Report to Shareholders

Q3 2023 Sienna Senior Living Inc.

Cultivating happiness in daily life

Sienna
Senior Living

LETTER TO SHAREHOLDERS

Dear Fellow Shareholders,

Sienna's strong year over year growth in the third quarter, which marks the Company's fourth consecutive quarter of improvements in Adjusted Funds from Operations (AFFO) per share, underscores our continued focus on operating efficiencies. Our relentless efforts to enhance team member engagement and effectively reduce agency staffing to pre-pandemic levels contributed to the significant growth in net operating income (NOI) and a double-digit increase in our Operating Funds from Operations (OFFO) per share during the quarter. Combined with our initiatives to increase occupancy and grow rental rates to match inflation, we are excited about the opportunities that lie ahead.

Our results also highlight the needs-driven nature of our business and its relative resilience amidst a more challenging economic backdrop. In addition, with the support of our strong balance sheet, minimal near term debt maturities and prudent approach to capital, we have been able to act on strategic growth projects and opportunities, and expanded our operational presence into Alberta, now spanning four provinces.

Agency staffing costs return to pre-pandemic levels

Our third quarter results reflect our effective cost management initiatives. Overall, Sienna's net operating income in our same property portfolio grew by 7.0% year over year in Q3 2023, including a 6.1% increase in our long-term care segment and a 7.9% increase in our retirement segment. Our long-term care operations further stabilized, with average occupancy levels exceeding 98%, and our retirement operations continued to benefit from rate increases and the stabilization of our acquisition portfolio. Average monthly same property occupancy in our retirement portfolio has improved for four consecutive months since the middle of the year and reached 88.0% in October. We continue to make steady progress towards stabilized same-property occupancy and consistently outperform the industry average.

Further supporting our results was the substantial reduction in agency staffing costs. A combination of improvements to how we fill shifts with Sienna's own team members and better contract terms with fewer staffing agencies have led to a nearly 60% decrease in agency staffing costs compared to the third quarter of last year. At $4.8 million, agency staffing costs have essentially returned to pre-pandemic levels in Q3 2023.

Team member engagement continues to rise

Reducing agency staff not only affects the bottom line and continuity of care, but also improves team member morale. The benefits of reducing agency staff, coupled with our significant investments in attracting and retaining team members who are passionate about our purpose, are reflected in our most recent team member engagement survey. The survey was conducted in October with our highest participation rate so far at 72%, and resulted in the improvement in our team member engagement score for the third consecutive year. In line with previous years, we will use the learnings from the survey to further improve our operations and create a great work environment for all.

There is a direct correlation between team member engagement and resident satisfaction and we continually strive to better understand the factors that contribute to our team members' and residents' happiness.

Disciplined capital strategy supports development and expansion initiatives

Our strong balance sheet and disciplined capital strategy are supporting our efforts to grow and improve our Company, despite a higher interest rate and challenging capital markets environment. We will remain focused on adding value to our physical assets through capital improvements and redevelopment and will continue to take advantage of select opportunities to grow our asset base and management platform. At the same time, we are prioritizing internal portfolio optimization.

Growing the Company's footprint remains a key objective for Sienna. In British Columbia, we are in the process of increasing our ownership interest in Nicola Lodge in the Greater Vancouver Area. We currently own 40% of this 256-bed best-in-class long-term care community and will acquire the remaining 60% in two separate transactions. The first closing is anticipated to take place during Q1 2024, with the second closing to occur between November 2024 and March 2026.

In Ontario, we are excited to approach the finish line with respect to the development of our 150-suite retirement residence in Niagara Falls. We anticipate to complete construction this month and expect the first residents to move in at the beginning of 2024. We are also progressing well with the construction of our long-term care redevelopment in North Bay and our campus of care project in Brantford. Combined, these two projects will replace older Class C beds with 320 Class A beds and add 147 retirement suites.

And on November 1, 2023, we made our inaugural entry into Alberta by entering into a management contract with Sabra Health Care REIT, Inc. for a 70-suite retirement residence in a prime location in Calgary. The transaction underscores our commitment to continually diversify our business and deepen relationships with key partners.

Capitalizing on long-term fundamentals

Our continued focus on improving resident experience and team member engagement, while implementing efficiencies and reducing our reliance on temporary agency staffing, is reflected in our Q3 results. Combined with the strength of our balance sheet and the expansion of our asset base and management platform, we anticipate that our initiatives will support our operating margins and put us in a strong position to take advantage of the favourable supply and demand fundamentals in Canadian senior living.

Each of our initiatives is also intended to cultivate happiness for our residents and team members who live and work in our buildings, and we aim to never loose sight of the immense responsibility we have at Sienna.

On behalf of our management team and our Board of Directors, I want to thank all of you for your continued support and commitment.

Sincerely,

Nitin Jain

President and Chief Executive Officer

Sienna Senior Living

Management's Discussion and Analysis

Q3 2023 Sienna Senior Living Inc.

Cultivating happiness in daily life

Sienna
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Management's Discussion and Analysis

Basis of Presentation

The following Management's Discussion and Analysis ("**MD&A**") for Sienna Senior Living Inc. (the "**Company**" or "**Sienna**") provides a summary of the financial results for the three and nine months ended September 30, 2023. This MD&A should be read in conjunction with the Company's unaudited condensed interim consolidated financial statements ("**interim consolidated financial statements**") for the three and nine months ended September 30, 2023. This material is available on the Company's website at www.siennaliving.ca. Additional information about the Company, including its most current Annual Information Form ("**AIF**") can be found on the System for Electronic Document Analysis and Retrieval ("**SEDAR**") at www.sedar.com.

All references to "**we**", "**our**", "**us**", "**Sienna**", or the "**Company**", unless otherwise indicated or the context otherwise requires, refer to Sienna Senior Living Inc. and its direct and indirect subsidiaries. For ease of reference, the "Company" is used in reference to the ownership and operation of senior living residences and its third party management business. Subsidiaries of the Company are the direct owners and operators of such residences.

Financial information has been prepared in accordance with International Financial Reporting Standards ("**IFRS**"). In this document, "**Q1**" refers to the three-month period ended March 31; "**Q2**" refers to the three-month period ended June 30; "**Q3**" refers to the three-month period ended September 30; and "**Q4**" refers to the three-month period ended December 31.

With the exception of this MD&A's Business Update, Outlook and Environmental, Social and Governance ("**ESG**") Responsibility sections, or unless otherwise stated, all dollar amounts referred to in this MD&A, including tabular amounts, are expressed in thousands of Canadian dollars.

This MD&A contains forward-looking information based on management's expectations, estimates and projections about the future results, performance, achievements, prospects or opportunities for Sienna and the senior living industry as of the date of this MD&A. Please refer to the "Forward-looking Statements" section and the "Risk Factors" section of this MD&A for more information.

Additional Information

Additional information relating to the Company can be found on the Company's website at www.siennaliving.ca, by accessing the Company's public filings on SEDAR, or by contacting David Hung, the Company's Chief Financial Officer and Executive Vice President, at 905-489-0258 or david.hung@siennaliving.ca.

Review and Approval by the Board of Directors

This MD&A is dated as of November 9, 2023, the date this report was approved by the Board of Directors of the Company, and is based on information available to management of the Company as of that date.

Company Profile

The Company and its predecessors have been operating since 1972. The Company is a senior living provider serving the continuum of independent living ("**IL**"), independent supportive living ("**ISL**"), assisted living ("**AL**"), memory care ("**MC**") and long-term care (**"LTC"** or **"Long-term Care"**) through the ownership and operation of senior living residences in the Provinces of British Columbia, Saskatchewan and Ontario. As at September 30, 2023, the Company owns and operates a total of 81 senior living residences: 39 retirement residences ("**RRs**" or "**Retirement Residences**") (including the Company's 50% joint venture interest in 12 residences in Ontario and Saskatchewan); 34 LTC communities; and eight senior living residences providing both private-pay IL/AL and funded LTC (including the Company's joint ownership in two residences in British Columbia). The Company also provides management services to an additional 11 senior living residences in the Provinces of British Columbia and Ontario.

The table below represents the number of suites or beds owned and operated or managed by the Company, by business segment.

	Retirement		Long-term Care		Total (1)	
Owned Residences	**Residences**	**Suites**	**Residences**	**Beds (2)**	**Residences**	**Beds / Suites**
100% Owned - operating (3)	27	3,209	40	6,198	67	9,407
Partially Owned - operating (4)	12	1,234	2	374	14	1,608
Total Owned	39	4,443	42	6,572	81	11,015
Managed Residences	8	757	3	526	11	1,283
Total	47	5,200	45	7,098	92	12,298

Notes:
1. 80.0%, 15.7% and 4.3% of total beds/suites are located in Ontario, British Columbia and Saskatchewan, respectively.
2. 180 of the LTC beds are privately funded.
3. Includes one retirement residence (54 suites) and one long-term care community (123 beds) for Woods Park, a campus of care acquired in early 2023, which was previously included under managed residences. At the time of acquisition, Woods Park had 55 retirement suites. Two of the suites were combined into one suite during the three months ended June 30, 2023.
4. We have a 50% ownership in 12 retirement residences (1,234 suites), a 40% ownership in one long-term care community (256 beds) and a 77% ownership in one long-term care community (118 beds) as at September 30, 2023.

The Company is traded on the Toronto Stock Exchange ("**TSX**") under the symbol "SIA".

The Company's business is carried on through a number of wholly owned limited partnerships and joint ventures formed under the laws of the Province of Ontario.

As at November 9, 2023, the Company had 72,967,166 common shares outstanding.

Non-IFRS Performance Measures

In this MD&A, the Company uses certain supplemental measures of key performance that are not measures recognized under IFRS and do not have standardized meanings prescribed by IFRS. These performance measures are net operating income ("**NOI**"), funds from operations ("**FFO**"), operating funds from operations ("**OFFO**"), adjusted funds from operations ("**AFFO**"), earnings before interest, taxes, depreciation and amortization, and impairment loss ("**EBITDA**") and maintenance capital expenditures ("**maintenance capital expenditures**", and collectively with NOI, FFO, OFFO, AFFO and EBITDA, the "**Non-IFRS Measures**"). These terms are defined in the following table and reconciliations to the most comparable IFRS measures are referenced, as applicable.

The Company also uses the following key performance indicators (the "**Key Performance Indicators**"): Occupancy, Total Adjusted Revenue, Total Adjusted Operating Expenses, NOI, OFFO and OFFO per share, AFFO and AFFO per share, EBITDA, Adjusted EBITDA, AFFO Payout Ratio, Debt to Gross Book Value, Weighted Average Cost of Debt, Debt to Adjusted EBITDA Ratio, Interest Coverage Ratio, Debt Service Coverage Ratio, Weighted Average Term to Maturity, Same Property, and Development and Other to assess the overall performance of the Company's operations.

These Key Performance Indicators and Non-IFRS Measures should not be construed as alternatives to net income or cash flow from operating activities determined in accordance with IFRS as indicators of the Company's performance. The Company's method of calculating these measures may differ from other issuers' methods and accordingly, these measures may not be comparable to measures presented by other publicly traded entities.

Non-IFRS Measure	Definition	Reconciliation
Total Adjusted Revenue	Total Adjusted Revenue is defined as revenue, including the Company's share of revenue in Equity-Accounted Joint Ventures (as defined below) on a proportionate consolidated basis.	N/A
Total Adjusted Operating Expenses	Total Adjusted Operating Expenses is defined as operating expenses, including the Company's share of operating expenses in Equity-Accounted Joint Ventures (as defined below) on a proportionate consolidated basis.	N/A
Equity-Accounted Joint Ventures (Equity-Accounted JVs)	Equity-Accounted Joint Ventures is defined as the Company's interest in Sienna-RSH Niagara Falls LP and Sienna-Sabra LP joint ventures.	N/A
Net Operating Income ("NOI")	NOI is defined as property revenue and government assistance related to the pandemic, net of property operating expenses, including the Company's share in the Equity-Accounted Joint Ventures. The Company believes that NOI is a useful additional measure of operating performance as it provides a measure of core operations that is calculated prior to taking into account depreciation, amortization, administrative expenses, impairment loss, net finance charges, transaction costs, gain (loss) on disposal of properties and income taxes. The IFRS measure most directly comparable to NOI is "net income".	Section - Business Performance - Reconciliation of Net Income to Net Operating Income

Non-IFRS Measure	Definition	Reconciliation
Funds from Operations ("FFO")	FFO is defined as NOI less certain adjustments including administrative expenses, net finance charges and current income taxes. FFO is a recognized earnings measure that is widely used by public real estate entities, particularly by those entities that own and/or operate income-producing properties. The use of FFO, combined with the required IFRS presentations, has been included for the purpose of improving the understanding of the Company's operating results. The IFRS measure most directly comparable to FFO is "net income".	Section - Business Performance - Adjusted Funds from Operations
Operating Funds from Operations ("OFFO") and OFFO per Share	OFFO is FFO adjusted for non-recurring items, which includes restructuring costs, and presents net finance charges on a cash interest basis. Management of the Company is of the view that OFFO is a relevant measure of the operating performance of the Company.	Section - Business Performance - Adjusted Funds from Operations
Adjusted Funds from Operations ("AFFO") and AFFO per share	AFFO is defined as OFFO plus the principal portion of construction funding received, less actual maintenance and net pandemic capital expenditures. Management of the Company believes AFFO is a cash flow measure, which is relevant in understanding the Company's ability to earn cash and pay dividends to shareholders. The IFRS measure most directly comparable to AFFO is "cash flow from operating activities".	Section - Business Performance - Reconciliation of Cash Flow from Operations to Adjusted Funds from Operations
Earnings before Interest, Taxes, Depreciation and Amortization ("EBITDA")	EBITDA is defined as net income excluding net finance charges, taxes, transaction costs, depreciation and amortization, impairment loss, and including the Company's share of NOI in the Equity-Accounted Joint Ventures. EBITDA is relevant in understanding the Company's ability to service its debt, finance capital expenditures and pay dividends to shareholders. The IFRS measure most directly comparable to EBITDA is "net income".	Section - Liquidity and Capital Resources - Financial Covenants
Adjusted EBITDA	Adjusted EBITDA is defined as EBITDA, adjusted for construction funding proceeds and non-recurring items.	Section - Liquidity and Capital Resources - Financial Covenants

Non-IFRS Measure	Definition	Reconciliation
Maintenance Capital Expenditures	Maintenance capital expenditures are defined as capital investments, including the Company's share of capital investments in Equity-Accounted Joint Ventures, made to maintain the Company's residences to meet residents' needs and continually improve residents' experience. These expenditures include building maintenance, mechanical and electrical spend, suite renovations, common area maintenance, communications and information systems, furniture, fixtures and equipment. Please refer to the Maintenance Capital Expenditures section of this MD&A for additional financial information.	N/A
Occupancy	Occupancy is a key driver of the Company's revenues.	N/A
AFFO Payout Ratio	Management of the Company monitors the AFFO payout ratio, which is calculated by dividing dividends per share over AFFO per share.	N/A
Debt to Gross Book Value	In conjunction with the debt service coverage ratio, management of the Company monitors this ratio to ensure compliance with certain financial covenants.	N/A
Weighted Average Cost of Debt	This is a point in time calculation which is useful in comparing interest rates, either period over period, or to market rates.	N/A
Debt to Adjusted EBITDA Ratio	This ratio which is calculated by dividing total debt (including the Company's share of debt in Equity-Accounted Joint Ventures), over Adjusted EBITDA.	N/A
Interest Coverage Ratio	Interest coverage ratio, which is calculated using Adjusted EBITDA divided by net finance charges, is a common measure used to assess an entity's ability to service its debt obligations.	N/A
Debt Service Coverage Ratio	This ratio which is calculated using total debt service (including the Company's share of debt in Equity-Accounted Joint Ventures), divided by Adjusted EBITDA, is a useful indicator of the Company's ability to pay off its debt.	N/A

Non-IFRS Measure	Definition	Reconciliation
Weighted Average Term to Maturity	This indicator is used by management of the Company to monitor its debt maturities.	N/A
Same Property	Measures with "same property" are similar to "same-store" measures used in a number of other industries and are intended to measure the period over period performance of the same asset base. The same property portfolio excludes acquired properties owned for less than one year, assets undergoing new development, redevelopment, assets held for sale or that were sold, properties closing or closed. Properties undergoing new development or redevelopment are considered "same property" once they are operating at stabilized occupancy levels.	N/A
Development and Other	The development and other portfolio includes properties undergoing new development or redevelopment, and assets held for sale or that were sold, properties closing or closed. Development properties are moved to same property at the earlier of three years since completion or upon achieving stabilized occupancy levels.	N/A

Key Performance Indicators

The following table represents the Key Performance Indicators for the periods ended September 30:

Thousands of Canadian dollars, except occupancy, share and ratio data	Three months ended September 30, 2023	2022	Change	Nine months ended September 30, 2023	2022	Change
OCCUPANCY						
Retirement - Average same property [1]	**86.9 %**	87.5 %	(0.6)%	**87.3 %**	86.6 %	0.7 %
Retirement - Acquisition, development and others - Average occupancy [2]	**97.1 %**	n/a	n/a	**86.6 %**	72.2 %	14.4 %
Retirement - Average total occupancy	**87.1 %**	87.5 %	(0.4)%	**87.2 %**	86.4 %	0.8 %
LTC - Average private occupancy	**89.6 %**	84.0 %	5.6 %	**87.9 %**	82.1 %	5.8 %
LTC - Average total occupancy [3]	**98.4 %**	95.9 %	2.5 %	**97.7 %**	94.5 %	3.2 %
FINANCIAL						
Total Adjusted Revenue	**199,840**	189,192	10,648	**597,794**	543,625	54,169
Total Adjusted Operating Expenses, net	**162,003**	154,172	7,831	**484,743**	442,249	42,494
Same property NOI [4]	**37,499**	35,048	2,451	**109,296**	100,557	8,739
Total NOI [4][9]	**37,837**	35,020	2,817	**113,051**	101,376	11,675
Administrative expenses	**6,260**	8,060	(1,800)	**21,920**	26,063	(4,143)
Adjusted EBITDA [5][9]	**31,868**	29,506	2,362	**95,704**	84,737	10,967
Net income [9][10]	**2,479**	2,513	(34)	**6,606**	17,343	(10,737)
OFFO [6][9]	**20,069**	17,944	2,125	**59,959**	51,376	8,583
AFFO [6][9]	**19,612**	16,564	3,048	**57,381**	50,172	7,209
Total assets [7]	**1,681,167**	1,736,319	(55,152)	**1,681,167**	1,736,319	(55,152)
PER SHARE INFORMATION						
Net income per share, basic and diluted	**0.034**	0.030	0.004	**0.091**	0.244	(0.153)
OFFO per share [6]	**0.275**	0.246	0.029	**0.822**	0.722	0.100
AFFO per share [6]	**0.269**	0.227	0.042	**0.787**	0.705	0.082
Dividends per share	**0.234**	0.234	—	**0.702**	0.702	—
AFFO Payout ratio [8]	**87.0 %**	103.1 %	(16.1)%	**89.2 %**	99.6 %	(10.4)%
FINANCIAL RATIOS						
Debt to Gross Book Value as at period end	**44.4 %**	43.3 %	1.1 %	**44.4 %**	43.3 %	1.1 %
Weighted Average Cost of Debt as at period end	**3.6 %**	3.4 %	0.2 %	**3.6 %**	3.4 %	0.2 %
Debt to Adjusted EBITDA as at period end	**8.3**	9.0	(0.7)	**8.3**	9.0	(0.7)
Interest Coverage Ratio	**3.3**	3.3	—	**3.4**	3.3	0.1
Debt Service Coverage Ratio	**2.0**	1.8	0.2	**1.9**	1.8	0.1
Weighted Average Term to Maturity as at period end	**5.7**	4.9	0.8	**5.7**	4.9	0.8
CHANGE IN SAME PROPERTY NOI						
Retirement			**7.9 %**			**7.5 %**
LTC			**6.1 %**			**9.7 %**
Total			**7.0 %**			**8.7 %**

Notes:

1. Effective June 1, 2023, the results of the 12 joint venture retirement residences acquired in Q2 2022 ("Acquired Properties") were reclassified from "acquisitions" to "same property" in the table above. Accordingly, "same property" includes results of the Acquired Properties from June 1, 2023 onwards.
2. Results for the nine months include the results of the Acquired Properties from January 1, 2023 to May 31, 2023.
3. Excludes the 3rd and 4th beds in multi-bed rooms in Ontario that will not be reopened.
4. NOI for the three and nine months ended September 30, 2023 includes net pandemic and incremental agency expenses of $970 and $1,334, respectively (2022 - $1,307 and $5,626, respectively).
5. Adjusted EBITDA for the three months ended September 30, 2023 increased by $2,362 to $31,868, compared to same period in 2022, primarily due to higher NOI, lower general and administrative expenses and a lower share of net loss in joint ventures. Adjusted EBITDA for the nine months ended September 30, 2023 increased by $10,967 to $95,704, compared to same period in 2022, primarily due to higher NOI and lower general and administrative expenses.
6. OFFO and AFFO for the three months ended September 30, 2023 include after-tax net pandemic and incremental agency expenses (recovery) of $693 (2022 - $999). OFFO and AFFO for the nine months ended September 30, 2023 include after-tax net pandemic and incremental agency expenses of $980 (2022 - $4,350).
7. Property and equipment and intangible assets included in total assets are measured at cost less accumulated depreciation and amortization and impairment loss.
8. AFFO payout ratio for the three and nine months ended September 30, 2023 excluding after-tax net pandemic impact would be 84.0% and 87.7% (2022 - 97.2% and 91.6%, respectively).
9. Includes the Company's share of each of the revenue, operating expenses, and NOI of its Equity-Accounted Joint Ventures.
10. Net income for the nine months ended September 30, 2022 included an impairment loss of $12,788 and a gain on disposal of properties of $23,722.

Third Quarter 2023 Summary

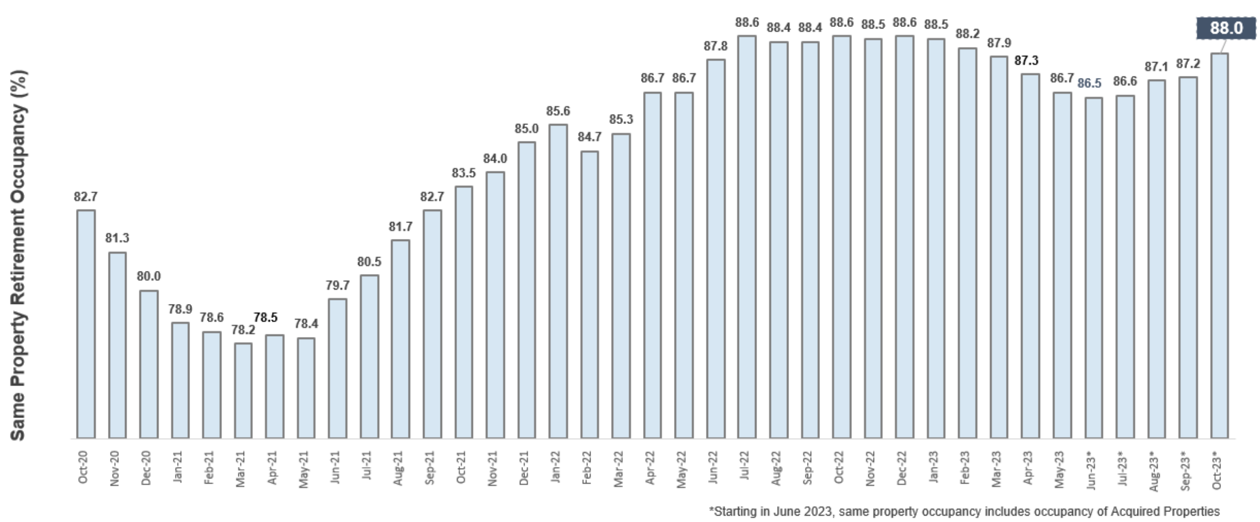
Sienna's strong year over year third quarter results reflect a continued stabilization of the operating environment, the Company's successful cost management strategy, and significant reductions in temporary agency staffing costs. These improvements resulted in strong year over year NOI growth, including a 6.1% increase in our LTC segment and a 7.9% increase in our retirement segment, and supported the continued improvements of most key performance indicators.

