



Management Discussion & Analysis

SEPTEMBER 30, 2020

The following management discussion and analysis ("MD&A") provides information management believes is relevant to an assessment and understanding of the financial condition and results of operations of ECN Capital Corp. (the "Company" or "ECN Capital") as at and for the three and nine-month periods ended September 30, 2020, in comparison to the corresponding prior year periods. This MD&A, which has been prepared as of November 11, 2020, is intended to supplement and complement the condensed unaudited interim consolidated financial statements and notes thereto, prepared in accordance with International Accounting Standard 34 Interim Financial Reporting ("IAS 34") as issued by the International Accounting Standards Board ("IASB"), as at and for the three and nine-month periods ended September 30, 2020 (the "interim consolidated financial statements"), which readers are encouraged to review in conjunction with their review of this MD&A. This MD&A should be read in conjunction with the Company's annual audited consolidated financial statements for the years ended December 31, 2019 and December 31, 2018. Additional information relating to the Company, including the Company's Annual Information Form, is available on SEDAR at www.sedar.com and on the Company's website at www.ecncapitalcorp.com.

Certain comparative figures have been reclassified to conform to the current period's presentation. All amounts set forth in this MD&A are in U.S. dollars unless otherwise noted.

Cautionary Statement

This analysis has been prepared taking into consideration information available to November 11, 2020. Certain statements contained in this report constitute "forward looking statements". When used in this report, the words "may", "would", "could", "will", "intend", "plan", "anticipate", "believe", "estimate", "expect", and similar expressions, as they relate to the company, or its management, are intended to identify forward looking statements. Such statements reflect our current views with respect to future events and are subject to inherent risks, uncertainties and numerous assumptions, including, without limitation, general economic and industry conditions, reliance on debt financing, dependence on borrowers, dependence on financing its business through funding commitments and the sale of loan portfolios to banks and other financial institutions, inability to recover receivables, competition, interest rates, regulation, demand for financing in the specialty finance sector, insurance, failure of key systems, debt service, future capital needs and such other risks or factors described from time to time in reports of ECN Capital.

By their nature, forward looking statements involve numerous assumptions, known and unknown, risks and uncertainties, both general and specific, which contribute to the possibility that predictions, forecasts, projections and other forms of forward looking information may not be achieved. Many factors could cause our actual results, performance or achievements to be materially different from any future results, performance or achievements that may be expressed or implied by such forward looking statements and readers are cautioned that the list of factors in the foregoing paragraph is not exhaustive. Should one or more of these risks or uncertainties materialize, or should assumptions underlying the forward-looking statements prove incorrect, actual results may vary materially from those described herein as intended, planned, anticipated, believed, estimated or expected. Accordingly, readers are cautioned not to place undue reliance on forward looking statements or interpret or regard forward-looking statements as guarantees of future outcomes. Except as may be required by applicable Canadian securities laws, we do not intend, and disclaim any obligation to update or rewrite any forward-looking statements whether oral or written as a result of new information, future events or otherwise.

Risk Factors

The following information updates, and should be read in conjunction with, the information disclosed in the Company's Annual Information Form dated March 26, 2020 for the financial year ended December 31, 2019, available on SEDAR at www.sedar.com and on the Company's website at www.ecncapitalcorp.com.

The COVID-19 Pandemic may adversely affect ECN Capital's business, operations and results

The outbreak of the coronavirus disease 2019 ("COVID-19") caused by a novel strain of coronavirus, specifically identified as "SARS-CoV-2", has been declared a pandemic by the World Health Organization. COVID-19 continues to spread in the United States, Canada and a number of other countries globally and has created, and continues to create, significant societal and economic disruptions, including global stock market and financial market volatility, a general reduction in consumer activity, operating, supply chain and project development delays and disruptions and declining trade and market sentiment, all of which have and could further affect, among other things, the markets and/or industries in which ECN Capital participates, the economy and consumer spending, commodity prices, interest rates, credit ratings and credit and counterparty risk. Furthermore, governments worldwide have enacted emergency measures in response to the COVID-19 pandemic. These measures, which include the implementation of regional and/or international travel bans, border closings, mandated closure of non-essential services, social and physical distancing, self-imposed quarantine periods, "shelter-in place" policies and/or similar restrictions on individuals and businesses, have caused material disruption to the economy, businesses and industries globally, resulting in an economic slowdown. Governments and central banks have also reacted with significant monetary and fiscal interventions designed to stabilize economic conditions.

The ever-changing and rapidly-evolving effects of the COVID-19 pandemic, including the accompanying response measures, on investors, businesses, the economy, society and the financial markets may negatively impact ECN Capital as well as its Partners, customers, counterparties, employees, third-party service providers and other stakeholders, as applicable, in a number of ways, including, but not limited to, by: (i) adversely affecting local, national or international economies and employment levels, triggering potentially significant inflationary pricing or a recession, increasing delinquencies, non-accruals and credit losses and reducing origination and asset management volumes; (ii) adversely affecting the business operations, liquidity and capital allocation decisions of ECN Capital's existing or potential lenders and/or Partners and other financing sources, reducing or eliminating the availability of funding and/or sufficient funding commitments from Partners and/or existing or potential lenders and other financing sources; (iii) causing business interruptions as a result of the strain on ECN Capital's existing resources, including information technology systems and infrastructure resulting from senior management and other employees working remotely, the inability to receive necessary technology or other hardware, including updates thereto, due to supply chain interruption, other extended disruptions in the telecommunications and internet infrastructures that support the Corporation's remote work capability and increased cybersecurity risk due to cybercriminals' attempting to capitalize from the disruption; and (iv) adversely affecting ECN Capital's ability to maintain the performance of or compel growth in the verticals in which it operates, all of which could have a material negative impact on ECN Capital's financial condition, operating results and cash flows.

In general, a decline in economic conditions, either in the markets or industries in which ECN Capital participates, or both, will result in downward pressure on its operating margins and asset values as a result of lower demand and increased price competition for the services and products that it provides. If global economic conditions deteriorate, ECN Capital's performance could suffer, resulting in decreased cash flow from operations, which could adversely affect ECN Capital's liquidity position and the amount of cash it has on hand to conduct its operations. A reduction in ECN Capital's cash flow from operations could, in turn, require ECN Capital to rely on other sources of capital (such as the capital markets which may not be available to ECN Capital on acceptable terms, or debt and other forms of capital). Further or prolonged economic slowdowns or recessions, including those caused by the ongoing COVID-19 pandemic, could lead to financial losses in ECN Capital's portfolio and a decrease in ECN Capital's adjusted net income applicable to common shareholders, adjusted EBITDA, total originations and managed and advisory assets (and, to the extent applicable, the relevant closest comparable IFRS measure from which these metrics are derived, including net income). Any of these events, or any other events caused by turmoil in world financial markets, may have a material adverse effect on ECN Capital's businesses, operating results, and financial condition.

The duration and ultimate impact of the COVID-19 pandemic on ECN Capital's business, operations and financial results, in the near, medium and long-term, is unknown at this time, as is the efficacy of the various government and central bank interventions, including any future interventions and responses. The extent of such impact will depend on future developments, which are highly uncertain and cannot be predicted, including new information that may emerge concerning the severity or spread of COVID-19 and the further actions taken to contain it or treat its impact.

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Overview

ABOUT ECN

ECN Capital Corp. ("ECN Capital" or the "Company") is a leading provider of business services to North American based banks, credit unions, life insurance companies, pension funds and investment funds (collectively our "Partners"). ECN Capital originates, manages and advises on credit assets on behalf of its Partners, specifically unsecured loan portfolios, secured loan portfolios and credit card portfolios. Our Partners are seeking high quality assets to match with their deposits or other liabilities. Headquartered in South Florida and Toronto, the registered office is located at 200 Bay Street, Suite 1625, Toronto, Ontario, Canada. ECN Capital has approximately 590 employees and operates (principally) in the United States. The Company is a public corporation and trades on the Toronto Stock Exchange under the symbol "ECN".

BUSINESS STRATEGY

ECN Business Model

The Company owns a portfolio of business services providers that operate under a fee-based, asset-light model through which it leverages highly specialized expertise, industry knowledge, regulatory compliance and strategic relationships. This specialized business model provides significant barriers to entry. Our core investor companies are: Service Finance Company LLC ("Service Finance"), Kessler Financial Services LLC ("KG") and Triad Financial Services, Inc. ("Triad Financial Services"). ECN Capital has managed and advisory assets¹ of approximately \$32.2 billion and our customers include more than 90 bank, credit union, insurance company, pension plan and investment fund partners. ECN Capital partners with these financial institutions rather than competing with them. Specifically, our Partners are the decision makers inside each institution who are looking for appropriate portfolio solutions to match customer deposits and other liabilities. We meet our customer needs by offering the following consumer portfolio solutions:

- Unsecured consumer loan portfolios - Home improvement loans
- Consumer credit card portfolios - Focused on co-branded credit cards and related financial products
- Secured consumer loan portfolios - Manufactured home loans

The Company's focus is to drive origination and asset management growth as well as broadening our Partner relationships through the marketing of all three solutions across our network of 90+ Partners. In pursuit of these objectives: (i) The Company provides its portfolio companies with modest capital, extensive knowledge and scale to help grow their businesses within their large addressable markets; and (ii) The Company brings new funding relationships to our investor companies and is actively expanding Partner relationships to include more than one solution.

