



RE ROYALTIES LTD.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2025

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Cautionary Note to Investors Concerning Forward-looking Statements

This discussion includes certain statements that may be deemed “forward-looking information” or “forward-looking statements” within the meaning of Canadian and United States securities law. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions of future events or performance (often, but not always, using words or phrases including, but not limited to, “expects”, “does not expect”, “is expected”, “anticipates”, “does not anticipate”, “plans”, “estimates”, “believes”, “does not believe” or “intends”, or stating that certain actions, events or results may, could, would, might or will be taken, occur or be achieved) are not statements of historical fact and may be “forward-looking information”. This information represents predictions, and actual events or results may differ materially.

Forward-looking information may relate to the Company’s future outlook and anticipated events or results and may include statements regarding the Company’s financial results, future financial position, expected growth of cash flows, business strategy, budgets, projected costs, projected capital expenditures, taxes, plans, objectives, industry trends and growth opportunities. Forward-looking information contained in this discussion is based on certain assumptions regarding expected growth, results of operations, performance, industry trends and growth opportunities. In some cases, forward-looking information contained herein are based upon information received from or disseminated by third parties.

While management considers these assumptions to be reasonable, based on information available, they may prove to be incorrect. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. These risks, uncertainties and other factors include, but are not limited to risks associated with general economic conditions; adverse industry events; marketing costs; loss of markets; future legislative and regulatory developments involving the renewable energy industry; inability to access sufficient capital from internal and external sources, and/or inability to access sufficient capital on favorable terms; the renewable energy industry generally; income tax and regulatory matters; the ability of the Company to implement its business strategies including expansion plans; competition; currency and interest rate fluctuations; and the other risks discussed under the heading “Risk Factors” in this MD&A. The foregoing factors are not intended to be exhaustive.

Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results to differ from those anticipated, estimated or intended. Forward-looking statements contained herein are made as of the date hereof and the Company and its directors, officers and employees disclaim any obligation to update any forward-looking statements, whether as a result of new information, future events or results or otherwise. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, you should not place undue reliance on forward-looking statements due to the inherent uncertainty therein. All forward-looking information is expressly qualified in its entirety by this cautionary statement. Forward-looking information and other information contained herein concerning management’s general expectations concerning the renewable energy industry are based on estimates prepared by management using data from publicly available industry sources as well as from market research and industry analysis and on assumptions based on data and knowledge of this industry which management believes to be reasonable. However, this data is inherently imprecise, although generally indicative of relative market positions, market shares and performance characteristics. While management is not aware of any misstatements regarding any industry data or comparables presented herein, industry data and comparables are subject to change based on various factors. The Company has not independently verified any of this data from independent third party sources.

Any forward-looking statements contained in this discussion are made as of the date hereof and the Company does not undertake to update or revise them, except as may be required by applicable securities law.

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1.1 DATE AND BASIS OF PRESENTATION

This Management's Discussion and Analysis ("MD&A") should be read in conjunction with the unaudited condensed consolidated interim financial statements of RE Royalties Ltd. ("RER" or the "Company") for the three and nine months ended September 30, 2025 (the "Financial Statements") and the audited consolidated financial statements of the Company for the year ended December 31, 2024 and related MD&A (the "Annual MD&A") as publicly filed on SEDAR+ at www.sedarplus.ca.

The Company reports in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). The following disclosure and associated Financial Statements are presented in accordance with IFRS. All monetary amounts herein are expressed in Canadian Dollars ("\$" or "CAD"), unless stated otherwise. Other currencies mentioned include US dollars ("US\$" or "USD").

Included throughout this MD&A are references to non-GAAP performance measures for which further explanation, including their calculations, are provided herein under section 1.5.1.

This MD&A is prepared as of November 25, 2025.

1.2 OVERVIEW

Description of Business

RE Royalties Ltd., is a public company whose common shares are listed on the TSX Venture Exchange ("TSXV"), under the trading symbol "RE". The Company's common shares are also traded under the symbol RROYF on the OTCQX Best Market ("OTCQX"), which is the highest market tier operated by OTC Markets Group Inc.

In September 2025, the Company expanded its international investor engagement by listing on the Frankfurt Stock Exchange under the trading symbol "Y2V", in addition to its primary listing on the TSXV. The dual listing is expected to broaden the Company's exposure to global capital markets and support its ongoing efforts to grow its business.

The Company was incorporated on November 2, 2016, under the laws of the Province of British Columbia, Canada. The address of the Company's corporate office is 14th Floor, 1040 West Georgia Street, Vancouver, BC, V6E 4H1.

The Company provides short-term loans and acquires revenue-based royalties from renewable energy and clean technology companies, providing a non-dilutive royalty financing solution to privately held and publicly traded companies. The Company's business objectives are to acquire a portfolio of long-term, stable, and diversified renewable energy royalty streams to provide shareholders with capital appreciation and a growing, sustainable, long-term cash distribution. The Company also owns a rooftop solar system project and a portfolio of Battery Energy Storage Systems ("BESS") projects that were acquired by the Company in November 2024 pursuant to settlement of certain loans receivable.

Management has identified an underserved segment in the renewable energy capital markets that lies between traditional debt and equity financing. For small to medium-sized renewable energy companies ("SMREs"), revenue-based royalty financing has many advantages with respect to flexibility, cost and contractual terms.

Traditional royalty-based financing has been used extensively in the North American natural resource, consumer service, industrial manufacturing, healthcare, music and food sectors. Management believes that there is significant demand among SMREs for non-dilutive royalty-based financing solutions due to a lack of innovation in the financing for renewable energy projects.

The Company's long-term objectives will be achieved by:

- Acquiring long-term renewable energy generation royalty streams backed by power purchase agreements or other revenue programs from credit worthy customers and/or facilities which operate in strong merchant markets with stable power pricing;
- Acquiring renewable energy royalties in high-growth areas of the low carbon energy sector including clean transportation, energy storage, and energy efficiency that are backed by offtake arrangements or customer sales and/or lease contracts from credit worthy counterparties;
- Reinvesting capital to acquire new royalties and to grow royalty and interest income;
- Utilizing debt financing and/or co-investment structures to acquire additional royalties in order to enhance financial returns for shareholders; and
- Maintaining a low operating cost structure.

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1.2.1 HIGHLIGHTS

The Company continues to expand on its portfolio of loans and revenue-based royalties from renewable energy projects.

After the end of the reporting period, in October 2025, the Company repaid \$7,518,000 for an aggregate principal sum upon maturity of the first two tranches of Series 1 Green Bonds.

In September 2025, the funds held in an escrow account pursuant to the Revolve Wind Project loan were reverted to the Company, as the conditions precedent to the proposed acquisition remained unfulfilled.

In August 2025, the Company sold two of the SPOBOC development projects.

1.2.2 RENEWABLE ENERGY ROYALTY INVESTMENTS

As of the date hereof, the Company owned a portfolio of 108 royalties on various solar, wind, battery storage, energy efficiency and renewable natural gas projects operating or in development in Canada, the United States, Mexico and Chile. A summary of the Company's portfolio of royalty interests is as follows:

	Location	# of Royalties ^(f)	Expected Expiration/ Term	Royalty as % of Revenue	Energy Type	Status	Generating/ Storage Capacity	Original Investment (C\$ million)
Completed in fiscal 2025 to the date hereof								
SPOBOC – Winchester / Peak Power	ON, Canada	1	10 years	Fixed(i) \$14,570 per year	Battery	Development	To be confirmed ^(h)	\$ 0
Clear Blue Technologies	ON, Canada	1	15 years	0.75%	Solar Battery	Operational	1MW ^(g)	\$ 0.5
Completed in fiscal 2024								
SolarBank ^(f)	ON, Canada	3	20 years	0.80%	Battery	Construction	14.97 MW	\$ 3.0
Alpin Sun	AB, Canada	1	25 years	\$0.25 / MWh	Solar	Development	50MWAC	\$ 1.6
Abraxas	Maldives	2	15 years	2%	Solar	Operational	0.77MWDC	\$ 1.02
Revolve (Rooftop Solar) ^(e)	Mexico	1	15 years	5%	Solar	Operational	0.45 MW	\$ 0.42
Revolve WindRiver ^(a)	AB, BC Canada	3	11 to 35 years	1%	Wind Hydro	Operational	23 MW	\$ 4.00
Clean Communities	AB, Canada	1	20 years	5%	Solar	Operational	4 MW	\$ 1.70
Completed in fiscal 2023								
Cleanlight	Chile	1	2033	5%	Solar Battery	Operational	1.7 MW	\$ 3.48 ^(c)
AlbertaCo	AB, Canada	1	11 Years	\$0.40/ MWh	Wind	Operational	100 MW	\$ 0.94

