



**nextech3D.ai**

**NEXTECH3D.AI CORPORATION**

**Consolidated Financial Statements**

**For the 12-month period ended March 31, 2026 and 15 month period ended March 31, 2025**

**(Expressed in Canadian dollars)**

## INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Nextech3D.AI Corporation

### Opinion

We have audited the accompanying consolidated statements of Nextech3D.AI Corporation (the "Company"), which comprise the consolidated statement of financial position as at March 31, 2026, and the consolidated statement of loss and comprehensive loss, consolidated statement of changes in equity, consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as of March 31, 2026, and its consolidated financial performance and its consolidated cash flows for the year then ended, in accordance with International Financial Reporting Standards ("IFRS") Accounting Standards as issued by the International Accounting Standards Board ("IASB").

### Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audits of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the consolidated financial statements, which indicates that the Company incurred a net loss \$3,553,391 during the year ended March 31, 2026 (March 31, 2025: \$14,223,818), and as of that date, the Company's current liabilities exceeded its current assets by \$1,802,205 (March 31, 2025: \$3,580,939). As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

**knowing you.**

Kreston GTA LLP is a partnership  
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## **Key Audit Matter**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Except for the matter described in the Material Uncertainty Related to Going Concern section, we have determined that there are no other key audit matters to communicate in our report.

## **Other Matter**

The consolidated financial statements of the Company for the fifteen month period ended March 31, 2025 were audited by another auditor who expressed an unmodified opinion on those consolidated financial statements on July 29, 2025.

## **Other Information**

Management is responsible for the other information. The other information comprises Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor's report. We have nothing to report in this regard.

## **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but it is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Company as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Akil Pervez.

*Kreston GTA LLP*

Chartered Professional Accountants  
Markham, Canada  
June 24, 2026

**NexTech3D.AI Corporation**  
**Consolidated Statements of Financial Position**  
(Expressed in Canadian dollars)

	Note	March 31, 2026	March 31, 2025
		\$	\$
<b>ASSETS</b>			
<b>Current</b>			
Cash and cash equivalents	5	254,149	34,771
Receivables	6	336,408	182,467
Inventory		44,629	-
Net investment in sublease	8	201,750	189,437
Prepaid expenses and deposits		25,014	101,789
		<b>861,950</b>	<b>508,464</b>
Goodwill	9	-	-
Net investment in sublease	8	280,269	514,842
<b>Total assets</b>		<b>1,142,219</b>	<b>1,023,306</b>
<b>LIABILITIES</b>			
<b>Current</b>			
Accounts payable and accrued liabilities	10	1,692,003	3,189,538
Deferred revenue	15(b)	199,154	498,171
Payable to related parties	14	520,568	251,277
Promissory note payables	11	67,654	-
Current portion of lease liability	8	184,776	150,417
		<b>2,664,155</b>	<b>4,089,403</b>
Promissory note payables – non current	11(a)	157,257	-
Related Party loan payables	11(b)	296,263	-
Lease liability - non current		255,496	338,688
Other Liabilities		19,327	18,209
<b>Total liabilities</b>		<b>3,392,498</b>	<b>4,446,300</b>
<b>SHAREHOLDERS' EQUITY (DEFICIENCY)</b>			
Share capital	12	100,461,315	96,963,333
Reserves		21,297,860	20,301,785
Accumulated other comprehensive income		587,973	565,183
Deficit		(127,898,294)	(124,254,816)
Equity attributable to shareholders of the Company		(5,551,146)	(6,424,515)
Non-controlling interest	13	3,300,867	3,001,521
<b>Total shareholders' equity (deficiency)</b>		<b>(2,250,279)</b>	<b>(3,422,994)</b>
<b>Total liabilities and shareholders' equity (deficiency)</b>		<b>1,142,219</b>	<b>1,023,306</b>

Approved and authorized for issue on behalf of the Board of Directors:

*/s/ "Evan Gappelberg "*

Director

*/s/ "Anthony Pizzonia "*

Director

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

**NexTech3D.AI Corporation**  
**Consolidated Statements of Loss and Comprehensive Loss**  
(Expressed in Canadian dollars)

	Note	12-month period ended March 31, 2026	15-month period ended March 31, 2025
		\$	\$
Revenue	15(a)	2,126,058	3,431,785
Cost of sales	16(a)	(187,567)	(1,248,056)
<b>Gross profit</b>		<b>1,938,491</b>	<b>2,183,729</b>
<b>Operating expenses</b>			
Sales and marketing	16(b)	1,083,505	2,025,444
General and administrative	16(c)	2,137,683	5,790,614
Research and development	16(d)	832,679	1,778,052
Share-based compensation	12(e)	747,114	6,541,552
Gain on settlement		(83,389)	(230,668)
Depreciation	7	-	90,267
<b>Operating loss</b>		<b>(2,779,101)</b>	<b>(13,811,532)</b>
<b>Other income (expenses)</b>			
Deferred consideration write-off		-	(68,709)
Equipment write-off		-	(243,710)
Loss on asset disposal		-	(77,470)
Acquisition related costs		(240,000)	-
Impairment of goodwill	9	(1,240,411)	-
Foreign exchange gain (loss)		28,722	(32,123)
Interest expense		(222,978)	(102,187)
Liability Extinguishment	10	858,927	-
Other Income		41,450	111,913
Loss before taxes from continuing operations		(3,553,391)	(14,223,818)
Deferred income tax recovery	17	-	-
<b>Net loss</b>		<b>(3,553,391)</b>	<b>(14,223,818)</b>
<b>Other comprehensive loss</b>			
Exchange gain or (loss) on translation of foreign operations		22,790	(112,960)
<b>Total comprehensive loss</b>		<b>(3,530,601)</b>	<b>(14,336,778)</b>
<b>Net loss:</b>			
Attributed to shareholders of the Company		(3,643,478)	(12,043,593)
Attributed to non-controlling interest		90,087	(2,180,225)
		(3,553,391)	(14,223,818)
<b>Total comprehensive loss:</b>			
Attributed to shareholders of the Company		(3,620,688)	(12,156,553)
Attributed to non-controlling interest		90,087	(2,180,225)
		(3,530,601)	(14,336,778)
<b>Loss per share</b>			
Basic and diluted		(0.02)	(0.08)
<b>Weighted average number of common shares</b>			
Basic and diluted		216,160,547	147,919,660

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

**NexTech3D.AI Corporation**  
**Consolidated Statements of Cash Flows**  
(Expressed in Canadian dollars)

	12-month period ended March 31, 2026	15-month period ended March 31, 2025
	\$	\$
<b>Operating activities:</b>		
Net loss for the period	(3,553,391)	(14,223,818)
Adjustments for:		
Interest income from sublease	(34,634)	(58,019)
Interest expense from lease	164,148	53,045
Share-based compensation	747,114	6,541,552
Gain on settlement	(83,389)	(230,668)
Impairment of goodwill	1,240,411	-
Expenses paid by shares	328,181	1,576,594
Depreciation	-	90,267
Equipment write-off	-	321,180
Deferred consideration write-off	-	68,709
Liability Extinguishment	(858,927)	-
Changes in non-cash working capital:		
Receivables	(153,941)	174,931
Contract asset	-	51,320
Prepaid expenses and deposits	76,777	192,682
Other Liabilities	1,118	-
Inventory	(44,629)	-
Accounts payable and accrued liabilities	(638,608)	294,068
Payable to related parties	269,291	-
Deferred revenue	(299,017)	155,979
<b>Cash used in operating activities</b>	<b>(2,839,496)</b>	<b>(4,992,178)</b>
<b>Investing activities:</b>		
Purchase of equipment	-	(77,470)
Proceeds from deferred consideration	-	138,017
Payments received from sublease	233,694	262,551
Purchase of intangible	(1,239,094)	-
<b>Cash (used in)/generated from investing activities</b>	<b>(1,005,400)</b>	<b>323,098</b>
<b>Financing activities:</b>		
Net proceeds from private placements	-	469,403
Proceeds from employee pay program	2,925,175	2,939,149
Exercise of warrants	595,845	-
Promissory Note Payable	224,911	-
Proceeds from securities issued to non-controlling interest	150,366	733,606
Convertible Debenture option reserve	40,022	-
Related Party loan Payable	296,263	-
Repayment of lease liability	(198,406)	(224,520)
<b>Cash provided by financing activities</b>	<b>4,034,176</b>	<b>3,917,638</b>
Effect of foreign exchange on cash and cash equivalents	30,098	(139,843)
Change in cash and cash equivalents	189,280	(891,285)
Cash and cash equivalents, beginning of period	34,771	926,056
<b>Cash and cash equivalents, end of period</b>	<b>254,149</b>	<b>34,771</b>
<b>Cash and cash equivalents, end of period, continuing operations</b>	<b>254,149</b>	<b>34,771</b>
Cash interest paid	(22,933)	(53,045)
Cash interest received	34,634	58,019