(1) This is a non-IFRS measure. Please refer to the "Non-IFRS and Other Performance Measures" section of this MD&A for a definition and reconciliation of this measure.

The Company's investments are made within these strategic parameters and have demonstrated each of the following value propositions:

- Significant barriers to entry through established long-term regulatory relationships with financial services regulators; strong long-term relationships with the banks, credit unions, insurance companies, investment funds and payment networks that are its customers; exclusive/preferred manufacturer and dealer arrangements that drive the Company's origination services; and proprietary intellectual capital
- Established originator / manager / adviser of consumer credit assets with a history of strong performance across business cycles
- Excellent credit quality and track record of excellence in providing managerial and advisory services
- Capital-light businesses with solid growth profiles
- Scalable platforms with established operations and information technology.

A description of each of our core business segments is provided below.

Core Business Segments:

Service Finance - Home Improvement Loans

Founded in 2004, Service Finance utilizes a technology-driven platform to originate and manage short duration unsecured consumer loans for 25+ Partners. These loans are primarily prime and super-prime retail installment contracts to finance home improvement projects in the U.S. Originations are sourced through national dealer networks through exclusive and preferred programs with top manufacturers in the home improvement industry. Originations are sold to third party financial institutions without recourse with respect to credit losses, prepayments or yield, and Service Finance retains the exclusive right to service all retail installment contracts that it originates. Service Finance has sold loans to over 20 Federal Deposit Insurance Corporation ("FDIC") insured institutions with zero objections and negative comments during formal examinations by and through all bank counterparties. Service Finance is headquartered in Boca Raton, Florida and is a fully licensed sales finance company and third-party servicer in all 50 States.

KG - Co-brand Credit Card Portfolios and Related Financial Products

Founded in 1978, KG has grown to become the premier manager, adviser and structuring partner to credit card issuers, banks, credit unions and payment networks. KG has created over 6,000 partnerships between banks/credit card issuers and partner organizations and currently has approximately \$26 billion in managed credit card portfolios and related assets. KG is headquartered in Boston, Massachusetts.

Triad Financial Services - Manufactured Home Loans

Founded in 1959, Triad Financial Services is the oldest manufactured housing finance company in the U.S. Triad Financial Services is a premier portfolio solutions platform focused on originating and managing longer duration secured consumer loan portfolios for 50+ Partners. These assets are primarily prime and super-prime loans to consumers for the purchase of manufactured

homes throughout the U.S. Originations are sourced through a long established national network of dealers and manufacturers. In addition to originating prime consumer loans, Triad Financial Services manages manufactured housing portfolios for third party owners and provides floor plan financing for select dealers and manufacturers. Triad Financial Services is headquartered in Jacksonville, Florida and is licensed in 47 States.

Key Business Developments

Information related to the current market and business outlook and key developments in support of the Company's business strategy for the three and nine-month periods ended September 30, 2020 are outlined below.

IMPACT OF COVID-19 AND MARKET OUTLOOK

During 2020, the novel coronavirus, identified as COVID-19, has adversely impacted the economies and financial markets of many countries, including the U.S. Actions taken to mitigate the spread of COVID-19, which has been declared a global pandemic by the World Health Organization, include restrictions on travel, quarantines in certain areas and forced closure for certain types of public places and businesses. While certain parts of the U.S. have begun to lift these measures, others have had to re-establish restrictions due to a resurgence in COVID-19 cases. It currently remains unknown how long these conditions will last and what the complete financial effect will be to the U.S. economy and the Company.

ECN Capital's home improvement finance and manufactured housing finance platforms are considered "essential businesses" and have been exempted from restrictive orders, including shutdowns, in response to the COVID-19 pandemic in the jurisdictions in which they operate. As such, these platforms have continued physical operations while keeping the safety and well-being of employees, Partners, customers and the communities in which these platforms operate as their top priority.

Since the peak impact of the COVID-19 pandemic in April and early May, improvements in loan applications, approvals and funding levels at Service Finance and Triad Financial Services began to take place in the second quarter of 2020 and have accelerated in the third quarter of 2020, with total third quarter originations for Service Finance and Triad Financial Services up 36.7% and 18.0%, respectively, on a year-over-year basis. Year-to-date, originations for Service Finance and Triad Financial Services are up 29.1% and 8.7%, respectively, compared to 2019, excluding Service Finance PACE loans. KG results for the third quarter of 2020 also improved as a result of increased partnership services revenue driven by our credit card investment management platform. In the third quarter, KG's credit card investment management platform closed on a transaction of an approximately \$500 million loan portfolio. KG sourced, structured and will manage the portfolio on behalf of institutional investors. Unlike initial transactions, which helped build the platform, ECN did not contribute capital or financing and will act solely as manager, validating the original business plan. KG continues to work through a strong pipeline of potential transactions to be realized.

Based on these results to date, we continue to expect adjusted operating income before tax of \$105 million to \$111 million and adjusted net income applicable to common shareholders of \$75 million to \$79 million, or \$0.31-\$0.33 per share for the full year 2020. These financial expectations are based on our current evaluation of the impact of COVID-19 and actual results may vary materially from these estimates.

CORPORATE FINANCE DEVELOPMENTS

Issuance of Senior Unsecured Debentures

On September 4, 2020, the Company issued C\$75 million (US\$57.1 million) aggregate principal amount of listed senior unsecured debentures due December 31, 2025 (the "Debentures") at a price of C\$1,000 per Debenture. The Debentures will bear interest at a rate of 6.0% per annum, payable semi-annually in arrears on June 30 and December 31 of each year, commencing December 31, 2020.

The Debentures will not be redeemable by the Company prior to December 31, 2023 (the "First Call Date"). On and after the First Call Date and prior to December 31, 2024, the Debentures will be redeemable, in whole or in part, at the Company's option at a redemption price equal to 103.0% of the principal amount of the Debentures redeemed plus accrued and unpaid interest. On and after December 31, 2024 and prior to the maturity date of December 31, 2025, the Debentures will be redeemable, in whole or in part, at the Company's option at par plus accrued and unpaid interest. The Company has the option to satisfy its obligations to repay the principal amount of the Debentures due at redemption or maturity by issuing and delivering that number of common shares in the capital of the Company in accordance with the terms of the indenture.

Normal Course Issuer Bids

On September 14, 2020, the TSX approved the renewal of the Company's Normal Course Issuer Bid (the "Common Share Bid") for common shares of the Company and the Company's notice of intention to commence a Normal Course Issuer Bid (the "Preferred Share Bid" and, together with the Common Share Bid, the "NCIBs") for the Company's Series A 6.50% Rate Reset Preferred Shares (the "Series A Preferred Shares") and Series C 6.25% Rate Reset Preferred Shares (the "Series C Preferred Shares") for commencement on September 17, 2020. Pursuant to the NCIBs, the Company may repurchase up to an additional 22,432,925 common shares, 399,900 Series A Preferred Shares and 399,800 Series C Preferred Shares, representing approximately 10% of the public float of each of the common shares, the Series A Preferred Shares and Series C Preferred Shares. The NCIBs will end on the earlier of September 16, 2021 and the completion of purchases under the applicable NCIB.

During the third quarter of 2020, the Company purchased 8,500 Series A Preferred Shares for a total of \$0.14 million (C\$0.19 million) or C\$22.19 per share and 157,200 Series C Preferred Shares for a total of \$2.5 million (C\$3.4 million) or C\$21.49 per share pursuant to the Preferred Share Bid. Subsequent to the end of the third quarter, the Company purchased an additional 15,100 Series A Preferred Shares for a total of \$0.3 million (C\$0.3 million) or C\$22.71 per share. In total, 23,600 Series A and 157,200 Series C Preferred Shares have been purchased for cancellation as at November 11, 2020. The Company did not repurchase any of its common shares under the Common Share Bid during the third quarter of 2020.

Results of Operations

The following table sets forth a summary of the Company's consolidated results from continuing operations and is to be read in conjunction with the Company's interim condensed consolidated financial statements for the same periods.

