CAREBOOK TECHNOLOGIES INC.

Interim Condensed Consolidated Financial Statements

For the three and nine months ended September 30, 2024 and 2023

(unaudited) (expressed in thousands of Canadian dollars)

CAREBOOK TECHNOLOGIES INC.

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE THREE and NINE MONTHS ENDED SEPTEMBER 30, 2024 AND 2023

<u>Index to the Interim Condensed Consolidated Financial Statements</u>

Notice of No Auditor Review of Interim Condensed Consolidated Financial Statements

Pursuant to National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators, if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim condensed consolidated financial statements for the three month and nine month periods ended September 30, 2024 and 2023 have been prepared by the management in accordance with International Financial Reporting Standards and approved by the Board of Directors of Carebook Technologies Inc. (the “Company”). These interim condensed consolidated financial statements have not been reviewed by the Company’s independent auditor.

CAREBOOK TECHNOLOGIES INC.

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

For the three and nine months ended September 30, 2024 and 2023

(Unaudited, expressed in $000s CAD, except for number of shares and per share amounts)

		THREE MONTHS ENDED		NINE MONTHS ENDED	
	Note	**September 30, 2024**	**September 30, 2023**	**September 30, 2024**	**September 30, 2023**
REVENUE	3	$ 3,568	$ 3,484	$ 10,872	$ 8,702
Cost of revenue		$ 744	$ 554	$ 2,198	$ 1,512
Gross profit		**$ 2,824**	**$ 2,930**	**$ 8,674**	**$ 7,190**
EXPENSES					
Sales and marketing	4	$ 412	$ 264	$ 1,157	$ 650
Research and development	4	$ 1,916	$ 2,015	$ 5,608	$ 4,942
General and administrative	4	$ 935	$ 1,003	$ 2,936	$ 3,022
Loss from operations		**$ (439)**	**$ (352)**	**$ (1,027)**	**$ (1,424)**
Finance costs	5	$ 397	$ 362	$ 1,169	$ 1,113
Impairment		$ -	$ -	$ -	$ 178
Other income	17	$ (3)	$ (4)	$ (22)	$ (215)
Net loss before taxes		**$ (833)**	**$ (710)**	**$ (2,174)**	**$ (2,500)**
Income tax recovery		**$ (162)**	**$ (320)**	**$ (486)**	**$ (960)**
Net loss		**$ (671)**	**$ (390)**	**$ (1,688)**	**$ (1,540)**
Total comprehensive loss		**$ (671)**	**$ (390)**	**$ (1,688)**	**$ (1,540)**
Weighted average number of basic and diluted common shares		102,752,356	102,752,356	102,752,356	93,193,532
Basic and diluted loss per share		$ (0.01)	$ (0.00)	$ (0.02)	$ (0.02)

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

CAREBOOK TECHNOLOGIES INC.

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

As at September 30, 2024 and December 31, 2023

(Unaudited, expressed in $000s CAD)

	Note	September 30, 2024	December 31, 2023
ASSETS			
Current Assets			
Cash and cash equivalents		$ 381	$ 695
Trade and other receivables	6	$ 2,252	$ 891
Prepaid expenses		$ 140	$ 237
Current portion of net investment in sublease	10	$ 111	$ 109
Total current assets		**$ 2,884**	**$ 1,932**
Non-Current Assets			
Net investment in sublease	10	$ 343	$ 425
Intangible assets	7	$ 4,220	$ 5,328
Total non-current assets		**$ 4,563**	**$ 5,753**
Total Assets		**$ 7,447**	**$ 7,685**
LIABILITIES			
Current Liabilities			
Accounts payable and accrued liabilities	8	$ 1,907	$ 2,412
Contract liabilities		$ 3,890	$ 2,609
Current portion of lease liabilities	9	$ 106	$ 99
Revolving Facility	11	$ 1,360	$ 586
Term Loan Facility	11	$ 817	$ 1,254
Tax liabilities		$ 14	$ 14
Total current liabilities		**$ 8,094**	**$ 6,974**
Non-Current Liabilities			
Non-current portion of contract liabilities		$ 200	$ 156
Lease liabilities	9	$ 345	$ 426
Convertible debt	11	$ 6,671	$ 5,922
Deferred tax liabilities		$ 387	$ 873
Total non-current liabilities		**$ 7,603**	**$ 7,377**
SHAREHOLDERS' EQUITY			
Share capital	12	$ 45,926	$ 45,926
Contributed surplus	12	$ 14,370	$ 14,257
Warrants reserve	12	$ -	$ 9
Equity component of convertible debentures	11	$ 792	$ 792
Accumulated deficit	12	$ (69,338)	$ (67,650)
Total shareholders' Equity (Deficit)		**$ (8,250)**	**$ (6,666)**
Total Liabilities and Shareholders' Equity		**$ 7,447**	**$ 7,685**

Approved by the Board of Directors on November 14th, 2024:

(s) Alasdair Younie — Director

(s) Stuart M. Elman — Director

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

CAREBOOK TECHNOLOGIES INC.

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIT)
For the nine months ended September 30, 2024 and 2023
(Unaudited, expressed in $000s CAD, except for number of shares)

	Note	**Share capital**		**Warrants reserve**	**Equity component of convertible shares**	**Contributed surplus**	**Accumulated deficit**	**Total shareholders' equity (deficit)**
		#	$	$	$	$	$	$
At January 1, 2023		**77,752,356**	**$ 43,479**	**$ 2,008**	**$ 572**	**$ 11,917**	**$ (64,335)**	**$ (6,359)**
Share based compensation	12	-	$ -	$ -	$ -	$ 156	$ -	$ 156
Issuance of shares	12	25,000,000	$ 2,500	$ -	$ -	$ -	$ -	$ 2,500
Share Issuance Costs	12	-	$ (53)	$ -	$ -	$ -	$ -	$ (53)
Expiration of lender warrants	12	-	$ -	$ (1,999)	$ -	$ 1,999	$ -	$ -
Net loss		-	$ -	$ -	$ -	$ -	$ (1,540)	$ (1,540)
At September 30, 2023		**102,752,356**	**$ 45,926**	**$ 9**	**$ 572**	**$ 14,072**	**$ (65,875)**	**$ (5,296)**
At January 1, 2024		**102,752,356**	**$ 45,926**	**$ 9**	**$ 792**	**$ 14,257**	**$ (67,650)**	**$ (6,666)**
Share based compensation	12	-	$ -	$ -	$ -	$ 104	$ -	$ 104
Expiration of lender warrants	12	-	$ -	$ (9)		$ 9	$ -	$ -
Net loss		-	$ -	$ -	$ -	$ -	$ (1,688)	$ (1,688)
At September 30, 2024		**102,752,356**	**$ 45,926**	**$ -**	**$ 792**	**$ 14,370**	**$ (69,338)**	**$ (8,250)**

