

Datametrex AI Limited

Condensed Interim Consolidated Financial Statements
December 31, 2025

(Unaudited)

(Canadian dollars, except as otherwise noted)

Notice to Reader

The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of the Company's management. The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

Datametrex AI Limited

Condensed Interim Consolidated Statements of Financial Position

As of December 31, 2025 and March 31, 2025

(Canadian dollars)

	December 31, 2025	March 31, 2025
	\$	\$ (Audited)
Assets		
Current assets		
Cash	1,820,687	368,107
Trade and loan receivables (notes 4 and 12)	3,498,737	2,565,875
Marketable securities (note 10)	58,999	58,999
Prepaid expenses and other assets	180,735	208,015
Total current assets	<u>5,559,158</u>	<u>3,200,996</u>
Right-of-use asset (note 8)	2,400,236	1,069,900
Property and equipment (note 5)	625,712	716,127
Intangible assets (note 6)	4,950,000	-
Goodwill (notes 6 and 14)	1,059,275	-
Total assets	<u>14,594,381</u>	<u>4,987,023</u>
Liabilities and shareholders' equity		
Current liabilities		
Accounts payable and accrued liabilities (note 12)	1,710,461	1,328,574
Income taxes payable	1,166,014	1,166,014
Current portion of lease liability (note 8)	265,155	116,403
Loans payable (notes 9 and 12)	134,785	682,912
Total current liabilities	<u>3,276,415</u>	<u>3,293,903</u>
Long-term lease liability (note 8)	<u>2,271,372</u>	<u>1,036,719</u>
Total liabilities	<u>5,547,787</u>	<u>4,330,622</u>
Shareholders' equity		
Share capital (note 11)	69,990,181	59,184,127
Reserves (note 11)	10,005,634	9,649,138
Foreign currency translation reserve	(108,291)	(77,288)
Deficit	(70,840,930)	(68,099,576)
Total shareholders' equity	<u>9,046,594</u>	<u>656,401</u>
Total liabilities and shareholders' equity	<u>14,594,381</u>	<u>4,987,023</u>

Description of business and organization (note 1)

Contingency (note 15)

Signed "Paul Haber" Director

Signed "Youngcho Lee" Director

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

Datametrex AI Limited

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss

For the three and nine months ended December 31, 2025 and 2024

(Canadian dollars, except share and per share amounts)

	Three months ended December 31, 2025 \$	Three months ended December 31, 2024 \$	Nine months ended December 31, 2025 \$	Nine months ended December 31, 2024 \$
Revenue				
AI and Technology	2,094,055	1,444,793	2,960,594	2,183,634
Health Security	768,779	844,034	2,115,542	3,422,467
	2,862,834	2,288,827	5,076,136	5,606,101
Direct costs	(1,956,944)	(1,557,534)	(3,271,959)	(2,734,756)
Gross profit	905,890	731,293	1,804,177	2,871,345
Expenses				
Salaries, benefits and consulting fees	1,153,000	370,399	1,900,235	1,014,029
Office and general	367,790	200,507	864,003	762,010
Professional fees	315,394	49,968	914,862	1,264,154
Other operating expenses	7,397	103,794	99,351	181,991
Share-based compensation (note 11)	-	(46,110)	-	300,505
Depreciation and amortization (notes 5 and 8)	151,547	323,637	432,269	1,038,645
	1,995,128	1,002,195	4,210,720	4,561,334
Loss before undernoted items	(1,089,238)	(270,902)	(2,406,543)	(1,689,989)
Unrealized loss on marketable securities	-	(166,820)	-	(456,069)
Gain on sale of marketable securities	-	-	-	55,527
Gain on settlement of liabilities	-	2,173,333	-	2,173,333
Loss on lease modification (note 8)	(15,866)	-	(15,866)	-
Interest and accretion	(96,793)	(21,592)	(310,577)	(68,131)
Interest and other income (expense)	421	(43,584)	888	28,168
Foreign exchange gain	-	-	-	13
Write off of trade receivables	(9,416)	-	(9,416)	18,320
Write off of accounts payable	20,581	-	20,581	18,320
Net income (loss) from continuing operations	(1,190,311)	1,670,435	(2,720,933)	61,172
Discontinued operations				
Net income (loss) from discontinued operations, net of tax	(100)	109,429	(20,421)	88,100
Net income (loss)	(1,190,411)	1,779,864	(2,741,354)	149,272
Other comprehensive income (loss)				
Foreign exchange translation adjustment	(36,185)	7,704	(31,003)	78,573
Comprehensive income (loss)	(1,226,596)	1,787,568	(2,772,357)	227,845
Weighted average number of common shares – basic and diluted	67,461,006	20,388,107	41,480,188	18,639,257
Basic and diluted income (loss) per share from continuing operations	(0.02)	0.08	(0.07)	0.00
Basic and diluted income (loss) per share from discontinued operations	(0.00)	0.01	(0.00)	0.00

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

Datametrex AI Limited

Condensed Interim Consolidated Statements of Changes in Shareholders' Equity

For the nine months ended December 31, 2025 and 2024

(Canadian dollars, except for number of shares)

