TRIBE PROPERTY TECHNOLOGIES INC.

Condensed Consolidated Interim Financial Statements
For the three months ended March 31, 2025 and 2024

(Expressed in Canadian Dollars)

TRIBE PROPERTY TECHNOLOGIES INC.
Condensed Consolidated Interim Statements of Financial Position
(Expressed in Canadian Dollars)

As at	March 31, 2025 (unaudited)	December 31, 2024
ASSETS		
Current assets		
Cash	$ 2,806,177	$ 1,819,520
Accounts receivable (Note 18)	2,342,819	2,731,134
Prepaid expenses and deposits	162,265	141,758
Investments	88,702	91,922
Total current assets	5,399,963	4,784,334
Property and equipment (Note 6)	2,369,522	2,808,801
Intangible assets (Note 7)	11,914,634	12,408,725
Goodwill (Note 7)	7,718,345	7,718,345
TOTAL ASSETS	$ 27,402,464	$ 27,720,205
LIABILITIES		
Current liabilities		
Accounts payable and accrued liabilities (Note 19)	$ 5,665,232	$ 5,437,431
Deferred revenue (Note 8)	185,181	193,931
Loans and borrowings (Note 9)	10,660,632	10,945,279
Current portion of lease obligations (Note 10)	542,298	591,217
Notes payable (Note 11)	2,488,226	2,452,499
Total current liabilities	19,541,569	19,620,357
Lease obligations (Note 10)	1,982,834	2,461,708
Notes payable (Note 11)	1,272,823	1,486,219
Deferred tax liability (Note 3)	1,912,000	1,961,000
TOTAL LIABILITIES	24,709,226	25,529,284
SHAREHOLDERS’ EQUITY		
Share capital (Note 12)	61,066,995	60,026,185
Reserve (Notes 13)	2,939,255	2,872,424
Accumulated deficit	(61,313,012)	(60,707,688)
TOTAL SHAREHOLDERS’ EQUITY	2,693,238	2,190,921
TOTAL LIABILITIES AND SHAREHOLDERS’ EQUITY	$ 27,402,464	$ 27,720,205

Subsequent Event (Note 20)

These consolidated financial statements were authorized for issue by the Board of Directors on May 28, 2025. They are signed on behalf of the Board of Directors by:

/s/ “Joseph Nakhla”
CEO and Director

/s/ “Raymond Choy”
Director

The accompanying notes form an integral part of these condensed consolidated interim financial statements.

TRIBE PROPERTY TECHNOLOGIES INC.
Condensed Consolidated Interim Statements of Loss and Comprehensive Loss
(Expressed in Canadian Dollars)

	For the Three Months Ended	
	March 31, 2025	**March 31, 2024**
REVENUE (Note 4)	**$ 7,977,358**	$ 5,338,192
OPERATING EXPENSES		
Cost of software and services and software licensing fees	**4,505,204**	3,362,210
Selling, general and administrative expenses (Note 5)	**3,250,558**	3,428,384
Depreciation (Note 6)	**161,817**	213,312
Amortization of intangible assets (Note 7)	**494,091**	237,393
Amortization of deferred financing asset (Note 9)	**24,858**	24,858
Stock-based compensation (Notes 13 and 16)	**19,759**	53,350
	8,456,287	7,319,507
LOSS FROM OPERATIONS	**(478,929)**	(1,981,315)
OTHER INCOME AND EXPENSES		
Interest expense (Notes 9,10 and 11)	**(356,479)**	(226,951)
Interest income	**36**	50
Foreign exchange gain (loss)	**24**	(321)
Fair value gain (loss) on investment	**(3,220)**	5,590
Other income	**100,800**	-
Gain on termination of lease (Note 10)	**84,170**	-
NET LOSS BEFORE TAX	**(653,598)**	(2,202,947)
Income tax recovery	**48,274**	11,681
NET LOSS	**$ (605,324)**	$ (2,202,947)
LOSS PER SHARE, BASIC AND DILUTED	**$ (0.02)**	$ (0.10)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES	**33,297,543**	21,351,194

The accompanying notes form an integral part of these condensed consolidated interim financial statements.

TRIBE PROPERTY TECHNOLOGIES INC.
Condensed Consolidated Interim Statements of Cash Flows
(Expressed in Canadian Dollars)

	For the Three Months Ended	
	March 31, 2025	**March 31, 2024**
Cash flows provided by (used in):		
OPERATING ACTIVITIES		
Net loss	**$ (605,324)**	$ (2,202,947)
Adjustments for items not affecting cash:		
Income tax recovery	**(48,274)**	-
Bad debt expense	**(43,107)**	29,894
Depreciation	**161,817**	213,312
Amortization of intangible assets	**494,091**	237,393
Amortization of deferred financing asset	**24,858**	24,858
Interest expense	**356,479**	226,951
Interest income	**(36)**	(50)
Fair value loss (gain) on investment	**3,220**	(5,590)
Stock-based compensation	**19,759**	53,350
Gain on termination of lease	**(84,170)**	-
	279,313	(1,422,829)
Net changes in non-cash working capital items:		
Receivables and prepaid expenses	**431,422**	79,564
Prepaid expenses	**(20,507)**	-
Accounts payable and accrued liabilities	**35,506**	365,091
Deferred revenue	**(8,750)**	(33,857)
	437,671	410,798
Interest paid	**(221,085)**	(199,306)
Net cash flows from (used in) operating activities	**495,899**	(1,211,337)
INVESTING ACTIVITY		
Purchase of property and equipment	**(29,232)**	(20,729)
Net cash flows used in investing activities	**(29,232)**	(20,729)
FINANCING ACTIVITIES		
Proceeds from private placement financing	**1,087,882**	-
Proceeds from draw on operating facility	**25,310**	935,113
Repayment of operating facility	**(22,305)**	-
Repayment of M&A facility	**(312,510)**	(53,501)
Repayment of notes payable	**(250,000)**	-
Repayment of lease obligations	**(8,387)**	(135,266)
Net cash flows provided by financing activities	**519,990**	746,346
Net increase (decrease) in cash	**986,657**	(485,720)
Cash, beginning	**1,819,520**	1,324,101
Cash, ending	**$ 2,806,177**	$ 838,381

