

MANAGEMENT'S DISCUSSION AND ANALYSIS

THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2024 AND 2023

This Management's Discussion and Analysis ("MD&A") contains information about the performance and financial position of Superior Plus Corp. ("Superior") as at and for three and nine months ended September 30, 2024 and 2023, as well as forward-looking information about future periods. The information in this MD&A is current to November 6, 2024, and should be read in conjunction with Superior's unaudited condensed consolidated financial statements and notes thereto as at and for the three and nine months ended September 30, 2024 and 2023.

The accompanying unaudited condensed consolidated financial statements of Superior were prepared by and are the responsibility of Superior's management. Superior's unaudited condensed consolidated financial statements as at and for the three and nine months ended September 30, 2024 and 2023 were prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

All financial amounts in this MD&A are expressed in millions of United States dollars except where otherwise noted. All tables are for the three and nine months ended September 30 of the period indicated, unless otherwise stated. This MD&A includes forward-looking statements and assumptions. See "Forward-Looking Information" for more details.

Non-GAAP Financial Measures

Throughout the MD&A, Superior has used the following terms that are not defined under IFRS, which are used by management to evaluate the performance of Superior and its businesses: Earnings Before Interest, Taxes, Depreciation and Amortization ("EBITDA") from operations, Adjusted EBITDA, Operating Costs, Net Debt, Leverage Ratio, Pro Forma Adjusted EBITDA, 2023 Pro Forma Adjusted EBITDA and Adjusted Gross Profit. These measures may also be used by investors, financial institutions and credit rating agencies to assess Superior's performance and ability to service debt. Non-GAAP financial measures do not have standardized meaning prescribed by IFRS and are therefore unlikely to be comparable to similar measures presented by other companies. Securities regulations require that Non-GAAP and other financial measures are clearly defined, explained and reconciled to their most directly comparable measure presented in the (primary) financial statements. Except as otherwise indicated, these Non-GAAP financial measures are calculated and disclosed on a consistent basis from period to period. Specific items may only be relevant in certain periods.

The intent of using Non-GAAP financial measures is to provide additional useful information to investors and analysts; the measures do not have standardized meaning under IFRS. The measures should not, therefore, be considered in isolation or used as a substitute for measures of performance prepared in accordance with IFRS. Other issuers may calculate Non-GAAP financial measures differently. See "Non-GAAP Financial Measures and Reconciliations" for more information about these measures.

Forward-Looking Information

Certain information included herein is forward-looking information within the meaning of applicable Canadian securities laws. Forward-looking information may include statements regarding the objectives, business strategies to achieve those objectives, expected financial results (including those in the area of risk management), economic or market conditions, and the outlook of or involving Superior and its businesses. Such information is typically identified by words such as "anticipate", "believe", "continue", "estimate", "expect", "plan", "forecast", "future", "outlook", "guidance", "may", "project", "should", "strategy", "target", "will" or similar expressions suggesting future outcomes.

Forward-looking information in this document includes: future financial position, consolidated and business segment outlooks, 2024 expected Adjusted EBITDA guidance, the markets for our products and our financial results, expected Leverage ratio, business strategy and objectives, development plans and programs, organic growth, weather, commercial demand in Canada and the U.S., product pricing and sourcing, volumes and pricing, wholesale propane market fundamentals, exchange rates, expected synergies from acquisitions, expected seasonality of demand, long-term incentive plan accrual estimates and future economic conditions.

Forward-looking information is provided for the purpose of providing information about management's expectations and plans about the future and may not be appropriate for other purposes. Forward-looking information herein is based on various assumptions and expectations that Superior believes are reasonable in the circumstances. No assurance can be given that these assumptions and expectations will prove to be correct. Those assumptions and expectations are based on information currently available to Superior, including information obtained from third-party industry analysts and other third-party sources, and the historic performance of Superior's businesses. Such assumptions include no material divestitures, anticipated financial performance, current business and economic trends, the amount of future dividends paid by Superior, business prospects, utilization of tax basis, regulatory developments, average Mobile Storage Unit "MSU" base, impacts of cost-saving initiatives, currency exchange, inflation and interest rates, future commodity prices relating to the oil and gas industry, future oil rig activity levels in the U.S. and Western Canada, trading data, cost estimates, our ability to obtain financing on acceptable terms and statements regarding net working capital and capital expenditure requirements of Superior, the assumptions set forth under the "Financial Outlook" sections in this MD&A. Superior cautions that such assumptions could prove to be incorrect or inaccurate. The forward-looking information is also subject to the risks and uncertainties set forth below.

The forward-looking information is also subject to the risks and uncertainties set forth below. By its very nature, forward-looking information involves numerous assumptions, risks and uncertainties, both general and specific. Should one or more of these risks and uncertainties materialize or should underlying assumptions prove incorrect, as many important factors are beyond our control, Superior's actual

performance and financial results may vary materially from those estimates and expectations contemplated, expressed or implied in the forward-looking information. These risks and uncertainties include risks relating to incorrect assessments of value when making acquisitions, failure to realize expected cost-savings and synergies from acquisitions, increases in debt service charges, colder average weather than anticipated, the loss of key personnel, fluctuations in foreign currency and exchange rates, fluctuations in commodity prices, increasing rates of inflation, inadequate insurance coverage, liability for cash taxes, counterparty risk, compliance with environmental laws and regulations, reduced customer demand, operational risks involving our facilities, force majeure, labour relations matters, our ability to access external sources of debt and equity capital, and the risks identified in (i) this MD&A under “Risk Factors to Superior” and (ii) Superior’s most recent Annual Information Form. The preceding list of assumptions, risks and uncertainties is not exhaustive.

When relying on Superior’s forward-looking information to make decisions with respect to Superior, investors and others should carefully consider the preceding factors, other uncertainties and potential events. Any forward-looking information is provided as of the date of this document and, except as required by law, Superior does not undertake to update or revise such information to reflect new information, subsequent or otherwise. For the reasons set forth above, investors should not place undue reliance on forward-looking information.

Overview of Superior and Basis of Presentation

Superior consists of the following four reportable segments: U.S. Retail Propane Distribution (“U.S. Propane”), Canadian Retail Propane Distribution (“Canadian Propane”), North American Wholesale Propane Distribution (“Wholesale Propane”) and Certarus Ltd. (“Certarus”). The U.S. Propane segment distributes propane gas and liquid fuels primarily in the Eastern United States and California; and, to a lesser extent, the Midwest to residential and commercial customers. The Canadian Propane segment distributes propane gas and liquid fuels across Canada to residential and commercial customers. The Wholesale Propane segment distributes propane gas and other natural gas liquids across Canada and the U.S. to wholesale customers and supplies the majority of propane gas required by the Canadian Propane segment and a portion of the propane gas required by the U.S. Propane segment. Certarus is a comprehensive low carbon energy solution provider engaged in the business of transporting and selling compressed natural gas (“CNG”), renewable natural gas (“RNG”) and hydrogen. Certarus’ principal business is supplying fuel for large-scale industrial and commercial customers in the United States and Canada. Superior acquired all the issued and outstanding shares of Certarus on May 31, 2023.

Effective January 1, 2024, Superior elected to change its presentation currency from Canadian dollars to U.S. dollars. The Company applied the change to a U.S. dollar presentation currency retrospectively and restated the comparative 2023 financial information as if the U.S. dollar had been used as the reporting currency. Amounts denominated in Canadian dollars are denoted with “C\$” immediately prior to the stated amount. In addition, Superior now reports sales volumes for the Propane distribution segments in millions of U.S. gallons instead of litres using the conversion rate of 3.785 litres to a gallon.

HIGHLIGHTS

- Superior’s third quarter Adjusted EBITDA⁽¹⁾ was \$17.4 million, a decrease of \$1.2 million from the prior year quarter Adjusted EBITDA⁽¹⁾ of \$18.6 million. Adjusted EBITDA⁽¹⁾ per share was \$0.06, a decrease of \$0.01 per share from \$0.07 in the prior year quarter.
- Superior is reducing 2024 Adjusted EBITDA growth expectation from ~5% to flat compared to the 2023 Pro Forma Adjusted EBITDA. The downward revision is mainly due to lower-than-expected year-to-date Adjusted EBITDA caused by warm weather and increased competitive pressure at Certarus. In addition, the Capital Expenditure guidance is being reduced from \$230 million to \$190 million for 2024 reflecting a lower level of planned expenditures in the propane businesses and a more cautious approach to capital spend at Certarus in light of recent market dynamics.
- Certarus achieved third quarter Adjusted EBITDA⁽¹⁾ of \$30.3 million, a 15% organic increase from the prior year quarter.
- Effective January 1, 2024, Superior began reporting results in U.S. dollars to improve year over year comparability given foreign exchange rate fluctuations, as the majority of its business activities are denominated in U.S. dollars
- Superior’s Leverage ratio⁽¹⁾ of 4.0x as at September 30, 2024, represents an increase from 3.9x as at December 31, 2023.
- Superior’s Net loss of \$62.0 million in the third quarter improved by \$18.3 million compared to the net loss of \$80.3 million in the prior year quarter due primarily to a higher income tax recovery and lower transaction, restructuring and other costs.

⁽¹⁾ These amounts are Non-GAAP financial measures and/or Non-GAAP ratios, see “Non-GAAP financial measures and reconciliations” on page 26 for more information.

FINANCIAL RESULTS

The following summary contains certain Non-GAAP financial information. See “Non-GAAP Financial Measures and Reconciliations” on page 26 for more information about these measures.

Summary of Adjusted EBITDA

	Three Months Ended		Nine Months Ended	
	September 30		September 30	
<i>(millions of dollars, except per share amounts)</i>	2024	2023	2024	2023
U.S. Propane Adjusted EBITDA ⁽¹⁾	(7.9)	(4.6)	133.3	139.2
Canadian Propane Adjusted EBITDA ⁽¹⁾	1.0	3.2	52.6	62.0
Wholesale Propane Adjusted EBITDA ⁽¹⁾	1.8	1.2	21.7	34.9
Certarus Adjusted EBITDA ^(1,4)	30.3	26.3	109.0	35.8
Adjusted EBITDA from operations ⁽¹⁾	25.2	26.1	316.6	271.9
Corporate operating costs ⁽¹⁾	(7.8)	(7.5)	(20.3)	(19.5)
Adjusted EBITDA ⁽¹⁾	\$17.4	\$18.6	296.3	252.4
Adjusted EBITDA per share ⁽¹⁾⁽²⁾	\$0.06	\$0.07	\$1.06	\$1.00
Adjusted EBITDA per share ⁽¹⁾⁽²⁾	(\$0.03)	(\$0.02)	\$0.79	\$0.75
Dividends declared per common share	C\$0.18	C\$0.18	C\$0.54	C\$0.54
Volumes				
U.S. Propane <i>(millions of gallons)</i>	42	49	236	267
Canadian Propane <i>(millions of gallons)</i>	43	46	188	211
Wholesale Propane <i>(millions of gallons)</i> ⁽³⁾	67	71	252	281
Certarus <i>(thousands of million British thermal units "MMBtu")</i> ⁽⁴⁾	7,039	5,671	22,102	7,706
Leverage ratio ⁽¹⁾			4.0x	3.7x
Capital expenditures	48.3	33.2	116.7	77.5
Proceeds on dispositions	(11.7)	(3.0)	(15.7)	(6.6)
Investment in leased assets	9.6	16.9	20.7	32.1
Net (loss) earnings for the period	(62.0)	(80.3)	(22.1)	(0.2)
Net (loss) earnings per share attributable to Superior - basic and diluted	(\$0.27)	(\$0.34)	(0.15)	(0.06)

⁽¹⁾ These amounts are Non-GAAP financial measures and/or Non-GAAP ratios, see “Non-GAAP financial measures and reconciliations” on page 26 for more information.

