



## **Management's Discussion and Analysis**

Year ended December 31, 2025

**Extendicare Inc.**  
**Dated: February 26, 2026**

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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 400, Markham, Ontario, Canada, L3R 4T9.

Extendicare is a recognized leader in the delivery of quality health care services to Canadians, inspired by its mission to provide people with the care they need, wherever they call home. In operation since 1968, it is the largest private-sector owner and operator of long-term care ("LTC") homes in Canada and one of the largest private-sector providers of publicly funded home health care services in Canada through its wholly owned subsidiary ParaMed Inc. ("ParaMed"). As well, the Company provides management, consulting and other services to LTC homes owned by third parties and joint ventures to which the Company is a party through its Extendicare Assist division and procurement services through its group purchasing division, SGP Purchasing Network ("SGP").

The Company has a 15% managed interest in each of two limited partnership joint ventures with Axiom LTC Limited Partnership (with its affiliates "Axiom"). The limited partnership joint ventures, Axiom Extendicare LTC LP ("Axiom JV") and Axiom Extendicare LTC II LP ("Axiom JV II") (together, the "Joint Ventures"), are accounted for in the Company's consolidated financial statements as investments using the equity method.

## 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 year ended December 31, 2025. This MD&A should be read in conjunction with the Company's audited consolidated financial statements for the years ended December 31, 2025 and 2024, and the notes thereto (the "consolidated financial statements"), prepared in accordance with IFRS<sup>®</sup> Accounting Standards 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, 2025, 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. 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](http://www.extendicare.com). All currencies are in Canadian dollars unless otherwise indicated.

This MD&A is dated as of February 26, 2026, 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+ at [www.sedarplus.ca](http://www.sedarplus.ca) under the Company's issuer profile and on the Company's website at [www.extendicare.com](http://www.extendicare.com).

## **FORWARD-LOOKING STATEMENTS**

This MD&A 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 MD&A 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 dividend levels, its business operations, business strategy, growth strategy, results of operations and financial condition, including anticipated timelines and costs in respect of development projects; statements relating to the acquisition of CBI Home Health LP and CBI (GP) 3 Inc. and their respective subsidiaries (collectively, "CBI Home Health"), from CBI Health LP and CBI GP Holdco Inc., including the timing of the completion and anticipated benefits of the acquisition, the integration and anticipated post-acquisition synergies and the timing of those synergies, and the intended use of proceeds from the Company's "bought deal" private placement of common shares; statements relating to the acquisition of Closing the Gap Healthcare Group Inc. and certain affiliates (collectively, "Closing the Gap"), including anticipated synergies, new business revenue and earnout amounts; statements relating to the agreements entered into with Revera Inc. and its affiliates (collectively, "Revera"), Axiom and two limited partnership joint ventures with Axiom in respect of the acquisition, disposition, ownership, operation and redevelopment of LTC homes in Ontario and Manitoba; and statements relating to expected future current income taxes and maintenance capex impacting AFFO. Forward-looking statements can often be identified by the expressions "anticipate", "believe", "estimate", "expect", "intend", "objective", "plan", "project", "will", "may", "should" 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, those described under "Risks and Uncertainties" in this MD&A and those other risks, uncertainties and other factors identified in the Company's other public filings with the Canadian securities regulators available on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca) under the Company's issuer profile. These risks and uncertainties include 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, both domestic and foreign; 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; inflationary pressures, tariffs and supply chain interruptions, in particular as they impact redevelopment; 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 comply with and renew its government licenses and customer and joint venture agreements; changes in labour relations, employee costs and pay equity; 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; changes in 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 proposed or actualized dispositions, acquisitions and development projects, including risks relating to the actual completion of proposed transactions.

The preceding reference to material factors or assumptions is not exhaustive. All forward-looking statements in this MD&A are qualified in their entirety by this forward-looking disclaimer. Although forward-looking statements contained in this MD&A 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 MD&A. 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

### Dividend Increases

Concurrent with the release of its 2025 financial results on February 26, 2026, the Company announced a 5% increase to its monthly dividend, building on the 5% increase in March 2025. As a result, the monthly dividend will increase to 4.41 cents per share, effective with the dividend to be declared in March 2026. The increase reflects the sustained operating performance throughout 2025 and the Company's sound capital structure. Continued strong performance would give the Company the opportunity to consider further dividend increases. Refer to discussions under "Funds From Continuing Operations and Adjusted Funds From Operations – AFFO 2025 Financial Review", "Liquidity and Capital Resources" and "Risks and Uncertainties – Risks Related to the Common Shares – Cash Dividends are not Guaranteed".

### Completed \$200 Million Private Placement of Common Shares

As announced on December 3, 2025, the Company completed a "bought deal" private placement (the "Private Placement"), of 10,640,000 Common Shares at an issue price of \$18.80 per Common Share, for gross proceeds of approximately \$200.0 million. The Company intends to use the proceeds, net of underwriters' fees and expenses, of approximately \$191.5 million to partially fund the acquisition of CBI Home Health.

### Reached Agreement to Acquire CBI Home Health for \$570 Million

As announced on November 19, 2025, the Company, through its wholly owned home health care subsidiary, ParaMed, has entered into an agreement to acquire CBI Home Health (the "CBI Acquisition"). The CBI Acquisition will accelerate the Company's service-focused growth strategy and strengthen its national leadership position in home health care.

The CBI Acquisition is anticipated to close in Q2 2026 for a cash purchase price of \$570.0 million, subject to customary adjustments, plus approximately \$13.6 million in estimated lease liabilities in accordance with IFRS 16 *Leases* ("IFRS 16"). To partially finance the CBI Acquisition, the Company secured a fully committed \$264.5 million upsizing of its senior secured credit facility, which was subsequently reduced to \$214.5 million due to the proceeds generated from the Private Placement (refer to "– Increased Senior Secured Credit Facility to Support Growth Initiatives").

The CBI Acquisition is subject to customary closing conditions, including receipt of consents from third parties, including Ontario Health atHome ("OHaH") and Assisted Living Alberta ("ALA"), and regulatory approval pursuant to the *Competition Act* (Canada), and is not conditional on financing or due diligence.

CBI Home Health provides services in seven provinces and delivered over 10 million hours of care in 2024, with average daily volume of approximately 28,000 hours. CBI Home Health's approximately 8,500 team members provide a comprehensive suite of publicly funded home health care services, including innovative care models such as hospital to home programs, integrated care provided by interdisciplinary teams and specialized community support services, in addition to more traditional provincially funded home health care services.

CBI Home Health's standalone financial performance for the twelve months ended July 31, 2025, generated revenue of approximately \$477.9 million and Adjusted EBITDA<sup>(1)</sup> of approximately \$61.9 million<sup>(2)</sup> (or approximately 12.9% Adjusted EBITDA margin<sup>(1)</sup>). Based on these results, the purchase price of \$570.0 million and approximately \$13.6 million in estimated lease liabilities in accordance with IFRS 16, represent an estimated purchase price multiple of 9.4x CBI Home Health's Adjusted EBITDA. The Company expects to realize annualized run-rate synergies of approximately \$7.4 million related to the integration of IT platforms and other cost synergies over the two-year period following closing of the CBI Acquisition. Including the effect of these synergies, the implied purchase price multiple would be approximately 8.4x of CBI Home Health's Adjusted EBITDA.

Given the complementary nature of ParaMed's and CBI Home Health's operations, the Company expects to realize further annualized run-rate synergies of approximately \$5.0 to \$7.0 million over a longer period of time as the Company deploys enhanced technology solutions to drive productivity gains in areas such as automated scheduling and front-line employee experience once CBI Home Health's business has been fully integrated.

Assuming the CBI Acquisition was funded with \$359.0 million of incremental revolver and delayed draw term loan debt bearing interest at an estimated rate of 4.8%, together with the net proceeds from the Private Placement and cash on hand, and after giving effect to the estimated run-rate synergies of \$7.4 million, the CBI Acquisition would have resulted in estimated accretion to fully diluted AFFO per share of 20%<sup>(2)</sup>.

### Expanded Home Health Care Segment With Acquisition of Closing the Gap

On July 1, 2025, the Company, through its wholly owned home health care subsidiary, ParaMed, completed the previously announced acquisition of all of the issued and outstanding shares of Closing the Gap (the "CTG Transaction").

Founded in 1990, Closing the Gap provides integrated home and community-based healthcare services in Ontario and Nova Scotia, delivering adult and pediatric care services in patients' homes and community clinics. In addition to personal support and nursing services, Closing the Gap has deep expertise in allied health services, including physiotherapy, occupational therapy, speech language pathology, nutrition and social work. In the twelve months ended December 31, 2024, Closing the Gap's approximately 1,200 caregivers delivered over 1.1 million service hours and ADV of 3,109.

The aggregate cash consideration for the CTG Transaction was approximately \$75.1 million on a debt-free, cash-free basis, subject to customary working capital and other adjustments. The purchase price was funded from cash on hand and a draw of \$55.0 million on existing senior secured credit facilities.

The CTG Transaction includes an earnout tied to new business revenue generation in the twelve months after closing. The Company anticipates that the additional purchase price from the earnout will be in the range of \$1.5 to \$2.0 million, payable on the first anniversary of closing and based upon estimated new business revenue of \$3.0 to \$4.0 million. Additionally, the Company expects to generate approximately \$1.1 million in annualized cost synergies in the first year as the operations are integrated.

In Q4 2025, the CTG Transaction contributed revenue and NOI of \$26.6 million and \$3.8 million, respectively. For the six months ended December 31, 2025, the CTG Transaction contributed revenue and NOI of \$50.6 million and \$6.9 million, respectively.

For more information on the CTG Transaction and related draw on existing senior secured credit facilities refer to "Liquidity and Capital Resources – Long-term Debt – Senior Secured Credit Facility" and *Notes 4 and 11* of the consolidated financial statements.

## **Acquired Nine LTC Homes From Revera and Related Transactions**

On June 1, 2025, the Company completed its previously announced acquisition of nine LTC homes (the "Acquired Homes"), eight of which are located in Ontario and the other in Manitoba, and one parcel of vacant land located in Ontario (the "LTC Acquisition") from Revera. The purchase price of \$46.2 million was funded from cash on hand of \$41.9 million and an estimated \$4.3 million to be paid upon the sale of the land and building from one of the acquired Class C LTC homes in Ontario after it is vacated following redevelopment, and includes the assumption of certain liabilities of \$27.4 million.

Relatedly, on May 1, 2025, Revera completed a previously announced transaction to sell to a third party 21 of Revera's Class C LTC homes located in Ontario that were managed by Extencicare (the "Third-Party Sale").

Upon closing of these transactions, the Company's existing management agreements with Revera in respect of the 30 homes, as well as related development agreements, terminated in accordance with their terms.

The Acquired Homes encompass 1,396 beds in nine homes, including the 250-bed Class C Carlingview Manor home in Ontario that will soon be replaced by a new LTC home (Beauclaire), which is owned by Axiom JV II and is currently under construction. The remaining seven homes in Ontario consist of a mix of 574 private pay retirement beds and 361 funded LTC Class C beds that the Company intends to redevelop. The LTC Acquisition gives the Company control of the redevelopment process for these seven Class C homes, adding six projects comprising an estimated 1,088 LTC beds to the Company's redevelopment pipeline. In addition, the Company believes it has the potential to recover most, if not all, of the purchase price for the LTC Acquisition from the eventual sale of the seven operational retirement homes once the LTC redevelopment is complete.

In Q4 2025, the LTC Acquisition contributed revenue and NOI of \$35.2 million and \$4.8 million, respectively. For the seven months ended December 31, 2025, the LTC Acquisition contributed revenue and NOI of \$78.5 million and \$9.3 million, respectively.

## **Increased Senior Secured Credit Facility to Support Growth Initiatives**

### **\$100 MILLION INCREASE IN MAY 2025 TO SUPPORT THE CTG TRANSACTION AND LTC ACQUISITION**

In May 2025, the Company increased its senior secured credit facility by \$100.0 million, bringing the total facility to \$375.0 million (the "Senior Secured Credit Facility"), adding \$45.0 million to the revolving credit facility (the "Revolving Facility"), increasing it to \$190.0 million, and \$55.0 million to the delayed draw term loan facility (the "Delayed Draw Facility"), increasing it to \$185.0 million. The Senior Secured Credit Facility is secured by 30 LTC homes and is subject to customary financial and non-financial covenants and other terms.

In July 2025, the Company drew the additional \$55.0 million under the Delayed Draw Facility to partially fund the acquisition of Closing the Gap, as described above.

### **\$214.5 MILLION INCREASE IN DECEMBER 2025 TO SUPPORT THE CBI ACQUISITION**

In December 2025, conditional on the closing of the CBI Acquisition, the Company arranged a fully committed \$214.5 million upsizing of the Senior Secured Credit Facility, consisting of a \$60.0 million increase to the Revolving Facility and a \$154.5 million increase to the Delayed Draw Facility.

The Company intends to draw the full incremental Delayed Draw Facility and utilize a portion of the upsized Revolving Facility along with cash on hand, including the net proceeds from the Private Placement, to finance the CBI Acquisition.

For more information refer to "Liquidity and Capital Resources – Long-term Debt – Senior Secured Credit Facility" and *Note 11* of the consolidated financial statements.

## **Ontario LTC Redevelopment Activities**

As at February 26, 2026, the Company has seven LTC redevelopment projects under construction in Ontario within the Joint Ventures, comprising 1,728 new beds to replace 1,375 Class C beds. The homes are being constructed with private and semi-private rooms, with substantial improvements in common areas used by the residents. For more information refer to "Key Performance Indicators – LTC Projects Under Construction".

In July 2025, the Ontario Ministry of Long-Term Care (the "MLTC") introduced the new Long-Term Care Home Capital Funding Program ("CFP"), to support the construction of new LTC homes in the province. The new CFP provides greater funding flexibility as it more effectively addresses regional variation in construction costs, expands eligible costs for funding support and provides increased funding compared to prior programs. Notably, the new CFP has made a meaningful effort to recognize the particular cost challenges inherent in building in the Greater Toronto Area. In addition, the new CFP is not time limited, providing greater certainty that funding support for redevelopment will be available over a longer time horizon.

We continue to advance 17 redevelopment projects not already under construction to make as many of these projects as possible economically feasible under the new CFP.

#### **COMMENCED CONSTRUCTION OF 320-BED LTC HOME IN SUDBURY IN Q4 2025**

In November 2025, the Company commenced preliminary construction activities for a 320-bed LTC home in Sudbury, Ontario, under the new CFP. The home is anticipated to open in Q1 2029 and will replace 278 Class C beds in an existing Extencicare home in the same city. The Company entered into a \$91.5 million fixed-price construction agreement for the project, which is anticipated to be sold to Axiom JV in Q1 2026, with Extencicare retaining a 15% managed interest, subject to customary closing conditions, including receipt of regulatory approvals from the MLTC.

#### **COMPLETED SALE OF THREE LTC REDEVELOPMENT PROJECTS (576 BEDS) TO AXIUM JV**

In April 2025, the Company completed the sale of three Ontario LTC redevelopment projects in Port Stanley (128 beds), London (192 beds) and St. Catharines (256 beds) to Axiom JV for cash proceeds of \$56.3 million, net of Extencicare's 15% retained interest, holdbacks and closing costs. The net book value of the projects was \$43.0 million, resulting in a gain of \$12.5 million (before taxes of \$1.4 million) (refer to *Note 17* of the consolidated financial statements).

#### **OPENED LTC HOME (256 BEDS) IN AXIUM JV AND RECYCLED CAPITAL FROM SALE OF VACATED CLASS C HOME**

In February 2025, the Company opened Axiom JV's new 256-bed Crossing Bridge LTC home in Stittsville, Ontario, replacing Extencicare West End Villa's 240 operational Class C beds in Ottawa and 16 Class C beds from other nearby homes, 8 of which were out-of-service ward-style beds.

Subsequent to December 31, 2025, the Company completed the sale of the vacated West End Villa Class C property for proceeds of \$12.5 million, resulting in a gain of \$10.6 million (before taxes, certain closing and other costs of \$0.5 million). As part of the sale, the Company provided the purchaser with a secured \$9.0 million interest-bearing vendor take-back mortgage, maturing on February 5, 2027 (refer to *Note 28* of the consolidated financial statements).

#### **Normal Course Issuer Bid**

In June 2025, the Company received approval to renew its normal course issuer bid ("NCIB") to purchase for cancellation up to 7,281,193 Common Shares, representing 10% of its public float, through the facilities of the TSX and/or through alternative Canadian trading systems. The NCIB commenced on July 2, 2025, and provides the Company with flexibility to purchase Common Shares for cancellation until July 1, 2026, or on such earlier date as the NCIB is complete. The Company did not purchase any Common Shares under its NCIB program during 2025 or year-to-date through to February 25, 2026 (refer to the discussion under "Liquidity and Capital Resources – Normal Course Issuer Bid").

#### **BUSINESS OVERVIEW**

As at December 31, 2025, the Company operated 99 LTC homes, composed of 59 homes (8,147 beds) wholly owned by the Company and 40 homes (6,237 beds) managed on behalf of third parties through Extencicare Assist, including 28 LTC homes owned by the Joint Ventures, in which the Company holds a 15% managed interest. The Company's network of 99 LTC homes has capacity for 14,384 residents across three provinces in Canada, with Ontario, Manitoba and Alberta accounting for 75.9%, 13.6% and 10.5% of residents served, respectively.

In addition to providing procurement services to the LTC homes owned entirely by the Company, SGP supports third-party clients and the LTC homes owned by the Joint Ventures, which represents approximately 153,600 beds across Canada, as at December 31, 2025.

The Company's home health care segment, operating under the ParaMed brand, delivered approximately 13.0 million hours of home health care services in 2025, in Ontario, Nova Scotia and Alberta, accounting for 93.1%, 3.7% and 3.2% of its 2025 volume, respectively. Based on the six months ended December 31, 2025, following the completion of the CTG Transaction, ParaMed delivered approximately 14.0 million annualized hours of home health care services, of which Ontario, Nova Scotia and Alberta accounted for 92.3%, 4.6% and 3.1% of total volume, respectively.

## Joint Ventures

Joint ventures are accounted for in the Company's consolidated financial statements as investments using the equity method, whereby the investment is initially recognized at cost, and adjusted thereafter to recognize the Company's share of the profit or loss and other comprehensive income or loss of the joint venture from the date of acquisition, increased by the Company's contributions and reduced by distributions received. The Company's share of joint venture profit or loss is included in the consolidated statements of earnings.

The following table summarizes the classification of the 34 properties (5,294 beds) that are owned through the Company's joint ventures as at December 31, 2025.

Joint Venture	# of Properties		# of Beds		Extendingcare Ownership	Accounting Treatment
	Operational	Under Construction	Operational	Under Construction		
Axiom Extendingcare LTC II LP	25	1	3,182	320	15 %	Equity method
Axiom Extendingcare LTC LP	3	5	704	1,088	15 %	Equity method

## Operating Segments

The Company reports on the following segments: i) long-term care; ii) home health care; iii) managed services, composed of the Extendingcare Assist and SGP divisions; and iv) the corporate functions, including the Company's joint venture interests, and any intersegment eliminations as "corporate".

The following table summarizes the contribution of the business segments to the Company's consolidated revenue and NOI in 2025 and 2024.

Operating Segments as % of	Year ended December 31,			
	2025		2024	
	Revenue	NOI	Revenue	NOI
Long-term care	53.7 %	43.2 %	56.4 %	49.5 %
Home health care	42.2 %	41.2 %	38.6 %	31.2 %
Managed services	4.1 %	15.6 %	5.0 %	19.3 %
<b>Total</b>	<b>100.0 %</b>	<b>100.0 %</b>	100.0 %	100.0 %

The following describes the operating segments of the Company.

