



## **TrustBIX Inc.**

Management's Discussion and Analysis

Third Quarter Ended June 30, 2024

TrustBIX Inc.

## Management's Discussion and Analysis

For the third quarter ended June 30, 2024

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The following Management's Discussion and Analysis ("MD&A") relates to the financial position, results of operations and cash flows of TrustBIX Inc. ("TrustBIX", "we", "us", "our" or the "Company" or "Corporation") for the three months ("Second Quarter") and nine months ended June 30, 2024 and should be read in conjunction with the Company's unaudited interim condensed consolidated financial statements and related notes for the three and nine months ended June 30, 2024 (the "Financial Statements"), the MD&A for the year ended September 30, 2023, and the audited consolidated financial statements and related notes for the years ended September 30, 2023 and 2022. The information in this MD&A is current to August 26, 2024, unless otherwise noted.

Unless otherwise stated, financial information in this MD&A is expressed in Canadian dollars and the Financial Statements have been prepared in accordance with International Accounting Standard 34 – Interim Financial Reporting ("IAS 34") as issued by the International Accounting Standards Board (the "IASB"). This MD&A provides information on the activities of the Company.

The Financial Statements include the accounts of the Company and its wholly owned subsidiaries ViewTrak Technologies Inc. ("ViewTrak"), Insight Global Technology Inc ("Insight"), BIX Operations Inc. ("BIX Operations"), and Alberta Food Security Inc. ("AFS") (note 1 of the Financial Statements). All inter-company accounts and transactions have been eliminated.

Management is responsible for the information contained in the MD&A and its consistency with information presented, and the MD&A was reviewed and approved by the Board of Directors ("Board") as of August 26, 2024. The Financial Statements and additional information pertaining to the Company can be found on the System for Electronic Document Analysis and Retrieval ("SEDAR+") web site at [www.sedarplus.ca](http://www.sedarplus.ca).

## FORWARD-LOOKING STATEMENTS

This MD&A contains certain forward-looking information and reflects the Company's present assumptions regarding future events. These statements involve known and unknown risks, uncertainties, and other factors that may cause the Company's actual results, levels of activity, performance, and/or achievements to be materially different from any future results, levels of activity, performance, or achievements expressed or implied by these forward-looking statements.

Certain statements contained in this document constitute "forward-looking statements". When used in this document, the words "may", "would", "could", "should", "will", "intend", "plan", "propose", "anticipate", "believe", "forecast", "estimate", "expect" and similar expressions used by any of the Company's management, are intended to identify forward-looking statements. Such statements reflect the Company's internal projections, expectations, future growth, performance and business prospects and opportunities and are based on information currently available to the Company. Since they relate to the Company's current views with respect to future events, they are subject to certain risks, uncertainties and assumptions. Many factors could cause the Company's actual results, performance or achievements to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements. Given these risks and uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements. The Company does not intend, and does not assume any obligation, to update any such factors or to publicly announce the result of any revisions to any of the forward-looking statements contained herein to reflect future results, events or developments except as required by applicable securities legislation, regulations or policies.

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### SIGNIFICANT DEVELOPMENTS AFFECTING OPERATIONS

#### Going concern

##### **Liquidity and capital resources**

The Company's principal sources of liquidity are cash from operations, cash on hand, loan payable with Prairies Economic Development Canada (formerly Western Economic Diversification Canada) ("PrairiesCan"), loan payable to related party and the debenture. Funding operating capital needs, as circumstances warrant, may also come from sales of equity or other securities.

As at June 30, 2024, the Company had a net working capital deficit of \$1,994,870 (September 30, 2023 - \$1,586,642). For the three and nine months ended June 30, 2024, the Company incurred a net loss of \$9,773 and \$471,708, respectively (2023 - \$548,243 and \$1,865,301, respectively). Net cash provided by operating activities during the three months ended June 30, 2024 was \$54,443 (2023 - cash used in operating activities of \$1,647) and cash used in operating activities during the nine months ended June 30, 2024 was \$54,287 (2023 - \$668,928). As at June 30, 2024, the Company had an accumulated deficit of \$19,823,832 (September 30, 2023 - \$19,352,124). In addition, the Company also has lease commitments in the amount of \$28,080 as disclosed in note 10 of the Financial Statements and has entered into a contribution agreement with PrairiesCan for a repayable financial contribution under the Regional Relief and Recovery Fund with a remaining principal balance of \$958,000 as disclosed in note 15 of the Financial Statements.

For the three and nine months ended June 30, 2024, the Company recognized, in research and development expenses, government assistance of \$nil (2023 - \$17,371 and \$69,035, respectively) from Protein Industries Canada ("PIC") and \$nil (2023 - \$30,773 and \$119,628, respectively) from Industrial Research Assistance Program ("IRAP"); and recognized, in travel, trade shows and conferences, government assistance of \$nil and \$3,000, respectively (2023 - \$nil), from IRAP (note 21 of the Financial Statements).

The Company may fund operating and growth capital needs, as circumstances warrant, from sales of equity and other securities. The timing and amount of any equity or other securities sales would depend on, among other factors, available cash and liquidity and operating performance, commitments and obligations, alternative sources and costs of capital available, market perceptions, current trading price of common equity, and overall market conditions.

Operating activities during the three months ended June 30, 2024, generated positive cash flow. Operations during the nine months ended June 30, 2024, have been financed primarily from non-brokered private placements.

The Company will continue to diligently manage operating expenses while it actively pursues new business opportunities. The Company may also continue to raise financing, including equity and debt, as needed, for working capital and to expand the business.

The outcome of such efforts is dependent on a number of factors outside of the Company's control. The nature of the technology sector, availability of government grants and current financial equity market conditions, and macroeconomic conditions, make the success of any future financing ventures and the other management strategies uncertain. There can be no assurance that management's efforts will be successful. This uncertainty casts significant doubt upon the Issuer's ability to continue as a going concern and, accordingly, the appropriateness of the use of accounting principles applicable to going concern.

## Management's Discussion and Analysis

For the third quarter ended June 30, 2024

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### **Macro economic conditions**

Macroeconomic conditions, including inflation, rising interest rates and currency fluctuations, have direct and indirect impacts on the Company's business. The Company believes these factors have impacted, and could in the future materially impact, the Company's results of operations and financial condition.

## **PRINCIPAL BUSINESS**

TrustBIX is an agricultural technology company providing Gate to Plate® solutions to create a world where we trust more, waste less, and reward sustainable practices. Our award-winning technologies offer practical tools trusted by local and international agri-food organizations. The Company's Gate to Plate® solutions include:

1. ViewTrak Technologies Inc., a wholly owned subsidiary of TrustBIX, which has developed solutions with an emphasis on the livestock sector. Its technologies include:
  - a. Auction Master Pro ("AMP") - livestock auction market software solution to help build and operate auction activities.
  - b. Electronic Pork Grader - pork probe technology to help producers price pork by evaluating fat thickness, lean meat thickness, meat percentage and class.
2. Insight Global Inc., a wholly owned subsidiary of TrustBIX, which has developed industrial Internet-of-Things ("IoT") products and traceability solutions. Its technologies include:
  - a. BIX Location Services - IoT devices to track, protect and identify the movement of high-value moveable equipment used in agriculture and other industries.
  - b. BIX (Business InfoXchange System) - a proprietary platform designed to create trust without compromising privacy through innovative, blockchain-derived use of technology and data. By leveraging BIX and its unique use of incentive solutions, TrustBIX delivers independent validation of food provenance and sustainable production practices within the supply chain.
3. Alberta Food Security Inc. ("AFS"), a wholly owned subsidiary of TrustBIX acquired on October 31, 2023<sup>(1)</sup>. AFS holds the exclusive Alberta territory license, along with the opportunity to acquire additional North American and international territory licenses from AgriPlay ([www.AgriPlay.com](http://www.AgriPlay.com)), an innovative Controlled Environment Agriculture vertical indoor farming company.

