) and comprehensive income / (loss) per unit	$ (0.14)	$ 1.90	n/a	$ 1.67	$ 2.00	-16.5%

During the three months ended September 30, 2026, the Trust recorded a loss from operations, whereas during the nine months ended September 30, 2026, the Trust recorded a gain. As compared to the corresponding periods in 2025, earnings from operations decreased. The decreases primarily reflected lower Net gain / (loss) on Corporate Investments resulting from unrealized fair value adjustments, partially offset by higher Partner distribution revenue from new and follow-on investments.

The Trust recorded a loss and comprehensive loss of $6.2 million for the three months ended September 30, 2026, compared to earnings and comprehensive income of $86.0 million in the corresponding period of 2025. The decrease primarily reflected a loss from operations, higher finance costs and unrealized foreign exchange losses compared to unrealized foreign exchange gains in the prior period, arising from the translation of the Trust's U.S.-denominated net assets.

For the nine months ended September 30, 2026, earnings and comprehensive income decreased 16.4% to $76.1 million, compared to $91.1 million in the corresponding period of 2025. The decrease primarily reflected lower earnings from operations and higher finance costs, substantially offset by unrealized foreign exchange gains recognized in 2026 compared to unrealized foreign exchange losses in the prior-year period.

Alaris Net Distributable Cash Flow

$ thousands, except per unit amounts	Three months ended September 30			Nine months ended September 30		
	2026	2025	% Change	2026	2025	% Change
Cash from / (used in) operations, prior to changes in working capital	**$ (85,734)**	**$ 16,817**	**n/a**	**$ (41,826)**	**$ (26,511)**	**+57.8%**
Add back: Net issuance of loans to the Acquisition Entities	77,467	-		77,467	-	
Add back: Net invested capital in Acquisition Entities	29,944	(1,335)		23,060	72,356	
Changes in working capital, Income tax payable and receivable	-	879		(109)	(1,403)	
Cash interest paid	(2,031)	(2,028)		(10,892)	(4,062)	
Distributable cash flow included in Net gain on Corporate Investments:						
Partner distribution revenue - preferred	49,858	40,664		143,575	120,792	
Partner distribution revenue - common	22,386	16,707		26,475	21,322	
Operating costs and other	(1,054)	(1,361)		(3,462)	(2,876)	
Transactions costs	(1,758)	(2,495)		(4,566)	(6,512)	
Finance costs and senior credit facility	(8,846)	(7,724)		(23,434)	(22,032)	
Acquisition Entities cash taxes paid	(358)	(3,215)		(420)	(8,397)	
Management and advisory fees paid to Trust	(5,939)	(4,956)		(17,321)	(14,351)	
Interest on intercompany loans	(6,402)	(3,104)		(18,119)	(9,348)	
Acquisition Entities dividends paid to Trust	(12,572)	(11,545)		(36,942)	(33,119)	
Realized gain / (loss) on foreign exchange contracts	(245)	76		(693)	(446)	
Alaris net distributable cash flow	**$ 54,716**	**$ 37,380**	**+46.4%**	**$ 112,793**	**$ 85,413**	**+32.1%**
Alaris net distributable cash flow per unit	$ 1.19	$ 0.82	+45.1%	$ 2.47	$ 1.88	+31.4%

Alaris net distributable cash flow per unit increased by 45.1% in Q3 2026 and 31.4% year to date, as compared to the corresponding periods in 2025. In both periods the increases primary reflect higher Partner distribution revenue and lower cash taxes paid by the Acquisition Entities. These increases were partially offset by higher finance costs incurred by the Acquisition Entities in both periods, and higher cash interest paid by the Trust during the nine-month period.

The Payout Ratio for the nine months ended September 30, 2026 was 45.1%, compared to 54.4% in the corresponding period of 2025. Giving effect to the recent increase in distributions to unitholders and the additional units issued pursuant to the September equity offering, the Run Rate Payout Ratio is approximately 63%. Refer to the Outlook section for further discussion.

Net book value

$ thousands, except per unit amounts	30-Sep 2026	30-Jun 2026	31-Dec 2025	30-Sep 2025
Total Assets	$ 1,571,644	$ 1,481,871	$ 1,421,000	$ 1,323,906
Total Liabilities	$ 308,639	$ 302,873	$ 296,829	$ 182,719
Net book value	**$ 1,263,005**	**$ 1,178,998**	**$ 1,124,171**	**$ 1,141,187**
Units outstanding	50,776	45,641	45,339	45,470
Net book value per unit	$ 24.87	$ 25.83	$ 24.79	$ 25.10

Net book value per unit was $24.87 at September 30, 2026, compared to $25.83 at June 30, 2026 and $24.79 at December 31, 2025, reflecting a decrease to Net book value per unit of $0.96 per unit for the three months ended and an increase of $0.08 per unit for the nine-months. The decrease in the quarter reflects a loss and comprehensive loss of $0.14 per unit, distributions to unitholders of $0.39 per unit, and a $0.43 per unit dilution associated with the September equity offering.

