SHAREHOLDERS' QUARTERLY REPORT

Q3 2021

Extendicare Inc.
Dated: November 4, 2021

EXTENDICARE®

... helping people live better

MANAGEMENT'S DISCUSSION AND ANALYSIS

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Management's Discussion and Analysis

Three and nine months ended September 30, 2021
Dated: November 4, 2021

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BASIS OF PRESENTATION

This Management's Discussion and Analysis (MD&A) provides information on Extendicare Inc. and its subsidiaries, and unless the context otherwise requires, references to "Extendicare", the "Company", "we", "us" and "our" or similar terms refer to Extendicare Inc., either alone or together with its subsidiaries. The Company's common shares (the "Common Shares") are listed on the Toronto Stock Exchange (TSX) under the symbol "EXE". The registered office of Extendicare is located at 3000 Steeles Avenue East, Suite 700, Markham, Ontario, Canada, L3R 9W2.

Extendicare is a recognized leader in the delivery of quality health care services to Canadians across the continuum of seniors' care. In operation since 1968, it is one of the largest private-sector owner/operators of long-term care (LTC) homes in Canada and the largest private-sector provider of publicly funded home health care services in Canada through its wholly owned subsidiary ParaMed Inc. (ParaMed). In addition, the Company owns and operates retirement communities in secondary markets under the Esprit Lifestyle Communities brand, provides business-to-business contract and consulting services through its Extendicare Assist division and services its homes and communities and those of its clients through its group purchasing division SGP Purchasing Partner Network (SGP).

Extendicare proudly employs more than 23,500 qualified, highly trained and dedicated individuals who are passionate about providing high quality care and services to help people live better.

Extendicare completed the dissolution of its wholly owned Bermuda-based captive insurance company, Laurier Indemnity Company, Ltd. (the "Captive") in Q1 2021. As a result of the initiation of the wind-up plan, the Company classified the formerly separate U.S. segment as a discontinued operation in Q2 2020 and re-presented its comparative consolidated statement of earnings. Accordingly, the Company is no longer presenting a separate U.S. segment and has re-presented the comparative financial information presented in this MD&A (refer to the discussion under "Discontinued Operations").

In This MD&A

This MD&A has been prepared to provide information to current and prospective investors of the Company to assist them to understand the Company's financial results for the three and nine months ended September 30, 2021. This MD&A should be read in conjunction with the Company's unaudited interim condensed consolidated financial statements for the three and nine months ended September 30, 2021, and the notes thereto, together with the annual MD&A and the audited consolidated financial statements for the year ended December 31, 2020, and the notes thereto, prepared in accordance with International Financial Reporting Standards (IFRS). The accompanying unaudited interim condensed consolidated financial statements for the three and nine months ended September 30, 2021, have been prepared in accordance with International Accounting Standard (IAS) 34 "Interim Financial Reporting", as issued by the International Accounting Standards Board (IASB).

In this document, "Q1" refers to the three-month period ended March 31; "Q2" refers to the three-month period ended June 30; "Q3" refers to the three-month period ended September 30; and "Q4" refers to the three-month period ended December 31. Except as otherwise specified, references to years indicate the fiscal year ended December 31, 2020, or December 31 of the year referenced.

In this MD&A, the Company uses a number of performance measures and indicators to monitor and analyze the financial results that do not have standardized meanings prescribed by generally accepted accounting principles (GAAP) and, therefore, may not be comparable to similar performance measures and indicators used by other issuers. Please refer to the "Key Performance Indicators" and "Non-GAAP Measures" sections of this MD&A for details.

The annual and interim MD&A, financial statements and other materials are available on the Company's website at www.extendicare.com. All currencies are in Canadian dollars unless otherwise indicated.

This MD&A is dated as of November 4, 2021, the date this report was approved by the Company's board of directors (the "Board of Directors" or "Board"), and is based upon information available to management as of that date. This MD&A should not be considered all-inclusive, as it does not include all changes that may occur in general economic, political and environmental conditions. Additionally, other events may or may not occur, which could affect the Company in the future.

ADDITIONAL INFORMATION

Additional information about the Company, including its latest Annual Information Form, may be found on SEDAR's website at www.sedar.com under the Company's issuer profile and on the Company's website at www.extendicare.com.

FORWARD-LOOKING STATEMENTS

This Quarterly Report contains forward-looking statements within the meaning of applicable Canadian securities laws ("forward-looking statements" or "forward-looking information"). Statements other than statements of historical fact contained in this Quarterly Report may be forward-looking statements, including, without limitation, management's expectations, intentions and beliefs concerning anticipated future events, results, circumstances, economic performance or expectations with respect to the Company, including, without limitation: statements regarding its business operations, business strategy, growth strategy, results of operations and financial condition; statements relating to the expected annual revenue, net operating income yield (NOI Yield) and adjusted funds from operations (AFFO) to be derived from development projects; statements relating to indemnification provisions in respect of disposed operations; and in particular statements in respect of the impact of measures taken to mitigate the impact of COVID-19, the availability of various government programs and financial assistance announced in respect of COVID-19, the impact of COVID-19 on the Company's operating costs, staffing, procurement, occupancy levels and volumes in its home health care business, the impact on the capital and credit markets and the Company's ability to access the credit markets as a result of COVID-19, increased litigation and regulatory exposure and the outcome of any litigation and regulatory proceedings. Forward-looking statements can often be identified by the expressions "anticipate", "believe", "estimate", "expect", "intend", "objective", "plan", "project", "will" or other similar expressions or the negative thereof. These forward-looking statements reflect the Company's current expectations regarding future results, performance or achievements and are based upon information currently available to the Company and on assumptions that the Company believes are reasonable. Actual results and developments may differ materially from results and developments discussed in the forward-looking statements, as they are subject to a number of risks and uncertainties.

Although forward-looking statements are based upon estimates and assumptions that the Company believes are reasonable based upon information currently available, these statements are not representations or guarantees of future results, performance or achievements of the Company and are inherently subject to significant business, economic and competitive uncertainties and contingencies. In addition to the assumptions and other factors referred to specifically in connection with these forward-looking statements, the risks, uncertainties and other factors that could cause the actual results, performance or achievements of the Company to differ materially from those expressed or implied by the forward-looking statements, include, without limitation, the following: the occurrence of a pandemic, epidemic or outbreak of a contagious illness, such as COVID-19; changes in the overall health of the economy and changes in government; the availability and ability of the Company to attract and retain qualified personnel; changes in the health care industry in general and the long-term care industry in particular because of political, legal and economic influences; changes in applicable accounting policies; changes in regulations governing the health care and long-term care industries and the compliance by the Company with such regulations; changes in government funding levels for health care services; the ability of the Company to renew its government licenses and customer contracts; changes in labour relations and costs; changes in tax laws; resident care and class action litigation, including the Company's exposure to punitive damage claims, increased insurance costs and other claims; the ability of the Company to maintain and increase resident occupancy levels and business volumes; changes in competition; changes in demographics and local environment economies; changes in foreign exchange and interest rates; changes in the financial markets, which may affect the ability of the Company to refinance debt; and the availability and terms of capital to the Company to fund capital expenditures and acquisitions; changes in the anticipated outcome and benefits of dispositions, acquisitions and development projects, including risks relating to completion; and those other risks,

uncertainties and other factors identified in the Company's other public filings with the Canadian securities regulators available on SEDAR's website at www.sedar.com under the Company's issuer profile.

In particular, risks and uncertainties related to the effects of COVID-19 on Extendicare include: the length, spread and severity of the pandemic; the nature and extent of the measures taken by all levels of governments and public health officials, both short and long term, in response to COVID-19; domestic and global credit and capital markets; the Company's ability to access capital on favourable terms or at all due to the potential for reduced revenue and increased operating expenses as a result of COVID-19; the availability of insurance on favourable terms; litigation and/or regulatory proceedings against or involving the Company, regardless of merit; the health and safety of the Company's employees and its residents and clients; and domestic and global supply chains, particularly in respect of personal protective equipment (PPE). Given the evolving circumstances surrounding COVID-19, it is difficult to predict how significant the adverse impact will be on the global and domestic economy and the business operations and financial position of Extendicare.

The preceding list of material factors or assumptions is not exhaustive. Although forward-looking statements contained in this Quarterly Report are based upon what management believes are reasonable assumptions, there can be no assurance that actual results will be consistent with these forward-looking statements. Accordingly, readers should not place undue reliance on such forward-looking statements and assumptions as management cannot provide assurance that actual results or developments will be realized or, even if substantially realized, that they will have the expected consequences to, or effects on, the Company. The forward-looking statements speak only as of the date of this Quarterly Report. Except as required by applicable securities laws, the Company assumes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

SIGNIFICANT DEVELOPMENTS

Vaccines Continue to be Critical in the Prevention of COVID Transmission

Vaccines remain the most effective measure to prevent the transmission of COVID-19 and have played a crucial role in protecting our residents, clients, and staff. Throughout Q3 2021, we increased the level of vaccination throughout our resident and staff population through our ongoing education and awareness campaign and the implementation of our staff vaccination policies. The implementation of provincial vaccine mandates and protocols helped further improve our staff vaccination levels. This progress has played a pivotal role in minimizing the incidence of infection across our organization. As of November 3, 2021, four of our 69 LTC homes and retirement communities were recovering from outbreaks, with no active resident or staff cases of COVID-19. The four LTC homes currently in outbreak are in Alberta, where there continues to be high levels of COVID-19 cases in the community.

While we are encouraged by the low level of COVID-19 cases within our LTC homes and retirement communities, we continue to monitor the evolution of the pandemic closely and remain vigilant with our protection efforts and vaccine programs. The recent resurgence of cases in Alberta and Saskatchewan serve as an important reminder that we must remain diligent. We continue to maintain elevated staffing within our LTC homes to address the ongoing need for screening and prevention protocols and to support staff required to isolate (for example, meals, hotel stays and paid sick time) and provide access to enhanced PPE.

Emergency measures enacted by Canada's federal and provincial governments to combat COVID-19 continue to evolve and we continue to work closely with all levels of government, health authorities, our industry partners and advocacy groups.

VACCINE POLICIES ENHANCING PROTECTIONS FOR OUR STAFF AND RESIDENTS

In the quarter, we announced a new staff vaccination policy to enhance protection against the virus. The policy came into effect on October 12, 2021, and requires all of our LTC and retirement staff to demonstrate they are vaccinated or be placed on an unpaid leave of absence. The policy was implemented successfully without any significant staffing instability. Full vaccination is also required for newly hired employees, students and agency personnel across the organization. In addition, we have made substantial progress in delivering a third dose of the vaccine to our LTC and retirement residents since commencing a booster program in September 2021.

ParaMed team members continue to respond positively to our vaccination program, as we make steady progress towards the goal of full vaccination for our home health care staff. We continue to support our staff by offering educational resources, reimbursement of expenses and paid time for vaccine appointments to remove all barriers to vaccination. Vaccination against COVID-19 is also a condition of employment for all newly hired employees in ParaMed. The combination of vaccination, surveillance testing, active symptom screening and the use of PPE has proven very effective in keeping our home health care clients safe.

RECRUITMENT PROGRAMS CONTINUE TO ADD SUPPORT TO OUR CARE TEAMS

Shortages of health care workers continue to be exacerbated by the increase in demand for caregivers caused by the pandemic. Many of our LTC homes, retirement communities and ParaMed districts are contending with numerous vacancies. The shortage of nurses across all parts of the health system is a particular challenge as demographic trends and the stresses of the pandemic continue to cause nurses to leave the profession at a time when demand for their services is on the rise. Our personal support worker (PSW) college partnerships and in-house home support worker (HSW) training programs continue to be successful, with approximately 470 graduates being hired in the first nine months of 2021. In addition, we are also participating in various new federal and provincial programs introduced to educate new employees for the seniors' care workforce and currently have approximately 460 students enrolled in various government sponsored internships to whom we plan to offer employment upon graduation.

COVID-19 Related Expenses and Funding

As COVID-19 cases and outbreaks within our LTC homes and retirement communities have decreased, so have our COVID-19 related expenses. In Q3 2021 our aggregate COVID-19 related expenses decreased by $10.4 million to $32.4 million as compared to Q2 2021. As well, we received $5.1 million of funding in Q3 2021 related to our COVID-19 costs incurred in Q1 2021. We continue to invest the resources required to help protect our residents, clients and staff and we continue to receive financial support for our LTC operations from provincial governments to address our COVID-19 related expenses.

During the nine months ended September 30, 2021, we incurred an estimated $95.5 million of pandemic-related operating expenses, excluding the costs associated with government funded pandemic pay programs, and $2.8 million in COVID-19 related administrative costs. These costs were partially offset by funding of $85.8 million from various provincial governments year to date, resulting in reductions in our consolidated net operating income (NOI) and Adjusted EBITDA of approximately $9.7 million and $12.5 million, respectively. Excluding the impact of $18.8 million in funding received in Q1 2021 related to COVID-19 costs incurred in our LTC operations in 2020, we have incurred net COVID costs of $28.5 million and $31.3 million, impacting consolidated NOI and Adjusted EBITDA, respectively, for the nine months ended September 30, 2021.

The following table provides a summary of the estimated revenue recognized and the operating and administrative costs incurred related to COVID-19 on a quarterly and year-to-date basis for 2021 and 2020.

Estimated COVID-19 Revenue, Operating Expenses and Administrative Costs

	2021				2020					
(millions of dollars)	**Q3**	**Q2**	**Q1**	**YTD Q3**	**Q4**	**Q3**	**Q2**	**Q1**	**YTD Q3**	**Year**
Revenue										
Long-term care	**24.0**	**25.5**	**47.0**	**96.5**	25.6	21.1	17.6	0.4	39.1	64.7
Retirement living	**—**	**—**	**—**	**—**	—	—	—	—	—	—
Home health care	**7.7**	**7.8**	**8.8**	**24.3**	6.4	7.6	9.6	—	17.2	23.6
Revenue impact	**31.7**	**33.3**	**55.8**	**120.8**	32.0	28.7	27.2	0.4	56.3	88.3
Operating Expenses										
Long-term care	**23.2**	**32.7**	**48.1**	**104.0**	34.3	27.7	26.2	0.7	54.6	88.9
Retirement living	**0.2**	**0.2**	**0.1**	**0.5**	0.1	0.5	0.5	—	1.0	1.1
Home health care	**8.2**	**8.8**	**9.0**	**26.0**	7.2	7.7	10.0	—	17.7	24.9
Operating expenses impact	**31.6**	**41.7**	**57.2**	**130.5**	41.6	35.9	36.7	0.7	73.3	114.9
NOI										
Long-term care	**0.8**	**(7.2)**	**(1.1)**	**(7.5)**	(8.7)	(6.6)	(8.6)	(0.3)	(15.5)	(24.2)
Retirement living	**(0.2)**	**(0.2)**	**(0.1)**	**(0.5)**	(0.1)	(0.5)	(0.5)	—	(1.0)	(1.1)
Home health care	**(0.5)**	**(1.0)**	**(0.2)**	**(1.7)**	(0.8)	(0.1)	(0.4)	—	(0.5)	(1.3)
NOI impact	**0.1**	**(8.4)**	**(1.4)**	**(9.7)**	(9.6)	(7.2)	(9.5)	(0.3)	(17.0)	(26.6)
Administrative costs	**0.8**	**1.1**	**0.9**	**2.8**	0.7	1.6	1.2	—	2.8	3.5
Adjusted EBITDA impact	**(0.7)**	**(9.5)**	**(2.3)**	**(12.5)**	(10.3)	(8.8)	(10.7)	(0.3)	(19.8)	(30.1)

As summarized in the above table, since the beginning of the pandemic in Q1 2020, we have incurred estimated cumulative pandemic-related operating expenses of $166.5 million, net of $78.9 million related to funded temporary pandemic pay, and $6.3 million in administrative costs, and have received offsetting revenue or expense recovery from government programs of $130.2 million, resulting in cumulative reductions in our consolidated NOI and Adjusted EBITDA of approximately $36.3 million and $42.6 million, respectively.

We have also provided approximately $35.0 million in funded temporary pandemic pay premiums for eligible front-line staff in the nine months ended September 30, 2021, with cumulative $78.9 million paid since Q1 2020, offset by funded programs announced in Ontario and Alberta. We record the pandemic pay in operating expenses and recognize the related offsetting funding for these programs as revenue.

The Federal Government and the provincial governments where we operate have all announced various programs and financial assistance to address the challenges presented by COVID-19 and continue to evolve these programs to mitigate the financial impacts of the pandemic. However, the timing of announcements and payments of these programs and the amount that is reimbursed do not always correlate to the period in which the additional expenses are incurred, and any such payments may not cover all of the COVID-19 related costs incurred by the Company.

In August 2021, the Ontario Ministry of Long-Term Care (MLTC) announced additional COVID-19 prevention and containment funding of $290.0 million for July 1, 2021 through to March 31, 2022. While costs related to our COVID prevention and containment programs have been declining as COVID cases have decreased, our Ontario LTC COVID-19 costs are in excess of the funding received to date in 2021 and may exceed the funding allocated for Q4 2021 and Q1 2022.

There are currently no specific announcements by any provincial authority setting out the details of additional funding related to our cumulative net COVID costs to date. We anticipate further retroactive recovery of unfunded costs, but the amount and timing of any COVID-19 funding recoveries are uncertain and may not cover all of the costs we incurred. As a result, we expect ongoing volatility in our operating and financial results until the effects of COVID-19 are behind us. While we believe the financial impacts of COVID-19 will largely subside as we emerge from the pandemic, there is no guarantee as to how soon that may be or that another pandemic, epidemic or outbreak will not have a material adverse effect on the business, results of operations and financial condition of the Company.

Occupancy Improving in LTC and Retirement

The Ontario 2021 Budget provided an extension of LTC occupancy protection to the end of January 2022 ensuring that the sector can maintain its critical focus on preventing transmission of the virus in LTC homes in the coming months. This provides time for the measured admission of new residents from hospitals and the community to increase occupancy levels. To date, each of the western provinces where we operate LTC homes has provided additional funding to support COVID-19 costs. In certain provinces, this funding includes a portion related to occupancy.

As a result of the substantial decrease in COVID-19 cases within the broader population, increased vaccination rates and easing of pandemic-related restrictions on admissions to our LTC homes, we experienced an increase in admissions in Q3 2021, resulting in an average LTC occupancy of 89.0% up 360 bps from Q2 2021 and 610 bps from Q1 2021. With lengthy waitlists for LTC in many of the communities where we operate, we expect average occupancy levels to continue to increase as long as rates of COVID-19 and other transmissible diseases in the community remain low.

We will not return to full occupancy levels in homes with ward-style, three and four bed rooms, as these will be limited to a maximum of two residents per room. We are awaiting more specific details regarding ongoing funding related to these ward-style rooms beyond January 2022.

While we are encouraged by the improvements in our LTC occupancy, we anticipate that a small number of our Ontario LTC homes may not return to levels above 97% before occupancy protection expires. The average occupancy of our Ontario LTC homes as at September 30, 2021, adjusted to exclude the ward-style, three and four bed rooms we have taken out of service, was 94.6%. As a result, we may experience some reduction in funding for certain Ontario LTC homes that do not achieve the required occupancy beyond January 2022.

Throughout the pandemic our retirement communities experienced declines in occupancy or slower lease-up as move-ins and tours were impeded by COVID-19 protocols. Notwithstanding these impacts, our stabilized communities have performed well, maintaining average occupancy of 90.2% for the nine months ended September 30, 2021, down from an average stabilized occupancy of 92.1% in 2020. The easing of restrictions allowed average lease-up occupancy to improve by 520 bps to 76.1% in Q3 2021 from Q2 2021.

Home Health Care Margins Improving and Rate Increases Announced

Home health care operations were significantly impacted at the onset of the pandemic, resulting in a significant drop in our average daily volumes (ADV) in Q2 2020. We have experienced steady recovery in our ADV since then, as demand for our home health care services recovered and staff returned to work, resulting in a recovery of ADV to pre-pandemic levels during Q2 2021. ParaMed ADV for Q3 2021 was 25,345, up 0.3% from Q2 2021 and up 11.4% from Q3 2020. Growth in the quarter was limited by seasonal factors generally experienced during the summer months.

While we anticipate continued growth in ADV as the pandemic recedes, workforce capacity constraints continue to impede the pace of growth as various pandemic-related factors persist, including increased demand for health care workers from hospitals and LTC, competition for nurses throughout the health care system and the impact of federal income support programs. We are building capacity through our PSW college partnerships and in-house HSW training programs in addition to our ongoing focus on encouraging employees who have been on leave to return to work.

Efficiency gains in our back-office processes continue to benefit NOI margins in our home health care operations with Q3 2021 at 9.7%, as compared to 7.9% in Q2 2021, excluding the impacts associated with the Canada Emergency Wage Subsidy (CEWS) in Q2 2021. NOI margins in Q3 2021 benefited from a $0.4 million non-recurring workers compensation rebate, and the impact of an additional operating day, compared to Q2 2021. Excluding these estimated impacts Q3 2021 NOI margins were 9.1%.

Subsequent to September 30, 2021, we began receiving notices from various Home and Community Care Support Services districts in Ontario increasing overall home health care rates for government contracted services providers, such as ParaMed, by approximately 1.9%, effective April 1, 2021. In addition, the Alberta Health Services (AHS) increased home health care rates by 1%, effective April 1, 2021. The retroactive impact of the rate increases in Ontario and Alberta will be recorded in Q4 2021. Based on our ADV and mix of home health care services delivered in Q2 2021 and Q3 2021, we estimate the annualized impact on revenue from the rate increases to be in the range of $6.0 to $7.0 million.

Continued Commitment to Long-Term Care Redevelopment

Subsequent to September 30, we commenced construction on our third LTC redevelopment project in 2021, a new 256-bed LTC home in the Ottawa area in Stittsville, Ontario that will replace a nearby 240-bed Class C home. In connection with this new project the Company entered into a $47.5 million fixed-price construction agreement. Construction is targeted to be completed in Q1 2024.

Together with our Sudbury and Kingston projects, the three homes under construction will replace a total of 624 Class C LTC beds with 704 new beds requiring a net investment of $178.9 million. The homes are being constructed exclusively with private and semi-private rooms, the latter of which accommodate two residents in separate bedrooms with a shared bathroom. For more information refer to the discussion under “Key Performance Indicators – LTC Projects Under Construction”.

