



**INTELLABRIDGE TECHNOLOGY CORPORATION**

MANAGEMENT DISCUSSION AND ANALYSIS

FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2025 AND 2024

This management discussion and analysis (“MD&A”) of the financial condition and results of operations of Intellabridge Technology Corp. (the “Company” or “Intellabridge”) for the nine months ended September 30, 2025 and 2024 is filed on SEDAR+. This MD&A should be read in conjunction with the condensed interim consolidated financial statements and related notes thereto (the “Interim Financial Statements”) for the nine months ended September 30, 2025 (“Q3 2025”) and 2024 (“Q3 2024”) and the audited consolidated financial statements and related notes thereto of the Company for the years ended December 31, 2024 and 2023 (the “Annual Financial Statements”). The Interim Financial Statements and the “SELECTED FINANCIAL INFORMATION AND OVERALL PERFORMANCE” and “SELECTED QUARTERLY FINANCIAL INFORMATION” sections of this MD&A have been prepared using International Financial Reporting Standards (“IFRS”) and all amounts are reported in United States dollars (“USD”) unless otherwise noted. Readers should also read the section “CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS” contained at the end of this document. The information herein is current through December 1, 2025 unless otherwise indicated.

## **COMPANY OVERVIEW AND STRATEGIC DIRECTION**

Intellabridge Technology Corporation is an impact-focused technology development company dedicated to advancing global sustainable development goals, including clean energy, sustainable cities, and intelligent infrastructure. The Company strategically invests in and builds platforms that prioritize environmental responsibility, resource efficiency, and long-term positive outcomes for communities and stakeholders. Intellabridge combines proprietary technology, strategic partnerships, and capital allocation to create products designed to deliver both measurable societal impact and shareholder value.

### **Executive Summary and Strategic Overview**

Intellabridge Technology Corporation is an impact-driven technology company dedicated to advancing global Sustainable Development Goals (SDGs). To accelerate our impact on SDG 7 (Clean Energy), SDG 9 (Innovation), and SDG 11 (Sustainable Cities), the Company is currently undertaking a strategic realignment designed to maximize shareholder value while deepening our global impact. While we continue to operate the Karma Connect platform on a capital-efficient basis, management is actively evaluating and allocating resources toward high-growth opportunities within the Intelligent Sustainable Infrastructure and Clean Technology sectors.

We believe the convergence of Artificial Intelligence (AI) and sustainable urban development offers a compelling pathway for our next phase of growth. By aligning our technological expertise with the global demand for smarter, cleaner cities, we aim to deliver solutions that are not only profitable but essential for the future economy.

Our forward-looking strategy represents a convergence of our proprietary Karma impact technology with intelligent sustainable infrastructure. We view this not as two separate businesses, but as a unified ecosystem.

### **The "Impact Layer" (Karma Integration)**

We are integrating the Karma platform directly into the transaction layer of our future infrastructure network. Instead of operating solely as a standalone application, Karma will function as the loyalty and impact engine for our physical assets. Mobility events—such as EV charging sessions or miles driven—will automatically trigger environmental contributions to verified sustainability projects (e.g., reforestation, ocean cleanup).

By embedding impact directly into the user experience, Intellabridge creates a distinct value proposition in a commoditized market. Our 'Impact-as-a-Service' model distinguishes our network from utility-only competitors. We capitalize on the growing consumer preference for services that align with personal values.

This strategic shift is driven by the urgent global need for intelligent solutions in EV charging, smart grid management, and sustainable urbanization. We believe this sector offers a significantly larger and more scalable market opportunity for the Company, rooted in the projected multi-trillion dollar growth of the Green Economy. Furthermore, we anticipate that transformative advancements in AI, Autonomous Vehicles (AV), and Robotics will fundamentally redefine the infrastructure required for the smart cities of tomorrow.

## **Part I: Historical Operations and Karma Connect Update**

### **CURRENT COMPANY PRODUCTS**

#### **Karma Connect**

Intellabridge's original core product, Karma Connect, remains operational. It is an impact-driven B2C and B2B software platform that integrates sustainable change into everyday financial activities, supporting initiatives aligned with Sustainable Development Goals (SDGs) in general. The platform allows individuals to channel cashback from purchases and transaction roundups to support impact solutions, with the causes supported being driven by customer choice, thereby building a social network for sustainable change. The B2B solution enables financial institutions to offer these capabilities, fostering customer loyalty and aligning with social responsibility goals.

