

$\longrightarrow P E N N A N A N T GROUP$

Investor Presentation

November 2021

Disclaimers and Other Important Information

Statements in this presentation concerning the future prospects of The Pennant Group, Inc. ("Pennant" or the "Company") are forward-looking statements based on management's current expectations, assumptions and beliefs about our business, financial performance, operating results, the industry in which we operate and possible future events. These statements include, but are not limited to, statements regarding our growth prospects and future operating and financial performance. They are not guarantees of future results and are subject to risks, uncertainties and assumptions that could cause our actual results to materially and adversely differ from those expressed in any forward-looking statement.

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Readers should not place undue reliance on any forward-looking statements and are encouraged to review our periodic filings with the Securities and Exchange Commission, including our recently filed Form 10-K filed on February 24, 2021 for a more complete discussion of the risks and other factors that could affect Pennant's business, prospects and any forward-looking statements. These documents are available on our website at www.pennantgroup.com. This information is provided as of today's date only, and except as required by federal securities law, Pennant does not undertake to publicly update or revise any forward-looking statements, whether as a result of new information, future events, changing circumstances or for any other reason after the date of this presentation.

We supplement our GAAP reporting with supplemental non-GAAP financial measures. These include performance measures (EBITDA, Adjusted EBITDA, and Segment Adjusted EBITDA), non-GAAP net income and a valuation measure (Adjusted Consolidated EBITDAR). We believe these non-GAAP financial measures reflect an additional way of looking at aspects of our operations that, when viewed with our GAAP results, provide a more complete understanding of factors and trends affecting our business. They should not be relied upon to the exclusion of GAAP financial measures. A more ample discussion of these non-GAAP financial measures is available in our Form 10-K, which was filed with the SEC, and a reconciliation to GAAP is included as an appendix to this presentation.

During this presentation we may reference operations in any or all of our home health, hospice or senior living independent operating subsidiaries. Each such business is operated as a separate, independent operating subsidiary that has its own management, employees and assets. References in the presentation to the consolidated "Company" and "its" assets and activities, as well as the use of the terms "we," "us," "our," and similar verbiage are not meant to imply that The Pennant Group, Inc. has direct operating assets, employees or revenue, or that any of the operations or the Service Center or the captive insurance subsidiary are operated by the same entity.

Star Ratings refer to the star rating criteria established by the Centers for Medicare and Medicaid Services ("CMS").



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The Pennant Group Overview









Highly Diversified by Payor, Service and Geography

Presence across 14⁽¹⁾ States with 88⁽¹⁾ Home Health and Hospice Agencies and 54⁽¹⁾ Senior Living Operations; Revenue Generated from Multiple Sources

Clinical Excellence Driven by Quality Care and Outcomes

Average Star Rating Across All Pennant Agencies of **4.4** vs. Industry Average of **3.0**⁽²⁾

Strong Track Record of Growth

2011 - 2020 Revenue CAGR of ~32% Driven by Solid Organic Growth and Disciplined Acquisition Strategy

Growing End Markets with Significant White Space



Approximately **20%** of Home Health, Hospice and Senior Living Operations Owned by Large Operators – Significant Consolidation Opportunity

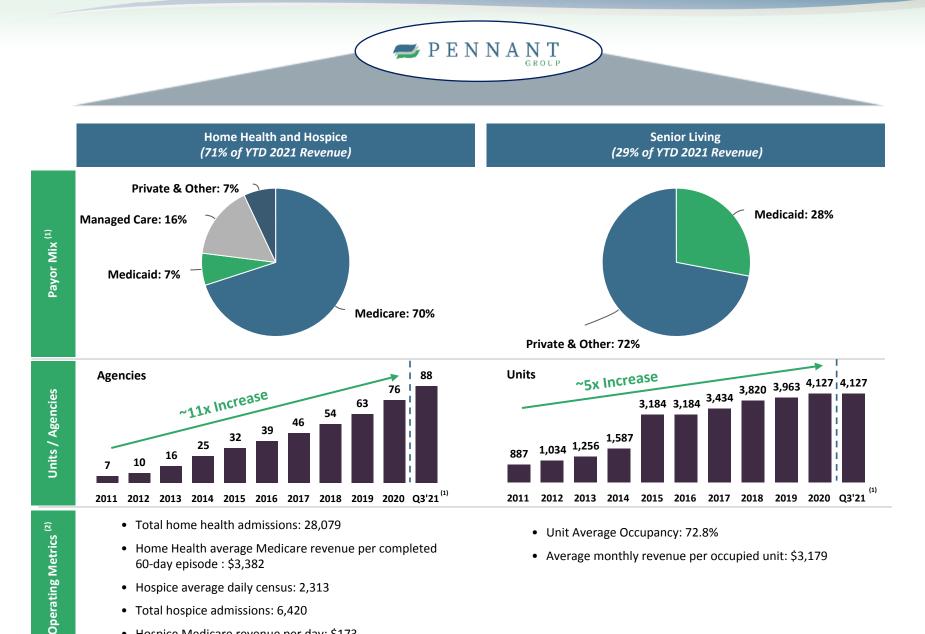
Proven Leadership Team



Management Team Comprised of Healthcare Leaders with ~61 Years of Cumulative Experience at Pennant/ Ensign and the Industry that drove Home Health, Hospice and Senior Living Expansion

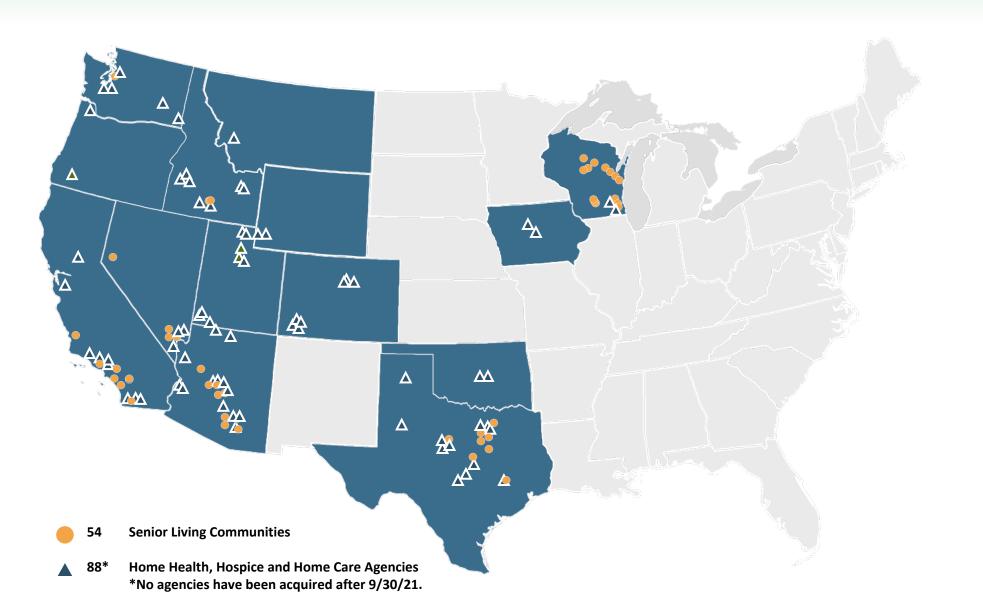
Diversified Business and Payor Mix with Robust Operating Track Record





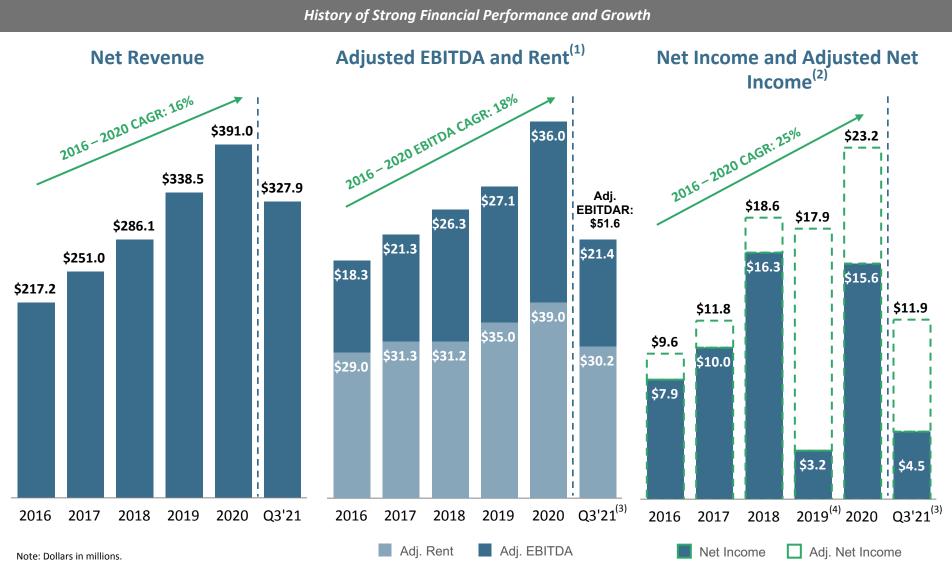
- Total hospice admissions: 6,420
- Hospice Medicare revenue per day: \$173
- As of September 30, 2021. 1.
- For the nine months ended September 30, 2021 2.

Footprint as of September 30, 2021



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Track Record of Strong Financial Growth



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1. Rent is adjusted for the rent related to rent at start–up and closed operations added back to Adj. EBITDA.

2. See Appendix for a reconciliation of GAAP to non-GAAP financial measures.

3. Begining in the first quarter of fiscal year 2021, we updated our definition of Segment Adjusted EBITDAR, Adjusted EBITDA, and Adjusted Net Income no longer include an adjustment for COVID-19 expenses offset by the amount of sequestration relief. Fiscal year 2020 measures were not updated to exclude the COVID-19 adjustment. For further details see the Appendix for a reconciliation of GAAP to non-GAAP financial measures.

8 4. Net income for 2019 includes Spin-off related transaction costs of \$13.2 million. See Appendix for additional non-GAAP adjustments.