We also continue to benefit from a strong balance sheet with ample liquidity and a $1.0 billion pool of unencumbered assets, which provides financial flexibility and supports our refinancing initiatives at attractive rates.

Retirement Occupancy - Average same property occupancy in the Retirement portfolio was 86.9% in Q3 2023.

Strong leasing and stabilizing resident move-outs resulted in four consecutive months of average same property occupancy gains, with occupancy reaching 88.0% in October 2023.

The following chart shows the monthly average Retirement same property occupancy percentage over the past three years:



With occupancy stabilizing and lead indicators strengthening, we expect occupancy growth to continue in the final months of 2023.

LTC Occupancy - Average occupancy in the LTC portfolio was 98.4% in Q3 2023, excluding the unavailable 3rd and 4th beds that will not be reopened, a 250 bps improvement compared to Q3 2022.

Total Adjusted Revenue increased by 5.6% in Q3 2023, or $10,648, to $199,840, compared to Q3 2022. In the Retirement segment, revenues increased by $4,325, or 9.3%, compared to Q3 2022, driven by annual rental rate increases, and care and ancillary revenue. In the LTC segment, revenues increased by $6,323, or

4.4%, compared to Q3 2022, primarily due to increased flow-through funding for direct care, annual inflationary funding increases and higher occupancy compared to Q3 2022.

Total Adjusted Operating Expenses, net of government assistance increased by $7,831 in Q3 2023, or 5.1%, to $162,003, compared to Q3 2022. In the Retirement segment, the increase in expenses is mainly due to inflationary increases in wages and higher operating expenses. In the LTC segment, the increase in expenses was mainly due to higher direct care wages, annual inflationary increases in wages, lower retroactive pandemic funding received in Q3 2023 compared to Q3 2022, and higher operating expenses.

Total NOI increased by $2,817 in Q3 2023, or 8.0%, to $37,837, compared to Q3 2022. NOI in the Retirement segment increased by $1,555 driven by an increase in same property NOI and the acquisition of a campus of care in Q1 2023. NOI in the LTC segment increased by $1,262 due to annual inflationary funding increases and higher preferred accommodation revenues.

Net income was $2,479 for Q3 2023 as compared to $2,513 in Q3 2022. The decrease was primarily due to increase in net finance charges, higher transaction costs, offset by higher NOI and a decrease in general and administrative costs.

OFFO increased by 11.8% in Q3 2023, or $2,125, to $20,069 compared to Q3 2022. The increase was primarily attributable to higher NOI, lower general and administrative expenses, partially offset by higher current taxes after adjustments relating to restructuring costs and transaction costs, as well as higher interest expenses. OFFO per share increased by 11.8% in Q3 2023, or $0.029, to $0.275.

AFFO increased by 18.4% in Q3 2023, or $3,048, to $19,612 compared to Q3 2022. The increase was primarily related to the increase in OFFO, lower spend on maintenance capital due to timing, offset by a decrease in construction funding income. AFFO per share increased by 18.5% in Q3 2023 to $0.269.

Debt - The Company's Debt to Gross Book Value increased by 110 bps to 44.4% at the end of Q3 2023, from 43.3% at the end of Q3 2022, primarily due to an increase in mortgages, partially offset by the repayment of the remaining balance of the Company's unsecured term loan ("**Unsecured Term Loan**") in Q2 2023. Debt to Adjusted EBITDA decreased to 8.3 times in Q3 2023 from 9.0 times in Q3 2022 and the Debt Service Coverage Ratio increased to 2.0 times in Q3 2023 from 1.8 times in Q3 2022. The Interest Coverage Ratio remained at 3.3 times in Q3 2023 compared to Q3 2022. The Weighted Average Term to Maturity increased to 5.7 years from 4.9 years in Q3 2022. The Company is in compliance with all of its debt covenants.

Our debt is well distributed between unsecured debentures, credit facilities, conventional mortgages and CMHC insured mortgages.

Business Update

Sienna's strong third quarter results reflect a continued stabilization of the operating environment, the Company's successful cost management strategy, and sustained reductions in temporary agency staffing costs. We also continue to benefit from a strong balance sheet, a significant unencumbered asset pool and minimal debt maturities prior to Q4 2024.

The post-pandemic stabilization of our long-term care operations have resulted in average occupancy continuing to improve to 98.4% in Q3 2023. Our strong operating results were further supported by per diem funding increases in both Ontario and British Columbia.

At our retirement operations, average same property occupancy was 86.9% in Q3 2023, a 60 bps decline year over year compared to Q3 2022. Consistently high levels of resident move-ins and the improved performance of the 12 joint venture retirement residences Sienna acquired in Q2 2022 were offset by an elevated level of resident move-outs during the first half of 2023.

Strong leasing and stabilizing resident move-outs resulted in four consecutive months of average same property occupancy gains since the end of Q2 2023, with occupancy reaching 88.0% in October 2023.

Reduced general and administrative costs as a result of a corporate restructuring at the Company's head office further supported our strong year over year growth in Q3 2023. The restructuring was completed in Q1 2023 and led to an approximate 10% workforce reduction of non-unionized employees in addition to not replacing vacant positions.

Growth and Diversification Initiatives

The significant growth of our retirement platform with the addition of 12 retirement residences in Ontario and Saskatchewan in Q2 2022, followed by the acquisition of a campus of care in Ontario in early 2023, highlights our strategy of owning a diversified portfolio of private-pay retirement residences and government-funded long-term care communities in Canada. The 12 retirement residences were acquired in a joint venture with Sabra Health Care REIT, Inc. ("**Sabra**") in which the Company owns a 50% ownership interest and acts as the manager of the assets.

With deep experience and scale in both the long-term care and retirement segment, we run two distinct business lines, while taking advantage of the benefits inherent in shared services and scale. We believe that diversification adds to the financial strength of our business as it allows us to capture higher potential growth and operating margins inherent in our retirement portfolio, while benefiting from the stability of the government-funded long-term care operations.

Acquisition of Woods Park Care Centre, Barrie, Ontario

On January 3, 2023, Sienna finalized the acquisition of Woods Park Care Centre ("**Woods Park**"), which has historically been managed by the Company, for a purchase price of $26.3 million. It is expected to generate an unlevered yield of 6.75%. The Company has allocated approximately $1 million for further capital improvements, the majority of which has been completed to date. Woods Park is located in Barrie, Ontario, and offers a continuum of care, comprised of 54 private-pay independent living retirement suites and 123 government-funded Class A long-term care beds.

Acquisition of Ownership Interest in Nicola Lodge, Port Coquitlam, British Columbia

On September 14, 2023, Sienna entered into an agreement to acquire the remaining 60% interest in Nicola Lodge, a 256-bed best-in-class long-term care community managed and partially owned by the Company. Nicola Lodge was built in 2016 and offers long term care with specialized services for bariatric care, dementia and mental health care.

The transaction will take place in two stages, each comprising a 30% interest to be purchased for approximately $26.5 million, before closing costs, and representing an expected yield of approximately 6.75%, based on the 2024 NOI projections in relation to our purchase price. The purchase will be financed through the assumption of a pro rata share on the in-place mortgage loan with a 5.01% interest rate and cash on hand. The first closing will be 30 days following receipt of regulatory approvals and other customary closing conditions, which is anticipated to take place during the first quarter of 2024. The second closing is expected to occur between November 2024 and March 2026.

Strategic Expansion into a New Market Subsequent to Q3 2023

On November 1, 2023, Sienna entered into a management contract with Sabra for a 70-suite retirement residence in a prime location in Calgary. This is the Company's inaugural entry into the Alberta market and the transaction reflects Sienna's commitment to our strategic growth and expansion plans while also reinforcing our relationship with a key partner.

Development of a Joint Venture Retirement Residence in Ontario

Our joint venture development of a 150-suite retirement residence in Niagara Falls is expected to be completed by the end of 2023. The estimated total capital investment for 100% of the project is approximately $55 million, and the expected development yield is approximately 7.5%. Sienna's share of this greenfield joint venture with Reichmann Seniors Housing is 70%.

Development and Redevelopment of Long-Term Care Portfolio in Ontario

The Government of Ontario has committed to invest approximately $6.4 billion for the development of new long-term care beds and upgrades of existing beds. The investment is tailored to account for regional differences in land and construction costs.

However, high inflation and significant cost escalations with respect to material and labour altered the economic feasibility of long-term care redevelopment projects in recent quarters. Sienna, together with other sector participants, continues to actively work with the government to revise the construction funding model in order to ensure the financial feasibility of long-term care redevelopment.

To date, we have started construction at our campus of care project in Brantford, where we are replacing 122 Class C long-term care beds with 160 Class A beds. In addition, we will be adding 147 retirement suites. The estimated total development cost for this project is approximately $140 million, with a projected development yield of approximately 8%. The campus of care, which is expected to be completed in the second half of 2025, is built on a new site and will not impact current residents while under construction.

We are also progressing well with construction at our Northern Heights Care Community in North Bay, a 160-bed long-term care redevelopment, which will replace 148 older Class C beds. The total development cost for this project, which is estimated to have an approximate 7.5% development yield, is close to $80 million. Similar to our Brantford project, the development is located on a new site and is expected to be completed in the second half of 2025.

Retirement Operations Update

As at September 30, 2023, the retirement portfolio comprised 4,443 suites across Ontario, Saskatchewan and British Columbia and contributed approximately 49% to the Company's NOI in Q3 2023. Same-property NOI increased by 7.9% year over year compared to Q3 2022.

Average occupancy in the Company's same property portfolio was 86.9% in Q3 2023, down 60 bps year over year compared to Q3 2022. Consistently high levels of resident move-ins and the improved performance of the 12 joint venture retirement residences Sienna acquired in Q2 2022 were offset by an elevated level of resident move-outs during the first half of 2023. Since the beginning of Q3 2023, average monthly occupancy started to improve consistently as a result of strong leasing and stabilizing resident move-outs and reached 88.0% in October 2023.

Starting in June 2023, occupancy of the 12 joint venture retirement residences the Company acquired in Q2 2022 is reflected in our same property portfolio. Strong occupancy growth year over year in this portfolio supported overall occupancy in Q3 2023 in our retirement portfolio.

Rate increases in line with market rates and the Company's successful cost management strategy helped offset continuing inflationary pressures in Q3 2023.

Marketing and Sales Initiatives

Strong community engagement remains a key objective of Sienna's sales and marketing teams, with a keen focus on building and maintaining excellent relationships with healthcare and business partners in the local communities of our residences.

We will continue to leverage the Company’s Aspira brand and signature programs to generate strong interest in our residences. In addition to our local and centralized marketing and sales initiatives, additional targeted on-site sales and community outreach support is provided to a number of homes with above average levels of vacancy.

Our efforts, coupled with strong demand in many of our key markets, resulted in 444 resident move-ins in our total same property retirement portfolio in Q3 2023, offsetting 393 resident move-outs. Rent collection levels remained high at approximately 99% throughout Q3 2023.

Lead indicators have strengthened in recent months with qualified leads up approximately 30% year over year in Q3 2023, compared to the same period in 2022. We expect that strong lead generation will support further occupancy growth during the balance of 2023 and contribute to continued improvements in the Company's financial performance. In addition, annual rental rate increases in line with inflation will further support the Company's continued NOI growth in its retirement segment.

Long-term Care Operations Update

In Q3 2023, same property NOI increased by 6.1% year over year in the Company's long-term care portfolio, which comprises 6,572 beds in Ontario and British Columbia, and contributed approximately 51% to the Company's total NOI.

A stabilizing operating environment with average occupancy levels of over 98%, in addition to annual funding increases and higher preferred accommodation revenues contributed to the strong results. Furthermore, our reduced usage of agency staff as a result of increased hiring and a reduction in agency rates further contributed to our improved results.

Continued Improvements to LTC Platform

Sienna's LTC platform is deeply aligned with the Company's purpose of Cultivating Happiness in Daily Life and is based on our belief that happiness drives wellness.

Our goal is to increase the quality of life of residents by providing holistic and integrated care and by elevating their experience with respect to dining, recreation and community-focused interactions, in addition to improving their move-in experience.

We continually seek the input and listen to ideas from our residents and families, with the aim to distinguish Sienna as a LTC provider. Improving our residents' move-in experience has been a major emphasis and includes a new platform-wide standard aimed at decreasing anxiety of residents and families and truly making them feel welcome and at home.

We have also been working on improving the overall dining and culinary experience. This includes the creation of meals based on recipes created by residents and family members and onsite culinary skills training with Sienna's long-term care executive chef. Training through the "Sienna Culinary Academy" has been rolled out across all of our long-term care communities.

Focus on Residents' Quality of Life and Care

Our focus continues to be on delivering both improved quality of life and care outcomes. We have strengthened our ongoing review of quality of care based on quality indicators, clinical reviews and inspection reports. Sienna's care communities participate in third-party assessments, supporting the ongoing process of quality improvement and operational excellence.

The Company's efforts are reflected in the third-party assessments of Sienna's long-term care communities. During Q4 2022, the Commission on Accreditation of Rehabilitation Facilities ("**CARF**") and Accreditation Canada conducted surveys at our long-term care communities in Ontario and British Columbia, respectively. In Ontario, Sienna maintained the highest achievement status of *Aspire to Excellence,* a three-year award received from CARF. In British Columbia, the Company received an award of *Exemplary Standing*, indicating that the Company has gone beyond the requirements of the accreditation program and demonstrates excellence in quality improvement.

As part of our commitment to improve clinical quality and safety for seniors, we are a member of the Seniors Quality Leap Initiative ("**SQLI**"), a group of large long-term care providers from across North America that shares quality indicators and benchmarks against international standards. The most recent data available validates our efforts and is reflected in Sienna's strong accreditation results.

Going forward, we are committed to ongoing quality improvement efforts by continually identifying what we are doing well and where improvements are needed.

Closing of LTC Residence in Ontario

In early 2023, the Ministry of Long-Term Care formally approved the closure plan of one of Sienna's LTC homes. The property sustained significant damage linked to the original building design and construction predating Sienna's ownership. The Company's initial renovation plans expanded beyond a reasonable scope. As a result, Sienna made the decision to wind down operations at this community. With a focus on the well-being and smooth transition for residents and team members, the relocation of the last remaining residents was completed in early Q3 and the home successfully finalized winding down its operations.

Update on Government Funding and Policy

COVID-19 Prevention and Containment - The Ontario Ministry of Long-Term Care (**"MLTC"** or **"Ministry"**) has been providing funding for incremental costs associated with COVID-19 prevention and containment and PPE to LTC homes. The Company did not receive any retroactive funding from MLTC in Q3 2023. Further, the Ministry has indicated that it will not continue its funding for COVID-19 prevention and containment after April 1, 2023. In British Columbia, Sienna received approximately $0.6 million of retroactive funding pertaining to eligible pandemic expenses in 2021/2022.

Funding Changes with respect to 3rd and 4th beds in multi-bed rooms - On March 30, 2023, the Ministry provided funding details relating to the closure of 3rd and 4th beds in older homes, including the following phased-in revisions:

- the continued full funding of the Other Accommodations ("OA") per diem from April 1, 2023 to March 31, 2025 (OA funding includes funding for dietary services, housekeeping, laundry services, building/property operations and maintenance and more, and needs to generate sufficient cash flow to fund routine capital maintenance, interest and principal payments on debt, income taxes and provide a return on equity); and
- funding reduction for nursing and personal care as well as nutritional support to 50% from April 1, 2023 to March 31, 2024, with further reductions to 25% from April 1, 2024 to March 31, 2025.

Sienna's approximate 350 3rd and 4th beds in Ontario are impacted by this change.

Funding Increases for Resident Care, Food, Services and OA - Effective April 1, 2023, the Government of Ontario increased its Other Accommodations funding by approximately 2.0%, and its flow-through funding, which needs to cover the cost of care, food and services provided to residents, by approximately 2.7%.

Staffing Update

As part of our strategic objectives, we aim to offer a compelling team experience and nurture a purpose-driven culture. We believe that the appeal of our new purpose, vision and values will differentiate Sienna from competitors and will help us attract and retain a highly engaged workforce and build a talent pipeline amid staffing shortages in the senior living sector and the wider health care sector.

Earlier this year, our talent acquisition team was recognized as "Best Talent Acquisition Team" in the healthcare and wellness category by LinkedIn Talent Awards, a testament to the exceptional work of our dedicated talent acquisition team.

Staffing Strategy

We continued with our proactive staffing strategy to lessen our reliance on agency staff and to position Sienna well for the gradual increase in direct hours of care across the long-term care platform. We successfully reduced the number of staffing agencies we work with from over 100 to less than 15 and negotiated more competitive rates, terms and standardized contracts. These significant improvements are reflected in the reduction of agency costs in our Q3 2023 operating results. Agency costs have now returned to pre-pandemic levels.

We have also been working on a number of other staffing initiatives, including the placement of temporary foreign workers and internationally educated nurses, programs that are of particular importance at communities with significant staffing challenges. In addition, we are currently piloting a number of recruitment initiatives that leverage our call centre and Artificial Intelligence ("AI") technology to increase the talent pool.

Centralized scheduling and call-out system

A new automated and centralized scheduling and call-out system is further supporting and improving the staffing process. The system has been rolled out across our long-term care communities and the planning for the roll-out across our retirement residences is underway. The system provides tighter controls on overtime and agency use in addition to increased business intelligence to inform future staffing and scheduling needs and a more seamless process to fill staffing gaps.

Improved onboarding process

We have made improvements to our onboarding process, including enhancements to team member orientation, mentoring and a more streamlined pre-boarding process across our LTC communities. A key aspect of these changes is an enhanced multi-day orientation program for Executive Directors, PSWs and clinical leaders, which is expected to improve team member engagement and help reduce turnover.

Campus recruitment campaigns

As part of our ongoing talent acquisition strategy, we continually expand our collaboration with educational and government institutions. We further enhanced our campus recruitment campaigns at key colleges and universities across Ontario and British Columbia to ensure a talent pipeline for future staffing needs. Our collaboration with colleges and universities has resulted in over 400 student placements in Q3 2023, many of whom we hope to hire once they graduate.

SPARK

Based on feedback from team member satisfaction surveys, team members seek opportunities to share their ideas. As a result, Sienna created SPARK, a program that allows team members to share ideas on how Sienna can grow, improve and fulfil its purpose of Cultivating Happiness in Daily Life. We received approximately 170 ideas during the first round of submissions. After the completion of eight pilots to assess which ideas should be implemented across the Company, we identified our inaugural winners, with cash prizes for the top four submissions. The grand prize of $15,000 was awarded to a team member for an idea on donating excess food to Canadians living with food insecurity. The second round of SPARK has now been launched.

Sienna Ownership and Reward Program

The Sienna Ownership and Reward Program ("**SOAR**") awards common shares of the Company to all permanent employees who have been with the Company for one year or longer. Eligible team members have the opportunity to receive a one-time award of Sienna shares. As part of Sienna's 2023 issuance, approximately 29,000 Sienna shares were issued to nearly 800 team members in Q2 2023. To date, approximately 70% of all eligible team members have received shares under SOAR.

Resident, Family and Team Member Satisfaction

Resident & Family Satisfaction Surveys

At both our retirement residences and long-term care communities, we have started to measure our residents' willingness to promote our residences and communities based on the internationally recognized net promoter score method ("NPS").

We had good engagement with respect to our first platform-wide NPS surveys, with excellent participation from both residents and families. We are in the process of completing an in-depth analysis of the survey results to better understand and analyze what it takes to improve our residents' happiness in daily life, and to further enhance our operating platforms accordingly.

Survey results will serve as an important baseline to measure the success of our continued platform enhancements.

Team Member Engagement Survey

In October 2023, Sienna conducted its annual employee satisfaction survey, a third-party survey that allows team members to voice their opinions. Feedback from these surveys provide insights concerning team members' level of engagement. It also allows Sienna to build and implement action plans to improve engagement and enhance the team member experience.

2023 was the third consecutive time Sienna's employee engagement score increased, with improvements across all drivers of engagement. According to our most recent survey, Sienna's team members rated their ability to do meaningful work every day with an average score of 9.1 out of 10. In addition, the survey participation was 72%, the highest participation rate to date at Sienna, and a significant improvement from prior years.

Sienna's continued focus on enhancing team member engagement and the successful reduction of agency staffing to pre-pandemic levels has contributed to the substantial growth in the Company's NOI.

Response to Cost Pressures and Inflation

In recent years, we have seen cost pressures on agency staffing costs due to a tight labour market, increased insurance premiums in the senior housing sector, rising interest rates, and rising utilities costs in line with the overall market. In addition, high inflation has further added to cost pressures in other expense categories, including food, supplies and contracted services.

With respect to staffing costs, significant agency premiums combined with a generally higher reliance on agency staff have resulted in a substantial increase in staffing costs for a number of years. In 2023, a combination of an improving operating environment and improvements to filling shifts with Sienna's own team members in combination with rate reductions for agency staff have led to a notable reduction of agency staffing costs. The Company incurred $4.8 million in agency staffing costs in Q3 2023, which are predominately covered by the government's flow-through funding for resident care, compared to $6.0 million in Q2 2023 and $11.6 million in Q3 2022.

We also continue to actively work, alongside the provincial associations, with the government to receive funding that is aligned with the current inflationary conditions to offset the significant cost increases.

In addition, a corporate restructuring at the Company's head office in Q1 2023, including an approximate 10% work force reduction and not replacing vacant positions, is expected to result in $3.0 million of annual savings in general and administrative expenses.

Outlook

Long-term demand fundamentals in Canadian senior living remain strong, driven by the rising needs of seniors, who make up the fastest-growing demographic in Canada. Strong leasing and the stabilization of resident move-outs during the third quarter resulted in monthly occupancy increases since the end of Q2 2023. In addition, rental rates have risen significantly in most of Sienna's markets. These positive factors in combination with our successful cost reduction strategy have supported our strong results and give us reason for an optimistic outlook for the balance of the year and beyond.

At the same time, the current higher interest environment may increase our interest expenses in the coming years. However, with no major debt maturities until Q4 2024 and ample sources of attractive financing options, we are well positioned to execute on our strategic initiatives.

Retirement Operations

Average occupancy in the Company's same property portfolio was 86.9% in Q3 2023. Lead indicators have strengthened significantly in recent months and occupancy levels have stabilized. Our community outreach efforts, combined with a robust sales platform, will continue to support occupancy during the last quarter of the year. Average same property occupancy growth to 88.0% in October, the fourth consecutive month of occupancy growth, indicates an improving occupancy trend for the balance of 2023.

Based on the Company's occupancy forecast, average same property occupancy is expected to be approximately 88% for Q4 2023. Going forward, we will continue with our focused marketing and sales initiatives, working towards our target for stabilized average occupancy of 92.5% in our same-property portfolio.

