



**MOUNT LOGAN**  
CAPITAL

# MOUNT LOGAN CAPITAL INC.

Consolidated Interim Financial Statements

**Nine months ended September 30, 2021 and 2020**



**MOUNT LOGAN CAPITAL INC.****CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION**

(in thousands of United States dollars, except number of shares and per share amounts)

	Notes	September 30, 2021 (unaudited)	December 31, 2020
<b>ASSETS</b>			
Investments	3	\$ 62,257	\$ 38,219
Investment in associates	4	9,286	7,000
Cash		2,140	6,658
Restricted cash	2	1,841	17,620
Receivable for investments sold		—	15,840
Deferred tax assets	12	3,494	1,716
Intangible assets	7	22,259	3,496
Other assets		1,944	436
<b>Total assets</b>		<b>\$ 103,221</b>	<b>\$ 90,985</b>
<b>LIABILITIES</b>			
Debt	11	\$ 35,561	\$ 39,412
Seller note	11	4,000	—
Payable for investments purchased		5,750	988
Due to affiliates	8	2,235	403
Payable for equity units purchased	4	548	1,536
Contingent value rights	10	4,162	3,954
Other liabilities		2,452	1,514
<b>Total liabilities</b>		<b>54,708</b>	<b>47,807</b>
<b>SHAREHOLDERS' EQUITY</b>			
Share capital	9	99,091	93,480
Warrants	9	1,129	1,086
Contributed surplus		7,240	7,240
Deficit		(37,089)	(36,770)
Cumulative translation adjustment	2	(21,858)	(21,858)
<b>Total shareholders' equity</b>		<b>48,513</b>	<b>43,178</b>
<b>Total liabilities and shareholders' equity</b>		<b>\$ 103,221</b>	<b>\$ 90,985</b>
<b>Common shares issued and outstanding</b>	9	<b>19,351,593</b>	<b>16,963,379</b>
<b>Net asset value per share</b>		<b>\$ 2.51</b>	<b>\$ 2.55</b>

The accompanying notes are an integral part of these consolidated interim financial statements.

Approved by the Board of Directors

(signed) Edward (Ted) Goldthorpe

Edward (Ted) Goldthorpe  
Chief Executive Officer and Chairman

(signed) Sabrina Liak

Sabrina Liak  
Chairman of Audit Committee

## MOUNT LOGAN CAPITAL INC.

### CONSOLIDATED INTERIM STATEMENTS OF COMPREHENSIVE INCOME (LOSS)

(in thousands of United States dollars, except number of shares and per share amounts)  
(unaudited)

	Notes	Three Months Ended September 30,		Nine Months Ended September 30,	
		2021	2020	2021	2020
<b>REVENUE</b>					
Interest income		\$ 795	\$ 763	\$ 2,254	\$ 2,400
Dividend income	5	15	208	152	579
Management fee and other income	6	1,902	—	3,052	—
<b>Total revenue</b>		<b>2,712</b>	<b>971</b>	<b>5,458</b>	<b>2,979</b>
<b>EXPENSES</b>					
Administration fees	8	278	188	822	468
Transaction costs		500	—	1,005	—
Amortization of intangible assets	7	202	—	588	—
Interest and other credit facility expenses	11	965	414	1,517	1,582
Professional fees		564	115	1,387	543
Compensation		59	57	183	167
Other expenses		544	102	755	346
<b>Total expenses</b>		<b>3,112</b>	<b>876</b>	<b>6,257</b>	<b>3,106</b>
<b>Net income (loss)</b>		<b>(400)</b>	<b>95</b>	<b>(799)</b>	<b>(127)</b>
<b>REALIZED AND UNREALIZED GAIN (LOSS)</b>					
Net realized gain on investments		108	(41)	315	69
Net realized gain on foreign currency		17	(42)	26	(46)
Net change in unrealized appreciation (depreciation) on investments		300	1,261	445	(952)
Net change in unrealized gain on foreign currency		48	(3)	48	20
<b>Total net realized and unrealized gain (loss)</b>		<b>473</b>	<b>1,175</b>	<b>834</b>	<b>(909)</b>
<b>Gain (loss) and comprehensive gain (loss) before income tax</b>		<b>73</b>	<b>1,270</b>	<b>35</b>	<b>(1,036)</b>
<b>Income tax recovered (expense)</b>	12	<b>406</b>	<b>—</b>	<b>509</b>	<b>—</b>
<b>Income (loss) and comprehensive income (loss)</b>		<b>\$ 479</b>	<b>\$ 1,270</b>	<b>\$ 544</b>	<b>\$ (1,036)</b>
<b>Income (loss) per share – basic</b>	13	<b>\$ 0.03</b>	<b>\$ 0.12</b>	<b>\$ 0.03</b>	<b>\$ (0.10)</b>
<b>Income (loss) per share – diluted</b>	13	<b>\$ 0.02</b>	<b>\$ 0.12</b>	<b>\$ 0.03</b>	<b>\$ (0.10)</b>

The accompanying notes are an integral part of these consolidated interim financial statements.

## MOUNT LOGAN CAPITAL INC.

### CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN EQUITY

(in thousands of United States dollars, except number of shares)

(unaudited)

Nine Months Ended September 30, 2021	Notes	Number of Voting Common Shares	Share Capital	Warrants	Contributed Surplus	Deficit	Cumulative Translation Adjustment	Total Equity
<b>Balance at December 31, 2020</b>		<b>16,963,379</b>	<b>\$ 93,480</b>	<b>\$ 1,086</b>	<b>\$ 7,240</b>	<b>\$ (36,770)</b>	<b>\$ (21,858)</b>	<b>\$ 43,178</b>
Share issuance, net	9	2,388,214	5,654	—	—	—	—	5,654
Issuance of warrants		—	(43)	43	—	—	—	—
Shareholder dividends	9	—	—	—	—	(863)	—	(863)
Comprehensive income		—	—	—	—	544	—	544
<b>Balance at September 30, 2021</b>		<b>19,351,593</b>	<b>\$ 99,091</b>	<b>\$ 1,129</b>	<b>\$ 7,240</b>	<b>\$ (37,089)</b>	<b>\$ (21,858)</b>	<b>\$ 48,513</b>

Nine Months Ended September 30, 2020	Notes	Number of Voting Common Shares	Share Capital	Warrants	Contributed Surplus	Deficit	Cumulative Translation Adjustment	Total Equity
<b>Balance at December 31, 2019</b>		<b>10,604,988</b>	<b>\$ 80,988</b>	<b>\$ 1,086</b>	<b>\$ 7,240</b>	<b>\$ (33,247)</b>	<b>\$ (21,858)</b>	<b>\$ 34,209</b>
Shareholder dividends	9	—	—	—	—	(460)	—	(460)
Comprehensive loss		—	—	—	—	(1,036)	—	(1,036)
<b>Balance at September 30, 2020</b>		<b>10,604,988</b>	<b>\$ 80,988</b>	<b>\$ 1,086</b>	<b>\$ 7,240</b>	<b>\$ (34,743)</b>	<b>\$ (21,858)</b>	<b>\$ 32,713</b>

The accompanying notes are an integral part of these consolidated interim financial statements.

# MOUNT LOGAN CAPITAL INC.

## CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS

(in thousands of United States dollars)

(unaudited)

	Notes	Nine Months Ended September 30,	
		2021	2020
<b>OPERATING ACTIVITIES</b>			
Comprehensive income (loss)		\$ 544	\$ (1,036)
Adjustments to reconcile comprehensive income (loss) to net cash (used in) provided by operating activities:			
Net realized gains on investments		(315)	(69)
Net realized gains on foreign currency		(26)	46
Net change in unrealized (appreciation) depreciation on investments		(445)	952
Net change in equity investments		(658)	—
Net change in unrealized gain on foreign currency		(48)	(20)
Net amortization of premiums and accretion of discounts on investments		(73)	(53)
Amortization of debt issuance costs		475	410
Amortization of intangible assets		588	—
(Increase) decrease in operating assets:			
Due from affiliates		—	411
Deferred tax asset		(1,778)	—
Other assets		(1,508)	236
Increase (decrease) in operating liabilities:			
Due to affiliates		1,832	728
Contingent value rights		(285)	—
Other liabilities		938	7
<b>Net cash provided by (used in) operating activities</b>		<b>(759)</b>	<b>1,612</b>
<b>INVESTING ACTIVITIES</b>			
Purchases of investments		(53,555)	(16,309)
Proceeds from sales and repayments of investments		42,633	20,081
Acquisition of intangible assets		(9,601)	—
<b>Net cash provided by (used in) investing activities</b>		<b>(20,523)</b>	<b>3,772</b>
<b>FINANCING ACTIVITIES</b>			
Proceeds from issuance of common shares, net of offering costs	9	5,654	—
Shareholder dividends	9	(863)	(460)
Borrowings on debt, net of deferred financing costs	11	36,114	(838)
Repayment of debt	11	(39,730)	—
<b>Net cash provided by (used in) financing activities</b>		<b>1,175</b>	<b>(1,298)</b>
Net increase (decrease) in cash and restricted cash		(20,107)	4,086
Effects of exchange rate changes on cash and restricted cash		(190)	16
Cash and restricted cash, beginning of year		24,278	7,158
<b>Cash and restricted cash, end of year</b>		<b>\$ 3,981</b>	<b>\$ 11,260</b>
<b>SUPPLEMENTAL INFORMATION</b>			
Interest received		\$ 2,097	\$ 2,404
Interest paid		\$ 1,278	\$ 748
Dividends received		\$ 152	\$ 579
Dividends paid		\$ 863	\$ 461
Financing costs payable		\$ 710	\$ —
Issuance of warrants		\$ 43	\$ —
Seller note		\$ 4,000	\$ —
Intangible assets payable		\$ 5,750	\$ —
<b>Amounts per statements of financial position</b>			
Cash		\$ 2,140	\$ 132
Restricted cash		1,841	11,128
<b>Total cash and restricted cash</b>		<b>\$ 3,981</b>	<b>\$ 11,260</b>

The accompanying notes are an integral part of these consolidated interim financial statements.

# MOUNT LOGAN CAPITAL INC.

## CONSOLIDATED INTERIM SCHEDULE OF INVESTMENT PORTFOLIO

September 30, 2021

(in thousands of United States dollars, except number of shares)

(unaudited)