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

TRIBE PROPERTY TECHNOLOGIES INC.
Condensed Consolidated Interim Statements of Changes in Shareholders' Equity
(Expressed in Canadian Dollars)

	Number of shares		Amount		Reserve		Accumulated deficit		Total
Balance, December 31, 2023	**21,351,194**	**$**	**54,282,309**	**$**	**2,559,808**	**$**	**(53,171,678)**	**$**	**3,670,439**
Stock-based compensation (Notes 13 and 16)	-		-		53,350		-		53,350
Net and comprehensive loss for the period	-		-		-		(2,202,947)		(2,202,947)
Balance, March 31, 2024	**21,351,194**	**$**	**54,282,309**	**$**	**2,613,158**	**$**	**(55,374,625)**	**$**	**1,520,842**
Balance, December 31, 2024	**33,227,807**	**$**	**60,026,185**	**$**	**2,872,424**	**$**	**(60,707,688)**	**$**	**2,190,921**
Shares issued for cash (Note 12)	2,092,080		1,087,882		47,072		-		1,134,954
Share issuance costs (Note 13)	-		(47,072)		-		-		(47,072)
Stock-based compensation (Notes 13 and 16)	-		-		19,759		-		19,759
Net and comprehensive loss for the period	-		-		-		(605,324)		(605,324)
Balance, March 31, 2025	**35,319,887**	**$**	**61,066,995**	**$**	**2,939,255**	**$**	**(61,313,012)**	**$**	**2,693,238**

The accompanying notes form an integral part of these condensed consolidated interim financial statements.

1. REPORTING ENTITY

Tribe Property Technologies Inc. ("Tribe" or the "Company") was incorporated under the *Business Corporations Act* (Ontario) on June 5, 2017. The Company's registered office is located at Suite 3200, Bay Adelaide Centre – North Tower, 40 Temperance Street, Toronto, Ontario, M5H 0B4 and its principal place of business is located at 1606-1166 Alberni Street, Vancouver, BC, V6E 3Z3. The Company is listed on the TSX Venture Exchange ("Exchange") under the symbol "TRBE".

The Company's principal business activity is offering technology-enabled property management services to meet the needs of developers, condominium and residential communities, owners and residents. The services provided via its technology platform are focused on improving the living experience of the residents within each community, with a key focus on communication, information, education and protection. Through its technology platform, the Company provides on-demand access to important records and documents, simple communication tools, online payment options, bookable amenities and a ticketing system for residents to notify their developer or management of issues, warranty concerns and deficiencies.

2. MATERIAL ACCOUNTING POLICY INFORMATION

2.1 Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34, *Interim Financial Reporting*, as issued by the International Accounting Standards Board ("IASB"). Accordingly, certain information and footnote disclosure normally included in annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS") have been omitted or condensed, and therefore these condensed consolidated interim financial statements should be read in conjunction with the Company's audited consolidated financial statements for the period ended December 31, 2024 and the notes thereto.

These condensed consolidated interim financial statements are based on the IFRS issued and effective as of May 28, 2025, the date these condensed consolidated interim financial statements were authorized for issuance by the Company's Board of Directors, and follow the same accounting policies and methods of computation as the most recent annual financial statements.

2.2 Basis of preparation

The financial statements have been prepared on an accrual basis and are based on historical cost, except for certain financial instruments that are measured at fair value. Certain comparative figures for the prior period have been reclassified to conform to the presentation in the current period.

2.3 Significant accounting judgements, estimates and assumptions

Business combinations

On the completion of business acquisitions, management's judgement is required to estimate the purchase price and to identify and determined the fair value of all assets acquired and liabilities assumed. The determination of the fair value of assets acquired and liabilities assumed is based on management's estimates and certain assumptions generally included in a present value calculation of the related cash flows.

Going concern

Management has applied judgements in the assessment of the Company's ability to continue as a going concern when preparing its condensed consolidated interim financial statements. Management prepares its condensed consolidated interim financial statements on a going concern basis unless management either intends to liquidate the Company or has no realistic alternative other than to do so.

Impairment of goodwill

Determining whether goodwill is impaired requires an estimation of the value in use of the Cash Generating Unit ("CGU") to which goodwill has been allocated. The value in use calculation requires management to estimate the future cash flows expected to arise from the CGU and a suitable discount rate in order to calculate present value. The fair value calculation requires management's estimate of future revenues and a suitable revenue multiplier.

(In Canadian dollars)

2. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

The Company tests goodwill for impairment at least annually in accordance with the requirements of IAS 36 *Impairment of Assets*. The recoverable amounts of CGU's are determined based on the greater of their fair value less costs of disposal and value in use.

For the purposes of impairment testing, assets are grouped into CGU's that have been identified as being the smallest identifiable group of assets that generate cash inflows that are independent of cash inflows of other assets or groups of assets. The determination of these CGU's is based on management's judgement in regards to shared infrastructure, geographical proximity, product type and other relevant factors.

