BRIDGEMARQ®
REAL ESTATE SERVICES

2025 ANNUAL REPORT

ROYAL LEPAGE®

viacapitale

ProprioDirect
REAL ESTATE AGENCY

LES IMMEUBLES
MONT-TREMBLANT
REAL ESTATE

J&D
JOHNSTON & DANIEL®
A DIVISION OF ROYAL LEPAGE®
REAL ESTATE SERVICES LTD. BROKERAGE

PROFILE

Bridgemarq Real Estate Services Inc. ("Bridgemarq" and, together with its subsidiaries the "Company") is a leading provider of services to residential real estate brokers and REALTORS®[1] across Canada. The Company generates cash flow primarily from fixed and variable franchise fees that are received from real estate brokers and REALTORS® operating under the Royal LePage® brand name across Canada, under the Via Capitale® Real Estate Network, Proprio Direct® and Les Immeubles Mont-Tremblant brands in the province of Quebec, and under the Johnston & Daniel® banner in upscale neighbourhoods in Ontario. Approximately 76% of the Company's franchise fees in 2025 were fixed in nature; this provides revenue stability and helps insulate cash flows from fluctuations in the Canadian real estate market. Franchise fee revenues are supported by long-term franchise agreements, predominantly driven by fixed fees based on the number of REALTORS® in the Company's network. As at December 31, 2025, the Company network consisted of more than 21,000 REALTORS® and participated in approximately 33% of all home resales in Canada during the year. Bridgemarq is listed on the TSX and trades under the symbol "BRE". For further information about the Company, please visit www.bridgemarq.com.

BRIDGEMARQ® & DESIGN / BRIDGEMARQ REAL ESTATE SERVICES® and JOHNSTON & DANIEL® are registered trademarks of Residential Income Fund L.P. and are used under licence. ROYAL LEPAGE® is a registered trademark of Royal Bank of Canada and is used under licence. VIA CAPITALE® is a registered trademark of 9120 Real Estate Network L.P. and is used under licence. PROPRIO DIRECT® is a registered trademark of Proprio Direct Inc. and is used under licence.

[1] The trademarks REALTOR®, REALTORS® and the REALTOR® logo are controlled by The Canadian Real Estate Association (CREA) and identify real estate professionals who are members of CREA.

COMPANY OPERATIONS

The Company is a Canadian-based real estate services firm that supplies REALTORS® with information, tools and services to assist them in providing efficient and effective delivery of real estate sales services in the communities they serve. Through a portfolio of highly regarded real estate services brands, the Company caters to the diverse service requirements of regional real estate professionals, in virtually all significant population centres across Canada.

ROYAL LEPAGE®

Serving Canadians since 1913, Royal LePage is the country's leading provider of services to real estate brokerages, with a network of almost 20,000 real estate professionals in over 680 locations nationwide. Since the mid-1990s, Royal LePage has more than tripled the size of its sales force. It offers its network of brokers and agents strong support with state-of-the-art marketing and lead generation tools, sophisticated business services, timely market data and analysis, as well as professional development through on-line and in-person training. Royal LePage is the only Canadian real estate company to have its own charitable foundation, the Royal LePage® Shelter Foundation™, which has been dedicated to supporting women's shelters and domestic violence prevention programs for more than 25 years.

PROPRIO DIRECT®

Established in 1987, Proprio Direct operates one of the largest real estate brokerages in the province of Quebec (based on REALTOR® count) from a single office located in the Greater Montreal Area. With approximately 650 real estate professionals, this unique, consumer-centric digital brokerage has established itself as a market leader by offering a unique business model that combines the visibility and support of a traditional brokerage with the flexibility today's consumers expect.