Company <sup>(6)</sup>	Investment	Spread Above Index <sup>(1)</sup>	Interest	Maturity Date	Currency	Par / Shares	Cost	Carrying Value
<b>Debt investments</b>								
<b>Loans</b>								
<b>Consumer</b>								
League Collegiate Holdings, LLC	Senior Secured Loan	3M L+525	6.25%	5/1/2024	USD	4,891	4,846	4,648
Lucky Bucks, LLC	Senior Secured Loan	6M L+550	6.25%	7/21/2027	USD	5,000	4,901	4,900
McKissock Investment Holdings, LLC	Senior Secured Loan	3M L+500	5.75%	6/16/2028	USD	1,995	1,976	1,983
Total consumer							11,723	11,531
<b>Financials</b>								
AIS Holdco, LLC	Senior Secured Loan	3M L+500	5.13%	8/15/2025	USD	2,940	2,877	2,865
Crown Private Credit Partners Inc. <sup>(7)</sup>	Senior Secured Loan	NA	5.00%	12/31/2025	CAD	5,551	4,379	3,724
Marble Point Credit Management LLC	Senior Secured Loan	3M L+600	7.00%	8/11/2028	USD	2,407	2,371	2,341
Marble Point Credit Management LLC <sup>(3)(4)(5)</sup>	Senior Secured Loan-Delayed Draw Term Loan	NA	0.50%	8/11/2028	USD	—	(1)	(10)
Sierra Crest Management LLC <sup>(7)(8)</sup>	Promissory Note	NA	8.00%	10/30/2040	USD	12,504	12,504	12,504
Total financials							22,130	21,424
<b>Health Care</b>								
Gastro Health Holdco, LLC	Senior Secured Loan	3M L+450	5.25%	6/30/2028	USD	1,875	1,866	1,866
Gastro Health Holdco, LLC	Senior Secured Loan-Delayed Draw Term Loan	3M L+450	5.25%	6/30/2028	USD	215	212	212
Symplr Software, Inc.	Senior Secured Loan	6M + 450	5.25%	12/22/2027	USD	3,990	3,980	4,008
Total healthcare							6,058	6,086
<b>Industrials</b>								
One Stop Mailing LLC	Senior Secured Loan	1M L+625	7.25%	4/29/2027	USD	3,481	3,416	3,434
Total industrials							3,416	3,434
<b>Information technology</b>								
Drilling Info Holdings, Inc.	Senior Secured Loan	1M L+450	4.58%	7/30/2025	USD	995	986	994
EAB Global, Inc.	Senior Secured Loan	L+350	4.00%	6/28/2028	USD	3,000	2,985	2,988
Monotype Imaging Holdings Inc.	Senior Secured Loan	3M L+550	6.50%	10/9/2026	USD	1,925	1,838	1,927
Naviga Inc.	Senior Secured Loan	1M L+700	8.00%	12/29/2022	USD	1,167	1,147	1,146
Naviga Inc. <sup>(3)(4)(5)</sup>	Senior Secured Loan-Delayed Draw Term Loan	1M L+700	8.00%	12/29/2022	USD	1,238	1,228	1,217
Priority Holdings LLC	Senior Secured Loan	2M L+575	6.75%	4/22/2027	USD	1,940	1,922	1,929
AP Core Holdings II, LLC	Senior Secured Loan-TL1	1M L+550	6.25%	7/21/2027	USD	1,500	1,478	1,509
AP Core Holdings II, LLC	Senior Secured Loan-TL2	1M L+550	6.25%	7/21/2027	USD	1,500	1,478	1,478
Total information technology							13,062	13,188
<b>Total loans</b>							<b>56,389</b>	<b>55,663</b>
<b>Bonds</b>								
Cline Mining Corporation <sup>(7)</sup>				7/8/2022	CAD	7,787	6,143	4,027
<b>Total bonds</b>							<b>6,143</b>	<b>4,027</b>
<b>Total debt investments</b>							<b>62,532</b>	<b>59,690</b>
<b>Equity investments</b>								
BC Partners Lending Corporation <sup>(7)</sup>	Common Shares				USD	49,543	1,300	1,300
Cline Mining Corporation <sup>(7)</sup>	Common Shares				CAD	2,075,595	421	—
Crown Private Credit Partners Inc. <sup>(7)</sup>	Class C Special Shares				CAD	41,176	—	—
Crown Private Credit Partners Inc. <sup>(7)</sup>	Common Shares				CAD	25,000	20	874
Portman Ridge Finance Corp. <sup>(7)</sup>	Common Shares				USD	161,361	486	393
Sierra Crest Management LLC <sup>(7)(9)</sup>	Common Shares				USD	3,828	8,628	9,286
<b>Total equity investments</b>							<b>10,855</b>	<b>11,853</b>
<b>Total investments</b>							<b>\$ 73,387</b>	<b>\$ 71,543</b>

- The majority of the investments bear interest at a rate that may be determined by reference to the London Interbank Offered Rate ("LIBOR" or "L"), which resets monthly, quarterly, semiannually or annually. For each such investment, the Company has provided the spread over LIBOR and the current contractual interest rate in effect at September 30, 2021. Certain investments may be subject to an interest rate floor.
- Other than the investments noted by this footnote, the fair value of the Company's investments is determined using unobservable inputs that are significant to the overall fair value measurement.
- Position is an unfunded loan commitment. See Note 14 "Commitments and Contingencies".
- The negative cost is the result of the capitalized discount being greater than the principal amount outstanding on the loan. The negative fair value is the result of the capitalized discount on the loan.
- The maturity date represents the commitment period of the unfunded term loan.
- Unless otherwise indicated, the Company's portfolio companies are pledged as collateral to secure Great Lakes Senior MLC I LLC's debt obligation outstanding under the MLC I Revolving Credit Facility. See note 11 "Debt".
- Investment is not pledged as collateral for the MLC I Revolving Credit Facility.
- Investment measured using amortized cost.
- Investment measured using the equity method.

The accompanying notes are an integral part of these consolidated interim financial statements.

# MOUNT LOGAN CAPITAL INC.

## CONSOLIDATED SCHEDULE OF INVESTMENT PORTFOLIO

December 31, 2020

(in thousands of United States dollars, except number of shares)

Company <sup>(6)</sup>	Investment	Spread Above Index <sup>(1)</sup>	Interest	Maturity Date	Currency	Par / Shares	Cost	Carrying Value
<b>Debt investments</b>								
<b>Loans</b>								
<b>Consumer</b>								
League Collegiate Holdings, LLC		3M L+500 plus 1.25% PIK	7.25%	5/1/2024	USD	4,888	4,859	4,414
	Senior Secured Loan							
Total consumer							4,859	4,414
<b>Financials</b>								
Alera Group Intermediate Holdings, Inc.	Senior Secured Loan	1M L+400	4.50%	8/1/2025	USD	3,920	3,934	3,910
Asurion, LLC	Senior Secured Loan	1M L+325	3.40%	12/23/2026	USD	1,000	988	991
Sierra Crest Management LLC <sup>(7)(8)</sup>	Promissory Note	NA	8.00%	10/30/2040	USD	12,504	12,504	12,504
Total financials							17,426	17,405
<b>Health Care</b>								
Radiology Partners, Inc <sup>(10)</sup>	Senior Secured Loan	L+425	4.81%	7/9/2025	USD	4,000	3,884	3,943
The PromptCare Companies Inc.	Senior Secured Loan	1M L+525	6.25%	12/30/2025	USD	2,322	2,302	2,305
The PromptCare Companies Inc.	Senior Secured Loan	1M L+525	6.25%	12/30/2025	USD	324	321	322
The PromptCare Companies Inc. <sup>(3)(4)(5)</sup>	Senior Secured Loan	NA	1.00%	12/30/2025	USD	327	(1)	(3)
Total healthcare							6,506	6,567
<b>Industrials</b>								
Mileage Plus Holdings LLC	Senior Secured Loan	3M L+525	6.25%	6/21/2027	USD	1,000	981	1,044
Total industrials							981	1,044
<b>Information technology</b>								
Idera, Inc.	Senior Secured Loan	6M L+400	5.00%	6/28/2024	USD	3,053	3,042	2,974
Monotype Imaging Holdings Inc.	Senior Secured Loan	3M L+550	6.50%	10/9/2026	USD	1,963	1,861	1,861
Total information technology							4,903	4,835
<b>Total loans</b>							<b>34,675</b>	<b>34,265</b>
<b>Bonds</b>								
Cline Mining Corporation <sup>(7)</sup>				7/8/2022	CAD	8,304	6,523	3,954
<b>Total bonds</b>							<b>6,523</b>	<b>3,954</b>
<b>Total debt investments</b>							<b>41,198</b>	<b>38,219</b>
<b>Equity investments</b>								
Sierra Crest Management LLC <sup>(7)(9)</sup>					USD	2,797	7,000	7,000
Cline Mining Corporation <sup>(7)</sup>					CAD	2,075,595	419	—
<b>Total equity investments</b>							<b>7,419</b>	<b>7,000</b>
<b>Total investments</b>							<b>\$ 48,617</b>	<b>\$ 45,219</b>

- (1) The majority of the investments bear interest at a rate that may be determined by reference to the London Interbank Offered Rate ("LIBOR" or "L"), which resets monthly, quarterly, or semiannually. For each such investment, the Company has provided the spread over LIBOR and the current contractual interest rate in effect at December 31, 2020.
- (2) Other than the investments noted by this footnote, the fair value of the Company's investments is determined using unobservable inputs that are significant to the overall fair value measurement.
- (3) Position is an unfunded loan commitment. See Note 14 "Commitments and Contingencies".
- (4) The negative cost is the result of the capitalized discount being greater than the principal amount outstanding on the loan. The negative fair value is the result of the capitalized discount on the loan.
- (5) The maturity date represents the commitment period of the unfunded term loan.
- (6) Unless otherwise indicated, the Company's portfolio companies are pledged as collateral to secure Great Lakes Senior MLC I LLC's debt obligation outstanding under the MLC I Revolving Senior Loan Facility. See note 11 "Debt".
- (7) Investment is not pledged as collateral for the MLC I Revolving Senior Loan Facility.
- (8) Investment measured using amortized cost.
- (9) Investment measured using the equity method.
- (10) The senior secured loan is comprised of two components: \$1,846,451 at 12M L+425 and \$2,153,549 at 1M L+425. Interest rate disclosed reflects the blended rate of the contracts.

The accompanying notes are an integral part of these consolidated interim financial statements.

# MOUNT LOGAN CAPITAL INC.

## NOTES TO CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the three and nine months ended September 30, 2021 and 2020

(In thousands of United States dollars, except per share amounts and where otherwise noted)

(unaudited)

Mount Logan Capital Inc. (the "Company" or "MLC") is incorporated under the laws of Ontario and its common shares are publicly traded on the Neo Exchange ("NEO Exchange") under the symbol "MLC".

The Company is an alternative asset management company that is focused on investing in public and private debt securities in the North American market. The Company seeks to source and actively manage loans and other debt-like securities with credit-oriented characteristics. The Company actively sources, evaluates, underwrites, monitors, and primarily invests in loans, debt securities, and other credit-oriented instruments that present attractive risk-adjusted returns and present low risk of principal impairment through the credit cycle.

During 2020 and into 2021, the Company continued expansion of its focus from a lending-oriented credit platform to an alternative asset management platform and, through its subsidiaries, acquired certain investment management contracts and/or the economic benefit thereof in order to grow a stream of asset management fee income for the Company.

## 1. BASIS OF PRESENTATION

The consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). These consolidated interim financial statements have been prepared in accordance with IAS 34, *Interim Financial Reporting* ("IAS 34"). These consolidated interim financial statements follow the same accounting policies and methods of application as our most recent audited consolidated financial statements for the year ended December 31, 2020. Accordingly, they should be read in conjunction with our most recent annual financial statements.

These consolidated interim financial statements are presented in United States dollars ("USD"), which is also the Company's functional currency.

These consolidated interim financial statements were authorized for issuance by the board of directors (the "Board") of the Company on November 9, 2021.

### Consolidation

These consolidated interim financial statements include the financial statements of the Company and its controlled subsidiaries. The Company controls an entity when it: (i) has power to direct the relevant activities of the entity; (ii) is exposed to, or has rights to, variable returns from its involvement with the entity; and (iii) has the ability to affect those returns through its power over the entity.

All intercompany balances and transactions are eliminated on consolidation.

## 2. SIGNIFICANT ACCOUNTING POLICIES

The consolidated interim financial statements for the three and nine months ended September 30, 2021 follow the same accounting policies and methods of their application as those used in the Company's audited consolidated financial statements for the year ended December 31, 2020.

### Critical accounting judgments, estimates, and assumptions

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and related disclosures. Significant estimates and assumptions include the valuation of financial instruments, allowance for credit losses, income taxes and deferred taxes, and provisions. The Company holds financial instruments that are generally not quoted in active markets and management is required to make estimates related to these investments. Accordingly, by their nature, estimates of fair value of this type are subjective and do not necessarily result in precise determinations. Actual results may differ from those estimates, and such differences could be material.

The outbreak of the novel coronavirus, or COVID-19, continues to adversely impact global commercial activity and has contributed to significant volatility in financial markets and economies. The outbreak has triggered a period of global economic slowdown and continued volatility and could have a continued impact on economic and market conditions, even after restrictive measures are relaxed or removed. The situation presents material uncertainty and risk with respect to the Company and the Company's portfolio companies' performance and financial results. In the preparation of the consolidated interim financial statements, the Company has incorporated the potential impact of COVID-19 into its estimates and assumptions that affect the carrying amounts of its assets and liabilities, and the reported amount of its results using the best available information as of September 30, 2021. Significant sources of estimation uncertainty include the fair value measurement of investments and the determination of expected credit losses on financial assets. The Company continues to actively monitor developments with respect to this pandemic, including existing and potential economic impacts on the underlying businesses associated with the Company's financial assets, and the ability of such businesses to meet their financial obligation to the Company on a timely basis. The Company also reviews collateral values and monitors financial results of the underlying businesses on an ongoing basis.

### Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the consolidated interim statements of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

# MOUNT LOGAN CAPITAL INC.

## NOTES TO CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the three and nine months ended September 30, 2021 and 2020

(In thousands of United States dollars, except per share amounts and where otherwise noted)  
(unaudited)

### Financial instruments

#### *Recognition and initial measurement*

Financial instrument assets are initially recognized when the Company becomes a party to a financial instrument contract. The majority of the Company's investments are classified at fair value through profit and loss. Certain investments are classified at amortized cost. All other financial assets and liabilities are measured at amortized cost. Under this method, financial assets and liabilities reflect the amount required to be received or paid. The carrying values of financial assets and liabilities at amortized cost approximate their fair values.

The Company capitalizes costs related to its borrowings. These costs are amortized and included as a component of interest expense using the straight-line method, which approximates the effective yield method, over the life of the related debt instrument. Unamortized capitalized debt issuance costs are presented on the consolidated interim statements of financial position as a direct deduction from the debt liability.

### Classification and measurement of financial instruments

The Company's classification of financial assets is based on the business model for managing the portfolio of assets and the contractual cash flow characteristics of these financial assets. Debt investments held within a business model with the objective of realizing cash flows through sale and meets the definition of held for trading, rather than holding to collect the contractual cash flows are classified and measured at fair value through profit and loss ("FVTPL"). Financial assets measured at amortized cost are debt financial instruments with contractual cash flows that meet the "solely payment of principal and interest" ("SPPI") test and are managed on a "hold to collect" basis. These financial assets are recognized initially at fair value plus or minus direct and incremental transaction costs, and are subsequently measured at amortized cost, using the effective interest method, net of an allowance for expected credit losses ("ECL"). Equity investments are generally carried at fair value through profit or loss. These values are periodically assessed by management of the Company to ensure that they are reasonable.

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the asset.

The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled, or expire. The Company also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value. On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss.

#### *Impairment of financial assets*

ECL allowances are recognized on financial assets that are debt instruments classified as amortized cost. Expected credit losses are the difference between all contractual cash flows that are due to the Company and all the cash flows the Company expects to receive, discounted at the original effective interest rate. ECL allowances represent credit losses that reflect an unbiased and probability-weighted amount which is determined by evaluating a range of possible outcomes, the time value of money and reasonable and supportable information about past events, current conditions and forecasts of future economic conditions. Forward-looking information is explicitly incorporated into the estimation of ECL allowances, which involves significant judgment. ECL allowances on loans are included in allowance for credit losses on the consolidated interim statements of financial position.

The expected loss impairment model is based on a forward-looking approach: (i) 12-month ECL or (ii) lifetime ECL for those financial instruments that have experienced a significant increase in credit risk since initial recognition or when there is objective evidence of impairment. ECL allowances are categorized into three stages:

- Stage 1** all performing financial instruments that have not experienced a significant increase in credit risk since initial recognition;
- Stage 2** all performing financial instruments that have experienced a significant increase in credit risk since initial recognition; and
- Stage 3** financial instruments that are classified as impaired.

Debt securities measured at amortized cost are classified as impaired when it is determined that there is no longer reasonable assurance that principal or interest will be collected in their entirety or on a timely basis as a result of one or more loss events, including default, bankruptcy or delinquency. In determining whether or not a default has occurred, the Company considers both qualitative and quantitative factors, including compliance with financial covenants and days past due. Interest income on impaired debt securities measured at amortized cost is recognized based on amortized cost, net of allowance, and the original effective interest rate on the impaired debt security.

The Company elects to measure the loss allowance for its net investment in loans at an amount equal to lifetime expected credit losses under a simplified approach that does not require the Company to track changes in credit risk. In considering the lifetime of the net investment in loans, the contractual period of the underlying loans is generally used.

On an ongoing basis, the Company assesses whether any investment should be classified as impaired and whether any resulting write-off or change in allowance should be recorded. The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. The Company assesses the timing and amount of write-offs for impaired assets based on whether there is a reasonable expectation of recovery.

When determining whether the risk of default on a financial instrument has increased significantly since initial recognition, the Company considers reasonable and supportable information that is relevant and available. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and credit risk assessment from qualified personnel, including forward-looking information.

The key inputs into the measurement of expected credit loss, regardless of the presence of significant increase in credit risk, are probability of default, loss given default and exposure at default. The allowance for expected credit loss is established with consideration for borrower-specific factors, including estimated levels of collateral security, the Company's historical credit loss experience, and current and future expected economic conditions.

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

# MOUNT LOGAN CAPITAL INC.

## NOTES TO CONSOLIDATED INTERIM FINANCIAL STATEMENTS

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### *Fair value measurement*

Fair value is the price that would be received upon the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Investments held that are traded in an active market, through recognized public stock exchanges, over-the-counter markets, or through recognized investment dealers are valued at their closing price (Level 1). Investments held that are not traded in an active market are valued based on the results of valuation techniques using observable market inputs, if available, on such basis and in such manner established by management (Level 2). The fair value of certain securities may be estimated using valuation techniques based on assumptions that are not supported by observable market inputs (Level 3). Investments for which reliable quotations are not readily available are valued at fair value, as determined using management's best estimates thereof pursuant to procedures established by the Company.

The Company's contingent value rights liability is measured at fair value through profit and loss, and represents a contingent cash entitlement in respect of its investment in Cline Mining Corporation ("Cline"). Additional information regarding the Company's accounting for contingent value rights is included in Note 10.

Investments that are not publicly traded or whose market prices are not readily available, as is expected to be the case for substantially all of the Company's investments, are valued at fair value as determined in good faith by management and input from independent third-party valuation firm(s), as necessary.

Management undertakes a multi-step valuation process, which includes, among other procedures, the following:

- The Company's quarterly valuation process begins with each portfolio company or investment being initially valued by the investment professionals responsible for the portfolio investment. The Company may utilize an independent valuation firm from time to time to provide valuation on material illiquid securities;
- Management will review the recommended valuations and determine the fair value of each investment. Valuations that are not based on readily available market quotations will be valued in good faith based on, among other things, the input of management and, where applicable, other third parties.

The Company classifies fair value measurements within a hierarchy which gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are:

- Level 1** Unadjusted quoted prices in active markets for identical assets or liabilities that the Company can access at the measurement date;
- Level 2** Inputs other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3** Significant inputs that are unobservable for an asset or liability.

In all cases, the level in the fair value hierarchy within which the fair value measurement in its entirety falls has been determined based on the lowest level of input that is significant to the fair value measurement.

### **Associates**

The Company classifies investments in entities over which it has significant influence, and that are neither subsidiaries nor joint ventures, as associates. Significant influence is presumed to exist where the Company holds, either directly or indirectly, between 20% and 50% of the voting rights of an entity. Investments in associates are accounted for using the equity method. Under the equity method, such investments are initially measured at cost, and are adjusted thereafter to recognize the Company's share of profit or loss of the investee. Distributions received from an investee reduce the carrying amount of the investment.

### **Intangible assets**

Intangible assets include payments made to purchase existing investment management contracts from third-party investment managers. Intangible assets with definite useful lives are measured at cost less accumulated amortization and accumulated impairment losses. Amortization is recorded using the straight-line method and is based on the estimated useful lives between 3 to 6 years. Intangible assets with indefinite useful lives are not amortized. Intangible assets are reviewed for impairment at least annually and whenever there is an indication that the asset may be impaired.

### **Investment transactions**

Investment transactions are recorded on the trade date. Transaction costs are costs incurred to acquire financial assets that are measured at fair value through profit or loss and are treated as an expense as incurred. The change in the difference between fair value and amortized cost of the investments is recorded as an unrealized appreciation or depreciation on investments in the consolidated interim statements of comprehensive income (loss).

Realized gains or losses on investments are calculated using the average cost method as the difference between the net proceeds received (excluding prepayment fees, if any) and the amortized cost basis of the investment without regard to unrealized appreciation or depreciation previously recognized, and include investments charged off during the period, net of recoveries. Net change in unrealized appreciation or depreciation reflects the change in portfolio investment values during the reporting period, including any reversal of previously recorded unrealized appreciation or depreciation with respect to investments disposed during the period.

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### *Interest income*

Interest income is recorded on the accrual basis and includes the accretion of discounts and amortization of premiums. Discounts from and premiums to par value on debt investments purchased are accreted or amortized into interest income over the life of the respective security using the effective interest method. The amortized cost of debt investments represents the original cost adjusted for the accretion of discounts and amortization of premiums, if any.

Loans are in default when there is reasonable doubt that principal or interest will be collected in full. The Company considers many factors relevant to an investment when placing it on or removing it from default status including, but not limited to, the delinquency status of the investment, economic and business conditions, the overall financial condition of the underlying investment, the value of the underlying collateral, bankruptcy status, if any, and any other facts or circumstances relevant to the investment. Interest income is continued to be recognized when a loan is identified as impaired, net of its related allowance.

Transaction costs are amortized over the expected life of the instrument using the effective interest method for instruments measured at amortized cost.

### *Dividend income*

Dividend income on preferred equity securities is recorded on the accrual basis to the extent that such amounts are payable by the portfolio company and are expected to be collected. Dividend income on common equity securities is recorded on the record date for private portfolio companies or on the ex-dividend date for publicly-traded portfolio companies.

### *Management fee revenue*

Revenue from investment management fees for services rendered are calculated in accordance with respective agreements of the managed funds or service agreements. The fees are earned and recognized over the period during which the assets are managed by the Company. Management fee revenue is recognized net of amounts payable to third parties, as applicable.

## Foreign currency translation

Foreign currency assets and liabilities denominated in non-USD are translated at the exchange rate prevailing at period end date. Foreign currency transactions, such as, purchases and sales of investments, income and expenses, subscriptions and redemptions, and dividends to shareholders, are translated at the exchange rate prevailing on the respective dates of such transactions.

The Company isolates that portion of the results of operations resulting from changes in foreign exchange rates on investments from the fluctuations arising from changes in fair values of investments held. Changes in fair value on investments are shown in net change in unrealized appreciation (depreciation) on investments in the consolidated interim statements of comprehensive income (loss), while unrealized foreign exchange related fluctuations are included with the net change in unrealized gain or loss on foreign currency in the consolidated interim statements of comprehensive income (loss). Fluctuations arising from the translation of foreign currency borrowings are also included in the net change in unrealized gains or losses on foreign currency in the consolidated interim statements of comprehensive income (loss).

## Current and deferred income taxes

Income tax expense includes current and deferred income taxes. Income tax expense is recognized in the consolidated interim statements of comprehensive income (loss), except to the extent that it relates to items recognized directly in equity, in which case the tax is also recognized directly in equity.

Current tax is the amount of income tax recoverable (payable) in respect of the taxable loss (profit) for a period. Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities for accounting and tax purposes. Deferred income tax assets and liabilities are measured at the tax rates expected to apply when temporary differences reverse. Changes in deferred income tax assets and liabilities related to a change in tax rates are recorded in the period the tax rate is substantively enacted. Current and deferred taxes are offset only when they are levied by the same taxing authority, levied on the same entity or group of entities and when there is a legal right to offset.

Current income taxes include any adjustment to income taxes payable in respect of previous years. The Company also makes assumptions about the expected timing of the reversal of deferred tax assets and liabilities. If the Company's interpretations differ from those of taxing authorities or if the timing of reversals is not as expected, its provision for income taxes could increase or decrease in future periods. The amount of any such increase or decrease cannot be reasonably estimated.

Deferred tax assets are recognized only when it is probable that sufficient taxable profit will be available in future periods against which deductible temporary differences may be utilized. The Company assesses whether it is probable that its deferred income tax assets will be realized prior to expiration and, based on all the available evidence, determine if any portion of its deferred income tax assets should not be recognized. The factors used to assess the probability of realization are the Company's past experience of income and capital gains, its forecast of future net income before taxes, and the period remaining before the expiration of tax loss carryforwards. Changes in the Company's assessment of these factors could increase or decrease its provision for income taxes in future periods. Enacted or substantially enacted rates in effect at the reporting date that are expected to apply when the deferred income tax asset is realized or the deferred tax liability is settled are used to calculate deferred income taxes.