### **HIGHLIGHTS FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2025**

The Company's operations during the nine months ended September 30, 2025, were characterized by a strategic stabilization of its consumer product and a simultaneous aggressive exploration of new high-growth market opportunities.

## 1. Product Evolution: Karma Connect Relaunch

The operational focus for 2025 was shaped by unforeseen external challenges presented in late 2024, when former infrastructure partners, Qenta (formerly Apto Payments) and Patriot Bank, decided to discontinue key B2C card issuance services. In response to these external changes, the Company proactively pivoted to cost-effective and stable infrastructure solutions to ensure uninterrupted service.

During the nine months ended September 30, 2025, the Company successfully transitioned existing customers to the updated Karma Connect (formerly Karmify) platform. A key operational highlight was the development and launch of the updated Karma Connect iOS and Android applications. Built on a foundation of existing technology and integrated with new partners, the updated product features enhanced roundup capabilities and a streamlined user experience.

## 2. Marketing and Customer Growth

With the updated core product operational, the Company allocated resources towards marketing initiatives designed to acquire new customers and grow the user base for the Karma Connect platform. Efforts focused on optimizing customer acquisition costs and expanding the reach of our impact-driven messaging.

## 3. Strategic Expansion: Clean Energy and EV Infrastructure Exploration

Concurrent with its consumer product operations, Intellabridge actively explored opportunities to advance its commitment to core SDGs: Clean Energy and Sustainable Cities and Intelligent Infrastructure.

During the period, Management evaluated multiple entry points into the Electric Vehicle (EV) infrastructure sector. This strategic exploration included the due diligence and evaluation of a potential acquisition of Spark Plug Chargers Inc., as well as the assessment of other strategic opportunities in the wider EV market. This activity was driven by the Company's objective to leverage its technology expertise to capture value within the rapidly expanding sustainable infrastructure market.

## OPERATING EXPENSES (Q3 2025)

The expenses incurred in Q3 2025 reflect the ongoing operational costs and initial investment in the new Karma Connect build:

Product Development and Software: **\$60,122**

Marketing and Operations: **\$124,959** (for marketing initiatives, customer acquisition, customer support, and operational activities).

General and Administrative: **\$215,601**

With the core Karma Connect product launched in April 2025 and a focus on growing the customer base and revenues, the Company aims to achieve sustainable operations in the near term, supported by a revised budget prioritizing marketing and reduced overhead.

## **Part II: Strategic Focus on Sustainable Infrastructure and Future Outlook**

### **INVESTMENT THESIS: THE EV CHARGING AND SMART INFRASTRUCTURE MARKET**

The Company's strategic re-alignment is focused on leveraging its proprietary technology to capture value in the explosive growth of the Sustainable Infrastructure market. This market is projected to grow at a CAGR exceeding 20% through 2034, driven by innovation, artificial intelligence, urbanization, government mandates, and the growth of clean energy, electric vehicles and autonomous transportation.

Our entry point is the Electric Vehicle (EV) charging sector, which is critical to the future of Sustainable Cities and Communities. The EV charging infrastructure market alone is projected to grow nearly tenfold by 2030 in the US, demanding sophisticated, technology-driven solutions.

### **ROLE OF TECHNOLOGY: AI AND THE FUTURE OF MOBILITY**

The transition to mass EV adoption is fundamentally a software and infrastructure challenge, not just a hardware one. This creates a compelling entry point for Intellabridge's core competence in developing advanced, scalable software systems. The convergence of electric vehicles, smart grids, artificial intelligence, and autonomous networks is creating complex and high-value challenges in energy management and mobility systems. Intellabridge is strategically focused on developing and implementing the specialized systems required to address these opportunities in this emerging technology infrastructure.

### **MARKET DEVELOPMENT ACTIVITY**

As detailed in the highlights, the Company has been actively evaluating strategic opportunities to accelerate its entry into the Clean Tech space, including the evaluation of Spark Plug Chargers Inc. This robust evaluation process not only provided detailed insight into the operational dynamics of the Charge Point Operator market but also served as a valuable exercise in mapping the competitive landscape.

As a result of this diligence, the Company has identified multiple high-potential partnership and development opportunities within the broader EV infrastructure and smart grid sectors that align with our core proprietary software capabilities. Management is currently prioritizing these refined opportunities for immediate resource allocation.