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

CAREBOOK TECHNOLOGIES INC.
INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWs
For the nine months ended September 30, 2024 and 2023
(Unaudited, expressed in $000s CAD)

	Note	September 30, 2024		September 30, 2023	
Cash flows used in operating activities					
Net loss		$	(1,688)	$	(1,540)
Adjustments for non-cash items:					
Income tax recovery		$	(486)	$	(960)
Share based compensation	12	$	104	$	156
Depreciation		$	-	$	98
Amortization of intangible assets	7	$	1,108	$	1,108
Accretion of convertible debt	11	$	246	$	161
Interest expense	5	$	923	$	952
Gain on net investment in sublease	10	$	-	$	(196)
Finance Income	17	$	(9)	$	(5)
Gain on capital asset disposal	17	$	-	$	(14)
Impairment		$	-	$	178
Changes in non-cash working capital items:					
Trade and other receivables	6	$	(1,361)	$	(2,654)
Prepaid expenses		$	97	$	205
Accounts payable and accrued liabilities	8	$	(488)	$	(1,013)
Contract liabilities		$	1,325	$	2,152
Net cash used in operating activities		**$**	**(229)**	**$**	**(1,372)**
Cash flows from (used in) investing activities					
Purchases of property and equipment		$	-	$	(6)
Payments from net investment in sublease		$	89	$	49
Disposal of property and equipment		$	-	$	20
Acquisition of Corehealth		$	-	$	(500)
Net cash from (used in) investing activities		**$**	**89**	**$**	**(437)**
Cash flows from (used in) financing activities					
Issuance of shares and warrants	12	$	-	$	2,500
Share issuance costs	12	$	-	$	(53)
Payments of principal on lease liabilities	9	$	(74)	$	(84)
Interest paid	5	$	(424)	$	(474)
Issuance of Revolving Facility	11	$	8,486	$	10,125
Repayment of Revolving Facility	11	$	(7,712)	$	(9,320)
Repayment of Term Loan Facility	11	$	(450)	$	(1,083)
Net cash from (used in) financing activities		**$**	**(174)**	**$**	**1,611**
Net increase (decrease) in cash and cash equivalents		$	(314)	$	(198)
Cash and cash equivalents - beginning of period		$	695	$	740
Cash and cash equivalents - end of period		**$**	**381**	**$**	**542**

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

Note 1 - General Information

Carebook Technologies Inc. (the “Company” or “Carebook”) was incorporated on July 11, 2018 under the *Business Corporations Act (British Columbia)* (“BCBCA”) under the name Pike Mountain Minerals Inc. (“Pike”).

On October 1, 2020, the Company (then known as Pike), together with its wholly-owned subsidiary 12235978 Canada Ltd. (“Subco”), concluded a three-cornered amalgamation with Carebook Technologies (2020) Inc., formerly known as Carebook Technologies Inc. (“Carebook 2020”), to complete an arm’s length reverse takeover transaction (the “RTO”). In connection with the closing of the RTO on October 1, 2020, the Company changed its name to “Carebook Technologies Inc.”

For accounting purposes, it has been determined that Pike was the accounting acquiree and Carebook 2020 was the accounting acquirer since the former shareholders of Carebook 2020 now control the Company, based on the guidance of IFRS 10, Consolidated Financial Statements, and IFRS 3, Business Combinations, to identify the accounting acquirer.

These interim condensed consolidated financial statements are prepared as a continuation of the financial statements of Carebook 2020 but reflecting the continuation of the equity instruments of Pike as a result of the RTO.

On January 1, 2021, the following companies were amalgamated under the *Business Corporations Act (British Columbia)*:

- The Company;
- Carebook 2020; and
- Carebook Technologies (OPS) Inc. (a wholly owned subsidiary of Carebook 2020)

The amalgamated entity resulting from this amalgamation retained the name Carebook Technologies Inc.

Effective as of September 15, 2021, the Company continued out of the jurisdiction of the *Business Corporations Act (British Columbia)* and into the jurisdiction of the *Canada Business Corporations Act*.

On April 6, 2021, the Company acquired 100% of the shares of InfoTech Inc. (“InfoTech”). InfoTech was incorporated in 1984. On August 6, 2021, the Company acquired 100% of the shares of CoreHealth Technologies Inc. (“CoreHealth”), which was incorporated in 2004.

The registered office of the Company is located at 1400-2045 rue Stanley, Montréal, Québec, Canada, H3A 2V4.

The principal activities of the Company consist of the development and commercialization of complete end-to-end digital health platforms that feature assessments, reporting, and targeted solutions offered through an array of selected partners and resellers, or directly to its primary end customers which are large employers across a variety of industries and pharmacies.

The Company’s common shares trade on the TSX Venture Exchange (“TSXV”) under the symbol CRBK, on the OTC Markets under the symbol CRBKF, and on the Open Market of the Frankfurt Stock Exchange under the symbol PMM1.

Note 2 – Summary of Significant Accounting Policies

2.1 Basis of presentation and going concern

Basis of presentation

These interim condensed consolidated financial statements have been prepared in accordance with IAS 34, Interim financial reporting using accounting policies consistent with International Financial Reporting Standards (''IFRS'') issued by the International Accounting Standards Board (''IASB'') and International Financing Reporting Interpretations Committee (''IFRIC''). These interim condensed consolidated financial statements should be read in conjunction with the Company's annual audited consolidated financial statements and notes thereto prepared for the year ended December 31, 2023.

The Company's Board of Directors approved these interim condensed consolidated financial statements on November 14th, 2024. These interim condensed consolidated financial statements have been prepared in accordance with the following significant accounting policies that have been applied consistently to all the periods presented.