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	Location	# of Royalties ^(f)	Expected Expiration/ Term	Royalty as % of Revenue	Energy Type	Status	Generating/ Storage Capacity	Original Investment (C\$ million)
Completed before fiscal 2023								
Delta Energy Partners	PR, USA	1	2035	Fixed ^(c) \$206,976 per year	Solar	Development	Not applicable	\$ 5.46 ^(c)
Revolve (Cancun) ^(e)	Mexico	2	2033	6%	Battery Storage	Operational	1.9 MW	\$ 1.90
Revolve (Solar 1) ^(e)	Mexico	6	2030-2033	6%	Solar	Operational	2.4 MW	\$ 1.60
NOMAD ^(a)	VT, USA	6	2027	3.50%	Battery storage	Operational	3.5 MW	\$ 7.76 ^(c)
OCEP ^(a)	WI, USA	1	2035	Fixed ^(c) \$242,880 per year	Renewable Natural Gas	Operational	2 MW (equiv.)	\$ 6.15 ^(c)
FuseForward Solutions	BC, Canada	1	2031	Fixed \$284,000 per year	Energy Efficiency	Operational	Not applicable	\$ 3.00
Aeolis Wind	BC, Canada	1	2035	1%	Wind	Operational	102 MW	\$ 1.24
OntarioCo ^(a)	ON, Canada	59	2040	2%	Solar	Operational	18 MW	\$ 5.00
Northland Power Inc.	ON, Canada	4	2033	1%	Solar	Operational	40 MW	\$ 1.87
Scotian Windfields ^(a)	NS, Canada	12	2036	8%	Wind	Operational	40 MW	\$ 4.64
Switch Power (Solar) ^(d)	ON, Canada	See section 1.2.4 <i>Wholly-owned operating entities</i>						
Switch Power 1 ^(d)	ON, Canada							
Total		108						\$ 55.28^(b)

- (a) As of the date of this MD&A, the Company had received full repayment of the loans advanced to a private group ("OntarioCo") (\$5.0 million), Scotian Windfields (\$3.3 million), NOMAD (US\$5.6 million) and the Revolve Windriver loan (\$4.0 million) and partial repayment from OCEP (US\$2.39 million), Revolve (Solar 1) (\$377,000) and Revolve Cancun (\$719,000). The royalties associated with these investments remain in place.
- (b) As of the date of this MD&A, the total amount of investments listed above, net of repayments in (a) above, was approximately \$30.80 million.
- (c) Based on exchange rate of 1 US\$: 1.39 C\$
- (d) The maturity dates of Switch Power Loan 1, 2 and 3 as well as the Switch Power (Solar) loan were extended to November 30, 2023. In December 2023, the Company issued the demand notices for all loans at an increased interest rate of 16% p.a. Effective November 1, 2024, the Switch Power Loan and the Switch Power (Solar) Loan were settled as the Company retained the shares of SPOBOC and SPOSOC (the underlying entities for these assets). Consequently, SPOBOC and SPOSOC became wholly owned subsidiaries of the Company, and the Company will operate the underlying assets.
- (e) In June 2024, the Company entered into a modification agreement to extend the maturity date of the Revolve (Solar 1) loan to October 25, 2024 and consequently increased the interest rate to 12% p.a. compounded monthly. In October 2024, the Company further extended the maturity date on the Revolve (Solar 1) loan and the Revolve (Cancun) loan by an additional six months to April 25, 2025. As a result of this extension, the royalty rate on the Revolve (Solar 1) and the Revolve (Cancun) loans increased to 6%. In April 2025, the Revolve (Solar 1) Loan and the Revolve Cancun Loan were further extended to July 31, 2025, and the interest rate on both the loans increased to 13% per annum. In

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July 2025, the outstanding balance of the Revolve Loan, Revolve Cancun Loan and Revolve Rooftop Solar Loan were consolidated into a single loan agreement, and the maturity date was extended till July 31, 2026. The interest rate on the consolidated loan amount is 13% per annum.

- (f) Certain of these royalties are not currently generating revenue, or may not generate revenue in future, due to delay or deterioration in the underlying business activities, as discussed in the Annual MD&A.
- (g) This is an approximate preliminary estimate based on historical deployments.
- (h) Fixed royalty on the Winchester project is only payable if it reaches commercial operations on or prior to December 31, 2027. Final project sizing is still being finalized by Peak Power.
- (i) Refer to additional discussions herein with respect to the increase in the SolarBank royalty interest.

Opportunities under Evaluation

The Company has a robust backlog of potential royalty financing opportunities and is in advanced due diligence on several opportunities. These opportunities include the following:

- Construction financing for a portfolio of solar and storage projects in the eastern United States.
- Royalty financing for a solar project in central Canada.
- Royalty financing for a portfolio of distributed generation solar projects in the United States.
- Construction financing for rooftop solar in South Asia.
- Interconnection financing for a solar project in northeastern United States.

These opportunities under evaluation are still subject to completion of due diligence, definitive documents, conditions precedent for each transaction and approval of the Company's Board of Directors. There is no assurance that any of the opportunities under evaluation will result in a completed transaction.

Royalty-Based Investment Transactions in fiscal 2025 to the date hereof

A. Revolve Letter of Intent

On April 1, 2025, the Company announced that it had entered into a letter of intent ("Revolve LOI") for a secured loan (the "Revolve Wind Project Loan"), with a 24-month term, and bearing interest at 12% per annum, with Revolve Renewable Power Corp. (TSX.V: REVV) ("Revolve"), a North American owner, operator and developer of renewable energy projects, of up to US\$8,000,000 to support Revolve's proposed acquisition (the "Proposed Acquisition") of an operating wind energy project in the United States (the "Revolve Wind Project"). The Company was also to receive a royalty of 5% on gross revenues generated by the Revolve Wind Project for its remaining life.

In June 2025, pursuant to the terms of the Revolve Wind Project Loan agreement, the Company deposited \$10,927,200 (US\$8,000,000) (the "Escrowed Funds") into an escrow account, which funds were to be released to Revolve upon its fulfillment of the conditions precedent to the Proposed Acquisition of the Revolve Wind Project. The Company recorded the Escrowed Funds as a deposit, and classified it within secured loans.

In September 2025, the Escrowed Funds were reverted to the Company, as the conditions precedent to the Proposed Acquisition remained unfulfilled, and the Company was relieved of any commitment under the

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Revolve Wind Project Loan and related agreements. The Company earned interest on the Escrowed Funds at 12% per annum.

B. Clear Blue Technologies

In April 2025, the Company completed a loan and royalty transaction with Clear Blue Technologies International Inc., ("Clear Blue") to support the restructuring of its existing bank debt. Clear Blue has over 9000 smart off-grid solar / battery systems in the field across 37 countries, providing clean, remotely managed solutions to global customers including satellite networks and remote internet, lighting, industrial controls, security, emergency power, and IoT.

The Company provided \$500,000 to purchase Clear Blue's existing bank debt and provide working capital to Clear Blue. The financing was structured into three components: a \$375,000 term loan with annual interest rate of 12%; a 15-year royalty of 0.75% on gross consolidated revenues (total cumulative royalty payments capped at \$750,000); and 1,388,889 equity units (each comprised of one common share and one common share purchase warrant exercisable at \$0.30 for 24 months).

The Clear Blue Loan is secured by a first ranking senior security over all present and after acquired property of Clear Blue and its subsidiaries, and a second ranking position on Intellectual Property and key-person Life Insurance policy.

C. Revolve Loans – Consolidation and Modification Agreement

In July 2025, the Company entered into a consolidation and modification agreement (the "Consolidation and Modification Agreement") with Revolve Power to consolidate the three existing loans receivable from Revolve, namely: Revolve Loan, Revolve Cancun Loan, and Revolve Rooftop Solar Loan (collectively: the "Revolve Mexico Loans") into a single consolidated loan (the "Revolve Consolidated Loan"). The Revolve Consolidated Loan has a one-year term, and bears interest rate at 13% per annum. During the term of the Revolve Consolidated Loan, \$150,000 is payable on a quarterly basis, in addition to accrued interest, against the principal sum of the loan. During the nine months ended September 30, 2025, and prior to the date of the Consolidation and Modification Agreement, the Company received an aggregate amount of \$754,000 against the principal sum of the Revolve Mexico Loans.

The Consolidation and Modification Agreement will also result in consolidation of the three existing separate security agreements with respect to individual Revolve Mexico Loans.

Upon entering into the Consolidation and Modification Agreement, the Company derecognized the existing Revolve Mexico Loans and recorded the Revolve Consolidated Loan at fair value.

D. Alpin Sun Sol Aurora

On November 28, 2024, the Company entered into a secured loan agreement (the "Alpin Sun Loan") for \$6,330,000 with Alpin Sun, SA ("Alpin"), a wholly-owned subsidiary of Alpin Sun, to develop a solar project (the "Sol Aurora Project") in Alberta, Canada. Pursuant to the Alpin Sun Loan, the Company also received a gross revenue royalty of \$0.25 per MWh of energy production (the "Alpin Sun Royalty") on the Sol Aurora Project for the life of the project. The Company provided a cash advance of \$30,000 and a \$6,300,000 letter of credit (the "Original Sol Aurora LoC") on behalf of Alpin to meet their security requirement with the

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Alberta Electricity System Operator ("AESO"). The Alpin Sun Loan had an initial term of 12 months with an interest rate of 13% per annum, compounded monthly, and payable quarterly.

The Sol Aurora Project was subsequently downsized to a project with smaller capacity (50MW), and in September 2025, the Original Sol Aurora LoC was returned to the issuing bank and cancelled. The Company arranged for a new letter of credit for \$1,575,000 on behalf of Alpin to meet their security requirement with the AESO for the downsized project. The Company and Alpin entered into a supplemental loan agreement for the amount of the new letter of credit, which agreement has an initial term of 12 months and bear interest at 13% per annum, compounded monthly, and payable quarterly. The Alpin Sun Royalty will apply to the downsized project.

