PIVOTREE INC.
Interim Condensed Consolidated Financial Statements
For the three and nine months ended September 30, 2025 and 2024
(Expressed in Canadian dollars unless otherwise stated)
(Unaudited)

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Notice of no auditor review of Interim Condensed Consolidated Financial Statements

Under National Instrument 51-102, if an auditor has not performed a review of the interim condensed consolidated financial statements required to be filed, they must be accompanied by a notice indicating that the condensed consolidated interim financial statements have not been reviewed by an auditor.

The accompanying interim condensed consolidated financial statements of Pivotree Inc. ("Pivotree" or the "Company") have been prepared by management and approved by the Audit Committee and Board of Directors of Pivotree.

The Company's independent auditors have not performed a review of these interim condensed consolidated financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of interim condensed consolidated financial statements by an entity's auditors.

PIVOTREE INC.
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
As at September 30, 2025 and December 31, 2024
(Expressed in Canadian dollars)
(Unaudited)

	Notes	**September 30, 2025** $	December 31, 2024 $
ASSETS			
Current assets			
Cash		11,770,047	3,877,687
Accounts receivable	3	10,395,612	13,236,879
Prepaid expenses and other current assets	4	1,289,993	1,351,327
		23,455,652	18,465,893
Non-current assets			
Property and equipment	5	869,033	1,453,785
Right-of-use assets	6	319,209	422,727
Intangible assets	7	1,918,096	3,843,695
Goodwill	8	30,127,887	30,929,409
Total Assets		**56,689,877**	55,115,509
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities			
Accounts payable and accrued liabilities	9	4,663,297	4,621,167
Income taxes payable		71,572	244,212
Deferred revenue		583,609	1,801,050
Current portion of lease liabilities	10	337,363	350,655
		5,655,841	7,017,084
Non-current liabilities			
Lease liabilities	10	-	104,031
Total liabilities		5,655,841	7,121,115
Shareholders' Equity			
Share capital	12	92,803,002	92,832,403
Contributed surplus		5,884,967	5,363,176
Deficit		(50,243,274)	(53,953,913)
Accumulated other comprehensive income		2,589,341	3,752,728
		51,034,036	47,994,394
Total Liabilities & Shareholders' Equity		**56,689,877**	55,115,509

Nature of operations (Note 1)

The accompanying notes are an integral part of these consolidated financial statements.

PIVOTREE INC.
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
For the three and nine months ended September 30, 2025 and 2024
(Expressed in Canadian dollars)
(Unaudited)

		Three Months Ended		Nine Months Ended	
		September 30, 2025	September 30, 2024	**September 30, 2025**	September 30, 2024
	Notes	**$**	$	**$**	$
Revenues	16	**15,490,135**	18,817,089	**51,926,516**	60,008,755
Cost of sales	14	**8,233,841**	11,542,539	**28,248,546**	34,221,224
Gross profit		**7,256,294**	7,274,550	**23,677,970**	25,787,531
EXPENSES					
General and administration	15	**2,028,040**	2,648,359	**5,827,879**	8,333,204
Research and development	15	**224,405**	522,648	**1,049,447**	1,408,966
Information technology and operations	15	**1,587,486**	2,715,474	**5,053,230**	9,147,994
Sales and marketing	15	**2,023,164**	2,104,542	**5,908,106**	7,418,941
Amortization and depreciation		**555,027**	1,543,901	**3,143,635**	5,728,793
Stock based compensation	13	**223,295**	238,148	**653,186**	712,199
Interest	15	**20,574**	41,052	**74,681**	119,956
Loss (gain) on foreign exchange		**(405,474)**	120,063	**326,859**	(190,790)
Restructure and other	15	**-**	2,299,829	**-**	4,372,792
Total expenses		**6,256,517**	12,234,016	**22,037,023**	37,052,055
Operating income (loss) before interest income and taxes		**999,777**	(4,959,466)	**1,640,947**	(11,264,524)
Interest income		**29,721**	21,541	**45,825**	137,005
Gain on sale of intangible assets		**-**	-	**2,373,197**	-
Income (loss) before income taxes		**1,029,498**	(4,937,925)	**4,059,969**	(11,127,519)
Income tax expense - current		**91,980**	147,006	**349,330**	546,468
Deferred taxes		**-**	-	**-**	-
Net income (loss) for the period		**937,518**	(5,084,931)	**3,710,639**	(11,673,987)
Other comprehensive income (loss):					
Items that may be reclassified subsequently to income:					
Foreign currency translation adjustment		**176,587**	(369,671)	**(1,163,387)**	233,211
Comprehensive income (loss) for the period		**1,114,105**	(5,454,602)	**2,547,252**	(11,440,776)
Income (loss) per share - basic and diluted		**0.04**	(0.19)	**0.14**	(0.44)
Weighted Average Number of Common Shares Outstanding		**26,401,536**	26,365,127	**26,396,704**	26,346,573