Basis of consolidation

The Company consolidates all controlled subsidiaries. These interim condensed consolidated financial statements include the accounts of Carebook Technologies Inc. and its wholly-owned subsidiaries, Carebook Technologies (US), Inc., InfoTech Inc., and CoreHealth Technologies Inc. All of the Company's subsidiaries have head offices located in Canada except for Carebook Technologies (US), Inc., whose head office is located in the United States. The financial information of the subsidiaries is prepared for the same reporting period as the Company, using consistent accounting policies. All intercompany transactions and balances are eliminated upon consolidation.

Functional and presentation currency

The functional currency of the Company and its subsidiaries is the Canadian dollar except for Carebook Technologies (US), Inc., where the functional currency is the US dollar. All figures are presented in thousands of Canadian dollars ("$000s CAD") unless they refer to share or per share figures, including other securities, such as warrants and options, which are also not presented in $000s, or it is otherwise specified.

Going concern

The interim condensed consolidated financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of operations as they come due.

As at September 30, 2024, the Company's current liabilities exceeded its current assets by $5,210 ($5,042 at December 31, 2023). The Company has incurred significant operating losses and negative cash flows from operations since inception, resulting in an accumulated deficit of $69,338 as at September 30, 2024 ($67,650 at December 31, 2023). To date, the Company has incurred significant costs relating to the development of its technology and service offerings, recruitment of key personnel, and establishing a market for the Company's services. The Company expects to incur further losses in the development of its business in the near-term and given the funds required for its monthly burn rate, the Company's working capital may be insufficient to meet its obligations. Therefore, the Company must rely on debt and equity financing to finance its operations, meet its working capital needs, service the repayment of debt and fund its growth initiatives, including its mergers and acquisitions.

The going concern expectation is based on certain assumptions and estimates such as the ability of the Company to generate revenue from current and prospective customers, meet general and administrative expense requirements, and the ability of the Company to raise capital through equity issuances or debt financing.

The Company's ability to successfully raise additional funds is dependent on several factors outside the Company's control and largely unknown particularly due to the state of the global economy. As such, there can be no assurance that these initiatives will be successful or sufficient. These material uncertainties may cast significant doubt about the Company's ability to continue as a going concern. Management regularly evaluates alternatives to secure additional financing so that the Company can continue to operate as a going concern.

These interim condensed consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities, the reported expenses, and statement of financial position classifications that would be necessary if the going concern assumption was determined to be inappropriate. These adjustments could be material.

2.2 Material accounting policies

The material accounting policies used in preparing these interim condensed consolidated financial statements are the same as those disclosed in Note 2 - Summary of Material Accounting Policies of the Company's annual audited consolidated financial statements for the year ended December 31, 2023.

2.3 Significant judgements and estimates

The preparation of the Company's interim condensed consolidated financial statements requires management to make judgments, estimates, and assumptions that affect the reporting amounts of revenues, expenses, assets, and liabilities, and the disclosure of contingent liabilities, at each reporting date. The outcome of these uncertainties about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods. There have been no changes in significant judgments and estimates from those disclosed in the Company's annual audited consolidated financial statements for the year ended December 31, 2023.

2.4 Fair value measurement

Fair value accounting guidance establishes a framework for measuring fair value and expands disclosure about fair value measurements. The framework is intended to enable the reader of the interim condensed consolidated financial statements to assess the inputs used to develop those measurements by establishing the hierarchy for ranking the quality and reliability of the information used to determine fair values.

The fair value hierarchy consists of three broad levels described below:

> **Level 1**: Quoted market prices in active markets for identical assets and liabilities.
> **Level 2**: Inputs other than quoted market prices that are observable either directly or indirectly, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
> **Level 3**: Inputs that are both significant to the fair value measurement and unobservable.

Refer to Note 11 - Borrowings and Note 13 - Financial Instruments for more information.

(Unaudited, expressed in $000s CAD)

Note 3 - Revenue

The Company's revenue by service offering for the three month and nine month periods ended September 30, 2024 and 2023 were:

	THREE MONTHS ENDED		NINE MONTHS ENDED	
	September 30, 2024	**September 30, 2023**	**September 30, 2024**	**September 30, 2023**
Revenue consists of the following:				
Software as a service (SaaS)	$ 2,476	$ 2,187	$ 7,327	$ 5,265
Implementation and configuration	$ 207	$ 163	$ 608	$ 644
Software development	$ 845	$ 1,091	$ 2,818	$ 2,670
Other revenue	$ 40	$ 42	$ 119	$ 123
Total revenue	**$ 3,568**	**$ 3,484**	**$ 10,872**	**$ 8,702**

The Company has a large contract with one customer which generated $1,293 of revenue (SaaS - $448 and Software development - $845) during the three months ended September 30, 2024 and, compared to $1,281 of revenue (SaaS - $190 and Software development - $1,091) during the three months ended September 30, 2023. The Company generated $3,886 of revenue (SaaS - $1,068 and Software development - $2,818) from the large customer during the nine months ended September 30, 2024 and, compared to $3,236 of revenue (SaaS - $566 and Software development - $2,670) during the nine months ended September 30, 2023.

The Company's revenue by geographic region for the three and nine months ended September 30, 2024 and 2023 were as follows:

	THREE MONTHS ENDED		NINE MONTHS ENDED	
	September 30, 2024	**September 30, 2023**	**September 30, 2024**	**September 30, 2023**
Canada	$ 1,584	$ 1,392	$ 4,643	$ 3,609
USA	$ 1,715	$ 1,769	$ 5,404	$ 4,533
Other Contries	$ 269	$ 323	$ 825	$ 560
Total	**$ 3,568**	**$ 3,484**	**$ 10,872**	**$ 8,702**

(Unaudited, expressed in $000s CAD)

Note 4 - Operating Expenses by Function

The Company's operating expenses are broken down by function for the three month and nine month periods ended September 30, 2024 and 2023 as follows:

Sales and marketing expenses consisted of the following for the:

	THREE MONTHS ENDED		NINE MONTHS ENDED	
	September 30, 2024	**September 30, 2023**	**September 30, 2024**	**September 30, 2023**
Labour & employee benefits	$ 407	$ 183	$ 1,026	$ 483
Share based compensation	$ 1	$ 6	$ (3)	$ 13
Marketing	$ 4	$ 75	$ 134	$ 154
Total sales and marketing expenses	**$ 412**	**$ 264**	**$ 1,157**	**$ 650**