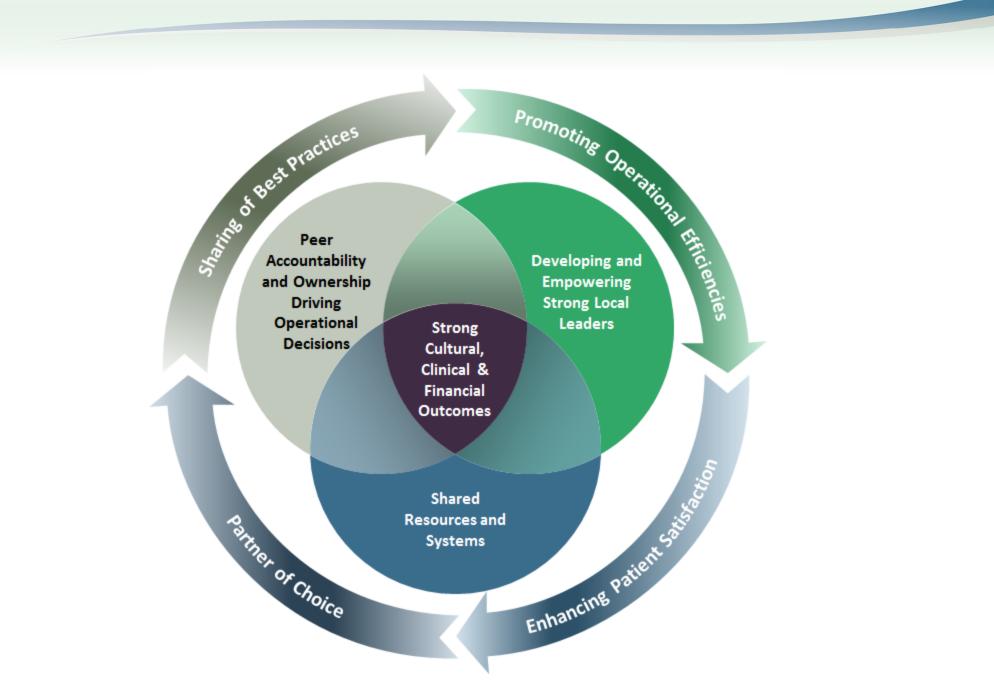
Investment Highlights

Investment Highlights





1 Our Innovative Operating Model...



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1 ...Helps Us Achieve Superior Care Delivery... $\implies P \in N \setminus A \underset{G \in O \cup P}{N \in A}$

| Local | ? * 谷谷谷 | Healthcare happens locally Optimal clinical outcomes driven by strong community relationships | |
|---|---|--|--|
| Innovative Operating Model | Territoria and a second | Innovative operating model places clinical decision making and program development in the hands of our local clinical leaders Clinical and operational leaders empowered to create and enhance clinical care to produce high quality outcomes | |
| Tailored Services | İ 1 İ İ | Right care, right place, right time Ability to adapt to changing needs of patients, partners and community | |
| Strong Community Relationships | High 20 Quality Care 70 Data | Community relationships based on communication, transparency and trust Strong referral network EPCC and other local relationships drive care collaboration and effective transitions between care settings | |
| Driving Superior Care Delivery | Acute Physician's Office Physician's Office Physician's Office Physician's Office Physician's Office Physician's Office Caroline | Driving optimal outcomes by helping patients navigate through the care continuum based on their needs Care continuum strengthened by additional ventures and partnerships such as palliative care, personal care services and mobile physician services | |

...While Driving Shared Responsibility for Financial Outcomes

Pennant's Cost Management Philosophy

Patient-Centered Approach to Care

- Clinical decisions based on individual patient needs
- Thoughtful cost containment at population level

Accountability Through Shared P&L Responsibility

- Robust data tools to allow local leaders to pinpoint areas for financial improvement
- Transparency combined with shared responsibility and incentives creates alignment of interests

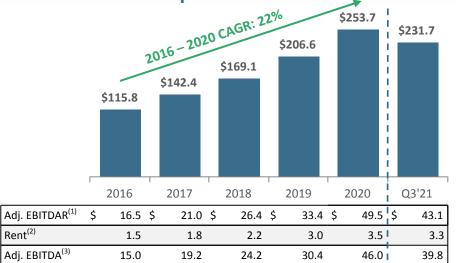
Operating Efficiencies

- Strong technology infrastructure across home health, hospice and senior living
- Early adopter of Homecare Homebase EMR
- Staffing efficiencies through sharing of resources across functional areas
- Transformational integration of new acquisitions to shared systems and platforms

Focus on Non-Clinical Operating Costs

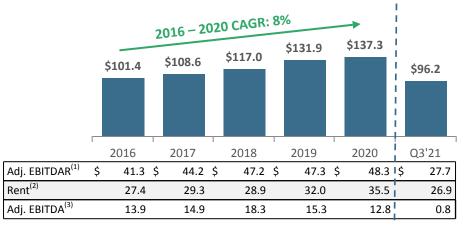
 Benchmarking of labor, DME, food supply and pharmacy costs on a per patient per day level

Home Health & Hospice Revenue



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Senior Living Revenue



Note: Dollars in millions.

Segment Adjusted EBITDAR from Operations is the GAAP segment measure of profit and loss. Beginning in the first quarter of fiscal year 2021, we updated our definition of Segment Adjusted EBITDAR and Adjusted EBITDA to no longer include an adjustment for COVID-19 expenses offset by the amount of sequestration relief. Fiscal year 2020 measures were not updated to exclude the COVID-19 adjustment. For further details see the Appendix for a reconciliation of GAAP to non-GAAP financial measures.

2. Rent is adjusted for the rent related to rent at start-up and closed operations added back to Adj. EBITDA.

Rent is adjusted for the rent related to rent at start-up and closed operation
 See Appendix for a reconciliation of GAAP to non-GAAP financial measures.



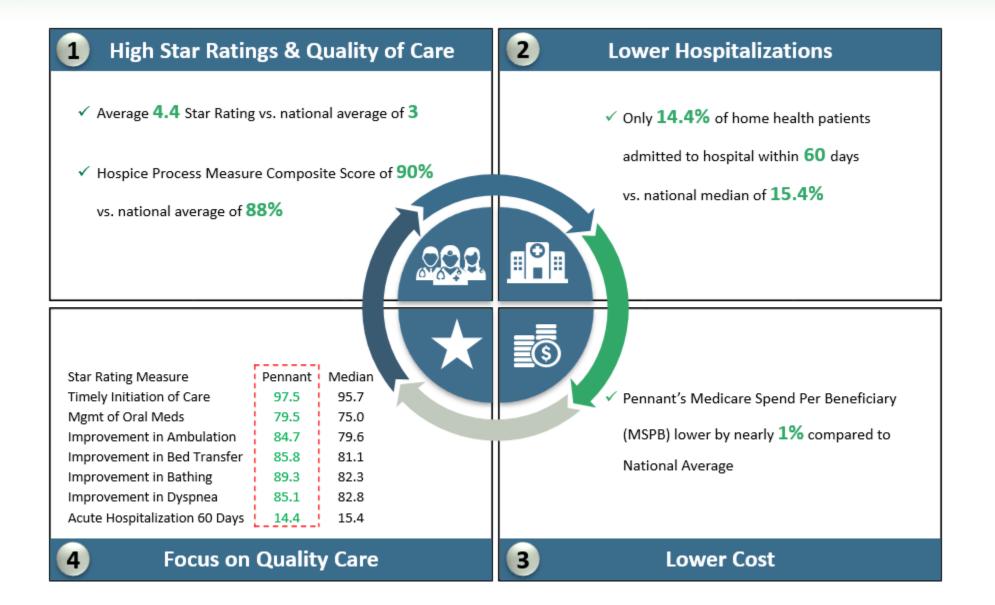
2 We Become the Partner of Choice in Our Communities

Strong Clinical Outcomes, Driven by Our Local Leaders, Uniquely Position Us to Be the Partner of Choice in Our Communities

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2 Demonstrated Clinical Outperformance



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Local Market Operator of Choice 2

Pennant Has Strong Local Presence

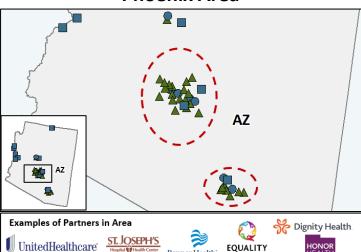
- Relationship with local providers matters to patients
- Access to full continuum of care close to home helps patients migrate ٠ through care settings as their needs change

Pennant Has A Unique Care Delivery Approach

- Strong relationship in local markets with payors, hospitals and physician ٠ groups
- Communication, transparent data-sharing and responsiveness create • breadth and depth of clinical collaboration across the care continuum

Making Pennant A Provider of Choice

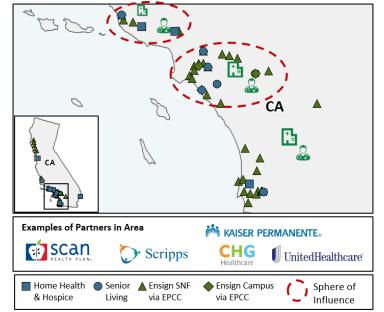
- Providing superior care with improved quality and better outcomes • while driving down costs
- Driving dialogue around embracing value-based care by leading by • example
- Continued growth potential in local markets through partnerships • expansion
- Sustained volume growth and financial outcomes •



Southern California Area

Banner Health

HEALTH





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2 Broad and Diversified Referral Sources

Overall, referrals generated from hundreds of sources across various local markets; no one source accounts for over 10%

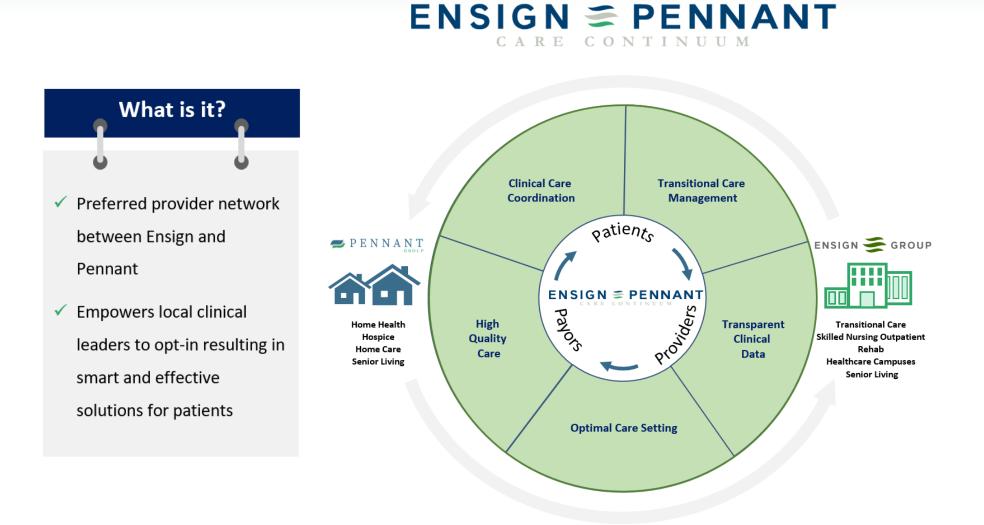
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| | Hospital | Clinic and Community Physicians | Skilled Nursing Facilities | Senior Living and Other |
|------------------------------------|--|--|---|---|
| Overview | Long term referral relationships driven by preferred provider arrangements Innovative care models and pathways help us work closely with hospital partners to reduce readmissions | Referrals driven by Pennant's strong reputation for quality in the local communities Generated from hundreds of clinics and physician practices in all of our markets | Ensign referrals constitute less than 10% of total admissions Potential for growth in referrals coming from non-Ensign SNF operators with channel conflict removed | Pennant's businesses have a synergistic referral relationship Home health and hospice operations provide accessible and convenient care to senior living residents |
| Local Referral Relationships | Chief Executive Officer Chief Clinical Officer Medical Director Interdisciplinary Team | | | Chief Executive Officer Chief Clinical Officer Physicians Interdisciplinary Team |