The accompanying notes are an integral part of these consolidated financial statements.

PIVOTREE INC.
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
For the nine months ended September 30, 2025 and 2024
(Expressed in Canadian dollars)
(Unaudited)

	Number of common shares	Capital Stock $	Contributed Surplus $	Deficit $	Accumulated Other Comprehensive Income $	Total $
Balance, December 31, 2023	26,440,745	92,959,538	4,590,453	(42,065,533)	2,006,272	57,490,730
RSUs converted	66,900	300,656	(300,656)	-	-	-
Share based compensation	-	-	712,199	-	-	712,199
Share repurchase	(141,700)	(523,295)	287,406	-	-	(235,889)
Foreign exchange translation	-	-	-	-	233,211	233,211
Net loss for the period	-	-	-	(11,673,987)	-	(11,673,987)
Balance, September 30, 2024	**26,365,945**	**92,736,899**	**5,289,402**	**(53,739,520)**	**2,239,483**	**46,526,264**
Balance, December 31, 2024	26,406,232	92,832,403	5,363,176	(53,953,913)	3,752,728	47,994,394
RSUs converted	59,449	160,428	(160,428)	-	-	-
DSUs converted	67,442	216,866	(216,866)	-	-	-
Share based compensation	-	-	653,186	-	-	653,186
Share repurchase	(133,345)	(406,695)	245,899	-	-	(160,796)
Foreign exchange translation	-	-	-	-	(1,163,387)	(1,163,387)
Net income for the period	-	-	-	3,710,639	-	3,710,639
Balance, September 30, 2025	**26,399,778**	**92,803,002**	**5,884,967**	**(50,243,274)**	**2,589,341**	**51,034,036**

The accompanying notes are an integral part of these consolidated financial statements.

PIVOTREE INC.
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
For the three and nine months ended September 30, 2025 and 2024
(Expressed in Canadian dollars)
(Unaudited)

	Three months ended		Nine months ended	
	September 30, 2025	September 30, 2024	**September 30, 2025**	September 30, 2024
	$	$	**$**	$
CASH FLOWS FROM OPERATING ACTIVITIES				
Net income (loss) for the period	**937,519**	**(5,084,931)**	**3,710,639**	**(11,673,987)**
Items not affecting cash:				
Amortization and depreciation	555,027	1,543,901	3,143,635	5,728,793
Share-based compensation	223,295	238,148	653,186	712,199
Foreign exchange (gain)/loss - without derivative impact	(486,774)	187,863	468,959	(295,590)
Change in fair value of derivative	81,300	(67,800)	(142,100)	104,800
Gain on sale of intangible assets	-	-	(2,373,197)	-
Changes in non-cash working capital balances:				
Accounts receivable	1,672,132	809,059	2,360,243	(1,017,568)
Prepaid expenses and other current assets	179,954	955,384	24,980	538,603
Accounts payable and accrued liabilities	385,675	1,638,640	340,466	3,040,875
Income taxes payable (receivable)	(43,385)	-	(170,227)	137,576
Deferred revenue	130,968	(487,423)	(615,693)	94,714
Cash flows provided by (used in) operating activities	**3,635,711**	(267,159)	**7,400,891**	(2,629,585)
CASH FLOWS FROM INVESTING ACTIVITIES				
Proceeds on sale of intangible assets	-	-	1,934,444	-
Maturity of term deposits	-	-	-	1,347,800
Purchase of property and equipment	(17,635)	(31,098)	(56,571)	(183,863)
Additions of intangible property	(268,129)	(341,210)	(804,268)	(976,390)
Cash flows provided by (used in) investing activities	**(285,764)**	(372,308)	**1,073,605**	187,547
CASH FLOWS FROM FINANCING ACTIVITIES				
Capital lease repayment	(108,143)	(105,956)	(335,559)	(481,532)
Share repurchase	(62,639)	-	(160,796)	(235,889)
Cash flows used in financing activities	**(170,782)**	(105,956)	**(496,355)**	(717,421)
Effect of foreign currency on cash	11,538	(13,557)	(85,781)	17,403
Net increase (decrease) in cash	3,190,703	(758,980)	7,892,360	(3,142,056)
Cash, beginning of period	8,579,344	6,236,085	3,877,687	8,619,161
Cash, end of period	**11,770,047**	5,477,105	**11,770,047**	5,477,105
Comprised of:				
Cash and cash equivalents	11,770,047	5,308,142	11,770,047	5,308,142
Restricted cash	-	168,963	-	168,963