	<u>Common Shares</u>		Reserves	Foreign currency translation reserve	Deficit	Total
	Number	Amount \$				
Balance – March 31, 2024	15,262,823	56,846,173	8,993,180	(54,562)	(64,780,328)	1,004,463
Net income for the period	-	-	-	-	149,272	149,272
Shares issued for asset acquisition	2,333,333	1,050,000	-	-	-	1,050,000
Share issued for cash	2,536,516	1,521,909	-	-	-	1,521,909
Shares issued to settle liabilities	500,000	75,000	-	-	-	75,000
Share-based compensation	-	-	300,505	-	-	300,505
Foreign exchange translation adjustment	-	-	-	78,573	-	78,573
Balance – December 31, 2024	20,632,672	59,493,082	9,293,685	24,011	(64,631,056)	4,179,722
Balance – March 31, 2025	21,386,006	59,184,127	9,649,138	(77,288)	(68,099,576)	656,401
Net loss for the period	-	-	-	-	(2,741,354)	(2,741,354)
Shares issued for business acquisition	11,000,000	1,320,000	-	-	-	1,320,000
Shares issued for asset acquisition	55,000,000	4,950,000	-	-	-	4,950,000
Share issued for cash	64,168,750	5,133,500	-	-	-	5,133,500
Share issue costs	1,031,250	(597,446)	356,496	-	-	(240,950)
Foreign exchange translation adjustment	-	-	-	(31,003)	-	(31,003)
Balance – December 31, 2025	152,586,006	69,990,181	10,005,634	(108,291)	(70,840,930)	9,046,594

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

Datametrex AI Limited

Condensed Interim Consolidated Statements of Cash Flows

For the nine months ended December 31, 2025 and 2024

(Canadian dollars)

	Nine months ended December 31, 2025 \$	Nine months ended December 31, 2024 \$
Cash flows used in operating activities		
Net income (loss) for the period from continuing operations	(2,720,933)	61,172
Adjustments to reconcile net loss to operating cash flows		
Depreciation of property and equipment	192,279	366,472
Amortization of intangible assets	-	171,761
Amortization of right-of use asset	239,990	511,759
Accretion on lease liability	194,861	54,063
Accretion on long-term debt	114,985	14,338
Loss on lease modification	15,866	-
Gain on settlement of liabilities	-	(2,173,333)
Gain on sale of marketable securities	-	(55,527)
Share-based payments	-	300,505
Unrealized loss on marketable securities	-	456,069
Net change in operating assets and liabilities (note 7)	<u>(562,185)</u>	<u>(737,205)</u>
Cash used in operating activities – continuing operations	<u>(2,525,137)</u>	<u>(1,029,926)</u>
Cash provided by (used in) operating activities – discontinued operations	<u>(17,992)</u>	<u>88,101</u>
	<u>(2,543,129)</u>	<u>(941,825)</u>
Cash flows provided by investing activities		
Purchase of property and equipment	(3,464)	(344,911)
Proceeds from the sale of marketable securities	-	236,577
Cash obtained from Arbutus Health acquisition	<u>18,548</u>	<u>150,000</u>
	<u>15,084</u>	<u>41,666</u>
Cash flows provided by financing activities		
Repayments of lease liability	(329,834)	(602,256)
Repayments of loan payable	(1,520,384)	(160,000)
Proceeds from loan payable	969,246	291,294
Proceeds from private placement	5,133,500	1,521,909
Share issue costs	(240,950)	-
Cash provided by financing activities	<u>4,011,577</u>	<u>1,050,947</u>
Effect of exchange rate changes on cash and cash equivalents	<u>(30,952)</u>	<u>78,691</u>
Increase in cash and cash equivalents	1,452,580	229,479
Cash, beginning of period	<u>368,107</u>	<u>341,242</u>
Cash, end of period	<u>1,820,687</u>	<u>570,721</u>
Supplementary information		
Interest paid	-	-
Income taxes paid	-	-

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

Datametrex AI Limited

Notes to Condensed Interim Consolidated Financial Statements

For the nine months ended December 31, 2025 and 2024

(Canadian dollars)

1 Description of business and organization

Datametrex AI Limited (the “Company”) is a technology company focused on collecting, analyzing and presenting structured and unstructured data using machine learning and artificial intelligence. The Company also started health care businesses including COVID-19 related services, concierge medical services and telemedicine services.

The Company is a publicly traded corporation, incorporated in the province of Ontario and its head office and principal place of business is located at 2300 Yonge Street, Suite 2802, Toronto, Ontario, M4P 1E4, Canada. The Company’s common shares are listed on the TSX Venture Exchange (“TSXV”) under the trading symbol “DM” and on the Frankfurt Stock Exchange under the trading symbol “D4G”.

During the nine months ended December 31, 2025, the Company reported a net loss of \$2,741,354 (2024 – \$149,272) and, as of that date, the Company had accumulated deficit of \$70,840,930 (March 31, 2025 - \$68,099,576) and a working capital deficit of \$2,282,743 (March 31, 2025 – deficit of \$92,907). The Company’s continuing operations as intended are dependent upon its the ability to raise additional funds, investor sentiment and financial market conditions. The Company continues to seek capital through various means including the issuance of equity and/or debt. Should the Company be unable to secure additional financing, the Company may be unable to discharge its net liabilities. These uncertainties may cast significant doubt upon the Company’s ability to continue as a going concern. In order to continue as a going concern and to meet its corporate objectives, the Company will require additional financing through debt or equity issuances or other available means. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

2 Material accounting policy information

Basis of presentation and statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance International Accounting Standards (“IAS”) 34 – Interim Financial Reporting of IFRS Accounting Standards, as issued by the International Accounting Standards Board (“IASB”). Accordingly, certain information and footnote disclosure normally included in annual financial statements have been omitted or condensed.