Research and development expenses consisted of the following for the:

	THREE MONTHS ENDED		NINE MONTHS ENDED	
	September 30, 2024	**September 30, 2023**	**September 30, 2024**	**September 30, 2023**
Labour & employee benefits	$ 1,420	$ 1,399	$ 4,079	$ 3,159
Share based compensation	$ 9	$ 23	$ 29	$ 26
Licenses, subscriptions and other	$ 118	$ 220	$ 392	$ 628
Depreciation & amortization	$ 369	$ 373	$ 1,108	$ 1,129
Total research and development expenses	**$ 1,916**	**$ 2,015**	**$ 5,608**	**$ 4,942**

General and administrative expenses consisted of the following for the:

	THREE MONTHS ENDED		NINE MONTHS ENDED	
	September 30, 2024	**September 30, 2023**	**September 30, 2024**	**September 30, 2023**
Labour & employee benefits	$ 351	$ 463	$ 1,197	$ 1,404
Share based compensation	$ 26	$ 68	$ 77	$ 113
Rent	$ 4	$ 28	$ 30	$ 125
Professional fees	$ 170	$ 211	$ 737	$ 613
General and administrative	$ 384	$ 219	$ 895	$ 691
Depreciation	$ -	$ 14	$ -	$ 76
Total general and administrative expenses	**$ 935**	**$ 1,003**	**$ 2,936**	**$ 3,022**

Share based compensation for the three months ended September 30, 2024 of $36 does not include any amount related to cost of revenue. Share based compensation for the nine months ended September 30, 2024 of $104 includes $1 related to cost of revenue, and thus not included in the table above.

Share based compensation for the three months ended September 30, 2023 of $98 includes $1 related to cost of revenue, and thus not included in the table above. Share based compensation for the nine months ended September 30, 2023, of $156 includes $4 related to cost of revenue, and thus not included in the table above.

In August 2024, the Company received approval for $13 in research and development investment tax credits. The Company has recognized $13 for the investment tax credits grant which offset research and development labor costs during the three month and nine-month period ended September 30, 2024.

In January 2024, the Company received approval for $186 in research and development investment tax credits and grants from the Quebec government. The Company has recognized $186 for the investment tax credits and grants which offsets research and development labor costs during the nine month period ended September 30, 2024.

(Unaudited, expressed in $000s CAD)

In July 2023, the Company received approval for a $23 research and development grant from Prompt, a trust agency of the Ministry of Economy, Innovation and Energy research group in Quebec. The Company has recognized $23 for the grant which offset research and development labor costs during the three month and nine month periods ended September 30, 2023.

In March 2023, the Company received approval for a $512 research and development investment tax credits and grants from the Quebec government. The Company has recognized $512 for the investment tax credits and grants which offset research and development labor costs during the nine month period ended September 30, 2023.

Note 5 – Finance Costs

The components of finance costs within the interim condensed consolidated statements of loss and comprehensive loss for the three months and nine months ended September 30, 2024 and 2023 were as follows:

	THREE MONTHS ENDED		NINE MONTHS ENDED	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Finance costs consist of the following:				
Interest on credit facilities	$ 60	$ 132	$ 152	$ 403
Interest on convertible debt	$ 241	$ 163	$ 728	$ 478
Accretion on convertible debt	$ 82	$ 54	$ 246	$ 161
Lease liabilities	$ 10	$ 6	$ 31	$ 42
Other	$ 4	$ 7	$ 12	$ 29
Total finance costs	**$ 397**	**$ 362**	**$ 1,169**	**$ 1,113**

Note 6 - Trade and Other Receivables

The Company had $2,252 in trade and other receivables as at September 30, 2024 and $891 in trade and other receivables as at December 31, 2023. These receivables consisted of trade receivables for unpaid client invoices and receivables from government agencies.

	September 30, 2024	December 31, 2023
Trade receivables	$ 2,494	$ 1,012
Expected credit losses	$ (245)	$ (125)
Other receivables	$ 3	$ 4
Total trade and other receivables	**$ 2,252**	**$ 891**

Impairment allowance

The Company periodically reviews its customers' account aging, credit worthiness, payment histories, and balance trends in order to evaluate trade receivables for impairment and estimate lifetime expected credit losses. Management also considers historical losses and whether changes in general economic conditions and if the industries in which the Company operates are likely to impact the ability of the Company's customers to remain within agreed payment terms or to pay their account balances in full. Historically, the Company has a low level of customer default as a result of its historical experience with the Company's customer base and an active credit monitoring function. However, an additional impairment allowance of $120 was recognized during the nine months ended September 30, 2024 for specific customers that may be uncollectible in the future based on their outstanding balances extending beyond the agreed payment terms.

(Unaudited, expressed in $000s CAD)

The Company had $158 of trade receivables direct write-offs during the nine months ended September 30, 2024 ($nil trade receivables direct write-offs during the nine months ended September 30, 2023).

The maximum exposure to credit risk as at the reporting date was the carrying value of trade and other receivables.

Note 7 - Intangible Assets

Changes in intangible assets were as follows:

	Trademark	Technology	Intellectual Property	Customer Relationships	Total Intangible Assets
Balance as at January 1, 2023	$ 1,256	$ 5,193	$ -	$ 357	$ 6,806
Amortization	$ (281)	$ (1,155)	$ -	$ (42)	$ (1,478)
Balance as at December 31, 2023	$ 975	$ 4,038	$ -	$ 315	$ 5,328
Cost	$ 1,832	$ 7,375	$ 1,950	$ 432	$ 11,589
Less accumulated depreciation or impairment losses	$ (857)	$ (3,337)	$ (1,950)	$ (117)	$ (6,261)
Balance as at December 31, 2023	**$ 975**	**$ 4,038**	**$ -**	**$ 315**	**$ 5,328**
Balance as at January 1, 2024	$ 975	$ 4,038	$ -	$ 315	$ 5,328
Amortization	$ (211)	$ (866)	$ -	$ (31)	$ (1,108)
Balance as at September 30, 2024	**$ 764**	**$ 3,172**	**$ -**	**$ 284**	**$ 4,220**
Cost	$ 1,832	$ 7,375	$ -	$ 432	$ 9,639
Less accumulated depreciation or impairment losses	$ (1,068)	$ (4,203)	$ -	$ (148)	$ (5,419)
Balance as at September 30, 2024	**$ 764**	**$ 3,172**	**$ -**	**$ 284**	**$ 4,220**

As at September 30, 2024 and December 31, 2023, the Company concluded that there were no indications of impairment on any of its Cash Generating Units ("CGUs").