### **LIQUIDITY AND CAPITAL RESOURCES**

The Company is currently operating Karma Connect with a focus on managing operational costs and reduced overhead while the strategic expansion takes precedence. However, the

planned strategic expansion into sustainable infrastructure is a capital-intensive initiative requiring substantial investment in product development, piloting, and strategic partnerships.

The Company is actively in the process of raising capital to fund the development of its proprietary technology platform targeting the EV charging network, smart grid, and sustainable infrastructure sectors.

The Company's ability to execute its long-term strategic vision and achieve profitability in the high-growth clean tech sector is contingent upon successfully securing this additional financing.

## DISCUSSION OF OPERATIONS

The key performance indicators that we use to manage our business and evaluate our financial results and operating performance consist of: revenue, operating expenses, and net income (loss).

During the nine months ended September 30, 2025, Intellabridge worked on the development of the Karma application, including integrations with key technology providers to provide customers with a fully-functional product in Q3 2025. The product was fully operational in April 2025.

## SELECTED FINANCIAL INFORMATION AND OVERALL PERFORMANCE

| Nine months ended September 30,                              |                    |                   |
|--------------------------------------------------------------|--------------------|-------------------|
| In \$                                                        | 2025               | 2024              |
| Revenue                                                      | 799                | 3,419             |
| Operating expenses                                           | 400,682            | 845,911           |
| Other items                                                  | 4,508              | (82,724)          |
| Net loss                                                     | (395,391)          | (949,257)         |
| Total comprehensive loss                                     | (361,778)          | (939,989)         |
| Loss per share, basic and diluted                            | (\$0.01)           | (\$0.01)          |
| Weighted average number of common shares – basic and diluted | 72,567,476         | 72,567,476        |
|                                                              | September 30, 2025 | December 31, 2024 |
| Total assets                                                 | 799,408            | 975,441           |
| Total non-current financial liabilities                      | -                  | -                 |

Consolidated financial indicators include information on Canadian, American, companies.

## Revenue

Revenue generated during the nine months ended September 30, 2025, was derived solely from the ongoing operations of the Karma Connect consumer platform. These activities were characterized by stability efforts following the discontinuity of key partner services in late 2024. The Company's focus during the first three quarters of 2025 was primarily on customer retention, infrastructure re-platforming, and expense management, rather than aggressive revenue scaling of the Karma Connect product.

Management has deliberately moderated the pursuit of high revenue growth in the consumer segment as resources, both human and financial, have been re-aligned toward the high-value opportunities within the Sustainable Infrastructure and Clean Technology sectors. Future material revenue growth is contingent upon the successful execution of the Company's strategic expansion plans and securing the necessary capital to commercialize new technology platforms targeting the EV charging and smart grid markets.

## Operating Expenses

Operating expenses of \$400,682 for the nine months ended September 30, 2025, decreased by \$445,229 or 52,6% as compared to \$845,911 for the nine months ended September 30, 2024. The decrease was primarily a result of decreased general and administrative and marketing costs. The Company provides the following detailed information on variances in operating expenses between the nine months ended September 30, 2025 and 2024:

- **Advertising and marketing costs** decreased by \$160,925 compared to the nine months ended September 30, 2025 and 2024. In 2025 the Company was more focused on design and development of the product.
- **Office and administration costs** decreased by \$99,609 mainly because of the policy of optimization of operational expenses.
- **Professional fees** decreased by \$119,574 mainly because of the policy of optimization of operational expenses.

## Other Items

During the nine months ended September 30, 2025, the Company recognized a revaluation loss of \$426 (nine months ended September 30, 2024 – revaluation loss of \$6,199) as a result of marking to market the Company's digital currencies held.

## Net Loss

During the nine months ended September 30, 2025, the Company recorded a net loss of \$399,899 compared to \$866,533 for the nine months ended September 30, 2024. The decrease in net loss resulted primarily from the policy of reducing operating costs.