The preparation of financial statements in accordance with IAS 34 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements have been set out in note 2 to the Company’s consolidated financial statements for the year ended March 31, 2025. These interim financial statements should be read in conjunction with the Company’s consolidated financial statements for the year ended March 31, 2025. The accounting policies have been applied consistently in these interim financial statements, unless otherwise indicated.

These condensed consolidated interim financial statements were approved and authorized for issuance by the Company’s Board of Directors on February 27, 2026. The consolidated financial statements are presented in Canadian dollars which is also the Company’s functional currency.

Datametrex AI Limited

Notes to Condensed Interim Consolidated Financial Statements

For the nine months ended December 31, 2025 and 2024

(Canadian dollars)

Basis of consolidation

The condensed interim consolidated financial statements include the accounts of all entities controlled by the Company, which are referred to as subsidiaries, and references to the Company include references to such subsidiaries. The financial statements of the subsidiaries are included in these consolidated financial statements from the date on which control commences until the date on which control ceases.

The Company's wholly owned operating subsidiaries include:

Name of the entity	Jurisdiction of incorporation	Functional currency	Principal activity
Datametrex Limited	Canada	Canadian Dollar	Inactive
9172-8766 Quebec Inc. ("Nexalogy")	Canada	Canadian Dollar	AI and Technology
Datametrex Korea Limited ("Datametrex Korea")	Korea	Korean Won	AI and Technology
Medi-Call Inc. ("Medi-Call")	Canada	Canadian Dollar	Inactive
Datametrex Electric Vehicle Solutions Inc. ("EVS") ⁽¹⁾	Canada	Canadian Dollar	AI and Technology
Imagine Health Medical Clinics Ltd. ("IHMed") ⁽²⁾	Canada	Canadian Dollar	Health Care
Imagine Health Pharmacies & Research Ltd. ("IHPharma") ⁽²⁾⁽³⁾	Canada	Canadian Dollar	Health Care
Imagine Health Physio Ltd. ("IHPhysio") ⁽²⁾⁽³⁾	Canada	Canadian Dollar	Health Care
Arbutus Health and Wellness Inc. ("Arbutus Health")	Canada	Canadian Dollar	Health Care
Paymetrex Payment Solutions Inc. ("Paymetrex")	Canada	Canadian Dollar	Inactive

(1) Deconsolidated as of December 7, 2023, being the date of disposition.

(2) Consolidated as of May 1, 2023, being the date of acquisition.

(3) Classified as discontinued operation as at March 31, 2025.

The Company's consolidated financial statements are presented in Canadian Dollar.

Intercompany balances and transactions are eliminated upon consolidation and preparation of these consolidated financial statements.

Discontinued Operations

Discontinued operations are presented in the consolidated statements of operations as a separate line.

Critical Accounting Estimates and Judgments

The preparation of these consolidated financial statements in conformity with IFRS requires management to make estimates and judgments that affect the applications of accounting policies regarding certain types of assets, liabilities, revenues, and expenses in the preparation of these consolidated financial statements. Estimates and judgments are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimates are revised and in any future years affected. These estimates and judgments are based on management's historical experience, and its best knowledge of current events or conditions and activities that the Company may undertake in the future. Actual results could differ materially from these estimates.

Datametrex AI Limited

Notes to Condensed Interim Consolidated Financial Statements

For the nine months ended December 31, 2025 and 2024

(Canadian dollars)

Judgments

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the amounts reported in these consolidated financial statements are discussed below:

a) **Business combinations, control and significant influence**

The Company uses judgment in determining the entities that it controls and therefore, consolidates or has significant influence over and therefore accounts for on an equity basis. The Company controls an entity when the Company has existing rights that give it the current ability to direct the activities that significantly affect the entities' returns. The Company has significant influence when the Company has the power to participate in the financial and operating policy decisions of the investee, but does not control nor has joint control of that investee's policies.

b) **Intangible assets and goodwill**

Management is required to use judgment in determining the economic useful lives of identifiable intangible assets. Judgment is also required to determine the frequency with which these assets are to be tested for impairment. The Company uses judgment in determining the grouping of assets to identify its Cash Generating Units ("CGUs") for purposes of testing for impairment of intangible assets and goodwill. In testing for impairment, goodwill acquired in a business combination is allocated to the CGUs that are expected to benefit from the synergies of the business combination. In testing for impairment of intangibles with indefinite lives, these assets are allocated to the CGUs to which they relate.

c) **Income taxes**

In calculating current and deferred income taxes, the Company uses judgment when interpreting the tax rules where the Company operates. The Company also uses judgment in classifying transactions and assessing probable outcomes of claimed or accrued deductions, which considers expectations of future operating results, the timing and reversal of temporary differences and possible audits of income tax filings by tax authorities.

d) **Accounting for the business acquisitions**

The Company applies significant judgment to conclude whether an acquired set of activities and assets is a business. The acquisition of a business is accounted for as a business combination, under IFRS 3. If an acquired set of activities and assets does not meet the definition of a business, the transaction is accounted for as an asset acquisition. The Company also applied judgment in identifying the assets acquired and evaluating which IFRS standard the asset should be measured in.

