



## **Management's Discussion & Analysis**

**Third Quarter 2023**

# Management's Discussion and Analysis

November 7, 2023

## Basis of Presentation

This Management's Discussion and Analysis of the financial position and results of operations ("MD&A") is the responsibility of management and has been reviewed and approved by Crescita's board of directors (the "Board of Directors"). This MD&A has been prepared in accordance with the requirements of the Canadian Securities Administrators ("CSA"). While the Board of Directors is ultimately responsible for approving the MD&A, it carries out this responsibility mainly through the oversight of its Audit Committee, which has been appointed by the Board of Directors and is composed entirely of independent and financially literate directors.

Throughout this document, Crescita Therapeutics Inc. is referred to as "Crescita", "we", "our" or "Company". This MD&A provides information that management believes is relevant to an assessment and understanding of the consolidated results of operations, cash flows and financial condition of the Company. The following information should be read in conjunction with Crescita's Condensed Consolidated Interim Financial Statements and the notes thereto for the three and nine months ended September 30, 2023 and 2022 (the "Q3-23 Interim Financial Statements", "Q3-23", and "Q3-22", respectively) which have been filed on the System for Electronic Document Analysis and Retrieval ("SEDAR+"). Crescita's accounting policies are in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). Additional information relating to the Company, including its most recently filed Annual Information Form ("AIF"), can be found on the Company's profile on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

## Materiality of Disclosures

This MD&A includes information we believe is material to investors. We consider something to be material if it results in or would reasonably be expected to result in a significant change in the market price or value of our shares, or if it is likely that a reasonable investor would consider the information important in making an investment decision.

All amounts in this MD&A are expressed in thousands of Canadian dollars ("CAD"), unless otherwise noted. This MD&A contains "forward-looking information and statements". Refer to *Forward-looking Information and Statements*.

The Company uses non-IFRS and key financial measures in this MD&A. Refer to the *Non-IFRS and Key Financial Measures*, and the *EBITDA and Adjusted EBITDA Reconciliation* sections of this MD&A.

## Highlights and Key Business Developments

### Financial Highlights

#### Q3-23 vs. Q3-22

- Revenue was \$3,033 compared to \$6,032, a decrease of \$2,999;
- Gross profit was \$1,499 compared to \$2,938, a decrease of \$1,439;
- Operating expenses were \$2,880 compared to \$2,805, an increase of \$75;
- Adjusted EBITDA<sup>1</sup> was \$(988) compared to \$512, a decrease of \$1,500;
- Ending cash was \$10,021, a decrease of \$205 for the quarter.

<sup>1</sup> Adjusted EBITDA is a non-IFRS measure. Refer to the *Non-IFRS and Key Financial Measures*, and the *EBITDA and Adjusted EBITDA Reconciliation* sections of this MD&A.

## Key Business Developments

For the three and nine months ended September 30, 2023 and up to the date of this MD&A:

### Termination of Agreement with Taro Pharmaceuticals Inc.

On October 25, 2023, Taro Pharmaceuticals Inc. (“Taro”) delivered a notice to terminate the development and commercialization license agreement for Pliaglis® in the U.S. market. Our final entitlement to the annual guaranteed minimum royalties in the amount of US\$1.0 million will be recognized in Q4-23, with payment expected in Q2-24. Please refer to *Significant Partnerships*.

### Normal Course Issuer Bid

In Q3-23, the Toronto Stock Exchange (the “TSX”) approved the Company’s proposed normal course issuer bid (“NCIB”) to purchase up to a maximum of 1,821,616 common shares (“Common Shares”) for cancellation. The NCIB commenced on August 31, 2023 and is expected to terminate on August 30, 2024 or such earlier date as the Company completes its purchases pursuant to the NCIB or provides notice of termination. The Company has also entered into an automatic securities purchase plan in connection with its NCIB. Please refer to the *Normal Course Issuer Bid*.

### Update on Manufacturing Segment

Recent changes in senior management within our largest CMO customer have caused uncertainty in our order pipeline. As previously disclosed, certain manufacturing orders initially scheduled to be delivered in the second half of fiscal 2023 have been deferred to 2024. Our customer’s new management team indicates that they are reassessing commercial options for their products in key markets, which may negatively impact our business with them in the future. Manufacturing revenue is expected to be materially lower in the fourth quarter and for the full 2023 fiscal year, compared to the same periods of 2022. The impact on future sales to this customer beyond 2023 is uncertain at this time. Please refer to *Revenue by Segment*.

### Relaunch of Alyria® as a Direct-to-Consumer Brand

In Q1-23, following rebranding and various product reformulations, we relaunched Alyria® as a direct-to-consumer medical-grade dermocosmetic brand in the Canadian skincare market. Alyria is primarily targeted at millennials and marketed and sold online in Canada through Amazon.ca and alyriaskincare.com. In Q2-23, Alyria was also launched in retail outlets of Familiprix, a Québec based chain of independently owned pharmacies. The relaunch of Alyria strengthens our omnichannel expansion and provides the opportunity to engage with a new consumer group.

### Launch of ART FILLER®

In Q1-23, we launched the ART FILLER injectables (the “Fillers”) in the Canadian medical aesthetic market through our new dedicated sales force. ART FILLER is an exclusive collection of hyaluronic acid-based (“HA”) dermal fillers, designed to smooth and fill in wrinkles, and create or restore the volumes and contours of the face. Crescita entered into an exclusive Canadian distribution and promotion agreement for the Fillers and NCTF® Boost 135 HA (“NCTF”) with Laboratoires FILLMED (“FILLMED”) in 2020.

## Forward-looking Information

*This MD&A contains “forward-looking information” within the meaning of applicable securities laws. All information in this MD&A, other than statements of current and historical fact, represents forward-looking information and is qualified by this cautionary note. Often, but not always, forward-looking information can be identified by words such as: “anticipate”, “intend”, “plan”, “goal”, “seek”, “believe”, “aim”, “project”, “estimate”, “expect”, “strategy”, “future”, “likely”, “may”, “should”, “will” and similar references to future periods. Examples of forward-looking information include, but are not limited to, statements made in this MD&A under the headings “Key Business Developments”, “Outlook and Liquidity Update” and “Vision and Growth Strategy”, including statements regarding the Company’s objectives, plans, goals, strategies, growth, performance, operating results, financial condition, business prospects, opportunities and industry trends, and similar statements concerning anticipated future events, results, circumstances, performance or expectations.*

*Forward-looking information is neither historical fact nor an assurance of future performance. Instead, it is based only on our current beliefs, expectations and assumptions regarding the future of our business, future plans and strategies, projections, anticipated events and trends, the economy and other future conditions.*

*Because forward-looking information relates to the future, it is subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict and many of which are outside of the Company's control.*

*Crescita's actual results and financial condition may differ materially from those indicated in forward-looking information. Therefore, readers should not unduly rely on any forward-looking information. Important factors that could cause Crescita's actual results and financial condition to differ materially from those indicated in forward-looking information include, among others:*

- *economic and market conditions including the uncertainty in the global economy;*
- *the impact of inflation and rising interest rates together with the threats of stagflation or recession;*
- *the Company's ability to execute its growth strategies;*
- *the degree or lack of market acceptance of the Company's products;*
- *reliance on third parties for marketing, distribution, commercialization and clinical trials;*
- *the impact of changing conditions in the regulatory environment and product development processes;*
- *manufacturing and supply risks;*
- *increasing competition in the industries in which the Company operates;*
- *the Company's ability to meet its contractual obligations;*
- *the impact of product liability matters;*
- *the impact of litigation involving the Company and/or its products;*
- *the impact of changes in relationships with customers and suppliers;*
- *the degree of intellectual property protection of the Company's products;*
- *the impact of the COVID-19 pandemic and the response thereto of governments and consumers;*
- *developments and changes in applicable laws and regulations, and;*
- *other risk factors described from time to time in the reports and disclosure documents filed by Crescita with Canadian securities regulatory agencies and commissions, including the sections entitled "Risk Factors" in the Company's most recent annual MD&A and AIF.*

*As a result of the foregoing and other factors, no assurance can be given that future results, levels of activity or achievements indicated in any forward-looking information will actually be achieved. Any forward-looking information in this MD&A is based only on information currently available to management and speaks only as of the date on which it is provided. Except as required by applicable securities laws, Crescita undertakes no obligation to publicly update any forward-looking information, whether written or oral, that may be provided from time to time, whether as a result of new information, future developments or otherwise.*

## Non-IFRS and Key Financial Measures

We report our financial results in accordance with IFRS. However, we use certain non-IFRS financial measures to assess our Company's performance. We believe these to be useful to management, investors, and other financial stakeholders in assessing Crescita's performance.

The non-IFRS measures used in this MD&A do not have any standardized meaning prescribed by IFRS and are therefore not comparable to similar measures presented by other issuers. These measures should be considered as supplemental in nature and not as a substitute for the related financial information prepared in accordance with IFRS.