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

**NexTech3D.AI Corporation**  
**Consolidated Statements of Changes in Shareholders' Equity**  
(Expressed in Canadian dollars)

	Number of shares	Share capital	Reserves	Accumulated other comprehensive income	Deficit	Non- controlling interest	Total
	#	\$	\$	\$	\$	\$	\$
Balance, December 31, 2023	127,498,213	91,909,495	14,166,972	678,143	(112,211,223)	3,956,050	(1,500,563)
Shares issued for employee pay program	38,048,038	3,526,638	(587,489)	-	-	-	2,939,149
Shares issued from short form prospectus	4,750,000	303,151	166,250	-	-	-	469,401
Share issued to CEO in settlement of payable	21,046,338	1,157,549	-	-	-	-	1,157,549
Share-based compensation	500,000	66,500	6,199,082	-	-	275,970	6,541,552
Other net changes in capitalization	-	-	356,970	-	-	949,726	1,306,696
Exchange gain on translation of foreign operations	-	-	-	(112,960)	-	-	(112,960)
Net loss for the period	-	-	-	-	(12,043,593)	(2,180,225)	(14,223,818)
<b>Balance, March 31, 2025</b>	<b>191,842,589</b>	<b>96,963,333</b>	<b>20,301,785</b>	<b>565,183</b>	<b>(124,254,816)</b>	<b>3,001,521</b>	<b>(3,422,994)</b>
Shares issued for employee pay program	30,283,120	2,184,458	740,717	-	-	-	2,925,175
Shares issued from exercise of warrants	3,507,040	648,732	(52,887)	-	-	-	595,845
Convertible Debenture option reserve	-	-	40,023	-	-	-	40,023
Share issued to debt settlement	1,688,218	244,792	-	-	-	-	244,792
Share-based compensation	2,000,000	420,000	273,806	-	-	53,308	747,114
Other net changes in capitalization	-	-	(5,584)	-	-	155,951	150,367
Exchange gain on translation of foreign operations	-	-	-	22,790	-	-	22,790
Net loss for the period	-	-	-	-	(3,643,478)	90,087	(3,553,391)
<b>Balance, March 31, 2026</b>	<b>229,320,967</b>	<b>100,461,315</b>	<b>21,297,860</b>	<b>587,973</b>	<b>(127,898,294)</b>	<b>3,300,867</b>	<b>(2,250,279)</b>

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

## **1. NATURE OF OPERATIONS AND GOING CONCERN**

NexTech3D.AI Corporation (the “Company”) was incorporated under the laws of the Province of British Columbia, Canada on January 12, 2018. The Company’s registered and head office is located at 150 King Street West, Suite 717, Toronto, Ontario, M5H 4B6. The Company’s common shares are traded on the Canadian Securities Exchange (“CSE”) under the trading symbol “NTAR”, on the Frankfurt Stock Exchange under the trading symbol “EP2”, and in the United States on the OTCQB under the trading symbol “NEXCF”.

The Company is an event technology and event operating solutions company that provides software platforms and services to support conferences, trade shows, exhibitions, and corporate events. The Company offers a broad range of event technology solutions, including interactive floor plans, booth management, exhibitor self-service portals, attendee registration, ticketing, badging, lead retrieval, AI-powered matchmaking, mobile event applications, analytics, and event engagement solutions. Through KraftyLab, the Company also provides corporate team-building experiences, employee engagement programs, and curated event experiences designed to enhance attendee participation and strengthen organizational engagement.

Management has assessed the Company’s ability to continue as a going concern by evaluating whether there are conditions or events that, considered in the aggregate, raise substantial doubt about the Company’s ability to continue operating for a period of at least twelve months from the date these financial statements were authorized for issuance. As at March 31, 2026, the Company had a working capital deficiency of \$1,802,205 and an accumulated deficit of \$127,898,294. For the 12 month period ended March 31, 2026, the Company incurred a net loss of \$3,553,391 and used total cash in operations of \$2,839,496. In making this assessment, management considered the Company’s current financial position, projected cash flows, available credit facilities, and ability to meet its obligations as they fall due. Based on this assessment, management has concluded that no material uncertainties exist that would cast significant doubt upon the Company’s ability to continue as a going concern, and accordingly, these financial statements have been prepared on a going concern basis.

These consolidated financial statements have been prepared on a going concern basis, which presumes that the Company will be able to continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business.

## **2. BASIS OF PREPARATION**

### **a) Statement of compliance**

These financial statements were approved by the Board of Directors and authorized for issue on June 24, 2026.

These financial statements have been prepared in accordance with IFRS Accounting Standards (“IFRS”) as issued by the International Accounting Standards Board and interpretations of the International Financial Reporting Interpretations Committee.

### **b) Basis of presentation**

These financial statements have been prepared using the historical cost basis, except for certain financial assets and liabilities which are measured at fair value, as specified by IFRS for each type of asset, liability, income, and expense as set out in the accounting policies below.

### **c) Functional and presentation currency**

The financial statements are presented in Canadian dollars (“CAD”) which is the functional currency of the Company. An entity’s functional currency is the currency of the primary economic environment in which an entity operates and is listed in Note 2(d) for each of the Company’s subsidiaries. References to “\$” are to Canadian dollars, references to “US\$” or “USD” are to United States dollars.

### **d) Basis of consolidation**

These consolidated financial statements include the financial statements of the Company and the entities controlled by the Company. Control occurs when the Company is exposed to, or has right to, variable return from its involvements with an investee and has the ability to affect those returns through its power over the investee. Subsidiaries are fully consolidated from the date on which control is obtained by the Company and are deconsolidated from the date that control ceases.

**NexTech3D.AI Corporation**  
**Notes to the Consolidated Financial Statements**  
**For the 12-month period ended March 31, 2026, and 15-month period ended March 31, 2025**  
(Expressed in Canadian dollars, except where noted)

A summary of the Company's subsidiaries included in these financial statements as at March 31, 2026 is as follows:

<b>Name of subsidiaries</b>	<b>Country of incorporation</b>	<b>Percentage ownership</b>	<b>Functional currency</b>	<b>Principal activity</b>
NexTech AR Solutions USA LLC	United States	100%	USD	Holding company
NexTech AR Solutions Inc. (formerly Jolokia Corporation)	United States	100%	USD	Technology services
AR Ecommerce LLC ("VCM") <sup>(1)</sup>	United States	100%	USD	E-Commerce platforms
Threedy.ai Inc	United States	100%	USD	Technology services
ARway Ltd.	England	100%	USD	Holding company
ARway Corporation ("ARway")	Canada	39%	CAD	Technology services
Toggle3D.ai Inc. ("Toggle")	Canada	31%	CAD	Technology services

The Company obtained control over ARway and Toggle through its majority presentation on the board of directors in addition to its percentage of common share ownership.

### **3. MATERIAL ACCOUNTING POLICY INFORMATION**

#### **a) Cash and cash equivalents**

Cash and cash equivalents include cash on hand, deposits held on call with banks, and other short-term highly liquid investments with original maturities of three months or less.

#### **b) Inventory**

Inventory consists solely of finished goods. Inventory is valued at the lower of cost and net realizable value. Cost is determined using the weighted average cost basis. The realizable value of finished goods is the estimated selling price in the ordinary course of business, less applicable variable selling expenses. The Company reviews inventory for obsolete, redundant and slow-moving goods and any such inventory is written down to net realizable value.

#### **c) Equipment**

Equipment is stated at historical cost less accumulated amortization and accumulated impairment losses. Equipment is amortized on a straight-line basis over five years.

Cost comprises the fair value of consideration given to acquire or construct an asset and includes the direct charges associated with bringing the asset to the location and condition necessary for putting it into use, along with the future cost of dismantling and removing the asset. When parts of equipment have different useful lives, they are accounted for as separate items (major components) of equipment. The cost of major overhauls of parts of equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of equipment are recognized in profit or loss as incurred.