⁽²⁾ The weighted average number of shares outstanding for the three and nine months ended September 30, 2024 was 278.6 million (three and nine months ended September 30, 2023 was 278.8 million and 252.4 million respectively). The weighted average number of shares assumes the exchange of the issued and outstanding preferred shares into common shares. There were no other dilutive instruments for the three and nine months ended September 30, 2024 and 2023.

⁽³⁾ Represents sales to third-parties and excludes sales volumes to the Canadian and U.S. Propane segments.

⁽⁴⁾ Certarus Adjusted EBITDA and volumes for the nine months ended September 30, 2023 is from the date of acquisition on May 31, 2023 to September 30, 2023.

Results for the three months ended September 30, 2024

Adjusted EBITDA for the three months ended September 30, 2024 was \$17.4 million, a decrease of \$1.2 million or 6% compared to the prior year quarter Adjusted EBITDA of \$18.6 million. The decrease is primarily due to lower Adjusted EBITDA from operations and to a lesser extent higher corporate costs. Adjusted EBITDA from operations

decreased by \$0.9 million compared to the prior year quarter primarily due to lower Adjusted EBITDA in US Propane and to a lesser extent Canadian Propane partially offset by higher Adjusted EBITDA related to Certarus and to a lesser extent Wholesale Propane.

U.S. Propane Adjusted EBITDA was (\$7.9) million, a decrease of \$3.3 million or 72% primarily due to lower volumes due to lower sales volumes as a result of timing of deliveries and inflationary increases in operating expenses and to a lesser extent the impact of the divestiture in the prior year.

Canadian Propane Adjusted EBITDA was \$1.0 million, a decrease of \$2.2 million or 69% primarily due to the impact of divesting the Northern Ontario assets in the prior year and lower sales volumes due to warmer weather.

Wholesale Propane Adjusted EBITDA was \$1.8 million, an increase of \$0.6 million or 50% primarily due to lower volume related costs and cost savings initiatives.

Certarus Adjusted EBITDA was \$30.3 million, an increase of \$4.0 million or 15% primarily due to the impact of an average higher MSUs asset base compared to the prior year quarter partially offset by pricing pressures from increased competition in the oil and gas segment.

Corporate operating costs were \$7.8 million compared to \$7.5 million in the prior year quarter. The increase is due to higher incentive plan costs in the current period as a result of adopting hedge accounting to reduce volatility caused by fluctuation in the share price partially offset by an insurance provision and onboarding costs related to the change in management in the prior year.

Results for the nine months ended September 30, 2024

Adjusted EBITDA for the nine months ended September 30, 2024 was \$296.3 million, an increase of \$43.9 million or 17% compared to the prior comparable period Adjusted EBITDA of \$252.4 million. The increase is primarily due to higher Adjusted EBITDA from operations and is partially offset by higher corporate costs. Adjusted EBITDA from operations increased by \$44.7 million compared to the prior comparable period primarily due to the acquisition of Certarus on May 31, 2023, partially offset by lower Adjusted EBITDA from operations in the propane distribution segments. Certarus contributed \$109.0 million in Adjusted EBITDA for the nine months ended September 30, 2024.

U.S. Propane Adjusted EBITDA was \$133.3 million, a decrease of \$5.9 million or 4% primarily due to the impact of warmer weather in 2024 on sales volumes and the divestiture in the prior year partially offset by higher average unit margins.

Canadian Propane Adjusted EBITDA was \$52.6 million, a decrease of \$9.4 million or 15% primarily due to the impact of divesting the Northern Ontario assets, and warmer weather partially offset by higher average unit margins and the timing of selling carbon credits.

Wholesale Propane Adjusted EBITDA was \$21.7, a decrease of \$13.2 million or 38% primarily due to weaker market differentials compared to the prior comparable period and decreased sales demand due to the warmer weather.

Certarus Adjusted EBITDA was \$109.0 million, an increase of \$73.2 million primarily due to the impact of the acquisition closing on May 31, 2023 and the comparative figures only representing four months of earnings.

Corporate operating costs were \$20.3 million compared to \$19.5 million in the prior comparable period. The increase is due to higher incentive plan costs in the current period as a result of adopting hedge accounting to reduce volatility caused by fluctuation in the share price partially offset by the impact of management onboarding costs incurred in the prior comparable period related to the change in management in the prior year quarter.

RESULTS OF SUPERIOR'S OPERATING SEGMENTS

Superior's operating segments consists of U.S. Propane, Canadian Propane, Wholesale Propane, Certarus and Corporate.

U.S. PROPANE

U.S. Propane's operating results:

	Three Months Ended September 30		Nine Months Ended September 30	
<i>(millions of dollars)</i>	2024	2023	2024	2023
Revenue	122.8	147.6	714.1	848.0
Cost of Sales	(52.3)	(71.1)	(322.1)	(417.2)
Gross profit	70.5	76.5	392.0	430.8
Realized (loss) gain on derivatives related to commodity risk management ⁽¹⁾	(0.7)	(0.6)	2.5	(18.6)
Adjusted gross profit ⁽²⁾	69.8	75.9	394.5	412.2
SD&A	(111.8)	(113.5)	(360.3)	(380.2)
Add back (deduct):				
Amortization and depreciation included in SD&A ⁽³⁾	29.2	31.6	89.5	98.8
Transaction, restructuring and other costs ⁽³⁾	0.5	1.9	5.3	8.8
Loss (gain) on disposal of assets ⁽³⁾	4.4	(0.5)	4.3	(0.4)
Operating costs ⁽²⁾	(77.7)	(80.5)	(261.2)	(273.0)
Adjusted EBITDA ⁽²⁾	(7.9)	(4.6)	133.3	139.2
Add back (deduct):				
Loss (gain) on disposal of assets ⁽³⁾	(4.4)	0.5	(4.3)	0.4
Transaction, restructuring and other costs ⁽³⁾	(0.5)	(1.9)	(5.3)	(8.8)
Amortization and depreciation included in SD&A ⁽³⁾	(29.2)	(31.6)	(89.5)	(98.8)
Unrealized (loss) gain on derivative financial instruments	(10.1)	16.8	0.2	24.7
Finance expense	(1.5)	(1.7)	(4.7)	(4.9)
(Loss) earnings before income tax	(53.6)	(22.5)	29.7	51.8

⁽¹⁾ Realized gain (loss) on derivatives related to commodity risk management are reconciled to gains (losses) on derivatives and foreign currency translation of borrowings, see "Non-GAAP financial measures and reconciliations" on page 26 for more information.

⁽²⁾ Adjusted Gross Profit, Adjusted EBITDA and Operating Costs are Non-GAAP financial measures. See "Non-GAAP financial measures and reconciliations" on page 26 for more information.

⁽³⁾ The sum of the above amounts and the balances included in the Canadian Propane, Wholesale Propane, Certarus and the Corporate segments are included in SD&A and are disclosed in Note 15 or Note 19 of the unaudited condensed consolidated financial statements as at and for the three and nine months ended September 30, 2024 and 2023.

U.S. Propane Adjusted Gross Profit

	Three Months Ended		Nine Months Ended	
	September 30		September 30	
<i>(millions of dollars)</i>	2024	2023	2024	2023
Propane distribution ⁽¹⁾	65.9	71.1	378.6	415.1
Realized (loss) gain on derivatives related to commodity risk management ⁽¹⁾	(0.7)	(0.6)	2.5	(18.6)
Adjusted gross profit related to propane distribution	65.2	70.5	381.1	396.5
Other services ⁽¹⁾	4.6	5.4	13.4	15.7
Adjusted gross profit ⁽²⁾	69.8	75.9	394.5	412.2

⁽¹⁾ The sum of propane distribution and other services agrees to segment disclosure in the unaudited condensed consolidated financial statements. Realized gain (loss) on derivatives related to commodity risk management are reconciled to gains (losses) on derivatives and foreign currency translation of borrowings, see “Non-GAAP financial measures and reconciliations” on page 26 for more information.

⁽²⁾ Adjusted gross profit from operations is a Non-GAAP financial measure. See “Non-GAAP financial measures and reconciliations” on page 26 for more information.

U.S. Propane Sales Volumes

End-Use Application

	Three Months Ended		Nine Months Ended	
	September 30		September 30	
<i>(millions of gallons)</i>	2024	2023	2024	2023
Residential	17	19	123	138
Commercial	25	30	113	129
Total	42	49	236	267

Volumes by Region ⁽¹⁾

	Three Months Ended		Nine Months Ended	
	September 30		September 30	
<i>(millions of gallons)</i>	2024	2023	2024	2023
Northeast	25	31	153	178
Southeast	8	8	38	38
Midwest	3	3	18	19
West	6	7	27	33
Total	42	49	236	267

⁽¹⁾ Includes propane and other liquid fuels sold in over twenty-four states in the following regions: Northeast region consists of Maine, New Hampshire, Vermont, Massachusetts, Connecticut, Rhode Island, New York, Pennsylvania, New Jersey, Delaware, Maryland, Virginia; Southeast region consists of North Carolina, South Carolina, Georgia, Tennessee, Florida, Alabama; Midwest region consists of Ohio, Michigan, Minnesota; West region consists primarily of California, Arizona and Nevada.

Revenue for the three months ended September 30, 2024 was \$122.8 million, a decrease of \$24.8 million or 17% from the prior year quarter primarily due to the impact of divesting specific less profitable distillate assets in the prior year and to a lesser extent, the impact of warmer weather in 2024 on the timing of deliveries and lower wholesale commodity prices compared to the prior year quarter, partially offset by price increases to offset the impact of inflation.

Total sales volumes were 42 million gallons, a decrease of 7 million gallons or 14% due primarily to divesting specific, less profitable, distillate assets in the prior year and to a lesser extent timing of deliveries. For the three months ended September 30, 2024, average weather, as measured by degree days, across markets where U.S. propane operates was 5% colder than the prior year and 7% colder than the five-year average. Weather variances are much less impactful in the second and third quarters because there is less demand from heating end-use customers. For the nine months ended September 30, 2024, average weather, as measured by degree days, across

markets where U.S. propane operates was 4% warmer than the prior year and 11% warmer than the five-year average.

Adjusted gross profit related to propane distribution for the three months ended September 30, 2024 was \$65.2 million, a decrease of \$5.3 million or 8% from the prior year quarter primarily due the impact of divesting specific, less profitable, distillate assets in the prior year and lower sales volumes partially offset by higher average sales margins.