Note 8 - Accounts Payable and Accrued Liabilities

As at September 30, 2024 and December 31, 2023 the accounts payable and accrued liabilities consisted of the following:

	September 30, 2024	December 31, 2023
Trade payables	$ 617	$ 663
Employee entitlements	$ 415	$ 792
Current portion of interest payable	$ 74	$ 92
Other payables and accrued liabilities	$ 801	$ 865
Total accounts payable and accrued liabilities	**$ 1,907**	**$ 2,412**

(Unaudited, expressed in $000s CAD)

Note 9 - Leases

Office Leases

The Company leases office space, that was formerly for use in its operations in Montreal. In March 2018, the Company signed its current building lease for an initial term of 10 years with two additional five-year extensions exercisable by the Company. In March 2020, the Company amended the Montreal lease to increase the square footage of office space lease utilized. The terms of the additional office space lease remained consistent with the original lease agreement and represented incremental lease payments in consideration for the increased space for use by the Company. On November 10, 2022, the Company entered into an agreement to sublease (the "Sublease") the entire premises of its Montreal office commencing on May 1, 2023 until the end of the lease on July 31, 2028. Management recognized a gain of $196 on inception of the sublease in other income in the interim condensed consolidated statements of loss and comprehensive loss for the nine months ended September 30, 2023.

Lease Liabilities

The following table outlines the maturity of the contractual payments due under the Company's lease arrangements as at September 30, 2024:

Lease Liabilities		**September 30, 2024**
Less than 1 year	$	140
1 to 5 years	$	387
More than 5 years	$	-
Total	**$**	**527**
Less: impact of discounting	$	76
Total lease liabilities	**$**	**451**
Of which non-current	$	345
Of which current	$	106

For the three months ended September 30, 2024 and 2023, total payments on the lease liability were $35 and $25, respectively. The expenses relating to variable lease payments not included in the measurement of lease obligations were $39 and $20 for the three months ended September 30, 2024 and 2023, respectively. This consists primarily of variable lease payments related to operating expenses and other costs associated with the office space leases. For the three months ended September 30, 2024 and 2023, expenses relating to short-term and low-value leases were $5 and nil, respectively. For the three months ended September 30, 2024 and 2023, total cash outflows for leases and other rents were $79 and $45, respectively.

For the nine months ended September 30, 2024 and 2023, total payments on the lease liability were $105 and $115, respectively. The expenses relating to variable lease payments not included in the measurement of lease obligations were $118 and $142 for the nine months ended September 30, 2024 and 2023, respectively. This consists primarily of variable lease payments related to operating expenses and other costs associated with the office space leases. For the nine months ended September 30, 2024 and 2023, expenses relating to short-term and low-value leases were $34 and $nil, respectively. For the nine months ended September 30, 2024 and 2023, total cash outflows for leases and other rents were $257 and $257, respectively.

(Unaudited, expressed in $000s CAD)

Note 10 – Net investment in sublease

Leases as lessor

On November 10, 2022, the Company entered into an agreement to sublease (the "Sublease") the entire premises of its Montreal office commencing on May 1, 2023 until the end of the lease on July 31, 2028. The Montreal office sublease has been presented as a net investment in the sublease. . During the nine months ended September 30, 2024, the Company has recognized finance income on the lease receivable of $9 compared to $5 for the nine months ended September 30, 2023.

The following table sets out a maturity analysis of lease receivables, showing the undiscounted lease payments to be received after September 30, 2024:

	September 30, 2024	
2024	$	30
2025	$	120
2026	$	123
2027	$	127
2028	$	76
Thereafter	$	-
Total Undiscounted lease receivable	$	476
Unearned finance income	$	22
Net investment in sublease	$	454
Of which non-current		343

(Unaudited, expressed in $000s CAD)

Note 11 – Borrowings

11.1 Analysis by nature

	As at September 30, 2024		
	Carrying Amount	**Fair Value**	**Effective Rate**
Revolving Facility	$ 1,360	$ 1,360	8.49%
Term Loan Facility	$ 817	$ 817	8.99%
Total short-term borrowings	**$ 2,177**	**$ 2,177**	
Convertible debt	$ 6,671	$ 6,462	18.54% - 20.57%
Total long-term borrowings	**$ 6,671**	**$ 6,462**	
Total borrowings	**$ 8,848**	**$ 8,639**	
Of which non-current	$ 6,671		
Of which current	$ 2,177		

	As at December 31, 2023		
	Carrying Amount	**Fair Value**	**Effective Rate**
Revolving Facility	$ 586	$ 586	9.52%
Term Loan Facility	$ 1,254	$ 1,254	10.02%
Total short-term borrowings	**$ 1,840**	**$ 1,840**	
Convertible debt	$ 5,922	$ 6,901	18.54% - 20.57%
Total long-term borrowings	**$ 5,922**	**$ 6,901**	
Total borrowings	**$ 7,762**	**$ 8,741**	
Of which non-current	$ 5,922		
Of which current	$ 1,840		

11.2 Movements in borrowings

	September 30, 2024	**September 30, 2023**
Balance as at January 1,	$ 7,762	$ 8,507
Net Issuance (repayment) of Term Loan Facility	$ (450)	$ (1,083)
Amortization of Transaction Costs of Term Loan Facility	$ 12	$ -
Net Issuance (repayment) of Revolving Facility	$ 774	$ 805
Accrued Interest on Convertible Debt	$ 504	$ -
Accretion on Convertible debt	$ 246	$ 161
Balance as at period end	**$ 8,848**	**$ 8,390**

11.3 Main features of borrowings

Credit Facilities

On April 6, 2021, the Company entered into a new credit agreement (the “Credit Agreement”) with a leading Canadian Schedule 1 bank (the "Bank") and one of its affiliates to secure revolving credit facility of up to $7,000 (the “Revolving Facility”) as well as a term loan facility of $4,000 (the “Term Loan Facility”) (collectively, the “Credit Facilities”).