#### **d) Goodwill**

Goodwill is initially measured at cost, which is the excess of the cost of the business combination over the fair value of the acquiree's identifiable assets and liabilities. Any negative difference is recognized directly in profit or loss. After initial recognition, goodwill is measured at cost, less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to the cash-generating unit or group of cash generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets and liabilities of the acquiree are assigned to those segments.

**e) Leases**

Lease accounting for lessee

As a lessee, the Company recognizes a right-of-use asset and a lease liability at the commencement date of the lease. The right-of-use asset is initially measured at cost, which is comprised of the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, less any lease incentives received. The right-of-use asset is subsequently depreciated from the commencement date to the earlier of the end of the lease term, or the end of the useful life of the asset. In addition, the right-of-use asset may be reduced due to impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

A lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date discounted by the interest rate implicit in the lease or, if that rate cannot be readily determined, the incremental borrowing rate. The lease liability is subsequently measured at amortized cost using the effective interest method.

Lease accounting for lessor

As the lessor, the Company classifies lease arrangements as either operating or finance leases, depending upon evaluating whether the risks and rewards associated with the underlying asset have been substantially transferred to the lessee. When the lease is treated as an operating lease, the Company recognizes lease payments from operating leases as income on profit or loss. In the case of a finance lease, the Company derecognizes the underlying asset and presents the asset held under finance lease on the statement of financial position, represented as a receivable at an amount equal to the net investment in the lease, which is determined by discounting contractual lease payments. Any difference between the carrying value of the derecognized asset and the net investment in the lease is recorded in profit or loss. The net investment in the lease is subsequently measured at amortized cost using the effective interest method.

When acting as a sublessor, the Company adheres to the aforementioned accounting policy, with the sublease being classified by reference to the right-of-use asset arising from the head lease, rather than by reference to the underlying asset.

**f) Impairment of non-financial assets**

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If indicators exist, then the asset's recoverable amount is estimated. The recoverable amounts of the following types of intangible assets are measured annually, whether or not there is any indication that it may be impaired:

- an intangible asset with an indefinite useful life;
- an intangible asset not yet available for use; and
- goodwill recognized in a business combination.

The recoverable amount of an asset or cash-generating unit ("CGU") is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of comprehensive loss. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

Assets that have been impaired are tested for possible reversal of the impairment whenever events or changes in circumstance indicate that impairment may have reversed. Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset in prior periods.

**g) Financial instruments**

Classification

The Company classifies its financial instruments in the following categories: at fair value through profit or loss (“FVTPL”), at fair value through other comprehensive income (loss) (“FVTOCI”), or at amortized cost. The Company determines the classification of its financial assets at initial recognition. The classification of debt instruments is driven by the Company’s business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, the Company can make an irrevocable election (on an instrument-by-instrument basis) on the day of acquisition to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

A summary of the Company’s classification of financial instruments under IFRS 9 *Financial Instruments* is as follows:

<b>Financial instrument</b>	<b>Classification</b>
Financial assets	
Cash and cash equivalents	Amortized cost
Receivables	Amortized cost
Promissory Note	Amortized cost
Financial liabilities	
Accounts payable and accrued liabilities	Amortized cost
Factoring liability	Amortized cost

Measurement

*Financial assets and liabilities at FVTPL*

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the profit or loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are recognized in profit or loss in the period in which they arise. Where management has opted to recognize a financial liability at FVTPL, any changes associated with the Company’s own credit risk will be recognized in profit or loss. The Company does not have any FVTPL financial assets and liabilities.

*Financial assets at FVTOCI*

Elected investments in equity instruments at FVTOCI are initially recognized at fair value plus transaction costs. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTOCI are recognized in other comprehensive income (loss). The Company does not have any FVTOCI financial assets.

*Financial assets and liabilities at amortized cost*

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If, at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses.

The Company recognize in the consolidated statements of income (loss) and comprehensive income (loss), as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

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For the Company's trade receivables, the simplified approach for determining expected credit losses is used under IFRS 9, which requires the Company to determine the lifetime expected losses for all its trade receivables. The lifetime expected credit loss provision for the Company's trade receivables is based on historical default rates and other relevant forward-looking information.

#### Derecognition

##### *Financial assets*

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all the associated risks and rewards of ownership to another entity. Gains and losses on derecognition are generally recognized in the profit or loss. However, gains and losses on derecognition of financial assets classified as FVTOCI remain within accumulated other comprehensive income (loss).

##### *Financial liabilities*

The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled, or expired. Generally, the difference between the carrying amount of the financial liability derecognized and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognized in the profit or loss.

#### **h) Business combinations**

Acquisitions of businesses are accounted for using the acquisition method. The consideration of each business combination is measured, at the date of the exchange, as the aggregate of the fair value of assets given, liabilities incurred or assumed, and equity instruments issued by the Company in exchange for control of the acquiree. Under the guidance of IFRS 10 *Consolidated Financial Statements*, control is established by having power over the acquiree, exposure or rights to variable returns from the investor's involvement with the acquiree, and the ability to use its power over the acquiree to affect the amount of the acquirer's returns. The acquiree's identifiable assets, liabilities, and contingent liabilities are recognized at their fair value at the acquisition date. Goodwill is initially measured at cost being the excess of the purchase consideration of the business combination over the Company's share in the fair value of the acquiree's identifiable assets and liabilities. If the purchase consideration is less than the fair value of the identifiable net assets acquired, the difference is recognized directly in profit or loss.

#### **i) Foreign currency transactions**

For foreign currency transactions, the Company translates each transaction by applying the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. At the end of the reporting period, monetary assets and liabilities denominated in foreign currency are restated using the closing exchange rate at the reporting date, and non-monetary assets and liabilities measured at fair value are translated using the exchange rate at the date when fair value was measured. Exchange differences are recognized in profit or loss for the period in which they arise. However, if fair value changes for a non-monetary item measured at fair value are recognized in other comprehensive income, the exchange difference component of the change in fair value is recognized in other comprehensive income.

The financial results and position of foreign operations whose functional currency is different from the presentation currency are translated as follows:

- Assets and liabilities are translated at the closing exchange rate prevailing at the reporting date.
- Income and expenses are translated at the average exchange rate for the period.

Exchange differences arising from translation of foreign operations are recognized in other comprehensive income in the period.

#### **j) Share-based payments**

##### Stock option plan

The Company has a stock option plan, which allows grants of options to purchase common shares by the Company's directors, officers, employees, and consultants. These stock options are treated as equity-settled share-based payment, with their fair value measured on the grant date and recognized as share-based compensation expense over the vesting period. The corresponding offset is recorded in reserves. The amount recognized as share-based compensation expense is adjusted to reflect the number of awards for which the related service conditions are expected to be met such that the amount ultimately

recognized as an expense is based on the number of awards that do meet the related service conditions at the vesting date. The fair value of options granted to directors and employees is measured using the Black-Scholes option pricing model on the date of issuance. Consideration received on the exercise of stock options is recorded as share capital, and the amount previously recognized in reserves is transferred to share capital. For options that expire unexercised, the initial fair value recorded remains in reserves.

#### Shares issued for services

When the Company issues shares in exchange for services, the share issuance is treated as an equity-settled share-based payment. Company records an increase in share capital and the corresponding operating expense at the value of the services provided. If the value of the services cannot be reliably determined, the amount recognized equals the value of the shares, measured at the closing share price on the date of grant.

#### **k) Employee pay program**

On July 12, 2022, the Company introduced an employee pay program for the purpose of maintaining a sustainable cash position by allowing the Company to pay for services through the issuance and sale of the Company's common shares. Under this program, the Company issues warrants with a specified exercise price to its employees. The warrants convert to common shares pursuant to services being completed by employees. Subsequently, a third-party program administrator completes the sale of the common shares, and the proceeds are used to facilitate cash disbursements in connection with employee services rendered. The employees are guaranteed an amount equal to the greater of (i) value of the common shares measured at their exercise price (the "cost of shares") and (ii) the proceeds from the sale of the common shares.

The Company recognizes salaries and wages expense as employees render services, with the offset recorded within accounts payable and accrued liabilities at an amount equal to the cost of shares. When the Company completes the sale of the common shares, it records an increase in share capital at the fair value of the shares. In cases where the common shares are sold below their cost, the Company compensates employees for the shortfall and recognizes a loss on the sale of common shares in employee pay program in profit or loss.