During 2020, the MLTC announced a new Long-Term Care Home Capital Development Funding program (New Funding Program) for the development of new and replacement LTC beds. The program was funded in March 2021 with $2.68 billion to support the construction of 30,000 new and upgraded LTC beds over ten years. On October 21, 2021, the MLTC announced a new call for applications in support of this ongoing initiative, and on November 4, 2021, the Ontario government announced in its Fall Economic Update an additional $3.7 billion in funding starting in 2024-25 towards the commitment to build 30,000 net new LTC beds by 2028, as well as upgrades to approximately 28,000 existing beds to modern design standards. The commitment of the Ontario government to address the aging infrastructure within long-term care is an important step to improving the quality of care for our LTC residents and has been advocated for by the industry for more than a decade.

We continue to advance our redevelopment strategy to replace our older Class C LTC beds in Ontario. In aggregate, we have 22 projects that propose to build more than 4,200 new LTC beds, 3,285 of them replacing Class C beds. We are working closely with industry partners and the government to enhance the New Funding Program to expedite all feasible projects. In addition to the three LTC redevelopment projects currently under construction, we have an additional six projects in advanced stages of approvals with the MLTC in respect of which we hope to begin construction before the end of 2023. We are evaluating our remaining 13 projects and intend to submit applications to the MLTC under this new call for tender.

Improvements in Direct Care Hours in Ontario LTC

On October 6, 2021, the Ontario government provided details of its staffing plan to increase the level of direct care for LTC residents. The government announced a $4.9 billion investment over the next four years to support hiring more LTC staff, in line with the goal of providing residents up to four hours of care per day by 2024-25 (the “LTC Staffing Plan”). This is a significant step by the Ontario government to improve the care provided to residents. The multiyear commitment and visibility provided to the sector with this new LTC Staffing Plan will enable the requisite planning to achieve this increased level of care. The funding increases will be phased in over four years, with an initial move to three hours of care effective November 1, 2021, and subsequent increases in the hours of care and related funding on April 1 of each year through to April 1, 2024. Based on the incremental funding per LTC bed per month included in the announcement to be effective November 1, 2021, the Company estimates that this will provide incremental revenue in 2022 of approximately $40.0 to $45.0 million, which will be included in the nursing and program funding flow-through envelopes, where any funding not spent on resident care is returned to the government.

Regulatory Developments

ONTARIO GOVERNMENT INITIATIVES

During the last week of October 2021, the Ontario government announced a number of important initiatives in respect of the LTC industry in Ontario. Those initiatives include:

- An investment of $20 million to hire 193 new inspections staff as part of a new proactive inspection program (see below regarding Bill 37), effectively doubling the current number of LTC inspectors.
- Extension of the temporary wage enhancement for PSWs and direct support workers, reflecting a further investment of $373 million focused on helping to attract and retain employees working in key roles at LTC facilities, retirement homes, public hospitals, social services and home and community health care.
- An investment of up to $100 million for grants aimed at attracting more people to work as nurses and PSWs in the LTC sector.
- The first reading of Bill 37, *Providing More Care, Protecting Seniors, and Building More Beds Act, 2021* (Bill 37), occurred on October 28, 2021. Bill 37, if enacted, will replace the current *Long Term Care Homes Act* and amend the *Retirement Homes Act, 2010*. In respect of long-term care, Bill 37 will emphasize improving staffing and care; protecting residents through better accountability, enforcement and transparency; and building modern, safe comfortable homes for seniors. Among other things, Bill 37 proposes to increase average hours of direct care per resident per day to four hours by March 31, 2025, double fines as a financial deterrent for non-compliance and allows the Minister to make a policy that could be used in lieu of individual licensing determinations, thus streamlining the approval process. The proposed amendments to the *Retirement Homes Act* similarly include increased transparency and enhanced resident protection.

The Company welcomes these critical investments and initiatives by the Ontario government in the Ontario LTC and retirement homes sectors. Although the Company is continuing to review Bill 37 and is assessing the potential impact it may have on its operations, the Company looks forward to continuing to work in partnership with the Ontario government on these and other important initiatives.

DEVELOPMENTS RELATING TO PAY EQUITY

In 1995, certain participating LTC homes and unions agreed on a framework for a new pay equity plan. Under this plan, the parties agreed that once wage adjustments were implemented, pay equity would be achieved in all participating LTC homes. By 2005, pay equity was achieved in participating LTC homes.

In 2010, the Ontario Nurses Association (ONA) and Service Employees International Union Healthcare (SEIU) launched a challenge against the participating LTC homes and the Ontario government with the Pay Equity Tribunal, arguing that new pay equity adjustments were required in order to maintain pay equity with municipal LTC homes where PSWs and other direct care workers in other industries are included in determining pay equity. The Tribunal found in favour of the Ontario government, effectively confirming that these homes ought to use only internal comparisons to determine ongoing pay equity standards. In 2019, ONA and SEIU challenged the Tribunal's decision and the presiding court found in favour of the unions and referred the matter back to the Tribunal. Most recently, following appeals of that decision, in October 2021, the Supreme Court of Canada dismissed the request of the Ontario government and applicable LTC homes to further appeal the matter.

The Company looks forward to working with the ONA, SEIU, other LTC providers and the Ontario government to finally resolve this issue through a framework pursuant to which pay equity can be assessed on grounds appropriate for non-municipal LTC homes.

Transitioning Saskatchewan LTC to Saskatchewan Health Authority (SHA)

On October 14, 2021, the SHA and the Company announced that they have agreed to work collaboratively to transition the delivery of long-term care services operated at the Company's five LTC homes located in Saskatchewan (the "Saskatchewan LTC Homes") to the SHA. The SHA and the Company have agreed to continue in a co-management arrangement in respect of the Saskatchewan LTC Homes as details are finalized for the permanent transfer of operational responsibilities and, potentially, the assets to the SHA. Consideration for the assets would be anticipated to include fair market value for the assets less funding received in respect of those assets. The Company is working collaboratively with the SHA to undertake the transition while remaining focused on the needs of residents, families and staff. The agreement follows the issuance of a report by the Saskatchewan Ombudsman regarding the COVID-19 outbreak at the Extendicare Parkside LTC home in Regina and a review by the SHA for the Ministry of Health regarding the Company's compliance with the Ombudsman's recommendations and the care requirements stipulated under the *Program Guidelines for Special Care Homes*. The SHA has stated that the step to take responsibility of the Company's Saskatchewan operations is a result of a number of complex

factors, including lessons learned during the pandemic and increasing and more complex demand for LTC services in the future.

The transfer is not anticipated to have a material adverse effect on the business, results of operations and financial condition of the Company. For the nine months ended September 30, 2021, the Saskatchewan LTC Homes contributed revenue of $42.6 million, a net operating loss of $1.3 million and estimated impact of AFFO of negative $1.5 million. For the full year 2020, the Saskatchewan Homes contributed revenue of $54.7 million, net operating income of $1.1 million and estimated AFFO of $0.1 million. Further, these amounts do not include any of the costs of providing finance, information technology, human resources, legal and quality services to the Saskatchewan Homes. As at September 30, 2021, the Company's carrying value of the property and equipment related to the Saskatchewan Homes was $5.4 million and the related long-term debt outstanding was $3.2 million, which matures in January 2022.

BUSINESS OVERVIEW

As at September 30, 2021, the Company owned and operated 58 LTC homes and 11 retirement communities, through its Extendicare and Esprit Lifestyle Communities divisions, respectively, and provided contract services to 51 LTC homes and retirement communities for third parties through Extendicare Assist. In total, Extendicare operated or provided contract services to a network of 120 LTC homes and retirement communities across four provinces in Canada, with capacity for 15,547 residents. The majority of these homes are in Ontario and Alberta, which accounted for approximately 77% and 11% of residents served, respectively.

In addition to providing group purchasing services to the Company's own operations, SGP supports third-party clients representing approximately 88,400 senior residents across Canada, as at September 30, 2021.

The Company's home health care operations, ParaMed, delivered approximately 9.0 million hours of home health care services for the trailing twelve months ended September 30, 2021. The majority of ParaMed's volumes are generated in Ontario and Alberta, representing 94% and 4%, respectively.

The Company reports on the following segments: i) long-term care; ii) retirement living; iii) home health care; iv) contract services, consulting and group purchasing as "other operations"; and v) the corporate functions and any intersegment eliminations as "corporate". For financial reporting purposes, the Company's owned and operated homes are reported under the "long-term care" or the "retirement living" operating segment based on the predominant level of care provided. The Company's homes under contract with Extendicare Assist are reported under the "other operations" segment, as the revenue from those operations is earned on a fee-for-service basis.

The following table summarizes the contribution of the business segments to the Company's consolidated revenue and NOI for the nine months ended September 30, 2021 and 2020. The impact of COVID-19 on all segments and the impact of CEWS on the home health care segment impacts the comparability of the contributions of the business segments to the Company's consolidated revenue and NOI. Refer to "Significant Developments – COVID-19 Related Expenses and Funding", "Key Performance Indicators – Home Health Care – ParaMed Canada Emergency Wage Subsidy" and "2021 Third Quarter Financial Review" for additional details to understand the impacts on the business segments.

	Nine months ended September 30				Year ended December 31	
	2021		2020		2020	
Operating Segments as % of	**Revenue**	**NOI**	**Revenue**	**NOI**	**Revenue**	**NOI**
Long-term care	**61.9 %**	**41.2 %**	61.5 %	33.7 %	61.8 %	28.4 %
Retirement living	**3.9 %**	**9.9 %**	4.2 %	8.3 %	4.1 %	7.6 %
Home health care	**32.0 %**	**37.5 %**	32.0 %	48.5 %	31.8 %	54.9 %
Other	**2.2 %**	**11.4 %**	2.3 %	9.5 %	2.3 %	9.1 %
Total	**100.0 %**	**100.0 %**	100.0 %	100.0 %	100.0 %	100.0 %

The following describes the operating segments of the Company.

Long-term Care

The Company owns and operates 58 LTC homes with capacity for 8,138 residents, inclusive of a stand-alone designated supportive living home (140 suites) and a designated supportive living wing (60 suites) in Alberta and two retirement wings (76 suites) in Ontario.

Provincial legislation and regulations closely control all aspects of the operation and funding of LTC homes and government-funded supportive living homes, including the fee structure, subsidies, the adequacy of physical homes, standards of care and accommodation, equipment and personnel. A substantial portion of the fees paid to providers of these services are funded by

provincial programs, with a portion to be paid by the resident. No individual is refused access to long-term care due to an inability to pay, as a government subsidy, generally based on an income test, is available for LTC residents who are unable to afford the resident co-payment. Long-term care funding in Ontario is provided in four envelopes allocated to personal care, programming, food and accommodation, respectively. The first three envelopes must be spent entirely on residents and are independently audited with any surplus funding returned to the government. The additional COVID-19 pandemic related funding being provided in Ontario is subject to this same reconciliation process. In Alberta, designated supportive living homes provide an alternative setting for residents not yet requiring the needs of a more expensive LTC home. Such homes are licensed, regulated and funded by AHS in a similar manner to LTC homes, including a government-determined fee structure.

In Ontario, long-term care operators have the opportunity to receive additional funding through higher accommodation rates charged to residents for private and semi-private accommodation, at maximum preferred accommodation rates that are fixed by the government. Long-term care operators are permitted to designate up to 60% of the resident capacity of a home as preferred accommodation and charge premiums that vary according to the structural classification of the LTC home.

The following summarizes the government funding rate changes announced for LTC during 2020 and 2021 in Ontario and Alberta, the Company's largest LTC markets, exclusive of one-time funding in respect of COVID-19 (refer to the discussion under "Significant Developments – COVID-19 Related Expenses and Funding".

Ontario LTC Funding Changes

In September 2021, the MLTC implemented a global inflationary funding increase across the accommodation and flow-through envelopes of 1.5% for Ontario LTC providers, retroactive to April 1, 2021. This represents incremental annual revenue for the Company of approximately $5.1 million, of which approximately $1.6 million applies to the accommodation envelope (non flow-through).

In 2020, the MLTC implemented a similar 1.5% global inflationary funding increase effective April 1, 2020, representing incremental revenue for the Company of approximately $5.1 million, of which approximately $1.6 million was non flow-through. In addition, effective April 1, 2020, the MLTC eliminated structural compliance premium (SCP) funding for eligible Class A, B and C beds and replaced it with a new LTC minor capital funding program to be phased in over three years. For the first year under the new program, the Company's funding remains unchanged at $1.3 million, with modest increases during the phase in period.

In respect of the annual inflationary rate increases for preferred accommodation premiums paid for by residents to LTC providers for private and semi-private accommodation, the MLTC implemented a 1.9% increase effective July 1, 2020. However, to provide relief to families experiencing challenges due to COVID-19, this increase to residents has been deferred until January 1, 2022, and LTC providers are instead being compensated directly by the MLTC. For older LTC beds that are not classified as "New" or "A" beds, the maximum daily preferred accommodation premiums increased to $8.68 and $19.54 for semi-private and private rooms, respectively. For newer LTC beds that are classified as "New" or "A" beds, the maximum daily preferred accommodation premiums increased to $13.02 and $27.15 for semi-private and private rooms, respectively.

Alberta LTC Funding Changes

In October 2021, AHS announced adjustments to the portion of government funding for providers of LTC and designated supportive living homes retroactive to April 1, 2021, which are estimated to represent additional annual revenue for the Company of approximately $0.1 million (2020 – effective April 1, $0.3 million).

In March 2021, AHS announced a 0.6% annual inflationary increase for the portion of the accommodation rates paid directly by residents of LTC and designated supportive living homes to providers effective July 1, 2021, representing additional annual revenue for the Company of approximately $0.2 million (2020 – 2.5% effective October 1, $0.7 million).

Retirement Living

Under the Esprit Lifestyle Communities brand, the Company owns and operates 11 retirement communities with 1,050 suites. Four of these communities (341 suites) are located in Saskatchewan and seven communities (709 suites) are located in Ontario.

The Company's retirement communities provide accommodation and services to private-pay residents at rates set by the Company based on the services provided and market conditions. The monthly fees vary depending on the type of accommodation, level of care and services chosen by the resident and the location of the retirement community. Residents are able to choose the living arrangements best suited to their personal preference and needs, as well as the level of care and support they receive as their needs evolve over time.

Home Health Care

The Company provides home health care services through ParaMed, whose professionals and staff members are skilled in providing complex nursing care, occupational, physical and speech therapy and assistance with daily activities to accommodate clients of all ages living at home.

Provincial governments fund a wide range of home health care services and contract these services to providers such as ParaMed. ParaMed receives approximately 99% of its revenue from contracts tendered by locally administered provincial agencies, with the remainder coming from private clients.

Other Operations

The Company leverages its size, scale and operational expertise in the senior care industry to provide contract services and consulting to third-parties through other operations, which are composed of its Extendicare Assist and SGP divisions.

CONTRACT SERVICES AND CONSULTING

Through its Extendicare Assist division, the Company provides a wide range of contract services and consulting to third parties. Extendicare Assist partners with not-for-profit and for-profit organizations, hospitals and municipalities seeking to improve their management practices, quality of care practices and operating efficiencies. Extendicare Assist provides a broad range of services aimed at meeting the needs of its partners, including: financial administration, record keeping, regulatory compliance and purchasing. In addition, Extendicare Assist provides consulting services to third parties for the development and redevelopment of LTC homes. Extendicare Assist's contract services portfolio consisted of 51 LTC homes and retirement communities with capacity for 6,359 residents as at September 30, 2021.

GROUP PURCHASING SERVICES

Through its SGP division, the Company offers cost-effective purchasing contracts to other senior care providers for food, capital equipment, furnishings, cleaning and nursing supplies and office products. SGP negotiates long-term, high volume contracts with suppliers that provide members with preferred pricing, thereby providing a cost-effective means to secure quality national brand-name products, along with a range of innovative services. As at September 30, 2021, SGP provided services to third parties representing approximately 88,400 senior residents across Canada.

KEY PERFORMANCE INDICATORS

In addition to those measures identified under "Non-GAAP Measures", management uses certain key performance indicators in order to compare the financial performance of the Company's continuing operations between periods. In addition, we assess the operations on a same-store basis between the reported periods. Such performance indicators may not be comparable to similar indicators presented by other companies. Set forth below is an analysis of the key performance indicators and a discussion of significant trends when comparing the Company's financial results from continuing operations.

The following is a glossary of terms for some of the Company's key performance indicators:

"Average Daily Volume" or "ADV" in the context of the home health care operations, is measured as the number of hours of service provided divided by the number of days in the period;

"Occupancy" is measured as the percentage of the number of earned resident days (or the number of occupied suites in the case of a retirement community) relative to the total available resident days. Total available resident days is the number of beds (or suites in the case of a retirement community) available for occupancy multiplied by the number of days in the period;

"Stabilized" is the classification by the Company of an LTC home or retirement community that has achieved and sustained its expected stabilized occupancy level for three consecutive months, which level varies from project to project;

"Lease-up" is any LTC home or retirement community not classified as stabilized;

"Non same-store" or "NSS" generally refers to those homes, communities or businesses that were not continuously operated by the Company since the beginning of the previous fiscal year or have been classified as held for sale; and

"Same-store" or "SS" generally refers to those homes, communities or businesses that were continuously operated by the Company since the beginning of the previous fiscal year, and which are not classified as held for sale.

Long-term Care

The following table provides the average occupancy levels of the LTC operations for the past eight quarters.

Long-term Care Homes	2021			2020				2019
Average Occupancy ***(%)***	**Q3**	**Q2**	**Q1**	**Q4**	**Q3**	**Q2**	**Q1**	**Q4**
Total LTC	**89.0 %**	**85.4 %**	**82.9 %**	87.7 %	90.0 %	93.5 %	97.0 %	97.8 %
Change over prior year period (bps)	**(100)**	**(810)**	**(1,410)**	(1,010)	(790)	(400)	10	20
Sequential quarterly change (bps)	**360**	**250**	**(480)**	(230)	(350)	(350)	(80)	(10)
Ontario LTC								
Total ON LTC	**86.6 %**	**82.8 %**	**80.3 %**	85.3 %	87.9 %	92.9 %	97.6 %	98.2 %
Preferred Accommodation[(1)]								
"New" homes – private	**85.6 %**	**83.6 %**	**82.6 %**	88.4 %	88.0 %	91.7 %	95.4 %	95.8 %
"C" homes – private	**79.9 %**	**81.0 %**	**76.6 %**	80.7 %	86.5 %	89.5 %	92.8 %	93.1 %
"C" homes – semi-private	**51.3 %**	**49.3 %**	**50.0 %**	54.6 %	58.6 %	63.5 %	66.3 %	66.7 %

(1) Average occupancy reported for the available private and semi-private rooms reflects the percentage of residents occupying those beds and paying the respective premium rates.

The average occupancy at the Company's LTC homes was 89.0% for Q3 2021 as compared to 90.0% in Q3 2020 and to 85.4% in Q2 2021. In terms of the quarterly trends, occupancy softness is to be expected during the winter months as a result of seasonal influenza outbreaks, which can lead to a temporary freeze on admissions; however, COVID-19 has negatively impacted occupancy levels since March 2020. With the success of the vaccines driving significant reductions in COVID-19 outbreaks and easing of restrictions on LTC homes, average occupancy was up 360 bps from Q2 2021.

In Ontario, overall government funding is occupancy-based, but once the average occupancy level of 97% or higher for the calendar year is achieved, operators receive government funding based on 100% occupancy. In the event of closure to admissions related to an outbreak, full funding is preserved in Ontario, otherwise referred to as occupancy protection funding. The Company's Ontario LTC homes generally average above the 97% occupancy threshold, with all but one having done so in 2019. However, as indicated above, such occupancy levels have not been sustained as a result of COVID-19. In response, the Government of Ontario provided basic occupancy protection funding for all LTC homes for 2020 and through to the end of January 2022. However, occupancy protection does not compensate for the loss of preferred accommodation premiums from private and semi-private room vacancies. The reduction in preferred accommodation premiums for the nine months ended September 30, 2021, was approximately $1.2 million, as compared to the same prior year period (for the year ended December 31, 2020, preferred accommodation premiums were down $0.7 million from 2019 levels).

To date, each of the western provinces in which we operate LTC homes have provided additional funding to support COVID-19 costs. In certain provinces, this funding includes specific funding to address occupancy shortfalls.

LTC Projects Under Construction

The following table summarizes the LTC projects that are under construction:

LTC Project	# of Beds	Expected Opening	Estimated Adjusted Development Costs [(1)] *($ millions)*	Adjusted Development Costs [(1)] Incurred as at September 30, 2021 *($ millions)*	Annual CFS [(1)] *($ millions)*	Estimated Stabilized NOI [(1)] *($ millions)*	Expected NOI Yield [(1)]
Sudbury	256	Q2-23	64.3	16.4	1.9	3.1	7.7 %
Kingston	192	Q1-23	45.4	8.4	1.4	2.3	8.1 %
Stittsville	256	Q1-24	69.2	6.6	2.2	3.0	7.6 %
	704		**178.9**	**31.4**	**5.5**	**8.4**	**7.8 %**

(1) Refer to the discussion under "Non-GAAP Measures" in respect of references to "Adjusted Development Costs" and "NOI Yield".

Construction of the Sudbury LTC project commenced in Q4 2020 under a fixed-price construction agreement ($47.3 million) and is anticipated to be completed in Q2 2023. Total Adjusted Development Costs are currently estimated at $64.3 million (previously $62.3 million) and the NOI Yield of the project is anticipated to be approximately 7.7% (previously 8.0%), revised from the previous quarter to reflect additional costs as a result of unforeseen issues when excavating the foundation and an expected opening of Q2 2023.

Construction of the Kingston LTC project commenced in Q2 2021 under a fixed-price construction agreement ($33.2 million) and is anticipated to be completed in Q1 2023. Total Adjusted Development Costs are estimated at $45.4 million and the NOI Yield of the project is anticipated to be approximately 8.1%.

Construction of the Stittsville LTC project commenced in Q4 2021 under a fixed-price construction agreement ($47.5 million) and is anticipated to be completed in Q1 2024. Total Adjusted Development Costs are estimated at $69.2 million and the NOI Yield of the project is anticipated to be approximately 7.6%.