2 EPCC Will Continue to Drive Additional Value Proposition with Our Partners



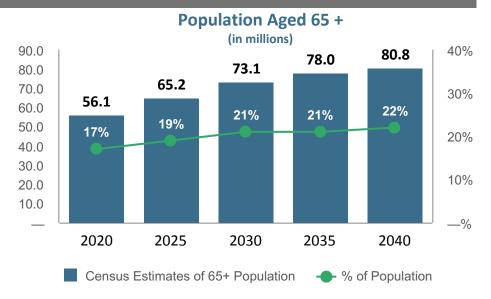
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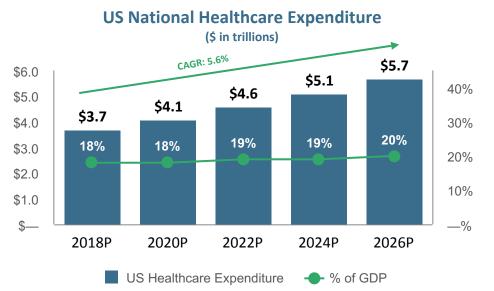
By promoting clinical collaboration, driving best quality care and outcomes, EPCC well positions us to benefit from the shift toward value-based reimbursement

3 Favorable Market Drivers Fuel Long-term Sustainable Growth Potential

U.S. Healthcare Spending is Growing with a Key Driver Being the Aging Population

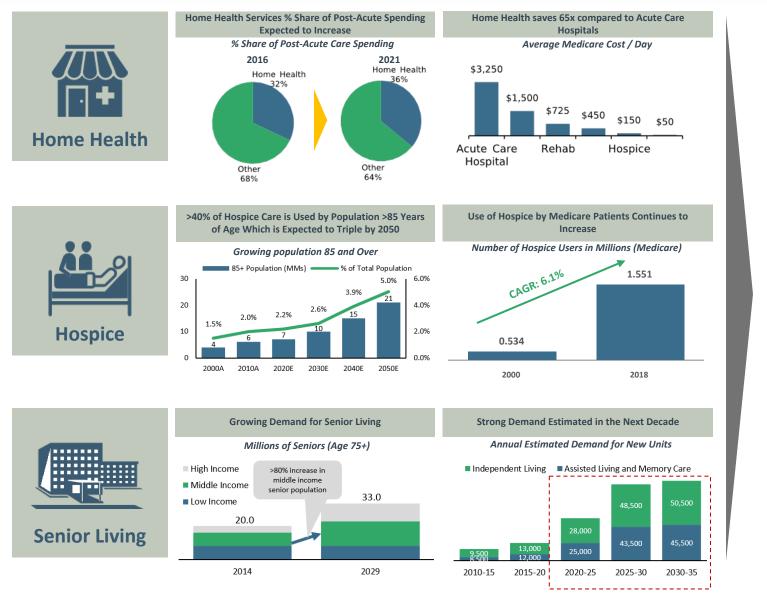
- Population above 65 projected to nearly double by 2050
- ~70% of Americans who reach age 65 require some form of long-term care for an average of 3 years
 - >70% of home health patients are seniors
 - >83% of hospice patients are over 65 years old
 - Anticipated need for 2 million additional senior housing units by 2040
- Healthcare spending currently represents 18% of U.S. GDP
- Increased CMS focus on reducing costs





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Operating in Growing Industries With Attractive Fundamentals



 With its focus on clinical outcomes, Pennant is wellpositioned to benefit from value- based reimbursement trends in the home health sector such as PDGM

 Pennant's high touch and community-oriented approach to hospice care positions it to be the provider of choice in a fast-growing hospice market

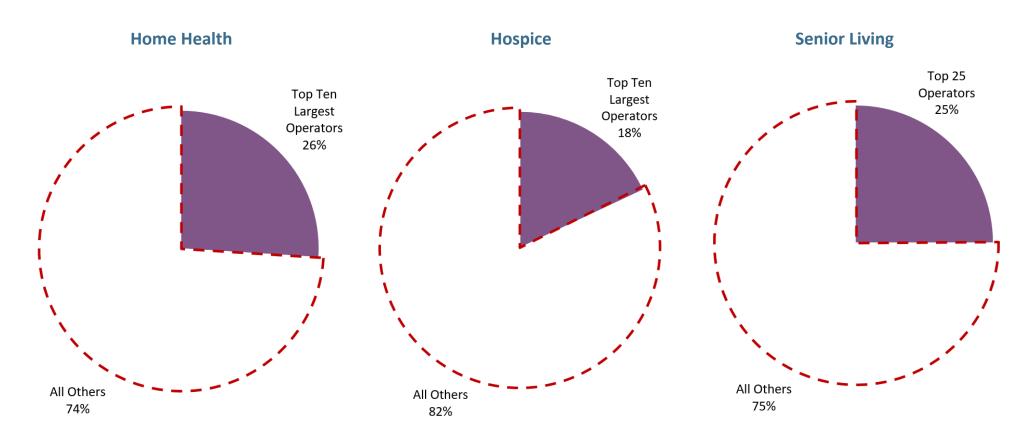
 Pennant's opportunistic acquisition approach and disciplined operating strategy position us well to take advantage of the evolving demand and supply imbalance in the senior living markets in which we operate

4 Highly Fragmented Market with Significant Consolidation Opportunity

Significant Consolidation Opportunity Remains in Each of Our Target Markets

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Market Share

Disciplined Acquisition and Organic Growth Strategy

Proven Ability to Execute Acquisitions in Key Markets, Integrate into our Existing Markets and Improve Operations

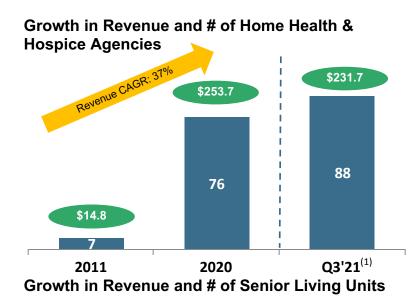
 Focused on selectively acquiring strategic and underperforming operations within our target markets

Local leaders empowered to identify and pursue acquisition opportunities

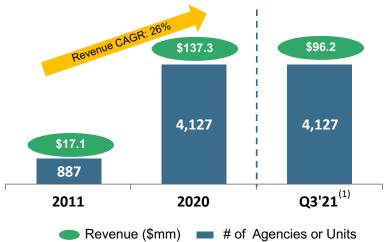
Expertise in transitioning newly-acquired operations to our innovative operating model and culture

 From 2011 to 2018, we increased our number of home health / hospice and senior living operations by >300%

Transformational integration of new acquisitions to shared systems and platforms



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Proven Acquisition Playbook



Factors Considered When Evaluating Acquisition Targets

Small Yet Well Established Businesses in Local Markets

- "Mom & Pop" business profile

 typically low-single to midteens revenue (\$mm)
- Strong reputation in local markets (no change in name post-acquisition)
- Business getting hard to manage for owners due to changing regulatory requirements

Clinical Product With Potential to Improve

- Culture of "patient-first"
- Reputation of delivering patient-centered care
- Well-regarded within referral sources – physicians, hospitals, health institutions, community

Selected Examples



- Location: Grants Pass, Oregon area
- Strategic location that expands our presence in the state and opens the door to further growth throughout the region
- Highly respected home health provider with outstanding community relationships
- Legacy of providing excellent home health services



- Location: Sacramento, California
- Strategic acquisition that expands Northern California presence
- Well established hospice agency with legacy of compassionate care
- Robust clinical team

Constrained by Balance Sheet

• Limited financial resources to grow business despite aspirations of growth

Strategic Fit

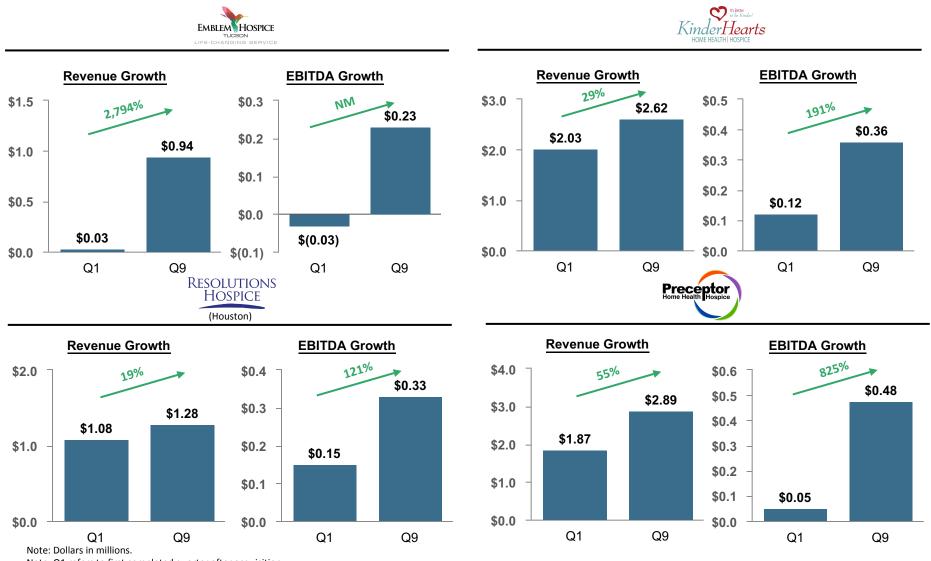
- Assets offer unique access to Pennant from a geography or market standpoint
- Asset fits Pennant's offerings in its markets or fills a gap

Transformational Integration of New Operations to Shared Systems and Platforms

Examples of Improvements in Acquired Home Health and Hospice Agencies Performance

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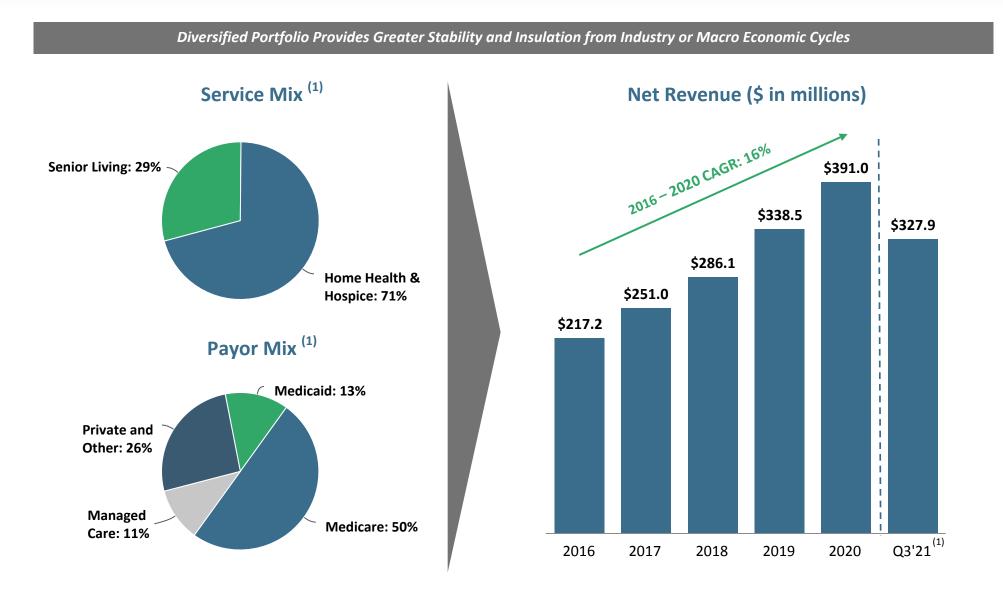
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Note: Q1 refers to first completed guarter after acquisition.