#### **l) Valuation of equity units issued in private placements**

The Company follows the residual method with respect to the measurement of common shares and common share purchase warrants issued as private placement units. Proceeds from private placements are first allocated to the common shares contained in the units based on the market value of shares on the date of issuance, with any residual amount allocated to warrants in the units. If the proceeds are less than or equal to the estimated fair market value of the share issuance, a nil carrying amount is assigned to the warrants. The value of warrants is recorded within reserves. Consideration received on the exercise of warrants is recorded as share capital, and the amount previously recognized in reserves is transferred to share capital. For warrants that expire unexercised, the initial fair value recorded remains in reserves.

Professional, consulting, regulatory, and other costs directly attributable to equity transactions are recorded as share issuance costs.

#### **m) Revenue**

The Company recognizes revenue in accordance with IFRS 15 *Revenue from Contracts with Customers*. Revenue represents the fair value on consideration received or receivable from customers for goods and services provided by the Company, net of discounts and sales taxes. The Company generates revenue from event technology services, event experience services and 3D solutions. Revenue is recognized when, or as, the Company satisfies a performance obligation by transferring control of a promised good or service to a customer (IFRS 15.31). Revenue is recognized over time only where one of the criteria in IFRS 15.35 is met; otherwise, it is recognized at a point in time (IFRS 15.38).

#### Event Technology Solutions

Event technology solutions is derived from MapD event floorplan software and digital platforms (a mobile application and web portal) and from Eventdex modular cloud-based event-management modules. Delivery of digital event floorplans is recognized at a point in time, upon delivery and customer acceptance, when control of the floorplans passes to the customer and no further performance obligation remains (IFRS 15.31, 38). The right to use the MapD mobile application and web portal, and the right to use the Eventdex software modules, are right-to-use licences of intellectual property as it exists at the point access is granted;

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the related revenue is recognized at a point in time, upon access activation, as none of the over-time criteria in IFRS 15.35 are met (IFRS 15.35, 38, B58).

Badge printing services comprise the on-demand physical production of event credentials and materials, such as attendee and exhibitor badges and passes, produced to customer specifications. Revenue is recognized at a point in time, upon delivery of the printed materials or when they are made available for use at the event, when the customer obtains physical possession and the risks and rewards of the items (IFRS 15.31, 38).

#### Event Experiences and Services

KraftyLab virtual and in-person team-building events, together with the coordinated delivery of complementary gift packages, are accounted for as a single combined performance obligation, with revenue recognized at a point in time upon completion of the event and delivery of the related gift packages (IFRS 15.31, 38).

#### 3D Solutions

Threedee revenue comprises the creation and delivery of 3D digital models of customer products and the time-limited hosting of those models on the Company's platform. Revenue from the delivery of a 3D model is recognized at a point in time, upon delivery and customer acceptance, when control of the model transfers to the customer, who can then direct its use and exploit it independently (IFRS 15.31, 38). Hosting services are a stand-ready obligation to provide ongoing storage and accessibility of the models for a contractually defined period; the customer simultaneously receives and consumes the benefits as the Company performs, and revenue is therefore recognized over time on a straight-line basis over the hosting period (IFRS 15.35(a), 39).

#### Contract asset and deferred revenue

##### Contract asset

Contract asset represents the revenue which has not been billed but are expected to be billed and collected from customers for provision of services to date and is valued at estimated net realizable value and capitalized costs that are identifiable and specifically attributable to certain revenue contracts.

##### Deferred revenue

Billings in excess of time value incurred on work in progress in accordance with customer contracts, for which future services will be provided, are recognized as deferred revenue. The Company does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Company does not adjust any of the transaction prices for the time value of money.

#### **n) Earnings (loss) per share**

Basic earnings (loss) per share is calculated by dividing the net income (loss) available to common shareholders by the weighted average number of shares issued and outstanding during the period. Diluted earnings (loss) per share is calculated using the treasury stock method. Under the treasury stock method, the weighted average number of common shares outstanding for the calculation of diluted earnings (loss) per share assumes that the proceeds to be received on the exercise of dilutive stock options and warrants are used to repurchase common shares at the average market price during the period. In the Company's case, when a loss is incurred during the period, diluted and basic loss per share are the same because the effect on loss per share of potential issuance of shares under options and warrants would be anti-dilutive.

#### **o) Income taxes**

Income tax expense consists of current and deferred tax expense. Income tax expense is recognized in the profit or loss. Current tax expense is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous periods.

Deferred tax assets and liabilities are recognized for deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized, or the liability settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that substantive enactment occurs. A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, the deferred tax asset is reduced.

**p) New accounting standards and interpretations**

The Company adopted the following amendments to accounting standards, which are effective for annual periods beginning on or after January 1, 2024:

Disclosure of accounting policies - amendments to IAS 1 and IFRS Practice Statement 2

The amendments to IAS 1 *Presentation of financial statements* and IFRS Practice Statement 2 *Making materiality judgements* provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures. The amendments have had an impact on the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Company's financial statements.

Definition of accounting estimates - amendments to IAS 8

The amendments to IAS 8 *Accounting policies, changes in accounting estimates and errors* clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. They clarify how entities use measurement techniques and inputs to develop accounting estimates. The amendments had no impact on the Company's financial statements.

Deferred tax related to assets and liabilities arising from a single transaction - amendments to IAS 12

The amendments to IAS 12 *Income Taxes* narrow the scope of the initial recognition exception, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases and decommissioning liabilities. The amendments had no impact on the Company's financial statements.

The Company has not early adopted any other new accounting standard, interpretation or amendment that has been issued but is not yet effective.

**4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND SOURCES OF ESTIMATION UNCERTAINTY**

The preparation of the Company's financial statements and applying its accounting policies requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, the accompanying disclosures, as well as the disclosure of contingent liabilities. Uncertainty about these judgments, assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The judgements, key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period, are described below.

**a) Assessment of the transactions as business combinations or asset acquisitions**

Management has had to apply judgment relating to an acquisition with respect to whether the acquisition is a business combination or an asset acquisition. Management applied a three-element process to determine whether a business or an asset was purchased, considering inputs, processes, and outputs of the acquisition in order to reach a conclusion. A business is presumed to be an integrated set of activities and assets capable of being conducted and managed for the purpose of providing a return in the form of dividends, lower costs or economic benefits.

**b) Valuation of net assets acquired in business combinations**

Estimates were made as to the fair value of assets and liabilities acquired in business combinations. In certain circumstances, such as the valuation of equipment and intangible assets, the Company will rely on independent third-party valuers. The Company measured all assets acquired and liabilities assumed at their acquisition-date fair values.

**c) Review of asset carrying values and impairment assessment**

The assessment of the fair value of equipment, intangible assets, and goodwill requires the use of estimates and assumptions for recoverable service costs, customer demands, discount rates, foreign exchange rates, future capital requirements, and operating performance. Changes in any of the estimates or assumptions used in determining the fair values could impact the impairment analysis.

Each asset or CGU is evaluated every reporting period to determine whether there are any indicators of impairment. If any such indicators exist, which is often judgment-based, a formal estimate of the recoverable amount is performed, and an impairment charge is recognized to the extent that the carrying amount exceeds the recoverable amount.

The evaluation of asset carrying values for indications of impairment includes consideration of both external and internal sources of information, including such factors as market and economic conditions, technological obsolescence, competitive landscape, regulatory changes as well as operation budgets and forecasts.

The determination of fair value less costs to sell and value in use requires management to make estimates and assumptions about expected production, sales contract volumes, service costs and contract prices, discount rates, operating costs, taxes, and future capital expenditures. The estimates and assumptions are subject to risk and uncertainty; hence, there is the possibility that changes in circumstances will alter these projections, which may impact the recoverable amount of the assets. In such circumstances, some or all of the carrying value of the assets may be further impaired or the impairment charge reversed with the impact recorded in profit or loss.

**d) Share-based payments**

Management is required to make a number of estimates when determining the fair value of the stock options and share-based compensation to be recognized each reporting period. These estimates include assumptions about volatility of share price, risk-free rate and expected life of the instruments.

**e) Deferred income tax assets and liabilities**

The valuation of deferred tax assets and liabilities requires the Company to estimate the expected manner and timing of the realization or settlement of the carrying value of its assets and liabilities. The Company applies the tax rates that are enacted or substantively enacted on the estimated dates of realization or settlement.