All obligations under the Credit Agreement are secured by a first-ranking lien on substantially all of the Company’s consolidated assets, tangible and intangible, present and future.

The Credit Agreement was amended a first time on August 4, 2021 and a second time on December 1, 2021. The majority of the amendments were administrative in nature.

On April 7, 2022, the Credit Agreement was amended for the third time. Under the third amendment, the Revolving Facility became a $3,000 demand revolving facility and the Term Loan Facility became a $4,000 non-revolving term loan facility, subject to mandatory repayment as described below. Moreover, the maturity date of Term Loan Facility was extended to November 30, 2022, provided that the Company had to make a mandatory prepayment of $1,000 on the Term Loan Facility by no later than September 15, 2022, and continue repaying the principal outstanding under the Term Loan Facility, at a rate of $1,000 per year, in equal monthly installments.

Effective July 31, 2022 the Company entered into a fourth amendment to its Credit Facilities. Under the fourth amendment, the maturity date of the Credit Facilities was extended to August 31, 2023, provided that the Company completes a minimum capital raise in the amount of $1,000, makes a mandatory prepayment of $250 on the Term Loan Facility and maintains a minimum cash balance financial covenant.

Effective August 24, 2023, and September 29, 2023, the Company entered into a fifth and sixth amendments to its Credit Facilities, in order to extend the maturity date of the Credit Facilities to September 30, 2023 and October 31, 2023 respectively.

Effective October 19, 2023, the Company entered into a seventh amendment to its Credit Facilities. Under the seventh amendment, the maturity date of the Credit Facilities was extended to September 30, 2024 and the Bank was subrogated to all rights of its affiliate regarding the Term Loan Facility.

Under the seventh amendment, the Company is to continue repaying the principal amount of the Term Loan Facility in equal monthly consecutive payments of $50 commencing on November 15, 2023. However, if the monthly recurring revenues for the month ending on February 28th, 2024 is less than or equal to $600, the above mentioned equal monthly consecutive payments shall be increased to $83 beginning on March 15, 2024.

Effective September 30, 2024, the Company entered into an eighth amendment to its Credit Facilities. Under the eighth amendment, the maturity date of the Credit Facilities was extended to October 31, 2024.

Revolving Facility

The interest rate for the Revolving Facility is the prime rate of the Bank plus an applicable margin. As at September 30, 2024, applicable interest rate on the Revolving Facility was prime rate of the Bank plus 4.3%

As at September 30, 2024, the outstanding amount owed on the Revolving Facility was $1,360, at an effective interest rate of 8.49% and the borrowing base was $3,000.

As at December 31, 2023, the outstanding amount owed on the Revolving Facility was $586, at an effective interest rate of 9.52% and the borrowing base was $3,000.

Term Loan Facility

The interest rate for the Term Loan Facility is the prime rate of the Bank plus an applicable margin. As at September 30, 2024, applicable interest rate on the Revolving Facility was prime rate of the Bank plus 4.8%.

As at September 30, 2024, $817 was outstanding under the Term Loan Facility, at an effective interest rate of 8.99%.

As at December 31, 2023, $1,254 was outstanding under the Term Loan Facility, at an effective interest rate of 10.02%.

Financial Covenants

The Credit Agreement contains certain covenants and certain events of default customary for loans of this nature, including certain limitations to the levels of investments and acquisitions, capital expenditures and distributions. The Credit Agreement is also subject to restrictive covenants requiring certain financial covenants to be maintained. As at September 30, 2024, the Company was in compliance with the financial covenants prescribed under the restrictive covenants set out in the latest amended Credit Agreement.

Convertible Debt

Convertible Debt Offering- September 2022

On September 28, 2022, the Company entered into amended and restated loan agreements (the "$2M Convertible Debt Agreements") with SAYKL Investments Ltd. ("SAYKL") and UIL Limited ("UIL"), pursuant to which the Company agreed with SAYKL and UIL to amend the terms of the previously outstanding loan agreements in order to (i) provide an additional $1,000 to the Company, bringing the aggregate principal amount outstanding to SAYKL and UIL to $2,000 as at September 30, 2022 (the closing date of the transaction), and (ii) add a conversion into common shares feature at a conversion price of $0.175 per common share where the holder shall have the right, at its sole option, at any time up until and upon the maturity date, to convert the principal sum outstanding under the $2M Convertible Debt Agreements, in whole or in part, into that number of fully paid and non-assessable common shares obtained by dividing the outstanding principal sum under the $2M Convertible Debt Agreements to be converted by the conversion price (the "$2M Convertible Debt"). Interest on the $2M Convertible Debt is accrued and paid quarterly. Lastly, the principal amount is due on the maturity date of December 22nd, 2026, if the conversion option is not exercised prior to such date.

Convertible Debt Offering - December 2022

On December 15th, 2022, the Company entered into loan agreements (the "$2.5M Convertible Debt Agreements") with MT Sidecar, LP. (a limited partnership controlled by a director of the Company) and UIL, pursuant to which the lenders extended loans in favour of the Company in the principal amount of $1,250 each for an aggregate principal amount outstanding of $2,500 on December 22, 2022 (the closing date of the transaction). The $2.5M Convertible Debt Agreements included a conversion into common shares feature, at a conversion price of $0.15 per common share where the holder shall have the right, at its sole option, at any time up until and upon the maturity date, to convert the principal sum outstanding under the $2.5M Convertible Debt Agreements, in whole or in part, into that number of fully paid and non-assessable common shares obtained by dividing the outstanding principal sum under the $2.5M Convertible Debt Agreements to be converted by the conversion price (the "$2.5M Convertible Debt"). Lastly, the principal amount and accrued interest are due on the maturity date of December 22nd, 2026, if the conversion option is not exercised prior to such date.