## SELECTED QUARTERLY FINANCIAL INFORMATION

The following is a summary of certain unaudited financial information for the past ten quarters:

| Quarter ended      | Revenue | Net income<br>(loss) | Basic income<br>(loss) per share |
|--------------------|---------|----------------------|----------------------------------|
| September 30, 2025 | 799     | (399,899)            | (0.01)                           |
| June 30, 2025      | 520     | (296,278)            | (0.00)                           |
| March 31, 2025     | -       | (136,652)            | (0.00)                           |
| December 31, 2024  | 1,151   | (56,823)             | (0.00)                           |
| September 30, 2024 | 1,744   | (299,717)            | (0.01)                           |
| June 30, 2024      | 1,654   | (350,258)            | (0.00)                           |
| March 31, 2024     | 21      | (299,282)            | (0.00)                           |
| December 31, 2023  | -       | (623,269)            | (0.02)                           |
| September 30, 2023 | -       | (295,457)            | (0.01)                           |
| June 30, 2023      | -       | (322,566)            | (0.00)                           |
| March 31, 2023     | -       | (233,990)            | (0.00)                           |
| December 31, 2022  | -       | 995,364              | 0.01                             |
| September 30, 2022 | -       | (402,168)            | (0.01)                           |

During the nine months ended September 30, 2025, the Company generate \$799 revenue primarily due to significant external disruptions to its initial Karma Card product. As previously mentioned, decisions by key partners Qenta (formerly Apto Payments) to halt card issuance and Patriot Bank to discontinue its B2C Banking-as-a-Service product in Q4 2024 necessitated a pause of the card program. This unforeseen setback, following the Karma Card's Q1 2024 launch and initial marketing efforts, effectively redirected the Company's focus towards managing the customer transition and developing the new Karma Connect platform. Consequently, the limited revenue in 2024 reflects this period of disruption and strategic pivot. The net loss during this time primarily consisted of marketing and development costs incurred both for the initial Karma Card launch and the subsequent development of the fully functional Karma Connect, in anticipation of its April 2025 launch.

Four quarters of 2024 – The Company generated limited revenue, as shown above, resulting primarily from continued development activities relating to the Karma Card application, marketing, and ongoing administrative costs.

Four quarters of 2023 – The Company generated losses, as shown above, resulting primarily from continued development activities relating to the Karma Card application, marketing, and ongoing administrative costs.

December 31, 2022 – The Company generated a net income of \$995,364 mainly because of the realized gain on digital currency transactions, no revenue was generated. The Company continued the development of Kash and Karma Card applications.

September 30, 2022 – The Company generated a loss of \$402,168 mainly because of application development costs and cryptocurrency revaluation losses. The Company continued the development of Kash and Karma Card applications.

## FINANCIAL CONDITION

The following chart highlights significant changes in the annual Financial Statements from December 31, 2024, to September 30, 2025. In the nine months ended September 30, 2025, the company capitalized on all development expenses for the Karma Card product. There were no expenses for the Kash product, since the Company put the Kash product on hold after the market crash in 2022.

| Line item           | Increase (decrease) in \$<br>for the nine months ended<br>September 30, 2025 | Primary factors explaining<br>change                                                                                 |
|---------------------|------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------|
| Current assets      | (255,448)                                                                    | Primarily from decrease in cash as a result of funding operating expenses and current liabilities.                   |
| Non-current assets  | 79,415                                                                       | Primarily from an increase in intangible assets relating to capitalization of internally-generated development costs |
| Current liabilities | 185,745                                                                      | Increase primarily due to related parties during the period                                                          |
| Equity              | (361,778)                                                                    | Comprehensive loss for the period                                                                                    |

## LIQUIDITY AND CAPITAL RESOURCES

The Company reported working capital of \$(215,400) at September 30, 2025 compared to working capital of \$225,792 at December 31, 2024, representing a decrease in working capital of \$(441,193).

The Company's current assets and current liabilities are set forth in the Company's statements of financial position included in the Interim Financial Statements. As of September 30, 2025, the cash available to manage the Company's operations and meet its obligations amounted to \$11,257. The Company has no long-term liabilities or commitments for capital expenditures and, as noted above, is in the process of raising capital to fund its ongoing expenditures. The Company has reduced expenses but requires additional capital to take its Karma product to the next stage of the project plan and beyond.

The current capitalization of development costs relating to the Karma card is \$727,497. After the first quarter of 2025, after the product became fully functional in April 2025, the Company plans to significantly reduce its development costs.

The Company has determined to discontinue its cryptocurrency operations in 2023 and has optimized its operational expenses which has resulted in a reduction in average monthly expenditures.

The Company's cash flow position is expected to improve as its operating activity inflows increase in 2025 and 2026 from generating new revenue streams and with plans to raise additional capital. The Company plans to raise additional capital in 2025 to allow it to continue marketing of the Karma application.

As of September 30, 2025, the Company had an accumulated deficit of \$17.5 million including a loss for the nine months ended September 30, 2025 of \$0.3 million, and negative cash flow from operations. While the Company expects to be able to reduce these losses by generation of revenue in the future and by prudent management of its operations, whether, and when, the Company can attain profitability and positive cash flows from operations is uncertain.