E. SolarBank BESS

On November 13, 2024, the Company entered into an agreement with Solar High Yield Projects #1 Ltd. (the "SolarHYP"), a wholly-owned subsidiary of SolarBank Corporation ("SolarBank"), the Company provided a \$3.0 million secured loan (the "SolarBank Loan") to support battery energy storage system ("BESS") projects in Ontario.

The SolarBank Loan will be used for the development and construction of three 4.99 MW BESS projects (the "SolarBank Projects"), each of which has a long-term contract with the Ontario Independent Electricity System Operator under the E-LT1 program. The SolarBank Projects are owned by two entities — 1000234763 Ontario Inc. and 1000234813 Ontario Inc. (collectively the "SolarBank ProjectCos") — in which the SolarHYP holds a 50% interest. The remaining 50% is owned by a partnership formed by First Nations communities in Ontario. The SolarHYP also has varying ownership interests ranging from 24.95% to 100% in 52 operating solar projects in Ontario, with a total gross capacity of 19.9MWDC.

The SolarBank Loan had a 12-month term and bore interest at 11% per annum. As a condition of the loan, the Company received a 0.40% gross revenue royalty (the "SolarBank Royalty") for the 20-year term of the SolarBank Projects. If the loan is repaid within six months, the royalty rate will be reduced to 0.25%. The SolarBank Loan is secured by a first-ranking security interest over all assets of the SolarHYP, except for its shares in the capital of the SolarBank ProjectCos.

In November 2025, the Company and SolarHYP entered into a modification agreement (the "SolarBank Modification") with respect to the SolarBank Loan and the SolarBank Royalty thereby extending the term of the loan by one year and, concurrently, increasing the SolarBank Royalty to 0.80%, or 0.65% if the loan is prepaid within six months of the extended term. Pursuant to the SolarBank Modification, the interest rate on the loan also increased to 12% per annum, compared to 11% per annum for the original term.

1.2.3 WHOLLY-OWNED OPERATING ENTITIES

As of the date hereof, the Company had the following wholly-owned operating entities:

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Entity	Location	Energy Type/Technology	Contracts	# of Projects
SPOBOC	ON, Canada	Battery Energy Storage Systems (BESS)	Energy Service Agreements (ESA)	9
SPOSOC	ON, Canada	Rooftop Solar Systems	Feed-in tariff (FIT)	1

A. Switch Power Ontario Battery Operations Corp. ("SPOBOC")

During the year ended 2021, the Company entered into three loan agreements ("Switch Loan Agreements") for an aggregate principal sum of \$7.4 million and a royalty agreement ("Switch Royalty Agreement") with SPOBOC to provide funding for the acquisition of a portfolio (the "Switch Portfolio") of "behind the meter" battery energy storage systems ("BESS") located in Ontario.

The Switch loans were secured by, among other things, a pledge of the shares of SPOBOC in favor of the Company and a general security agreement providing the Company with a security interest over all present and after-acquired personal property (collectively referred herein as the "SPOBOC Pledge").

In December 2023, the Company provided a default notice relating to all loans under the Switch Loan Agreements, as the aggregate principal sum and interest accrued thereon remained unpaid after they became due for repayment. Accordingly, the Company recorded a provision for expected credit losses of \$1,017,221 in Q4 2023.

Effective November 1, 2024, pursuant to the SPOBOC Pledge, the Company exercised its right whereby it acquired the ownership of the shares of SPOBOC in full and final settlement of the Switch Loans. As a result, SPOBOC became a wholly-owned subsidiary of the Company, and the financial statements of SPOBOC are included in the Company's Financial Statements since November 1, 2024. On November 1, 2024, the Company derecognized the Switch Loans and the Switch Power Royalty, and as a result, recorded an additional credit loss of \$4,778,209 and an impairment loss of \$260,058, respectively.

SPOBOC's principal activity is energy storage as a service, providing behind-the-meter solutions to nine industrial and real estate customers to realize global adjustment savings, and to provide grid resiliency and ancillary services through respective Energy Service Agreements ("ESA"), as listed below:

Customer/site	Location	Host	ESA expiry date	Remaining term ⁽¹⁾ (years)	Capacity (kW)	Capacity (kWh)
The West Mall 1	Toronto, ON	Office Tower	October 2028	3.8 ⁽³⁾	490	1,115
Robert Speck 2	Mississauga, ON	Office Tower	May 2030	5.3 ⁽³⁾	490	1,115
Yonge St 1	Toronto, ON	Office Tower	November 2030	5.8 ⁽³⁾	500	1,039
Bloor 1	Toronto, ON	Office Tower	April 2033	8.3 ⁽³⁾	490	1,115
Rakely 1	Etobicoke, ON	Factory	July 2033	8.5 ⁽²⁾	490	1,250
Robert Speck 1	Mississauga, ON	Office Tower	July 2032	7.5 ⁽³⁾	500	1,104
Robert Speck 3	Mississauga, ON	Office Tower	July 2032	7.5 ⁽³⁾	500	1,104
Belleville 1	Belleville, ON	Factory	June 2033	8.4 ⁽²⁾	840	2,208

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Customer/site	Location	Host	ESA expiry date	Remaining term ⁽¹⁾ (years)	Capacity (kW)	Capacity (kWh)
Mitchell 1	Mitchell, ON	Factory	June 2034	9.4 ⁽²⁾	980	2,300

(1) This remaining term only refers to the initial term as of December 31, 2024.

(2) Subject to an unlimited number of renewal for additional 5 year terms at the Host's option.

(3) Subject to an unlimited number of renewal for additional 5 year terms with mutual written consent of SPOBOC and the Host.

Revenue earned under the ESAs is primarily from the abatement of Ontario's Global Adjustment ("GA") demand charge, as described below, combined with revenues from participation in Ontario's wholesale electricity market including demand response, operating reserve, energy arbitrage, and capacity. A select few projects also provide much needed grid resiliency support for client operations, under fixed capacity payment revenues.

Global Adjustment

The GA in Ontario is a fee paid by all electricity customers to cover the costs of building new infrastructure, maintaining existing generation, and supporting energy efficiency programs. It's an additional charge on top of the Hourly Ontario Energy Price ("HOEP"), and its value fluctuates based on the market. Generally, the GA is lower when HOEP is higher, and vice-versa. SPOBOC's customers pay their share of the GA based on their Peak Demand Factor ("PDF"), which reflects their contribution to peak demand, based on the top five peak demand hours during a 12-month base period. The PDF is then used to allocate GA charges for the following 12-month adjustment period. Accordingly, there is an approximate one-year lag in determining revenue associated with the abatement of GA.

GA Abatement

SPOBOC helps its customers in reducing their grid consumption during the peak events, thereby reducing their PDF, by utilizing battery storage and energy management solutions, including a third-party software designed to optimize the use of BESS during peak periods. The reduction in PDF entails significant cost savings on account of GA charges payable by its customers, which savings are then shared with SPOBOC under respective ESAs.

Sale of Certain Development Projects

As of the date of its acquisition by the Company, SPOBOC had certain development stage BESS projects ("SPOBOC Development Projects"), and for one of those projects, it had provided an interconnection deposit of \$340,000, and it also had a corresponding liability by way of an unsecured loan payable to a third-party, namely, Peak Power Inc. ("Peak Power"), with an outstanding principal sum of \$340,000, and accrued interest of \$35,117 at the rate of Canadian Prime Interest Rate, plus 2% per annum.

In August 2025, two of the SPOBOC Development Projects were sold to Peak Power, and as part of this sale, the interconnection deposit and related loan payable, including any interest accrued thereon, were transferred to Peak Power, and were derecognized. The aforementioned sale did not involve any cash consideration, but the Company did retain a royalty on the Winchester project. The Company recognized a gain of \$64,654 from this sale.

B. Switch Power Ontario Solar Operating Corp. ("SPOSOC")

In August 2022, the Company entered into a loan agreement with SPOSOC for \$1.3 Million (the "Switch Solar Loan"), which was used to finance the acquisition of an operational rooftop solar generation project located in Vaughan, Ontario (the "Switch Solar Project"). The Company had first-ranking security interest over the Switch

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Solar Project, including a lien over its assets, and pledge of shares in SPOSOC (the "SPOSOC Pledge"). The Company also received a gross revenue royalty on the Switch Solar Project for the remainder of the contract term (the "Switch Solar Royalty").

In December 2023, the Company sent a default notice as the principal sum and interest accrued thereon remained unpaid after the Switch Solar Loan became due for repayment. The Company assessed the Switch Solar Loan for expected credit losses as of December 31, 2023 and recorded \$210,275 as ECL.

Effective November 1, 2024, pursuant to the SPOSOC Pledge, the Company exercised its right whereby it acquired the ownership of the shares of SPOSOC in full and final settlement of the Switch Solar Loan. As a result, SPOSOC became a wholly-owned subsidiary of the Company, and the financial statements of SPOSOC are included in the Financial Statements from November 1, 2024. On November 1, 2024, the Company derecognised the Switch Solar Loan and the Switch Solar Royalty, and as a result, recorded an additional credit loss of \$4,459 and an impairment loss of \$13,408, respectively.

SPOSOC's principal activity is solar power generation from Rooftop Solar Systems (having original capacity of 0.38 MW) in Ontario under a long-term feed-in-tariff contract with a remaining term, as of November 1, 2024, of 10.46 years (April 17, 2035).

