



(formerly Scryb Inc.)

**Management's Discussion and Analysis of
Financial Condition and Results of Operations
For the Three and Six Months ended March 31, 2026, and 2025**

(Prepared in Canadian Dollars)

Dated: May 22, 2026

Management's Discussion and Analysis of Operations

For the three and six months ended March 31, 2026, and 2025

This Management's Discussion and Analysis ("MD&A") is prepared for the three and six months ended March 31, 2026, and 2025 and has been prepared in accordance with International Financial Reporting Standards ("IFRS"). All amounts are in Canadian dollars.

Management is responsible for the preparation and integrity of the financial statements, including the maintenance of appropriate information systems, procedures and internal controls and to ensure that information used internally or disclosed externally, including the financial statements and MD&A, is complete and reliable. The Company's directors follow recommended corporate governance guidelines for public companies to ensure transparency and accountability to shareholders. The board's audit committee meets with management quarterly to review the financial statements including the MD&A and to discuss other financial, operating and internal control matters.

Caution Regarding Forward Looking Statements

This document contains forward-looking statements, such as statements regarding future sales opportunities in various global regions and financing initiatives that are based on current expectations of management. These statements involve uncertainties and risks, including the Company's ability to obtain and/or access additional financing with acceptable terms, and delays in anticipated product sales. Such forward-looking statements should be given careful consideration, and undue reliance should not be placed on these statements.

The preparation of the MD&A may require management to make estimates and assumptions that affect the reported amounts of assets and liabilities as of the date of the financial statements and the reported amount of revenue and expenses during the reporting period. Management bases estimates and judgments on historical experience and on various other factors that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities. Actual results may differ from these estimates under different assumptions or conditions. Management believes the accounting policies, outlined in the Material Accounting Policies section of its consolidated financial statements, affect its more significant judgments and estimates used in the preparation of its consolidated financial statements.

Introduction

The following MD&A for the three and six months ended March 31, 2026 and 2025 has been prepared to help investors understand the financial performance of NorthPalm Capital Corp. (formerly Scryb Inc.) ("the Company" or "NorthPalm" as the context requires), in the broader context of the Company's strategic direction, the risk and opportunities as understood by management, and the key metrics that are relevant to the Company's performance. The Audit Committee of the Board of Directors has reviewed this document and all other publicly reported financial information for integrity, usefulness, reliability and consistency. All amounts are expressed in Canadian dollars (CAD) unless otherwise noted.

Overview

NorthPalm Capital Corp. is a lean, AI-augmented investment company focused on high-conviction opportunities in technology, cybersecurity, and digital assets. Our core holdings are anchored by a significant position in Cybeats Technologies Corp. and smaller investments in Glow LifeTech and other digital assets. Management continues to actively evaluate new opportunities while maintaining strict discipline around capital allocation and portfolio concentration.

Additional information about NorthPalm, this document, and the related quarterly financial statements can be viewed on the Company's website at www.northpalm.ai and are available on SEDAR+ at www.sedar.com. The Company's Common Shares are listed and traded on the Canadian Securities Exchange ("CSE").

Cybeats Technologies Corp.

Cybeats Technologies Corp. (CSE: CYBT, OTCQB: CYBCF) is a cybersecurity company providing Software Bill of Material (SBOM) management and software supply chain intelligence technology, helping organizations to manage risk, meet compliance requirements, and secure their software from procurement to development and operation. Cybeats platform gives customers comprehensive visibility and transparency into their software supply chain, enabling them to improve operational efficiency, increase revenue, and align organizations with current and future regulations. Cybeats. Software Made Certain. For more information, please visit the Cybeats website: www.cybeats.com, and to review financial information please visit the Cybeats profile on www.sedar.com.

As at March 31, 2026, NorthPalm held approximately 74.9 million common shares of Cybeats, representing a 34.78% ownership interest in the issued and outstanding shares. NorthPalm previously provided support on the ongoing working capital requirements of Cybeats dedicating substantial resources over time to support development and operations, reflecting our commitment as a strategic shareholder to its long-term success in the cybersecurity space.

As of March 31, 2026, all advances provided to Cybeats, including any and all interest and principal, were fully settled on January 9, 2026, through a debt settlement agreement pursuant to which the Company received 10,000,000 additional common shares of Cybeats in exchange for the outstanding debt (at a deemed price of \$0.12 per share).