### Long-term Care

The homes owned entirely by the Company are reported under the long-term care operating segment and consist of 59 LTC homes with capacity for 8,147 residents, inclusive of 3,163 operational Class C LTC beds in Ontario that are eligible for redevelopment, a stand-alone funded designated supportive living home (140 suites) and a funded designated supportive living wing (60 suites) in Alberta, and 574 private pay retirement suites in seven mixed-use homes and 76 private pay suites in retirement wings of two homes in Ontario. In addition, the Company has 224 ward-style beds in Ontario LTC homes that were taken out of service as a result of regulatory changes and which are eligible to be reinstated upon redevelopment of the Company's Class C LTC beds.

Provincial legislation and regulations closely control all aspects of the operation and funding of LTC homes and government-funded designated 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 significantly smaller 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 for basic accommodation, 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, nutritional support and other accommodation, respectively. The first three envelopes must be spent entirely on residents and are independently audited with any surplus funding returned to the government. 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 in Alberta by ALA 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 significant government funding changes implemented for LTC in 2025 in Ontario, Alberta and Manitoba.

## **ONTARIO LTC FUNDING CHANGES**

Effective July 1, 2025, the MLTC implemented a 2.4% increase in preferred accommodation premiums paid by residents to LTC providers for private and semi-private accommodation. For older LTC beds that are not classified as "New" or "A" beds, the maximum daily preferred accommodation premiums are \$9.41 and \$21.14 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 are \$14.10 and \$29.39 for semi-private and private rooms, respectively.

Effective April 1, 2025, the MLTC implemented a blended funding increase of approximately 2.3%, representing a 2.0% increase to the other accommodation envelope and 2.4% to the flow-through envelopes. In addition, flow-through funding for ward-style beds not in service ceased on April 1, 2025. The Company estimates these funding changes will result in net incremental annual revenue of approximately \$9.8 million, of which \$2.5 million is applicable to the non-flow through, other accommodation envelope.

## **ALBERTA LTC FUNDING CHANGES**

In August 2025, ALA announced funding changes for operators of LTC and designated supportive living homes that increased the residents' portion of funding effective August 1, 2025 and government funding increases retroactive to April 1, 2025, as outlined below, resulting in the Company recognizing approximately \$1.6 million of prior period funding in Q3 2025.

Effective August 1, 2025, ALA implemented a 2.8% annual inflationary increase to the residents' share of accommodation rates, a portion of which is currently being paid by ALA due to a resident deferral period to offset high inflation. This increase represents additional annual revenue for the Company of approximately \$1.2 million.

Effective April 1, 2025, ALA implemented a 1.25% annual rate increase as well as certain acuity level funding adjustments resulting in increased funding for the Company to support residents with higher acuity levels in its care. The Company estimates that these funding enhancements will provide incremental annual revenue of approximately \$6.1 million.

## **MANITOBA LTC FUNDING CHANGES**

In August 2025, Manitoba Health announced funding changes for LTC operators that include a 2.0% annual inflationary increase and additional funding to support an increase in direct hours of care retroactive to April 1, 2025, as well as funding to support previously incurred union wage settlements retroactive to April 1, 2024. The Company estimates that these funding increases represent additional annual revenue of approximately \$4.8 million. In Q3 2025, the Company recognized approximately \$2.3 million of prior period funding related to 2024.

## **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 with service providers such as ParaMed to provide these services. ParaMed receives approximately 99% of its revenue from contracts tendered by locally administered provincial agencies, with the remainder coming from private clients.

## **HOME HEALTH CARE FUNDING CHANGES**

The following summarizes OHaH funding changes announced for home health care to date.

In November 2024, OHaH confirmed a 4.0% bill rate increase for the sector retroactive to April 1, 2024. Similar to the rate increase received in Q4 2023, the government prescribed that the increase be directed towards eligible costs to support staff and delivery of services, of which 3.0% was to be directed towards wages and benefits for eligible staff, and the balance for eligible general costs, including training, recruitment and retention, technology investments and other operational costs.

Based on ParaMed's ADV and mix of services provided for the trailing twelve months ended March 31, 2025, the 4.0% rate increase represented incremental annual revenue of approximately \$21.1 million to help support increased costs, some of which had already been incurred. As a result of the 4.0% increase, the Company recognized \$4.4 million in revenue in Q4 2024, reflecting a recovery of prescribed eligible costs that were previously made by ParaMed retroactive to April 1, 2024. Further enhancements to the Company's compensation programs and ongoing investments in recruiting, retention and technology were made in Q1 2025 that resulted in the recognition of out-of-period revenue and expenses of \$11.0 million, with no impact on NOI.

In October 2025, the Ontario government announced \$1.1 billion in funding over three years to increase home health care volumes across the province. No further bill rate increases for the home health care sector were announced by OHaH in 2025.

## Managed Services

The Company leverages its size, scale and operational expertise in the seniors' care industry to provide managed services to third parties and joint ventures to which the Company is a party through its Extendicare Assist and SGP divisions.

### MANAGEMENT CONTRACTS AND CONSULTING AND OTHER SERVICES

Through its Extendicare Assist division, the Company provides management, consulting and other services to third parties and joint ventures to which the Company is a party, including not-for-profit and for-profit organizations, hospitals and municipalities. Extendicare Assist's business is classified into two categories: (i) management contracts and (ii) consulting and other services. The management contracts category consists of two offerings: i) a fully managed service, providing management oversight of the day-to-day operations of the homes and ii) a back-office services only offering. The full-service management contract offering provides the full suite of back-office support services with oversight of the day-to-day operations of a home supported by our regional support and clinical quality management teams. The full suite of back-office support services includes human resources, labour relations, payroll and benefits administration, accounting and information technology expertise supported by our cloud-based integrated technology platform that provides all of the systems needed to operate a seniors' care home. The consulting and other services category covers a wide variety of offerings, including clinical improvement programs, operational reviews, financial performance advice and LTC home redevelopment services. We also offer an LTC operating policy subscription service that can be procured as a standalone service.

As at December 31, 2025, Extendicare Assist held management contracts for 40 LTC homes with capacity for 6,237 residents, including 28 LTC homes owned by the Joint Ventures. Extendicare Assist also provided a further 25 homes with consulting and other services. Some of the LTC homes under management contract include both funded LTC beds and private pay retirement beds as part of the same mixed-use property.

### GROUP PURCHASING SERVICES

Through its SGP division, the Company offers cost-effective purchasing contracts to other seniors' care providers and, to a lesser degree, other parties, such as daycares, hostels and clinics, 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 December 31, 2025, SGP provided services to third parties and joint ventures to which the Company is a party representing approximately 153,600 beds 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 operations between 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.

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; and

**"Occupancy"** is measured as the percentage of the number of earned resident days relative to the total available resident days. Total available resident days is the number of beds available for occupancy multiplied by the number of days in the period. The determination of earned and available resident days is adjusted for certain bed types that are excluded from the government's occupancy requirements for funding purposes.

## Long-term Care

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

Long-term Care Homes	2025					2024				
	Q4	Q3	Q2	Q1	Year	Q4	Q3	Q2	Q1	Year
<b>Average Occupancy<sup>(i)</sup> (%)</b>										
Total LTC	98.0%	98.5%	98.3%	97.5%	98.1%	98.0%	98.4%	97.8%	97.5%	97.9%
Change over prior year period (bps)	—	10	50	—	20	20	60	60	90	50
Sequential quarterly change (bps)	(50)	20	80	(50)		(40)	60	30	(30)	
Ontario LTC										
Total ON LTC	98.5%	98.6%	98.6%	98.2%	98.5%	98.5%	99.1%	98.7%	98.6%	98.7%
Preferred Accommodation <sup>(ii)</sup>										
"New" homes – private	97.3%	97.6%	97.8%	96.8%	97.4%	95.9%	96.2%	95.4%	94.0%	95.4%
"C" homes – private	94.6%	94.7%	94.6%	92.3%	94.3%	94.5%	93.5%	94.8%	93.3%	94.4%
"C" homes – semi-private	76.6%	74.9%	75.2%	72.9%	74.9%	72.5%	70.8%	67.0%	66.6%	69.1%

(i) Excludes private pay retirement suites in mixed-use homes and ward-style beds in Ontario LTC homes that were taken out of service per regulatory changes, and which form part of the Company's Class C beds that are eligible to be reinstated upon redevelopment (224 ward-style beds at the end of Q4 2025; and 99 ward-style beds at the end of Q4 2024).

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

In Ontario, government funding is occupancy-based, but once the average occupancy level of 97% for the calendar year is achieved, operators are funded based on 100% occupancy. In the event of closure to admissions related to an outbreak, which is not unusual during the winter months, full funding is preserved in Ontario, otherwise referred to as occupancy protection funding. However, occupancy protection does not compensate for the loss of preferred accommodation premiums from private and semi-private room vacancies.

## LTC Projects Under Construction

The following table summarizes the LTC development projects under construction as at February 26, 2026.

LTC Project	Owner <sup>(i)</sup>	Extencicare	# of	# of	Construction	Expected	Estimated
		Ownership	Class C Beds	New			
		Interest	Replaced	Beds	Commenced	Opening	(\$ millions)
Forest Trail (Peterborough)	Axium JV	15.0 %	172	256	Q2-23	Q3-26	104.9
Beauclaire (Ottawa)	Axium JV II	15.0 %	303	320	Q4-23	Q2-26	121.4
Orleans	Axium JV	15.0 %	240	256	Q4-23	Q1-27	103.3
St. Catharines	Axium JV	15.0 %	152	256	Q3-24	Q1-27	106.4
Port Stanley	Axium JV	15.0 %	60	128	Q4-24	Q1-27	52.7
London	Axium JV	15.0 %	170	192	Q4-24	Q2-27	77.7
Sudbury	Extencicare	100.0 %	278	320	Q4-25	Q1-29	125.9
			<b>1,375</b>	<b>1,728</b>			<b>692.3</b>

(i) For the projects owned by Axium JV II, Revera is responsible for the development and construction of the new home, pursuant to a development and construction management agreement.

(ii) Development costs are defined on a GAAP basis (which includes the cost of land, hard construction and soft development costs, furniture, fixtures and equipment, financing costs and capitalized interest costs during construction), net of any capital development government grant receivable on substantial completion of construction, if applicable.

Certain LTC development projects experienced unforeseen site conditions that impacted projected opening dates. Furthermore, during 2025 the estimated development costs for certain projects were adjusted based on favourable changes to municipal development charges related to LTC and changes to the treatment of indirect taxes associated with new LTC developments. We continue to work with our general contractors and construction partners to mitigate the impacts of these factors on schedules and costs.

## Home Health Care

The table set out below provides the service volumes and ADV of the home health care operations for the past eight quarters. In Q4 2025, ADV increased to 39,440, up 27.3% from Q4 2024, or by 15.3% excluding the 3,700 ADV contributed by Closing the Gap. In 2025, total ADV increased by 18.2% from 2024, consisting of 12.1% organic growth augmented by ADV of 3,600 from Closing the Gap during the last two quarters of 2025. For more information refer to "Significant Developments – Expanded Home Health Care Segment With Acquisition of Closing the Gap Healthcare Group" and Note 4 of the consolidated financial statements.

Our home health care operations have experienced sequential growth in ADV every quarter since Q3 2022. The pent-up demand for services following the COVID-19 pandemic and improvements in our recruiting and retention programs have driven volume growth and lessened the seasonality that has historically characterized our business, muting the seasonal softness in ADV typically experienced in the summer months. If demand growth slows, historical seasonal patterns may become more evident in the results.

Demand growth for home health care services continues to increase faster than the 4% annual increase in the over 75 age group. Expansion of LTC capacity lags the needs of the growing seniors demographic, driving higher demand for home health services as a means to fill the care gap.

Home Health Care	2025					2024				
	Q4	Q3	Q2	Q1	Year	Q4	Q3	Q2	Q1	Year
Service Volumes										
Hours of service (000's)	3,628.4	3,460.0	3,031.2	2,844.3	12,963.9	2,851.4	2,776.7	2,732.5	2,639.7	11,000.2
ADV	39,440	37,609	33,310	31,603	35,518	30,993	30,181	30,027	29,007	30,055
Change over prior year period	27.3 %	24.6 %	10.9 %	8.9 %	18.2 %	10.1 %	10.2 %	10.8 %	11.4 %	10.6 %
Sequential quarterly change	4.9 %	12.9 %	5.4 %	2.0 %		2.7 %	0.5 %	3.5 %	3.0 %	

## Managed Services

The table set out below provides information in respect of the third-party clients, including the Joint Ventures, receiving services from Extencicare Assist and SGP at the end of each period for the past eight quarters. For Extencicare Assist, the key performance indicators reflect homes and beds under our management contracts offering, excluding those homes that receive consulting and other services.

Managed Services	2025				2024			
	Q4	Q3	Q2	Q1	Q4	Q3	Q2	Q1
<b>Extencicare Assist Management Contracts</b>								
Homes at period end								
Third party	12	12	12	44	44	44	45	45
Joint Ventures	28	28	28	28	27	26	26	26
Total homes at period end	40	40	40	72	71	70	71	71
Resident capacity								
Third party	2,351	2,351	2,351	6,279	6,279	6,279	6,339	6,339
Joint Ventures	3,886	3,886	3,886	3,886	3,630	3,438	3,438	3,438
Total resident capacity	6,237	6,237	6,237	10,165	9,909	9,717	9,777	9,777
Change over prior year period	(37.1)%	(35.8)%	(36.2)%	4.0 %	1.3 %	(2.5)%	64.1 %	64.1 %
Sequential quarterly change	– %	– %	(38.6)%	2.6 %	2.0 %	(0.6)%	– %	(0.1)%
<b>SGP Clients</b>								
Third-party and joint-venture beds	153,575	152,090	149,295	148,209	146,292	143,547	140,937	138,250
Change over prior year period	5.0 %	6.0 %	5.9 %	7.2 %	7.4 %	11.4 %	22.1 %	23.7 %
Sequential quarterly change	1.0 %	1.9 %	0.7 %	1.3 %	1.9 %	1.9 %	1.9 %	1.5 %

During Q2 2025, Revera completed the sale of 30 of its Class C homes operated by Extencicare Assist under management contracts, nine of which were acquired by the Company on June 1, 2025 (refer to “Significant Developments – Acquired Nine LTC Homes From Revera and Related Transactions” and Note 4 of the consolidated financial statements). As a result of these transactions, the management agreements in respect of the 30 homes, as well as related development agreements, terminated in accordance with their terms. In addition, two LTC homes managed by Extencicare Assist moved to self-management or ceased operations during Q2 2025.

As at December 31, 2025, Extencicare Assist held management contracts with 40 LTC homes with capacity for 6,237 residents, including 254 private pay retirement beds, and provided a further 25 homes with consulting and other services. During Q1 2025, the Company opened Crossing Bridge (256 beds), a new LTC home within Axium JV, bringing the total LTC homes in operation in the Joint Ventures to 28.

SGP continues to grow its market share, increasing its third-party, including joint-venture, beds served at the end of Q4 2025 by 5.0% from Q4 2024, and 1.0% from Q3 2025.

## SELECT ANNUAL INFORMATION

The following is a summary of selected annual financial information for each of the past three years.

<i>(thousands of dollars unless otherwise noted)</i>	<b>2025</b>	<b>2024</b>	<b>2023</b>
<b>Financial Results</b>			
Revenue	<b>1,660,408</b>	1,466,202	1,304,957
Adjusted EBITDA <sup>(1)</sup>	<b>175,614</b>	144,549	95,187
Net earnings	<b>96,656</b>	75,209	33,982
per basic share (\$)	<b>1.132</b>	0.893	0.400
per diluted share (\$)	<b>1.113</b>	0.859	0.400
AFFO <sup>(1)</sup>	<b>103,669</b>	92,805	61,216
per basic share (\$)	<b>1.214</b>	1.102	0.720
per diluted share (\$)	<b>1.194</b>	1.017	0.681
Cash dividends declared	<b>42,328</b>	40,033	40,404
per share (\$)	<b>0.500</b>	0.480	0.480
<b>Financial Position (at year end)</b>			
Total assets	<b>1,066,515</b>	719,788	672,731
Total non-current liabilities	<b>362,965</b>	302,553	358,425
Long-term debt	<b>310,356</b>	261,394	314,637
Long-term debt, including current portion	<b>330,203</b>	292,487	334,516

A comparison between the 2025 and 2024 financial results and financial position of the Company is provided in the discussion under the headings "2025 Financial Review" and "Liquidity and Capital Resources". The following discussion relates to the comparison of the 2024 and 2023 financial results and financial position of the Company.

**Financial Results** – The financial results for 2024 reflect an increase in net earnings of \$41.2 million compared to 2023, primarily driven by a \$49.4 million increase in Adjusted EBITDA, favourable other income of \$5.1 million (\$3.9 million net of tax), and a \$1.9 million increase in share of profit from joint ventures, partially offset by higher depreciation and amortization. Adjusted EBITDA increased by \$49.4 million, reflecting growth in NOI of \$50.5 million, partially offset by a \$1.1 million increase in administrative costs, mainly attributable to higher labour costs and professional fees, partially offset by lower technology costs. NOI improvements were realized across all business segments, driven primarily by LTC funding enhancements, higher occupancy, growth in home health care ADV of 10.6%, higher bill rates, and growth in managed services largely resulting from the Revera and Axiom transactions completed during 2023 and growth in SGP clients.

**Financial Position** – Total assets increased by \$47.1 million at the end of 2024 from 2023, largely due to an increase in cash and cash equivalents of \$46.7 million, reflecting the improvement in earnings, the sale of a redevelopment project to Axiom JV and the sale of two vacated Class C homes following the opening of newly redeveloped homes in Axiom JV. The decline in non-current liabilities of \$55.9 million at the end of 2024 from 2023 was largely due to a decrease in long-term debt. Long-term debt, including the current portion, decreased by \$42.0 million, largely reflecting the settlement of \$29.9 million in lease liabilities from the purchase of nine Ontario LTC homes formerly under 25-year lease agreements and regular debt and lease repayments of \$18.9 million. As well, the Company redeemed its convertible unsecured subordinated debentures with a face value of \$126.5 million using \$130.0 million of its Senior Secured Credit Facility.