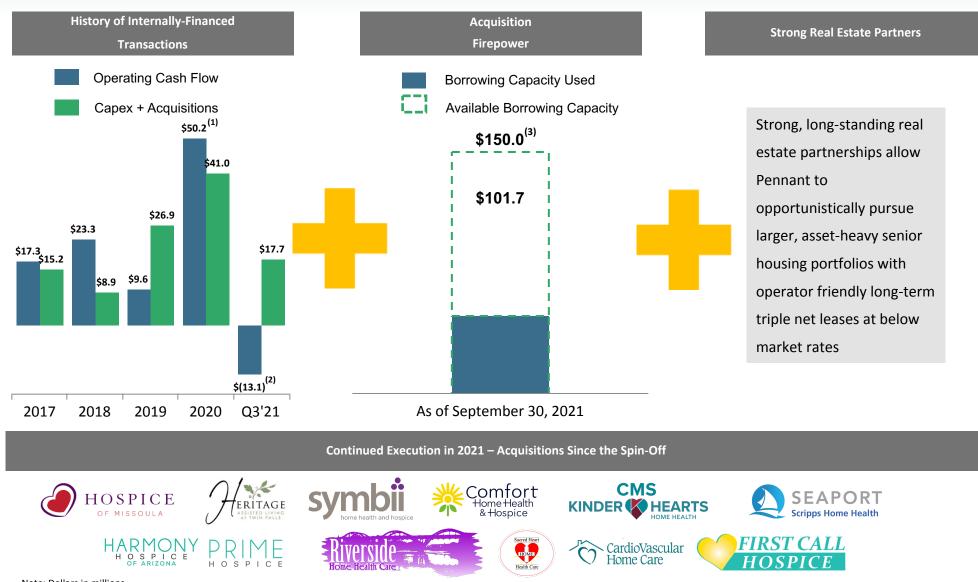
24 Note: Growth %'s are calculated in whole dollars and may not recalculate using the rounded values shown.

Strong Financial Results Underlined by Diversified Service and Payor Mix



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Note: Dollars in millions.

- 1. Excluding the Medicare advanced payments of \$28.0 received during the year ended December 31, 2020, the operating cash inflow would have been \$22.2.
- 2. Excluding the recoupment of Medicare advanced payments of \$14.6 for the nine months ended September 30, 2021, the net cash flows from operations would have been \$1.5.
- 3. On February 23, 2021, Pennant entered into an amendment to the Credit Agreement, which provides for an increased revolving credit facility with a syndicate of banks with a borrowing capacity of \$150.0. For

further detail see the Company's Quarterly Report on Form 10-Q filed May 6, 2021. See slide <u>36</u>.

Experienced Management Team Comprised 6 of Healthcare Industry Veterans

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Best-in-Class Management Team with ~61 Years of Combined Experience at Pennant / Ensign and the Industry



Daniel Walker, Chief Executive Officer

- Years at Pennant / Ensign: 14
- Served as CEO & President of Cornerstone Healthcare, Ensign's home health subsidiary since 2010
- Played key leadership roles at Ensign, including as the leader of its new business ventures group since 2013
 - At Ensign, closed more than 100 healthcare transactions including dozens in home health and hospice space



Derek Bunker, Chief Investment Officer

- Years at Pennant / Ensign: 6
- Currently responsible for overseeing strategic growth, investments, real estate matters, investor relations and various public company matters
- Also responsible for assisting the board in corporate governance matters in his role as corporate secretary
- Prior to joining Pennant, served as VP, Acquisitions and Business Legal Affairs of Ensign Services since 2015



Jennifer Freeman, Chief Financial Officer

- Years at Pennant / Industry: 16
- Served as CFO of Northpoint Recovery Holdings since 2017
- Prior to joining Northpoint, served as VP of Finance for MCG Health, LLC, leading their finance and contract teams
- Also served as VP of Finance for Coordinated Care Corporation, and CFO for Qualis Health and Molina Healthcare of Washington, Inc



Brent Guerisoli, President, Pennant Group

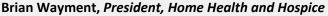
- Years at Pennant / Ensign: 9
- Served as President of Home Health and Hospice since 2018
- Served as President of 1177 Healthcare (affiliate of Cornerstone) since March 2015
- Previously CEO and executive Director of Zion's Way Home Health and Hospice (affiliate of Cornerstone) since Feb 2012
- Prior to joining Ensign, served as Chief of Staff/ business Manager IT at AT&T



John Gochnour, Chief Operating Officer

- Years at Pennant / Ensign: 8
- Served as Executive Vice President and General Counsel at Cornerstone since 2013
- Also led the sourcing, negotiation, and other aspects of the acquisition process of Cornerstone and Ensign's other new business ventures
- Prior to joining Cornerstone, served as an attorney at the law firm Paul Hastings LLP





- Years at Pennant / Ensign: 8
- Served as President of Midwest/Texas Market since 2018
- Previously CEO of Excell Homecare and Hospice (affiliate of Cornerstone) since Oct 2017
- Served as Leadership Development Lead of Cornerstone from 2015-2017
- Previously CEO- and Executive Director of Elite Home Health and Hospice (affiliate of Cornerstone) since July 2013







Growth Strategy & Financial Overview

Growth Strategy

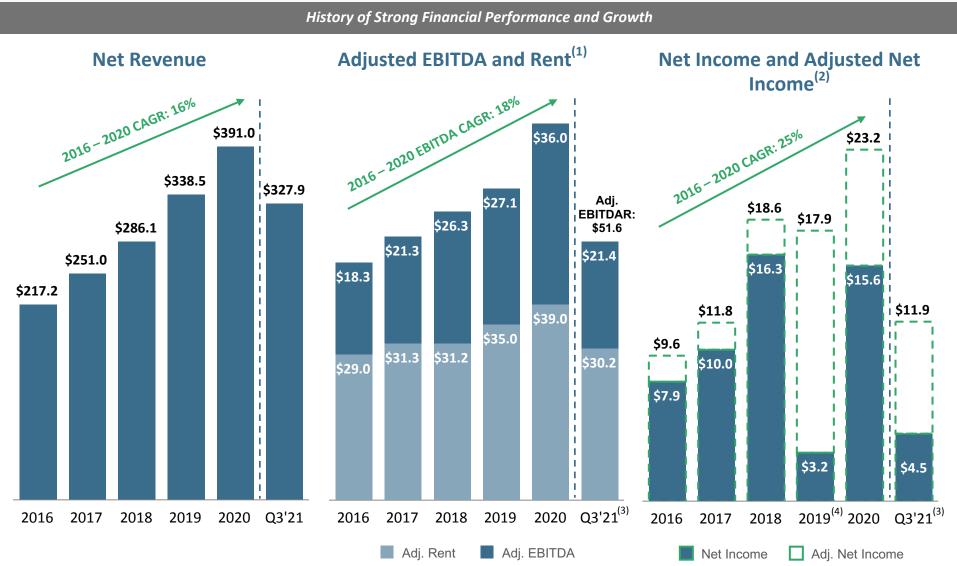


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Pennant is well-positioned to perform and grow in large, fragmented markets

Track Record of Strong Financial Growth



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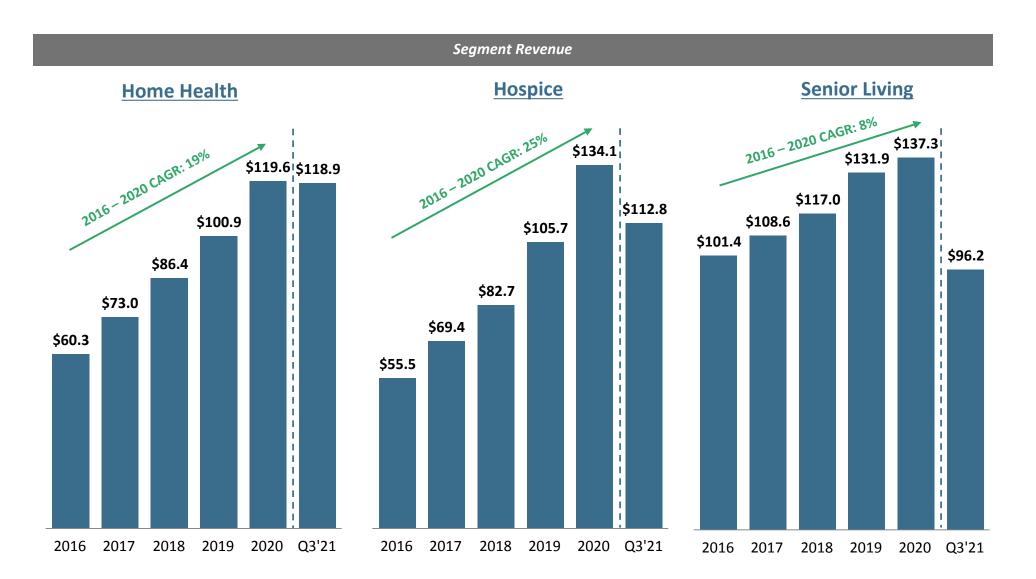
Note: Dollars in millions.

1. Rent is adjusted for the rent related to rent at start-up and closed operations added back to Adj. EBITDA.

2. See Appendix for a reconciliation of GAAP to non-GAAP financial measures. Beginning in the first quarter of fiscal year 2021, we updated our definition of Segment Adjusted EBITDAR, Adjusted EBITDA, and Adjusted Net Income no longer include an adjustment for COVID-19 expenses offset by the amount of sequestration relief. Fiscal year 2020 measures were not updated to exclude the COVID-19 adjustment. For further details see the Appendix for a reconciliation of GAAP to non-GAAP financial measures.

30 3. Net income for 2019 includes Spin-off related transaction costs of \$13.2 million. See Appendix for additional non-GAAP adjustments.