Determination of useful life

Each significant component of property and equipment and intangible assets are depreciated over their estimated useful lives. Estimated useful lives are determined based on current facts and past management experience and take into consideration the anticipated physical life of the asset, existing long-term sales agreements and contracts, current and forecasted demand, and the potential for technological obsolescence.

3. BUSINESS COMBINATION

On June 4, 2024, the Company acquired 100% of the outstanding share capital of DMSI for $10,000,000 cash consideration, and a $3,000,000 promissory note (Note 11). There was a working capital increase adjustment of $81,000, payable as at March 31, 2025. In connection with the acquisition, the Company incurred and expensed transaction costs of $609,316. The purchase price is subject to an adjustment, based on DMSI achieving a target EBITDA of $2,600,000 in the 12-month period following acquisition. If the target EBITDA is not achieved, the purchase price would be reduced by an amount equal to five times the difference between the target EBITDA and the actual EBITDA. As at March 31, 2025, the Company is not expecting any price adjustments.

In accordance with the measurement requirements set out under IFRS 3, Business Combinations, the purchase price allocation based on the fair value of assets and liabilities assumed is as follows:

Cash consideration	$	10,000,000
Promissory Note (Note 11)		2,577,493
Working capital adjustment		81,000
Fair value of purchase consideration	**$**	**12,658,493**
Allocated to:		
Bank indebtedness	$	(97,429)
Accounts receivable		1,861,616
Prepaid expenses		314,036
Property and equipment (Note 6)		6,077
Right-of-use assets (Note 6)		153,728
Intangible assets (Note 7)		7,319,000
Goodwill (Note 7)		6,743,335
Deferred tax liability		(1,978,000)
Lease liabilities (Note 10)		(153,728)
Accounts payable and accrued liabilities		(1,238,466)
Other liabilities		(271,676)
Total	**$**	**12,658,493**

The goodwill represented the excess of the purchase price over the fair value of net assets acquired. It is attributable to the workforce acquired and expected synergies from combining operations. None of the goodwill is deductible for tax purposes. The goodwill was added to the DMSI CGU (Note 7). DMSI revenue for the period from June 5, 2024 to December 31, 2024 was $7,935,178.

The receivables acquired in the transaction had a fair value of $1,861,616 which approximated the gross contractual amounts receivable. The best estimate at the acquisition date of the contractual cash flows for which collection is uncertain is $0.

(In Canadian dollars)

4. REVENUE

A disaggregation of revenue from contracts with customers is as follows:

	Three Months ended	
	March 31, 2025	**March 31, 2024**
Software and service fees	$ 6,355,905	$ 4,482,285
Transactional revenues	1,621,453	855,907
Total revenue	$ 7,977,358	$ 5,338,192

5. SELLING, GENERAL AND ADMINISTRATIVE

Selling, general and administrative expenses are comprised of:

	Three Months ended	
	March 31, 2025	**March 31, 2024**
Salaries and wages	$ 1,750,975	$ 2,319,476
Office expenses	980,866	690,649
Professional fees	278,069	253,663
Subcontractors	212,352	94,101
Investor relations	10,935	41,845
Advertising and promotion	17,357	21,107
Standby fees (Note 9)	4	7,543
Total selling, general and administrative expenses	$ 3,250,558	$ 3,428,384

(In Canadian dollars)

6. PROPERTY AND EQUIPMENT

	Computer hardware	Computer software	Furniture and equipment	Leasehold improvements	Right-of-use assets	Total
Cost						
Balance, December 31, 2023	$ 431,176	$ 1,278,869	$ 208,447	$ 167,914	$ 5,481,798	$ 7,568,204
Additions (Note 10)	-	82,794	504	-	98,007	181,305
Disposals	(60,521)	(959,592)	(77,704)	-	(184,593)	(1,282,410)
Assets acquired (Note 3)	5,373	-	704	-	153,728	159,805
Balance, December 31, 2024	376,028	402,071	131,951	167,914	5,548,940	6,626,904
Additions	17,054	12,178	-	-	-	29,232
Disposals (Note 10)	-	-	-	-	(306,694)	(306,694)
Balance, March 31, 2025	$ 393,082	$ 414,249	$ 131,951	$ 167,914	$ 5,242,246	$ 6,349,442
Accumulated amortization						
Balance, December 31, 2023	$ 327,705	$ 1,027,354	$ 123,796	$ 65,178	$ 2,466,543	$ 4,010,576
Depreciation	27,441	99,333	16,431	20,730	656,467	820,402
Disposals	(48,291)	(886,434)	(78,150)			(1,012,875)
Balance, December 31, 2024	306,855	240,253	62,077	85,908	3,123,010	3,818,103
Depreciation	5,091	11,876	3,402	5,182	136,266	161,817
Balance, March 31, 2025	$ 311,946	$ 252,129	$ 65,479	$ 91,090	$ 3,259,276	$ 3,979,920
Net book value						
Balance, December 31, 2024	$ 69,173	$ 161,818	$ 69,874	$ 82,006	$ 2,425,930	$ 2,808,801
Balance, March 31, 2025	$ 81,136	$ 162,120	$ 66,472	$ 76,824	$ 1,982,970	$ 2,369,522

(In Canadian dollars)