Considering all factors, we anticipate an approximate 100 bps - 150 bps growth in the 2023 operating margin in our retirement segment for the full year of 2023 compared to 2022. This expected improvement is primarily driven by increased average annual rates upon renewal in line with inflation, continued improvements with respect to labour market conditions and the results of our focused cost management.

Long-Term Care Operations

A stable post-pandemic operating environment supported the strong performance of Sienna's LTC portfolio during Q3 2023. Average same-property occupancy reached 98.4% during the third quarter and supported year over year NOI growth in Q3 2023.

Although the operating environment has improved significantly and we have made great strides in reducing costs wherever possible, we are still facing funding shortfalls in our long-term care segment as a result of high inflation in recent years. Together with other sector participants, we continue to work with the government to address these shortfalls.

For the balance of the year, we expect to benefit from a stable operating environment, our focused cost management and continued improvements with respect to staffing. We anticipate that current occupancy and cost management trends will continue for the balance of 2023, and expect LTC NOI growth for the full year of 2023 to be in the mid to high single digit percentage range compared to the same period in 2022.

Developments

The following table summarizes development projects that are in progress as at September 30, 2023:

Projects	Property Type	Expected Completion	Number of Beds / Suites	Estimated Development Costs	Development Grant	Annual Construction Subsidy (2)	Expected Unlevered Yield (3)
Niagara Falls	Retirement	Q4 2023	150	$55M(1)	–	–	7.5 %
Brantford	LTC / Retirement	Q4 2025	160 / 147	$140M	$4.0M	$3.3M	8.0 %
North Bay	LTC	Q4 2025	160	$80M	$4.0M	$3.3M	7.5 %
Total			**320 / 297**	**$275M**	**$8.0M**	**$6.6M**	

Notes:

1. Estimated development costs for 100% of the project
2. Total amount receivable each year over a period of 25 years
3. Estimate using the expected stabilized NOI on development cost net of development grant and present value of construction funding subsidy

With respect to our long-term care redevelopment plans, we have been working with associations and other senior living providers to have government funding aligned with the significant inflationary and cost pressures for both redeveloping and operating long-term care communities in Ontario.

In late 2022, the Ontario government announced a time-limited supplemental increase to the construction funding subsidy for projects commencing construction by August 31, 2023. Based on the revised construction funding model, eligible projects receive an additional construction subsidy of up to $35 per bed, per day for 25 years.

Both of our current long-term care redevelopments in Brantford and North Bay are located on new sites and will not impact current residents while under construction. As for our retirement project in Niagara Falls, which is expected to be completed in Q4 2023, pre-leasing indicators for the 150-suite residence have been strong.

Once completed and fully operational, the three projects are expected to lead to a mid to high single digit percentage reduction in Sienna's AFFO payout ratio.

Capitalizing on long-term fundamentals

We intend to capitalize on the outstanding long-term fundamentals in Canadian senior living and our business. We will continue to focus on adding value to our operating platforms by making ongoing improvements to resident experience and team member engagement, as well as our physical assets largely through the redevelopment of our older long-term care communities.

In addition to our ongoing initiatives to generate occupancy improvements and rental rate increases, we will also remain focused on cost management by creating operational efficiencies and by minimizing our reliance on agency staffing. Combined, these initiatives will support our operating margins and put us in a strong position to take advantage of the favourable supply and demand fundamentals across our key markets.

Significant Potential for Growth in NOI

We see significant growth potential in our business over the next several years and are actively working on a number of initiatives which may contribute to the Company's NOI expansion including:

- **Occupancy growth in the Company's retirement segment**, including incremental NOI should we reach our target for stabilized average occupancy of 92.5% in our same-property portfolio, which would represent a 560 bps increase from our average occupancy of 86.9% in Q3 2023;
- **Contributions from acquisitions and new developments**, including incremental NOI from:
    1. The Company's 50% joint venture interest in 12 retirement properties, acquired in 2022 for $189.8 million;
    2. The Company's Woods Park Care Centre, acquired in early 2023 for $26.3 million, and expected to generate an unlevered yield of 6.75%;
    3. The completion of our 70% joint venture interest in the development of a 150-suite retirement residence in Niagara Falls for $38.5 million, which has an expected development yield of approximately 7.5%; and
    4. The Company's planned acquisition of its remaining 60% interest in Nicola Lodge, expected to generate an unlevered yield of 6.75%.
- **Substantial reduction of net pandemic expenses and incremental agency costs,** which were $8.2 million in 2022, as the operating environment continues to stabilize and we actively manage incremental agency costs, while working with governments to ensure that operators are fully funded for all costs of resident care; and
- **Catch-Up Funding** from the Ontario government to address funding shortfalls to offset the significant inflationary and cost pressures operators have experienced over the past years. Each percentage point in additional Other Accommodations funding would represent an approximate annual funding increase of $1.2 million for Sienna.

These initiatives, individually and collectively, could have a significant positive impact on the value of Sienna's business, enhancing its financial performance with growth in NOI and OFFO, and supporting the Company's AFFO payout ratio.

Significant Events

Acquisition of Woods Park, Barrie, Ontario

On January 3, 2023, Sienna finalized the acquisition of Woods Park, which has historically been managed by the Company, for a purchase price of $26.3 million, with an expected unlevered yield of 6.75%. Woods Park is located in Barrie, Ontario, and offers a continuum of care, comprised of 55 private-pay independent living retirement suites and 123 government-funded Class A long-term care beds. The Company has allocated approximately $1 million for further capital improvements, the majority of which has been completed to date.

Acquisition of Ownership Interest in Nicola Lodge, Port Coquitlam, British Columbia

On September 14, 2023, Sienna entered into an agreement to acquire the remaining 60% interest in Nicola Lodge, a 256-bed long-term care community managed and partially owned by the Company. A best-in-class complex care facility, Nicola Lodge was built in 2016 and offers long term care with specialized services for bariatric care, dementia and mental health care.

The transaction will take place in two stages, each comprising a 30% interest to be purchased for approximately $26.5 million, before closing costs, and representing a yield of approximately 6.75%, based on the 2024 NOI projections in relation to our purchase price. The purchase will be financed through the assumption of a pro rata share on the in-place mortgage loan with a 5.01% interest rate and cash on hand. The first closing will be 30 days following receipt of regulatory approvals and other customary closing conditions, which is anticipated to take place during the first quarter of 2024. The second closing is expected to occur between November 2024 and March 2026.

Our Purpose, Vision and Values

Our Purpose:

Cultivating happiness in daily life.

Each of our actions and initiatives affects our residents' quality of life and well-being and impacts our team members and the communities we serve across the country. This is at the heart of what we do and is reflected in Sienna's purpose. It conveys our belief that our role does not stop at providing the highest quality of service and care to our residents - it goes much further. Each and every day, we will strive to bring happiness into our residents' lives by enabling our team to put their passion for their work into action and supporting families to bring joy into our homes.

Our Vision is to be:

Canada's most trusted and most loved senior living provider.

In retirement and long-term care, we are committed to helping residents discover happiness through personalization, choice and community engagement in a comfortable, home-like setting. Doing this each and every day supports Sienna's vision to be Canada's most trusted and most loved senior living provider. With this vision, we will meet the needs and expectations of our residents, families, team members and the communities we serve.

Our Values:

Act positively:	We inspire happiness and hope in the people around us
Be accountable:	We do what we say we will and work as a team to get things done
Create community:	We foster strong relationships and celebrate diversity
Demonstrate caring:	We are passionate about what we do and engage with empathy and understanding

Company Strategy and Objectives

Sienna's strategic objectives are centered around the following three pillars:

Strengthening Team Engagement

Sienna strives to recruit, retain and develop a high performing and engaged team and reduce voluntary turnover by:

Offering a compelling team experience

- Conduct team member engagement surveys to gain insights and identify opportunities to enhance team member experience;
- Design, develop and introduce an essential program for new and developing frontline managers;
- Offer learning and development growth to support orientation, onboarding and enhancements to operating platforms; and
- Increase talent pipeline in leadership roles.

Creating a purpose-driven, differentiated culture

- Align employer brand with Company's purpose, vision, values and value proposition; and
- Implement initiatives, such as a renewed team member recognition program and education with respect to the Company's refreshed values, aimed at building a purpose-driven culture.

Elevating Quality of Life of Residents

Sienna aims to elevate the quality of life of its residents by:

Offering outstanding resident experience

- Enhance dining, recreation and community-focused interactions through rebranded operating platforms;
- Improve quality of care by leveraging insights from quality indicators, clinical reviews and inspection reports; and
- Collaborate with all levels of government, sector associations, regulatory authorities and others to help shape and improve the future of senior living in Canada.

Achieving operational excellence

- Invest in Sienna's team culture and operating platform to deliver quality resident experiences;
- Create operating efficiencies by streamlining processes to enhance resident experience and improve operating results; and
- Distinguish retirement product and services from competitors through the Company's Aspira platform, offering customer-centric personalization and expanded choices.

Achieving Growth & Enhanced Performance

Outperforming the market

- Grow organically through investments in sales and marketing programs, supporting improved occupancy, expanded services, rental rate increases and focused cost management;
- Maintain a diversified portfolio of private-pay retirement residences and government-funded long-term care communities; and
- Maintain a strong balance sheet and liquidity, including a diversified debt portfolio with staggered debt maturities, an investment-grade credit rating and a sizeable pool of unencumbered assets.

Growing the Company's footprint

- Redevelop older LTC communities in key Ontario markets with both new and upgraded facilities;
- Establish and deepen joint venture partnerships to provide additional avenues for growth; and
- Expand high-quality retirement portfolio through strategic and disciplined acquisitions, joint venture developments, as well as growing capacity at existing retirement residences with excess land.

Environmental, Social and Governance (ESG) Responsibility

Sienna's commitment to corporate social responsibility is highlighted in our continued enhancements of the Company's ESG initiatives and disclosures, including Sienna's most recent 2022/2023 ESG Report. For more information on Sienna's ESG initiatives and our most recent report, please refer to the ESG section on Sienna's website under https://www.siennaliving.ca/investors/esg.

ESG practices across Sienna's operations have long been integrated into our overall strategy and daily business practices and are reflected in our actions and initiatives, each of which affect the quality of life and well-being of our residents, their families and our team members.

Diversity, Equity and Inclusion

A Diverse and Inclusive Workforce

Gender - Sienna's total workforce is predominantly female, with approximately 87% of our team members working at our long-term care and retirement residences being female. The high percentage of women in our workforce is also reflected in our management team with approximately 80% of the Company's nearly 400 leadership positions being held by women.

Gender equality also extends to Sienna's Board of Directors who has been committed to increasing female representation on its board. To date, 43% of Sienna's Board of Trustees, including its Chair, are women.

Sienna has been recognized once again in the Globe and Mail's 2022 "Women Lead Here" for its commitment to gender diversity and support of female leaders.

Age - Sienna's workforce is equally distributed between the age ranges of under 35, 35 – 50, and over 50, with approximately one third of our team members in each of these age groups.

Sienna Ownership and Reward Program

SOAR was launched to recognize the compassion, effort and dedication that team members bring to Sienna's residents and communities every day. Through this ownership and reward program, team members are further invested in making Sienna a leader in seniors' quality of life and at the same time, have the opportunity to meaningfully invest in the Company and in their future.

SOAR awards common shares of the Company to all permanent employees who have been with the Company for one year or longer. As part of Sienna's 2023 issuance, a total of approximately 29,000 Sienna shares were issued to nearly 800 team members in Q2 2023. To date, 70% of all eligible team members have received shares under SOAR.

Indigenous Relations and Reconciliation

We continue to place enhanced emphasis on Indigenous Relations and Reconciliation. As a company, we are committed to ensuring we do everything we can to understand what has happened in the past, acknowledge it and make amends to the best of our ability, over time. We believe that education is an important first step to bring about reconciliation between Indigenous and non-Indigenous people.

Sienna has partnered with Reconciliation Education, an Indigenous-owned organization, to provide resources for all team members. Sienna is committed to ensure our residences and care communities are inclusive for Indigenous team members and residents and acknowledges the pain and suffering the Indigenous members of our team have been through.

Labour Relations and Union Representation

Labour rights are an important consideration with respect to Sienna's human capital management strategies. Sienna's labour strategy is focused on educating management teams at our local communities, cultivating strong relationships with union stakeholders and aligning our collective agreements to our long-term operational strategies.

We respect our team members' rights to unionize, Sienna has a strong, positive relationship with union leaders and a good working relationship with union representatives at its owned and managed residences.

Sienna's support of freedom of association and the right to collective bargaining is evidenced by the level of unionization in our residences, which includes over 100 collective bargaining units and an approximate 85% unionization rate among our team members.

Excluding management positions, this number would be even higher with 90% of all non-management team members being represented by a union, and whose compensation is determined by collective bargaining agreements.

Giving Back to the Community

*Sienna for Seniors Foundation ("**Foundation**")*

The Foundation was formed in April 2021 as part of our ongoing commitment to supporting the communities we serve across Canada and allows us to raise and give funds for a variety of important seniors-related initiatives.

With food insecurity a pressing concern, one of the Foundation's initiatives is "Sienna Supper". Spearheaded by Sienna's communities who partnered with local community groups such as Second Harvest, team members provide fresh and nutritious meals to help nourish seniors and others in some of our communities. Nearly 1,200 meals having been delivered to seniors in need to date.

The Foundation’s support for Indspire, a national Indigenous charity, helped establish a bursary award for Indigenous students in British Columbia who are pursuing education in nursing or health care assistant programs.

The Foundation is also a sponsor of the Chilliwack & District Seniors' Resources Society's community bus in 2023, connecting seniors to entertainment, history, arts, culture, recreation, shopping and more.

In connection with an enhanced focus on supporting mental health and wellness in the communities we serve, the Foundation made an inaugural donation of $250,000 to support seniors' mental health provided by Scarborough Health Network.

Sienna Senior Living Dino Chiesa Scholarship

In August 2022, we announced the Sienna Senior Living Dino Chiesa Scholarship. Endowed with $50,000, scholarships are awarded to Sienna employees enrolled in an accredited Canadian Personal Support Worker (PSW), Health Care Aide (HCA), or Continuing Care Assistant (CCA) education programs. In 2023, four scholarships are being awarded, adding to the three scholarships awarded in 2022.

Further scholarships will be offered in 2023, as we continue to support team members who strive to achieve career growth in the healthcare sector.

CaRES Fund

The CaRES Fund, which was launched by Sienna and a number of sector peers in 2020, has helped nearly 900 frontline staff who have been impacted by the pandemic with over $2.9 million in financial assistance to date.

Initially established to provide hardship funding in recognition of the extraordinary efforts of senior living employees, the CaRES Fund has shifted its focus from crisis funding for economic hardship as a result of the pandemic to education bursaries. In 2022, the CaRES Fund provided $250,000 in bursaries to 100 staff members in senior living.

Improving Sienna's Environmental Footprint

Addressing Climate Change through Development

Our development plans are an opportunity to address climate change in both the Company's existing residences and the development portfolio as we adopt environmentally-friendly designs and install energy-efficient features, all with the goal of significantly reducing the environmental footprint of these homes.

The development plans include energy-efficient heating and cooling systems, LED lighting and updated energy-efficient windows and fixtures.

Committing to Waste Reduction by Going Paperless

Reducing the amount of paper use and ultimately “going paperless” is an important aspect of Sienna’s waste reduction strategy for 2023. Team members are encouraged to minimize the use of physical paper whenever possible. Recent achievements include going digital with respect to all accounts payable invoices and frequently updated policy and procedure manuals at our care communities and retirement residences.

Exploring alternatives to divert food waste away from landfills

We have been exploring several alternatives to divert food waste away from landfills and are always looking for opportunities to create operational efficiencies to further reduce food waste. Based on an idea from a team member who participated in Sienna’s SPARK program, we piloted an initiative to redistribute excess food that would have otherwise been disposed of to Canadians living with food insecurity.

Industry Update

Please refer to the Company's MD&A and AIF for the year ended December 31, 2022 for a discussion of the Industry Update.

Business of the Company

Please refer to the Company's current AIF for a discussion of the Business of the Company.

Quarterly Financial Information

Thousands of Canadian dollars, except occupancy, per share and ratio data	2023 Q3	2023 Q2	2023 Q1	2022 Q4	2022 Q3	2022 Q2	2022 Q1	2021 Q4
Total Adjusted Revenue	199,840	198,343	199,611	193,216	189,192	180,151	174,282	174,175
Total Adjusted Operating expenses, net of government assistance	162,003	159,438	163,302	160,699	154,172	145,933	142,144	140,729
Net income (loss)	2,479	4,467	(340)	(6,675)	2,513	(11,190)	26,020	4,654
Per share basic and diluted	0.034	0.061	—	(0.092)	0.034	(0.154)	0.385	0.070
OFFO	20,069	21,443	18,447	17,701	17,944	17,299	16,134	18,258
Per share basic	0.275	0.294	0.253	0.243	0.246	0.237	0.239	0.272
OFFO, excluding net pandemic and incremental agency expenses (recoveries)	20,762	21,448	18,718	19,439	18,922	19,231	17,549	18,371
Per share, excluding net pandemic and incremental agency expenses (recoveries)	0.285	0.294	0.257	0.268	0.260	0.264	0.260	0.274
AFFO	19,612	19,582	18,187	17,302	16,564	17,162	16,447	16,555
Per share basic	0.269	0.268	0.249	0.237	0.227	0.236	0.243	0.247
AFFO, excluding net pandemic and incremental agency expenses (recoveries)	20,305	19,587	18,458	19,040	17,542	19,094	17,862	16,964
Per share, excluding net pandemic and incremental agency expenses (recoveries)	0.279	0.268	0.253	0.262	0.241	0.263	0.264	0.253
Dividends declared	17,074	17,072	17,068	17,065	17,059	17,055	16,136	15,687
Per share	0.234	0.234	0.234	0.234	0.234	0.234	0.234	0.234
Occupancy								
Retirement - Average same property	86.9 %	86.9 %	88.2 %	88.6 %	87.5 %	86.8 %	85.2 %	84.2 %
Retirement - Acquisition, development and others - Average occupancy	97.1 %	86.8 %	85.7 %	85.3 %	n/a	82.2 %	52.6 %	49.3 %
Retirement - Average total occupancy	87.1 %	86.8 %	87.8 %	88.0 %	87.5 %	86.6 %	84.7 %	82.7 %
LTC - Average private occupancy	89.6 %	88.6 %	85.4 %	84.6 %	84.0 %	82.4 %	80.4 %	82.2 %
LTC - Average total occupancy [1]	98.4 %	98.0 %	96.8 %	96.3 %	96.7 %	95.5 %	93.8 %	95.0 %
Debt to gross book value as at period end	44.4 %	44.0 %	44.5 %	43.9 %	43.3 %	43.4 %	41.5 %	44.7 %
Debt to Adjusted EBITDA as at period end	8.3	8.0	8.4	8.9	9.0	9.2	8.7	7.9
Interest coverage ratio	3.3	3.5	3.2	3.1	3.3	3.4	3.3	3.4
Total assets	1,681,167	1,675,614	1,681,045	1,680,428	1,736,319	1,747,872	1,702,288	1,609,189
Total debt	994,112	988,938	999,258	977,964	983,596	985,754	923,584	950,284
Weighted average shares outstanding	72,967,166	72,949,215	72,939,941	72,914,451	72,899,509	72,855,687	67,614,123	67,039,123

Note:
1. Excludes the 3rd and 4th beds in multi-bed rooms in Ontario that will not be reopened.

The Company's quarterly financial results are impacted by various factors including, but not limited to, timing of pandemic related funding and incurrence of pandemic related expenses, occupancy levels, timing of operating expenses and maintenance capital expenditures, seasonality of utility expenses, timing of resident co-payment increases, timing of funding rate increases or additional funding, the timing of disposals and acquisitions, and capital market and financing activities. For the three and nine months ended September 30, 2023, the Company's results have been impacted by the timing of government assistance received related to pandemic expenses and capital costs, share of net loss in joint ventures, occupancy rates, increased costs pertaining to labour and higher utilities and insurance premiums, interest expense and fair value adjustments on interest rate swap contracts.

A discussion of the operating results for the three and nine months ended September 30, 2023 compared to the same period in the prior year is provided in the section "Operating Results".

Operating Results

The following table represents the operating results for the periods ended September 30, prepared in accordance with IFRS:

	Three months ended September 30,			Nine months ended September 30,		
Thousands of Canadian dollars	**2023**	2022	Change	**2023**	2022	Change
Revenue	**191,974**	181,893	10,081	**574,626**	532,720	41,906
Expenses						
Operating expenses, net [1]	**156,423**	148,672	7,751	**467,883**	434,006	33,877
Depreciation and amortization	**12,333**	11,681	652	**37,309**	35,582	1,727
Administrative expenses	**6,260**	8,060	(1,800)	**21,920**	26,063	(4,143)
Share of net loss in joint ventures	**2,168**	2,336	(168)	**7,053**	7,845	(792)
Impairment loss	**—**	—	—	**—**	12,788	(12,788)
Net finance charges	**9,439**	7,631	1,808	**28,011**	16,525	11,486
Transaction costs	**1,893**	492	1,401	**2,989**	3,641	(652)
Gain on disposal of properties	**—**	—	—	**—**	(23,722)	23,722
	188,516	178,872	9,644	**565,165**	512,728	52,437
Income before provision for income taxes	**3,458**	3,021	437	**9,461**	19,992	(10,531)
Provision for (recovery of) income taxes						
Current	**51**	517	(466)	**2,162**	4,372	(2,210)
Deferred	**928**	(9)	937	**693**	(1,723)	2,416
	979	508	471	**2,855**	2,649	206
Net income	**2,479**	2,513	(34)	**6,606**	17,343	(10,737)
Total assets	**1,681,167**	1,736,319	(55,152)	**1,681,167**	1,736,319	(55,152)
Total debt	**994,112**	983,596	10,516	**994,112**	983,596	10,516

Note:
1. Operating expenses are net of pandemic related funding.

Retirement

The Company's Retirement portfolio consists of 39 Retirement Residences as of September 30, 2023, four of which are located in British Columbia, five are located in Saskatchewan, and 30 are located in Ontario. Our Retirement portfolio operates in well located markets and generated approximately 49% of the Company's total NOI for Q3 2023.

Long-term Care

The Company's LTC portfolio consists of 42 LTC communities, eight of which are located in British Columbia and 34 of which are located in Ontario. Our LTC portfolio contributed approximately 51% to the Company's total NOI for Q3 2023.

Joint Arrangement

A joint arrangement can be a joint venture or a joint operation. In a joint venture, the parties that have joint control of the arrangement have the rights to the net assets of the arrangement. In a joint operation, the parties that have joint control of the arrangement have the rights to the assets, and obligations for the liabilities, relating to the arrangement.

The following table summarizes the classification of properties which are owned through the Company's joint arrangements, or which are partially owned as at September 30, 2023:

Joint Arrangements	Number of properties	Sienna ownership	Joint arrangement type	Accounting treatment
Sienna Baltic Development LP [2]	2	40 % / 77 %	Joint operation	Proportionate
Sienna-RSH Niagara Falls LP [1]	0	70 %	Joint venture	Equity
Sienna-Sabra LP	12	50 %	Joint venture	Equity

Notes:

1. The property of Sienna-RSH Niagara Falls LP is under development as of September 30, 2023.
2. Sienna Baltic Development LP owns 40% of Nicola Lodge and 77% of Glenmore Lodge.