Financial Overview – Segment Growth

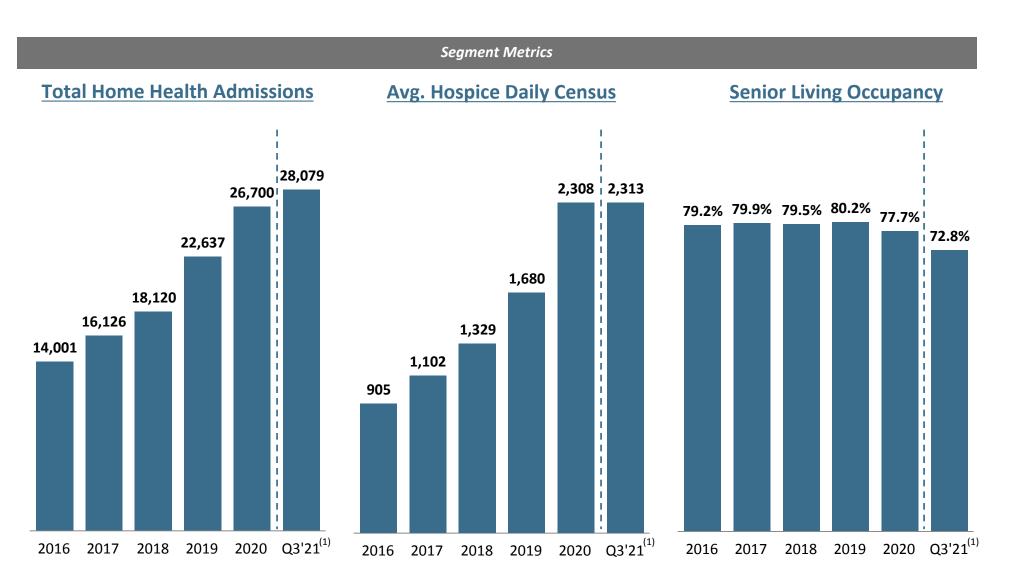


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Note: Dollars in millions.

Financial Overview – Segment Metrics



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1. For the nine months ended September 30, 2021.

| Segment | | Key Financial Metrics | | | | | | | | |
|-----------------------------|---|-----------------------|--------|--------|--------|--------|----------------------|-----------------|--|--|
| | | 2016 | 2017 | 2018 | 2019 | 2020 | Q3'21 ⁽⁴⁾ | '16-'20 CAGR | | |
| Home Health & Hospice | Segment adjusted EBITDAR from Operations ⁽¹⁾ | \$16.5 | \$21.0 | \$26.4 | \$33.4 | \$49.5 | \$43.1 | 31.6% | | |
| | % Margin ⁽²⁾ | 14.3% | 14.8% | 15.6% | 16.2% | 20.3% | 19.6% | | | |
| | Adjusted EBITDA ⁽³⁾ | \$15.0 | \$19.2 | \$24.2 | \$30.4 | \$46.0 | \$39.8 | 32.3% | | |
| | % Margin ⁽²⁾ | 13.0% | 13.5% | 14.3% | 14.7% | 18.8% | 18.1% | | | |
| | | | | | | | | | | |
| | | 2016 | 2017 | 2018 | 2019 | 2020 | Q3'21 ⁽⁴⁾ | '16-'20 CAGR | | |
| Senior Living | Segment adjusted EBITDAR from Operations ⁽¹⁾ | \$41.3 | \$44.2 | \$47.2 | \$47.3 | \$48.3 | \$27.7 | 4.0% | | |
| | % Margin ⁽²⁾ | 40.7% | 40.7% | 40.4% | 35.9% | 35.3% | 28.7% | | | |
| | Adjusted EBITDA ⁽³⁾ | \$13.9 | \$14.9 | \$18.3 | \$15.3 | \$12.8 | \$0.8 | (2.0)% | | |
| | % Margin ⁽²⁾ | 13.7% | 13.7% | 15.6% | 11.6% | 9.4% | 0.9% | | | |

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Note: Dollars in millions.

1. Segment Adjusted EBITDAR from Operations is the GAAP segment measure of profit and loss. Beginning in the first quarter of fiscal year 2021, we updated our definition of Segment Adjusted EBITDAR and Adjusted EBITDA to no longer include an adjustment for COVID-19 expenses offset by the amount of sequestration relief. Fiscal year 2020 measures were not updated to exclude the COVID-19 adjustment. For further details see the Appendix for a reconciliation of GAAP to non-GAAP financial measures.

2. Margin is calculated using segment level non-GAAP revenue.

3. See Appendix for a reconciliation of GAAP to non-GAAP financial measures.

4. For the nine months ended September 30, 2021.

Financial Overview – Expenses

| Expenses as a % of Revenue | | | | | | |
|----------------------------|---------|---------|---------|---------------------------|---------|----------------------|
| | | | | | | 1 |
| (Dollars in millions) | 2016 | 2017 | 2018 | 2019⁽¹⁾ | 2020 | Q3'21 ⁽²⁾ |
| Revenue | \$217.2 | \$251.0 | \$286.1 | \$338.5 | \$391.0 | \$327.9 |
| % Growth | | 15.5% | 14.0% | 18.3% | 15.5% | 15.9% ⁽³⁾ |
| % Revenue | | | | | | |
| Cost of Services | 73.7% | 74.6% | 74.3% | 76.5% | 75.9% | 79.3% |
| Rent | 13.3% | 12.5% | 10.9% | 10.3% | 10.1% | 9.3% |
| G&A | 5.7% | 5.8% | 6.6% | 6.5% | 8.0% | 8.2% |
| D&A | 1.3% | 1.0% | 1.0% | 1.1% | 1.2% | 1.1% |
| Total Expenses | 94.0% | 93.9% | 92.8% | 94.4% | 95.2% | 97.9% |

Selected Observations

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- Revenue growth includes acquired home health and hospice agencies.
- The increase in G&A as a percent of revenue is primarily related to providing support for newly implemented and transitioning systems during the nine months ended September 30, 2021; with adjustment for stock based compensation and onetime transition costs, G&A as a percentage of revenue would be 6.1%⁽⁴⁾.

Note: Dollars in millions.

2. For the nine months ended September 30, 2021.

3. Growth calculated by comparing the nine months ended September 30, 2021 to the nine months ended September 30, 2020.

34 4. See Reconciliation of GAAP to Non-GAAP income on Slide 40.

^{1. 2019} general and administrative costs were adjusted for one-time transaction related costs of 3.9% of revenue. Without this adjustment general and administrative costs would have been 10.4% of revenue and total expenses would have been 98.3% of revenue.

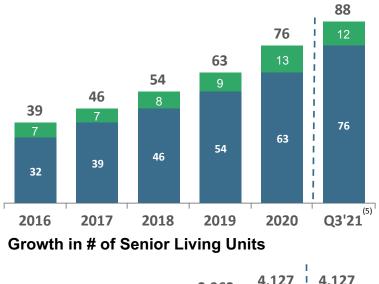
Financial Overview – Capex / Cash Flow Metrics

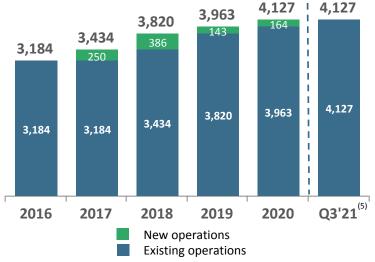
Capex and Key Cash Flow Metrics 2016 2017 2018 2019 2020 Q3'21 Changes in Working $(29.4)^{(1)}$ \$(1.6)⁽²⁾ \$0.9 (\$1.0) (\$0.9) (\$12.5) Capital PP&E (Capex) (3.5)(3.1)(3.6) (6.7) (7.3)(4.1)Asset and business (3.3) (5.3) (20.2)(33.7)(13.6)(12.1)acquisitions Capex + Acquisitions (6.8)(15.2)(8.9) (26.9)(41.0)(17.7)**Cash Flow From** \$50.2⁽³⁾ \$(13.1)⁽⁴⁾ \$16.4 \$17.3 \$23.3 \$9.6 Operations

Growth in # of Home Health & Hospice Agencies

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Note: Dollars in millions.

1. Excluding the Medicare advanced payments included in current liabilities of \$22.8 as of December 31, 2020, and received during 2020, the working capital would have been (\$6.6).

2. Excluding the Medicare advanced payments included in current liabilities of \$13.4 as of September 30, 2021, and received during 2020, the working capital would have been \$11.8.

3. Excluding the Medicare advanced payments of \$28.0 received during the year ended December 31, 2020, the operating cash inflow would have been \$22.2.

4. Excluding the recoupment of Medicare advanced payments of \$14.6 for the nine months ended September 30, 2021, the net cash flows from operations would have been \$1.5.

35 5. As of September 30, 2021

Financial Overview – Balance Sheet

Strong Balance Sheet Positions Pennant Well to Continue Acquisition Strategy

Selected Balance Sheet Data:

| | December 31, | | | | September 30, | |
|-------------------------------|--------------|---------|------|---------|------------------|---------|
| | 2019 | | 2020 | | 2021 | |
| Cash & Cash Equivalents | \$ | 402 | \$ | 43 | \$ | 3,707 |
| Current Assets | | 38,683 | | 59,599 | | 74,959 |
| Total Assets | \$ | 447,750 | \$ | 506,976 | \$ | 529,200 |
| Current Liabilities | \$ | 51,192 | \$ | 89,015 | \$ | 76,531 |
| Long-term Debt ⁽¹⁾ | | 20,000 | | 9,500 | i I I | 45,000 |
| Total Liabilities | \$ | 376,639 | \$ | 405,804 | ¦ ; | 415,353 |
| Total Equity | \$ | 71,111 | \$ | 101,172 | \$ | 113,847 |

Debt Terms – Revolving Credit Facility⁽²⁾:

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| Total Debt Facility | • \$150.0 million |
|------------------------------------|--|
| Amount Drawn ⁽²⁾ | • \$48.3 million ⁽³⁾ |
| Weighted Average Borrowing Rate | • 2.97% ⁽⁴⁾ |
| Maturity Date | • 2026 ⁽²⁾ |
| Leverage | 1.31x net debt / Q3'21 TTM adjusted EBITDA⁽⁴⁾ |
| Lease-Adjusted Leverage | 5.19x lease-adjusted net debt / Q3'21 TTM adjusted EBITDAR⁽⁵⁾ |

Note: Dollars in thousands except where noted below.

- 1. Excludes unamortized debt issuances costs of \$2.3 million as of September 30, 2021
- 2. On February 23, 2021, Pennant entered into an amendment to the Credit Agreement, which provides for an increased revolving credit facility with a syndicate of banks with a borrowing capacity of \$150.0. For further detail see the Company's Quarterly Report on Form 10-Q filed May 6, 2021.
- 3. Amount drawn includes \$45.0 million drawn on the line of credit and \$3.3 million of issued letters of credit as of September 30, 2021

4. For the nine months ended September 30, 2021

5. Calculated as 8x rent expense plus net debt, divided by adjusted EBITDAR, for the nine months ended September 30, 2021.