## SELECT QUARTERLY FINANCIAL INFORMATION

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

<i>(thousands of dollars unless otherwise noted)</i>	2025				2024			
	Q4	Q3	Q2	Q1	Q4	Q3	Q2	Q1
Revenue	<b>462,034</b>	<b>440,275</b>	<b>383,445</b>	<b>374,654</b>	391,564	359,061	348,482	367,095
Net operating income <sup>(1)</sup>	<b>65,736</b>	<b>65,902</b>	<b>54,972</b>	<b>50,228</b>	53,822	50,117	52,807	44,743
<i>NOI margin<sup>(1)</sup></i>	<b>14.2%</b>	<b>15.0%</b>	<b>14.3%</b>	<b>13.4%</b>	13.7%	14.0%	15.2%	12.2%
Adjusted EBITDA <sup>(1)</sup>	<b>49,452</b>	<b>50,771</b>	<b>39,785</b>	<b>35,606</b>	39,699	36,107	38,611	30,132
<i>Adjusted EBITDA margin<sup>(1)</sup></i>	<b>10.7%</b>	<b>11.5%</b>	<b>10.4%</b>	<b>9.5%</b>	10.1%	10.1%	11.1%	8.2%
Share of profit (loss) from investment in joint ventures	<b>924</b>	<b>846</b>	<b>210</b>	<b>(126)</b>	107	431	265	1,130
Net earnings	<b>25,579</b>	<b>24,119</b>	<b>31,927</b>	<b>15,031</b>	19,928	16,295	25,890	13,096
per basic share (\$)	<b>0.291</b>	<b>0.285</b>	<b>0.378</b>	<b>0.178</b>	0.236	0.194	0.307	0.156
per diluted share (\$)	<b>0.286</b>	<b>0.281</b>	<b>0.373</b>	<b>0.176</b>	0.232	0.187	0.289	0.154
AFFO <sup>(1)</sup>	<b>29,551</b>	<b>29,535</b>	<b>24,776</b>	<b>19,807</b>	28,977	23,125	23,073	17,630
per basic share (\$)	<b>0.337</b>	<b>0.349</b>	<b>0.293</b>	<b>0.235</b>	0.344	0.274	0.274	0.210
per diluted share (\$)	<b>0.331</b>	<b>0.345</b>	<b>0.290</b>	<b>0.232</b>	0.318	0.253	0.254	0.197
Maintenance capex (including 15% share of joint ventures)	<b>10,274</b>	<b>5,604</b>	<b>5,158</b>	<b>2,709</b>	5,270	4,093	4,829	3,411
Cash dividends declared	<b>11,008</b>	<b>10,561</b>	<b>10,561</b>	<b>10,198</b>	10,016	10,016	10,013	9,988
per share (\$)	<b>0.126</b>	<b>0.126</b>	<b>0.126</b>	<b>0.122</b>	0.120	0.120	0.120	0.120
Weighted Average Number of Shares (000's)								
Basic	<b>88,005</b>	<b>84,626</b>	<b>84,599</b>	<b>84,345</b>	84,269	84,237	84,305	84,062
Diluted	<b>89,396</b>	<b>85,716</b>	<b>85,555</b>	<b>85,468</b>	94,079	95,556	95,248	95,146

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 reasons. The significant factors that impact the results from period to period, 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 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 1<sup>st</sup> and increases in preferred accommodation premiums effective July 1<sup>st</sup>; Alberta long-term care providers generally receive annual rate increases and acuity-based funding adjustments on April 1<sup>st</sup> and accommodation funding increases effective July 1<sup>st</sup>, and changes in home health care bill rates for Ontario and Alberta government contracts generally take effect April 1<sup>st</sup>;
- salary and wage increases for non-unionized staff are generally implemented on January 1st, with increases for unionized staff occurring throughout the year based on agreements in effect;
- home health care volumes are impacted by seasonal patterns with volumes in the summer months generally lower, impacting Q3 volumes; also, statutory holidays vary between quarters which can have an impact on the comparability of sequential quarterly NOI and NOI margins;
- 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 income or expense" and "fair value adjustments".

## Reconciliations of Adjusted EBITDA and Net Operating Income

The following table provides a reconciliation of "earnings before income taxes" to Adjusted EBITDA and "net operating income". Refer to the discussion under "Non-GAAP Measures".

(thousands of dollars)	2025					2024				
	Q4	Q3	Q2	Q1	Year	Q4	Q3	Q2	Q1	Year
<b>Earnings before income taxes</b>	<b>35,393</b>	<b>34,379</b>	<b>41,412</b>	<b>18,919</b>	<b>130,103</b>	26,719	22,657	32,892	17,593	99,861
<b>Add (Deduct):</b>										
Depreciation and amortization	10,272	9,918	8,480	8,273	36,943	8,497	8,635	8,049	8,155	33,336
Net finance costs	1,991	5,300	2,013	5,118	14,422	4,336	4,164	3,627	3,608	15,735
Other expense (income)	2,720	2,020	(11,910)	3,170	(4,000)	254	1,082	(5,692)	1,906	(2,450)
Share of (profit) loss from investment in joint ventures	(924)	(846)	(210)	126	(1,854)	(107)	(431)	(265)	(1,130)	(1,933)
<b>Adjusted EBITDA</b>	<b>49,452</b>	<b>50,771</b>	<b>39,785</b>	<b>35,606</b>	<b>175,614</b>	39,699	36,107	38,611	30,132	144,549
Administrative costs	16,284	15,131	15,187	14,622	61,224	14,123	14,010	14,196	14,611	56,940
<b>Net operating income</b>	<b>65,736</b>	<b>65,902</b>	<b>54,972</b>	<b>50,228</b>	<b>236,838</b>	53,822	50,117	52,807	44,743	201,489

## STATEMENT OF EARNINGS

The following provides the consolidated statement of earnings for the periods ended December 31, 2025 and 2024.

(thousands of dollars unless otherwise noted)	Three months ended December 31,			Year ended December 31,		
	2025	2024	Change	2025	2024	Change
<b>Revenue</b>	<b>462,034</b>	391,564	70,470	<b>1,660,408</b>	1,466,202	194,206
Operating expenses	396,298	337,742	58,556	1,423,570	1,264,713	158,857
<b>Net operating income<sup>(1)</sup></b>	<b>65,736</b>	53,822	11,914	<b>236,838</b>	201,489	35,349
Administrative costs	16,284	14,123	2,161	61,224	56,940	4,284
<b>Adjusted EBITDA<sup>(1)</sup></b>	<b>49,452</b>	39,699	9,753	<b>175,614</b>	144,549	31,065
Depreciation and amortization	10,272	8,497	1,775	36,943	33,336	3,607
Other expense (income)	2,720	254	2,466	(4,000)	(2,450)	(1,550)
Share of profit from investment in joint ventures	(924)	(107)	(817)	(1,854)	(1,933)	79
<b>Earnings before net finance costs and income taxes</b>	<b>37,384</b>	31,055	6,329	<b>144,525</b>	115,596	28,929
Interest expense (net of capitalized interest)	5,181	4,909	272	18,720	20,145	(1,425)
Interest revenue	(1,688)	(1,801)	113	(5,731)	(7,039)	1,308
Accretion	76	206	(130)	814	1,110	(296)
Loss on early redemption of convertible debentures	—	820	(820)	—	820	(820)
Fair value adjustments	(1,578)	202	(1,780)	619	699	(80)
<b>Net finance costs</b>	<b>1,991</b>	4,336	(2,345)	<b>14,422</b>	15,735	(1,313)
<b>Earnings before income taxes</b>	<b>35,393</b>	26,719	8,674	<b>130,103</b>	99,861	30,242
Current income tax expense	9,055	4,892	4,163	39,777	27,244	12,533
Deferred income tax expense (recovery)	759	1,899	(1,140)	(6,330)	(2,592)	(3,738)
<b>Total income tax expense</b>	<b>9,814</b>	6,791	3,023	<b>33,447</b>	24,652	8,795
<b>Net earnings</b>	<b>25,579</b>	19,928	5,651	<b>96,656</b>	75,209	21,447
<b>Net earnings</b>	<b>25,579</b>	19,928	5,651	<b>96,656</b>	75,209	21,447
<b>Add (Deduct)<sup>(i)</sup>:</b>						
Fair value adjustments	(1,160)	149	(1,309)	455	514	(59)
Other expense (income)	2,396	(339)	2,735	(3,725)	(3,961)	236
Loss on early redemption of convertible debentures	—	603	(603)	—	603	(603)
<b>Earnings before separately reported items, net of taxes<sup>(1)</sup></b>	<b>26,815</b>	20,341	6,474	<b>93,386</b>	72,365	21,021

(i) The separately reported items being added to or deducted from earnings are net of income taxes.

## 2025 FOURTH QUARTER FINANCIAL REVIEW

The following is an analysis of the consolidated results from operations for Q4 2025, as compared to Q4 2024. The comparability of the results is impacted by, among other things, the LTC Acquisition and the CTG Transaction. For further information on these items, refer to the discussions under the heading "Significant Developments".

### Revenue

Revenue of \$462.0 million increased by \$70.5 million or 18.0% from \$391.6 million in Q4 2024. Excluding out-of-period funding of \$6.3 million recognized in Q4 2024 (\$1.9 million in LTC and \$4.4 million in home health care), revenue increased by \$76.8 million or 19.9% to \$462.0 million from \$385.3 million, driven primarily by the LTC Acquisition, the CTG Transaction, LTC funding enhancements, timing of spend under flow-through care envelopes, organic growth in home health care ADV of 15.3% (27.3% including the impact of the CTG Transaction), and higher bill rates, partially offset by the closure of two Class C LTC homes in connection with the opening of new LTC homes in Axiom JV.

### Operating Expenses

Operating expenses of \$396.3 million increased by \$58.6 million or 17.3% from Q4 2024. Excluding a net reduction in costs of \$3.9 million from out-of-period items recognized in Q4 2025, operating expenses increased by \$62.5 million or 18.5% to \$400.2 million, largely driven by higher labour costs, due to higher home health care volumes, increased hours of care in LTC and labour rate increases, as well as the impacts of the LTC Acquisition and CTG Transaction, partially offset by the closure of Class C LTC homes that were redeveloped in Axiom JV. The year-over-year impact of out-of-period items of \$3.9 million related to \$4.5 million in retroactive union wage adjustments in LTC, offset by workers' compensation rebates of \$2.9 million in LTC and \$5.5 million in home health care.

### Net Operating Income

Net operating income increased by \$11.9 million or 22.1% to \$65.7 million (14.2% of revenue) from \$53.8 million (13.7% of revenue) in Q4 2024. Excluding a \$2.4 million year-over-year reduction from out-of-period items (\$3.9 million in Q4 2025 and \$6.3 million in Q4 2024), NOI increased by \$14.3 million to \$61.8 million (13.4% of revenue) from \$47.5 million (12.3% of revenue) in Q4 2024. The 30.2% increase in NOI reflects approximately \$4.8 million from the LTC Acquisition, \$3.8 million from the CTG Transaction, LTC funding enhancements, organic growth in home health care ADV of 15.3%, and higher bill rates, partially offset by higher operating costs and a reduction in NOI of approximately \$0.5 million from the closure of Class C LTC homes that were replaced by redeveloped homes in Axiom JV.

### Administrative Costs

Administrative costs increased by \$2.2 million to \$16.3 million in Q4 2025, primarily due to higher wages, benefits and technology costs.

### Adjusted EBITDA

Adjusted EBITDA increased by \$9.8 million or 24.6% to \$49.5 million (10.7% of revenue) from \$39.7 million (10.1% of revenue) in Q4 2024, reflecting the increase in NOI, partially offset by higher administrative costs. Excluding the year-over-year reduction in NOI of \$2.4 million related to out-of-period items, Adjusted EBITDA increased by \$12.2 million or 36.4% to \$45.6 million (9.9% of revenue) in Q4 2025 from \$33.4 million (8.7% of revenue) in Q4 2024.

### Depreciation and Amortization

Depreciation and amortization costs increased by \$1.8 million to \$10.3 million related to the additional homes from the LTC Acquisition and the increase in intangible assets due to customer relationships from the CTG Transaction.

### Other Expense (Income)

Other expense was \$2.7 million in Q4 2025, reflecting transaction-related professional fees and integration costs. Other expense of \$0.3 million in Q4 2024 related to an impairment charge of \$2.7 million in respect of operational entitlements and \$1.2 million of strategic transformation costs in connection with the Revera and Axiom transactions entered into in 2023, partially offset by a gain on sale of assets of \$3.6 million. Refer to *Note 17* of the consolidated financial statements.

### Share of Profit From Investment in Joint Ventures

Share of profit from joint ventures was \$0.9 million in Q4 2025, compared to \$0.1 million in Q4 2024. The increase is primarily due to LTC funding enhancements, the opening of new LTC homes and the impact of a \$0.3 million favourable fair value adjustment on interest rate swaps. Both periods were favourably impacted by \$0.3 million of out-of-period items related to workers' compensation rebates in Q4 2025 and retroactive funding recognized in Q4 2024. Refer to *Note 9* of the consolidated financial statements.

### Net Finance Costs

Net finance costs decreased by \$2.3 million in Q4 2025, primarily due to a favourable \$1.8 million fair value adjustment on interest rate swaps and the impact in Q4 2024 of a \$0.8 million loss on redemption of convertible debentures.

## Income Taxes

The income tax provision of \$9.8 million for Q4 2025 represented an effective tax rate of 27.7%, compared to a tax provision of \$6.8 million and an effective tax rate of 25.4% in Q4 2024. Excluding the impact of separately reported "other expense (income)", "fair value adjustments" and the "loss on early redemption of convertible debentures", the effective tax rate was 26.6% in Q4 2025, compared to 27.3% in Q4 2024.

## Net Earnings

The Company reported net earnings of \$25.6 million (\$0.291 per basic share) compared to \$19.9 million (\$0.236 per basic share) in Q4 2024. The 28.4% increase in net earnings of \$5.7 million largely resulted from the increase in Adjusted EBITDA of \$9.8 million, partially offset by higher depreciation and amortization 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.

<b>Three months ended December 31</b> <i>(thousands of dollars unless otherwise noted)</i>	<b>Long-term Care</b>	<b>Home Health Care</b>	<b>Managed Services</b>	<b>Total</b>
<b>2025</b>				
Revenue	<b>249,296</b>	<b>197,468</b>	<b>15,270</b>	<b>462,034</b>
Operating expenses	<b>223,635</b>	<b>165,865</b>	<b>6,798</b>	<b>396,298</b>
Net operating income <sup>(1)</sup>	<b>25,661</b>	<b>31,603</b>	<b>8,472</b>	<b>65,736</b>
<i>NOI margin<sup>(1)</sup></i>	<b>10.3%</b>	<b>16.0%</b>	<b>55.5%</b>	<b>14.2%</b>
<b>2024</b>				
Revenue	224,946	147,790	18,828	391,564
Operating expenses	200,709	128,490	8,543	337,742
Net operating income <sup>(1)</sup>	24,237	19,300	10,285	53,822
<i>NOI margin<sup>(1)</sup></i>	10.8%	13.1%	54.6%	13.7%
<b>Change</b>				
Revenue	24,350	49,678	(3,558)	70,470
Operating expenses	22,926	37,375	(1,745)	58,556
Net operating income <sup>(1)</sup>	1,424	12,303	(1,813)	11,914

### LONG-TERM CARE OPERATIONS

Revenue from LTC operations increased by \$24.4 million or 10.8% to \$249.3 million in Q4 2025. Excluding out-of-period funding recognized in Q4 2024 of \$1.9 million, revenue increased by \$26.3 million, largely driven by approximately \$35.2 million from homes added through the LTC Acquisition, funding increases, timing of spend and improved preferred occupancy, partially offset by a revenue reduction of approximately \$7.6 million due to the closure of two Class C LTC homes that were replaced by newly opened LTC homes in Axium JV.

Net operating income from LTC operations increased by \$1.4 million or 5.9% to \$25.7 million (10.3% of revenue) in Q4 2025 compared to \$24.2 million (10.8% of revenue) in Q4 2024. Excluding a \$3.5 million reduction from out-of-period items, NOI improved by \$4.9 million or 22.0% to \$27.3 million (10.9% of revenue) in Q4 2025 from \$22.3 million (10.0% of revenue) in the prior year period, reflecting approximately \$4.8 million in NOI from the LTC Acquisition, funding enhancements, timing of spend, and improved preferred occupancy, partially offset by higher operating costs, and a reduction in NOI of approximately \$0.5 million from the closure of Class C LTC homes that were replaced by newly opened LTC homes in Axium JV. The impact of out-of-period items of \$3.5 million related to \$1.6 million recognized in Q4 2025 associated with \$4.5 million of union wage adjustments, partially offset by \$2.9 million of workers' compensation rebates, compared to \$1.9 million of retroactive funding recognized in Q4 2024.

### HOME HEALTH CARE OPERATIONS

Revenue from home health care operations increased by \$49.7 million or 33.6% to \$197.5 million in Q4 2025 from \$147.8 million in Q4 2024. Excluding retroactive funding of \$4.4 million recognized in the prior year period, revenue increased by \$54.1 million, primarily driven by a \$26.6 million contribution from the CTG Transaction, 15.3% organic growth in ADV and bill rate increases.

Net operating income from home health care operations increased by \$12.3 million to \$31.6 million (16.0% of revenue) in Q4 2025 from \$19.3 million (13.1% of revenue) in Q4 2024. Excluding a year-over-year increase of \$1.1 million related to out-of-period items, NOI increased by \$11.2 million to \$26.1 million (13.2% of revenue) in Q4 2025 from \$14.9 million (10.4% of revenue) in the prior year period, reflecting a \$3.8 million contribution from the CTG Transaction, 15.3% organic growth in ADV, and higher bill rates, partially offset by increased wages and benefits. The out-of-period items of \$1.1 million related to workers' compensation rebates of \$5.5 million recognized in Q4 2025, compared to \$4.4 million of retroactive funding recognized in Q4 2024.

## MANAGED SERVICES

Revenue from managed services decreased by \$3.6 million or 18.9% to \$15.3 million in Q4 2025 from \$18.8 million in Q4 2024. Net operating income from managed services declined by \$1.8 million or 17.6% to \$8.5 million in Q4 2025 compared to \$10.3 million in Q4 2024, with NOI margins of 55.5% and 54.6%, respectively. The declines in revenue and NOI were largely due to the sale by Revera of 30 Class C LTC homes that had been operated by Extencicare Assist under management contracts, nine of which were acquired by the Company, partially offset by changes in the mix of Extencicare Assist services, management fees from newly opened homes in the Joint Ventures and growth in the number of SGP clients.

## 2025 FINANCIAL REVIEW

The following is an analysis of the consolidated results from operations in 2025, as compared to 2024. The comparability of the results is impacted by, among other things, the LTC Acquisition and the CTG Transaction. For further information on these items, refer to the discussions under the heading "Significant Developments".

### Revenue

Revenue of \$1,660.4 million increased by \$194.2 million or 13.2% from \$1,466.2 million in 2024. Excluding a net reduction in out-of-period funding of \$15.6 million, revenue increased by \$209.8 million or 14.6% to \$1,647.1 million from \$1,437.3 million, driven primarily by the LTC Acquisition, the CTG Transaction, LTC funding enhancements, timing of spend under flow-through care envelopes, organic growth in home health care ADV of 12.1% and higher bill rates, partially offset by the closure of three Class C LTC homes since the beginning of 2024 replaced by newly opened LTC homes in Axium JV. The reduction in out-of-period funding of \$15.6 million related to a \$13.0 million change in LTC retroactive funding (\$2.3 million in 2025 compared to \$15.3 million in 2024) and a \$2.6 million change in home health care retroactive funding (\$11.0 million in 2025 compared to \$13.6 million in 2024).

### Operating Expenses

Operating expenses of \$1,423.6 million increased by \$158.9 million or 12.6% from \$1,264.7 million in 2024. Excluding the impact of out-of-period costs of \$15.3 million, operating expenses increased by \$174.2 million or 13.9% to \$1,425.3 million from \$1,251.1 million, largely driven by higher labour costs due to higher home health care volumes, increased hours of care in LTC and labour rate increases, as well as the impacts of the LTC Acquisition and CTG Transaction, partially offset by the closure of Class C LTC homes that were redeveloped in Axium JV. The year-over-year change in out-of-period costs of \$15.3 million related to workers' compensation rebates of \$15.0 million recognized in 2025 and a reduction in one-time compensation for home health care staff supported by retroactive funding of \$2.6 million, partially offset by \$2.3 million in LTC retroactive union wage adjustments recognized in 2025.

### Net Operating Income

Net operating income increased by \$35.3 million or 17.5% to \$236.8 million (14.3% of revenue) in 2025. Excluding the net reduction in out-of-period items of \$0.3 million (\$15.0 million in 2025 and \$15.3 million in 2024), NOI increased by \$35.6 million to \$221.8 million (13.5% of revenue) from \$186.2 million (13.0% of revenue) in the prior year period. The 19.1% increase in NOI reflects approximately \$6.9 million from the CTG Transaction, \$9.3 million from the LTC Acquisition, LTC funding enhancements, organic growth in home health care ADV of 12.1%, and higher bill rates, partially offset by higher operating costs and a reduction in NOI of approximately \$3.0 million from the closure of Class C LTC homes that were replaced by redeveloped homes in Axium JV.

### Administrative Costs

Administrative costs increased by \$4.3 million or 7.5% to \$61.2 million in 2025, primarily due to higher wages, benefits and technology costs.