## Earnings per share

Basic income (loss) per share is calculated by dividing net income or loss attributable to common shareholders by the weighted average number of common shares outstanding during the period. Diluted income (loss) per share is calculated in the same manner, with further adjustments made to reflect the dilutive impact of instruments convertible into the Company's common shares. Certain outstanding warrants are excluded from the calculation of diluted earnings per share when the average market price of common shares does not exceed the exercise price of the warrants (i.e., they are "out of the money").

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### Restricted cash

Restricted cash represents amounts pledged as collateral for debt obligations under the credit facilities and proceeds received from the Cline transaction (described below).

### Shareholder dividends

Dividends to the Company's shareholders are recorded on the declaration date. The payment of any cash dividend to shareholders of the Company in the future will be at the discretion of the Board and will depend on, among other things, the financial condition, capital requirements and earnings of the Company, and any other factors that the Board may consider relevant.

The *Business Corporations Act* (Ontario) ("OBCA") provides that a corporation may not declare or pay a dividend if there are reasonable grounds for believing that the corporation is, or would be after the payment of the dividend, unable to pay its liabilities as they become due or the realizable value of its assets would thereby be less than the aggregate of its liabilities and stated capital of all classes of shares of its capital. Furthermore, holders of common shares may be subject to the prior dividends rights of holders of preference shares, if any, then outstanding.

### Future changes in IFRS

#### Amendment to IAS 1

In February 2021, the IASB amended IAS 1, *Presentation of Financial Statements*, and IFRS Practice Statement 2, *Making Materiality Judgements*, to address the process of selecting accounting policy disclosures, which will be based on assessments of the materiality of the accounting policies to the entity's financial statements. The amendments are effective prospectively on or after January 1, 2023, with earlier application permitted. Adoption of these amendments is not expected to have a significant impact on the Company's consolidated financial statements.

#### Amendment to IAS 8

In February 2021, the IASB amended IAS 8, *Accounting Policies, Changes to Accounting Estimates and Errors*, to include new definitions of estimate and change in accounting estimate, intended to help clarify the distinction among changes in accounting estimates, changes in accounting policies, and corrections of errors. The amendments are effective prospectively on or after January 1, 2023, with earlier application permitted. Adoption of these amendments is not expected to have a significant impact on the Company's consolidated financial statements.

## 3. FINANCIAL INSTRUMENTS

The following table summarizes the fair value hierarchy of the Company's financial assets and liabilities:

September 30, 2021	Fair Value Measurements			
	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
Debt investments	\$ —	\$ 10,432	\$ 32,727	\$ 43,159
Bonds	—	—	4,027	4,027
Equity	393	—	874	1,267
	<b>\$ 393</b>	<b>\$ 10,432</b>	<b>\$ 37,628</b>	<b>\$ 48,453</b>
<b>Financial liabilities</b>				
Contingent value rights	\$ —	\$ —	\$ 4,162	\$ 4,162
	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 4,162</b>	<b>\$ 4,162</b>

December 31, 2020	Fair Value Measurements			
	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>				
Debt investments	\$ —	\$ 7,839	\$ 13,922	\$ 21,761
Bonds	—	—	3,954	3,954
	<b>\$ —</b>	<b>\$ 7,839</b>	<b>\$ 17,876</b>	<b>\$ 25,715</b>
<b>Financial liabilities</b>				
Contingent value rights	\$ —	\$ —	\$ 3,954	\$ 3,954
	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 3,954</b>	<b>\$ 3,954</b>

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The following is a reconciliation of the Company's investment portfolio for which Level 3 inputs were used in determining fair value:

	Debt Investments	Bonds	Equity Investments	Total Financial Assets	Contingent Value Rights
<b>Balance at December 31, 2020</b>	\$ 13,922	\$ 3,954	\$ —	\$ 17,876	\$ 3,954
Purchases of investments and other adjustments to cost	38,622	—	20	38,642	—
Proceeds from principal repayments and sales of investments	(20,651)	(413)	—	(21,064)	(285)
Net realized gain on investments	220	—	—	220	—
Net change in unrealized appreciation (depreciation) on investments <sup>(1)</sup>	(430)	486	854	910	493
<b>Balance at September 30, 2021</b>	\$ 32,727	\$ 4,027	\$ 874	\$ 37,628	\$ 4,162
Net change in unrealized appreciation (depreciation) on Level 3 investments still held	\$ (430)	\$ 453	\$ 852	\$ 875	\$ 405

<sup>(1)</sup> Includes realized and unrealized gain (loss) on investments and foreign currency.

	Debt Investments	Repurchase Agreement	Bonds	Equity Investments	Total Financial Assets	Contingent Value Rights
<b>Balance at December 31, 2019</b>	\$ 40,601	\$ —	\$ 3,876	\$ 9,532	\$ 54,009	\$ 3,876
Purchases of investments and other adjustments to cost	13,165	645	—	652	14,462	—
Proceeds from principal repayments and sales of investments	(23,391)	(651)	—	(1,530)	(25,572)	—
Net realized gain on investments	78	—	—	—	78	—
Net change in unrealized appreciation (depreciation) on investments <sup>(1)</sup>	(612)	6	(97)	(181)	(884)	(97)
Transfers into Level 3 <sup>(2)</sup>	9,027	—	—	—	9,027	—
Transfers out of Level 3 <sup>(2)</sup>	(14,764)	—	—	—	(14,764)	—
<b>Balance at September 30, 2020</b>	\$ 24,104	\$ —	\$ 3,779	\$ 8,473	\$ 36,356	\$ 3,779
Net change in unrealized appreciation (depreciation) on Level 3 investments still held	\$ (612)	\$ 6	\$ 63	\$ (170)	\$ (713)	\$ 63

<sup>(1)</sup> Includes realized and unrealized gain (loss) on investments and foreign currency.

<sup>(2)</sup> Transfers into Level 3 are due to decrease in the quantity and reliability of broker quotes obtained. Transfers out of Level 3 are due to an increase in the quantity and reliability of broker quotes obtained. Transfers are assumed to have occurred at the end of the period.

The valuation techniques and significant unobservable inputs used in the valuation of level 3 investments were as follows:

Quantitative Information about Level 3 Fair Value Measurements						
September 30, 2021	Fair Value	Valuation Technique/Methodology	Unobservable Input	Range (Weighted Average)	Change in Valuation <sup>(3)</sup> +	Change in Valuation <sup>(3)</sup> -
<b>Financial assets</b>						
First lien loans <sup>(1)</sup>	\$ 21,938	Yield analysis	Discount rate	5.1%-12.0% (8.7%)	(429)	294
First lien loans <sup>(1)</sup>	10,789	Recent transaction	Transaction price	97.2-99.5 (98.2)	116	(111)
Equity investments	874	Discounted cash flow	Discount rate	30.0%-35.0% (32.5%)	(141)	13
Bonds <sup>(2)</sup>	4,027	Discounted cash flow	Discount rate	12.0%	(148)	42
	<b>\$ 37,628</b>					
<b>Financial liabilities</b>						
Contingent value rights <sup>(2)</sup>	4,162	Direct offset to bonds	Discount rate	12.0%	42	(148)
	<b>\$ 4,162</b>					

(1) For loan investments where the recent transaction price does not estimate fair value, the Company determines the fair value utilizing a yield analysis. In a yield analysis, a price is ascribed for each investment based upon an assessment of current and expected market yields for similar investments and risk profiles. Additional consideration is given to the expected life, portfolio company performance since close, and other terms and risks associated with an investment. Among other factors, a determinant of risk is the amount of leverage used by the portfolio company relative to its total enterprise value, and the rights and remedies of the Company's investment within the portfolio company's capital structure.

(2) The estimated fair value was determined based on discounted cash flows of expected proceeds resulting from the sale by Cline to Allegiance Coal Limited of all the shares in New Elk Coal Company ("NECC"). The estimated fair value in Cline was determined based on both observable and unobservable assumptions primarily related to expected value of certain Cline assets to be realized on sale, timing of the repayment of certain obligations owed by NECC to Cline, and the discount rate used.

(3) Represents a sensitivity analysis to the impact of a 100 basis point movement of the unobservable input.

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December 31, 2020	Fair Value	Quantitative Information about Level 3 Fair Value Measurements				
		Valuation Technique/Methodology	Unobservable Input	Range (Weighted Average)	Change in Valuation <sup>(3)</sup> +	Change in Valuation <sup>(3)</sup> -
<b>Financial assets</b>						
First lien loans <sup>(1)</sup>	\$ 13,922	Yield analysis	Discount rate	5.1%-13.4% (8.1%)	(397)	520
Bonds <sup>(2)</sup>	3,954	Discounted cash flow	Discount rate	12.0%	(128)	136
	<b>\$ 17,876</b>					
<b>Financial liabilities</b>						
Contingent value rights <sup>(2)</sup>	3,954	Direct offset to bonds	Discount rate	12.0%	136	(128)
	<b>\$ 3,954</b>					

(1) For loan investments where the recent transaction price does not estimate fair value, the Company determines the fair value utilizing a yield analysis. In a yield analysis, a price is ascribed for each investment based upon an assessment of current and expected market yields for similar investments and risk profiles. Additional consideration is given to the expected life, portfolio company performance since close, and other terms and risks associated with an investment. Among other factors, a determinant of risk is the amount of leverage used by the portfolio company relative to its total enterprise value, and the rights and remedies of the Company's investment within the portfolio company's capital structure.

(2) The estimated fair value was determined based on discounted cash flows of expected proceeds resulting from the sale by Cline to Allegiance Coal Limited of all the shares in New Elk Coal Company ("NECC"). The estimated fair value in Cline was determined based on both observable and unobservable assumptions primarily related to expected value of certain Cline assets to be realized on sale, timing of the repayment of certain obligations owed by NECC to Cline, and the discount rate used.

(3) Represents a sensitivity analysis to the impact of a 100 basis point movement of the unobservable input.

The Company typically determines the fair value of its performing Level 3 debt investments utilizing a yield analysis. In a yield analysis, a price is ascribed for each investment based upon an assessment of current and expected market yields for similar investments and risk profiles. Additional consideration is given to the expected life, portfolio company performance since close, and other terms and risks associated with an investment. Among other factors, a determinant of risk is the amount of leverage used by the portfolio company relative to the total enterprise value of the company, and the rights and remedies of the Company's investment within each portfolio company's capital structure.

Significant unobservable inputs include an illiquidity spread as well as a credit spread, both of which would increase the discount rate. These rates are set initially at a level such that the loan valuation equals the initial purchase cost of the loan and are subsequently adjusted at each valuation date to reflect management's current assessment of market conditions as well as of loan-specific credit and illiquidity risk. Discount rates are subject to adjustment based on both management's current assessment of market conditions and the economic performance of individual investments. The significant unobservable inputs used in the fair value measurement of the Company's Level 3 debt investments primarily include current market yields, including relevant market indices, but may also include quotes from brokers, dealers, and pricing services as indicated by comparable investments.

The Company, along with affiliates of Marret Asset Management Inc. (the "Former Manager" and collectively, the "Group"), holds an investment in the equity and bonds of Cline. Under a restructuring plan involving Cline, approved by the courts in 2015, the Group owns all of the equity and the senior secured bonds of Cline post-restructuring. On October 27, 2020, the Former Manager announced that on October 26, 2020 Allegiance Coal Limited ("Allegiance") acquired all the shares in New Elk Coal Company LLC ("NECC"), which holds all the mining assets of Cline. On February 24, 2021, the Company received CAD\$0.5 million from the Former Manager in connection with the sale. The distribution by the Company of any proceeds received from the Cline transaction will be made in accordance with the terms of the indenture governing the CVRs (as defined below). On June 9, 2021, the Company distributed CAD\$0.3 million to the holders of the CVRs and CAD\$0.2 million is payable at September 30, 2021. The estimated fair value of Cline, and the related contingent value rights liability, are based on assumptions related to the completed transaction and the future operations of the mine. The assumptions include the expected timing of the repayment of certain obligations owed by NECC to Cline and the appropriateness of discount rates used in the estimates. Accordingly, by their nature, estimates of fair value of this type are subjective and do not necessarily result in precise determinations. Should the underlying assumptions change, the estimated fair value could change by a material amount, but would have no net impact on the net income or total shareholders' equity of the Company.