Based on the May 22, 2026, closing price of \$0.175 per share, this investment has an approximate market value of \$13.1 million, reflecting the enhanced exposure to Cybeats' growth potential in its core cybersecurity operations.

Management believes that, as at March 31, 2026, Cybeats is sufficiently capitalized and operationally positioned to meet its near-term requirements independently. Accordingly, the Company does not expect to provide further financial support to Cybeats in the foreseeable future, allowing the Company to allocate resources towards new opportunities and broaden its portfolio diversification while retaining significant upside from this key holding.

Glow LifeTech Corp.

Glow is a Canadian-based biotechnology company focused on producing nutraceutical and cannabinoid-based products with dramatically enhanced bioavailability, absorption and effectiveness. Glow has a groundbreaking, plant-based MyCell Technology® delivery system, which transforms poorly absorbed natural compounds into enhanced water-compatible concentrates that unlock the full healing potential of the valuable compounds. Glow was formerly a subsidiary of the Company and was spun out into its own public company through an RTO transaction on March 15, 2021. The Company played a critical role in the go-public transaction. To learn more please visit their website: www.glowlifetech.com, and for up-to-date financial information, their profile on www.sedarplus.com.

Fionet Rapid Response Group

On December 6, 2024, the Company completed the divestiture of its joint venture interest in FRR Group to a private corporate development company for total fixed proceeds of \$3.5 million, inclusive of debt repayment. As of this filing, the full \$3.5 million has been received, along with a one-time payment of \$100,000 to satisfy any future royalty obligations owed by Fio Corp. through the original agreement's end date of December 31, 2025. This divestiture allowed the Company to redeploy capital into higher-value opportunities while maintaining non-competitive access to FRR Group's technology. We exited the global and African-focused business of FRR Group to simplify the Company's portfolio and redeploy the capital into cybersecurity and technology opportunities that are more focused on the North American market, where we see the strongest strategic fit and return potential.

DeLorean Labs

The Company holds a position in DeLorean ("SDMC"), the native utility and governance token of DeLorean Labs' Web3 division, built on the Sui blockchain. SDMC trades on both decentralized exchanges ("DEX") and centralized exchanges ("CEX") across the Sui and Solana blockchains. As of March 31, 2026, the Company held 166 million SDMC tokens with an aggregate cost of \$342,188.

Financing, Capital Structure, and Cost Management

On January 31, 2025, the Company completed a secured convertible debenture financing for gross proceeds of \$1.18 million. The debentures bear interest at 12% per annum, are convertible at \$0.50 per common share, and have a contractual maturity of two years, with a one-year maturity applicable to the lead investor debenture. The debenture held by the lead investor has the option to convert into shares of Glow. The proceeds were used to support liquidity and ongoing business activities.

On September 26, 2025, the Company completed a non-brokered private placement, issuing 14,709,700 units at a price of \$0.10 per unit for gross proceeds of approximately \$1.47 million. The Company intends to use the proceeds from the Offering for working capital and general corporate purposes.

On March 31, 2026, the Company's shareholders approved a resolution to reduce stated capital by \$60,607,436, with a corresponding reduction to the accumulated deficit. This amount represents the Company's accumulated deficit as at September 30, 2025 (after prior period adjustments), the majority of which related to losses from former controlled business units. The primary objectives of the reduction were to clean up the equity section of the balance sheet, eliminate the large historical accumulated deficit, and improve the overall presentation of shareholders' equity as the company transitions to an AI-augmented investment company. The transaction involved no cash consideration, and no funds were paid to or received from the Company or any shareholders.

As at May 22, 2026, the Company continues to strengthen its balance sheet and reduce its monthly cost structure, with additional cost-reduction initiatives underway. Recent financing activities—including the reduction of interest-bearing obligations where feasible—together with ongoing operational efficiencies, have dramatically improved liquidity and financial flexibility.

Management believes that, following these enhancements and the successful execution of prior support measures, Cybeats is sufficiently positioned to meet its near-term liquidity and operational requirements independently. Accordingly, NorthPalm does not expect to provide further direct financial support to Cybeats in the foreseeable future. This positions the Company to allocate resources more effectively toward evaluating additional investment opportunities, pursuing new high-potential ventures, and enhancing long-term shareholder value.