Adjusted Revenue, Adjusted Operating Expenses, and Adjusted NOI

The following table reconciles revenue and operating expenses from our financial statements to adjusted revenue, adjusted operating expenses and adjusted NOI:

	Three months ended September 30,			Nine months ended September 30,		
	2023	2022	Change	**2023**	2022	Change
Revenue	**191,974**	181,893	10,081	**574,626**	532,720	41,906
Share of revenue from Equity-Accounted JVs	**7,866**	7,299	567	**23,168**	10,905	12,263
Adjusted Revenue	**199,840**	189,192	10,648	**597,794**	543,625	54,169
Operating Expenses, net	**156,423**	148,672	7,751	**467,883**	434,006	33,877
Share of expenses from Equity-Accounted JVs	**5,580**	5,500	80	**16,860**	8,243	8,617
Adjusted Operating Expenses, net	**162,003**	154,172	7,831	**484,743**	442,249	42,494
NOI	**35,551**	33,221	2,330	**106,743**	98,714	8,029
Share of NOI from Equity-Accounted JVs	**2,286**	1,799	487	**6,308**	2,662	3,646
Adjusted NOI	**37,837**	35,020	2,817	**113,051**	101,376	11,675

Consolidated Net Operating Income

The following table represents the Company's consolidated net operating income, including the Company's share of net operating income from Equity-Accounted Joint Ventures, for the period ended September 30:

	Three months ended September 30,			Nine months ended September 30,		
Thousands of Canadian dollars	**2023**	2022	Change	**2023**	2022	Change
Revenue						
Same property	**195,989**	186,732	9,257	**570,269**	531,253	39,016
Acquisition, development and other	**3,851**	2,460	1,391	**27,525**	12,372	15,153
Total Adjusted Revenue	**199,840**	189,192	10,648	**597,794**	543,625	54,169
Operating Expenses, net						
Same property	**157,489**	150,625	6,864	**459,644**	425,060	34,584
Net pandemic and incremental agency expenses [1]	**970**	1,307	(337)	**1,334**	5,626	(4,292)
Acquisition, development and other	**3,544**	2,240	1,304	**23,765**	11,563	12,202
Total Adjusted Operating Expenses, net	**162,003**	154,172	7,831	**484,743**	442,249	42,494
NOI						
Same property	**37,499**	35,048	2,451	**109,296**	100,557	8,739
Acquisition, development and other	**338**	(28)	366	**3,755**	819	2,936
Total NOI	**37,837**	35,020	2,817	**113,051**	101,376	11,675

Notes:

1. For Q3 2023, includes government assistance related to the pandemic of $5,767 (2022 - $10,237) and incremental pandemic related and agency expenses of $6,737 (2022 - $11,544), resulting in net pandemic and incremental agency expenses of $970 (2022 - $1,307).

   For the nine months ended September 30, 2023, includes government assistance related to the pandemic of $20,884 (2022 - $47,347) and incremental pandemic related and agency expenses of $22,218 (2022 - $52,973), resulting in net pandemic and incremental agency expenses of $1,334 (2022 - $5,626).

   Government assistance related to the pandemic is recognized to the extent that eligible expenses have been incurred and funding allocations are reasonably determinable.

Third Quarter 2023 Operating Results

The Company's total same property revenues for Q3 2023 increased by $9,257 to $195,989, compared to Q3 2022. Retirement's same property revenues for Q3 2023 increased by $3,709 to $50,089, compared to Q3 2022, primarily due to annual rental rate increases in line with market conditions, and care and ancillary revenue. LTC's same property revenues for Q3 2023 increased by $5,548 to $145,900, compared to Q3 2022, primarily due to increased flow-through funding for direct care and annual inflationary funding increases.

The Company's total same property operating expenses, excluding net pandemic and incremental agency expenses, for Q3 2023 increased by $6,864 to $157,489, compared to Q3 2022. Retirement's same property operating expenses, excluding net pandemic and incremental agency expenses of $161, for Q3 2023 increased by $2,720 to $31,609, compared to Q3 2022, primarily due to higher labour costs. LTC's operating expenses for Q3 2023, excluding net pandemic and incremental agency expenses of $809, increased by $4,144 to $125,880, compared to Q3 2022, mainly due to higher expenses related to an increase in direct care labour.

Net pandemic and incremental agency expenses for Q3 2023 decreased by $337 to $970 compared to Q3 2022, mainly due to a decrease in Retirement's net pandemic and incremental agency expenses by $360 for the same period. During the quarter, the LTC segment received retroactive pandemic funding of $644 related to 2021. In Q3 2022, the LTC segment received retroactive pandemic funding of $3,009, of which $1,899 related to 2021 and $1,110 related to Q1 2022. Excluding retroactive pandemic funding, net pandemic and incremental agency costs were $805 in Q3 2023 compared to $3,530 in Q3 2022.

The Company's total same property NOI for Q3 2023 increased by $2,451 to $37,499, compared to Q3 2022. Retirement's same property NOI for Q3 2023 increased by $1,348 to $18,318. LTC's same property NOI for Q3 2023 increased by $1,103 to $19,181 compared to Q3 2022.

Nine Months Ended September 30, 2023 Operating Results

The Company's total same property revenues for the nine months ended September 30, 2023 increased by $39,016 to $570,269, compared to the nine months ended September 30, 2022. Retirement's same property revenues for the nine months ended September 30, 2023 increased by $8,658 to $134,934, compared to the nine months ended September 30, 2022, primarily due to annual rental rate increases in line with market conditions and occupancy growth. LTC's same property revenues for the nine months ended September 30, 2023 increased by $30,358 to $435,335, compared to the nine months ended September 30, 2022, primarily due to increased flow-through funding for direct care, annual inflationary funding increases, and higher preferred accommodation revenue.

The Company's total same property operating expenses, excluding net pandemic expenses, for the nine months ended September 30, 2023 increased by $34,584 to $459,644, compared to the nine months ended September 30, 2022. Retirement's same property operating expenses, excluding net pandemic expenses, for the nine months ended September 30, 2023 increased by $6,178 to $84,578, compared to the nine months ended September 30, 2022, primarily due to higher labour and food costs, increased maintenance and utilities expenses. LTC's operating expenses for the nine months ended September 30, 2023, excluding net pandemic expenses, increased by $28,406 to $375,066, compared to the nine months ended September 30, 2022, mainly due to increase in direct care labour and higher operating costs due to inflationary increases.

Net pandemic and incremental agency expenses for the nine months ended September 30, 2023 decreased by $4,292 to $1,334 compared to 2022, mainly due to a decrease in LTC's net pandemic and incremental agency expenses by $3,230 for the same period. During the nine months ended September 30, 2023, the LTC segment received retroactive pandemic funding of $4,058, of which $3,414 related to 2022 and $644 related to 2021. During the nine months ended September 30, 2022, the LTC segment received retroactive pandemic funding of $4,121 related to 2021. Retirement's net pandemic and incremental agency expenses decreased by $1,062 compared to the nine months ended September 30, 2022. Excluding retroactive pandemic funding, net pandemic and incremental agency expenses were $5,384 for the nine months ended September 30, 2023 compared to $10,045 in the first nine months of 2022.

The Company's total same property NOI for the nine months ended September 30, 2023 increased by $8,739 to $109,296, compared to the nine months ended September 30, 2022. Retirement's same property NOI for the nine months ended September 30, 2023 increased by $3,511 to $50,248. LTC's same property NOI for the nine months ended September 30, 2023 increased by $5,228 to $59,048 compared to the nine months ended September 30, 2022.

Net Operating Income by Segment

The Company's consolidated net operating income consists of its Retirement and LTC business segments.

Retirement

The following table represents the results of the Retirement segment for the periods ended September 30:

	Three months ended September 30,			Nine months ended September 30,		
Thousands of Canadian dollars	**2023**	2022	Change	**2023**	2022	Change
Retirement Revenue						
Same property [1]	**50,089**	46,380	3,709	**134,934**	126,276	8,658
Acquisition, development and other	**616**	—	616	**14,907**	1,706	13,201
Total Adjusted Retirement Revenue	**50,705**	46,380	4,325	**149,841**	127,982	21,859
Retirement Expenses, net						
Same property [1]	**31,609**	28,889	2,720	**84,578**	78,400	6,178
Net pandemic and incremental agency expenses [2]	**161**	521	(360)	**134**	1,196	(1,062)
Acquisition, development and other	**410**	—	410	**10,597**	1,094	9,503
Total Adjusted Retirement Expenses, net	**32,180**	29,410	2,770	**95,309**	80,690	14,619
Retirement NOI						
Same property [1]	**18,318**	16,970	1,348	**50,248**	46,737	3,511
Acquisition, development and other	**207**	—	207	**4,284**	555	3,729
Total Adjusted Retirement NOI	**18,525**	16,970	1,555	**54,532**	47,292	7,240

Notes:

1. Effective June 1, 2023, the results of the 12 joint venture retirement residences acquired in Q2 2022 ("Acquired Properties") were reclassified from "acquisitions" to "same property" in the table above. Accordingly, "same property" includes results of the Acquired Properties from June 1, 2023 onwards.

2. For Q3 2023, includes government assistance related to the pandemic of $495 (2022 - $327) and incremental pandemic related and agency expenses of $656 (2022 - $848), resulting in net pandemic and incremental agency expenses (recoveries) of $161 (2022 - $521). For the nine months ended September 30, 2023, includes government assistance related to the pandemic of $1,909 (2022 - $2,080) and incremental pandemic related and agency expenses of $2,043 (2022 - $3,276), resulting in net pandemic and incremental agency expenses of $134 (2022 - $1,196). Government assistance related to the pandemic is recognized to the extent that eligible expenses have been incurred and funding allocations are reasonably determinable.

Third Quarter 2023 Retirement Results

Retirement's same property revenues for Q3 2023 increased by $3,709 to $50,089, compared to Q3 2022, primarily attributable to annual rental rate increases in line with market conditions, and care and ancillary revenue.

Retirement's same property operating expenses, excluding net pandemic and incremental agency expenses, for Q3 2023 increased by $2,720 to $31,609 compared to Q3 2022, primarily due to higher labour costs. Net pandemic and incremental agency expenses for the three months ended September 30, 2023 were $161 representing an improvement over net pandemic and incremental agency expenses of $360 compared to the three months ended September 30, 2022.

Retirement's same property NOI for Q3 2023 increased by $1,348 to $18,318, compared to Q3 2022. Excluding net pandemic and incremental agency expenses, Retirement's same property NOI for Q3 2023 increased by $989 to $18,480, compared to Q3 2022.

Nine months ended September 30, 2023 Retirement Results

Retirement's same property revenues for the nine months ended September 30, 2023 increased by $8,658 to $134,934, compared to the nine months ended September 30, 2022, primarily attributable to annual rental rate increases in line with market conditions and occupancy growth.

Retirement's same property operating expenses, excluding net pandemic and incremental agency expenses, for the nine months ended September 30, 2023 increased by $6,178 to $84,578 compared to the nine months ended September 30, 2022, primarily due to higher labour and food costs, increased maintenance and utilities expenses. Net pandemic and incremental agency expenses for the nine months ended September 30, 2023 were $134 representing an improvement over net pandemic and incremental agency expenses of $1,062 compared to the nine months ended September 30, 2022.

Retirement's same property NOI for the nine months ended September 30, 2023 increased by $3,511 to $50,248, compared to the nine months ended September 30, 2022. Excluding net pandemic and incremental agency expenses, Retirement's same property NOI for the nine months ended September 30, 2023 increased by $2,480 to $50,356, compared to the nine months ended September 30, 2022.

Long-term Care

The following table represents the results of the LTC segment for the periods ended September 30:

Thousands of Canadian dollars	Three months ended September 30, 2023	2022	Change	Nine months ended September 30, 2023	2022	Change
Long-term Care Revenue						
Same property	**145,900**	140,352	5,548	**435,335**	404,977	30,358
Acquisition, development and other [(1)]	**3,235**	2,460	775	**12,618**	10,666	1,952
Total Long-term Care Revenue	**149,135**	142,812	6,323	**447,953**	415,643	32,310
Long-term Care Expenses, net						
Same property	**125,880**	121,736	4,144	**375,066**	346,660	28,406
Net pandemic and incremental agency expenses[(2)]	**809**	786	23	**1,200**	4,430	(3,230)
Acquisition, development and other [(1)]	**3,134**	2,240	894	**13,168**	10,469	2,699
Total Long-term Care Expenses, net	**129,823**	124,762	5,061	**389,434**	361,559	27,875
Long-term Care NOI						
Same property	**19,181**	18,078	1,103	**59,048**	53,820	5,228
Acquisition, development and other [(1)]	**131**	(28)	159	**(529)**	264	(793)
Total Long-term Care NOI	**19,312**	18,050	1,262	**58,519**	54,084	4,435

Notes:

1. Includes the results of Wood Park and 1 LTC community that closed in 2023.
2. For Q3 2023, includes government assistance related to the pandemic of $5,272 (2022 - $9,910) and incremental pandemic related and agency expenses of $6,081 (2022 - $10,696), resulting in net pandemic and incremental agency expenses of $809 (2022 - $786). For the nine months ended September 30, 2023, includes government assistance related to the pandemic of $18,975 (2022 - $45,267) and incremental pandemic related and agency expenses of $20,175 (2022 - $49,697), resulting in net pandemic and incremental agency expenses of $1,200 (2022 - $4,430). Government assistance related to the pandemic is recognized to the extent that eligible expenses have been incurred and funding allocations are reasonably determinable.

Third Quarter 2023 Long-term Care Results

LTC's same property revenues for Q3 2023 increased by $5,548 to $145,900, compared to Q3 2022, primarily due to increased flow-through funding for direct care, annual inflationary funding increases, and higher preferred accommodation revenue.

Excluding net pandemic and incremental agency expenses, LTC's same property operating expenses for Q3 2023 increased by $4,144 to $125,880, compared to Q3 2022, mainly due to higher expenses related to an increase in direct care and other labour.

LTC's net pandemic and incremental agency expenses for Q3 2023 were $809, representing a decrease in net pandemic and incremental agency expenses of $23 compared to Q3 2022. During the quarter, the LTC segment received retroactive pandemic funding of $644 related to 2021. In Q3 2022, the LTC segment received retroactive pandemic funding of $3,009, of which $1,899 related to 2021 and $1,110 related to Q1 2022. Excluding retroactive pandemic funding, net pandemic and incremental agency costs were $1,453 in Q3 2023 compared to $3,795 in Q3 2022.

LTC's same property NOI for Q3 2023 increased by $1,103 to $19,181, compared to Q3 2022.

Nine months ended September 30, 2023 Long-term Care Results

LTC's same property revenues for the nine months ended September 30, 2023 increased by $30,358 to $435,335, compared to the nine months ended September 30, 2022, primarily due to increased flow-through funding for direct care, annual inflationary funding increases, and higher preferred accommodation revenue.

Excluding net pandemic and incremental agency expenses, LTC's same property operating expenses for the nine months ended September 30, 2023 increased by $28,406 to $375,066, compared to the nine months ended September 30, 2022, mainly due to higher expenses related to an increase in direct care and other labour and higher operating costs due to inflationary increases.

LTC's net pandemic and incremental agency expenses for the nine months ended September 30, 2023 were $1,200, representing a decrease in net pandemic and incremental agency expenses of $3,230 compared to the nine months ended September 30, 2022. During the nine months ended September 30, 2023, the LTC segment received retroactive pandemic funding of $4,058, of which $3,414 related to 2022 and $644 related to 2021. During the nine months ended September 30, 2022, the LTC segment received retroactive pandemic funding of $4,121 related to 2021. Excluding retroactive pandemic funding, net pandemic and incremental agency costs were $5,258 for the nine months ended September 30, 2023 compared to $8,551 in the first nine months of 2022.

LTC's same property NOI for the nine months ended September 30, 2023 increased by $5,228 to $59,048, compared to the nine months ended September 30, 2022.

Depreciation and Amortization

Third Quarter 2023

Depreciation and amortization for Q3 2023 increased by $652 to $12,333, compared to Q3 2022, primarily due to depreciation of recent computer hardware additions.

Nine months ended September 30, 2023

Depreciation and amortization for the nine months ended September 30, 2023 increased by $1,727 to $37,309, compared to nine months ended September 30, 2022, primarily due to depreciation of recent computer hardware additions.

Administrative Expenses

	Three months ended September 30,			Nine months ended September 30,		
Thousands of Canadian dollars	**2023**	2022	Change	**2023**	2022	Change
General and administrative expenses	**6,688**	7,381	(693)	**20,494**	22,367	(1,873)
SOAR Program	**—**	—	—	**306**	1,660	(1,354)
Restructuring costs [1]	**(1,174)**	—	(1,174)	**(1,175)**	—	(1,175)
Share-based compensation	**764**	625	139	**2,287**	1,738	549
Pandemic related expenses	**(18)**	54	(72)	**8**	298	(290)
Total administrative expenses	**6,260**	**8,060**	**(1,800)**	**21,920**	**26,063**	**(4,143)**

Note:

1. In 2022, the Company announced the closure of one of its LTC residences and recognized a restructuring provision as a result. During the three months and nine months ended September 30, 2023, the Company utilized $829 and $2,055 respectively, and reduced the provision by $1,174 and $1,767 respectively, based on best estimates. For the nine months ended September 30, 2022, the Company recognized restructuring costs of $592 related to reduction of employees at our corporate office, which is offset by the reduction of the restructuring provision related to the LTC residence.

Third Quarter 2023

Administrative expenses for Q3 2023 decreased by $1,800 to $6,260, compared to Q3 2022, primarily due to the reversal of restructuring accrual as well as lower general and administrative expenses.

Nine months ended September 30, 2023

Administrative expenses for the nine months ended September 30, 2023 decreased by $4,143 to $21,920, compared to nine months ended September 30, 2022, primarily due to lower SOAR program costs, lower general and administrative expenses and the reversal of restructuring accrual.

Share of Net Loss in Joint Ventures (JV)

Third Quarter 2023

The Company's share of net loss in joint ventures of $2,168 (2022 - $2,336), was primarily related to Sienna-Sabra LP. This balance is comprised of NOI of $2,286, less depreciation and amortization of $4,173, less finance costs of $185 and transaction costs of $96.

Nine months ended September 30, 2023

The Company's share of net loss in joint ventures of $7,053 (2022 - $7,845), was primarily related to Sienna-Sabra LP. This balance is comprised of NOI of $6,308, less depreciation and amortization of $12,505, less finance costs of $565 and transaction costs of $291.

Net Finance Charges

Thousands of Canadian dollars	Three months ended September 30, 2023	2022	Change	Nine months ended September 30, 2023	2022	Change
Finance costs						
Interest expense on mortgages	**5,888**	4,231	1,657	**16,108**	11,633	4,475
Interest expense on debentures	**3,585**	3,585	—	**10,640**	10,640	—
Interest on unsecured term loan	**—**	985	(985)	**1,176**	1,321	(145)
Interest expense on credit facilities	**786**	155	631	**2,552**	532	2,020
Interest expense on right-of-use assets	**41**	29	12	**111**	71	40
Amortization of financing charges and fair value adjustments on acquired debt	**863**	635	228	**2,394**	1,772	622
Net settlement payment (receipt) on interest rate swap contracts	**(924)**	(96)	(828)	**(2,559)**	964	(3,523)
Gain on interest rate swap contracts	**(164)**	(1,361)	1,197	**(713)**	(9,107)	8,394
	10,075	8,163	1,912	**29,709**	17,826	11,883
Finance income						
Interest income on construction funding receivable	**118**	208	(90)	**411**	693	(282)
Other interest income	**518**	324	194	**1,287**	608	679
	636	532	104	**1,698**	1,301	397
Net finance charges	**9,439**	7,631	1,808	**28,011**	16,525	11,486

Third Quarter 2023

Net finance charges for Q3 2023 increased by $1,808 to $9,439, compared to Q3 2022, primarily due to lower fair value gain on interest rate swap contracts and higher interest expense on mortgages and credit facilities, offset by changes in the net settlement payment (receipt) on interest rate swap contracts and lower interest on unsecured term loan fully repaid in Q2 2023.

Nine months ended September 30, 2023

Net finance charges for the nine months ended September 30, 2023 increased by $11,486 to $28,011, compared to nine months ended September 30, 2022, primarily due to lower fair value gain on interest rate swap contracts and higher interest expense on mortgages and credit facilities, offset by changes in the net settlement payment (receipt) on interest rate swap contracts.

Transaction Costs

Third Quarter 2023

Transaction costs for Q3 2023 increased by $1,401 to $1,893 compared to Q3 2022 primarily attributable to timing of activities related to development projects.

Nine months ended September 30, 2023

Transaction costs for the nine months ended September 30, 2023 decreased by $652 to $2,989 compared to nine months ended September 30, 2022 primarily attributable to timing of activities related to development projects and transactions.

Income Taxes

Third Quarter 2023

Income tax expense for Q3 2023 increased by $471 resulting in an income tax expense of $979 (current tax expense of $51 and deferred tax expense of $928), compared to Q3 2022 income tax expense of $508 (current tax expense of $517 and deferred tax recovery of $9). This is primarily attributable to an increase in NOI in the current quarter and reversal of timing differences related to restructuring costs that was previously expensed.

Nine months ended September 30, 2023

Income tax expense for the nine months ended September 30, 2023 increased by $206 resulting in an income tax expense of $2,855 (current tax expense of $2,162 and deferred tax expense of $693), compared to nine months ended September 30, 2022 income tax expense of $2,649 (current tax expense of $4,372 and deferred tax recovery of $1,723). The increase in taxes is primarily due to an increase in NOI partially offset by impairment loss accrued in 2022.

Business Performance

Non-IFRS Measures

Readers are cautioned that certain terms used in the MD&A listed below, including any related per share amounts, used by Management of the Company to measure, compare and explain the operating results and financial performance of Sienna do not have any standardized meaning prescribed under IFRS and, therefore, should not be construed as alternatives to net income, cash flow from operating activities, or any other measure prescribed under IFRS. These terms are defined in the following table and reconciliations to the most comparable IFRS measure are referenced, as applicable. The following terms do not have a standardized meaning prescribed by IFRS and may not be comparable to similarly titled measures presented by other publicly traded entities.

Adjusted Funds from Operations

The IFRS measure most directly comparable to FFO and OFFO is "NOI". The following table represents the reconciliation of "NOI" to "net income" to FFO and OFFO for the periods ended September 30. The reconciliation from FFO to AFFO is provided as supplementary information.