U.S. Propane average sales margins were \$1.55 per gallon, an increase of 0.11 cents or 8% from \$1.44 per gallon in the prior year quarter primarily due to a higher proportion of propane customers in the customer base and the impact of increased fees to offset the impact of inflation.

Other services gross profit primarily includes equipment rental, installation, repair and maintenance charges. Other services gross profit was \$4.6 million, a decrease of \$0.8 million or 15% over the prior year quarter primarily due to the impact of the heating oil divestiture in the prior year.

Operating costs were \$77.7 million, a decrease of \$2.8 million or 3% over the prior year quarter primarily due to the impact of divesting specific, less profitable, distillate assets in the prior year partially offset by the impact of inflation on costs.

SD&A includes amortization, depreciation gains (losses) on disposals and transaction, restructuring and other costs whereas operating costs exclude these expenses and is used in the determination of Adjusted EBITDA. SD&A was \$111.8 million, a decrease of \$1.7 million or 1% over the prior year quarter. The decrease is consistent with the decrease in operating costs as well as lower transaction, restructuring and other costs partially offset by loss on disposal of assets compared to a gain in the prior comparable period. The loss on disposal of and write-down of assets includes a provision related to damage caused by Hurricane Helene during the quarter. Management is assessing its insurance coverages and when certain a claim can be made will record the expected recovery. This is partially offset by the divestiture of certain non-strategic assets in Minnesota, during the quarter.

Loss before income tax was \$53.6 million, a decrease of \$31.1 million over the prior year quarter loss due to the reasons described above and the impact of an unrealized loss on derivative financial instruments compared to a gain in the prior year quarter.

Financial Outlook

U.S. Propane Adjusted EBITDA in 2024 is anticipated to be consistent with 2023. This is due to the impact of optimizing customer pricing and cost-saving initiatives being offset by the impact of the divestiture in the prior year and the impact of warmer weather experienced in 2024.

In addition to the significant assumptions referred to above, refer to “Forward-Looking Information” and “Risk Factors to Superior” for a detailed review of significant business risks affecting Superior.

CANADIAN PROPANE

Canadian Propane's operating results:

	Three Months Ended September 30		Nine Months Ended September 30	
<i>(millions of dollars)</i>	2024	2023	2024	2023
Revenue	82.8	91.2	376.6	434.0
Cost of Sales	(41.6)	(44.9)	(197.0)	(238.0)
Gross profit	41.2	46.3	179.6	196.0
SD&A	(53.9)	(63.2)	(171.3)	(179.9)
Add back (deduct):				
Amortization and depreciation included in SD&A ⁽¹⁾	13.0	13.6	40.1	40.2
Transaction, restructuring and other costs ⁽¹⁾	0.5	0.2	4.5	0.6
Loss (gain) on disposal of assets ⁽¹⁾	0.2	6.3	(0.3)	5.1
Operating costs ⁽²⁾	(40.2)	(43.1)	(127.0)	(134.0)
Adjusted EBITDA ⁽²⁾	1.0	3.2	52.6	62.0
Add back (deduct):				
(Loss) gain on disposal of assets ⁽¹⁾	(0.2)	(6.3)	0.3	(5.1)
Transaction, restructuring and other costs ⁽¹⁾	(0.5)	(0.2)	(4.5)	(0.6)
Amortization and depreciation included in SD&A ⁽¹⁾	(13.0)	(13.6)	(40.1)	(40.2)
Finance expense	(0.8)	(0.7)	(2.3)	(1.9)
(Loss) earnings before income tax	(13.5)	(17.6)	6.0	14.2

⁽¹⁾ The sum of the above amounts and the balances included in the U.S. Propane, Wholesale Propane, Certarus and Corporate segments are included in SD&A and are disclosed in Note 15 or Note 19 of the unaudited condensed consolidated financial statements as at and for the three and nine months ended September 30, 2024 and 2023.

⁽²⁾ Adjusted EBITDA and Operating Costs are Non-GAAP financial measures. See "Non-GAAP financial measures and reconciliations" on page 26 for more information.

Canadian Propane Gross Profit

	Three Months Ended September 30		Nine Months Ended September 30	
<i>(millions of dollars)</i>	2024	2023	2024	2023
Propane distribution	38.1	43.2	171.2	187.6
Other services	3.1	3.1	8.4	8.4
Gross profit	41.2	46.3	179.6	196.0

Canadian Propane Sales Volumes
Volumes by End-Use Application

	Three Months Ended		Nine Months Ended	
	September 30		September 30	
<i>(millions of gallons)</i>	2024	2023	2024	2023
Residential	4	5	27	31
Commercial	39	41	161	180
Total	43	46	188	211

Volumes by Region⁽¹⁾

	Three Months Ended		Nine Months Ended	
	September 30		September 30	
<i>(millions of gallons)</i>	2024	2023	2024	2023
Western Canada	20	20	90	90
Eastern Canada	17	19	69	89
Atlantic Canada	6	7	29	32
Total	43	46	188	211

⁽¹⁾ Regions: Western Canada region consists of British Columbia, Alberta, Saskatchewan, Manitoba, Yukon, Alaska and Northwest Territories; Eastern Canada region consists of Ontario and Quebec; Atlantic Canada region consists of New Brunswick, Newfoundland & Labrador, Nova Scotia and Prince Edward Island.

Revenue for the three months ended September 30 2024 was \$82.8 million, a decrease of \$8.4 million or 9% from the prior year quarter primarily due to lower sales volumes and to a lesser extent lower wholesale commodity prices and the impact of the stronger U.S. dollar on the translation of Canadian denominated transactions, partially offset by price increases.

Total sales volumes were 43 million gallons, a decrease of 3 million gallons or 6%. For the three months ended September 30, 2024, average weather across Canada, as measured by degree days, was 20% warmer than the prior year and 30% warmer than the five-year average. Western Canada was 19% warmer than the prior year while Eastern Canada was 22% warmer than the prior year. Weather variances are much less impactful in the second and third quarters because there is less demand from heating end-use customers. Residential sales volumes decreased by 1 million gallons due primarily to the warmer weather. Commercial sales volumes decreased by 2 million gallons or 5% primarily due to the impact of the divestiture in the prior year. For the nine months ended September 30, 2024, average weather across Canada, as measured by degree days, was 2% warmer than the prior year and 8% warmer than the five-year average.

Gross profit related to propane distribution for the three months ended September 30, 2024 was \$38.1 million, a decrease of \$5.1 million or 12% from the prior year quarter due to lower sales volumes and to a lesser extent lower average propane sales margins.

Average propane sales margins were \$0.89 per gallon, a decrease of 0.05 cents or 6% from \$0.94 per gallon in the prior year quarter due to the impact of favourable product pricing in the prior year quarter and to a lesser extent the impact of the stronger U.S. dollar on the translation of Canadian denominated transactions partially offset by price increases to offset inflation.

Other services gross profit primarily includes equipment rental, installation, repair and maintenance and customer minimum use charges. Other services gross profit was consistent with the prior year quarter as the impact of the divestiture in the prior year was offset by increased rentals in Western Canada.

Operating costs were \$40.2 million, a decrease of \$2.9 million or 7% compared to the prior year quarter. The decrease in operating costs was primarily due to the impact of the divestiture in the prior year, cost saving initiatives and lower volume related expenses partially offset by the impact of inflation.

SD&A includes amortization, depreciation, gains (losses) on disposals and transaction, restructuring and other costs whereas operating costs exclude these expenses and is used in the determination of Adjusted EBITDA. SD&A was \$53.9 million, a decrease of \$9.3 million over the prior year quarter. The decrease is consistent with the decrease in operating costs and the impact of a larger loss on disposal of assets in the prior year quarter.

Loss before income tax was \$13.5 million, a decrease of \$4.1 million over a loss in the prior year quarter due to the above reasons.

Financial Outlook

Canadian Propane Adjusted EBITDA in 2024 is anticipated to be lower than 2023 primarily due to the divestiture of the Northern Ontario business as a result of the Certarus Acquisition, the impact of warmer weather experienced in 2024 and the impact of inflation on costs, partially offset by higher average margins. The average weather for the remainder of 2024, as measured by degree days, is expected to be consistent with the five-year average.

In addition to the significant assumptions referred to above, refer to “Forward-Looking Information” and “Risk Factors to Superior” for a detailed review of significant business risks affecting Superior.

WHOLESALE PROPANE

Wholesale Propane’s operating results:

	Three Months Ended		Nine Months Ended	
	September 30		September 30	
<i>(millions of dollars)</i>	2024	2023	2024	2023
Revenue	107.3	116.1	504.5	637.3
Cost of Sales	(95.4)	(100.4)	(450.5)	(553.4)
Gross profit	11.9	15.7	54.0	83.9
Realized gain (loss) on derivatives related to commodity risk management ⁽¹⁾	0.3	(2.6)	0.4	(8.9)
Adjusted gross profit ⁽²⁾	12.2	13.1	54.4	75.0
SD&A	(14.0)	(15.4)	(43.9)	(49.9)
Add back (deduct):				
Amortization and depreciation included in SD&A ⁽³⁾	3.2	3.6	10.2	9.5
Transaction, restructuring and other costs ⁽³⁾	0.4	–	0.4	0.4
Loss on disposal of assets ⁽³⁾	–	(0.1)	0.6	(0.1)
Operating costs ⁽²⁾	(10.4)	(11.9)	(32.7)	(40.1)
Adjusted EBITDA⁽²⁾	1.8	1.2	21.7	34.9
Add back (deduct):				
Gain (loss) on disposal of assets ⁽³⁾	–	0.1	(0.6)	0.1
Transaction, restructuring and other costs ⁽³⁾	(0.4)	–	(0.4)	(0.4)
Amortization and depreciation included in SD&A ⁽³⁾	(3.2)	(3.6)	(10.2)	(9.5)
Unrealized (loss) gain on derivative financial instruments	(2.2)	1.8	–	9.3
Finance expense	(0.1)	(0.6)	(0.8)	(0.8)
(Loss) earnings before income tax	(4.1)	(1.1)	9.7	33.6

⁽¹⁾ Realized gain (loss) on derivatives related to commodity risk management are reconciled to gains (losses) on derivatives and foreign currency translation of borrowings, see “Non-GAAP financial measures and reconciliations” on page 26 for more information.

⁽²⁾ Adjusted Gross Profit, Adjusted EBITDA and Operating Costs are Non-GAAP financial measures. See “Non-GAAP financial measures and reconciliations” on page 26 for more information.

⁽³⁾ The sum of the above amounts and the balances included in the U.S. Propane, Canadian Propane, Certarus and Corporate segments are included in SD&A and are disclosed in Note 15 or Note 19 of the unaudited condensed consolidated financial statements as at and for the three and nine months ended September 30, 2024 and 2023.

Wholesale Propane Sales Volumes

	Three Months Ended September 30		Nine Months Ended September 30	
<i>(millions of gallons)</i>	2024	2023	2024	2023
Third party sales volumes				
United States	59	63	210	244
Canada	8	8	42	36
	67	71	252	280
Sales volumes to the Canadian Propane and US Propane segments	50	52	219	245
Total	117	123	471	525

Revenue for the three months ended September 30 2024 was \$107.3 million, a decrease of \$8.8 million or 8% from the prior year quarter primarily due to lower sales volumes and lower commodity prices.