7. INTANGIBLE ASSETS AND GOODWILL

		Customer Relationships		Goodwill
Cost				
Balance, December 31, 2023	$	8,827,485	$	975,010
Additions (Note 3)		7,319,000		6,743,335
Disposals		(138,873)		-
Purchase price adjustment		(22,680)		
Balance, December 31, 2024		15,984,932		7,718,345
Balance, March 31, 2025	$	15,984,932	$	7,718,345
Accumulated amortization				
Balance, December 31, 2023	$	2,011,399	$	-
Amortization		1,624,850		-
Disposals		(60,042)		-
Balance, December 31, 2024		3,576,207		-
Amortization		494,091		-
Balance, March 31, 2025	$	4,070,298	$	-
Net book value				
Balance, December 31, 2024	$	12,408,725	$	7,718,345
Balance, March 31, 2025	$	11,914,634	$	7,718,345

For the purpose of assessing impairment of goodwill and non-financial assets, the Company must identify its CGUs. Determination of what constitutes a CGU is subject to management judgment. Management has determined that the Company has three CGUs: Tribe CGU, Meritus CGU, and DMSI CGU. All three CGUs belong to the Software and Services segment as they pertain to the property management business associated with the Company's community-living technology platform.

In 2023, the Company had three CGUs: Tribe CGU, Gateway CGU, and Meritus CGU. Management determined that the previous Tribe CGU and Gateway CGU would be combined as one Tribe CGU for 2024. It was determined during the year 2024, the previous Tribe and Gateway CGUs had their business processes fully integrated, and their financial performance was viewed and managed as one entity.

At December 31, 2024, the Company tested its CGUs for impairment. The inputs for the calculated recoverable amounts below are not based on observable market data. As such, the recoverable amounts of both the Tribe and Meritus CGUs are categorized in Level 3 of the fair value measurement hierarchy.

For the Tribe CGU, the estimated recoverable amount was calculated using a revenue multiple of 0.60 based on the average of 2024 actual revenues and 2025 forecasted revenues, less costs of disposal. This resulted in a recoverable amount of $10,525,318, exceeding the CGU carrying amount of $5,156,785. The revenue multiple used reflected current market assessments and the acquisition history of the Company. A 1% change in the revenue multiple is a difference of $105,253 and would not yield a different result. The Company recorded $nil impairment.

For the Meritus CGU, the estimated recoverable amount was calculated using the average of a revenue multiple of 0.43 based on 2024 actual revenues and a revenue multiple of 0.40 based on 2025 forecasted revenues, less costs of disposal. This resulted in a recoverable amount of $1,043,635, exceeding the CGU carrying amount of $945,210. The revenue multiple used reflected current market assessments and the acquisition history of the Company. A 1% change in the revenue multiple is a difference of $10,436 and would not yield a different result. The Company recorded $nil impairment.

For the DMSI CGU, the recoverable amount is $12,658,493, the same as the fair value assessed as at June 4, 2024, the date of acquisition. The carrying amount as at December 31, 2024 is $11,820,659. The Company assessed qualitative and quantitative factors and did not identify any significant changes. No impairment was recognized.

At December 31, 2024, carrying amount of the goodwill allocated to the Tribe CGU is $187,807, the carrying amount of the goodwill allocated to the Meritus CGU is $787,203, and the carrying amount of the goodwill allocated to the DMSI CGU is $6,743,335.

(In Canadian dollars)

7. INTANGIBLE ASSETS AND GOODWILL (continued)

During the year ended December 31, 2023, the Company added customer relationships through its acquisition of Warrington PCI Management for total consideration of $300,000. The Company paid $200,000 on the closing date of January 5, 2023, with $100,000 payable on the date that is thirteen months after the closing date, and up to $75,000 payable upon the future delivery of property management contracts related to buildings that are currently under development. The $75,000 payable related to buildings under development was not added to intangible assets and not accrued as there is no certainty that the property management contracts for the buildings under development will be signed. Based on revenue performance, the $100,000 payable was adjusted to $77,320 and paid during the year ended December 31, 2024.

During the year ended December 31, 2024, the Company sold customer relationships with a carrying value of $78,831, for consideration of $130,974.

During the year ended December 31, 2024, the Company added Customer relationships and Goodwill of $7,319,000 and $6,743,335 respectively through its acquisition of DMSI (Note 3).

8. DEFERRED REVENUE

Balance, December 31, 2023	$	367,130
Billings		110,670
Revenue recognized		(283,869)
Balance, December 31, 2024		193,931
Billings		62,154
Revenue recognized		(70,904)
Balance, March 31, 2025	$	185,181

9. LOANS AND BORROWINGS

		March 31, 2025		December 31, 2024
Operating facility	$	997,526	$	994,521
M&A facility		9,712,822		10,025,332
Deferred financing costs		(49,716)		(74,574)
	$	10,660,632	$	10,945,279

Operating & M&A facilities

On October 5, 2023, the Company signed a loan agreement with a Canadian Schedule A bank, providing a senior term loan facility (the “Facility”) for up to $15 million. The Facility consists of:

a) A $3 million operating line to support the Company’s working capital requirements; and
b) A mergers and acquisitions (“M&A”) facility of $7 million with an additional accordion feature of $5 million.

The Company is subject to its assets as securities to the Facility, and is subject to certain covenants under the Facility.

The Company incurred $198,864 in closing costs, which are classified as deferred financing costs and amortized to the maturity date of the loan, on September 8, 2025.

The Facility has an interest rate of prime +2.65% per annum. The maturity date on the Facility is the two-year anniversary date of the closing date, which is September 8, 2025. The Facility is repayable on demand at any time, therefore the balance of the Facility is classified as short-term as at March 31, 2025.