	Three months ended September 30,			Nine months ended September 30,		
Thousands of Canadian dollars, except share and per share data	**2023**	2022	Change	**2023**	2022	Change
Adjusted revenue	**199,840**	189,192	10,648	**597,794**	543,625	54,169
Adjusted operating expense, net of government assistance	**(162,003)**	(154,172)	(7,831)	**(484,743)**	(442,249)	(42,494)
NOI	**37,837**	35,020	2,817	**113,051**	101,376	11,675
Depreciation and amortization	**(12,333)**	(11,681)	(652)	**(37,309)**	(35,582)	(1,727)
Administrative expenses	**(6,260)**	(8,060)	1,800	**(21,920)**	(26,063)	4,143
Share of net loss in equity accounted joint ventures	**(2,168)**	(2,336)	168	**(7,053)**	(7,845)	792
Share of NOI in equity accounted joint ventures	**(2,286)**	(1,799)	(487)	**(6,308)**	(2,662)	(3,646)
Impairment loss	**—**	—	—	**—**	(12,788)	12,788
Net finance charges	**(9,439)**	(7,631)	(1,808)	**(28,011)**	(16,525)	(11,486)
Transaction costs	**(1,893)**	(492)	(1,401)	**(2,989)**	(3,641)	652
Gain on disposal of properties	**—**	—	—	**—**	23,722	(23,722)
Provision for income taxes	**(979)**	(508)	(471)	**(2,855)**	(2,649)	(206)
Net income	**2,479**	2,513	(34)	**6,606**	17,343	(10,737)
Deferred income tax expense (recovery)	**928**	(9)	937	**693**	(1,723)	2,416
Depreciation and amortization	**11,205**	10,846	359	**33,413**	33,053	360
Transaction costs, net of tax	**1,182**	492	690	**2,278**	3,641	(1,363)
Net settlement payment on interest rate swap contracts	**(924)**	(96)	(828)	**(2,559)**	964	(3,523)
Fair value gain on interest rate swap contracts	**(164)**	(1,361)	1,197	**(713)**	(9,107)	8,394
Gain on disposal of properties, net of tax	**—**	—	—	**—**	(20,870)	20,870
Shares granted under SOAR program	**—**	—	—	**306**	1,660	(1,354)
Impairment loss	**—**	—	—	**—**	12,788	(12,788)
Equity-Accounted Joint Ventures: Depreciation and amortization	**4,173**	3,886	287	**12,505**	6,635	5,870
Shares granted under SOAR program	**—**	—	—	**10**	—	10
Transaction cost	**97**	52	45	**291**	3,565	(3,274)
Funds from operations (FFO)	**18,976**	16,323	2,653	**52,830**	47,949	4,881
Depreciation and amortization - corporate	**1,128**	835	293	**3,896**	2,529	1,367
Amortization of financing charges and fair value adjustments on assumed debt (1)	**912**	690	222	**2,546**	1,862	684
Net settlement receipt (payment) on interest rate swap contracts	**924**	96	828	**2,559**	(964)	3,523
Restructuring costs, including tax	**(1,871)**	—	(1,871)	**(1,872)**	—	(1,872)
Operating funds from operations (OFFO)	**20,069**	17,944	2,125	**59,959**	51,376	8,583
Construction funding	**1,347**	2,338	(991)	**5,021**	7,072	(2,051)
Maintenance capital expenditure (2)	**(1,804)**	(3,718)	1,914	**(7,599)**	(8,276)	677
Adjusted funds from operations (AFFO)	**19,612**	16,564	3,048	**57,381**	50,172	7,209

Adjusted funds from operations (AFFO)	**19,612**	16,564	3,048	**57,381**	50,172	7,209
Dividends declared	**(17,074)**	(17,055)	(19)	**(51,214)**	(50,250)	(964)
AFFO retained	**2,538**	(491)	3,029	**6,167**	(78)	6,245

Basic and Diluted FFO per share	**0.260**	0.224	0.036	**0.724**	0.674	0.050
Basic and Diluted OFFO per share	**0.275**	0.246	0.029	**0.822**	0.722	0.100
Basic and Diluted AFFO per share	**0.269**	0.227	0.042	**0.787**	0.705	0.082
Weighted average common shares outstanding	**72,967,166**	72,899,509		**72,952,207**	71,142,467	

Notes:

1. For the three and nine months ended September 30, 2023, includes the Company's share of amortization of financing charges and fair value adjustments on assumed debt in Equity-Accounted Joint Ventures of $51 and $155 (2022 - $54 and $89).
2. For the three and nine months ended September 30, 2023 includes the Company's share of maintenance capital expenditure in Equity-Accounted Joint Ventures of $237 and $497 (2022 - $89 and $112).

Third Quarter 2023 Performance

For Q3 2023, FFO increased by $2,653 to $18,976, compared to Q3 2022. The increase was primarily due to higher NOI, lower general and administrative expenses, partially offset by higher current taxes after adjusting for amount relating to transaction costs, and higher interest expenses.

For Q3 2023, OFFO increased by $2,125 to $20,069, compared to Q3 2022. The increase was primarily attributable to higher NOI, lower general and administrative expenses, partially offset by higher current taxes after adjustments relating to restructuring costs and transaction costs, as well as higher interest expenses.

For Q3 2023, AFFO increased by $3,048 to $19,612, compared to Q3 2022. The increase was primarily related to the increase in OFFO, lower spend on maintenance capital offset by a decrease in construction funding income.

Nine months ended September 30, 2023 Performance

FFO for the nine months ended September 30, 2023 increased by $4,881 to $52,830, over the prior year. The increase was primarily due to higher NOI, lower general and administrative expenses, lower current income taxes offset by higher interest expenses.

OFFO for the nine months ended September 30, 2023 increased by $8,583 to $59,959, over the prior year. The increase was primarily attributable to higher NOI, lower general and administrative expenses, a favourable tax adjustment of approximately $1,500 relating to additional deductions of capital cost allowance higher than originally estimated in 2022, partially offset by higher current taxes after adjustments relating to restructuring costs and transaction costs, as well as higher interest expenses.

AFFO for the nine months ended September 30, 2023 increased by $7,209 to $57,381, over the prior year. The increase was primarily related to the increase in OFFO, lower spend on maintenance capital offset by a decrease in construction funding income.

Construction Funding

The Company receives construction funding subsidies from the Government of Ontario on a per bed per diem basis to support the costs of developing or redeveloping eligible LTC homes. There are several eligibility requirements, including receiving approval from the MLTC on the development or redevelopment and completing the construction in accordance with a development agreement signed with the MLTC. This funding is non-interest bearing, and is received subject to the condition that the residences continue to operate as long-term care residences for the period for which they are entitled to the construction funding. As at September 30, 2023, the condition for funding has been met.

The construction funding amount to reconcile from OFFO to AFFO represents the change in the construction funding receivable balance, which consists of the cash to be received, offset by the interest income on the construction funding receivable recognized in "net income". For the remainder of 2023 through 2027, and thereafter, the Company estimates that the construction funding amount for completed projects will be as follows:

Thousands of Canadian dollars	Construction funding interest income [1]	Construction funding principal [2]	Total construction funding to be received
2023	91	932	1,023
2024	295	2,539	2,834
2025	214	1,323	1,537
2026	147	1,193	1,340
2027	109	461	570
Thereafter	617	3,193	3,810
	1,473	**9,641**	**11,114**

Notes:

1. The interest income relates to interest accretion resulting from the construction funding receivable that was initially measured at fair value and subsequently measured at amortized cost using the effective interest method.
2. The construction funding principal received is an adjustment to reconcile from OFFO to AFFO.

For the three and nine months ended September 30, 2023, interest income on construction funding of $118 and $411, respectively (2022 - $208 and $693, respectively) was recognized, and an adjustment of $1,347 and $5,021, respectively (2022 - $2,338 and $7,072) was made to AFFO for construction funding principal received.

Maintenance Capital Expenditures

The Company monitors all of its properties for ongoing maintenance requirements. As part of the capital investments' monitoring process, items are assessed and prioritized based on the urgency and necessity of the expenditure to sustain or maintain the condition of buildings, or to meet residents' needs. The following table summarizes the Company's maintenance capital expenditures for the periods ended September 30:

	Three months ended September 30,		**Nine months ended September 30,**	
Thousands of Canadian dollars	**2023**	2022	**2023**	2022
Building maintenance	**587**	1,510	**1,811**	2,696
Mechanical and electrical	**131**	979	**2,080**	1,805
Suite renovations and common area upgrades	**696**	598	**2,016**	2,075
Communications and information systems	**67**	48	**407**	284
Furniture, fixtures and equipment	**323**	583	**1,285**	1,416
Total maintenance capital expenditures	**1,804**	3,718	**7,599**	8,276
Capital Investments in Equity-Accounted Joint Ventures	237	89	497	112

Building Maintenance

Building maintenance include the costs for structures, roofing, exterior grounds, fire safety, and sprinklers. For the three months, the decrease in building maintenance compared to the prior year is due to timing of repairs and repiping work.

Mechanical and Electrical

Mechanical and electrical expenditures include the costs for heating, air conditioning and ventilation systems, generators, boilers, pumps and building elevators. The increase in mechanical and electrical compared to the prior year is due to the installation of air conditioning in certain LTC communities and timing of repairs.

Suite Renovations and Common Area Maintenance

Suite renovations and common area maintenance are expenditures to maintain the marketability of the Company's residences. Flooring and carpeting replacements are often done in conjunction with suite renovations.

Communication and Information Systems

Communication and information systems' expenditures include the costs for purchasing and installing computer equipment, software applications, telecommunication systems and wireless solutions.

Furniture, Fixtures and Equipment

Furniture, fixtures and equipment expenditures include the costs for replacing or maintaining residences' furnishings and equipment, including those in residents' rooms, as well as kitchen facilities, laundry facilities and dining furnishings.

Reconciliation of Cash Flow from Operations to Adjusted Funds from Operations

The IFRS measure most directly comparable to AFFO is "cash flow from operating activities". The following table represents the reconciliation of cash provided by operating activities to AFFO for the periods ended September 30:

	Three months ended September 30,			Nine months ended September 30,		
Thousands of Canadian dollars	**2023**	2022	Change	**2023**	2022	Change
Cash provided by operating activities	**37,220**	19,172	18,048	**90,762**	91,120	(358)
Construction funding principal	**1,347**	2,338	(991)	**5,021**	7,072	(2,051)
Transaction costs	**1,279**	492	787	**2,570**	3,641	(1,071)
Maintenance capital expenditures	**(1,804)**	(3,718)	1,914	**(7,599)**	(8,276)	677
Net change in working capital, interest and taxes	**(20,798)**	(3,583)	(17,215)	**(39,971)**	(49,255)	9,284
Restricted share units recovery	**363**	255	108	**1,136**	655	481
Tax on disposal of properties	**—**	—	—	**—**	2,852	2,852
FFO of Equity-Accounted Joint Ventures	**2,005**	1,608	397	**5,462**	2,363	3,099
Adjusted funds from operations (AFFO)	**19,612**	16,564	3,048	**57,381**	50,172	12,913

Refer to the "Cash Flow Analysis" section for details on the change from Q3 2022 to Q3 2023 on cash flow provided by operating activities.

Financial Position Analysis

Balance Sheet Analysis

The following table summarizes the significant changes in assets, liabilities and equity as at September 30, 2023 compared to December 31, 2022:

Thousands of Canadian dollars	**2023**	2022	Change
Total assets	**1,681,167**	1,680,428	739
Total liabilities	**1,290,761**	1,245,736	45,025
Total equity	**390,406**	434,692	(44,286)

Total assets increased by $739 to $1,681,167 primarily due to increases in cash and cash equivalents, the acquisition of Woods Park in Q1 2023, additions to property and equipment, partially offset by decrease in government funding receivables, decrease in Investment in Sienna-Sabra LP, construction funding receivable, and accounts receivable and other assets.

Total liabilities increased by $45,025 to $1,290,761 primarily due to increase in liability for government funding payable as a result of timing, new property level mortgages, increase in share-based compensation liability partially offset by repayment of revolving credit facility, regular pay down of property level mortgages, decreases in accounts payable and other liabilities and payment of income taxes liability.

Total equity decreased by $44,286 to $390,406 primarily due to dividends declared during the period partially offset by net income and shares issued under SOAR program during the period.

Cash Flow Analysis

The following table represents the summary of cash flows for the periods ended September 30:

	Three months ended September 30,			**Nine months ended September 30,**		
Thousands of Canadian dollars	**2023**	2022	Change	**2023**	2022	Change
Cash provided by (used in):						
Operating activities	**37,220**	19,172	18,048	**90,762**	91,120	(358)
Investing activities	**(9,765)**	(8,494)	(1,271)	**(37,816)**	(130,107)	92,291
Financing activities	**(13,032)**	(21,915)	8,883	**(49,508)**	60,847	(110,355)
Increase (decrease) in cash and cash equivalents during the period	**14,423**	(11,237)	25,660	**3,438**	21,860	(18,422)
Cash and cash equivalents, end of period	**41,488**	50,913	(9,425)	**41,488**	50,913	(9,425)

Third Quarter 2023

Cash inflows provided by operating activities for the three months ended September 30, 2023 increased by $18,048 to $37,220 primarily due to lower accounts receivable and prepaid expenses due to timing, timing of government funding, offset partially by accounts payable due to timing of payments, and higher interest payments on long-term debt compared to Q3 2022.

Cash outflows used in investing activities for the three months ended September 30, 2023 increased by $1,271 to $9,765 primarily due to higher spend on property and equipment net of government assistance related to capital expenditure, lower construction funding receivables, partially offset by distributions received from joint venture and higher interest income receipts.

Cash outflows used in financing activities for the three months ended September 30, 2023 decreased by $8,883 to $13,032 primarily due to net proceeds from long term debt compared to Q3 2022 mainly due to new property level mortgage and refinancing of property level mortgages in Q3 2023 and pay down on revolver credit facility.

Nine months ended September 30, 2023

Cash inflows provided by operating activities for the nine months ended September 30, 2023 decreased by $358 to $90,762 primarily due to lower government funding and assistance received compared to the prior year, higher income tax payments, higher interest paid on long-term debt and lower accounts payable due to timing of payments.

Cash outflows used in investing activities for the nine months ended September 30, 2023 decreased by $92,291 to $37,816 primarily due to the Company's investment in Sienna-Sabra LP in the prior year, distributions received from joint venture partially offset by acquisition of Woods Park in Q1 2023, proceeds from disposal of properties in the prior year and receipt of government funding for capital expenditures.

Cash outflows used in financing activities for the nine months ended September 30, 2023 increased by $110,355 to $49,508 primarily due to issuance of equity in Q1 2022, net repayments of long-term debt and an increase in dividends paid compared to the prior year.

Liquidity and Capital Resources

Liquidity

The Company's primary source of liquidity is cash flow generated from operating activities. The Company expects to meet its operating cash requirements, including required working capital, capital expenditures, and currently scheduled interest payments on debt through fiscal 2023 and beyond, from cash on hand, cash flow from operations, proceeds from refinancing its debt, its committed but unutilized borrowing capacity and, if necessary, will pursue debt or equity financing to provide the Company with additional financial flexibility.

As at September 30, 2023, the Company's liquidity was $324,399, as follows:

Thousands of Canadian dollars	**September 30, 2023**	December 31, 2022
Cash and cash equivalents	**41,488**	38,050
Available funds from credit facilities	**282,911**	248,500
Total	**324,399**	286,550

As at September 30, 2023, the Company had drawn $25,000 from its available facilities.

In addition, as at September 30, 2023, the Company's share of cash and cash equivalents held in our Equity-Accounted Joint Ventures was $1,707.

The Company had a working capital deficiency (current liabilities less current assets) of $212,970 as at September 30, 2023, including the current portion of long-term debt of $52,704. To support its working capital deficiency, the Company has available cash from operations, access to multiple sources of financing and has a history of successfully refinancing credit facilities.

The Company has an unencumbered asset pool with a fair value of approximately $1,007,700 as at September 30, 2023, representing a decrease of $173,600 from $1,181,300 as at December 31, 2022. The decrease in the unencumbered asset pool since the beginning of the year is due to mortgages placed on three properties that were previously unencumbered, partially offset by two property-level mortgages repaid and not refinanced.

The unencumbered asset pool provides the Company with financial flexibility to enter into different financing options.

Debt

The Company's objectives are to access and maintain the lowest cost of debt with the most flexible terms available. The Company's debt strategy involves primarily unsecured debentures, conventional and CMHC insured mortgages, and secured and unsecured credit facilities.

The Company's goal is to continue to optimize its debt maturity schedule over a 10-year period in order to manage interest rate and financial risks. The Company's strategy is to build a 10-year debt maturity ladder by refinancing approximately 10% of its debt annually, which is approximately $99,411 as at September 30, 2023. On December 9, 2022, DBRS confirmed Sienna's "BBB" investment grade credit rating with a "Stable" trend, along with the "BBB" credit rating for the Company's Series A Unsecured Debentures, Series B Unsecured Debentures and Series C Unsecured Debentures (later defined in the "Debentures" section).

The Company's total debt is comprised as follows:

Thousands of Canadian dollars	**September 30, 2023**	December 31, 2022
Series A Unsecured Debentures	**150,000**	150,000
Series B Unsecured Debentures	**175,000**	175,000
Series C Unsecured Debentures	**125,000**	125,000
Unsecured Term Loan	—	50,000
Credit facilities	**25,000**	60,000
Mortgages	**529,928**	422,678
Lease liability	**4,309**	2,844
	1,009,237	985,522
Fair value adjustments on assumed debt	**1,980**	2,343
Less: Deferred financing costs	**(17,105)**	(9,901)
Total debt	**994,112**	977,964

The Company's total debt as at September 30, 2023 was $994,112 (December 31, 2022 - $977,964). The increase of $16,148 was primarily related to the addition of property-level mortgages partially offset by the repayment of the Unsecured Term Loan (defined in the "Credit Facilities" section of this MD&A) and reduction in draws on the credit facilities.

The following table summarizes the scheduled principal maturities of the Company's long-term debt commitments as at September 30, 2023:

Thousands of Canadian dollars, except interest rate

							Mortgages				
Year	**Series A Unsecured Debentures (1)**	**Series B Unsecured Debentures (2)**	**Series C Unsecured Debentures (3)**	**Unsecured Term Loan (4)**	**Credit Facilities**	**Capitalized Lease Principal Payments (5)**	**Regular Principal Repayments**	**Principal Due at Maturity**	**Weighted Average Interest Rate on Maturing Mortgages**	**Total**	**Consolidated Weighted Average Interest Rate on Maturing Debt**
2023	—	—	—	—	—	196	5,028	29,777	3.55 %	**35,001**	3.55 %
2024	150,000	—	—	—	—	778	19,204	59,531	4.13 %	**229,513**	3.42 %
2025	—	—	—	—	—	795	15,061	41,112	3.79 %	**56,968**	3.79 %
2026	—	175,000	—	—	—	825	15,330	—	— %	**191,155**	3.45 %
2027	—	—	125,000	—	25,000	856	14,749	35,115	3.30 %	**200,720**	3.41 %
2028	—	—	—	—	—	563	9,963	125,154	3.47 %	**135,680**	3.47 %
2029	—	—	—	—	—	296	5,925	—	— %	**6,221**	— %
2030	—	—	—	—	—	—	5,855	9,230	1.65 %	**15,085**	1.65 %
Thereafter	—	—	—	—	—	—	24,178	114,716	4.27 %	**138,894**	4.27 %
	150,000	**175,000**	**125,000**	**—**	**25,000**	**4,309**	**115,293**	**414,635**	**3.78 %**	**1,009,237**	3.58 %
Fair value adjustments on assumed debt										**1,980**	
Less: Deferred financing costs										**(17,105)**	
Total debt										**994,112**	

Notes:
1. The interest rate for the Series A Unsecured Debentures is 3.109%.
2. The interest rate for the Series B Unsecured Debentures is 3.450%.
3. The interest rate for the Series C Unsecured Debentures is 2.820%.
4. During the three months ended June 30, 2023, the Company repaid the remaining balance of the Unsecured Term Loan.
5. The weighted average interest rate for capitalized lease principal payments is 3.87% for each year.

The following tables are supplemental information and summarize the components of the Company's share of debt for our Equity-Accounted Joint Ventures:

Thousands of Canadian dollars	**September 30, 2023**	December 31, 2022
Mortgages	**25,493**	26,177
Construction loan	**18,894**	—
Fair value adjustments on assumed debt	**(2,368)**	(2,522)
Less: Deferred financing costs	**(11)**	(12)
Total debt	**42,008**	23,643

Year	Regular Principal Repayments
2023	230
2024	936
2025	957
2026	19,872
2027	1,000
2028	1,023
2029	1,046
2030	1,069
Thereafter	18,254
	44,387
Fair value adjustments on assumed debt	(2,368)
Less: Deferred financing costs	(11)
Total debt	42,008

Debentures

The Series A senior unsecured debentures were issued on November 4, 2019, and bear interest at a rate of 3.109% per annum, payable semi-annually in May and November of each year and mature on November 4, 2024 (the "**Series A Unsecured Debentures**").

The Series B senior unsecured debentures were issued on October 2, 2020, and bear interest at a rate of 3.45% per annum, payable semi-annually in February and August of each year and mature on February 27, 2026 (the "**Series B Unsecured Debentures**").

The Series C senior unsecured debentures were issued on June 3, 2021, and bear interest at a rate of 2.82% per annum, payable semi-annually in March and September of each year and mature on March 31, 2027 (the "**Series C Unsecured Debentures**").

The balances related to the debentures are as follows:

Thousands of Canadian dollars	**September 30, 2023**	December 31, 2022
Series A Unsecured Debentures	**150,000**	150,000
Series B Unsecured Debentures	**175,000**	175,000
Series C Unsecured Debentures	**125,000**	125,000
Less: Deferred financing costs	**(1,424)**	(1,924)
	448,576	448,076

Unsecured Term Loan

The Company acquired a portfolio of assets through its joint venture on May 16, 2022. To finance its 50% share of the joint venture's acquisition, the Company entered into a credit agreement with a Canadian lender for an unsecured acquisition term loan facility of $90,000 maturing May 16, 2023. Borrowings under the Unsecured Term Loan were at an interest rate of CDOR plus 145 bps per annum. The Unsecured Term Loan is subject to certain customary financial and non-financial covenants. In Q2 2023, the Company repaid the remaining balance of the Unsecured Term Loan.

Credit Facilities

The Company has a combined total borrowing capacity of $308,500 pursuant to its credit facilities as at September 30, 2023.

On March 19, 2020 the Company entered into a credit agreement for $200,000 senior unsecured revolving credit facility (the "Unsecured Revolving Credit Facility"). On October 26, 2022, the Company increased the Unsecured Revolving Credit Facility by $100,000 to $300,000 and extended its maturity to March 19, 2027. The Unsecured Revolving Credit Facility may be extended for additional one-year terms, subject to certain conditions. The capacity of the Unsecured Revolving Credit Facility may be increased by up to $50,000 during the term of the facility, subject to certain conditions. Borrowings under the Unsecured Revolving Credit Facility bear interest at banker's acceptance ("**BA**") rate plus 145 bps per annum or at the Canadian prime rate plus 45 bps per annum, at the Company's choice. The Unsecured Revolving Credit Facility is subject to certain customary financial and non-financial covenants.

The Company has a non-revolving acquisition loan facility totaling $6,000 that matures on June 6, 2025. Borrowings under the credit facility are available by way of loans at the Canadian prime rate plus 75 bps per annum and BAs at 175 bps per annum over the floating BA rate.

The Company has other property credit facilities totaling $2,500 that can be accessed for working capital purposes. Borrowings are available at the Canadian prime rate plus 50 bps per annum.

As at September 30, 2023, the Company had drawn $25,000 under the Unsecured Revolving Credit Facility (December 31, 2022 - $60,000).

The balances related to the Company's unsecured credit facilities are as follows:

Thousands of Canadian dollars	**September 30, 2023**	December 31, 2022
Credit facilities drawn	**25,000**	60,000
Less: Deferred financing costs	**(829)**	(891)
	24,171	59,109

As of November 9, 2023, the amount drawn on the unsecured credit facilities is [$20,000].

Mortgages

The Company has both fixed and variable rate mortgages with various financial institutions. The Company is subject to interest rate risk on mortgages at variable rates associated with certain residences, which is substantially offset by interest rate swap contracts. Property-level mortgages are secured by each of the underlying properties' assets, guaranteed by the Company and subject to customary financial and non-financial covenants.

The Company has low-cost mortgage financing with CMHC. As at September 30, 2023, 67% of the Company's total property-level mortgages, including the Company's proportionate share of Equity-Accounted Joint Ventures, were insured by CMHC.