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<sup>(1)</sup><https://www.newsfilecorp.com/release/187102/TrustBIX-Inc.-Receives-Final-Exchange-Acceptance-of-Acquisition-of-Alberta-Food-Security-Inc.>

## Management's Discussion and Analysis

For the third quarter ended June 30, 2024

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### OUTLOOK

The TrustBIX vision is to create a world where we trust more, waste less and reward sustainable practices by leveraging TrustBIX's Gate to Plate® solutions.

The third quarter ended June 30, 2024 has been a strong quarter for TrustBIX, marked by important milestones. The Company reported positive cash flow from operating activities for the first time, totaling \$54,443. Additionally, the net loss and comprehensive loss improved to \$9,773, compared to \$548,243 in the same period in 2023. These improvements were driven by several key factors:

1. In December 2023, TrustBIX announced plans to discontinue its Market Master (MM) and Dealer Master (DM) products and support, effective January 1, 2025. Since this announcement, there has been an increase in customers transitioning to our Windows-based Auction Master Pro (AMP) platform. The demand has remained strong through Q3 2024, and our team is fully engaged in facilitating these conversions.
2. Between January and June 2024, TrustBIX has signed orders and received initial deposits for its indoor farming technology totaling approximately \$1,150,000. The expected gross margin on these sales is about 25%. Once operational, each indoor farm will pay a perpetual annual fee of approximately 5% of the purchase price for automation and monitoring services, powered by artificial intelligence and machine learning systems. Revenue from these sales will be recognized upon delivery of the products to customers over the remainder of the year. The sales pipeline remains robust, and management is diligently working to close additional deals. Built into the indoor farming technology solution are also additional BIX revenue opportunities by enabling customers to subscribe to our SaaS offerings for the traceability and sustainability platform and location services tracking devices.
3. Diligent and successful control over operating expenses, which have decreased by 45% in Q3 2024 and 55% during the nine months ended June 30, 2024, compared to the same periods in 2023.

These achievements have laid a solid foundation for TrustBIX to continue advancing its sales strategy and driving future growth.

**Management's Discussion and Analysis**

For the third quarter ended June 30, 2024

**RESULTS OF OPERATIONS****Selected information for the three and nine months ended June 30, 2024 and 2023:**

	Three months ended		Nine months ended	
	June 30, 2024	June 30, 2023	June 30, 2024	June 30, 2023
<b>Statement of loss and comprehensive loss data:</b>				
<b>Revenue</b>				
Licence	\$ 124,853	\$ 72,429	\$ 211,396	\$ 200,441
Hardware and installation	141,951	113,623	305,442	482,206
Professional and development services	50,897	29,058	71,979	188,699
Maintenance	230,068	217,800	596,912	658,947
	<u>547,769</u>	<u>432,910</u>	<u>1,185,729</u>	<u>1,530,293</u>
<b>Expenses</b>				
Wages and benefits	128,033	417,637	478,212	1,320,230
Consulting fees	168,482	228,039	492,080	757,262
Amortization and depreciation	7,537	152,960	41,814	462,454
Professional fees	19,923	20,776	105,412	345,611
Hardware for resale and supplies	108,597	71,799	215,778	311,593
Office	71,557	82,717	193,508	252,011
Travel, trade shows and conferences	14,043	17,223	23,522	84,483
Advertising and promotion	8,957	1,146	16,237	41,631
Foreign exchange (gain) loss	(697)	7,308	(896)	13,684
Research and development	-	(47,103)	-	(84,122)
	<u>526,432</u>	<u>952,502</u>	<u>1,565,667</u>	<u>3,504,837</u>
<b>Loss before other income (expenses) and income taxes</b>	<u>21,337</u>	<u>(519,592)</u>	<u>(379,938)</u>	<u>(1,974,544)</u>
<b>Other income (expense)</b>	(31,110)	(28,651)	(91,770)	109,243
<b>Income taxes</b>	-	-	-	-
<b>Net loss and comprehensive loss for the period</b>	<u>\$ (9,773)</u>	<u>\$ (548,243)</u>	<u>\$ (471,708)</u>	<u>\$ (1,865,301)</u>
<b>Per common share:</b>				
Basic and diluted loss per share	\$ (0.00)	\$ (0.01)	\$ (0.00)	\$ (0.03)
Number of common shares outstanding - end of period	118,869,330	102,869,330	118,869,330	102,869,330
Weighted average number of common shares outstanding - basic and diluted	118,869,330	82,869,330	112,537,578	69,928,629
<b>Statement of financial position data:</b>				
Working deficiency - current assets less current liabilities	\$ (1,994,870)	\$ (1,465,096)	\$ (1,994,870)	\$ (1,465,096)
Total assets	\$ 1,104,979	\$ 1,433,785	\$ 1,104,979	\$ 1,433,785
Total non-current financial liabilities	\$ 516,312	\$ 587,945	\$ 516,312	\$ 587,945

## Management's Discussion and Analysis

For the third quarter ended June 30, 2024

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### Three months ended June 30, 2024 compared to 2023

#### Revenue

Total revenue for the three months ended June 30, 2024 increased to \$547,769 from \$432,910 in 2023, an increase of \$114,859 or 26.5% due to the following:

- Licence revenue increased to \$124,853 in 2024 from \$72,429 in 2023, an increase of \$52,424 or 72.4%, largely due to the higher value of AMP software sales in 2024 as compared to 2023.
- Hardware and installation revenue increased to \$141,951 in 2024 from \$113,623 in 2023, an increase of \$28,328 or 24.9% mainly due to an increase in new installations of AMP hardware in the 2024 quarter as compared to the 2023 quarter.
- Professional and development services revenue increased to \$50,897 in 2024 from \$29,058 in 2023, an increase of \$21,839 or 75.2%. The increase is primarily due to services provided in connection with the AMP software and hardware sales described above.
- Maintenance revenue increased to \$230,068 in 2024 from \$217,800 in 2023, an increase of \$12,268 or 5.6%, primarily due to an increase in probe maintenance revenue from China in the 2024 quarter as compared to the 2023 quarter. This was partially offset by a decrease in MM revenue arising from the planned discontinuation of the product and support, as described in the Outlook section above.

#### Expenses

##### *Wages and benefits*

Wages and benefits decreased to \$128,033 in 2024 from \$417,637 in 2023, a decrease of \$289,604 or 69.3%. The decrease is primarily due to the termination of certain employees together with other employees moving to contract arrangements as well as a reduction in the value of stock-based compensation vested during the three months ended June 30, 2024.

##### *Consulting fees*

Consulting fees decreased to \$168,482 in 2024 from \$228,039 in 2023, a decrease of \$59,557 or 26.1%, mainly due to the termination of certain consulting contracts, including those related to the disposition of the FLS software product line during the fiscal year ended September 30, 2023.

##### *Amortization and depreciation*

Amortization and depreciation decreased to \$7,537 in 2024 from \$152,960 in 2023, a decrease of \$145,423 or 95.1%, mainly due to the impairment loss on the Insight Software during the year ended September 30, 2023, resulting in no further amortization required on that asset. This was partially offset by the addition of a licence, acquired as part of the acquisition of AFS (note 4 of the Financial Statements) during 2024.

##### *Professional fees*

Professional fees were relatively consistent at \$19,923 in 2024, as compared to \$20,776 in 2023, a decrease of \$853 or 4.1%. There was no significant change in legal or other professional costs during the quarter.

TrustBIX Inc.