**5. CASH & CASH EQUIVALENT**

As at March 31, 2026, the company has cash at bank amounting to \$27,922 (March 31, 2025 - \$34,771).

**Cash held in relation to employee pay program**

As at March 31, 2026, in connection with the employee pay program, the Company had cash held in a trust account of \$226,227 (March 31, 2025 - \$251). The cash does not earn interest and is used to pay salaries and wages.

**6. RECEIVABLES**

A summary of the Company's receivables is as follows:

	<b>March 31, 2026</b>	March 31, 2025
	\$	\$
GST receivables	<b>19,704</b>	27,930
Trade receivables	<b>316,704</b>	154,537
	<b>336,408</b>	182,467

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**7. EQUIPMENT**

A summary of the Company's equipment is as follows:

	Computer equipment	Office furniture and equipment	Total
	\$	\$	\$
<b>Cost</b>			
Balance, December 31, 2023	510,157	83,939	594,096
Additions	74,870	2,600	77,470
Disposal	(101,024)	(2,600)	(103,624)
Write-off	(503,546)	(86,459)	(590,005)
Currency translation effects	19,543	2,520	22,063
<b>Balance, March 31, 2025, and March 31, 2026</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Accumulated depreciation</b>			
Balance, December 31, 2023	219,841	48,622	268,463
Depreciation	86,532	3,736	90,267
Disposal	(25,587)	(567)	(26,154)
Write-off	(292,442)	(53,853)	(346,295)
Currency translation effects	11,656	2,063	13,719
<b>Balance, March 31, 2025, and March 31, 2026</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Carrying value</b>			
Balance, March 31, 2025	-	-	-
<b>Balance, March 31, 2026</b>	<b>-</b>	<b>-</b>	<b>-</b>

**8. LEASES**

The Company entered lease agreements for an office space and a warehouse space. The present value of future lease payments was measured using an incremental borrowing rate of 6% per annum. As at March 31, 2026, the lease liability solely pertains to the warehouse lease.

In March 2023, the Company entered into a sublease agreement to re-lease the warehouse which is leased by the Company to a third party. The sublease commenced on April 1, 2023 and expires on June 20, 2028. The Company classified this sublease as a finance lease, leading to the derecognition of the right-of-use asset with a carrying value of \$778,350. Accordingly, the Company recognized a net investment in the sublease of \$898,976, calculated as the present value of future lease payments at a 6% discount rate, corresponding to the Company's incremental borrowing rate applied to the head lease. The Company reported a gain of \$120,626 in profit or loss upon recognizing the sublease.

A summary of the Company's lease liability is as follows:

	\$
Balance, December 31, 2023	613,346
Interest expense	53,045
Lease payments	(224,521)
Currency translation effects	47,235
<b>Balance, March 31, 2025</b>	<b>489,105</b>
Interest expense	164,148
Lease payments	(198,406)
Currency translation effects	(14,576)
<b>Balance, March 31, 2026</b>	<b>440,272</b>
Current portion	184,776
Non-current portion	255,496

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A summary of the Company's future lease payments is as follows:

	\$
2027	206,200
2028	212,393
2029	53,488
Total undiscounted lease liability	472,081
Effects of discounting	(31,809)
<b>Balance, March 31, 2026</b>	<b>440,272</b>

Interest expense from leases for the 12 month period ended March 31, 2026, was \$ 164,148 (15 month period ended March 31, 2025 - interest expense of \$53,045).

A summary of the Company's net investment in sublease is as follows:

	\$
Balance, December 31, 2023	842,916
Additions	-
Interest income	58,019
Lease payments	(262,552)
Currency translation effects	65,896
<b>Balance, March 31, 2025</b>	<b>704,279</b>
Additions	-
Interest income	34,634
Lease payments	(233,695)
Currency translation effects	(23,198)
<b>Balance, March 31, 2026</b>	<b>482,019</b>
Current portion	201,750
Non-current portion	280,269

A summary of the Company's future minimum sublease receipts is as follows:

	\$
2027	225,183
2028	231,938
2029	59,724
Total undiscounted lease receivables	516,845
Effects of discounting	(34,825)
<b>Balance, March 31, 2026</b>	<b>482,020</b>

Interest income from the sublease for the 12 month period ended March 31, 2026 was \$ 34,634 (15 month period ended March 31, 2025 - \$58,019) and was recorded within other income in profit or loss.

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**9. Goodwill**

A summary of the Company's goodwill is as follows:

	<b>Total</b>
	\$
<b>Cost</b>	
<b>Balance, March 31, 2025</b>	-
Addition due to business combination	1,239,094
Currency translation effects	1,317
<b>Balance, March 31, 2026</b>	<b>1,240,411</b>
<b>Accumulated impairment</b>	
<b>Balance, March 31, 2025</b>	-
Impairment	1,240,411
<b>Balance, March 31, 2026</b>	<b>1,240,411</b>
<b>Carrying value</b>	
Balance, March 31, 2025	-
<b>Balance, March 31, 2026</b>	<b>-</b>

Additions to goodwill during the period comprise the acquisition of Eventdex \$702,300 and the Kraftylab business \$536,794, totalling \$1,239,094. See Note 20 for further details on these business acquisitions.

In October 2025, the Company acquired the Eventdex business for total consideration of \$702,300 and recognized goodwill arising from the acquisition. The goodwill represents the excess of the consideration transferred over the fair value of the identifiable net assets acquired and reflects the future economic benefits expected from the acquired business, including the assembled workforce, customer relationships, market presence and expected operating synergies, which do not qualify for separate recognition. Management assessed the goodwill for impairment in accordance with IAS 36 and determined that the recoverable amount of the cash-generating unit was lower than its carrying amount. Consequently, the entire carrying amount of the goodwill arising from this acquisition was recognized as an impairment loss in the consolidated statement of comprehensive loss, reducing its carrying value to \$nil as at March 31, 2026.

On 5 January 2026 the Company acquired the Kraftylab business for total consideration of \$572,892 and recognized goodwill arising from the acquisition. The goodwill represents the excess of the consideration transferred over the fair value of the identifiable net assets acquired and reflects the future economic benefits expected from the acquired business, including the assembled workforce, customer relationships, market presence and expected operating synergies, which do not qualify for separate recognition. Management assessed the goodwill for impairment in accordance with IAS 36 and determined that the recoverable amount of the cash-generating unit was lower than its carrying amount. Consequently, the entire carrying amount of the goodwill arising from this acquisition was recognized as an impairment loss in the consolidated statement of comprehensive loss, reducing its carrying value to \$nil as at March 31, 2026.

**10. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

A summary of the Company's accounts payable and accrued liabilities is as follows:

	<b>March 31, 2026</b>	March 31, 2025
	\$	\$
Accounts payables	<b>1,588,343</b>	2,714,545
Accrued liabilities	<b>103,660</b>	474,993
	<b>1,692,003</b>	3,189,538

During the year ended March 31, 2026, the Company negotiated the settlement and release of certain of the accounts payable and accrued liabilities set out above for amounts less than their respective carrying values. The resulting gain on extinguishment of these liabilities of \$858,927 (March 31, 2025 – \$nil) has been recognized in profit or loss and is presented as "Liability Extinguishment" within other income (expenses) in the consolidated statements of loss and comprehensive loss. The extinguished balances comprised long-outstanding, disputed accounts payable and accrued liabilities that were settled with the relevant creditors during the period.

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**11. LOANS PAYABLE**

A summary of the Company's loans payable is as follows:

	<b>March 31, 2026</b>	March 31, 2025
	<b>\$</b>	<b>\$</b>
Promissory note payable — current (note 11(a))	67,654	—
Promissory note payable — non-current (note 11(a))	157,257	—
Convertible debenture — non-current (note 11(b))	296,263	—
	<b>521,174</b>	<b>—</b>

**(a) Promissory note payable — KraftyLab LLC**

In January 2026, in connection with the acquisition of the business of KraftyLab (Note 20), NexTech AR Solutions Inc., a wholly-owned subsidiary of the Company, entered into a promissory note with KraftyLab LLC (the "Lender") in the principal amount of US\$200,000. The note bears interest at 7% per annum and is repayable in 36 equal monthly installments of US\$6,175 (inclusive of principal and interest), commencing February 1, 2026. On initial recognition, the note was measured at US\$166,104 being the present value of the contractual cash flows discounted at a market rate of 22% per annum. This initial discount of US\$33,896 will be amortized to finance costs over the term of the note using the effective interest method. The note is denominated in United States dollars and translated at the closing exchange rate at each reporting date. The following table presents a continuity of the balance:

	\$
Principal advanced — US\$ 166,104 translated at CAD/USD 1.377	228,692
Interest translated at CAD/USD 1.3717	10,426
Repayment translated at CAD/USD 1.3717	(16,942)
Effect of translation	2,735
<b>Balance, March 31, 2026</b>	<b>224,911</b>
<b>Current portion</b>	<b>67,654</b>
<b>Non-current portion</b>	<b>157,257</b>

Interest expense on the promissory note for the 12-month period ended March 31, 2026 was \$ 10,426 (March 31, 2025 — \$nil).