### Adjusted EBITDA

Adjusted EBITDA increased by \$31.1 million to \$175.6 million (10.6% of revenue) from \$144.5 million (9.9% of revenue) in 2024, reflecting the increase in NOI, partially offset by higher administrative costs. Excluding the year-over-year reduction in NOI of \$0.3 million related to out-of-period items, Adjusted EBITDA increased by \$31.4 million or 24.3% to \$160.6 million (9.8% of revenue) in 2025, from \$129.2 million (9.0% of revenue) in the prior year period.

### Depreciation and Amortization

Depreciation and amortization costs increased by \$3.6 million to \$36.9 million in 2025, largely related to the additional homes from the LTC Acquisition and the increase in intangible assets due to customer relationships from the CTG Transaction.

## **Other Expense (Income)**

Other income of \$4.0 million in 2025 related to a gain on the sale of assets to Axiom JV of \$12.5 million, partially offset by transaction-related professional fees and integration costs of \$5.4 million, and strategic transformation costs of \$3.2 million in connection with the Revera and Axiom transactions entered into in 2023. Other income of \$2.5 million in 2024 related to a gain on the sale of assets of \$11.2 million, partially offset by strategic transformation costs of \$6.0 million in connection with the Revera and Axiom transactions and an impairment charge of \$2.7 million in respect of operational entitlements. Refer to *Note 17* of the consolidated financial statements.

## **Share of Profit From Investment in Joint Ventures**

Share of profit from joint ventures was \$1.9 million in 2025, comparable to \$1.9 million in the prior year period. Excluding out-of-period items of approximately \$0.7 million recognized in 2025 and \$1.0 million recognized in 2024, the increase of \$0.3 million largely related to LTC funding enhancements and the opening of three new LTC homes since the beginning of 2024, partially offset by an increase in depreciation and amortization costs and higher net finance costs. Refer to *Note 9* of the consolidated financial statements.

## **Net Finance Costs**

Net finance costs decreased by \$1.3 million in 2025, reflecting a loss on the early redemption of convertible debentures of \$0.8 million recognized in 2024 and lower interest expense due to a decline in long-term debt, partially offset by lower interest revenue from cash on hand.

## **Income Taxes**

The income tax provision of \$33.4 million in 2025, represented an effective tax rate of 25.7%, compared to a tax provision of \$24.7 million and an effective tax rate of 24.7% in 2024. Excluding the impact of separately reported "other (income) expense", which included capital gains largely sheltered by capital losses that had not been tax benefited, "fair value adjustments" and the "loss on early redemption of convertible debentures", the effective tax rate was 26.3% in 2025, compared to 26.9% for the same 2024 period.

## **Net Earnings**

The Company reported net earnings of \$96.7 million (\$1.132 per basic share) in 2025, compared to \$75.2 million (\$0.893 per basic share) for the prior year period. The 28.5% increase in net earnings of \$21.4 million largely resulted from the improvement in Adjusted EBITDA of \$31.1 million, partially offset by higher depreciation and amortization 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.

<b>Year ended December 31</b> <i>(thousands of dollars unless otherwise noted)</i>	<b>Long-term Care</b>	<b>Home Health Care</b>	<b>Managed Services</b>	<b>Total</b>
<b>2025</b>				
Revenue	<b>892,109</b>	<b>701,139</b>	<b>67,160</b>	<b>1,660,408</b>
Operating expenses	<b>789,731</b>	<b>603,619</b>	<b>30,220</b>	<b>1,423,570</b>
Net operating income <sup>(1)</sup>	<b>102,378</b>	<b>97,520</b>	<b>36,940</b>	<b>236,838</b>
<i>NOI margin<sup>(1)</sup></i>	<b>11.5%</b>	<b>13.9%</b>	<b>55.0%</b>	<b>14.3%</b>
<b>2024</b>				
Revenue	827,448	566,046	72,708	1,466,202
Operating expenses	727,644	503,292	33,777	1,264,713
Net operating income <sup>(1)</sup>	99,804	62,754	38,931	201,489
<i>NOI margin<sup>(1)</sup></i>	12.1%	11.1%	53.5%	13.7%
<b>Change</b>				
Revenue	64,661	135,093	(5,548)	194,206
Operating expenses	62,087	100,327	(3,557)	158,857
Net operating income <sup>(1)</sup>	2,574	34,766	(1,991)	35,349

### LONG-TERM CARE OPERATIONS

Revenue from LTC operations increased by \$64.7 million or 7.8% to \$892.1 million in 2025. Excluding out-of-period funding recognized in 2025 of \$2.3 million and \$15.3 million in 2024, revenue increased by \$77.7 million, largely driven by approximately \$78.5 million from homes related to the LTC Acquisition, funding increases, timing of spend and improved preferred occupancy, partially offset by a revenue reduction of approximately \$33.0 million due to the closure of three Class C LTC homes replaced by newly opened LTC homes in Axium JV.

Net operating income from LTC operations increased by \$2.6 million or 2.6% to \$102.4 million (11.5% of revenue) in 2025, compared to \$99.8 million (12.1% of revenue) in the prior year period. Excluding the reduction in out-of-period funding of \$13.0 million and the impact of retroactive union wage adjustments of \$2.3 million recognized in 2025, partially offset by workers' compensation rebates of \$5.6 million recognized in 2025, NOI improved by \$12.3 million or 14.5% to \$96.8 million (10.9% of revenue) in 2025, from \$84.5 million (10.4% of revenue) in the prior year period, reflecting NOI from the LTC Acquisition of approximately \$9.3 million, funding enhancements, timing of spend, improved preferred occupancy, partially offset by higher operating costs and a reduction in NOI of approximately \$3.0 million from the closure of Class C LTC homes that were replaced by newly opened LTC homes in Axium JV.

### HOME HEALTH CARE OPERATIONS

Revenue from home health care operations increased by \$135.1 million or 23.9% to \$701.1 million in 2025, from \$566.0 million in the prior year period. Excluding a reduction in retroactive funding of \$2.6 million, revenue increased by \$137.7 million or 24.9% to \$690.1 million in 2025 from \$552.4 million in the prior year period, largely driven by 12.1% organic growth in ADV, bill rate increases and a \$50.6 million contribution from the CTG Transaction. The reduction in retroactive funding of \$2.6 million (\$11.0 million in Q1 2025 compared to \$13.6 million in Q1 2024) related to changes in the recovery of increased wages and benefits and operating and technology costs.

Net operating income from home health care operations increased by \$34.8 million to \$97.5 million (13.9% of revenue) in 2025, from \$62.8 million (11.1% of revenue) in the prior year period. Excluding workers' compensation rebates of \$9.4 million recognized in 2025, NOI improved by \$25.4 million or 40.4% to \$88.1 million (12.8% of revenue) in 2025 from \$62.8 million (11.4% of revenue) in the prior year period, reflecting 12.1% organic growth in ADV, rate increases, and a \$6.9 million contribution from the CTG Transaction, partially offset by increased wages and benefits.

### MANAGED SERVICES

Revenue from managed services decreased by \$5.5 million or 7.6% to \$67.2 million in 2025. Net operating income from managed services decreased by \$2.0 million or 5.1% to \$36.9 million in 2025 compared to the prior year period, with NOI margins of 55.0% and 53.5%, respectively. The declines in revenue and NOI were largely due to the sale by Revera of its Class C LTC homes that had been operated by Extendicare Assist under management contracts, nine of which were acquired by the Company, partially offset by growth in SGP clients, management fees from newly opened homes in the Joint Ventures and changes in mix of Extendicare Assist services.

## FUNDS FROM OPERATIONS AND ADJUSTED FUNDS FROM OPERATIONS

### Reconciliations of FFO to Net Earnings

The following table provides a reconciliation of "net earnings" to FFO, which the Company believes is the most comparable GAAP measure to FFO. In addition, the table includes a reconciliation from FFO to AFFO as supplemental information. Refer to the discussion under "Non-GAAP Measures".

<i>(thousands of dollars unless otherwise noted)</i>	Three months ended December 31,			Year ended December 31,		
	2025	2024	Change	2025	2024	Change
<b>Net earnings</b>	<b>25,579</b>	19,928	5,651	<b>96,656</b>	75,209	21,447
<b>Add (Deduct):</b>						
Depreciation and amortization	<b>10,272</b>	8,497	1,775	<b>36,943</b>	33,336	3,607
Depreciation for FFEC (maintenance capex)	<b>(2,171)</b>	(1,943)	(228)	<b>(8,042)</b>	(7,815)	(227)
Depreciation for office leases	<b>(722)</b>	(730)	8	<b>(3,025)</b>	(2,897)	(128)
Other expense (income)	<b>2,720</b>	254	2,466	<b>(4,000)</b>	(2,450)	(1,550)
Loss on early redemption of convertible debentures	—	820	(820)	—	820	(820)
Fair value adjustments	<b>(1,578)</b>	202	(1,780)	<b>619</b>	699	(80)
Current income tax expense (recovery) on other expense (income) and fair value adjustments	<b>(324)</b>	(114)	(210)	<b>(1,269)</b>	(1,032)	(237)
Deferred income tax expense (recovery)	<b>759</b>	1,899	(1,140)	<b>(6,330)</b>	(2,592)	(3,738)
FFO adjustments for joint ventures <sup>(i)</sup>	<b>108</b>	755	(647)	<b>2,164</b>	2,037	127
<b>FFO</b>	<b>34,643</b>	29,568	5,075	<b>113,716</b>	95,315	18,401
Amortization of deferred financing costs	<b>300</b>	592	(292)	<b>1,207</b>	1,817	(610)
Accretion costs	<b>76</b>	206	(130)	<b>814</b>	1,110	(296)
Non-cash share-based compensation	<b>1,571</b>	1,268	303	<b>696</b>	1,889	(1,193)
Principal portion of government capital funding	<b>414</b>	398	16	<b>1,632</b>	1,653	(21)
Additional maintenance capex	<b>(7,453)</b>	(2,930)	(4,523)	<b>(14,430)</b>	(8,527)	(5,903)
AFFO adjustments for joint ventures <sup>(i)</sup>	—	(125)	125	<b>34</b>	(452)	486
<b>AFFO</b>	<b>29,551</b>	28,977	574	<b>103,669</b>	92,805	10,864
<b>Per Basic Share (\$)</b>						
FFO	<b>0.396</b>	0.351	0.045	<b>1.332</b>	1.132	0.200
AFFO	<b>0.337</b>	0.344	(0.007)	<b>1.214</b>	1.102	0.112
<b>Per Diluted Share (\$)</b>						
FFO	<b>0.388</b>	0.328	0.060	<b>1.309</b>	1.062	0.247
AFFO	<b>0.331</b>	0.318	0.013	<b>1.194</b>	1.017	0.177
<b>Dividends</b>						
Declared	<b>11,008</b>	10,016	992	<b>42,328</b>	40,033	2,295
Declared per share (\$)	<b>0.126</b>	0.120	0.006	<b>0.500</b>	0.480	0.020
<b>Weighted Average Number of Shares</b>						
Basic (000's)	<b>88,005</b>	84,269		<b>85,401</b>	84,218	
Diluted (000's)	<b>89,396</b>	94,079		<b>86,843</b>	95,362	
<b>Current income tax expense included in FFO</b>	<b>9,379</b>	5,006	4,373	<b>41,046</b>	28,276	12,770
<i>FFO effective tax rate</i>	<b>21.3 %</b>	14.5 %		<b>26.5 %</b>	22.9 %	

(i) Refer to the additional information provided under "FFO and AFFO Adjustments for Joint Ventures".

## Reconciliations of AFFO to Net Cash From Operating Activities

The following table provides a reconciliation of AFFO to “net cash from operating activities”, which the Company believes is the most comparable GAAP measure to AFFO. Refer to the discussion under “Non-GAAP Measures”.

<i>(thousands of dollars)</i>	Three months ended December 31,			Year ended December 31,		
	2025	2024	Change	2025	2024	Change
<b>Net cash from operating activities</b>	<b>28,357</b>	17,550	10,807	<b>163,592</b>	143,639	19,953
<b>Add (Deduct):</b>						
Net change in operating assets and liabilities, including interest and taxes	<b>7,698</b>	14,777	(7,079)	<b>(47,364)</b>	(41,776)	(5,588)
Other expense	<b>2,720</b>	1,232	1,488	<b>8,523</b>	6,042	2,481
Current income tax on items excluded from AFFO	<b>(324)</b>	(114)	(210)	<b>(1,269)</b>	(1,032)	(237)
Depreciation for office leases	<b>(722)</b>	(730)	8	<b>(3,025)</b>	(2,897)	(128)
Depreciation for FFEC (maintenance capex) <sup>(i)</sup>	<b>(2,171)</b>	(1,943)	(228)	<b>(8,042)</b>	(7,815)	(227)
Additional maintenance capex <sup>(i)</sup>	<b>(7,453)</b>	(2,930)	(4,523)	<b>(14,430)</b>	(8,527)	(5,903)
Principal portion of government capital funding	<b>414</b>	398	16	<b>1,632</b>	1,653	(21)
AFFO for joint ventures <sup>(ii)</sup>	<b>1,032</b>	737	295	<b>4,052</b>	3,518	534
<b>AFFO</b>	<b>29,551</b>	28,977	574	<b>103,669</b>	92,805	10,864
<b>Total maintenance capex<sup>(i)</sup></b>	<b>10,274</b>	5,270	5,004	<b>23,745</b>	17,603	6,142

(i) Total maintenance capex represents the aggregate of the items classified as “depreciation for FFEC” and “additional maintenance capex”, and includes \$0.7 million and \$1.3 million in respect of the Company’s 15% managed interest in joint ventures for the three and twelve months ended December 31, 2025, respectively. 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.

(ii) Refer to the additional information provided under “FFO and AFFO Adjustments for Joint Ventures”.

### AFFO 2025 Fourth Quarter Financial Review

In Q4 2025, AFFO increased by \$0.6 million to \$29.6 million (\$0.337 per basic share) from \$29.0 million (\$0.344 per basic share) in Q4 2024, largely reflecting the improvement in Adjusted EBITDA, partially offset by increased current income taxes and higher maintenance capex, in part due to the LTC Acquisition. Excluding the impact of out-of-period items recognized in both periods, AFFO improved by \$2.5 million to \$26.5 million (\$0.301 per basic share) from \$24.0 million (\$0.284 per basic share) in the prior year period.

A discussion of the factors impacting net earnings and Adjusted EBITDA can be found under “2025 Fourth Quarter Financial Review”.

### AFFO 2025 Financial Review

In 2025, AFFO increased by \$10.9 million to \$103.7 million (\$1.214 per basic share) from \$92.8 million (\$1.102 per basic share) in the prior year period, largely reflecting the improvement in Adjusted EBITDA, partially offset by increased current income taxes, higher maintenance capex, in part due to the LTC Acquisition, and an unfavourable change in the adjustment for non-cash share-based compensation. Excluding the impact of out-of-period items recognized in both periods, AFFO improved by \$11.7 million to \$92.2 million (\$1.079 per basic share) from \$80.5 million (\$0.956 per basic share) in the prior year period.

A discussion of the factors impacting net earnings and Adjusted EBITDA can be found under “2025 Financial Review”.

Dividends declared as a percentage of AFFO in 2025 represented a payout ratio of 41%. On February 26, 2026, the Company announced its intention to increase its monthly dividend by 5% to \$0.0441 per share, effective with the dividend to be declared in March 2026. Refer to the discussions under “Significant Developments – Dividend Increase” and “Liquidity and Capital Resources”.

The current income tax expense included in AFFO was \$41.0 million in 2025, compared to \$28.3 million in the prior year period, representing effective tax rates on FFO of 26.5% and 22.9%, respectively. 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 2026, the Company expects the effective tax rate on FFO will be in the range of 24% to 27%.

Including the Company’s 15% managed interest in joint ventures, maintenance capex was \$10.3 million for Q4 2025 compared to \$5.3 million for Q4 2024 and \$5.6 million for Q3 2025, representing 2.1%, 1.3% and 1.2% of revenue, respectively. In 2025, maintenance capex was \$23.7 million compared to \$17.6 million in the prior year period, representing 1.4% and 1.2% of revenue, respectively. In addition to the impact of the nine homes acquired through the LTC Acquisition, these costs fluctuate on a quarterly and annual basis due to the timing of projects and seasonal factors. The Company expects to spend in the range of \$20.0 to \$22.0 million in maintenance capex in 2026, including approximately \$1.6 million in connection with the Company’s 15% managed interest in joint ventures.

The following provides a reconciliation of "Adjusted EBITDA" to AFFO as supplemental information. Refer to the discussion under "Non-GAAP Measures".

<i>(thousands of dollars)</i>	Three months ended December 31,			Year ended December 31,		
	2025	2024	Change	2025	2024	Change
<b>Adjusted EBITDA</b>	<b>49,452</b>	39,699	9,753	<b>175,614</b>	144,549	31,065
<b>Add (Deduct):</b>						
Depreciation for FFEC (maintenance capex)	<b>(2,171)</b>	(1,943)	(228)	<b>(8,042)</b>	(7,815)	(227)
Depreciation for office leases	<b>(722)</b>	(730)	8	<b>(3,025)</b>	(2,897)	(128)
Accretion costs	<b>(76)</b>	(206)	130	<b>(814)</b>	(1,110)	296
Interest expense	<b>(5,181)</b>	(4,909)	(272)	<b>(18,720)</b>	(20,145)	1,425
Interest revenue	<b>1,688</b>	1,801	(113)	<b>5,731</b>	7,039	(1,308)
FFO for joint ventures	<b>1,032</b>	862	170	<b>4,018</b>	3,970	48
	<b>44,022</b>	34,574	9,448	<b>154,762</b>	123,591	31,171
Current income tax expense	<b>9,379</b>	5,006	4,373	<b>41,046</b>	28,276	12,770
<b>FFO</b>	<b>34,643</b>	29,568	5,075	<b>113,716</b>	95,315	18,401
Amortization of deferred financing costs	<b>300</b>	592	(292)	<b>1,207</b>	1,817	(610)
Accretion costs	<b>76</b>	206	(130)	<b>814</b>	1,110	(296)
Non-cash share-based compensation	<b>1,571</b>	1,268	303	<b>696</b>	1,889	(1,193)
Principal portion of government capital funding	<b>414</b>	398	16	<b>1,632</b>	1,653	(21)
Additional maintenance capex	<b>(7,453)</b>	(2,930)	(4,523)	<b>(14,430)</b>	(8,527)	(5,903)
AFFO adjustments for joint ventures	<b>—</b>	(125)	125	<b>34</b>	(452)	486
<b>AFFO</b>	<b>29,551</b>	28,977	574	<b>103,669</b>	92,805	10,864

## FFO and AFFO Adjustments for Joint Ventures

The following tables provide additional information in respect of the adjustments to FFO and AFFO for joint ventures. Refer to the discussion under "Non-GAAP Measures".