Convertible Debt Offering - December 2023

On December 6th, 2023, the Company entered into a convertible loan agreement (the "2023 Convertible Debt Agreement") with UIL, pursuant to which the lender extended convertible loans in favour of the Company in the principal amount of $2,000 on December 11, 2023 (the closing date of the transaction). The 2023 Convertible Debt Agreement included a conversion into common shares feature, at a conversion price of $0.10 per common share where the holder shall have the right, at its sole option, at any time after six months of the closing of the transaction up until and upon the maturity date, to convert the principal sum outstanding under the 2023 Convertible Debt Agreement, in whole or in part, into that number of fully paid and non-assessable common shares obtained by dividing the outstanding principal sum under the 2023 Convertible Debt Agreement to be converted by the conversion price (the "2023 Convertible Debt", and together with the $2.0M Convertible Debt and the $2.5M Convertible Debt, the

(Unaudited, expressed in $000s CAD)

“Convertible Debt”). Lastly, the principal amount is due on the maturity date of December 22nd, 2026, if the conversion option is not exercised prior to such date.

The following table summarizes the continuity of the Convertible Debt for the periods ended:

	September 30, 2024		September 30, 2023	
Balance as at January 1,	$	5,922	$	3,646
Accrued Interest on Convertible Debt	$	503	$	-
Accretion of Convertible Debt	$	246	$	161
Balance as at period end	**$**	**6,671**	**$**	**3,807**

Note 12 - Equity Instruments

Authorized

Unlimited common shares without par value.

Issued and Outstanding Common Shares

The total number of issued and outstanding common shares of the Company as at September 30, 2024 was 102,752,356.

	September 30, 2024		December 31, 2023	
	Shares	**Amounts**	**Shares**	**Amounts**
Common shares	102,752,356	$ 45,926	102,752,356	$ 45,926
Total shares issued and outstanding	**102,752,356**	**$ 45,926**	**102,752,356**	**$ 45,926**

12.1 Share based compensation

In August 2023, the Company granted 8,800,000 stock options to its employees and members of key management. These stock options expire 10 years after the grant date and vest over periods ranging from 2.3 to 3.3 years.

The total number of issued and outstanding options to purchase common shares as at September 30, 2024, was 9,971,184.

The share based compensation expense for the three months ended September 30, 2024 and September 30, 2023 were $36 and $98, respectively. The share based compensation expense for the nine months ended September 30, 2024 and September 30, 2023 were $104 and $156, respectively.

12.2 Warrants

On May 12, 2024, 193,282 Warrants, that had been previously issued to UIL in conjunction with the Rights Offering, expired. This resulted in a $9 decrease in the Warrant Reserve balance.

The total number of issued and outstanding warrants of the Company as at September 30, 2024 was 375,000.

(Unaudited, expressed in $000s CAD)

Note 13 - Financial Instruments

13.1 Financial assets and liabilities by categories

The Company's financial assets include cash and cash equivalents and trade and other receivables, and its financial liabilities consist of trade payables, accrued liabilities, and borrowings. Cash and cash equivalents and trade and other receivables, are carried at amortized cost, less any impairment. Accounts payable and accrued liabilities, and borrowings are financial liabilities measured at amortized cost using the effective interest rate method.

As at September 30, 2024 and December 31, 2023 the Company's financial assets and liabilities were as follows:

	September 30, 2024		December 31, 2023	
	At Carrying Value or Amortized Cost		At Carrying Value or Amortized Cost	
Cash and cash equivalents	$	381	$	695
Trade & other receivables	$	2,252	$	891
Total financial assets	**$**	**2,633**	**$**	**1,586**
Accounts payables and accrued liabilities	$	1,907	$	2,412
Borrowings	$	8,848	$	7,762
Total financial liabilities	**$**	**10,755**	**$**	**10,174**

The Company endeavors to utilize the best available information in measuring fair value. Financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

13.2 Valuation hierarchy

The Company analyzes its financial instruments measured at fair value and groups them into levels based on the degree to which the fair value was observable.

The carrying amounts of cash and cash equivalents, trade and other receivables, accounts payable and accrued liabilities, and borrowings approximate their fair value because of the short-term maturity and highly liquid nature of these instruments and are considered Level 1.

The Convertible Debt was measured at fair value on initial measurement and is subsequently measured at amortized cost using the effective interest rate method. The key inputs for the valuation for the Convertible Debt include contractual future cash flows and available interest rates for debt of similar terms and maturity. Convertible Debt is considered Level 3 as these are significant unobservable inputs used to value the financial instrument.

There were no transfers into or out of Level 1, Level 2, or Level 3 during the three and nine months ended September 30, 2024 and 2023.

Note 14 - Risk Management

The Company's financial risk management strategy focused on creating and marketing viable software products for sale and distribution and minimizing the cash flow impacts of volatility in interest rates, while maintaining the financial flexibility the Company required in order to successfully execute its business strategies.

Due to the Company's capital structure and the nature of the Company's operations, the Company is exposed to the following financial risks: (i) market risk, including interest rate risk and foreign exchange risk; (ii) credit risk; and (iii) liquidity and capital management risk.

14.1 Market risk

(i) Interest rate risk

Interest rate risk refers to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to cash flow risk. This risk is partially offset by cash and cash equivalents earning interest at variable market rates.

Financial assets and liabilities that bear interest at fixed rates are subject to fair value interest rate risk. The Company is not currently exposed to significant risk with respect to financial assets and liabilities due to their short-term maturities.

With respect to floating-rate financial obligations, a negative impact on cash flows would occur if there were an increase in the reference rates such as the Canadian prime rate.

During the three and nine month periods ended September 30, 2024, and 2023, the interest rate risk stems from the Credit Facilities and from the Convertible Debt.

All other things being equal, a reasonably possible 1.0% increase in the interest rate applicable to the daily balances of the Credit Facilities and the convertible debt would have had a negative impact of $23 in the Company's net loss and comprehensive loss and shareholder's deficit for the three and nine months ended September 30, 2024 ($21 for the three and nine months ended September 30, 2023).

(ii) Foreign exchange risk

The Company has risk attributable to certain U.S. dollar-denominated transactions pertaining to purchases of products and services. The Company also invoices and collects some revenue in Euros, but the overall amount is insignificant, and poses a minimal risk to the Company. The Company manages its exposure to currency fluctuations by monitoring its level of cash in foreign currencies. Management did not hedge these exposures during the three and nine months ended September 30, 2024 and 2023.