The accompanying notes are an integral part of these consolidated financial statements.

1. NATURE OF OPERATIONS

Pivotree Inc. was incorporated under the Business Corporations Act in Ontario, Canada on August 13, 1998 and provincially registered in Ontario, Canada on June 22, 2015; Pivotree and its subsidiaries (together "the Company"), principal place of business is its headquarters at 6300 Northam Drive, Mississauga, Ontario, Canada L4V 1H7. The Company designs, integrates, deploys, and manages digital platforms in Commerce, Data Management and Supply Chain for major retail and branded manufacturers throughout the world. Pivotree provides the technical skills necessary to enable the effective use of technologies combined with the business context to leverage a solution to solve clients' business challenges. Pivotree's portfolio of products, managed and professional services help provide B2B2C digital businesses with end-to-end service to manage complex digital commerce platforms, along with ongoing support from strategic planning through product selection, deployment, and hosting, to data and supply chain management.

2. MATERIAL ACCOUNTING POLICIES

(a) Basis of Presentation

These unaudited interim condensed consolidated financial statements (''financial statements'') were prepared using the same accounting policies and methods as those used in the Company's consolidated financial statements for the year ended December 31, 2024. These interim condensed consolidated financial statements have been prepared in compliance with IAS 34 — Interim Financial Reporting. Accordingly, certain disclosures normally included in annual financial statements prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and Interpretations (IFRS Accounting Standards) have been omitted or condensed. These interim condensed consolidated financial statements should be read in conjunction with the Company's consolidated financial statements for the year ended December 31, 2024. These financial statements were approved and authorized for issuance by the Board of Directors of the Company on November 12, 2025.

(b) Basis of consolidation

The consolidated financial statements include the accounts of Pivotree Inc. and its wholly owned subsidiaries Pivotree US Holdings Corp., Pivotree USA Inc., Pivotree Solutions India PVT Ltd. and Pivotree Spain S.L. Subsidiaries are entities that the Company has control of and are fully consolidated from the date that control commences until the date that control ceases.

Intercompany balances and transactions, and unrealized gains arising from intercompany transactions are eliminated in preparing the consolidated financial statements.

(c) Functional and presentation currency

Each of the Company's subsidiaries' financial statements are measured using the currency of the primary economic environment in which the entity operates. The consolidated financial statements are presented in Canadian dollars, which is the Company's presentation currency.

(d) Use of estimates and judgments

In preparing these unaudited condensed consolidated interim financial statements, Management makes judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates. The significant judgments made by Management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended December 31, 2024.