The balances related to property-level mortgages are as follows:

Thousands of Canadian dollars	**September 30, 2023**	December 31, 2022
Mortgages at fixed rates	**412,706**	291,487
Mortgages at variable rates [1]	**117,222**	131,191
Fair value adjustments on assumed debt	**1,980**	2,343
Less: Deferred financing costs	**(14,852)**	(7,086)
	517,056	417,935

Note:
1. Includes floating rate mortgages that have been fixed through interest rate swaps.

The following table summarizes some metrics on the Company's property-level mortgages:

	September 30, 2023			December 31, 2022
	Fixed Rate	**Variable Rate**	**Total**	Total
Weighted average interest rate [1]	3.82 %	3.64 %	**3.78 %**	3.64 %
Weighted average term to maturity (years)	6.6	2.3	**5.7**	4.5

Note:
1. Weighted average interest rate includes variable rates that have been fixed through interest rate swaps.

Lease Liability

The lease liability as at September 30, 2023 of $4,309 represents the Company's lease on its office equipment and the renewed Markham corporate office space.

Credit Ratings

The Company's credit ratings for its debentures are summarized below:

Debt	Rating Agency	Credit Rating	Outlook
Series A Unsecured Debentures	DBRS	BBB	Stable
Series B Unsecured Debentures	DBRS	BBB	Stable
Series C Unsecured Debentures	DBRS	BBB	Stable

Financial Covenants

The Company is in compliance with all financial covenants on its borrowings as at September 30, 2023. However, there can be no assurance that covenant requirements will be met at all times. If the Company does not remain in compliance, its ability to amend the covenants or refinance its debt could be adversely affected.

Interest Coverage Ratio

The Interest Coverage Ratio is a common measure used to assess an entity's ability to service its debt obligations. In general, higher ratios indicate a lower risk of default. Adjusted EBITDA as referenced below, is presented in accordance with defined terms in certain covenant calculations. The interest coverage ratio is calculated as follows for the periods ended September 30:

Thousands of Canadian dollars, except ratio	Three months ended September 30, 2023	2022	Nine months ended September 30, 2023	2022
Net finance charges	**9,439**	7,631	**28,011**	16,525
Add (deduct):				
Amortization of financing charges and fair value adjustments on acquired debt	**(863)**	(635)	**(2,394)**	(1,772)
Interest income on construction funding receivable	**118**	208	**411**	693
Interest expenses from Equity-Accounted Joint Ventures	**143**	147	**431**	220
Other interest income	**527**	324	**1,308**	608
Fair value (loss) gain on interest rate swap contracts	**164**	1,361	**713**	9,107
Net finance charges, adjusted	**9,528**	9,036	**28,480**	25,381
Adjusted EBITDA	**31,868**	29,506	**95,704**	84,737
Interest coverage ratio	**3.3**	3.3	**3.4**	3.3

The following table represents the reconciliation of net income to EBITDA and Adjusted EBITDA for the periods ended September 30:

Thousands of Canadian dollars	Three months ended September 30, 2023	2022	Nine months ended September 30, 2023	2022
Net income (loss) (1)	**2,479**	2,513	**6,606**	17,343
Depreciation and amortization (2)	**16,506**	15,567	**49,814**	42,216
Net finance charges (2)	**9,624**	7,828	**28,576**	16,832
Provision for income taxes	**979**	508	**2,855**	2,649
Transaction costs (2)	**1,989**	544	**3,280**	7,207
Restructuring costs	**(1,174)**	—	**(1,175)**	—
Impairment loss	**—**	—	**—**	12,788
EBITDA	**30,403**	26,960	**89,956**	99,035
Proceeds from construction funding	**1,465**	2,546	**5,432**	7,764
SOAR program (2)	**—**	—	**316**	1,660
Gain on disposal of properties and other assets	**—**	—	**—**	(23,722)
Adjusted EBITDA	**31,868**	29,506	**95,704**	84,737

Notes:

1. For the three and nine months ended September 30, 2023, includes retroactive pandemic funding recovery of $644 and $4,058, respectively (2022 - $3,009 and $5,231, respectively) for pandemic expenses incurred in prior years.
2. Includes the Company's proportionate share of Equity-Accounted Joint Ventures.

Debt Service Coverage Ratio

The Debt Service Coverage Ratio is a common measure used to assess an entity's ability to service its debt obligations. Maintaining the debt service coverage ratio forms part of the Company's debt covenant requirements. In general, higher ratios indicate a lower risk of default. Adjusted EBITDA as referenced below, is presented in accordance with defined terms in certain covenant calculations. The following is the calculation for the periods ended September 30:

Thousands of Canadian dollars, except ratio	Three months ended September 30, 2023	2022	Nine months ended September 30, 2023	2022
Net finance charges, adjusted [(1)]	**9,528**	9,039	**28,480**	25,384
Principal repayments [(1)(2)]	**5,558**	4,995	**15,450**	15,053
Total debt service [(1)]	**15,086**	14,034	**43,930**	40,437
Adjusted EBITDA	**31,868**	29,506	**95,704**	84,737
Deduct:				
Maintenance capital expenditures	**(1,804)**	(3,718)	**(7,599)**	(8,276)
Cash income tax paid	**—**	—	**(4,733)**	(2,200)
Adjusted EBITDA (for covenant calculations)	**30,064**	25,788	**83,372**	74,261
Debt service coverage ratio	**2.0**	1.8	**1.9**	1.8

Notes:

1. Includes the Company's proportionate share of Equity-Accounted Joint Ventures.
2. Debt repayments on maturity and voluntary payments towards the Company's credit facilities have been excluded from the debt service coverage ratio calculation.

Debt to Adjusted EBITDA Ratio

The Debt to Adjusted EBITDA ratio is an indicator of the approximate number of years required for current cash flows to repay all indebtedness. The Adjusted EBITDA below is annualized using the Adjusted EBITDA for the three and nine months ended September 30, 2023.

Thousands of Canadian dollars, except ratio	As at September 30, 2023	2022
Series A Unsecured Debentures	**150,000**	150,000
Series B Unsecured Debentures	**175,000**	175,000
Series C Unsecured Debentures	**125,000**	125,000
Unsecured Term Loan	**—**	90,000
Credit facilities	**25,000**	—
Mortgages	**529,928**	447,819
Mortgages related to Equity-Accounted Joint Ventures	**25,493**	26,403
Construction loan related to Equity-Accounted Joint Ventures	**18,894**	—
Lease liability	**4,317**	2,942
Total indebtedness	**1,053,632**	1,017,164
Adjusted EBITDA - Annualized	**127,605**	112,983
Debt to Adjusted EBITDA	**8.3**	9.0

Debt to Gross Book Value

Debt to gross book value indicates the leverage applied against the total gross book value (original costs) of the entity.

	As at September 30,	
Thousands of Canadian dollars, except ratio	**2023**	2022
Total indebtedness	**1,053,632**	1,017,164
Total assets [(1)]	**1,725,765**	1,764,326
Accumulated depreciation on property and equipment [(1)]	**442,075**	390,452
Accumulated amortization on intangible assets [(1)]	**206,596**	193,295
Gross book value [(1)]	**2,374,436**	2,348,073
Debt to gross book value	**44.4 %**	43.3 %

Note:

1. Includes the Company's proportionate share of assets of Equity-Accounted Joint Ventures.

Equity

Share Capital

The Company is authorized to issue an unlimited number of common shares or preferred shares, without nominal or par value. The following table summarizes the common shares issued and outstanding:

Thousands of Canadian dollars, except shares	Common shares	Amount
Balance, January 1, 2022	67,039,123	879,028
Long-term incentive plan, net of loans receivable	—	416
Common shares issued pursuant to bought deal, net of share issuance costs	5,750,000	82,945
Common shares issued pursuant to SOAR program	150,818	2,125
Balance, December 31, 2022	72,939,941	964,514
Long-term incentive plan, net of loans receivable	—	16
Common shares issued pursuant to SOAR program	27,225	306
Balance, September 30, 2023	72,967,166	964,836

On June 12, 2023, the Company received approval from the TSX on its notice of intention to renew its normal course issuer bid ("NCIB") for a portion of the Company's common shares. Pursuant to the notice, the Company has the authority to acquire up to a maximum of 3,648,358 of its common shares for cancellation over the next 12 months. Purchases by the Company under the NCIB will be made through the facilities of the TSX or through a Canadian alternative trading system and in accordance with applicable regulatory requirements at a price per common share equal to the market price at the time of acquisition. The number of common shares that can be purchased pursuant to the NCIB is subject to a current daily maximum of 64,407 common shares, subject to the Company's ability to make one block purchase of its common shares per calendar week that exceeds such limits. All common shares purchased by the Company under the NCIB will be cancelled upon purchase. The Company had the option to purchase shares beginning on June 20, 2023. The NCIB will terminate on June 19, 2024.

No common shares were purchased pursuant to the Company's normal course issuer bids.

Dividends

The Board of Directors of the Company determines the appropriate dividend levels based on its assessment of cash provided by operations normalized for unusual items, expected working capital requirements and actual and projected capital expenditures.

The following table summarizes the dividends declared in relation to cash flows from operating activities and AFFO for the periods ended September 30:

	Three months ended September 30,			Nine months ended September 30,		
Thousands of Canadian dollars	**2023**	2022	Change	**2023**	2022	Change
Cash flows from operating activities	**37,220**	19,172	18,048	**90,762**	91,120	(358)
AFFO	**19,612**	16,564	3,048	**57,381**	50,172	7,209
Dividends declared	**(17,074)**	(17,059)	(15)	**(51,214)**	(50,250)	(964)
Cash flows from operating activities in excess of dividends declared	**20,146**	2,113	18,033	**39,548**	40,870	(1,322)
AFFO retained	**2,538**	(495)	3,033	**6,167**	(78)	6,245

The Company believes that its current dividend level is sustainable. However, cash dividends are not guaranteed and may fluctuate with the performance of the Company.

The Company has suspended its dividend reinvestment plan.

Capital Disclosure

The Company defines its capital as the total of its long-term debt and shareholders' equity less cash and cash equivalents.

The Company's objectives when managing capital are to:

(i) maintain a capital structure that provides options to the Company for accessing capital on commercially reasonable terms, without exceeding its debt capacity, or the limitations in its credit facilities, or taking on undue risks;

(ii) maintain financial flexibility in order to preserve its ability to meet financial obligations, including debt service payments and regular dividend payments; and

(iii) deploy capital to provide an appropriate investment return to its shareholders.

The Company's financial strategy is designed to maintain a flexible capital structure consistent with the objectives stated above and to respond to changes in economic conditions. In order to maintain or adjust its capital structure, the Company may issue additional shares, additional long-term debt, or long-term debt to replace existing long-term debt with similar or different characteristics, or adjust the amount of dividends paid to the Company's shareholders. The Company's financing and refinancing decisions are made on a specific transaction basis and depend on factors such as the Company's financial needs and the market and economic conditions at the time of the transaction.

The Board of Directors of the Company determines and approves monthly dividends in advance on a quarterly basis.

There were no changes in the Company's approach to capital management during the period.

Contractual Obligations and Other Commitments

Leases

The Company has a lease with respect to its Markham corporate office that expires on October 31, 2029.

The Company has various leases for office and other equipment that expire over the next four years.

Critical Accounting Estimates and Accounting Policies

The accounting policies and estimates that are critical to the understanding of the Company's business operations and results of operations are identified in Note 3 of the Company's annual audited consolidated financial statements for the year ended December 31, 2022. New or changes in accounting policies are identified in Note 3 of the Company's condensed interim consolidated financial statements for the three and nine months ended September 30, 2023. Please refer to those condensed interim consolidated financial statements for further details.

Significant Judgments and Estimates

The critical accounting estimates used by management in applying the Company's accounting policies and the key sources of estimation uncertainty are identified in Note 3 of the Company's annual audited consolidated financial statements for the year ended December 31, 2022. Changes in significant judgments and estimates are identified in Note 3 of the Company's condensed interim consolidated financial statements for the three and nine months ended September 30, 2023. Please refer to those condensed interim consolidated financial statements for further details.

Risk Factors

Please refer to the latest AIF for a discussion of the Company's risk factors.

Developments Related to Pay Equity

The Company along with a number of other industry participants and the Ontario Government have been engaged in proceedings with applicable unions regarding pay equity maintenance for employees at long-term care facilities, for which wages and benefits are typically funded by the MLTC. In October 2021, the Supreme Court of Canada denied leave to appeal and upheld the appellate court ruling that the proxy method should continue to be utilized for purposes of pay equity maintenance which requires comparisons to another establishment. The Company and the other participants in the long-term care sector are working with the unions and government to assess the impact of the ruling and establish a framework for pay equity suitable for the sector. Meetings with the respective unions have commenced and are ongoing.

Given the current status of the proceedings and significant number of judgements required in establishing the pay equity framework, including ongoing discussions with the respective unions amongst the parties, that will impact the measurement of any potential provision, management has assessed the conditions required for a provision and have concluded that it is not possible to reliably measure the potential outflow of resources, and accordingly no provision has been recorded in the Condensed Interim Consolidated Financial Statements as at September 30, 2023.

Controls and Procedures

Management is responsible for establishing and maintaining a system of disclosure controls and procedures to provide reasonable assurance that all material information relating to the Company, inclusive of its subsidiaries, is gathered and reported to senior management on a timely basis so that appropriate decisions can be made regarding public disclosure.

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

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

There were no material changes in the Company's disclosure controls and procedures and internal controls over financial reporting since year-end that have a material effect, or are reasonably likely to have a material effect, on the Company's control environment.

Forward-Looking Statements

This MD&A, and the documents incorporated by reference herein, contain forward-looking information that reflects management's current expectations, estimates and projections about the future results, performance, achievements, prospects or opportunities for the Company, the senior living sector and government funding as of the date of this MD&A. Forward-looking statements are based upon a number of assumptions and involve significant known and unknown risks and uncertainties, many of which are beyond our control, including the impact of the COVID-19 pandemic on Sienna's operations and financial condition, the senior living sector, the potential efficacy and availability of COVID-19 vaccines, the completion of acquisitions, dispositions and financing activities relating thereto, and statements with respect to the Company's ability to refinance debt maturities, that could cause actual results to differ from those that are disclosed in or implied by such forward-looking statements. The words "plan", "expect", "schedule", "estimates", "intends", "budgets", "anticipate", "projects", "forecasts", "believes", "continue", or variations of such words and phrases or statements to the effect that certain actions, events or results "may", "will", "could", "should", "would", "might" occur and other similar expressions, identify forward-looking statements. While we anticipate that subsequent events and developments may cause our views to change, we do not intend to update this forward-looking information, except as required by applicable securities laws. This forward-looking information represents our views as of the date of this MD&A and such information should not be relied upon as representing our views as of any date subsequent to the date of this document. We have based the forward-looking statements in this MD&A on information currently available to us and that we currently believe are based on reasonable assumptions. However, there may be factors that cause results, performance or achievements not to be as expected or estimated and that could cause actual results, performance or achievements to differ materially from current expectations. There can be no assurance that forward-looking information will prove to be accurate. Accordingly, readers should not place undue reliance on forward-looking information. These factors are not intended to represent a complete list of the factors that could affect the Company. See risk factors highlighted in materials filed with the securities regulators in Canada from time to time, including the Company's latest AIF.

Consolidated Financial Statements

Q3 2023 Sienna Senior Living Inc.

Cultivating happiness in daily life

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Condensed Interim Consolidated Financial Statements

Notes to the Consolidated Financial Statements:

Condensed Interim Consolidated Statements of Financial Position (Unaudited)

Thousands of Canadian dollars

	Notes	**September 30, 2023**	December 31, 2022
ASSETS			
Current assets			
Cash and cash equivalents		**41,488**	38,050
Accounts receivable and other receivables		**14,719**	17,498
Prepaid expenses and deposits		**10,345**	14,200
Government funding receivable		**4,623**	5,942
Construction funding receivable	5, 7	**3,090**	5,773
Derivative assets		**2,532**	2,292
		76,797	83,755
Non-current assets			
Derivative assets		**3,657**	3,186
Restricted cash	6	**2,236**	3,457
Construction funding receivable	5, 7	**6,551**	8,889
Investment in joint ventures	22	**149,720**	159,073
Property and equipment	8	**1,084,731**	1,064,880
Intangible assets	9	**192,572**	192,285
Goodwill		**164,903**	164,903
Total assets		**1,681,167**	1,680,428
LIABILITIES			
Current liabilities			
Accounts payable and other liabilities	10	**119,329**	125,622
Government funding payable		**117,576**	82,256
Current portion of long-term debt	5, 11	**52,704**	126,099
Income taxes payable		**158**	2,729
		289,767	336,706
Non-current liabilities			
Long-term debt	5, 11	**941,408**	851,865
Deferred income taxes	13	**48,760**	48,067
Share-based compensation liability	16	**8,533**	6,933
Derivative liabilities		**2,293**	2,165
Total liabilities		**1,290,761**	1,245,736
EQUITY			
Shareholders' equity		**390,406**	434,692
Total equity		**390,406**	434,692
Total liabilities and equity		**1,681,167**	1,680,428

Commitments and contingencies (Note 23)

See accompanying notes

Approved by the Board of Directors of Sienna Senior Living Inc.

"Shelly Jamieson"
Shelly Jamieson
Chair and Director

"Stephen Sender"
Stephen Sender
Director

Thousands of Canadian dollars

	Notes	Share capital	Contributed surplus	Shareholders' deficit	Total shareholders' equity
Balance, January 1, 2023		**964,514**	**203**	**(530,025)**	**434,692**
Issuance of shares, net of share issuance costs	14	**306**	**—**	**—**	**306**
Net income		**—**	**—**	**6,606**	**6,606**
Long-term incentive plan	14	**16**	**—**	**—**	**16**
Dividends	15	**—**	**—**	**(51,214)**	**(51,214)**
Balance, September 30, 2023		**964,836**	**203**	**(574,633)**	**390,406**

	Notes	Share capital	Contributed surplus	Shareholders' deficit	Total shareholders' equity
Balance, January 1, 2022		879,028	203	(473,378)	405,853
Issuance of shares, net of share issuance costs	14	84,605	—	—	84,605
Net income		—	—	17,343	17,343
Long-term incentive plan	14	411	—	—	411
Dividends	15	—	—	(50,250)	(50,250)
Balance, September 30, 2022		964,044	203	(506,285)	457,962

See accompanying notes.

Condensed Interim Consolidated Statements of Net Income and Comprehensive Income (Unaudited)

Thousands of Canadian dollars, except share and per share data

	Notes	Three months ended September 30, 2023	Three months ended September 30, 2022	Nine months ended September 30, 2023	Nine months ended September 30, 2022
Revenue	18, 21	**191,974**	181,893	**574,626**	532,720
Expenses and other items					
Operating expenses, net of government assistance		**156,423**	148,672	**467,883**	434,006
Depreciation and amortization		**12,333**	11,681	**37,309**	35,582
Administrative	19	**6,260**	8,060	**21,920**	26,063
Share of net loss in joint ventures	22	**2,168**	2,336	**7,053**	7,845
Impairment loss		**—**	—	**—**	12,788
Net finance charges	12	**9,439**	7,631	**28,011**	16,525
Transaction costs		**1,893**	492	**2,989**	3,641
Gain on disposal of properties		**—**	—	**—**	(23,722)
	20	**188,516**	178,872	**565,165**	512,728
Income before provision for income taxes		**3,458**	3,021	**9,461**	19,992
Provision for (recovery of) income taxes					
Current		**51**	517	**2,162**	4,372
Deferred		**928**	(9)	**693**	(1,723)
	13	**979**	508	**2,855**	2,649
Net income and comprehensive income		**2,479**	2,513	**6,606**	17,343
Net income per share (basic and diluted)	14	**$0.03**	$0.03	**$0.09**	$0.24
Weighted average number of common shares outstanding	14	**72,967,166**	72,899,509	**72,952,207**	71,142,467

See accompanying notes.

Condensed Interim Consolidated Statements of Cash Flows
(Unaudited)

Thousands of Canadian dollars

	Notes	Three months ended September 30, **2023**	Three months ended September 30, 2022	Nine months ended September 30, **2023**	Nine months ended September 30, 2022
OPERATING ACTIVITIES					
Net income		**2,479**	2,513	**6,606**	17,343
Add (deduct) items not affecting cash					
Depreciation of property and equipment	8	**11,854**	11,249	**36,008**	34,189
Amortization of intangible assets	9	**479**	432	**1,301**	1,393
Current income tax expense		**51**	517	**2,162**	4,372
Deferred income tax expense (recovery)		**928**	(9)	**693**	(1,723)
Share of net loss in joint ventures	22	**2,168**	2,336	**7,053**	7,845
Share-based compensation expense	16	**764**	625	**2,287**	1,738
Share issued pursuant to Sienna Ownership and Reward program	14	**—**	—	**306**	1,660
Net finance charges	12	**9,439**	7,631	**28,011**	16,525
Restructuring costs	19	**(1,174)**	—	**(1,175)**	—
Impairment loss		**—**	—	**—**	12,788
Gain on disposal of properties		**—**	—	**—**	(23,722)
		26,988	25,294	**83,252**	72,408
Non-cash changes in working capital					
Accounts receivable and other receivables		**524**	(2,595)	**2,780**	343
Prepaid expenses and deposits		**2,523**	1,679	**3,866**	(824)
Accounts payable and other liabilities		**(760)**	10,791	**(4,218)**	9,318
Government funding, net, and excluding government assistance related to pandemic expenses		**9,384**	(10,987)	**10,953**	(40,579)
		11,671	(1,112)	**13,381**	(31,742)
Interest paid on long-term debt		**(11,223)**	(10,344)	**(31,581)**	(25,408)
Net settlement recovery (payment) on interest rate swap contracts		**924**	96	**2,559**	(964)
Income taxes paid		**—**	—	**(4,733)**	(2,200)
Government assistance related to pandemic expenses		**8,860**	5,238	**27,884**	79,026
Cash provided by operating activities		**37,220**	19,172	**90,762**	91,120
INVESTING ACTIVITIES					
Purchase of property and equipment		**(12,197)**	(18,151)	**(37,819)**	(46,293)
Government assistance related to capital expenditures		**351**	7,384	**6,062**	23,069
Acquisition	4	**—**	—	**(14,711)**	—
Proceeds from disposal of properties		**—**	—	**—**	49,789
Purchase of intangible assets	9	**(637)**	(548)	**(1,588)**	(1,224)
Amounts received from construction funding	7	**1,465**	2,546	**5,432**	7,764
Interest received	12	**518**	324	**1,287**	608
Investment in joint ventures	22	**—**	—	**—**	(164,050)
Distributions received from joint ventures	22	**800**	—	**2,300**	—
Change in restricted cash	6	**(65)**	(49)	**1,221**	230
Cash used in investing activities		**(9,765)**	(8,494)	**(37,816)**	(130,107)
FINANCING ACTIVITIES					
Net proceeds from issuance of common shares	14	**—**	(86)	**—**	81,748
Repayment of long-term debt	11	**(65,882)**	(4,770)	**(180,785)**	(68,452)
Proceeds from long-term debt	11	**75,053**	—	**192,116**	98,000
Deferred financing costs		**(5,129)**	—	**(9,625)**	(656)
Dividends paid	14	**(17,074)**	(17,059)	**(51,214)**	(49,793)
Cash used in financing activities		**(13,032)**	(21,915)	**(49,508)**	60,847
Increase (decrease) in cash and cash equivalents during the period		**14,423**	(11,237)	**3,438**	21,860
Cash and cash equivalents, beginning of period		**27,065**	62,150	**38,050**	29,053
Cash and cash equivalents, end of period		**41,488**	50,913	**41,488**	50,913

See accompanying notes.