For the nine-month period, earnings and comprehensive income increased Net book value, partially offset by distributions to unitholders and the impact of the equity offering.

The September equity offering increased total unitholders' equity and provided additional capital to support new investments and future portfolio growth.

SUMMARY OF QUARTERLY RESULTS

The following tables summarize Alaris' key consolidated financial information for the eight most recently completed quarters.

Quarterly Results Summary *$ thousands, except per unit amounts*	Q3-26	Q2-26	Q1-26	Q4-25	Q3-25	Q2-25	Q1-25	Q4-24
Revenues	$ 3,076	$ 42,916	$ 37,369	$ 30,911	$ 74,946	$ 34,457	$ 36,388	$ 26,666
Earnings (loss)	$ (6,192)	$ 41,879	$ 40,405	$ (243)	$ 86,025	$ (17,935)	$ 22,965	$ 77,940
Basic earnings (loss) per unit	$ (0.14)	$ 0.92	$ 0.89	$ (0.01)	$ 1.90	$ (0.39)	$ 0.50	$ 1.71
Diluted earnings (loss) per unit[(1)]	$ (0.14)	$ 0.88	$ 0.80	$ (0.01)	$ 1.65	$ (0.39)	$ 0.48	$ 1.59
Net book value per unit	$ 24.87	$ 25.83	$ 25.31	$ 24.79	$ 25.10	$ 23.57	$ 24.34	$ 24.22
Period end USD to CAD exchange rate	$ 1.42	$ 1.42	$ 1.39	$ 1.37	$ 1.39	$ 1.37	$ 1.43	$ 1.44

(1) Comparative diluted earnings per unit amounts have been revised to reflect the inclusion of the Senior debentures as potential ordinary units, when dilutive, and to reflect certain additional adjustments associated with the Convertible debentures, including changes in the fair value of the conversion feature.

Revenue and earnings / (loss) have fluctuated over the past eight quarters, primarily reflecting changes in the estimated fair value of Partner investments, the timing of common distributions and the impact of new and follow-on investments. During the third quarter of 2026, the Trust recorded a loss of $6.2 million, primarily attributable to unrealized fair value losses on Partner investments. These losses were partially offset by continued growth in Partner distribution revenue, supported by investments completed during 2025 and 2026.

Preferred Partner distribution revenue has generally increased as the Trust has deployed additional capital into new and existing Partner investments. Common distribution revenue is influenced by the timing of distributions received from Partners, with the third quarter historically representing a stronger period for common distributions. As a result, quarterly revenue may fluctuate significantly despite growth in underlying Partner distributions.

Earnings / (loss) and earnings / (loss) per unit are also affected by unrealized foreign exchange gains and losses arising from the translation of the Trust's U.S.-denominated net assets. Accordingly, quarterly earnings / (loss) may not be indicative of the underlying cash-generating performance of the portfolio.

Net book value per unit has remained relatively stable over the eight-quarter period, with changes primarily reflecting earnings / (loss) and comprehensive income / (loss), distributions to unitholders and changes in the number of units outstanding.

OUTLOOK

In Q3 2026, the Trust and its Acquisition Entities generated $72.9 million of total revenue from Partners, comprising $72.2 million of Partner distributions and $0.7 million of third-party transaction and management fees. This exceeded previous guidance of $69.2 million by 5.3%, primarily reflecting distributions from the new investment in Nexus, higher foreign exchange rate realized on U.S. dollar distributions, and higher than expected common distributions across several Partners. The quarter also benefited from contributions from recent investments including Kubik, TESCO and Nexus, together with continued growth in the existing portfolio.

Total Partner revenue for Q4 2026 is expected to be approximately $53 million, reflecting anticipated Partner distributions and the timing of investment activity. Actual results may vary based on the timing and amount of discretionary common distributions.

Management currently estimates Run Rate Revenue for the next twelve months to be approximately $231 million, based on contractual Partner distributions and management's assumptions as of the date of this MD&A.

Run Rate Outlook

The Run Rate Cash Flow table below presents management's estimate of the combined cash generation of the Trust and its Acquisition Entities over the next twelve months. This forward-looking supplementary financial measure illustrates projected Alaris net distributable cash flow, expected distributions to unitholders, and the resulting cash available for reinvestment and other corporate purposes. This measure may not be comparable to similar measures presented by other issuers.