Retirement Living

The following table summarizes the composition of the Company's 11 retirement communities in operation as at September 30, 2021. Three communities remain in lease-up, The Barrieview, which opened in October 2019, Bolton Mills, which opened at the beginning of 2019, and West Park Crossing. All retirement communities are classified as same-store as at September 30, 2021.

Retirement	Location	Total	Stabilized	Lease-up
Cedar Crossing	Simcoe, ON	69	69	
Douglas Crossing	Uxbridge, ON	148	148	
Empire Crossing	Port Hope, ON	63	63	
Harvest Crossing	Tillsonburg, ON	100	100	
Riverbend Crossing	Regina, SK	67	67	
Stonebridge Crossing	Saskatoon, SK	116	116	
Yorkton Crossing	Yorkton, SK	79	79	
Lynde Creek Manor	Whitby, ON	93	93	
West Park Crossing	Moose Jaw, SK	79		79
The Barrieview	Barrie, ON	124		124
Bolton Mills	Bolton, ON	112		112
Total suites		**1,050**	**735**	**315**
Total communities		**11**	**8**	**3**

AS AT OCCUPANCY

The following table provides the period end occupancy of the retirement communities in total and for each of the stabilized and lease-up groupings for the past eight quarters based on the classifications as at September 30, 2021.

Sequential occupancy declines in stabilized retirement communities are generally to be expected during the winter months. As well, the opening of The Barrieview (124 suites) in October 2019 resulted in a sequential decline in total occupancy at the end of Q4 2019. However, occupancy levels have been negatively impacted by COVID-19, resulting in periods of restricted move-ins and in-person tours by prospective residents since March 2020. As a result, stabilized occupancy of 90.3% as at September 30, 2021, was down 280 bps from September 30, 2020. However, due to the resumption of in-person tours and the relaxation of certain move-in conditions since the latter half of the second quarter, stabilized occupancy improved 80 bps from June 30, 2021, as did occupancy in our lease-up communities, which was 79.7% as at September 30, 2021, up 1,140 bps from September 30, 2020 and up 670 bps from June 30, 2021. Overall, total occupancy was 87.1% as at September 30, 2021, up 150 bps from September 30, 2020, and a 250 bps improvement from June 30, 2021.

Retirement Communities		**2021**					**2020**	**2019**
As at Occupancy *(%)*	**Q3**	**Q2**	**Q1**	**Q4**	**Q3**	**Q2**	**Q1**	**Q4**
Total communities	**87.1 %**	**84.6 %**	**84.6 %**	84.6 %	85.6 %	84.1 %	86.0 %	85.6 %
Change over prior year period (bps)	**150**	**50**	**(140)**	(100)	(100)	30	510	(300)
Sequential quarterly change (bps)	**250**	**—**	**—**	(100)	150	(190)	40	(100)
Stabilized communities	**90.3 %**	**89.5 %**	**91.0 %**	90.7 %	93.1 %	91.3 %	92.8 %	95.1 %
Change over prior year period (bps)	**(280)**	**(180)**	**(180)**	(440)	(100)	(120)	180	530
Sequential quarterly change (bps)	**80**	**(150)**	**30**	(240)	180	(150)	(230)	100
Lease-up communities	**79.7 %**	**73.0 %**	**69.5 %**	70.2 %	68.3 %	67.3 %	70.2 %	63.5 %

AVERAGE OCCUPANCY

The following table provides the average occupancy of the retirement communities in total and for each of the stabilized and lease-up groupings for the past eight quarters based on the classifications as at September 30, 2021. Average stabilized occupancy declined 40 bps to 89.8% from 90.2% in Q2 2021. The same factors discussed above under "As at Occupancy" contributed to the variances in average occupancy.

Retirement Communities		2021				2020		2019
Average Occupancy *(%)*	Q3	Q2	Q1	Q4	Q3	Q2	Q1	Q4
Total communities	**85.7 %**	**84.4 %**	**84.1 %**	84.6 %	84.4 %	84.4 %	85.7 %	81.7 %
Change over prior year period (bps)	**130**	**—**	**(160)**	290	(110)	240	640	(670)
Sequential quarterly change (bps)	**130**	**30**	**(50)**	20	—	(130)	400	(380)
Stabilized communities	**89.8 %**	**90.2 %**	**90.7 %**	91.3 %	91.9 %	91.5 %	93.5 %	94.9 %
Change over prior year period (bps)	**(210)**	**(130)**	**(280)**	(360)	(210)	10	280	510
Sequential quarterly change (bps)	**(40)**	**(50)**	**(60)**	(60)	40	(200)	(140)	90
Lease-up communities	**76.1 %**	**70.9 %**	**68.8 %**	69.0 %	67.0 %	67.9 %	67.5 %	50.7 %

Home Health Care

AVERAGE DAILY VOLUME

The table set out below provides the service volumes and ADV of the home health care operations for the past eight quarters, including and excluding volumes related to the B.C. contracts. At the end of January 2020, ParaMed ceased providing services to the B.C. health authorities, which contracts had contributed revenue of $3.0 million and NOI of less than $0.1 million in Q1 2020.

Excluding the impact of the B.C. contracts noted above, the peak impact of COVID-19 on ParaMed's ADV occurred in April 2020, and since that time, we have seen a steady recovery in our ADV levels despite the impacts of various periods of COVID-19 lockdown measures, seasonal softness in December 2020 and the ongoing impacts to our workforce capacity. During Q2 2021, our ADV recovered further to reach pre-pandemic levels and have remained at those levels during Q3 2021, despite traditionally slower summer months, with ADV at 25,345, up 0.3% from Q2 2021 and 11.4% higher than Q3 2020. Referral activity continues to be above pre-COVID-19 levels, but ongoing workforce capacity constraints are resulting in lower referral acceptance levels and a continued drag on the pace of growth in our home health care volumes (refer to the discussion under "Significant Developments – Home Health Care Margins Improving and Rate Increases Announced").

Home Health Care		2021				2020		2019
Service Volumes	Q3	Q2	Q1	Q4	Q3	Q2	Q1	Q4
Total Operations								
Hours of service *(000's)*	**2,331.7**	**2,299.0**	**2,191.7**	2,202.7	2,093.2	1,854.6	2,319.5	2,661.2
ADV	**25,345**	**25,264**	**24,352**	23,943	22,752	20,380	25,489	28,926
Change over prior year period	**11.4 %**	**24.0 %**	**(4.5)%**	(17.2)%	(21.1)%	(30.3)%	(11.6)%	(3.2)%
Sequential quarterly change	**0.3 %**	**3.7 %**	**1.7 %**	5.2 %	11.6 %	(20.0)%	(11.9)%	0.3 %
Excluding B.C.								
Hours of service *(000's)*	**2,331.7**	**2,299.0**	**2,191.7**	2,202.7	2,093.2	1,854.6	2,246.1	2,329.2
ADV	**25,345**	**25,264**	**24,352**	23,943	22,752	20,380	24,682	25,318
Change over prior year period	**11.4 %**	**24.0 %**	**(1.3)%**	(5.4)%	(9.9)%	(20.7)%	(3.1)%	(4.6)%
Sequential quarterly change	**0.3 %**	**3.7 %**	**1.7 %**	5.2 %	11.6 %	(17.4)%	(2.5)%	0.3 %

PARAMED CANADA EMERGENCY WAGE SUBSIDY

On April 11, 2020, the Government of Canada enacted the CEWS program, which was designed to help Canadian employers that have experienced revenue declines to re-hire workers laid off as a result of COVID-19, help prevent further job losses and better position the employers to resume normal operations after the COVID-19 pandemic. Throughout the pandemic we have focused on maintaining and increasing our workforce capacity to ensure we are able to respond quickly to increases in demand for home health care services and resume operating at normalized levels as the pandemic recedes (refer to "Significant Developments – Home Health Care Margins Improving and Rate Increases Announced").

As a result of the revenue declines experienced by ParaMed, the Company's home health care subsidiary, ParaMed applied for and received CEWS funding. For the nine months ended September 30, 2021, ParaMed recognized $17.4 million in

CEWS ($9.7 million in Q1 2021, in respect of the claims periods between December 20, 2020 and March 13, 2021, and $7.7 million in Q2 2021, in respect of the claims periods between March 14, 2021 and June 5, 2021). During 2020, ParaMed recognized $91.2 million in CEWS in respect of all claims periods in 2020 from inception of the program to December 19, 2020. Payments under the CEWS program are accounted for as government grants under IAS 20 and are recorded on a net basis as a reduction to operating expenses of the home health care segment, thereby impacting the home health care segment's NOI.

Other Operations

The following table provides information in respect of the third-party clients receiving services from Extendicare Assist and SGP at the end of each period for the past eight quarters. At September 30, 2021, Extendicare Assist was providing contract services to third-parties representing 51 LTC homes and retirement communities with capacity for 6,359 senior residents. SGP continues to grow its market share, increasing its third-party residents served by 11.4% at September 30, 2021, over September 30, 2020, and by 5.9% from Q2 2021.

			2021				2020	2019
Other Operations	**Q3**	**Q2**	**Q1**	**Q4**	**Q3**	**Q2**	**Q1**	**Q4**
Extendicare Assist Contract Services								
Homes at period end	**51**	**51**	**51**	52	53	53	53	53
Resident capacity	**6,359**	**6,359**	**6,359**	6,379	6,543	6,543	6,601	6,601
Change over prior year period	**(2.8)%**	**(2.8)%**	**(3.7)%**	(3.4)%	(0.9)%	(0.9)%	(0.9)%	1.6 %
Sequential quarterly change	**— %**	**— %**	**(0.3)%**	(2.5)%	— %	(0.9)%	— %	— %
SGP Clients								
Third-party senior residents	**88,431**	**83,511**	**81,110**	78,937	79,372	75,165	72,886	64,762
Change over prior year period	**11.4 %**	**11.1 %**	**11.3 %**	21.9 %	23.5 %	28.1 %	27.8 %	26.8 %
Sequential quarterly change	**5.9 %**	**3.0 %**	**2.8 %**	(0.5)%	5.6 %	3.1 %	12.5 %	0.8 %

SELECT QUARTERLY FINANCIAL INFORMATION

The following is a summary of select quarterly financial information for the past eight quarters.

			2021				2020	2019
(thousands of dollars unless otherwise noted)	**Q3**	**Q2**	**Q1**	**Q4**	**Q3**	**Q2**	**Q1**	**Q4**
Revenue	**310,130**	**307,449**	**322,381**	307,742	296,786	281,947	271,818	290,895
Net operating income	**31,561**	**31,251**	**40,264**	55,804	75,976	19,934	30,383	32,877
NOI margin	***10.2%***	***10.2%***	***12.5%***	*18.1%*	*25.6%*	*7.1%*	*11.2%*	*11.3%*
Adjusted EBITDA	**19,341**	**17,817**	**27,723**	41,046	63,794	8,167	20,131	23,527
Adjusted EBITDA margin	***6.2%***	***5.8%***	***8.6%***	*13.3%*	*21.5%*	*2.9%*	*7.4%*	*8.1%*
Earnings (loss) from continuing operations	**2,401**	**960**	**8,323**	15,594	34,644	(8,889)	1,237	4,467
per basic share *($)*	**0.03**	**0.01**	**0.09**	0.17	0.39	(0.10)	0.01	0.05
per diluted share *($)*	**0.03**	**0.01**	**0.09**	0.17	0.36	(0.10)	0.01	0.05
Earnings (loss) from discontinued operations	**3,642**	**—**	**—**	1,882	(178)	5,230	4,669	5,621
Net earnings (loss)	**6,043**	**960**	**8,323**	17,476	34,466	(3,659)	5,906	10,088
per basic share *($)*	**0.07**	**0.01**	**0.09**	0.19	0.38	(0.04)	0.07	0.11
per diluted share *($)*	**0.07**	**0.01**	**0.09**	0.19	0.36	(0.04)	0.07	0.11
AFFO	**9,573**	**8,073**	**19,545**	21,804	42,787	2,946	11,630	11,365
per basic share *($)*	**0.11**	**0.09**	**0.22**	0.24	0.48	0.03	0.13	0.13
per diluted share *($)*	**0.11**	**0.09**	**0.21**	0.23	0.44	0.03	0.13	0.12
Maintenance capex	**3,833**	**3,746**	**1,033**	7,573	2,381	2,157	1,755	6,028
Cash dividends declared	**10,752**	**10,744**	**10,752**	10,743	10,746	10,743	10,731	10,701
per share *($)*	**0.120**	**0.120**	**0.120**	0.120	0.120	0.120	0.120	0.120
Weighted Average Number of Shares *(000's)*								
Basic	**90,009**	**89,980**	**89,929**	89,898	89,864	89,826	89,644	89,467
Diluted	**100,786**	**100,615**	**100,520**	100,362	100,223	100,177	100,023	99,850

The following is a reconciliation of "earnings (loss) from continuing operations before income taxes" to Adjusted EBITDA and "net operating income".

			2021				2020	2019
(thousands of dollars)	Q3	Q2	Q1	Q4	Q3	Q2	Q1	Q4
Earnings (loss) from continuing operations before income taxes	**3,637**	**1,741**	**11,753**	21,717	47,457	(11,907)	1,603	6,452
Add (Deduct):								
Depreciation and amortization	**9,691**	**9,307**	**9,855**	9,884	9,373	9,685	9,853	10,597
Net finance costs	**6,013**	**6,769**	**6,115**	6,959	6,964	7,609	8,675	6,478
Other expense	**—**	**—**	**—**	2,486	—	2,780	—	—
Adjusted EBITDA	**19,341**	**17,817**	**27,723**	41,046	63,794	8,167	20,131	23,527
Administrative costs	**12,220**	**13,434**	**12,541**	14,758	12,182	11,767	10,252	9,350
Net operating income	**31,561**	**31,251**	**40,264**	55,804	75,976	19,934	30,383	32,877

There are a number of factors affecting the trend of the Company's quarterly results from continuing operations. With respect to the core operations, while year-over-year quarterly comparisons will generally remain comparable, sequential quarters can vary materially for seasonal and other trends. In respect of 2020, COVID-19 has impacted the Company's quarterly results from continuing operations (refer to "Significant Developments – COVID-19 Related Expenses and Funding" and "Key Performance Indicators – Home Health Care – ParaMed Canada Emergency Wage Subsidy"). The significant factors that impact the results from period to period, in addition to the impacts that result from COVID-19, are as follows:

- Ontario long-term care funding tied to flow-through funding envelopes requires revenue be deferred until it is matched with the related costs for resident care in the periods in which the costs are incurred, resulting in a fluctuation in revenue and operating expenses by quarter, with both generally being at their lowest in the Q1 and at their highest in Q4;
- Ontario long-term care providers generally receive annual flow-through funding increases and case mix index adjustments effective April 1st and increases in preferred accommodation premiums effective July 1st, and Alberta long-term care providers generally receive annual inflationary rate increases and acuity-based funding adjustments on April 1st and accommodation funding increases effective July 1st;
- maintenance capex spending, which impacts AFFO, fluctuates on a quarterly basis with the timing of projects and seasonality and is generally at its lowest in Q1 and its highest in Q4;
- utility costs are generally at their highest in Q1 and their lowest in Q2 and Q3; and
- certain line items that are reported separately due to their transitional nature that would otherwise distort the comparability of the historical trends, being "other expense" and "foreign exchange and fair value adjustments".

STATEMENT OF EARNINGS

The following provides the consolidated statement of earnings for the periods ended September 30, 2021 and 2020.

	Three months ended September 30			Nine months ended September 30		
(thousands of dollars unless otherwise noted)	**2021**	**2020**	**Change**	**2021**	**2020**	**Change**
Revenue	**310,130**	296,786	13,344	**939,960**	850,551	89,409
Operating expenses	**278,569**	220,810	57,759	**836,884**	724,258	112,626
Net operating income	**31,561**	75,976	(44,415)	**103,076**	126,293	(23,217)
Administrative costs	**12,220**	12,182	38	**38,195**	34,201	3,994
Adjusted EBITDA	**19,341**	63,794	(44,453)	**64,881**	92,092	(27,211)
Depreciation and amortization	**9,691**	9,373	318	**28,853**	28,911	(58)
Other expense	—	—	—	—	2,780	(2,780)
Earnings before net finance costs and income taxes	**9,650**	54,421	(44,771)	**36,028**	60,401	(24,373)
Interest expense (net of capitalized interest)	**6,652**	7,141	(489)	**20,410**	21,369	(959)
Interest revenue	**(425)**	(534)	109	**(1,390)**	(2,084)	694
Accretion	**324**	311	13	**961**	922	39
Foreign exchange and fair value adjustments	**(538)**	46	(584)	**(1,084)**	3,041	(4,125)
Net finance costs	**6,013**	6,964	(951)	**18,897**	23,248	(4,351)
Earnings from continuing operations before income taxes	**3,637**	47,457	(43,820)	**17,131**	37,153	(20,022)
Income tax expense (recovery)						
Current	**1,696**	14,118	(12,422)	**6,614**	14,343	(7,729)
Deferred	**(460)**	(1,305)	845	**(1,167)**	(4,182)	3,015
Total income tax expense	**1,236**	12,813	(11,577)	**5,447**	10,161	(4,714)
Earnings from continuing operations	**2,401**	34,644	(32,243)	**11,684**	26,992	(15,308)
Earnings (loss) from discontinued operations	**3,642**	(178)	3,820	**3,642**	9,721	(6,079)
Net earnings	**6,043**	34,466	(28,423)	**15,326**	36,713	(21,387)
Earnings from continuing operations	**2,401**	34,644	(32,243)	**11,684**	26,992	(15,308)
Add (Deduct) [(1)]**:**						
Foreign exchange and fair value adjustments	**(436)**	47	(483)	**(745)**	2,110	(2,855)
Other expense	—	—	—	—	2,029	(2,029)
Earnings from continuing operations before separately reported items, net of taxes	**1,965**	34,691	(32,726)	**10,939**	31,131	(20,192)

(1) The separately reported items being added to or deducted from earnings (loss) from continuing operations are net of income taxes, and are non-GAAP measures. Refer to the discussion of non-GAAP measures.

The following provides a reconciliation of "earnings from continuing operations before income taxes" to "Adjusted EBITDA" and "net operating income".

	Three months ended September 30			Nine months ended September 30		
(thousands of dollars)	**2021**	**2020**	**Change**	**2021**	**2020**	**Change**
Earnings from continuing operations before income taxes	**3,637**	47,457	(43,820)	**17,131**	37,153	(20,022)
Add (Deduct):						
Depreciation and amortization	**9,691**	9,373	318	**28,853**	28,911	(58)
Net finance costs	**6,013**	6,964	(951)	**18,897**	23,248	(4,351)
Other expense	—	—	—	—	2,780	(2,780)
Adjusted EBITDA	**19,341**	63,794	(44,453)	**64,881**	92,092	(27,211)
Administrative costs	**12,220**	12,182	38	**38,195**	34,201	3,994
Net operating income	**31,561**	75,976	(44,415)	**103,076**	126,293	(23,217)

2021 THIRD QUARTER FINANCIAL REVIEW

The following is an analysis of the consolidated results from operations for Q3 2021, as compared to Q3 2020. Refer to the discussion that follows under "Summary of Results of Operations by Segment" for an analysis of the revenue and net operating income by operating segment.

Revenue

Revenue of $310.1 million for Q3 2021 increased by $13.3 million or 4.5% from $296.8 million in Q3 2020. The increase in revenue was driven primarily by an 11.4% increase in home health care volumes, funding related to COVID-19 ($3.0 million), LTC funding enhancements, timing of flow-through funding, and growth in retirement living operations, partially offset by lower LTC preferred accommodation revenue and lower revenue in other operations due to lower group purchasing volumes related to pandemic supplies.

Operating Expenses

Operating expenses of $278.6 million for Q3 2021 increased by $57.8 million or 26.2% from Q3 2020. Excluding the year-over-year impact on operating expenses from CEWS ($50.8 million) received by the home health care segment in Q3 2020, operating expenses increased by $7.0 million or 2.6% to $278.6 million in Q3 2021 from $271.6 million in the same prior year period. The increase in operating expenses was driven by the impact of higher home health care volumes, increased costs of resident care in the LTC and retirement living operations and investments in growth initiatives in other operations, partially offset by lower estimated costs related to COVID-19 and funded pandemic pay programs ($4.3 million) and lower workers compensation costs and back-office efficiencies in the home health care operations.

Net Operating Income

Net operating income was $31.6 million for Q3 2021 as compared to $76.0 million for Q3 2020 and represented 10.2% of revenue as compared to 25.6% for Q3 2020. Excluding the impact of CEWS ($50.8 million) received by the home health care segment in Q3 2020, NOI increased by $6.4 million to $31.6 million in Q3 2021 from $25.2 million in the same prior year period, representing 10.2% and 8.5% of revenue, respectively. Improvements in NOI from the home health care operations and a reduction in the net impact of estimated costs of COVID-19 in excess of funding ($7.3 million), were partially offset by increased costs of resident care, lower LTC preferred accommodation revenue, and lower NOI in other operations.

Administrative Costs

Administrative costs were unchanged at $12.2 million for Q3 2021 and included a reduction in costs related to COVID-19 of $0.8 million, with the balance primarily due to higher labour costs associated with increased management and support staff, and increased costs for information technology, insurance and claims reserves.

Adjusted EBITDA

Adjusted EBITDA was $19.3 million for Q3 2021 as compared to $63.8 million for Q3 2020 and represented 6.2% of revenue as compared to 21.5%, respectively. Excluding the impact of CEWS ($50.8 million) received by the home health care segment in Q3 2020, Adjusted EBITDA increased by $6.3 million to $19.3 million in Q3 2021 from $13.0 million in the same prior year period, representing 6.2% and 4.4% of revenue, respectively, reflecting the increase in NOI, as discussed above.

Depreciation and Amortization

Depreciation and amortization costs increased by $0.3 million to $9.7 million for Q3 2021.

Net Finance Costs

Net finance costs decreased by $1.0 million for Q3 2021, primarily due to a net favourable change of $0.6 million in foreign exchange and fair value adjustments related to the Company's interest rate swaps and lower interest expense, partially offset by lower interest revenue. Interest expense of $6.7 million declined by $0.5 million, reflecting a lower weighted average interest rate and lower debt levels.