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For the third quarter ended June 30, 2024

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### *Hardware costs and supplies*

Hardware costs and supplies expense increased to \$108,597 in 2024 from \$71,799 in 2023, an increase of \$36,798 or 51.3%, mainly due to more deliveries of AMP equipment.

### *Office*

Office expenses decreased to \$71,557 in 2024 from \$82,717 in 2023, a decrease of \$11,160 or 13.5%, mainly due to cost saving measures as the Company has reduced its non-essential costs.

### *Travel, trade shows and conferences*

Travel, trade shows and conferences expense decreased to \$14,043 in 2024 from \$17,223 in 2023, a decrease of \$3,180 or 18.5%, due to cost saving measures as the Company has reduced its non-essential travel costs and terminated employees.

### *Advertising and promotion*

Advertising and promotion expense was not significant in 2024 (\$8,957) or 2023 (\$1,146). The Company is diligently working to reduce all non-essential costs.

### *Foreign exchange (gain) loss*

Foreign exchange gain was \$697 in 2024 as compared to a loss of \$7,308 in 2023, a change of \$8,005, due to normal fluctuations in the Canadian dollar to US dollar foreign exchange rate.

### *Research and development*

During 2024, research and development cost was \$nil as compared to research and development recovery of \$47,103 in 2023. The difference is mainly due to the termination of a consultant as part of the Company's cost saving measures and the recognition, in 2023, of PIC and IRAP funding of \$17,371 and \$30,773, respectively (note 21 of the Financial Statements).

### **Other expenses**

Total net other expenses were relatively consistent at \$31,110 in 2024 as compared to \$28,651 in 2023. There were no significant changes between the periods.

## Management's Discussion and Analysis

For the third quarter ended June 30, 2024

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### **Nine months ended June 30, 2024 compared to 2023**

#### **Revenue**

Total revenue for the nine months ended June 30, 2024 decreased to \$1,185,729 from \$1,530,293 in 2023, a decrease of \$344,564 or 22.5% due to the following:

- Licence revenue increased to \$211,396 in 2024 from \$200,441 in 2023, an increase of \$10,955 or 5.5% mainly due to the higher value of AMP software sales in 2024 as compared to 2023.
- Hardware and installation revenue decreased to \$305,442 in 2024 from \$482,206 in 2023, a decrease of \$176,764 or 36.7% mainly due to a reduction in AMP hardware installations in the 2024 period as compared to the 2023 period.
- Professional and development services revenue decreased to \$71,979 in 2024 from \$188,699 in 2023, a decrease of \$116,720 or 61.9%. The decrease is largely due to the overall lower number of AMP sales in 2024 as compared to 2023, as described above, together with sales from JBS' sustainable beef program and BIX sales in 2023 which did not recur in 2024.
- Maintenance revenue decreased to \$596,912 in 2024 from \$658,947 in 2023, a decrease of \$62,035 or 9.4%, largely due to:
  - a decrease in MM revenue arising from the planned discontinuation as described in the Outlook section above;
  - a probe maintenance project which completed in 2023 and did not recur in 2024;
  - BIX licensing fees which ended in 2023 and did not recur in 2024; and
  - the disposition of the Feedlot Solutions ("FLS") software product line during the fiscal year ended September 30, 2023.

#### **Expenses**

##### *Wages and benefits*

Wages and benefits decreased to \$478,212 in 2024 from \$1,320,230 in 2023, a decrease of \$842,018 or 63.8%. The decrease is primarily due to the termination of certain employees together with other employees moving to contract arrangements as well as a reduction in the value of stock-based compensation vested during the nine months ended June 30, 2024.

##### *Consulting fees*

Consulting fees decreased to \$492,080 in 2024 from \$757,262 in 2023, a decrease of \$265,182 or 35.0%, mainly due to the termination of certain consulting contracts, including those related to the disposition of the FLS software product line during the fiscal year ended September 30, 2023.

##### *Amortization and depreciation*

Amortization and depreciation decreased to \$41,814 in 2024 from \$462,454 in 2023, a decrease of \$420,640 or 91.0%, mainly due to the impairment loss on the Insight Software during the year ended September 30, 2023, resulting in no further amortization required on that asset. This was partially offset by the addition of a license, acquired as part of the acquisition of AFS (note 4 of the Financial Statements) during 2024.

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For the third quarter ended June 30, 2024

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### *Professional fees*

Professional fees decreased to \$105,412 in 2024 from \$345,611 in 2023, a decrease of \$240,199 or 69.5%, mainly due to reduced advisory fees, on matters relating to the Company's growth opportunities in conjunction with the deployment of existing and future technologies across key industries, as the Company did not renew the advisor's contract, together with a reduction in accounting fees, and the value of stock-based compensation vested during the nine months ended June 30, 2024.

### *Hardware costs and supplies*

Hardware costs and supplies expense decreased to \$215,778 in 2024 from \$311,593 in 2023, a decrease of \$95,815 or 30.8%, mainly due to fewer deliveries of AMP equipment.

n overall lower number of new AMP hardware installations in the 2024 period as compared to the 2023 period.

### *Office*

Office expenses decreased to \$193,508 in 2024 from \$252,011 in 2023, a decrease of \$58,503 or 23.2%, mainly due to cost saving measures as the Company has reduced its non-essential costs.

### *Travel, trade shows and conferences*

Travel, trade shows and conferences expense decreased to \$23,522 in 2024 from \$84,483 in 2023, a decrease of \$60,961 or 72.2%, due to cost saving measures as the Company has reduced its non-essential travel costs and terminated employees.

During 2024, the Company recognized IRAP funding of \$3,000 as a reduction in travel, trade shows and conferences expense (2023 – \$nil) (note 21 of the Financial Statements).

### *Advertising and promotion*

Advertising and promotion expense decrease to \$16,237 in 2024 from \$41,631 in 2023, a decrease of \$25,394 or 61.0%, due to one time costs in 2023 related to engaging advisors to assist the Company with creating brand awareness and promoting its products in Asia.

### *Foreign exchange (gain) loss*

Foreign exchange gain was \$896 in 2024 as compared to a loss of \$13,684 in 2023, a change of \$14,580, due to normal fluctuations in the Canadian dollar to US dollar foreign exchange rate.

### *Research and development*

During 2024, research and development cost was \$nil as compared to research and development recovery of \$84,122 in 2022. The difference is mainly due to the termination of a consultant as part of the Company's cost saving measures and the recognition, in 2023, of PIC and IRAP funding of \$69,035 and \$119,628, respectively (note 21 of the Financial Statements).

### **Other expenses**

Total net other expenses in 2024 were \$91,770 as compared to net other income of \$109,243 in 2023. The \$201,013 change is mainly due a gain on refinancing of \$204,519 from the PrairiesCan Contribution during 2023, as a result of revised repayment terms (note 15 of the Financial Statements).

