

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the year ended
October 31, 2025

GURU



BASIS OF PRESENTATION

The following has been prepared for the purposes of providing management's discussion and analysis ("MD&A") of the consolidated financial position of GURU Organic Energy Corp. ("GURU" or the "Company") as at October 31, 2025, and the consolidated operating results of the Company for the year then ended.

This MD&A is dated January 21, 2026 and was prepared with information available to this date. In this MD&A, references to fiscal 2025 are to the fiscal year ended October 31, 2025, and references to fiscal 2024 are to the fiscal year ended October 31, 2024. Furthermore, references to Q4 2025 are to the fourth quarter ended October 31, 2025, and references to Q4 2024 are to the fourth quarter ended October 31, 2024. This document should be read in conjunction with the audited annual consolidated financial statements and notes thereto for the years ended October 31, 2025 and 2024. Discrepancies in recalculated amounts or percentages may occur due to rounding. All amounts in this MD&A are expressed in Canadian dollars unless otherwise indicated. All financial information presented in this MD&A has been prepared in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and the financial information herein was derived from those statements.

FORWARD-LOOKING INFORMATION

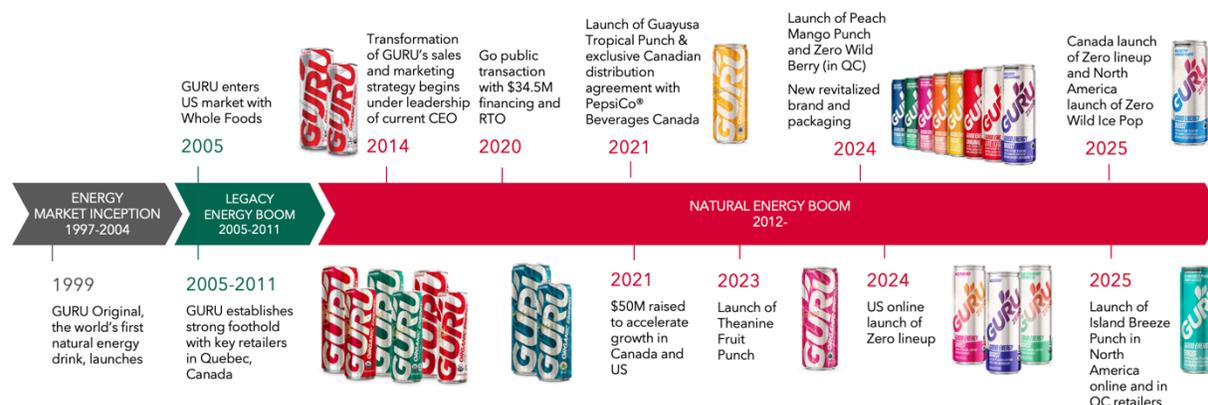
This MD&A contains "forward-looking information" within the meaning of applicable Canadian securities legislation. Such forward-looking information includes, but is not limited to, information with respect to the Company's objectives and the strategies to achieve these objectives, as well as information with respect to management's beliefs, plans, expectations, anticipations, estimates and intentions. This forward-looking information is identified by the use of terms and phrases such as "may", "would", "should", "could", "expect", "intend", "estimate", "anticipate", "plan", "believe", or "continue", the negative of these terms and similar terminology, including references to assumptions, although not all forward-looking information contains these terms and phrases. Forward-looking information is provided for the purposes of assisting the reader in understanding the Company and its business, operations, prospects, and risks at a point in time in the context of historical and possible future developments and therefore the reader is cautioned that such statements may not be appropriate for other purposes. Forward-looking information is based upon a number of assumptions and is subject to a number of risks and uncertainties, many of which are beyond management's control, which could cause actual results to differ materially from those that are disclosed in or implied by such forward-looking information. These risks and uncertainties include, but are not limited to, the following risk factors, which are discussed in greater detail under the "RISK FACTORS" section of the annual information form for the year ended October 31, 2025: management of growth; reliance on key personnel; reliance on key customers; changes in consumer preferences; significant changes in government regulation; criticism of energy drink products and/or the energy drink market; economic downturn and continued uncertainty in the financial markets and other adverse changes in general economic or political conditions, as well as geopolitical developments, global inflationary pressure or other major macroeconomic phenomena; global or regional catastrophic events; fluctuations in foreign currency exchange rates; inflation; revenues derived entirely from energy drinks; increased competition; relationships with co-packers and distributors and/or their ability to manufacture and/or distribute GURU's products; seasonality; relationships with existing customers; changing retail landscape; increases in costs and/or shortages of raw materials and/or ingredients and/or fuel and/or costs of co-packing; failure to accurately estimate demand for its products; history of negative cash flow and no assurance of continued profitability or positive EBITDA; repurchase of common shares; intellectual property rights; maintenance of brand image or product quality; retention of the full-time services of senior management; climate change; litigation; information technology systems; fluctuation of quarterly operating results; changes in government policies and international trade regulations; conflicts of interest; consolidation of retailers, wholesalers and distributors and key players' dominant position; compliance with data privacy and personal data protection laws; management of new product launches; use of third-party marketing, including celebrities and influencers; review of regulations on advertising claims, as well as those other risk factors identified in other public materials, including those filed with Canadian securities regulatory authorities from time to time and which are available on SEDAR+ at www.sedarplus.ca. Additional risks and uncertainties not currently known to management or that management currently deems to be immaterial could also cause actual results to differ materially from those that are disclosed in or implied by such forward-looking information. Although the forward-looking information contained herein is based upon what management believes are reasonable assumptions as at the date they were made, investors are cautioned against placing undue reliance on these statements, since actual results may vary from the forward-looking information. Certain assumptions were made in preparing the forward-looking information concerning availability of capital resources, business performance, market conditions, and customer demand. Consequently, all of the forward-looking information contained herein is qualified by the foregoing cautionary statements, and there can be no guarantee that the results or developments that management anticipates will be realized or, even if substantially realized, that they will have the expected consequences or effects on the business, financial condition, or results of operation. Unless otherwise noted or the context otherwise indicates, the forward-looking information contained herein is provided as of the

date hereof, and management does not undertake to update or amend such forward-looking information, whether as a result of new information, future events or otherwise, except as may be required by applicable law.

BUSINESS OVERVIEW

OUR STORY

Born out of Montréal's smart drink movement, GURU's founders drew their inspiration from the trend of blending energy-releasing plants and exotic combinations. Their goal was simple: provide consumers with a natural, plant-based, organic energy source, free from artificial ingredients. GURU, introduced in 1999 as the world's first natural energy drink¹, has been a growing success, staying true to its commitment to healthier energy choices.



OUR BUSINESS

GURU (TSX: GURU) is a thriving and dynamic beverage company headquartered in Montréal, Quebec. The Company develops, markets, and distributes natural, plant-based (100% Crap Free™), organic energy drinks under the GURU brand. Production is outsourced to a network of established third-party co-packers, who receive GURU's proprietary recipes, ingredient blends, packaging components, and raw materials sourced from global suppliers.

As at January 21, 2026, GURU has established a solid market presence with its products available in about 25,000 retail locations across Canada and the United States. GURU's range of organic, plant-based energy drinks can also be easily purchased through Amazon, TikTok Shop and at www.guruenergy.com.

OUR MARKET

The U.S. energy drink market was estimated at US\$26.7 billion in 2025 and is projected to exceed US\$37 billion by 2030², presenting a promising landscape for energy drink brands. Over the past two decades, there has been a rapid surge in global energy drink consumption, with these beverages offering diverse options that appeal to consumers of all ages: ~35% of consumers aged 18-29, 22% of consumers aged 30-49, and 10% of those aged above 50 claim to consume them regularly³. The category is exceptionally dynamic, accounting for 7% of all beverage innovation⁴.