**(b) Convertible debenture — related party**

On January 5, 2026, the Company issued an unsecured convertible debenture (the "Debenture") to Chief Executive Officer, in the principal amount of \$321,917. The key terms are as follows:

<b>Maturity date</b>	July 5, 2027 (18 months from issuance)
<b>Interest rate</b>	12% per annum, simple interest; accrues during the term and is payable in cash at the earlier of maturity, conversion, or prepayment
<b>Conversion feature</b>	Holder may convert the outstanding principal into common shares at \$0.165 per share (1,951,012 shares on full conversion) on five business days' written notice; accrued interest is paid in cash on conversion
<b>Detachable warrants</b>	1,951,012 common share purchase warrants issued concurrently (one warrant per \$0.165 of principal); each exercisable at \$0.165 per share until January 5, 2029
<b>Security</b>	Unsecured

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The Debenture is a compound financial instrument under IAS 32 Financial Instruments: Presentation. The conversion option and the detachable warrants each satisfy the fixed-for-fixed criterion (a fixed number of shares for a fixed amount of cash, both denominated in the Company's functional currency) and are classified as equity. No derivative liability is recognized.

At initial recognition, the proceeds of \$321,917 were allocated between the liability and equity components using the residual method (IAS 32.28–32). The liability component was measured at \$281,895, being the present value of the contractual cash flows discounted at a market rate of 22% per annum — the estimated rate at which the Company could borrow on an otherwise identical non-convertible, unsecured instrument given its credit profile and the 18-month term. The residual of \$40,022 was recorded in reserves (\$20,011 to the conversion option reserve and \$20,011 to the warrant reserve). The equity components are not remeasured after initial recognition.

The following table presents a continuity of the liability component:

	\$
Liability component at initial recognition, January 5, 2026	281,895
Add: accretion of discount recognized as interest expense	14,368
<b>Balance, March 31, 2026</b>	<b>296,263</b>
<b>Current portion</b>	—
<b>Non-current portion</b>	<b>296,263</b>

Interest expense on the Debenture for the 12-month period ended March 31, 2026 was \$14,368 (March 31, 2025 — \$nil), recognized using the effective interest method and presented within interest expense on the consolidated statements of loss and comprehensive loss.

The full principal of \$321,917 plus simple interest of \$57,945 ( $\$321,917 \times 12\% \times 18/12$ ) is due on July 5, 2027, unless converted prior to maturity. The Debenture is classified as non-current as its maturity date is beyond 12 months from the reporting date.

**12. SHARE CAPITAL****a) Authorized**

The Company is authorized to issue unlimited number of common shares with no par value.

**b) Share capital**

During the period ended March 31, 2026, the Company had the following share transactions:

- From April 1, 2025 to March 31, 2026, the Company issued 30,283,120 common shares upon the exercise of warrants related to the employee pay program, with share prices between \$0.03 and \$0.20, for cash proceeds of \$ 2,184,457.
- From April 1, 2025 to March 31, 2026, the Company issued 3,507,040 common shares upon the exercise of warrants, with share prices between \$0.18 and \$0.19, for cash proceeds of \$648,732.
- On November 18, 2025, the Company issued 2,000,000 common shares to its employees as compensation for their employment services, resulting in the recognition of \$ 420,000 as share-based compensation.

During the 15 month period ended March 31, 2025, the Company had the following share transactions:

- From January 1, 2024 to March 31, 2025, the Company issued 38,048,038 common shares upon the exercise of warrants related to the employee pay program, with share prices between \$0.04 and \$0.18, for cash proceeds of \$2,939,149.
- On March 12, 2024, the Company issued 200,000 common shares to two officers as compensation for their employment services, resulting in the recognition of \$41,000 as share-based compensation.
- On September 10, 2024, the Company issued 300,000 common shares to two officers as compensation for their employment services, resulting in the recognition of \$25,500 as share-based compensation.
- On September 25, 2024, the Company closed a private placement in which the Company issued 4,750,000 units for gross

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proceeds of \$ 190,000. Each unit consists of one common share and one common share purchase warrant. Each warrant is exercisable into one common share at an exercise price of \$0.15 until September 25, 2026. Applying the residual method, fair value of \$ 308,750 was allocated to share capital and \$166,250 was allocated to reserves.

- On February 7, 2025, the Company issued 21,046,338 common shares to CEO as compensation for their employment services.

**c) Employee pay program**

On May 30, 2025 & Oct 24, 2025, the Company granted 19,954,784 warrants to its employees. Each warrant has exercise price of \$0.04 and matures on May 30, 2026. As at March 31, 2026, a total of 19,396,654 warrants have been converted into common shares, all of which occurred during the period ended March 31, 2026

**d) Warrants**

A summary of the Company's warrants is as follows:

	Number of warrants	Weighted average exercise price
	#	\$
Balance, December 31, 2023	36,884,091	0.80
Granted	46,848,468	0.12
Exercised	(38,048,038)	0.20
Expired	(14,405,533)	1.45
<b>Balance, March 31, 2025</b>	<b>31,278,988</b>	<b>0.21</b>
Adjustment <sup>1</sup>	3,867,468	1.02
Granted	28,068,983	0.07
Exercised	(33,790,159)	0.07
Expired	(1,383,027)	0.13
<b>Balance, March 31, 2026</b>	<b>28,042,253</b>	<b>0.36</b>

<sup>1</sup> The adjustment of 3,867,468 warrants (weighted average exercise price - \$1.02) represents warrants that were incorrectly recorded as expired during the period ended March 31, 2025, and have been reinstated in the current period to correct the warrant continuity. These warrants remain outstanding as of March 31, 2026, and expire on January 31, 2027.

The weighted average share price on the date of exercise for warrants exercised during the period ended March 31, 2026, was \$0.07 (March 31 2025 - \$0.09).

A summary of the Company's outstanding warrants is as follows:

Expiry date	Number	Weighted average exercise price	Weighted average remaining life
	#	\$	Years
July 25, 2026	6,708,094	0.52	0.32
October 24, 2026	440,530	0.02	0.57
November 10, 2026	1,800,360	0.17	0.61
November 24, 2026	3,808,682	0.17	0.65
November 29, 2026	379,320	0.17	0.67
September 25, 2026	4,806,000	0.04	0.49
May 30, 2026	117,600	0.05	0.16
January 5, 2027	1,951,012	0.17	0.77
January 31, 2027	3,867,468	1.02	0.84
February 28, 2027	4,163,187	0.15	0.92
	<b>28,042,253</b>	<b>0.42</b>	<b>0.56</b>

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**e) Stock options**

A summary of the Company's outstanding and exercisable options is as follows:

	Number of stock options	Weighted average exercise price
	#	\$
Balance, December 31, 2023	15,575,952	0.56
Granted	5,465,000	0.08
Forfeited	(14,581,152)	0.50
Cancelled	(2,411,800)	0.53
Expired	(25,000)	1.92
<b>Balance outstanding, March 31, 2025</b>	<b>4,023,000</b>	<b>0.13</b>
Granted	8,150,000	0.05
Forfeited	(2,592,000)	0.08
Cancelled	(661,500)	0.21
Expired	(1,052,000)	0.14
<b>Balance outstanding, March 31, 2026</b>	<b>7,867,500</b>	<b>0.06</b>
<b>Balance exercisable, March 31, 2026</b>	<b>3,492,000</b>	<b>0.50</b>

On June 23, 2025, the Company granted 7,150,000 stock options to various employees. These stock options vest in four equal tranches every Nine months from the grant date. Each stock option has an exercise price of \$0.04 and matures on June 23, 2027. The fair value of these stock options was \$237,145.