Income Taxes

The income tax provision was $1.2 million for Q3 2021, representing an effective tax rate of 34.0%, as compared to $12.8 million and an effective tax rate of 27.0% for Q3 2020, largely due to a decline in taxable income of certain of the legal

entities. The Q3 2020 income tax provision includes $13.5 million of current income taxes payable on CEWS ($50.8 million) received by the home health care segment.

Earnings from Continuing Operations

Earnings from continuing operations declined to $2.4 million ($0.03 per basic share) for Q3 2021 from $34.6 million ($0.39 per basic share) for Q3 2020, largely driven by the impact of CEWS ($50.8 million) received by the home health care segment in Q3 2020 ($37.3 million net of tax, or $0.42 per basic share) and the reduction in the net impact of estimated costs of COVID-19 in excess of funding ($5.9 million net of tax, or $0.06 per basic share). The balance of the decline in earnings from continuing operations of $0.8 million was primarily due to the decline in NOI and increased administrative costs, partially offset by the net favourable change in foreign exchange and fair value adjustment.

Summary of Results of Operations by Segment

The following summarizes the Company's segmented "revenue", "operating expenses" and "net operating income", followed by an analysis of the operating performance of each of the Company's operating segments.

Three months ended September 30 *(thousands of dollars unless otherwise noted)*	**Long-term Care**	**Retirement Living**	**Home Health Care**	**Other Operations**	**Total**
2021					
Revenue	**189,451**	**12,086**	**102,042**	**6,551**	**310,130**
Operating expenses	**173,053**	**9,085**	**93,378**	**3,053**	**278,569**
Net operating income	**16,398**	**3,001**	**8,664**	**3,498**	**31,561**
NOI margin %	***8.7 %***	***24.8 %***	***8.5 %***	***53.4 %***	***10.2 %***
2020					
Revenue	184,727	11,978	93,235	6,846	296,786
Operating expenses	171,763	8,756	37,737	2,554	220,810
Net operating income	12,964	3,222	55,498	4,292	75,976
NOI margin %	*7.0 %*	*26.9 %*	*59.5 %*	*62.7 %*	*25.6 %*
Change					
Revenue	4,724	108	8,807	(295)	13,344
Operating expenses	1,290	329	55,641	499	57,759
Net operating income	3,434	(221)	(46,834)	(794)	(44,415)

LONG-TERM CARE OPERATIONS

Revenue from the LTC operations grew by $4.7 million or 2.6% to $189.5 million for Q3 2021, largely driven by increased funding of $2.9 million to support the costs associated with COVID-19 and pandemic pay programs, which included $5.1 million in funding for COVID costs incurred in Q1 2021, as well as other funding enhancements and timing of flow-through funding, partially offset by lower preferred accommodation revenue due to the impact of COVID-19.

Net operating income from the LTC operations was $16.4 million for Q3 2021 as compared to $13.0 million for Q3 2020, an improvement of $3.4 million or 26.5%, with NOI margins of 8.7% and 7.0%, respectively, due in part to a year-over-year reduction in the net impact of COVID-19 funding and related costs by $7.4 million, of which $5.1 million related to funding for COVID costs incurred in Q1 2021 (refer to "Significant Developments – COVID-19 Related Expenses and Funding"). Excluding the net change in unfunded COVID-19 costs, NOI declined by $4.0 million in Q3 2021 as compared to Q3 2020, due to lower preferred accommodation revenue and higher costs of labour, utilities and insurance.

RETIREMENT LIVING OPERATIONS

Revenue from retirement living operations increased by $0.1 million or 0.9% to $12.1 million for Q3 2021, primarily attributable to increased occupancy and care services.

Net operating income from the retirement living operations was $3.0 million for Q3 2021 as compared to $3.2 million for Q3 2020, a decline of $0.2 million or 6.9%, reflecting improvement in revenue and lower estimated net COVID-19 costs, partially offset by increased labour and promotional costs.

HOME HEALTH CARE OPERATIONS

The following discussion of the home health care operations excludes CEWS of $50.8 million received in Q3 2020 (refer to "Key Performance Indicators – Home Health Care – ParaMed Canada Emergency Wage Subsidy").

Revenue from the home health care operations increased by $8.8 million or 9.4% to $102.0 million for Q3 2021 from $93.2 million for Q3 2020, reflecting growth in ADV of 11.4% and increased funding of $0.1 million to support the costs associated with COVID-19 and pandemic pay programs as compared to Q3 2020.

Net operating income from the home health care operations increased by $4.0 million to $8.7 million for Q3 2021 from $4.7 million for Q3 2020, with NOI margins of 8.5% and 5.1%, respectively. The improvement in NOI was largely due to growth in ADV of 11.4%, reduced workers compensation costs, including a $0.4 million non-recurring rebate, and lower back-office costs, partially offset by an increase in unfunded COVID-19 costs of $0.4 million (refer to the discussion under "Significant Developments – COVID-19 Related Expenses and Funding").

OTHER OPERATIONS

Revenue from other operations declined by $0.3 million or 4.3% to $6.6 million in Q3 2021 compared to Q3 2020, largely due to lower group purchasing volumes associated with a decline in demand for pandemic supplies.

Net operating income from other operations declined by $0.8 million or 18.5% to $3.5 million for Q3 2021 compared to Q3 2020, reflecting the decline in revenue and higher operating expenses due primarily to investments in growth initiatives and increased travel and business promotion compared to Q2 2020.

2021 NINE MONTH FINANCIAL REVIEW

The following is an analysis of the consolidated results from operations for the nine months ended September 30, 2021, as compared to the same period in 2020. Refer to the discussion that follows under "Summary of Results of Operations by Segment" for an analysis of the revenue and net operating income by operating segment.

Revenue

Revenue of $940.0 million for the nine months ended September 30, 2021, increased by $89.4 million or 10.5% from the nine months ended September 30, 2020. This increase in revenue was driven primarily by funding related to COVID-19 ($64.5 million), a 10.6% increase in home health care volumes, LTC funding enhancements and growth in retirement living and other operations, partially offset by timing of flow-through funding and lower preferred accommodation revenue in the LTC operations.

Operating Expenses

Operating expenses of $836.9 million for the nine months ended September 30, 2021, increased by $112.6 million or 15.6% from the nine months ended September 30, 2020. Excluding the year-over-year impact on operating expenses from lower CEWS ($33.4 million) received by the home health care segment, operating expenses increased by $79.2 million or 10.2% to $854.3 million for the nine months ended September 30, 2021, from $775.1 million in the same prior year period. The increase in operating expenses was driven by higher costs related to COVID-19 and funded pandemic pay programs ($57.2 million), the impact of higher home health care volume, increased costs of resident care in the LTC and retirement living operations and increased costs to support growth initiatives in the other operations segment, partially offset by lower workers compensation costs and back-office efficiencies in the home health care operations.

Net Operating Income

Net operating income declined by $23.2 million to $103.1 million for the nine months ended September 30, 2021, and represented 11.0% of revenue as compared to 14.8% for the nine months ended September 30, 2020. Excluding the year-over-year impact of CEWS ($33.4 million) received by the home health care segment, NOI increased by $10.2 million or 13.5% to $85.7 million for the nine months ended September 30, 2021, from $75.5 million in the same prior year period, representing 9.1% and 8.9% of revenue, respectively. Improvements in NOI from the home health care operations and a reduction in the net impact of estimated costs of COVID-19 in excess of funding ($7.3 million), were partially offset by increased costs of resident care, lower LTC preferred accommodation revenue, and increased costs in the other operations segment.

Administrative Costs

Administrative costs increased by $4.0 million or 11.7% to $38.2 million for the nine months ended September 30, 2021, primarily due to higher labour costs associated with increased management and support staff and higher costs for information technology, professional fees, insurance and claims reserves.

Adjusted EBITDA

Adjusted EBITDA declined by $27.2 million to $64.9 million for the nine months ended September 30, 2021, as compared to $92.1 million for the nine months ended September 30, 2020, and represented 6.9% of revenue as compared to 10.8%, respectively. Excluding the year-over-year impact of lower CEWS ($33.4 million) received by the home health care segment, Adjusted EBITDA increased by $6.2 million to $47.5 million in Q3 2021 from $41.3 million in the same prior year period, representing 5.1% and 4.9% of revenue, respectively, reflecting the increase in NOI, partially offset by increased administrative costs, as discussed above.

Other Expense

Other expense of $2.8 million recorded in the nine months ended September 30, 2020, related to an impairment charge in respect of certain of the Company's retirement communities in Saskatchewan recorded in Q2 2020.

Net Finance Costs

Net finance costs decreased by $4.4 million for the nine months ended September 30, 2021, primarily due to a net favourable change of $4.1 million in foreign exchange and fair value adjustments related to the Company's interest rate swaps and lower interest expense, partially offset by lower interest revenue. Interest expense of $20.4 million declined by $1.0 million, reflecting a lower weighted average interest rate and lower debt levels.

Income Taxes

The income tax provision was $5.4 million for the nine months ended September 30, 2021, representing an effective tax rate of 31.8%, as compared to $10.2 million and an effective tax rate of 27.3% for the nine months ended September 30, 2020, largely due to a decline in taxable income of certain of the legal entities. The income tax provision for the nine months ended September 30, 2021, includes $4.6 million of current income taxes payable on CEWS ($17.4 million) received by the home health care segment, as compared to $13.5 million of current income taxes payable related to CEWS in the same prior year period.

Earnings from Continuing Operations

Earnings from continuing operations declined by $15.3 million to $11.7 million ($0.13 per basic share) for the nine months ended September 30, 2021, from $27.0 million ($0.30 per basic share) for the nine months ended September 30, 2020, largely driven by the year-over-year impact of lower CEWS ($33.4 million) received by the home health care segment ($24.5 million net of tax, or $0.28 per basic share), partially offset by the decrease in estimated costs of COVID-19 in excess of funding ($5.3 million net of tax, or $0.06 loss per basic share). The balance of the increase in earnings from continuing operations of $3.9 million was primarily due to the impairment charge booked in Q2 2020, the net favourable change in foreign exchange and fair value adjustment and the improvement in NOI driven by the home health care segment, partially offset by increased administrative costs.

Summary of Results of Operations by Segment

The following summarizes the Company's segmented "revenue", "operating expenses" and "net operating income", followed by an analysis of the operating performance of each of the Company's operating segments.

Nine months ended September 30 *(thousands of dollars unless otherwise noted)*	**Long-term Care**	**Retirement Living**	**Home Health Care**	**Other Operations**	**Total**
2021					
Revenue	**581,752**	**36,561**	**300,806**	**20,841**	**939,960**
Operating expenses	**539,287**	**26,413**	**262,139**	**9,045**	**836,884**
Net operating income	**42,465**	**10,148**	**38,667**	**11,796**	**103,076**
NOI margin %	***7.3 %***	***27.8 %***	***12.9 %***	***56.6 %***	***11.0 %***
2020					
Revenue	523,438	35,754	271,802	19,557	850,551
Operating expenses	480,927	25,307	210,568	7,456	724,258
Net operating income	42,511	10,447	61,234	12,101	126,293
NOI margin %	*8.1 %*	*29.2 %*	*22.5 %*	*61.9 %*	*14.8 %*
Change					
Revenue	58,314	807	29,004	1,284	89,409
Operating expenses	58,360	1,106	51,571	1,589	112,626
Net operating income	(46)	(299)	(22,567)	(305)	(23,217)

LONG-TERM CARE OPERATIONS

Revenue from LTC operations grew by $58.3 million or 11.1% to $581.8 million for the nine months ended September 30, 2021, largely driven by increased funding of $57.4 million to support the costs associated with COVID-19 and pandemic pay programs and other funding enhancements, partially offset by timing of flow-through funding and lower preferred accommodation revenue due to the impact of COVID-19.

Net operating income from the LTC operations was $42.5 million for the nine months ended September 30, 2021, unchanged from the nine months ended September 30, 2020, with NOI margins of 7.3% and 8.1%, respectively, and included a year-over-year reduction in the net impact of COVID-19 funding and related costs by $8.0 million (refer to "Significant Developments – COVID-19 Related Expenses and Funding"). Excluding the net change in unfunded COVID-19 costs, NOI declined by $8.0 million for the nine months ended September 30, 2021 as compared to the same prior year period, due to lower preferred accommodation revenue, and higher costs of labour, repairs and maintenance, utilities and insurance.

RETIREMENT LIVING OPERATIONS

Revenue from retirement living operations grew by $0.8 million or 2.3% to $36.6 million for the nine months ended September 30, 2021, primarily attributable to increased care services and rates, partially offset by lower average occupancy as a result of the impact of COVID-19.

Net operating income from the retirement living operations was $10.1 million for the nine months ended September 30, 2021, as compared to $10.4 million for the nine months ended September 30, 2020, a decrease of $0.3 million or 2.9%, reflecting increased costs of labour, business promotion, insurance and utilities, partially offset by growth in revenue and lower estimated net COVID-19 costs.

HOME HEALTH CARE OPERATIONS

The following discussion of the home health care operations excludes $17.4 million of CEWS received for the nine months ended September 30, 2021, as compared to $50.8 million for the same prior year period (refer to "Key Performance Indicators – Home Health Care – ParaMed Canada Emergency Wage Subsidy").

Revenue from the home health care operations increased by $29.0 million or 10.7% to $300.8 million for the nine months ended September 30, 2021, from $271.8 million in the same prior year period, reflecting growth in ADV of 10.6% and increased funding of $7.1 million to support the costs associated with COVID-19 and pandemic pay programs, partially offset by $3.0 million of revenue in Q1 2020 related to the expired B.C. contracts.

Net operating income from the home health care operations increased by $10.9 million to $21.3 million for the nine months ended September 30, 2021, from $10.4 million for the nine months ended September 30, 2020, with NOI margins of 7.1% and 3.8%, respectively. The improvement in NOI was largely due to growth in ADV of 10.6%, reduced workers compensation costs and lower back-office costs, including costs incurred in 2020 associated with the ParaMed transformation project, partially offset by an increase in unfunded COVID-19 costs of $1.2 million (refer to the discussion under "Significant Developments – COVID-19 Related Expenses and Funding").

OTHER OPERATIONS

Revenue from other operations increased by $1.3 million or 6.6% to $20.8 million for the nine months ended September 30, 2021, largely due to an increase in group purchasing clients.

Net operating income from other operations declined by $0.3 million or 2.5% to $11.8 million for the nine months ended September 30, 2021, due to revenue growth from an increase in group purchasing clients offset by higher operating expenses due primarily to investments in growth initiatives.

ADJUSTED FUNDS FROM OPERATIONS

The following provides a reconciliation of "net earnings" to FFO and AFFO. A reconciliation of "net cash from operating activities" to AFFO is also provided under "Reconciliation of Net Cash from Operating Activities to AFFO".

	Three months ended September 30			Nine months ended September 30		
(thousands of dollars unless otherwise noted)	**2021**	**2020**	**Change**	**2021**	**2020**	**Change**
Earnings from continuing operations	**2,401**	34,644	(32,243)	**11,684**	26,992	(15,308)
Add (Deduct):						
Depreciation and amortization	**9,691**	9,373	318	**28,853**	28,911	(58)
Depreciation for FFEC (maintenance capex) (1)	**(2,299)**	(1,849)	(450)	**(6,180)**	(5,652)	(528)
Depreciation for office leases (2)	**(723)**	(613)	(110)	**(2,073)**	(1,879)	(194)
Other expense	**—**	—	—	**—**	2,780	(2,780)
Foreign exchange and fair value adjustments	**(538)**	46	(584)	**(1,084)**	3,041	(4,125)
Current income tax expense (recovery) on other expense, foreign exchange and fair value adjustments (3)	**—**	—	—	**—**	—	—
Deferred income tax expense (recovery)	**(460)**	(1,305)	845	**(1,167)**	(4,182)	3,015
FFO (continuing operations)	**8,072**	40,296	(32,224)	**30,033**	50,011	(19,978)
Amortization of deferred financing costs	**485**	555	(70)	**1,522**	1,521	1
Accretion costs	**324**	311	13	**961**	922	39
Non-cash share-based compensation	**714**	709	5	**2,538**	1,205	1,333
Principal portion of government capital funding	**1,512**	1,448	64	**4,569**	4,345	224
Additional maintenance capex (1)	**(1,534)**	(532)	(1,002)	**(2,432)**	(641)	(1,791)
AFFO	**9,573**	42,787	(33,214)	**37,191**	57,363	(20,172)
Per Basic Share *($)*						
FFO	**0.09**	0.45	(0.36)	**0.33**	0.56	(0.23)
AFFO	**0.11**	0.48	(0.37)	**0.41**	0.64	(0.23)
Per Diluted Share *($)*						
FFO	**0.09**	0.42	(0.33)	**0.33**	0.55	(0.22)
AFFO	**0.11**	0.44	(0.33)	**0.40**	0.61	(0.21)
Dividends *($)*						
Declared	**10,752**	10,746	6	**32,248**	32,220	28
Declared per share *($)*	**0.12**	0.12	—	**0.36**	0.36	—
Weighted Average Number of Shares *(thousands)*						
Basic	**90,009**	89,864		**89,973**	89,778	
Diluted	**100,786**	100,223		**100,735**	100,145	
Current income tax expense included in FFO	**1,696**	14,118	(12,422)	**6,614**	14,343	(7,729)
Total maintenance capex (1)	**3,833**	2,381	1,452	**8,612**	6,293	2,319

(1) The aggregate of the items "depreciation for FFEC" and "additional maintenance capex" represents total actual maintenance capex incurred in the period. An amount equivalent to depreciation for FFEC, or furniture, fixtures, equipment and computers, is deducted in determining FFO, and the difference from the actual total maintenance capex incurred is adjusted for in determining AFFO.

(2) Represents depreciation related to office leases under IFRS 16.

(3) Represents current income tax with respect to items that are excluded from the computation of FFO and AFFO, such as foreign exchange and fair value adjustments, and other expense.

AFFO 2021 Financial Review

For Q3 2021, AFFO declined by $33.2 million to $9.6 million ($0.11 per basic share) from $42.8 million ($0.48 per basic share) for Q3 2020, reflecting the decrease in Adjusted EBITDA and higher maintenance capex, partially offset by lower current income taxes. The year-over-year decline in AFFO included the impact of CEWS received in Q3 2020 by the home health care segment of $37.3 million net of tax ($0.42 per basic share), partially offset by a $5.9 million net of tax decline in estimated COVID-19 related costs in excess of funding, which were $0.5 million in Q3 2021 in comparison to $6.4 million ($0.07 loss per basic share) in Q3 2020.

For the nine months ended September 30, 2021, AFFO declined by $20.2 million to $37.2 million ($0.41 per basic share) from $57.4 million ($0.64 per basic share) for nine months ended September 30, 2020, reflecting the decrease in Adjusted EBITDA and higher maintenance capex, partially offset by higher non-cash share-based compensation and lower current

income taxes. The year-over year decline in AFFO included the impact of lower CEWS received by the home health care segment of $24.5 million net of tax, of which $12.8 million net of tax ($0.14 per basic share) was received in the nine months ended September 30, 2021, as compared to $37.3 million net of tax ($0.42 per basic share) received in the same prior year period. In addition, AFFO was impacted by a reduction of $5.3 million net of tax in estimated COVID-19 related costs in excess of funding, which were $9.2 million ($0.10 loss per basic share) for the nine months ended September 30, 2021, in comparison to $14.5 million ($0.16 loss per basic share) in the same prior year period.

Dividends declared as a percentage of AFFO for the nine months ended September 30, 2021, represented a payout ratio of 87%. In addition to cash on hand of $132.2 million at September 30, 2021, and ongoing cash generated from operations, the Company has available undrawn credit facilities totalling $72.8 million (refer to the discussion under "Liquidity and Capital Resources").

A discussion of the factors impacting net earnings and Adjusted EBITDA can be found under "2021 Third Quarter Financial Review" and "2021 Nine Month Financial Review".

The effective tax rate on FFO from continuing operations was 18.0% for the nine months ended September 30, 2021, as compared to 22.3% for the nine months ended September 30, 2020. The Company's current income taxes for both periods have been impacted by the effects of COVID-19 and the impact of CEWS received by the home health care segment. In particular, increased costs as a result of COVID-19 and CEWS received by ParaMed have had an impact on the level of taxable income in our various legal entities and the resulting effective tax rate on the Company's FFO. The determination of FFO includes a deduction for current income tax expense and does not include deferred income tax expense. As a result, the effective tax rates on FFO can be impacted by: adjustments to estimates of annual deferred timing differences, particularly when dealing with cash-based tax items versus accounting accruals; changes in the proportion of earnings between taxable and non-taxable entities; book-to-file adjustments for prior year filings; and the ability to utilize loss carryforwards. For 2021, the Company expects the effective tax rate on FFO will be in the range of 15% to 17%. However, the continuing impact of the COVID-19 pandemic on the Company's operations and financial results may impact the effective tax rate on FFO.

Maintenance capex was $3.8 million for Q3 2021 as compared to $2.4 million for Q3 2020 and to $3.7 million for Q2 2021, representing 1.2%, 0.8% and 1.2% of revenue, respectively. For the nine months ended September 30, 2021, maintenance capex was $8.6 million as compared to $6.3 million in the same prior year period, representing 0.9% and 0.7% of revenue, respectively. These costs fluctuate on a quarterly and annual basis with the timing of projects and seasonality.

Reconciliations of Net Cash from Operating Activities and Adjusted EBITDA to AFFO

The following provides a reconciliation of "net cash from operating activities" to AFFO.

	Three months ended September 30		Nine months ended September 30	
(thousands of dollars)	**2021**	**2020**	**2021**	**2020**
Net cash from operating activities	**35,823**	54,461	**44,930**	74,878
Add (Deduct):				
Net change in operating assets and liabilities, including interest, taxes and payments for U.S. self-insured liabilities	**(23,252)**	(10,288)	**(1,669)**	(14,715)
Current income tax on items excluded from AFFO (1)	**46**	—	**46**	10
Depreciation for office leases (2)	**(723)**	(613)	**(2,073)**	(1,879)
Depreciation for FFEC (maintenance capex) (3)	**(2,299)**	(1,849)	**(6,180)**	(5,652)
Additional maintenance capex (3)	**(1,534)**	(532)	**(2,432)**	(641)
Principal portion of government capital funding	**1,512**	1,448	**4,569**	4,345
Amounts offset through investments held for self-insured liabilities (4)	—	160	—	1,017
AFFO	**9,573**	42,787	**37,191**	57,363

(1) Represents current income tax with respect to items that are excluded from the computation of AFFO, such as foreign exchange and fair value adjustments, and other expense.