A powerful industry shift toward zero-sugar energy drinks is reshaping the category. In the United States, zero-sugar varieties now account for over 60% of total category sales in the MULO (multi-outlet: food, drug, mass) channel and are growing at twice the rate of the overall category. In Canada, while the segment is smaller – representing just under 40% of category sales across convenience, grocery, drug, and mass channels – it is expanding at nearly three times the rate of the broader category, underscoring strong consumer momentum. This trend reflects increasing demand for better-for-you options and aligns closely with GURU's clean-ingredient and zero-sugar innovation strategy⁵.

¹ Management's belief based on publicly available information.

² Grand View Research, May 2025.

³ ZipDo Education Report: Energy Drink Consumption, dated May 30, 2025

⁴ Food Business News: Reenergizing the market for energy beverages, dated March 24, 2025

⁵ SPINS USA MULO, latest 52 weeks ending November 2, 2025; Nielsen C&G+Grocery+Drug+Mass, latest 52 weeks ending November 1, 2025.

CONSUMER TRENDS AND OPPORTUNITIES

Millennial and Gen Z consumers – who represent approximately 70% of category consumption in both Canada and the U.S. – continue to shift toward brands that prioritize transparency, sustainability and functional clean-label ingredients⁶. The category remains dominated by two legacy players with over 60% combined market share⁷, creating opportunities for differentiated purpose-driven brands. With its 100% organic, plant-based energy platform and zero-sugar innovation, GURU is uniquely positioned to meet the demands of today's health-conscious, purpose-driven consumers.

GURU's product line offers a refreshing alternative to conventional energy drinks, delivering long-lasting energy without jittery side effects. With its clean, organic, and plant-based active ingredients – including natural caffeine, zero sucralose, zero aspartame, and, most recently, zero sugar – GURU meets the growing demand of health-conscious consumers. This commitment not only aligns with consumer values, but also differentiates GURU as a progressive and adventurous brand in the energy drink space.

By embodying attributes such as certified organic ingredients and the absence of artificial sweeteners, taurine, and synthetic caffeine, GURU is building trust and loyalty among consumers seeking authenticity and well-being. This approach positions GURU as a key player in transforming the energy drink landscape while fostering a foundation for long-term growth and brand equity.

OUR STRATEGY

GURU operates a diversified omnichannel distribution model across convenience and gas stations, grocery and mass retailers, pharmacies, wholesale clubs, food service distributors and e-commerce platforms in Canada and the U.S. This diverse approach ensures that GURU products are accessible to a wide and growing audience while meeting the demands of different market segments.

The Company's sales and marketing strategy is tailored to each customer to optimize return on investment. GURU continues to apply a disciplined top-of-funnel and bottom-of-funnel approach supported by data-driven execution. Brand awareness and trial remain central to its strategy and have contributed to GURU's coveted position of the #3 brand in its primary market of Quebec, affirming the effectiveness of its marketing strategy.

On May 22, 2025, GURU transitioned back to its proven direct distribution model in Canada – a model that drove the Company's growth from 1999 to 2021. Following the end of its distribution agreement with PepsiCo Canada, GURU has regained greater flexibility and control over its brand. Concurrently, the Company has expanded its internal sales team and reestablished direct partnerships with select distributors. This midyear transition has enabled the Company to enhance retailer relationships and improve its margin structure.

Key elements of GURU's strategy include:

- **Direct retailer relationships:** Strengthening retailer engagement to enhance visibility, promotional activities, and inventory management.
- **Channel-specific focus:** Leveraging insights from wholesale club roadshows and rotations, as well as other consumer engagement activities to optimize wholesale, grocery, and premium retail strategies.
- **Digital excellence:** Continuing U.S. sales momentum with data-driven initiatives and expanding the reach of the Zero Sugar line on platforms such as Amazon and other e-commerce platforms.

⁶ Dig Insights Brand Health Study, October 2024, Canada and US, n=4,000.

⁷ Nielsen (Canada, National C&G + Grocery + Drug + Mass), 52 weeks ending July 12, 2025; SPINS (USA MULO – Food + Drug + Mass), 52 weeks ending July 13, 2025.

FINANCIAL AND BUSINESS OUTLOOK

Fiscal 2025 was characterized by the successful return to direct distribution in Canada, which resulted in margin expansion and improvement in profitability. The Company ended the year with strong momentum, achieving its second consecutive profitable quarter since going public and nearly breaking even on an Adjusted EBITDA basis for the full year.

Going forward, GURU remains focused on returning to profitability by prioritizing gross margin expansion, disciplined cost management, and targeted growth in strategic markets. The return to direct distribution in Canada aligns with the Company's long-term vision by enhancing operational flexibility and strengthening brand control. This transition has enabled the Company to strategically reinvest into core growth areas while preserving service levels for both retailers and consumers.

Management anticipates that these strategic initiatives will continue to play a crucial role in expanding GURU's brand presence in North America.

LEADERSHIP IN QUEBEC

Quebec remains a core market where GURU continues to invest in proven marketing and activation strategies to reinforce its leadership position. The Company is also evaluating opportunities to extend these successful practices across Canada and the United States, leveraging learnings from its most mature market to drive national expansion.

For fiscal 2025, the Company prioritized:

- Strengthening its footprint in the U.S. market, particularly in urban centres and online channels.
- Optimizing its direct distribution model in Canada to better meet consumer preferences and retailer expectations.
- Leveraging product innovation, including the expansion of the Zero Sugar line, to capture demand in the fast-growing health-conscious energy drink segment.

The direct distribution model in Canada provides greater autonomy, flexibility and long-term value creation potential, while ensuring uninterrupted service to retailers and consumers.

Looking ahead to fiscal 2026, the Company plans to build upon its momentum from the second half of fiscal 2025. This will be achieved through continued distribution expansion in key retail channels, acceleration of e-commerce initiatives (including the newly launched TikTok Shop platform), and further innovation within the Zero Sugar line. The performance inflection achieved in the second half of fiscal 2025 provides a strong foundation for sustainable growth and continued progress toward GURU's profitability objectives.

CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS

MEASUREMENT OF NET REVENUE

Net revenue is measured as the fair value of consideration received net of refunds, discounts, rebates, and other fees paid to customers. Revenue is recognized at a point in time, specifically when a customer takes possession of the goods, as it meets the criteria to satisfy the performance obligation. The Company uses judgment in estimating provisions for sales allowances, such as discounts, rebates, returns, and other fees paid to customers. The product revenue recognized quarter-over-quarter is net of these estimated allowances. Such estimates require the need to make estimates about matters that are inherently uncertain. The Company's estimates are based on its historical claims as supplemented by management's judgment.

NON-GAAP AND OTHER MEASURES

This MD&A includes certain non-GAAP and other supplementary measures to help assess GURU's financial performance. Those measures do not have any standardized meaning prescribed by IFRS. Management's method of calculating these measures may differ from the methods used by other issuers and, accordingly, GURU's definitions of these non-GAAP measures may not be comparable to similar measures presented by other issuers. Investors are cautioned that non-GAAP financial measures should not be construed as an alternative to IFRS measures.

ADJUSTED EBITDA⁸

Adjusted EBITDA is defined as net income or loss before income taxes, net financial (income) expenses, depreciation and amortization, and stock-based compensation expense. This measure is a non-GAAP financial measure and is not an earnings or cash flow measure or a measure of financial condition recognized by IFRS. As such, it should not be construed as an alternative to "net income", as determined in accordance with IFRS, as an alternative to "cash flows from operating activities" as a measure of liquidity and cash flows or as an indicator of the Company's performance or financial condition.