The following table summarizes the characterization of ECL allowances of the Company:

	September 30, 2021				
	Stage 1	Stage 2	Stage 3	Total	
<b>Financial assets</b>					
Gross carrying value at amortized cost	\$ 12,504	\$ —	\$ —	\$ 12,504	
Allowance for credit losses	—	—	—	—	
Net carrying value at amortized cost	<b>\$ 12,504</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 12,504</b>	
<b>Financial assets</b>					
December 31, 2020					
	Stage 1	Stage 2	Stage 3	Total	
Gross carrying value at amortized cost	\$ 12,504	\$ —	\$ —	\$ 12,504	
Allowance for credit losses	—	—	—	—	
Net carrying value at amortized cost	<b>\$ 12,504</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 12,504</b>	

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The following table summarizes the changes to the allowance for credit losses of the Company:

	September 30, 2021	December 31, 2020
Beginning balance	\$ —	\$ —
Additions	—	—
Ending balance	\$ —	\$ —

## 4. INVESTMENT IN ASSOCIATES

An associate is an entity over which the Company has significant influence, but not control (or joint control). Generally, the Company is considered to exert significant influence when it holds, directly or indirectly, between 20% and 50% of the voting power of the investee.

On December 17, 2020, the Company, through its wholly-owned subsidiary, Mount Logan Management LLC ("ML Management"), acquired an equity stake in Sierra Crest Investment Management, LLC ("SCIM") for \$7.0 million. On June 8, 2021, ML Management acquired an additional equity stake in SCIM for \$2.7 million. As at September 30, 2021, \$0.5 million (December 31, 2020 – \$1.5 million) is payable related to the purchases.

The Company received dividends of \$1.1 million for the nine months ended September 30, 2021 (December 31, 2020 – \$nil).

The Company's associates that are accounted for under the equity method include:

Name	Type	Principal place of business	Country of incorporation	Ownership interest %	Voting rights %
Sierra Crest Investment Management LLC	Limited Liability Company	United States	United States	24.99%	24.99%

## 5. INTERESTS IN UNCONSOLIDATED STRUCTURED ENTITIES

The Company made a \$10 million commitment to invest in Great Lakes Holdings LP ("Great Lakes Holdings"), a Delaware limited partnership formed as a co-investment vehicle to facilitate the participation of certain co-investors to invest, directly or indirectly, in BCP Great Lakes Funding LLC ("Great Lakes Funding"). The Company was liable for its unfunded capital commitment. The Company may not sell, assign, pledge or otherwise transfer or encumber all or any part of its interest in Great Lakes Holdings, nor shall the Company have the power to substitute a transferee in its place as a substitute limited partner without having obtained the prior written consent of the general partner. The Company did not have the right to withdraw from Great Lakes Holdings without the consent of the general partner and upon such terms and conditions as may be specifically agreed upon between the general partner and the Company. The investment strategy of Great Lakes Funding is to underwrite and hold senior, secured unitranche loans made to middle-market companies.

In determining whether the Company had control or significant influence over Great Lakes Holdings, the Company assesses voting rights, the exposure to variable returns, and its ability to use the voting rights to affect the amount of the returns. The Company categorizes its investment in Great Lakes Holdings as unconsolidated structured entities.

The investment in Great Lakes Holdings is susceptible to market price risk arising from uncertainty about future values of its net asset value. The maximum exposure to loss from interest in Great Lakes Holdings is equal to the fair value of the investment at any given point in time. The fair value of Great Lakes Holdings is disclosed on the consolidated interim statements of financial position as part of investments and listed in the consolidated schedule of investments. The investment in Great Lakes Holdings was fully disposed in the fourth quarter of 2020 and as a result, as of December 31, 2020, the Company has no commitment to invest in Great Lakes Holdings.

Dividend income received for the nine months ended September 30, 2021 was \$112 (September 30, 2020 – \$579).

## 6. MANAGEMENT FEE INCOME

On November 20, 2018, the Company, through ML Management, entered into a Monitoring Agreement with BC Partners Advisors L.P. ("BC Partners") pursuant to which, among other things, the Company will receive a fee for providing monitoring services in respect of certain investments managed by BC Partners, all as agreed to by ML Management and BC Partners from time to time.

On August 21, 2020, the Company, through ML Management, entered into an asset purchase agreement with Garrison Investment Management LLC and other sellers (collectively, "GARS Sellers") with respect to the acquisition by ML Management of the rights of the GARS Sellers under certain investment management agreements, the general partnership interests of the GARS Sellers under certain partnership agreements and the rights of the GARS Sellers under certain collateral management agreements relating to Garrison Funding 2018-1 LP and Garrison MML CLO 2019-1 LP (collectively, the "CLOs") (the "CLO Acquisition"). The CLO Acquisition closed on November 12, 2020 and ML Management became the investment manager of the CLOs and receives management fees based upon aggregate gross assets under management, paid quarterly, and subject to various reductions based on caps, transaction fees, and fee-sharing arrangements.

On October 30, 2020, the Company and SCIM entered into a services agreement (the "SCIM Services Agreement") pursuant to which the Company will provide certain administrative services to SCIM in respect of the management of an investment fund ("CIF"). On December 17, 2020, the SCIM Services Agreement was amended to be between the Company's wholly-owned subsidiary, MLC US Holdings LLC ("MLC US Holdings"), and SCIM. Under the SCIM Services Agreement, in exchange for the administrative services, SCIM will pay to the Company, on a quarterly basis, an amount equal to the aggregate base management and incentive fees received by SCIM from CIF in respect of such quarter, net of debt service, a quarterly fee to be retained

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by SCIM comprised of a specified amount, plus an allocable portion of the compensation of SCIM's investment professionals in connection with their performance of investment advisory services for CIF (collectively, the "Retained Benefits"). In addition, SCIM will be reimbursed by the Company quarterly for certain expenses it incurs in connection with the investment advisory services provided to CIF. Pursuant to this arrangement, the Company will receive the net economic benefit derived by SCIM under the CIF advisory agreement, subject to the holdback of the Retained Benefits and expense reimbursements.

On April 20, 2021, the Company, through ML Management, entered into an asset purchase agreement with Capitala Investment Advisors, LLC ("CIA") with respect to the acquisition by ML Management of certain assets from CIA and whereby ML Management will become the investment adviser of Capitala Finance Corp. ("Capitala"), a U.S. publicly traded business development company whose common stock is listed on NASDAQ (the "Capitala Acquisition"). ML Management, as the investment adviser, receives a fee for investment advisory and management services consisting of two components – a 1.75% annual base management fee based upon gross assets and an incentive tied to performance. The Capitala Acquisition closed on July 1, 2021 and Capitala Finance Corp. changed its name to Logan Ridge Finance Corporation ("Logan Ridge"). The following table summarizes the management fee income for the nine months ended September 30, 2021 and 2020:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2021	2020	2021	2020
Investment management and collateral management agreements	\$ 1,454	\$ —	\$ 2,230	\$ —
Servicing fee	83	—	164	—
	<b>\$ 1,537</b>	<b>\$ —</b>	<b>\$ 2,394</b>	<b>\$ —</b>

## 7. INTANGIBLE ASSETS

Intangible assets related to the Company's acquisitions of management agreements are initially recorded at their fair value at the acquisition date and subsequently at cost less accumulated amortization and accumulated impairment losses.

The following table presents the changes in the balance of intangible assets:

	Investment Management Contracts
Cost as at December 31, 2020	\$ 3,591
Additions	19,351
<b>Cost as at September 30, 2021</b>	<b>\$ 22,942</b>

The following table presents the accumulated amortization of intangible assets:

	Investment Management Contracts
Accumulated amortization at December 31, 2020	\$ 95
Amortization	588
<b>Accumulated amortization at September 30, 2021</b>	<b>\$ 683</b>
Carrying value at December 31, 2020	\$ 3,496
<b>Carrying value at September 30, 2021</b>	<b>\$ 22,259</b>

Amortization is recorded using the straight-line method and is based on the estimated periods that the Company expects to collect management fees, which range from 3 to 6 years. The Company's intangible assets with definite lives that relate to fund management contracts was \$3.1 million as at September 30, 2021 (December 31, 2020 – \$3.5 million). The Company's intangible assets with indefinite lives that related to fund management contracts was \$19.2 million as at September 30, 2021 (December 31, 2020 – \$nil).

The useful lives of intangible assets are reviewed annually for any changes in circumstances. We test intangible assets for impairment when events or changes in circumstances indicate that their carrying value may not be recoverable. If any intangible assets are determined to be impaired, the Company writes them down to their recoverable amount, the higher of value in use and fair value less costs to sell.

There were no write-downs of intangible assets during the nine months ended September 30, 2021 (December 31, 2020 – \$nil).

## 8. RELATED PARTY TRANSACTIONS

### *Servicing Agreement*

On November 20, 2018, the Company entered into a servicing agreement (the "Servicing Agreement") with BC Partners. Under the terms of the Servicing Agreement, BC Partners as servicing agent (the "Servicing Agent") performs, or oversees the performance of, the administrative services necessary for the operation of the Company, including, without limitation: (i) provision of office facilities, equipment, clerical, bookkeeping, compliance and recordkeeping services and such other administrative services as the Servicing Agent, subject to review by the Board, shall from time to time determine to be necessary or useful to perform its obligations under the Servicing Agreement, and (ii) on behalf of the Company, conducting relations with custodians, depositories, transfer agents, dividend disbursing agents, other shareholder servicing agents, accountants, attorneys, underwriters, brokers and dealers, corporate fiduciaries, insurers, banks and such other persons in any such other capacity deemed to be necessary or desirable. The Servicing Agent is authorized to enter into sub-administration agreements as the Servicing Agent determines necessary in order to carry out the

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administrative services. The Company pays fees to BC Partners at amounts to be agreed by the parties for services performed for it pursuant to the terms of the Servicing Agreement. While the Servicing Agent performs certain administrative functions for the Company pursuant to the Servicing Agreement, the management functions of the Company are wholly performed by the Company's management team. For the nine months ended September 30, 2021, the Company incurred costs reimbursable to the Servicing Agent of \$822 (September 30, 2020 – \$468) for an allocable portion of the compensation paid by the Servicing Agent (or its affiliates) to the Company's Chief Financial Officer and his staff (based on a percentage of time such individuals devote, on an estimated basis, to the business affairs of the Company) and out-of-pocket expenses. As at September 30, 2021, reimbursable operating expenses paid by the Servicing Agent on behalf of the Company were \$1.6 million (December 31, 2020 – \$nil).

Unless earlier terminated as described below, the Servicing Agreement will remain in effect until November 20, 2021 and shall continue automatically for successive annual periods, if approved annually by (i) the vote of the Board and (ii) the vote of a majority of the Company's directors who are not parties to the Servicing Agreement or a "related party" of the Servicing Agent, or of any of its affiliates, as defined in the Multilateral Instrument 61-101 under Canadian securities law. The Servicing Agreement may be terminated at any time, without the payment of any penalty, upon 60 days' written notice by the vote of the Board or by the Servicing Agent. On November 9, 2021, the continuation of the Servicing Agreement was approved in accordance with the foregoing until November 20, 2022.

### Unitranche Lending Program

On November 28, 2018, the Company entered into a commitment of \$10.0 million (to be drawn over time) to invest in a unitranche lending program through Great Lakes Holdings, a Delaware limited partnership formed as a co-investment vehicle to facilitate the participation of certain co-investors to invest, directly or indirectly, in BCP Great Lakes Funding LLC. The program underwrites and holds senior secured unitranche loans and seeks to build a diverse portfolio of floating rate, sponsor-backed middle-market loans paying a quarterly cash yield. Funding of \$9.5 million was made under this program through 2019, with an additional \$0.8 million during 2020, and the Company received distributions, representing return of capitals, totaling \$10.3 million during 2020, resulting in the full disposition of this investment and termination of any funding commitments related thereto. As at December 31, 2020, the Company does not own any investment, and has no ongoing investment commitment, in Great Lakes Holdings.