Total third-party sales volumes were 67 million gallons, a decrease of 4 million gallons or 6% from the prior year quarter, primarily due to less demand as a result of warmer weather.

Adjusted gross profit was \$12.2 million, a decrease of \$0.9 million or 7% from the prior year quarter primarily due to the impact of lower sales volumes.

Average propane sales margins, including the impact of sales to other divisions, was 10.4 cents per gallon, a slight decrease of 0.3 cents or 3% from 10.7 cents per gallon in the prior year quarter.

Operating costs were \$10.4 million, a decrease of \$1.5 million or 13% compared to the prior year quarter primarily due to lower volume related costs and to a lesser extent cost savings associated with the completion of integrating a prior acquisition, partially offset by the impact of inflation.

SD&A includes amortization, depreciation, gains (losses) on disposals and transaction, restructuring and other costs whereas operating costs exclude these expenses and is used in the determination of Adjusted EBITDA. SD&A for the three months ended September 30 2024 was \$14.0 million, a decrease of \$1.4 million or 9% over the prior year quarter. The decrease in SD&A was consistent with the decrease in operating costs.

Loss before income tax was \$4.1 million, an increase of \$3.0 million over the prior year quarter loss of \$1.1 million, for the above reasons and the impact of an unrealized loss on derivatives in the current year quarter compared to a gain in the prior year quarter.

Financial Outlook

Wholesale Propane Adjusted EBITDA in 2024 is anticipated to be lower than 2023 due primarily to lower unit margins as a result of the strong market fundamentals realized in 2023. The average weather for the remainder of 2024, as measured by degree days, is anticipated to be consistent with the five-year average.

In addition to the significant assumptions referred to above, refer to “Forward-Looking Information” and “Risk Factors to Superior” for a detailed review of significant business risks affecting Superior.

CERTARUS

Certarus' operating results for the three and nine months ended September 30, 2024 and from the date of acquisition, May 31, 2023, to September 30, 2023 are as follows:

<i>(millions of dollars except per MSU amounts)</i>	Three months ended		September 30		Nine months ended		September 30		Date of acquisition
	2024	2023	2024	2023	2024	2023	2024	2023	to September 30 2023
		\$ per MSU ⁽¹⁾		\$ per MSU		\$ per MSU ⁽¹⁾		\$ per MSU ⁽¹⁾	
Revenue	93.4	119	91.4	139	319.0	418	124.9	190	
Cost of Sales	(7.9)	(10)	(14.5)	(22)	(35.1)	(46)	(19.5)	(30)	
Gross profit	85.5	109	76.9	117	283.9	372	105.4	160	
SD&A	(74.2)	(95)	(70.2)	(107)	(231.2)	(303)	(96.8)	(148)	
Add back (deduct):									
Amortization and depreciation in SD&A	19.1	24	20.1	31	55.9	73	26.3	40	
Transaction, restructuring and other costs	0.5	1.0	0.2	—	0.5	1	0.4	1	
Loss on disposal of assets	(0.6)	(1.0)	(0.7)	(1)	(0.1)	-	0.5	1	
Operating costs ⁽¹⁾	(55.2)	(71)	(50.6)	(77)	(174.9)	(229)	(69.6)	(106)	
Adjusted EBITDA ⁽¹⁾	30.3	38.0	26.3	40	109.0	143	35.8	54	
Add back (deduct):									
Loss on disposal of assets	0.6	1	0.7	1	0.1	-	(0.5)	(1)	
Transaction, restructuring and other costs	(0.5)	(1)	(0.2)	—	(0.5)	(1)	(0.4)	(1)	
Amortization and depreciation in SD&A	(19.1)	(24)	(20.1)	(31)	(55.9)	(73)	(26.3)	(40)	
Unrealized gain on foreign currency translation	0.1	—	—	—	0.7	1	—	—	
Finance expense	(0.3)	—	3.2	5	(1.0)	(1)	3.2	5	
Earnings before income tax	11.1	14	9.9	15	52.4	69	11.8	17	

⁽¹⁾ Adjusted EBITDA, Operating Costs and per mobile storage unit ("MSU") amounts are Non-GAAP financial measures. See "Non-GAAP financial measures and reconciliations" on page 26 for more information.

Certarus Gross Profit

<i>(millions of dollars)</i>	Three Months Ended		September 30		Nine Months Ended		September 30		Date of Acquisition
	2024	2023	2024	2023	2024	2023	2024	2023	to September 30 2023
Direct gas distribution	68.2	59.3	218.0	81.6					
Ancillary services	17.3	17.6	65.9	23.8					
Gross profit	85.5	76.9	283.9	105.4					

Certarus Sales Volumes
Volumes by Region

	Three Months Ended		Nine Months Ended		Date of Acquisition to
	September 30		September 30		September 30
<i>(thousands of MMBtu)</i>	2024	2023	2024	2023	
United States	5,992	4,803	18,056	6,527	
Canada	1,047	868	4,046	1,179	
Total	7,039	5,671	22,102	7,706	

Revenue for the three months ended September 30, 2024 was \$93.4 million, an increase of \$2.0 million from the prior year quarter, primarily due to the impact of a higher average MSU base compared to the prior year quarter partially offset by pricing pressure experienced primarily in Texas. Included in revenue is sales related to natural gas distribution and ancillary services which consists of equipment rentals, standby services and take-or-pay arrangements. Cost of sales primarily consists of the cost of the commodity being distributed and excludes distribution costs, vehicle costs, salaries and wages and other costs related to the operations of the various satellite locations. These costs are included in operating costs and SD&A.

Gross profit for the three months ended September 30, 2024 was \$85.5 million an increase of \$8.6 million from the prior year quarter primarily due to the impact of higher average MSU base compared to the prior year quarter. Total sales volumes for the three months ended September 30, 2024 was 7,039 MMBtu resulting in an average direct natural gas distribution sales margin of \$9.69 per MMBtu compared to \$10.46 per MMBtu in the prior year quarter. The decrease is due to pricing pressure from increased competition in the oil and gas segment.

Natural gas is purchased at spot rates, which are the daily rates in effect at the time of purchase and are quoted in relation to a physical location. The change in product costs period-over-period generally trend with the change in natural gas commodity prices for the same period. Certarus has the ability to quickly adjust pricing on short-term contracts and has contractual mechanisms in place to either flow through the excess cost of natural gas once a certain index threshold is exceeded or have the entire index price of natural gas as a flow through to the customer. These arrangements provide price protection to Certarus in a volatile natural gas price environment.

Certarus delivers to its customers safely and cost effectively through its platform of MSUs. As at September 30, 2024 Certarus had 797 MSUs, an increase of 68 MSUs from December 31, 2023.

Operating costs for the three months ended September 30, 2024 was \$55.2 million an increase of \$4.6 million from the prior year quarter primarily due to the impact of a higher average MSU base compared to the prior year quarter partially offset by operating efficiencies as operating costs on a per MSU basis decreased approximately 5%. Operating costs include the cost to operate various satellite locations, distribute natural gas from the pipeline to the customer, vehicle costs and all other selling and administrative costs.

SD&A includes amortization, depreciation, gains (losses) on disposals and transaction, restructuring and other costs whereas operating costs exclude these expenses and is used in the determination of Adjusted EBITDA. SD&A for the three months ended September 30, 2024 was \$74.2 million an increase of \$4.0 million from the prior year quarter primarily due to the increase in operating costs.

Earnings before income tax was \$11.1 million, an increase of \$1.2 million over the prior year quarter earnings before tax of \$9.9 million for the aforementioned reason partially offset by increased finance costs as a result of a gain recorded as a result of a debt modification in the prior year quarter.

Financial Outlook

Certarus' Adjusted EBITDA for 2024 is anticipated to be higher than its Pro Forma Adjusted EBITDA in 2023 as a result of the continued investment in the segment. Superior estimates that Certarus' average MSU count will increase to approximately 775 MSUs in 2024.

In addition to the significant assumptions referred to above, refer to "Forward-Looking Information" and "Risk Factors to Superior" for a detailed review of significant business risks affecting Superior.

CORPORATE OPERATING COSTS

A reconciliation between corporate SD&A and corporate operating costs for the three and nine months ended September 30, 2024 and 2023 is as follows:

	Three months ended September 30		Nine months ended September 30	
	2024	2023	2024	2023
Corporate SD&A	(5.7)	(13.9)	(19.3)	(40.4)
Add back (deduct):				
Amortization and depreciation included in SD&A ⁽¹⁾	0.3	-	0.5	0.4
Transaction, restructuring and other costs ⁽¹⁾	0.1	6.4	1.5	20.5
Unrealized gain on equity hedges	(2.5)		(3.0)	-
Corporate operating costs ⁽²⁾	(7.8)	(7.5)	(20.3)	(19.5)

⁽¹⁾ The sum of the above amounts and the balances included in the U.S. Propane, Canadian Propane, Certarus and the Corporate segments are included in SD&A and are disclosed in Note 15 or Note 19 of the unaudited condensed consolidated financial statements as at and for the three and nine months ended September 30, 2024 and 2023.

⁽²⁾ Operating costs are Non-GAAP financial measures. See "Non-GAAP financial measures and reconciliations" on page 26 for more information.

Corporate operating costs for the three months ended September 30, 2024 were \$7.8 million an increase of \$0.3 million compared to \$7.5 million in the prior year quarter. The increase is primarily due to higher long-term incentive plan costs as a result of adopting hedge accounting offset by the impact of an insurance provision and certain on-boarding costs associated with the change in senior management in the prior year quarter.

Corporate operating costs included in Adjusted EBITDA exclude depreciation, amortization and transaction, restructuring and other costs and includes the unrealized loss (gain) on equity hedges. Corporate SD&A was \$5.7 million for the three months ended September 30, 2024, a decrease of \$8.2 million from \$13.9 million in the prior year quarter primarily due to lower transaction, restructuring and other costs and lower long-term incentive plan costs as a result of a decrease in Superior's share price.

CONSOLIDATED CAPITAL EXPENDITURE SUMMARY

Superior's capital expenditures are as follows:

	Three Months Ended		Nine Months Ended	
	September 30		September 30	
<i>(millions of dollars)</i>	2024	2023	2024	2023
U.S. Propane	5.5	6.2	19.2	27.9
Canadian Propane	7.3	10.9	19.8	25.5
Wholesale Propane	0.4	0.3	0.5	3.2
Certarus	35.1	15.8	77.2	20.9
Purchase of property, plant and equipment and intangible assets	48.3	33.2	116.7	77.5
Proceeds on disposition of assets	(11.7)	(3.0)	(15.7)	(6.6)
<i>Total net capital expenditures</i>	36.6	30.2	101.0	70.9
Investment in leased vehicles ⁽¹⁾	4.5	8.5	14.1	17.6
Investment in other leased assets ⁽¹⁾	5.1	8.4	6.6	14.5
Total expenditures including leases	46.2	47.1	121.7	103.0

⁽¹⁾ The sum of the leases is disclosed as additions in Note 11 of the unaudited condensed consolidated financial statements.