The following are the non-IFRS and key financial measures used by management alongside their respective definitions:

|                      |  |
|----------------------|--|
| <b>Profitability</b> | <ul style="list-style-type: none"> <li>• <b>EBITDA (non-IFRS)</b> – is defined as earnings before interest, income taxes, depreciation of property, plant and equipment and amortization of right-of-use asset and intangible assets. A reconciliation of EBITDA to its closest IFRS measure can be found under the <i>EBITDA and Adjusted EBITDA Reconciliation</i> sections of this MD&amp;A.</li> <li>• <b>Adjusted EBITDA (non-IFRS)</b> – is defined as earnings before interest, income taxes, depreciation of property, plant and equipment and amortization of right-of-use asset and intangible assets, share of (profit) loss of associates, fair value (gains) losses, share-based compensation costs, goodwill and intangible asset impairment, and foreign exchange (gains) losses, as applicable. Management believes that Adjusted EBITDA is an important measure of operating performance and cash flow and provides useful information to investors as it highlights trends in the underlying business that may not otherwise be apparent when relying solely on IFRS measures. A reconciliation of Adjusted EBITDA to its closest IFRS measure can be found under the <i>EBITDA and Adjusted EBITDA Reconciliation</i> section of this MD&amp;A.</li> <li>• <b>Net income (loss) before income taxes</b> – is a measure of income or loss generated by the Company during the period.</li> </ul> |
| <b>Liquidity</b>     | <ul style="list-style-type: none"> <li>• <b>Cash provided by (used in) operating activities</b> – is a measure of cash generated from or used in managing our day-to-day business operations. We believe that operating cash flow is indicative of financial flexibility, allowing us to execute our growth strategy.</li> </ul>   |

## Reporting Segments

We have three reportable segments: (i) Commercial Skincare; (ii) Licensing and Royalties; and (iii) Manufacturing and Services.

### Commercial Skincare

The Commercial Skincare (“Skincare”) reportable segment manufactures and sells our branded non-prescription skincare products for the Canadian and international markets. It also commercializes Pliaglis®, NCTF, ART FILLER, and Obagi® Medical in Canada. Non-prescription product brands manufactured by the Company include: Laboratoire Dr Renaud® (“LDR”), Pro-Derm® and Alyria®. These premium skincare lines provide solutions for a wide range of skin concerns such as aging, acne, hydration, pigmentation, and rosacea.

In Canada, our sales force calls on aesthetic spas, medispas as well as medical aesthetic clinics under a business-to-business (“B2B”) model. Some of our brands are also sold directly to consumers through online platforms and certain retail outlets. Our brands are also distributed by partners in international markets including the United States (“U.S.”), South Korea and Malaysia.

### Licensing and Royalties

The Licensing and Royalties (“Licensing”) reportable segment derives revenue from licensing the intellectual property related to Pliaglis, our lead prescription product, or for the use of our transdermal delivery technologies, Multiplexed Molecular Penetration Enhancers™ (“MMPE”) and DuraPeel™, on either an exclusive or non-exclusive basis. The Licensing segment may also leverage our in-house research and development (“R&D”) capabilities for the development of new topical products, which may combine our technologies and various selected molecules to fuel future licensing agreements in the non-prescription skincare market. The key revenue streams in the Licensing segment include upfront and pre- and post-commercialization milestone payments, royalties determined using the agreed-upon formulas as described in each respective licensing agreement, and product sales under supply agreements with the Company’s licensing partners.

### Manufacturing and Services

The Manufacturing and Services (“Manufacturing”) reportable segment includes two main revenue streams: 1) revenue from the sale of topical products manufactured to client specifications under our contract development and manufacturing organization (“CDMO”) infrastructure; and 2) revenue from product development services. Clients in the Manufacturing segment use our CDMO services to manufacture topicals either under a private label or a brand name and may use a combination of Crescita’s existing formulations or novel formulations, with or without the utilization of our transdermal delivery technologies.

Refer to the *Revenue by Segment* and *Gross Profit by Segment* sections of this MD&A and to Note 4 - *Segmented Information* to our Q3-23 Interim Financial Statements.

## Outlook and Liquidity Update

Our objectives when managing our liquidity and capital structure are to maintain enough cash to fund our operations, including organic growth initiatives, to pursue strategic licensing deals and acquisitions as part of our growth strategy, and to meet contractual obligations as they become due. As of September 30, 2023, Crescita had working capital (defined as current assets minus current liabilities) of \$13,590, including a cash balance of \$10,021. Our cash and other current assets at September 30, 2023 were sufficient to meet our current accounts payable, accrued liabilities, lease and other obligations. In addition, we have a revolving demand credit facility (the “Facility”) for an authorized amount, subject to margin requirements, of \$3,500. Based on our accounts receivables and inventory values at quarter end, the total amount available under the Facility was \$3,004. The Facility bears no financial covenants, and no amounts have yet been drawn.

Our ability to generate sufficient revenue to reach sustained profitability depends on the successful implementation of our growth strategy. The ability to raise additional financing for future activities may be impaired, or such financing may not be available on favourable terms, due to conditions beyond our control. This exposure is discussed in more detail in the *Risks Factors* section of our most recent annual MD&A and AIF.

## Normal Course Issuer Bid

On August 29, 2023, the Company announced that the Toronto Stock Exchange approved its proposed normal course issuer bid (“NCIB”) to purchase up to a maximum of 1,821,616 Common Shares for cancellation starting August 31, 2023 and ending August 30, 2024 or such earlier date as the Company completes its purchases pursuant to the NCIB or provides notice of termination. Under its previous NCIB, ended on December 16, 2022, the Company was permitted to purchase up to 1,000,000 Common Shares, of which 663,600 Common Shares were repurchased and cancelled at a weighted average purchase price per share of \$0.66 for a total purchase price of \$440.

In connection with each of its NCIBs, the Company adopted an automatic securities purchase plan (“ASPP”) that contains strict parameters regarding how its Common Shares may be repurchased during times when it would ordinarily not be permitted to purchase Common Shares due to regulatory restrictions or self-imposed blackout periods. Such purchases are executed by the broker on parameters established by the Company prior to the pre-established ASPP period.

| <i>In 000's of CAD, except number of shares and average price</i> | Three months ended<br>September 30, |         | Nine months ended<br>September 30, |         |
|---|-------------------------------------|---------|------------------------------------|---------|
|   | 2023                                | 2022    | 2023                               | 2022    |
|   | \$                                  | \$      | \$                                 | \$      |
| Common Shares repurchased for cancellation <sup>1, 2</sup>        | 355,110                             | 274,780 | 355,110                            | 538,930 |
| Weighted average purchase price per share                         | 0.68                                | 0.64    | 0.68                               | 0.67    |
| Total purchase price  | 240                                 | 176     | 240                                | 359     |

<sup>1</sup> The 355,110 Common Shares repurchased for cancellation during the three and nine months ended September 30, 2023 were cancelled subsequent to quarter end.

<sup>2</sup> Of the 274,780 and 538,930 Common Shares repurchased for cancellation during the three and nine months ended September 30, 2022, respectively, 34,580 were cancelled subsequent to quarter end, and 3,770 Common Shares were paid for and cancelled subsequent to quarter end.

## Outstanding Share Data

The following table provides the designation and number of each class and series of voting, equity, or convertible securities of Crescita, outstanding:

|                            | As at<br>November 6, 2023 |
|----------------------------|---------------------------|
| Common shares              | 19,988,899                |
| Stock options <sup>1</sup> | 2,925,576                 |
| Warrants <sup>2</sup>      | -                         |

<sup>1</sup> This amount includes 2,301,566 options which have vested.

<sup>2</sup> The 496,000 common share purchase warrants outstanding at the end of Q2-23 expired in Q3-23.

## Selected Quarterly Financial Information

|  | Three months ended<br>September 30, |            | Nine months ended<br>September 30, |             |
|--|-------------------------------------|------------|------------------------------------|-------------|
|  | 2023                                | 2022       | 2023                               | 2022        |
| <i>In thousands of CAD, except per share data and number of shares</i>     |                                     |            |                                    |             |
| <b>Operations</b>  | \$                                  | \$         | \$                                 | \$          |
| Revenues   | 3,033                               | 6,032      | 12,797                             | 17,495      |
| Cost of goods sold   | 1,534                               | 3,094      | 5,493                              | 8,198       |
| <b>Gross profit</b>  | 1,499                               | 2,938      | 7,304                              | 9,297       |
| <b>Gross margin (%)</b>  | 49.4%                               | 48.7%      | 57.1%                              | 53.1%       |
| Operating expenses   | 2,880                               | 2,805      | 9,147                              | 9,340       |
| <b>Operating profit (loss)</b>   | (1,381)                             | 133        | (1,843)                            | (43)        |
| Interest income, net   | (92)                                | (56)       | (285)                              | (34)        |
| Foreign exchange (gain) loss   | 2                                   | (7)        | 23                                 | 182         |
| Share of (profit) loss of an associate                                     | (9)                                 | 1          | (26)                               | 30          |
| Net loss on convertible note measured at fair value through profit or loss | -                                   | -          | 22                                 | 95          |
| <b>Income (loss) before income taxes</b>                                   | (1,282)                             | 195        | (1,577)                            | (316)       |
| Deferred income tax expense  | -                                   | -          | 259                                | -           |
| <b>Net income (loss)</b>   | (1,282)                             | 195        | (1,836)                            | (316)       |
| Adjusted EBITDA <sup>1</sup>   | (988)                               | 512        | (613)                              | 1,224       |
| Earnings (loss) per share  |                                     |            |                                    |             |
| Basic  | \$ (0.06)                           | \$ 0.01    | \$ (0.09)                          | \$ (0.02)   |
| Diluted  | \$ (0.06)                           | \$ 0.01    | \$ (0.09)                          | \$ (0.02)   |
| Weighted average number of common shares outstanding                       |                                     |            |                                    |             |
| Basic  | 20,367,631                          | 20,627,424 | 20,345,435                         | 20,791,517  |
| Diluted  | 20,367,631                          | 20,912,159 | 20,345,435                         | 20,791,517  |
| <b>Balance Sheet as at September 30,</b>                                   |                                     |            | <b>2023</b>                        | <b>2022</b> |
| Cash and cash equivalents  |                                     |            | 10,021                             | 10,738      |
| Total assets   |                                     |            | 25,371                             | 27,711      |
| Total non-current financial liabilities <sup>2</sup>                       |                                     |            | 1,033                              | 1,406       |
| Total liabilities  |                                     |            | 6,256                              | 7,735       |
| Total equity   |                                     |            | 19,115                             | 19,976      |

<sup>1</sup> Adjusted EBITDA is a non-IFRS measure. Refer to the *Non-IFRS and Key Financial Measures*, and the *EBITDA and Adjusted EBITDA Reconciliation* sections of this MD&A.