### Compensation

Certain directors and officers of the Company are affiliated with BC Partners. Common shares held by directors and officers of the Company who are affiliated with BC Partners at September 30, 2021 were 1,073,728 (December 31, 2020 – 792,797). The total directors' fees incurred to the directors who are affiliated with BC Partners during the nine months ended September 30, 2021 was \$nil (September 30, 2020 – \$16).

Key management personnel of the Company include the chief executive officer, the chief financial officer and co-presidents and directors. Compensation incurred to officers who are affiliated with BC Partners for employee services, based on employment agreements, for the nine months ended September 30, 2021 was \$181 (September 30, 2020 – \$167).

### Other Transactions with Affiliates of BC Partners

The Company may, from time to time, enter into transactions in the normal course of operations with entities that are considered affiliates of BC Partners. At September 30, 2021, the Company held investments in BC Partners Lending Corporation, EAB Global, Inc., Portman Ridge Finance Corp. and Sierra Crest Management LLC, each of which are considered to be affiliated with BC Partners.

## 9. SHAREHOLDERS' EQUITY

### Share issuance

The Company is authorized to issue an unlimited number of preference shares, issuable in one or more series, and an unlimited number of common shares.

As at September 30, 2021, there were 19,351,593 common shares issued and outstanding (December 31, 2020 – 16,963,379). There were no preference shares outstanding as at September 30, 2021 and December 31, 2020.

The following table summarizes the shareholder transactions for the year ended December 31, 2020 and period ended September 30, 2021:

	Shares	Amount	Warrants	Amount
Balance at December 31, 2019	10,604,998	\$ 80,988	20,468,128	\$ 1,086
Shares issued <sup>(1)</sup>	6,358,381	13,302	—	—
Share issue costs	—	(810)	—	—
Balance at December 31, 2020	16,963,379	93,480	20,468,128	1,086
Shares issued <sup>(2)</sup>	2,388,214	5,974	—	—
Share issue costs	—	(320)	—	—
Warrant issuance <sup>(3)</sup>	—	(43)	76,923	43
<b>Balance at September 30, 2021</b>	<b>19,351,593</b>	<b>\$ 99,091</b>	<b>20,545,051</b>	<b>\$ 1,129</b>

- (1) On October 27, 2020 and November 25, 2020, the Company completed private placements of an aggregate of 6,358,381 common shares at a price of CAD\$2.75 per share for aggregate gross proceeds of \$13,302.
- (2) On May 7, 2021 and July 20, 2021, the Company completed private placements of an aggregate of 223,214 common shares at a price of CAD\$2.80 and an aggregate of 2,165,000 common shares at a price of CAD\$3.20 for gross proceeds of \$5,974.
- (3) In connection with the private placement on July 20, 2021, the Company issued an aggregate of 76,923 broker warrants ("Broker Warrants"), each of which is exercisable to acquire one common share at any time up to January 20, 2023 at an exercise price of CAD\$3.90.

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### Arrangement

On October 19, 2018, upon completion of a plan of arrangement carried out under the *Business Corporation Act (Ontario)* (the "Arrangement"), each of the common shares of the Company was exchanged for one new common share of the Company created pursuant to the Arrangement ("New Shares") and, subject to certain restrictions, one contingent value right ("CVR"), with each CVR representing a contingent cash entitlement in respect of Cline. Under the terms of the indenture governing the CVRs, the Company will seek to dispose of Cline for the five (5) year period following the closing of the Arrangement and will distribute to the holders of the CVRs any distributions received from Cline and the net proceeds received from the sale of the Company's holdings in Cline.

In addition, each shareholder, subject to certain restrictions, was provided with the option to exchange all of its New Shares for: (i) CAD\$0.53 in cash (subject to proration) for each New Share held, or (ii) 7.62 warrants ("Arrangement Warrants") (subject to proration) exercisable for a period of seven years from the effective date of the Arrangement at a price of CAD\$0.77 per share for each New Share held, which is a non-cash transaction. All Arrangement Warrants are outstanding as at September 30, 2021 and 2020. As at September 30, 2021 and 2020, the Company had 20,468,128 Arrangement Warrants outstanding, which are exercisable at any time up to October 19, 2025. As a result of the share consolidation completed on December 3, 2019, every eight (8) Arrangement Warrants entitle the holder to receive, upon exercise, one common share of the Company at a price of CAD\$6.16 per common share. Accordingly, an aggregate of up to 2,558,516 common shares are issuable upon the exercise of the 20,468,128 outstanding Arrangement Warrants as at September 30, 2021 and 2020.

### Dividends

The following table reflects the distributions declared on the common shares of the Company during the three and nine months ended September 30, 2021 and 2020:

Date of declaration	Record date	Payment date	Common shares outstanding	Dividend amount per share		Total dividend amount	
				CAD	USD <sup>1</sup>	CAD	USD <sup>1</sup>
March 22, 2021	March 31, 2021	April 7, 2021	16,963,379	\$ 0.020	\$ 0.016	\$ 339	\$ 271
May 12, 2021	May 27, 2021	June 25, 2021	17,186,593	\$ 0.020	\$ 0.016	\$ 344	\$ 283
August 12, 2021	August 24, 2021	September 24, 2021	19,351,593	\$ 0.020	\$ 0.016	\$ 387	\$ 309
						\$ 1,070	\$ 863
March 25, 2020	April 14, 2020	April 28, 2020	10,604,998	\$ 0.020	\$ 0.014	\$ 212	\$ 151
May 11, 2020	May 21, 2020	June 26, 2020	10,604,998	0.020	0.014	212	151
August 7, 2020	August 25, 2020	September 24, 2020	10,604,998	0.020	0.015	212	158
						\$ 636	\$ 460

<sup>1</sup> Dividends are issued and paid in CAD. For reporting purposes, amounts recorded in equity are translated to USD using the daily exchange rate on the date of declaration.

The dividends were designated as an eligible dividend for the purpose of the *Income Tax Act* (Canada) and any similar provincial or territorial legislation.

### Stock option plan and performance and restricted share unit plan

On May 30, 2019, the Company's shareholders approved (i) a stock option plan (the "Option Plan") and (ii) a performance and restricted share unit plan (the "PR Plan"). The Option Plan provides that the administrators may, from time to time, at their discretion, grant to directors, officers, employees and certain other service providers of the Company or its subsidiaries, in connection with their employment or position, options to purchase common shares of the Company. The aggregate number of common shares that are issuable under the Option Plan upon the exercise of options which have been granted and are outstanding, together with common shares that are issuable pursuant to outstanding awards and grants under any other share compensation arrangement of the Company, shall not at any time exceed 10% of the common shares then issued and outstanding. The purchase price for any common shares underlying an option shall not be less than the fair market value of a common share on the date the option is granted, being the closing price of the common shares on the NEO Exchange on the last trading day before the date of grant. Options granted under the Option Plan have a maximum term of 10 years from the date of grant. The aggregate number of common shares that are issuable under the PR Plan to pay awards which have been granted and are outstanding under the PR Plan, together with common shares that are issuable pursuant to outstanding awards or grants under any other share compensation arrangement of the Company, shall not exceed at any time 10% of the common shares then issued and outstanding. There were no options or awards outstanding under either the Option Plan or the PR Plan as at September 30, 2021 and December 31, 2020.

### Warrants

On closing of the Arrangement and in accordance with the terms of the Arrangement, the Company issued to shareholders who made an election to acquire warrants under the Arrangement, warrants to acquire an aggregate of 20,468,128 common shares of the Company. As at September 30, 2021 and December 31, 2020, the Company had 20,468,128 Arrangement Warrants outstanding which are exercisable at any time up to October 19, 2025. As a result of a share consolidation the Company completed on December 3, 2019, every eight (8) Arrangement Warrants entitle the holder to receive, upon exercise, one common share of the Company at a price of CAD\$6.16 per common share. Accordingly, an aggregate of up to 2,558,516 common shares are issuable upon the exercise of the 20,468,128 outstanding Arrangement Warrants as at September 30, 2021 and December 31, 2020.

In connection with the private placement on July 20, 2021, the Company issued an aggregate of 76,923 Broker Warrants, each of which is exercisable to acquire one common share at any time up to January 20, 2023 at an exercise price of CAD\$3.90.

As at September 30, 2021, there were 20,545,051 warrants outstanding (December 31, 2020 – 20,468,128).

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### 10. CONTINGENT VALUE RIGHTS

#### *Management of Cline*

On October 19, 2018, in connection with the completion of the Arrangement, the Company terminated the Management Services Agreement (“MSA”) with Marret Asset Management Inc. (the “Former Manager”) except for retaining the Former Manager to continue to manage the Company’s investment in Cline for a fee equal to 1% of the net proceeds of any distribution made by Cline in a particular year or 1% of the net proceeds to the Company from a sale of the Company’s interest in Cline. Fees that are attributable to the investment in Cline shall only be determined and become payable to the Former Manager on the sale of the investment in Cline, in its entirety, and shall be calculated using, and payable only on the net sale proceeds actually received by the Company for its investment in Cline. Any fees paid to the Former Manager as a result of the sale of the investment in Cline will reduce the amounts paid to the holders of CVRs (as defined below).

On closing of the Arrangement and in accordance with the terms of the Arrangement, the Company issued to its shareholders an aggregate of 17,288,140 CVRs. As part of the Arrangement, each shareholder of the Company (other than U.S. shareholders) received one (1) CVR in respect of Cline for each common share held as of the record date for the determination of shareholders entitled to receive CVRs. Pursuant to the indenture governing the terms of the CVRs, the Company will seek to dispose of Cline for the five (5) year period following the closing of the Arrangement and will distribute to the holders of the CVRs: (a) distributions received from Cline; and (b) the net proceeds received from the sale of the Company’s holdings in Cline. Fees that are attributable to the investment in Cline shall only be determined and become payable to the Former Manager on the sale of the investment in Cline, in its entirety, and shall be calculated using, and payable only on the net sale proceeds actually received by the Company for its investment in Cline. Any fees paid to the Former Manager as a result of the sale of the investment in Cline will reduce the amounts paid to the holders of CVRs. On October 27, 2020, the Former Manager announced that on October 26, 2020 Allegiance acquired all the shares in NECC, which holds all the mining assets of Cline. On February 24, 2021, the Company received CAD\$0.5 million from the Former Manager in connection with the sale. The distribution by the Company of any proceeds received from the Cline transaction will be made in accordance with the terms of the indenture governing the CVRs. On June 9, 2021, the Company distributed CAD\$0.3 million to the holders of the CVRs and CAD\$0.2 million is payable at September 30, 2021.

As at September 30, 2021, the CVRs had a fair value of \$4,162, being the fair value of the investment in Cline and cash received from the sale and payable to holders of the CVRs (December 31, 2020 – \$3,954).

### 11. DEBT

#### *MLC I Revolving Senior Loan Facility*

On February 22, 2019 (the “Closing Date”), Great Lakes Senior MLC I LLC (“MLC I”), a wholly-owned subsidiary of the Company, entered into a facility and security agreement, which was amended on January 31, 2020 (“First Amendment Effective Date”) and further amended on July 31, 2020 (as amended, the “MLC I Revolving Senior Loan Facility”), of up to \$50.0 million with a large financial institution as initial lender, and such other additional institutions who from time to time are parties thereto (the “Lender”). U.S. Bank N.A. serves as administrative agent, custodian, collateral agent and collateral administrator. The MLC I Revolving Senior Loan Facility is guaranteed by the Company.

The maximum principal amount of the MLC I Revolving Senior Loan Facility was initially \$29.0 million, which amount was automatically amended to: (a) \$36.6 million seven months after the Closing Date, (b) \$43.3 million eight months after the Closing Date, (c) \$50.0 million nine months after the Closing Date (d) \$34.4 million on the First Amendment Effective Date and (e) \$50.0 million on September 30, 2020, with a one-time facility increase of \$25.0 million exercisable at any time after total advances equal or exceed \$40.0 million.

Amounts drawn under the MLC I Revolving Senior Loan Facility will bear interest at LIBOR plus a spread of 2.50% or 1.80% depending on the asset base with a minimum weighted average interest of LIBOR plus 2.15%. The Company pays a commitment fee of 0.50% per annum on undrawn amounts under the MLC I Revolving Senior Loan Facility. In addition, the Company accrues a make whole fee, payable on the maturity date, for each day during the period beginning on November 22, 2019 and ending on the date the maximum principal amount of the MLC I Revolving Senior Loan Facility is reached.