Total capital expenditures were \$48.3 million for the three months ended September 30, 2024 compared to \$33.2 million in the prior year quarter. The increase is primarily due to timing of receipt of MSUs and ancillary equipment by Certarus and is partially offset by reduced spending by U.S. Propane and Canadian Propane. Capital expenditures related to the Propane segments decreased by \$4.2 million primarily due to increased capital discipline.

Proceeds on disposition of assets were \$11.7 million for the three months ended September 30, 2024 compared to \$3.0 million in the prior year quarter primarily due to proceeds received from divesting under utilized assets.

Superior entered into \$4.5 million of leased vehicles for the three months ended September 30, 2024 compared to \$8.5 million in the prior year quarter primarily due to timing of vehicle receipts and a continued emphasis on efficient capital utilization. Other leased assets of \$5.1 million for the three months ended September 30, 2024 changed from the prior year quarter primarily due to timing of renewing property leases.

Capital expenditures were funded from a combination of operating cash flow and borrowings under the revolving-term bank credit facilities and credit provided through lease liabilities.

TRANSACTION, RESTRUCTURING AND OTHER COSTS

Superior's transaction, restructuring and other costs have been categorized together and excluded from segmented results.

For the three months ended September 30, 2024, Superior incurred \$2.0 million in costs related to the continued integration of acquisitions completed in the prior years. The costs incurred in the prior year quarter of \$8.7 million relate primarily to the acquisition of Certarus and to a lesser extent integration of prior acquisitions.

FINANCIAL OVERVIEW - GAAP FINANCIAL INFORMATION

Condensed Consolidated Statements of Net Earnings

	Three Months Ended September 30		Nine Months Ended September 30	
<i>(millions of USD dollars, except per share amounts)</i>	2024	2023 ⁽¹⁾	2024	2023 ⁽¹⁾
Revenue	359.4	395.5	1,680.0	1,757.2
Cost of sales (includes products and services)	(150.3)	(180.1)	(770.5)	(941.1)
Gross profit	209.1	215.4	909.5	816.1
Expenses				
Selling, distribution and administrative costs ("SD&A")	(259.6)	(276.2)	(826.0)	(747.2)
Finance expense	(27.2)	(23.5)	(80.1)	(64.5)
(Loss) gain on derivatives and foreign currency translation of borrowings	(9.2)	(12.8)	(22.5)	(0.3)
	(296.0)	(312.5)	(928.6)	(812.0)
(Loss) Earnings before income taxes	(86.9)	(97.1)	(19.1)	4.1
Income tax recovery (expense)	24.9	16.8	(3.0)	(4.3)
Net loss for the period	(62.0)	(80.3)	(22.1)	(0.2)
Net loss attributable to:				
Superior	(66.7)	(85.0)	(36.2)	(14.3)
Non-controlling interest	4.7	4.7	14.1	14.1
Net loss per share attributable to Superior				
Basic and diluted	(0.27)	(0.34)	(0.15)	(0.06)
Cash flows from operating activities	4.5	39.1	249.9	377.8
Cash flows from operating activities, per share⁽²⁾	0.02	0.14	0.90	1.50

⁽¹⁾ Restated, see Note 2(a) of the unaudited Condensed Consolidated Financial Statements as at and for the three and nine months ended September 30, 2024.

⁽²⁾ The weighted average number of shares outstanding for the the three and nine months ended September 30, 2024 was 278.6 million (three and nine months ended September 30, 2023 was 278.8 million and 252.4 million). The weighted average number of shares assumes the exchange of the issued and outstanding preferred shares into common shares. There were no other dilutive instruments for the three and nine months ended September 30, 2024 and 2023.

Below is GAAP financial information not disclosed in Superior's operating segments for three months ended September 30, 2024.

Net loss for the three months ended September 30, 2024 was \$62.0 million, compared to a net loss of \$80.3 million in the prior year quarter. In addition to fluctuations in segment profit and loss, the decrease in net loss is primarily due to a higher income tax recovery and lower transaction, restructuring and other costs. Basic and diluted loss per share attributable to Superior was \$0.27 per share, a decrease of \$0.07 from \$0.34 per share in the prior year quarter. The increase in earnings per share is due to higher net earnings in the period, and to a lesser extent, the impact from the decrease in the weighted average shares outstanding.

Finance expense was \$27.2 million, an increase of \$3.7 million or 16% from \$23.5 million in the prior year quarter. The increase is primarily due to the impact of a gain recorded in the prior year quarter as a result of a modification of a debt assumed as part of the Certarus acquisition.

Gain (loss) on derivative and foreign currency translation of borrowings consists of unrealized gains (losses) on derivative financial instruments and foreign currency translation of borrowings, net of realized gains (losses) on derivative financial instruments and realized gains (losses) on settlement of U.S. denominated borrowings. The loss on derivatives and foreign currency translation of borrowings was \$9.2 million for the three months ended September 30, 2024, compared to a loss of \$12.8 million in the prior year quarter. The change is primarily due to changes in market prices of commodities, timing of maturities of underlying financial instruments and changes in foreign exchange rates relative to amounts hedged. For additional details, refer to Note 12 in unaudited condensed consolidated financial statements.

Below is GAAP financial information not disclosed in Superior's operating segments for the nine months ended September 30, 2024.

Net loss for the nine months ended September 30, 2024 was \$22.1 million, compared to a net loss of \$0.2 million in the prior comparable period. The increase in net loss is primarily due to an unrealized gain on financial and non-financial derivatives in the prior year compared to an unrealized loss in the current year and lower gross profit in the propane distribution segment partially offset by the impact of the Certarus acquisition. Basic and diluted loss per share attributable to Superior was \$ (0.15) per share, a decrease of \$0.08 from \$ (0.06) per share in the prior year quarter. The decrease in earnings per share is due to lower net earnings in the period, and the impact from the increase in the weighted average shares outstanding.

Finance expense for the nine months ended September 30, 2024 was \$80.1 million, an increase of \$15.6 million or 24% from \$64.5 million in the prior comparable period. The increase is primarily due to higher average debt balances and, to a lesser extent, higher average interest rates in the quarter and the impact of a gain recorded in the prior year quarter as a result of a modification of a debt assumed as part of the Certarus acquisition. Average debt balances were higher as a result of closing the Certarus acquisition on May 31, 2023.

Gain (loss) on derivative and foreign currency translation of borrowings consists of unrealized gains (losses) on derivative financial instruments and foreign currency translation of borrowings, net of realized gains (losses) on derivative financial instruments and realized gains (losses) on settlement of U.S. denominated borrowings. The loss on derivatives and foreign currency translation of borrowings for the nine months ended September 30, 2024 was \$22.5 million a decrease of \$22.2 million compared to a loss of \$0.3 million in the prior comparable period. The change is primarily due to changes in market prices of commodities, timing of maturities of underlying financial instruments and changes in foreign exchange rates relative to amounts hedged. For additional details, refer to Note 11 in unaudited condensed consolidated financial statements. As a result of the change in reporting currency from Canadian dollars to U.S. dollars Superior has stopped hedging its U.S. denominated based EBITDA and has therefore, excluded the \$4.1 million realized loss on foreign currency contracts from Adjusted EBITDA for the nine months ended September 30, 2024 (2023 - \$2.4 million).

INCOME TAXES

Consistent with prior periods, Superior recognizes a provision for income taxes for its subsidiaries that are subject to current and deferred income taxes, including Canadian, U.S., Hungarian and Luxembourg income tax.

Total income tax recovery for the three months ended September 30, 2024 was \$24.9 million, comprised of \$5.1 million in current income tax expense and \$30.0 million in deferred income tax recovery. This compares to a total income tax recovery of \$16.8 million in the prior year quarter, which consisted of a current income tax expense of \$8.5 million and \$25.3 million deferred income tax recovery.

Current income tax expense for the three months ended September 30, 2024 was \$5.1 million (2023 – \$8.5 million), consisting of income taxes in Canada of \$1.7 million (2023 – \$2.4 million), in the U.S. of \$2.9 million (2023 – \$4.4 million) and in Hungary of \$0.6 million (2023 – \$1.6 million). Deferred income tax recovery for the three months ended September 30, 2024 was \$30.0 million (2023 – \$25.3 million recovery), resulting in a net deferred income tax liability of \$128.2 million as at September 30, 2024.

LIQUIDITY AND CAPITAL RESOURCES

Debt Management Update

Superior's Leverage Ratio as at September 30, 2024 was 4.0x, compared to 3.9x at December 31, 2023. The decrease in the Leverage Ratio was due to lower Pro forma Adjusted EBITDA.

Net Debt, Pro forma Adjusted EBITDA and Leverage Ratio are Non-GAAP measures, see "Non-GAAP financial measures and reconciliations" on page 26.

Borrowing

Superior's revolving syndicated bank facilities ("revolving credit facilities"), senior unsecured notes, lease obligations, deferred consideration and other debt (collectively "borrowing") before deferred financing fees was \$1,668.0 million as at September 30, 2024, a decrease of \$42.6 million from \$1,710.6 million as at December 31, 2023. The decrease is primarily due to the seasonality of working capital and is partially offset by the impact of the weaker Canadian dollar on the translation of Canadian denominated debt.

Superior's total and available sources of credit as at September 30, 2024 are detailed below:

<i>(millions of dollars)</i>	Total Amount	Borrowing	Letters of Credit Issued	Amount Available
Revolving credit facilities ⁽¹⁾	961.2	672.5	11.3	277.4
Senior unsecured notes ⁽¹⁾	969.7	969.7	—	—
Deferred consideration and other	25.8	25.8	—	—
Lease liabilities	169.2	169.2	—	—
Total	2,125.9	1,837.2	11.3	277.4

⁽¹⁾ The revolving credit facilities, including the existing and the new credit facility, and the senior unsecured notes balances are presented before deferred financing fees, see Note 10 of the unaudited condensed consolidated financial statements. The total amount that can be borrowed under the revolving credit facilities is \$961.2 million (C\$1,300 million) and the available amount as of September 30, 2024 is \$277.4 million (C\$375.2 million).

Net Working Capital

Consolidated net working capital (deficit) was (\$105.8) million as at September 30, 2024, an increased deficit of \$65.3 million from a deficit of (\$40.5) million as at December 31, 2023. The decrease from December 31, 2023 is primarily due to the timing of customer payments and to a lesser extent change in inventory. Net working capital is defined in the unaudited condensed consolidated financial statements and notes thereto as at and for the three and nine months ended September 30, 2024 and 2023. See Note 19 of the unaudited condensed consolidated financial statements.

Compliance

In accordance with the credit facility, Superior must maintain certain covenants and ratios that represent Non-GAAP financial measures. Superior was in compliance with its lender covenants as at September 30, 2024, and the covenant details are found in the credit facility documents filed in www.sedarplus.ca.

Pension Plans

As at September 30, 2024, Superior's defined benefit pension plans had an estimated net defined benefit going concern surplus of approximately \$4.0 million (December 31, 2023 – surplus \$3.7 million) and a net pension solvency surplus of approximately \$4.1 million (December 31, 2023 – surplus \$4.0 million). Funding requirements by applicable pension legislation are based upon going concern and solvency actuarial assumptions.