JOHNSTON & DANIEL®

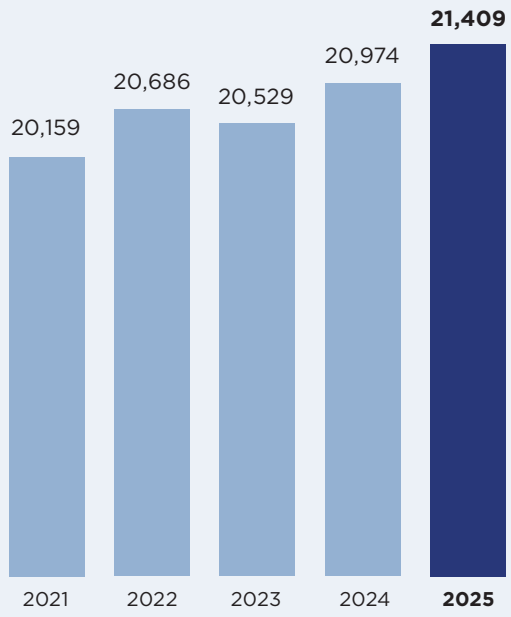
Founded in 1950, Johnston & Daniel is a leading residential real estate boutique firm with approximately 155 real estate professionals selling distinctive homes in southern Ontario. Johnston & Daniel maintains its market leadership through a combination of rich training and development opportunities, strategic partnerships, in-house marketing services and powerful brand awareness.

VIA CAPITALE®

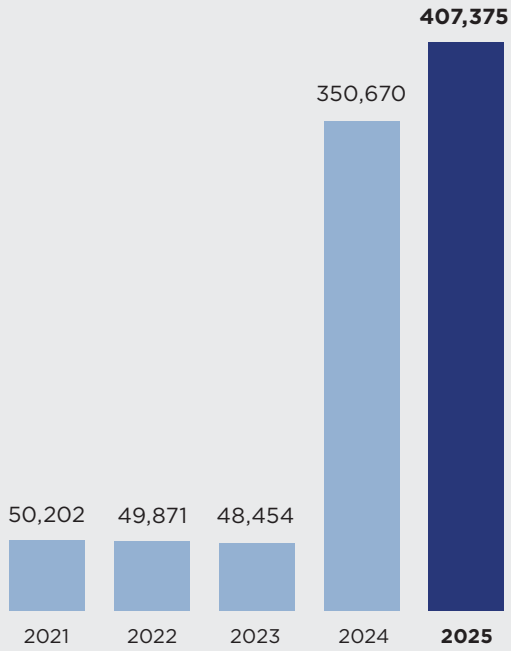
Via Capitale's mission is to deliver the best possible service by focusing on the human aspect of each transaction, professionalism and innovation. Via Capitale has more than 900 real estate professionals in over 40 locations across the province of Quebec. It has launched numerous innovative, client focused programs into the Quebec market through specialized web platforms, and has been a leading developer of real estate insurance programs for more than 25 years – making it the pioneer in this field and keeping the company at the forefront of the industry. Today, the Via Capitale name is synonymous with protection and innovation in the province of Quebec.

FINANCIAL HIGHLIGHTS

Network Count
(annual, five years)



Gross Revenue
(annual, five years)



** This Annual Report makes reference to Free Cash Flow and Free Cash Flow per Share as well as Adjusted Net Earnings and Adjusted Net Earnings per Share which are non-GAAP financial measures. These financial measures do not have any standardized meaning under IFRS and, accordingly, may not be comparable to similar measures used by other companies. Free Cash Flow and Free Cash Flow per Share as well as Adjusted Net Earnings and Adjusted Net Earnings per Share are defined and discussed in Management's Discussion and Analysis of Results and Financial Condition which starts on page 4.

LETTER TO SHAREHOLDERS

This year marked another milestone in Bridgemarq's longstanding legacy as a leader in Canadian real estate. Through strategic investment, strong brand positioning and a continued devotion to supporting our network of real estate professionals, we strengthened our market presence in 2025. Our trusted brands continued to grow and attract top talent, gaining significant market share. Our performance reflects not only the attractiveness and reliability of our business model, but our ability to adapt quickly as market conditions evolve.

In 2025, we made important gains in both market share and innovation. In Ontario, approximately 900 agents joined our flagship Royal LePage® banner through the establishment of new franchises in the province. In Quebec, an additional 200 agents came onboard within our Via Capitale® banner. And, through organic attraction across our brands, we continued to recruit and retain high-performing professionals, reinforcing the strength and appeal of our service offering.