The outstanding principal amount and accrued but unpaid interest in respect of the MLC I Revolving Senior Loan Facility was payable on February 19, 2021, subject to certain adjustments pursuant to the MLC I Revolving Senior Loan Facility. On February 4, 2021, the outstanding amount under the MLC I Revolving Senior Loan Facility was repaid in full and the facility was terminated.

The MLC I Revolving Senior Loan Facility contained affirmative and restrictive covenants, events of default and other customary provisions, including periodic financial reporting requirements and minimum liquidity requirements.

#### *MLCSC Credit Facility*

On December 17, 2020, MLCSC Holdings Finance LLC, a wholly-owned indirect subsidiary of the Company, entered into a credit facility of \$5.3 million with a large financial institution as lender (the “MLCSC Credit Facility”), which bears interest at 9.50% per annum and matures on April 2, 2024. Payment of principal and interest are made on each payment date, with the remaining principal outstanding and accrued but unpaid interest payable on April 2, 2024. On August 20, 2021, the outstanding amount under the MLCSC Credit Facility was repaid in full and the facility was terminated.

#### *MLC I Revolving Credit Facility*

On May 7, 2021, MLC I entered into a revolving credit and security agreement (the “Facility Agreement”) with a large US-domiciled financial institution, as administrative agent (the “Agent”). Pursuant to the Facility Agreement, the Agent shall arrange for lenders to advance to MLC I on a revolving basis up to \$60.0 million (the “MLC I Revolving Credit Facility”). The MLC I Revolving Credit Facility matures on February 7, 2022, subject to earlier repayment at the option of MLC I. Amounts drawn under the MLC I Revolving Credit Facility will bear interest at LIBOR plus a spread of 4.00% for the first three months, 5.50% for the following three months, and 8.00% thereafter. Payment of principal and interest are made on the maturity date. The MLC I Revolving Credit Facility is collateralized by assets held by MLC I. ML Management is a guarantor of the MLC I Revolving Credit Facility and the MLC I Revolving Credit Facility is non-recourse in nature to the Company.

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The MLC I Revolving Credit Facility contains affirmative and restrictive covenants, events of default and other customary provisions.

#### MLC US Holdings

On August 20, 2021, MLC US Holdings entered into a credit facility with a large US-based asset manager, as administrative agent and collateral agent for the lenders, whereby MLC US Holdings may borrow up to \$25.0 million by December 31, 2021 (the "MLC US Holdings Credit Facility"). The MLC US Holdings Credit Facility matures on August 20, 2027.

Amounts drawn under the MLC US Holdings Credit Facility will bear interest at LIBOR plus a spread of 7.50%. A commitment fee of 0.50% per annum is charged on undrawn amounts. Payment of principal and interest are made on each payment date, with the remaining principal outstanding and accrued but unpaid interest payable on August 20, 2027. The MLC US Holdings Credit Facility is collateralized by assets held by MLC US Holdings. MLC is a guarantor of the MLC US Holdings Credit Facility.

The MLC US Holdings Credit Facility contains affirmative and negative covenants, events of default and other customary provision, including periodic financial reporting requirements.

Debt obligations consisted of the following as at September 30, 2021 and December 31, 2020:

	September 30, 2021					
	Maturity date	Stated interest Rate	Effective interest rate	Extension options	Total facility	Outstanding balance
MLC I Revolving Credit Facility <sup>(1)</sup>	February 2022	L+4.00%	5.00%	N/A	\$ 60,000	\$ 20,500
MLC US Holdings Credit Facility	August 2027	L+7.50%	8.50%	N/A	\$ 25,000	\$ 16,500
<b>Total debt</b>						<b>\$ 37,000</b>

(1) The MLC I Revolving Credit Facility is secured by loan investments and cash held by MLC I and guaranteed by ML Management.

(2) The MLC US Holdings Credit Facility is secured by the management fee income related to the management of Logan Ridge and guaranteed by MLC and ML Management.

	December 31, 2020					
	Maturity date	Stated interest Rate	Effective interest rate	Extension options	Total facility	Outstanding balance
MLC I Revolving Senior Loan Facility <sup>(1)</sup>	February 2021	L+2.17%	2.39%	One-year	\$ 50,000	\$ 34,400
MLCSC Credit Facility <sup>(2)</sup>	April 2024	9.5%	9.50%	N/A	5,330	5,330
<b>Total debt</b>						<b>\$ 39,730</b>

(1) The MLC I Revolving Senior Loan Facility was secured by loan investments and cash held by MLC I and guaranteed by the Company. The MLC I Revolving Senior Loan Facility was repaid in full and terminated on February 4, 2021.

(2) The MLCSC Credit Facility was secured by the management fee income related to the management of CIF. The MLCSC Credit Facility was repaid in full and terminated on August 20, 2021.

The scheduled principal repayments are as follows:

	September 30, 2021		December 31, 2020	
2021	\$	313	\$	35,398
2022		21,750		1,330
2023		1,250		1,330
2024		1,250		1,672
2025		1,250		—
2026 and thereafter		11,187		—
		37,000		39,730
Transaction costs (net of amortization)		(1,439)		(318)
<b>Total debt</b>	<b>\$</b>	<b>35,561</b>	<b>\$</b>	<b>39,412</b>

For the nine months ended September 30, 2021, interest expense, including the amortization of debt issuance costs, was \$1.5 million (September 30, 2020 – \$1.6 million).

#### Seller Note

On July 1, 2021, ML Management completed the Capitala Acquisition for the purchase of certain assets from CIA in consideration of cash, MLC stock and a seller note of \$4.0 million, which bears no interest and is payable by July 1, 2025.

## 12. INCOME TAXES

Included in deferred income tax assets is \$3,494 (December 31, 2020 – \$1,716) related to deductible temporary differences. On the evidence available, including management projections of income, the Company believes that it is probable there will be sufficient taxable income generated by the Company's business operations to support these deferred tax assets.

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	Nine Months Ended September 30, 2021	Nine Months Ended September 30, 2020
Income (loss) from operations before income taxes	\$ 35	\$ (1,036)
Combined federal and provincial statutory income taxes	26.50%	26.50%
Income tax provision based on statutory income taxes	9	(275)
Permanent differences	321	(26)
Deferred tax asset not recognized	(776)	301
Rate differential	(63)	—
<b>Total tax expense (recovery)</b>	<b>\$ (509)</b>	<b>\$ —</b>

Based on the Company's income tax filings and current year activity, the gross deductible temporary differences are as follows:

	September 30, 2021	December 31, 2020
Scientific research costs not yet deducted <sup>(1)</sup>	\$ 57,407	\$ 57,163
Non-capital losses available <sup>(2)</sup>	33,556	34,406
Net capital losses available <sup>(3)</sup>	24,363	24,260
Other	3,798	2,175
Gross deductible temporary differences	119,124	118,004
Combined federal and provincial statutory income taxes	26.50%	26.50%
Deferred tax asset, gross	31,568	31,271
Deferred tax asset not recognized	(28,074)	(29,555)
Deferred tax asset, net	<b>\$ 3,494</b>	<b>\$ 1,716</b>

(1) The Company has \$57,407 of scientific research and experimental development expenditure pools available for deduction against future income. These expenditure pools have no expiry date.

(2) The Company has \$33,556 of non-capital losses available to offset future taxable income. These losses expire between 2026 and 2040.

(3) The Company has \$24,363 of net capital losses available to offset future capital gains for which no benefit has been recorded. These losses have no expiry date.

### 13. INCOME (LOSS) PER SHARE

Basic income (loss) per share is calculated by dividing net income or loss attributable to common shareholders by the weighted average number of common shares outstanding during the period. Diluted income (loss) per share is calculated in the same manner, with further adjustments made to reflect the dilutive impact of instruments convertible into the Company's common shares.

The following table sets forth the computation of basic and diluted income (loss) per common share for the three and nine months ended September 30, 2021 and 2020:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2021	2020	2021	2020
<b>Basic earnings per common share</b>				
Comprehensive income (loss)	\$ 479	\$ 1,270	\$ 544	\$ (1,036)
Weighted-average number of common shares outstanding	18,886,002	10,604,998	17,659,939	10,604,998
Basic earnings per common share	<b>\$ 0.03</b>	<b>\$ 0.12</b>	<b>\$ 0.03</b>	<b>\$ (0.10)</b>
<b>Diluted earnings per common share</b>				
Comprehensive income (loss)	479	1,270	544	(1,036)
Weighted-average number of common shares outstanding	18,886,002	10,604,998	17,659,939	10,604,998
Effect of dilutive investments				
Warrants potentially exercisable	76,923	—	76,923	—
Common shares potentially issued	1,258,931	—	1,258,931	—
Weighted-average number of diluted common shares outstanding	20,221,856	10,604,998	18,995,793	10,604,998
Diluted earnings per common share	<b>\$ 0.02</b>	<b>\$ 0.12</b>	<b>\$ 0.03</b>	<b>\$ (0.10)</b>

In computing diluted earnings per share, certain outstanding warrants are excluded from the calculation of diluted earnings per share when the average market price of common shares does not exceed the exercise price of the warrants (i.e., they are "out of the money").

# MOUNT LOGAN CAPITAL INC.

## NOTES TO CONSOLIDATED INTERIM FINANCIAL STATEMENTS

For the three and nine months ended September 30, 2021 and 2020

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### 14. COMMITMENTS AND CONTINGENCIES

From time to time, the Company may enter into commitments to fund investments. As at September 30, 2021 and December 31, 2020, the Company had the following outstanding commitments to fund investments in current portfolio companies:

Portfolio Company	Investment	Currency	September 30, 2021	December 31, 2020
Gastro Health Holdco, LLC	First lien delayed draw term loan	USD	\$ 410	\$ —
Marble Point Credit Management LLC	First lien delayed draw term loan	USD	563	—
The PromptCare Companies Inc.	First lien delayed draw term loan	USD	—	327
Sierra Crest Management LLC	Promissory note	USD	2,496	2,496
			<b>\$ 3,469</b>	<b>\$ 2,823</b>

On May 19, 2021, the Company announced that it had entered into a non-binding agreement for the acquisition of 100% of the equity of Ability Insurance Company ("Ability") for a purchase price of \$20.0 million to be satisfied through the issuance of an unsecured promissory note in the amount of \$15.0 million and \$5.0 million of the Company's common shares. The Ability transaction closed on October 29, 2021.

### 15. FINANCIAL RISK MANAGEMENT

In the normal course of business, the Company is exposed to a variety of financial risks. The Company seeks to minimize potential adverse effects of these risks for the Company's performance through management's professional experience in portfolio management and by monitoring the Company's investment positions and market events, and periodically may use derivatives to hedge certain risk exposures. To assist in managing risks, the Company maintains a governance structure that oversees the investment activities and monitors compliance with the Company's stated investment strategies, internal guidelines, and securities regulations.

#### (a) Credit risk

Credit risk is the risk of a financial loss occurring as a result of the default of a counterparty on its obligation to the Company. It arises principally from debt securities held, and also from derivative financial assets, cash and cash equivalents, and other receivables. The Company's maximum credit risk exposure as at the reporting date is represented by the respective carrying amounts of the financial assets in the consolidated interim statements of financial position. A provision for doubtful accounts is taken for all anticipated collectability risks. The Company's credit risk policy is to minimize its exposure to counterparties with perceived higher risk of default by dealing only with counterparties that meet the Company's credit standards and by obtaining collateral through security on assets of the obligors.

Credit risk is managed by dealing with counterparties the Company believes to be creditworthy and by regular monitoring of credit exposures. None of the counterparties to the debt instruments are publicly rated. The Company deposits its cash with highly-rated banking corporations.

The Company's investments in debt securities are generally unrated.