Contractual Obligations and Other Commitments⁽¹⁾

	October 1 to September 30						
	Current	2026	2027	2028	2029	Thereafter	Total
Borrowings before deferred financing fees and discounts ⁽²⁾	7.4	5.6	675.1	370.3	600.5	9.1	1,668.0
Lease liabilities ⁽³⁾	51.8	28.6	25.4	18.1	9.9	35.4	169.2
Interest payments on borrowings and lease liabilities ⁽⁴⁾	97.0	95.3	83.0	43.3	16.5	4.9	339.9
Non-cancellable, low-value, short-term leases and leases with variable lease payments ⁽³⁾	3.4	0.1	0.1	—	—	—	3.6
Certarus capital, transmission and other commitments	21.8	5.1	0.3	0.3	0.3	—	27.8
Equity derivative contracts ⁽²⁾	28.4	6.7	—	—	—	—	35.1
US dollar foreign currency forward sales contracts ⁽²⁾	28.3	1.0	—	—	—	—	29.3
Propane, WTI, heating oil, diesel and natural gas purchase and sale contracts ⁽¹⁾⁽²⁾	122.3	10.4	-	—	—	—	132.7

⁽¹⁾ Does not include the impact of financial derivatives.

⁽²⁾ See Notes 10 and 12 of the September 30, 2024 unaudited condensed consolidated financial statements.

⁽³⁾ See Note 11 of the September 30, 2024 unaudited condensed consolidated financial statements. Operating leases comprise Superior's off-balance-sheet obligations and are contracts that do not meet the definition of a lease under IFRS 16 or are exempt.

⁽⁴⁾ Estimated based on interest rates, foreign exchange rates and outstanding balances as of September 30, 2024 and assumes the settlement of debt will occur on each instruments respective maturity date.

In addition to the commitments mentioned above, Superior has entered into purchase orders and contracts during the normal course of business related to commodity purchase obligations transacted at market prices. Furthermore, Superior has entered into purchase agreements that require it to purchase minimum amounts or quantities of propane and other natural gas liquids over certain time periods which vary but are generally for one year. Superior has generally exceeded such minimum requirements in the past and expects to continue doing so for the foreseeable future. Failure to satisfy the minimum purchase requirements could result in the termination of contracts, change in pricing and/or payments to the applicable supplier.

Superior's contractual obligations are considered normal operating commitments and do not include the impact of mark-to-market fair values on financial and non-financial derivatives. Superior expects to fund these obligations through a combination of cash flows from operations and proceeds on revolving term bank credit facilities. Superior's financial instruments' sensitivities are consistent as at September 30, 2024 and December 31, 2023. In the normal course of business, Superior is subject to lawsuits and claims. Superior believes the resolution of these matters will not have a material adverse effect, individually or in the aggregate, on Superior's liquidity, consolidated financial position or results of operations. Superior records costs as they are incurred or when they become determinable.

SHAREHOLDERS' CAPITAL

As at September 30, 2024, the following shares were issued and outstanding:

	Common shares		Preferred shares	
	Issued number (Millions)	Share capital	Issued number (Millions)	Equity attributable to NCI
Balance as at December 31, 2023	248.6	\$2,712.2	0.3	\$260.0
Balance as at September 30, 2024	248.6	\$2,712.2	0.3	\$260.0

Superior has a normal course issuer bid (the “NCIB”) with respect to its common shares which commenced on November 10, 2023 and will terminate on the earlier of November 9, 2024, the date Superior has purchased the maximum number of common shares permitted under the NCIB or the date on which Superior terminates the NCIB in accordance with its terms. The NCIB permits the purchase of up to 12,427,942 common shares, such amount representing 5% of the 248,558,857 common shares issued and outstanding as at October 27, 2023, by way of normal course purchases effected through the facilities of the TSX and/or alternative trading platforms. The NCIB is subject to additional standard regulatory requirements. Furthermore, subject to certain exemptions for block purchases, the maximum number of common shares that Superior may acquire on any one trading day is 201,908 common shares, such amount representing 25% of the average daily trading volume of the common shares of 807,635 for the six calendar months prior to the start of the NCIB. All common shares purchased by Superior under the NCIB will be cancelled.

DIVIDENDS

Dividends Declared to Common Shareholders

Dividends declared to Superior’s common shareholders depend on its cash flow from operating activities with consideration for Superior’s changes in working capital requirements, investing activities and financing activities. See “Summary of Adjusted EBITDA” for 2024 above, and “Summary of Cash Flow” for additional details.

Dividends declared to common shareholders for the three and nine months ended September 30, 2024 were \$32.9 million and \$ 98.6 million respectively or 0.13 and \$0.40 per common share respectively (C\$0.18 per common share) compared to \$33.4 million and 93.6 million (C\$0.18 per common share) in the prior period. The increase was due primarily to the issuance of common shares issued in accordance with the Certarus Acquisition. Dividends to shareholders are declared at the discretion of Superior’s Board of Directors.

Superior has a Dividend Reinvestment and Optional Share Purchase Plan (“DRIP”) that is currently suspended and will remain in place should Superior elect to reactivate the DRIP, subject to regulatory approval, at a future date.

Dividends Declared to Preferred Shareholders

Dividends declared to preferred shareholders for the three and nine months ended September 30, 2024 were \$4.7 million and \$14.1 million respectively or \$18.1 per preferred share (three and nine months ended September 30, 2023 - \$4.7 million and \$14.1 million respectively or \$18.1 per preferred share).

SUMMARY OF CASH FLOW

Superior's primary sources and uses of cash are detailed below:

	Three Months September 30		Nine Months Ended September 30	
<i>(millions of dollars)</i>	2024	2023	2024	2023
Cash flows from operating activities	4.5	39.1	249.9	377.8
Cash flows used in investing activities	(36.6)	(30.2)	(101.0)	(319.0)
Cash flows from (used in) financing activities	19.2	(21.5)	(162.2)	(72.0)
Net increase in cash and cash equivalents	(12.9)	(12.7)	(13.3)	(13.3)
Cash and cash equivalents, beginning of the period	30.0	43.1	30.7	43.1
Effect of translation of foreign currency-denominated cash and cash equivalents	0.1	(0.5)	(0.2)	0.1
Cash and cash equivalents, end of the period	17.2	29.9	17.2	29.9

Cash flows from operating activities for the three months ended September 30, 2024 was \$4.5 million, a decrease of \$34.6 million from the prior year quarter, primarily due to a lower change in non-cash operating working capital.

Cash used in investing activities were \$36.6 million, an increase of \$6.4 million from the prior year quarter due primarily due to investments in the Certarus business partially offset by increased proceeds on disposal of assets.

Cash flows from (used in) financing activities were \$19.2 million, an increase of \$40.7 million from the prior year quarter, primarily due to lower advances under the credit facility and payments made to repurchase Superior's common shares in the prior year quarter.

FINANCIAL OUTLOOK

Superior is reducing its 2024 Adjusted EBITDA growth target from ~5% to flat compared to 2023 Pro Forma Adjusted EBITDA. The downward revision is mainly due to lower-than-expected year-to-date Adjusted EBITDA caused by warmer weather in 2024 and increased competitive pressure at Certarus.

Achieving Superior's Adjusted EBITDA depends on the operating results of its segments. In addition to the operating results of Superior's segments, the significant assumptions underlying the achievement of Superior's 2024 guidance are consistent with those disclosed in the MD&A for the year ended December 31, 2023.

FINANCIAL INSTRUMENTS – RISK MANAGEMENT

Financial and non-financial derivatives are used by Superior to manage its exposure to fluctuations in foreign currency exchange rates, interest rates, share-based compensation and commodity prices. Superior assesses the inherent risks of these instruments by grouping derivative and non-financial derivatives related to the exposures these instruments mitigate. Superior's policy is not to use derivative or non-financial derivative instruments for speculative purposes. Superior does not formally designate its derivatives as hedges and, as a result, Superior does not apply hedge accounting to all derivative instruments and is required to designate the majority of its derivatives and non-financial derivatives as held for trading with the exception of certain long-term incentive plan instruments.

Effective January 1, 2024, Superior changed its reporting currency from Canadian dollars to U.S. dollars. As a result, Superior will no longer hedge its U.S dollar EBITDA exposure as the foreign currency exchange risk will be significantly reduced. Subsequent to the 2023 year-end, Superior entered into foreign currency forward contracts and options to offset the below notional amounts. As a result of this change the realized gains (losses) on these instruments are excluded from Adjusted EBITDA.

As at September 30, 2024, a summary of the net notional amounts of Superior's U.S. dollar forward contracts and options and the offsetting amounts for the rolling twelve months is provided in the table below.

	Current	2026	2027	2028	2029	Thereafter	Total
USD-foreign currency forward sales							
Contracts, net	28.3	1.1	–	–	–	–	29.4
Net average external US\$/CDN\$ exchange rate	1.33	1.34	1.33	–	–	–	1.33

For additional details on Superior's financial instruments, including the amount and classification of gains and losses recorded, summary of fair values, notional balances, effective rates and terms, and significant assumptions used in the calculation of the fair value of Superior's financial instruments, see Note 12 to the unaudited condensed consolidated financial statements for the three and nine months ended September 30, 2024.

DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROLS OVER FINANCIAL REPORTING

Disclosure controls and procedures (DC&P) are designed by or under the supervision of Superior's President and Chief Executive Officer (CEO) and the Chief Financial Officer (CFO) in order to provide reasonable assurance that all material information relating to Superior is communicated to them by others in the organization as it becomes known and is appropriately disclosed as required under the continuous disclosure requirements of securities legislation and regulation. In essence, these types of controls are related to the quality, reliability and transparency of financial and non-financial information that is filed or submitted under securities legislation and regulation. The CEO and CFO are assisted in this responsibility by a Disclosure Committee, which is composed of senior leadership of Superior. The Disclosure Committee has established procedures so that it becomes aware of any material information affecting Superior in order to evaluate and discuss this information and determine the appropriateness and timing of its public release.

Internal Controls over Financial Reporting (ICFR) are also designed by or under the supervision of Superior's CEO and CFO and effected by Superior's Board of Directors, management and other personnel in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. A control system, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that its objectives are met. Due to inherent limitations in all such systems, no evaluation of controls can provide absolute assurance that all control issues within a company have been detected. Accordingly, Superior's disclosure controls and procedures are designed to provide reasonable, not absolute, assurance that the objectives of the corporation's disclosure control system are met.

Changes in Internal Controls over Financial Reporting

No changes were made in Superior's ICFR that have materially affected, or are reasonably likely to materially affect, Superior's ICFR in the nine months ended September 30, 2024. However, management continues the process of harmonizing and integrating acquired businesses on to Superior's existing information technology platform.

Effectiveness

An evaluation of the design effectiveness of Superior's DC&P and ICFR was conducted as at September 30, 2024 by and under the supervision of Superior's management, including the CEO and CFO. Based on this evaluation, the CEO and CFO have concluded that Superior's DC&P and ICFR were designed effectively as at September 30, 2024.