Run Rate general and administrative expenses are currently estimated at approximately $20.5 million, including public company costs incurred by the Trust and its Acquisition Entities. The analysis assumes annual distributions of $1.56 per unit, consistent with the Trust's most recent distribution announcement. Based on current revenue and expense assumptions, the Run Rate Payout Ratio is expected to be 63%.

The Run Rate Payout Ratio excludes the potential impact of future investments. The table also presents the estimated after-tax impact of incremental net investments, 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 ***$ thousands, except per unit***		**Amount ($)**	**$ / Unit**
Run Rate Revenue, Partner distribution revenue		**$ 231,000**	**$ 4.55**
General and administrative expenses		(20,500)	(0.40)
Third party Interest and taxes		(84,700)	(1.67)
Net cash from operating activities		**$ 125,800**	**$ 2.48**
Distributions paid		(79,200)	(1.56)
Run Rate Cash Flow		**$ 46,600**	**$ 0.92**
Other considerations			
New investments [1]	Every $50 million deployed @ 14%	+2,633	+0.05
Interest rates	Every 1.0% increase in interest rates	-3,600	-0.07
USD to CAD	Every $0.01 change of USD to CAD	+/- 1,100	+/- 0.02

(1) After consideration of interest and tax impact

LIQUIDITY AND CAPITAL RESOURCES

Credit Facility

The Trust guarantees the senior credit facility held by AEP and Alaris USA jointly, with a syndicate of Canadian chartered banks. The facility matures in September 2029 and is secured by a general security agreement over Alaris' assets.

During the third quarter of 2026, Alaris amended the facility to increase the total available commitments from US$450 million to US$500 million. The amendment also temporarily increased the maximum permitted funded debt to contracted EBITDA ratio from 3.00:1.00 to 3.25:1.00 through December 31, 2026, after which the covenant will revert to 3.00:1.00. At September 30, 2026, US$359.3 million was drawn on the facility.

Borrowings bear interest at variable rates based on Canadian Overnight Repo Rate Average ("**CORRA**"), Canadian Prime Rate, U.S. Base Rate, or Secured Overnight Financing Rate ("**SOFR**"), depending on currency and type of borrowing. The annualized blended borrowing rate, including standby fees, averaged 6.4% for the nine months ended September 30, 2026.

Convertible Debentures

The Trust has $207.0 million of convertible unsecured senior debentures outstanding, consisting of:

- **June 2025 Debentures:** $92.0 million issued in June 2025, bearing interest at 6.50% per annum and maturing on June 30, 2030. The debentures are convertible at the holder's option at $24.85 per Trust unit (approximately 40.2414 units per $1,000 principal amount) and are non-redeemable by the Trust prior to June 30, 2028.
- **December 2025 Debentures:** $115.0 million issued in December 2025, bearing interest at 6.25% per annum and maturing on December 31, 2030. The debentures are convertible at the holder's option at $27.00 per Trust unit (approximately 37.0370 units per $1,000 principal amount) and are non-redeemable by the Trust prior to December 31, 2028.

Following the applicable non-redemption periods, both series may be redeemed by the Trust, subject to the conditions set out in the respective indentures.

Senior Unsecured Debentures

The Trust's $65.0 million of senior unsecured debentures issued in 2022 remain outstanding and mature on March 31, 2027. The debentures bear interest at 6.25% per annum and are redeemable at the Trust's option at par, plus accrued and unpaid interest. In accordance with the terms of the indenture, the Trust may satisfy its obligation to repay principal at maturity or upon redemption through the issuance of freely tradeable Trust units.

Distributions

During the third quarter of 2026, the Trust declared distributions of $0.39 per unit, payable on October 15, 2026, representing aggregate distributions of $19.8 million (Q3 2025 – $0.34 per unit; $15.4 million). For the nine months ended September 30, 2026, total distributions declared were $1.14 per unit, or $53.9 million in aggregate (2025 – $1.02 per unit; $46.4 million).

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 measured at fair value. Subsequent measurement depends on classification, including amortized cost or fair value through profit or loss ("FVTPL").

The Trust applies the following classifications:

Financial Instrument	Measurement Method
Cash	Amortized cost
Accounts receivables	Amortized cost
Corporate Investments	FVTPL
Accounts payable and accrued liabilities	Amortized cost
Distribution payable	Amortized cost
Senior unsecured debenture	Amortized cost
Convertible debenture	Amortized cost
Conversion component of Convertible debenture	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 the U.S. dollar cash flow expected to fund Canadian dollar-denominated distributions and expenses, reducing the impact of fluctuations in the USD/CAD exchange rate on future cash flows. These contracts are remeasured at each reporting date, with unrealized gains or losses recorded in profit or loss of the Acquisition Entities.