Outlook

NorthPalm's diversified portfolio positions the Company to capitalize on new opportunities. We remain actively engaged in exploring additional investments that align with our growth strategy. Looking ahead, we are committed to further optimizing our cost structure, expanding our portfolio, and ensuring that our capital is deployed in initiatives with the highest potential for long-term value creation.

The following chart highlights the strengthening financial position of the Company with an improved working capital, and substantial reduction in operating expenses quarter over quarter:

Summary of Quarterly Results	March 31, 2025	June 30, 2025	September 30, 2025	December 31, 2025	March 31, 2026
Cash	210,478	64,015	794,573	1,191,317	22,910
Other Current Assets	4,521,696	740,464	1,950,689	1,866,635	582,414
Current Liabilities	2,427,883	1,582,848	1,555,844	1,058,001	737,310
Working Capital	2,304,291	(778,369)	1,189,418	1,999,951	(131,986)
Total Assets	14,013,586	11,701,916	12,243,207	10,672,634	9,333,025
Total Liabilities	3,715,080	2,878,577	2,578,927	1,880,643	1,239,656
Equity	\$ 10,298,505	\$ 8,823,339	\$ 9,664,280	\$ 8,791,991	\$ 8,093,369
Investments at FMV					
Cybeats	8,278,140	7,419,570	11,228,693	8,755,823	12,726,022
Glow	1,056,923	522,268	300,000	384,857	128,661
SOLQ	-	-	-	-	37,120
DMC	-	-	-	-	212,614
Total Investments at FMV	\$ 9,335,063	\$ 7,941,838	\$ 11,528,693	\$ 9,140,680	\$ 13,104,416
Investment Income (Loss)	177,503	(48,997)	52,586	23,425	(155,173) ¹
Operating Expenses	948,115	554,047	418,647	327,474	547,959 ¹
Net Income (Loss) and Comprehensive Income (Loss)	(1,190,394)	(1,237,620)	(391,629)	(919,142)	(706,082)
Income (Loss) per Share	\$ (0.02)	\$ (0.04)	\$ (0.01)	\$ (0.01)	\$ (0.01) ¹

Following the cessation of control on November 29, 2024, the Company no longer reports consolidated financials with Cybeats.

Financial position

As at March 31, 2026, the Company holds \$22,910 in cash and has a working capital deficit of \$131,986 compared to a working capital surplus of \$1,189,418 as at September 30, 2025. Year over year, working capital decreased by approximately \$2.43 million, moving from a surplus of \$2.30 million at March 31, 2025 (Q2 FY2025), to a deficit of approximately \$0.13 million at March 31, 2026 (Q2 FY2026). The decrease is primarily attributable to the settlement of the amount due from Cybeats, which has since been repaid and forms part of the Company's Investment in Associate and is therefore excluded from working capital.

Total liabilities declined materially to approximately \$1.34 million from \$2.58 million as of the year end September 30, 2025, reflecting disciplined cost management, debt settlements, and balance sheet simplification initiatives. Operating expenses were reduced by approximately 42.2% year-over-year, decreasing from \$0.95 million to \$0.55 million, primarily due to the deconsolidation of Cybeats, targeted cost reductions, and the transition to a streamlined corporate structure.

Marketable securities and liquidity

Based on the May 22, 2026, trading price of \$0.175 per share, the Company's approximate 74.9 million share position in Cybeats represents an estimated market value of approximately \$13.1 million. The realizable value of these holdings may fluctuate based on market conditions, trading volumes, and other factors.

During the six months ended March 31, 2026, the Company completed the following transactions involving its investment in Cybeats. On December 18, 2025, the Company sold 10,000,000 Cybeats common shares in the open market at \$0.12 per share. The Company also completed a debt settlement with Cybeats, receiving 10,000,000 Cybeats common shares at a deemed price of \$0.12 per share in full and final settlement of all amounts owing.

These transactions further demonstrate the liquidity and realizable value of the Company's investment portfolio and support management's view that the Company has sufficient and flexible liquidity resources to fund its ongoing obligations.

Management remains focused on actively leveraging the Company's existing asset base to generate liquidity and identify new high-quality investment opportunities. Through disciplined capital allocation and portfolio optimization, management seeks to expand the Company's investment and drive sustainable long-term shareholder value.

Selected Annual Information

The following table sets forth selected financial information for the Company's three and six months ended March 31, 2026, and 2025. This information has been derived from the Company's financial statements for the years and should be read in conjunction with the financial statements and notes thereto.