Our growth strategy remains focused on growing market share through our core brand networks and brokerages, expanding and strengthening our market positioning with wise investments providing proven returns. We equip franchisees with the tools, technology, training and operational support they need to recruit and empower top-producing agents and teams. At the same time, we are pursuing selective conversion opportunities and strategic acquisitions that increase our presence in key markets from coast to coast. And, we are innovating across all facets of our organization. For example, at Proprio Direct®, our entrepreneurial operating approach includes investments which further extend our digital reach and creates new opportunities for lead generation and revenue growth.

That said, market activity has been mixed across the country. While lower interest rates have provided a supportive backdrop, we saw select markets, notably the Greater Vancouver and Toronto areas, lag the rest of the Country. Regardless of whether these dynamics persist over the near term, we remain focused on measured growth, operational discipline and long-term value creation for our network and our shareholders.

Our integrated suite of tools, training and AI-driven technology – designed specifically for the Canadian real estate market – continues to set our brands apart. AI capabilities are being embedded across our platforms, particularly in areas such as lead generation, data insights and client engagement, helping drive productivity and competitiveness at the local level. Supported by the stability of our fixed royalty fee revenues, we have an established foundation investors have relied on for more than two decades. These consistent and reliable revenue streams enable us to invest strategically in the long-term growth of our business.

Our core strength is offering a full-service solution to our realtors. This approach – meeting Canadian buyers and sellers where they are – melds digital innovation with the high-touch personal service interaction our industry professionals provide. Bridgemarq empowers Canadian consumers and real estate professionals with some of the most engaging real estate websites in Canada, including johnstonanddaniel.ca, propriodirect.com, viacapitalevendu.com, royallepage.ca and royallepagecommercial.com. Together, they attracted more than 32 million visits in 2025, making them among the busiest real estate portals in Canada. Our robust digital presence provides us with in-depth data and a deeper understanding of the shifting needs of Canadian consumers.

The strength of our brands lies in the people who lead them. I am profoundly grateful to our exceptional senior leadership team, our dedicated employees and our board of directors, whose tireless efforts continue to support our more than 21,000 REALTORS® operating in Canadian communities from coast to coast. In the midst of a dynamic and ever-changing market, our team has carried on the legacy of industry leadership first established by our venerable pioneering founder, A.E. LePage, over 100 years ago, in ways that blend deep industry expertise with current operating best practices.

Our culture of giving remains a cornerstone of our identity. I am incredibly proud of the philanthropic spirit that shines brightly at every level of our Company. Once again, our employees, brokers and agents came together last year to support the incredible work of the Royal LePage® Shelter Foundation™, which has raised over $57 million to-date. These funds provide vital support to some 50,000 women and children escaping intimate partner violence across the country, as well as national violence prevention education programs, reaffirming our commitment to the communities where we live and work.

The past year has been one of meaningful progress for our organization. Looking ahead, I am excited at the opportunity to lead the industry with our multiple go-to-market solutions, including our trusted franchise networks, our brokerage operations, and our innovative technology-driven consumer platforms. I am confident this will continue to be a winning combination for agents, brokerage operators and ultimately consumers as the market continues to evolve.

We remain focused on building on the momentum we gained in 2025, and pursuing ever higher levels of achievement with discipline and purpose. I want to thank you – our shareholders – for the confidence you continue to place in our organization. With the steadfast guidance of our board, the dedication of our team and strength of our network of industry professionals, we are well positioned to deliver continued success in the coming year and beyond.

Sincerely,

Spencer Enright
Chief Executive Officer

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Introduction

This management's discussion and analysis ("MD&A") of the consolidated financial results and financial condition of Bridgemarq Real Estate Services Inc. for the three months and year ended December 31, 2025, has been prepared as at March 12, 2026. The three months ended December 31, 2025 shall be referred to in this MD&A as the "Quarter" and the comparative period for the three months ended December 31, 2024 shall be referred to as the "Prior Year Quarter". The year ended December 31, 2025 shall be referred to as the "Year" and the comparative period for the year ended December 31, 2024 shall be referred to as the "Prior Year". The financial information presented herein has been prepared on the basis of International Financial Reporting Standards® ("IFRS") and is expressed in Canadian dollars unless otherwise stated.