On September 17, 2025, the Company granted 1,000,000 stock options to various employees. These stock options vest in five equal tranches every Nine months from the grant date. Each stock option has an exercise price of \$0.15 and matures on September 17, 2028. The fair value of these stock options was \$163,977.

As at March 31, 2026, the Company had 1,350,000 stock options outstanding under the Toggle Employee Stock Option Plan. Of the total outstanding options, 750,000 expire on July 5, 2026 and 600,000 expire on January 10, 2028. These options vest in accordance with their respective vesting schedules over specified periods from the grant dates.

A summary of the Company's outstanding options is as follows:

Expiry date	Number of options outstanding	Number of options exercisable	Weighted average exercise price	Weighted average remaining life
	#	#	\$	Years
July 15, 2026	1,680,000	1,680,000	0.07	0.29
January 30, 2027	40,000	32,000	0.23	0.84
June 23, 2027	5,462,500	1,450,000	0.04	1.23
January 10, 2028	325,000	130,000	0.04	1.23
September 17, 2028	360,000	200,000	0.15	2.47
	<b>7,867,500</b>	<b>3,492,000</b>	<b>0.05</b>	<b>1.11</b>

A summary of the Company's weighted average inputs used in the Black-Scholes option pricing model for stock options granted during the 12 month period ended March 31, 2026 and 15 month period ended March 31, 2025 is as follows:

	March 31, 2026	March 31, 2025
Share price	0.07	0.08
Exercise price	0.06	0.08
Risk-free interest rate	3.22%	3.63%
Expected life	2 Years	2 Years
Expected volatility	165%	124%
Expected annual dividend yield	0%	0%

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During the period ended March 31, 2026, \$747,114 (March 31, 2025 – 6,541,552) was recognized as share-based compensation from vested options. Included in the share-based compensation expense is the amount from stock options granted to the non-controlling interest of ARway and Toggle as part of their option plans.

A summary of the Company's share-based compensation expense by function for the period ended March 31, 2026 and March 31, 2025 is as follows:

	March 31, 2026	March 31, 2025
	\$	\$
Cost of sales	46,807	231,702
Sales and marketing	253,128	116,588
General and administrative	210,000	6,236,856
Research and development	237,179	(43,594)
	<b>747,114</b>	<b>6,541,552</b>

**13. NON-CONTROLLING INTEREST**

The Company holds a 39% equity interest in ARway and a 31% equity interest in Toggle. Notwithstanding these minority economic interests, the Company has concluded that it controls both entities under IFRS 10, as it is exposed to variable returns from its involvement with them and has the ability to direct their relevant activities through its majority representation on their respective boards of directors. As control exists, the entities are consolidated in full, and the share of net assets and results not attributable to the Company - 61% for ARway and 69% for Toggle - is presented as non-controlling interest.

A summary of the Company's non-controlling interest is as follows:

	ARway	Toggle	Total
	\$	\$	\$
Balance, December 31, 2023	1,289,452	2,666,598	3,956,050
Share-based compensation	119,386	156,584	275,970
Other net changes in capitalization	457,314	342,412	799,726
Decrease in parents' ownership - sale to NCI	100,000	50,000	150,000
Net loss attributed to non-controlling interest	(1,593,033)	(587,193)	(2,180,225)
<b>Balance, March 31, 2025</b>	<b>373,119</b>	<b>2,628,401</b>	<b>3,001,520</b>
Share-based compensation	21,229	32,079	53,308
Other net changes in capitalization <sup>1</sup>	145,579	10,373	155,951
Decrease in parents' ownership - sale to NCI	-	-	-
Net loss attributed to non-controlling interest	176,321	(86,234)	90,087
<b>Balance, March 31, 2026</b>	<b>716,248</b>	<b>2,584,619</b>	<b>3,300,867</b>

<sup>1</sup> Represents the net impact of share issuances by ARway Corporation and Toggle3D.ai Inc. to third parties during the period, which resulted in changes to the Company's ownership percentage in each subsidiary. The resulting dilution gains and losses, calculated as the difference between the carrying value of the non-controlling interest acquired/diluted and the consideration received by the subsidiary, are recognized directly in equity in accordance with IAS 27. No amounts have been recognized through profit or loss.

#### 14. RELATED PARTY TRANSACTIONS AND BALANCES

The Company entered into a number of transactions with key management personnel that have the authority and responsibility for the planning, directing and controlling of the activities of the Company. The Company considers the executive officers and directors as the key management of the Company.

A summary of the transactions with key management personnel for the 12 month period ended March 31, 2026 and 15 month period ended March 31, 2025, is as follows:

	March 31, 2026	March 31, 2025
	\$	\$
Compliance fees included in general and administrative	17,250	40,253
Management fees included in general and administrative	660,391	1,113,362
Salaries of the Chief Financial Officer included in general and administrative	150,000	194,167
Share-based compensation	191,957	6,464,043
	<b>1,019,598</b>	<b>7,811,825</b>

The Company has an agreement with the Chief Executive Officer (“CEO”) in which the Company compensates the CEO for management services monthly, combining cash and share issuance over a five-year term until April 1, 2027. As of March 31, 2026, related party payables included \$515,568 owed to the CEO. The amounts are non-secured, non-interest bearing, payable on demand and represent the value of shares to be issued to the CEO.

#### 15. REVENUE FROM CONTRACTS WITH CUSTOMERS

##### a) Revenue disaggregation

A summary of the Company’s revenue disaggregation by service for the 12-month period ended March 31, 2026, and 15-month period ended March 31, 2025 is as follows:

	March 31, 2026	March 31, 2025
	\$	\$
Event technology solutions	1,741,724	1,366,098
Event experience and services	128,395	-
3D solutions	250,604	1,999,301
Others	5,335	66,386
	<b>2,126,058</b>	<b>3,431,785</b>

##### b) Deferred revenue

A summary of the Company’s deferred revenue is as follows:

	\$
Balance, December 31, 2023	342,192
Revenue recognized	(3,415,701)
Revenue deferred	3,557,468
Currency translation effects	14,212
<b>Balance, March 31, 2025</b>	<b>498,171</b>
Revenue recognized	(1,099,346)
Revenue deferred	801,123
Currency translation effects	(794)
<b>Balance, March 31, 2026</b>	<b>199,154</b>

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**c) Contract asset**

A summary of the Company's contract asset is as follows:

	\$
Balance, December 31, 2023	51,320
Contract asset billed	(51,521)
Currency translation effects	201
<b>Balance, March 31, 2025 and 2026</b>	<b>-</b>

**16. EXPENSES BY NATURE**

The Company presents operating expenses by function with the exception of amortization, depreciation, and share-based compensation. A summary of the Company's operating expenses by nature is as follows:

**a) Cost of sales**

A summary of the Company's cost of sales for the 15-month period ended March 31, 2026 and 12 month period ended March 31, 2025 is as follows:

	March 31, 2026	March 31, 2025
	\$	\$
Consulting fees	19,194	735,458
Cost of services	100,774	67,456
Salaries, wages, and commissions	67,599	445,142
	<b>187,567</b>	<b>1,248,056</b>

**b) Sales and marketing**

A summary of the Company's sales and marketing expense for the 12 month period ended March 31, 2026 and 15 month period ended March 31, 2025 is as follows:

	March 31, 2026	March 31, 2025
	\$	\$
Advertising	26,372	129,606
Consulting fees	395,308	368,202
Employee benefits	1,113	39,689
Investor relations	109,072	731,241
Salaries, wages, and commissions	395,827	531,765
Software and other expenses	155,813	224,941
	<b>1,083,505</b>	<b>2,025,444</b>

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**c) General and administrative**

A summary of the Company's general and administrative expense for the 12 month period ended March 31, 2026 and 15 month period ended March 31, 2025 is as follows:

	<b>March 31, 2026</b>	March 31, 2025
	<b>\$</b>	<b>\$</b>
Compliance fees	<b>152,979</b>	362,273
Computer, software and maintenance	<b>122,516</b>	831,441
Consultant fees	<b>114,920</b>	226,523
Employee benefits	<b>163,426</b>	151,206
Management fees	<b>817,485</b>	885,153
Professional fees	<b>159,022</b>	1,149,623
Salaries and wages	<b>378,003</b>	1,577,750
Shipping and warehouse costs	<b>15,302</b>	453
Office, general and other expenses	<b>214,030</b>	606,192
	<b>2,137,683</b>	5,790,614

**d) Research and development**

A summary of the Company's research and development expense for the 12 month period ended March 31, 2026 and 15 month period ended March 31, 2025 is as follows:

	<b>March 31, 2026</b>	March 31, 2025
	<b>\$</b>	<b>\$</b>
Consulting fees	<b>555,919</b>	602,130
Employee benefits	<b>3,577</b>	20,480
Salaries and wages	<b>103,349</b>	619,064
Platform, maintenance and other expenses	<b>169,834</b>	536,378
	<b>832,679</b>	1,778,052

**17. INCOME TAX****a) Income tax recovery**

A summary of the Company's income tax recovery (expense) for the 12-month period ended March 31, 2026 and 15 months period ended March 31, 2025 is as follows:

	<b>March 31, 2026</b>	March 31, 2025
	<b>\$</b>	<b>\$</b>
Current tax expense	-	-
Deferred tax recovery	-	-
Income tax recovery	-	-

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A summary of the Company's reconciliation of income taxes at statutory rates for the 12-month period ended March 31, 2026 and 15 months period ended March 31, 2025 is as follows:

	March 31, 2026	March 31, 2025
	\$	\$
Loss before taxes	(3,553,391)	(14,223,818)
Canadian statutory income tax rate	26.5%	26.5%
Income tax recovery at statutory rate	(941,649)	(3,840,431)
Permanent differences	(107,078)	1,895,128
Change due to differences in tax rates	(1,041,453)	(688,753)
Provision for uncertainty and valuation allowance	887,561	5,716,132
Current tax adjustment	-	(1,512)
Deferred tax adjustment	2,944,293	1,380,817
Others	(1,741,674)	(4,461,381)
<b>Income tax recovery</b>	<b>-</b>	<b>-</b>

**b) Deferred income taxes**

A summary of the Company's significant components of deferred tax liabilities is as follows:

	March 31, 2026	March 31, 2025
	\$	\$
Deferred income tax asset (liability)		
Share issuance costs	43,542	380,103
Non-capital losses in India	-	38,047
Non-capital losses in United States	5,546,526	7,071,363
Non-capital losses in Canada	19,453,075	16,093,890
Equipment	1,013,441	1,107,141
Intangible assets	4,252,278	4,881,365
Bad debt expense	3,150	4,408
R&D credits	68,100	70,235
Unrealized foreign exchange	1,409	2,938
Other	10,528	10,858
Unrecognized deferred income tax asset	(30,392,049)	(29,660,348)
<b>Net deferred income tax liability</b>	<b>-</b>	<b>-</b>

Deferred tax assets that are probable to be utilized are offset if they relate to the same taxable entity and same taxation authority.

The significant components of the Company's temporary differences, unused tax credits and unused tax losses that have not been included on the consolidated statement of financial position are as follows:

	March 31, 2026	Expiry date range	March 31, 2025	Expiry date range
Temporary differences				
Equipment	3,751,067	No expiry date	4,094,335	No expiry date
Intangible assets	15,853,493	No expiry date	18,140,316	No expiry date
Share issuance costs	161,267	2043 to 2047	1,407,788	2043 to 2047
Non-capital losses in the United States	30,400,144	No expiry date	41,803,683	No expiry date
Non-capital losses in Canada	72,199,236	2037 to 2043	59,663,208	2037 to 2043
Non-capital losses in India	-	-	152,189	2033
Others	53,911	No expiry date	65,053	No expiry date
	<b>122,419,118</b>		<b>125,326,572</b>	

## **18. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**

As at March 31, 2026, the Company's financial assets and liabilities include cash and cash equivalents, receivables, accounts payable and accrued liabilities, a promissory note payable, and a related party convertible debenture. All instruments are classified and measured at amortized cost.

The carrying values of cash and cash equivalents, receivables and accounts payable and accrued liabilities approximate their fair values because of their short-term nature.

The Company is exposed to certain financial risks through its financial instruments. The risk exposures and the impact on the Company's financial instruments are summarized below.

### **a) Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to fulfill its contractual obligations. The Company is exposed to credit risk through its cash and cash equivalents, trade receivables and promissory note payable. The Company mitigates credit risk related to cash by placing cash with sound financial institutions. For sales contracts and trade receivables, the Company trades with recognized creditworthy third parties and regularly reviews the collectability of its accounts receivable.

### **b) Liquidity risk**

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they come due. The Company's main source of cash resources is through equity financing. The Company's financial obligations are limited to its current liabilities which have contractual maturities of less than one year and lease liabilities that have a fixed schedule of payment.

As at March 31, 2026, the Company had cash and cash equivalents of \$254,149 (March 31, 2025 - \$34,771) and working capital deficit of \$1,802,205 (March 31, 2025 - working capital of \$3,580,939).

### **c) Currency risk**

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company operates in Canada and a portion of the Company's expenses are incurred in USD. A significant change in the currency exchange rates between the Canadian dollar relative to the USD could affect the Company's results of operations, financial position or cash flows. The Company has not hedged its exposure to currency fluctuations. As at March 31, 2026, the Company is exposed to currency risk through cash and cash equivalents, receivables, promissory note payable and accounts payable denominated in USD. A 10% change in exchange rate could increase or decrease the Company's net loss by \$63,717.

### **d) Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company's exposure to interest rate risk is limited to its fixed-rate instruments. The promissory note payable bears interest at a fixed rate of 7% per annum and the convertible debenture bears simple interest at a fixed rate of 12% per annum; neither instrument is subject to variable rate re-pricing. Accordingly, the Company is not exposed to cash flow interest rate risk on these instruments, although changes in market rates could affect their fair value. The Company does not hold any variable-rate financial instruments.

## **19. CAPITAL MANAGEMENT**

The Company's definition of capital includes equity, comprising share capital, reserves, accumulated other comprehensive income, deficit and non-controlling interest. The Company's objective when managing capital is to maintain its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders. As at March 31, 2026, the Company had shareholders' deficiency of \$2,250,279 (March 31, 2025 - shareholders' deficiency of \$3,422,994).

The Board of Directors does not establish quantitative return on capital criteria for management but rather relies on the expertise of the Company's management and consultants to sustain future development of the business. The Company obtains funding primarily through equity issuance. Management reviews its capital management approach on an ongoing basis and believes

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that this approach is reasonable given the relative size of the Company. There were no changes to the Company's approach to capital management during the period ended March 31, 2026.

As at March 31, 2026, the Company was not subject to any externally imposed capital requirements.

## 20. BUSINESS ACQUISITION

### Eventdex

In October 2025, the Company acquired the business of Eventdex and recognized goodwill arising from the acquisition. The goodwill represents the excess of the consideration transferred over the fair value of the identifiable net assets acquired and reflects the future economic benefits expected from the acquired business, including the assembled workforce, customer relationships, market presence and expected operating synergies, which do not qualify for separate recognition.

Component	Amount (CAD)
Cash consideration	702,300

Assets Acquired	Amount (CAD)
Goodwill	702,300

### Kraftylab

On 5 January 2026 the Company acquired the business of Kraftylab and recognized goodwill arising from the acquisition. The goodwill represents the excess of the consideration transferred over the fair value of the identifiable net assets acquired and reflects the future economic benefits expected from the acquired business, including the assembled workforce, customer relationships, market presence and expected operating synergies, which do not qualify for separate recognition.

Component	Amount (CAD)
Cash consideration	344,200
Promissory note payable (US\$200,000 see Note 11)	228,692

<b>Total consideration</b>	<b>572,892</b>
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Assets Acquired	Amount (CAD)
Intangibles — Goodwill	536,794
Inventory	36,098

## 21. RECLASSIFICATION OF COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform with the presentation adopted in the current period. These reclassifications have been made to improve the presentation of the consolidated financial statements and did not result in any change to previously reported net loss and total comprehensive loss.

## 22. SUBSEQUENT EVENTS

On April 10, 2026, 225,000 stock options with exercise price of \$0.04 forfeited unvested due to non-completion of vesting conditions.

On April 23, 2026, the Company issued 2,417,118 common shares against exercise of warrant related to employee pay program. The warrants have an exercise price of \$0.14 per share and expire on Feb 28, 2027. On May 30, 2026, 117,600 warrants with exercise price of \$0.05 expired unexercised.

On April 27, 2026, 130,000 fully vested stock options with exercise price between \$0.04-\$0.07 cancelled unexercised.

On June 5, 2026, the Company issued 1,696,054 common shares to various individuals upon the exercise of options with the exercise price of \$0.04-\$0.15.