(2) Represents depreciation related to office leases under IFRS 16.

(3) The aggregate of the items "depreciation for FFEC" and "additional maintenance capex" represents total actual maintenance capex incurred in the period. An amount equivalent to depreciation for FFEC, or furniture, fixtures, equipment and computers, is deducted in determining FFO, and the difference from the actual total maintenance capex incurred is adjusted for in determining AFFO.

(4) Represents AFFO of the Captive that decreases/(increases) its investments held for self-insured liabilities not impacting the Company's reported cash and cash equivalents.

The following provides a reconciliation of “Adjusted EBITDA” to AFFO.

(thousands of dollars unless otherwise noted)	**Three months ended September 30**			**Nine months ended September 30**		
	2021	**2020**	**Change**	**2021**	**2020**	**Change**
Adjusted EBITDA	**19,341**	63,794	(44,453)	**64,881**	92,092	(27,211)
Add (Deduct):						
Depreciation for FFEC (maintenance capex) [(1)]	**(2,299)**	(1,849)	(450)	**(6,180)**	(5,652)	(528)
Depreciation for office leases [(2)]	**(723)**	(613)	(110)	**(2,073)**	(1,879)	(194)
Accretion costs	**(324)**	(311)	(13)	**(961)**	(922)	(39)
Interest expense	**(6,652)**	(7,141)	489	**(20,410)**	(21,369)	959
Interest revenue	**425**	534	(109)	**1,390**	2,084	(694)
	9,768	54,414	(44,646)	**36,647**	64,354	(27,707)
Current income tax expense (recovery) [(3)]	**1,696**	14,118	(12,422)	**6,614**	14,343	(7,729)
FFO (continuing operations)	**8,072**	40,296	(32,224)	**30,033**	50,011	(19,978)
Amortization of deferred financing costs	**485**	555	(70)	**1,522**	1,521	1
Accretion costs	**324**	311	13	**961**	922	39
Non-cash share-based compensation	**714**	709	5	**2,538**	1,205	1,333
Principal portion of government capital funding	**1,512**	1,448	64	**4,569**	4,345	224
Additional maintenance capex [(1)]	**(1,534)**	(532)	(1,002)	**(2,432)**	(641)	(1,791)
AFFO	**9,573**	42,787	(33,214)	**37,191**	57,363	(20,172)

(1) The aggregate of the items “depreciation for FFEC” and “additional maintenance capex” represents total actual maintenance capex incurred in the period. An amount equivalent to depreciation for FFEC, or furniture, fixtures, equipment and computers, is deducted in determining FFO, and the difference from the actual total maintenance capex incurred is adjusted for in determining AFFO.

(2) Represents depreciation related to office leases under IFRS 16.

(3) Excludes current income tax with respect to items that are excluded from the computation of FFO and AFFO, such as foreign exchange and fair value adjustments, and other expense.

LIQUIDITY AND CAPITAL RESOURCES

Sources and Uses of Cash

The following summarizes the sources and uses of cash between continuing and discontinued operations for 2021 and 2020.

(thousands of dollars unless otherwise noted)	**Nine months ended September 30, 2021**			**Nine months ended September 30, 2020**		
	Continuing	**Discontinued**	**Total**	**Continuing**	**Discontinued**	**Total**
Net cash from (used in) operating activities	**44,930**	—	**44,930**	80,907	(6,029)	74,878
Net cash from (used in) investing activities	**(36,579)**	—	**(36,579)**	13,753	6,029	19,782
Net cash used in financing activities	**(55,954)**	—	**(55,954)**	(19,450)	—	(19,450)
Foreign exchange gain (loss) on U.S. cash held	**(151)**	—	**(151)**	394	—	394
Increase (decrease) in cash and cash equivalents	**(47,754)**	—	**(47,754)**	75,604	—	75,604
Cash and cash equivalents at beginning of year	**179,956**	—	**179,956**	94,457	—	94,457
Cash and cash equivalents at end of period	**132,202**	—	**132,202**	170,061	—	170,061

As at September 30, 2021, the Company had cash and cash equivalents on hand of $132.2 million, reflecting a decrease in cash of $47.8 million from the beginning of the year. Cash flow from operating activities of the continuing operations was $44.9 million for the nine months ended September 30, 2021, and was in excess of dividends paid of $32.2 million for the same period.

Net cash from operating activities of the continuing operations was a source of cash of $44.9 million for the nine months ended September 30, 2021, down $36.0 million as compared to $80.9 million for the nine months ended September 30, 2020, reflecting the decline in earnings and use of cash to support the increase in income taxes paid in Q1 2021 resulting from CEWS recognized in 2020 and timing of related payments. Income taxes paid in 2021 of $21.4 million were $16.1 million higher than taxes paid in the same prior period. Fluctuations in operating assets and liabilities between periods are primarily attributable to the volatility and timing of cash receipts related to COVID-19, the timing of payroll cycles and the impact on other assets of an increase in PPE inventory in 2020.

Net cash from investing activities of the continuing operations was a use of cash of $36.6 million for the nine months ended September 30, 2021 as compared to a source of cash of $13.8 million for the nine months ended September 30, 2020. The 2021 activity included purchases of property, equipment and other intangible assets of $41.1 million, partially offset by the collection of other assets of $4.6 million. The 2020 activity included the repatriation of cash of $23.3 million (US$17.0 million) from the Captive and collection of other assets of $4.3 million, partially offset by purchases of property, equipment and other intangible assets of $13.9 million.

The table that follows summarizes the capital expenditures. Growth capex relates to the LTC redevelopment projects, building improvements, IT projects, or other capital projects, all of which are aimed at earnings growth. Maintenance capex relates to the actual capital expenditures incurred to sustain and upgrade existing property and equipment.

	Nine months ended September 30	
(thousands of dollars)	**2021**	**2020**
Growth capex	**32,536**	7,578
Maintenance capex	**8,612**	6,293
	41,148	13,871

Management monitors and prioritizes the capital expenditure requirements of its properties throughout the year, taking into account the urgency and necessity of the expenditure. For 2021, the Company expects to spend in the range of $14.0 million to $16.0 million in maintenance capex and in the range of $60.0 million to $70.0 million in growth capex related primarily to the LTC projects under construction, redevelopment activities and investments in technology as part of our ongoing strategy of transitioning our key IT platforms to the cloud to support our growth initiatives. Depending on the timing of further announcements of our LTC redevelopment projects during 2021 the level of our growth capex could change (refer to “Key Performance Indicators – LTC Projects Under Construction”).

Net cash from financing activities of the continuing operations was a use of cash of $56.0 million for the nine months ended September 30, 2021, an increase of $36.5 million from $19.5 million for the nine months ended September 30, 2020. The 2021 activity included debt repayments of $23.3 million, cash dividends paid of $32.2 million and financing costs. The 2020 activity included new debt of $62.4 million, which included the refinancing of a $25.8 million construction loan, and draws on construction financing of $4.3 million, offset by debt repayments of $47.6 million, cash dividends paid of $30.5 million and financing costs.

Discontinued operations in 2020 reflect the payment of claims for U.S. self-insured liabilities and the Captive’s costs to administer and manage the settlement of the claims as a component of net cash from operating activities, which payments and costs were funded by the Captive, prior to its deregistration in September 2020. Changes in the Captive’s investments held for U.S. self-insured liabilities, prior to its deregistration, were reported as a component of net cash from investing activities, as those invested funds were not included in the Company’s cash and cash equivalents (refer to “Discontinued Operations”).

Capital Structure

SHAREHOLDERS’ EQUITY

Total shareholders’ equity as at September 30, 2021, was $116.1 million as compared to $128.2 million at December 31, 2020, reflecting the contributions from net earnings and comprehensive income offset by dividends declared of $32.2 million.

As at September 30, 2021, the Company had 89,562,499 Common Shares issued and outstanding (carrying value – $500.9 million) as compared to 89,539,085 Common Shares (carrying value – $500.6 million) as at December 31, 2020. The increase in Common Shares was attributable to shares issued under the Company’s equity-based compensation plan (23,414 Common Shares).

Share Information ***(thousands)***	**November 3, 2021**	**September 30, 2021**	**December 31, 2020**
Common Shares (TSX symbol: EXE) (1)	**89,562.5**	**89,562.5**	89,539.1

(1) Closing market value per the TSX on November 3, 2021, was $7.33.

As at November 4, 2021, the Company had an aggregate of 4,240,738 Common Shares reserved and available for issuance pursuant to the Company's long-term incentive plan, of which there were in aggregate 1,630,439 performance share units and deferred share units outstanding as at September 30, 2021 (refer to *Note 9* of the unaudited interim condensed consolidated financial statements).

As at November 4, 2021, the Company had $126.5 million in aggregate principal amount of convertible subordinate debentures outstanding that mature in April 2025 (the "2025 Debentures"), which in the aggregate are convertible into 10,326,531 Common Shares.

Dividends

The Company declared cash dividends of $0.36 per share or $32.2 million in the nine months ended September 30, 2021, consistent with that declared in the same 2020 period.

Long-term Debt

Long-term debt totalled $545.4 million as at September 30, 2021, as compared to $564.6 million as at December 31, 2020, representing a decrease of $19.2 million, reflecting debt repayments of $23.3 million, partially offset by new lease liabilities and changes in accretion and deferred financing costs. The current portion of long-term debt as at September 30, 2021, was $112.2 million and included $43.1 million drawn on demand construction loans. The Company intends to fund repayments of construction loans from proceeds of permanent mortgage financing upon occupancy stabilization. The Company is subject to debt service coverage covenants on certain of its loans and was in compliance with all of these covenants as at September 30, 2021. Details of the components, maturities dates, terms and conditions of long-term debt are provided in *Note 7* of the unaudited interim condensed consolidated financial statements.

LTC CONSTRUCTION FINANCING

In May 2021, the Company secured construction financing in connection with the Sudbury and Kingston LTC projects. The facilities include $54.7 million for Sudbury and $41.1 million for Kingston, and each construction loan matures on the earlier of 42 months from closing or the date that the construction loans are refinanced following completion of construction. Interest rates are prime plus 1.25% or CDOR plus 2.75% with standby fees of 0.55%. The facilities also provide for an additional $4.0 million in letter of credit facilities. Interest is capitalized during construction and is payable following completion of construction until maturity. As at September 30, 2021, no amounts were drawn on these LTC redevelopment construction financings.

CREDIT FACILITIES

The Company has two demand credit facilities totalling $112.3 million, one of which is secured by 13 Class C LTC homes in Ontario and the other is secured by the assets of the home health care business. Neither of these facilities has financial covenants but do contain normal and customary terms. As at September 30, 2021, $33.7 million of the facilities secure the Company's defined benefit pension plan obligations and $5.8 million was used in connection with obligations relating to LTC homes and retirement communities, leaving $72.8 million available.

LONG-TERM DEBT KEY METRICS

Management has limited the amount of debt that may be subject to changes in interest rates, with only $22.2 million of mortgage debt and $43.1 million of construction loans at variable rates. The Company's other variable-rate mortgages and term loan aggregating $85.9 million as at September 30, 2021, have effectively been converted to fixed-rate financings with interest rate swaps over the full term. As at September 30, 2021, the interest rate swaps were valued as a liability of $1.3 million.

The following summarizes key metrics of consolidated long-term debt as at September 30, 2021, and December 31, 2020.

(thousands of dollars unless otherwise noted)	**September 30, 2021**	**December 31, 2020**
Weighted average interest rate of long-term debt outstanding	**4.3 %**	4.3 %
Weighted average term to maturity of long-term debt outstanding	**5.8 yrs**	6.4 yrs
Trailing twelve months consolidated net interest coverage ratio(1)	**4.1 X**	5.2 X
Trailing twelve months consolidated interest coverage ratio(2)	**3.8 X**	4.7 X
Debt to Gross Book Value (GBV)		
Total assets (carrying value)	**909,061**	963,127
Accumulated depreciation on property and equipment	**290,524**	269,947
Accumulated amortization on other intangible assets	**30,244**	30,445
GBV	**1,229,829**	1,263,519
Debt (3)	**558,283**	579,654
Debt to GBV	**45.4 %**	45.9 %

(1) Net interest coverage ratio is defined as Adjusted EBITDA divided by net interest (interest expense before reduction of capitalized interest, net of interest revenue)

(2) Interest coverage ratio is defined as Adjusted EBITDA divided by interest expense before reduction of capitalized interest.

(3) Debt includes convertible debentures at face value of $126.5 million and excludes deferred financing costs.

Future Liquidity and Capital Resources

The Company's consolidated cash and cash equivalents on hand was $132.2 million as at September 30, 2021, as compared with $180.0 million as at December 31, 2020, representing a decrease of $47.8 million. In addition, the Company has access to a further $72.8 million in undrawn demand credit facilities. Cash and cash equivalents exclude restricted cash of $2.8 million.

In May 2021, the Company secured construction financing for the Sudbury and Kingston LTC projects in the aggregate of $95.9 million, for which nothing was drawn as at September 30, 2021. The Company is in the process of negotiating construction financing for the Stittsville LTC project on similar terms as those for the Sudbury and Kingston projects. For more information refer to the discussion under "Liquidity and Capital Resources – Long-term Debt – LTC Construction Financing".

In addition to the three LTC projects currently under construction, we have a further six LTC redevelopment projects in advanced stages of approvals with the MLTC that we anticipate having under construction by the end of 2023. We intend to leverage our strong liquidity as at September 30, 2021 and pursue competitive construction financing options for these projects as required based on the timing of the construction costs of approved projects and the anticipated timing of additional future approvals from the MLTC.

Management believes that cash from operating activities and future debt financings will be sufficiently available to support the Company's ongoing business operations, maintenance capex and debt repayment obligations. Growth through redevelopment of the LTC homes over the next few years, strategic acquisitions and developments will necessitate the raising of funds through debt, equity financings and/or other means. Decisions will be made on a specific transaction basis and will depend on market and economic conditions at the time. However, given COVID-19's potential impact on the Company's financial performance and operations, as well as on the economy such that capital and credit markets and industry sentiment are adversely affected, it may be more difficult for the Company to access the necessary capital or credit markets or if able to do so, at a higher cost or less advantageous terms than existing borrowings. In addition, reduced revenue and higher operating costs due to COVID-19 may result in reductions or early prepayments of existing financings if covenants are unable to be met (refer to "Risks and Uncertainties").

OTHER CONTRACTUAL OBLIGATIONS AND CONTINGENCIES

Commitments

As at September 30, 2021, the Company has outstanding commitments of $71.3 million in connection with contracts for two LTC redevelopment projects under construction, of which $16.1 million is estimated to be payable in 2021, $45.1 million in 2022 and the balance in 2023, based on the anticipated construction schedules. Subsequent to September 30, 2021, the Company entered into a $47.5 million fixed-price construction agreement in connection with the construction of the LTC redevelopment project in Stittsville, Ontario, of which $2.7 million is estimated payable in 2021, $21.4 million in 2022, $23.3 million in 2023, and the balance in 2024. The Company also has outstanding commitments of $19.8 million in connection with a five-year agreement for a finance and human resources cloud-based IT platform as part of its ongoing strategy of transitioning key IT platforms to the cloud to support growth initiatives. Payments under the agreement are due annually in advance and the agreement expires in 2025.

Legal Proceedings and Regulatory Actions

In the ordinary course of business, the Company is involved in and potentially subject to legal proceedings brought against it from time to time in connection with its operations. The COVID-19 pandemic has increased the risk that litigation or other legal proceedings, regardless of merit, will be commenced against the Company.

In June 2020, the Company was served with an amended statement of claim filed in the Ontario Superior Court of Justice (Ontario Superior Court) adding the Company to a statement of claim previously issued to the owner of a long-term care and retirement community to which the Company provides contracted services under its Extendicare Assist division. The claim seeks an order certifying the claim as a class action pursuant to the *Class Proceedings Act* (Ontario) and alleges negligence and breach of contract in respect of all persons who contracted COVID-19 at the residence or subsequently contracted COVID-19 from such persons, all residents of the residence and all family members of such individuals. The claim seeks damages in the aggregate of $40.0 million.

In October 2020, the Company was served with a statement of claim filed in Ontario Superior Court alleging negligence, breach of contract, breach of certain statutory duties and Human Rights Code breaches in respect of all residents of a Company LTC home as well as their family members. In January 2021, the claim was amended to include further allegations of gross negligence and claim against 35 Company LTC homes and 36 LTC homes to which the Company provides contract services. The claim seeks an order certifying the action as a class action and damages in the aggregate amount of $210.0 million.

In October 2020, the Company was served with a statement of claim filed in Ontario Superior Court naming it and multiple other defendants, including multiple LTC homes and their respective owners and operators, the Government of Ontario and several Ontario cities, including the City of Toronto. The claim seeks an order certifying the action as a class action and alleges negligence, breach of fiduciary duty and breach of section 7 of the *Canadian Charter of Rights and Freedoms* by the multiple defendants, including the Company, in the operation of certain LTC homes and provision of care to residents. The claim seeks aggregate damages of $600.0 million from the multiple defendants.

In December 2020, the Company was served with a statement of claim filed in Ontario Superior Court naming the Company and the owner of a LTC home to which the Company provides contracted services, as well as certain entities related to the owner. The claim seeks an order certifying the claim as a class action and alleges negligence, gross negligence, breach of fiduciary duty, breach of contract and wrongful death in respect of all persons who contracted COVID-19 at the residence or subsequently contracted COVID-19 from such persons, all residents of the residence and all family members of such individuals. The claim seeks damages in the aggregate of $40.0 million.

In April 2021, the Company was served with a statement of claim filed in the Court of Queen's Bench for Saskatchewan alleging negligence, breach of fiduciary duty, breach of contract and breach of the required standard of care by the Company and certain unnamed defendants in respect of all residents of Company LTC homes located in Saskatchewan as well as their family members. The claim seeks an order certifying the action as a class action and unspecified damages.

The Company intends to vigorously defend itself against these claims and these claims are subject to insurance coverage maintained by the Company. However, given the status of the proceedings, the Company is unable to assess their potential outcome and they could have a materially adverse impact on the Company's business, results of operations and financial condition (see "Risks and Uncertainties").

In December 2020, the Government of Ontario passed Bill 218, *Supporting Ontario's Recovery Act* (Ontario), which provides targeted liability protection against COVID-19 exposure-related claims against any individual, corporation, or other entity that made a "good faith" or "honest" effort to act in accordance with public health guidance and laws relating to

COVID-19 and did not otherwise act with “gross negligence”. The protection under Bill 218 is retroactive to March 17, 2020, when Ontario first implemented emergency measures as part of its response to the COVID-19 pandemic. Similar legislation has been passed in other provincial jurisdictions, including Saskatchewan.

DISCONTINUED OPERATIONS

After the sale of its U.S. business in 2015 (the “U.S. Sale Transaction”), the Company retained the Captive, which, along with third-party insurers, insured the Company’s U.S. general and professional liability risks up to the date of the U.S. Sale Transaction, and was reported as the U.S. segment.

As at June 30, 2020, there were no open general and professional liability claims remaining and the updated actuarial valuation of incurred but not reported claims was immaterial. As a result, the Board of Directors of the Captive approved a wind up plan to deregister the Captive with the Bermuda Monetary Authority (BMA) and subsequently dissolve the Captive, thereby ceasing the operations of the U.S. segment. Concurrently, the Company entered into a termination agreement with the Captive to assume the remaining obligations and certain liabilities of the Captive effective June 30, 2020.

In September 2020, the BMA approved the deregistration of the Captive. As a result, the remaining portion of the U.S. segment has been classified as a discontinued operation. Accordingly, the comparative interim condensed consolidated statement of earnings has been re-presented.

Effective June 30, 2020, the accrual for self-insured general and professional liabilities was reduced to $nil from $12.2 million (US$9.4 million) at the beginning of the year as a result of claims settlements, the transfer of certain remaining obligations of the Captive to the Company in accordance with a termination agreement and a release of the balance of the accrued self-insured liabilities. Any expense incurred or release of reserves for U.S. self-insured liabilities are presented as discontinued operations.

Following the receipt of approval by the BMA to deregister the Captive, the remaining balance of restricted cash held in investments was released to the Company. During 2020, the Captive transferred $23.3 million (US$17.0 million) of cash previously held for investment to the Company for general corporate use.

Earnings from Discontinued Operations

Earnings from discontinued operations of $3.6 for each of Q3 2021 and the nine months ended September 30, 2021, relate to the release of indemnification provisions in respect of the former U.S. operations. Discontinued operations were a loss of $0.2 million for Q3 2020 and earnings of $9.7 million for the nine months ended September 30, 2020, and included a release of reserves of $nil and $9.5 million, respectively. Further details are provided in *Note 15* of the unaudited interim condensed consolidated financial statements.

ACCOUNTING POLICIES AND ESTIMATES

Critical Accounting Policies and Estimates

A full discussion of the Company’s critical accounting policies and estimates was provided in the MD&A and the accompanying notes to the audited consolidated financial statements for the year ended December 31, 2020, contained in the Company’s 2020 Annual Report. The disclosures in such report have not materially changed since that report was filed, and to the extent there have been any changes in management’s estimates, they are discussed under “Significant Developments”.

Future Changes in Accounting Policies

The following accounting standards, amendments and interpretations will take effect for the Company after December 31, 2021, the nature and effect of which are provided in *Note 2* of the unaudited interim condensed consolidated financial statements, and described below:

DERECOGNITION OF FINANCIAL LIABILITIES

Beginning on January 1, 2022, the Company will adopt the IASB amendment *Annual Improvements to IFRS Standards 2018-2020*. The particular amendment to IFRS 9 *Financial instruments* among *Annual Improvements to IFRS Standards 2018-2020* will clarify which fees are included for the purposes of performing the ‘10 per cent test’ for derecognition of financial liabilities. The adoption of the IFRS 9 *Financial instruments* among *Annual Improvements to IFRS Standards 2018-2020* is not expected to have a material impact on the financial statements.