<i>(thousands of dollars)</i>	Three months ended December 31,			Year ended December 31,		
	2025	2024	Change	2025	2024	Change
<b>Share of profit from investment in joint ventures</b>	<b>924</b>	107	817	<b>1,854</b>	1,933	(79)
Depreciation and amortization	<b>716</b>	829	(113)	<b>2,659</b>	2,357	302
Depreciation for FFEC (maintenance capex)	<b>(415)</b>	(140)	(275)	<b>(547)</b>	(386)	(161)
Fair value adjustments	<b>(193)</b>	66	(259)	<b>52</b>	66	(14)
<b>FFO adjustments for joint ventures</b>	<b>108</b>	755	(647)	<b>2,164</b>	2,037	127
Amortization of deferred financing costs	<b>30</b>	—	30	<b>159</b>	—	159
Principal portion of government capital funding	<b>205</b>	132	73	<b>601</b>	423	178
Additional maintenance capex	<b>(235)</b>	(257)	22	<b>(726)</b>	(875)	149
<b>AFFO adjustments for joint ventures</b>	<b>—</b>	(125)	125	<b>34</b>	(452)	486
<b>AFFO for joint ventures</b>	<b>1,032</b>	737	295	<b>4,052</b>	3,518	534

<i>(thousands of dollars)</i>	Three months ended December 31,			Year ended December 31,		
	2025	2024	Change	2025	2024	Change
<b>Adjusted EBITDA</b>	<b>1,911</b>	1,417	494	<b>6,504</b>	6,017	487
Depreciation for FFEC (maintenance capex)	<b>(415)</b>	(140)	(275)	<b>(547)</b>	(386)	(161)
Interest expense	<b>(722)</b>	(609)	(113)	<b>(2,949)</b>	(2,343)	(606)
Interest revenue	<b>258</b>	194	64	<b>1,010</b>	682	328
<b>FFO for joint ventures</b>	<b>1,032</b>	862	170	<b>4,018</b>	3,970	48
Amortization of deferred financing costs	<b>30</b>	—	30	<b>159</b>	—	159
Principal portion of government capital funding	<b>205</b>	132	73	<b>601</b>	423	178
Additional maintenance capex	<b>(235)</b>	(257)	22	<b>(726)</b>	(875)	149
<b>AFFO for joint ventures</b>	<b>1,032</b>	737	295	<b>4,052</b>	3,518	534
<b>Total maintenance capex for joint ventures</b>	<b>650</b>	397	253	<b>1,273</b>	1,261	12

## LIQUIDITY AND CAPITAL RESOURCES

### Sources and Uses of Cash

The following summarizes the sources and uses of cash in 2025 and 2024.

<i>(thousands of dollars)</i>	Year ended December 31,	
	2025	2024
<b>Net cash from operating activities</b>	<b>163,592</b>	143,639
<b>Net cash used in investing activities</b>	<b>(117,399)</b>	(9,111)
<b>Net cash from (used in) financing activities</b>	<b>179,898</b>	(87,866)
<b>Increase in cash and cash equivalents</b>	<b>226,091</b>	46,662

As at December 31, 2025, the Company had cash and cash equivalents on hand of \$347.9 million, reflecting an increase in cash of \$226.1 million from the beginning of the year. Cash flow from operating activities of \$163.6 million in 2025 was in excess of cash dividends paid of \$41.7 million.

**Net cash from operating activities** was a source of cash of \$163.6 million in 2025, up \$20.0 million from a source of cash of \$143.6 million in the prior year period, reflecting the increase in earnings and favourable changes in operating assets and liabilities between periods, partially offset by income taxes paid because of the improvement in earnings for the prior year period. Fluctuations in operating assets and liabilities between periods are primarily attributable to the volatility and timing of cash receipts related to funding changes and flow-through funding, and the timing of payroll cycles.

**Net cash used in investing activities** was a use of cash of \$117.4 million in 2025 compared to \$9.1 million in the prior year period. The 2025 activity included \$75.1 million in connection with the CTG Transaction, \$41.9 million in connection with the LTC Acquisition, purchases of property, equipment and other intangible assets of \$59.9 million, of which \$12.3 million related to construction costs associated with the three LTC projects sold to Axiom JV in May 2025, and investments in the Joint Ventures of \$1.1 million. This was partially offset by proceeds of \$57.4 million from the sale of the three redevelopment projects to Axiom JV, the collection of other assets of \$1.6 million and distributions from investments in the Joint Ventures of \$1.6 million. The 2024 activity included proceeds of \$20.5 million from the sale of assets to Axiom JV, proceeds of \$9.0 million from the sale of the vacated LTC home in Sudbury, the collection of other assets of \$1.7 million and distributions from investments in the Joint Ventures of \$2.4 million, partially offset by purchases of property, equipment and other intangible assets of \$42.0 million and investments in the Joint Ventures of \$0.7 million.

The table that follows summarizes the additions to property, equipment and other intangibles, allocated between growth and maintenance capex. Growth capex relates to the LTC redevelopment projects, building improvements, investments in transitioning key IT platforms to cloud-based solutions, or other capital projects, all of which are aimed at earnings growth. Maintenance capex relates to the capital additions incurred to sustain and upgrade existing property and equipment.

<i>(thousands of dollars)</i>	Year ended December 31,	
	2025	2024
<b>Growth capex</b>	<b>30,397</b>	31,106
<b>Maintenance capex</b>	<b>22,472</b>	16,342
	<b>52,869</b>	47,448

Management monitors and prioritizes the capital expenditure requirements of its properties throughout the year, taking into account the urgency and necessity of the expenditure. Growth capex in 2026 will be focused primarily on the LTC projects under construction, redevelopment activities, including acquisition of land, and continued investments in technology to support growth initiatives (refer to "Other Contractual Obligations and Contingencies – Commitments"). The level of future growth capex will primarily be impacted by the timing of redevelopment projects advancing to construction, which is dependent on the Capital Funding Program in Ontario, any potential redevelopment programs that are introduced in Alberta and Manitoba, and whether such projects are sold to Axiom JV.

**Net cash used in financing activities** was a source of cash of \$179.9 million in 2025 compared to a use of cash of \$87.9 million in the prior year period. The 2025 activity included net proceeds of \$191.5 million from the Private Placement, a draw of \$55.0 million under the senior secured credit facility, partially offset by cash dividends paid of \$41.7 million, and debt and lease liability repayments of \$21.6 million. The 2024 activity included cash dividends paid of \$40.0 million, debt and lease liability repayments of \$18.9 million, early redemption of the convertible debentures of \$125.7 million using \$130.0 million under the Delayed Draw Facility, and the repayment of lease liabilities of \$29.9 million related to the purchase of nine Ontario LTC homes formerly under long-term leases.

## Capital Structure

### SHAREHOLDERS' EQUITY

Total shareholders' equity as at December 31, 2025, was \$373.4 million as compared to \$124.4 million at December 31, 2024, reflecting proceeds after taxes, underwriters' fees and expenses, of approximately \$193.3 million from the Private Placement, and contributions from net earnings and comprehensive income, partially offset by dividends declared of \$42.3 million.

As at December 31, 2025, the Company had 94,457,909 Common Shares issued and outstanding (carrying value – \$662.9 million), as compared to 83,466,978 Common Shares (carrying value – \$469.3 million) as at December 31, 2024, reflecting 10,640,000 Common Shares issued under the Private Placement, and 350,931 Common Shares issued under the Company's equity-based compensation plan.

For more information on the Private Placement, refer to "Significant Developments – Completed \$200 Million Private Placement of Common Shares".

Share Information (000's)	February 25, 2026	December 31, 2025	December 31, 2024
Common Shares (TSX symbol: EXE) <sup>(i)</sup>	94,457.9	94,457.9	83,467.0

(i) Closing market value per TSX on February 25, 2026, was \$24.49.

As at February 26, 2026, the Company had an aggregate of 3,225,017 Common Shares reserved and available for issuance pursuant to the Company's long-term incentive plan, of which there were in aggregate 2,337,219 performance share units and deferred share units outstanding as at December 31, 2025 (refer to *Note 13* of the consolidated financial statements).

### Dividends

The Company declared cash dividends of \$0.500 per share in 2025, compared with \$0.480 per share in the same prior year period, representing \$42.3 million and \$40.0 million in each period, respectively. During 2025, the Company increased its monthly dividend by 5% to \$0.042 per share, effective with the dividend declared in March 2025.

As announced on February 26, 2026, the Company intends to increase its monthly dividend by 5% to \$0.0441 per share, effective with the dividend to be declared in March 2026.

### Normal Course Issuer Bid

In June 2025, the Company received approval from the TSX to renew its normal course issuer bid ("NCIB") to purchase for cancellation up to 7,281,193 Common Shares, representing 10% of its public float, through the facilities of the TSX and/or through alternative Canadian trading systems, in accordance with TSX rules. The NCIB commenced on July 2, 2025, and provides the Company with flexibility to purchase Common Shares for cancellation until July 1, 2026, or on such earlier date as the NCIB is complete. The actual number of Common Shares purchased under the NCIB and the timing of any such purchases will be at the Company's discretion. Subject to the TSX's block purchase exception, daily purchases will be limited to 44,803 Common Shares. The Company has entered into an automatic purchase plan with its designated broker in connection with its NCIB to facilitate the purchase of Common Shares during times when the Company would ordinarily not be active in the market. The Board authorized the NCIB because it believes that, from time to time, the market price of the Common Shares may be such that their purchase may be an attractive and appropriate use of corporate funds. Decisions regarding the quantity and timing of purchases of Common Shares are based on market conditions, share price and the outlook for capital needs, including LTC redevelopment needs and other factors. The Company did not purchase any Common Shares under its NCIB program during 2025, or year-to-date through to February 25, 2026.

### Long-term Debt

Long-term debt totalled \$330.2 million as at December 31, 2025, as compared to \$292.5 million as at December 31, 2024, representing an increase of \$37.7 million, largely reflecting a draw under the Delayed Draw Facility of \$55.0 million and new lease liabilities of \$3.2 million, partially offset by regular debt and lease liability repayments of \$21.6 million. The current portion of long-term debt as at December 31, 2025 was \$19.8 million.

The Company is subject to debt service coverage covenants on its \$375.0 million Senior Secured Credit Facility, and certain of its loans and was in compliance with all covenants as at December 31, 2025. Details of the components, maturities dates, terms and conditions of long-term debt are provided in *Note 11* of the consolidated financial statements.

### NON-CMHC MORTGAGES

In March 2025, the Company renewed three of its mortgages. These renewed mortgages each have a maturity date of April 1, 2030 and a fixed interest rate of 5.05%.

## SENIOR SECURED CREDIT FACILITY

In May 2025, the Company increased its senior secured credit facility by \$100.0 million, bringing the total facility to \$375.0 million (the "Senior Secured Credit Facility"), adding \$45.0 million to the revolving credit facility (the "Revolving Facility"), increasing it to \$190.0 million, and \$55.0 million to the delayed draw term loan facility (the "Delayed Draw Facility"), increasing it to \$185.0 million. In July 2025, the Company drew an additional \$55.0 million under the Delayed Draw Facility to partially fund the CTG Transaction.

The Senior Secured Credit Facility is secured by 30 LTC homes and is subject to customary financial and non-financial covenants and other terms. The Revolving Facility is available for working capital and general corporate purposes, including capital expenditures and acquisitions. The Senior Secured Credit Facility includes provisions for consecutive one-year extensions of the initial three-year term, and the ability to increase the Revolving Facility by up to an additional \$75.0 million, subject in each case to satisfying certain conditions and lender approval.

Borrowings under the Senior Secured Credit Facility can take place by way of direct borrowings at either the prime rate plus an applicable margin ranging from 0.70% to 1.95%, or the Canadian Overnight Repo Rate Average ("CORRA") plus an applicable margin ranging from 1.70% to 2.95%, or through letters of credit. In July 2025, the Company amended its existing swap contracts with a syndicate of Canadian chartered banks for the total remaining amount owing under the Delayed Draw Facility to fix the CORRA portion of the interest rate of the credit facility at a rate of 2.80%, maturing in November 2029.

As at December 31, 2025, the Company's fully utilized Delayed Draw Facility had a balance owing of \$175.5 million. In addition, the Company had issued \$36.5 million in letters of credit under the Revolving Facility, leaving \$153.5 million of undrawn capacity under the Revolving Facility. The letters of credit consisted of \$24.2 million to secure the Company's legacy defined benefit pension plan obligations, \$11.8 million to secure the Company's obligation to fund capital contributions to the Joint Ventures in connection with construction of LTC redevelopment projects within the Joint Ventures, and \$0.5 million to secure obligations relating to LTC homes.

In December 2025, in connection with and conditional on the closing of the CBI Acquisition, the Company arranged a fully committed \$214.5 million upsizing of the Senior Secured Credit Facility, consisting of a \$60.0 million increase to the Revolving Facility and a \$154.5 million increase to the Delayed Draw Facility.

The Company intends to draw the full incremental Delayed Draw Facility and utilize a portion of the upsized Revolving Facility and cash on hand, including the net proceeds from the Private Placement, to finance the CBI Acquisition.

For more information on the Senior Secured Credit Facility, CTG Transaction and CBI Acquisition, refer to "Significant Developments" and *Notes 11 and 28* of the consolidated financial statements.

## LONG-TERM DEBT KEY METRICS

The following table presents the principal, or notional, amounts and related weighted average interest rates by year of maturity, of the Company's long-term debt obligations as at December 31, 2025.

<i>(millions of dollars unless otherwise noted)</i>	2026	2027	2028	2029	2030	After 2030	Total
<b>Long-term Debt</b>							
Fixed rate (including fixed through swap)	17.0	198.3	6.7	7.1	18.7	51.9	<b>299.8</b>
Average interest rate	5.15 %	5.30 %	5.14 %	5.16 %	5.10 %	5.41 %	<b>5.29 %</b>
Variable rate	0.9	18.2	—	—	—	—	<b>19.1</b>
Average interest rate	4.98 %	4.98 %	— %	— %	— %	— %	<b>4.98 %</b>
<b>Lease Liabilities</b>							
Fixed rate	3.3	2.9	2.2	1.8	1.5	5.2	<b>16.8</b>
Average interest rate	4.86 %	4.92 %	5.04 %	5.08 %	4.93 %	4.85 %	<b>4.92 %</b>

Management has limited the amount of debt that may be subject to changes in interest rates, with \$19.1 million of mortgage debt at variable rates. The Company's \$175.5 million borrowing under the Delayed Draw Facility and term loan of \$26.7 million as at December 31, 2025, have effectively been converted to fixed-rate financings with interest rate swaps over the full respective terms. As at December 31, 2025, the interest rate swaps were classified as a liability of \$1.2 million.

The following summarizes key metrics of consolidated long-term debt as at December 31, 2025, and December 31, 2024.

	December 31, 2025			December 31, 2024		
	Before Adjustments for Joint Ventures	Adjustments for Joint Ventures <sup>(ii)</sup>	Adjusted for Joint Ventures	Before Adjustments for Joint Ventures	Adjustments for Joint Ventures <sup>(ii)</sup>	Adjusted for Joint Ventures
<i>(thousands of dollars unless otherwise noted)</i>						
Weighted average interest rate of long-term debt outstanding	5.3%		5.3%	5.1%		5.3%
Weighted average term to maturity of long-term debt outstanding	4.3 yrs		7.4 yrs	5.5 yrs		7.3 yrs
Trailing twelve months consolidated interest coverage ratio <sup>(i) (1)</sup>	10.0 X		8.1 X	7.9 X		6.5 X
<b>Debt to Gross Book Value (GBV)</b>						
Total assets (carrying value)	1,066,515	132,317	1,198,832	719,788	96,573	816,361
Accumulated depreciation on property and equipment	303,949	5,964	309,913	286,699	3,795	290,494
Accumulated amortization on other intangible assets	58,495	1,540	60,035	52,875	1,225	54,100
GBV	1,428,959	139,821	1,568,780	1,059,362	101,593	1,160,955
Debt <sup>(iii)</sup>	335,704	106,968	442,672	296,388	75,963	372,351
<b>Debt to GBV</b>	<b>23.5%</b>		<b>28.2%</b>	28.0%		32.1%

(i) Capitalized interest included in the calculation of the interest coverage ratio before adjustments for joint ventures was nil in 2025. The calculation adjusted for joint ventures includes the Company's 15% share of the joint ventures' Adjusted EBITDA and interest expense of \$6.5 million and \$5.0 million, respectively, the latter of which is inclusive of \$2.2 million of capitalized interest.

(ii) The adjustments to GBV represent the Company's 15% share of the joint ventures' GBV of \$164.3 million less the Company's carrying value in the joint ventures of \$24.5 million. The adjustment for debt represents the Company's 15% share of the joint ventures' mortgages at carrying amount, excluding deferred financing costs.

(iii) Debt excludes deferred financing costs.

## Future Liquidity and Capital Resources

The Company's consolidated cash and cash equivalents on hand, excluding restricted cash, was \$347.9 million as at December 31, 2025, as compared with \$121.8 million as at December 31, 2024, representing an increase of \$226.1 million. In addition, the Company had access to a further \$153.5 million under the Revolving Facility.

The Company had a working capital (current assets less current liabilities) of \$121.8 million as at December 31, 2025, including the current portion of long-term debt of \$19.8 million.

Funding for the CBI Acquisition, with a cash purchase price of \$570.0 million, subject to customary adjustments, will be provided through draws on the Senior Secured Credit Facility, which includes a fully committed \$214.5 million upsizing, as well as cash on hand. The CBI Acquisition is anticipated to close in Q2 2026, subject to customary closing conditions, including receipt of consents from third parties, including OHaH and ALA, and regulatory approval pursuant to the *Competition Act* (Canada), and is not conditional on financing or due diligence. Refer to the discussion under "Significant Developments – Reached Agreement to Acquire CBI Home Health for \$570 Million" and to *Note 21* of the consolidated financial statements.

Management believes that the current cash and cash equivalents on hand, cash from operating activities, available funds from credit facilities and future debt financings will be sufficient to support the Company's ongoing business operations, including required working capital, maintenance capex and debt repayment obligations and the Company's share of capital requirements, in partnership with Axium, to support our long-term care redevelopment program. Growth through redevelopment of LTC homes over the next few years, strategic acquisitions and developments may 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.

Inflationary impacts on operating costs, changes in interest rates such that capital and credit markets and industry sentiment are adversely affected, ongoing pressures of funding and rate increases not keeping pace with cost increases, health care staffing constraints and the potential for another pandemic, epidemic or outbreak may make it 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 inflationary impacts and rising interest rates 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 December 31, 2025, the Company had outstanding commitments of \$100.7 million in connection with construction contracts for its Sudbury redevelopment project, including a \$91.5 million fixed-price construction agreement. The Company also has outstanding commitments of \$23.3 million in connection with various IT service and license agreements for IT cloud-based applications in support of the Company's growth initiatives (refer to *Note 21* of the consolidated financial statements).

The CBI Acquisition is anticipated to close in Q2 2026 for a cash purchase price of \$570.0 million, subject to customary adjustments, plus approximately \$13.6 million in estimated lease liabilities in accordance with IFRS 16. Closing is subject to customary closing conditions, including receipt of consents from third parties, including OHaH and ALA, and regulatory approval pursuant to the *Competition Act* (Canada), and is not conditional on financing or due diligence.

For further details on the above commitments, the CBI Acquisition and the Sudbury redevelopment project, refer to the discussions under "Reached Agreement to Acquire CBI Home Health for \$570 Million" and "Ontario LTC Redevelopment Activities", under the heading "Significant Developments" and to *Note 21* of the consolidated financial statements.

### Guarantees

The Company provides unsecured guarantees related to certain credit facilities held by the Joint Ventures; namely, construction loans and letter of credit facilities in support of ongoing construction of joint venture LTC redevelopment projects and term loans and lease-up credit facilities for operating joint venture LTC homes. As at December 31, 2025, 28 LTC homes within the Joint Ventures have existing credit facilities available of up to \$885.9 million. The guarantees provided by the Company vary depending upon the project, but are typically either on a joint and several basis for 50% of the loan amount or on a several basis for 15% of the loan amount or some lesser portion thereof. The amount of the guarantees will vary as borrowings increase on projects under construction and reduce as homes become operational, when guarantee requirements are generally lower. As at December 31, 2025, the Company has provided unsecured guarantees of \$345.5 million in support of the credit facilities held by the Joint Ventures (refer to *Note 21* of the consolidated financial statements).

The Joint Ventures are subject to debt service coverage covenants on certain of their respective credit facilities. The Joint Ventures were in compliance with the covenants as at December 31, 2025.