	For the three months ended March 31, 2026	For the three months ended March 31, 2025	For the six months ended March 31, 2026	For the six months ended March 31, 2025
Investment Income (Loss)	(155,173)	177,503	(131,748)	1,540,993
Operating Expenses	547,959	948,115	875,433	2,874,138
Net Income (Loss) and Comprehensive Income (Loss)	(706,082)	(1,214,234)	(1,625,223)	7,216,401
Net Income (Loss) per Common Share	(0.01)	(0.02)	\$ (0.02)	\$ (0.04)
Total Assets	9,333,025	14,013,586	9,333,025	14,013,586
Total Liabilities	1,239,656	3,715,080	1,239,656	3,715,080
Working Capital	(131,986)	2,304,291	(131,986)	2,304,291

Figures presented above include the revenues and expenses of Cybeats under the principles of consolidation while the Company held a 49% controlling interest in Cybeats and up to the date of control ceased which ceased on November 29, 2024.

The Company recognized a \$10.65 million accounting gain following the cessation of control of Cybeats and subsequent deconsolidation dated November 29, 2024. Prior period figures also include consolidated revenues and expenses for Cybeats under the previously discussed principles of consolidation.

The following table sets forth selected financial information for the Company for the six months ended March 31, 2026, and the fiscal year ended September 30, 2025. This information has been derived from the Company's financial statements for the periods indicated and should be read in conjunction with audited financial statements and the notes thereto.

	Six Months Ended 31-Mar-26	Fiscal Year Ended 30-Sep-25	Fiscal Year Ended 30-Sep-24
Net Income (Loss) from Operations	\$ (1,625,223)	\$ 4,466,586	\$ (14,300,534)
Net Income (Loss) before Income Taxes	(1,625,223)	5,631,431	(14,773,033)
Income (Loss) per Common Share, Basic and Diluted	(0.02)	0.19	(0.38)
Net Income (Loss) and Other Comprehensive Income (Loss)	(1,625,223)	5,631,431	(14,773,033)
Net Income (Loss) per Common Share, Basic and Diluted	(0.02)	0.19	(0.38)
Weighted Average Number of Shares Outstanding	47,062,380	32,107,180	26,860,521
Total Assets	9,333,025	12,243,207	8,740,180
Net Working Capital	(131,986)	1,189,418	(6,837,020)

Figures presented above include the revenues and expenses of Cybeats under the principles of consolidation when the Company held a 49% controlling interest in Cybeats up to the date of control ceased; November 29, 2024.

For the three months ended March 31, 2026, and 2025

The schedule below presents the three-month statement of earnings with a net loss of \$706,082 (March 31, 2025 – loss of \$1,214,234).

	Three months ended		
	March 31, 2026	March 31, 2025	Variance
Investment Income (Loss)			
Net gain (loss) on sale of investments in associates	23,964	13,156	10,809
Net realized gains (losses) on sale of marketable securities	(27,075)	2,762	(29,837)
Net unrealized gain (loss) on investments in marketable securities	(29,156)	147,885	(177,041)
Net unrealized gain (loss) on investments in digital assets	(129,573)	-	(129,573)
Fee and advisory income	6,667	-	6,667
Interest Income	-	13,700	(13,700)
	(155,173)	177,503	(332,677)
Operating Expenses			
Operating, general and administrative	59,048	229,470	(170,422)
Finance expenses	65,416	152,544	(87,128)
Professional & consulting fees	210,504	258,660	(48,156)
Salaries and wages	150,478	123,869	26,609
Investor relations, advertising, and marketing	14,944	8,440	6,504
Share-based compensation	38,003	144,908	(106,905)
Transfer agent and filing fees	9,330	6,384	2,947
Amortization and depreciation	236	23,840	(23,604)
	547,959	948,115	(400,156)
Net Income (Loss) from Operations	(703,132)	(770,612)	67,479
Equity share of loss in Cybeats after change in control	99,103	542,408	(443,305)
Non-recurring settlement fees	-	1,050	(1,050)
Net gain on extinguishment	(121,381)	-	(121,381)
Debt forgiveness	25,228	(99,836)	125,064
Net Income (Loss) and Comprehensive Income (Loss)	(706,082)	(1,214,234)	508,151

Certain expenses have been reclassified to conform with the current presentation.