Datametrex AI Limited

Notes to Condensed Interim Consolidated Financial Statements

For the nine months ended December 31, 2025 and 2024

(Canadian dollars)

Estimates

The effect of a change in an accounting estimate is recognized prospectively by including it in profit or loss in the year of the change, if the change affects that year only, or in the year of the change and future years, if the changes affects both.

a) **Accrued liabilities, provisions and contingent consideration**

Certain estimates and assumptions that have a significant risk of causing material adjustments to the carrying amount of assets and liabilities within the next fiscal year include accrued liabilities, provisions and contingent consideration. These estimates are based on management's assumptions, based on current circumstances, that management believes are a reasonable basis upon which to estimate the future liabilities. Specifically for provisions, that the amount of the estimate is reliable and that management has determined that there is an expectation that future outflows of assets will be necessary to cover the provided for amounts.

b) **Fair value of intangible assets and goodwill**

With respect to intangible assets acquired and goodwill recognized in a business combination, and at subsequent assessment dates, the Company determines fair values using such estimates such as discounts rates, growth rates and terminal growth rates. These estimates take into account any material change to the assumptions that occur when reviewed annually by management.

3 Segment information

For the nine months ended December 31, 2025 and the year ended March 31, 2025, the Company has two operating and reportable segments being: (1) AI and Technology; and (2) Health Care.

Management evaluates the performance of each segment based on its profitability.

	Health Care	AI and Technology	Consolidated totals
	\$	\$	\$
For the nine months ended December 31, 2025			
Revenue	2,115,542	2,960,594	5,076,136
Direct costs	1,262,452	2,009,507	3,271,959
Gross profit	853,090	951,087	1,804,177
Interest expense	310,577	-	310,577
Depreciation	431,150	1,119	432,269
Segment loss	(2,430,746)	(310,608)	(2,741,354)

For the nine months ended December 31, 2024

Revenue	3,422,467	2,183,634	5,606,101
Direct costs	1,395,761	1,338,995	2,734,756
Gross profit	2,026,706	844,639	2,871,345
Interest expense	68,131	-	68,131
Depreciation	1,029,306	9,339	1,038,645
Segment (loss) income	(107,481)	256,753	149,272

Datametrex AI Limited

Notes to Condensed Interim Consolidated Financial Statements

For the nine months ended December 31, 2025 and 2024

(Canadian dollars)

As at December 31, 2025

Segment total assets	7,286,460	7,307,921	14,594,381
Segment non-current assets	4,079,555	4,955,668	9,035,223
Segment liabilities	4,214,325	1,333,462	5,547,787

As at March 31, 2025

Segment total assets	2,805,991	2,181,032	4,987,023
Segment non-current assets	831,393	954,634	1,786,027
Segment liabilities	3,930,309	400,313	4,330,622

The Company operates in two geographic locations, being Canada and Korea. Geographical information is summarized as follows:

	Canada \$	Korea \$	Total \$
For the nine months ended December 31, 2025			
Revenue from external customers	2,115,542	2,960,594	5,076,136
Non-current assets	4,079,555	4,955,668	9,035,223
	Canada \$	Korea \$	Total \$
For the nine months ended December 31, 2024			
Revenue from external customers	3,422,467	2,183,634	5,606,101
Non-current assets	7,483,685	1,745,969	9,229,654

4 Trade and loan receivables

	December 31, 2025 \$	March 31, 2025 \$
Trade receivables	2,577,458	1,693,870
Sales taxes receivable	921,279	872,005
	<u>3,498,737</u>	<u>2,565,875</u>

Datametrex AI Limited

Notes to Condensed Interim Consolidated Financial Statements

For the nine months ended December 31, 2025 and 2024

(Canadian dollars)

5 Property and equipment

	Computer equipment, software and machinery \$	Office equipment and furniture \$	Leasehold improvements \$	Total \$
Cost				
Balance at March 31, 2024	3,153,242	64,903	578,471	3,796,616
Additions	-	-	344,912	344,912
Disposition	(51,238)	-	-	(51,238)
Effect of foreign exchange	-	(519)	-	(519)
Balance at March 31, 2025	3,102,004	64,384	923,383	4,089,771
Additions	100,000	3,464	-	103,464
Effect of foreign exchange	51,236	(460)	-	50,776
Balance at December 31, 2025	3,253,240	67,388	923,383	4,244,011
Accumulated depreciation				
Balance at March 31, 2024	1,864,748	43,648	17,126	1,925,522
Depreciation	636,377	16,655	15,333	668,365
Disposition	(51,238)	-	-	(51,238)
Impairment	-	-	831,396	831,396
Effect of foreign exchange	-	(401)	-	(401)
Balance at March 31, 2025	2,449,887	59,902	863,855	3,373,644
Depreciation	187,799	2,231	3,798	193,828
Effect of foreign exchange	51,240	(413)	-	50,827
Balance at December 31, 2025	2,688,926	61,720	867,653	3,618,299
Carrying amounts				
Balance at March 31, 2025	652,117	4,482	59,528	716,127
Balance at December 31, 2025	564,314	5,668	55,730	625,712

Datametrex AI Limited

Notes to Condensed Interim Consolidated Financial Statements

For the nine months ended December 31, 2025 and 2024

(Canadian dollars)