Should the Company be unable to continue as a going concern, it may be unable to realize the carrying value of its assets and to meet its liabilities as they come due. The Interim Financial Statements do not reflect adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operation. These adjustments could be material.

## SUMMARY OF CASH FLOWS

As at September 30, 2025, the Company had net cash on hand of \$11,257 compared to \$261,058 as at December 31, 2024, representing a decrease of \$249,801. A summary of the Company's cash flows is as follows:

| For the nine months ended September 30 |      |      |
|----------------------------------------|------|------|
|                                        | 2025 | 2024 |

|                                          |    |                  |             |
|------------------------------------------|----|------------------|-------------|
| Cash flows from operating activities     | \$ | <b>(202,734)</b> | (1,094,838) |
| Cash flows from investing activities     |    | <b>(80,512)</b>  | (199,703)   |
| Effect of foreign exchange on cash flows |    | <b>33,445</b>    | 9,778)      |
| Change in cash                           | \$ | <b>(249,801)</b> | (1,284,763) |

### *Operating Activities*

Cash used in operating activities for the nine months ended September 30, 2025 was \$202,734 compared to \$1,094,838 for the nine months ended September 30, 2024. The decreased cash outflow is primarily related to a smaller net loss for the period net of non-cash items.

### *Investing Activities*

Cash flows from investing activities for the nine months ended September 30, 2025 was an outflow of \$80,512 compared to the \$199,703 for the nine months ended September 30, 2024.

## **FINANCIAL INSTRUMENTS**

The Company's current financial instruments are listed in Note 13 to the Annual Consolidated Financial Statements.

The Company can be exposed, in varying degrees, to a variety of financial related risks. The type of risk exposure and the way in which such exposure is managed is provided as follows:

### *Credit risk*

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in bank accounts, which is mainly held with reputable US and Canadian banks. Therefore, credit risk of the Company's cash deposits is assessed as relatively low.

### *Liquidity risk*

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk by continuously monitoring cash requirements to ensure that it is able to meet its short term and long-term obligations and operational plans. As at September 30, 2025, the Company has a working capital of \$(215,400). Liquidity risk is assessed as high until the Company can secure more capital.

### *Market risk*

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

*(a) Interest rate risk*

Interest rate risk is the risk that the value of a financial instrument will change due to a change in the level of interest rates. The Company is exposed to interest rate risk as its bank account earns interest income at variable rates and is subject to the movement in interest rates. Management considers interest rate risk to be minimal.

*(b) Foreign currency risk*

The Company and its subsidiaries operate internationally, and during the period were exposed to foreign exchange risk arising from currency fluctuations, primarily with respect to the USD and CAD dollar rates.

Management regularly monitors exposure to foreign exchange risks, but does not have a current hedging policy in place.

**OFF-BALANCE SHEET ARRANGEMENTS**

There were no off-balance sheet arrangements as of September 30, 2025.

**RELATED PARTY TRANSACTIONS**

Key management personnel are persons responsible for planning, directing and controlling activities of an entity, and include executive and non-executive directors and officers. During the nine months ended September 30, 2025 and 2024, the remuneration of management fees to key personnel were as follows:

- During the nine months ended September 30, 2025, the Company paid or accrued compensation of \$108,000 (2024 - \$117,014) to the CEO and director of the Company.

As of September 30, 2025, a total of \$159,969 is due to the CEO (September 30, 2024 – a total of \$11,031 is due from the CEO). This amount is included due to related parties.

- During the nine months ended September 30, 2025, the Company paid or accrued aggregate fees of \$90,000 (2024 - \$90,000) for management services to the COO.

As of September 30, 2025, a total of \$97,192 (September 30, 2024 - \$58,692) is due to the COO. This amount is included due to related parties.

Other related party transactions and balances

- During the year ended December 31, 2024, the Company accrued \$15,000 to the two independent members of the board of directors, Lee Fan and Terri Clouse. This remuneration was paid during the year ended December 31, 2024.

## OUTSTANDING SECURITIES

As of the date of the MD&A, the Company had outstanding:

| Designation of Securities          | Number of instruments outstanding as of date of MD&A | Number of Common Shares Issuable upon Conversion or Exercise |
|------------------------------------|------------------------------------------------------|--------------------------------------------------------------|
| Common Shares                      | 72,567,476                                           | 72,567,476                                                   |
| Warrants                           | -                                                    | -                                                            |
| <b>Total Fully Diluted Capital</b> | <b>72,567,476</b>                                    | <b>72,567,476</b>                                            |

There were no changes in the Company's approach to capital management during the period.