Figures presented in the prior period comparatives include the revenues and expenses of Cybeats under the principles of consolidation when the Company held a 49% controlling interest in Cybeats.

- The Company recognized approximately \$23,964 in gains from the sale of investments in associates.
- The Company realized a net loss from the sale of marketable securities in the amount of \$27,075.
- The Company's holdings of marketable securities included an approximately \$29,156 unrealized losses during the period.
- The Company's holdings of digital assets included an approximately \$129,573 unrealized loss during the period.
- Fee and advisory income are generated from the bill out of accounting and financial services.
- Interest income earned on the advances to Cybeats is nil in the current year due to the full settlement of outstanding debt in the prior quarter.
- Operating, general and administrative costs comprise of general administrative costs, travel, technology costs. In the prior year, these amounts also include costs from Cybeats prior to the cessation of control.

- Finance expenses in the current period include an interest expense of the convertible debenture issued by the Company. In the prior period, interest and accretion was also driven by the convertible debenture issued by Cybeats.
- Professional & consulting fees decreased from \$258,660 to \$210,504 in the current period, due to cost cutting measures deployed, focusing on increasing efficiency in core operations.
- Investor relations, advertising, and marketing expenses increased in the current period driven by investment in brand development with the launch of NorthPalm.
- Share-based compensation expenses in the current period include the vesting of options previously issued to various directors, employees, and consultants.
- Amortization and depreciation expense decreased due to an early lease termination by the Company coupled with an early repayment of the convertible debentures.
- The Company's equity share of loss in Cybeats is incurred on a three-month lag basis after a voluntary policy change in the prior reporting period.
- Net gain on extinguishment of approximately \$121,381 represents a gain incurred from an early repayment of the convertible debentures held investors which had not fully matured during the period.
- Non-recurring settlement fees represent the settlement of amounts owing to former employees and executives of the Company upon separation.

For the six months ended March 31, 2026, and 2025

The schedule below presents the six-month statement of earnings with a net loss of \$1,625,223 (March 31, 2025 – gain of \$7,216,401).

	Six months ended		
	March 31, 2026	March 31, 2025	Variance
Investment Income (Loss)			
Net gain (loss) on sale of investments in associates	(46,043)	1,371,285	(1,417,328)
Net realized gains (losses) on sale of marketable securities	(28,415)	(8,343)	(20,072)
Net unrealized gain (loss) on investments in marketable securities	34,986	147,885	(112,899)
Net unrealized gain (loss) on investments in digital assets	(129,573)	-	(129,573)
Fee and advisory income	6,667	-	6,667
Interest Income	30,630	30,166	464
	(131,748)	1,540,993	(1,672,742)
Operating Expenses			
Operating, general and administrative	76,323	479,014	(402,691)
Finance expenses	128,736	302,768	(174,032)
Professional & consulting fees	300,661	878,996	(578,335)
Salaries and wages	248,394	691,357	(442,963)
Investor relations, advertising, and marketing	17,660	59,622	(41,962)
Share-based compensation	81,962	144,908	(62,946)
Transfer agent and filing fees	13,289	13,359	(70)
Amortization and depreciation	8,408	304,114	(295,706)
	875,433	2,874,138	(1,998,705)
Net Income (Loss) from Operations	(1,007,181)	(1,333,145)	325,963
Product sales	-	(208,437)	208,437
Proportionate share of loss in FRR prior to sale	-	355,920	(355,920)
Equity share of loss in Cybeats after change in control	636,583	542,408	94,175
Net (gain) on loss of control of Cybeats Technologies Corp.	-	(9,299,995)	9,299,995
Non-recurring settlement fees	21,000	216,140	(195,140)
Net gain on extinguishment	(97,889)	-	(97,889)
Non-recurring net loss on lease termination	33,120	-	33,120
Debt forgiveness	25,228	(155,582)	180,810
Net Income (Loss) and Comprehensive Income (Loss)	(1,625,223)	7,216,401	(8,841,624)

Certain expenses have been reclassified to conform with the current presentation.

Figures presented in the prior period comparatives include the revenues and expenses of Cybeats under the principles of consolidation when the Company held a 49% controlling interest in Cybeats.