6 Goodwill and other intangible assets

	Goodwill \$	Trademark \$	Non- competition agreements and others \$	Patents and developed technologies \$	Customer relationships \$	Total intangibles \$
Cost						
Balance at March 31, 2024	4,444,997	400,000	14,840,342	17,191,576	2,102,000	34,533,918
Acquisition – Cereal Crunch	-	-	-	900,000	-	900,000
Balance at March 31, 2025	4,444,997	400,000	14,840,342	18,091,576	2,102,000	35,433,918
Acquisition – Arbutus Health	1,115,104	-	-	-	-	-
Acquisition – Yuzu Payment Solution	-	-	-	4,950,000	-	4,950,000
	5,560,101	400,000	14,840,342	23,041,576	2,102,000	40,383,918
Accumulated amortization and impairment losses						
Balance at March 31, 2024	2,972,348	400,000	14,587,175	17,191,576	1,401,639	33,580,390
Amortization	-	-	62,000	108,986	152,333	323,319
Impairment	1,472,649	-	191,167	791,014	548,028	1,530,209
Balance at March 31, 2025 and December 31, 2025	4,444,997	400,000	14,840,342	18,091,576	2,102,000	35,433,918
Carrying amounts						
Balance at March 31, 2025	-	-	-	-	-	-
Balance at December 31, 2025	1,115,104	-	-	4,950,000	-	6,065,104

Nexalogy

Trademarks and other intangibles include indefinite life trademarks in the amount of \$400,000 relating to the Nexalogy brand. The goodwill and indefinite life trademarks are both a result of the Nexalogy acquisition. During the fifteen months ended March 31, 2024, the Company halted Nexalogy operations and management decided to shift focus to other business ventures resulting in the Company completely writing down its trademarks, other intangibles and goodwill by recording an impairment loss of \$3,831,603.

Medi-Call

During the year ended December 31, 2022, the Company recorded an impairment loss of \$4,520,112 related to its developed technologies related to Medi-Call, due to Medi-Call falling short of the expected revenues and financial performance during the year. The impairment was determined using a value in use recoverable amount calculation, utilizing a 34.8% discount rate, which is consistent with the original valuation of the developed technology at the acquisition during the year ended December 31, 2021. During the fifteen months ended March 31, 2024, Medi-Call operation did not generate expected revenues and management decided to shift focus to other business ventures resulting in the Company completely writing down its developed technologies by recording an additional impairment loss of \$6,743,847.

Imagine Health

During the year ended March 31, 2025, the Company recorded an impairment loss of \$2,211,844 related to its customer relationships, brand and goodwill due to Imagine Health falling short of the expected financial performance during the year. The impairment was determined using a value in use recoverable amount calculation, utilizing a 30% discount rate, which is consistent with the original valuation at the acquisition (note 14).

Datametrex AI Limited

Notes to Condensed Interim Consolidated Financial Statements

For the nine months ended December 31, 2025 and 2024

(Canadian dollars)

Cereal Crunch Mobile Game

On May 9, 2024, the Company completed the arm's length acquisition of the mobile blockchain game Cereal Crunch. The Company acquired all assets related to Cereal Crunch, including the game software, intellectual property, user databases, and \$150,000 in cash. For consideration, the Company issued 2,333,333 common shares valued at \$1,050,000 (note 11). Cereal Crunch launched on Google Play in August 2024. During the year ended March 31, 2025, the Company halted the Cereal Crunch mobile game and management decided to shift focus to other business ventures resulting in the Company completely writing down its intangibles assets by recording an impairment loss of \$791,014.

Arbutus Health

On June 5, 2025, the Company completed the acquisition of Arbutus Health, resulting in a goodwill of \$1,115,104 (note 14).

Yuzu Payment Solution

On December 18, 2025, the Company completed the acquisition of Yuzu Payment Solution, including a portfolio of ten granted patents, eight USPTOs and two Canadian patents, in the payments space, including innovations in mobile and cryptocurrency payments. For consideration, the Company issued 55,000,000 common shares valued at \$4,950,000 (note 11).

Impairment

During the year ended March 31, 2025, the Company discontinued the operations of IHPharma, IHPhysio and Cereal Crunch. The recoverable amount of these operations using value in use was determined to be \$Nil. As a result, the Company fully impaired the intangibles and goodwill associated with these operations in the total amount of \$1,530,209.

7 Net change in operating assets and liabilities

	Nine months ended December 31, 2025 \$	Nine months ended December 31, 2024 \$
Cash flows provided by (used in)		
Trade and loan receivables	(925,659)	(2,136,092)
Inventory	-	(155,583)
Prepaid expenses and other assets	27,280	22,407
Accounts payable and accrued liabilities and provisions	336,194	1,532,063
	<u>(562,185)</u>	<u>(737,205)</u>

8 Right-of-use asset and lease liability

During the year ended December 31, 2021, the Company entered into a new lease contract for its office on Yonge Street in Toronto. The lease expired in September 2024. In July 2024, The Company entered into an amendment related to modifying the monthly lease cost and extending the lease term to April 2026.

During the twelve months ended December 31, 2022, the Company entered into a new lease contract for its office on Arbutus Street in Vancouver. The lease expires in August 2032. In January 2025, the lease agreement was terminated resulting in the Company recognizing a gain on lease termination of \$75,357 during the year ended March 31, 2025.