3. ACCOUNTS RECEIVABLE

The Company's accounts receivable is comprised of the following:

	September 30, 2025	December 31, 2024
	$	$
Trade receivables	8,676,819	11,893,442
Other receivables	1,781,687	1,432,396
Less: expected credit loss provision	(62,894)	(88,959)
Net accounts receivable	**10,395,612**	13,236,879

A continuity of the Company's expected credit loss provision is as follows:

	September 30, 2025	December 31, 2024
	$	$
Opening balance	88,959	91,059
Additions	-	127,716
Less: write-offs	(26,065)	(129,816)
Ending balance	**62,894**	88,959

For the nine months ended September 30, 2025, the Company recorded bad debt expense of nil (2024 — $12,648).

4. PREPAID EXPENSES

	September 30, 2025	December 31, 2024
	$	$
Software subscriptions	689,779	673,294
Insurance	104,361	266,472
Other	495,853	411,561
Ending balance	**1,289,993**	1,351,327

5. PROPERTY AND EQUIPMENT

	Computer Equipment* $	Furniture and Equipment $	Leasehold Improvements $	Total $
COST				
Balance, December 31, 2023	24,457,926	1,234,662	434,529	26,127,117
Additions	254,699	-	-	254,699
Write-off of fully depreciated assets	(11,335,033)	(614,024)	(434,529)	(12,383,586)
Effect of foreign currency translation	14,317	-	-	14,317
Balance, December 31, 2024	13,391,909	620,638	-	14,012,547
Additions	56,571	-	-	56,571
Effect of foreign currency translation	(8,786)	-	-	(8,786)
Balance, September 30, 2025	13,439,694	620,638	-	14,060,332
ACCUMULATED DEPRECIATION				
Balance, December 31, 2023	21,175,918	1,066,332	379,695	22,621,945
Depreciation	2,131,600	146,617	54,834	2,333,051
Write-off of fully depreciated assets	(11,335,033)	(614,024)	(434,529)	(12,383,586)
Effect of foreign currency translation	(12,648)	-	-	(12,648)
Balance, December 31, 2024	11,959,837	598,925	-	12,558,762
Depreciation	595,791	21,713	-	617,504
Effect of foreign currency translation	15,033	-	-	15,033
Balance, September 30, 2025	12,570,661	620,638	-	13,191,299
Net book value, December 31, 2024	1,432,072	21,713	-	1,453,785
Net book value, September 30, 2025	**869,033**	**-**	**-**	**869,033**

*Included in computer hardware and software is equipment under lease and accounted for as a Right-of-use-Asset pursuant to the Company's adoption of IFRS 16 (see Note 6).

6. RIGHT-OF-USE ASSETS

The Company leases certain office premises. The leases typically run for a period of 2 to 3 years with an option to renew the lease after that date. Lease payments are renegotiated within one year of expiry to reflect market rentals.

Information about leases for which the Company is a lessee is presented below:

	Premises Leases $	Computer Equipment $	Total $
Balance, December 31, 2023	779,677	73,488	853,165
Additions	639,242	-	639,242
Terminations	(515,704)	-	(515,704)
Depreciation charge for the period	(502,977)	(35,645)	(538,622)
Effects of foreign exchange	22,489	-	22,489
Balance, December 31, 2024	422,727	37,843	460,570
Additions	235,834	-	235,834
Depreciation charge for the period	(322,702)	(37,843)	(360,545)
Effects of foreign exchange	(16,650)	-	(16,650)
Balance, September 30, 2025	**319,209**	-	**319,209**