1.2.4 DISCLOSURE OF ENVIRONMENTAL AND SOCIAL DATA

The Company's vision is to provide capital to an underserved section of the renewable energy market and enable significant GHG emissions reductions. With climate change a pressing issue globally, the Company has become an important source of capital for the low carbon energy transformation. In addition, the Company has a positive impact on the local community in which it operates, through local hiring, charitable programs and other events.

A. Environmental Impact Summary

The following table summarizes the estimated total positive environmental impact generated (or expected) by the projects in the Company's portfolio (not pro-rated) as of the date of this MD&A, including clean power capacity, average annual generation, and average annual carbon emissions reduction for the associated projects. Environmental impacts projected are ex-ante estimates from the time of investment.

Client	Location	Projects	Energy Type	Clean Power Capacity (MW _{AC})	Annual Clean Generation (MWh)	Annual GHG Offset (tCO _{2e})	Annual Homes Powered
Operational							
Aeolis Wind	BC, Canada	1	Wind	102	193,000	2,393	21,578
OntarioCo	ON, Canada	59	Solar	18	25,566	639	3,099
Northland Power	ON, Canada	4	Solar	40	59,413	1,485	7,202
Scotian Windfields	NS, Canada	12	Wind	40	131,700	88,239	12,510
Switch (RE subs)	ON, Canada	10	Battery, Solar	6	623	242	76
FuseForward	BC, Canada	1	Energy Efficiency	0	0	0	0
OCEP*	WI, USA	1	RNG	2.1	18,170	17,989	2,794
NOMAD	VT, USA	6	Battery	28	11,397	4,852	1,675

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Client	Location	Projects	Energy Type	Clean Power Capacity (MW _{AC})	Annual Clean Generation (MWh)	Annual GHG Offset (tCO _{2e})	Annual Homes Powered
Revolve	Canada, Mexico	11	Solar, Hydro, Wind, Battery	25	73,185	12,740	10,651
AlbertaCo	AB, Canada	1	Wind	145	498,600	294,174	73,867
Cleanlight	Chile	1	Solar	1.7	2,370	1,903	1,531
Clean Communities	AB, Canada	1	Solar	3.3	6,310	3,723	935
Abraxas	Maldives	2	Solar	0.8	1,257	993	687
Clear Blue**	Global	1	Solar, Battery	1	1,300	1,044	840
Operational Subtotal		111		413	1,022,892	430,416	137,442

* Equivalent energy production capacity based on annual energy content of fuel produced, presented for consistency against electricity projects.

** Approximate preliminary estimates based on historical deployments, to be updated.

Development Stage							
Switch (RE subs)	ON, Canada	3	Battery	12	502	452	61
Delta	Puerto Rico	1	Solar	0.5	949	565	188
Revolve	Mexico	1	Battery	0.7	264	140	129
SolarBank	Ontario	3	Battery	15	639	305	77
Alpin Sun	Alberta	1	Solar	50	96,500	56,935	14,296
Development Subtotal		9		79	98,853	58,397	14,752

PORTFOLIO TOTAL	120	108 royalties + 12 assets	492	1,121,745	488,813	152,194
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Emission Reduction Equivalents

105,605	150,831	8,082,629
Passenger Vehicles	Tonnes of waste recycled	Trees planted

Methodology

Annual Energy

The estimated annual energy produced is determined ex-ante (prior to investment) by reviewing project-specific technical studies, designs and/or operating forecasts specific to a given project. In the case of projects with operating history, an annual average may be used, but is still an ex-ante estimate of future performance that is not guaranteed.

Greenhouse Gas Avoided Emissions

For projects in development, the data is based on the planned installed capacity and resource assessment or operational forecast for the project. For electricity generation projects, the GHG offset is calculated based on the estimated annual energy delivered by the project or products in a year, multiplied by the GHG intensity of the electricity grid where the project is based (less any emissions generated if applicable), leveraging grid carbon intensities from individual regions (individual Canadian provinces and US states) and national government databases or the IFLI GHG Harmonized Dataset for national grids. Energy storage projects follow a similar approach but also consider the GHG intensity of the electricity source required to charge the batteries (for example off-peak periods with lower carbon emissions intensity) when determining the net avoided GHG emissions for energy delivered to the grid (or facility). For projects or products that are not grid-connected, the calculation is based on the GHG emissions intensity of the project versus the energy source being displaced (such as diesel generators). In the case of renewable fuels, the avoided emissions data is sourced from a lifecycle carbon intensity pathway for the fuel and its use where available, relative to the benchmark fuel (such as diesel, natural gas or gasoline). Additional demonstrative equivalencies are based on available data for residential electricity

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consumption by region (homes powered) and the US EPA GHG Equivalencies dataset (for equivalent trees planted, vehicle kilometres traveled, or waste recycled).

Environmental Data Sources:

Annual GHG Emissions Offset

The Company uses the following emission intensity data sources to estimate annual GHG emissions offset depending on region:

- Canada's Official Greenhouse Gas Inventory, Provincial data
<https://data-donnees.ec.gc.ca/data/substances/monitor/canada-s-official-greenhouse-gas-inventory/>
- US EPA Emissions & Generation Resource Integrated Database, Subregion Level 2021 Data (eGRID) <https://www.epa.gov/eGRID>
- International Financial Institutions Technical Working Group on GHG Accounting Default Grid Factors 2021 v3.2
https://unfccc.int/sites/default/files/resource/Harmonized_IFI_Default_Grid_Factors_2021_v3.2_0.xlsx
- Switch Battery Projects: SDTC Environmental Benefits Report 2021 (specific to project)
- OCEP RNG: Project-specific emissions intensity pathway for delivery to California LCFS market.
- Diesel Offgrid (Cleanlight, Clear Blue): World Resources Institute GHG Protocol Emission Factors
https://ghgprotocol.org/sites/default/files/2023-03/Stationary_combustion_tool_%28Version4-1%29.xlsx

Homes Powered

The table presents an estimate of the number of homes that could be powered based on the annual energy delivered (or projected to be delivered) by the projects or products, divided by the average annual residential electricity consumption in the project's local region. The Company uses the following datasets on regional energy consumption to perform this calculation:

- Canada: Statistics Canada. Table 25-10-0060-01 Household energy consumption, Canada and provinces
<https://www150.statcan.gc.ca/t1/tbl1/en/tv.action?pid=2510006001>
- US: US Energy Information Agency Average Residential Monthly Bills
https://www.eia.gov/electricity/sales_revenue_price/pdf/table5_a.pdf
- Mexico: Gobierno de Mexico Balance Nacional de Energia 2021
<https://www.gob.mx/cms/uploads/attachment/file/805509/BNE-2021.pdf>
- Puerto Rico: NREL Puerto Rico Energy Efficiency Scenario Analysis Tool
<https://www.nrel.gov/state-local-tribal/preesat.html>
- Chile: C. Agostini et al 2015. "Elasticities Of Residential Electricity Demand In Chile," ILADES-UAH Working Papers
<https://EconPapers.repec.org/RePEc:ila:ilades:inv312>.
- Maldives: A. Laila 2019 "Housing and Housing Characteristics – Household Income & Expenditure Survey 2019," National Bureau of Statistics Maldives
<https://statisticsmaldives.gov.mv/nbs/wp-content/uploads/2021/04/Housing-Household-Characteristics-Updated.pdf>

Emission Reduction Equivalents

- US EPA Greenhouse Gas Equivalencies Calculator <https://www.epa.gov/energy/greenhouse-gas-equivalencies-calculator>

Environmental Risks

Specific environmental factor risks are discussed in the Risk Factors section of this MD&A, within the following categories:

- *General Risks Involved in the Operations of a Power Generation Facility*
- *Natural Disasters and Other Catastrophic Events*
- *Environmental Laws and Regulations*
- *Changes in Supply of Water, Levels of Winds, Irradiation and Other Natural Variables*
- *Health, Safety and Environmental Risks*

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B. Social Summary

Giving back, in the form of volunteering, donating to charitable causes, or attending community-led charitable events, is an integral part of the culture at RE Royalties. All permanent staff, including senior management, were hired from the local region and/or local universities.

Gender Diversity

Board of Directors: The Company has one (1) female board member of 7 (14%)

Team: The Company has nine (9) team members, of which three (3) are female (33%)

Charitable Activity

We believe in supporting organizations with causes that resonate with our values.

In Q3 2025 as of the date of this MD&A, the Company donated \$25,000 to the Eric Hamber Griffins program. This program, founded by head coach, Bobby Gibson in 2010, at the Eric Hamber Secondary School, is the last football program in Vancouver, offering a community, support, and personal growth for student athletes. The Eric Hamber Griffins program believes that football is a key instrument in teaching students skills valuable both on and off the field, including teamwork, resilience, grit, and leadership. The Company's donation will be used to ensure the team does not lose access to essentials such as equipment and safety supplies.

In Q2, 2025, the company donated \$25,000 (in addition to prior donations) to Zajac Ranch for Children, which is committed to improving the lives of children and young adults with medical conditions and disabilities. Zajac's programs and activities aim to empower campers, boost their confidence and self-esteem, and enhance their social and life skills as they experience the joys of the outdoors and of recreation in a safe, all-inclusive and adaptable camp environment.

In Q3 2024, the Company donated \$36,000 to the Bring Back Hope initiative which supports life-saving spine and heart surgeries for vulnerable Ethiopian children, capacity-building in trauma care, and the development of a national Spine Centre in Ethiopia. Contributions also strengthen local medical training through a partnership with UBC's Branch for International Surgical Care.