<sup>2</sup> Non-current financial liabilities are defined as the sum of the long-term portions of lease obligations and other obligations.

# Corporate Overview

## About Crescita

Crescita (TSX: CTX and OTC US: CRRTF) is a growth-oriented, innovation-driven Canadian commercial dermatology company with in-house R&D and manufacturing capabilities. The Company offers a portfolio of high-quality, science-based non-prescription skincare products and early to commercial stage prescription products. In addition, we own multiple proprietary transdermal delivery platforms that support the development of patented formulations to facilitate the delivery of active ingredients into or through the skin.

Our non-prescription portfolio includes a wide variety of dermocosmetic products, skincare therapeutics and devices. To qualify as a dermocosmetic, a product must contain active ingredients whose effectiveness against a specific skin concern has been evidenced through clinical studies. Our dermocosmetic products include facial creams, cleansers, exfoliants, masks, serums and suncare, that each serve a different and personalized consumer need. The portfolio is designed to address preventive care to the first signs of aging, as well as primary aesthetic skin concerns.

Our product portfolio serves two subsets of the Canadian aesthetic market: (i) aesthetic skincare and (ii) medical aesthetics.

- (i) Professional aestheticians use our dermocosmetic skincare products to target well-known and common skin concerns, such as mild acne, aging, dehydration, pigmentation, sensitivity, and rosacea, using non-invasive skincare protocols. Our lead dermocosmetic skincare brand is Laboratoire Dr Renaud.
- (ii) Medical aesthetics is a niche market between the cosmetic industry and plastic surgery and includes medical treatments that are focused on improving patients' cosmetic appearance. Qualified doctors and nurses typically perform both non-invasive and minimally invasive procedures or skincare treatments such as chemical peels, advanced retinol facials, microdermabrasion, hyaluronic acid and neurotoxin injections, and various laser and device treatments. Our primary medical grade dermocosmetic brand is Pro-Derm. We also distribute NCTF, ART FILLER and Obagi Medical under exclusive distribution agreements in Canada. We also currently sell Pliaglis, our lead prescription product, in the Canadian physician-dispensed skincare market.

Our sales force calls on aesthetic practitioners, medical aesthetic clinics and medispas across Canada. In addition, our skincare brands are sold in certain Asian markets, such as Malaysia and South Korea through international distributors, as well as online through various platforms, while Alyria is also sold in certain retail outlets.

Pliaglis is a topical local anesthetic cream that provides safe and effective local dermal analgesia on intact skin prior to superficial dermatological procedures. The product is currently approved by regulatory authorities in 28 countries and licensed to seven commercial partners for sale in 40 countries.

In addition, our expertise in topical product formulation and development can be leveraged in combination with our patented transdermal delivery technologies to develop and manufacture creams, liquids, gels, ointments, and serums under our CDMO infrastructure. We provide our services to several North American clients under full CGMP ("Current Good Manufacturing Practice") conditions. We deliver turnkey solutions, integrating manufacturing with in-house R&D, supply chain, and quality control functions. Our integrated approach aims to simplify our clients' supply chain to maximize value, ensuring timely and cost-effective product launches. We run our operations from our head office located in the Biotech City in Laval, Québec, including a 50,000 square-foot production facility where we also manufacture the majority of our non-prescription skincare products. Formulations manufactured by or for Crescita include cosmetics, natural health products ("NHP") and products with Drug Identification Numbers ("DIN"). We maintain a registered office located at 333 Bay Street, Suite 3400, Toronto, Ontario, M5H 2S7.

## Vision and Growth Strategy

Our vision is to become a Canadian leader in innovative, science-based skincare solutions, providing improved outcomes for all our clients' skincare concerns.

Our corporate growth strategy is comprised of four pillars, each of which is based on the fundamentals of our business model. Together, we refer to these as our "Four-Pillar Growth Strategy."

- Pillar 1: Organic Growth
- Pillar 2: Strategic Acquisitions and/or In-licensing Agreements
- Pillar 3: Strategic Out-licensing of Assets
- Pillar 4: Contract Development and Manufacturing Services

Our strategy is designed to generate growth over the long-term. There have been no changes to our vision and growth strategy since our year ended December 31, 2022. For further details, please refer to the section entitled "Vision and Growth Strategy" on page 13 of Crescita's 2022 Annual Report, which is available on our website at [www.crescitatherapeutics.com](http://www.crescitatherapeutics.com) and which was filed on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

## Competitive Conditions

There have been no changes to our competitive conditions since our last fiscal year ended December 31, 2022. For further details please refer to the section entitled "Competitive Conditions" on page 16 of Crescita's 2022 Annual Report, which is available on our website at [www.crescitatherapeutics.com](http://www.crescitatherapeutics.com) and which was filed on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

## Non-Prescription Skincare Product Portfolio

### Laboratoire Dr Renaud

Founded over 70 years ago, Laboratoire Dr Renaud is a pioneer in the Canadian cosmetics industry. The product line was founded in France in 1947 by Dr. Louis Raymond Renaud, a well-known French dermatologist and was launched as a Canadian brand in Montreal in 1963. Laboratoire Dr Renaud is inspired by nature to develop personalized solutions to address daily skin concerns such as: aging, acne, rosacea, pigmentation, dehydration, and sensitivity. With research and innovation at the heart of the brand, Laboratoire Dr Renaud's skincare solutions represent the synergy of science and aesthetics. Products are designed according to the principles of biomimicry which imitate natural processes, making them compatible with our skin. Crescita owns the trademark rights for the skincare line in North America, certain South American countries, and the Pacific Rim as well as the worldwide rights for the formulations. Virtually all the LDR products are manufactured at our Laval facility and can be purchased either through a professional aesthetician or online.

### Pro-Derm

Pro-Derm is a line of high-quality dermocosmetic products destined for the medical aesthetic market including physicians operating medispas and medical aesthetic clinics. Pro-Derm is used in conjunction with anti-aging medical procedures both pre and post treatment, such as dermal filler injections for lines and wrinkles, facial peels, laser treatments, aesthetic surgery as well as to prevent the undesired effects of aging. Developed by a Canadian team of chemists and a dermatologist, the products are designed to achieve and maintain healthy-looking skin and to optimize cosmetic procedures offered by physicians.

By offering a range of clinically proven effective ingredients, Pro-Derm combines the benefits of both cosmetic and pharmaceutical products. Our formulas are free from parabens, dyes, perfumes, alcohol, mineral oils, and other harsh chemicals, as well as from ingredients of animal origin. Crescita owns the trademark rights for Canada and the worldwide formulations and marketing rights for Pro-Derm. Virtually all the Pro-Derm products are manufactured at our Laval facility and can be purchased either through a medispa, a medical aesthetic clinic or online.

## **Alyria**

Alyria is a medical grade dermocosmetic skincare line developed using scientific research to target major skincare concerns. Previously a B2B brand mainly sold to medispas and medical aesthetic clinics, Alyria was rebranded, reformulated and re-launched as a direct-to-consumer brand in the Canadian skincare market in Q1-23. Alyria's offering was built around a series of serums formulated with clinically proven active ingredients, specifically targeting skin hydration. Alyria is primarily targeted at millennials and marketed and sold online and in certain retail outlets. All Alyria products are manufactured at our Laval facility. Crescita owns the trademark rights for Canada, Europe, certain South American countries, and the U.S. In addition, Crescita owns the worldwide marketing rights for Alyria as well as the rights to the product formulations, which are, in some cases, on a non-exclusive basis.

## **NCTF Boost 135 HA**

NCTF Boost 135 HA is a skin revitalization solution primarily used for the improvement of skin quality and fine lines. Comprising free hyaluronic acid and more than 50 key ingredients including amino acids, vitamins, co-enzymes, and minerals, NCTF is a hydration booster providing the essential ingredients for skin health. Suitable for all age groups, it specifically targets age-related skin changes such as dryness, dullness, uneven complexion, dilated pores and wrinkles. Since 1978, NCTF has been a leader in skin revitalization with over 4 million bottles sold annually by FILLMED and its partners around the world. We sell NCTF to medispas and medical aesthetic clinics across Canada under an exclusive distribution agreement with FILLMED.

## **Obagi Medical**

The Obagi Medical product line provides skincare products formulated to minimize signs of aging, address dark spots, hyperpigmentation, fine lines and wrinkles and to protect and enhance skin tone and texture. Some of the most well-known products include the Obagi Nu-Derm Fx<sup>®</sup> Systems, the Obagi-C<sup>®</sup> Fx Systems, the Obagi360<sup>®</sup> System, the CLENZIderm M.D.<sup>®</sup> Systems and the Professional-C<sup>®</sup> Collection. We sell Obagi to medispas and medical aesthetic clinics across Canada and online under an exclusive distribution agreement with Obagi Cosmeceuticals LLC.

## **ART FILLER**

ART FILLER is an exclusive collection of hyaluronic acid-based dermal fillers designed to smooth-out superficial to deep wrinkles and create or restore the volumes and contours of the face. Developed, manufactured and launched in 2016 by FILLMED, ART FILLER injectables benefit from the Tri-Hyal<sup>®</sup> technology, an innovation in the R&D space. The gels are made of non-animal origin hyaluronic acid and feature an optimized equilibrium between free hyaluronic acid, long chains and very long chains of hyaluronic acid. Each product of the range has been developed with consideration of a precise treatment objective. The performance and the tolerance of ART FILLER have been demonstrated through a unique study combining clinical evaluations and instrument-based measurements. We are currently launching ART FILLER in the Canadian medical aesthetic market under our exclusive distribution agreement with FILLMED. Refer to *Key Business Developments*.