7. INTANGIBLE ASSETS

	Software Technologies $	Non-Compete $	License $	Customer List $	Total $
COST					
Balance, December 31, 2023	6,238,519	383,128	1,830,835	21,770,505	30,309,080
Additions	1,253,101	-	-	-	1,253,101
Write-off of fully depreciated assets	(5,311,266)	-	(297,000)	(7,519,888)	(13,214,247)
Foreign exchange movement	9,672	32,627	130,625	1,320,227	1,493,151
Balance, December 31, 2024	2,190,026	415,755	1,664,460	15,570,844	19,841,085
Additions	804,268	-	-	-	804,268
Disposals	(418,320)	-	-	(700,745)	(1,119,065)
Foreign exchange movement	-	-	(53,569)	(759,817)	(813,386)
Balance, September 30, 2025	**2,575,974**	**415,755**	**1,610,891**	**14,110,282**	**18,712,902**
ACCUMULATED AMORTIZATION					
Balance, December 31, 2023	5,710,612	276,702	864,053	16,400,175	23,337,635
Amortization	330,213	99,473	344,932	3,533,159	4,307,777
Write-off of fully depreciated assets	(5,311,266)	-	(297,000)	(7,519,888)	(13,214,247)
Foreign exchange movement	14,929	39,580	96,773	1,414,943	1,566,225
Balance, December 31, 2024	744,488	415,755	1,008,758	13,828,389	15,997,390
Amortization	448,358	-	264,541	1,490,530	2,203,429
Disposals	(185,920)	-	-	(646,875)	(832,795)
Foreign exchange movement	-	-	(11,456)	(561,762)	(573,218)
Balance, September 30, 2025	**1,006,926**	**415,755**	**1,261,843**	**14,110,282**	**16,794,806**
Net book value December 31, 2024	1,445,538	-	655,702	1,742,455	3,843,695
Net book value September 30, 2025	**1,569,048**	-	**349,048**	-	**1,918,096**

8. GOODWILL

	September 30, 2025 $	December 31, 2024 $
Balance, Opening	29,723,373	28,990,019
Foreign exchange movement	404,514	1,939,390
Balance, Closing	**30,127,887**	30,929,409

9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

The Company's accounts payable and accrued liabilities are comprised of the following:

	September 30, 2025 $	December 31, 2024 $
Accounts payable	1,696,940	2,025,381
Payroll accruals*	2,150,189	1,885,570
Derivative	20,000	162,100
Accrued liabilities	796,168	548,116
	4,663,297	4,621,167

*Included in payroll accruals are $228,265 (2024 - $1,369,357) of restructuring costs.

10. LEASE LIABILITIES

	September 30, 2025	December 31, 2024
	$	$
Obligation under lease contracts for computer equipment	-	9,995
Obligation under lease contracts for office space	337,363	444,691
Less: current portion	(337,363)	(350,655)
	-	104,031

11. RELATED PARTY TRANSACTIONS

The following are details of the related party transactions entered into by the Company during the three and nine months ended September 30, 2025 and 2024:

	Three months ended September 30,		**Nine months ended September 30,**	
	2025	2024	**2025**	2024
	$	$	**$**	$
Expenses paid to a private company related to a shareholder:				
Occupancy	12,796	12,796	38,388	38,470
	12,796	12,796	**38,388**	38,470

Compensation of key management personnel

The Company defines key management personnel as being the Board of Directors, the Chief Executive Officer and the executive leadership team. The remuneration of key management personnel during the three and nine months ended September 30, 2025 and 2024 is as follows:

	Three months ended September 30,		**Nine months ended September 30,**	
	2025	2024	**2025**	2024
	$	$	**$**	$
Salaries (including benefits)	695,175	548,307	2,032,358	1,535,633
Stock based compensation	193,621	157,383	564,190	461,002
	888,796	**705,690**	**2,596,548**	**1,996,635**

12. SHARE CAPITAL

The authorized share capital of the Company consists of an unlimited number of common shares, an unlimited number of Series A preferred shares, an unlimited number of Series B preferred shares, an unlimited number of Series C preferred shares, and an unlimited number of Series D preferred shares. The Company's common shares are without par value, have voting rights and are entitled to receive dividends.

During the nine months ended September 30, 2025 the Company issued:

59,449 common shares upon the conversion of restricted stock units with a previously recorded charge of $160,435.
67,442 common shares upon the conversion of deferred stock units with a previously recorded charge of $216,866.

During the nine months ended September 30, 2025 the Company repurchased and retired 133,345 shares for $160,796 under a normal course issuer bid (NCIB).