#### (b) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with its financial liabilities as they fall due or can only do so on terms that are materially disadvantageous. Prudent liquidity risk management includes maintaining sufficient cash on hand and the availability of funding through an adequate amount of committed credit facilities. The Company may borrow funds to make investments to the extent it determines that additional capital would allow it to take advantage of additional investment opportunities or if the market for debt financing presents attractively priced debt financing opportunities. The Company also has the ability to raise additional liquidity through the issuance of common shares and through the sale of its portfolio investments. Periodic cash flow forecasts are performed to ensure the Company has sufficient cash to meet operational and financing costs. Liquidity risk arising from the contingent value rights is mitigated by the investment in Cline and payable only on the net sale proceeds actually received by the Company for its investment in Cline, and as such, excluded from the table below.

The notional amount of financial liabilities broken down by contractual maturity is as follows:

	September 30, 2021	December 31, 2020
On demand	\$ —	\$ —
0 - 12 months	16,235	39,839
1 - 3 years	24,250	2,660
3 - 5 years	11,500	1,672
5 years or more	—	—
<b>Total carrying value of financial liabilities</b>	<b>\$ 51,985</b>	<b>\$ 44,171</b>

#### (c) Market risk

Market risk is the risk that changes in market prices, such as interest rates, equity prices, foreign exchange rates and credit spreads (not relating to changes in the obligor's/issuer's credit standing) will affect the Company's income or the fair value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return. Market risk includes currency risk, interest rate risk and other price risk.

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The outbreak of the novel coronavirus, or COVID-19, in many countries continues to adversely impact global commercial activity and has contributed to significant volatility in financial markets. The global impact of the outbreak has been rapidly evolving, and as cases of the virus have continued to be identified in additional countries, many countries have reacted by instituting quarantines and restrictions on travel. Such actions are creating disruption in global supply chains, and adversely impacting a number of industries, such as transportation, hospitality and entertainment. The outbreak has had a continued adverse impact on economic and market conditions and trigger a period of global economic slowdown. The rapid development and fluidity of this situation precludes any prediction as to the ultimate adverse impact of the novel coronavirus. Nevertheless, the novel coronavirus presents material uncertainty and risk with respect to our and our portfolio companies' performance and financial results.

#### (d) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company holds certain debt investments with fixed interest rates that expose it to fair value interest rate risk. The Company also holds debt investments subject to variable interest rates, which exposes it to cash flow interest rate risk and is partially mitigated with those debt investments subject to an interest rate floor. The Company also holds a debt obligation subject to variable interest rates, which partially mitigates it to cash flow interest rate risk.

The following table summarizes the Company's exposure to interest rate risk, including the Company's assets and liabilities categorized by the remaining term to maturity:

	September 30, 2021	December 31, 2020
<b>Financial assets</b>		
Less than 1 year	\$ 4,027	\$ —
1 - 3 years	7,011	4,998
3 - 5 years	7,583	12,536
> 5 years	41,069	15,356
<b>Total</b>	<b>\$ 59,690</b>	<b>\$ 32,890</b>
<b>Financial liabilities</b>		
Less than 1 year	\$ 20,500	\$ 39,730
1 - 3 years	—	—
3 - 5 years	—	—
> 5 years	16,500	—
<b>Total</b>	<b>\$ 37,000</b>	<b>\$ 39,730</b>

The annualized impact on net income of hypothetical base rate changes in interest rates on our debt investments and debt obligation had the prevailing interest rates been lowered or raised by 1%, assuming a parallel shift in the yield curve, with all other variables remaining constant, was \$367 as at September 30, 2021 (December 31, 2020 – \$179). In practice, actual results may differ from this sensitivity analysis.

#### (e) Valuation risk

The Company invests, and plans to continue to invest, primarily in illiquid debt of private companies. Most of the Company's investments will not have a readily available market price, and the Company values these investments at fair value as determined in good faith by management and independent third-party valuation firm(s) and in accordance with the Company's valuation policy. There is no single standard for determining fair value. As a result, determining fair value requires that judgment be applied to the specific facts and circumstances of each portfolio investment while employing a consistently applied valuation process for the types of investments the Company makes. If the Company was required to liquidate a portfolio investment in a forced or liquidation sale, it may realize amounts that are different from the amounts presented and such differences could be material.

Price declines in the medium- and large-sized corporate debt market may adversely affect the fair value of the Company's portfolio, reducing the net asset value of the Company through increased net unrealized depreciation.

#### (f) Concentration risk

Concentration risk arises because of the concentration of exposures within the same category, whether it is geographic location, product type, industry sector or counterparty type.

The following is a summary of the Company's concentration risk, based on geographic location and product type:

	September 30, 2021		December 31, 2020	
	Fair value	% of total	Fair value	% of total
Loans	\$ 55,663	77.8%	\$ 34,265	75.8%
Bonds	4,027	5.6%	3,954	8.7%
Equity	11,853	16.6%	7,000	15.5%
	<b>\$ 71,543</b>	<b>100.0%</b>	<b>\$ 45,219</b>	<b>100.0%</b>

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	September 30, 2021		December 31, 2020	
	Fair value	% of total	Fair value	% of total
United States	\$ 62,918	87.9%	\$ 41,265	91.3%
Canada	8,625	12.1%	3,954	8.7%
	<b>\$ 71,543</b>	<b>100.0%</b>	<b>\$ 45,219</b>	<b>100.0%</b>

#### (g) Currency risk

Currency risk is the risk that financial instruments which are denominated in currencies other than the Company's functional currency, the United States dollar, will fluctuate due to changes in currency exchange rates and adversely impact the Company's reported income, cash flows or fair values of its investment holdings. The Company may reduce its currency exposure through the use of derivative arrangements such as foreign exchange forward contracts or futures contracts. As at September 30, 2021 and December 31, 2020, the Company had exposure to the Canadian dollar through its holding of investments and other assets and liabilities denominated in Canadian dollars. The amount by which the net assets of the Company would have increased or decreased, as at September 30, 2021, had the prevailing exchange rates been lowered or raised by \$0.01 was \$6 (December 31, 2020 - \$2). In practice, actual results may differ from this sensitivity analysis.

The tables below indicate the currencies to which the Company had significant net exposure other than its functional currency as at September 30, 2021 and December 31, 2020, on its monetary assets and liabilities, as well as the underlying notional amount of any foreign forward currency contracts:

#### September 30, 2021:

Currency	Non-USD denominated investments	Non-USD denominated assets	Non-USD denominated liabilities	Net exposure	As a % of net equity
CAD	\$ 4,027	\$ 653	\$ (4,237)	\$ 443	-0.9%

#### December 31, 2020:

Currency	Non-USD denominated investments	Non-USD denominated assets	Non-USD denominated liabilities	Net exposure	As a % of net equity
CAD	\$ 3,954	\$ 27	\$ (4,173)	\$ (192)	0.4%

As at September 30, 2021 and December 31, 2020, the majority of the Company's net assets were denominated in U.S. dollars.

## 16. CAPITAL MANAGEMENT

The Company's objectives when managing capital are: (i) to safeguard its ability to meet financial obligations and growth objectives, including future acquisitions; (ii) to provide an appropriate return to its shareholders; and (iii) to maintain an optimal capital structure that allows multiple financing options, should a financing need arise. The Company's capital consists of debt, cash and shareholders' equity. In order to maintain or adjust the capital structure, the Company actively manages its equity as capital and may adjust the amount of debt borrowings, dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets. The Company's officers and senior management are responsible for managing the Company's capital and do so through active portfolio management quarterly meetings and regular review of financial information.

As of September 30, 2021, the Company was in compliance with all financial covenants in its debt facilities.

## 17. COVID UPDATE

The outbreak of the novel coronavirus, or COVID-19, continues to adversely impact global commercial activity and has contributed to significant volatility in financial markets. The global impact of the outbreak has been rapidly evolving, and many countries have reacted by instituting or reinstating quarantines, restrictions on travel and other measures to mitigate the impact of this pandemic. While many of these measures have been relaxed in certain jurisdictions, spread of the virus continues and some of these restrictions remain in place. Such actions have created disruption in global supply chains, and have adversely impacted a number of industries, including, among others, transportation, hospitality and entertainment. The outbreak has triggered a period of global economic slowdown and continued volatility and could have a continued adverse impact on economic and market conditions, even after restrictive measures are relaxed or removed. The rapid development and continued fluidity of this situation precludes any prediction as to the duration and extent of this pandemic and its impact on the business, financial condition and results of operations of the Company and its subsidiaries, as well as the business, financial condition and results of operations of their portfolio companies. Nevertheless, the novel coronavirus presents material uncertainty and risk with respect to our and our portfolio companies' performance and financial results, including following the relaxation or removal of

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restrictive measures. The Company continues to actively monitor developments with respect to this pandemic and its impact as part of the Company's overall investment objective and strategy.

Each company in the Company's investment portfolio has from time to time faced different pressures as a result of the COVID-19 pandemic. Some portfolio companies have been affected more severely than others, while some have even benefitted from the impact of COVID-19. In respect of portfolio companies that have been negatively impacted by COVID-19, certain adverse consequences experienced have included declines in demand for products and/or services, increased costs, disruptions to supply chains, and interruptions to operations thus necessitating certain cost-cutting measures including, but not limited to, permanent layoffs, temporary reductions in force, curtailed operations, renegotiation of supply contracts, and reduced discretionary spending and capital expenditures. In addition, a number of portfolio companies have evaluated or participated in government programs for financing or tax breaks in order to supplement reduced cash flow. Furthermore, in order to adapt, a number of portfolio companies have: (i) adjusted their internal business operations to permit more effective remote work; (ii) shifted their sales to new channels amid disruptions in distribution; and (iii) altered their products or services to adapt to new customer needs in light of COVID-19. The adverse impacts of the COVID-19 pandemic on the Company's portfolio companies have in turn adversely affected, and threaten to continue to adversely affect, the Company's operations, including a higher risk of defaults which could lead to lower cash flow and increased credit risk of borrowers, potentially ultimately leading to declines in the fair value of the Company's investment portfolio. In order to remain informed of potential negative impacts, the Company is in more frequent contact with its underlying borrowers and receiving incremental reporting information (such as near term cash flow forecasts to gauge liquidity) to understand the outlook and potential risks affecting the borrowers. As a lender to its portfolio companies holding a portion of debt, the Company generally has access to certain operational information concerning its portfolio companies customary for lenders, but the Company is not actively involved in the operations of its portfolio companies. As such, the Company's understanding and assessments of the risks, trends and uncertainties facing its portfolio companies are based on the information available to the Company as a lender, which could be limited in certain circumstances. The Company seeks to actively monitor its investment portfolio and have regular communications with its portfolio companies to continuously update, re-assess and mitigate these risks, trends and uncertainties.

The foregoing adverse impacts of the COVID-19 pandemic could continue even as certain jurisdictions continue the process of permitting the reopening of businesses and other organizations and easing restrictions on social interactions. The overall impact of the COVID-19 pandemic remains uncertain and depends on, among other things, the progression of the virus, the emergence of variants, the timing of the manufacture and distribution of vaccines and the level of public acceptance thereof and that the actions taken by governments in different jurisdictions vary. Given the continuing development of the COVID-19 pandemic and the uncertainty surrounding its long-term impact, it is not possible to say with certainty whether the foregoing trends and uncertainties will continue. However, as of the date hereof, there have not been any payment defaults in the Company's investment portfolio. All borrowers remain current on their interest payments and the Company remains in frequent contact with its borrowers and loan agents regarding the ongoing performance of borrowers and any potential business disruptions.

## 18. SUBSEQUENT EVENTS

On October 29, 2021, the Company completed its previously announced acquisition of 100% of the equity of Ability Insurance Company for a purchase price of \$20.0 million, comprised of the issuance of an unsecured promissory note in the amount of \$15.0 million and an aggregate of 1,579,671 common shares of the Company having an aggregate value of \$5.0 million. ML Management has been engaged as an investment adviser for a meaningful portion of Ability's assets.

On October 29, 2021, the Company issued an aggregate of 1,258,931 common shares of the Company having an aggregate value of \$4.0 million and paid \$1.0 million in cash to CIA as part of the deferred purchase price payable by the Company pursuant to the Capitala Acquisition.

On November 9, 2021, the Board declared a cash dividend in the amount of CAD\$0.02 per common share to be paid on December 23, 2021 to shareholders of record on November 22, 2021.



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