	For the three-month period ended			For the nine-month period ended	
	September 30, 2020	June 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
(in 000's for stated values, except per share amounts)	\$	\$	\$	\$	\$
Select metrics					
Originations	841,567	676,372	639,124	2,026,965	1,656,335
Average earning assets - Owned (1)	467,813	437,811	327,770	402,937	352,912
Average earning assets - Managed and advisory (1)	32,743,503	33,460,259	32,398,453	33,178,738	31,944,213
Period end earning assets - Owned (1)	422,900	512,726	332,328	422,900	332,328
Period end earning assets - Managed and advisory (1)	32,196,080	33,290,926	32,617,957	32,196,080	32,617,957
Operating highlights:					
Portfolio origination services	29,644	25,825	24,750	75,662	65,473
Portfolio management services	27,563	24,580	27,597	81,618	70,212
Portfolio advisory services	999	2,285	2,452	6,459	20,326
Marketing services	2,959	1,299	3,451	6,085	9,312
Total portfolio revenue	61,165	53,989	58,250	169,824	165,323
Interest income	7,650	6,321	5,276	19,509	16,436
Other revenue	673	909	(189)	2,252	199
	69,488	61,219	63,337	191,585	181,958
Operating expenses	30,612	29,927	29,332	93,708	87,127
Adjusted EBITDA (1)	38,876	31,292	34,005	97,877	94,831
Interest expense	6,143	5,501	5,857	16,714	19,462
Depreciation & amortization	1,656	1,689	1,416	4,966	4,110
Adjusted operating income before tax and NCI (1)	31,077	24,102	26,732	76,197	71,259
Adjustments:					
Share-based compensation	6,755	3,922	4,555	13,891	13,685
Amortization of intangibles	8,058	6,453	6,452	20,964	19,358
Accretion of deferred purchase consideration	1,207	2,416	2,035	4,234	4,616
Corporate restructuring and transition costs	—	1,486	—	1,486	12,549
Provision for credit losses	1,300	4,400	—	5,700	—
Purchase price premium on non-controlling interest	—	—	—	—	28,138
Unrealized (gain) loss on economic currency hedge	—	—	—	—	(4,789)
Non-controlling interest	—	—	315	—	1,187
	17,320	18,677	13,357	46,275	74,744
Net income (loss) before income taxes from continuing operations	13,757	5,425	13,375	29,922	(3,485)
Income tax expense (recovery)	3,539	1,530	5,172	8,094	(1,763)
Net income (loss) from continuing operations	10,218	3,895	8,203	21,828	(1,722)
Cumulative dividends on preferred shares	2,393	2,309	2,407	7,052	7,201
Net income (loss) from continuing operations attributable to common shareholders	7,825	1,586	5,796	14,776	(8,923)
Net loss from discontinued operations	(2,179)	(3,384)	(3,431)	(8,255)	(6,523)
Net income (loss) for the period attributable to common shareholders	5,646	(1,798)	2,365	6,521	(15,446)
Weighted Average number of shares outstanding (basic)	242,467	242,045	240,171	241,336	243,331
Earnings (loss) per share (basic) - continuing operations attributable to common shareholders	\$0.03	\$0.01	0.02	\$0.06	\$ (0.04)
Non-IFRS Measures					
Adjusted operating results:					
Adjusted EBITDA (1)	38,876	31,292	34,005	97,877	94,831
Adjusted operating income before tax and NCI(1)	31,077	24,102	26,732	76,197	71,259
Non-controlling interest in KG	—	—	315	—	1,187
Adjusted operating income before tax (1)	31,077	24,102	26,417	76,197	70,072
Adjusted net income (1)	25,670	19,282	20,605	61,766	54,656
Adjusted net income applicable to common shareholders (1)	23,277	16,973	18,198	54,714	47,455
Adjusted net income per share (basic) (1)	\$0.11	\$0.08	\$0.09	\$0.26	\$0.22
Adjusted net income applicable to common shareholders per share (basic) (1)	\$0.10	\$0.07	\$0.08	\$0.23	\$0.20

(1) This is a non-IFRS measure. Please refer to "Non-IFRS and Other Performance Measures" in this MD&A for a definition and reconciliation of this measure.

The following discussion relates to the results of operations for the three and nine-month periods ended September 30, 2020 presented on a continuing operations basis.

Q3 AND Q3 YTD 2020 vs Q3 AND Q3 YTD 2019

The Company reported total originations of \$841.6 million and \$2.0 billion for the third quarter and nine-month period ended September 30, 2020, respectively, compared to \$639.1 million and \$1.7 billion, respectively, for the prior year periods. Current quarter originations include \$639.8 million from Service Finance and \$201.8 million from Triad Financial Services. For the current year-to-date period, originations include \$1,528.6 million from Service Finance and \$498.3 million from Triad Financial Services.

Total portfolio revenue for the third quarter and nine-month period ended September 30, 2020 increased to \$61.2 million and \$169.8 million, respectively, compared to \$58.3 million and \$165.3 million, respectively, in the prior year periods, primarily reflecting the growth in originations at Service Finance and Triad Financial Services partially offset by lower transaction services and marketing services revenue from KG. Total revenue for the third quarter and nine-month period ended September 30, 2020 increased to \$69.5 million and \$191.6 million, respectively, compared to \$63.3 million and \$182.0 million, respectively, for the prior year periods.

The table below illustrates the Company's operating expenses for the three and nine-month periods ended September 30, 2020 and September 30, 2019:

	For the three-month period ended		For the nine-month period ended	
	September 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
<i>(in 000's for stated values)</i>	\$	\$	\$	\$
Service Finance	10,295	8,031	31,460	23,247
KG	6,931	7,666	20,434	25,888
Triad Financial Services	8,512	7,823	25,042	22,020
Business segment operating expenses	25,738	23,520	76,936	71,155
Corporate operating expenses	4,874	5,812	16,772	15,972
Total operating expenses	30,612	29,332	93,708	87,127

Operating expenses were \$30.6 million in the current quarter, compared to \$29.3 million for the prior year quarter. The increase in operating expenses compared to the prior year quarter is primarily attributable to growth in Service Finance and Triad Financial Services. This increase was partially offset by lower operating expenses at KG as a result of lower incentive compensation due to lower revenue as well as expense reduction efforts. Additionally, corporate operating expenses decreased as a result of cost-reduction initiatives implemented during the second quarter of 2020.

Interest expense was \$6.1 million and \$16.7 million for the third quarter and nine-month period ended September 30, 2020 compared to \$5.9 million and \$19.5 million in the prior year periods. The increase in current quarter-to-date interest expense reflects a higher average debt balance, including the issuance of C\$75 million (US\$57.1 million) aggregate principal amount of listed senior unsecured debentures on September 4, 2020, partially offset by a lower average borrowing rate during the current year period. The decrease in current year-to-date interest expense reflects a lower average borrowing rate, partially offset by a higher average debt

balance during the current year period. Depreciation expense was \$1.7 million and \$5.0 million for the third quarter and nine-month period ended September 30, 2020, respectively, compared to \$1.4 million and \$4.1 million, respectively, in the prior year periods.

Other expenses, which include share-based compensation, amortization of intangible assets and other items, were \$17.3 million and \$46.3 million for the third quarter and nine-month period ended September 30, 2020 compared to \$13.4 million and \$74.7 million in the prior year periods. The increase in current quarter-to-date other expenses is primarily due to an increase in share-based compensation expense, primarily as a result of retention awards granted to the heads of Service Finance and KG and our regular annual grant to corporate employees, which were completed in the third quarter. On a third quarter year-to-date basis, share-based compensation is in line with the prior year. The decrease in current year-to-date other expenses is primarily due to \$28.1 million of purchase price premium plus associated transaction costs to acquire a non-controlling interest in KG, \$12.5 million of corporate restructuring and transition costs and a \$4.8 million gain on a foreign currency hedge, each incurred during the prior year period. Additionally, the third quarter includes an incremental \$1.3 million provision for potential credit losses related to solar exposures at Service Finance due to the economic impacts associated with the COVID-19 pandemic (\$5.7 million for the current year-to-date period).

Adjusted EBITDA¹ increased to \$38.9 million and \$97.9 million for the third quarter and nine-month period ended September 30, 2020, respectively, compared to \$34.0 million and \$94.8 million, respectively, for the prior year periods. The increase in adjusted EBITDA¹ in the current quarter was primarily due to increased revenue at each of our business segments, partially offset by lower margins at Service Finance. Adjusted net income applicable to common shareholders¹ was \$23.3 million or \$0.10 per share and \$54.7 million or \$0.23 per share for the third quarter and nine-month period ended September 30, 2020, respectively, compared to \$18.2 million or \$0.08 per share and \$47.5 million or \$0.20, respectively, for the prior year periods. The year-to-date increase in adjusted net income applicable to common shareholders¹ reflects a \$2.7 million decrease in interest expense.

The Company reported net income from continuing operations of \$10.2 million and \$21.8 million for the third quarter and nine-month period ended September 30, 2020, respectively, compared to net income of \$8.2 million and a net loss of \$1.7 million, respectively, for the prior year periods.

1. This is a non-IFRS measure. Please refer to "Non-IFRS and Other Performance Measures" in this MD&A for a definition and reconciliation of this measure.

Business Segment Results

RESULTS OF SERVICE FINANCE - HOME IMPROVEMENT LOANS

The following table sets forth a summary of the Company's select metrics and results from the Service Finance segment, for the three-month periods ended September 30, 2020, June 30, 2020, and September 30, 2019 and the nine-month periods ended September 30, 2020 and September 30, 2019.

	For the three-month period ended			For the nine-month period ended	
	September 30, 2020	June 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
<i>(in 000's for stated values)</i>	\$	\$	\$	\$	\$
Select metrics					
Originations (1)	639,813	513,189	468,076	1,528,620	1,197,907
Managed assets, period end (2)	3,189,180	2,881,473	2,331,909	3,189,180	2,331,909
Managed assets, period average (2)	3,035,327	2,770,697	2,190,745	2,808,961	2,002,967
Dealer advances	61,286	61,650	46,660	61,286	46,660
Held-for-trading financial assets	128,407	231,501	75,407	128,407	75,407
Operating results					
Originations revenue	17,030	14,383	12,346	41,370	32,886
Servicing revenue	10,235	9,791	14,027	34,305	33,054
Interest income & other revenue	3,475	2,670	2,054	8,021	7,449
Revenue	30,740	26,844	28,427	83,696	73,389
Operating expenses	10,295	10,965	8,031	31,460	23,247
Adjusted EBITDA (2)	20,445	15,879	20,396	52,236	50,142
Interest & depreciation expense	1,879	1,304	1,040	4,049	4,408
Adjusted operating income before tax (2)	18,566	14,575	19,356	48,187	45,734

(1) Amounts presented include originations of PACE loans. The PACE loan program was discontinued in the second quarter of 2019.