At the date of this MD&A, Alaris had outstanding forward foreign exchange contracts to sell US$22.5 million at a weighted average exchange rate of CAD$1.37 per US$1.00 over the next 16 months.

Interest Rate Swaps

Interest rate swaps are used to manage the Trust's exposure to variable-rate borrowings under the credit facility by fixing the interest rate on a portion of its outstanding debt. As at September 30, 2026, the Acquisition Entities had two interest rate swaps outstanding:

- US$50 million at a fixed rate of 3.35% through October 2028; and
- US$50 million fixed at 3.23% through July 2029.

Collectively, these swaps fix the benchmark interest rate on US$100.0 million of floating-rate borrowings for their respective contract terms. During the third quarter of 2026, an additional US$50.0 million interest rate swap, with a fixed rate of 2.99% matured.

Contractual Obligations

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

30-Sept-26 *$ thousands*	Total	0-6 Months	6 mo – 1 yr	1 – 2 years	Year 3 and Thereafter
Accounts payable and accrued liabilities	$ 9,444	$ 8,682	$ 110	$ 228	$ 424
Distributions payable	19,803	19,803	-	-	-
Senior unsecured debenture [(1)]	67,031	67,031	-	-	-
Convertible debenture [(1)]	263,265	6,584	6,584	13,168	236,929
Total	$ 359,543	$ 102,100	$ 6,694	$ 13,396	$ 237,353

(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:

30-Sept-26 *$ thousands*	Total	0-6 Months	6 mo – 1 yr	1 – 2 years	Year 3 and Thereafter
Accounts payable and accrued liabilities	$ 4,564	$ 4,564	$ -	$-	$-
Derivative contracts	962	962	-	-	-
Senior credit facility [(1)]	616,565	17,792	17,792	35,585	545,396
Total	$ 622,091	$ 23,318	$ 17,792	$ 35,585	$ 545,396

(1) Includes estimated interest payments in addition to the principal repayment at maturity. Estimated interest payments are calculated based on current outstanding balance drawn as of September 30, 2026

Liquidity and Risk Management

The Trust and its subsidiaries actively monitor liquidity and market risks to maintain sufficient financial flexibility to meet operating requirements, debt obligations, and investment commitments. Financial instruments and related obligations mature over a range of short and long-term periods, with expected cash outflows including both principal and interest.

Management expects the Trust to meet its obligations as they become due through a combination of cash on hand, operating cash flows, available capacity under its credit facility, refinancing or amendments to existing financing arrangements, proceeds from Partner redemptions, potential issuance of Trust units (subject to market conditions), and other financing alternatives. In addition, under the terms of the 2022 senior unsecured debentures, the Trust may elect to satisfy all or a portion of the principal amount at redemption or maturity through the issuance of freely tradeable Trust units. Liquidity forecasts are prepared regularly to support operating requirements, capital deployment, debt servicing, and compliance with financial covenants.

At September 30, 2026, approximately US$140.7 million of undrawn commitments remained under the credit facility, providing the Trust with additional borrowing capacity, subject to applicable covenant and other borrowing restrictions, to fund future investments and working capital requirements.

The Trust's risk management framework addresses exposure to credit, liquidity and market risks, including interest rate and foreign exchange risk. Additional information is provided in the accompanying consolidated financial statements.

OUTSTANDING UNITS

The Trust is authorized to issue an unlimited number of trust units. As at September 30, 2026, and as of the date of this MD&A, 50,776,245 units were issued and outstanding.

During the nine months ended September 30, 2026, 232,339 trust units were issued upon the vesting of the directors and management RTUs, and 70,345 trust units were issued upon the vesting of awards under the management TRP. During the third quarter, the Trust completed a bought deal short-form prospectus offering of 5,134,750 Trust units at a price of $22.40 per unit, for aggregate gross proceeds of $115.0 million. As of the date of this MD&A, 652,399 RTUs remained outstanding under the Trust's long-term incentive plan.

TRANSACTIONS WITH RELATED PARTIES

Intercompany Transactions

The Trust earned management and advisory fees of $6.5 million for the three months ended September 30, 2026 (2025 – $5.6 million), comprising $5.8 million from the Acquisition Entities (2025 – $4.9 million) and $0.7 million from third parties (2025 – $0.7 million). For the nine months ended September 30, 2026, management and advisory fees totaled $19.1 million (2025 – $16.4 million), consisting of $17.0 million from the Acquisition Entities (2025 – $14.3 million) and $2.1 million from third parties (2025 – $2.1 million).