## Management's Discussion and Analysis

For the third quarter ended June 30, 2024

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### Summary of quarterly results

The following table shows a summary of the Company's unaudited quarterly financial information for each of the eight most recent quarters:

	Q3 2024	Q2 2024	Q1 2024	Q4 2023	Q3 2023	Q2 2023	Q1 2023	Q4 2022
	\$	\$	\$	\$	\$	\$	\$	\$
Revenue	547,769	343,406	294,554	598,108	432,910	678,559	418,824	450,622
Expenses	526,432	513,370	525,865	930,862	952,502	1,317,429	1,234,906	1,571,013
Loss before other income (expenses) and income taxes	21,337	(169,964)	(231,311)	(332,754)	(519,592)	(638,870)	(816,082)	(1,120,391)
Other income (expenses)	(31,110)	(31,018)	(29,642)	(875,753)	(28,651)	(25,428)	163,322	(12,390)
Income taxes	-	-	-	-	-	-	-	-
<b>Net loss and comprehensive loss</b>	<b>(9,773)</b>	<b>(200,982)</b>	<b>(260,953)</b>	<b>(1,208,507)</b>	<b>(548,243)</b>	<b>(664,298)</b>	<b>(652,760)</b>	<b>(1,132,781)</b>
<b>Per common share:</b>								
Basic and diluted loss per share	(0.00)	(0.00)	(0.00)	(0.01)	(0.01)	(0.01)	(0.01)	(0.02)
Number of common shares outstanding - end of period	118,869,330	138,869,330	132,369,330	102,869,330	102,869,330	102,869,330	79,649,831	79,649,831
Weighted average number of common shares outstanding - basic and diluted	118,869,330	116,583,616	102,272,591	82,869,330	82,869,330	67,351,358	59,528,092	59,528,092

The Company has incurred losses to develop software platforms and grow the business, and will continue to invest further resources to expand revenue streams. Other income during Q1 2023 includes a gain of \$204,520 on refinancing of the PrairiesCan Contribution, as a result of revised repayment terms (note 15 of the Financial Statements). Other expenses during Q4 2023 includes an impairment loss of \$870,407 on the Insight Software.

The results of operations for these periods are not necessarily indicative of the results to be expected in any given comparable period, especially as the Company grows and develops product and market opportunities.

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**LIQUIDITY AND CAPITAL RESOURCES****Summary of consolidated cash flows**

	<b>Three months ended</b>		<b>Nine months ended</b>	
	<b>June 30 2024</b>	<b>June 30 2023</b>	<b>June 30 2024</b>	<b>June 30 2023</b>
	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
Cash provided by (used in) operating activities	54,443	(1,647)	(54,287)	(668,928)
Cash used in investing activities	(2,135)	-	(1,119)	(1,110)
Cash provided by (used in) financing activities	(17,485)	(39,923)	110,244	523,166
<b>Increase (decrease) in cash</b>	<b>34,823</b>	<b>(41,570)</b>	<b>54,838</b>	<b>(146,872)</b>
Cash - beginning of period	164,795	21,579	144,780	126,881
<b>Cash (bank overdraft) - end of period</b>	<b>199,618</b>	<b>(19,991)</b>	<b>199,618</b>	<b>(19,991)</b>

Cash consists of cash on hand and deposits held with banks.

*Cash provided by (used in) operating activities*

Cash provided by operating activities for the three months ended June 30, 2024 was \$54,443 as compared to cash used in operating activities of \$1,647 in 2023 and for the nine months ended June 30, 2024 cash used in operating activities decreased to \$54,287 as compared to \$668,928 in 2023. This was primarily due the lower net loss in the three months ended June 30, 2024, driven by increased revenues and diligent cost control.

*Cash used in investing activities*

Cash used in investing activities for the three and nine months ended June 30, 2024 included \$nil and \$1,016, respectively, of cash acquired as part of the acquisition of AFS for 25,000,000 common shares of the Company (note 4 of the Financial Statements) and \$2,135 for the purchase of equipment. Cash used in investing activities for the three and nine months ended June 30, 2023 included \$nil and \$1,110, respectively, for the purchase of equipment.

*Cash provided by financing activities*

Cash used in financing activities for the three months ended June 30, 2024 decreased to \$17,485, as compared to \$39,923 in 2023. The decrease was primarily due to the partial repayment of a previously convertible debenture of \$40,000 in 2023. This was partially offset by an increase in repayments of the PrairiesCan loan, which began in January 2024 (note 15 of the Financial Statements).

Cash provided by financing activities for the nine months ended June 30, 2024 decreased to \$110,244, as compared to \$523,166 in 2023. The change between the periods was largely due to:

- a decrease in proceeds from non-brokered private placements, which were \$151,000 in 2024, as compared to \$759,287 in 2023;
- proceeds of \$150,000 from the issuance of a previously convertible debenture in 2023;
- the partial repayment of a previously convertible debenture of \$40,000 in 2024, as compared to \$115,000 in 2023;
- the repayment of promissory notes of \$250,000 in 2023; and
- an increase in the repayments towards the PrairiesCan loan, starting in January 2024 (note 15 of the Financial Statements).

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**CONTRACTUAL OBLIGATIONS**

The Company has the following cash flow obligations, as at June 30, 2024:

	<b>Payments due by period</b>				
	\$				
	<b>Total</b>	<b>Less than 1 year</b>	<b>1 - 3 years</b>	<b>3 - 5 years</b>	<b>After 5 years</b>
Accounts payable and accrued liabilities	1,683,919	1,683,919	-	-	-
Debenture	35,000	35,000	-	-	-
Loan payable to related party	23,000	23,000	-	-	-
Repayable Regional Relief and Recovery Fund contribution	958,000	184,668	618,672	154,660	-
Lease liability	28,080	10,002	18,078	-	-
<b>Total</b>	<b>2,727,999</b>	<b>1,936,589</b>	<b>636,750</b>	<b>154,660</b>	<b>-</b>

**OUTSTANDING SHARE DATA**

As at August 26, 2024, there were 118,869,330 common shares, 14,740,185 share options, and 4,500,000 warrants outstanding. On a fully diluted basis, 138,109,515 common shares would be outstanding.

See notes 16 and 23 to the Financial Statements for additional information regarding the Company's common shares, share options, and warrants.

**OFF-BALANCE SHEET ARRANGEMENTS**

The Company did not have any off-balance sheet arrangements at June 30, 2024 and 2023 and does not currently, as of the date of this MD&A, have any off-balance sheet arrangements.

**Management's Discussion and Analysis**

For the third quarter ended June 30, 2024

**TRANSACTIONS WITH RELATED PARTIES**

Related party transactions, including key management compensation, are provided in note 20 of the Financial Statements. No ongoing contractual or other commitments resulted from the transactions, other than the key management compensation.

The Company's related parties are its Board of Directors (Hubert Lau, Edward Power, Lap Shing (Andrew) Kao, Ling Cun (Frank) Yang, who resigned effective November 13, 2023, Nathaniel Mison, and Adam Morand, who was appointed on November 13, 2023) and key management personnel: including the Chief Executive Officer (Hubert Lau), Chief Financial Officer (William Harper, formerly Gordon Mah), former Chief Innovation Officer (Thomas Ogaranko), former Chief Industry Engagement Officer (Deborah Wilson), and former VP Technology (Mike Kennedy), as well as companies controlled by key management personnel or directors and their close family members. Transactions conducted with related parties took place in the normal course of operations and are measured at the amount of consideration established and agreed to by the related parties.

During the three and nine-month periods ended June 30, 2024 and 2023, the Company incurred the following amounts with the related parties:

	<u>Three months ended</u>		<u>Nine months ended</u>	
	<u>June 30, 2024</u>	<u>June 30, 2023</u>	<u>June 30, 2024</u>	<u>June 30, 2023</u>
	\$	\$	\$	\$
Sublease rental income from Trace Applications Inc., a company controlled by Ted Power, a director	-	-	-	984
Office and administrative services to 1972888 Alberta Ltd., a company controlled by a close family member of Hubert Lau	1,580	1,050	4,259	3,716
Project management services to Green Analytics Corp., a company controlled by Mike Kennedy, a former member of key management	-	-	-	52,500
				<u>52,500</u>

During the nine months ended and as at June 30, 2024, the Company had received deposits of \$60,000 from ThisTown Farms Edmonton (2024) Ltd., a company controlled by close family members of Hubert Lau, for an order of AFS indoor farming technology (note 7).