(2) This is a non-IFRS measure. Please refer to "Non-IFRS and Other Performance Measures" in this MD&A for a definition and reconciliation of this measure.

Service Finance - Home Improvement Loans

Originations at Service Finance for the third quarter and nine-month period ended September 30, 2020 were approximately \$639.8 million and \$1.5 billion, respectively, up 36.7% and 29.1% from the prior year periods, excluding property assessed clean energy ("PACE") program loans which were discontinued in the second quarter of 2019. The growth in originations reflects the strength and stability of Service Finance's business model, driven by continued growth in Service Finance's core HVAC, windows and doors, and roofing business lines which more than made up for the planned reduction in solar originations.

Historically, originations have followed a seasonal pattern, with the second and third quarters being the strongest performing quarters. This is illustrated in the table below which shows originations for each of the most recent quarters:

Originations (US\$ millions) ¹								
Q3, 2018	Q4, 2018	Q1, 2019	Q2, 2019	Q3, 2019	Q4, 2019	Q1, 2020	Q2, 2020	Q3, 2020
346	307	290	426	468	397	376	513	640

(1) Amounts presented exclude originations of PACE loans.

As COVID-19 created marketplace disruptions beginning in the first quarter of 2020, dealers using Service Finance or competitor financing products became acutely focused on financing platforms with short- and long-term financial stability. A significant take-share market opportunity had developed. In response, management pursued the strategic objective of accelerating funding commitments and thereby maximizing the long-term value of this take-share opportunity.

To this end, Service Finance moved quickly to seize this take-share opportunity and position it for growth in 2021 and beyond. Service Finance provided a temporary reduction in fees for 2020, primarily servicing fees, to provide our Partners protection in an uncertain credit performance environment in return for securing the funding described below. The subsequent credit performance has met or exceeded our Partners' expectations.

In the second quarter, Service Finance added a major Canadian pension plan as a funding partner. Despite significant market uncertainty, this pension plan provided a commitment to purchase in excess of \$1 billion of originations during 2020 and 2021. In addition to adding two credit unions, Service Finance also expanded capacity at several existing funding partners and renewed commitments for 2021 in excess of \$2.0 billion, well in advance of contractual roll over dates. These 2021 funding commitments are on historical contractual terms, both for originations and servicing fees.

With this funding in place, Service Finance accelerated its take-share plan and has added new dealers at a significantly above average rate.

Originations revenue for the third quarter and nine-month period ended September 30, 2020 was approximately \$17.0 million and \$41.4 million, respectively, up 37.9% and 28.2% from the prior year periods, excluding revenues from PACE loans, which is in line with total originations growth.

Servicing revenues of \$10.2 million for the third quarter were down 27.0% from the prior year, reflecting the impact of lower servicing fees on 2020 originations as noted above. For the nine-month period ended September 30, 2020, servicing revenues of \$34.3 million were up 3.8%, reflecting the year-to-date growth in managed assets.

Adjusted EBITDA¹ and adjusted operating income before tax¹ were \$20.4 million and \$18.6 million respectively, for the third quarter of 2020 compared to \$20.4 million and \$19.4 million, respectively, for the third quarter of 2019. The decrease reflects the impact of the servicing fee concessions noted above. For the nine-month period ended September 30, 2020, adjusted EBITDA¹ and adjusted operating income before tax¹ were \$52.2 million and \$48.2 million, respectively, compared to \$50.1 million and \$45.7 million, respectively, in the prior year periods.

Dealer advances as at September 30, 2020 were \$61.3 million compared to \$46.7 million as at September 30, 2019 and \$61.7 million as at June 30, 2020. Dealer advances consist primarily of staged fundings to key dealers with respect to committed home improvement loans. These loans

are similar to Triad Financial's successful floorplan initiative and strengthen the relationship with Service Finance's key dealers. The increase in dealer advances outstanding compared to the prior year quarter reflects the continued growth in exclusive arrangements with top home improvement dealers as Service Finance continues to enroll new dealers and take market share. During the second quarter of 2020, Service Finance increased its provision for credit losses with respect to its dealer advances by approximately \$4.4 million due to the economic impacts associated with the COVID-19 pandemic. During the third quarter of 2020, Service Finance increased its provision for potential losses by an additional \$1.3 million due to the continued adverse economic impact associated with the COVID-19 pandemic, which has had a material impact on the length of time required to complete jobs, particularly with respect to solar installations.

Held-for-trading assets as at September 30, 2020 were \$128.4 million compared to \$231.5 million as at June 30, 2020 and \$75.4 million as at September 30, 2019. Held-for-trading assets consist of loans that are originated on behalf of our bank partners with the intention of selling through under a portfolio sale agreement. During the third quarter of 2020, Service Finance successfully completed two portfolio sales totaling approximately \$204.7 million which, together with net additions of approximately \$101.6 million, reduced held-for-trading assets by approximately \$103.1 million during the period. We expect to close two additional portfolio sales in the fourth quarter of 2020, which will materially reduce the held-for-trading assets on our balance sheet.

The Company maintains its revised 2020 outlook for the Service Finance segment.

RESULTS OF KG - CONSUMER CREDIT CARD PORTFOLIOS

The following table sets forth a summary of the Company's select metrics and results from the KG segment for the three-month periods ended September 30, 2020, June 30, 2020 and September 30, 2019 and the nine-month periods ended September 30, 2020 and September 30, 2019.

	For the three-month period ended			For the nine-month period ended	
	September 30, 2020	June 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
(in 000's for stated values)	\$	\$	\$	\$	\$
Operating results					
Partnership services revenue	15,142	12,894	11,745	41,513	32,345
Marketing services revenue	2,959	1,299	3,451	6,085	9,312
Transaction services revenue	999	2,285	2,453	6,459	20,327
Interest income & other revenue	197	10	316	488	500
Revenue	19,297	16,488	17,965	54,545	62,484
Operating expenses	6,931	6,263	7,666	20,434	25,888
Adjusted EBITDA (1)	12,366	10,225	10,299	34,111	36,596
Interest and depreciation expense	794	848	709	2,739	2,514
Adjusted operating income before tax and non-controlling interest (1)	11,572	9,377	9,590	31,372	34,082
Non-controlling interest in KG	—	—	315	—	1,187
Adjusted operating income before tax (1)	11,572	9,377	9,275	31,372	32,895

(1) This is a non-IFRS measure. Please refer to "Non-IFRS and Other Performance Measures" in this MD&A for a definition and reconciliation of this measure.

KG - Consumer Credit Card Portfolios Segment

KG helps clients grow and optimize co-brand credit card portfolios and other financial products through three primary product lines:

- Partnership Services:** managing and advising on co-brand credit card programs and portfolios
- Marketing Services:** marketing services and data analytics
- Transaction Services:** purchase, sale and renewal of co-brand credit card portfolios/ programs

Total KG revenues for the third quarter and nine-month period ended September 30, 2020 were \$19.3 million and \$54.5 million, respectively, compared to \$18.0 million and \$62.5 million in the same prior year periods. Quarter-to-date KG revenues increased from the prior year period primarily due to increased partnership services revenue from the growth in KG's credit card investment management platform. The decrease in year-to-date KG revenues compared to the prior year period reflects lower transaction services and marketing services revenue during the current year primarily as a result of the impact of the COVID-19 pandemic and associated responses.

In the third quarter, KG's credit card investment management platform closed on a transaction of an approximately \$500 million loan portfolio. KG sourced, structured and will manage the portfolio on behalf of institutional investors. Unlike initial transactions, which helped build the platform, ECN did not contribute capital or financing and will act solely as manager, validating the original business plan.

Operating expenses were down to \$20.4 million year-to-date from \$25.9 million in the prior year as a result of expense reductions and lower incentive compensation costs due to lower revenue.

Adjusted EBITDA¹ and adjusted operating income before tax¹ were \$12.4 million and \$11.6 million, respectively, for the third quarter of 2020 compared to \$10.3 million and \$9.3 million, respectively, for the prior year quarter. For the nine-month period ended September 30, 2020, adjusted EBITDA¹ and adjusted operating income before tax¹ were \$34.1 million and \$31.4 million, respectively, compared to \$36.6 million and \$32.9 million, respectively, for the prior year. Adjusted operating income before tax¹ for the third quarter and nine-month period ended September 30, 2019 includes \$0.3 million and \$1.2 million, respectively, of expense attributable to the non-controlling interest in KG. During the fourth quarter of 2019, ECN acquired the remaining non-controlling interests of KG and KG became 100% owned by ECN.

The Company maintains its revised 2020 outlook for the KG segment.