In Q2 2024, the Company donated \$25,000 to Zajac Ranch for Children, in addition to prior donations.

In Q4 2023 and Q1 2024, the Company donated \$5,000 and \$25,000 respectively to the Holy Trinity Romanian Orthodox Parish Society to help fund the construction of an annex, which will provide safe space, meals and accommodation to individuals and families facing hardship in the local community.

Social Risks

Specific social factor risks are discussed in the Risk Factors section of the Company's Annual MD&A as publicly filed on SEDAR+ at www.sedarplus.ca, within the following categories:

- *Local Public Opposition*
- *Negative Public or Community Response*
- *Health, Safety and Environmental Risks*

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1.2.5 DISTRIBUTION TO SHAREHOLDERS

The following table summarizes the distributions made in the fiscal year 2024 and 2025 to the date of this MD&A:

Declaration date	Record date	Payment date	Amount	
			Per share (\$)	Total (\$)
Up to Q3 2025				
July 23, 2025	August 13, 2025	September 3, 2025	0.01	\$ 433,768
April 9, 2025	April 30, 2025	May 21, 2025	0.01	\$ 433,768
Total for 2025				\$ 867,536
Fiscal Year 2024				
January 8, 2025	January 29, 2025	February 19, 2025	0.01	\$ 433,768
October 9, 2024	October 30, 2024	November 20, 2024	0.01	432,620
July 10, 2024	July 31, 2024	August 21, 2024	0.01	432,620
April 10, 2024	May 1, 2024	May 22, 2024	0.01	432,620
Total for 2024				\$ 1,731,628

(1) In the Financial Statements, the dividends are recorded based on the date of declaration, as opposed to the fiscal quarter to which dividend pertains.

The declaration, timing, amount, and payment of future dividends will be subject to the discretion and approval of the Board of Directors. The Company will review the dividend program on an ongoing basis and may amend it at any time depending on the Company's then current financial position, capital allocation framework, profitability, cash flow, debt covenant compliance, legal requirements and other factors considered relevant. As such, no assurances can be made that any future dividends will be declared and/or paid.

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1.3 SELECTED ANNUAL INFORMATION

Not required.

1.4 SUMMARY OF QUARTERLY RESULTS

The following information is derived from the Company's accompanying Financial Statements which have been prepared in accordance with IFRS as issued by the IASB effective for the respective reporting periods of the Company and are expressed in thousands of Canadian dollars.

	Fiscal Quarter Ending							
	Sep 30, 2025	Jun 30, 2025	Mar 31, 2025	Dec 31, 2024	Sep 30, 2024	Jun 30, 2024	Mar 31, 2024	Dec 31, 2023
Royalty revenue	\$ 209	\$ 442	\$ 180	\$ 691	\$ 314	\$ 254	\$ 209	\$ 218
Finance income	1,173	1,048	1,369	1,470	1,378	1,574	2,428	2,413
Energy revenue	181	394	178	269	-	-	-	-
Total revenue and income	1,563	1,884	1,727	2,430	1,692	1,828	2,637	2,631
Net (loss) income after tax	(577)	(564)	(479)	(9,079)	(195)	(657)	659	(722)
Net (loss) income attributable to the Company's shareholders	(722)	(713)	(636)	(8,309)	(444)	(958)	358	(1,135)
Net (loss) income per share	\$ (0.02)	\$ (0.02)	\$ (0.01)	\$ (0.19)	\$ (0.01)	\$ (0.02)	\$ 0.01	\$ (0.03)

Trends with respect to the Company's Financial Results

General Since its inception in 2016, the Company has been pursuing its growth strategy as reflected in the increasing trends in its total assets and revenue. The timing difference between sourcing of capital and its deployment is inherent in the Company's business. The Company's operating results follow a similar trend whereby the Company would incur various expenses (salaries, consulting, etc.) with respect to asset evaluation and due diligence activities for several months leading up to the completion of a new investment transaction and before any revenue or income from such investment can be recorded.

Royalty Revenue The Company earns royalty revenue from several sustainable energy generation sources and through energy efficiency projects, which exhibit seasonal behaviors individually but tend to counterbalance each other in a well-diversified portfolio. For instance, wind power generation is stronger in winter than in summer. The opposite is true for solar power generation. Similarly, within a given renewable power generation source, geographical diversification across the Northern and Southern Hemispheres reduces overall seasonality. Currently, the majority of the Company's royalty interests are held in renewable assets located in the Northern Hemisphere.

The Company also earns revenue from certain royalty interests (NOMAD, Cleanlight, Clear Blue) on business operations that involve manufacturing and/or sale of energy efficiency/storage equipment, and the timing of the Company's royalty revenue earned from these royalty interests is driven by the underlying manufacturing and sales activities of these businesses.

Finance Income The company's finance income generally follows the same trend as the size of its portfolio of performing secured loans.

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Other factors that may impact the Company's finance income in a fiscal quarter include: a) prepayment of secured loans; and b) changes in the Company's estimates with respect to the timing of the future cash flows associated with its secured loans, as further described below:

The Company typically enters into secured loans and royalty acquisition agreements concurrently in a single transaction. Accordingly, as per its accounting policy, the Company records financial assets representing secured loans and non-financial assets for royalty interests acquired. Upon initial recognition of the Company's investment in such transactions, the Company allocates total investment amounts to the secured loans to the extent of their fair value, determined using the investees' borrowing rates (effective interest rates), and records any residual amounts as royalty interests.

The aforementioned accounting treatment generally results in the secured loan recorded at a discount off the principal sum of the loan, which discount is accreted over the term of the loan. When a loan is prepaid (before its contractual maturity date), if allowed under the loan agreement, any unrecorded accretion is recognized at the time of prepayment. Moreover, when the Company's estimates for the future cash flows attributable to a loan change after its initial recognition, the Company records an adjustment within finance income due to the difference between the effective interest rate and the stated rate as per the loan agreement.

Energy Revenue

The Company earns energy revenue by operating a portfolio of Battery Energy Storage Systems (BESS) and rooftop solar system.

The level of activity in the Canadian independent power and Ontario Global Adjustment industries are influenced by seasonal weather patterns related to the natural resource or commercial or market structure relative to the technology deployed. Seasonal factors and unexpected weather patterns may lead to declines in power related activities and result in corresponding declines in the demand for power.

SPOBOC's energy revenue primarily comprises its share of savings generated through GA abatement, as described in 1.2.3 *Wholly-Owned Operating Entities*, which savings are a function of the following:

- Reduction in the PDF for SPOBOC's customers;
- Actual GA costs, as determined by Independent Electricity System Operator (IESO) and published on their website (www.ieso.ca), to which the PDF is applied; and
- Ratios applied to the GA abatement amount under respective ESAs to determine SPOBOC's share of savings generated through GA abatement.

Operating Expenses

The Company's operating expenses are mostly incurred evenly through a fiscal year. However, the timing of certain expenses is driven by the underlying activities. For instance, the Company's activities and related expenses with respect to its annual audited financial statements and other annual reports, and annual general meeting are higher in the second fiscal quarter.

Moreover, certain expenses are incurred to support the Company's marketing, financing and investing activities and accordingly fluctuate with the timing of such activities.

Finance Expenses

The Company's finance expenses vary with changes in its outstanding debt capital, mainly Green Bonds, and related borrowing rates.

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Analysis of Quarterly Results

Quarter ended	Analysis
September 2025 (Q3/2025)	<p>The decrease in the royalty revenue in Q3/2025, compared to Q2/2025, was due to higher revenue recorded in the prior quarter mainly from the NOMAD royalty.</p> <p>The decrease in the Energy revenue is due to the decrease in the Global Adjustment revenue for SPOBOC.</p> <p>Refer to the following section (1.5 Results of Operations) for a detailed analysis of this quarter's results.</p>
June 2025 (Q2/2025)	<p>During Q2/2025, the Company completed a loan and royalty transaction with Clear Blue amounting to \$500,000.</p> <p>The increase in the royalty revenue in Q2/2025 was mainly due to revenue from the NOMAD royalty recorded in this quarter. However, the decrease in the finance income, as compared to Q1/2025, is mainly on account of repayment of the Windriver loan in January 2025.</p>
March 2025 (Q1/2025)	<p>No additional investment transactions were closed during Q1/ 2025.</p>
December 2024 (Q4/2024)	<p>During Q4/2024, the Company completed three transactions deploying approximately \$10.3 million of its available capital, thereby further expanding its loan and royalty portfolio as well as its revenue and income base. Moreover, commencing in Q4/2024, energy revenue was added to the Company's revenue base. However, in Q4/2024, the Company recorded a net loss of \$9.08 million mainly due to credit losses recorded in the quarter.</p> <p>In Q4/2024, the Company closed the second and the final tranche of its Series-4 Green Bonds.</p>
September 2024 (Q3/2024)	<p>No additional investment transactions were closed during Q3/ 2024.</p>
June 2024 (Q2/2024)	<p>During Q2/2024, the Company provided the second advance to Cleanlight amounting to US\$800,000.</p> <p>The royalty revenue increased as compared to the Prior Year Quarter due to new transactions closed by the Company in fiscal year 2023 and till Q2/2024.</p> <p>The finance income decreased as compared to Q1/2024 due to additional income accrued on account of early repayment of the NOMAD loan in Q1/2024.</p>
March 2024 (Q1/2024)	<p>During Q1/2024, the Company closed three additional royalty based investments and deployed approximately \$6.12 million to expand the existing portfolio.</p> <p>In February 2024, the Company received an early repayment of the NOMAD loan.</p>
December 2023 (Q4/2023)	<p>During Q4/2023, the Company recorded a net loss of \$0.7 million, mainly due to a provision for expected credit loss of \$1.2 million relating to its investment in Switch Power and Switch Solar loans. This loss was offset by an increase in finance income.</p> <p>Royalty revenue for the Q4/2023 decreased as compared to the Q4/2022, due to the net effect of reduction in royalty income in FY 2023 from royalty buyout from Jade in December 2022 and the royalty received in Q4 2022 from NOMAD offset against the increase in royalty</p>

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revenue from new transactions closed by the Company during the course of the Company's fiscal year 2023.