At September 30, 2026, there were no amounts receivable from the Acquisition Entities (December 31, 2025 – $2.1 million receivable).

The Trust has U.S. dollar-denominated intercompany loans outstanding to the Acquisition Entities with contractual terms ranging from three to ten years. The loans are repayable at any time without penalty and at September 30, 2026 all outstanding loans bore interest at 10% per annum.

Intercompany interest income totaled $6.2 million for the three months ended September 30, 2026 (2025 – $3.1 million) and $17.6 million for the nine months ended September 30, 2026 (2025 – $9.4 million).

Dividends received from the Acquisition Entities totaled $12.5 million during the three months ended September 30, 2026 (2025 – $11.5 million) and $36.9 million during the nine months ended September 30, 2026 (2025 – $33.1 million). These dividends are recognized within Revenue and Operating Income in the Trust's financial results.

Credit Facility

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

At September 30, 2026, US$359.3 million (CAD$509.8 million) was drawn on the facility, compared to US$312.8 million (CAD$428.3 million) at December 31, 2025.

As at September 30, 2026, the Acquisition Entities were in compliance with all applicable financial covenants, including:

Covenant	Requirement	30-Sep-26
Funded debt to contracted EBITDA	Maximum 3.25x	2.38x
Fixed charge coverage ratio	Minimum 1x	1.67x
Tangible net worth	Minimum $732 million	$1,263 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 changes in their net asset values affect the fair value of the Trust's investments.

SUMMARY OF CONTRACTUAL OBLIGATIONS

The Trust's material contractual obligations consist primarily of its senior unsecured debentures, convertible unsecured senior debentures, office lease commitments and, through its Acquisition Entities, its senior secured credit facility, each of which is described under "Liquidity and Capital Resources".

Management is not aware of any other material contractual obligations that are expected to have a significant impact on the Trust's liquidity or capital resources.

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. These annual resets provide an embedded mechanism for contractual distribution growth while preserving downside protection. Certain investments, including Sono Bello and Ohana, include fixed distribution rates and additional participation features in common equity upside, including conversion rights.

In addition to preferred investments, Alaris selectively invests in common equity alongside preferred equity or loan investments. These typically represent a smaller share of total invested capital. As at September 30, 2026, common equity holdings at acquisition cost totaled $387.8 million representing approximately 19% of total invested capital. These investments provide additional long-term value creation opportunities through both capital appreciation and common distributions and are reflected in Run Rate Revenue based on management's estimates of Partner distributions over 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. Instead, Alaris maintains protective covenants designed to preserve the value of its investments and safeguard contractual distribution payments.

Partners are generally required to obtain Alaris' consent before undertaking material transactions outside the normal course of business, including, with out limitation, acquisitions or divestitures, significant capital expenditures, changes in executive management, new borrowings or changes to existing debt arrangements, or structural reorganizations. This governance framework supports transparency while allowing management teams to continue operating their businesses independently.

Investment Thesis

Alaris targets businesses that generally demonstrate the following characteristics:

1. **Established operating history** – Partners are typically mature businesses; the average Partner operating history is approximately 30 years.
2. **Strong and recurring cash flow generation** – A demonstrated ability to generate cash flow to support long-term contractual distribution obligations.
3. **Conservative leverage** – Capital structures intended to support financial resilience and reinvestment capacity.
4. **Low capital intensity** – Asset-light or service-oriented business models with modest ongoing capital expenditure requirements.
5. **Experienced management teams** – Experienced operators with demonstrated track records of creating long-term value.

Since inception, Alaris has completed 49 Partner investments and 23 exits, generating a median IRR of 19% and an aggregate realized return of approximately 65%.

Investment History

Since inception, Alaris has deployed over $3.3 billion across 49 Partner investments through over 100 individual financings. During the five fiscal years from 2021–2025, the Trust invested an average of approximately $311 million annually. Total capital invested in 2026 was $265.1 million for the nine months ended September 30, 2026.

Partner Performance

The ECR is a key measure of the sustainability of Partner distributions and the overall health of the portfolio. ECR measures a Partner's earnings relative to its contractual distribution obligations. An ECR above 1.0x indicates that a Partner is generating sufficient earnings to cover its contractual distributions.

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. Approximately 62% of contractual preferred distributions are generated by Partners with ECRs above 1.2x, reflecting the overall strength of the portfolio.