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

Superior's audited consolidated financial statements were prepared in accordance with IFRS. The significant accounting policies are described in the audited consolidated financial statements for the year ended December 31, 2023, except for changes disclosed below. Certain of these accounting policies, as well as estimates made by management in applying such policies, are recognized as critical because they require management to make subjective or complex judgments about matters that are inherently uncertain. Superior's critical accounting

estimates relate to the allowance for doubtful accounts, employee future benefits, deferred income tax assets and liabilities, the valuation of financial and non-financial derivatives, asset impairments, estimating liabilities under the cap and trade programs, the translation of the January 1, 2023 opening retained earnings and cumulative translation adjustment on the transition to a US dollar presentation currency and estimating the incremental borrowing rate on leases.

Changes in Accounting Policies and Disclosures

Amendments to IAS 1, Presentation of Financial Statements ("IAS 1")

Adopted January 1, 2024, IAS 1 clarifies the requirements for classifying liabilities as current or non-current and introduces additional disclosures of material information that enables users of financial statements to comprehend the risk that non-current liabilities with covenants may become payable within the next twelve months. The amendment has been applied retrospectively and had no material impact on the condensed consolidated financial statements.

Amendment to IFRS 16, Leases ("IFRS 16")

Adopted January 1, 2024, IFRS 16 specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognize any amount of the gain or loss that relates to the right of use it retains. This amendment has been applied retrospectively and had no material impact on the condensed consolidated financial statements.

Amendments to IAS 7, Statement of Cash Flows and IFRS 7, Financial Instruments: Disclosures

Adopted January 1, 2024, these standards clarify the characteristics of supplier finance arrangements and require certain disclosures of these arrangements, intended to assist users of financial statements in understanding their impacts on the companies' liabilities and cash flows. This amendment has been applied retrospectively and had no material impact on the condensed consolidated financial statements.

Presentation Currency

Effective January 1, 2024, Superior elected to change its presentation currency from Canadian dollars to U.S. dollars. The comparative financial statements were translated as if the U.S. dollar had been used as the reporting currency since the beginning of 2010. Amounts denominated in Canadian dollars within the notes to these unaudited interim consolidated financial statements are denoted with "C\$" immediately prior to the stated amount. The Company believes that the change in reporting currency to U.S. dollars will provide more relevant information for the users of the unaudited interim financial statements as over 60% of the Company's consolidated revenues and 75% of the Company's consolidated assets are derived from operations in the United States. The Company's Canadian operations are determined to have the Canadian dollar as their functional currency since their operating, financing and investing transactions are predominately denominated in Canadian dollars. The financial statements of these operations are translated into U.S. dollars using the current rate method, whereby assets and liabilities are translated at the rate prevailing at the balance sheet date, and revenue and expenses are translated using average rates for the period. Unrealized gains or losses arising as a result of the translation of the financial statements of these entities are reported as a component of other comprehensive income (loss) ("OCI") and are accumulated in a component of equity on the consolidated balance sheets, and are not recorded in income unless there is a complete or substantially complete sale or liquidation of the investment.

Recent Accounting Pronouncements

The recent accounting pronouncements are consistent with those disclosed in the annual consolidated financial statements as at and for the year ended December 31, 2023, except for the following:

Amendments to IAS 21, The Effects of Changes in Foreign Exchange Rates

In August 2023, the IASB issued amendments to IAS 21, The Effects of Changes in Foreign Exchange Rates. The amendments address the lack of exchangeability of illiquid currencies and specify how an entity determines the exchange rate when a currency is not readily exchangeable at the measurement date as well as additional required

disclosures. When a currency is not exchangeable, an entity estimates the spot rate as the rate that would have been applied to an orderly transaction between market participants at the measurement date and that would reflect the prevailing economic conditions. An entity must disclose information that would enable users to evaluate how a currency's lack of exchangeability affects financial performance, financial positions, and cash flows of an entity. The amendments to IAS 21 are effective January 1, 2025, with early adoption permitted. Superior is currently assessing the impact of these amendments on its consolidated financial statements.

IFRS 18, Presentation and Disclosure in Financial Statements

In April 2024, the IASB issued a new IFRS 18, Presentation and Disclosure in Financial Statements ("IFRS 18") replacing IAS 1. The new guidance is expected to improve the usefulness of information presented and disclosed in the financial statements of companies. IFRS 18 introduces the following key changes:

- Structure of the statement of income (loss) - IFRS 18 introduces a defined structure for the statement of income (loss) composed of operating, investing, financing categories with defined subtotals, such as operating earnings (loss), earnings (loss) before financing and income taxes and net earnings (loss) for the year. The new guidance also requires disclosure of expenses in the operating category by nature, function or a mix of both on the face of the statement of income (loss).
- Disclosures on management defined performance measures (MPMs) - IFRS 18 requires companies to disclose definitions of company-specific MPMs that are related to the statement of income (loss) and provide reconciliations between the MPMs and the most similar specified subtotals within the statement of income (loss) in a single note.
- Aggregation and disaggregation (impacting all primary financial statements and notes) - IFRS 18 sets out enhanced guidance on the principles of how items should be aggregated based on shared characteristics. The changes are expected to provide more detailed and useful information to investors.

IFRS 18 is effective for annual reporting periods beginning on or after 1 January 2027, with early adoption permitted. Superior is currently assessing the impact of this new IFRS accounting standard on its consolidated financial statements.

Amendments to IFRS 9, Financial Instruments and IFRS 7, Financial Instruments: Disclosures

In May 2024, the IASB issued amendments to IFRS 9 and IFRS 7 to clarify the date of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled using an electronic payment system. The amendments also clarify the requirements for assessing whether a financial asset meets the solely payments of principal and interest criterion, and adds disclosure requirements for financial instruments with certain contingent features and for equity investments designated at fair value through other comprehensive income. The amendments are effective January 1, 2026, with early adoption permitted. The amendments are required to be adopted retrospectively by adjusting the opening balance of financial assets, financial liabilities and retained earnings at the date of adoption. The Company is assessing the impact of the amendments on the Company's consolidated financial statements.

QUARTERLY FINANCIAL AND OPERATING INFORMATION

(millions of dollars, except
per share amounts)

	Q3 2024	Q2 2024	Q1 2024	Q4 2023	Q3 2023	Q2 2023	Q1 2023	Q4 2022
Revenue	359.4	422.9	897.7	724.3	395.9	432.9	928.8	788.5
Gross profit	209.1	235.2	465.2	377.4	215.5	200.4	400.3	316.2
Net (loss) earnings	(62.0)	(45.3)	85.2	57.5	(80.1)	(29.2)	109.3	46.4
Per share, basic	(\$0.27)	(\$0.20)	\$0.30	\$0.20	(\$0.34)	(\$0.16)	\$0.47	\$0.20
Per share, diluted	(\$0.27)	(\$0.20)	\$0.30	\$0.20	(\$0.34)	(\$0.16)	\$0.47	\$0.20
Adjusted EBITDA ⁽¹⁾	17.4	43.3	229.7	161.3	18.9	29.6	204.3	137.5
Net working (deficit) capital ⁽²⁾	(105.8)	(88.3)	2.0	(39.5)	(104.2)	(40.5)	42.4	121.3

⁽¹⁾ Adjusted EBITDA is a Non-GAAP financial measure, see “Non-GAAP financial measures and reconciliations” on page 26.

⁽²⁾ Net working (deficit) capital is comprised of trade and other receivables, prepaid expenses and deposits and inventories, less trade and other payables, contract liabilities, and dividends payable.

Superior commenced reporting its financial results in U.S. dollars effective Q1 2024, below is a summary of historical financial information in 2023 in Canadian and U.S. dollars:

	Canadian dollars				U.S. dollars			
	Q4 2023	Q3 2023	Q2 2023	Q1 2023	Q4 2023	Q3 2023	Q2 2023	Q1 2023
Adjusted EBITDA								
U.S. Propane	113.8	(5.8)	18.6	175.9	84.1	(4.6)	13.7	130.1
Canadian Propane	50.2	4.3	13.6	65.8	37.0	3.2	10.1	48.7
Wholesale Propane	16.3	1.5	5.4	40.2	11.9	1.2	4.0	29.7
Certarus ⁽¹⁾	47.2	35.5	12.6	–	34.9	26.3	9.5	–
Corporate costs	(8.0)	(10.1)	(10.5)	(5.7)	(5.7)	(7.5)	(7.8)	(4.2)
Net earnings (loss)	77.5	(107.8)	(39.8)	147.1	57.7	(80.3)	(29.2)	109.3

⁽¹⁾ Certarus Q2 2023 results from the date of acquisition to June 30, 2023.

Fluctuations in Superior’s individual quarterly results is subject to seasonality. Sales demand typically peaks in the first quarter when approximately one-third of annual propane and other refined fuels sales volumes and gross profits are generated due to the demand of heating from end-use customers. They then decline through the second and third quarters, rising seasonally again in the fourth quarter with heating demand. In addition, the timing of acquisitions and divestitures may impact quarterly results. For information on acquisitions see Note 3 Acquisitions in the December 31, 2023 annual audited consolidated financial statements.

Volumes

U.S Propane sales by end-use application are as follows:

<i>(millions of gallons)</i>	Q3 2024	Q2 2024	Q1 2024	Q4 2023	Q3 2023	Q2 2023	Q1 2023	Q4 2022
Residential	17	24	82	64	19	28	91	72
Commercial	25	30	58	50	30	36	63	58
Total	42	54	140	114	49	64	154	130

Canadian Propane sales by end-use application are as follows:

<i>(millions of gallons)</i>	Q3 2024	Q2 2024	Q1 2024	Q4 2023	Q3 2023	Q2 2023	Q1 2023	Q4 2022
Residential	4	7	16	14	5	7	20	15
Commercial	39	47	75	67	41	49	90	79
Total	43	54	91	81	46	56	110	94

Wholesale Propane sales by region ⁽¹⁾ are as follows:

<i>(millions of gallons)</i>	Q3 2024	Q2 2024	Q1 2024	Q4 2023	Q3 2023	Q2 2023	Q1 2023	Q4 2022
United States	59	53	98	89	63	70	112	85
Canada	8	10	24	19	8	9	20	19
Total	67	63	122	108	71	79	131	104

⁽¹⁾ Wholesale propane sales volumes exclude inter-segment sales.

Certarus sales by region are as follows:

<i>(thousands of MMBtu)</i>	Q3 2024	Q2 2024	Q1 2024	Q4 2023	Q3 2023	Q2 2023	Q1 2023	Q4 2022
United States	5,992	5,850	6,214	4,850	4,803	1,724	-	-
Canada	1,047	1,162	1,837	1,290	868	311	-	-
Total	7,039	7,012	8,051	6,140	5,671	2,035	-	-

⁽²⁾ Certarus Q2 2023 sales volumes are from the date of acquisition to June 30, 2023.