2021 and 2022 Guidance



| Revised ¹ Full Year 2021 Non-GAAP Guidance | | | | | | | | | | | |
|--|-------------------------------|-------|----|-------|--|--|--|--|--|--|--|
| | Guidance Guidance Low High | | | | | | | | | | |
| Adjusted Revenue (in millions) | \$ | 425.0 | \$ | 430.0 | | | | | | | |
| Adj. EPS | \$ | 0.53 | \$ | 0.57 | | | | | | | |

2022 Full Year Non-GAAP Guidance²

| | G | uidance Low | 1 | Guidance High | |
|-----------------------------------|----|----------------|----|------------------|--|
| Adjusted Revenue (in millions) | \$ | 468.0 | \$ | 478.0 | Midpoint represents a 10.6% increase over the midpoint of the Full Year 2021 Guidance |
| Adj. EPS | \$ | 0.75 | \$ | 0.82 | Midpoint represents a 42.7% increase over the midpoint of the Full Year 2021 Guidance |

1. Please refer to the detailed statement on 2021 revised guidance in our press release dated November 1, 2021.

2. Please refer to the detailed statement on 2022 guidance in our Q3'21 earnings press release dated November 8, 2020.



Appendix

Non-GAAP Metrics



We supplement our GAAP reporting with supplemental non-GAAP financial measures. These include performance measures (EBITDA, Adjusted EBITDA, and Segment Adjusted EBITDA), non-GAAP net income and a valuation measure (Adjusted Consolidated EBITDAR). We believe these non-GAAP financial measures reflect an additional way of looking at aspects of our operations that, when viewed with our GAAP results, provide a more complete understanding of factors and trends affecting our business. They should not be relied upon to the exclusion of GAAP financial measures. A more ample discussion of these non-GAAP financial measures is available in our Form 10-K, which was filed with the SEC, and a reconciliation to GAAP is included as an appendix to this presentation.

Reconciliation of GAAP to Non-GAAP Net Income 📨 P E N N A N G ROUP

| <i>\$ in thousands</i> | Three Months Ended September 30, | | | | | Nine Months Ended September 3 | | | |
|---|----------------------------------|-------------|----|-------------|----|-------------------------------|----|-------------|--|
| | | <u>2021</u> | | <u>2020</u> | | <u>2021</u> | | <u>2020</u> | |
| Net Income attributable to the Pennant Group, Inc. | \$ | 1,245 | \$ | 4,407 | \$ | 4,845 | \$ | 11,724 | |
| Add: Net loss attributable to noncontrolling interest | | (124) | | — | | (342) | | _ | |
| Net Income | \$ | 1,121 | \$ | 4,407 | \$ | 4,503 | \$ | 11,724 | |
| Non-GAAP adjustments | | | | | | | | | |
| Add: Costs at start-up operations ^(a) | | 641 | | 767 | | 1,300 | | 1,523 | |
| Share-based compensation expense ^(b) | | 2,568 | | 2,102 | | 7,483 | | 6,017 | |
| Acquisition related costs ^(c) | | 36 | | | | 73 | | _ | |
| Transition services costs ^(d) | | 236 | | 500 | | 1,825 | | 1,530 | |
| Net COVID-19 related costs ^(e) | | | | (307) | | | | 853 | |
| Provision for income taxes on non-GAAP adjustments ^(f) | | (1,172) | | (1,817) | | (3,328) | | (3,782) | |
| Non-GAAP Net Income | \$ | 3,430 | \$ | 5,652 | \$ | 11,856 | \$ | 17,865 | |
| | | | | | | | | | |
| Earnings Per Share | | | | | | | | | |
| Adjusted diluted earnings per share | \$ | 0.11 | \$ | 0.19 | \$ | 0.39 | \$ | 0.60 | |
| Weighted average number of dilutive shares outstanding | | 30,556 | | 30,243 | | 30,719 | | 29,955 | |

(a) Represents results related to start-up operations.

(b) Share-based compensation expense incurred which is included in cost of services and general and administrative expense.

(c) Acquisition related costs related to business combinations during the periods.

(d) A portion of the costs incurred under the Transition Services Agreement identified as redundant or nonrecurring that are included in general and administrative expense. Fees incurred under the Transition Services Agreement, net of the Company's payroll reimbursement, were \$706 and \$2,441 for the three and nine months ended September 30, 2021, and \$1,502 and \$4,583 for the three and nine months ended September 30, 2020, respectively. During the fourth quarter of fiscal 2020, we updated our Transition service costs adjustment to include duplicate software costs. The prior year transition service costs adjustment has been recast to reflect the change. The adjustment to the prior year transition service costs was \$113 and \$333 for the duplicative software costs for the three and nine months ended September 30, 2020 that were included in the 2020 full year amount in the Company's as filed Form 10-K.

(e) Beginning in the first quarter of fiscal year 2021, we updated our definition of Segment Adjusted EBITDAR to no longer include an adjustment for COVID-19 expenses offset by the amount of sequestration relief. COVID-19 expenses continue to be part of daily operations for which less specific identification is visible. Furthermore, the sequestration relief has been extended through December 31, 2021. Sequestration relief was \$867 and \$2,685 for the three and nine months ended September 30, 2021, respectively.

The 2020 amounts represent incremental costs incurred as part of the Company's response to COVID-19 including direct medical supplies, labor, and other expenses, net of \$1,121 and \$1,675 in increased revenue related to the 2% payment increase in Medicare reimbursements for sequestration relief for the three and nine months ended September 30, 2020, respectively.

(f) Represents an adjustment to the provision for income tax to our year to date effective tax rate. This rate excludes the tax benefit of shared-based payment awards.

Reconciliation of GAAP to Non-GAAP Net Income P E N N A N T

| \$ in thousands | | Year E | nd | ed Decem | ıbe | er 31, | |
|---|--------------|--------------|----|----------|-----|---------|-------------|
| | 2020 | 2019 | | 2018 | | 2017 | 2016 |
| Net Income attributable to the Pennant Group, Inc. | \$ 15,744 | \$ 2,546 | \$ | 15,684 | \$ | 9,867 | \$ 7,891 |
| Add: Net loss attributable to noncontrolling interest | (191) | 629 | | 595 | | 160 | 26 |
| Net Income | \$ 15,553 | \$ 3,175 | \$ | 16,279 | \$ | 10,027 | \$ 7,917 |
| Non-GAAP adjustments | | | | | | | |
| Add: Costs at start-up operations ^(a) | 2,010 | 508 | | 159 | | 540 | 210 |
| Share-based compensation expense ^(b) | 8,335 | 3,382 | | 2,382 | | 2,298 | 2,341 |
| Amortization of patient base ^(c) | — | 39 | | 87 | | 86 | 150 |
| Acquisition related costs ^(d) | 99 | 665 | | | | | _ |
| Spin-off related transaction costs ^(e) | — | 13,219 | | 756 | | — | _ |
| Transition services cost ^(f) | 2,282 | 965 | | | | | _ |
| Covid-19 related costs and supplies ^(g) | 447 | | | | | — | _ |
| Results related to closed operations ^(h) | | | | | | 728 | |
| Provision for income taxes on non-GAAP adjustments ⁽ⁱ⁾ | (5,543) | (4,023) | | (1,653) |) | (2,040) | (1,035) |
| Non-GAAP Net Income | \$ 23,183 | \$ 17,930 | \$ | 18,010 | \$ | 11,796 | \$ 9,583 |
| | | | | | | | |
| Earnings Per Share | | | | | | | |
| Adjusted diluted earnings per share | \$ 0.77 | \$ 0.61 | | | | | |
| Weighted average number of dilutive shares outstanding | 30,228 | 29,586 | | | | | |

(a) Represents results related to start-up operations.

(b) Share-based compensation expense incurred which is included in cost of services and general and administrative expense.

(c) Included in depreciation and amortization are amortization expenses related to patient base intangible assets at newly acquired senior living facilities.

(d) Acquisition related costs that are not capitalizable.

(e) Costs incurred related to the Spin-Off are included in general and administrative expense.

(f) The portion of the costs incurred under the Transition Services Agreement identified as redundant or nonrecurring that are included in general and administrative expense or depreciation and amortization. Transition service costs includes \$446 of duplicative software expense for the year ended December 31, 2020, of which \$333 pertains to the first three quarters of the fiscal year and were not included as adjustments in previous interim periods.

(g) Represents incremental costs incurred as part of the Company's response to COVID-19 including direct medical supplies, labor, and other expenses, net of \$2,765 in increased revenue related to the 2% payment increase in Medicare reimbursements for sequestration relief for the year ended December 31, 2020.

(h) Operating losses related to the closure of certain, home health, and hospice agencies that were closed in 2017.

41 (i) Represents an adjustment to the provision for income tax to our year to date effective tax rate. This rate excludes the tax benefit of shared-based payment awards.

Reconciliation of Net Income to Non-GAAP EBITDA, Adjusted EBITDA and Adjusted EBITDAR

| <i>\$ in thousands</i> | Thr | ee Months End | led | September 30, | Nin | e Months End | ed (| September 30, |
|--|-----|---------------|-----|---------------|-----|--------------|------|---------------|
| | | 2021 | | 2020 | | 2021 | | 2020 |
| Net Income | \$ | 1,121 | \$ | 4,407 | \$ | 4,503 | \$ | 11,724 |
| Less: Net loss attributable to noncontrolling interest | | (124) | | — | | (342) | | — |
| Add: Provision for income taxes | | 69 | | 104 | | 1,013 | | 2,430 |
| Depreciation and amortization | | 512 | | 192 | | 1,344 | | 896 |
| Interest Expense | | 1,200 | | 1,212 | | 3,545 | | 3,434 |
| Consolidated EBITDA | \$ | 3,026 | \$ | 5,915 | \$ | 10,747 | \$ | 18,484 |
| Adjustments to Consolidated EBITDA: | | | | | | | | |
| Add: Costs at start-up operations ^(a) | | 532 | | 717 | | 991 | | 1,422 |
| Share-based compensation expense ^(b) | | 2,568 | | 2,102 | | 7,483 | | 6,017 |
| Acquisition related costs ^(c) | | 36 | | | | 73 | | _ |
| Transition services costs ^(d) | | 236 | | 209 | | 1,825 | | 746 |
| Net COVID-19 related costs ^(e) | | | | (307) | | | | 853 |
| Rent related to item ^(a) above | | 97 | | 48 | | 296 | | 97 |
| Consolidated Adjusted EBITDA | \$ | 6,495 | \$ | 8,684 | \$ | 21,415 | \$ | 27,619 |
| Add: Rent—cost of services | | 10,334 | | 9,721 | | 30,455 | | 29,194 |
| Less: Rent related to items ^(a) above | | (97) | | (48) | | (296) | | (97) |
| Adjusted Rent—cost of services | | 10,237 | | 9,673 | | 30,159 | | 29,097 |
| Total Consolidated Adjusted EBITDAR from Operations | \$ | 16,732 | | | \$ | 51,574 | | |

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(a) Represents results related to start-up operations. This amount excludes rent and depreciation and amortization expense related to such operations.