### Defined Benefit Pension Plan Obligations

The Company has benefit arrangements for certain of its executives, which include a registered defined benefit pension plan, as well as supplementary plans that provide pension benefits in excess of statutory limits and post-retirement health and dental benefits. These plans have been closed to new entrants for several years. The accrued benefit liability on the statement of financial position as at December 31, 2025, was \$20.7 million (2024 – \$22.5 million). The registered defined benefit plan was in an actuarial deficit of \$0.4 million, with plan assets of \$4.6 million and accrued benefit obligations of \$5.1 million as at December 31, 2025 (2024 – an actuarial deficit of \$1.0 million with plan assets of \$4.2 million and accrued benefit obligations of \$5.2 million). The accrued benefit obligations of the supplementary plans were \$22.8 million as at December 31, 2025 (2024 – \$24.0 million). The benefit obligations under the supplementary plans are secured by a \$24.2 million letter of credit as at December 31, 2025 (2024 – \$23.2 million) and plan assets of \$2.5 million (2024 – \$2.5 million). The letter of credit renews annually in May based on an actuarial valuation of the pension obligations. The annual benefit payments under the supplementary pension plan are funded from cash from operations and are expected to be in the range of \$1.7 million to \$1.9 million over the next five years. The annual contributions to the registered pension plan are less than \$0.1 million. Since the majority of the accrued benefit obligations represent obligations under the non-registered supplementary plan, which is not required to be funded, changes in future market conditions are not expected to have a material adverse effect on the Company's cash flow requirements with respect to its pension obligations, or on its pension expense. Further details are provided in *Note 22* of the consolidated financial statements.

### 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 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 and retirement communities located in Saskatchewan as well as their family members. The claim seeks an order certifying the action as a class action and unspecified damages.

In January 2022, four active class actions against the Company in Ontario were consolidated into one action pursuant to the *Class Proceedings Act* (Ontario). The consolidated claim is in respect of all Ontario LTC homes owned, operated, licensed and/or managed by the Company and its affiliates and names as defendants the Company, certain of its affiliates and the owners of any such managed LTC homes and alleges negligence, gross negligence, breach of fiduciary duty, breach of contract, unjust enrichment, wrongful death in respect of all persons who contracted COVID-19 at the residence or subsequently contracted COVID-19 from such persons and breach of section 7 of the *Canadian Charter of Rights and Freedoms*. The consolidated claim seeks damages in the aggregate of \$110.0 million. On March 7, 2024, the consolidated claim was certified against the Company in respect of owned and managed homes with a gross negligence cause of action.

The Company is vigorously defending 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 (refer to "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.

In October 2021, the Supreme Court of Canada dismissed an application for leave to appeal by the Attorney General of Ontario which sought to challenge the decision issued by the previous presiding court that ruled in favour of certain unions in respect of a legal challenge to a 2016 Pay Equity Tribunal decision. The unions argued 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 matter has now been referred back to the Pay Equity Tribunal to settle the matter between the participating LTC homes, unions and the Government and establish a framework for pay equity suitable for the sector. The Company, along with other participants in the LTC sector, including the Government of Ontario, are working to resolve the matter. Given the uncertainty of the matter and the various stakeholders involved, and as a result the wide range of possible settlement outcomes and related funding changes the Company is unable to determine a reliable estimate of the potential outcome and it could have a materially adverse impact on the Company's business, results of operations and financial condition.

## **ACCOUNTING POLICIES AND ESTIMATES**

### **Critical Accounting Policies and Estimates**

A full discussion of the Company's critical accounting policies and estimates is provided in *Note 3* of the consolidated financial statements, and under the headings "Accounting Standards Adopted During the Period" and "Future Changes in Accounting Policies" that follow this section.

Management considers an understanding of the Company's accounting policies to be essential to an understanding of its financial statements because their application requires significant judgment and reliance on estimations of matters that are inherently uncertain, which affect the application of the accounting policies and reported amounts. Estimates and underlying assumptions are reviewed on an ongoing basis giving consideration to past experience and other factors that management believes are reasonable under the circumstances. Accordingly, actual results could differ from those estimated. The estimates and assumptions, which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities, are discussed below.

### **VALUATION OF CASH-GENERATING UNITS ("CGUs") AND IMPAIRMENT**

Non-financial assets consist of property and equipment, intangible assets with finite lives and goodwill. Property and equipment represents approximately 33% of the Company's total assets as at December 31, 2025, and goodwill and other intangibles represent approximately 18%. A CGU is defined to be the smallest group of assets that generates cash inflows from continuing use that is largely independent of the cash inflows of other assets. The Company has identified the home health care segment and each individual LTC home as a CGU.

Goodwill is tested annually, except in the year of acquisition, and other assets are assessed for impairment when indicators of impairment exist. If any such indication exists, then the asset's recoverable amount is reassessed. For goodwill and intangible assets that are not yet available for use, the recoverable amount is estimated annually at the same time or more frequently if warranted. An impairment loss is recognized in net earnings if the carrying amount of an asset or its related CGU, or group of assets on the same basis as evaluated by management, exceeds its estimated recoverable amount.

The determination of recoverable amounts can be significantly impacted by estimates related to current market valuations, current and future economic conditions in the geographical markets of each CGU, and management's strategic plans within each of its markets. Estimates and assumptions used in the determination of any impairment loss are based upon information that is known at the time, along with future outlook. When impairment tests are performed, the estimated useful lives of the assets are reassessed, with any change accounted for prospectively. Actual results can differ from these estimates and can have either a positive or negative impact on the estimate, and impact whether an impairment situation exists.

During 2025 and 2024, the Company performed an impairment assessment of its operations and determined there were no impairments for any non-financial assets.

For additional details on impairment refer to *Note 17* of the consolidated financial statements.

### **New Material Accounting Policy**

During the year ended December 31, 2025, the Company applied the accounting policy related to asset acquisitions in connection with the LTC Acquisition. A full disclosure and effect of the accounting policy is described in *Notes 3 and 4* of the consolidated financial statements.

## Future Changes in Accounting Policies

### PRESENTATION AND DISCLOSURE IN FINANCIAL STATEMENTS

In April 2024, the IASB published its new standard IFRS 18 *Presentation and Disclosure in Financial Statements*. This standard will replace IAS 1 *Presentation of Financial Statements* and introduce new presentation and disclosure requirements, including updates to the statement of earnings and disclosures relating to performance measures. The new standard will be effective January 1, 2027 onwards. The Company is currently assessing the potential impact of this standard on its consolidated financial statements.

### Disclosure Controls and Procedures

Management is responsible for establishing and maintaining a system of disclosure controls and procedures ("DC&P") to provide reasonable assurance that all material information relating to the Company is gathered and reported to senior management, including the Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO"), on a timely basis so that appropriate decisions can be made regarding public disclosure.

An evaluation of the effectiveness of the DC&P was conducted as at December 31, 2025, by management under the supervision of the Company's CEO and CFO. Based on this evaluation, the CEO and CFO have concluded that the Company's disclosure controls and procedures, as defined by National Instrument 52-109, *Certification of Disclosures in Issuers' Annual and Interim Filings*, were effective as at December 31, 2025.

### Internal Control over Financial Reporting

Management is also responsible for establishing and maintaining adequate internal controls over financial reporting ("ICFR") to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial reports for external purposes in accordance with IFRS.

Management, under the supervision of the Company's CEO and CFO, has evaluated the effectiveness of our ICFR using the 2013 Integrated Control framework as published by the Committee of Sponsoring Organizations of the Treadway Commission. Based on this evaluation, management has concluded that our ICFR were effective and that there were no material weaknesses in the Company's ICFR as at December 31, 2025.

In designing such controls, it should be recognized that due to inherent limitations, any controls, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives and may not prevent or detect misstatements. Additionally, management is required to use judgment in evaluating controls and procedures.

Except as noted below, there were no changes in the Company's ICFR during the fourth quarter of 2025 that have materially affected, or are reasonably likely to materially affect, the Company's ICFR.

In accordance with the provisions of National Instruments 52-109, *Certification of Disclosure in Issuers' Annual and Interim Filings*, management, including the CEO and CFO, have limited the scope of their design of the Company's DC&P and ICFR to exclude controls, policies and procedures of the home health care business acquired on July 1, 2025, referred to as the CTG Transaction.

The CTG Transaction's contribution to the Company's consolidated financial statements for the quarter and year ended December 31, 2025 is approximately 5.8% and 3.1% of consolidated revenue, respectively, and approximately 11.9% and 5.0% of consolidated net income, respectively. Additionally, at the time of the acquisition, the assets and liabilities of the acquired operations were approximately 6.4% and 3.0% of consolidated assets and liabilities, respectively.

The scope limitation is primarily based on the time required to assess the DC&P and ICFR of the operations of the CTG Transaction in a manner consistent with the Company's other operations. The assessment on the design effectiveness of DC&P and internal controls over financial reporting is on track for completion by the second quarter of 2026 and the assessment of operating effectiveness will be completed by fourth quarter of 2026. Further details related to the CTG Transaction are disclosed under "Significant Developments – Expanded Home Health Care Segment With Acquisition of Closing the Gap" and in *Note 4* of the audited consolidated financial statements.

### NON-GAAP MEASURES

Certain measures used in this MD&A listed below, including any related per share amounts, used by management to measure, compare and explain the operating results and financial performance of the Company, are not measures recognized under GAAP and do not have standardized meanings prescribed by GAAP. These 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. These measures 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. Such measures are presented in this document because management believes that they are relevant measures of Extencicare's operating performance and ability to pay cash dividends.

Management uses these measures to exclude the impact of certain items, because it believes doing so provides investors a more effective analysis of underlying operating and financial performance and improves comparability of underlying financial performance between periods. The exclusion of certain items does not imply that they are non-recurring or not useful to investors.

These measures are defined below and reconciliations to the most comparable GAAP measure are referenced, as applicable.

**“Net operating income”**, or **“NOI”**, is defined as revenue less operating expenses, and this value represents the underlying performance of the operating business segments.

**“NOI margin”** is defined as NOI as a percentage of revenue.

**“EBITDA”** is defined as earnings (loss) from continuing operations before net finance costs, income taxes, depreciation and amortization.

**“Adjusted EBITDA”** is defined as EBITDA adjusted to exclude the line items “share of profit from investment in joint ventures” and “other (income) expense”, and as a result, is equivalent to the line item “earnings before depreciation, amortization, and other” reported on the consolidated statements of earnings. 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.

**“Adjusted EBITDA Margin”** is defined as Adjusted EBITDA as a percentage of revenue.

Reconciliations of “net operating income” and “Adjusted EBITDA” to “earnings (loss) from continuing operations before income taxes” are provided under “Select Quarterly Financial Information – Reconciliations of Adjusted EBITDA and Net Operating Income”.

**“Earnings (loss) before separately reported items, net of tax”** is defined as earnings (loss) from continuing operations, excluding the following separately reported line items: “fair value adjustments”, “other (income) expense” and “loss on early redemption of convertible debentures”. These line items are reported separately and excluded from certain performance measures, because they are transitional in nature and would otherwise distort historical trends. “Fair value adjustments” relate to the change in the fair value of or gains and losses on interest rate agreements. “Other (income) expense” relates to gains or losses on the disposal or impairment of assets, transaction and integration costs in connection with acquisitions, restructuring and transformation charges, and proxy related costs. 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.

Reconciliations of “earnings (loss) from continuing operations before separately reported items” to “earnings (loss) from continuing operations” are provided under “Statement of Earnings”.

**“Funds From Operations”**, or **“FFO”**, is defined as net earnings before income taxes, depreciation and amortization and fair value adjustments, and the line item “other (income) expense”, 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 (excluding current income taxes in respect of “fair value adjustments” and “other (income) expense” that are not otherwise included in FFO). The Company determines and includes its 15% share of FFO from its joint ventures on this same basis. Depreciation for FFEC is considered representative of the amount of maintenance (non-growth) capital expenditures, or “maintenance capex”, to be used in determining FFO, 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.

Reconciliations of FFO to “earnings from continuing operations” are provided under “Funds From Operations and Adjusted Funds From Operations – Reconciliations of FFO to Net Earnings”.

**“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 were funded through investments held for the former 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. The Company determines and includes its 15% share of AFFO from its joint ventures on this same basis. Management considers AFFO a relevant measure of the ability of the Company to earn cash and pay cash dividends to shareholders.

**“Payout ratio”** is defined as the ratio of dividends declared to AFFO. Management considers this a useful metric to evaluate the Company’s dividend capacity.

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.

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

**“Interest coverage ratio”** and **“net interest coverage ratio”** are defined as the ratio of Adjusted EBITDA to interest expense, including interest capitalized and excluding financing prepayment costs and the amortization of deferred financing costs, and in the case of “net interest”, including interest revenue. Management considers these relevant measures as they indicate the Company’s ability to meet its interest cost obligations on a trailing twelve-month basis.

## **RISKS AND UNCERTAINTIES**

There are certain risks inherent in an investment in securities and activities of the Company, including the ones described below. The Company is exposed to a number of risks and uncertainties in the normal course of business that have the potential to affect operating performance. The Company has operating and risk management strategies and insurance programs to help minimize these operating risks and uncertainties, in addition to entity level controls and governance procedures, including a corporate code of business conduct, whistleblower policies and procedures, and detailed policies and procedures regarding the delegation of authority within the Company.

The risks and uncertainties described below could adversely affect the business, results of operations and financial condition of the Company, cause the trading price of the Company's securities to decline and cause the actual outcome of matters to differ materially from the expectations of the Company regarding future results, performance or achievements reflected in the information in this MD&A and other information provided by the Company from time to time. The risks and uncertainties described below, which is not an exhaustive description of the risks and uncertainties faced by the Company, should be carefully considered by investors.

### **General Business Risks**

The Company is subject to general business risks inherent in the seniors' care industry, including: changes in government regulation and oversight; changing consumer preferences; fluctuations in occupancy levels and business volumes; the availability and ability of the Company to attract and retain qualified personnel; the ability of the Company to retain or renew its government licenses and customer contracts; changes in government funding and reimbursement programs, including the ability to achieve adequate government funding increases; changes in labour relations, employee costs and pay equity (refer to pay equity related litigation under "Other Contractual Obligations and Contingencies – Legal Proceedings and Regulatory Action"); increases in other operating costs; competition from other seniors' care providers; changes in neighbourhood or location conditions and general economic conditions; health related risks, including disease outbreaks (for example, COVID-19) and control risks; changes in accounting principles and policies; the imposition of increased taxes or new taxes; capital expenditure requirements; and changes in the availability and cost of both short- and long-term financing, which may render refinancing of long-term debt difficult or unattractive. Any one of, or a combination of, these factors may adversely affect the business, results of operations and financial condition of the Company.

In addition, there are inherent legal, reputational and other risks involved in providing accommodation and health care services to seniors. The vulnerability and limited mobility of some seniors enhances such risks. Such risks include disease outbreaks (including COVID-19), fires or other catastrophic events at a Company location which may result in injury or death, negligent or inappropriate acts by employees or others who come into contact with the residents and clients, and unforeseen events at locations at which the Company operates that result in damage to the Company's brand or reputation or to the industry as a whole, particularly in respect of Extencicare Assist clients where the Company has limited direct operational control and where onsite staff are not Extencicare employees.

### **Risks Related to Inflationary Pressures, Tariffs and Supply Chain Interruptions**

Labour and supply expenses make up a substantial portion of our cost of services. Those expenses can be subject to increases in periods of rising inflation and when labour shortages occur in the marketplace. Although historically the Company has generally been able to implement cost control measures and proactive human resource and procurement practices and/or obtain increases in government funding sufficient to substantially offset increases in these expenses, there can be no assurance that it will be able to anticipate fully or otherwise respond to any inflationary pressures or receive such increased funding, which may have a material adverse effect on the business, results of operations and financial condition of the Company. Similarly, such inflationary pressures, as well as changes in tariffs, both domestic and foreign and strengthening economic conditions and competition for materials and services, may result in significant increases in redevelopment costs such that, in the absence of increased funding, redevelopment projects may no longer be economically viable or, if viable, provide a return on investment lower than initially anticipated.

The Company relies on certain key suppliers to provide it with certain medical and personal protective equipment and other supplies. A shortage of such equipment or supplies, due to pandemic-related or other supply chain disruptions, including as a result of changes in tariffs, both domestic and foreign, could have a material adverse impact on the Company's business, especially if it is unable to find reasonable alternatives or secure such equipment or supplies at reasonable prices. The Company's ability to secure sufficient equipment and supplies is affected by many factors beyond its control. A shortage or disruption of medical supplies, equipment and parts that are critical to the Company's operations could have a material adverse effect on the business, results of operations and financial condition of the Company.

### **Risks Related to Growth, Acquisitions and Redevelopment**

The Company expects that it will continue to have opportunities to acquire businesses and properties, develop properties, redevelop or expand existing LTC homes, and grow its home health care and managed services businesses, but there can be no assurance that this will be the case.

The number of licensed LTC beds are restricted by the provinces and any new licenses are awarded through a request for proposal process. The provinces also regulate the manner in which LTC homes are developed and redeveloped. If regulatory approvals are required in order to expand operations, via development, redevelopment or otherwise, the inability of the Company to obtain the necessary approvals, changes in standards applicable to such approvals and possible delays and expenses associated with obtaining such approvals could adversely affect the ability of the Company to expand or redevelop, which could have a material adverse effect on the business, results of operations, and financial condition of the Company.

In Ontario, licenses for LTC homes are issued for a fixed term of not more than 30 years, after which the license may or may not be renewed. Long-term care operators are to be notified of license renewals at least three years prior to the maturity date. Approximately 44%, or 3,387 of the Company's wholly owned LTC beds are in Class C homes in Ontario that are subject to redevelopment requirements and whose license terms were set to expire in June 2025. The Company applied for and has received license extensions until June 2030 for all of its remaining Class C homes. It is expected that LTC projects currently under construction will, by March 2029, replace all but 2,012 of the Company's wholly owned Class C beds.

The Company continues to progress its remaining 17 redevelopment projects not already under construction to make as many of these projects as possible economically feasible under the new CFP that was introduced by the MLTC in July 2025. Given the significant backlog in demand for long-term care, the lack of alternative care environments, the government's current targets for upgrades by 2028, and license extension precedents to date, management is of the view that it is likely that licenses will be further extended until redevelopment can be completed; however, there can be no assurance that this will be the case. For more information on the redevelopment projects and associated risks, refer to the discussions under "Significant Developments – Ontario LTC Redevelopment Activities", "– Risks Related to Inflationary Pressures, Tariffs and Supply Chain Interruptions" and "– Risks Related to Joint Venture Interests". The extent to which such redevelopment plans are not implemented or proceed on significantly different timing, terms or government funding than currently anticipated, could have a material adverse effect on the business, results of operations and financial condition of the Company.

The success of the business acquisition and development activities of the Company will be determined by numerous factors, including the ability of the Company to identify suitable acquisition targets, competition for acquisition and development opportunities, purchase price, ability to obtain external sources of funding or adequate financing on reasonable terms, the ability to obtain regulatory approvals for acquisitions in a timely manner and on terms acceptable to the Company, the financial performance of the businesses or homes after acquisition or development, and the ability of the Company to effectively integrate and operate the acquired businesses or homes. Acquired businesses or homes and development projects may not meet financial or operational expectations due to the possibility that the Company has insufficient management expertise to engage in such activities profitably or without incurring inappropriate amounts of risk, unexpected costs or delays associated with their acquisition or development, such as in respect of construction, as well as the general investment risks inherent in any real estate investment and development, or business acquisition. Moreover, new acquisitions may require significant management attention, place additional demands on the Company's resources, systems, procedures and controls, and capital expenditures that would otherwise be allocated by the Company in a different manner to existing businesses. Any failure by the Company to identify suitable candidates for acquisition or development, successfully complete acquisitions or development projects, secure financing, or operate the new businesses effectively may have a material adverse effect on the business, results of operations and financial condition of the Company. For a more detailed discussion of these risks as they relate to the CBI Acquisition, refer to "– Risks Related to the CBI Acquisition" below.