For the three months ended March 31, 2025, amortization of deferred financing costs is $24,858 (2024: $24,858), interest expense incurred from the Facility is $199,146 (2024: $95,021), and standby fees incurred from the Facility are $4 (2024: $7,543) (Note 5). On May 28, 2024, the Company renegotiated the credit terms such that the operating facility is up to $1 million and the M&A facility is up to $10 million.

(In Canadian dollars)

9. LOANS AND BORROWINGS (continued)

On November 21, 2024 the Company renegotiated the terms of the agreement such that EBITDA and cash financial covenants have changed beginning in August 2024.

On April 14, 2025 the Company renegotiated the terms of the agreement such that EBITDA and cash financial covenants have changed beginning in February 2025. The maturity date of the Facility has been revised to August 31, 2026.

As at March 31, 2025, the Company is in compliance with the financial covenants associated with the Facility. As at the reporting date of these financial statements, the Company is in compliance with the financial covenants associated with the Facility.

10. LEASES

The Company leases office space for its operations as well as computers and related equipment. The leased assets and liabilities were measured at the present value of the lease payments plus the anticipated exercise of renewal options, discounted using the incremental borrowing rate which was estimated to be between 10% and 13%.

The Company's lease liabilities are as follows:

		March 31, 2025		December 31, 2024
Current portion of lease obligations	$	542,298	$	591,217
Non-current portion of lease obligations (Note 16)		1,982,834		2,461,708
	$	2,525,132	$	3,052,925

The lease liability interest expense recognized in profit and loss and lease payments recognized in the financing component of statement of cash flows is as follows:

Balance, December 31, 2023	$	3,583,165
New leases (Note 6)		98,007
Leases acquired (Note 3)		153,728
Interest expense		350,928
Allocation to accounts payable		(284,415)
Payments		(614,324)
Early termination		(234,164)
Balance, December 31, 2024		3,052,925
Interest expense		66,054
Allocation to accounts payable		(128,542)
Payments		(74,441)
Early termination (Note 6)		(390,864)
Balance, March 31, 2025	$	2,525,132

As at March 31, 2025, the Company is committed to minimum lease payments as follows:

		March 31, 2025
Less than one year	$	761,750
One to five years		2,108,906
More than five years		348,390
Total undiscounted lease liabilities	$	3,219,046

The Company did not designate any leases as low-value or short-term under IFRS 16.

(In Canadian dollars)

11. NOTES PAYABLE

In connection with the acquisition of Gateway Property Management Corp. ("Gateway"), the Company owed a note payable of $9,000,000 plus a working capital payment of $1,000,000. The note payable bears interest at 5% per annum, which is accrued and paid monthly. Interest expense for the three months ended March 31, 2025 is $26,475 (2024: $34,907). On September 20, 2023, the promissory note was amended and restated, with the principal repayable as follows:

- $5,000,000, plus accrued interest, paid on March 29, 2021;
- $1,000,000, plus accrued interest, paid on December 31, 2022;
- $1,000,000, plus accrued interest, paid on December 31, 2023;
- $500,000, plus accrued interest, paid on June 21, 2024;
- $500,000, plus accrued interest, paid on April 1, 2025;
- $1,000,000, plus accrued interest, payable on December 31, 2024 (agreed with vendor to defer to July 1, 2026)

The note payable has been recorded at its fair value, using a market discount rate of 7.5% per annum:

	March 31, 2025	December 31, 2024
Current portion of note payable	$ 1,467,405	$ 1,459,680
Non-current portion of note payable	-	-
Total note payable	$ 1, 467,405	$ 1,459,680

In connection with the acquisition of Meritus, the Company owed a note payable of $300,000 less a working capital adjustment of $(35,578) (Note 3). The note payable bears interest at 7% per annum, which is accrued and paid monthly. Interest expense for the three months ended March 31, 2025 is $9,076 (2024: $7,975). The principal is repayable as follows:

- $88,141 payable on November 30, 2024 (agreed with vendor to defer to August 4, 2025);
- $88,141 payable on November 30, 2025; and
- $88,141 payable on November 30, 2026.

The note payable has been recorded at its fair value of $240,148, using a market discount rate of 13% per annum. The market discount rate was determined by a professional valuator at the time of the Meritus acquisition.

	March 31, 2025	December 31, 2024
Current portion of note payable	$ 192,664	$ 185,026
Non-current portion of note payable	92,670	91,232
Total note payable	$ 285,334	$ 276,258

In connection with the acquisition of DMSI, the Company owed a note payable of $3,000,000 (Note 3). The note payable bears no interest. Interest expense for the three months ended March 31, 2025 is $55,530 (2024: $nil). The principal is repayable in twelve quarterly payments of $250,000, beginning on September 4, 2024 and ending on June 4, 2027. The company made the following principal repayments:

- $250,000 principal repayment on September 4, 2024;
- $250,000 principal repayment on December 4, 2024; and
- $250,000 principal repayment on March 4, 2025.

The note payable has been recorded at its fair value of $2,577,493, using a market discount rate of 10.0% per annum. The market rate discount rate was determined by a professional valuator at the time of the DMSI acquisition.

	March 31, 2025	December 31, 2024
Current portion of note payable	$ 828,157	$ 807,793
Non-current portion of note payable	1,180,153	1,394,987
Total note payable	$ 2,008,310	$ 2,202,780

12. SHARE CAPITAL

12.1 Authorized

Authorized, unlimited number of voting common shares without par value.