(b) Share-based compensation expense incurred which is included in cost of services and general and administrative expense.

(c) Acquisition related costs related to business combinations during the periods.

(d) A portion of the costs incurred under the Transition Services Agreement identified as redundant or nonrecurring that are included in general and administrative expense. Fees incurred under the Transition Services Agreement, net of the Company's payroll reimbursement, were \$706 and \$2,441 for the three and nine months ended September 30, 2021, and \$1,502 and \$4,583 for the three and nine months ended September 30, 2020, respectively. During the fourth quarter of fiscal 2020, we updated our Transition service costs adjustment to include duplicate software costs. The prior year transition service costs adjustment has been recast to reflect the change. The adjustment to the prior year transition service costs was \$113 and \$333 for the duplicative software costs for the three and nine months ended September 30, 2020 that were included in the 2020 full year amount in the Company's as filed Form 10-K.

(e) Beginning in the first quarter of fiscal year 2021, we updated our definition of Segment Adjusted EBITDAR to no longer include an adjustment for COVID-19 expenses offset by the amount of sequestration relief. COVID-19 expenses continue to be part of daily operations for which less specific identification is visible. Furthermore, the sequestration relief has been extended through December 31, 2021. Sequestration relief was \$867 and \$2,685 for the three and nine months ended September 30, 2021, respectively.

The 2020 amounts represent incremental costs incurred as part of the Company's response to COVID-19 including direct medical supplies, labor, and other expenses, net of \$1,121 and \$1,675 in increased revenue related to the 2% payment increase in Medicare reimbursements for sequestration relief for the three and nine months ended September 30, 2020, respectively.

Reconciliation of Net Income to Non-GAAP EBITDA, Adjusted EBITDA and Adjusted EBITDAR

| P | E | N | N | N | |
|---|---|---|---|-----|-------|
| | | | | GAC | / U F |

| \$ in thousands | | Year End | ed Decembe | er 31, | |
|---|-----------------|-----------|------------|-----------|--------|
| | 2020 | 2019 | 2018 | 2017 | 2016 |
| Net Income | \$ 15,553 \$ | 3,175 \$ | 16,279 \$ | 10,027 \$ | 7,917 |
| Less: Net loss attributable to noncontrolling interest | (191) | 629 | 595 | 160 | |
| guidanc | 2,350 | 2,085 | 4,352 | 5,375 | 5 |
| Depreciation and amortization | 4,675 | 3,810 | 2,964 | 2,544 | 2,855 |
| Interest Expense | 1,239 | 410 | — | — | |
| Consolidated and Combined EBITDA | \$ 24,008 \$ | 8,851 \$ | 23,000 \$ | 17,786 \$ | 15,811 |
| Adjustments to Consolidated and Combined EBITDA: | | | | | |
| Add: Costs at start-up operations ^(a) | 1,787 | 483 | 129 | 478 | 157 |
| Results related to closed operations ^(b) | — | — | — | 728 | |
| Share-based compensation expense ^(c) | 8,335 | 3,382 | 2,382 | 2,298 | 2,341 |
| Spin-off related transaction costs ^(d) | — | 13,219 | 756 | — | |
| Transition services costs ^(e) | 1,181 | 532 | — | | _ |
| Acquisition related costs ^(f) | 99 | 665 | _ | | |
| COVID-19 related costs and supplies ^(g) | 447 | | _ | | _ |
| Rent related to items ^(a) and ^(b) above | 223 | 25 | 30 | 190 | 36 |
| Adjusted Consolidated and Combined EBITDA | \$ 36,048 \$ | 27,157 \$ | 26,297 \$ | 21,480 \$ | 18,345 |
| Add: Rent—cost of services | 39,191 | 34,975 | 31,999 | 31,304 | 28,953 |
| Less: Rent related to items ^(a) and ^(b) above | (223) | (25) | (30) | (190) | (36) |
| Adjusted Rent—cost of services | 38,968 | 34,950 | 31,169 | 31,114 | 28,917 |
| Adjusted Consolidated and Combined EBITDAR from Operations | \$ 75,048 | | | | |

(a) Represents results related to start-up operations. This amount excludes rent and depreciation and amortization expense related to such operations.

(b) Operating losses related to the closure of certain, home health, and hospice agencies that were closed in 2017.

(c) Share-based compensation expense incurred which is included in cost of services and general and administrative expense.

(d) Costs incurred related to the Spin-Off are included in general and administrative expense.

(e) The portion of the costs incurred under the Transition Services Agreement identified as redundant or nonrecurring that are included in general and administrative expense or depreciation and amortization. Transition service costs includes \$446 of duplicative software expense for the year ended December 31, 2020, of which \$333 pertains to the first three quarters of the fiscal year and were not included as adjustments in previous interim periods.

(f) Acquisition related costs that are not capitalizable.

(g) Represents incremental costs incurred as part of the Company's response to COVID-19 including direct medical supplies, labor, and other expenses, net of \$2,765 in increased revenue related to the 2% payment increase in Medicare reimbursements for sequestration relief for the year ended December 31, 2020.

GAAP Segment Adjusted EBITDAR from Operations

| <i>\$ in thousands</i> | Hom | e Health and | Senior Living | | |
|--|------|--------------|---------------|------------|---------|
| | Hosp | ice Services | Services | All Other | Total |
| Three Months Ended September 30, 2021 | | | | | |
| Revenue | \$ | 79,003 \$ | 32,918 \$ | — \$ | 111,921 |
| Segment Adjusted EBITDAR from Operations | \$ | 14,409 \$ | 9,106 \$ | (6,783) \$ | 16,732 |
| Three Months Ended September 30, 2020 | | | | | |
| Revenue | \$ | 64,379 \$ | 34,018 \$ | — \$ | 98,397 |
| Segment Adjusted EBITDAR from Operations | \$ | 13,530 \$ | 11,684 \$ | (6,857) \$ | 18,357 |

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| <i>\$ in thousands</i> | e Health and bice Services | Senior Living Services | All Other | Total |
|--|-------------------------------|---------------------------|-------------|---------|
| Nine Months Ended September 30, 2021 | | | | |
| Revenue | \$ 231,715 \$ | 96,214 \$ | — \$ | 327,929 |
| Segment Adjusted EBITDAR from Operations | \$ 43,131 \$ | 27,692 \$ | (19,249) \$ | 51,574 |
| Nine Months Ended September 30, 2020 | | | | |
| Revenue | \$ 179,125 \$ | 103,861 \$ | — \$ | 282,986 |
| Segment Adjusted EBITDAR from Operations | \$ 34,681 \$ | 37,673 \$ | (15,638) \$ | 56,716 |



| \$ in thousands | Three Months Ended September 30, | | | | | | | |
|--|----------------------------------|-------------|--------|--------|------------------------|-------|------|--------|
| | Но | me Health a | and Ho | ospice | Senior Living Services | | | |
| | 2021 2020 | | | | | 2021 | 2020 | |
| Segment Adjusted EBITDAR from Operations | \$ | 14,409 | \$ | 13,530 | \$ | 9,106 | \$ | 11,684 |
| Less: Rent—cost of services | | 1,282 | | 846 | | 9,052 | | 8,875 |
| Rent related to start-up operations | | (67) | | (18) | | (30) | | (30) |
| Segment Adjusted EBITDA from Operations | \$ | 13,194 | \$ | 12,702 | \$ | 84 | \$ | 2,839 |

| <i>\$ in thousands</i> | Nine Months Ended September 30, | | | | | | | | | | |
|--|---------------------------------|--------------|--------|--------|------------------------|--------|------|--------|--|--|--|
| | Нс | ome Health a | and Ho | ospice | Senior Living Services | | | | | | |
| | | 2021 2020 | | | | 2021 | 2020 | | | | |
| Segment Adjusted EBITDAR from Operations | \$ | 43,131 | \$ | 34,681 | \$ | 27,692 | \$ | 37,673 | | | |
| Less: Rent – cost of services | \$ | 3,611 | \$ | 2,570 | \$ | 26,844 | \$ | 26,624 | | | |
| Rent related to start-up operations | \$ | (316) | \$ | (47) | \$ | 20 | \$ | (50) | | | |
| Segment Adjusted EBITDAR from Operations | \$ | 39,836 | \$ | 32,158 | \$ | 828 | \$ | 11,099 | | | |

GAAP Segment Adjusted EBITDAR from Operations and Reconciliation by Segment of GAAP to Non-GAAP Adjusted EBITDA

| \$ in thousands | | e Health and | Senior Living | | | |
|--|------|---------------|---------------|----|-------------|---------|
| | Hosp | bice Services | Services | | All Other | Total |
| Three Months Ended December 31, 2020 | | | | | | |
| Revenue | \$ | 253,659 | \$ 137,294 | \$ | — \$ | 390,953 |
| Segment Adjusted EBITDAR from Operations | \$ | 49,501 | \$ 48,309 | \$ | (22,762) \$ | 75,048 |
| Three Months Ended December 31, 2019 | | | | | | |
| Revenue | \$ | 206,624 | \$ 131,907 | \$ | — \$ | 338,531 |
| Segment Adjusted EBITDAR from Operations | \$ | 33,354 | \$ 47,334 | \$ | (18,591) \$ | 62,107 |
| Three Months Ended December 31, 2018 | | | | | | |
| Revenue | \$ | 169,037 | \$ 117,021 | \$ | — \$ | 286,058 |
| Segment Adjusted EBITDAR from Operations | \$ | 26,427 | \$ 47,230 | \$ | (16,191) \$ | 57,466 |
| Three Months Ended December 31, 2017 | | | | | | |
| Revenue | \$ | 142,403 | \$ 108,588 | \$ | — \$ | 250,991 |
| Segment Adjusted EBITDAR from Operations | \$ | 21,007 | \$ 44,230 | \$ | (12,643) \$ | 52,594 |
| Three Months Ended December 31, 2016 | | | | | | |
| Revenue | \$ | 115,813 | \$ 101,412 | \$ | — \$ | 217,225 |
| Segment Adjusted EBITDAR from Operations | \$ | 16,548 | \$ 41,278 | \$ | (10,564) \$ | 47,262 |