1 Organization

Sienna Senior Living Inc. (the "**Company**") and its predecessors have been operating since 1972. The Company is a seniors' living provider serving the continuum of independent living ("**IL**"), independent supportive living ("**ISL**"), assisted living ("**AL**"), memory care ("**MC**") and long-term care ("**LTC**" or "**Long-term Care**") through the ownership and operation of seniors' living residences in the Provinces of British Columbia, Saskatchewan, and Ontario. As at September 30, 2023, the Company owns and operates a total of 81 seniors' living residences: 39 retirement residences ("**RRs**" or "**Retirement Residences**") (including the Company's joint venture interest in 12 residences in Ontario and Saskatchewan); 34 LTC residences; and eight seniors' living residences providing both private-pay IL and AL and funded LTC (including the Company's joint ownership in two residences in British Columbia). The Company also provides management services to 11 seniors' living residences in British Columbia and Ontario.

The Company was incorporated under the Business Corporations Act (Ontario) on February 10, 2010 and was subsequently continued under the Business Corporations Act (British Columbia) on March 18, 2010. The Company closed the initial public offering of its common shares on March 23, 2010 and is traded on the Toronto Stock Exchange ("**TSX**") under the symbol "SIA".

The Company's business is carried on through a number of wholly owned limited partnerships and joint ventures formed under the laws of the Province of Ontario. The head office of the Company is located at 302 Town Centre Blvd., Suite 300, Markham, Ontario, L3R 0E8. The registered office of the Company is located at 700 West Georgia Street, Vancouver, British Columbia, V7Y 1B3.

As at September 30, 2023, the Company had outstanding 72,967,166 common shares.

2 Basis of preparation

These unaudited condensed interim consolidated financial statements ("**interim consolidated financial statements**") have been prepared in accordance with International Accounting Standard ("**IAS**") 34, *Interim Financial Reporting*. The interim consolidated financial statements should be read in conjunction with the Company's annual audited consolidated financial statements for the year ended December 31, 2022, which have been prepared in accordance with International Financial Reporting Standards ("**IFRS**") as issued by the International Accounting Standards Board ("**IASB**").

Certain prior year figures have been revised to conform to current year's presentation.

The condensed interim consolidated financial statements were approved by the Board of Directors on November 9, 2023.

3 Summary of significant accounting policies, judgments and estimation uncertainty

In preparing these condensed interim consolidated financial statements, the accounting policies utilized are consistent with those utilized in the preparation of the annual audited consolidated financial statements for the year ended December 31, 2022.

Amendments to IAS 8, Definition of Accounting Estimates

In February 2021, the IASB issued Definition of Accounting Estimates, which made amendments to IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. The amendment replaced the definition of a change in accounting estimates with a definition of accounting estimates. Under the new definition, accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”. Accounting estimates are developed if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The amendment clarifies that a change in accounting estimate that results from new information or new developments is not the correction of an error. In addition, the effects of a change in an input or a measurement technique used to develop an accounting estimate are changes in accounting estimates if they do not result from the correction of prior period errors. A change in an accounting estimate may affect only the current period’s consolidated statements of net income and comprehensive income, or the consolidated statements of net income and comprehensive income of both the current period and future periods. The effect of the change relating to the current period is recognized as income or expense in the current period. The effect, if any, on future periods is recognized as income or expense in those future periods.

The amendments apply for annual periods beginning on or after January 1, 2023. Effective January 1, 2023, the Company adopted these requirements. The application of this amendment did not have a material impact on the Company’s condensed interim consolidated financial statements.

There are no accounting standards issued but not yet applied that would be expected to have a material impact on the Company.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

4 Acquisitions

On January 3, 2023, the Company completed the acquisition of a formerly managed retirement and long-term care community ("Woods Park") from a related party. Woods Park consists of 55 retirement suites and 123 Class A LTC Beds and is located in Barrie, Ontario. The total purchase price of the acquisition was allocated to the assets and liabilities on a preliminary basis as follows:

Assets	
Cash	2
Accounts receivable	5
Prepaid expenses and deposits	11
Property and equipment	26,300
Total assets	26,318
Liabilities	
Accounts payable and other liabilities	1,135
Long-term debt	10,472
Total liabilities	11,607
Net assets acquired	14,711
Cash consideration	14,711
Total consideration	14,711

Transaction costs expensed related to the acquisition for the nine months ended September 30, 2023 were $629.

As part of the Woods Park acquisition, the Company assumed existing property-level mortgages in the amount of $10,807 with a fair value of $10,472 bearing interest of 4.27% and maturing on December 29, 2024.

Woods Park contributed $10,594 revenue and net income of $425 to the Company for the period between the date of acquisition and September 30, 2023.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

5 Financial instruments

The following financial instruments are measured at amortized cost and the corresponding fair values as at September 30, 2023 and December 31, 2022 are disclosed in the table below:

	As at September 30, 2023		As at December 31, 2022	
	Carrying Value	**Fair Value**	Carrying Value	Fair Value
Financial Assets				
Current and long-term portion of construction funding receivable	**9,641**	**9,017**	14,662	14,122
Financial Liabilities				
Current and long-term portion of debt	**994,112**	**951,405**	977,964	940,077

Liquidity risk

Liquidity risk is the risk the Company may encounter difficulties in meeting its obligations associated with financial liabilities and commitments. The Company has credit agreements in place related to its long-term debt. These credit agreements contain a number of standard financial and other covenants. The Company was in compliance with all covenants on its borrowings as at September 30, 2023. A failure by the Company to comply with the obligations in these credit agreements could result in a default that, if not rectified or waived, could permit acceleration of the relevant indebtedness.

As at September 30, 2023, the Company had negative working capital (current assets less current liabilities) of $212,970 (December 31, 2022 - $252,951), which is primarily related to timing of settling accounts payable and government funding payable, and the current portion of long-term debt of $52,704. To support the Company's working capital deficiency, the Company has available cash from operations, access to multiple sources of financing, and a history of successfully refinancing debt.

6 Restricted cash

Restricted cash comprises the capital maintenance reserve funds required for certain property-level mortgages.

7 Construction funding receivable

As at September 30, 2023, the Company is eligible to receive funding from the Government of Ontario of approximately $9,641 (December 31, 2022 - $14,662) related to the costs of developing or redeveloping eligible LTC residences. The receipt of this funding is subject to the condition that the residences continue to operate as long-term care residences for the period for which the residences are entitled to the construction funding. As at September 30, 2023, the condition for the funding has been met.

As at September 30, 2023, the weighted average remaining term of the construction funding is approximately 8.4 years. The fair value of the construction funding receivable is determined by discounting the expected future cash flows of the receivable using the applicable Government of Ontario bond rates.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

The following table summarizes the construction funding activity:

As at January 1, 2023	14,662
Add: Interest income earned	411
Less: Construction funding payments received	(5,432)
As at September 30, 2023	**9,641**
Less: Current portion	(3,090)
Long-term receivable	6,551

8 Property and equipment

	Land	Buildings	Furniture and fixtures	Automobiles	Computer hardware	Circulating equipment	Construction in progress	Right-of-use building and equipment[1]	Total
Cost									
As at January 1, 2023	131,014	1,213,203	82,385	2,519	16,830	1,290	12,367	5,049	1,464,657
Acquisition of Woods Park	2,061	24,200	39	—	—	—	—	—	26,300
Additions[2]	—	2,576	4,040	10	1,412	60	19,545	1,916	29,559
Derecognition	—	—	—	—	—	—	—	(791)	(791)
As at September 30, 2023	133,075	1,239,979	86,464	2,529	18,242	1,350	31,912	6,174	1,519,725
Accumulated depreciation									
As at January 1, 2023	—	335,876	49,276	1,469	9,483	1,183	100	2,390	399,777
Charges for the period	—	25,679	6,710	251	2,835	29	—	504	36,008
Derecognition	—		—	—	—	—	—	(791)	(791)
As at September 30, 2023	—	361,555	55,986	1,720	12,318	1,212	100	2,103	434,994
Net Book Value									
As at September 30, 2023	**133,075**	**878,424**	**30,478**	**809**	**5,924**	**138**	**31,812**	**4,071**	**1,084,731**
As at December 31, 2022	131,014	877,327	33,109	1,050	7,347	107	12,267	2,659	1,064,880

[1] Includes right-of-use building and related accumulated depreciation of $4,227 and $1,841, respectively (December 31, 2022 - $4,227 and $1,547, respectively), and the right-of-use equipment and related accumulated depreciation of $1,947 and $262, respectively (December 31, 2022 - $822 and $822, respectively).

[2] Includes pandemic capital expenditures for the three and nine months ended September 30, 2023 of $351 (2022 - $7,384) and $8,260 (2022 - $23,069), respectively, reduced by related government assistance for the three and nine months ended September 30, 2023 of $351 (2022 - $7,384) and $8,260 (2022 - $23,069), respectively. Included in the $8,260 is $2,198 of eligible capital expenditures incurred in 2022 for which government assistance was applied in the three and nine months ended September 30, 2023.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

9 Intangible assets

	Indefinite life	Finite life			
	Licences [1]	**Resident relationships**	**Service contracts**	**Computer software**	**Total**
Cost					
As at January 1, 2023	188,569	164,393	10,968	17,445	381,375
Additions	—	—	—	1,588	1,588
As at September 30, 2023	188,569	164,393	10,968	19,033	382,963
Accumulated amortization					
As at January 1, 2023	1,426	164,393	10,968	12,303	189,090
Charges for the period	—	—	—	1,301	1,301
As at September 30, 2023	1,426	164,393	10,968	13,604	190,391
Net book value					
As at September 30, 2023	**187,143**	**—**	**—**	**5,429**	**192,572**
As at December 31, 2022	187,143	—	—	5,142	192,285

[1] Accumulated amortization relates to impairment of a LTC community during 2022.

10 Accounts payable and other liabilities

	September 30, 2023	December 31, 2022
Accounts payable and other liabilities	**39,941**	44,401
Accrued wages and benefits	**69,526**	66,543
Accrued interest payable	**3,898**	4,892
Dividends payable (Note 15)	**5,690**	5,690
Restructuring provision [1]	**274**	4,096
Total	**119,329**	125,622

[1] In 2022, the Company announced the closure of one of its LTC residences and recognized a restructuring provision as a result. During the three months and nine months ended September 30, 2023, the Company utilized $829 and $2,055 from the provision respectively, and adjusted down the provision by $1,174 and $1,767 respectively, based on best estimates (see Note 19).

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

11 Long-term debt

	Interest rate	Maturity date	**September 30, 2023**	December 31, 2022
Series A Unsecured Debentures	3.109%	November 4, 2024	**150,000**	150,000
Series B Unsecured Debentures	3.450%	February 27, 2026	**175,000**	175,000
Series C Unsecured Debentures	2.820%	March 31, 2027	**125,000**	125,000
Unsecured Term Loan	Floating	May 16, 2023	**—**	50,000
Credit facilities	Floating	March 19, 2027	**25,000**	60,000
Mortgages at fixed rates	1.65% - 5.80%	2023-2041	**412,706**	291,487
Mortgages at variable rates	Floating	2023-2029	**117,222**	131,191
Lease liability	2.58% - 3.83%	2023-2029	**4,309**	2,844
			1,009,237	985,522
Fair value adjustments on acquired debt			**1,980**	2,343
Less: Deferred financing costs			**(17,105)**	(9,901)
Total debt			**994,112**	977,964
Less: Current portion			**(52,704)**	(126,099)
			941,408	851,865

Credit facilities

The following table summarizes the activity in the Company's unsecured credit facilities:

	September 30, 2023	December 31, 2022
Credit facilities available	**308,500**	308,500
Amounts drawn under credit facilities	**(25,000)**	(60,000)
Utilized for letters of credit (note 23)	**(589)**	—
Remaining available balance under credit facilities	**282,911**	248,500

Mortgages

The following table summarizes the scheduled maturities of the Company's property-level mortgages as at September 30, 2023:

	Mortgages			
Year	Regular principal payments	Principal due at maturity	**Total**	% of Total
2023	5,028	29,777	**34,805**	6.6 %
2024	19,204	59,531	**78,735**	14.9 %
2025	15,061	41,112	**56,173**	10.6 %
2026	15,330	—	**15,330**	2.9 %
2027	14,749	35,115	**49,864**	9.4 %
2028	9,963	125,154	**135,117**	25.5 %
2029	5,925	—	**5,925**	1.1 %
2030	5,855	9,230	**15,085**	2.8 %
Thereafter	24,178	114,716	**138,894**	26.2 %
	115,293	414,635	**529,928**	100 %

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

12 Net finance charges

	Three months ended September 30,		Nine months ended September 30,	
	2023	2022	**2023**	2022
Finance costs				
Interest expense on mortgages	**5,888**	4,231	**16,108**	11,633
Interest expense on debentures	**3,585**	3,585	**10,640**	10,640
Interest on unsecured term loan	**—**	985	**1,176**	1,321
Interest expense on credit facilities	**786**	155	**2,552**	532
Interest expense on right-of-use assets	**41**	29	**111**	71
Amortization of financing charges and fair value adjustments on acquired debt	**863**	635	**2,394**	1,772
Net settlement payment (receipt) on interest rate swap contracts	**(924)**	(96)	**(2,559)**	964
Fair value gain on interest rate swap contracts	**(164)**	(1,361)	**(713)**	(9,107)
	10,075	8,163	**29,709**	17,826
Finance income				
Interest income on construction funding receivable	**118**	208	**411**	693
Other interest income	**518**	324	**1,287**	608
	636	532	**1,698**	1,301
Net finance charges	**9,439**	7,631	**28,011**	16,525

13 Income taxes

Total income tax expense for the period can be reconciled to the consolidated statements of net income and comprehensive income as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2023	2022	**2023**	2022
Income before provision income taxes	**3,458**	3,021	**9,461**	19,992
Canadian combined income tax rate	**26.59 %**	26.57 %	**26.59 %**	26.57 %
Income tax expense	**920**	803	**2,516**	5,312
Adjustments to income tax provision:				
Non-deductible items	**21**	51	**191**	(2,289)
Book to filing adjustment	**—**	(327)	**31**	(327)
Other items	**38**	(19)	**117**	(47)
Provision for income taxes	**979**	508	**2,855**	2,649

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

The following are the deferred tax assets (liabilities) recognized by the Company and movements thereon during the nine months ended September 30, 2023:

	Depreciable tangible and intangible assets	Share issuance	Construction funding interest	Other	Total
As at January 1, 2022	(54,464)	443	899	72	(53,050)
Credit (charge) to net income	4,244	(681)	(233)	428	3,758
Book to filing adjustment	(93)	—	—	122	29
Credit to equity	—	1,196	—	—	1,196
As at December 31, 2022	(50,313)	958	666	622	(48,067)
Book to filing adjustment	(25)	—	(12)	(1,538)	(1,575)
Credit (charge) to net income	(1,329)	(179)	(109)	2,588	971
Other items	—	—	—	(89)	(89)
As at September 30, 2023	**(51,667)**	**779**	**545**	**1,583**	**(48,760)**

14 Share capital

Authorized

Unlimited number of common shares, without nominal or par value
Unlimited number of preferred shares, without nominal or par value

Issued and outstanding

	Common shares	Amount
Balance, January 1, 2022	67,039,123	879,028
Long-term incentive plan, net of loans receivable	—	416
Common shares issued pursuant to bought deal, net of share issuance costs	5,750,000	82,945
Common shares issued pursuant to SOAR program	150,818	2,125
Balance, December 31, 2022	72,939,941	964,514
Long-term incentive plan, net of loans receivable	—	16
Common shares issued pursuant to SOAR program	27,225	306
Balance, September 30, 2023	**72,967,166**	**964,836**

For the three and nine months ended September 30, 2023, the weighted average of total shares outstanding was 72,967,166 and 72,952,207, respectively (2022 - 72,899,509 and 71,142,467).

Normal course issuer bid

On June 12, 2023, the Company received approval from the TSX on its notice of intention to renew its normal course issuer bid (**"NCIB"**) for a portion of the Company's common shares. Pursuant to the notice, the Company has the authority to acquire up to a maximum of 3,648,358 of its common shares for cancellation over the next 12 months. Purchases by the Company under the NCIB will be made through the facilities of the TSX or through a Canadian alternative trading system and in accordance with applicable regulatory requirements at a price per common share equal to the market price at the time of acquisition. The number of common shares that can be purchased pursuant to the NCIB is subject to a current daily maximum of 64,407 common shares, subject to the Company's ability to make one block purchase of its common shares per calendar week that exceeds such limits. All common shares purchased by the Company under the NCIB will be cancelled upon purchase. The Company had the option to purchase shares beginning on June 20, 2023. The NCIB will terminate on June 19, 2024.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

No common shares were purchased pursuant to the Company's normal course issuer bid.

Net income per share

Net income per share is calculated using the weighted average number of common shares outstanding for the three and nine months ended September 30, 2023.

15 Dividends

For the three and nine months ended September 30, 2023, the Company paid monthly dividends of $0.078 per common share totaling $17,074 and $51,214, respectively (2022 - $17,059 and $49,793, respectively). Dividends payable of $5,690 are included in accounts payable and other liabilities as at September 30, 2023 (December 31, 2022 - $5,690). Subsequent to September 30, 2023, the Board of Directors declared dividends of $0.078 per common share for October 2023 totaling $5,691.

16 Share-based compensation

*Restricted share units plan (**"RSUP"**)*

Total expenses related to the RSUP for the three and nine months ended September 30, 2023 were $363 and $1,136, respectively (2022 - $255 and $655, respectively), including mark-to-market adjustments and net of forfeitures, which were recognized in administrative expenses. During the nine months ended September 30, 2023, 25,121 RSUs vested (2022 - 15,477) and were settled in cash, resulting in a decrease of $312 to the share-based compensation liability (2022 - $230). The total liability recorded as part of the share-based compensation liability as at September 30, 2023 was $1,845 (December 31, 2022 - $1,021).

A summary of the movement of the RSUs granted is as follows:

	Number of RSUs
Balance, January 1, 2022	130,967
Granted	153,604
Forfeited	(15,651)
Dividends reinvested & forfeiture	16,214
Settled in cash	(15,477)
Balance, December 31, 2022	269,657
Granted	233,637
Forfeited	(54,855)
Dividends reinvested & forfeiture	18,264
Settled in cash	(25,121)
Balance, September 30, 2023	**441,582**

*Deferred share units plan (**"DSUP"**)*

Total (recoveries) expenses related to the DSUP for the three and nine months ended September 30, 2023 were $(153) and $594, respectively (2022 - $(349) and $(802), respectively), including mark-to-market adjustments, which were recognized in administrative expenses. The total liability recorded related to the DSUP as a part of the share-based compensation liability as at September 30, 2023 was $5,626 (December 31, 2022 - $5,032). The value of each deferred share unit is measured at each reporting date and is equivalent to the fair value of a common share at the reporting date.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

A summary of the movement of the DSUs granted is as follows:

	Number of RSUs
Balance, January 1, 2022	454,379
Granted	45,106
Forfeited	(515)
Dividends reinvested & forfeiture	34,653
Settled in cash	(71,988)
Balance, December 31, 2022	461,635
Granted	34,544
Forfeited	(505)
Dividends reinvested & forfeiture	31,202
Balance, September 30, 2023	**526,876**

*Executive deferred share units plan ("**EDSUP**")*

Total expenses related to the EDSUP for the three and nine months ended September 30, 2023 were $29 and $407, respectively (2022 - $nil and $70, respectively), including mark-to-market adjustments, which were recognized in administrative expenses. During the nine months ended September 30, 2023, 19,813 EDSUs vested (2022 - 137,198) and settled in cash, resulting in a decrease of $225 to share-based compensation liability (2022 - $1,888). The total liability recorded related to the EDSUP as a part of the share-based compensation liability as at September 30, 2023 was $1,062 (December 31, 2022 - $880). The value of each vested EDSU is measured at each reporting date and is equivalent to the fair value of a common share of the Company at the reporting date.

A summary of the movement of the EDSUs granted is as follows:

	Number of EDSUs
Balance, January 1, 2022	230,255
Granted	27,243
Forfeited	(2,502)
Dividends reinvested & forfeiture	6,895
Settled in cash	(137,198)
Balance, December 31, 2022	124,693
Granted	20,369
Forfeited	(2,092)
Dividends reinvested & forfeiture	6,454
Settled in cash	(19,813)
Balance, September 30, 2023	**129,611**

Total return swap contracts and mark-to-market adjustments on share-based compensation

Share-based compensation expense (recovery), under Notes 17 and 19, includes a fair value loss (gain) on Total Return Swap contracts for the three and nine months ended September 30, 2023 of $525 and $150, respectively (2022 - $719 and $1,816, respectively) and mark-to-market (recovery) expense on share-based compensation liability for the three and nine months ended September 30, 2023 of $(480) and $231 , respectively (2022 - $(740) and $(2,022), respectively).

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

17 Key management compensation

The remuneration of key management is set out in aggregate for each of the categories below:

	Three months ended September 30,		Nine months ended September 30,	
	2023	2022	**2023**	2022
Salaries and short-term employee benefits [(1)]	**1,424**	1,433	**3,872**	4,815
Share-based compensation expense	**743**	531	**2,103**	1,461
	2,167	1,964	**5,975**	6,276

(1) For the nine months ended September 30, 2022, salaries and short-term employee benefits included one-time termination costs.

18 Economic dependence

The Company holds licences related to each of its LTC residences and receives funding from the applicable health authorities related to those licences, which are included in revenues. In addition, the Company has received government assistance to support pandemic related expenses for LTC and Retirement Residences which is recorded against operating expenses. Funding for incremental COVID-19 costs is provided in addition to ongoing long-term care funding, all of which are subject to periodic reconciliations with the regulatory authorities. Funding for incremental COVID-19 costs is required to be spent entirely on resident care, with any excess amounts not allocated to direct resident care or pandemic expenses required to be returned to the regulatory authorities. During the three and nine months ended September 30, 2023, the Company received approximately $131,796 and $393,321, respectively, (2022 - $116,987 and $409,020, respectively) in respect of these licences and pandemic related funding.

Approximately 83% and 65% (2022 - 81% and 65%) of revenue from the Company's Ontario LTC residences and British Columbia LTC residences is received from the applicable health authorities, respectively. The rest of the LTC segment's revenue are received from resident co-payments.