**Management's Discussion and Analysis**

For the third quarter ended June 30, 2024

The compensation to key management, and their close family members, during the three and nine months ended June 30, 2024 and 2023 are as follows:

	<u>Three months ended</u>		<u>Nine months ended</u>	
	<u>June 30, 2024</u>	<u>June 30, 2023</u>	<u>June 30, 2024</u>	<u>June 30, 2023</u>
	\$	\$	\$	\$
Salaries and other short-term employee benefits	22,191	39,436	64,090	277,984
Stock-based compensation	3,303	18,935	19,036	153,290
Consulting fees	71,878	60,855	210,662	169,623
	<u>97,372</u>	<u>119,226</u>	<u>293,788</u>	<u>600,897</u>

During the nine months ended June 30, 2024, the Company granted 6,600,000 stock options with a fair value of \$26,428 to directors and members of key management, exercisable at \$0.01 per common share.

During the nine months ended June 30, 2023, the Company granted 1,320,000 stock options with a fair value of \$35,266 to directors and members of key management, exercisable at \$0.05 per common share.

**Accounts payable and accrued liabilities**

Accounts payable and accrued liabilities as at June 30, 2024 include the following amounts due to related parties:

	<u>June 30, 2024</u>	<u>September 30 2023</u>
	\$	\$
Salaries and consulting fees due to members of key management and their close family members	274,194	292,345
Green Analytics Corp., a company controlled by Mike Kennedy, for consulting fees	-	5,701
1972888 Alberta Ltd., a company controlled by a close family member of Hubert Lau, for other services	8,785	4,527
	<u>282,979</u>	<u>98,801</u>

As at September 30, 2023, Ling Cun (Frank) Yang held the outstanding previously convertible debenture with a remaining principal balance of \$35,000 (note 14 of the Financial Statements). He resigned as a director effective November 13, 2023.

On August 3, 2023, the Company issued a promissory note (note 15 of the Financial Statements) to a close family member of Hubert Lau for \$23,000. The promissory note bears interest at a rate of 1% per month and matures twelve (12) months from the date of issuance. The Company may pay the outstanding balance at any time before the maturity date without penalty. Subsequent to June 30, 2024, the maturity date was extended for a further twelve (12) months.

## **CHANGES IN ACCOUNTING POLICIES AND RECENT ACCOUNTING PRONOUNCEMENTS**

The Company adopted Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2) from October 1, 2023. The amendment requires the disclosure of 'material', rather than 'significant', accounting policies. The amendment did not result in any changes to the accounting policies themselves. The material accounting policies applied by the Company in the Financial Statements are consistent with those applied by the Company in its annual consolidated financial statements for the years ended September 30, 2023 and 2022.

### **New accounting pronouncements not yet adopted.**

The following IFRS standards have been recently issued by the IASB. Pronouncements that are irrelevant or not expected to have a significant impact have been excluded.

#### ***i) Amendments to IAS 1: Classification of Liabilities as Current or Non-current***

The amendment clarifies the requirements relating to determining if a liability should be presented as current or non-current in the statement of financial position. Under the new requirement, the assessment of whether a liability is presented as current or non-current is based on the contractual arrangements in place as at the reporting date and does not impact the amount or timing of recognition. The amendment applies retrospectively for annual reporting periods beginning on or after January 1, 2024. The Company is currently evaluating the potential impact of these amendments on the Company's consolidated financial statements.

A discussion of significant accounting policies, and critical accounting estimates and judgments can be found in notes 2 and 3 of the Company's audited consolidated financial statements for the years ended September 30, 2023 and 2022 and notes 2 and 3 of the Financial Statements.

## **FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**

For accounting recognition and measurement purposes, cash, accounts receivable, share subscription receivable, accounts payable and accrued liabilities, loans payable and debenture are classified as amortized cost. The carrying value of cash, accounts receivable, share subscription receivable, accounts payable and accrued liabilities, and debenture approximates their fair value due to the immediate or short-term maturity of these financial instruments. The loans payable were measured using the estimated incremental borrowing rate and approximates fair value.

Financial instruments recognized on the unaudited interim condensed consolidated statements of financial position at fair value are classified in a hierarchy based on the significance of the estimates used in their measurement, as follows:

- Level 1 – Quoted prices in active markets for identical assets or liabilities.
- Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

**Management's Discussion and Analysis**

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- Level 3 – Inputs for the asset or liability that are not based on observable market data.

The non-marketable equity securities in Provision Analytics (note 10 of the Financial Statements) are an investment in a privately held company without readily determinable market values and is classified as Level 3.

During the three and nine months ended June 30, 2024 and 2023, there have been no transfers between levels of the fair value hierarchy.

The Company's activities are exposed to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of financial and economic markets and seeks to minimize potential adverse effects on the Company's financial performance. Risk management is carried out by financial management in conjunction with overall corporate governance.

**a) Market risk**

## i) Currency risk

Some of the Company's transactions, assets and liabilities are denominated in US dollars and Chinese RMB and thus the Company is exposed to risk arising from changes in exchange rates.

The following table presents the Company's exposure in Canadian dollars to the US dollar and Chinese RMB as at June 30, 2024 and September 30, 2023:

	<b>June 30, 2024</b>	<b>September 30, 2023</b>
	\$	\$
Cash – USD	90,131	25,312
Accounts receivable – USD	12,396	105,412
Accounts payable and accrued liabilities – USD	(130,649)	(147,581)
	<u>(28,122)</u>	<u>(16,857)</u>
	<b>June 30, 2024</b>	<b>September 30, 2023</b>
	\$	\$
Cash - RMB	<u>81,283</u>	<u>60,783</u>
	<b>June 30, 2024</b>	<b>September 30, 2023</b>
	\$	\$
CAD\$ - USD	0.7306	0.7398
CAD\$ - RMB	<u>5.3079</u>	<u>5.3996</u>

## Management's Discussion and Analysis

For the third quarter ended June 30, 2024

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As at June 30, 2024, based on the Company's foreign currency exposure noted above, varying the foreign exchange rates to reflect a 10% strengthening of the US dollar would have increase net loss by approximately \$3,000 (September 30, 2023 - \$2,000) and the Chinese RMB would have decreased net loss by approximately \$8,000 (September 30, 2023 – \$6,000), assuming all other variables remained constant.

An assumed 10% weakening of the US dollar and China RMB would have had an equal but opposite effect to the amounts shown above, assuming all other variables remained constant.

ii) Market price risk

The Company is exposed to market price risk on its equity investment in Provision Analytics Inc. (note 11 of the Financial Statements). Market price risk is the risk of loss arising from changes in the fair value of a financial instrument as a result of changes in market prices.

The sensitivity of the fair value of the investment to changes in market prices is monitored by the Company and it estimates that a 20% increase or decrease in the market price would result in an approximately \$36,000 increase or decrease, respectively, in the fair value of the investment.

iii) Interest rate risk

The Company does not have any variable rate financial liabilities and is therefore management does not believe it is exposed to significant interest rate risk as at June 30, 2024 and September 30, 2023.

**b) Credit risk**

The Company, in the normal course of business, is exposed to credit risk from its customers. The allowance for doubtful accounts and past due receivables is reviewed by management at each consolidated statement of financial position reporting date. Accounts are considered past due when customers have failed to make the contractually required payment when due, which is generally within 60 days of the billing date.

The Company applied the simplified approach to provide for ECL prescribed by IFRS 9, which permits the use of the lifetime ECL provision for trade receivables and contract assets without a significant financing component.

**Management's Discussion and Analysis**

For the third quarter ended June 30, 2024

The following table presents a summary of the activity related to the allowance for doubtful accounts:

	<b>June 30, 2024</b>	<b>September 30, 2023</b>
	\$	\$
Balance – Beginning of period	4,042	4,537
ECL provision	174	-
Accounts written off, net of recoveries	-	(495)
	<hr/>	<hr/>
Balance – End of period	4,216	4,042

Management believes the risks associated with concentrations of credit risk with respect to accounts receivable are limited due to the nature of the customers and the generally short-term payment cycle.