DEFINITIONS OF ACCOUNTING ESTIMATES

Beginning on January 1, 2023, the Company will adopt the IASB amendments *Definition of Accounting Estimates (Amendments to IAS 8)*. These amendments introduce a new definition for accounting estimates, clarifying that they are monetary amounts in the financial statements that are subject to measurement uncertainty. The amendments also clarify the relationship between accounting policies and accounting estimates by specifying that a company develops an accounting estimate to achieve the objective set out by an accounting policy. The adoption of these amendments is not expected to have a material impact on the financial statements.

DISCLOSURE INITIATIVE – ACCOUNTING POLICIES

Beginning on January 1, 2023, the Company will adopt the IASB amendments *Disclosure Initiative - Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements)*. The key amendments include: requiring companies to disclose their material accounting policies rather than their significant accounting policies; clarifying that accounting policies related to immaterial transactions, other events or conditions are themselves immaterial and as such need not be disclosed; and clarifying that not all accounting policies that relate to material transactions, other events or conditions are themselves material to a company's financial statements. The adoption of these amendments is not expected to have a material impact on the financial statements.

NON-GAAP MEASURES

The Company assesses and measures operating results and financial position based on performance measures referred to as "net operating income", "net operating income margin", "EBITDA", "Adjusted EBITDA", "Adjusted EBITDA margin", "earnings before depreciation, amortization, and other expense", "earnings (loss) from continuing operations before separately reported items, net of taxes", "Funds from Operations" and "Adjusted Funds from Operations". These measures are commonly used by the Company and its investors as a means of assessing the performance of the core operations in comparison to prior periods. They are presented by the Company on a consistent basis from period to period, thereby allowing for consistent comparability of its operating performance. In addition, the Company assesses its return on investment in development activities using the non-GAAP financial measure "NOI Yield". These measures are not recognized under GAAP and do not have standardized meanings prescribed by GAAP. These non-GAAP measures are presented in this document because either: (i) management believes that they are a relevant measure for users of the Company's financial statements to assess the Company's operating performance and ability to pay cash dividends; or (ii) certain ongoing rights and obligations of the Company may be calculated using these measures. Such non-GAAP measures may differ from similar computations as reported by other issuers, and accordingly, may not be comparable to similarly titled measures as reported by such issuers. They are not intended to replace earnings (loss) from continuing operations, net earnings (loss), cash flow, or other measures of financial performance and liquidity reported in accordance with GAAP.

References to "net operating income", or "NOI", in this document are to revenue less operating expenses, and this value represents the underlying performance of the operating business segments. References to "net operating income margin" are to net operating income as a percentage of revenue.

References to "EBITDA" in this document are to earnings (loss) from continuing operations before net finance costs, income taxes, depreciation and amortization. References to "Adjusted EBITDA" in this document are to EBITDA adjusted to exclude the line item "other expense", and as a result, is equivalent to the line item "earnings before depreciation, amortization, and other expense" reported on the consolidated statements of earnings. References to "Adjusted EBITDA Margin" are to Adjusted EBITDA as a percentage of revenue. Management believes that certain lenders, investors and analysts use EBITDA, Adjusted EBITDA and Adjusted EBITDA margin to measure a company's ability to service debt and meet other payment obligations, and as a common valuation measurement.

References to "earnings (loss) from continuing operations before separately reported items, net of tax" in this document are to earnings (loss) from continuing operations, excluding the following separately reported line items: "foreign exchange and fair value adjustments" and "other expense". These line items are reported separately and excluded from certain performance measures, because they are transitional in nature and would otherwise distort historical trends. They relate to the change in the fair value of or gains and losses on termination of convertible debentures and interest rate agreements, as well as gains or losses on the disposal or impairment of assets and investments, and foreign exchange gains or losses on capital items. In addition, these line items may include acquisition related costs, restructuring charges, proxy related costs and the write-off of unamortized deferred financing costs on early retirement of debt. The above separately reported line items are reported on a pre-tax and on an after-tax basis as a means of deriving earnings (loss) from operations and related earnings per share excluding such items.

“Funds from Operations”, or “FFO”, is defined as Adjusted EBITDA less depreciation for furniture, fixtures, equipment and computers, or “depreciation for FFEC”, depreciation for office leases, accretion costs, net interest expense and current income taxes. Depreciation for FFEC is considered representative of the amount of maintenance (non-growth) capital expenditures, or “maintenance capex”, to be used in determining “Funds from Operations”, as the depreciation term is generally in line with the life of these assets. FFO is a recognized earnings measure that is widely used by public real estate entities, particularly by those entities that own and/operate income-producing properties. Management believes that certain investors and analysts use FFO, and as such has included FFO to assist with their understanding of the Company’s operating results.

“Adjusted Funds from Operations”, or “AFFO”, is defined as FFO plus: i) the reversal of non-cash deferred financing and accretion costs; ii) the reversal of non-cash share-based compensation; iii) the principal portion of government capital funding; iv) amounts received from income support arrangements; and v) the reversal of income or loss of the captive insurance company that was included in the determination of FFO, as those operations are funded through investments held for U.S. self-insured liabilities, which are not included in the Company’s reported cash and cash equivalents. In addition, AFFO is further adjusted to account for the difference in total maintenance capex incurred from the amount deducted in the determination of FFO. Since the Company’s actual maintenance capex spending fluctuates on a quarterly basis with the timing of projects and seasonality, the adjustment to AFFO for these expenditures from the amount of depreciation for FFEC already deducted in determining FFO, may result in an increase to AFFO in the interim periods reported. Management believes that AFFO is a relevant measure of the ability of the Company to earn cash and pay cash dividends to shareholders.

Both FFO and AFFO are subject to other adjustments, as determined by management in its discretion, that are not representative of the Company’s operating performance.

References to “payout ratio” in this document are to the ratio of dividends declared per share to AFFO per basic share.

References to “NOI Yield” in this document are to a financial measure used by the Company to assess its return on investment in development activities. NOI Yield is defined by the Company as the estimated stabilized NOI of a development property in the first year it achieves expected stabilized occupancy, plus the annual construction funding subsidy (CFS) for certain LTC homes, if applicable, divided by the estimated Adjusted Development Costs, as defined below. Management believes that this is a relevant measure of the Company’s total economic return of a development project.

“Adjusted Development Costs” is defined as development costs on a GAAP basis (which includes the cost of land, hard and soft development costs, furniture, fixtures and equipment) plus/minus cumulative net operating losses/earnings generated by the development property prior to achieving expected stabilized occupancy, plus an estimated imputed cost of capital during the development period through to the expected stabilized occupancy, net of any capital development government grant receivable on substantial completion of construction for certain LTC homes, if applicable.

Reconciliations of “earnings (loss) from continuing operations before income taxes” to “Adjusted EBITDA” and “net operating income” are provided under “Select Quarterly Financial Information”, “2021 Third Quarter Financial Review ” and “2021 Nine Month Financial Review”.

Reconciliations of “earnings from continuing operations” to “FFO” and “AFFO” are provided under “Adjusted Funds from Operations”.

Reconciliations of “net cash from operating activities” and “Adjusted EBITDA” to “AFFO” are provided under “Adjusted Funds from Operations – Reconciliations of Net Cash from Operating Activities and Adjusted EBITDA to AFFO”.

RISKS AND UNCERTAINTIES

There are certain risks inherent in an investment in securities and activities of the Company, which investors should carefully consider before investing in the Company. Risks and uncertainties are disclosed in the Company’s 2020 Annual Information Form, including without limitation, “Risks Related to a Pandemic, Epidemic or Outbreak of a Contagious Illness, such as COVID-19”, “Risks Related to Liability and Insurance” and “Risks Related to Government Funding and Regulatory Changes” found under the section “Risk Factors – Risks Related to the Business”. To the extent there have been any changes to those risks or uncertainties as of the date of this MD&A, they are discussed under “Forward-looking Statements” and “Significant Developments”.

EXTENDICARE®

... helping people live better

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS AND NOTES

Q3 2021

Extendicare Inc.
Dated: November 4, 2021

Extendicare Inc.
Interim Condensed Consolidated Financial Statements

Three and nine months ended September 30, 2021 and 2020

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Extendicare Inc.

Interim Condensed Consolidated Statements of Financial Position

(Unaudited)

(in thousands of Canadian dollars)	*notes*	**September 30, 2021**	**December 31, 2020**
Assets			
Current assets			
Cash and cash equivalents		**132,202**	179,956
Restricted cash		**2,825**	2,509
Accounts receivable		**52,872**	58,328
Income taxes recoverable		**13,308**	15,063
Other assets	*5*	**30,150**	40,226
Total current assets		**231,357**	296,082
Non-current assets			
Property and equipment	*3*	**533,438**	525,904
Goodwill and other intangible assets	*4*	**94,562**	88,178
Other assets	*5*	**33,859**	37,133
Deferred tax assets		**15,845**	15,830
Total non-current assets		**677,704**	667,045
Total assets		**909,061**	963,127
Liabilities and equity			
Current liabilities			
Accounts payable and accrued liabilities		**192,159**	187,071
Income taxes payable		**193**	16,693
Long-term debt	*7*	**112,184**	71,390
Provisions	*6*	**—**	4,367
Total current liabilities		**304,536**	279,521
Non-current liabilities			
Long-term debt	*7*	**433,188**	493,207
Provisions	*6*	**9,849**	10,567
Other long-term liabilities	*8*	**34,140**	40,059
Deferred tax liabilities		**11,221**	11,585
Total non-current liabilities		**488,398**	555,418
Total liabilities		**792,934**	834,939
Shareholders' equity			
Share capital	*10*	**500,877**	500,577
Equity portion of convertible debentures	*7*	**7,085**	7,085
Contributed surplus	*9*	**7,154**	4,916
Accumulated deficit		**(387,885)**	(370,963)
Accumulated other comprehensive loss		**(11,104)**	(13,427)
Shareholders' equity		**116,127**	128,188
Total liabilities and equity		**909,061**	963,127

See accompanying notes to the unaudited interim condensed financial statements.
Commitments and contingencies (Note 16).
Subsequent events (Note 19).

Extendicare Inc.

Interim Condensed Consolidated Statements of Earnings

(Unaudited)

(in thousands of Canadian dollars except for per share amounts)	*notes*	Three months ended September 30, 2021	Three months ended September 30, 2020	Nine months ended September 30, 2021	Nine months ended September 30, 2020
CONTINUING OPERATIONS					
Revenue	*18*	**310,130**	296,786	**939,960**	850,551
Operating expenses		**278,569**	220,810	**836,884**	724,258
Administrative costs		**12,220**	12,182	**38,195**	34,201
Total expenses	*11*	**290,789**	232,992	**875,079**	758,459
Earnings before depreciation, amortization and other expense		**19,341**	63,794	**64,881**	92,092
Depreciation and amortization		**9,691**	9,373	**28,853**	28,911
Other expense	*12*	**—**	—	**—**	2,780
Earnings before net finance costs and income taxes		**9,650**	54,421	**36,028**	60,401
Net finance costs	*13*	**6,013**	6,964	**18,897**	23,248
Earnings before income taxes		**3,637**	47,457	**17,131**	37,153
Income tax expense (recovery)					
Current		**1,696**	14,118	**6,614**	14,343
Deferred		**(460)**	(1,305)	**(1,167)**	(4,182)
Total income tax expense		**1,236**	12,813	**5,447**	10,161
Earnings from continuing operations		**2,401**	34,644	**11,684**	26,992
DISCONTINUED OPERATIONS					
Earnings (loss) from discontinued operations, net of income taxes	*15*	**3,642**	(178)	**3,642**	9,721
Net earnings		**6,043**	34,466	**15,326**	36,713
Basic Earnings per Share					
Earnings from continuing operations	*14*	**$0.03**	$0.39	**$0.13**	$0.30
Net earnings	*14*	**$0.07**	$0.38	**$0.17**	$0.41
Diluted Earnings per Share					
Earnings from continuing operations	*14*	**$0.03**	$0.36	**$0.13**	$0.30
Net earnings	*14*	**$0.07**	$0.36	**$0.17**	$0.41

See accompanying notes to the unaudited interim condensed consolidated financial statements.

Extendicare Inc.

Interim Condensed Consolidated Statements of Comprehensive Income

(Unaudited)

	Three months ended September 30,		Nine months ended September 30,	
(in thousands of Canadian dollars)	**2021**	**2020**	**2021**	**2020**
Net earnings	**6,043**	34,466	**15,326**	36,713
Other comprehensive income (loss), net of taxes				
Items that will not be reclassified to profit or loss:				
Defined benefit plan actuarial gains (losses)	**616**	470	**2,922**	(3,536)
Tax recovery (expense) on defined benefit plan actuarial gains (losses)	**(163)**	(125)	**(777)**	937
Defined benefit plan actuarial gains (losses), net of taxes	**453**	345	**2,145**	(2,599)
Items that are or may be reclassified subsequently to profit or loss:				
Net change in foreign currency translation adjustment	**6**	(212)	**178**	(59)
Other comprehensive income (loss), net of taxes	**459**	133	**2,323**	(2,658)
Total comprehensive income	**6,502**	34,599	**17,649**	34,055

See accompanying notes to the unaudited interim condensed consolidated financial statements.

Extendicare Inc.

Interim Condensed Consolidated Statements of Changes in Equity

(Unaudited)

(in thousands of Canadian dollars, except for number of shares)	***notes***	***Number of shares***	**Share capital**	**Equity portion of convertible debentures**	**Contributed surplus**	**Accumulated deficit**	**Accumulated other comprehensive loss**	**Shareholders' equity**
Balance at January 1, 2021		***89,539,085***	**500,577**	**7,085**	**4,916**	**(370,963)**	**(13,427)**	**128,188**
Share-based compensation	***9***	***23,414***	**300**	**—**	**2,238**	**—**	**—**	**2,538**
Net earnings		**—**	**—**	**—**	**—**	**15,326**	**—**	**15,326**
Dividends declared		**—**	**—**	**—**	**—**	**(32,248)**	**—**	**(32,248)**
Other comprehensive income		**—**	**—**	**—**	**—**	**—**	**2,323**	**2,323**
Balance at September 30, 2021		***89,562,499***	**500,877**	**7,085**	**7,154**	**(387,885)**	**(11,104)**	**116,127**

(in thousands of Canadian dollars, except for number of shares)	***notes***	***Number of shares***	**Share capital**	**Equity portion of convertible debentures**	**Contributed surplus**	**Accumulated deficit**	**Accumulated other comprehensive loss**	**Shareholders' equity**
Balance at January 1, 2020		*89,232,512*	498,116	7,085	3,675	(382,189)	(11,273)	115,414
DRIP	*10*	*231,813*	1,705	—	—	—	—	1,705
Share-based compensation	*9*	*74,760*	756	—	445	—	—	1,201
Net earnings		—	—	—	—	36,713	—	36,713
Dividends declared		—	—	—	—	(32,220)	—	(32,220)
Other comprehensive loss		—	—	—	—	—	(2,658)	(2,658)
Balance at September 30, 2020		89,539,085	500,577	7,085	4,120	(377,696)	(13,931)	120,155

See accompanying notes to the unaudited interim condensed consolidated financial statements.

Extendicare Inc.

Interim Condensed Consolidated Statements of Cash Flows

(Unaudited)

		Three months ended September 30,		Nine months ended September 30,	
(in thousands of Canadian dollars)	*notes*	**2021**	**2020**	**2021**	**2020**
Operating Activities					
Net earnings		**6,043**	34,466	**15,326**	36,713
Adjustments for:					
Depreciation and amortization	*3, 4*	**9,691**	9,373	**28,853**	28,911
Share-based compensation	*9*	**714**	710	**2,538**	1,201
Deferred taxes		**(460)**	(1,305)	**(1,167)**	(4,192)
Current taxes		**1,696**	14,118	**6,614**	14,353
Net finance costs		**6,013**	6,981	**18,897**	22,061
Defined benefit plan expenses		**191**	310	**553**	932
Defined benefit plan contributions		**(542)**	(568)	**(2,306)**	(4,188)
Other income	*12, 15*	**(3,688)**	—	**(3,688)**	(6,757)
		19,658	64,085	**65,620**	89,034
Net change in operating assets and liabilities					
Accounts receivable		**(2,123)**	289	**4,066**	(2,347)
Other assets	*5*	**5,908**	3,014	**8,706**	(10,801)
Accounts payable and accrued liabilities		**13,995**	(5,567)	**2,762**	21,958
		37,438	61,821	**81,154**	97,844
Interest paid		**(4,247)**	(4,534)	**(16,184)**	(18,073)
Interest received		**425**	534	**1,390**	2,084
Income taxes (paid) received		**2,207**	(3,360)	**(21,430)**	(5,354)
Payments of self-insured liabilities		**—**	—	**—**	(1,623)
Net cash from operating activities		**35,823**	54,461	**44,930**	74,878
Investing Activities					
Purchase of property, equipment and other intangible assets	*3, 4*	**(19,099)**	(3,942)	**(41,148)**	(13,871)
Decrease in investments held for self-insured liabilities		**—**	13,789	**—**	29,307
Decrease in other assets	*5*	**1,512**	1,448	**4,569**	4,346
Net cash from (used in) investing activities		**(17,587)**	11,295	**(36,579)**	19,782
Financing Activities					
Issuance of long-term debt	*7*	**—**	—	**—**	62,362
Repayment of long-term debt	*7*	**(7,582)**	(7,029)	**(23,258)**	(47,590)
Decrease (increase) in restricted cash		**(57)**	396	**(316)**	62
Dividends paid		**(10,752)**	(10,746)	**(32,248)**	(30,515)
Change in financing costs		**(60)**	(6)	**(132)**	(3,769)
Net cash used in financing activities		**(18,451)**	(17,385)	**(55,954)**	(19,450)
Increase (decrease) in cash and cash equivalents		**(215)**	48,371	**(47,603)**	75,210
Cash and cash equivalents at beginning of period		**132,451**	121,969	**179,956**	94,457
Foreign exchange gain (loss) on cash held in foreign currency		**(34)**	(279)	**(151)**	394
Cash and cash equivalents at end of period		**132,202**	170,061	**132,202**	170,061

See accompanying notes to the unaudited interim condensed consolidated financial statements.

1. GENERAL INFORMATION AND NATURE OF THE BUSINESS

The common shares (the "Common Shares") of Extendicare Inc. ("Extendicare" or the "Company") are listed on the Toronto Stock Exchange (TSX) under the symbol "EXE". The Company and its predecessors have been operating since 1968, providing care and services to seniors throughout Canada. The Company is a leading provider of care and services for seniors across Canada, operating under the Extendicare, Esprit Lifestyle, ParaMed, Extendicare Assist and SGP Partner Network brands and is committed to delivering quality care throughout the health continuum to meet the needs of a growing seniors population. The registered office of the Company is located at 3000 Steeles Avenue East, Suite 700, Markham, Ontario, Canada, L3R 9W2.

2. BASIS OF PREPARATION

a) Statement of Compliance

The interim condensed consolidated financial statements (the "financial statements") have been prepared in accordance with International Financial Reporting Standards (IFRS) IAS 34 "Interim Financial Reporting" as issued by the International Accounting Standards Board (IASB), and were approved by the board of directors of the Company on November 4, 2021.

The financial statements do not include all of the information required for full annual consolidated financial statements, and should be read in conjunction with the Company's 2020 annual audited consolidated financial statements. These financial statements follow the same accounting policies and methods of application as the consolidated financial statements for the year-ended December 31, 2020, except for those identified below. Certain comparative information has been reclassified to conform to the current year presentation.

b) Basis of Measurement

The financial statements have been prepared on the historical cost basis except for financial assets and liabilities classified at fair value through profit or loss.

The Company's financial statements are presented in Canadian dollars, which is the Company's functional currency. All financial information presented in dollars has been rounded to the nearest thousand, unless otherwise noted.

c) Use of Estimates and Judgement

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, disclosures of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenue and expenses during the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis.

Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In March 2020, a global pandemic was declared related to a new strain of coronavirus (COVID-19). In response, the federal and provincial governments and public health officials initiated a number of measures to mitigate against the severity and spread of the virus. The federal and provincial governments have announced various programs and financial assistance to address the increased costs and other challenges and we continue to assess the extent to which they may impact our results. Any estimate of the length and severity of these impacts is therefore subject to significant uncertainty, and accordingly estimates of the extent to which COVID-19 may materially and adversely affect the Company's operations, financial results and condition in future periods are also subject to significant uncertainty. The areas of estimation and judgement uncertainty for the Company which may be impacted by the uncertainty of COVID-19 include estimates used to determine the recoverable amounts for long-lived assets and goodwill subject to an impairment test which rely on the outlook for future financial performance of the cash generating unit (CGU).

The more subjective of such estimates are:

- determination of the recoverable amount of CGUs subject to an impairment test; and
- interpretation of legislation including the determination of the amount and timing of proposed government funding and subsidies established to address the increased costs of operations and other impacts as a result of COVID-19.

The assessment of contingencies (*Note 16*) and provisions *(Note 6*) are subject to judgement.

The recorded amounts for such items are based on management's best available information and are subject to assumptions and judgement, which may change as time progresses; accordingly, actual results could differ from estimates.

d) Future Changes in Accounting Standards

Derecognition of financial liabilities

Beginning on January 1, 2022, the Company will adopt the IASB amendment *Annual Improvements to IFRS Standards 2018-2020*. The particular amendment to IFRS 9 *Financial instruments* among *Annual Improvements to IFRS Standards 2018-2020* will clarify which fees are included for the purposes of performing the '10 per cent test' for derecognition of financial liabilities. The adoption of the IFRS 9 *Financial instruments* among *Annual Improvements to IFRS Standards 2018-2020* is not expected to have a material impact on the financial statements.

Definition of accounting estimates

Beginning on January 1, 2023, the Company will adopt the IASB amendments *Definition of Accounting Estimates (Amendments to IAS 8)*. These amendments introduce a new definition for accounting estimates, clarifying that they are monetary amounts in the financial statements that are subject to measurement uncertainty. The amendments also clarify the relationship between accounting policies and accounting estimates by specifying that a company develops an accounting estimate to achieve the objective set out by an accounting policy. The adoption of these amendments is not expected to have a material impact on the financial statements.