- 9 Partners reported ECRs greater than 2.0× *(Amur, Carey Electric, Cresa, Edgewater, Fleet, Kubik, LMS, Renew, and SCR)*.
- 4 Partners reported ECRs between 1.5x–2.0x *(3E, Berg, DNT, and Nexus)*.
- 4 Partners reported ECRs between 1.2x–1.5x *(Accscient, D&M, Sagamore, and PEC)*.
- 5 Partners reported ECRs between 1.0x–1.2x (Ohana, Optimus, *Shipyard, Sono Bello, and TESCO*).
- 4 Partners reported ECRs below 1.0x *(FMP, GWM, Heritage, and McCoy)*.

Capital Structure

Alaris structures each investment based on the Partner's cash flow profile, capital structure and distribution coverage, with the objective of maintaining strong downside protection and long-term distribution sustainability.

Of the current portfolio, 16 of 26 Partners had either no senior debt or senior leverage below 1.0x senior debt to EBITDA, supporting the overall conservative leverage profile of the portfolio.

Distribution Resets

Annual distribution resets are a key feature of many Partner investments. Contractual distributions are generally adjusted based on agreed operating performance metrics, including revenue, gross profit or same-store sales, depending on the Partner. This structure provides the opportunity for contractual distribution growth while maintaining alignment with Partner operating performance.

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, estimated resets on 2027 preferred distribution revenue, year-over-year revenue and EBITDA changes, and unrealized fair value movements for the three and nine months ended September 30, 2026. Commentary below highlights material changes during the period.

Partner	Original Investment Date	Current Total Invested (000's)	2026 Run Rate Revenue (000's)	As a % of total	ECR Range	2027 Estimated Reset	Year-to-date changes in [1].		Fair Value Changes		Fair Value (000's)
							Revenue	EBITDA	Three months	Year to date	
Sono Bello	Sep 2018	US $154,169	US $14,604	9%	1.0x - 1.2x	n/a	↓	↓	US ($11,800)	US ($11,800)	US $154,369
Ohana	Nov 2014	US $134,502	US $9,744	6%	1.0x - 1.2x	n/a	↑	↓	nil	US +$430	US $153,302
Optimus	Nov 2025	CA $115,522	CA $11,050	5%	1.0x - 1.2x	-5%	↓	↓	CA ($4,400)	CA ($4,400)	CA $111,122
Shipyard	Aug 2023	US $108,500	US $13,209	8%	1.0x - 1.2x	-2%	↓	↓	US ($6,700)	US ($13,000)	US $110,200
GWM	Nov 2018	US $106,000	US $7,366	5%	< 1.0x	-2%	↓	↓	US ($2,200)	US ($3,100)	US $61,377
Nexus	Sep 2026	US $95,000	US $9,750	6%	1.5x - 2.0x	n/a	n/a	n/a	nil	nil	US $95,000
D&M	Jun 2021	US $80,207	US $10,511	7%	1.2x - 1.5x	6%	↑	↑	US ($2,100)	US +$400	US $83,607
Kubik	Apr 2026	CA $75,300	CA $8,125	4%	> 2.0x	4%	↑	↑	CA +$4,100	CA +$10,400	CA $85,700
Accscient	Jun 2017	US $72,000	US $9,694	6%	1.2x - 1.5x	2%	↔	↑	US ($1,000)	US ($1,600)	US $72,077
Amur	Jun 2019	CA $70,000	CA $7,716	4%	> 2.0x	0%	↓	↑	CA ($2,800)	CA ($1,900)	CA $93,600
DNT	Jun 2015	US $62,800	US $12,334	8%	1.5x - 2.0x	0%	↓	↓	US ($3,500)	US ($3,500)	US $67,143
PEC	Feb 2025	US $61,120	US $4,817	3%	1.2x - 1.5x	-7% [3]	↓	↓	nil	nil	US $58,120
LMS	Feb 2007	CA $56,000	CA $7,490	4%	> 2.0x	-9%	↓	↓	nil	nil	CA $46,002
Cresa	May 2024	US $50,500	US $7,364	5%	> 2.0x	7%	↑	↑	US +$1,000	US +$1,900	US $55,000
SCR	May 2013	CA $40,000	CA $4,200	2%	> 2.0x	n/a	↓	↓	CA ($700)	CA ($700)	CA $18,503
FMP	Apr 2023	US $40,000	US $0	0%	< 1.0x	n/a	↓	↓	US ($700)	US ($700)	US $19,500
TESCO	Jul 2026	US $35,000	US $3,920	3%	1.0x - 1.2x	n/a	n/a	n/a	nil	nil	US $35,000
Edgewater	Dec 2020	US $34,000	US $4,662	3%	> 2.0x	6%	↑	↔	US ($2,000)	US ($2,000)	US $61,000
Renew	Nov 2025	US $30,000	US $3,710	2%	> 2.0x	4%	↑	↑	nil	US +$700	US $30,700
McCoy	Aug 2025	US $27,000	US $2,660	2%	< 1.0x	-7%	↓	↓	US ($1,300)	US ($4,100)	US $22,900
Sagamore	Nov 2022	US $24,000	US $3,039	2%	1.2x - 1.5x	-6%	↓	↓	US ($2,500)	US ($5,900)	US $23,400
Fleet	Jun 2018	US $23,000	US $2,168	1%	> 2.0x	6%	↔	↑	US ($2,700)	US +$16,100	US $113,935
Heritage [2]	Jan 2018	US $21,500	US $0	0%	< 1.0x	n/a	↓	↑	nil	nil	US $5,800
Berg	Feb 2025	US $21,000	US $2,344	2%	1.5x - 2.0x	-7%	↑	↓	US ($1,100)	US ($1,800)	US $20,800
Carey Electric	Jun 2020	US $19,200	US $2,229	1%	> 2.0x	-3%	↓	↓	US ($800)	US ($800)	US $18,480
3E	Feb 2021	US $16,865	US $2,589	2%	1.5x - 2.0x	-6%	↔	↓	US ($1,400)	US ($623)	US $17,728