## **Prescription Product Portfolio**

### **Pliaglis<sup>®</sup>**

Pliaglis is a topical local anesthetic cream that provides safe and effective local dermal analgesia on intact skin prior to superficial dermatological procedures. The formulation contains a eutectic mixture of 7% lidocaine and 7% tetracaine that utilizes our proprietary phase-changing topical cream *Peel* technology. The *Peel* technology consists of a drug-containing cream which, once applied to a patient's skin, dries to form a pliable layer that releases the active ingredients into the skin. Pliaglis is applied to intact skin for 20 to 30 minutes prior to superficial dermatological procedures such as dermal filler injections, non-ablative laser facial resurfacing, or pulsed-dye laser therapy and 60 minutes prior to procedures such as laser-assisted tattoo removal.

Following the application period, the pliable layer is easily removed from the skin allowing the procedure to be performed with minimal to no pain. In clinical studies, the mean duration of anesthesia has been shown to be in the range of 7 to 9 hours after the application of Pliaglis.

The product is currently approved in 28 countries and licensed to seven commercial partners for sale in 40 countries. As countries with the highest commercial potential have already been licensed, Crescita's focus is on providing regulatory support to its international partners in countries where Pliaglis is still not approved to ensure timely approval. In the various rest-of-world ("ROW") countries where Pliaglis is approved, we will provide commercial support.

### **Enhanced Formulation of Pliaglis®**

The Company developed alternate enhanced formulations of Pliaglis with extended patent protection through 2031 in multiple jurisdictions. The alternate formulations also contain 7% lidocaine and 7% tetracaine but possess improved application and removal properties compared to the original formulation of Pliaglis.

On March 31, 2020, the USPTO granted U.S. Patent No. 10,603,293 for *Solid-Forming Anesthetic Formulations for Pain Control*, which covers both Pliaglis and enhanced formulations of Pliaglis through January 14, 2031. The new patent was listed in a publication called *Approved Drug Products with Therapeutic Equivalence Evaluations* (commonly known as the "Orange Book") on April 14, 2020. The Orange Book identifies drug products approved on the basis of safety and effectiveness by the FDA under the Federal Food, Drug, and Cosmetic Act and related patent and exclusivity information.

On August 25, 2020, the USPTO granted U.S. Patent No. 10,751,305 for *Solid-Forming Topical Formulations for Pain Control*, which covers enhanced formulations of Pliaglis through January 14, 2031. The new patent was listed in the FDA's Orange Book by Taro Pharmaceuticals ("Taro"), our U.S. licensee for Pliaglis, on September 21, 2020.

## **Transdermal Delivery Technologies**

Crescita has multiple drug delivery platforms supporting the development of patented formulations that deliver active ingredients into or through the skin.

### **Peel and DuraPeel**

The Peel and DuraPeel technologies are self-occluding, film-forming cream/gel formulations that provide extended-release delivery of the active ingredients to the site of application. The cream/gel contains a drug that, when applied to a patient's skin, forms a pliable layer that releases the active ingredient into the skin for up to 12 hours. The benefits of the Peel and DuraPeel technologies include proven compatibility with a variety of active pharmaceutical ingredients ("APIs"). A self-occluding film reduces product transference risk, provides fast drying time, facilitates easy application and removal, and enables application to large and irregular skin surfaces.

While the Peel technology typically involves a single solvent that dries to form a pliable film, the DuraPeel technology involves a two-solvent system which includes a volatile solvent component that dries to form a self-occluding film and a non-volatile solvent component that remains in the formulation to facilitate prolonged release of the active ingredient from the formulation into the skin.

Peel technology patents have been issued in 22 countries including the U.S., with the latest expiring in 2031. In addition, a patent application is pending in the U.S. DuraPeel patents have been issued in Canada and in the U.S., with the latest expiry in 2027.

### **MMPE**

The MMPE technology uses synergistic combinations of certain specific pharmaceutical excipients included on the FDA's Inactive Ingredients Database ("IID") for improved topical delivery of active ingredients into or through the skin. The benefits of this technology include the potential for increased penetration of APIs with the possibility of improved efficacy, lower API concentration and/or reduced dosing. Issued U.S. patents provide intellectual property protection through March 6, 2027. Australian, Mexican, U.S. and European patents (validated in Germany, France, Ireland, Spain, Italy and the United Kingdom) were issued with term to 2036. In addition, applications are pending in Canada and New Zealand, with the latest expiry date in 2036.

## Product Candidates in Co-Development

In April 2014, Crescita entered into a joint venture with Ferndale Laboratories Inc. and a leading U.S. contract research organization (a “CRO” and together the “Development Partners”) to develop and formulate two topical dermatology product candidates utilizing our patented MMPE technology, CTX-101 and CTX-102 (the “Product Candidates”). Under this agreement (the “Original Joint Venture Agreement”), upon completion of the formulations, the Development Partners would oversee and fund the formulations’ advancement through Phase 2 clinical studies, after which, it was anticipated that the Product Candidates would be made available for licensing. However, in 2019, we amended the Original Joint Venture Agreement, including a financial commitment from Crescita to fund our proportionate share of the Phase 3 clinical development costs for CTX-101 to maintain our share of anticipated future licensing proceeds.

### CTX-101

CTX-101 is a topical formulation utilizing a corticosteroid in combination with our patented MMPE technology to treat plaque psoriasis. On February 11, 2020, we reported positive topline results from two pivotal Phase 3 clinical trials for CTX-101. The two Phase 3 multi-centre, randomized, vehicle-controlled, double-blind, parallel group trials were conducted in the U.S. using the same study design.

Both studies met the primary endpoint demonstrating that a statistically significant greater number of patients achieved the Investigator's Global Assessment (“IGAs”) treatment success ( $p < 0.001$ ) at the end of study. The IGA score is a static evaluation by the investigator of the overall assessment of the patient's disease status within the designated treatment area.

These results are based on the Intention to Treat population and study results in the Per Protocol population were also highly significant as were key secondary endpoints for both studies. Our Development Partners are exploring licensing opportunities with pharmaceutical companies. However, with the current reimbursement challenges for dermatology products in the U.S., securing a licensing partner is more difficult than expected and we have no certainty as to whether any partnering discussions will be successful.

Two U.S. patents claiming certain combinations of particular molecular penetration enhancers together with active drugs in topical formulations were issued on January 1, 2013, as U.S. Patent No. 8,343,962, and May 9, 2017, as U.S. Patent No. 9,642,912. In addition, Australian Patent No. 2016427261 was issued January 19, 2023, Mexican Patent No. 386903 was issued on October 7, 2021, United States Patent No. 11,642,356 was issued May 9, 2023, and European Patent No. 3528818 was issued on September 15, 2021, and validated in Germany, France, Ireland, Spain, Italy and the United Kingdom, all with term to 2036. As well, patent applications are pending in Canada and New Zealand, with anticipated terms through 2036.

### CTX-102

CTX-102 is a topical formulation also utilizing our patented MMPE technology to treat an undisclosed dermatological skin condition. Initial formulation development efforts for CTX-102 were completed in Q2-18, while an Investigational New Drug (“IND”) application update was filed on June 25, 2018, including details on the formulations to be evaluated in the first planned Phase 1 vasoconstrictor assay (“VCA”) study. The IND update was accepted by the FDA and the initial Phase 1 VCA study designed to evaluate the relative potency of several formulations was completed in Q1-19.

The results of the Phase 1 VCA study were encouraging, and a successful pilot Phase 2 study was subsequently completed, providing encouraging feedback on the safety, user response and clinical efficacy of the lead formulation. The CTX-102 development program is currently on hold pending the outcome of the CTX-101 partnering discussions. Accordingly, we have no certainty as to whether such discussions will commence or if commenced, be successful.

In addition to U.S. patent No. 8,343,962, U.S. patent No. 9,642,912, Australian Patent No. 201642726, Mexican Patent No. 386903 and European Patent No. 3528818 (validated in Germany, France, Ireland, Spain, Italy and the United Kingdom) which pertain to both CTX-101 and CTX-102, U.S. Patent No. 10,945,952 was granted March 16, 2021, for *Rinse-Off Compositions and Uses Thereof for Delivery of Active Agents* with term to March 16, 2040. Patent applications are also pending in Canada, and the U.S. with anticipated term through 2040.

## Pipeline Products

### Non-Prescription Skincare Products

The non-prescription skincare business requires that the product lines be rejuvenated from time-to-time with the introduction of new product offerings and innovations, which in some cases utilize our patented transdermal delivery technologies. Crescita has established a multi-disciplinary product development committee that screens and identifies new products to be developed or existing products to be upgraded. These new products are selected based on sales and marketing trends, but also include regulatory, manufacturing and cost considerations. The products under development are usually kept confidential for competitive reasons.