Disclosure initiative - accounting policies

Beginning on January 1, 2023, the Company will adopt the IASB amendments *Disclosure Initiative - Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements)*. The key amendments include: requiring companies to disclose their material accounting policies rather than their significant accounting policies; clarifying that accounting policies related to immaterial transactions, other events or conditions are themselves immaterial and as such need not be disclosed; and clarifying that not all accounting policies that relate to material transactions, other events or conditions are themselves material to a company's financial statements. The adoption of these amendments is not expected to have a material impact on the financial statements.

3. PROPERTY AND EQUIPMENT

	Land & Land Improvement	Buildings	Right-of-use assets	Furniture & Equipment	Leasehold Improvements	Construction in Progress (CIP)	Total
Cost or Deemed Cost							
January 1, 2020	61,410	541,794	97,750	66,524	1,304	13,148	781,930
Additions	379	7,749	2,213	7,746	45	12,218	30,350
Write-off of fully depreciated assets	(133)	(7,165)	—	(5,425)	(926)	—	(13,649)
Impairment	—	(2,780)	—	—	—	—	(2,780)
Transfer from CIP	188	361	—	353	—	(902)	—
December 31, 2020	61,844	539,959	99,963	69,198	423	24,464	795,851
January 1, 2021	**61,844**	**539,959**	**99,963**	**69,198**	**423**	**24,464**	**795,851**
Additions	**235**	**1,991**	**1,827**	**3,795**	**588**	**23,486**	**31,922**
Write-offs	**—**	**—**	**(280)**		**—**	**—**	**(280)**
Write-off of fully depreciated assets	**—**	**(384)**	**(589)**	**(2,508)**	**(50)**	**—**	**(3,531)**
Transfer from CIP	**49**	**1,833**	**—**	**434**	**13**	**(2,329)**	**—**
September 30, 2021	**62,128**	**543,399**	**100,921**	**70,919**	**974**	**45,621**	**823,962**

	Land & Land Improvement	Buildings	Right-of-use assets	Furniture & Equipment	Leasehold Improvements	Construction in Progress (CIP)	Total
Accumulated Depreciation							
January 1, 2020	5,030	178,689	36,960	29,512	1,212	—	251,403
Additions	679	19,364	5,034	7,048	68	—	32,193
Write-off of fully depreciated assets	(133)	(7,165)	—	(5,425)	(926)	—	(13,649)
December 31, 2020	5,576	190,888	41,994	31,135	354	—	269,947
January 1, 2021	**5,576**	**190,888**	**41,994**	**31,135**	**354**	**—**	**269,947**
Additions	**515**	**14,080**	**3,986**	**5,511**	**105**	**—**	**24,197**
Write-offs	**—**	**—**	**(89)**	**—**		**—**	**(89)**
Write-off of fully depreciated assets	**—**	**(384)**	**(589)**	**(2,508)**	**(50)**	**—**	**(3,531)**
September 30, 2021	**6,091**	**204,584**	**45,302**	**34,138**	**409**	**—**	**290,524**
Carrying amounts							
At December 31, 2020	56,268	349,071	57,969	38,063	69	24,464	525,904
At September 30, 2021	**56,037**	**338,815**	**55,619**	**36,781**	**565**	**45,621**	**533,438**

The Company capitalized $0.7 million of borrowing costs related to development projects under construction during the three and nine months ended September 30, 2021 at an average capitalization rate of 0.55% (three and nine months ended September 30, 2020 – $nil).

4. GOODWILL AND OTHER INTANGIBLE ASSETS

	Goodwill	Other Intangible Assets	Total
Cost or Deemed Cost			
January 1, 2020	51,675	62,150	113,825
Additions	—	4,906	4,906
Write-off of fully amortized assets	—	(108)	(108)
December 31, 2020	51,675	66,948	118,623
January 1, 2021	**51,675**	**66,948**	**118,623**
Additions	**—**	**11,040**	**11,040**
Write-off of fully amortized assets	**—**	**(4,857)**	**(4,857)**
September 30, 2021	**51,675**	**73,131**	**124,806**

	Goodwill	Other Intangible Assets	Total
Accumulated Amortization			
January 1, 2020	—	23,951	23,951
Additions	—	6,602	6,602
Write-off of fully amortized assets	—	(108)	(108)
December 31, 2020	—	30,445	30,445
January 1, 2021	**—**	**30,445**	**30,445**
Additions	**—**	**4,656**	**4,656**
Write-off of fully amortized assets	**—**	**(4,857)**	**(4,857)**
September 30, 2021	**—**	**30,244**	**30,244**
Carrying amounts			
At December 31, 2020	51,675	36,503	88,178
At September 30, 2021	**51,675**	**42,887**	**94,562**

5. OTHER ASSETS

	September 30, 2021	December 31, 2020
Construction funding subsidy receivable	**37,492**	42,061
Supply inventory	**17,002**	22,012
Prepaid, deposits and other	**9,515**	13,286
	64,009	77,359
less: current portion	**(30,150)**	(40,226)
	33,859	37,133

Construction Funding Subsidy Receivable

Construction funding subsidy receivable represents discounted amounts receivable due from the government of Ontario with respect to construction funding subsidies for long-term care homes, of which $4.4 million (December 31, 2020 – $5.6 million) is current. These subsidies represent funding for a portion of long-term care home construction costs over a 20-year or 25-year period. The weighted average remaining term of this funding is 15 years.

Supply Inventory

Supply inventory is primarily composed of personal protective equipment and other related supplies.

6. PROVISIONS

	Accrual for Self-insured	Indemnification Provisions	Decommissioning Provisions	Total
January 1, 2020	12,161	7,426	9,526	29,113
Provisions released	(9,537)	(2,023)	—	(11,560)
Provisions used	(3,246)	(61)	(4)	(3,311)
Accretion	—	—	195	195
Effect of movements in exchange rates	622	(125)	—	497
December 31, 2020	—	5,217	9,717	14,934
Less: current portion	—	(4,367)	—	(4,367)
	—	850	9,717	10,567
January 1, 2021	**—**	**5,217**	**9,717**	**14,934**
Provisions released	**—**	**(3,688)**	**—**	**(3,688)**
Provisions used	**—**	**(1,510)**	**(14)**	**(1,524)**
Accretion	**—**	**—**	**146**	**146**
Effect of movements in exchange rates	**—**	**(19)**	**—**	**(19)**
September 30, 2021	**—**	**—**	**9,849**	**9,849**

Accrual for Self-Insured Liabilities

The obligation to settle U.S. self-insured general and professional liability claims relating to the period prior to the closing of the U.S. Sale Transaction, including claims incurred but yet to be reported, remained with the Company, and was funded through the Captive.

Effective June 30, 2020, the accrual for self-insured general and professional liabilities was reduced to $nil and any expense incurred or release of reserves for U.S. self-insured liabilities are presented as discontinued operations (*Note 15*).

Indemnification Provisions

As a result of the U.S. Sale Transaction, the Company agreed to indemnify certain obligations of the U.S. operations related to tax, a corporate integrity agreement (the "CIA"), and other items. Any revisions to these estimates are recorded as a part of discontinued operations (*Note 15*). Management reviewed recent activity and assessed the potential for further amounts owing related to the indemnification provisions and determined that the remaining provisions could be released. As at September 30, 2021, there is no provision remaining related to the indemnification (December 31, 2020 – $5.2 million or US$4.1 million).

Decommissioning Provisions

The decommissioning provisions relate to possible asbestos remediation of the Company's pre-1980 constructed homes. An estimated undiscounted cash flow amount of approximately $10.2 million (December 31, 2020 – $10.2 million) was discounted using a rate of 0.48% (December 31, 2020 – 0.48%) over an estimated time to settle of 7 years.

7. LONG-TERM DEBT

	Interest Rate	Year of Maturity	September 30, 2021	December 31, 2020
Convertible unsecured subordinated debentures	5.00 %	2025	**122,385**	121,629
CMHC mortgages, fixed rate	2.19% - 7.70%	2022 - 2037	**132,328**	141,638
CMHC mortgages, variable rate	Variable	2025	**22,230**	22,869
Non-CMHC mortgages	3.11% - 5.64%	2022 - 2038	**163,301**	167,729
Construction loans	Variable	on demand	**43,113**	43,113
Lease liabilities	4.23% - 7.19%	2021 - 2034	**70,811**	77,805
			554,168	574,783
Deferred financing costs			**(8,796)**	(10,186)
Total debt, net of deferred financing costs			**545,372**	564,597
Less: current portion			**(112,184)**	(71,390)
Long-term debt			**433,188**	493,207

Convertible Unsecured Subordinated Debentures

In April 2018, the Company issued $126.5 million aggregate principal amount of 5.00% convertible unsecured subordinated debentures due April 30, 2025 (the "2025 Debentures"), with a conversion price of $12.25 per Common Share (the "Offering"). The initial offering for $110.0 million of the 2025 Debentures closed on April 17, 2018, and the exercise of the over-allotment option for $16.5 million debentures closed on April 25, 2018. The debt and equity components of the 2025 Debentures were bifurcated as the financial instrument is considered a compound instrument with $119.2 million classified as a liability and the residual $7.3 million classified as equity attributable to the conversion option. The liability portion of the 2025 Debentures is recorded at amortized cost. The fees and transaction costs allocated to the debt component are amortized over the term of the 2025 Debentures using the effective interest rate method and are recognized as part of net finance costs.

Interest on the 2025 Debentures is payable semi-annually in April and October. On or after May 1, 2021 but prior to April 30, 2023, these debentures may be redeemed by the Company in whole at any time or in part from time to time, at a price equal to the principal amount thereof plus accrued and unpaid interest, on a notice of not more than 60 days and not less than 30 days prior, provided that the volume-weighted average trading price of the Common Shares on the TSX for the 20 consecutive trading days ending on the fifth trading day immediately preceding the date on which notice of redemption is given is not less than 125% of the conversion price. On and after May 1, 2023, these debentures may be redeemed by the Company in whole at any time or in part from time to time, at a price equal to the principal amount thereof plus accrued and unpaid interest, on a notice of not more than 60 days and not less than 30 days prior.

Upon the occurrence of a change of control, whereby more than 66.67% of the Common Shares are acquired by any person, or group of persons acting jointly, each holder of the 2025 Debentures may require the Company to purchase their debentures at 101% of the principal plus accrued and unpaid interest. If 90% or more of the debentureholders do so, the Company has the right, but not the obligation, to redeem all the remaining outstanding 2025 Debentures.

CMHC Mortgages

The Company has various mortgages insured through the Canada Mortgage and Housing Corporation (CMHC) program. The CMHC mortgages are secured by several Canadian financial institutions at rates ranging from 2.19% to 7.70% with maturity dates through to 2037.

In June 2020, the Company renewed a CMHC-insured mortgage of $23.2 million, inclusive of fees, on a long-term care home. The renewed mortgage matures in July 2025, with a variable rate based on the lender's cost of funds plus 225 basis points.

In April 2020, the Company secured a CMHC-insured mortgage of $47.8 million, inclusive of fees, on a retirement community. The mortgage matures in June 2030 with a fixed rate of 2.19% per annum. The previously existing construction loan of $25.8 million was repaid in full on closing.

Non-CMHC Mortgages

The Company has a number of conventional mortgages on certain long-term care homes, at rates ranging from 3.11% to 5.64%. Some of these mortgages have a requirement to maintain a minimum debt service coverage ratio.

In May 2020, the Company secured mortgages of $10.3 million, inclusive of fees, on two retirement communities that mature in May 2023 and the Company entered into interest rate swap contracts to lock in the interest rate on each of these mortgages at 3.55% per annum.

In March 2020, the Company extended maturing mortgages of $21.7 million on certain long-term care homes. These extended mortgages mature in April 2025 with a fixed rate of 3.49% per annum.

Construction Loans

Construction loans of $48.0 million are available for two retirement home communities and provide for additional letter of credit facilities of $0.8 million and $1.0 million respectively, at rates ranging from 2.25% to 2.50% if utilized. Construction loans are interest-only based on 30-day banker's acceptance (BA) plus 2.25% to 2.50%, with no standby fee.

The construction loans are payable on demand and, in any event, are to be fully repaid by the earlier of achieving stabilized occupancy as defined by the agreements or 2023.

All construction loans have been reflected as current.

As at September 30, 2021, an aggregate of $43.1 million was drawn on the construction loans (December 31, 2020 – $43.1 million), leaving $4.9 million available (December 31, 2020 – $4.9 million); in addition, as at September 30, 2021, letters of credit totalling $0.7 million were issued under credit facilities (December 31, 2020 – $0.7 million), leaving $1.1 million available (December 31, 2020 – $1.1 million).

In May 2021, the Company secured construction financings in connection with two LTC redevelopment projects. The facilities total $95.9 million and each construction loan matures on the earlier of 42 months from closing or the date that the construction loans are refinanced following completion of construction. Interest rates are prime plus 1.25% or CDOR plus 2.75% with standby fees of 0.55%. The facilities also provide for an additional $4.0 million in letter of credit facilities. Interest is capitalized during construction and is payable following completion of construction until maturity. As at September 30, 2021, no amounts were drawn on the LTC redevelopment construction financings.

Lease Liabilities

Lease liabilities as at September 30, 2021 include leases on long-term care homes and head and district offices. The Company operates nine Ontario long-term care homes, which were built between 2001 and 2003, under 25-year lease arrangements. The liabilities associated with the head and district office leases is amortized over the remaining lease terms ranging up to 13 years.

During the three months ended September 30, 2021, the Company has recognized new and renewed district office and equipment lease liabilities of $0.4 million and $1.8 million for the nine months ended September 30, 2021 (three months ended September 30, 2020 – $0.1 million and nine months ended September 30, 2020 of $1.7 million, respectively).

Credit Facilities

The Company has two demand credit facilities totalling $112.3 million. One is secured by 13 Class C long-term care homes in Ontario and the other is secured by the assets of the home health care business. Neither of these facilities has financial covenants but do contain normal and customary terms. As at September 30, 2021, $33.7 million of the facilities, by way of letters of credit, secure the Company's defined benefit pension plan obligations (December 31, 2020 – $35.6 million), $5.8 million was used in connection with obligations relating to long-term care homes and retirement communities (December 31, 2020 – $5.4 million), leaving $72.8 million unutilized (December 31, 2020 – $71.3 million).

Deferred Financing Costs

Deferred financing costs are deducted against long-term debt and are amortized using the effective interest rate method over the term of the debt.

Principal Repayments

	Convertible Debentures	Mortgages Regular	Mortgages Maturity	Construction Loans	Lease Liabilities	Total
2021 remaining	—	4,763	—	43,113	3,804	51,680
2022	—	14,084	48,830	—	14,866	77,780
2023	—	10,713	47,729	—	14,186	72,628
2024	—	9,451	—	—	13,879	23,330
2025	126,500	8,173	36,220	—	13,551	184,444
2026 and thereafter	—	81,535	56,361	—	26,629	164,525
Total debt principal and lease liability	126,500	128,719	189,140	43,113	86,915	574,387
Unamortized accretion of 2025 convertible debentures	(4,115)	—	—	—	—	(4,115)
Interest on lease liabilities	—	—	—	—	(16,104)	(16,104)
	122,385	128,719	189,140	43,113	70,811	554,168

Long-term Debt Continuity

	Amount
January 1, 2020	556,306
Issuance of long-term debt	62,362
New lease liabilities	2,159
Accretion and other	954
Repayments	(55,403)
Addition - deferred financing costs	(3,791)
Amortization of deferred financing costs and other	2,010
December 31, 2020	564,597
January 1, 2021	**564,597**
New lease liabilities	**1,828**
Accretion and other	**815**
Repayments	**(23,258)**
Addition - deferred financing costs	**(132)**
Amortization of deferred financing costs and other	**1,522**
September 30, 2021	**545,372**

Interest Rates

The weighted average interest rate of all long-term debt as at September 30, 2021, was approximately 4.3% (December 31, 2020 – 4.3%). As at September 30, 2021, 88.2% of the long-term debt, including interest rate swaps, was at fixed rates (December 31, 2020 – 88.5%).

Interest Rate Swaps

The interest rate swaps include swap contracts relating to mortgages, with notional amounts totalling $85.9 million (December 31, 2020 – $88.1 million), to lock in the rates between 3.11% and 5.04% for the full term of the loans being three to ten years.

All interest rate swap contracts are measured at FVTPL, and hedge accounting has not been applied. Changes in fair value are recorded in the consolidated statements of earnings.

As at September 30, 2021, the interest rate swaps were valued as a liability of $1.3 million (December 31, 2020 – $2.6 million as a liability) (*Note 8*).

Financial Covenants

The Company is subject to debt service coverage covenants on certain of its loans. The Company was in compliance with all of these covenants as at September 30, 2021.

8. OTHER LONG-TERM LIABILITIES

	September 30, 2021	December 31, 2020
Accrued pension and benefits obligation	**30,857**	35,531
Interest rate swaps (*Note 7*)	**1,281**	2,573
Other	**2,002**	1,955
	34,140	40,059

9. SHARE-BASED COMPENSATION

Equity-settled Long-term Incentive Plan

The Company's long-term incentive plan (LTIP) provides for a share-based component of executive and director compensation designed to encourage a greater alignment of the interests of the Company's executives and directors with its shareholders, in the form of preferred share units (PSUs) for employees and deferred share units (DSUs) for non-employee directors.

PSUs and DSUs granted under the LTIP do not carry any voting rights. DSUs vest immediately upon grant and PSUs vest with a term of not less than 24 months and not more than 36 months from the date of grant. During the three months ended September 30, 2021 and 2020, the Company did not settle any DSUs or PSUs. During the nine months ended September 30, 2021, the Company settled 40,892 PSUs, of which 17,478 were settled in cash to cover withholding taxes payable ($0.1 million) and 23,414 were settled with Common Shares issued from treasury, all of which occurred in the three months ended March 31, 2021. During the nine months ended September 30, 2020, the Company settled PSUs and DSUs totalling 104,387 of which 29,627 were settled in cash to cover withholding taxes payable ($0.2 million) and 74,760 were settled with Common Shares issued from treasury.

The Company's DSUs and PSUs were an expense of $0.7 million for the three months ended September 30, 2021 (three months ended September 30, 2020 – $0.7 million) and $2.7 million for the nine months ended September 30, 2021 (nine months ended September 30, 2020 – $1.4 million).

The carrying amounts of the Company's DSUs and PSUs are recorded in the consolidated statements of financial position as follows:

	September 30, 2021	December 31, 2020
Contributed surplus – DSUs	**3,132**	2,565
Contributed surplus – PSUs	**4,022**	2,351
	7,154	4,916

As at September 30, 2021, an aggregate of 4,240,738 (December 31, 2020 - 4,264,152) Common Shares are reserved and available for issuance pursuant to the LTIP.

DSU and PSU activity is as follows:

	Deferred Share Units		Performance Share Units	
	Nine months ended September 30, 2021	**Twelve months ended December 31, 2020**	**Nine months ended September 30, 2021**	**Twelve months ended December 31, 2020**
Units outstanding, beginning of period	**381,731**	337,029	**695,087**	399,521
Granted	**71,954**	98,721	**471,712**	334,214
Reinvested dividend equivalents	**19,919**	25,136	**44,545**	48,791
Forfeited	**—**	—	**(13,617)**	(62,207)
Settled	**—**	(79,155)	**(40,892)**	(25,232)
Units outstanding, end of period	**473,604**	381,731	**1,156,835**	695,087
Weighted average fair value of units granted during the period at grant date	**$7.87**	$5.76	**$7.36**	$7.41

DSUs are fair valued at the date of grant using the previous day's closing trading price of the Common Shares. The grant date values of PSUs awarded were based on the fair values of one award comprised of two equal components being the adjusted funds from operations (AFFO) and total shareholder return (TSR). The fair values of the AFFO component were measured using the previous day's closing trading price of the Common Shares. The fair values of the TSR component were measured using the Monte Carlo simulation method.

PSUs granted and the assumptions used to determine the grant date values are as follows:

	Nine months ended September 30, 2021		Twelve months ended December 31, 2020	
Grant date	**March 9, 2021**	**May 25, 2021**	March 10, 2020	December 17, 2020
Vesting date	**March 9, 2024**	**March 9, 2024**	March 10, 2023	March 10, 2023
PSUs granted	**448,582**	**23,130**	323,168	11,046
Fair value of AFFO component	**$3.44**	**$4.03**	$3.64	$3.41
Fair value of TSR component	**$3.85**	**$4.61**	$3.80	$3.01
Grant date fair value	**$7.29**	**$8.64**	$7.44	$6.42
Expected volatility of the Company's Common Shares	**32.50 %**	**33.43 %**	19.79 %	35.46 %
Expected volatility of the Index	**21.60 %**	**22.49 %**	11.05 %	24.28 %
Risk-free rate	**0.46 %**	**0.41 %**	0.55 %	0.25 %
Dividend yield	**nil**	**nil**	nil	nil

10. SHARE CAPITAL

Common Shares

Each Common Share is transferable and represents an equal and undivided beneficial interest in the assets of the Company. Each Common Share entitles the holder to one vote at all meetings of shareholders of the Company. Shareholders are entitled to receive dividends from the Company if, as and when declared by the Board. During the three and nine months ended September 30, 2021 and 2020, the Company declared cash dividends of $0.12 per share and $0.36 per share, respectively.

Dividend Reinvestment Plan

The Company has a Dividend Reinvestment Plan (DRIP) pursuant to which shareholders who are Canadian residents may elect to reinvest their cash distributions in additional Common Shares. On March 19, 2020, the Company suspended its DRIP in respect of any future declared dividends until further notice. Accordingly, the dividend paid on April 15, 2020 to shareholders of record on March 31, 2020 was the last dividend payment eligible for reinvestment by participating shareholders under the DRIP. Subsequent dividends were, and will be, paid only in cash.

During the three and nine months ended September 30, 2021, the Company did not issue any Common Shares in connection with DRIP (three months ended September 30, 2020 – nil and nine months ended September 30, 2020 – 231,813 Common Shares at a value of $1.7 million).

Normal Course Issuer Bid (NCIB)

During the three and nine months ended September 30, 2021, under the NCIB that commenced on January 15, 2020 and ended on January 14, 2021, the Company did not purchase any Common Shares. During three and nine months ended September 30, 2020, under the NCIB that commenced on January 15, 2019 and ended on January 14, 2020, the Company did not purchase any Common Shares.