(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.

(2) Includes loans made to Heritage that are considered long-term.

(3) PEC's fiscal year end is June, reset of -7% is applied to distributions July 2026 onwards.

Partner Commentary — Significant Developments

The following discussion highlights Partners that experienced significant fair value movements (greater than $2.5 million during the quarter or $7.5 million year to date), new distribution deferrals, covenant-related developments or significant investment activity during the period. The accompanying Partner table provides additional information regarding the performance and valuation of the remaining Partners.

Material Fair Value Increases

Kubik's common equity fair value increased by $4.1 million during the quarter and $10.4 million year to date. The increase reflects EBITDA growth driven by the conversion of backlog into revenue, continued strength in the remaining backlog, favourable market conditions and new customer wins.

Material Fair Value Decreases

During Q3 2026, the fair value of 17 Partner investments decreased by approximately $64 million in aggregate. The Partner investment table on page 19 provides a summary by Partner. During Q3, higher market interest rates contributed to increased discount rates used in Alaris' fair value assessments, negatively impacting the valuations of several Partner investments.

Sono Bello's fair value decreased by US$11.8 million, reflecting management's current outlook for new product lines outside the company's historical core offering. Management expects these incremental revenue streams to offset slower growth in the core business as the new offerings are fully implemented. During the quarter, Sono Bello exercised its contractual option to pay distributions in kind on its convertible preferred units, preserving liquidity while continuing to invest in new clinics and new product line offerings.

Shipyard's fair value decreased by US$6.7 million during the quarter, comprising decreases of US$3.5 million in the preferred investment and US$3.2 million in Shipyard's common equity investment. Lower year-to-date earnings and a softer operating outlook reduced the estimated reset for 2027 preferred distribution revenue. Together with higher discount rates, these factors resulted in a year-to-date fair value decrease of US$13.0 million.

Optimus' fair value decreased by $4.4 million, reflecting a higher discount rate and a lower estimated reset for 2027 preferred distribution revenue. The revised reset primarily reflects delays in certain projects that are expected to result in lower revenue in 2026 compared to 2025.

DNT's fair value decreased by US$3.5 million, primarily due to a higher discount rate in addition to a reduction to the estimated reset for 2027 preferred distribution revenue to neutral, reflecting expected 2026 performance tracking in line with 2025.

Amur's fair value decreased by $2.8 million, comprising a $1.5 million reduction in the preferred investment and a $1.3 million reduction in the common equity investment. The decrease reflects a higher discount rate and a reduction in the estimated reset for 2027 preferred distribution revenue.

Sagamore's fair value decreased by US$2.5 million, comprising a US$1.1 million decrease in the preferred investment and a US$1.4 million decrease in the common equity investment. The decrease reflects lower year-over-year revenue and earnings, a reduced estimated reset for 2027 preferred distribution revenue and higher discount rates.

Fleet's fair value decreased by US$2.7 million during the quarter, which partially offset gains earlier in the year resulting in an overall net fair value increase of US$16.1 million year to date. The quarterly decrease primarily reflects higher discount rates and the impact of the US$13.8 million common distribution received by Alaris in Q3 2026.