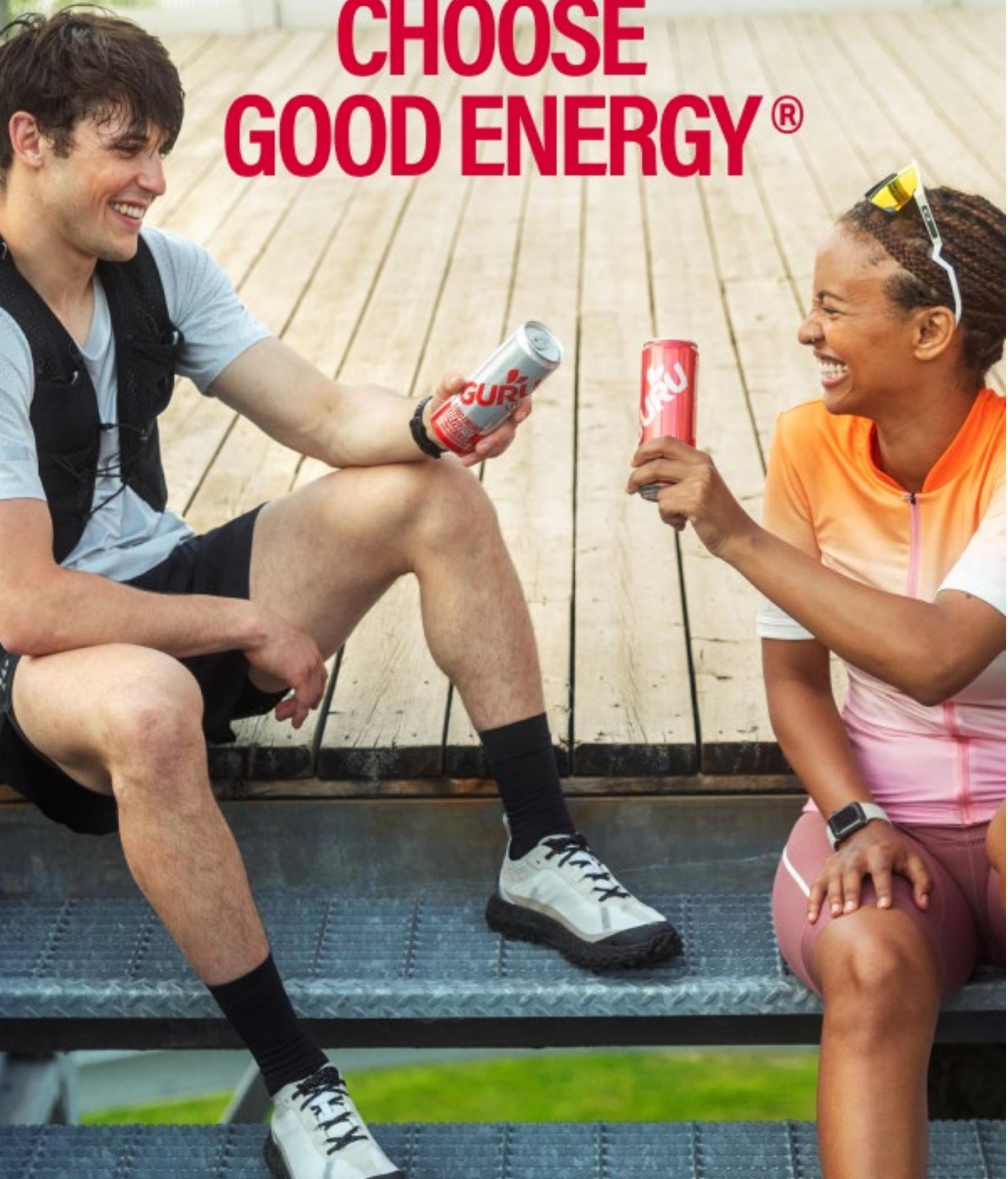
The exclusion of net finance expense eliminates the impact on earnings derived from non-operational activities and the exclusion of depreciation, amortization and share-based compensation eliminates the non-cash impact of these items. Management believes that Adjusted EBITDA is a useful measure of financial performance without the variation caused by the impacts of the excluded items described above because it provides an indication of the Company's ability to seize growth opportunities in a cost-effective manner and finance its ongoing operations. Excluding these items does not imply that they are necessarily non-recurring. Management believes this measure, in addition to conventional measures prepared in accordance with IFRS, enable investors to evaluate the Company's operating results and underlying performance in a manner similar to management. Although Adjusted EBITDA is frequently used by securities analysts, lenders, and others in their evaluation of companies, it has limitations as an analytical tool and should not be considered in isolation or as a substitute for analysis of the Company's results as reported under IFRS.

RETAIL CONSUMER SCANNED SALES

This indicator represents the total number of the Company's products that were "scanned" for purchase by end consumers in retail points of sale in the respective period. Management believes this indicator provides meaningful information, as it serves as an indicator of actual sales to end consumers and a potential indicator of growth or potential future sales.

⁸ Refer to reconciliation of net income (loss) to adjusted EBITDA section of the MD&A.

**CHOOSE
GOOD ENERGY®**



LATEST MARKET NEWS

STRONG MOMENTUM IN THE U.S. AND ONLINE

Consumer Scan Sales Growth Highlights⁹

TOTAL U.S. NATURAL & WHOLE FOODS COMBINED

↑ 22% (L52W)

Amazon Success¹⁰

↑ 73%

BLACK FRIDAY-CYBER MONDAY EVENT GROWTH VS. 2024, SIGNIFICANTLY BEATING CATEGORY

BEST AMAZON PERFORMANCE IN COMPANY HISTORY

KEY WINS IN CANADA

Solid #3 Brand in Quebec^{11,12}

25% of consumers purchased GURU in last 6 months

Leading in brand affinity: 59% vs. category's 39%

Innovation Success¹³

QUEBEC (2022-2023-2024-2025)

RANKED #1

2025 Zero launches stand at a combined 2.7% share in L4W

Amazon Success¹⁰

GURU GRABS **#2** BRAND SPOT IN CANADA DURING BLACK FRIDAY-CYBER MONDAY

↑ 94%

4X FASTER THAN THE CATEGORY VS. 2024

⁹ SPINS IRI data, scanned dollar sales for the 52-week period ended November 2, 2025, Total Natural channel excluding Sprouts, vs. same period a year ago, and WHOLE FOODS MARKET data, 52-week period ended November 2, 2025 vs. same period a year ago

¹⁰ Stackline Atlas, Total Energy Drinks Segment, Amazon U.S. and Amazon Canada Unit Sales, 2 weeks ending November 29, 2025 vs. same weeks a year ago

¹¹ Nielsen, scanned dollar sales 52-week period ended November 1, 2025, All Channels, Quebec

¹² Dig Insights Brand Health Survey, Quebec, June 2025

¹³ Nielsen, YTD period ended November 1, 2025, All Channels, Quebec

Q4 2025 FINANCIAL HIGHLIGHTS

- **Record Q4 net revenue of \$10.1 million**, up 41.5% from \$7.2 million in Q4 2024. Growth was broad-based, led by Canada (+45%) and supported by the U.S. (+29%), reflecting strong execution across both geographies.
- **Record Amazon performance in Q4:** Prime Day unit sales grew +42% in the U.S. and +11% in Canada versus last year. **Momentum accelerated post-Q4** during Black Friday–Cyber Monday, with record unit sales growth of +94% in Canada and +73% in the U.S., far outpacing category growth and elevating GURU to the #2 brand position in Canada. November became GURU’s strongest Amazon month ever in both markets.
- **Gross margin¹⁴ improved to 65.1%**, from 57.1% in Q4 2024, reflecting benefits from the new Canadian business model, improved pricing strategies, and promotional activity timing.
- **SG&A expenses remained stable** on a dollar basis, and improved from 94.4% of net revenue to 65.9% of net revenue in Q4 2025, demonstrating continued discipline in cost management and operational efficiency.
- **Net income of \$37,726**, compared to a net loss of \$2.7 million in Q4 2024, representing GURU’s second consecutive profitable quarter since going public in 2020.