19 Administrative expenses

	Three months ended September 30,		Nine months ended September 30,	
	2023	2022	**2023**	2022
General and administrative expenses	**6,688**	7,381	**20,494**	22,367
Restructuring costs [(1)]	**(1,174)**	—	**(1,175)**	—
SOAR program	**—**	—	**306**	1,660
Pandemic related expenses	**(18)**	54	**8**	298
Share-based compensation expense	**764**	625	**2,287**	1,738
Total administrative expenses	**6,260**	8,060	**21,920**	26,063

[(1)] In 2022, the Company announced the closure of one of its LTC residences and recognized a restructuring provision as a result. During the three months and nine months ended September 30, 2023, the Company adjusted down the provision by $1,174 and $1,767 respectively, based on best estimates. During the first quarter of 2023, the Company also recognized restructuring costs of $592 related to reduction of employees at our corporate office.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

20 Expenses by category

	Three months ended September 30,		Nine months ended September 30,	
	2023	2022	**2023**	2022
Salaries, benefits and people costs	**119,849**	113,536	**361,836**	333,653
Depreciation and amortization	**12,333**	11,681	**37,309**	35,582
Purchased services and non-medical supplies	**6,910**	6,447	**20,406**	19,311
Property taxes	**3,698**	3,221	**11,084**	10,833
Share of net loss in JV	**2,168**	2,336	**7,053**	7,845
Utilities	**5,119**	5,309	**15,887**	15,426
Net finance charges	**9,439**	7,631	**28,011**	16,525
Food	**8,890**	8,487	**26,199**	24,217
Share-based compensation expense	**764**	625	**2,287**	1,738
Transaction costs	**1,893**	492	**2,989**	3,641
Restructuring costs	**(1,174)**	—	**(1,175)**	—
Impairment loss	**—**	—	**—**	12,788
SOAR program	**—**	—	**306**	1,660
Other [1]	**17,681**	17,746	**51,664**	47,307
Total expenses before net pandemic expenses	**187,570**	177,511	**563,856**	530,526
Pandemic labour	**6,291**	9,008	**19,884**	43,492
Personal protective equipment	**—**	1,540	**—**	3,320
Other pandemic related expenses [2]	**422**	1,050	**2,309**	6,459
Government assistance [3]	**(5,767)**	(10,237)	**(20,884)**	(47,347)
Net pandemic expenses	**946**	1,361	**1,309**	5,924
Gain on disposal of properties	**—**	—	**—**	(23,722)
Total expenses	**188,516**	178,872	**565,165**	512,728

(1) Other expenses primarily relate to maintenance and equipment expenses, supplies, professional fees and program costs.

(2) Other pandemic expenses are primarily cleaning supplies for infection prevention and control, meals and accommodations to support team members, and advisory fees to support the management of the pandemic.

(3) There are various programs and financial assistance provided by the government to support COVID-19 related expenses. During the three and nine months ended September 30, 2023, the LTC segment received additional retroactive pandemic funding of $644 and $4,058 respectively (2022 - $1,899 and $4,121) for pandemic expenses incurred during the years ended December 31, 2020, 2021 and 2022.

21 Segmented information

Segmented information is presented in respect of the Company's business segments. The business segments are based on the Company's management and internal reporting structure. The Company operates solely within Canada, hence no geographical segment disclosures are presented. Inter-segment pricing is determined on an arm's length basis. Segment results and assets include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

The accounting policies of the business segments are the same as those for the Company and is presented on a proportionate share basis in the manner which our chief operation decision maker reviews the financial information. The "**Adjustments for Joint Venture**" column shows the adjustments to account for Sienna-Sabra LP using the equity method, as applied in these consolidated financial statements.

The Company is comprised of the following main business segments:

- Retirement - this segment consists of 39 RRs, of which five retirement residences are located in Saskatchewan, four of which are located in British Columbia and 30 of which are located in Ontario, and the RR management services business;
- LTC - this segment consists of 34 LTC residences located in Ontario, eight seniors' living residences located in British Columbia and the LTC management services business; and
- Corporate, Eliminations and Other - this segment represents the results of head office, intercompany eliminations and other items that are not allocated to the segments.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

	Three months ended September 30, 2023				
	Retirement [1]	LTC	Corporate, eliminations and other	Adjustments for Joint Venture [4]	Total
Gross revenue	**50,705**	**153,115**	**11,773**	**(7,866)**	**207,727**
Less: Internal revenue	**—**	**(3,980)**	**(11,773)**	**—**	**(15,753)**
Net revenue	**50,705**	**149,135**	**—**	**(7,866)**	**191,974**
Operating expense, net of government assistance [2]	**32,180**	**129,823**	**—**	**(5,580)**	**156,423**
Depreciation and amortization	**9,784**	**5,594**	**1,128**	**(4,173)**	**12,333**
Administrative expense [2]	**—**	**(1,174)**	**7,434**	**—**	**6,260**
Share of net loss in joint venture	**—**	**—**	**110**	**2,058**	**2,168**
Finance costs	**3,810**	**1,773**	**4,686**	**(194)**	**10,075**
Finance income	**(8)**	**(164)**	**(473)**	**9**	**(636)**
Transaction costs	**(18)**	**1,536**	**361**	**14**	**1,893**
Provision for income taxes	**—**	**—**	**979**	**—**	**979**
Net income (loss)	**4,957**	**11,747**	**(14,225)**	**—**	**2,479**
Purchase of property and equipment [3]	**1,818**	**10,336**	**608**	**—**	**12,762**
Purchase of intangible assets	**—**	**—**	**637**	**—**	**637**

[1] For the three months ended September 30, 2023, the Retirement segment recognized accommodation revenues of $24,845 and service revenues of $25,860.
[2] Includes net pandemic expense (recovery) of $155 for Retirement, $809 for LTC and $(18) for Corporate, eliminations and other.
[3] Includes pandemic capital expenditures for the three months ended September 30, 2023 of $351, which were fully funded by related government assistance.
[4] Adjustments to present Sienna-Sabra LP using the equity method, as applied in the condensed consolidated interim financial statements.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

	Three months ended September 30, 2022				
	Retirement [1]	LTC	Corporate, eliminations and other	Adjustments for Joint Venture [4]	Total
Gross revenue	46,380	146,615	17,309	(7,299)	203,005
Less: Internal revenue	—	3,803	17,309	—	21,112
Net revenue	46,380	142,812	—	(7,299)	181,893
Operating expense, net of government assistance [2]	29,410	124,762	—	(5,500)	148,672
Depreciation and amortization	9,281	5,451	835	(3,886)	11,681
Administrative expense [2]	—	—	8,060	—	8,060
Share of net loss in joint venture	—	—	22	2,314	2,336
Finance costs	1,690	1,572	5,101	(200)	8,163
Finance income	(3)	(233)	(299)	3	(532)
Transaction costs	47	(420)	895	(30)	492
Provision for income taxes	—	—	508	—	508
Net income (loss)	5,955	11,680	(15,122)	—	2,513
Purchase of property and equipment, net of disposals [3]	932	7,742	4,069	—	12,743
(Disposal) purchase of intangible assets	—	—	548	—	548

[1] For the three months ended September 30, 2022, the Retirement segment recognized accommodation revenues of $22,262 and service revenues of $24,118.
[2] Includes net pandemic expense of $521 for Retirement, $786 for LTC and $54 for corporate, eliminations and other.
[3] Includes pandemic capital expenditures in the LTC segment for the three months ended September 30, 2022 of $7,384, fully funded by related government assistance.
[4] Adjustments to present Sienna-Sabra LP using the equity method, as applied in the condensed consolidated interim financial statements.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

	Nine months ended September 30, 2023				
	Retirement [(1)]	LTC	Corporate, eliminations and other	Adjustments for Joint Venture [(4)]	Total
Gross revenue	149,841	459,893	52,350	(23,168)	638,916
Less: Internal revenue	—	(11,940)	(52,350)	—	(64,290)
Net revenue	149,841	447,953	—	(23,168)	574,626
Operating expense, net of government assistance [(2)]	95,309	389,434	—	(16,860)	467,883
Depreciation and amortization	29,232	16,686	3,896	(12,505)	37,309
Administrative expense [(2)]	—	(1,767)	23,687	—	21,920
Share of net loss in joint venture	—	—	277	6,776	7,053
Finance costs	9,865	4,956	15,474	(586)	29,709
Finance income	(22)	(547)	(1,150)	21	(1,698)
Transaction costs	6	2,151	846	(14)	2,989
Provision for income taxes	—	—	2,855	—	2,855
Net income (loss)	15,451	37,040	(45,885)	—	6,606
Purchase of property and equipment [(3)]	16,673	37,964	1,222	—	55,859
Purchase of intangible assets	—	—	1,588	—	1,588

(1) For the nine months ended September 30, 2023, the Retirement segment recognized accommodation revenues of $73,422 and service revenues of $76,419.

(2) Includes net pandemic expense of $101 for Retirement, $1,200 for LTC and $8 for Corporate, eliminations and other.

(3) Includes pandemic capital expenditures for the nine months ended September 30, 2023 of $8,260, which were fully funded by related government assistance. Also includes purchase price allocation of $26,300 from the acquisition of Woods Park (see Note 8).

(4) Adjustments to present Sienna-Sabra LP using the equity method, as applied in the condensed consolidated interim financial statements.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

	Nine months ended September 30, 2022				
	Retirement [1]	LTC	Corporate, eliminations and other	Adjustments for Joint Venture [4]	Total
Gross revenue	127,982	427,655	51,753	(10,905)	596,485
Less: Internal revenue	—	12,012	51,753	—	63,765
Net revenue	127,982	415,643	—	(10,905)	532,720
Operating expense, net of government assistance [2]	80,690	361,559	—	(8,243)	434,006
Depreciation and amortization	22,947	16,741	2,529	(6,635)	35,582
Administrative expense [2]	—	—	26,063	—	26,063
Share of net loss in joint venture	—	—	22	7,823	7,845
Finance costs	678	4,017	13,441	(310)	17,826
Finance income	(3)	(777)	(524)	3	(1,301)
Transaction costs	3,648	435	3,101	(3,543)	3,641
Impairment loss	—	12,788	—	—	12,788
Gain on disposal of properties	(12,690)	(11,032)	—	—	(23,722)
Provision for income taxes	—	—	2,649	—	2,649
Net income (loss)	32,712	31,912	(47,281)	—	17,343
Purchase of property and equipment, net of disposals [3]	5,437	12,659	1,975	—	20,071
(Disposal) purchase of intangible assets	—	(5,561)	1,224	—	(4,337)

[1] For the nine months ended September 30, 2022, the Retirement segment recognized accommodation revenues of $61,431 and service revenues of $66,551.
[2] Includes net pandemic expense of $1,196 for Retirement, $4,430 for LTC and $298 for corporate, eliminations and other.
[3] Includes pandemic capital expenditures for the nine months ended September 30, 2022 of $23,069, which were fully funded by government related assistance.
[4] Adjustments to present Sienna-Sabra LP using the equity method, as applied in the condensed consolidated interim financial statements.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

	As at September 30, 2023				
	Retirement	**LTC**	**Corporate, eliminations and other**	**Adjustments for Joint Venture [1]**	**Total**
Total assets	**881,458**	**797,752**	**25,616**	**(23,659)**	**1,681,167**

	As at December 31, 2022				
	Retirement	LTC	Corporate, eliminations and other	Adjustments for Joint Venture	Total
Total assets	893,449	786,568	26,734	(26,323)	1,680,428

[1] Adjustments to present Sienna-Sabra LP using the equity method, as applied in the condensed interim consolidated financial statements.

	As at September 30, 2023				
	Retirement	**LTC**	**Corporate, eliminations and other**	**Adjustments for Joint Venture [1]**	**Total**
Total liabilities	**407,035**	**346,041**	**561,344**	**(23,659)**	**1,290,761**

	As at December 31, 2022				
	Retirement	LTC	Corporate, eliminations and other	Adjustments for Joint Venture	Total
Total liabilities	298,710	328,874	644,475	(26,323)	1,245,736

[1] Adjustments to present Sienna-Sabra LP using the equity method, as applied in the condensed interim consolidated financial statements.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

22 Joint arrangements

A joint arrangement can be a joint venture or a joint operation. In a joint venture, the parties that have joint control of the arrangement have the rights to the net assets of the arrangement. In a joint operation, the parties that have joint control of the arrangement have the rights to the assets, and obligations for the liabilities, relating to the arrangement. The following are the Company's joint arrangements as at September 30, 2023:

Joint Arrangements	Number of properties	Sienna ownership	Joint arrangement type	Accounting treatment	Investment in joint venture balance	Share of net loss from joint venture balance
					September 30, 2023	Nine months ended September 30, 2023
Sienna-RSH Niagara Falls LP [1]	0	70%	Joint venture	Equity	5,942	(277)
Sienna-Sabra LP	12	50%	Joint venture	Equity	143,778	(6,776)
Sienna Baltic Development LP [2]	2	40%/77%	Joint operation	Proportionate	N/A	N/A
					149,720	(7,053)

[1] The property of Sienna-RSH Niagara Falls LP is currently in development stage as of September 30, 2023.

[2] Sienna Baltic Development LP owns 40% of Nicola Lodge Care Community and 77% of Glenmore Lodge Care Community.

Joint ventures

Sienna-RSH Niagara Falls LP

On February 7, 2020, the Company formed a joint venture with a third party for the purpose of developing a retirement residence in Niagara Falls, Ontario. The Company owns a 70% interest in this joint venture. The Company has accounted for this joint venture using the equity method of accounting, since this joint arrangement is structured through a separate legal vehicle, and the Company has rights to the net assets of the arrangement.

The following tables outline the Company's investment in this joint venture, and the Company's share of the joint venture's net loss.

Investment in joint venture as at January 1, 2023	6,219
Share of net loss in joint venture	(277)
Investment in joint venture as at September 30, 2023	**5,942**

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

Statements of Financial Position of Joint Venture	**September 30, 2023**	December 31, 2022
Current assets	**423**	213
Long-term assets	**37,978**	26,824
Total assets	**38,401**	27,037
Current liabilities	**2,871**	1,156
Long-term liabilities	**27,041**	16,997
Total liabilities	**29,912**	18,153
Net assets	**8,489**	8,884
Sienna's share of net investment in joint venture (70%)	**5,942**	6,219

	Three months ended		**Nine months ended**	
Statements of Net Income of Joint Venture	**September 30, 2023**	September 30, 2022	**September 30, 2023**	September 30, 2022
Expenses	**157**	31	**395**	31
Net loss	**(157)**	(31)	**(395)**	(31)
Sienna's share of net loss in joint venture (70%)	**(110)**	(22)	**(277)**	(22)

*Sienna-Sabra LP ("**SSLP**")*

On January 25, 2022, the Company formed a joint venture with a third party for the purpose of owning and operating retirement residences. The Company owns 50% interest in this joint venture. The joint venture first acquired a portfolio of 11 seniors' living assets in Ontario and Saskatchewan on May 16, 2022, and subsequently acquired another retirement residence in Saskatchewan on June 1, 2022. The Company has accounted for this joint venture using the equity method of accounting, since this joint arrangement is structured through a separate legal vehicle, and the Company has rights to the net assets of the arrangement.

The following tables outline the Company's investment in this joint venture, and the Company's share of the joint venture's net loss.

Investment in joint venture as at January 1, 2023	152,854
Distribution received from joint venture	(2,300)
Share of net loss in joint venture	(6,776)
Investment in joint venture as at September 30, 2023	**143,778**

Statements of Financial Position of Joint Venture	**September 30, 2023**	December 31, 2022
Current assets	**8,557**	4,899
Long-term assets	**329,915**	353,455
Total assets	**338,472**	358,354
Current liabilities	**6,134**	6,779
Long-term liabilities	**44,783**	45,867
Total liabilities	**50,917**	52,646
Net assets	**287,555**	305,708
Sienna's share of net investment in joint venture (50%)	**143,778**	152,854

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

Statements of Net Income of Joint Venture	Three months ended		Nine months ended	
	September 30, 2023	September 30, 2022	**September 30, 2023**	September 30, 2022
Revenue	**15,731**	14,598	**46,336**	21,810
Expenses and other items				
Operating expenses	**11,160**	11,002	**33,721**	16,488
Depreciation and amortization	**8,346**	7,770	**25,010**	13,269
Net finance charges	**369**	396	**1,130**	615
Transaction costs	**(28)**	57	**27**	7,084
	19,847	19,225	**59,888**	37,456
Net loss	**(4,116)**	(4,627)	**(13,552)**	(15,646)
Sienna's share of net loss in joint venture (50%)	**(2,058)**	(2,314)	**(6,776)**	(7,823)

Acquisitions by Sienna-Sabra LP

On May 16, 2022, SSLP, of which the Company owns 50% interest in, acquired a portfolio of 11 seniors' living assets in Ontario and Saskatchewan consisting of 1,048 private-pay suites, with Sienna as the manager of the properties.

On June 1, 2022, SSLP acquired Aspira Hunter Village Retirement Living (formerly known as The Village at Stonebridge), Saskatoon, Saskatchewan consisting of 186 private-pay suites, with Sienna as the manager of the property.

The net purchase prices for these two acquisitions were $250.4 million and $70.6 million, respectively, and were allocated to the assets and liabilities of the joint venture. Transaction costs for the acquisitions for the nine months ended September 30, 2023 were $27 (2022 - $7,084).

Related party transactions occur between Sienna and its joint ventures. These related party transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to between the related parties. Except as disclosed elsewhere in these annual consolidated financial statements, the related party balances are included in accounts receivable and payable, and in management fee revenue, as applicable. As of September 30, 2023, $456 (December 31, 2022 - $376) of the Company's accounts receivable related to its investments in joint ventures. For the three and nine months ended September 30, 2023, $318 and $944, respectively (2022 - $401 and $600, respectively) of the Company's management fees related to its investment in joint ventures.

Joint operations

Sienna Baltic Development LP

The Company has accounted for its joint arrangement in Nicola Lodge Care Community ("**Nicola Lodge**") and Glenmore Lodge Care Community ("**Glenmore Lodge**") as a joint operation, since it has rights to the assets and obligations for the liabilities related to Nicola Lodge and Glenmore Lodge.

All amounts are in thousands of Canadian dollars, except share and per share data, or unless otherwise noted

The following tables outline the net assets and net income for Nicola Lodge and Glenmore Lodge, and the Company's share of 40% of Nicola Lodge and 77% of Glenmore Lodge that has been recognized in the consolidated financial statements.

Statements of Financial Position of Joint Operation	**September 30, 2023**	December 31, 2022
Current assets	**8,010**	4,836
Long-term assets	**93,353**	94,838
Total assets	**101,363**	99,674
Current liabilities	**12,428**	10,006
Long-term liabilities	**59,819**	60,873
Total liabilities	**72,247**	70,879
Net assets	**29,116**	28,795
Sienna's share of net assets	**14,748**	14,685

As at September 30, 2023, the Company's share of net assets in Nicola Lodge and Glenmore Lodge was $8,316 and $6,432, respectively (December 31, 2022 - $8,118 and $6,567, respectively).

	Three months ended		**Nine months ended**	
Statements of Net Income of Joint Operation	**September 30, 2023**	September 30, 2022	**September 30, 2023**	September 30, 2022
Revenue	**10,273**	9,814	**29,607**	26,091
Expenses and other items				
Operating, net [(1)]	**8,645**	7,902	**24,413**	21,857
Depreciation and amortization	**629**	641	**1,939**	1,943
Net finance charges	**580**	686	**900**	2,115
Net income (loss)	**419**	585	**2,355**	176
Sienna's share of net income (loss)	**198**	336	**1,144**	91

[(1)] Includes net pandemic expenses (recovery) for the three and nine months ended September 30, 2023 of $257 and $469 (2022 - $(324) and $740, respectively).

For the three months ended September 30, 2023, the Company's share of net income in Nicola Lodge and Glenmore Lodge was $135 and $63, respectively (2022 - $125 and $211, respectively).

For the nine months ended September 30, 2023, the Company's share of net income in Nicola Lodge and Glenmore Lodge was $725 and $419, respectively (2022 - $48 and $43, respectively).

On September 14, 2023, the Company entered into an agreement to acquire the remaining 60% interest in Nicola Lodge, over two closings. The first closing will be 30 days following receipt of regulatory approvals and other customary closing conditions, which is anticipated to take place during the first quarter of 2024. The second closing will be between November 2024 and March 2026.

Each 30% interest will be purchased for $26,520, before closing costs and subject to customary closing adjustments. The purchase price will be financed through the assumption of existing mortgage (estimated to be $11,800 for the first 30% interest) and the Company's available cash.

23 Commitments and contingencies

The Company has a lease with respect to its Markham corporate office, which expires on October 31, 2029.

The Company has various leases for office and other equipment that expire over the next four years.

As at September 30, 2023, the Company was contingently liable for letters of credit in the amount of $589 (2022 - $nil).

The Company has been named as a defendant in litigation related to its handling of the COVID-19 pandemic in its residences. There is risk that further litigation could be commenced by, or on behalf of, persons impacted by an outbreak at a Company residence which, even if not meritorious and even if covered by the Company's insurance, could result in increased operating costs to the Company.

In May 2020, the Company became aware of a statement of claim in respect of a proposed class action alleging, among other things, negligence, breach of contract and breach of fiduciary duties in respect of the care and treatment of residents at the Company's residences during the COVID-19 pandemic. The claim is brought against the Company and certain of its subsidiaries on behalf of residents residing at all of the Company's owned and managed long-term care residences in Ontario during the pandemic, as well as the families of those residents, and seeks damages in the aggregate amount of $120 million. The claim is a joint claim against the Company and another senior living operator.

Between June and September 2020, the Company became aware of statements of claim in respect of four proposed class actions alleging, among other things, negligence, breach of contract and breach of fiduciary duties in respect of the care and treatment of residents at Altamont Care Community, Woodbridge Vista Care Community, Weston Terrace Care Community and Camilla Care Community during the COVID-19 pandemic. These claims are brought against the Company and certain of its subsidiaries on behalf of all residents residing at each of these respective residences during the pandemic, as well as the families of those residents, and seeks damages in the aggregate amount of $20 million, $16 million, $16 million and $25 million, respectively.

In September 2020, the Company became aware of a statement of claim in respect of a proposed class action alleging, among other things, negligence and breach of fiduciary duties in respect of the care and treatment of residents residing at various long-term care residences in Ontario, including nine Company owned and managed residences, during the COVID-19 pandemic. This claim is a joint claim against the Company, certain of its subsidiaries as well as other defendants, including the Province of Ontario, the City of Toronto and other senior living operators, on behalf of residents and their families and seeks damages in the aggregate amount of $600 million.

On January 21, 2022, the Superior Court of Justice made an order consolidating the above proposed class actions in the form ordered by the Court. The aggregate amount of damages claimed in the consolidated claim is $260 million. The Court ordered that the proposed class actions, other than the consolidated claim, be stayed pending the outcome of the certification motion on the consolidated claim and that no other class proceedings may be commenced in Ontario in relation to the subject matter of the consolidated claim without leave of the Court. The consolidated claim, in effect, replaces all of the other proposed class actions.

None of the above claims, including the consolidated claim, have been certified as a class action. The Company is vigorously defending itself against these claims.

Given the status of the proceedings, management is unable to assess the potential impact of any of these proposed class actions, including the consolidated claim, on the Company's financial results.

On November 20, 2020, the Government of Ontario enacted the Supporting Ontario's Recovery Act (the **"Recovery Act"**). The Recovery Act provides civil liability protection to organizations that made a good faith effort to follow public health guidance and COVID-19 related laws, and did not act with gross negligence. The Recovery Act also deems existing civil proceedings related to COVID-19 exposure to be dismissed without costs and will bar future proceedings from being brought, as long as the defendant acted in good faith and not with gross negligence.

Pay Equity Claim Proceedings

The Company along with a number of other industry participants and the Ontario Government have been engaged in proceedings with applicable unions regarding pay equity maintenance for employees at long-term care facilities, for which wages and benefits are typically funded by the MLTC. In October 2021, the Supreme Court of Canada denied leave to appeal and upheld the appellate court ruling that the proxy method should continue to be utilized for purposes of pay equity maintenance which requires comparison to another establishment. The Company and the other participants in the long-term care sector are working with the unions and government to assess the impact of the ruling and establish a framework for pay equity suitable for the sector. Meetings with the respective unions have commenced and are ongoing.

Given the current status of the proceedings and significant number of judgements required in establishing the pay equity framework, including ongoing discussion with the respective unions amongst the parties, that will impact the measurement of any potential provision, management has assessed the conditions required for a provision and have concluded that it is not possible to reliably measure the potential outflow of resources, and accordingly no provision has been recorded in the Condensed Interim Consolidated Financial Statements as at September 30, 2023.

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