12.2 Issued common shares

On June 3, 2024, the Company completed a private placement equity financing in which the Company raised gross proceeds of $3,665,439 from the issuance of 7,048,922 units of the Company (each, a "Unit") at a price of $0.52 per Unit. Each Unit consists of one common share and a half common share purchase warrant of the Company. Each warrant entitles the holder to acquire one common share at a price of $0.82 per common share, until June 3, 2029, subject to adjustment in certain events. No value was attributed to the Warrants under the residual value method. Total issuance costs incurred was $102,961 of which $5,820 was paid to agents.

On June 21, 2024, the Company completed a private placement equity financing under the Listed Issue Financing Exemption ("LIFE"), in which the Company raised gross proceeds of $2,510,400 from the issuance of 4,827,691 units of a Company (each, a "Unit") at a price of $0.52 per Unit (Note 13). Each Unit consists of one common share and a half common share purchase warrant of the Company. Each warrant entitles the holder to acquire one common share at a price of $0.82 per common share, until June 21, 2029, subject to adjustment in certain events. $168,929 was attributed to the warrants under the residual value method. Total issuance costs incurred was $142,076, of which $74,616 was paid to agents. The Company issued to the agents 132,057 compensation warrants (each, a "Compensation Option") at a price of $0.82 per Compensation Option, until June 21, 2029, subject to adjustment in certain events (Note 13). The Compensation Options were valued at $17,997 using the Black-Scholes-Merton pricing model, using an exercise price of $0.82, expected life of 5 years, volatility of 50%, and risk-free rate of 3.36% (Note 13).

On March 28, 2025, the Company announced that it closed a private placement equity financing in which the Company raised gross proceeds of $1,087,882 from the issuance of 2,092,080 units of the Company (each, a "Unit") at a price of $0.52 per unit. Each Unit consisted of one common share and a half common share purchase warrant of the Company. Each warrant entitles the holder to purchase one common share at a price of $0.82 per common share, until March 28, 2030, subject to adjustment in certain events.

13. STOCK, COMPENSATION OPTIONS AND WARRANTS

The Company has a rolling stock option plan ("SOP") whereby a maximum of 10% of the issued and outstanding common shares of the Company may be reserved for issuance pursuant to the exercise of stock options. The terms of the granted stock options are fixed by the Board of Directors and are not to exceed ten years. The exercise price of stock options is determined by the Board of Directors.

Stock options granted under the SOP may vest immediately on grant, or over a period as determined by the Board of Directors, or in respect of stock options granted for investor relations services, as prescribed by the Exchange policy.

13.1 Employee Stock Options

There were no employee stock options granted during the three months ended March 31, 2025.

Total stock-based compensation expense from employee stock options during the three months ended March 31, 2025 was $18,946 (March 31, 2024 - $51,828) using the Black-Scholes-Merton option pricing model.

A continuity schedule of the Company's outstanding employee stock options for the three months March 31, 2025 and December 31, 2024 is as follows:

(In Canadian dollars)

13. STOCK, COMPENSATION OPTIONS AND WARRANTS (continued)

	March 31, 2025		December 31, 2024	
	Number outstanding	**Weighted average exercise price**	**Number outstanding**	**Weighted average exercise price**
Outstanding, beginning	1,145,220	$ 2.47	1,384,190	$ 2.70
Forfeited	(2,750)	3.12	(143,569)	4.23
Expired	-	-	(59,401)	3.57
Outstanding, ending	1,142,470	$ 2.46	1,145,220	$ 2.47
Exercisable, ending	696,220	$ 3.32	656,220	$ 3.21

At March 31, 2025, the Company had outstanding employee stock options as follows:

Expiry date	**Options outstanding**	**Options exercisable**	**Exercise price**	**Weighted average remaining contractual life (in years)**
April 30, 2025	285,220	285,220	$ 2.75	0.08
January 31, 2026	200,000	200,000	$ 5.00	0.84
February 21, 2026	39,500	39,500	$ 5.00	0.90
December 31, 2026	43,750	33,750	$ 5.00	1.75
December 31, 2027	74,000	37,750	$ 1.55	2.75
December 31, 2031	500,000	100,000	$ 1.00	6.58
	1,142,470	696,220		3.32

13.2 Broker Compensation Options

There were no broker compensation options granted during the three months ended March 31, 2025.

A continuity schedule of the Company's outstanding broker compensation options for the three months ended March 31, 2025 and December 31, 2024 is as follows:

	March 31, 2025		December 31, 2024	
	Number outstanding	**Weighted average exercise price**	**Number outstanding**	**Weighted average exercise price**
Outstanding, beginning	431,305	$ 3.79	299,248	$ 5.10
Granted	-	-	132,057	0.82
Expired	(299,248)	5.10	-	-
Outstanding, ending	132,057	$ 0.82	431,305	$ 3.79
Exercisable, ending	132,057	$ 0.82	431,305	$ 3.79

(In Canadian dollars)

13. STOCK, COMPENSATION OPTIONS AND WARRANTS (continued)

At March 31, 2025, the Company had outstanding broker compensation options as follows:

Expiry date	Options outstanding	Options exercisable	Exercise price	Weighted average remaining contractual life (in years)
June 21, 2029	132,057	132,057	$ 0.82	4.22
	132,057	132,057		4.22

13.4 Board Stock Options

There were no board stock options granted during the three months ended March 31, 2025.

Total stock-based compensation expense from board stock options during the three months ended March 31, 2025 was $813 (March 31, 2024 - $1,522) using the Black-Scholes-Merton option pricing model.