The aging of the Company's trade accounts receivable is as follows:

	<b>June 30, 2024</b>		<b>September 30, 2023</b>	
	\$	%	\$	%
Current	10,024	35	67,037	73
31 – 60 days	-	-	2,941	3
61 – 90 days	6,846	24	703	1
Greater than 90 days	11,422	41	21,501	23
	<hr/>		<hr/>	
	28,292	100	92,182	100

**c) Liquidity risk**

As at June 30, 2024, the Company's liabilities have the following amounts that mature within one year:

	<b>June 30, 2024</b>	<b>September 30, 2023</b>
	\$	\$
Accounts payable and accrued liabilities	1,683,919	1,556,748
Loans payable	207,668	71,000
Debenture	35,000	37,706
Lease liability	6,569	5,572
	<hr/>	<hr/>
	1,933,156	1,671,026

The Company's long-term liabilities include a loan payable of \$500,916 (September 30, 2023 - \$578,388) (note 15 of the Financial Statements) and a lease liability of \$15,396 (September 30, 2023 - \$20,445) (note 10 of the Financial Statements).

**Management's Discussion and Analysis**

For the third quarter ended June 30, 2024

The Company's anticipated cash outflows related to the lease obligation for the 12 months ending June 30<sup>th</sup> are as follows:

	\$
2025	10,002
2026	10,251
2027	<u>7,827</u>
	<u>28,080</u>

The Company's anticipated cash outflows on the PrairiesCan Contribution for the twelve (12) months ending June 30<sup>th</sup> are as follows:

	\$
2025	184,668
2026	309,336
2027	309,336
2028	<u>154,660</u>
	<u>958,000</u>

See Transactions with Related Party section above for additional information on the anticipated cash outflows of the loan due to related party.

Liquidity risk is the risk the Company will encounter difficulty in meeting financial obligations as they come due. See Going Concern in Significant Developments Affecting Operations section above for additional information on the Company's financial condition. The Company manages its liquidity risk through the management of its capital structure and financial leverage. It also monitors its cash position to its actual cash position and timing of payments to suppliers, ensuring that sufficient funds are available when payments come due. The Board of Directors reviews and approves any material transactions out of the ordinary course of business.

**RISK FACTORS**

The following risks could materially and adversely affect the Company's business, financial condition, cash flows, and results of operations, and the trading price of its common stock could decline. These risk factors do not identify all risks that the Company faces; its operations could also be affected by factors that are not presently known or that currently are considered to be immaterial to operations. Due to risks and uncertainties, known and unknown, past financial results may not be a reliable indicator of future performance, and historical trends should not be used to anticipate results or trends in future periods. Refer also to the other information set forth in this MD&A and the Financial Statements and audited consolidated financial statements and related notes for the years ended September 30, 2023 and 2022.

## Management's Discussion and Analysis

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### Risks Related to the Business

***The Company's operations and performance depend significantly on global and regional economic conditions and adverse economic conditions can materially adversely affect the Company's business, results of operations and financial condition.***

The Company has international operations with sales outside Canada. Adverse macroeconomic conditions, including inflation, slower growth or recession, new or increased tariffs and other barriers to trade, changes to fiscal and monetary policy, tighter credit, higher interest rates, high unemployment and currency fluctuations can adversely impact consumer confidence and spending and materially adversely affect demand for the Company's products and services. In addition, consumer confidence and spending can be materially adversely affected in response to financial market volatility, negative financial news, conditions in the real estate and mortgage markets, declines in income or asset values, energy shortages and cost increases, labor and healthcare costs and other economic factors.

In addition to an adverse impact on demand for the Company's products and services, uncertainty about, or a decline in, global or regional economic conditions can have a significant impact on the Company's suppliers, vendors and other partners. Potential effects include financial instability and insolvency.

A downturn in the economic environment can also lead to increased credit and collectability risk on the Company's trade receivables. These and other economic factors can materially adversely affect the Company's business, results of operations, financial condition and stock price.

***Results could be adversely affected by changing economic conditions in the regions in which the Company operates***

The market turmoil from potential global and provincial trade disputes and cuts in government spending has negatively impacted business activity generally, and in Alberta and Saskatchewan in particular where most of the cattle population is located in Canada. To the extent that the Company experiences further economic deterioration in these markets, the resulting economic pressure on its customers may cause them to end their relationship with the Company, reduce or postpone current or expected purchase orders for products, or suffer from business failure, resulting in a decline in revenues and profitability that could be material. Continued difficult or uncertain economic conditions could adversely affect the Company's revenue and profitability.

***The Company's business may be dependent on material customers***

The Company sells service to a variety of organizations, but certain customers may, at times, contribute to a large part of revenue. Accordingly, business and future success of the Company depends on its ability to maintain and build on existing relationships, and to develop new relationships and new customers. If certain significant customers, for any reason, discontinue their relationship with the Company, or reduce or postpone current or expected contracts, or suffer from business loss, revenues and profitability could decline.

***Business could be harmed if the Company fails to manage growth effectively***

Growth will place a significant strain on the Company's managerial, administrative, operational, financial and other resources. Management intends to further expand the overall business, including headcount, with no assurance that revenues will continue to grow. As the Company grows, management will be required to continue to improve operational and financial controls and reporting procedures and they may not be able to do so effectively. As such, the Company may be unable to manage expenses effectively in

## **Management's Discussion and Analysis**

For the third quarter ended June 30, 2024

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the future, which may negatively impact gross profit or operating expenses. The Company is also subject to the risks of over-hiring and/or overcompensating employees and over-expanding its operating infrastructure.

### ***The Company may not be able to successfully market products and services***

There is no guarantee that the Company's products and services will remain competitive. There is no guarantee the Company will be able to respond to market demands. If the Company is unable to effectively develop and expand the market for its products and services, growth may be adversely affected. In addition, there is no guarantee that all or any of its growth objectives or milestones will be achieved.

### ***Better-capitalized companies could negatively impact the Company's financial results of operations***

Other corporations with considerable financial resources may have the ability to encroach on the Company's competitive position within its chosen marketplace or compete successfully with its products and services by providing better marketing, services or support for clients. They may introduce products and services that compete with its products and services that may allow them to reduce prices to levels that are uneconomic to the Company. Any significant adverse effect on the Company's revenue or cost structure may materially affect its financial position.

### ***Current and future competitors could have a significant impact on the Company's ability to generate future revenue and profits***

The markets for the Company's products are intensely competitive and are subject to rapid technological change and other pressures created by changes within its industry. Management expects competition to increase and intensify in the future as additional companies enter its markets, including competitors who may offer similar products and services. The Company may not be able to compete effectively with current competitors and potential entrants into the marketplace. The Company could experience diminished market share if current or prospective competitors introduce new competitive products; add new functionality to existing products, acquire competitive products, reduce prices, or form strategic alliances with other companies. If competitors were to engage in aggressive pricing policies with respect to their products, or if the dynamics in the marketplace resulted in increasing bargaining power by the consumers of the Company's products and services, it might need to lower the prices charged for the products offered. This could result in lower revenues or reduced margins, either of which may materially and adversely affect the Company's business and operating results.

## **Technology Risks**

### ***The industry in which the Company operates, and will operate, is very competitive, and numerous factors could affect its competitive position***

Other companies may decide to enter the space and could have substantially greater financial, marketing and other resources. Several of these companies may have greater name recognition and well-established relationships with some of the Company's target customers. Furthermore, these potential competitors may be able to adopt more aggressive pricing policies and offer more attractive terms to customers than the Company is able to offer. The Company may face increasing price pressure from competitors and customers. In addition, current and potential competitors have established or may establish cooperative relationships amongst themselves or with third parties to compete more effectively. Existing and potential competitors may also develop enhancements to, or future generations of, competitive products and services that will have better performance features than the Company's products and services.