- The Company recognized approximately \$46,043 in losses from the sale of investments in associates.
- The Company realized a net loss from the sale of marketable securities in the amount of \$28,415.
- The Company's holdings of marketable securities included an approximately \$34,986 unrealized gain during the period.
- The Company's holdings of digital assets included an approximately \$129,573 unrealized loss during the period.
- Fee and advisory income are generated from the bill out of accounting and financial services.
- Interest income earned on the advances to Cybeats amounted to \$30,630, up slightly from the prior period.

- Operating, general and administrative costs comprise of general administrative costs, travel, technology costs. In the prior year, these amounts also include costs from Cybeats prior to the cessation of control.
- Finance expenses in the current period include an interest expense of the convertible debenture issued by the Company. In the prior period, interest and accretion was also driven by the convertible debenture issued by Cybeats.
- Professional & consulting fees decreased from \$878,996 to \$300,661 in the current period, due to cost cutting measures deployed, focusing on increasing efficiency in core operations, coupled with professional & consulting fees incurred by Cybeats prior to the cessation of control.
- Investor relations, advertising, and marketing expenses in the current period are driven by investment in brand development with the launch of NorthPalm.
- Share-based compensation expenses in the current period include the vesting of options previously issued to various directors, employees, and consultants.
- Amortization and depreciation expense decreased due to an early lease termination by the Company coupled with an early repayment of the convertible debentures.
- The Company's equity share of loss in FRR prior to sale is \$0.36m in the prior reporting period.
- The Company's equity share of loss in Cybeats is incurred on a three-month lag basis after a voluntary policy change in the prior reporting period.
- In the prior period, the Company recognized a gain on its loss of control of Cybeats.
- Non-recurring settlement fees represent the settlement of amounts owing to former employees and executives of the Company upon separation.
- Net gain on extinguishment of approximately \$97,889 represents a gain incurred from an early repayment of the convertible debentures held investors which had not fully matured during the period.
- Non-recurring net loss on lease termination of approximately \$33,120 represents the loss on removal of the lease liability and right-of-use asset which had not been fully amortized upon the early termination.

Summary of Quarterly Results

The following table is a summary of selected unaudited financial information for the eight most recent fiscal quarters.

Quarter ended	Investment Income (Loss)	Net Income (Loss)	Net income (loss) per share
March 31, 2026	(155,173)	(706,082)	(0.01)
December 31, 2025	23,425	(919,142)	(0.02)
September 30, 2025	52,586	(391,629)	(0.01)
June 30, 2025	(48,997)	(1,237,620)	(0.04)
March 31, 2025	177,503	(1,190,394)	0.05
December 31, 2024	(3,738)	9,951,726	0.34
September 30, 2024	10,396	(3,529,880)	(0.12)
June 30, 2024	(434,033)	(4,959,671)	(0.10)

Funding & Liquidity

NorthPalm may require additional funding in the future to support ongoing operations and growth. Future cash will be financed through share capital, receivables, as well as leveraging assets or from the disposition of assets. The Company currently maintains approximately \$9.3m in liquid assets which are readily available for divestiture if needed. It operates with a low monthly burn rate of approximately \$100,000 and has made substantial progress in reducing its liabilities. These factors indicate that no material uncertainty exists regarding the Company's ability to continue as a going concern.

Related Party Transactions

NorthPalm is a non-controlling related party of Cybeats. The Company has, from time to time, loaned funds to Cybeats which were secured by a general security agreement. The loans bore interest at 10% per annum and were contractually due and payable by Cybeats on October 14, 2025. As at March 31, 2026, the outstanding principal and accrued interest was nil (September 30, 2025 - \$1,194,406).

Off-Balance Sheet Arrangements

The Company has not entered into any off-balance sheet arrangements, other than previously disclosed, that has, or is reasonably likely to have, an impact on the current or future results of operations or the financial condition of our company.

Critical Accounting Policies and Estimates

The preparation of these consolidated financial statements in conformity with IFRS requires that management make estimates and assumptions about future events that affect the amounts reported in the consolidated financial statements and related notes to the consolidated financial statements. Actual results may differ from those estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

i) Critical accounting estimates

Critical accounting estimates are estimates and assumptions made by management that may result in a material adjustment to the carrying amount of assets and liabilities within the next financial year and are, but are not limited to, the following:

Share based payments and warrants

The fair value of stock options and warrants issued are subject to the limitation of the Black Scholes option pricing model that incorporates market data and involves uncertainty in estimates used by management in the assumptions. Because the Black Scholes option pricing model requires the input of highly subjective assumptions, including the volatility of share prices, changes in subjective input assumptions can materially affect the fair value estimate.