BUSINESS HIGHLIGHTS

- **Introduced GURU Island Breeze Punch in Quebec retailers and online across North America**, with strong early sell-through.
- **Successfully launched two new GURU 18-count variety packs at a major wholesale club chain**, now available in warehouses across Canada—a significant milestone for the brand.
- **Continued evolution of brand identity**, contributing to enhanced digital and social engagement and supporting record e-commerce performance.
- **Introduced in Q1 2026:** GURU Zero Dragon Fruit Cherry Sorbet in Quebec retailers and online across North America.

¹⁴ Gross margin, a supplementary financial measure, is the result of gross profit divided by net revenue.

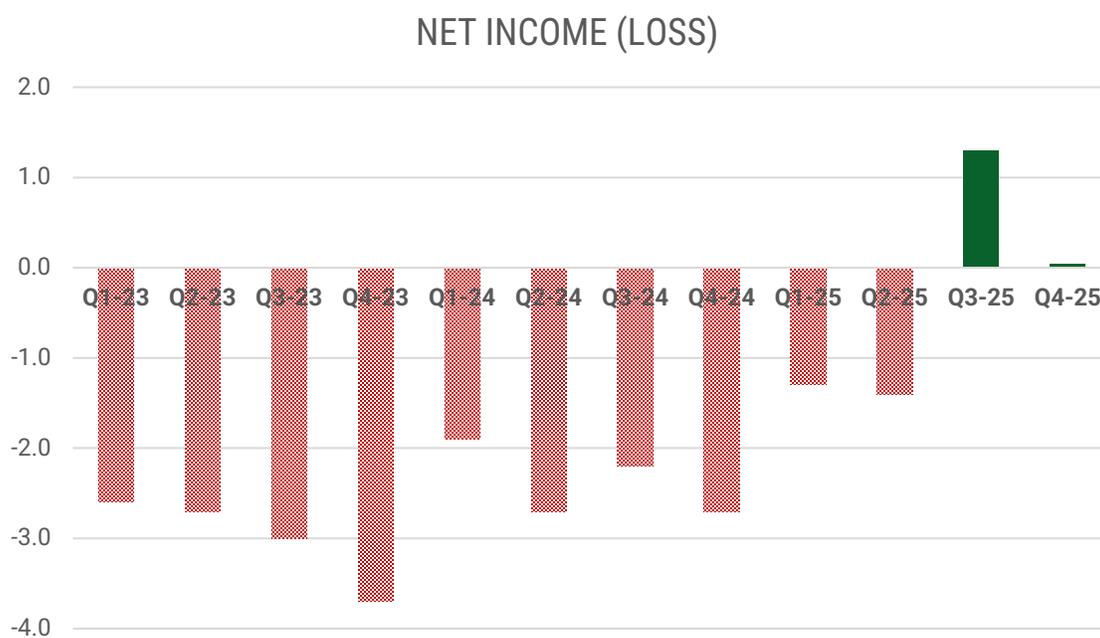
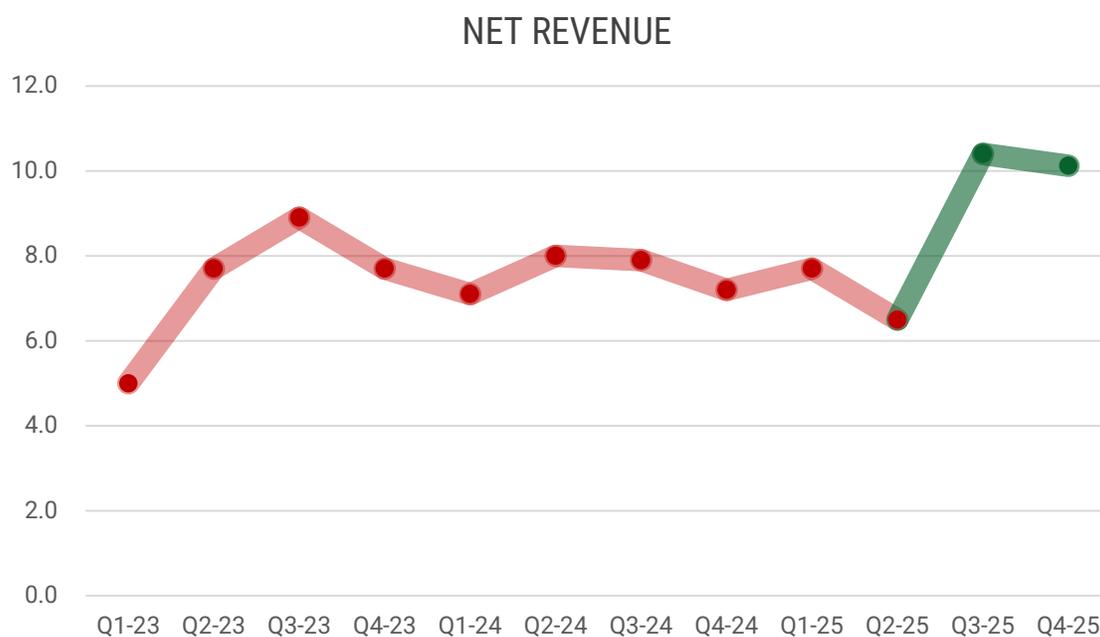
FISCAL 2025 HIGHLIGHTS

Fiscal 2025 was characterized by sales growth, margin expansion, and improvement toward profitability. The Company's strategic initiatives are positioning GURU for continued progress toward its long-term growth objectives.

- **Record net revenue of \$34.7 million**, up 14.9% from \$30.2 million in fiscal 2024, underscoring the underlying strength of the core business. Fiscal 2025 net revenue also includes a favourable adjustment related to the termination of the Company's exclusive Canadian distribution agreement.
- **Gross profit increased 34.3% to \$22.5 million**, from \$16.7 million in fiscal 2024. Reported gross margin was 64.7%, compared to 55.3% last year. Excluding the one-time termination adjustment recognized in Q3 2025, gross margin was 63.1%. The year-over-year improvement primarily reflects efficiencies from the new Canadian business model and disciplined promotional activity.
- **Net loss improved 85.4% to \$1.4 million**, compared to \$9.4 million in fiscal 2024, reflecting enhanced profitability and disciplined spending across the organization.
- **Adjusted EBITDA¹⁵ loss improved 97.2% to \$0.3 million, approaching break-even**, compared to a \$9.1 million loss in the prior year, demonstrating substantial progress toward return to sustainable profitability.
- **Cash flow from operations of \$3.3 million** compared to the \$9.3 million outflow in fiscal 2024, driven by improved profitability and stronger working capital discipline.
- **Strong financial position** with \$28.5 million in cash, cash equivalents, and short-term investments, and a maximum amount of \$10.0 million in unused credit facilities as of October 31, 2025, providing ample liquidities to support growth initiatives.

¹⁵ Refer to reconciliation of net income (loss) to adjusted EBITDA section of the MD&A.

PATH TO SUSTAINABLE PROFITABLE GROWTH¹⁶ (IN M\$)



¹⁶ In Q3 2025, results also include a favourable adjustment related to the termination of the Company's exclusive Canadian distribution agreement.

SELECTED FINANCIAL INFORMATION

The selected financial information below was derived from the Company's financial statements, prepared in accordance with IFRS, for the three- and twelve-month periods ended October 31, 2025 and 2024.