### Prescription Drug Products

Crescita has a portfolio of development and commercial stage products and proprietary platform technologies, which include MMPE and DuraPeel. The following table summarizes the Company's key prescription drug products and product candidates and associated intellectual property.

| Product   | Therapeutic Area  | Stage of Development | Intellectual Property <sup>2</sup>  |
|---|---|----------------------|---|
| Pliaglis and enhanced formulations of Pliaglis (U.S.) | Local anesthesia prior to superficial dermatological procedures | Commercial           | Three Orange Book listed U.S. patents covering Pliaglis and/or enhanced formulations expiring in 2031. Application pending in the U.S. through 2031.  |
| Pliaglis and enhanced formulations of Pliaglis (ROW)  | Local anesthesia prior to superficial dermatological procedures | Commercial           | Patents granted for enhanced formulation in AU, BR, CA, CN, AT, BE, CH, DE, ES, FR, GB, GR, IT, LU, NL, PL, TR, HK, JP, MX, and RU, with latest expiring in 2031.   |
| CTX-101 <sup>1</sup>                                  | Plaque Psoriasis  | Phase 3              | Patents granted in the U.S. expiring in 2027. Patents granted in AU, MX, DE, FR, IE, GB, ES, IT and the U.S. expiring in 2036. Applications pending in CA and NZ through 2036.  |
| CTX-102 <sup>1</sup>                                  | Dermatological skin treatment                                   | Phase 1              | Patents granted in the U.S. expiring in 2027. Patent granted in AU, MX, DE, FR, IE, GB, ES and IT expiring in 2036. Applications pending in CA, and NZ, through 2036. U.S. patent granted through 2040. Applications pending in CA and U.S. through 2040. |
| Dermatology products utilizing MMPE <sup>3</sup>      | Prescription treatments of skin diseases                        | Pre-clinical         | Patent granted in the U.S. expiring in 2027.  |

1. CTX-101 and CTX-102 are topical products in co-development with the Company's Development Partners which utilize our MMPE technology.
2. Country abbreviations defined as follows: Australia (AU), Brazil (BR), Canada (CA), China (CN), Austria (AT), Belgium (BE), Switzerland (CH), Germany (DE), Spain (ES), France (FR), Great Britain (GB), Greece (GR), Ireland (IE), Italy (IT), Luxembourg (LU), Netherlands (NL), Poland (PL), Turkey (TR), Hong Kong (HK), Japan (JP), Mexico (MX), Russian Federation (RU), United States (U.S.), Rest of World (ROW).
3. Crescita licensed the MMPE technology to a U.S.-based, major dermatological CRO. The licensee, in this case, will oversee and fund the total cost of the development program.

## Significant Partnerships

### Licensing Agreement with Cantabria Labs

In April 2019, we entered into a commercialization license agreement with Cantabria Labs Inc. (“Cantabria” and the “Cantabria Agreement”) for an initial term of 15 years, granting Cantabria the exclusive rights to sell and distribute Pliaglis in Italy, Portugal, France, and Spain (the “Territories”).

Under the Cantabria Agreement, we are eligible to receive double-digit royalties on the net sales of Pliaglis in the Territories, with minimum guaranteed sales-based royalties per year, and milestones related to the launch and sales performance of Pliaglis in each of the Territories.

Cantabria initially completed the transfer of the manufacturing process and analytical test methods for Pliaglis to its manufacturing facility in Santander, Spain in 2020, allowing it to supply Pliaglis in Europe. In addition, the parties later agreed that Cantabria would supply Pliaglis to Crescita outside the Territories.

Cantabria is promoting Pliaglis through its field force, calling on physicians such as aesthetic doctors and dermatologists. Cantabria currently sells Pliaglis in Italy.

### Licensing Agreement with Taro Pharmaceuticals Inc.

In 2017, we entered into a development and commercialization license agreement with Taro Pharmaceuticals Inc., a subsidiary of Taro Pharmaceutical Industries Ltd., as amended in July 2020, (the “Taro Agreement”). Under the terms of the Taro Agreement, Crescita granted Taro an exclusive license to sell and distribute Pliaglis and an enhanced formulation of Pliaglis in the U.S. market.

There have been no Pliaglis sales in the U.S. since the third quarter of 2020, due in part, to previously disclosed restrictive amendments to U.S. managed care. The Taro Agreement contractually entitles the Company to annual guaranteed minimum royalties in the amount of US\$1.0 million per Taro fiscal year, spanning from April 1 to March 31, in periods where Taro does not generate sales or reach sales targets. Taro can terminate the agreement without penalty, subject to a six-month notice period. No royalties from Taro were recorded during the three and nine months ended September 30, 2023.

On October 25, 2023, Taro delivered a notice to terminate the Taro Agreement. Our final entitlement to the annual guaranteed minimum royalties in the amount of US\$1.0 million will be recognized in Q4-23, with payment expected in Q2-24.

## Results of Operations

### Fluctuations in Operating Results

Crescita's results of operations have fluctuated significantly from period-to-period in the past and are likely to do so in the future. Crescita anticipates that its quarterly and annual results of operations may be impacted in the foreseeable future by several factors including the timing and amount of product and contract manufacturing sales, royalties, milestone and upfront payments received pursuant to current and future collaboration and licensing arrangements, and the progress and timing of expenditures related to product development efforts. Due to these fluctuations, Crescita believes that the period-to-period comparisons of its operating results are not necessarily an adequate indicator of future performance.

### Foreign Exchange Rates

Through its international operations, Crescita is exposed to changes in foreign currency rates. Accordingly, as prescribed by IFRS, we value assets, liabilities and transactions measured in foreign currencies using various exchange rates. We report all amounts in Canadian dollars, unless otherwise noted. Refer to Note 14 – *Financial Instruments and Risk Management - Currency Risk* of our Q3-23 Interim Financial Statements for a further discussion on the impact of foreign currency fluctuations on our results of operations.

| Average rates | Three months ended<br>September 30, |        | Nine months ended<br>September 30, |        |
|---------------|-------------------------------------|--------|------------------------------------|--------|
|               | 2023                                | 2022   | 2023                               | 2022   |
| U.S. dollar   | 1.3412                              | 1.3057 | 1.3454                             | 1.2828 |
| Euro          | 1.4589                              | 1.3140 | 1.4575                             | 1.3649 |

| Spot rates  | As at September 30, |        |
|-------------|---------------------|--------|
|             | 2023                | 2022   |
| U.S. dollar | 1.3520              | 1.3500 |
| Euro        | 1.4304              | 1.3383 |

### Revenue by Segment

| In thousands of CAD        | Three months ended<br>September 30, |              | Nine months ended<br>September 30, |               |
|----------------------------|-------------------------------------|--------------|------------------------------------|---------------|
|                            | 2023                                | 2022         | 2023                               | 2022          |
|                            | \$                                  | \$           | \$                                 | \$            |
| Commercial skincare        | 2,412                               | 1,672        | 7,589                              | 5,600         |
| Licensing and royalties    | 163                                 | 92           | 483                                | 319           |
| Manufacturing and services | 458                                 | 4,268        | 4,725                              | 11,576        |
| <b>Total revenue</b>       | <b>3,033</b>                        | <b>6,032</b> | <b>12,797</b>                      | <b>17,495</b> |

#### Commercial Skincare

Commercial Skincare sales for the three and nine months ended September 30, 2023 were \$2,412 and \$7,589, compared to \$1,672 and \$5,600, for the comparable three and nine months of 2022, representing net increases of \$740 and \$1,989, respectively. The increases for both the quarter and year-to-date periods were mainly due to higher product sales from our brands across all channels, driven by new product launches and promotions, including the launch of Alyria in select retail outlets in the province of Québec.

## Licensing and Royalties

Licensing revenue of \$163 for the three months ended September 30, 2023 reflected royalties above the annual contractual minimum royalties under the Cantabria Agreement, and product sales for supplying Pliaglis under our licensing agreement with Egis Pharmaceuticals PLC. Licensing revenue of \$483 for the nine months ended September 30, 2023 reflected royalties above the annual contractual minimum royalties under the Cantabria Agreement, product sales for supplying Pliaglis under our agreement with Egis Pharmaceuticals PLC, and a regulatory milestone payment under our licensing agreement with Croma Pharma GmbH.

Licensing revenue of \$92 and \$319 for the comparative periods of the prior year mainly reflected royalties above the annual contractual minimum under the Cantabria Agreement.

## Manufacturing and Services

Manufacturing revenue for the three and nine months ended September 30, 2023 was \$458 and \$4,725, respectively, compared to \$4,268 and \$11,576 for the three and nine months ended September 30, 2022, representing decreases of \$3,810 and \$6,851. The year-over-year decrease for the quarter was mainly due to the deferral of orders previously scheduled to be delivered in Q3-23 into fiscal 2024, as previously disclosed, while the year-to-date decrease was also impacted by the difference in the timing and value of orders, including the fulfillment and completion of a previously announced purchase order of approximately \$7.0 million in 2022.

The timing and value of third-party manufacturing purchase orders are variable from period to period depending on our clients' commercial activities and may not be recurring in nature.

## Revenue Distribution

The following tables provide additional information regarding our revenue mix by geography and reportable segment for the three and nine months ended September 30, 2023 and 2022:

### By Geography (based on client's billing address)

|        | Three months ended<br>September 30, |      | Nine months ended<br>September 30, |      |
|--------|-------------------------------------|------|------------------------------------|------|
|        | 2023                                | 2022 | 2023                               | 2022 |
| Canada | 75%                                 | 31%  | 59%                                | 36%  |
| U.S.   | 14%                                 | 62%  | 32%                                | 58%  |
| ROW    | 11%                                 | 7%   | 9%                                 | 6%   |
|        | 100%                                | 100% | 100%                               | 100% |

### By Segment

|                            | Three months ended<br>September 30, |      | Nine months ended<br>September 30, |      |
|----------------------------|-------------------------------------|------|------------------------------------|------|
|                            | 2023                                | 2022 | 2023                               | 2022 |
| Commercial Skincare        | 80%                                 | 27%  | 59%                                | 32%  |
| Licensing and Royalties    | 5%                                  | 2%   | 4%                                 | 2%   |
| Manufacturing and Services | 15%                                 | 71%  | 37%                                | 66%  |
|                            | 100%                                | 100% | 100%                               | 100% |

## Major Customers

Under IFRS 8 – *Operating Segments*, major customers are those that account for greater than 10% of a company’s consolidated revenues. For the three months ended September 30, 2023, we did not have a customer accounting for greater than 10% of our consolidated revenues. For the nine months ended September 30, 2023, we had one major customer in the Manufacturing segment that accounted for 29% of total revenue. For the three and nine months ended September 30, 2022, we had one major customer in the Manufacturing segment that accounted for 56% and 55% of total revenue in each respective period.