Similar to Q2/2023 and Q3/2023, the Company's expenses increased during Q4/2023, mainly due to the increase in finance expenses and the share-based payment expense with respect to the share-based award granted in May 2023 and also due to increase in wages as compared to Q4/2022.

There were no new transactions closed during the quarter.

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1.5 RESULTS OF OPERATIONS

The analysis herein is based on total expenditure, including amounts attributable to non-controlling interests.

The Company recorded a net loss of \$577,000 for the three months ended September 30, 2025 ("Current Quarter"), compared to a net loss of \$195,000 recorded for the three months ended September 30, 2024 ("Prior Year Quarter"). During the Current Quarter, net loss attributable to shareholders of the Company was \$722,000, compared to a net loss of \$444,000 attributable to shareholders of the Company for the Prior Year Quarter.

The Company recorded a net loss of \$1,619,000 for the nine months ended September 30, 2025 ("Current Period"), compared to a net loss of \$193,000 recorded for the nine months ended September 30, 2024 ("Prior Period"). During the Current Period, net loss attributable to shareholders of the Company was \$2,071,000, compared to a net loss of \$1,045,000 attributable to shareholders of the Company for the Prior Period.

Additional details regarding the Company's operating results are provided below.

Unless stated otherwise, the following discussions and analysis relating to the Current Period also applies to the Current Quarter.

REVENUE AND INCOME

	Note	<u>Three months ended September 30,</u>			
		2025	2024	Change (\$)	Change (%)
Royalty revenue	(1)	\$ 208,530	\$ 313,855	\$ (105,325)	(34%)
Finance income	(2)	1,172,562	1,378,196	(205,634)	(15%)
Energy revenue	(3)	180,609	-	180,609	N/A
Revenue and income		\$ 1,561,701	\$ 1,692,051	\$ (130,350)	(8%)
Loss on revaluation of derivative financial asset	(4)	\$ (73,667)	\$ (11,300)	\$ (62,367)	552%
Gain on revaluation of financial asset at FVTPL	(5)	\$ 20,629	\$ 45,121	\$ (24,492)	(54%)

	Note	<u>Nine months ended September 30,</u>			
		2025	2024	Change (\$)	Change (%)
Royalty revenue	(1)	\$ 830,909	\$ 776,877	\$ 54,032	7%
Finance income	(2)	3,589,887	5,379,775	(1,789,888)	(33%)
Energy revenue	(3)	753,415	-	753,415	N/A
Revenue and income		\$ 5,174,211	\$ 6,156,652	\$ (982,441)	(16%)
Loss on revaluation of derivative financial asset	(4)	\$ (78,667)	\$ (19,379)	\$ (59,288)	306%
Gain on revaluation of financial asset at FVTPL	(5)	\$ 55,334	\$ 52,896	\$ 2,438	5%

The above-mentioned changes in the Company's revenue and income are summarized below:

- (1) Royalty revenue for the Current Period increased, compared to the Prior Period, but it decreased for the Current Quarter, compared to the Prior Year Quarter, mainly due to the timing of royalty revenue earned from certain royalty interests (e.g. NOMAD) that are driven by the manufacturing and sales activities underlying these royalty interests.
- (2) The decrease in finance income is due to the following: (i) the settlement of Switch Power loans by way of the acquisition of SPOBOC and SPOSOC in November 2024, following which event, total

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energy revenue of these entities is included in the Financial Statements; (ii) due to expected credit losses recorded in the fourth quarter of fiscal year 2024, finance income decreased in the Current Quarter, as the Company accrued finance income on the net carrying amount, net of expected credit losses, of the loans. Moreover, in the Prior Period, the Company received prepayment of the NOMAD loan thereby recording \$709,000 as accelerated accretion in finance income for the quarter. In the Current Period, the Company recorded \$214,000 as accelerated accretion in finance income upon receiving full prepayment against the Revolve Windriver loan.

- (3) Energy revenue relates to the revenue generated from operations of SPOBOC and SPOSOC for the Current Period. No energy revenue was recorded in the Company's Financial Statements during the Prior Period due to the timing of acquisition of these entities by the Company.
- (4) The loss on revaluation of derivative financial asset represents a mark-to-market adjustment relating to the warrants and equity investment in Clear Blue Technologies in the Current Quarter.
- (5) Gain on revaluation of Aeolis Loan mainly resulted from changes in risk-free interest rates in the Current Period.

OPERATING EXPENSES – BESS AND SOLAR PROJECTS

	Three months ended September 30,						
	Note	2025		2024		Change (\$) Change (%)	
Operating expenses – BESS							
Software maintenance services	(1)	\$ 33,494	\$ –	\$ 33,494		N/A	
Operations and maintenance	(2)	(11,605)	–	(11,605)		N/A	
Insurance		19,420	–	19,420		N/A	
Depreciation and amortization		133,930	–	133,930		N/A	
		\$ 175,239	\$ –	\$ 175,239		N/A	
Operating expenses – Rooftop Solar Systems							
Leases, and operations and maintenance	(3)	\$ 6,327	\$ –	\$ 6,327		N/A	
Insurance		392	–	392		N/A	
Depreciation and amortization		22,091	–	22,091		N/A	
		\$ 28,810	\$ –	\$ 28,810		N/A	
		\$ 204,049	\$ –	\$ 204,049		N/A	
Nine months ended September 30,							
	Note	2025		2024		Change (\$) Change (%)	
Operating expenses – BESS							
Software maintenance services	(1)	\$ 81,944	\$ –	\$ 81,944		N/A	
Operations and maintenance	(2)	155,127	–	155,127		N/A	
Insurance		65,830	–	65,830		N/A	
Depreciation and amortization		401,790	–	401,790		N/A	
		\$ 704,691	\$ –	\$ 704,691		N/A	
Operating expenses – Rooftop Solar Systems							
Leases, and operations and maintenance	(3)	\$ 22,283	\$ –	\$ 22,283		N/A	
Insurance		\$ 392	–	392		N/A	
Depreciation and amortization		66,273	–	66,273		N/A	
		\$ 88,948	\$ –	\$ 88,948		N/A	
		\$ 793,639	\$ –	\$ 793,639		N/A	

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- (1) Peak Power Inc. provides software maintenance services, predicting the co-incident peaks related to Global Adjustment abatement in Ontario, in order for the Company to continue providing energy as outlined in the agreements with clients. The term of each software maintenance service agreement aligns with respective energy service agreement's term detailed herein and consists of an annual fixed fee of \$92,300 and an additional variable fee based on the energy discharged each month.
- (2) Operations and maintenance services mainly include the annual maintenance charges and charges for system upgrades for Eneon sites.
- (3) Operating expenses for SPOSOC majorly include lease payments, operations & maintenance (O&M) contract expenses, and insurance.

EXPENSES – OTHERS

	Note	Three months ended September 30,		Change (\$)	Change (%)
		2025	2024		
Salaries and benefits	(1)	\$ 323,646	\$ 287,665	\$ 35,981	13%
Administration	(2)	85,381	89,063	(3,682)	(4%)
Marketing and stakeholder communication	(3)	76,895	104,493	(27,598)	(26%)
Audit and audit related	(4)	1,802	–	1,802	–
Consulting – Financing	(5)	51,345	16,789	34,556	206%
Consulting – Other	(6)	128,295	40,193	88,102	219%
Regulatory and transfer agency	(7)	33,686	19,488	14,198	73%
Office lease and information technology	(8)	36,584	13,458	23,126	172%
Legal	(9)	23,975	23,963	12	0%
Donation	(10)	25,000	–	25,000	–
Total		\$ 786,609	\$ 595,112	\$ 191,497	32%

	Note	Nine months ended September 30,		Change (\$)	Change (%)
		2025	2024		
Salaries and benefits	(1)	\$ 974,579	\$ 870,754	\$ 103,825	12%
Administration	(2)	376,983	296,032	80,951	27%
Marketing and stakeholder communication	(3)	239,083	367,095	(128,012)	(35%)
Audit and audit related	(4)	317,202	349,107	(31,905)	(9%)
Consulting – Financing	(5)	71,345	50,367	20,978	42%
Consulting – Other	(6)	240,603	153,653	86,950	57%
Regulatory and transfer agency	(7)	99,854	69,990	29,864	43%
Office lease and information technology	(8)	81,161	37,858	43,303	114%
Legal	(9)	54,416	96,634	(42,218)	(44%)
Donation	(10)	50,000	50,000	–	0%
Total		\$ 2,505,226	\$ 2,341,490	\$ 163,736	7%

The above-mentioned changes in the Company's operating expenses are summarized below:

- (1) The increase in salaries and benefits in the Current Period was mainly due to the hiring of additional resources by the Company to support its growing business that entailed a decrease in its administrative, marketing, and stakeholder communication expenses (see (3) below), as the

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new hiring reduced the Company's reliance on services that were previously provided by certain consultants in these functional areas.