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| <i>\$ in thousands</i> | Year Ended December 31, | | | | | | | | | | | | | |
|---|-------------------------|-------------|-----------|-----------|------------------------|-----------|-----------|-----------|-----------|-----------|--|--|--|--|
| | | Home H | ealth and | Hospice | Senior Living Services | | | | | | | | | |
| | 202 | 0 2019 | 2018 | 2017 | 2016 | 2020 | 2019 | 2018 | 2017 | 2016 | | | | |
| Segment Adjusted EBITDAR from Operations | \$ 49,50 | 1 \$ 33,354 | \$ 26,427 | \$ 21,007 | \$ 16,548 | \$ 48,309 | \$ 47,344 | \$ 47,230 | \$ 44,230 | \$ 41,278 | | | | |
| Less: Rent – cost of services | \$ 3,62 | 9 \$ 2,964 | \$ 2,281 | \$ 1,977 | \$ 1,564 | \$ 35,562 | \$ 32,011 | \$ 28,918 | \$ 29,327 | \$ 27,389 | | | | |
| Rent related to start-up and closed operations | \$ (14) | 3) \$ (25) |)\$ (30) | \$ (190) | \$ (36) | \$ (80) | \$ — | \$ — | \$ — | \$ — | | | | |
| Segment Adjusted EBITDA from Operations | \$ 46,05 | 1 \$ 30,415 | \$ 24,176 | \$ 19,220 | \$ 15,020 | \$ 12,827 | \$ 15,333 | \$ 18,312 | \$ 14,903 | \$ 13,889 | | | | |

Reconciliation of Segment Adjusted EBITDAR from *P* E N N A N T GROUP

| <i>\$ in thousands</i> | Thre | e Months Ended | l September 30, | Nine Months Ended September 30, | | | | | |
|--|------|----------------|-----------------|---------------------------------|--------|--|--|--|--|
| | | 2021 | 2020 | 2021 | 2020 | | | | |
| Segment Adjusted EBITDAR from Operations | \$ | 16,732 \$ | 18,357 | \$ 51,574 \$ | 56,716 | | | | |
| Less: Depreciation and amortization | | 1,200 | 1,212 | 3,545 | 3,434 | | | | |
| Rent – cost of services | | 10,334 | 9,721 | 30,455 | 29,194 | | | | |
| Other Income | | _ | 225 | (24) | 225 | | | | |
| Adjustments to Segment EBITDAR from Operations: | | | | | | | | | |
| Less: Costs at start-up operations ^(a) | | 532 | 717 | 991 | 1,422 | | | | |
| Share-based compensation expense ^(b) | | 2,568 | 2,102 | 7,483 | 6,017 | | | | |
| Acquisition related costs ^(c) | | 36 | _ | 73 | | | | | |
| Transition services costs ^(d) | | 236 | 209 | 1,825 | 746 | | | | |
| Net COVID-19 related costs ^(e) | | _ | (307) | _ | 853 | | | | |
| Add: Net loss attributable to non-controlling interest | | (124) | | (342) | _ | | | | |
| Consolidated Income from Operations | \$ | 1,702 \$ | 4,478 | \$ 6,884 \$ | 14,825 | | | | |

(a) Represents results related to start-up operations. This amount excludes rent and depreciation and amortization expense related to such operations.

(b) Share-based compensation expense incurred which is included in cost of services and general and administrative expense.

(c) Acquisition related costs related to business combinations during the periods.

- (d) A portion of the costs incurred under the Transition Services Agreement identified as redundant or nonrecurring that are included in general and administrative expense. Fees incurred under the Transition Services Agreement, net of the Company's payroll reimbursement, were \$706 and \$2,441 for the three and nine months ended September 30, 2021, and \$1,502 and \$4,583 for the three and nine months ended September 30, 2020, respectively. During the fourth quarter of fiscal 2020, we updated our Transition service costs adjustment to include duplicate software costs. The prior year transition service costs adjustment has been recast to reflect the change. The adjustment to the prior year transition service costs was \$113 and \$333 for the duplicative software costs for the three and nine months ended September 30, 2020 that were included in the 2020 full year amount in the Company's as filed Form 10-K.
- (e) Beginning in the first quarter of fiscal year 2021, we updated our definition of Segment Adjusted EBITDAR to no longer include an adjustment for COVID-19 expenses offset by the amount of sequestration relief. COVID-19 expenses continue to be part of daily operations for which less specific identification is visible. Furthermore, the sequestration relief has been extended through December 31, 2021. Sequestration relief was \$867 and \$2,685 for the three and nine months ended September 30, 2021, respectively.

The 2020 amounts represent incremental costs incurred as part of the Company's response to COVID-19 including direct medical supplies, labor, and other expenses, net of \$1,121 and \$1,675 in increased revenue related to the 2% payment increase in Medicare reimbursements for sequestration relief for the three and nine months ended September 30, 2020, respectively.

Reconciliation of Segment Adjusted EBITDAR from *P* E N N A N T GROUP

| \$ in thousands | Year Ended December 31, | | | | | | | | | | | | |
|---|-------------------------|-----------|--------|--------|--------|--------|--|--|--|--|--|--|--|
| | | 2020 | 2019 | 2018 | 2017 | 2016 | | | | | | | |
| Segment Adjusted EBITDAR from Operations | \$ | 75,048 \$ | 62,107 | 57,466 | 52,594 | 47,262 | | | | | | | |
| Less: Depreciation and amortization | | 4,675 | 3,810 | 2,964 | 2,544 | 2,855 | | | | | | | |
| Rent – cost of services | | 39,191 | 34,975 | 31,199 | 31,304 | 28,953 | | | | | | | |
| Other income | | 225 | — | — | — | _ | | | | | | | |
| Adjustments to Segment EBITDAR from Operations: | | | | | | | | | | | | | |
| Less: Costs at start-up operations ^(a) | | 1,787 | 483 | 129 | 478 | 157 | | | | | | | |
| Share-based compensation expense ^(b) | | 8,335 | 3,382 | 2,382 | 2,298 | 2,341 | | | | | | | |
| Acquisition related costs ^(c) | | 99 | 665 | _ | _ | _ | | | | | | | |
| Spin-off related transaction costs ^(d) | | _ | 13,219 | 756 | _ | _ | | | | | | | |
| Transition services costs ^(e) | | 1,181 | 532 | _ | | _ | | | | | | | |
| Covid-19 related costs and supplies ^(f) | | 447 | _ | — | _ | _ | | | | | | | |
| Results related to closed operations ^(g) | | _ | | | 728 | _ | | | | | | | |
| Add: Net (loss) income attributable to non-controlling interest | | (191) | 629 | 595 | 160 | 26 | | | | | | | |
| Consolidated and Combined Income from Operations | \$ | 18,917 | 5,670 | 20,631 | 15,402 | 12,982 | | | | | | | |

(a) Represents results related to start-up operations. This amount excludes rent and depreciation and amortization expense related to such operations.

(b) Share-based compensation expense incurred which is included in cost of services and general and administrative expense.

(c) Acquisition related costs that are not capitalizable.

(d) Costs incurred related to the Spin-Off are included in general and administrative expense.

(e) The portion of the costs incurred under the Transition Services Agreement identified as redundant or nonrecurring that are included in general and administrative expense or depreciation and amortization. Transition service costs includes \$446 of duplicative software expense for the year ended December 31, 2020, of which \$333 pertains to the first three quarters of the fiscal year and were not included as adjustments in previous interim periods.

(f) Represents incremental costs incurred as part of the Company's response to COVID-19 including direct medical supplies, labor, and other expenses, net of \$2,765 in increased revenue related to the 2% payment increase in Medicare reimbursements for sequestration relief for the year ended December 31, 2020.

(g) Operating losses related to the closure of certain, home health, and hospice agencies that were closed in 2017.

Trended Selected Quarterly Metrics

| Metrics | Q3 | '21 | | Q3'20 | | Q2'21 | | Q2'20 | | Q1'21 | | Q1'20 | Q4'20 | | Q4'19 |
|--|--------|--------|----|--------|----|--------|----|--------|----|--------|----|--------|-------------|--------|--------|
| Home Health | | | _ | | Γ | | _ | | Γ | | | | | | |
| Total admissions ^(a) | 9,2 | 213 | | 6,771 | | 9,766 | | 5,259 | | 9,097 | | 6,136 | 8,522 | | 5,914 |
| Total Medicare admissions | 4,2 | 211 | | 3,418 | | 4,406 | | 2,459 | | 4,498 | | 2,809 | 4,288 | | 2,777 |
| Medicare revenue per episode | \$ 3,4 | 404 | \$ | 3,448 | \$ | 3,441 | \$ | 3,412 | \$ | 3,461 | \$ | 3,077 | \$ 3,372 | \$ | 3,045 |
| Hospice | | | | | | | | | | | | | | | |
| Hospice total admissions | 2,2 | 219 | | 2,133 | | 2,047 | | 1,954 | | 2,154 | | 1,676 | 2,423 | | 1,542 |
| Hospice ADC | 2,3 | 337 | | 2,177 | | 2,296 | | 1,979 | | 2,308 | | 1,871 | 2,308 | | 1,845 |
| Average length of stay | | 107 | | 105 | | 97 | | 97 | | 93 | | 101 | 101 | | 99 |
| Medicare Hospice revenue per patient day | \$ | 174 | \$ | 164 | \$ | 171 | \$ | 164 | \$ | 172 | \$ | 163 | \$ 171 | \$ | 163 |
| Senior Living | | | | | | | | | | | | | | | |
| Communities | | 54 | | 54 | | 54 | | 54 | | 54 | | 53 | 54 | | 52 |
| Units | 4, | 127 | | 4,127 | | 4,127 | | 4,127 | | 4,127 | | 4,127 | 4,127 | | 3,963 |
| Occupancy ^(b) | 7 | ′3.7 % | 6 | 76.8 % | | 72.7 % | 6 | 78.5 % | | 72.1 % | 0 | 79.8 % | 75.5 % | / 0 | 81.1 % |
| Average revenue per unit ^(b) | \$ 3,7 | 174 | \$ | 3,173 | \$ | 3,176 | \$ | 3,204 | \$ | 3,186 | \$ | 3,206 | \$ 3,166 | \$ | 3,149 |

📂 P E N N A N T

GROUP

| Segment Adjusted EBITDAR ^(c) | Q3'21 | Q3'20 | Q2'21 | Q2'20 | Q1'21 | Q1'20 | Q4'20 | Q4'19 |
|---|--------------|--------------|--------------|--------------|--------------|--------------|--------------|--------------|
| Home Health and Hospice | \$ 14,409 | \$ 13,530 | \$ 14,931 | \$ 11,245 | \$ 13,791 | \$ 9,729 | \$ 14,820 | \$ 9,481 |
| Senior Living | \$ 9,106 | \$ 11,684 | \$ 9,752 | \$ 13,492 | \$ 8,834 | \$ 12,397 | \$ 10,636 | \$ 12,012 |

(a) Q2'21 HHH were adjusted to eliminate certain non-skilled admissions that were inadvertently included in the original calculation.

(b) Averages are based upon the average for the quarter, year-to-date figures will differ based on the period presented.

(c) Segment Adjusted EBITDAR dollars are reported in thousands.