Investment Activity

During the quarter, Alaris invested US$130 million of new capital, which included:

i) US$95.0 million in Nexus in exchange for US$75.0 million of preferred equity with an initial annual distribution of US$9.75 million, and US$20.0 million of common equity. The preferred distributions will reset annually based on the percentage change in Nexus' annual gross profit, subject to a collar of +/-8%, with the first reset effective on January 1, 2028.

ii) US$35.0 million in TESCO in exchange for US$28.0 million of preferred equity with an initial annual distribution of US$3.9 million, and US$7.0 million of common equity. The preferred distributions will reset annually based on changes in TESCO's gross profit, subject to a maximum annual increase or decrease of 7%, with the first reset effective on January 1, 2028.

In the first half of 2026, Alaris completed a $75.3 million investment in Kubik. The Trust also redeemed its common equity investment in Down Under Growth Partners ("DUGP"), a legacy investment associated with Ohana, resulting in a realized gain of US$1.1 million and 3E partially redeemed Alaris' preferred investment, resulting in a realized gain of US$3.8 million.

INTERNAL CONTROLS OVER FINANCIAL REPORTING

The Chief Executive Officer ("**CEO**") and Chief Financial Officer ("**CFO**") are responsible for establishing and maintaining disclosure controls and procedures ("**DC&P**") and internal control over financial reporting ("**ICFR**") for the Trust.

DC&P are designed to provide reasonable assurance that material information relating to the Trust is made known to the CEO and CFO by others, particularly in the period in which the interim filings are being prepared, and that information required to be disclosed in documents filed with securities regulatory authorities is recorded, processed, summarized and reported within the time periods specified in securities legislation, and includes controls and procedures designed to ensure that such information is accumulated and communicated to the Trust's management, including the CEO and CFO, as appropriate, to allow timely decisions regarding required disclosure. ICFR are designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. The Trust follows the Committee of Sponsoring Organizations of the Treadway Commission ("**COSO**") 2013 framework.

Management, including the CEO and CFO, does not expect that the Trust's DC&P and ICFR will prevent or detect all misstatements or instances of fraud. The inherent limitations in all control systems are such that they can provide only reasonable, not absolute, assurance that all control issues, misstatements or instances of fraud, if any, within the Trust have been detected. There was no change to the Trust's ICFR that occurred during the most recent interim period that has materially affected, or is reasonably likely to materially affect, the Trust's ICFR.

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 harbor 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

(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 cash flow. Alaris net distributable cash flow 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 cash flow 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 September 30		Nine months ended September 30	
$ thousands	**2026**	**2025**	**2026**	**2025**
(1) **Alaris net distributable cash flow**	**$ 54,716**	**$ 37,380**	**$ 112,793**	**$ 85,413**
(2) Trust's Distributions	$ (17,343)	$ (15,470)	$ (50,902)	$ (46,477)
Payout Ratio (2) / (1)	**32%**	**41%**	**45%**	**54%**
NCIB cash distributions (3)	$ -	$ (2,246)	$ -	$ (8,947)
(4) **Alaris net distributable cash flow adjusted for NCIB**	**$ 54,716**	**$ 35,134**	**$ 112,793**	**$ 76,466**
Payout Ratio adj for NCIB (2) / (4)	**32%**	**44%**	**45%**	**61%**

(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 dividend 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 September 30		Nine months ended September 30	
$ thousands	**2026**	**2025**	**2026**	**2025**
Acquisition Entities operating costs and other expenses				
Fair value loss on promissory notes	$ -	$ -	$ -	$ (1,146)
Operating costs and other	(1,054)	(1,361)	(3,462)	(2,876)
Transactions costs	(1,758)	(2,495)	(4,566)	(6,512)
Finance costs and senior credit facility	(8,846)	(7,724)	(23,434)	(22,032)
Acquisition Entities income tax expense - current	(7,132)	(4,802)	(13,601)	(14,652)
Acquisition Entities income tax recovery / (expense) - deferred	6,077	(13,719)	(6,694)	(16,188)
Net unrealized gain / (loss) on derivative contracts	2,285	(926)	2,935	911
Realized gain / (loss) on foreign exchange contracts	(245)	76	(693)	(446)
	$ (10,673)	**$ (30,951)**	**$ (49,515)**	**$ (62,941)**
Interest on intercompany loans and dividend income paid to Trust				
Interest on intercompany loans	$ (6,402)	$ (3,104)	$ (18,119)	$ (9,348)
Acquisition Entities dividends paid to Trust	(12,572)	(11,545)	(36,942)	(33,119)
	$ (18,974)	**$ (14,649)**	**$ (55,061)**	**$ (42,467)**