RESULTS OF TRIAD FINANCIAL SERVICES - SECURED CONSUMER LOAN PORTFOLIOS

The following table sets forth a summary of the Company's select metrics and results from the Triad Financial Services segment for the three-month periods ended September 30, 2020, June 30, 2020 and September 30, 2019 and the nine-month periods ended September 30, 2020 and September 30, 2019.

	For the three-month period ended			For the nine-month period ended	
	September 30, 2020	June 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
(in 000's for stated values)	\$	\$	\$	\$	\$
Select metrics					
Originations	201,754	163,183	171,048	498,345	458,428
Managed assets, period end (1)	2,635,335	2,562,829	2,379,869	2,635,335	2,379,869
Managed assets, period average (1)	2,599,082	2,520,650	2,334,042	2,526,186	2,266,691
Manufactured housing loans	115,933	121,339	99,296	115,933	99,296
Held-for-trading financial assets	57,736	31,188	16,550	57,736	16,550
Operating results					
Originations revenue	12,614	11,442	12,474	34,292	32,586
Servicing revenue	2,186	1,895	1,684	5,800	4,743
Interest income & other revenue	3,748	3,229	2,567	10,159	7,338
Total revenue	18,548	16,566	16,725	50,251	44,667
Operating expenses	8,512	8,255	7,823	25,042	22,020
Adjusted EBITDA (1)	10,036	8,311	8,902	25,209	22,647
Interest and depreciation expense	1,100	1,117	1,156	3,511	3,332
Adjusted operating income before tax (1)	8,936	7,194	7,746	21,698	19,315

(1) This is a non-IFRS measure. Please refer to "Non-IFRS and Other Performance Measures" in this MD&A for a definition and reconciliation of this measure.

Triad Financial Services - Secured Consumer Loan Portfolios Segment

Originations at Triad Financial Services for the third quarter and nine-month period ended September 30, 2020 were approximately \$201.8 million and \$498.3 million, respectively, up 18.0% and 8.7% from the prior year periods. Managed assets were \$2.6 billion as at September 30, 2020, an increase of 10.7% compared to managed assets of \$2.4 billion as at September 30, 2019.

Traditionally, this business is impacted by seasonality, with the second and third quarters of the year being the strongest performing quarters. This is illustrated in the table below which shows originations for each of the most recent quarters:

Originations (US\$ millions)								
Q3, 2018	Q4, 2018	Q1, 2019	Q2, 2019	Q3, 2019	Q4, 2019	Q1, 2020	Q2, 2020	Q3, 2020
147	135	118	170	171	144	133	163	202

Originations revenue for the third quarter and nine-month period ended September 30, 2020 was approximately \$12.6 million and \$34.3 million, respectively, up 1.1% and 5.2% from the prior year periods, respectively. Originations revenue was temporarily impacted by loans originated on behalf of recently signed partners with the intention of selling through under a portfolio sale agreement.

Servicing revenues of \$2.2 million and \$5.8 million for the third quarter and nine-month period ended September 30, 2020 were up 29.8% and 22.3%, respectively, reflecting growth in managed assets and increase to provide full-servicing.

Adjusted EBITDA¹ and adjusted operating income before tax¹ were \$10.0 million and \$8.9 million, respectively, for the current quarter compared to \$8.9 million and \$7.7 million, respectively, for the prior year quarter. For the nine-month period ended September 30, 2020, adjusted EBITDA¹ and adjusted operating income before tax¹ of \$25.2 million and \$21.7 million, respectively, represent increases of 11.3% and 12.3% from the prior year.

Manufactured housing loans consist primarily of floorplan loans as well as a modest amount of loans committed to funding partners. The floorplan loans enable key dealers to finance their inventory and support the growth of their businesses. These loans strengthen the relationship with our key dealers and manufacturers.

Held-for-trading financial assets increased to \$57.7 million in the third quarter, primarily due to portfolios accumulated for recently signed partners. Subsequent to quarter-end the Company completed a portfolio sale of \$10 million and expects to complete further portfolio sales in the fourth quarter.

The Company maintains its revised 2020 outlook for the Triad Financial Services segment.

RESULTS OF CORPORATE SEGMENT

The following table sets forth a summary of the Company's select metrics and results from the Corporate segment, for the three-month periods ended September 30, 2020, June 30, 2020 and September 30, 2019 and the nine-month periods ended September 30, 2020 and September 30, 2019.

	For the three-month period ended			For the nine-month period ended	
	September 30, 2020	June 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
<i>(in 000's for stated values)</i>	\$	\$	\$	\$	\$
Operating results					
Revenues	903	1,321	220	3,093	1,418
Operating expenses	4,874	4,444	5,812	16,772	15,972
Adjusted EBITDA (1)	(3,971)	(3,123)	(5,592)	(13,679)	(14,554)
Interest expense	3,420	3,280	3,846	9,488	11,943
Depreciation & amortization	606	641	522	1,893	1,375
Adjusted operating income before tax (1)	(7,997)	(7,044)	(9,960)	(25,060)	(27,872)

(1) This is a non-IFRS measure. Please refer to "Non-IFRS and Other Performance Measures" in this MD&A for a definition and reconciliation of this measure.

Corporate

Revenue was \$0.9 million and \$3.1 million for the third quarter and nine-month period ended September 30, 2020, respectively, compared to \$0.2 million and \$1.4 million, respectively, for the prior year. Revenue primarily consists of gains or losses from legacy corporate investments.

Corporate operating expenses of approximately \$4.9 million were above our revised target of approximately \$4.0 million per quarter for the remainder of 2020, primarily due to higher professional services expenses during the period. Interest expense increased compared to the second quarter of 2020 primarily as a result of higher average borrowings, including the issuance of C\$75 million (US\$57.1 million) aggregate principal amount of listed senior unsecured debentures on September 4, 2020, partially offset by lower average borrowing costs. Average borrowings on the term senior credit facility during the third quarter were \$649.4 million compared to \$571.9 million in the preceding quarter.

RESULTS OF DISCONTINUED OPERATIONS

The following table sets forth a summary of the Company's select metrics and results from discontinued operations for the three-month periods ended September 30, 2020, June 30, 2020 and September 30, 2019 and the nine-month periods ended September 30, 2020 and September 30, 2019.

	For the three-month period ended			For the nine-month period ended	
	September 30, 2020	June 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
<i>(in 000's for stated values)</i>	\$	\$	\$	\$	\$
Operating results					
Revenues	453	30	967	960	3,686
Operating expenses	3,112	4,071	4,740	10,768	11,420
Adjusted EBITDA (1)	(2,659)	(4,041)	(3,773)	(9,808)	(7,734)
Interest expense	302	300	623	991	623
Adjusted operating (loss) income before tax (1)	(2,961)	(4,341)	(4,396)	(10,799)	(8,357)
Adjustments:					
Share-based compensation	—	—	2	1	6
Provision for (recovery of) income taxes	(782)	(957)	(967)	(2,545)	(1,840)
	(782)	(957)	(965)	(2,544)	(1,834)
Net loss from discontinued operations	(2,179)	(3,384)	(3,431)	(8,255)	(6,523)

(1) This is a non-IFRS measure. Please refer to "Non-IFRS and Other Performance Measures" in this MD&A for a definition and reconciliation of this measure.

Discontinued Operations

Revenue from discontinued operations was \$0.5 million and \$1.0 million for the third quarter and nine-month period ended September 30, 2020, respectively, compared to \$1.0 million and \$3.7 million, respectively, in the prior year periods, reflecting the impact of the rundown of the legacy asset portfolio. Operating expenses were \$3.1 million and \$10.8 million, respectively, for the third quarter and nine-month period ended September 30, 2020, down from \$4.7 million and \$11.4 million in the prior year periods, respectively. Net loss related to discontinued operations was \$2.2 million and \$8.3 million for the current quarter and year-to-date periods, respectively.

The following table sets forth a summary of assets held-for-sale as at September 30, 2020 and December 31, 2019:

	As at	
	September 30, 2020	December 31, 2019
<i>(in 000's for stated values)</i>	\$	\$
Rail Finance	32,262	35,581
Aviation Finance	72,401	97,480
C&V Finance	8,883	9,911
Total assets held-for-sale	113,546	142,972

Financial Position

The following tables set forth a summary of the Company's balance sheet, including a breakdown by core business segment, as at September 30, 2020, June 30, 2020 and September 30, 2019.