## Management's Discussion and Analysis

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Given the early stage of the industry in which the Company operates, additional competition from new entrants is expected. To remain competitive, the Company will require a continued high level of investment in research and development, marketing, sales and client support. The Company may not have sufficient resources to maintain research and development, marketing, sales and client support efforts on a competitive basis which could materially and adversely affect its business, financial condition and results of operations.

***The Company operates in a highly competitive environment and its products and services may not keep up with rapid technological change and evolving industry standards***

The Company's future success will depend on its ability to design and produce new products and services, deliver enhancements to its existing products and services, accurately predict and anticipate evolving technology, and respond to technological advances in its industry and customers' increasingly sophisticated needs. The Company's products are expected to embody complex technology that may not meet those standards, changes and preferences. The ability to design, develop and commercially launch new products depends on a number of factors, including, but not limited to, the Company's ability to design and implement solutions and services at an acceptable cost and quality, ability to attract and retain skilled technical employees, the availability of critical components from third parties and the ability to successfully complete the development of products in a timely manner. If management are unable to respond to technological changes or fails or delays to develop products in a timely and cost-effective manner, products and services may become obsolete, and the Company may be unable to recover research and development expenses which could negatively impact sales, profitability and the continued viability of the business.

***Investment in research and development efforts may not provide a sufficient, timely return***

The development of new software products and strategies is a costly, complex and time-consuming process, and the investment in software product development often involves a prolonged time until a return is achieved on such an investment. The Company has made, and will continue to make, significant investments in software development and related product opportunities. Investments in new products are inherently speculative and risky. Commercial success depends on many factors including the degree of innovation of the products developed, sufficient support from strategic partners, and effective distribution and marketing. Accelerated product introductions and short product life cycles require high levels of expenditures for new development. These expenditures may adversely affect operating results if they do not generate revenue increases. Management believes that the Company must continue to dedicate significant resources to development efforts in order to maintain its competitive position; however, significant revenue from new product and service investments may not be achieved for a prolonged period, if at all.

***The Company faces risks related to cybersecurity threats and incidents***

The Company regularly faces attempts by others to gain unauthorized access through the Internet, or to introduce malicious software, to its IT systems. The Company is a target of malicious attackers who attempt to gain access to its network or data centers or those of suppliers, customers, or end users; steal proprietary information related to its business, products, employees, suppliers, and customers; interrupt its systems and services or those of suppliers, customers, or others; or demand ransom to return control of such systems and services. Such attempts are increasing in number and in technical sophistication, and if successful, expose the Company and the affected parties to risk of loss or misuse of proprietary or confidential information or disruptions of its business operations. IT infrastructure also includes products and services provided by third parties, and these providers can experience breaches of their systems and products that impact the security of the Company's systems and proprietary or confidential information.

## Management's Discussion and Analysis

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From time to time, the Company encounters intrusions or unauthorized access to its network, products, services, or infrastructure, as well as those of third parties who provide products and services to TrustBIX. To date, cybersecurity incidents have not resulted in a material adverse impact to the Company's business or operations, but there can be no guarantee it will not experience such an impact. Such incidents, whether or not successful, could result in incurring significant costs related to, for example, rebuilding internal systems, implementing additional threat protection measures, providing modifications to products and services, defending against litigation, responding to regulatory inquiries or actions, paying damages, providing customers with incentives to maintain the business relationship, or taking other remedial steps with respect to third parties, as well as reputational harm. In addition, these threats are constantly evolving, thereby increasing the difficulty of successfully defending against them or implementing adequate preventative measures. Remote work and remote access to systems have increased, which also increases the Company's cybersecurity attack surface. The Company seeks to detect and investigate unauthorized attempts and attacks against its network, products, and services, and to prevent their recurrence where practicable through changes to internal processes and tools and changes or updates to products and services; however, the Company remains potentially vulnerable to additional known or unknown threats. In some instances, the Company, its suppliers, customers, and the users of its products and services can be unaware of an incident or its magnitude and effects.

***Theft, loss, or misuse of personal data about employees, customers, or other third parties could increase expenses, damage reputation, or result in legal or regulatory proceedings***

The theft, loss, or misuse of personal data collected, used, stored, or transferred by the Company to run its business could result in significantly increased business and security costs or costs related to defending legal claims. The Company anticipates that collection of such personal data will increase as it expands the use cases for the BIX platform, and it may increase as it enters into other new or adjacent businesses. Global privacy legislation, enforcement, and policy activity in this area are rapidly expanding and creating a complex regulatory compliance environment. Costs to comply with and implement these privacy-related and data protection measures could be significant, and noncompliance could expose the Company to significant monetary penalties, damage to its reputation, suspension of online services or sites in certain countries, and even criminal sanctions. Failure to comply with federal, provincial, state, or international privacy-related or data-protection laws and regulations, even if inadvertent, could result in audits, regulatory inquiries, or proceedings against the Company by governmental entities or other third parties.

***The Company faces risks related to security vulnerabilities in its products***

Security vulnerabilities with respect to the resale of hardware products, such as computer systems, as well as the operating systems that run on them, are regularly identified. Components and IP the Company purchases or licenses from third parties for use in its products, as well as industry-standard specifications implemented in products, are also regularly subject to security vulnerabilities. As the Company has become a more data-centric company, processors and other products are being used in additional and new critical application areas that create new or increased cybersecurity and privacy risks, including applications that gather and process large amounts of data, such as the cloud or Internet of Things. Vulnerabilities are not always mitigated before they become known. The Company, its customers, and the users of its products do not always promptly learn of or have the ability to fully assess the magnitude or effects of a vulnerability, including the extent, if any, to which a vulnerability has been exploited. Subsequent events or new information can develop that changes the Company's assessment of the impact of a security vulnerability, including additional information learned as it develops and deploys mitigations or updates, becomes aware of additional variants, evaluates the competitiveness of existing and new products, and addresses future warranty or other claims or customer satisfaction considerations, as well as developments in the course of any litigation or regulatory inquiries or actions over these matters.

## **Management's Discussion and Analysis**

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Mitigation techniques designed to address security vulnerabilities, including third party data and systems integration monitoring, software and firmware updates or other preventative measures, are not always available on a timely basis—or at all—and at times do not operate as intended or effectively resolve vulnerabilities for all applications. In addition, the Company is often required to rely on third parties, including hardware, software, and services vendors, as well as customers and end users, to develop and/or deploy mitigation techniques, and the availability, effectiveness, and performance impact of mitigation techniques can depend solely or in part on the actions of these third parties in determining whether and how to develop and deploy mitigations. The Company and such third parties may make prioritization decisions about which vulnerabilities to address, which can delay, limit, or prevent development or deployment of a mitigation and harm its reputation. Security vulnerabilities and/or mitigation techniques can result in adverse performance or power effects, reboots, system instability or unavailability, loss of functionality, data loss or corruption, unpredictable system behavior, decisions by customers and end users to limit or change the applications in which they use the Company's products or product features, and/or the misappropriation of data by third parties.

Security vulnerabilities and any limitations of, or adverse effects resulting from, mitigation techniques can adversely affect the Company's results of operations, financial condition, customer relationships, prospects, and reputation in a number of ways, any of which may be material. For example, whether or not vulnerabilities involve attempted or successful exploits, they may result in incurring significant costs related to developing and deploying updates and mitigations, defending against product claims and litigation, responding to regulatory inquiries or actions, paying damages, addressing customer satisfaction considerations, providing product replacements or modifications, or taking other remedial steps with respect to third parties. Adverse publicity about security vulnerabilities or mitigations could damage the Company's reputation with customers or users and reduce demand for its products and services. These effects may be greater to the extent that competing products are not susceptible to the same vulnerabilities or if vulnerabilities can be more effectively mitigated in competing products. Moreover, third parties can release information regarding potential vulnerabilities of the Company's products before mitigations are available, which, in turn, could lead to attempted or successful exploits, adversely affect its ability to introduce mitigations, or otherwise harm its business and reputation.