11. EXPENSES BY NATURE

	Three months ended September 30,		Nine months ended September 30,	
	2021	**2020**[1]	**2021**	**2020**[1]
Employee wages and benefits	**241,704**	235,861	**734,761**	677,784
Government grants	**—**	(50,767)	**(17,362)**	(50,767)
Food, drugs, supplies and other variable costs	**19,859**	21,333	**64,867**	54,441
Property based and leases	**13,097**	11,305	**43,904**	35,898
Other	**16,129**	15,260	**48,909**	41,103
Total operating expenses and administrative costs	**290,789**	232,992	**875,079**	758,459

[1] *Comparative figures have been re-presented to reflect reclassifications for presentation purposes.*

On April 11, 2020, the Government of Canada enacted the Canada Emergency Wage Subsidy (CEWS) program, which was designed to help Canadian employers that have experienced revenue declines to re-hire workers laid off as a result of COVID-19, help prevent further job losses and better position the employers to resume normal operations after the COVID-19 pandemic. Various changes have been made to the CEWS program since the original announcement including extending the program until October 2021. The Company's home health care subsidiary, ParaMed Inc., applied for and received CEWS during the nine months ended September 30, 2021 in respect of the six claim periods under the CEWS program between December 20, 2020 and June 5, 2021. Payments under the CEWS program are accounted for as government grants under IAS 20 and are recorded on a net basis as a reduction to operating expenses of the home health care segment, thereby impacting the home health care segment net operating income for nine months ended September 30, 2021.

12. OTHER EXPENSE

	Three months ended September 30,		Nine months ended September 30,	
	2021	**2020**	**2021**	**2020**
Impairment *(Note 3)*	—	—	—	2,780
	—	—	—	2,780

Impairment

In the second quarter of 2020, the Company recorded a pre-tax impairment charge of $2.8 million ($2.0 million after tax), in respect of certain of its retirement communities in Saskatchewan.

13. NET FINANCE COSTS

	Three months ended September 30,		Nine months ended September 30,	
	2021	**2020**	**2021**	**2020**
Interest expense	**6,652**	7,141	**20,410**	21,369
Interest revenue	**(425)**	(534)	**(1,390)**	(2,084)
Accretion	**324**	311	**961**	922
Foreign exchange and fair value adjustments	**(538)**	46	**(1,084)**	3,041
Net finance costs	**6,013**	6,964	**18,897**	23,248

Foreign Exchange

Foreign exchange gains or losses related to deferred consideration and other balances denominated in U.S. dollars for the three and nine months ended September 30, 2021 is a gain of $0.3 million and a loss of $0.2 million, respectively (three and nine months ended September 30, 2020 – loss of $0.1 million and gain of $0.6 million, respectively).

Fair Value Adjustments

Fair value adjustments related to interest rate swap contracts on certain mortgages for the three and nine months ended September 30, 2021 were a gain of $0.2 million and $1.3 million, respectively (three and nine months ended September 30, 2020 – gain of $0.1 million and a loss of $3.6 million, respectively) (*Note 7, 8*).

14. EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the net earnings for the period by the weighted average number of shares outstanding during the period, including vested DSUs awarded that have not settled. Diluted earnings per share is calculated by adjusting the net earnings and the weighted average number of shares outstanding for the effects of all dilutive instruments.

The Company's potentially dilutive instruments include the convertible debentures and equity-settled compensation arrangements. The number of shares included with respect to the PSUs is computed using the treasury stock method. The calculation of diluted earnings per share does not assume conversion, exercise, or other issue of potential ordinary shares that would have an antidilutive effect on earnings per share.

The following table reconciles the numerator and denominator of the basic and diluted earnings per share computation.

	Three months ended September 30,		Nine months ended September 30,	
	2021	**2020**	**2021**	**2020**
Numerator for Basic and Diluted Earnings per Share				
Earnings from continuing operations				
Net earnings (loss) for basic earnings per share	**6,043**	34,466	**15,326**	36,713
Less: earnings from discontinued operations, net of tax	**(3,642)**	178	**(3,642)**	(9,721)
Earnings (loss) from continuing operations for basic earnings per share	**2,401**	34,644	**11,684**	26,992
Add: after-tax interest on convertible debt	**1,558**	1,545	**4,664**	4,623
Earnings (loss) from continuing operations for diluted earnings per share	**3,959**	36,189	**16,348**	31,615
Net earnings				
Net earnings (loss) for basic earnings per share	**6,043**	34,466	**15,326**	36,713
Add: after-tax interest on convertible debt	**1,558**	1,545	**4,664**	4,623
Net earnings (loss) for diluted earnings per share	**7,601**	36,011	**19,990**	41,336
Denominator for Basic and Diluted Earnings per Share				
Actual weighted average number of shares	**89,562,499**	89,539,085	**89,556,109**	89,466,987
DSUs	**446,448**	324,778	**416,662**	311,088
Weighted average number of shares for basic earnings per share	**90,008,947**	89,863,863	**89,972,771**	89,778,075
Shares issued if all convertible debt was converted	**10,326,531**	10,326,531	**10,326,531**	10,326,531
PSUs	**450,480**	32,769	**436,013**	40,293
Total for diluted earnings per share	**100,785,958**	100,223,163	**100,735,315**	100,144,899
Basic Earnings per Share (*in dollars*)				
Earnings (loss) from continuing operations	**$0.03**	$0.39	**$0.13**	$0.30
Earnings from discontinued operations	**$0.04**	$—	**$0.04**	$0.11
Net earnings (loss)	**$0.07**	$0.38	**$0.17**	$0.41
Diluted Earnings per Share (*in dollars*)				
Earnings (loss) from continuing operations	**$0.03**	$0.36	**$0.13**	$0.30
Earnings from discontinued operations	**$0.04**	$—	**$0.04**	$0.10
Net earnings (loss)	**$0.07**	$0.36	**$0.17**	$0.41

15. DISCONTINUED OPERATIONS

After the U.S. Sale Transaction, the Company retained the Captive, which, along with third-party insurers, insured the Company's U.S. general and professional liability risks up to the date of the U.S. Sale Transaction, and was reported as the U.S. segment.

On June 23, 2020, the Board of Directors of the Captive approved a wind up plan to deregister the Captive with the Bermuda Monetary Authority and subsequently dissolve the Captive, thereby ceasing the operations of the U.S. segment. Concurrently, the Company entered into a termination agreement with the Captive to assume the remaining obligations and certain liabilities of the Captive effective June 30, 2020.

As a result, the remaining portion of the U.S. segment has been classified as a discontinued operation. Accordingly, the comparative interim condensed consolidated statement of earnings has been re-presented.

Financial information relating to the discontinued operations for the periods are set out below:

	Three months ended September 30,		Nine months ended September 30,	
	2021	**2020**	**2021**	**2020**
Earnings from Discontinued Operations				
Administrative costs	—	162	—	1,004
Other income	**(3,688)**	—	**(3,688)**	(9,537)
Earnings before net finance costs	**3,688**	(162)	**3,688**	8,533
Foreign exchange and fair value adjustments	—	16	—	(1,188)
Net finance costs	—	**16**	—	(1,188)
Earnings before income taxes	**3,688**	**(178)**	**3,688**	9,721
Current	**46**	—	**46**	10
Deferred	—	—	—	(10)
Income tax expense	**(46)**	—	**(46)**	—
Earnings from discontinued operations	**3,642**	(178)	**3,642**	9,721

Earnings from discontinued operations includes the release of the indemnification provisions of $3.7 million for the three and nine months ended September 30, 2021 (*Note 6*).

The net cash flows provided by (used in) the discontinued operations in the interim condensed consolidated statements of cash flow are as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2021	**2020**	**2021**	**2020**
Cash Flows from Discontinued Operations				
Net cash used in operating activities	—	(413)	—	(6,029)
Net cash from investing activities	—	413	—	6,029
Effect on cash flows	—	—	—	—

16. COMMITMENTS AND CONTINGENCIES

Commitments

As at September 30, 2021, the Company has outstanding commitments of $71.3 million in connection with the construction contracts related to two new LTC redevelopment construction projects which are both under construction as of September 30, 2021. The Company has outstanding commitments of $19.8 million in connection with a five-year agreement for cloud-based enterprise resource planning software. Payments under the agreement are due annually in advance and the agreement expires in 2025.

Legal Proceedings

In the ordinary course of business, the Company is involved in and potentially subject to legal proceedings brought against it from time to time in connection with its operations. The COVID-19 pandemic has increased the risk that litigation or other legal proceedings, regardless of merit, will be commenced against the Company.

Further to those disclosed in the 2020 audited consolidated financial statements, one additional COVID-19 related class action claim was commenced against the Company.

In April 2021, the Company was served with a statement of claim filed in the Court of Queen's Bench for Saskatchewan alleging negligence, breach of fiduciary duty, breach of contract and breach of the required standard of care by the Company and certain unnamed defendants in respect of all residents of Company LTC homes located in Saskatchewan as well as their family members. The claim seeks an order certifying the action as a class action and unspecified damages.

The Company intends to vigorously defend itself against these claims and these claims are subject to insurance coverage maintained by the Company. However, given the status of the proceedings, the Company is unable to assess their potential outcome and they could have a materially adverse impact on the Company's business, results of operations and financial condition.

17. MANAGEMENT OF RISKS AND FINANCIAL INSTRUMENTS

(a) Management of Risks

LIQUIDITY RISK

Liquidity risk is the risk that the Company will encounter difficulty in meeting its contractual obligations. The Company manages liquidity risk through the use of budgets and forecasts. Cash requirements are monitored regularly based on actual financial results and actual cash flows to ensure that there are sufficient resources to meet operational requirements. In addition, since there is a risk that current borrowings and long-term debt may not be refinanced or may not be refinanced on as favourable terms or with interest rates as favourable as those of the existing debt, the Company attempts to appropriately structure the timing of contractual long-term debt renewal obligations and exposures. The impact of COVID-19 has increased the uncertainty of the Company's outlook on revenue and operating costs which impact the budgets and forecasts used to manage liquidity risk. In addition, the impact of COVID-19 on the capital and credit markets and our ability to access sufficient capital or capital on favourable terms are also subject to significant uncertainty.

In addition to cash generated from its operations and cash on hand, the Company has available undrawn credit facilities totalling $72.8 million (December 31, 2020 – $71.3 million).

CURRENCY RISK

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Cross-border transactions are subject to exchange rate fluctuations that may result in realized gains or loss as and when payments are made.

	September 30, 2021		December 31, 2020	
	US$	**C$**	*US$*	**C$**
Assets				
Current assets	*11,897*	**15,086**	*13,664*	17,387
Liabilities				
Current liabilities	*484*	**614**	*4,142*	5,270
Indemnification provisions	—	**—**	*668*	850
Other non-current liabilities	*551*	**699**	*551*	701
Net asset exposure	*10,862*	**13,773**	*8,303*	10,566

INTEREST RATE RISK

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

To mitigate interest rate risk, the Company's long-term care debt portfolio includes fixed-rate debt and variable-rate debt with interest rate swaps in place. At September 30, 2021, CMHC variable-rate mortgages of $22.2 million and construction loans of $43.1 are variable-rate debt, which do not have interest rate swaps in place. The Company's credit facility, and future borrowings, may be at variable rates which would expose the Company to the risk of interest rate volatility (*Note 7*).

Although the majority of the Company's long-term debt is effectively at fixed rates, there can be no assurance that as debt matures, renewal rates will not significantly impact future income and cash flow. The Company does not account for any fixed-rate liabilities at FVTPL; consequently, changes in interest rates have no impact on our fixed-rate debt and therefore, would not impact net earnings.

Below is the interest rate profile of our interest-bearing financial instruments, which reflects the impact of the interest rate swaps:

	Carrying Amount	
	September 30, 2021	**December 31, 2020**
Fixed-rate long-term debt [(1)]	**488,825**	508,801
Variable-rate long-term debt [(1)]	**65,343**	65,982
Total	**554,168**	574,783

[(1)] Includes current portion and excludes netting of deferred financing costs.

Fair Value Sensitivity Analysis for Variable-rate Instruments

All long-term debt with variable rates are classified as other financial liabilities, which are measured at amortized cost using the effective interest method of amortization; therefore, changes in interest rates would not affect OCI or net earnings with respect to variable-rate debt. As at September 30, 2021, long-term debt with variable rates represented 11.8% of total debt (December 31, 2020 – 11.5%). The value of the interest rate swaps is subject to fluctuations in interest rates, changes in fair value of these swaps are recognized in net earnings.

Cash Flow Sensitivity Analysis for Variable-rate Instruments

An increase of 100 basis points in interest rates would have decreased net earnings by $0.1 million and a decrease of 100 basis points in interest rates would have increased net earnings by $0.1 million, for the three months ended September 30, 2021. This analysis assumes that all other variables remain constant, and excludes variable interest rate debt that is locked in through interest rate swaps.

(b) Fair values of Financial Instruments

As at September 30, 2021	**Amortized Cost**	**Fair Value through Profit and Loss**	**Total Carrying Amount**	**Fair Value**	**Fair Value Hierarchy**
Financial assets:					
Cash and cash equivalents	**132,202**	**—**	**132,202**	**132,202**	Level 1
Restricted cash	**2,825**	**—**	**2,825**	**2,825**	Level 1
Accounts receivable	**52,872**	**—**	**52,872**	**52,872**	
Amounts receivable and other assets [(1) (2)]	**37,492**	**—**	**37,492**	**37,550**	Level 2
	225,391	**—**	**225,391**	**225,449**	
Financial liabilities:					
Accounts payable	**27,349**	**—**	**27,349**	**27,349**	
Interest rate swaps	**—**	**1,281**	**1,281**	**1,281**	Level 2
Long-term debt excluding convertible debentures [(3)]	**431,782**	**—**	**431,782**	**414,057**	Level 2
Convertible debentures	**122,385**	**—**	**122,385**	**129,979**	Level 1
	581,516	**1,281**	**582,797**	**572,666**	

(1) Includes primarily amounts receivable from government.
(2) Includes current portion.
(3) Excludes netting of deferred financing costs.

As at December 31, 2020	**Amortized Cost**	**Fair Value through Profit and Loss**	**Total Carrying Amount**	**Fair Value**	**Fair Value Hierarchy**
Financial assets:					
Cash and cash equivalents	179,956	—	179,956	179,956	Level 1
Restricted cash	2,509	—	2,509	2,509	Level 1
Accounts receivable	58,328	—	58,328	58,328	
Amounts receivable and other assets [(1) (2)]	42,061	—	42,061	43,485	Level 2
	282,854	—	282,854	284,278	
Financial liabilities:					
Accounts payable	16,482	—	16,482	16,482	
Interest rate swaps	—	2,573	2,573	2,573	Level 2
Long-term debt excluding convertible debentures [(3)]	453,154	—	453,154	486,766	Level 2
Convertible debentures	121,629	—	121,629	128,398	Level 1
	591,265	2,573	593,838	634,219	

(1) Includes primarily amounts receivable from government.
(2) Includes current portion.
(3) Excludes netting of deferred financing costs.

BASIS FOR DETERMINING FAIR VALUES

The following summarizes the significant methods and assumptions used in estimating the fair values of financial instruments reflected in the previous table.

Fair values for investments designated as FVTPL are based on quoted market prices. Accounts receivable are recorded at amortized cost. The carrying values of accounts receivable approximate fair values due to their short-term maturities, with the exception of the amounts receivable due from the government of Ontario, which are valued at discounted future cash flows using current applicable rates for similar instruments of comparable maturity and credit quality (*Note 5*). The fair values of convertible debentures are based on the closing price of the publicly traded convertible debentures on each reporting date, and the fair values of mortgages and other debt are estimated based on discounted future cash flows using discount rates that reflect current market conditions for instruments with similar terms and risks.

FAIR VALUE HIERARCHY

The Company uses a fair value hierarchy to categorize the type of valuation techniques from which fair values are derived: Level 1 – use of quoted market prices; Level 2 – internal models using observable market information as inputs; and Level 3 – internal models without observable market information as inputs.

The fair value hierarchy for the fair values of financial instruments where carrying value is not a reasonable approximation of fair value, are indicated above.

18. SEGMENTED INFORMATION

The Company reports the following segments: i) long-term care; ii) retirement living; iii) home health care; iv) contract services, consulting and group purchasing as “other operations”; and v) the corporate functions and any intersegment eliminations as “corporate”.

The long-term care segment represents the 58 long-term care homes that the Company owns and operates in Canada. The retirement living segment represents 11 retirement communities that the Company owns and operates in Canada. The retirement communities provide accommodation and services to private-pay residents at rates set by the Company based on the services provided and market conditions. Through our wholly owned subsidiary ParaMed, ParaMed’s home health care operations provide complex nursing care, occupational, physical and speech therapy, and assistance with daily activities to accommodate those living at home.

The Company’s other operations are composed of its contract services, consulting and group purchasing divisions. Through our Extendicare Assist division, the Company provides contract services and consulting to third parties; and through our SGP Purchasing Partner Network division, the Company offers cost-effective purchasing contracts to other senior care providers for food, capital equipment, furnishings, cleaning and nursing supplies, and office products. The Company ceased operation of the U.S. segment and is treating it as a discontinued operation (*Note 15*), thus it is no longer presented as a separate segment.

(in thousands of Canadian dollars)	**Long-term Care**	**Retirement Living**	**Home Health Care**	**Other Operations**	**Corporate**	**Total**
						Three months ended September 30, 2021
CONTINUING OPERATIONS						
Revenue	**189,451**	**12,086**	**102,042**	**6,551**	**—**	**310,130**
Operating expenses	**173,053**	**9,085**	**93,378**	**3,053**	**—**	**278,569**
Net operating income	**16,398**	**3,001**	**8,664**	**3,498**	**—**	**31,561**
Administrative costs					**12,220**	**12,220**
Earnings before depreciation and amortization						**19,341**
Depreciation and amortization					**9,691**	**9,691**
Earnings before net finance costs and income taxes						**9,650**
Net finance costs					**6,013**	**6,013**
Earnings before income taxes						**3,637**
Income tax expense (recovery)						
Current					**1,696**	**1,696**
Deferred					**(460)**	**(460)**
Total income tax expense					**1,236**	**1,236**
Earnings from continuing operations						**2,401**
DISCONTINUED OPERATIONS						
Earnings from discontinued operations, net of income taxes						**3,642**
Net earnings						**6,043**

(in thousands of Canadian dollars)	**Long-term Care**	**Retirement Living**	**Home Health Care**	**Other Operations**	**Corporate**	**Total**
						Three months ended September 30, 2020
CONTINUING OPERATIONS						
Revenue	184,727	11,978	93,235	6,846	—	296,786
Operating expenses	171,763	8,756	37,737	2,554	—	220,810
Net operating income	12,964	3,222	55,498	4,292	—	75,976
Administrative costs					12,182	12,182
Earnings before depreciation, amortization, and other expense						63,794
Depreciation and amortization					9,373	9,373
Other expense					—	—
Loss before net finance costs and income taxes						54,421
Net finance costs					6,964	6,964
Loss before income taxes						47,457
Income tax expense (recovery)						
Current					14,118	14,118
Deferred					(1,305)	(1,305)
Total income tax recovery					12,813	12,813
Loss from continuing operations						34,644
DISCONTINUED OPERATIONS						
Loss from discontinued operations, net of income taxes						(178)
Net earnings						34,466

	Nine months ended September 30, 2021					
(in thousands of Canadian dollars)	**Long-term Care**	**Retirement Living**	**Home Health Care**	**Other Operations**	**Corporate**	**Total**
CONTINUING OPERATIONS						
Revenue	**581,752**	**36,561**	**300,806**	**20,841**	**—**	**939,960**
Operating expenses	**539,287**	**26,413**	**262,139**	**9,045**	**—**	**836,884**
Net operating income	**42,465**	**10,148**	**38,667**	**11,796**	**—**	**103,076**
Administrative costs					**38,195**	**38,195**
Earnings before depreciation and amortization						**64,881**
Depreciation and amortization					**28,853**	**28,853**
Earnings before net finance costs and income taxes						**36,028**
Net finance costs					**18,897**	**18,897**
Earnings before income taxes						**17,131**
Income tax expense (recovery)						
Current					**6,614**	**6,614**
Deferred					**(1,167)**	**(1,167)**
Total income tax expense					**5,447**	**5,447**
Earnings from continuing operations						**11,684**
DISCONTINUED OPERATIONS						
Earnings from discontinued operations, net of income taxes						**3,642**
Net earnings						**15,326**

	Nine months ended September 30, 2020					
(in thousands of Canadian dollars)	**Long-term Care**	**Retirement Living**	**Home Health Care**	**Other Operations**	**Corporate**	**Total**
CONTINUING OPERATIONS						
Revenue	523,438	35,754	271,802	19,557	—	850,551
Operating expenses	480,927	25,307	210,568	7,456	—	724,258
Net operating income	42,511	10,447	61,234	12,101	—	126,293
Administrative costs					34,201	34,201
Earnings before depreciation, amortization, and other expense						92,092
Depreciation and amortization					28,911	28,911
Other expense					2,780	2,780
Earnings before net finance costs and income taxes						60,401
Net finance costs					23,248	23,248
Loss before income taxes						37,153
Income tax expense (recovery)						
Current					14,343	14,343
Deferred					(4,182)	(4,182)
Total income tax recovery					10,161	10,161
Loss from continuing operations						26,992
DISCONTINUED OPERATIONS						
Earnings from discontinued operations, net of income taxes						9,721
Net earnings						36,713

19. SUBSEQUENT EVENTS

On October 14, 2021, the Saskatchewan Health Authority (SHA) announced that the SHA and the Company have agreed to work collaboratively to transition the delivery of long-term care services operated at the Company's five long-term care homes in Saskatchewan to the SHA. The timing of the transfer of the operations and, potentially, the related assets is anticipated to be completed in 2022 and is not anticipated to have a material adverse effect on the business, results of operations and financial condition of the Company.

Subsequent to September 30, 2021, the Company entered into a $47.5 million fixed-price construction agreement in connection with the construction of a new 256-bed LTC home in Stittsville, Ontario. Construction commenced in the fourth quarter of 2021 and is targeted to be completed in the first quarter of 2024.

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