- (2) The increase in administration expenses during the Current Period was mainly attributable to the initial setup and transition related matters with respect to the Company's acquisition of SPOBOC and SPOSOC. The administration expenses have decreased during the Current Quarter, compared to the Prior Year Quarter, as mentioned in (1) above.
- (3) The marketing and stakeholder communication expenses decreased in the Current Period, compared to the Prior Period, mainly because the Company employed a full-time resource to assist with its marketing and investor relations activities that were previously undertaken by consultants.
- (4) The audit and audit related expenses were lower in the Current Period, compared to the Prior Period, due to the timing of work completed with respect to the audit of the Company's Financial Statements.
- (5) Finance consulting expenses increased in the Current Period, compared to the Prior Period, as the Company engaged certain consultants in the Current Period to assist with its financing activities.
- (6) The increase in other consulting expenses in the Current Period is mainly due to a change in the status of an employee to consultant, and as the Company engaged a consultant to assist with compensation related matters.
- (7) The regulatory expenses vary with the timing of the Company's compliance requirements. The increase in the regulatory expenses in the Current Period relates to the engagement of a new transfer agent by the Company.
- (8) The office lease and information technology expenses relate to the Company's corporate office. Office lease expenses for the Current Period include the depreciation charges relating to the right-of-use asset and common area maintenance expenses that have remained consistent with the Prior Period. The information technology expenses have increased in the Current Period due to the IT transition to a new IT service provider in Q2 2025.
- (9) Certain legal expenses pertaining to existing and prospective transactions as well as the legal expenses relating to acquisition of the Switch entities, which were expensed in the Prior Period, were not incurred in the Current Period.
- (10) Refer to section *1.2.5 Disclosure of Environmental and Social Data* for details of the Company's charitable activities.

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FINANCE EXPENSES

	<u>Three months ended September 30,</u>		Change (\$)	Change (%)
	2025	2024		
Finance expenses relating to:				
Green Bonds	\$ 1,115,083	\$ 904,970	210,113	23%
Loan payable (BESS)	3,303	-	3,303	N/A
Accretion of asset retirement obligation (BESS and Solar)	3,824	-	3,824	N/A
Office Lease	294	876	(582)	(66%)
Other finance expenses	7,718	-	7,718	N/A
Total	\$ 1,130,222	\$ 905,846	\$ 224,376	25%

	<u>Nine months ended September 30,</u>		Change (\$)	Change (%)
	2025	2024		
Finance expenses relating to:				
Green Bonds	\$ 3,315,708	\$ 2,775,016	\$ 540,692	19%
Loan payable (BESS)	15,163	-	15,163	N/A
Accretion of asset retirement obligation (BESS and Solar)	(20,199)	-	(20,199)	N/A
Office Lease	1,242	2,614	(1,372)	(52%)
Other finance expenses	107,718	-	107,718	N/A
Total	\$ 3,419,632	\$ 2,777,630	\$ 642,002	23%

Finance expenses, including amortization of transaction costs, increased in the Current Period, due to the completion of Series-4 Green Bonds financing in Q4 2024.

DEPLETION AND AMORTIZATION, FOREIGN EXCHANGE DIFFERENCES, AND SHARE-BASED PAYMENT

	<u>Three months ended September 30,</u>		Change (\$)	Change (%)
	2025	2024		
Depletion and depreciation	\$ 94,240	\$ 143,537	\$ (49,297)	(34%)
Foreign exchange (gain) loss	(73,323)	68,091	(141,414)	(208%)
Equity-settled share-based payments	9,862	25,640	(15,778)	(62%)
Change in fair value of cash-settled share-based payments	(2,768)	(564)	(2,204)	391%
Total	\$ 28,011	\$ 236,704	\$ (208,693)	(88%)

	<u>Nine months ended September 30,</u>		Change (\$)	Change (%)
	2025	2024		
Depletion and depreciation	\$ 392,872	\$ 355,875	\$ 36,997	10%
Foreign exchange gain	(382,265)	(240,887)	(141,378)	59%
Equity-settled share-based payments	29,585	115,564	(85,979)	(74%)
Change in fair value of cash-settled share-based payments	(2,646)	(2,696)	50	(2%)
Total	\$ 37,546	\$ 227,856	\$ (190,310)	(84%)

Depletion is recorded on a straight-line basis, and the increase in the Current Period, as compared to the Prior Period, was mainly due to depletion of royalty interest for NOMAD, offset by a decrease due to impairment of the Cleanlight royalty and due to derecognition of the SPOBOC and SPOSOC royalties recorded in the fourth quarter of 2024. Depletion recorded for the Current Quarter decreased as compared to the Prior Year Quarter

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due to impairment of the Cleanlight royalty and due to derecognition of the SPOBOC and SPOSOC royalties recorded in the fourth quarter of 2024 and as a result no depletion was recorded.

Foreign exchange gain recorded in the Current Period and the Prior Period represents the net effect of translation of the Company's US-Dollar denominated assets and liabilities, and due to the appreciation of the Canadian Dollar during the Current Period. The net amount exchange gain recorded during the Current Quarter, as well as the Current Period, was mainly related to the Company's USD-denominated Green Bonds, off set partially by exchange loss on the Company's USD-Denominated monetary assets, mainly cash and cash equivalents, and secured loans.

The equity-settled share-based payment expense for the Current Period represents amortization of the fair value of the share-based awards granted by the Company in May 2023 in line with the vesting terms of the awards. The cash-settled share-based payment expense in the Current Period and the Prior Period represents the change in the fair value of the underlying DSUs issued in 2022.

CURRENT AND DEFERRED INCOME TAX

	Three months ended September 30,			
	2025	2024	Change (\$)	Change (%)
Current income tax expense	\$ 82,589	\$ 71,666	\$ 10,923	15%
Deferred income tax expense	(81,633)	50,000	(131,633)	(263%)
Total	\$ 956	\$ 121,666	\$ (120,710)	(99%)

	Nine months ended September 30,			
	2025	2024	Change (\$)	Change (%)
Current income tax expense	\$ 160,544	\$ 225,870	\$ (65,326)	(29%)
Deferred income tax expense	(81,633)	193,000	(274,633)	(142%)
Total	\$ 78,911	\$ 418,870	\$ (339,959)	(81%)

The total income tax expense during the Current Period as well as the Prior Period related to the Company's wholly-owned subsidiary – RE Royalties (USA) Inc. – which owns equity interests in FP OCEP Invest, LLC and FP Puerto Rico Invest, LLC.

1.5.1 NON-GAAP FINANCIAL MEASURES

This MD&A includes the following non-GAAP performance measures that do not have a standardized meaning prescribed by IFRS:

- Earnings Before Interest, Taxes, Depreciation, and Amortization (“**EBITDA**”) is a measure that may differ from, and may not be comparable to, similar measures used or reported by other issuers. The Company believes that EBITDA is commonly used by certain investors, in conjunction with conventional IFRS measures, to enhance their understanding of the Company's performance.
- Adjusted Earnings Before Interest, Taxes, Depreciation, and Amortization (“**Adjusted EBITDA**”) is presented as a supplemental measure of the Company's performance and ability to service debt. Adjusted EBITDA is frequently used by certain investors and other interested parties for evaluation of the Company's results and measuring its ability to meet debt service obligations. Adjusted EBITDA eliminates the impact of a number of items that are not considered indicative of ongoing operating performance. Certain items of expense are added and certain items of income are deducted from net

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income that are not likely to recur or are not indicative of the Company's underlying operating results for the reporting periods presented or for future operating performance.

These non-GAAP measures have been derived from the Company's financial statements and applied on a consistent basis. These measures are intended to provide additional information, not to replace IFRS measures, and do not have a standard definition under IFRS and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS.

The tables below reconcile net loss as per the Financial Statements to EBITDA and Adjusted EBITDA:

	Three months ended September 30,	
	2025	2024
Net loss after income tax, as presented in the Financial Statements	\$ (576,530)	\$ (194,923)
Adjustments:		
Finance expenses	1,130,222	967,313
Income tax expense (recovery)	956	121,666
Depletion of royalty interests	89,370	138,667
Depreciation and amortization - BESS and solar	156,021	-
Depreciation of right-of-use asset	4,870	4,870
EBITDA	\$ 804,909	\$ 1,037,593
Additional adjustments:		
Consulting – financing	51,345	16,789
Equity-settled share-based payments	9,862	25,640
Change in fair value of cash-settled share-based payments	(2,768)	(564)
Gain on sale of development assets for SPOBOC	(64,654)	-
Net income attributable to non-controlling interests	(145,534)	(249,481)
Adjusted EBITDA	\$ 653,160	\$ 829,977

	Nine months ended September 30,	
	2025	2024
Net loss after income tax, as presented in the Financial Statements	\$ (1,619,422)	\$ (193,348)
Adjustments:		
Finance expenses	3,419,632	2,777,630
Income tax expense (recovery)	78,911	418,870
Depletion of royalty interests	378,263	341,266
Depreciation and amortization - BESS and solar	468,063	-
Depreciation of right-of-use asset	14,609	14,609
EBITDA	\$ 2,740,056	\$ 3,359,027
Additional adjustments:		
Consulting – financing	71,345	50,367
Equity-settled share-based payments	29,585	115,564
Change in fair value of cash-settled share-based payments	(2,646)	(2,696)
Provision for expected credit loss	-	617,671
Gain on sale of development assets for SPOBOC	(64,654)	-
Net income attributable to non-controlling interests	(451,946)	(851,286)
Adjusted EBITDA	\$ 2,321,740	\$ 3,288,647

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1.6 LIQUIDITY

At September 30, 2025, the Company had a cash and cash equivalents balance of \$11.7 million (December 31, 2024 – \$16.5 million), of which, cash balance subject to various restrictions as described in the Financial Statements is \$11.7 million (December 31, 2024 – \$16.5 million). At September 30, 2025, the Company had working capital of \$23.2 million (December 31, 2024 – \$18.8 million).