A continuity schedule of the Company's outstanding board stock options for the three months ended March 31, 2025 and December 31, 2024 is as follows:

	March 31, 2025		December 31, 2024	
	Number outstanding	Weighted average exercise price	Number outstanding	Weighted average exercise price
Outstanding, beginning	125,900	$ 4.04	125,900	$ 4.04
Granted	-	-	-	-
Outstanding, ending	125,900	$ 4.04	125,900	$ 4.04
Exercisable, ending	108,400	$ 4.44	108,400	$ 4.44

At March 31, 2025, the Company had outstanding board stock options as follows:

Expiry date	Options outstanding	Options exercisable	Exercise price	Weighted average remaining contractual life (in years)
February 21, 2026	90,900	90,900	$ 5.00	0.90
December 31, 2027	35,000	17,500	$ 1.55	2.68
	125,900	108,400		1.39

13.5 Warrants

The Company issued common share purchase warrants in connection with the private placement financing (Note 12) for the three months ended March 31, 2025. Residual value of $47,072 was allocated to the warrants.

A continuity schedule of the Company's outstanding common share purchase warrants for the three months ended March 31, 2025 and December 31, 2024 is as follows:

(In Canadian dollars)

13. STOCK, COMPENSATION OPTIONS AND WARRANTS (continued)

	March 31, 2025			December 31, 2024		
	Number outstanding	Weighted average exercise price		Number outstanding	Weighted average exercise price	
Outstanding, beginning	11,188,307	$	2.83	5,250,000	$	5.10
Issued	1,046,039		0.82	5,938,307		0.82
Expired	(5,250,000)		5.10	-		-
Outstanding, ending	6,984,346	$	0.82	11,188,307	$	2.83

At March 31, 2025, the Company had outstanding common share purchase warrants exercisable as follows:

Expiry date	Warrants outstanding	Exercise price		Weighted average remaining contractual life (in years)
June 3, 2029	3,524,461	$	0.82	4.18
June 21, 2029	2,413,846	$	0.82	4.23
March 28, 2030	1,046,039	$	0.82	4.99
	6,984,346			4.32

14. FINANCIAL INSTRUMENTS

14.1 Categories of financial instruments and fair value measurements

The Company's financial assets and liabilities are classified as follows:

	Level		March 31, 2025		December 31, 2024
Financial assets:					
Fair value through profit and loss					
Cash	1	$	2,806,177	$	1,819,520
Investments	1		88,702		91,922
Amortized cost					
Accounts receivable, net of allowance for doubtful accounts	2		2,342,819		2,731,134
Financial liabilities:					
Financial liabilities at amortized cost					
Accounts payable	2	$	3,916,901	$	3,657,621
Operating and M&A facilities	2		10,660,632		10,945,279
Notes payable	2		3,761,049		3,938,718

14.2 Fair value information

The fair values of the Company's financial instruments approximate their carrying amounts due to the short-term nature of these instruments.

IFRS 13 *Fair Value Measurement* establishes a fair value hierarchy that reflects the significance of inputs used in measuring fair value as follows:

- Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and
- Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

(In Canadian dollars)

14. FINANCIAL INSTRUMENTS (continued)

14.3 Management of financial risks

There were no transfers between levels of the fair value hierarchy during the three months ended March 31, 2025 and 2024. As at March 31, 2025, the Company's cash and investments were valued using Level 1 inputs of the fair value hierarchy.

The following is an analysis of the contractual maturities of the Company's financial liabilities as at March 31, 2025:

		Within 12 months		After 12 months
Accounts payable and accrued liabilities	$	5,665,232	$	-
Note payable		2,488,226		1,272,823
Operating and M&A facilities		10,660,632		-
Total	**$**	**18,814,090**	**$**	**1,272,823**

The undiscounted note payable contractual maturities are $2,676,281 within 12 months and $1,338,141 after 12 months, respectively.

The Company's financial instruments expose the Company to certain financial risks, including credit risk, liquidity risk, interest rate risk and foreign currency risk.

Credit risk

Credit risk arises from the potential that a counterparty will fail to perform its obligations. The Company has a significant number of customers which minimizes concentration of credit risk. The Company is exposed to credit risk from customers. In order to reduce its credit risk, the Company deals only with financially sound counterparties and, accordingly, does not anticipate loss for non-performance. An allowance for doubtful accounts is established based upon factors surrounding the credit risk of specific accounts, historical trends and other information. Over 76% of accounts receivable is current. The amounts disclosed in the balance sheet represent the maximum credit risks. Credit risk that arises from accounts receivable is considered low. The Company's cash is also exposed to credit risk. Cash is held with a major financial institution, consequently, the risk is assessed as low.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's interest rates on its loans and borrowings, and notes payable are fixed, with the exception of the operating and M&A loans (Note 9), which have a variable interest rate. Management monitors its interest rates compared to market rates on a regular basis. The Company does not use derivative instruments to reduce its exposure to interest rate risk. Accordingly, interest rate risk is assessed as low.

Currency risk

Currency risk is the risk that the Company's financial instruments value will vary from fluctuations of foreign exchange rates and the degree of volatility of these rates. The Company has not entered into any forward currency contracts or other financial derivatives to hedge foreign exchange risk. The Company is exposed to limited foreign currency transactions and has assessed the currency risk as low.

Liquidity risk

The Company's objective is to have sufficient liquidity to meet its liabilities when they become due. The Company monitors its cash balances and cash flows generated from operations to meet its requirements. As at March 31, 2025, the most significant financial liabilities are its accounts payables, loans and borrowings, and notes payable. As at March 31, 2025, the Company assessed liquidity risk as high.

(In Canadian dollars)

15. SEGMENTED INFORMATION

Management determined the Company's operating segments based on information reviewed by the Company's chief operating decision-maker, which consists of the Chief Executive Officer and the leadership team; largely on the basis of services offered and the classes of customers served.