13. STOCK OPTIONS & RESTRICTED SHARES

(a) Stock-based Compensation

On October 30, 2020 the Company established its 2020 Omnibus Equity Incentive Compensation Plan ("2020 Plan") which provides for the granting of Options, Share Appreciation Rights ("SARS"), Restricted Share Units ("RSUs"), Deferred Share Units ("DSUs") and Performance Share Units ("PSUs") to employees, directors, officers and consultants of the Company. The maximum number of shares issuable pursuant to Options issued under the 2020 Plan will be equal to 10% of the then outstanding shares on a rolling basis. In addition to the number of Options issuable under the 2020 Plan, the Company may issue an additional 2,362,527 shares in aggregate pursuant to the exercise of all SARs, RSU, DSUs and PSUs.

(b) Options

The following table reflects the continuity of the stock options granted for the nine month period ended September 30, 2025 and the year ended December 31, 2024:

	September 30, 2025		December 31, 2024	
	Number of options	**Weighted Average Exercise Price $**	Number of options	Weighted Average Exercise Price $
Outstanding, beginning of period	1,046,653	2.42	980,179	3.06
Granted	930,000	1.23	503,931	1.24
Exercised	-	-	-	-
Expired/Forfeited	(138,324)	(2.79)	(437,457)	(2.49)
Outstanding, end of period	**1,838,329**	**1.79**	1,046,653	2.42

Stock compensation expense related to stock options for the nine months ended September 30, 2025 and 2024 was $224,662 (2024 - $159,079).

(c) Restricted Shares

Since 2016 the Company has provided compensation to select advisors and management all or in part with retractable common shares (the "Restricted Shares" or 'RSU(s)". Restricted shares grant an individual shares in exchange for the promise to provide services over a 1-2 year period. In the event that the individual ceases to be engaged by the Company during the Restricted Share period some or all of the common shares are retracted corresponding to the services not delivered. The fair value of restricted shares is estimated using the market price of the Company's common stock at the date of grant. The Company reports the portion of the common shares that have been fully earned and can no longer be retracted from shares outstanding.

13. STOCK OPTIONS & RESTRICTED SHARES (Continued)

During the nine months ended September 30, 2025 and 2024, the Company granted nil RSUs (2024 – 117,451), and 3,328 (2024 – 47,315) were forfeited; A total of 59,449 (2024 – 66,900) RSUs vested.

As at September 30, 2025 and 2024 the Company had a total of 114,025 (2024 – 290,956) RSU's outstanding. For the nine months ended September 30, 2025 and 2024, the Company recognized share based compensation related to RSU's of $106,437 (2024 - $280,927).

(d) Deferred Shares

The DSUs were measured at their grant date fair value and vest immediately, which is equal to the fair value of the Company's common shares. At the Company's discretion, participants shall be entitled to receive payment from the Company in settlement of DSUs in cash, in an amount equal to the product of the FMV of a share on the applicable settlement date, multiplied by the number of DSUs being settled, in a number of shares, or in some combination of the two.

During the nine months ended September 30, 2025 and 2024, the Company granted 182,735 DSUs (2024 – 244,863) and 67,442 (2024 – 13,430) were converted to shares.

As at September 30, 2025 and 2024 the Company had a total of 807,830 (2024 – 545,650) DSU's outstanding. Stock compensation expense related to DSUs for the nine months ended September 30, 2025 and 2024 was $322,087 (2024 - $272,193).

14. COST OF SALES

	Three months ended September 30,		**Nine months ended September 30,**	
	2025	2024	**2025**	2024
	$	$	**$**	$
Data center costs and software usage rights	1,503,403	2,459,852	5,711,980	8,572,739
Salaries and benefits	6,688,549	8,995,276	22,316,505	25,371,141
Other direct costs	41,889	87,411	220,061	277,344
	8,233,841	11,542,539	**28,248,546**	34,221,224