As of September 30, 2025, the Company had funded a bank account of the transfer agents for its Green Bonds in the amount \$5.45 million ahead of the repayment of the first tranche of Series 1 Green Bonds. After the end of the reporting period, in October 2025, the Company repaid \$7,518,000 in aggregate principal sum upon maturity of the first two tranches of Series 1 Green Bonds. The other two tranches of the Company's Series-1 Green Bonds are maturing in December 2025 and March 2026 for an aggregate principal sum of \$2,648,000.

	Nine months ended September 30,	
	2025	2024
Cash generated by operating activities	\$ 694,000	\$ 1,334,000
Cash provided by investing activities	3,966,000	2,215,000
Cash (used in) provided by financing activities	(9,605,000)	262,000
Total	\$ (4,945,000)	\$ 3,811,000

During the Current Period, the Company generated \$0.69 million cash from its operating activities, compared to \$1.33 million cash generated in the Prior Period.

The Company generated \$3.97 million cash from investing activities, mainly with respect to the amount received from repayment of the Windriver Loan by Revolve and partial repayment of the OCEP Loan, offset by the amount advanced for the Clearblue transaction. During the Prior Period, the Company generated \$2.22 million cash in investing activities mainly with respect to the amount received from repayment of loan by NOMAD and partial repayment of the Revolve Cancun loan, offset by new investments and loans completed during the Prior Period.

The Company's financing activities during Current Period used \$9.61 million cash, mainly due to cash transferred to the transfer agents for repayment of Series-1 Green Bonds (\$5.45 million), cash distributions (\$1.30 million) to the Company's shareholders and interest payments (\$2.64 million) on Green Bonds. During the Prior Period, the Company's financing activities generated \$0.26 million cash, mainly due to proceeds from Series 4 Green Bonds (\$3.96 million), net of cash distributions (\$1.30 million) to the Company's shareholders and interest payments (\$2.19 million) on Green Bonds. Interest payments relating to Green Bonds were higher in the Current Period due to the issuance of Series 4 Green Bonds in 2024.

The Company's financial liabilities and other liabilities are comprised of the following:

As of September 30, 2025	Carrying Amount	Contractual Cash Flows (i)			
		Total	Less than 12 months	Between 1 - 3 years	Between 4 - 5 years
Green Bonds (ii)	\$44,313,640	\$ 53,882,739	\$ 12,543,042	\$ 33,458,378	\$ 7,881,319
Lease liability	12,735	12,991	12,991	-	-
Government grant payable	170,350	170,350	170,350	-	-
Trade payables and accrued liabilities	539,082	539,082	539,082	-	-
	\$45,035,807	\$ 54,605,162	\$ 13,265,465	\$ 33,458,378	\$ 7,881,319

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- (i) The amounts presented in the table above are gross and undiscounted. These amounts include contractual interest payments.
- (ii) Contractual cash flows relating to the US Dollar-denominated Green Bonds are converted into the reporting currency based on the exchange rate as of the reporting date.

Additionally, the BESS projects are subject to an annual fixed fee of \$92,300 and an additional variable fee based on the energy discharged each month, under the software service agreements with Peak Power Inc., as described herein (see section 1.5 *Results of operations*).

1.7 CAPITAL RESOURCES

The Company has no lines of credit or other sources of financing.

Further advancement of the Company's business strategies and operations will require additional funding. The Company intends to pursue additional funding either through one or a combination of the following:

- Issuance of additional equity from treasury;
- Issuance of debt such as green bonds or convertible notes;
- Debt facilities from financial institutions; and/or
- Establishment of co-investment structures or funds, whereby the Company receives a portion of the royalties and interest income generated from the co-investment structures or funds.

Although management has a reasonable expectation that it can continue to raise funds, there can be no assurance to that effect.

The Company is required to maintain a debt-to-equity ratio of 3:1 as per the Green Bond indenture (the "Indenture"). For purposes of this financial covenant, the Indenture defines equity as paid-in capital.

The Indenture also requires the Company to maintain, subject to a cure period, a minimum debt coverage ratio ("Debt Coverage Ratio"), which is determined pursuant to the Indenture by dividing its quarterly earnings, before certain items such as interest, taxes, depreciation, amortization, and extraordinary items, by total interest expenses for a fiscal quarter.

At September 30, 2025, the Company was in compliance with all debt covenants.

At September 30, 2025, except for the annual fixed fee payable under the software service agreements (see section 1.6 *Liquidity*), the Company has no material capital lease obligations, or "Purchase Obligations" defined as any agreements to purchase goods or services that is enforceable and legally binding on the Company that specifies all significant terms, including: fixed or minimum quantities to be purchased; fixed, minimum or variable price provisions; and the approximate timing of the transaction.

1.8 OFF-BALANCE SHEET ARRANGEMENTS

None.

1.9 TRANSACTIONS WITH RELATED PARTIES

This disclosure can be found in the accompanying Financial Statements of the Company, with additional details provided below.

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The Company's related party transactions are comprised of remuneration for the Company's key management personnel ("KMP"), including its directors and executive officers that have the authority and responsibility for planning, directing and controlling the activities of the Company.

Transactions with KMP include the following:

- Directors' fees for the Company's non-executive directors, namely: Rene Carrier, Stephen Cheeseman, Gord Fretwell, Paul Larkin, Jill Leversage, and Marchand Snyman;
- Compensation for the Company's executive officers, including salaries and benefits of Bernard Tan, Chief Executive Officer, and Peter Leighton, Chief Operating Officer;
- Share-based payments in the form of share purchase options, granted to the Company's directors and officers, which share-based payments represent amortization of the grant date fair value of the options granted over their vesting term.

Related party transactions	Three months ended September 30,			
	2025	2024	Change (\$)	Change (%)
Short-term employment benefits (i)	\$ 123,227	\$ 114,582	\$ 8,645	8%
Equity-settled share-based compensation	1,508	3,900	(2,392)	(61%)
Cash-settled share-based compensation	(2,768)	(564)	(2,204)	391%
Total	\$ 121,967	\$ 117,918	\$ 4,049	3%

(i) Includes executive salaries and directors' fees relating to the Company's key management personnel.

Related party transactions	Nine months ended September 30,			
	2025	2024	Change (\$)	Change (%)
Short-term employment benefits (i)	\$ 380,127	\$ 366,893	\$ 13,234	4%
Equity-settled share-based compensation	4,523	6,867	(2,344)	(34%)
Cash-settled share-based compensation	(2,646)	(2,696)	50	(2%)
Total	\$ 382,004	\$ 371,064	\$ 10,940	3%

(i) Includes executive salaries and directors' fees relating to the Company's key management personnel.

The directors' fees and the compensation for its chief operating officer included in short-term employment benefits have remained consistent in the Current Quarter as compared to the Prior Year Quarter.

The equity-settled share-based payment expense for the Current Quarter represents amortization of the fair value of the share-based awards granted by the Company in May 2023.

Cash-settled share-based compensation represents the fair value of the Company's Deferred Share Units (DSU) granted to non-executive directors. No new cash-settled DSUs or RSUs were granted during the Current Quarter.

1.10 FOURTH QUARTER

Not required.

1.11 PROPOSED TRANSACTIONS

Except as discussed in this MD&A, there are no proposed transactions requiring disclosure under this section.

1.12 CRITICAL ACCOUNTING ESTIMATES

This disclosure can be found in the accompanying Financial Statements of the Company.

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1.13 CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

This disclosure can be found in the accompanying Financial Statements of the Company.

1.14 FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

This disclosure can be found in the accompanying Financial Statements of the Company.

1.15 ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

Not applicable.

1.16 DISCLOSURE OF OUTSTANDING SHARE DATA

The following table details the share capital structure as of the date of this MD&A:

	Number
Common shares	43,376,804
Share-purchase options	2,030,000
Share-purchase warrants	1,298,196
Deferred Share Units	180,501
Restricted Share Units	157,000

1.17 INTERNAL CONTROLS OVER FINANCIAL REPORTING AND DISCLOSURE CONTROLS

Internal Controls over Financial Reporting

The Company's management is responsible for establishing and maintaining adequate internal control over financial reporting. Any system of internal control over financial reporting, no matter how well designed, has inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation.

Disclosure Controls and Procedures

The Company has disclosure controls and procedures in place to provide reasonable assurance that any information required to be disclosed by the Company under securities legislation is recorded, processed, summarized and reported within the appropriate time periods and that required information is accumulated and communicated to the Company's management so that decisions can be made about the timely disclosure of that information.

1.18 RISK FACTORS

The required disclosure is provided in the "Risk Factors" section of the Company's Annual MD&A as publicly filed on SEDAR+ at www.sedarplus.ca.