For the current year, the Company has two operating segments: (1) software and services and (2) corporate. The previous software licensing fees segment was integrated into the software and services segment, as it is not a significant separate operating segment. Software and services refers to the property management business associated with the Company's community-living technology platform. The Company's corporate segment refers to the strategic and operational leadership of management, and shared corporate services to the group through the Company's head office operations. Financial performance and balances by segment are as follows:

	Software and Services	Corporate	Total
For the three months ended March 31, 2025			
Revenue	$ 7,977,358	$ -	$ 7,977,358
Expenses	7,283,943	1,298,739	8,582,682
Net loss	$ 693,415	$ (1,298,739)	$ (605,324)
For the three months ended March 31, 2024			
Revenue	$ 5,338,192	$ -	$ 5,338,192
Expenses	6,650,066	891,073	7,541,139
Net loss	$ (1,311,874)	$ (891,073)	$ (2,202,947)
As at March 31, 2025			
Assets	$ 27,352,748	$ 49,716	$ 27,402,464
Liabilities	13,998,878	10,710,348	24,709,226
Property and equipment	2,369,522	-	2,369,522
Intangible assets	11,914,634	-	11,914,634
As at December 31, 2024			
Assets	$ 27,645,631	$ 74,574	$ 27,720,205
Liabilities	14,509,431	11,019,853	25,529,284
Property and equipment	2,808,801	-	2,808,801
Intangible assets	12,408,725	-	12,408,725

(In Canadian dollars)

16. RELATED PARTY TRANSACTIONS

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management personnel include the Company's Board of Directors and members of the executive team.

In the normal course of business, the Company enters into transactions with its related parties that are considered to be arm's length transactions and made at normal market prices and on normal commercial terms.

a) Key management compensation was as follows:

	Three Months Ended	
	March 31, 2025	**March 31, 2024**
Salaries	$ 367,500	$ 250,250
Board of Directors' fees	46,585	47,312
Short-term benefits	5,612	11,321
Stock-based compensation	19,600	43,717
	$ 439,297	$ 352,600

b) During the three months ended March 31, 2025, the Company made office lease payments of $nil to a company affiliated with Scott Ullrich, Executive Vice President, a member of the executive team, for purposes of conducting business operations. As at March 31, 2025, the Company owed $376,050 of lease payments (Note 10). As at March 31, 2025, the office leases have an average remaining term of 5.75 years, and the minimum remaining lease payments total $2,540,640. For the same period in 2024, the Company paid $134,424 for the same purpose.

c) During the three months ended March 31, 2025, the Company made office lease payments of $42,565 to a company affiliated with Raymond Choy, a member of the Board of Directors, for purposes of conducting business operations. As at March 31, 2025, the office lease has a remaining term of 2.25 years, and the minimum remaining base lease payments total $242,607. For the same period in 2024, the Company paid $49,453 for the same purpose.

17. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to ensure that there are adequate capital resources to safeguard the Company's ability to execute on its strategic operating plan, continue as a going concern and to maximize its financial flexibility by maintaining strong liquidity and by utilizing alternative sources of capital including equity, debt and bank loans or lines of credit to fund continued growth. In the management of capital, the Company includes the components of shareholders' equity and short-term liabilities, as well as cash. The Company sets the amount of capital in proportion to risk and based on the availability of funding sources. The Company manages its capital structure and adjusts it in light of changes in economic conditions and the risk characteristics of the underlying assets. Additional debt and/or equity financing may be pursued in the future as deemed appropriate to balance debt and equity. To maintain or adjust the capital structure, the Company may issue new shares, take on additional debt or sell assets to reduce debt. The Company is not subject to any externally imposed capital requirements and the Company does not pay out dividends. There were no changes in the Company's approach to capital management during the period.

18. ACCOUNTS RECEIVABLE

The balance of accounts receivable is comprised of the following:

	March 31, 2025	**December 31, 2024**
Accounts receivable, net of allowance for doubtful accounts	$ 2,096,577	$ 2,275,625
Other receivables	246,242	455,510
	$ 2,342,819	$ 2,731,134

(In Canadian dollars)

18. ACCOUNTS RECEIVABLE (continued)

As at March 31, 2025, an allowance for doubtful accounts of $80,605 (December 31, 2024 - $127,024) has been provided for balances over 90 days, applying a 20% allowance to accounts between 91-360 days, and applying a 100% allowance to accounts over 360 days.

19. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	March 31, 2025	December 31, 2024
Accounts payable	$ 3,916,901	$ 3,657,621
Accrued liabilities	1,748,331	1,779,810
	$ 5,665,232	$ 5,437,431

Included in accounts payable is $412,957 of lease liabilities (Note 10).

20. SUBSEQUENT EVENT

On May 27th, 2025, the Company announced that it has agreed to acquired Ace Agencies, a residential single unit rental property management firm based in Abbotsford, British Columbia. The Company will acquire all of the issued and outstanding shares of Ace Agencies in consideration for $1,457,692 (the “Purchase Price”). The Purchase Price is payable entirely in shares, with no impact to the Company’s cash, as follows:

- $1,057,692 upon the closing date payable in common shares of the Company (each, a “Share”), at an issue price of $0.55 per Share; and
- Up to $400,000 upon the date that is one-month after the first anniversary of the closing date, payable in Shares at an issue price equal to the 20-day weighted average closing market price prior to issuance, but not less than the discounted market price of the Shares as at the date hereof, subject to adjustment based on the performance of Ace Agencies.

The closing date is expected to be June 2nd, 2025.