	September 30, 2020						
	Service Finance	KG	Triad Financial Services	Corporate	Continuing Operations	Discontinued Operations	Total
<i>(in 000's for stated values)</i>	\$	\$	\$	\$	\$	\$	\$
Assets							
Cash	11,816	12,126	4,427	18,224	46,593	—	46,593
Restricted funds	—	—	40,030	—	40,030	—	40,030
Accounts receivable	5,078	19,241	39,503	987	64,809	10,005	74,814
Finance assets:							
Loans receivable	61,286	59,538	115,933	—	236,757	—	236,757
Held-for-trading financial assets	128,407	—	57,736	—	186,143	—	186,143
Total finance assets	189,693	59,538	173,669	—	422,900	—	422,900
Retained reserve interest	—	—	28,537	—	28,537	—	28,537
Continuing involvement asset	—	—	161,843	—	161,843	—	161,843
Goodwill and intangible assets	375,671	233,901	64,259	1,512	675,343	—	675,343
Deferred tax assets	—	—	—	40,700	40,700	—	40,700
Other assets and investments	40,276	27,766	6,930	139,655	214,627	5,099	219,726
Assets held-for-sale	—	—	—	—	—	113,546	113,546
Total Assets	622,534	352,572	519,198	201,078	1,695,382	128,650	1,824,032
Liabilities							
Debt	90,339	59,538	146,615	263,252	559,744	—	559,744
Continuing involvement liability	—	—	161,843	—	161,843	—	161,843
Other liabilities	36,146	92,567	46,860	58,979	234,552	16,140	250,692
Total Liabilities	126,485	152,105	355,318	322,231	956,139	16,140	972,279
Earning Assets - Owned and Managed							
Earning assets - owned	189,693	59,538	173,669	—	422,900	—	422,900
Earning assets - managed and advisory	3,189,180	26,371,565	2,635,335	—	32,196,080	—	32,196,080
Total Earning Assets - Owned and Managed and Advisory	3,378,873	26,431,103	2,809,004	—	32,618,980	—	32,618,980

Total finance assets for continuing operations were \$422.9 million at September 30, 2020 compared to \$512.7 million at June 30, 2020, and \$314.5 million at September 30, 2019. The decrease compared to the preceding quarter primarily reflects a decrease in held-for-trading financial assets at Service Finance as a result of portfolio sales, partially offset by an increase in held-for-trading financial assets at Triad Financial Services.

Debt from continuing operations of \$559.7 million decreased by \$113.1 million compared to June 30, 2020, primarily reflecting net repayment activity during the quarter primarily driven by the reduction in finance assets.

Earning assets - managed and advisory of \$32.2 billion as at September 30, 2020 reflects managed loans of \$3.2 billion at Service Finance, \$26.4 billion in advisory assets at KG and \$2.6 billion in managed loans at Triad Financial Services.

	June 30, 2020						
	Service Finance	KG	Triad Financial Services	Corporate	Continuing Operations	Discontinued Operations	Total
<i>(in 000's for stated values)</i>	\$	\$	\$	\$	\$	\$	\$
Assets							
Cash	21,814	10,251	6,026	24,435	62,526	—	62,526
Restricted funds	—	—	26,570	—	26,570	—	26,570
Accounts receivable	7,052	17,316	35,128	1,133	60,629	10,005	70,634
Finance assets							
Loans receivable	61,650	67,048	121,339	—	250,037	—	250,037
Held-for-trading financial assets	231,501	—	31,188	—	262,689	—	262,689
Total finance assets	293,151	67,048	152,527	—	512,726	—	512,726
Retained reserve interest	—	—	27,486	—	27,486	—	27,486
Continuing involvement asset	—	—	152,105	—	152,105	—	152,105
Goodwill and intangible assets	360,741	237,434	64,647	1,667	664,489	—	664,489
Deferred tax assets	—	—	—	40,762	40,762	—	40,762
Other assets and investments	39,931	34,901	6,814	128,668	210,314	4,479	214,793
Assets held-for-sale	—	—	—	—	—	115,974	115,974
Total Assets	722,689	366,950	471,303	196,665	1,757,607	130,458	1,888,065
Liabilities							
Debt	225,385	67,048	129,908	250,535	672,876	—	672,876
Continuing involvement liability	—	—	152,105	—	152,105	—	152,105
Other liabilities	26,865	88,971	32,901	60,619	209,356	12,534	221,890
Total Liabilities	252,250	156,019	314,914	311,154	1,034,337	12,534	1,046,871
Earning Assets - Owned and Managed							
Earning assets - owned	293,151	67,048	152,527	—	512,726	—	512,726
Earning assets - managed and advisory	2,881,473	27,846,624	2,562,829	—	33,290,926	—	33,290,926
Total Earning Assets - Owned and Managed and Advisory	3,174,624	27,913,672	2,715,356	—	33,803,652	—	33,803,652

September 30, 2019

	Service Finance	KG	Triad Financial Services	Corporate	Continuing Operations	Discontinued Operations	Total
<i>(in 000's for stated values)</i>	\$	\$	\$	\$	\$	\$	\$
Assets							
Cash	6,973	18,389	5,988	2,140	33,490	—	33,490
Restricted funds	1,283	—	30,920	—	32,203	—	32,203
Accounts Receivable	6,133	64,956	17,588	913	89,590	22,668	112,258
Finance assets							
Loans receivable	46,660	76,593	99,296	—	222,549	—	222,549
Held-for-trading financial assets	75,407	—	16,550	—	91,957	—	91,957
Total finance assets	122,067	76,593	115,846	—	314,506	—	314,506
Retained reserve interest	—	—	24,287	—	24,287	—	24,287
Continuing involvement asset	—	—	119,491	—	119,491	—	119,491
Goodwill and intangible assets	359,346	247,139	65,063	1,570	673,118	—	673,118
Deferred tax assets	—	—	—	40,606	40,606	—	40,606
Other assets and investments	37,839	38,046	7,027	124,304	207,216	3,155	210,371
Asset held-for-sale	—	—	—	—	—	185,089	185,089
Total Assets	533,641	445,123	386,210	169,533	1,534,507	210,912	1,745,419
Liabilities							
Debt	74,227	76,594	92,605	207,900	451,326	—	451,326
Continuing involvement liability	—	—	119,491	—	119,491	—	119,491
Other liabilities	25,843	139,961	37,096	75,196	278,096	11,990	290,086
Total Liabilities	100,070	216,555	249,192	283,096	848,913	11,990	860,903
Earning Assets - Owned and Managed and Advisory							
Earning assets - owned	122,067	76,593	115,846	—	314,506	—	314,506
Earning assets - managed and advisory	2,331,909	27,906,179	2,379,869	—	32,617,957	—	32,617,957
Total Earning Assets - Owned and Managed and Advisory	2,453,976	27,982,772	2,495,715	—	32,932,463	—	32,932,463

Delinquencies

The contractual delinquency of finance receivables at each reporting period is as follows:

	September 30, 2020		June 30, 2020		September 30, 2019	
	\$	%	\$	%	\$	%
Current	235,045	96.48 %	247,692	97.00 %	240,448	99.84 %
31-60 days past due	6	— %	7,616	2.98 %	7	— %
61-90 days past due	331	0.14 %	—	— %	120	0.05 %
Greater than 90 days past due	8,239	3.38 %	60	0.02 %	257	0.11 %
Total continuing operations	243,621	100.00 %	255,368	100.00 %	240,832	100.00 %

Allowance for Credit Losses

Credit losses and provisions, as at and for each of the respective periods are as follows:

	Three-month period ended September 30, 2020	Year ended December 31, 2019	Three-month period ended September 30, 2019
<i>(in 000's except percentage amounts)</i>	\$	\$	\$
Allowance for credit losses, beginning of period	5,331	644	833
Provision for credit losses	1,534	337	100
Charge-offs, net of recoveries, and other	(1)	(95)	(95)
Transfer to held-for-trading financial assets	—	(378)	(377)
Allowance for credit losses, end of period	6,864	508	461

The Company's allowance for credit losses was \$6.9 million as at September 30, 2020, compared to \$0.5 million at December 31, 2019 and \$0.5 million at September 30, 2019. During the second quarter of 2020, the Company recorded a provision of approximately \$4.4 million for credit losses related to dealer advances at our Service Finance segment due to the economic impacts associated with the COVID-19 pandemic. During the third quarter of 2020, the Company increased its provision for potential credit losses by an additional \$1.3 million due to the continued adverse economic impact associated with the COVID-19 pandemic.

Liquidity & Capital Resources

An important liquidity measure for the Company is its ability to maintain diversified funding sources to support its operations. The Company's primary sources of liquidity are: (i) cash flows from operating activities; (ii) borrowings on our term senior credit facility and proceeds from the issuance of our senior unsecured debentures; (iii) funding commitments from our Partners; and (iv) equity. The Company's primary use of cash is the funding of its capital allocation priorities, including funding organic growth initiatives for our new businesses, acquisition opportunities and returning capital to shareholders. The Company manages its capital resources by utilizing the financial leverage available under its senior credit facilities, selling loans that we originate to our Partners and, when additional capital is required, the Company has access to capital through the issuance of convertible debt, preferred or common shares.

As at September 30, 2020, the Company's debt to equity ratio was 0.66:1. The Company is focused on managing and preserving its liquidity through the economic crisis created by the COVID-19 pandemic. This includes utilizing the Company's senior credit facility, managing and monitoring origination levels at Service Finance and Triad Financial Services and their available Partner funding. The Service Finance and Triad Financial Services segments have commitments in place to fund their loan originations for the remainder of 2020. All of these actions are in context of the current COVID-19 pandemic as described in the risk factors on (or incorporated by reference) page 2 of this MD&A.

The Company's capitalization and key leverage ratios are as follows:

		As at		
		September 30, 2020	June 30, 2020	September 30, 2019
<i>(in 000's for stated values, except for percentage amounts)</i>		\$	\$	\$
Total debt, including borrowings on term senior credit facility and senior unsecured debentures	(a)	559,744	672,876	451,326
Shareholders' equity	(b)	851,753	841,194	884,516
Debt to equity ratio	(a)/(b)	0.66	0.80	0.51
Goodwill and intangibles	(c)	675,343	664,489	673,118
Tangible leverage	(a)/[(b)-(c)]	3.17	3.81	2.13

The decrease in total debt compared to the second quarter of 2020 primarily reflects net repayment activity during the quarter primarily driven by the reduction in finance assets.