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During the fifteen months ended March 31, 2024, the Company acquired two leases for its premise on 97 Street in Edmonton expiring in December 2035 and one lease for 6th Avenue SE in Calgary expiring in December 2024. In October 2024, the Company entered into an amendment on one Edmonton lease related to modifying the monthly lease cost and changing the lease term to June 2034. During the year ended March 31, 2025, the Company terminated the other lease related to 97 Street in Edmonton resulting in the Company recognizing a gain on lease termination of \$10,472.

During the nine months ended December 31, 2025, the Company entered into an amendment on the Arbutus Health lease related to modifying the monthly lease cost and changing the lease space (note 14). As a result, the Company recognized a loss on lease modification of \$15,866.

Right-of-use asset

	\$
Balance at March 31, 2024	4,990,729
Lease amendment	(216,832)
Amortization charge for the year	(595,228)
Lease termination	(3,108,769)
Balance at March 31, 2025	1,069,900
Acquisition of Arbutus Health (note 14)	2,172,935
Derecognition	(602,609)
Amortization charge for the year	(239,990)
Balance at December 31, 2025	2,400,236

Lease liability

	\$
Balance at March 31, 2024	5,195,256
Lease amendment	(216,832)
Accretion on lease liability	229,288
Lease payments	(688,028)
Lease termination	(3,366,562)
Balance at March 31, 2025	1,153,122
Acquisition of Arbutus Health (note 14)	2,105,121
Derecognition	(586,743)
Accretion on lease liability	194,861
Lease payments	(329,834)
Balance at December 31, 2025	2,536,527
Classified as current	265,155
Classified as non-current	2,271,372

When measuring the lease liability, the Company discounted lease payments using its incremental borrowing rate of 3.45% for lease agreements entered before 2023 and using its incremental borrowing rate of 9.95% to value the office lease entered during the year.

During the year ended March 31, 2025, rent expense related to an office premises lease, which was exempt from lease accounting due to its short-term nature, was \$54,611. The rent expense associated with this lease is included within office and general in profit or loss.

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9 Loans Payable

	December 31, 2025 \$	March 31, 2025 \$
Related parties, unsecured, non-interest bearing and due on demand (note 12)	15,800	15,800
Third party loan, unsecured, 18% interest per annum and due on demand. During the nine months ended December 31, 2025, the Company accrued interest of \$80,226 (2024 - \$Nil).	84,226	341,496
Third party loan, unsecured and 20% interest per annum. The principal amounts are due all due within 12 months. During the nine months ended December 31, 2025, the Company accrued interest of \$34,759 (2024 - \$Nil).	34,759	196,330
Third party loans, unsecured, non-interest bearing and due on demand	-	129,286
	<u>134,785</u>	<u>682,912</u>
Less: Current portion of long-term debt	<u>(134,785)</u>	<u>(682,912)</u>
	<u>-</u>	<u>-</u>

10 Marketable Securities

The continuity of marketable securities for the nine months ended December 31, 2025 and the year ended March 31, 2025 is as follows:

	Justera Health Ltd. \$	New World Solutions Inc. \$	Total \$
Balance, March 31, 2024	117,998	675,000	792,998
Disposition	-	(543,150)	(543,150)
Fair value adjustment for the year	(58,999)	(131,850)	(190,849)
Balance, March 31, 2025 and December 31, 2025	58,999	-	58,999

At December 31, 2025, the Company had 11,799,800 common shares of Justera Health Ltd. valued at \$0.005 per share, and 2,930,000 common shares of New World Solutions Inc. valued at \$Nil per share.

11 Share capital and reserves

a) Common shares

The Company is authorized to issue an unlimited number of common shares with no par value.

On February 6, 2025, the Company consolidated its common shares on a 30 old shares into 1 new share basis. Unless otherwise noted, all figures have been retrospectively adjusted in these consolidated financial statements to reflect the share consolidation.

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For the six months ended September 30, 2025:

On June 5, 2025, the Company issued 11,000,000 common shares valued at \$1,320,000 to acquire Arbutus Health.

On November 14, 2025, the Company closed a non-brokered private placement of 47,918,750 common shares at a price of \$0.08 per share for aggregate gross proceeds of \$3,833,500. In connection with the private placement, the Company has paid aggregate cash finder's fees of \$110,950, and has issued an aggregate of 1,031,250 common shares, and has issued an aggregate of 2,418,125 finders warrants. Each finder warrant is exercisable to acquire on common share of the Company at a price of \$0.08 expiring on November 14, 2027. The fair value of the finders' warrants was \$213,634 calculated using the Black-Scholes option pricing model with an expected life of two years, volatility of 329%, risk-free rate of 2.48%, and dividend yield of 0%.

On December 18, 2025, the Company issued 55,000,000 common shares valued at \$4,950,000 to acquire Yuzu Payment Solution (note 6).

On December 18, 2025, the Company closed a private placement of 16,250,000 common shares at a price of \$0.08 per share for aggregate gross proceeds of \$1,300,000. In connection with the private placement, the Company has paid aggregate cash finder's fees of \$130,000 and has issued an aggregate of 1,625,000 finders warrants. Each finder warrant is exercisable to acquire on common share of the Company at a price of \$0.08 expiring on November 14, 2027. The fair value of the finders' warrants was \$142,862 calculated using the Black-Scholes option pricing model with an expected life of two years, volatility of 324%, risk-free rate of 2.59%, and dividend yield of 0%.