Furthermore, acquisition, divestiture and development agreements entered into with third parties may be subject to unknown, unexpected or undisclosed liabilities which could have a material adverse effect on the business, results of operations and financial condition of the Company. Representations and warranties given by such third parties to the Company may not adequately protect against these liabilities and any recourse against third parties may be limited by the financial capacity of such third parties (refer to "– Risks Related to Joint Venture Interests").

The success of the Company's ability to grow its home health care and managed services businesses will be determined by numerous factors, including the ability of the Company to retain, renew and secure new contracts, identify suitable markets, develop competitive services and marketing and pricing strategies, attract and retain residents and clients, and hire, retain and motivate key personnel. Changes in government funding policies and regulatory changes, the risks related to which are described below under "– Risks Related to Government Oversight, Funding and Regulatory Changes", in addition to the financial performance of these businesses, also impact the Company's growth potential. Any failure by the Company to grow or operate its businesses effectively may have a material adverse effect on the business, results of operations and financial condition of the Company.

## **Risks Related to the CBI Acquisition**

### **POSSIBLE FAILURE TO COMPLETE THE CBI ACQUISITION**

The Company expects to complete the CBI Acquisition in the second quarter of 2026, subject to satisfaction of customary closing conditions, including receipt of consents from third parties, including OHaH and ALA, and regulatory approval pursuant to the *Competition Act* (Canada). The Company, however, has no control over whether or not all of the conditions to closing will be met and there can be no assurance as to when these conditions will be satisfied or waived, if at all, or that other events will not intervene to delay or result in the failure to complete the CBI Acquisition.

The Company and CBI Home Health have each agreed to, promptly following the execution of the definitive agreement with respect to the CBI Acquisition (the "CBI Acquisition Agreement"), prepare and file certain filings, submissions and notices and obtain consents, orders, authorizations and approvals necessary to complete the CBI Acquisition and the other transactions contemplated by the CBI Acquisition Agreement. No assurance can be given that the required consents, orders, authorizations and approvals will be obtained or that the required conditions to the completion of the CBI Acquisition will be satisfied and an adverse development in either party's regulatory standing or other factors could result in an inability to obtain one or more of the required regulatory approvals or authorizations or delay receipt of required approvals or authorizations. Even if all such consents, orders, authorizations and approvals are obtained and such conditions are satisfied, no assurance can be given as to the terms, conditions and timing of such consents, orders, authorizations and approvals. For example, these consents, orders, authorizations and approvals may impose conditions on or require divestitures relating to the divisions, operations or assets of CBI Home Health and the Company or may impose requirements, limitations or costs or place restrictions on the conduct of CBI Home Health's or the Company's business, and

if such consents, orders, authorizations or approvals require an extended period of time to be obtained, such extended period of time could increase the chance that a material adverse event occurs with respect to CBI Home Health or the Company. Such extended period of time also may increase the chance that other adverse effects with respect to CBI Home Health or the Company could occur. Each party's obligation to complete the CBI Acquisition is also subject to the accuracy of the representations and warranties of the other party (subject to certain qualifications and exceptions) and the performance in all material respects of the other party's covenants under the CBI Acquisition Agreement. As a result of these conditions, the Company cannot provide assurance that the CBI Acquisition will be completed on the terms or timeline currently contemplated, or at all.

If the CBI Acquisition does not take place as contemplated, the proceeds of the Private Placement will not be refunded, and the Company will use the proceeds that otherwise would have been used for the CBI Acquisition to reduce its outstanding indebtedness, finance future growth opportunities, including acquisitions, and for general corporate purposes. Furthermore, if the CBI Acquisition is not consummated, the Company will not realize the benefits of the CBI Acquisition and could suffer adverse consequences. The price of the Common Shares may decline to the extent that the relevant current market price reflects a market assumption that the CBI Acquisition will be completed, and certain costs related to the CBI Acquisition, such as legal, accounting and consulting fees, must be paid even if the CBI Acquisition is not completed. If the CBI Acquisition fails to close, the Company may be unable to identify other investments offering financial returns comparable to those of the CBI Acquisition.

### **INTEGRATION OF CBI HOME HEALTH**

The success of the CBI Acquisition will depend, to a certain extent, on the ability of the Company to realize the anticipated benefits and synergies from the integration of CBI Home Health. The integration of CBI Home Health may result in certain challenges, and management may be unable to accomplish the integration smoothly, successfully, in a timely manner or without unforeseen costs. The challenges involved in the integration may include, among other things, retaining key personnel during the period between execution of the CBI Acquisition Agreement and the closing and post-closing of the CBI Acquisition; integrating information technology systems and resources; regulatory restraints or restrictive undertakings agreed to in the context of obtaining regulatory approvals for the CBI Acquisition; integrating CBI Home Health into the Company's accounting system and adjusting the Company's internal control environment to cover CBI Home Health's operations; and unforeseen expenses or delays associated with the CBI Acquisition and unplanned costs required to integrate the businesses. It is possible that the integration process could result in the loss of clients and/or key employees, the disruption of the ongoing businesses of the Company and/or CBI Home Health or inconsistencies in standards, controls, procedures and policies that adversely affect the ability of management to maintain relationships with business partners, clients, suppliers and/or employees or to achieve the anticipated benefits of the CBI Acquisition. The integration of CBI Home Health will also require the dedication of time and resources on the part of management, which may divert management's focus and resources from other strategic opportunities and from operational matters during this process.

### **FAILURE TO REALIZE ANTICIPATED BENEFITS OF THE CBI ACQUISITION**

The Company believes that the CBI Acquisition will provide certain benefits to the Company and its shareholders. There is, however, a risk that some or all of the expected benefits of the CBI Acquisition may fail to materialize, or may not occur within the time periods anticipated by the Company. The realization of such benefits may be affected by a number of factors, including the failure to retain key personnel or clients and the Company's ability to retain and attract new business, achieve synergies and maintain market position arising from successful integration plans relating to the CBI Acquisition, many of which are beyond the control of the Company. In addition, changes in laws or regulations, including tax laws, in the jurisdictions in which the Company, CBI Home Health and their subsidiaries operate could have a negative effect on their respective businesses, financial condition and results of operations, or on the ability of the Company to achieve the anticipated benefits from the CBI Acquisition. If the CBI Acquisition fails to provide the results that the Company anticipates, the CBI Acquisition could materially and adversely affect the Company and its financial results.

### **UNEXPECTED COSTS OR LIABILITIES RELATED TO THE CBI ACQUISITION**

Although the Company has conducted what it believes to be a prudent and thorough level of investigation in connection with the CBI Acquisition, the Company may discover, following closing of the CBI Acquisition, that it has acquired substantial undisclosed liabilities or liabilities that it was unable to quantify accurately. While the Company has estimated these potential liabilities for the purposes of making its decision to enter into the CBI Acquisition Agreement, there can be no assurance that any resulting liability will not exceed the Company's estimates. In addition, the Company may be unable to retain CBI Home Health's clients or employees following the CBI Acquisition. The continuing and collaborative efforts of CBI Home Health's senior management and employees are important to its success and its business would be harmed if it were to lose their services. CBI Home Health is also a party to agreements that contain change of control, anti-assignment and/or termination for convenience provisions, which may be triggered following or as a result of completing the CBI Acquisition and the transactions contemplated in connection therewith. The operation of these change of control, anti-assignment or termination provisions, if triggered, could result in unanticipated expenses and/or cash payments following the consummation of the CBI Acquisition or adversely affect CBI Home Health's results of operations and financial condition. The existence of undisclosed liabilities, the Company's inability to retain CBI Home Health's clients or employees or the triggering of change of control, anti-assignment or termination provisions could have an adverse impact on the Company's business, financial condition and results of operations.

Although the CBI Acquisition Agreement contains covenants on the part of CBI Home Health regarding the operation of its business prior to the closing of the CBI Acquisition, the Company will not control CBI Home Health until the completion of the CBI Acquisition and CBI Home Health's business and results of operations may be adversely affected by events that are outside the Company's control during the period prior to closing of the CBI Acquisition.

Under the terms of the CBI Acquisition Agreement, the representations and warranties provided by CBI Home Health will not survive and will expire and terminate at the closing of the CBI Acquisition. Following closing of the CBI Acquisition, the Company will not have any recourse against, and/or benefit from any indemnification from, CBI Home Health, for any inaccuracy in the representations and warranties provided by CBI Home Health in the CBI Acquisition Agreement. While the Company has purchased representation and warranty insurance in connection with the CBI Acquisition, such insurance is subject to certain customary restrictions, payment maximums and scope limitations.

## **Risks Related to Joint Venture Interests**

The Company is a party to two limited partnership joint ventures with Axium in which the Company has a 15% managed interest. On a combined basis, the Joint Ventures own 34 LTC homes, of which 28 were operational as at December 31, 2025, with the balance under construction in Ontario. Of the 34 LTC homes, 28 are located in Ontario and six are located in Manitoba. Through these joint venture arrangements, the Company benefits from sharing the risks associated with the development, ownership and management of such homes, including those risks described herein. The Company may, however, be exposed to adverse developments, including a possible change in control, in the business and affairs of its joint venture partners which could have a significant impact on the Company's interests in the Joint Ventures and could affect the value of the Joint Ventures. In addition, there are risks which arise from the joint venture arrangements themselves, including but not limited to: the risk that the other joint venturer may, as a result of financial difficulties or otherwise, default on its obligations (refer to in particular "– Risks related to Financing – Debt Financing"); the risk that the other joint venturer may exercise buy-sell, put or other sale or purchase rights which could obligate the Company to sell its interest or buy the other joint venturer's interest at a price which may not be favourable to the Company or at a time which may not be advantageous to the Company; the risk that the other joint venturer may be in a position to take action contrary to the Company's interests; the risk that the other joint venturer may, through its activities on behalf of or in the name of the joint venture or partnership, expose or subject the Company to liability or reputational risks; or the need to obtain the other joint venturer's consent with respect to major decisions or the inability to have any decision making authority, any of which may have a material adverse effect on the business, results of operations and financial condition of the Company.

## **Risks Related to Occupancy and Business Volumes**

Seniors' care providers compete primarily on a local and regional basis with many other health care, long-term care and retirement living providers, including large publicly held companies, privately held companies, not-for-profit organizations, hospital-based LTC units, rehabilitation hospitals, home health care agencies, and rehabilitative therapy providers. The Company's ability to compete successfully varies from location to location and depends on a number of factors, including the number of competitors in the local market, the types of services available, the Company's local reputation for quality care, the commitment and expertise of its staff, the Company's local service offerings, the cost of care in each locality, and the physical appearance, location, age and condition of its residences. Increased competition could limit the Company's ability to attract and retain residents and clients and thus maintain or increase occupancy levels and business volumes. An inability to continue to attract residents and clients could have a material adverse effect on the business, results of operations and financial condition of the Company.

## **Risks Related to Government Oversight, Funding and Regulatory Changes**

The Company's earnings are highly reliant on government funding and reimbursement programs, and the effective management of staffing and other costs of operations, which are strictly monitored by government regulatory authorities. Given that the Company operates in a labour-intensive industry, where labour costs account for a significant portion of the Company's operating costs (approximately 90% in 2025), government funding constraints, or funding enhancements that are not commensurate with increased costs, could have a significant adverse effect on the Company's results of operations and cash flows (refer to pay equity related litigation under "Other Contractual Obligations and Contingencies – Legal Proceedings and Regulatory Action"). The Company is unable to predict the extent to which governments will adopt changes in their funding and regulatory programs, and the impact of such changes on the Company's business, results of operations and financial condition. Also, the Company cannot predict the impact, if any, that any new legislation will have on the Company's business, results of operations and financial condition.

Health care providers are subject to surveys, inspections, audits and investigations by government authorities to ensure compliance with applicable laws and licensure requirements of the various government funding programs. Long-term care operators and publicly funded home health care providers must comply with applicable regulations that, depending on the jurisdiction in which they operate, may relate to such matters as staffing levels, client care related operating standards, occupational health and safety, client confidentiality, billing and reimbursement, along with environmental and other standards. The government review process is intended to determine compliance with applicable laws, contract standards and licensing requirements, where applicable. Remedies for deficiencies can be levied based upon the scope and severity of the cited deficiencies and range from notices of deficiencies to revocation of licenses or termination of service contracts. The revocation of a license by authorities or the cancellation of a service contract due to inadequate performance by the operator has been historically infrequent and is usually preceded by a series of warnings, notices and other sanctions. Also refer to the discussion regarding license expiry under "– Risks Related to Growth, Acquisitions and Redevelopment". To a lesser degree, private pay retirement beds, whether part of a mixed-use LTC home or a separate retirement community, are also subject to government regulation and oversight, licensure requirements and the potential for regulatory change.

Non-compliance with applicable laws and licensure requirements could result in adverse consequences, including severe penalties, which may include criminal sanctions and fines, civil monetary penalties and fines, administrative and other sanctions, including reimbursement of government funding or exclusion from participation in government-funded programs or third-party payor networks, and reputational damage to the Company. These penalties could have a material adverse effect on the business, results of operations and financial condition of the Company.

The Company accrues for costs that may result from investigations, or any possible related litigation, to the extent that an outflow of funds is probable and a reliable estimate of the amount of associated costs can be made; however, there can be no assurance that such accruals are accurate or sufficient.

In addition, reconciliations of funding versus actual expenses are performed annually, based on previous calendar years. From time to time, the reconciliations will result in current year adjustments made in respect of prior years. These “prior period adjustments” can have either a favourable or unfavourable impact on NOI generally related to differences identified in the reconciliation attributable to occupancy days, regulatory accountabilities, allocations between funding envelopes, where applicable, special circumstances and differences between projected and actual property tax.

With respect to home health care services, approximately 99% of ParaMed’s revenue is from contracts tendered by locally administered provincial agencies, with specified bill rates and, among other things, quality operating and performance standards. Home health care service providers must ensure their key performance indicators are meeting or exceeding provincial targets in order to continue to receive their allocated funding volumes and/or retain their contracts. Contracts with qualified service providers are generally awarded through a competitive bidding model. Any failure by ParaMed to retain its government contracts, including in connection with any regulatory or other funding changes, may have a material adverse effect on the business, results of operations and financial condition of the Company.

For the six months ended December 31, 2025, following the CTG Transaction, approximately 92% of ParaMed’s service volumes were generated in Ontario, with Nova Scotia and Alberta contributing 5% and 3%, respectively. In Nova Scotia and Alberta, government contracts have specified termination dates and/or renewal periods, following which they are put out to tender. Since 2012, ParaMed’s government-funded business in Ontario has been obtained through contracts that are annually renewed. A service provider’s ability to retain its existing government-funded business in Ontario is evaluated based on, among other things, an established set of quality indicators. Under this regime, all of ParaMed’s government contracts in Ontario have remained in effect. In June 2024, the Government of Ontario’s *Convenient Care of Home Act, 2023* came into force and the 14 Home and Community Care Support Services organizations were amalgamated to form a single new service organization named “Ontario Health atHome”. The government has proposed that as Ontario Health Teams, created pursuant to the *People’s Health Care Act, 2019*, mature, the responsibility for providing home care would be transitioned to designated Ontario Health Teams (“OHTs”) and/or health service providers working within designated OHTs, and that Ontario Health atHome’s role would shift to providing designated OHTs with back-office and care coordination supports. Currently, the OHTs are only operating a limited number of two-year pilot projects, which launched in early 2025. While any change in home care contracting and associated government operating models would represent a significant change, the underlying market demand and government guiding principles, such as continuity of care between patients and caregivers, make it unlikely that there would be any material disruption to ParaMed’s business; however, the Company is unable to predict the nature and extent such changes will have on the Company’s business, results of operations and financial condition.

## **Risks Related to Dependence on Key Personnel**

The success of the Company depends, to a significant extent, on the efforts and abilities of its executive officers and other members of management, as well as its ability to attract and retain qualified personnel to manage existing operations and future growth. Although the Company has entered into employment agreements with its key employees, it cannot be certain that any of these individuals will not voluntarily terminate their employment with the Company. The loss of an executive officer or other key employee could negatively affect the Company’s ability to develop and pursue its business strategy, which could have a material adverse effect on the business, results of operations and financial condition of the Company.

## **CONFLICTS OF INTEREST**

The Company’s Board of Directors may, from time to time, in their individual capacities deal with parties with whom the Company may be dealing, or may be seeking investments similar to those desired by the Company. The relevant constating documents of the Company contain conflict of interest provisions requiring the Company’s directors to disclose material interests in material contracts and transactions and to refrain from voting thereon.

## **Risks Related to a Pandemic, Epidemic or Outbreak of a Contagious Illness, such as COVID-19**

The occurrence of a pandemic, epidemic, or other outbreak of an infectious illness or other public health crisis in areas in which we operate could have a material adverse effect on the business, results of operations and financial condition of the Company. Federal, provincial or local health agencies may, or we may choose to, ban or limit admissions to LTC homes and retirement communities and/or suspend or limit the home health care services the Company provides as a precautionary measure in a crisis to avoid the spread of a contagious illness or other public health crisis, resulting in reduced occupancy and service volumes, on both a short and long term basis. Even in the absence of any such ban, limit or suspension, our clients may postpone or refuse services or delay residency in an attempt to avoid possible exposure. Also, enhanced procedures, protocols and care put in place to assist in reducing the likelihood of exposure or address actual illness in LTC homes and retirement communities or in respect of home health care clients (for example, enhanced screening and use of personal protective equipment) may result in increased costs. In addition, a pandemic, epidemic or other outbreak might adversely impact our operations by causing staffing and supply shortages (refer to in particular “– Risks Related to Labour Intensive Business – Availability and Cost of Personnel”). Although continued or enhanced government funding or assistance may mitigate some of these impacts, there is no certainty regarding the extent to which that will be the case or that any such funding or assistance will remain in place. In addition, outbreaks cause our facilities and our management to spend considerable time planning for and addressing such events, which diverts their attention from other business concerns. Also, to the extent a pandemic, epidemic or other outbreak results in adverse outcomes for the Company’s residents, clients or employees, the likelihood of claims being brought against the Company in respect of such adverse outcomes as well as

adverse regulatory changes being instituted increases, and the ability and cost of insuring against such claims may become more challenging (refer to “Other Contractual Obligations and Contingencies – Legal Proceedings and Regulatory Actions”). Further, such outbreaks may impact the overall economy so that credit markets are adversely affected, which may make it more difficult for the Company to access the credit markets or, if able to do so, at a higher cost or less advantageous terms, potentially impacting, among other things, re-financings and our development plans and timelines.

The COVID-19 pandemic caused a number of the foregoing events to transpire (refer to “Other Contractual Obligation and Contingencies – Legal Proceedings and Regulatory Actions” for further details), and while we believe that the financial impacts of COVID-19 on the Company have abated, there can be no assurance that this will continue to be the case or that any other pandemic, epidemic or outbreak will not have a material adverse effect on the business, results of operations and financial condition of the Company.

## **Risks Related to Labour Intensive Business**

### **AVAILABILITY AND COST OF PERSONNEL**

The seniors’ care industry is labour intensive, with approximately 90% of the Company’s operating costs represented by labour costs. The Company competes with other health care providers in attracting and retaining qualified and skilled personnel to manage and operate its businesses. The health care industry has historically been afflicted with shortages of qualified personnel, such as nurses, certified nurse’s assistants, nurse’s aides, therapists and PSWs, particularly in non-urban settings, which were amplified by the COVID-19 pandemic and may be further amplified in the event of another pandemic, epidemic, or other outbreak of an infectious illness. Although the Company has taken steps to reduce its reliance on staffing agencies, disruptions in the labour market could necessitate increased use of staffing agencies to meet its staffing needs, resulting in higher operating costs. Furthermore, general inflationary pressures may require the Company to enhance its pay and benefits package to compete effectively for qualified personnel. The Company may not be able to recover such added costs through increased government funding and reimbursement programs, or through increased rates charged to residents and clients. In addition, the Company has contracted out select dietary and housekeeping services provided in some of its homes. Should the Company become dissatisfied with the quality or cost of such contracted services, it may need to terminate the related contracts and recruit replacement staff at an incremental cost and potential business disruption. The inability to retain and/or attract qualified personnel and meet minimum staffing levels may result in: a reduction in occupancy levels and volume of services provided; the increased use of staffing agencies at added costs; an increased risk in the inability to provide continuity of care between the Company’s staff and its residents and clients; and an increased risk of the Company being subject to fines and penalties. An increase in personnel costs, including pursuant to the pay equity related litigation under “Other Contractual Obligations – Legal Proceedings and Regulatory Actions”, or a failure to attract, train and retain qualified and skilled personnel could adversely affect the business, results of operations and financial condition of the Company.