### **Other Risks**

#### ***The Company must attract, retain, and motivate key employees***

Hiring and retaining qualified executives, scientists, engineers, technical staff, and sales representatives are critical to the Company's business. The competition for highly skilled employees in the industry is increasingly intense. Competitors for technical talent increasingly seek to hire the Company's employees. In addition, changes in immigration policies may further limit the pool of available talent and impair the ability to recruit and hire technical and professional talent. Changes in the interpretation and application of employment-related laws to workforce practices may also result in increased operating costs and less flexibility in how the Company meets changing workforce needs. To help attract, retain, and motivate qualified employees, the Company uses share-based awards and performance-based cash incentive awards. Employee hiring and retention also depend on management's ability to build and maintain a diverse and inclusive workplace culture and be viewed as an employer of choice. If the Company's share-based or other compensation programs and workplace culture cease to be viewed as competitive, its ability to attract, retain, and motivate employees would be weakened, which could harm its results of operations. Moreover, sustained declines in the stock price of the Company can reduce the retention value of the Company's share-based awards. Changes in the Company's management team can also disrupt business. The failure to successfully transition and assimilate key employees, could adversely affect Company results of

## Management's Discussion and Analysis

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operations. To the extent the Company does not effectively hire, onboard, retain, and motivate key employees, its business can be harmed.

### ***The Company invests in private companies and may not realize a return on investments***

The Company makes investments in private companies to further its strategic and financial objectives and to support certain key business initiatives. Provision Analytics is an early-stage company TrustBIX invested in, which was non-marketable and illiquid at the time of the initial investment. The Company's ability to realize a return on investment in a private company, if any, is typically dependent on the company participating in a liquidity event, such as a public offering or acquisition. To the extent any of the companies in which TrustBIX invests are not successful, which can include failures to achieve business objectives as well as bankruptcy, the Company could recognize an impairment and/or lose all or part of the investment.

### ***Investments in new businesses, products, and technologies are inherently risky and do not always succeed***

The Company is expanding the business use cases of the BIX platform with customers in the Environmental, Social, and Corporate Governance areas from beef to plant protein and biomass markets, as well as providing tracking solutions of high-value moveable equipment through Insight and the plan to export beef to Asia. These efforts may not always be successful.

These new and developing areas and products represent a significant portion of the Company's expanded total addressable market, and they also introduce new sources of competition, including, in some of these market segments, incumbent competitors with established technologies, ecosystems, and customer bases. These developing products and areas could require significant investment, do not always grow as projected or at all, or sometimes utilize technologies that are different from the ones that TrustBIX develops, and the Company may not realize an adequate return on investments. To be successful, TrustBIX needs to cultivate new industry relationships with customers and partners. In addition, the Company must continually improve the cost, performance, integration, time-to-market, as well as expand product capabilities to service customers. Some of these new businesses face challenging market conditions. For example, market pricing and costs to export beef or other products to Asia or other international markets may be volatile. Despite ongoing efforts, there is no guarantee that the Company will achieve or maintain market demand or acceptance for products and services or realize an adequate return on investments, which could lead to impairment of assets, as well as opportunity costs.

### **Risks regarding Intellectual Property Rights**

The Company's success and ability to compete may be enhanced by effective copyright, trade secret, and trademark law to protect its technology and the technology licensed to it by third parties; however, the Company may or may not be successful in being granted a patent or patents should it apply for them and effective trademark protection may not be available for the Company's intellectual property, trademarks or the trademarks licensed by it. The lack of a patent may make the Company's products vulnerable to being copied or infringed upon by a competitor and may negatively impact the ability of the Company to compete effectively in its addressable markets. If the Company is successfully awarded a patent or patents, it will be necessary to reveal certain details regarding the Company's technology and intellectual property secrets, which could introduce additional risks associated with competitors who may not respect patent protection rights or may otherwise not be bound by patent protection rights because of the geographic location they operate from. Any or all these factors could materially alter the Company's current estimate of its market and its generation of revenue therefrom and there can be no assurance that misappropriation of its technology, trademarks or agreements entered into for that purpose will be enforceable.

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### **Risks of Legal or Other Claims and Proceedings**

#### ***The Company may become involved in legal matters that may materially adversely affect the business***

From time to time in the ordinary course of business, the Company may become involved in various legal proceedings, including commercial, product liability, employment, class action and other litigation and claims, as well as governmental and other regulatory investigations and proceedings. Such matters can be time-consuming, divert management's attention and resources and cause the Company to incur significant expenses. Furthermore, because litigation is inherently unpredictable, and can be very expensive, the results of any such actions may have a material adverse effect on business, operations or financial condition. While the Company maintains insurance coverage for certain types of claims, such insurance coverage may be insufficient to cover all losses or all types of claims that may arise.

### **Additional Financing Risks**

In order to execute its anticipated growth strategy, the Company may require additional equity and/or debt financing to support on-going operations, to undertake capital expenditures or to undertake business combination transactions or other initiatives. There can be no assurance that additional financing will be available when needed or on terms which are acceptable. The Company's inability to raise additional financing could limit growth and may have a material adverse effect upon the business, operations, results, financial condition or prospects.

If additional funds are raised through further issuances of equity or securities convertible into equity, existing shareholders could suffer significant dilution, and any new equity securities issued could have rights, preferences and privileges superior to current shareholders. Any debt financing secured in the future could involve restrictive covenants relating to capital raising activities and other financial and operational matters, which may make it more difficult to obtain additional capital and to pursue business opportunities.

### **Foreign Exchange Risk**

As it is anticipated that the Company's operations will expand into increased global markets, it is expected that sales and other transactions may be conducted in foreign currencies other than Canadian dollars, thus exposing the Company to foreign currency risk. A portion of revenues are expected to be transacted in US dollars and Chinese Renminbi and the fluctuation of value of these currencies could impact cash flow and our US/China and foreign business.

### **Government Regulation Risk**

Although TrustBIX believes that the Company has obtained the necessary approvals for the products and services that currently are sold, the Company may not be able to obtain approvals for future products and services on a timely basis, or at all. In addition, regulatory requirements may change or the Company may not be able to obtain regulatory approvals from countries in which it may desire to sell products in the future. TrustBIX may be required to incur additional costs in order to comply with foreign and state government regulations as they might pertain to certain issues concerning compliance with local regulations governing its devices, content, privacy, taxation and other considerations.

### **Reputational Risk**

Reputational damage can result from the actual or perceived occurrence of any number of events, and could include any negative publicity, whether true or not. The increased usage of social media and other

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web-based tools used to generate, publish and discuss user-generated content and to connect with other users has made it increasingly easier for individuals and groups to communicate and share opinions and views, whether true or not. Reputation loss may result in decreased customer confidence and an impediment to the Company's overall ability to advance its products and services with customers, thereby having a material adverse impact on its financial performance, financial condition, cash flows and growth prospects.

### **Internal Control Risk**

Internal controls are designed to safeguard assets, promote efficient and effective operations, and provide reasonable assurance regarding the reliability and integrity of financial reporting and the preparation of financial statements in accordance with IFRS. However, internal controls alone cannot be guaranteed to detect fraud, safeguard assets, promote efficient and effective operations, or provide absolute assurance with regard to the reliability of financial reporting and financial statements.

### **Earnings and Dividend Record**

TrustBIX does not have any dividend record. The Company has not paid any dividends on its shares since incorporation and does not anticipate doing so in the foreseeable future.