## Gross Profit by Segment

Gross profit is calculated by subtracting the cost of goods sold (“COGS”) from revenue, either on a consolidated or on a by segment basis. Gross margin, as reported below and elsewhere in this MD&A, is an expression of gross profit as a percentage of revenue, either on a consolidated or by segment basis. COGS primarily includes: the costs associated with manufacturing and packaging our products, provisions for inventory obsolescence, freight-in, the cost of products purchased from third parties, costs for the development of formulas under our CDMO services, net of government subsidies, as applicable.

| <i>In thousands of CAD</i> | Three months ended<br>September 30, |              | Nine months ended<br>September 30, |              |
|----------------------------|-------------------------------------|--------------|------------------------------------|--------------|
|                            | 2023                                | 2022         | 2023                               | 2022         |
|                            | \$                                  | \$           | \$                                 | \$           |
| Revenue                    | 3,033                               | 6,032        | 12,797                             | 17,495       |
| Cost of goods sold         | 1,534                               | 3,094        | 5,493                              | 8,198        |
| <b>Gross profit</b>        | <b>1,499</b>                        | <b>2,938</b> | <b>7,304</b>                       | <b>9,297</b> |
| <i>Gross margin %</i>      | <b>49.4%</b>                        | <b>48.7%</b> | <b>57.1%</b>                       | <b>53.1%</b> |

## Commercial Skincare

| <i>In thousands of CAD</i> | Three months ended<br>September 30, |              | Nine months ended<br>September 30, |              |
|----------------------------|-------------------------------------|--------------|------------------------------------|--------------|
|                            | 2023                                | 2022         | 2023                               | 2022         |
|                            | \$                                  | \$           | \$                                 | \$           |
| Revenue                    | 2,412                               | 1,672        | 7,589                              | 5,600        |
| Cost of goods sold         | 1,139                               | 725          | 3,114                              | 2,439        |
| <b>Gross profit</b>        | <b>1,273</b>                        | <b>947</b>   | <b>4,475</b>                       | <b>3,161</b> |
| <i>Gross margin %</i>      | <b>52.8%</b>                        | <b>56.6%</b> | <b>59.0%</b>                       | <b>56.4%</b> |

For the three months ended September 30, 2023, gross profit in the Skincare segment was \$1,273, representing a gross margin of 52.8%, compared to \$947 and 56.6% for the three months ended September 30, 2022. The increase in gross profit of \$326 was mainly driven by higher segment revenue, while the decrease in gross margin of 3.8% was mainly related to higher segment obsolescence charges in the quarter.

For the nine months ended September 30, 2023, gross profit in the Skincare segment was \$4,475, representing a gross margin of 59.0%, compared to \$3,161 and 56.4% for the nine months ended September 30, 2022. The increases in gross profit and gross margin of \$1,314 and 2.6%, respectively, were mainly due to higher segment revenue and favorable product and channel mix, and to a lesser extent, the favourable impact of cost savings in the current year.

## Licensing and Royalties

| <i>In thousands of CAD</i> | Three months ended<br>September 30, |               | Nine months ended<br>September 30, |               |
|----------------------------|-------------------------------------|---------------|------------------------------------|---------------|
|                            | 2023                                | 2022          | 2023                               | 2022          |
|                            | \$                                  | \$            | \$                                 | \$            |
| Revenue                    | 163                                 | 92            | 483                                | 319           |
| Cost of goods sold         | 42                                  | -             | 42                                 | -             |
| <b>Gross profit</b>        | <b>121</b>                          | <b>92</b>     | <b>441</b>                         | <b>319</b>    |
| <i>Gross margin %</i>      | <b>74.2%</b>                        | <i>100.0%</i> | <b>91.3%</b>                       | <i>100.0%</i> |

For the three and nine months ended September 30, 2023, gross profit in the Licensing segment was \$121 and \$441, respectively, compared to \$92 and \$319 for the three and nine months ended September 30, 2022. The increases in gross profit of \$29 and \$122, respectively, were driven by higher segment revenue. The decreases in gross margin of 25.8% and 8.7%, respectively, were due to the cost of goods sold impact of supplying Pliaglis under our licensing agreement with Egis Pharmaceuticals PLC.

## Manufacturing and Services

| <i>In thousands of CAD</i> | Three months ended<br>September 30, |              | Nine months ended<br>September 30, |              |
|----------------------------|-------------------------------------|--------------|------------------------------------|--------------|
|                            | 2023                                | 2022         | 2023                               | 2022         |
|                            | \$                                  | \$           | \$                                 | \$           |
| Revenue                    | 458                                 | 4,268        | 4,725                              | 11,576       |
| Cost of goods sold         | 353                                 | 2,369        | 2,337                              | 5,759        |
| <b>Gross profit</b>        | <b>105</b>                          | <b>1,899</b> | <b>2,388</b>                       | <b>5,817</b> |
| <i>Gross margin %</i>      | <b>22.9%</b>                        | <i>44.5%</i> | <b>50.5%</b>                       | <i>50.3%</i> |

For the three months ended September 30, 2023, gross profit in the Manufacturing segment was \$105 representing a gross margin of 22.9%, compared to \$1,899 and 44.5%, for the three months ended September 30, 2022. The decreases in gross profit and gross margin of \$1,794 and 21.6%, were mainly due to the decrease in segment revenue and the resulting decrease in manufacturing volumes versus the prior year.

For the nine months ended September 30, 2023, gross profit in the Manufacturing segment was \$2,388 representing a gross margin of 50.5%, compared to \$5,817 and 50.3%, for the nine months ended September 30, 2022. The decrease in gross profit of \$3,429 was mainly driven by the same factors as for the quarter.

The gross margins generated by our Manufacturing segment are dependent on the specific terms of each agreement and vary by customer. The timing of customer orders and the mix of customers will continue to have an impact on our margins.

## Operating Expenses

| <i>In thousands of CAD</i>          | Three months ended<br>September 30, |              | Nine months ended<br>September 30, |              |
|-------------------------------------|-------------------------------------|--------------|------------------------------------|--------------|
|                                     | 2023                                | 2022         | 2023                               | 2022         |
|                                     | \$                                  | \$           | \$                                 | \$           |
| Research and development            | 143                                 | 161          | 481                                | 449          |
| Selling, general and administrative | 2,360                               | 2,286        | 7,539                              | 7,797        |
| Depreciation and amortization       | 377                                 | 358          | 1,127                              | 1,094        |
| <b>Total operating expenses</b>     | <b>2,880</b>                        | <b>2,805</b> | <b>9,147</b>                       | <b>9,340</b> |

### Research and Development

R&D expenses are mainly composed of employee compensation costs, clinical trial costs, clinical manufacturing and scale-up costs and other third-party laboratory testing and service fees. In the normal course of business, we allocate a significant part of our R&D resources to the rejuvenation of our non-prescription skincare lines through product development and reformulations, as well as to support business activities in our Manufacturing and Licensing segments.

Product portfolio rejuvenation and innovation activities are ongoing and are a key success factor for Crescita because they allow us to remain competitive in our product offerings. To a lesser extent, we also incur formulation development and clinical costs related to our prescription product candidates. R&D expenditures vary depending on the stage of development of products and product candidates in our pipeline and management's allocation of internal resources to these activities and to each product specifically.

R&D expenses for the three and nine months ended September 30, 2023 were \$143 and \$481 compared to \$161 and \$449 for the comparable periods of 2022. The increase of \$32 for the nine-month period was mainly due to higher headcount-related expenses.

### Selling, General and Administrative

SG&A expenses for the three and nine months ended September 30, 2023 were \$2,360 and \$7,539 compared to \$2,286 and \$7,797 for the comparable periods of 2022. The increase of \$74 for the quarter was mainly due to higher advertising and promotion spend, partly offset by lower headcount-related expenses. The decrease of \$258 for the year-to-date period was mainly driven by lower headcount-related expenses, partly offset by higher advertising and promotion spend.

### Depreciation and Amortization

For the three and nine months ended September 30, 2023, depreciation and amortization expense was \$377 and \$1,127, compared to \$358 and \$1,094 for the three and nine months ended September 30, 2022. The increases of \$19 and \$33 for the three and nine-month periods were due to higher depreciation and amortization expense for our property, plant and equipment and right-of-use asset year-over-year.

## Other (Income) Expenses

| <i>In thousands of CAD</i>   | Three months ended<br>September 30, |             | Nine months ended<br>September 30, |            |
|--|-------------------------------------|-------------|------------------------------------|------------|
|  | 2023                                | 2022        | 2023                               | 2022       |
|  | \$                                  | \$          | \$                                 | \$         |
| Interest expense   | 21                                  | 25          | 65                                 | 134        |
| Interest income  | (113)                               | (81)        | (350)                              | (168)      |
| Foreign exchange (gain) loss   | 2                                   | (7)         | 23                                 | 182        |
| Share of (profit) loss of an associate   | (9)                                 | 1           | (26)                               | 30         |
| Net loss on convertible note measured<br>at fair value through profit and loss | -                                   | -           | 22                                 | 95         |
| <b>Total other (income) expenses</b>   | <b>(99)</b>                         | <b>(62)</b> | <b>(266)</b>                       | <b>273</b> |

### Interest

For the three and nine months ended September 30, 2023, interest expense was \$21 and \$65 compared to \$25 and \$134 for the three and nine months ended September 30, 2022. The decrease of \$69 for the nine-month period was primarily due to interest savings from the early repayment of the convertible debentures with Bloom Burton Healthcare Lending Trust and Bloom Burton Healthcare Lending Trust II in Q2-22.