	Three-month periods ended				Twelve-month periods ended			
	October 31, 2025		October 31, 2024		October 31, 2025		October 31, 2024	
<i>(In thousands of Canadian dollars, except per share data)</i>	\$	% of revenue	\$	% of revenue	\$	% of revenue	\$	% of revenue
Net revenue	10,122	100.0%	7,155	100.0%	34,748	100.0%	30,242	100.0%
Cost of goods sold	3,535	34.9%	3,068	42.9%	12,268	35.3%	13,506	44.7%
Gross profit	6,586	65.1%	4,087	57.1%	22,480	64.7%	16,736	55.3%
Selling, general and administrative expenses	6,668	65.9%	6,751	94.4%	24,572	70.7%	27,302	90.3%
Restructuring expenses	-	0.0%	194	2.7%	-	0.0%	194	0.6%
Net financial income	(197)	-1.9%	(253)	-3.5%	(856)	-2.5%	(1,417)	-4.7%
Income (loss) before income taxes	115	1.1%	(2,605)	-36.4%	(1,236)	-3.6%	(9,343)	-30.9%
Income taxes	77	0.8%	45	0.6%	141	0.4%	67	0.2%
Net income (loss)	38	0.4%	(2,650)	-37.0%	(1,377)	-4.0%	(9,410)	-31.1%
Basic income (loss) per share	\$ 0.00		\$ (0.09)		\$ (0.05)		\$ (0.31)	
Diluted income (loss) per share	\$ 0.00		\$ (0.09)		\$ (0.05)		\$ (0.31)	
Adjusted EBITDA¹⁷	459	4.5%	(2,261)	-31.6%	(255)	-0.7%	(9,132)	-30.2%
Net revenue by geography								
Canada	8,006	79%	5,519	77%	26,781	77%	22,905	76%
United States	2,116	21%	1,636	23%	7,967	23%	7,337	24%

RECONCILIATION OF NET INCOME (LOSS) TO ADJUSTED EBITDA¹⁸

	Three-month periods ended		Twelve-month periods ended	
	October 31, 2025	October 31, 2024	October 31, 2025	October 31, 2024
<i>(In thousands of Canadian dollars)</i>	\$	\$	\$	\$
Net income (loss)	38	(2,650)	(1,377)	(9,410)
Restructuring expenses	-	160	-	160
Net financial income	(197)	(253)	(856)	(1,417)
Depreciation and amortization	219	260	912	950
Income taxes	77	45	141	67
Stock-based compensation expense	322	177	925	518
Adjusted EBITDA	459	(2,261)	(255)	(9,132)

RESULTS OF OPERATIONS

NET REVENUE

Net revenue totaled \$10.1 million in Q4 2025, the highest Q4 in the Company's history, compared to \$7.2 million in Q4 2024, representing 41.5% growth. This strong performance was driven by a 45.1% increase in Canada—supported by innovation and the listing of two new 18-count variety packs in a major national wholesale club. U.S. sales grew 29.3%, with the natural retail channel, combined with Whole Foods, growing by 22% in scanned consumer sales dollars in fiscal 2025 (excluding Sprouts)¹⁸, reflecting continued distribution expansion and velocity gains. The quarter demonstrated the effectiveness of GURU's omnichannel strategy, with particular strength in wholesale clubs, e-commerce and expanded retail distribution.

GURU achieved record net revenue of \$34.7 million in fiscal 2025, marking a 14.9% increase from \$30.2 million in 2024. Fiscal 2025 net revenue includes a favourable adjustment related to the termination of the Company's Canadian exclusive distribution agreement.

¹⁷ Refer to non-gaap and other measures section of the MD&A.

¹⁸ SPINS IRI data, 52-week period ended November 2, 2025, Total Natural channel excluding Sprouts, vs. same period a year ago, and WHOLE FOODS MARKET data, 52-week period ended November 2, 2025 vs. same period a year ago.

Revenue growth was supported by the successful midyear transition to the Canadian direct distribution model, strong innovation performance across the Zero Sugar line, and sustained momentum in the U.S. across both retail and e-commerce channels. Innovation remained a key driver in Quebec, where GURU once again ranked as the #1 innovation contributor in the category, led by the performance of GURU Wild Ice Pop. In the U.S., the natural retail channel continued to deliver double-digit growth, with Whole Foods' results being particularly strong following its March 2025 distribution expansion.

The fiscal 2025 net revenue performance reflects several strategic accomplishments:

- The seamless execution of the direct distribution transition in Canada with no material service disruption;
- Continued market share gains in e-commerce, particularly on Amazon where GURU outperformed category growth during key promotional events; and
- Successful innovation with the Zero Sugar line resonating strongly with health-conscious consumers.

GROSS PROFIT AND MARGIN

Gross profit for Q4 2025 was \$6.6 million, up from \$4.1 million in Q4 2024. Gross margin expanded to 65.1% versus 57.1% in Q4 2024, reflecting the Canadian business model transition in the second half of the year, improved pricing and efficiencies. The margin expansion demonstrates the structural improvements achieved through direct distribution, which enabled better control over promotional timing and intensity, while also enhancing the economics across the value chain.

Fiscal 2025 gross profit increased by 34.3% to \$22.5 million from \$16.7 million in 2024, with gross margin expanding to 64.7% from 55.3% in 2024. Excluding the termination adjustment related to the Company's Canadian exclusive distribution agreement recognized in Q3 2025, gross margin was 63.1%. The improvement reflects the transition to direct distribution in Canada, enhanced pricing strategies, more disciplined promotional activity, and improved operational efficiencies.

The margin expansion in fiscal 2025 was particularly pronounced in the second half of the year following the transition to direct distribution at the end of May 2025. The structural improvements from the direct distribution model provided the Company with meaningful operating leverage to invest in growth initiatives, while maintaining its path to return to profitability.

SELLING, GENERAL AND ADMINISTRATIVE EXPENSES

SG&A expenses totaled \$6.7 million in Q4 2025, in line with Q4 2024. As a percentage of net revenue, SG&A expenses decreased significantly to 65.9% from 94.4%, reflecting strong revenue growth and disciplined spending. This reflects operating leverage as revenue increased in the period.

- Sales and marketing expenses were \$3.8 million in Q4 2025, down 5.2% from \$4.0 million last year, representing 37.2% of net revenue (versus 55.5% in Q4 2024). This reduction reflects more targeted and efficient marketing investments, with a focus on high-ROI activities, including digital campaigns, retail media, and experiential sampling. The Company achieved record Amazon performance and strong brand engagement metrics, while reducing absolute marketing spend, demonstrating enhanced marketing efficiency.
- Operations, administration, and other expenses rose slightly to \$2.9 million from \$2.8 million in Q4 2024, demonstrating continued control over fixed costs.

Fiscal 2025 SG&A decreased to \$24.6 million, from \$27.3 million a year ago. The decrease was primarily attributed to cost control measures stemming from the reduction in sales and marketing expenses in fiscal 2025, as the Company optimized its marketing mix toward higher-efficiency channels. SG&A as a percentage of revenue declined from 90.3% in fiscal 2024 to 70.7% in fiscal 2025, demonstrating operating leverage as revenue scales.

NET FINANCIAL INCOME

Net financial income was \$0.2 million in Q4 2025, compared to \$0.3 million in Q4 2024, mainly due to lower returns on cash and cash equivalents and short-term investments balances.

Fiscal 2025 net financial income decreased to \$0.9 million from \$1.4 million a year earlier. The reasons for the changes are consistent with those provided above in Q4 2025.

INCOME TAXES

The Company recorded an income tax expense of \$76,806 in Q4 2025 and \$141,207 in fiscal 2025. The deferred income tax expense primarily reflects the utilization of tax losses recognized as deferred tax assets against taxable U.S. income. As GURU's operations continue to grow and generate taxable income, the Company expects to continue utilizing these tax assets, which provide a competitive advantage in the near to medium term.