Useful life of intangible assets

Management has exercised their judgment in determining the useful life of its patents, patent applications and software license. The estimate is based on the expected period of benefit of the patent and the expected life of the product in the marketplace.

ii) Critical accounting judgments

Information about critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are, but are not limited to, the following:

Accounting for investments

Management determined that effective November 29, 2024, the Company had lost control of Cybeats and accordingly changed from the consolidation method of accounting to the equity method of accounting.

Evaluation of going concern

The preparation of the financial statements requires management to make judgments regarding the going concern of the Company.

Income taxes

Management has exercised their judgment in determining the provision for future income taxes. The judgment is based on the Company's current understanding of the tax law as it relates to the transactions and activities entered into by the Company.

Risks and Uncertainties

History of Losses – The Company has been in a cumulative net loss position throughout its operating history. The Company's limited operating history makes it difficult to evaluate the future financial prospects of its business. There is no assurance that the Company will grow or be profitable or that the Company will have earnings or significant improvement in its cash flow from operations in the future. The future earnings on and cash flow from operations are dependent on the Company's ability to further develop and sell its products and the Company's operational expenses. Management anticipates that the operating losses for the Company may continue until such time as the Company consistently generates sufficient revenues to support operations.

Potential Need for Additional Financing - The implementation of the Company's business plan may from time to time require capital outlays to fund operating expenditures and business expansion. There can be no assurance that additional financing will be available to the Company when needed, on commercially reasonable terms, or at all. Any inability to obtain additional financing when needed would have a material adverse effect on the Company. Further, any additional equity financing may involve substantial dilution to the Company's then existing shareholders. Debt financing, if available, may involve onerous obligations, monetary or otherwise. If adequate funds are not available, the Company may obtain funds through arrangements with strategic partners or others who may require the Company to relinquish rights to certain technologies, any of which could adversely affect its business, financial condition and results of operations.

Product Risks

Concentration Risk and Uncertain Demand for Products - The Company does not sell products or services directly. As a result, the Company is dependent on the commercial performance of its portfolio investments, including its significant holdings in Cybeats. The Company's financial performance is therefore dependent on Cybeats' ability to generate revenue, grow its customer base, and successfully commercialize its products and services.

Demand for technology products and services, including those offered by Cybeats, is subject to a number of social, political, and economic factors beyond the control of the Company. The technology industry is likely to continue to evolve as public sentiment, government regulation, and market demand shift over time. While the Company believes that demand for cybersecurity and technological solutions will continue to grow, there is no assurance that such demand will materialize or that Cybeats' products and services will be adopted at a scale sufficient to benefit the Company. Any deterioration in Cybeats' business, financial condition, or market position could have a material adverse effect on the Company.

Dependence on Development of New Products - New technological or product developments in the technology industry may render the Company's products obsolete or reduce their value. The Company's future prospects are highly dependent on its ability to develop new products - from new technologies and achieve market acceptance. There can be no assurance that the Company will be successful in these efforts.

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. Financial instruments that potentially subject the Company to credit risk consist of cash and cash equivalents.

Disclosure Controls and Procedures & Internal Controls over Financial Reporting

In accordance with the Canadian Securities Administrators National Instrument 52-109 ("NI 52-109"), Certification of Disclosure in Issuers' Annual and Interim Filings, the Company has filed certificates signed by the Chief Executive Officer and the Chief Financial Officer that, among other things, report on the design and effectiveness of disclosure controls and procedures and the design and effectiveness of internal controls over financial reporting.

The Company continues to review and document its disclosure controls and procedures and internal controls over financial reporting and may, from time to time, make changes aimed at enhancing their effectiveness and to ensure

that its systems evolve with the business. There were no changes in the Company's internal controls over financial reporting during the year ended September 30, 2025, that have materially affected, or are reasonably likely to materially affect, its disclosure controls and procedures and internal controls over financial reporting.

Share Data

As at March 31, 2026, there were 47,078,402 common shares issued and outstanding, 10,794,150 warrants, and 5,284,000 options outstanding.

As at May 22, 2026, there were 47,078,402 common shares issued and outstanding, 7,824,550 warrants, and 9,584,000 options outstanding.

"James Van Staveren"

Chief Executive Officer

May 22, 2026