For the three and nine months ended September 30, 2023, interest income was \$113 and \$350 compared to \$81 and \$168 for the three and nine months ended September 30, 2022, representing year-over-year increases of \$32 and \$182, respectively, mainly driven by higher market interest rates. The Company earns interest on its cash balances and short-term investments and records interest accretion on the contract asset recognized under the Cantabria Agreement and its convertible note with The Best You® (“TBY”). Refer to Note 6 – *Contract Assets* and Note 7 - *Investment in an Associate and Convertible Note* to our Q3-23 Interim Financial Statements.

### Foreign Exchange Loss

For the three and nine months ended September 30, 2023, we recorded a net foreign currency loss of \$2 and a net foreign currency gain of \$7, compared to foreign exchange losses of \$23 and \$182 in the comparable periods of 2022. Currency variances are mainly driven by the timing of payments and settlements of foreign currency denominated balances, and the revaluation of certain balance sheet items including the contract asset in the amount of \$1,651 related to the Cantabria Agreement denominated in euros.

### Share of (Profit) Loss of an Associate

In Q3-21, we acquired a minority interest in Akyucorp Ltd. d/b/a The Best You, a privately held network of seven medical aesthetic clinics in Ontario. Each quarter, we record our proportionate share of profit or loss from our investment in TBY. For the three and nine months ended September 30, 2023, we recorded profit of \$9 and \$26, respectively, compared to losses of \$1 and \$30 for the three and nine months ended September 30, 2022.

### Net Loss on Convertible Note

The Company holds a convertible note receivable related to its minority interest in TBY for an initial principal amount of \$500 (the “Note”). The Company may be required to invest an additional \$750, contingent on certain events and/or financial indicators being met. This financial instrument is remeasured at fair value at each reporting period using the discounted cash flow method, adjusted to reflect the changes in relevant credit spreads and changes in risk free rates, among other inputs. As a result of the general increase in interest rates, during the three and nine months ended September 30, 2023, we recorded a fair value loss of \$22, compared to a fair value loss of \$95 for the comparative periods of the prior year.

## Net Income (Loss) and Earnings (Loss) per Share

| <i>In thousands of CAD, except number of shares and per share data</i> | Three months ended<br>September 30, |            | Nine months ended<br>September 30, |              |
|--|-------------------------------------|------------|------------------------------------|--------------|
|  | 2023                                | 2022       | 2023                               | 2022         |
|  | \$                                  | \$         | \$                                 | \$           |
| Income (loss) before income taxes                                      | (1,282)                             | 195        | (1,577)                            | (316)        |
| Deferred income tax expense  | -                                   | -          | 259                                | -            |
| <b>Net income (loss)</b>   | <b>(1,282)</b>                      | <b>195</b> | <b>(1,836)</b>                     | <b>(316)</b> |
| Weighted average number of common shares outstanding                   |                                     |            |                                    |              |
| Basic  | 20,367,631                          | 20,627,424 | 20,345,435                         | 20,791,517   |
| Diluted  | 20,367,631                          | 20,912,159 | 20,345,435                         | 20,791,517   |
| Earnings (Loss) per share  |                                     |            |                                    |              |
| Basic  | \$ (0.06)                           | \$ 0.01    | \$ (0.09)                          | \$ (0.02)    |
| Diluted  | \$ (0.06)                           | \$ 0.01    | \$ (0.09)                          | \$ (0.02)    |

### Loss before Income taxes

For the three months ended September 30, 2023, loss before income taxes was \$1,282 compared to income before income taxes of \$195 for the three months ended September 30, 2022. The year-over-year loss position increase of \$1,477 was mainly due to the net overall decrease in gross profit of \$1,439.

For the nine months ended September 30, 2023, loss before income taxes was \$1,836 compared to \$316 for the nine months ended September 30, 2022. The year-over-year loss position increase of \$1,520 was mainly driven by the net overall decrease in gross profit of \$1,993, partly offset by lower operating expenses of \$193, higher interest income of \$182 and a favorable foreign exchange variance of \$159.

### Deferred Income Tax Expense

For the nine months ended September 30, 2023, we recognized \$259 in deferred income tax expense related to taxable income generated by Crescita Skin Sciences Inc., a wholly owned subsidiary of Crescita Therapeutics Inc.

### Weighted Average Number of Common Shares Outstanding

The basic and diluted weighted average number of Common Shares outstanding are affected by the shares purchased for cancellation under the Company's NCIB. The diluted weighted average number of Common Shares outstanding for the periods is also impacted by the number of options and warrants that are "in the money" and the effect of convertible debentures, when such impact is dilutive. Since the warrants expired in August 2023, they would only potentially affect periods prior to September 30, 2023, and since the convertible debentures were repaid in full in Q2-22, they would only potentially impact periods prior to June 30, 2022.

## EBITDA and Adjusted EBITDA Reconciliation

The following table provides a reconciliation between net loss, as reported in accordance with IFRS, and EBITDA and Adjusted EBITDA, for the three and nine months ended September 30, 2023 and 2022. Refer to the section titled *Loss before Income Taxes* for details.

| <i>In thousands of CAD</i>   | Three months ended<br>September 30, |            | Nine months ended<br>September 30, |              |
|--|-------------------------------------|------------|------------------------------------|--------------|
|  | 2023                                | 2022       | 2023                               | 2022         |
| Net income (loss)  | \$ (1,282)                          | \$ 195     | \$ (1,836)                         | \$ (316)     |
| <b>Adjust for:</b>   |                                     |            |                                    |              |
| Depreciation and amortization  | 377                                 | 358        | 1,127                              | 1,094        |
| Interest income, net   | (92)                                | (56)       | (285)                              | (34)         |
| Deferred income tax expense  | -                                   | -          | 259                                | -            |
| <b>EBITDA</b>  | <b>(997)</b>                        | <b>497</b> | <b>(735)</b>                       | <b>744</b>   |
| <b>Adjust for:</b>   |                                     |            |                                    |              |
| Share-based compensation   | 16                                  | 21         | 103                                | 173          |
| Foreign exchange (gain) loss   | 2                                   | (7)        | 23                                 | 182          |
| Share of (profit) loss of an associate                                     | (9)                                 | 1          | (26)                               | 30           |
| Net loss on convertible note measured at fair value through profit or loss | -                                   | -          | 22                                 | 95           |
| <b>Adjusted EBITDA</b>   | <b>(988)</b>                        | <b>512</b> | <b>(613)</b>                       | <b>1,224</b> |

## Liquidity and Capital Resources

### Consolidated Statement of Cash Flows

| <i>In thousands of CAD</i>                                    | Three months<br>ended September 30, |               | Nine months<br>ended September 30, |               |
|---|-------------------------------------|---------------|------------------------------------|---------------|
|   | 2023                                | 2022          | 2023                               | 2022          |
|   | \$                                  | \$            | \$                                 | \$            |
| Net income (loss)   | (1,282)                             | 195           | (1,836)                            | (316)         |
| <b>Items not involving cash flows</b>                         | <b>441</b>                          | <b>541</b>    | <b>1,688</b>                       | <b>1,819</b>  |
| Cash from operations  | (841)                               | 736           | (148)                              | 1,503         |
| Net change in non-cash working capital                        | 966                                 | (280)         | 2,485                              | (308)         |
| Cash provided by operating activities                         | 125                                 | 456           | 2,337                              | 1,195         |
| Cash used in investing activities                             | (28)                                | (2)           | (28)                               | (216)         |
| Cash used in financing activities                             | (324)                               | (272)         | (524)                              | (1,625)       |
| Effect of foreign exchange rates on cash and cash equivalents | 22                                  | 54            | (2)                                | 53            |
| Net change in cash and cash equivalents during the period     | (205)                               | 236           | 1,783                              | (593)         |
| Cash and cash equivalents, beginning of the period            | 10,226                              | 10,502        | 8,238                              | 11,331        |
| <b>Cash and cash equivalents, end of the period</b>           | <b>10,021</b>                       | <b>10,738</b> | <b>10,021</b>                      | <b>10,738</b> |

### **Operating Activities**

For the three months ended September 30, 2023, cash provided by operating activities was \$125 compared to \$456 for the three months ended September 30, 2022. The year-over-year decrease of \$331 was mainly driven by the year-over-year loss position increase of \$1,477, partly offset by the favorable movement in non-cash working capital items of \$1,246.

For the nine months ended September 30, 2023, cash provided by operating activities was \$2,337 compared to \$1,195 for the nine months ended September 30, 2022. The year-over-year increase of \$1,142 was mainly driven by the favorable movement in non-cash working capital items of \$2,793, partly offset by the higher year-over-year loss position of \$1,520.

The net change in non-cash working capital of \$966 for the three months ended September 30, 2023 was mainly driven by lower accounts receivable and higher accounts payable, partly offset by investments in inventory. The net change in non-cash working capital of \$(280) for the three months ended September 30, 2022 was mainly driven by investments in inventory to meet planned demand.

The net change in non-cash working capital of \$2,485 for the nine months ended September 30, 2023 was mainly driven by a decrease in accounts receivable and contract assets, partly offset by lower accounts payable and investments in inventory. The net change in non-cash working capital of \$(308) for the nine months ended September 30, 2022 was mainly driven by an increase in accounts receivable and inventory to meet planned demand, partly offset by an increase in accounts payable and a decrease in contract assets.

Movements in accounts receivable and accounts payable are related to the timing of collections and payments, respectively. The timing of working capital inflows and outflows will always have an impact on cash flows from operating activities.

### **Investing Activities**

For the three and nine months ended September 30, 2023, we invested \$28, compared to \$2 and \$216 for the three and nine months ended September 30, 2022, mainly for plant equipment and facility upgrades.