NET INCOME (LOSS)

The Company realized a net income of \$37,726 in Q4 2025, or \$(0.00) per share (basic and diluted), compared to a net loss of \$2.7 million, or \$(0.09) per share, in Q4 2024. This marks the Company's second profitable quarter since its IPO in 2020, following the first profitable quarter in Q3 2025. While profitability can vary by quarter, the results in the second half of fiscal 2025 reflect improvements in margin performance and operating efficiency.

Fiscal 2025 net loss totalled \$1.4 million, or \$(0.05) per share (basic and diluted), compared to a net loss of \$9.4 million or \$(0.31) per share (basic and diluted) a year ago. This improvement was the result of higher net revenue driven by innovation and distribution expansion, gross margin improvement through the transition to direct distribution and enhanced pricing, and management of operating expenses with a focus on marketing efficiency.

The near break-even result for fiscal 2025 represents progress toward the Company's profitability objectives. GURU remains focused on returning to profitability while investing in strategic and disciplined initiatives to accelerate growth. Through continued execution across revenue growth, margin expansion and cost management, the Company is building a foundation for sustainable profitable growth.

ADJUSTED EBITDA¹⁹

Adjusted EBITDA was \$0.5 million in Q4 2025, compared to a loss of \$2.3 million in Q4 2024, reflecting strong revenue growth, margin expansion, and disciplined spending. The positive Adjusted EBITDA in Q4 demonstrates the Company's ability to generate cash flow from operations at current scale.

Fiscal 2025 Adjusted EBITDA showed a loss of \$0.3 million, compared to a loss of \$9.1 million in 2024 – representing a 97.2% improvement and approaching break-even. This substantial improvement was driven by three key factors:

1. Net revenue growth of 14.9%;
2. Gross margin expansion of 940 basis points, which reflects the termination adjustment related to the Company's Canadian exclusive distribution agreement recognized in Q3 2025, the direct distribution model and improved pricing, and
3. SG&A cost reduction of 10.0% through marketing efficiency and disciplined cost management.

The Adjusted EBITDA performance demonstrates the impact of the Company's strategic initiatives on financial results.

¹⁹ Refer to reconciliation of net income (loss) to adjusted EBITDA section of the MD&A.

LIQUIDITY AND CAPITAL RESOURCES

CAPITAL MANAGEMENT

The Company's objective in managing its capital is to ensure sufficient liquidity to finance its operations, maximize the preservation of capital and deliver competitive returns on invested capital. The Company manages its excess cash to ensure that it has sufficient reserves to fund its operations and capital expenditures.

CASH FLOWS

<i>(In thousands of Canadian dollars)</i>	Twelve-month periods ended	
	October 31, 2025	October 31, 2024
	\$	\$
Cash flow from (used in) operating activities	3,305	(9,300)
Cash flow used in financing activities	(940)	(462)
Cash flow (used in) from investing activities	(19,349)	19,451
Effects of movements in exchange rate on cash held	3	(4)
Increase (decrease) in cash and cash equivalents	(16,981)	9,685
Cash and cash equivalents, beginning of period	25,511	15,826
Cash and cash equivalents, end of period	8,530	25,511
Cash, cash equivalents, and short-term investments, end of period	28,530	25,511

Cash flow from (used in) operating activities

For fiscal 2025, operating activities generated \$3.3 million in cash flow, compared to a \$9.3 million outflow last year. The turnaround was driven by a substantially lower net loss and favourable working capital movements, including higher accounts payable and accrued liabilities, as well as changes in receivables, inventories and prepaid expenses consistent with business activity levels.

Cash flow used in financing activities

Financing activities resulted in a cash outflow of \$0.9 million in fiscal 2025, compared to \$0.5 million used last year. The year-over-year increase is mainly due to increased purchases under the Company's share buyback program in 2025 compared to 2024.

Cash flow used in (from) investing activities

Investing activities used \$19.3 million in cash in fiscal 2025, compared to \$19.5 million generated last year. The year-over-year change is mainly attributable to the purchase of short-term investments in 2025, compared to net redemptions in 2024.

CREDIT FACILITIES

On March 31, 2021, the Company signed a committed revolving operating credit facility of a maximum authorized amount of \$10 million expiring March 30, 2026. As at October 31, 2025, the credit facility was not used (October 31, 2024 – nil).

The Company also has an uncommitted credit facility that can be used in the form of foreign exchange contracts or interest rate swaps for a maximum amount of US\$100,000 (October 31, 2024 – US\$500,000). This credit facility was not used as at October 31, 2025 (October 31, 2024 – nil).

The Company has a letter of credit for a maximum of \$2.5 million, for which an amount of EUR300,000 (CA\$485,070) was used as of October 31, 2025 (October 31, 2024 – EUR600,000 (CA\$907,320)).

The credit facilities noted above are secured by a movable hypothec on the universality of the Company's present and future assets located in the province of Quebec to a maximum of \$25 million, a first ranking security on all present and future property in all other Canadian provinces and in the United States and an unlimited corporate guarantee of its U.S. subsidiary. These credit facilities are subject to certain financial covenants, which were met as at October 31, 2025.

FINANCIAL POSITION

The following table shows the main variances that have occurred in the Company's financial position as at October 31, 2025:

<i>(In thousands of Canadian dollars)</i>	October 31, 2025	October 31, 2024	Variance	Significant contributions
	\$	\$	\$	
Cash and cash equivalents	8,530	25,511	(16,981)	Decrease primarily due to reallocation of funds into short-term investments.
Short-term Investments	20,000	-	20,000	Increase reflects investment in fixed-rate GICs.
Trade and other receivables	2,979	4,283	(1,304)	Decrease due to timing of collections in the normal course of business and improved turnover.
Accounts payable and accrued liabilities	9,281	7,040	2,241	Increase reflects timing of payables.
Lease liabilities (including current portion)	919	1,516	(597)	Decrease due to repayments of lease obligations.

The Company has over \$28.5 million in cash, cash equivalents, short-term investments, and unused credit facilities of a maximum authorized amount of \$10 million as at October 31, 2025.

DIVIDEND POLICY

The Company has not paid dividends on its common shares since incorporation. The Company's current policy is to retain future earnings to finance its growth. Any future determination to pay dividends will be made at the discretion of the Company's Board of Directors and will depend on the Company's financial condition, results of operations, capital requirements and other such factors as the Board of Directors may deem relevant.

SELECTED QUARTERLY INFORMATION

The table below presents selected quarterly financial information for the last eight fiscal quarters:

(In thousands of Canadian dollars, except per share data)

	Q4 2025	Q3 2025	Q2 2025	Q1 2025	Q4 2024	Q3 2024	Q2 2024	Q1 2024
Net revenue	10,122	10,435	6,496	7,695	7,155	7,940	8,001	7,146
Gross profit	6,586	7,436	3,879	4,579	4,087	4,402	4,465	3,782
Net income (loss)	38	1,298	(1,429)	(1,284)	(2,650)	(2,230)	(2,673)	(1,858)
Basic income (loss) per share	\$ 0.00	\$ 0.04	\$ (0.05)	\$ (0.04)	\$ (0.09)	\$ (0.07)	\$ (0.09)	\$ (0.06)
Diluted income (loss) per share	\$ 0.00	\$ 0.04	\$ (0.05)	\$ (0.04)	\$ (0.09)	\$ (0.07)	\$ (0.09)	\$ (0.06)

** Due to rounding, numbers presented throughout this document may not add up precisely to the totals provided and percentages may not precisely reflect the absolute figures.*

Factors Affecting the Variability of Quarterly Results

Quarterly results may vary due to several factors, including the seasonality of the energy drink category, the timing and intensity of sales and marketing campaigns, customer inventory movements, and the cadence of new product launches.