For the nine months ended December 31, 2024:

On May 28, 2024, the Company issued 2,333,333 common shares valued at \$1,050,000 to acquire assets related to Cereal Crunch (note 7).

On July 5, 2024, the Company closed the first tranche of its non-brokered private placement of 1,075,833 units of the Company at a price of \$0.60 per unit for aggregate gross proceeds of \$645,500. Each Unit consists of one common share of the Company ("Share") and one common share purchase warrant ("Warrant"). Each Warrant entitles the holder to acquire one additional Share of the Company at a price of \$1.50 per Share for a period of two years from the date of issuance. The fair value of the Warrants was \$322,750 using the residual method.

On July 30, 2024, the Company closed the second tranche of its non-brokered private placement of 519,016 units of the Company at a price of \$0.60 per unit for aggregate gross proceeds of \$311,409. Each Unit consists of one common share of the Company and one common share purchase warrant. Each Warrant entitles the holder to acquire one additional Share of the Company at a price of \$1.50 per Share for a period of two years from the date of issuance. The fair value of the Warrants was \$155,705 using the residual method.

On August 19, 2024, the Company closed the final tranche of its non-brokered private placement of 941,667 units of the Company at a price of \$0.60 per unit for aggregate gross proceeds of \$565,000. Each Unit consists of one common share of the Company and one common share purchase warrant. Each Warrant entitles the holder to acquire one additional Share of the Company at a price of \$1.50 per Share for a period of two years from the date of issuance. The fair value of the Warrants was \$282,500 using the residual method.

On November 14, 2024, the Company issued 500,000 common shares valued at \$75,000 to settle the provisions in the amount of \$1,875,000, resulting in a gain of \$1,800,000.

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b) Share options

The Company's omnibus equity incentive plan (the "Omnibus Plan") is a rolling plan which provides that the Board of Directors may from time to time, in its discretion, and in accordance with applicable policies of the TSX Venture Exchange ("TSXV"), grant options and restricted share units to acquire common shares to directors, officers and employees of the Company and its affiliates and to consultants, consultant companies and management company employees, provided that the common shares that may be reserved for issuance under the Omnibus Plan at any point in time will not be greater than 10% of the then issued and outstanding common shares. Options issued pursuant to the Omnibus Plan will have an exercise price determined by the Board of Directors provided that the exercise price will not be less than the "Discounted Market Price" as defined in the policies of the TSXV. The vesting of the Options is at the discretion of the Board, except in the case of an optionee performing investor relations activities, in which case the Omnibus Plan requires that options vest over a minimum of 12 months with no more than one quarter of such options vesting during any three month period.

Share options granted by the Company are recorded in "Reserves" in the consolidated statements of financial position as they vest. The following summarizes transactions involving share options issued by the Company:

	Number	Weighted average exercise price \$
Options outstanding at March 31, 2024	533,333	2.40
Options expired	(350,000)	2.40
Options outstanding at March 31, 2025	183,333	2.29
Options expired	(183,333)	2.29
Options outstanding at December 31, 2025	-	-

c) Warrants

	Number	Weighted average exercise price \$
Warrants outstanding at March 31, 2024	1,672,000	1.50
Warrants issued	2,536,515	1.50
Warrants outstanding at March 31, 2025	4,208,515	1.50
Warrants issued	4,043,125	0.08
Warrants outstanding at December 31, 2025	8,251,640	0.80

The weighted average remaining life of the warrants outstanding at December 31, 2025 is 1.12 years (March 31, 2025 – 1.16 years).

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d) Restricted share units

	Number
RSUs outstanding at March 31, 2024	1,153,334
RSUs exercised	(753,334)
RSUs cancelled	(400,000)
RSUs outstanding at March 31, 2025 and December 31, 2025	-

12 Related party transactions and balances

During the year, the Company incurred transactions with related parties, including companies controlled by its senior management and directors of the Company.

a) Accounts payable and accrued liabilities

Included in accounts payable and accrued liabilities at December 31, 2025 was \$32,780 (March 31, 2025 - \$148,265) due to officers, directors and/or companies with certain officers and directors in common of the Company.

During the year ended March 31, 2025, the Company recognized a write-off of accounts payable in the total amount of \$291,338 related to certain balances outstanding to a company controlled by a director of the Company and a company with certain officers and directors in common with the Company.

b) Trade receivables

Included in trade receivables at September 30, 2025 was \$1,488,038 (March 31, 2025 - \$1,488,038) due to a company with certain officers and directors in common of the Company.

During the year ended March 31, 2025, the Company recognized a write-off of trade receivables in the total amount of \$108,600 related to a balance outstanding to a company with certain officers and directors in common with the Company.

c) Loans payable

As at December 31, 2025, the Company has a loan payable to New World in an amount of \$15,800 (March 31, 2025 – \$15,800). The loan is unsecured, non-interest bearing and repayable on demand.