### **IMMIGRATION**

The shortage of qualified healthcare personnel could be further exacerbated by changes to federal or provincial immigration policies and programs, especially those that reduce the availability of temporary foreign workers. In addition, failure to comply with the appropriate legislative requirements related to temporary foreign workers could result in penalties and reputational harm to the Company and thus have a material adverse effect on the business, results of operations and financial condition of the Company.

### **WORKPLACE HEALTH AND SAFETY**

Failure to comply with appropriate and established workplace health and safety policies and procedures or applicable legislative requirements could result in increased workplace injury-related liability and penalties and reputational harm to the Company and thus have a material adverse effect on the business, results of operations and financial condition of the Company.

### **LABOUR RELATIONS**

Approximately 69% of the Company’s employees are represented by labour unions. Labour relations with the unions are governed by numerous collective bargaining agreements with different unions. Upon expiration of the collective bargaining agreements, the Company may not be able to negotiate collective agreements on satisfactory terms. There can be no assurance that the Company will not at any time, whether in connection with the renegotiation of a collective bargaining agreement or otherwise, experience strikes, other labour disruptions or any other type of conflict with unions or employees, which could have a material adverse effect on the Company’s business, operating results and financial condition. The LTC homes that the Company operates are generally subject to legislation that prohibits both strikes and lock-outs, and requires compulsory arbitration to settle labour disputes. In jurisdictions where strikes and lockouts are permitted, certain essential services regulations apply which provide for the continuation of resident care and most services.

There can be no assurance that employees who are not currently unionized will not, in the future, become unionized, the result of which could increase the Company’s labour costs, which could have a material adverse effect on the business, results of operations and financial condition of the Company.

## **Risks Related to Liability and Insurance**

Operating in the seniors' care industry exposes the Company to an inherent risk of claims of wrongful death, personal injury, professional malpractice and other potential claims being brought by the Company's residents, clients, and employees. From time to time, the Company is subject to lawsuits alleging, among other claims, that the Company did not properly treat or care for a client or resident, that the Company failed to follow internal or external procedures that resulted in harm to a client or resident, or that the Company's employees mistreated the Company's clients or residents resulting in harm. In addition, attempts to advance class action lawsuits have become prevalent in the Canadian marketplace, including in respect of seniors' care and as a result of the COVID-19 pandemic. There can be no assurance that the Company will not continue to face risks of this nature (refer to "Other Contractual Obligations and Contingencies – Legal Proceedings and Regulatory Actions").

The Company maintains business and property insurance policies in amounts and with such coverage and deductibles as it deems appropriate, based on the nature and risks of the business, historical experience, industry standards and availability of insurance. There can be no assurance, however, that claims in excess of the insurance coverage, or in excess of the Company's reserves, or claims not covered by the insurance coverage will not arise or that the liability coverage will continue to be available on acceptable terms, including as a result of the COVID-19 pandemic. Furthermore, there are certain types of risks, generally of a catastrophic nature, such as war, non-certified acts of terrorism, environmental contamination, and more recently infectious diseases, such as COVID-19, which are either uninsurable or are not insurable on an economically viable basis. A successful claim against the Company not covered by, or in excess of, such insurance, or in excess of the Company's reserves for self-insured retention levels, could have a material adverse effect on the business, results of operations and financial condition of the Company. Claims against the Company, regardless of their merit or eventual outcome, may also have a material adverse effect on the ability of the Company to attract residents and clients, or maintain favourable standings with regulatory authorities.

## **Risks Related to Privacy of Client Information, Cybersecurity and Information Technology**

As a custodian of a large amount of personal information, including health information, relating to its residents, clients and employees, the Company is exposed to the potential loss, misuse or theft of any such information. If the Company were found to be in violation of federal and provincial laws protecting the confidentiality of patient health information, it could be subject to sanctions and civil or criminal penalties, which could increase its liabilities, harm its reputation and have a material adverse effect on the business, results of operations and financial condition of the Company. In addition, cyber attacks against large organizations, including but not limited to, malware, phishing and ransomware attacks, are increasing in sophistication and are often focused on financial fraud, compromising sensitive data for inappropriate use or disrupting business operations. The Company mitigates this risk by deploying appropriate information technology systems, including controls around logical access, physical access and data management, and training its employees relating to safeguarding of sensitive information. In addition, the Company maintains cybersecurity insurance in amounts and with such coverage as deemed appropriate based on the nature and risks of the business.

The Company has deployed operational technology solutions enabling process automation, electronic health record data collection and automated business intelligence. Technology deployments also present security and privacy risks that must be managed proactively and effectively to prevent breaches that can have a material adverse impact on the Company's reputation and results of operations. To counter internet-based and internal security threats, the Company invests in cyber defence technologies to identify risks to its network, software and hardware systems. The Company partners with leading technology security firms to mitigate identified risks and develop contingency plans. As security threats to the Company's financial, client and employee data increase and evolve, the Company adjusts and adopts new countermeasures in an effort to ensure it maintains high privacy and security standards. However, the Company's risk and exposure to these matters cannot be fully mitigated because of, among other things, the evolving nature of these threats. As cyber threats continue to evolve, the Company may be required to expend additional resources to continue to modify or enhance protective measures or to investigate and remediate any security vulnerabilities.

Although to date the Company has not experienced any material losses relating to cyber attacks or other information security breaches, there can be no assurance that the Company will not incur such losses in the future and any such losses may have a material adverse effect on the business, results of operations and financial condition of the Company.

Furthermore, the Company is reliant on information technology systems in the operation of its business and any prolonged disruption to the availability of such systems or difficulties in integrating systems following changes, upgrades or other enhancements may have a material adverse effect on the business, results of operations and financial condition of the Company. The Company's operations also depend on the timely maintenance, upgrade and replacement of systems and software, as well as preemptive expenses to mitigate the risk of failures. Any of these and other events could result in information technology system failures and/or an increase in capital expenditure. The failure of such systems could, depending on the nature of any such failure, adversely impact the Company's reputation and may have a material adverse impact on the business, results of operations and financial condition of the Company.

## **Risks Related to Tax Rules and Regulations**

The Company is subject to audits from federal and provincial tax jurisdictions and is therefore subject to risk in the interpretation of tax legislation and regulations. Tax rules and regulations are complex and require careful review by the Company's tax management and its external tax consultants. Differences in interpretation of tax rules and regulations, including in respect of the Canada Emergency Wage Subsidy, could result in tax assessments and penalties for the untimely payment of the determined tax liability, which could have a material adverse effect on the business, results of operations and financial condition of the Company.

## Risks Related to Financing

### DEBT FINANCING

Due to the level of real property ownership by the Company, a significant portion of the consolidated cash flow of the Company is devoted to servicing debt, including mortgages, credit facilities and lease liabilities, and there can be no assurance that the Company will continue to generate sufficient cash flow from operations to meet required interest and principal payments. If the Company were unable to meet its required interest or principal payments, it could be required to seek renegotiation of such payments or obtain additional equity, debt or other financing.

The Company's \$375.0 million Senior Secured Credit Facility, of which \$153.5 million was available as at December 31, 2025, is secured by 30 LTC homes. The Senior Secured Credit Facility is subject to customary financial and non-financial covenants and other terms, including periodic re-appraisals of the homes that could limit the maximum level of the line of credit and other restrictions on the Company's subsidiaries making certain payments, investments, loans and guarantees. A demand for repayment of amounts drawn on the lines of credit could inhibit the flow of cash dividends by the Company on a temporary basis until alternative financing is obtained.

In addition, the Company provides unsecured guarantees related to certain credit facilities held by the Joint Ventures; namely, construction loans and letter of credit facilities in support of ongoing construction of joint venture LTC redevelopment projects and term loans and lease-up credit facilities for operating joint venture LTC homes. As at December 31, 2025, 28 LTC homes within the Joint Ventures have existing credit facilities available of up to \$885.9 million. The guarantees provided by the Company vary depending upon the project, but are typically either on a joint and several basis for 50% of the loan amount or on a several basis for 15% of the loan amount or some lesser portion thereof. The amount of the guarantees will vary as borrowings increase on projects under construction and reduce as homes become operational, when guarantee requirements are generally lower. As at December 31, 2025, the Company has provided unsecured guarantees of \$345.5 million in support of the credit facilities held by the Joint Ventures (refer to *Note 21* of the consolidated financial statements). A demand for payment pursuant to such guarantees and/or a failure by a joint venture partner to meet its obligations to the Company in respect of such guarantees, could have a material adverse effect on the business, results of operations and financial condition of the Company (refer to "– Risks Related to Joint Venture Interests").

The Company cannot predict whether future financing will be available, what the terms of such future financing will be (including, whether it will result in a higher cost of borrowing – see "Interest Rates" below) or whether its existing debt agreements will allow for the timely arrangement and implementation of such future financing. If the Company was unable to obtain additional financing or refinancing when needed or on satisfactory terms, it could have a material adverse effect on the business, results of operations and financial condition of the Company.

### DEBT COVENANTS

The Company and its subsidiaries are in compliance with all of their respective financial covenants as at December 31, 2025. However, there can be no assurance that future covenant requirements will be met. The Company's bank lines and other debt may be affected by its ability to remain in compliance. If the Company does not remain in compliance with its financial covenants and it is unable to amend the covenants, obtain waivers or refinance its debt when needed or on satisfactory terms, it could have a material adverse effect on the business, results of operations and financial condition of the Company.

### INTEREST RATES

The Company has limited the amount of debt that may be subject to changes in interest rates, with \$19.1 million of mortgage debt at variable rates as at December 31, 2025. The Company primarily finances its properties through fixed-rate mortgages and considers securing interest rate swap agreements for any variable-rate debt to mitigate exposure to interest rate changes. The Company's variable-rate borrowing under the Senior Secured Credit Facility of \$175.5 million and term loan of \$26.7 million as at December 31, 2025, have effectively been converted to fixed-rate financings with interest rate swaps over the full respective terms. The Company maintains risk management control systems to monitor interest rate risk attributable to its outstanding or forecasted debt obligations as well as any offsetting hedge positions. The Company does not enter into financial instruments for trading or speculative purposes.

Increases in interest rates and principal repayments required under the Company's mortgages and credit facilities, on renewal or otherwise, could result in significant changes in the amount required to be applied to debt service and, as a result it could have a material adverse effect on the business, results of operations and financial condition of the Company.

## Risks Related to Real Property Ownership

### REAL PROPERTY OWNERSHIP

All real property investments are subject to a degree of risk. They are affected by various factors, including geographic concentration, changes in general economic conditions (such as the availability of mortgage financing) and in local conditions (such as an oversupply of space or a reduction in demand for real estate in the area), the attractiveness of the properties to residents, competition for other available space and various other factors.

As at December 31, 2025, the Company wholly owns 59 LTC homes and has one under construction. The Company also owns a 15% managed interest in 34 LTC homes through the Joint Ventures, six of which are under construction. LTC homes are often limited in terms of alternative uses; therefore, their values are directly driven by the cash flow from operations. The value of the real property depends, in part, on government funding, license terms, and reimbursement programs. Moreover, certain significant expenditures relating to real property ownership, such as real estate taxes, maintenance costs and mortgage payments, represent liabilities that must be met regardless of whether the property is producing sufficient income.

Real property investments are relatively illiquid, thereby limiting the ability of the Company to vary its portfolio in a timely manner in response to changed economic or investment conditions. By focusing principally on LTC homes, the Company is exposed to adverse effects on that segment of the real estate market. There is a risk that the Company would not be able to sell its real property investments or that it may realize sale proceeds below their current carrying value.

### **CAPITAL INTENSIVE INDUSTRY**

The Company must commit a substantial portion of its funds to maintain and enhance its property and equipment to meet regulatory standards, operate efficiently and remain competitive in its markets. In addition to recurring maintenance capex, the Company invests in enhancements of existing properties aimed at earnings growth and improved profitability, including redevelopment of LTC homes under provincial programs. Refer to “– Risks Related to Growth, Acquisitions and Redevelopment”. These, as well as other future capital requirements, could adversely impact the amount of cash available to the Company and have a material adverse effect on the business, results of operations and financial condition of the Company.

### **Risks Related to Environmental, Health and Safety Laws**

The Company is subject to various environmental, health and safety laws and regulations, both as an owner of real property and as a provider of health care services, governing the storage, handling, use, and disposal of equipment, materials and waste products. The Company may become liable for the costs of removal or remediation of certain hazardous, toxic, or regulated substances present at, released on or disposed of from its properties or other service locations, regardless of whether or not the Company knew of, or was responsible for, their presence, release or disposal. The failure to remove, remediate, or otherwise address such substances, if any, may adversely affect operations or the ability to sell such properties or to borrow using such properties as collateral, and could potentially result in claims by public or private parties, including by way of civil action, and could have a material adverse effect on the business, results of operations and financial condition of the Company.

With respect to the Company’s pre-1980 properties, management has determined that future costs could be incurred for possible asbestos remediation at these sites. Appropriate remediation procedures may be required to remove potential asbestos-containing materials, consisting primarily of floor and ceiling tiles, in connection with any major renovation or demolition. Based upon current assumptions, the estimated fair value of the decommissioning provision related to the asbestos remediation was approximately \$11.3 million undiscounted, or \$9.9 million discounted, as at December 31, 2025 (refer to *Note 10* of the consolidated financial statements).

Environmental, health and safety laws may change and the Company may become subject to more stringent laws in the future. Compliance with more stringent environmental, health and safety laws, which may be more rigorously enforced, could have a material adverse effect on the business, results of operations and financial condition of the Company.

### **Risks Related to Climate Change**

As the owner of real property, the Company is exposed to climate change risk from natural disasters and severe weather, such as floods, ice storms, windstorms, earthquakes, wildfires or other severe weather that may result in damage or loss to its properties, as well as to those properties to which it provides managed services. These adverse weather and natural events could cause substantial damage, resulting in increased costs and/or revenue losses. There can be no assurance that damages or losses caused by these adverse weather and natural events will not exceed the Company’s insurance coverage. Climate change may also have indirect effects on our business by increasing the cost of, or making unavailable, certain insurance coverage.

Over time, climate change may also affect the Company’s operational expenses, including utilities and preventative maintenance expenses, as temperatures fluctuate. In addition, changes in federal, provincial or local legislation and regulation on climate change could result in increased capital expenditures to improve the energy efficiency of our existing properties and could also require the Company to spend more on its new development properties without a corresponding increase in funding or revenue.

### **Risks Related to the Common Shares**

#### **UNPREDICTABILITY AND VOLATILITY OF THE COMMON SHARE PRICE**

A publicly traded company does not necessarily trade at values determined by reference to the underlying value of its business. The prices at which the Common Shares will trade cannot be predicted. The market price of the Common Shares could be subject to significant fluctuations in response to variations in quarterly operating results, dividends and other factors beyond the control of the Company. The annual yield on the Common Shares, represented as the ratio of annual dividend to the market price per Common Share, as compared to the annual yield on other financial instruments, may also influence the price of the Common Shares in the public trading markets. In addition, the securities markets have experienced significant price and volume fluctuations from time to time in recent years that often have been unrelated or disproportionate to the operating performance of particular issuers. These broad fluctuations may adversely affect the market price of the Common Shares.

## **CASH DIVIDENDS ARE NOT GUARANTEED**

The declaration and payment of dividends by the Company is at the discretion of the Board as to the amount and timing of dividends to be declared and paid, after consideration of a number of factors, including results of operations, requirements for capital expenditures and working capital, future financial prospects of the Company, debt covenants and obligations and any other factors deemed relevant by the Board. All of these factors are susceptible to a number of risks and other factors beyond the control of the Company. The amount of funds available for distribution will fluctuate with the performance of the Company. If the Board determines that it would be in the Company's best interests, it may reduce the amount and frequency of dividends to be distributed to holders of Common Shares ("Shareholders") and such reductions may significantly effect the market value of the Common Shares.

A high dividend yield results in a higher cost of capital incurred by the Company in raising capital through the issue of Common Shares to fund future growth and equally can inhibit the ability of the Company to grow through acquisition or new developments. Therefore, the Board also has to balance the dividend yield relative to its growth plans and need to raise capital.

Funds available for dividends are driven by cash generated from operations and may be dependent upon the Company's plan for growth-based capital expenditures or other investments in its business, including development and acquisition activities. The timing and amount of capital expenditures and other investments will directly affect the amount of cash available for dividends to Shareholders. Dividend payments to Shareholders may be reduced, or even eliminated, at times when the Company cannot access the capital markets for raising cash and/or when the Board deems it necessary to make significant capital or other expenditures. The Company may be required to reduce dividends or access the capital markets in order to accommodate these items. There can be no assurance that sufficient capital will be available on acceptable terms to the Company for necessary or desirable capital expenditures or other investments.

## **COMPANY STRUCTURE**

The Company does not carry on business directly, but does so indirectly through its subsidiaries. The Company has no major assets of its own, other than the LTC homes that it leases to its subsidiary, Extencicare (Canada) Inc. ("ECI"), and the direct and indirect interests it has in its subsidiaries (including ECI and ParaMed), all of which are separate legal entities. The Company is therefore financially dependent on lease payments that it receives from ECI and dividends and other distributions it receives from all of its subsidiaries.

## **FUTURE ISSUES OF COMMON SHARES AND PREFERRED SHARES AND DILUTION**

The Company's articles permit the issuance of an unlimited number of Common Shares and preferred shares of the Company (the "Preferred Shares"), issuable in series, equal to 50% of the number of Common Shares that are issued and outstanding, for the consideration and on the terms and conditions that the Board may determine without Shareholder approval. Shareholders have no preemptive rights in connection with such future issues. Future issues of Common Shares and/or Preferred Shares could be dilutive to the interests of Shareholders and could adversely affect the prevailing market price of the Common Shares.

## **LEVERAGE AND RESTRICTIVE COVENANTS IN CURRENT AND FUTURE INDEBTEDNESS**

The ability of the Company to pay dividends is subject to applicable laws and contractual restrictions contained in the instruments governing any indebtedness of the Company (including its subsidiaries). The degree to which the Company is leveraged could have important consequences to Shareholders, including: (i) that the Company's ability to obtain additional financing in the future for working capital, capital expenditures or acquisitions may be limited; (ii) that a significant portion of the Company's cash flow from operations may be dedicated to the payment of the principal of, and interest on, its indebtedness; (iii) that certain of the Company's borrowings could be financed at variable rates of interest, which exposes the Company to the risk of increased interest rates; and (iv) that the Company may be more vulnerable to economic downturns and be limited in its ability to withstand competitive pressures. These factors may reduce funds available for the Company to pay dividends.

## **CHANGES IN THE COMPANY'S CREDITWORTHINESS MAY AFFECT THE VALUE OF THE COMPANY'S SECURITIES**

The perceived creditworthiness of the Company may affect the market price or value and the liquidity of the Common Shares.

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### **Endnotes**

(1) This is a non-GAAP financial measure. Refer to the discussion under "Non-GAAP Measures".

(2) Based on CBI Home Health's trailing twelve months ended July 31, 2025 Adjusted EBITDA of \$61.9 million, including adjustments for lease accounting policy alignment adjustments to EBITDA (\$5.5 million) and lease liability (\$13.6 million) related to facilities leases, net of Extencicare Quality of Earnings EBITDA adjustments of \$3.3 million.

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