In addition to these recurring factors, certain non-recurring events affected quarterly comparability in fiscal 2025. As disclosed in the Q3 2025 MD&A, the Company's third quarter results reflected a reversal of a provision and product returns associated with the termination of the Canadian exclusive distribution agreement. These items are not expected to recur and should be considered when assessing period-to-period performance.

Quarterly variability was also influenced by distribution dynamics in the United States. The U.S. wholesale club rotation that contributed to revenue in the second half of fiscal 2024 did not recur in fiscal 2025, resulting in expected differences between reporting periods.

Together, these factors—seasonality, promotional timing, retail distribution cycles, and specific non-recurring items—help explain the variations observed in quarterly revenue, margins and profitability.

TRENDS AND SEASONALITY

In Canada, GURU's sales typically exhibit a seasonal pattern, with higher demand from the spring through the fall (mid-Q2 through Q1 of the following year) and softer demand during the winter months (early Q1 through mid-Q2). These trends may be influenced by the timing and effectiveness of marketing initiatives, consumer sampling activities and the launch of new products.

In contrast, the U.S. market—benefiting from a generally warmer climate—tends to exhibit less pronounced seasonality, though fluctuations can still arise from marketing campaigns, distribution changes and retailer promotional programs.

FINANCIAL INSTRUMENTS

LIQUIDITY RISK

Liquidity risk is the Company's ability to meet its financial obligations when they come due. The Company is exposed to liquidity risk with respect to its contractual obligations and financial liabilities. It manages liquidity risk by continuously monitoring forecast and actual cash flows and matching maturity profiles of financial assets and liabilities, with the objective of maintaining a balance between continuity of funding and flexibility through borrowing facilities available through its bank and other lenders.

The Company holds cash in high interest saving accounts bearing interest at 2.98% and fixed-rate short-term investments bearing interest at 3.13%, 3.15% and 3.55% with major North American financial institutions.

The Company's policy is to ensure that it has adequate funding available from operations and other sources as required. The following are the contractual maturities of the Company's financial obligations, including principal and interest, as at October 31, 2025:

<i>(In thousands of Canadian dollars)</i>	Carrying amount	Contractual cash flows	Less than 1 year	1-5 years	More than 5 years
Accounts payable and accrued liabilities	9,281	9,281	9,281	-	-
Lease liabilities, including current portion	919	951	435	516	-

CREDIT RISK

Credit risk is the risk that one party to a financial asset will cause a financial loss for the Company by failing to discharge an obligation. The Company's credit risk is mainly related to cash and cash equivalents, and accounts receivable. The credit risk of cash and cash equivalents is limited given the Company deals with major North American financial institutions.

The Company provides credit to its clients in the normal course of its operations. It conducts credit checks on its clients on a continuing basis and maintains provisions for expected credit losses that, once they materialize, are consistent with management's forecasts. The Company deals with well-established banners and distributors, thus reducing its credit risk. As of the current balance sheet date, 46% (2024 – 93%) of accounts receivable are concentrated with three (2024 – two) clients who represent together 19% of net revenue (2024 – 71%). The Company does not normally require a guarantee for its trade receivables.

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 realizes sales and purchases in foreign currency. Consequently, some assets and liabilities are exposed to foreign exchange fluctuations. At year end, the Company's exposure to net monetary assets denominated in foreign currencies was not significant to the Company's financial position.

INTEREST RATE RISK

The Company's credit facility and cash equivalents bear interest at a variable rate based on the bank's prime rate plus a margin. At period end, the facility was unused.

DERIVATIVE FINANCIAL INSTRUMENT RISK

The Company uses derivative financial instruments occasionally. All derivative financial instruments are recorded at their fair values. Derivatives are initially recognized at fair value at the date the derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognized in income immediately. As at October 31, 2025, the Company had no derivative financial instruments outstanding other than the warrants. Refer to note 22 of the Consolidated Financial Statements for the years ended October 31, 2025 and 2024 for further information.

TARIFF AND OTHER TRADE MEASURES RISKS

Following recent global trade developments, including tariff-related announcements by the United States and retaliatory measures by Canada and other jurisdictions, the Company continues to monitor the evolving trade environment and its potential effects on its supply chain and cost structure.

Although the Company is not currently subject to any implemented tariffs that materially affect its operations, management is assessing the possible direct and indirect impacts of tariffs, and other trade protectionist actions in the jurisdictions in which it operates. Given the inherent uncertainty and fluidity of international trade policies, the Company will continue to evaluate developments and respond accordingly.

UNRECOGNIZED DEFERRED TAX ASSETS

The Company has unused non-capital losses in the amount of \$49.2 million (October 31, 2024 – \$48.2 million), of which \$47.5 million has not been recognized. These unrecognized losses expire between 2040 and 2045 and are not recognized because it is not probable in the near-term, under accounting standards, that future taxable profit will be available against which the Company can use the benefits therefrom.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not currently have any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on its financial position, changes in net revenues or expenses, results of operations, liquidity or capital resources that are material. The Company's other off-balance-sheet arrangements consist only of obligations under operating leases with terms of 12 months or less or of low dollar value, which are not material.

SEGMENT REPORTING

The Company has one reportable segment, as its principal business activities are developing, marketing, selling, and distributing energy drinks.

RELATED PARTIES

KEY MANAGEMENT PERSONNEL

Key management personnel include the members of the Board, the Chief Executive Officer, the Chief Financial Officer, and the Executive Vice-President, Sales, who joined the Company in January 2025. The significant increase in fiscal 2025 total compensation primarily reflects the inclusion of this new executive, including a one-time equity signing grant subject to performance-based vesting conditions, as well as a full year of stock-based compensation expense related to the new board members appointed in July 2024. The following table presents the compensation of key management personnel recognized in net loss:

	Twelve-month periods ended	
	October 31, 2025	October 31, 2024
	\$	\$
Total compensation expense (includes directors' fees)	2,914,154	1,792,381
Stock-based compensation costs	809,097	324,934

RELATED-PARTY TRANSACTIONS

Related parties of the Company include key management personnel, their family members, and companies over which they have significant influence or control. For the years ended October 31, 2025 and October 31, 2024, the Company has not transacted with these related parties, other than as detailed above.

SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, net revenues, and expenses. Actual results may differ from these estimates. Please refer to note 4 of the Consolidated Financial Statements for the years ended October 31, 2025 and 2024 for further details.

STOCK-BASED COMPENSATION

The omnibus incentive plan (the "Plan") provides for the granting of options to purchase common shares, Restricted Share Units ("RSUs") and Deferred Share Units ("DSUs") where, at any given time, the number of stock options, RSUs and DSUs reserved for issuance should not exceed 10% of the Company's issued and outstanding common shares. Under the Plan, options generally vest over a period of four years and expire ten years from the grant date, RSUs generally vest over a period of three years and DSUs are fully vested when granted. Please refer to note 21 of the Consolidated Financial Statements for the years ended October 31, 2025 and 2024 for further details.

OUTSTANDING SHARE DATA

	As at January 21, 2026
Shares outstanding	30,104,414
Stock options (average exercise price of \$2.30 per share)	1,043,953
Restricted Share Units (average granted price of \$1.75 per share)	651,985
Deferred Share Units (average granted price of \$3.24 per share)	114,483
Fully diluted shares	31,914,835

From July 25, 2025, to July 24, 2026, the Company is authorized to repurchase for cancellation up to 1,514,144 common shares, representing approximately 5% of the Company's outstanding shares as of July 14, 2025.

Repurchases are conducted in the normal course of business at market prices through the facilities of the TSX and/or alternative Canadian trading systems, in compliance with TSX rules and policies and applicable exemptions from Canadian securities laws.