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d) Compensation of key management personnel

Related parties include key management personnel and others considered to have significant influence or control over the Company's operations. The Company considers key management personnel to include members of the Board of Directors and executive officers of the Company. Compensation to key management personnel is listed below:

	Nine months ended December 31, 2025		Nine months ended December 31, 2024	
	Amount \$	Options vested	Amount \$	Options vested
Short term compensation	321,500	-	457,000	-
Share-based compensation	-	-	131,421	-
	321,500	-	588,421	-

13 Fair values of financial instruments

The Company is exposed to risks that arise from its use of financial instruments. This note describes the Company's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented below.

Management has overall responsibility for the determination of the Company's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Company's finance function.

The overall objective of management is to set policies that seek to minimize risk as far as possible without unduly affecting the Company's competitiveness and flexibility. The Company has established risk management policies and procedures designed to reduce the potentially adverse effects of price volatility on operating results and distributions.

The Company's credit risk, liquidity risk and market risks are not materially different from those described in the Company's annual financial statements for the year ended 31 March 2025.

Fair values of financial instruments

IFRS 13 - *Fair value measurement*, requires disclosure of a three-level hierarchy ("FV hierarchy") that reflects the significance of the inputs used in making fair value measurements and disclosures. Fair values of assets and liabilities included in Level 1 are determined by reference to quoted prices in active markets for identical assets and liabilities. Assets and liabilities in Level 2 include those whose valuations are determined using inputs other than quoted prices for which all significant inputs are observable, either directly or indirectly. Level 3 valuations are those based on inputs that are unobservable and significant to the overall fair value measurement.

Cash and cash equivalents, trade and loan receivables, accounts payable and accrued liabilities and loans payable, have relatively short periods to maturity, and as such, the carrying values contained in the consolidated statements of financial position approximate their estimated fair value.

The Company's marketable securities are measured at fair value in the consolidated statement of financial position in accordance with level 1 of the fair value hierarchy.

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Capital management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximizing the return to stakeholders through a suitable debt and equity balance appropriate for an entity of the Company's size and status. The Company's overall strategy remains unchanged from the prior year.

The capital structure of the Company consists of shareholders' equity, which totaled \$9,046,594 at December 31, 2025 (March 31, 2025 – \$656,401). The availability of new capital will depend on many factors including positive stock market conditions, results of operations thereby access to suitable debt products, and the experience of management. The Company is not subject to any external covenants on its capital.

14 Business acquisitions and disposals

Imagine Health

In November 2022, the Company entered into a Share Purchase Agreement under which the Company acquired all of the issued and outstanding shares of Imagine Health located in Calgary, Alberta and Edmonton, Alberta. The purchase price was as follows: cash payment of \$1,300,000 (paid), issuance of 166,667 common shares of the Company (issued) and the issuance of a secured vendor take-back note with a principal amount of \$800,000 payable in installments of 6, 12, and 18 months from the date of issuance (the "Note"). The Note was secured by the assets of Imagine Health. In addition, the Share Purchase Agreement includes a covenant to expand Imagine Health by way of working and growth capital contribution of up to \$1,000,000 to Imagine Health over a period of 12 months from the date of the acquisition.

In May 2023, the Company obtained control over the operations in both locations and, as such, the acquisition was considered completed. The acquisition was accounted for as a business combination consistent with IFRS 3, *Business Combination*. The preliminary purchase price allocation was as follows:

Purchase price	\$	2,434,731
Assets acquired and liabilities assumed		
Cash and cash equivalents	\$	110,605
Trade and other receivables		181,000
Inventory		158,151
Property and equipment		148,215
Right-of-use asset		1,977,754
Intangible assets		1,150,005
Accounts payable and other liabilities		(481,144)
Lease liability		(1,977,754)
Deferred income taxes		(304,750)
Net asset acquired	\$	962,082
Goodwill (note 6)		1,472,649
Total	\$	2,434,731

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Arbutus Health

In June 2025, the Company entered into a Share Exchange Agreement under which the Company acquired all of the issued and outstanding shares of Arbutus Health located in Vancouver, British Columbia. The purchase price was 11,000,000 common shares of the Company (issued) valued at \$0.12 per share.

In March 2025, Arbutus Health entered into a lease contract for its office. The lease expires in March 2035.

The acquisition was accounted for as a business combination consistent with IFRS 3, *Business Combination*. The preliminary purchase price allocation was as follows:

Purchase price – preliminary	\$	1,320,000
Assets acquired and liabilities assumed – preliminary		
Cash and cash equivalents	\$	18,548
Trade and other receivables		11,850
Right-of-use asset		2,172,935
Property and equipment		100,000
Intercompany loan forgiven upon acquisition		111,973
Accounts payable and other liabilities		(49,459)
Lease liability		(2,105,121)
Net asset acquired	\$	260,725
Goodwill (note 6)		1,059,275
Total	\$	1,320,000

15 Contingency

A former employee of the Company filed a claim for wrongful dismissal seeking damages aggregating \$135,000. The Company filed a defence and counterclaim denying the claim and counterclaiming for certain losses incurred by the Company. The Company intends to defend the claim vigorously and the outcome of the claim cannot be reasonably estimated at this time. Accordingly, no provision has been recorded for the year ended March 31, 2025 and for the nine months ended December 31, 2025.

16 Discontinued operations

During the year ended March 31, 2025, the Company shut down the operations of IHPharma, IHPhysio and Cereal Crunch mobile game. Since there are no ongoing activities in these operations, the Company has classified them as discontinued operations. Certain amounts for the comparative period ended December 31, 2024 were reclassified to conform to current period's presentation.