NON-GAAP FINANCIAL MEASURES AND RECONCILIATIONS

Throughout the MD&A, Superior has used the following terms that are not defined by IFRS, but are used by management to evaluate the performance of Superior and its business. These measures may also be used by investors, financial institutions and credit rating agencies to assess Superior's performance and ability to service debt. Non-GAAP financial measures do not have standardized meaning prescribed by IFRS and are therefore unlikely to be comparable to similar measures presented by other companies. Securities regulations require that Non-GAAP financial measures be clearly defined, qualified and reconciled to their most comparable IFRS financial measures. Except as otherwise indicated, these Non-GAAP financial measures are calculated and disclosed on a consistent basis from period to period. Specific items may only be relevant in certain periods.

The intent of Non-GAAP financial measures is to provide additional useful information to investors and analysts, and the measures do not have any standardized meaning under IFRS. The measures should not, therefore, be considered in isolation or used in substitute for measures of performance prepared in accordance with IFRS. Other issuers may calculate Non-GAAP financial measures differently. Investors should be cautioned that Adjusted EBITDA from operations and Adjusted EBITDA should not be construed as alternatives to net earnings, cash flow from operating activities or other measures of financial results determined in accordance with GAAP as an indicator of Superior's performance.

Non-GAAP financial measures are identified and defined as follows:

Adjusted EBITDA and Adjusted EBITDA per share

Adjusted EBITDA represents earnings before interest, taxes, depreciation, amortization, losses (gains) on disposal of assets, finance expense, restructuring costs, transaction, restructuring and other costs, unrealized gains (losses) on derivative financial instruments, except for unrealized gains (losses) related to equity derivative contracts and realized gains (losses) on foreign currency forward contracts. Adjusted EBITDA is used by Superior and investors to assess its consolidated results and ability to service debt. Adjusted EBITDA is consistent with Superior's segment profit (loss) as disclosed in Note 19 of the unaudited condensed consolidated financial statements.

Adjusted EBITDA is a significant performance measure used by management and investors to evaluate Superior's ongoing performance of its businesses. Adjusted EBITDA is also used as one component in determining short-term incentive compensation for certain management employees. Adjusted EBITDA is consistent with Segment Profit as disclosed in Note 19 of the unaudited condensed consolidated financial statements. Adjusted EBITDA per share is calculated by dividing Adjusted EBITDA by the weighted average shares assuming the exchange of the issued and outstanding preferred shares into common shares.

Superior changed the definition of Adjusted EBITDA from its historical definition to exclude the realized gains (losses) on foreign currency forward contracts and include unrealized gains (losses) related to equity derivatives. The foreign currency forward contracts were used to provide a hedge on the translation of U.S. denominated Adjusted EBITDA to Canadian dollars. As a result of the change in presentation currency, management is no longer hedging U.S. denominated Adjusted EBITDA and is excluding these realized gains (losses) from Adjusted EBITDA as there is no longer an offsetting gain (loss) on the translation of U.S. denominated Adjusted EBITDA. Management is currently not entering into similar instruments related to the translation of Canadian denominated Adjusted EBITDA. This change has been made retrospectively. In addition to the change in presentation currency, effective January 1, 2024 Superior implemented hedge accounting for Superior's long-term incentive plan and related equity derivatives, and now includes these unrealized gains/losses as part of Adjusted EBITDA. The intention of this change in accounting policy is to reduce some of the volatility related to changes in Superior's share price on the long-term incentive costs.

The seasonality of Superior's individual quarterly results must be assessed in the context of annualized Adjusted EBITDA.

Adjusted EBTDA and Adjusted EBTDA per share

Adjusted EBTDA is calculated as Adjusted EBITDA less interest on borrowings and interest on lease liability. Adjusted EBTDA per share is calculated by dividing Adjusted EBTDA by the weighted average shares assuming the exchange of the issued and outstanding preferred shares into common shares. Adjusted EBTDA is used by Superior to measure performance of key senior management.

Adjusted EBITDA from operations

Adjusted EBITDA from operations is defined as the sum of U.S. Propane, Canadian Propane, Wholesale Propane and Certarus segment profit (loss). Management uses Adjusted EBITDA from operations to set targets for Superiors' operating segments (including annual guidance and variable compensation targets). Note 19 of the unaudited condensed consolidated financial statements discloses the segment profit (loss).

Below is a reconciliation of net earnings to EBITDA and Adjusted EBITDA related to Certarus for the period of January 1, 2023 to the date of acquisition. The Adjusted EBITDA number is used as part of 2023 Pro Forma Adjusted EBITDA to include the impact of the Certarus Acquisition from January 1, 2023, as the full economic benefit of Certarus' 2023 Adjusted EBITDA prior to the close of the Certarus Acquisition was retained in the business. The pro forma Adjusted EBITDA for Certarus for the period of January 1, 2023 to the date of acquisition was approximately \$67.5 million.

For the period January 1, 2023 to the date of acquisition	Certarus
Net earnings before income taxes for the year ended December 31, 2023	55.1
Adjust for:	
Amortization and depreciation	64.4
Finance expense	6.1
EBITDA	125.6
Adjust for transaction, restructuring and other costs	13.2
Adjusted EBITDA for the year ended December 31, 2023	138.2
Less Adjusted EBITDA from the date of acquisition to December 31, 2023	(70.7)
Adjusted EBITDA for the period January 1, 2023 to the date of acquisition	67.5

The above Adjusted EBITDA earned from January 1, 2023 to March 31, 2023 was \$47.2M and from April 1, 2023 to the date of acquisition was \$20.3M.

Adjusted Gross Profit

Adjusted gross profit represents revenue less cost of sales adjusted for realized gains and losses on commodity derivative instruments related to risk management. Management uses Adjusted Gross Profit to set margin targets and measure results. Unrealized gains and losses on commodity derivative instruments are excluded as a result of the customer contract not being included in the determination of the fair value for this risk management activity.

Realized gain (loss) on derivatives related to commodity risk management reconcile to total gain (loss) follows:

	Three months ended Sept.		Nine months ended Sept. 30,	
	30,		2024	2023
	2024	2023	2024	2023
Realized gains (losses) related to commodity risk management				
U.S. Propane	(0.7)	(0.6)	2.5	(18.6)
Wholesale Propane	0.3	(2.6)	0.4	(8.9)
Realized (losses) gains included in Adjusted Gross profit	(0.4)	(3.2)	2.9	(27.5)
Unrealized gain on equity derivative contracts	(2.5)	-	(3.0)	-
Losses included in Adjusted EBITDA	(2.9)	(3.2)	(0.1)	(27.5)
Unrealized loss on equity derivative contracts	-	1.3	-	(1.6)
Foreign currency forward contracts, net	(0.8)	(14.8)	(10.7)	(4.6)
Unrealized (losses) gains related to commodity risk management	(12.3)	18.6	0.2	34.0
Unrealized gain (loss) on U.S. dollar debt issued by a Canadian entity	6.8	(14.7)	(11.9)	(0.6)
(Loss) gain on derivatives and foreign currency translation of borrowings	(9.2)	(12.8)	(22.5)	(0.3)

For additional details on Superior's financial instruments, including the amount and classification of gains and losses recorded, summary of fair values, notional balances, effective rates and terms, and significant assumptions used in the calculation of the fair value of Superior's financial instruments, see Note 12 to the unaudited condensed consolidated financial statements for the three and nine months ended September 30, 2024.

Per MSU amounts

Per MSU amounts represent the operating results of Certarus divided by the average number of MSUs for the period. Superior uses per average MSU amounts to evaluate operating productivity. Per MSU amounts are presented in thousands of dollars.

Adjusted EBITDA per average MSU

Adjusted EBITDA per average MSU is used to evaluate the productivity during a reporting period. Adjusted EBITDA per average MSU is equal to Adjusted EBITDA divided by the average number of MSUs for the period.

Operating Costs

Operating costs for the U.S., Canadian, Wholesale Propane and Certarus segments include wages and benefits for employees, drivers, service and administrative labour, fleet maintenance, freight and distribution expenses excluded from cost of sales, along with the costs associated with owning and maintaining land, buildings and equipment, such as rent, repairs and maintenance, environmental, utilities, insurance and property tax costs. Operating costs exclude gains or losses on disposal of assets, depreciation and amortization, transaction, restructuring and integration costs.

Corporate operating costs include wages and benefits for employees, professional fees and other costs associated with the corporate function. Corporate operating costs are defined as SD&A expenses related to the corporate office adjusted for amortization and depreciation, gains or losses on disposal of assets and transaction, restructuring and integration costs. As a result of implementing hedge accounting for Superior's long-term incentive plan and related equity derivatives, Superior now includes these unrealized gains/losses as part of Corporate operating costs. See above for a reconciliation of gains (losses) on derivatives and foreign currency translation of borrowings included in Adjusted EBITDA.

Net Debt, Pro Forma Adjusted EBITDA and Leverage Ratio

Pro Forma Adjusted EBITDA and Net debt are Non-GAAP financial measures. Superior uses Pro Forma Adjusted EBITDA and Net debt to calculate its Leverage ratio and, as a result, Leverage ratio is a Non-GAAP ratio. This ratio is used by Superior, investors and other users of financial information to assess its ability to service debt.

Pro Forma Adjusted EBITDA is Adjusted EBITDA calculated on a 12-month trailing basis giving pro forma effect to acquisitions to the first day of the calculation period. Pro Forma Adjusted EBITDA is used by Superior to calculate its Leverage Ratio.

2023 Pro Forma Adjusted EBITDA is used to provide comparable 2023 results which reflect pro forma adjustment impact related to Certarus for the period of January 1, 2023 to the date of the acquisition on May 31, 2023. This adjustment is reconciled to Certarus' net income for the same period above.

Net Debt is calculated by the sum of borrowings and lease liabilities before deferred financing fees reduced by Superior cash and cash equivalents and Vendor Note. Net Debt is used by Superior to calculate its Leverage Ratio.

Leverage ratio is determined by dividing Superior's Net Debt by its Pro Forma Adjusted EBITDA.

Reconciliation of Net debt and Pro Forma Adjusted EBITDA

	September 30	December 31
<i>(in millions)</i>	2024	2023
Current borrowings	7.4	8.5
Current lease liabilities	51.8	48.0
Non-current borrowings	1,645.5	1,684.7
Non-current lease liabilities	117.4	132.9
	1,822.1	1,874.1
Add back deferred financing fees and discounts	15.1	17.4
Deduct cash and cash equivalents	(17.2)	(30.7)
Net debt	1,820.0	1,860.8
Adjusted EBITDA for the year ended December 31, 2023	414.7	414.7
Adjusted EBITDA for the nine months ended September 30, 2023	(252.4)	–
Adjusted EBITDA for the nine months ended September 30, 2024	296.3	–
Pro-forma adjustment	-	67.9
Pro-forma Adjusted EBITDA for the trailing-twelve months	458.6	482.6
Leverage Ratio	4.0x	3.9x

RISK FACTORS TO SUPERIOR

Superior's assessment and summary of its material risk factors are detailed in Superior's most recent Annual Information Form ("AIF") under "Risks associated with our business" which is filed on the Canadian Securities Administrators' website, www.sedarplus.ca, and on Superior's website, www.superiorplus.com. The AIF describes some of the most material risks to Superior's business by type of risk: financial; corporate; operational; and legal.