Foreign exchange rate sensitivity

The Company is exposed to changes in currency exchange rates on certain of the Company's operating transactions, when revenue and expense transactions are denominated in a currency other than the Canadian dollar, the Company's functional currency. With the acquisitions of InfoTech and CoreHealth, the Company has an increased exposure to the U.S. dollar. A hypothetical 10% strengthening (weakening) of the U.S. dollar in relation to the Canadian dollar from September 30th, 2024 levels would have had an impact of +/- $157 on net loss and comprehensive loss and shareholder's deficit.

14.2 Credit risk

Credit risk pertains to the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk with financial institutions and other parties as a result of cash-in-bank and customer trade receivables arising from the Company's operating activities. The maximum exposure to credit risk at the reporting date was the carrying value of each class of financial asset as described in Note 13 — Financial Instruments. The Company did not hold any collateral as security as at September 30, 2024 and 2023.

(Unaudited, expressed in $000s CAD)

Credit risk related to transactions with financial institutions

Credit risk with financial institutions was managed by the Company's finance department. Management was not aware of any significant risks associated with financial institutions as a result of cash and cash equivalents deposits.

Credit risks related to customer trade receivables

Payment terms are varied, and credit limits are typically established based on internal or external rating criteria, which take into account such factors as the customer's financial condition, credit history, and risk associated with their industry segment. Customer trade receivables represent the majority of the Company's trade and other receivables, so this necessitates the active monitoring and management of the outstanding receivables from customers by the Company. Historically, the Company has experienced a low level of customer default as a result of its historical experience with the Company's customer base and an active credit monitoring function. Collateral is generally not required to be provided by the Company's customers.

14.3 Liquidity and capital management risk

The capital structure of the Company included shareholders' equity (deficit) and borrowings. Management's overriding objectives when managing capital are to have sufficient liquidity to meet its liabilities when due, safeguard the business as a going concern, and create value through market growth and future returns. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities.

The Company is obligated to the following contractual maturities of undiscounted cash flows as at September 30, 2024:

	Carrying amount	Year 1	Year 2	Year 3	Year 4	Year 5 and Over	Total
Trade and other payables	1,907	1,907	-	-	-	-	1,907
Revolving Facility	1,360	1,360	-	-	-	-	1,360
Term Loan Facility	817	817	-	-	-	-	817
Lease liability	452	140	140	140	107	-	527
Convertible debt	6,671	-	-	7,004	-	-	7,004
Total	11,207	4,224	140	7,144	107	-	11,615

Note 15 - Commitments

As at September 30, 2024 and 2023, the Company had no future commitments for purchases of property and equipment and intangible assets.

Note 16 - Related Party Transactions

The table below summarizes the balances receivable and payable from or to related parties:

	Note	September 30, 2024	December 31, 2023
Payable to related party			
Convertible debt	11	$ 6,671	$ 5,521
Total payable to related party		**$ 6,671**	**$ 5,521**

Key management compensation

The Company's key management is comprised of the Board of Directors, the corporate secretary, and the executive officers effectively present during the three and nine months period ended September 30, 2024 and 2023. In addition to the Chief Executive Officer, executive officers are those persons having authority and responsibility for planning, directing, and controlling the activities of the entity, directly reporting to the Chief Executive Officer.

(Unaudited, expressed in $000s CAD)

The costs reported below are compensation and benefits for key management:

- Short-term employee benefits include their base salary plus bonus;
- Directors' and officers' fees include annual director fees, as well as Board and committees' attendance fees; and
- Share-based compensation includes the portion of the IFRS 2, "Share-based Payment" ("IFRS 2"), expense attributable to key management.

Compensation of key management for the three and nine month period ended September 30, 2024 and 2023 comprised of the following:

	THREE MONTHS ENDED		NINE MONTHS ENDED	
	September 30, 2024	**September 30, 2023**	**September 30, 2024**	**September 30, 2023**
Director & officer compensation				
Director & officer fees	$ 7	$ 7	$ 19	$ 19
Equity incentives	$ 6	$ 16	$ 19	$ 16
Executive compensation				
Salaries and employee benefits	$ 253	$ 241	$ 1,234	$ 811
Equity incentives	$ 21	$ 48	$ 62	$ 106
Total key management compensation	**$ 287**	**$ 312**	**$ 1,334**	**$ 952**

Note 17 – Other Income

The Company's other income breakdown for the three months ended and nine months ended September 30th, 2024 and 2023 were:

	THREE MONTHS ENDED		NINE MONTHS ENDED	
	September 30, 2024	**September 30, 2023**	**September 30, 2024**	**September 30, 2023**
Other Income consists of the following:				
Gain on net investment in sublease	$ -	$ -	$ -	$ 196
Finance income	$ 3	$ 4	$ 9	$ 5
Gain on capital asset disposals	$ -	$ -	$ -	$ 14
Interest Income	$ -	$ -	$ 13	$ -
Total Other Income	**$ 3**	**$ 4**	**$ 22**	**$ 215**

On May 1st, 2023, the Montreal office sublease commenced resulting in a gain on net investment in the sublease for $196 – See Note 11 – Leases.

Finance income earned from the Montreal sublease were $3 and $4 for the three months ended September 30, 2024, and 2023, respectively. Finance income earned from the Montreal sublease were $9 and $5 for the nine months ended September 30, 2024, and 2023, respectively.

Note 18 – Subsequent Events

Credit Facilities Ninth Amendment

Effective October 31, 2024, the Company entered into a ninth amendment to its Credit Facilities with its senior lender-. Under the ninth amendment, the maturity of the date of the Credit Facilities was extended to October 31, 2025.

Under the most recent amendment, the Revolving Facility increased from $3,000 to $3,500. The new applicable interest rate on the Revolving Facility is the prime rate of the senior lender plus 4.0% and the new applicable interest rate on the Term Loan Facility is the prime rate of the senior lender plus 4.25%.

The Credit Facilities are subject to a new financial covenant, where the Company must maintain minimum profitability on a monthly basis.

Frankfurt Stock Exchange Delisting

During the fourth quarter, the Company decided to request a delisting of its common shares on the Frankfurt Stock Exchange. The delisting process has commenced and the last trading day of the common shares, under the symbol PPM1 on the Frankfurt Stock Exchange, is expected to be on or around December 20, 2024.