### **Financing Activities**

For the three months ended September 30, 2023, cash used in financing activities totaled \$324 compared to \$272 for the three months ended September 30, 2022. The year-over-year increase of \$52 was mainly driven by higher NCIB share repurchases.

For the nine months ended September 30, 2023, cash used in financing activities totaled \$524 compared to \$1,625 for the nine months ended September 30, 2022. The year-over-year decrease of \$1,101 was mainly driven by the settlement prior to maturity of convertible debentures for \$1,000 and lower NCIB share repurchases.

## **Financial Instruments and Risk Management**

Please refer to Note 14 – *Financial Instruments and Risk Management* to our Q3-23 Interim Financial Statements for additional information on our financial instruments.

## Commitments

We have commitments under a lease for the rental of our manufacturing and office facility. This lease is accounted for entirely on the Consolidated Interim Statement of Financial Position under IFRS 16 – *Leases*. There have been no material changes to these commitments since our year ended December 31, 2022. Refer to Note 3 – *Summary of Significant Accounting Policies* and Note 14 – *Lease Obligation* to our Consolidated Audited Financial Statements for the years ended December 31, 2022 and 2021 for further details.

## Off-Balance Sheet Arrangements

Crescita does not have any off-balance sheet arrangements.

## Guarantees

The Company periodically enters into research, licensing, distribution, or supply agreements with third parties that include indemnification provisions that are customary in the industry. These guarantees generally require the Company to compensate the other party for certain damages and costs incurred as a result of third-party intellectual property claims or damages arising from these transactions. In some cases, the maximum potential amount of future payments that could be required under these indemnification provisions is unlimited. These indemnification provisions generally survive termination of the underlying agreements. The nature of the intellectual property indemnification obligations prevents the Company from making a reasonable estimate of the maximum potential amount it could be required to pay. Historically, the Company has not made any indemnification payments under such agreements and no amounts were accrued in the results presented for the three and nine months ended September 30, 2023.

## Capability to Deliver Results

The Company will need to spend resources to research, develop, manufacture and commercialize its products and technologies. Crescita may finance these activities through existing cash, revenue generated from product and contract manufacturing sales to its customers, royalties, upfront and milestone payments, licensing and co-development agreements for other new drug candidates or of its existing products in territories where they are not currently licensed or sold, by drawing on its Facility, by raising funds in the capital markets or by incurring debt.

We believe that we have sufficient capital resources from our cash and investment accounts and Facility to support our ongoing business operations and to execute our Four-Pillar Growth Strategy.

Crescita is dependent on its sales force for the marketing and sale of its products to its Canadian customers. In certain foreign jurisdictions, Crescita relies on its commercial partners to market and sell its products. Management believes that it has appropriate in-house personnel with the experience and expertise to market and sell its existing products and to develop its pipeline. To execute the current business plan, Crescita may selectively add key personnel and in the future, may need to hire additional staff as activities expand. In addition, market acceptance of the Company's products by consumers, physicians or patients will depend on distribution channels accepting the product for sale.

## Critical Accounting Policies and Estimates

The Company's significant accounting policies are described in Note 3 – *Summary of Significant Accounting Policies* to its 2022 Consolidated Audited Financial Statements. The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and equity, the accompanying disclosure of contingent assets and liabilities at the date of the consolidated financial statements, as well as the reported amounts of revenue and expenses during the reporting periods.

Management has identified key areas of judgments, estimations or use of managerial assumptions that it believes are most critical to understanding the consolidated financial statements. These accounting estimates are considered critical because they require management to make subjective and/or complex judgments that are inherently uncertain and because they could have a material impact on the presentation of our consolidated financial condition and/or results of operations. The Company's actual results could differ from these estimates and such differences could also be material. These key areas are disclosed in Note 4 - *Use of Estimates and Judgments* to the Company's 2022 Consolidated Audited Financial Statements.

There were no changes to our critical accounting estimates and judgements since our year ended December 31, 2022. Refer to the "Critical Accounting Policies and Estimates" section within our 2022 Annual Report for a full discussion of the applicable critical accounting judgments and estimates of the Company, a copy of which is available on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

## Eight Quarter Summary - Selected Financial Information

| As at and for the three months ended,                                 | Sep. 30,<br>2023 | Jun. 30,<br>2023 | Mar. 31,<br>2023 | Dec. 31,<br>2022 | Sep. 30,<br>2022 | Jun. 30,<br>2022 | Mar. 31,<br>2022 | Dec. 31,<br>2021 |
|---|------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|
| <i>In thousands of CAD except per share data and number of shares</i> | \$               | \$               | \$               | \$               | \$               | \$               | \$               | \$               |
| <b>Revenue by Segment</b>   |                  |                  |                  |                  |                  |                  |                  |                  |
| Commercial Skincare   | 2,412            | 2,685            | 2,492            | 2,422            | 1,672            | 2,392            | 1,536            | 2,270            |
| Licensing and Royalties   | 163              | 299              | 21               | 1,481            | 92               | 227              | -                | 2,367            |
| Manufacturing and Services  | 458              | 2,178            | 2,089            | 2,127            | 4,268            | 3,893            | 3,415            | 2,925            |
| Revenue   | 3,033            | 5,162            | 4,602            | 6,030            | 6,032            | 6,512            | 4,951            | 7,562            |
| <b>Profitability</b>  |                  |                  |                  |                  |                  |                  |                  |                  |
| Gross profit  | 1,499            | 3,069            | 2,736            | 3,885            | 2,938            | 3,647            | 2,712            | 4,651            |
| Total operating expenses  | 2,880            | 3,295            | 2,972            | 3,313            | 2,805            | 3,447            | 3,088            | 3,536            |
| Net income (loss)   | (1,282)          | (281)            | (273)            | 1,178            | 195              | (37)             | (474)            | 943              |
| Adjusted EBITDA <sup>1</sup>  | (988)            | 214              | 161              | 997              | 512              | 646              | 66               | 1,585            |
| <b>Share information</b>  |                  |                  |                  |                  |                  |                  |                  |                  |
| Earnings (loss) per share   |                  |                  |                  |                  |                  |                  |                  |                  |
| Basic   | \$ (0.06)        | \$ (0.01)        | \$ (0.01)        | \$ 0.06          | \$ 0.01          | \$ (0.00)        | \$ (0.02)        | \$ 0.04          |
| Diluted   | \$ (0.06)        | \$ (0.01)        | \$ (0.01)        | \$ 0.06          | \$ 0.01          | \$ (0.00)        | \$ (0.02)        | \$ 0.04          |
| Weighted average number of common shares outstanding                  |                  |                  |                  |                  |                  |                  |                  |                  |
| Basic   | 20,368           | 20,334           | 20,334           | 20,392           | 20,627           | 20,814           | 20,937           | 21,016           |
| Diluted   | 20,368           | 20,334           | 20,334           | 20,643           | 20,912           | 20,814           | 20,937           | 22,295           |
| <b>Financial Position</b>   |                  |                  |                  |                  |                  |                  |                  |                  |
| Cash and cash equivalents   | 10,021           | 10,226           | 10,275           | 8,238            | 10,738           | 10,502           | 11,742           | 11,331           |
| Total assets  | 25,371           | 26,529           | 27,841           | 28,484           | 27,711           | 27,793           | 29,415           | 28,923           |
| Total non-current financial liabilities <sup>2</sup>                  | 1,033            | 1,134            | 1,233            | 1,331            | 1,406            | 1,495            | 1,583            | 1,672            |

<sup>1</sup> Adjusted EBITDA is a non-IFRS measure. Refer to the *Non-IFRS and Key Financial Measures*, and the *EBITDA and Adjusted EBITDA Reconciliation* sections of this MD&A.

<sup>2</sup> Non-current financial liabilities are defined as the sum of the long-term portions lease obligations and other obligations.

# Management's Responsibility for Financial Reporting

## Disclosure Controls and Procedures and Internal Control Over Financial Reporting

Disclosure controls and procedures ("DCP") are designed to provide reasonable assurance that information required to be disclosed by the Company in its filings under Canadian securities legislation is recorded, processed, summarized, and reported in a timely manner. The system of DCP includes, among other things, the Company's Corporate Disclosure policy and Code of Conduct and Business Ethics, the review and approval procedures of the Corporate Disclosure Committee and continuous review and monitoring procedures by senior management.

Management, under the supervision of the CEO and the CFO, have designed, or caused to be designed, internal controls over financial reporting ("ICFR") in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

Due to their inherent limitations, DCP and ICFR may not prevent or detect all misstatements, errors, and fraud. In addition, the design of any system of control is based upon certain assumptions about the likelihood of future events and there can be no assurance that any design will succeed in achieving its stated goals under all future events, no matter how remote, or that the degree of compliance with the policies or procedures may not deteriorate. Accordingly, even effective DCP and ICFR can only provide reasonable, not absolute, assurance of achieving the control objectives for financial and other reporting.

The Company evaluated the effectiveness of its DCP and ICFR, supervised by and with the participation of the CEO and the CFO as of September 30, 2023. The CEO and the CFO concluded that, based on this evaluation, the Company's disclosure controls and procedures and internal controls over financial reporting were adequate and effective, at a reasonable level of assurance.

## Risk Factors

An investor should carefully consider the risks discussed in detail in the Company's most recent annual MD&A and AIF when deciding whether to make an investment in the securities of Crescita, together with other information contained in this MD&A and the Company's other continuous disclosure documents. Additional risks and uncertainties not presently known to the Company or that the Company believes to be immaterial may also adversely affect the Company's business. Upon the occurrence of any one or more of the disclosed risks, the Company's business, financial condition, results of operations and consequently, the price of our Common Shares, could be seriously affected.

## Additional Information

Additional information relating to the Company, including our most recently filed AIF, can be found on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).