For the twelve-month period ended October 31, 2025, the Company has repurchased and cancelled 328,988 common shares. The number of shares outstanding as of January 21, 2026 includes the share buy-back and cancellation of 328,988 common shares pursuant to the Company's normal course issuer bid.

USE OF PROCEEDS FROM FINANCING

July 2021 Private Placement and Bought Deal Financing

On July 6, 2021, the Company completed a private placement, a bought deal financing and issued 3,097,594 common shares for aggregate gross proceeds of \$49.6 million and net proceeds of \$46.7 million. The following table shows the estimated use of proceeds, compared with the actual use of proceeds as at October 31, 2025:

<i>(In thousands of Canadian dollars)</i>	Actual use of proceeds	Estimated use of proceeds	Variance
Market expansion costs (including retailer listing and distribution fees, in-store materials, additional sales force and product broker fees)	2,358	10,814	(8,456)
Marketing and brand awareness	17,979	28,000	(10,021)
Product innovation investments / R&D	2,168	5,000	(2,832)
General working capital and corporate (including public company operating costs)	(4,298)	2,923	(7,221)
Remaining as at October 31, 2025	28,530	-	28,530
Total net proceeds	46,737	46,737	-
Share issuance costs	2,825	2,825	-
Gross proceeds	49,562	49,562	-

RISK FACTORS

Please refer to the risk factors described in the "Risk Factors" section of the Company's Annual Information Form dated January 21, 2026.

DISCLOSURE CONTROLS AND PROCEDURES AND INTERNAL CONTROL OVER FINANCIAL REPORTING

In accordance with National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings, the Company has filed certificates signed by the Chief Executive Officer and the Chief Financial Officer ("Certifying Officers") that, among other things, reported on the design and operating effectiveness of disclosure controls and procedures ("DC&P") and the design and operating effectiveness of internal control over financial reporting at October 31, 2025.

DISCLOSURE CONTROLS AND PROCEDURES ("DC&P")

The Company has designed DC&P to provide reasonable assurance that material information relating to the Company is made known to the Certifying Officers and that information required to be disclosed to satisfy the Company's continuous disclosure obligations is recorded, processed, summarized, and reported within the time periods specified by applicable Canadian securities legislation. Management, under the

supervision of the Certifying Officers, has evaluated the effectiveness of the DC&P and based on that evaluation, the Certifying Officers have concluded that the DC&P were effective as at October 31, 2025.

INTERNAL CONTROLS OVER FINANCIAL REPORTING (“ICFR”)

The Certifying Officers have designed ICFR or have caused them to be designed under their supervision to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. In designing and evaluating internal controls, it should be recognized that due to inherent limitations, any controls, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives and may not prevent or detect misstatements.

The control framework used to design the Company’s ICFR is based on the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) on Internal Control – Integrated Framework (2013 framework).

Management, under the supervision of the Certifying Officers, has evaluated the effectiveness of ICFR and based on that evaluation, the Certifying Officers have concluded that the Company’s ICFR was effective as at October 31, 2025.

There were no changes to the Company’s ICFR for the period beginning August 1, 2025 and ending October 31, 2025 that have materially affected, or are reasonably likely to materially affect, the Company’s ICFR.





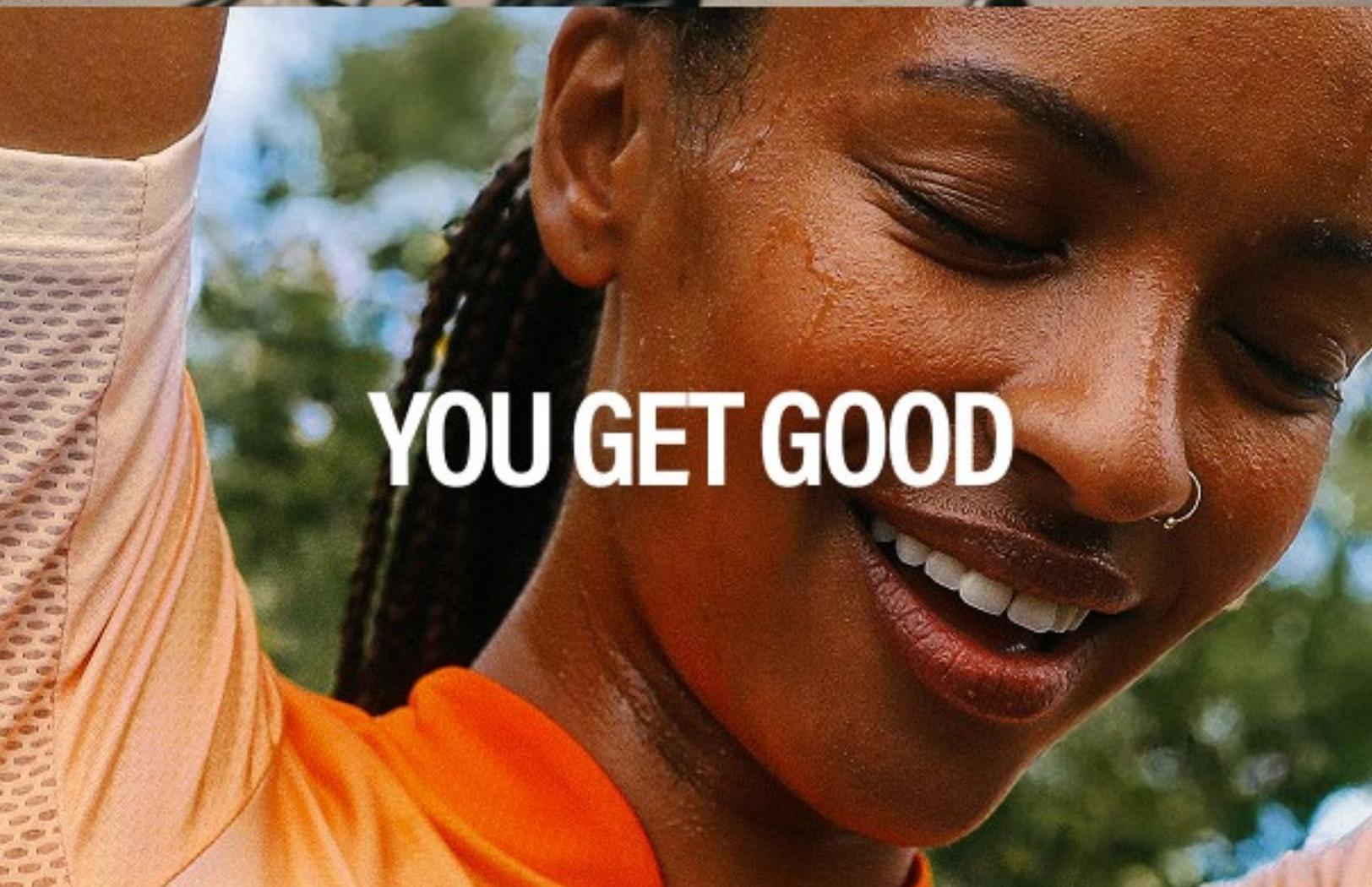
WHEN YOU CHOOSE GOOD



YOU GET GOOD

A man in a black t-shirt and dark shorts is riding a bicycle in the foreground, slightly out of focus. In the background, a woman in an orange and white cycling jersey and pink shorts is riding a bicycle. They are on a paved path next to a large, textured stone wall. The scene is brightly lit, suggesting a sunny day.

WHEN YOU CHOOSE GOOD

A close-up, low-angle shot of a woman's face. She has a joyful expression, with her eyes closed and a wide smile showing her teeth. Her skin is glistening with sweat. She has a nose ring and is wearing an orange top. The background is a soft-focus green, likely trees.

YOU GET GOOD