15. EXPENSES

	Three months ended September 30,		Nine months ended September 30,	
	2025	2024	**2025**	2024
General and Administrative	**$**	$	**$**	$
Salaries and benefits	1,590,852	2,031,737	4,435,882	6,229,174
Professional fees	134,902	160,117	403,915	534,397
Travel, rent and general office	302,286	456,505	988,082	1,569,633
	2,028,040	2,648,359	**5,827,879**	8,333,204
Research and Development				
Salaries and benefits	184,819	474,494	924,168	1,197,548
Software and other expenses	39,586	48,154	125,279	211,418
	224,405	522,648	**1,049,447**	1,408,966
Information Technology and Operations				
Salaries and benefits	1,093,782	1,858,653	3,597,942	6,497,753
Internet and software costs	377,251	596,326	1,111,129	1,724,577
Other expenses	116,453	260,495	344,159	925,664
	1,587,486	2,715,474	**5,053,230**	9,147,994
Sales and Marketing				
Salaries and benefits	1,580,499	1,613,551	4,538,297	5,654,822
Advertising and marketing	284,315	329,565	893,537	1,192,422
Travel and other expenses	158,350	161,426	476,272	571,697
	2,023,164	2,104,542	**5,908,106**	7,418,941
Interest				
Loans, borrowings and standy fees	8,973	27,376	45,745	82,835
Interest on lease obligations - office space	9,315	13,276	24,521	34,541
Interest on lease obligations - equipment	2,287	400	4,415	2,580
	20,574	41,052	**74,681**	119,956
Restructure and Other				
Restructure	-	1,974,055	-	3,699,487
Other	-	325,774	-	673,305
	-	2,299,829	**-**	4,372,792

16. SEGMENTED INFORMATION

The Company's Chief Executive Officer ("CEO") has been identified as the chief operating decision maker. The CEO evaluates the performance of the Company and allocates resources based on the information provided by the Company's internal management system at a consolidated level. The Company has determined that it has only one operating segment.

Geographic information

The following table presents external revenue on a geographic basis:

		Three months ended September 30,		Nine months ended September 30,	
		2025	2024	**2025**	2024
		$	$	**$**	$
Revenue by location	Canada	4,754,670	4,360,248	13,880,178	13,809,468
	United States	9,783,169	12,786,295	34,221,039	40,667,132
	Other	952,296	1,670,546	3,825,299	5,532,155
Total		**15,490,135**	18,817,089	**51,926,516**	60,008,755

The following table presents revenue on a disaggregated basis:

		Three months ended September 30,		Nine months ended September 30,	
		2025	2024	**2025**	2024
		$	**$**	**$**	$
Revenue	Managed & IP Solutions (MIPS) & Legacy Managed Services (LMS)	6,022,025	8,687,789	20,781,236	27,281,774
	Professional services	9,468,110	10,129,300	31,145,280	32,726,981
Total		**15,490,135**	18,817,089	**51,926,516**	60,008,755

17. EARNINGS (LOSS) PER SHARE

Shares relating to stock options, RSU's and DSU's as set-out below have been excluded from the calculation of the diluted number of shares as the impact would be anti-dilutive.

	Nine months ended September 30,	
	2025	2024
RSU's and DSU's	921,855	836,606
Stock options	1,838,329	1,368,537
	2,760,184	2,205,143

18. CAPITAL RISK MANAGEMENT

The general objectives of the Company in managing capital are to ensure sufficient liquidity to pursue its strategy of organic growth and strategic acquisitions in order to continue operating, in providing benefits to its stakeholders and in providing an adequate return on investment to its shareholders by selling its services at a price commensurate with the level of operating risk assumed by the Company. The Company thus determines the total amount of capital required consistent with risk levels.

The Company's capital structure consists of cash and shareholders' equity, which is comprised of issued capital, contributed surplus, accumulated other comprehensive income and deficit. The Company does not currently hold debt but may in the future. This capital structure is adjusted on a timely basis depending on changes in the economic environment and in the risks of the underlying assets.

The Company has a senior secured credit facility with the National Bank of Canada. The facility provides a $8,000,000 senior secured credit facility with a feature that provides for up to an additional $15,000,000 of borrowing.

The National Bank facility may be drawn by way of Canadian dollar loans or US dollar loans and will mature on March 25, 2026 and will carry an interest rate of prime plus 1.5% per annum and is subject to a general security agreement creating a First-Ranking Security interest in all present and future property of the Company and its subsidiaries. As of September 30, 2025, the Company was in compliance with the financial and non-financial covenants of the facility agreement. As of September 30, 2025, the Company has not drawn on the National Bank facility.

19. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

• Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
• Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
• Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The carrying values of cash, accounts receivable and accounts payable and accrued liabilities approximate their fair values due to the immediate or short-term nature of these instruments. The carrying value of the current portion of lease liabilities approximate their fair value due to their short term to maturity. Fair value estimates are made at a specific point in time, based on relevant market information and information about the financial instruments. These estimates are subjective in nature and involve uncertainties and matters of significant judgment and, therefore, cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

The following table summarizes the Company's financial instruments measured at fair value at September 30, 2025 and December 31, 2024, by categorization in the fair value hierarchy level:

	Fair value hierarchy level	**September 30, 2025**	December 31, 2024
Derivative	Level 2	(20,000)	(162,100)

19. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

Derivative

During 2025, the Company entered into an agreement with a Canadian financial institution to sell $1.5M US$ during the fourth quarter of 2025 and first quarter of 2026, at a rate of 1.38. At September 30, 2025 the gross amount of forward contracts outstanding was $3 million US$ and the unrealized decrease in the value of this derivative instrument is $20,000. The fair value of the forward contract was determined using mark-to-market information as at September 30, 2025 from a third party. The balance of the value of the derivative has been included in accounts payable and accrued liabilities in the statement of financial position.

The Company has exposure to the following risks from its use of financial instruments:

Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Cash is placed with major US and Canadian financial institutions and the Company's concentration of credit risk for cash and maximum exposure thereto is $11,770,047 (December 31, 2024 — $3,877,687).

With respect to its accounts receivable, the Company assesses the credit rating of all customers and maintains provisions for potential credit losses, and any such losses to date have been within management's expectations. The Company's credit risk with respect to trade and other accounts receivable and maximum exposure thereto is $10,458,506 (December 31, 2024 — $13,325,838). Included in accounts receivable is $62,894 (December 31, 2024 — $88,959) as a provision for credit losses.

Liquidity risk

Liquidity risk is the risk that the Company will be unable to meet its financial obligations as they fall due. The Company's approach to managing liquidity risk is to ensure, as far as possible, that it will have sufficient liquid funds to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. At September 30, 2025 and December 31, 2024, the Company has liabilities with the following due dates:

					September 30, 2025
	Under 3 months	**3 months – 1 year**	**1 – 2 years**	**3 – 5 years**	**Total**
	$	**$**	**$**	**$**	**$**
A/P and accrued liabilities	3,443,636	1,219,661	-	-	4,663,297
Leases payable	115,000	222,363	-	-	337,363
	3,558,636	**1,442,024**	**-**	**-**	**5,000,660**

					December 31, 2024
	Under 3 months	3 months – 1 year	1 – 2 years	3 – 5 years	Total
	$	$	$	$	$
A/P and accrued liabilities	4,459,067	-	-	-	4,459,067
Leases payable	139,282	226,492	120,920	-	486,694
	4,598,349	226,492	120,920	-	4,945,761

The Company manages its liquidity risk by relying upon its revenues and available funds from existing credit facilities.

19. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

Market Risks

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to this risk through its long-term debt when incurred. As of September 30, 2025 and December 31, 2024 the Company has no long-term debt.

Foreign Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company enters into foreign currency purchase and sale transactions and has assets and liabilities denominated in foreign currencies resulting in exposure to the financial risk of earnings fluctuations arising from changes in foreign exchange rates and the degree of volatility of these rates. The Company uses derivative instruments to reduce its exposure to foreign currency risk.

At September 30, 2025 and December 31, 2024, the Company had net assets of $14,495,901 denominated in USD $10,411,478 (2024 – net assets of $12,698,593 in USD $8,827,049). A 10% variation in USD, and if all other variables remain constant, would have an impact on comprehensive income of $1,449,590 during the three month period ended September 30, 2025 (December 31, 2024 – $1,269,859). Operating activities denominated in Euro, Singapore dollar, British pound and Indian Rupee have a minimal impact on the Company.