As of September 30, 2025, the Company has no outstanding and exercisable warrants.

## SEGMENTED INFORMATION

The Company operates in one industry segment, financial technology. For the nine months ended September 30, 2025 and 2024, revenue of \$799 and \$3,419 was earned, respectively, in this segment. All non-current assets are located in the United States of America.

## DISCLOSURE CONTROLS AND PROCEDURES

Disclosure controls and procedures are intended to provide reasonable assurance that information required to be disclosed is recorded, processed, summarised, and reported within the time periods specified by securities regulations and that the information required to be disclosed is accumulated and communicated to management. Internal controls over financial reporting are intended to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

In connection with National Instrument 52-109 Certificate of Disclosure in Issuer's Annual and Interim Filings ("NI 52-109"), the Chief Executive Officer and Chief Financial Officer of the Company have filed a Venture Issuer Basic Certificate with respect to the financial information contained in the Interim Financial Statements and this accompanying MD&A.

## CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS

This MD&A contains certain statements that may constitute "forward-looking statements". Forward-looking statements include but are not limited to, statements regarding future anticipated business developments and the timing thereof, regulatory compliance, sufficiency

of working capital, and business and financing plans. Forward-looking statements are based on the beliefs, estimates and opinions of the Company's management on the date the statements are made and they involve a number of material risks and uncertainties. Although the Company believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Forward-looking statements are typically identified by words such as: believe, expect, anticipate, intend, estimate, postulate, and similar expressions, or which by their nature refer to future events. The Company cautions investors that any forward-looking statements by the Company are not guarantees of future performance and that actual results may differ materially from those in forward-looking statements as a result of various factors, including, but not limited to, the Company's ability to continue its projected growth, to raise the necessary capital or to be fully able to implement its business strategies.

The Company bases any forward-looking statements largely on the Company's current expectations, estimates, assumptions, and projections about future events and financial and other trends that the Company believes, as of the date of such statements, may affect its business, financial condition, and results of operations. Such expectations, estimates, assumptions, and projections, many of which are beyond the Company's control, include, but are not limited to: management's expectations regarding the future business, objectives and operations of the Company; the Company's anticipated cash needs and the need for additional financing; the Company's ability to successfully complete future financings; the acceptance by the marketplace of new technologies and solutions; the Company's expectations regarding its competitive position; the Company's expectations regarding regulatory developments and the impact of the regulatory environment in which the Company operates; the Company's ability to attract and retain qualified management personnel and key employees; and anticipated trends and challenges in the Company's business and the markets in which it operates. Assumptions underlying the Company's working capital requirements are based on management's experience with other public companies. Forward-looking statements pertaining to the Company's need for and ability to raise capital in the future are based on the projected costs of operating a cryptocurrency company and management's experience with raising funds in current market circumstances. Forward-looking statements regarding treatment by governmental authorities assumes no material change in regulations, policies, or the application of the same by such authorities. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statements were made, and readers are advised to consider such forward-looking statements with the risks set forth.

## **CHANGES IN ACCOUNTING POLICIES**

There were no new accounting policies adopted during the nine months ended September 30, 2025. See Note 3 to the Annual Financial Statements for a summary of the Company's accounting policies.

## SUBSEQUENT EVENTS

Subsequent to the reporting period, the Company and Spark Plug Chargers Inc. mutually agreed to conclude the non-binding Letter of Intent (LOI) previously disclosed in favor of pursuing a strategic partnership.

Following a comprehensive due diligence and market review process conducted over the past nine months, Management determined that a partnership model offers a more efficient framework for growth than a direct acquisition. This period of strategic research provided the Company with critical insights into the GreenTech and Intelligent Sustainable Infrastructure sectors.

Insights gained during the review process confirmed that the Company's strongest competitive advantage lies in integrating its proprietary "Impact-as-a-Service" software with third-party infrastructure. Consequently, the Company has refocused its resources on high-margin opportunities that advance Sustainable Development Goals (SDGs), specifically SDG 7 (Clean Energy), SDG 9 (Innovation), and SDG 11 (Sustainable Cities). The Company intends to maintain a collaborative alliance with Spark Plug to explore future synergies.

## John Eagleton

Director & CEO