The Company has significant resources available to continue funding projected growth. Finance receivables are securitized or sold to third party funding counterparties on a regular basis to ensure cash is available to fund new transactions. Cash levels are also monitored by management. In addition, the Company adheres to a strict policy of matching the maturities of owned finance assets and the related debt as closely as possible in order to manage its liquidity position.

The Company's available sources of financing are as follows:

	As at		
	September 30, 2020	June 30, 2020	September 30, 2019
<i>(in 000's)</i>	\$	\$	\$
Cash and cash equivalents	46,593	62,526	33,490
Senior Facilities			
Facilities	1,000,000	1,000,000	1,000,000
Utilized against Facility	518,000	685,000	462,667
Unutilized Borrowing Facilities (i.e. excl. Cash & Equiv.)	482,000	315,000	537,333
Total available sources of capital, end of period	528,593	377,526	570,823

As at September 30, 2020, the unutilized balance of the borrowing facility was approximately \$0.5 billion compared to \$0.3 billion at June 30, 2020. This \$0.5 billion in unutilized borrowings is in addition to the commitments in place to fund loan originations from our Service Finance and Triad Financial Services business segments for the remainder of 2020. Management believes the available liquidity from its cash and equivalents, unutilized borrowing capacity and the funding commitments in place at Service Finance and Triad Financial Services is sufficient to fund operations and internal growth initiatives for the remainder of 2020.

Summary of Quarterly Information

The following table sets out selected financial information for each of the eight most recent quarters, the latest of which ended as at September 30, 2020. The information should be read in conjunction with ECN Capital's audited and interim unaudited consolidated financial statements, the notes thereto and the related management discussion and analysis for the relevant periods.

Key factors that account for the fluctuation in the Company's quarterly results include the year-over-year growth in originations at the Service Finance and Triad Financial Services business segments and the seasonality of these businesses, as well as fluctuation in KG's advisory revenues from period to period. ECN acquired Service Finance on September 7, 2017, Triad Financial Services on December 29, 2017, 76% of KG on May 31, 2018, an additional 20% of KG on March 21, 2019, and the remaining 4% interest of KG on December 31, 2019.

(in \$ 000's for stated values, except ratio and per share amounts)	Q3, 2020	Q2, 2020	Q1, 2020	Q4, 2019	Q3, 2019	Q2, 2019	Q1, 2019	Q4, 2018
Adjusted operating income before tax and NCI(1)	31,077	24,102	21,018	26,246	26,732	24,699	19,828	24,585
Amortization of intangibles	8,058	6,453	6,453	6,453	6,452	6,453	6,453	5,685
Accretion of deferred purchase consideration	1,207	2,416	611	1,134	2,035	1,223	1,358	819
Share based compensation	6,755	3,922	3,214	3,762	4,555	2,970	6,160	3,588
Corporate restructuring and transition costs	—	1,486	—	3,141	—	—	12,549	15,485
Provision for credit losses	1,300	4,400	—	—	—	—	—	—
Purchase price premium on non-controlling interest	—	—	—	—	—	—	28,138	—
Business acquisition costs	—	—	—	2,168	—	—	—	—
Unrealized (gain) loss on economic currency hedge	—	—	—	—	—	—	(4,789)	4,289
Non-controlling interest	—	—	—	413	315	326	546	4,045
Net income (loss) before income taxes	13,757	5,425	10,740	9,175	13,375	13,727	(30,587)	(9,326)
Net income (loss) from continuing operations	10,218	3,895	7,715	12,104	8,203	10,856	(20,781)	(2,406)
Net (loss) income from discontinuing operations	(2,179)	(3,384)	(2,692)	(18,608)	(3,431)	(932)	(2,160)	(102,727)
Net income (loss) - total	8,039	511	5,023	(6,504)	4,772	9,924	(22,941)	(105,133)
Earnings per share (basic) - continuing operations attributable to common shareholders	\$0.03	\$0.01	\$0.02	\$0.04	\$0.02	\$0.04	\$(0.09)	\$(0.02)
Adjusted net income (1)	25,670	19,282	16,814	20,917	20,605	19,011	15,040	17,764
Adjusted net income per share (basic) (1)	\$0.11	\$0.08	\$0.07	\$0.09	\$0.09	\$0.08	\$0.06	\$0.06
Adjusted net income applicable to common shareholders per share (basic)(1)	\$0.10	\$0.07	\$0.06	\$0.08	\$0.08	\$0.07	\$0.05	\$0.05
Period end earning assets - owned	422,900	512,726	362,895	313,227	314,507	311,455	345,374	402,418
Period end earning assets - managed and advisory	32,196,080	33,290,926	33,629,592	33,598,354	32,617,957	32,178,949	31,861,273	31,118,671
Period end earning assets - total	32,618,980	33,803,652	33,992,487	33,911,581	32,932,464	32,490,404	32,206,647	31,521,089
Originations	841,567	676,372	509,026	541,723	639,124	598,010	419,201	463,120
Allowance for credit losses	6,864	5,331	627	508	461	833	768	644
Allowance for credit losses as a % of finance receivables	1.62 %	1.04 %	0.17 %	0.16 %	0.14 %	0.27 %	0.22 %	0.16 %
Term senior credit facility	506,480	672,876	494,660	430,478	451,326	437,726	585,876	335,436
Senior unsecured debentures	53,264	—	—	—	—	—	—	—
Total debt	559,744	672,876	494,660	430,478	451,326	437,726	585,876	335,436
Shareholders' equity	851,753	841,194	843,148	879,026	884,516	887,989	880,035	1,106,977

(1) For additional information, see "Non-IFRS and Other Performance Measures" section.

Non-IFRS and Other Performance Measures

DESCRIPTION OF NON-IFRS MEASURES

The Company uses certain measures to assess our financial performance that are not generally accepted accounting principles measures under IFRS ("Non-IFRS measures"). The Company believes the non-IFRS measures described below are more reflective of our ongoing operating results and provide readers with a better understanding of the Company's operating performance through the eyes of management. Non-IFRS measures are intended to provide additional information only and do not have any standardized meaning prescribed by IFRS and are therefore unlikely to be comparable to similar measures presented by other issuers. These measures should not be considered in isolation or as a substitute for measures of performance determined under IFRS.

The following discussion describes the non-IFRS measures we use in evaluating our operating results.

Adjusted Earnings before interest expense, taxes, depreciation and amortization ("adjusted EBITDA")

We define adjusted EBITDA as adjusted operating income before interest expense, income tax expense, depreciation and amortization. We believe adjusted EBITDA is a key measure of the Company's operating performance over the long term and is a useful measure of the Company's ability to generate cash from operations to maintain and grow its core business. Investors and analysts also use adjusted EBITDA as a measure to compare the operating performance of different businesses in the business services sector and to assess the enterprise value of a business as adjusted EBITDA eliminates the impact of financing decisions.

Adjusted operating income before tax, Adjusted operating income before tax and NCI, Adjusted net income and Adjusted net income applicable to common shareholders

Adjusted operating income before tax is net income excluding the impact of share-based compensation, corporate restructuring and transition costs, business acquisition costs, loss (gain) on business disposals, impairment charges and asset valuation reserves, amortization of intangible assets acquired in business combinations, accretion of deferred purchase consideration, cumulative dividends on preferred shares, loss (income) from discontinued operations, provision for credit losses, loss (gain) on economic currency hedge and income tax. Adjusted operating income before tax and NCI is adjusted operating income before tax as defined above, excluding the impact of expense attributable to the non-controlling interest in KG. Management believes it is appropriate to adjust for these items when evaluating the underlying performance of our business because amortization of intangible assets and share-based compensation are primarily non-cash in nature; corporate restructuring and transition costs, business acquisition costs and loss (gain) on business disposals do not relate to continuing operating activities; accretion of deferred purchase consideration is considered part of the purchase price consideration for business acquisitions notwithstanding the accounting treatment which views all or a portion of the related payments, depending on how it is structured, to be an operating expense; dividends on preferred shares are a financing cost not related to operating activities; provision for credit losses is considered to be a consequence of the impact of the COVID-19 pandemic related to Service Finance's solar business and is not indicative of the underlying performance of our business segments, unrealized loss (gain) on economic currency hedge does not represent the underlying performance of our business segments; income tax

expense is managed at a corporate level and is a function of the jurisdictions in which the Company operates and not the underlying performance of our business segments; and non-controlling interest expense attributable to KG does not represent the underlying performance of our KG business segment's core business.

Adjusted net income is adjusted operating income before tax less the provision for income taxes applicable to adjusted operating income before tax. Adjusted net income per share applicable to common shareholders is computed as adjusted net income less cumulative preferred share dividends.

Adjusted operating income before tax is a key operating measure used by management to assess the underlying operating performance of the Company's business segments, including the determination of amounts to be paid out pursuant to deferred purchase consideration plans and Performance Share Unit (PSU) plans. Management also uses this measure to prepare the internal budgets and forecasts that support the Company's public guidance. Adjusted net income provides a consolidated view of the Company's underlying financial performance attributable to the common shareholders. The presentation of these measures enables investors and analysts to better understand the underlying performance of our business segments.

Adjusted net income per share and Adjusted net income per share applicable to common shareholders

Adjusted net income per share is computed as adjusted net income divided by the basic weighted average number of common shares outstanding during the period. Adjusted net income per share applicable to common shareholders is computed as adjusted net income applicable to common shareholders divided by the basic weighted average number of common shares outstanding during the period.

Earning assets - owned

Earning assets - owned are the finance receivables from continuing operations held on our balance sheet.

Managed and advisory assets

Managed and advisory assets are the asset portfolios in the Company's Service Finance, Triad Financial Services and the KG segments that the Company manages, services or advises on behalf of its Partners. The Company earns either servicing, portfolio advisory or reserve income from these portfolios.

In addition, the Company utilizes the following performance measures, which are derived from amounts calculated in accordance with IFRS to assess performance:

Allowance for credit losses as a percentage of finance receivables

Allowance for credit losses as a percentage of finance receivables is the allowance for credit losses at the end of the period divided by the finance receivables (gross of the allowance for credit losses) at the end of the period.

Average debt

Average debt is calculated as the daily weighted average borrowings outstanding under all of the Company's secured borrowings facilities throughout the period.

Finance assets or total finance assets

Finance assets are the sum of the total finance receivables and the total carrying value of the equipment under operating leases.

Debt to equity ratio

Debt to equity ratio is calculated as total debt (secured borrowings) outstanding at the end of the period, divided by total shareholders' equity outstanding at the end of the period. Debt to equity refers to the use of debt to acquire/finance additional finance receivables and other assets and provides an indication of future potential ability to increase the level of debt when compared to specific industry-standard and/or existing debt covenants.

Tangible leverage ratio

The tangible leverage ratio is calculated as secured borrowings divided by the net of shareholders' equity less goodwill and intangible assets, at the period end. The tangible leverage ratio refers to the use of debt to acquire or finance additional finance receivables. Similar to the financial leverage ratios, the tangible leverage ratio provides an indication of the potential ability to increase the level of debt but based on tangible equity (excluding goodwill and intangible assets) within the Company.

RECONCILIATION OF NON-IFRS TO IFRS MEASURES

The following table provides a reconciliation of non-IFRS to IFRS measures related to the Company's consolidated continuing results of operations for three-month periods ended September 30, 2020, June 30, 2020 and September 30, 2019 and the nine-month periods ended September 30, 2020 and September 30, 2019.

	For the three-month period ended			For the nine-month period ended	
	September 30, 2020	June 30, 2020	September 30, 2019	September 30, 2020	September 30, 2019
<i>(in 000's for stated values, except percent amounts)</i>	\$	\$	\$	\$	\$
Reported and adjusted measures					
Net income (loss) from continuing operations	10,218	3,895	8,203	21,828	(1,722)
Adjustments:					
Share-based compensation	6,755	3,922	4,555	13,891	13,685
Amortization of intangibles	8,058	6,453	6,452	20,964	19,358
Accretion of deferred purchase consideration	1,207	2,416	2,035	4,234	4,616
Corporate restructuring and transition costs	—	1,486	—	1,486	12,549
Provision for credit losses	1,300	4,400	—	5,700	—
Purchase price premium on non-controlling interest	—	—	—	—	28,138
Unrealized loss on economic currency hedge	—	—	—	—	(4,789)
Non-controlling interest in KG	—	—	315	—	1,187
Provision (recovery) of income taxes	3,539	1,530	5,172	8,094	(1,763)
Adjusted operating income before tax and NCI	31,077	24,102	26,732	76,197	71,259
Non-controlling interest in KG	—	—	315	—	1,187
Adjusted operating income before tax	31,077	24,102	26,417	76,197	70,072
Provision for taxes applicable to adjusted operating income (1)	5,407	4,820	5,812	14,431	15,416
Adjusted net income	25,670	19,282	20,605	61,766	54,656
Cumulative preferred share dividends during the period	2,393	2,309	2,407	7,052	7,201
Adjusted net income attributable to common shareholders	23,277	16,973	18,198	54,714	47,455
Per share information					
Weighted average number of shares outstanding (basic)	242,467	242,045	240,171	241,336	243,331
Adjusted net income per share (basic)	\$0.11	\$0.08	\$0.09	\$0.26	\$0.22
Adjusted net income applicable to common shareholders per share (basic)	\$0.10	\$0.07	\$0.08	\$0.23	\$0.20
Adjusted operating income before tax comprised of:					
Service Finance	18,566	14,575	19,356	48,187	45,734
KG	11,572	9,377	9,275	31,372	32,895
Triad Financial Services	8,936	7,194	7,746	21,698	19,315
Corporate	(7,997)	(7,044)	(9,960)	(25,060)	(27,872)
	31,077	24,102	26,417	76,197	70,072

(1) Provision for taxes applicable to adjusted operating income reflects an effective tax rate of 17.4%, 20.0% and 22.0% for the three-month periods ended September 30, 2020, June 30, 2019 and September 30, 2019, respectively, and 18.9% and 22.0% for the nine-month periods ended September 30, 2020 and September 30, 2019, respectively.

Accounting and Internal Control Matters

Critical Accounting Policies and Estimates and Use of Judgments

The Company's significant accounting policies are described in note 2 of our 2019 Annual Consolidated Financial Statements. Certain of these policies, and related estimates and judgments have been identified as "critical" to the presentation of our financial condition and results of operations because they require us to make subjective and/or complex judgments about matters that are inherently uncertain; or there is a reasonable likelihood that materially different amounts could be reported under different conditions or using different assumptions and estimates. Our significant accounting judgments, estimates and assumptions relate to inventory, allowances for credit losses, income taxes, useful lives and residual values of equipment under operating leases, goodwill and intangible assets, derecognition of financial assets, and the outcome of contingencies such as lawsuits, claims or proceedings incident to the operation of our businesses. Our critical accounting policies and estimates have been reviewed and approved by our Audit Committee, in consultation with management, as part of their review and approval of our significant accounting policies, judgments, estimates and assumptions. Please refer to note 2 of our 2019 Annual Consolidated Financial Statements for a description of each of our significant accounting judgments, estimates and assumptions.

The preparation of financial statements in accordance with IFRS requires management to make estimates and exercise judgments that affect the reported amounts of assets and liabilities at the date of the interim condensed consolidated financial statements and the reported amounts of revenue and expenses during the reporting period. The estimates and judgments are made based on information available as at the date the interim condensed consolidated financial statements are issued.

As at September 30, 2020, due to the emergence of the novel coronavirus identified as COVID-19, we are subject to a greater degree of uncertainty in making the estimates and judgments required to apply our significant accounting policies. The ultimate impacts of COVID-19 on our business will depend on a number of factors, including, but not limited to, the duration and severity of the pandemic, which are highly uncertain and cannot be predicted. The uncertainty of future results and cash flows may impact our estimates and judgments underlying the carrying values of our finance receivables, held-for-trading financial assets, goodwill, intangible assets and retained reserve interest asset, the adequacy of our credit loss provisions, the fair value of our assets held-for-sale and the realization of our deferred tax assets. We continue to update the Company's forecasts, assumptions, valuation models and other analyses that support the current carrying value of these assets. Accordingly, actual results may be materially different from those recorded amounts.

The Company is involved in various lawsuits, claims and proceedings incident to the operation of its businesses. Although the outcome of litigation cannot be predicted with certainty and some lawsuits, claims or proceedings may be disposed of unfavorably to us, it is management's opinion that none of these will have a material adverse effect on the Company's financial position, results of operations or cash flows. Costs related to such matters were not material to the periods presented.

Internal Control over Financial Reporting

The Chief Executive Officer (“CEO”) and the Chief Financial Officer (“CFO”) are responsible for designing disclosure controls and procedures to ensure that material information is being recorded, processed, summarized, and reported to senior management, including the certifying officers and other members of the Board of Directors, on a timely basis, so that appropriate decisions can be made regarding public disclosure. In addition, the CEO and CFO are responsible to design, or cause to be designed under their supervision, internal controls over financial reporting to a standard that provides reasonable assurance of the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

It should be noted that while the Company's CEO and CFO believe that the Company's internal control system and disclosure controls and procedures provide a reasonable level of assurance that the objectives of the control systems are met, they do not expect that the Company's control systems will prevent all errors and fraud. A control system, no matter how well conceived or operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. The design of any system of controls is also based in part upon certain assumptions about the likelihood of future events, and there can be no assurances that any designs will succeed in achieving its stated goals under all potential conditions.

The Company has an established process in place to ensure the effectiveness of the disclosure controls and internal controls over financial reporting. During the three-month period ended September 30, 2020 there have been no significant changes in internal control over financial reporting that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

Updated Share Information

The Company is currently authorized to issue (i) an unlimited number of common shares without nominal or par value and (ii) an unlimited number of preferred shares, issuable in series.

As at November 11, 2020, the Company had 244,648,060 common shares, 15,983,953 options; 3,976,400 Series A preferred shares, and 3,842,800 Series C preferred shares issued and outstanding.