The definitions of certain capitalized terms in this MD&A are provided in the Glossary of Terms commencing on page 36.

This MD&A provides the reader with an assessment of the Company's past performance as well as its financial position, performance objectives and future outlook. The information in this document should be read in conjunction with the Company's audited financial statements for the year ended December 31, 2025, which are prepared in accordance with IFRS. Additional information relating to the Company, including its 2025 Annual Information Form, is available on SEDAR+ at www.sedarplus.ca or on the Company's website at www.bridgemarq.com.

As discussed elsewhere in this MD&A, the Company internalized the management of the Company and acquired certain real estate brokerage operations during the first quarter of 2024 in a transaction with Brookfield ("the Transaction"). As the acquisition of these businesses was completed on March 31, 2024, the results for the Prior Year include the operating results of the Acquired Businesses since March 31, 2024.

This MD&A makes reference to Free Cash Flow and Free Cash Flow per Share as well as Adjusted Net Earnings and Adjusted Net Earnings per Share which are non-GAAP financial measures. These financial measures do not have any standardized meaning under IFRS and, accordingly, may not be comparable to similar measures used by other companies.

Free Cash Flow represents operating income before deducting interest on leases, share-based compensation, depreciation and amortization and net impairment and write-off of intangible assets, minus current income tax expense, minus additions to property and equipment and intangible assets, minus repayment of contract transfer obligations, minus lease payments. Free Cash Flow per Share is calculated by dividing Free Cash Flow by the total number of Restricted Voting Shares outstanding, on a diluted basis. The Company believes that Free Cash Flow and Free Cash Flow per Share are useful

supplemental measures of performance as they provide investors with an indication of the amount of cash flow generated by the Company which is available to holders of Restricted Voting Shares and Exchangeable Unitholders, subject to working capital and other investment requirements and principal debt repayments, if any. Please see *Free Cash Flow reconciled to Cash Flow from Operating Activities* for a reconciliation of Free Cash Flow to cash flow from operating activities in the consolidated statements of cash flows and *Free Cash Flow* for further information about Free Cash Flow and Free Cash Flow per Share.

Adjusted Net Earnings represents operating income minus income tax expense. Adjusted Net Earnings per Share is calculated by dividing Adjusted Net Earnings by the total number of Restricted Voting Shares outstanding, on a diluted basis. Management believes that Adjusted Net Earnings and Adjusted Net Earnings per Share are useful supplemental measures as they provide investors with an indication of the operating results of the Company on a fully-diluted basis (excluding certain non-cash or non-recurring items that do not directly impact the ongoing operations of the Company) as if all Exchangeable Units had been converted into Restricted Voting Shares at the beginning of the period presented. Non-cash and non-recurring items excluded from the calculation of Adjusted Net Earnings are comprised of gains on settlement of certain liabilities settled as a result of the Transaction. Adjusted Net Earnings also excludes interest on Exchangeable Units and losses on fair valuation of Exchangeable Units since Adjusted Net Earnings is determined on a fully-diluted basis. Please see *ADJUSTED NET EARNINGS* for a reconciliation of Adjusted Net Earnings to operating income and net and comprehensive earnings (loss) in the consolidated statements of net and comprehensive earnings (loss).

HIGHLIGHTS

Highlights for the Quarter and Year include:

- Revenues for the Quarter amounted to $98.5 million, compared to the $101.5 million generated in the Prior Year Quarter. For the Year, revenues increased from $350.7 million to $407.4 million. The increase in revenues is substantially due to the inclusion of the operating results of the Acquired Businesses for nine months in the Prior Year and for 12 months in the Year. Franchise fees for the Quarter and Year increased due to the benefit of fee increases implemented at the start of the year and an increase in the number of REALTORS®, partly offset by the fact that a portion of the franchise fee revenues received from the Acquired Businesses are now eliminated in the consolidated accounts of the Company.

- The Company generated net earnings of $8.4 million or $0.04 per Share in the Quarter, compared to a net loss of $9.6 million or ($1.02) per Share in the Prior Year Quarter. For the Year, net earnings improved to $7.3 million from a net loss of $10.3 million in the Prior Year as a result of an $11.3 million gain on the valuation of the Exchangeable Units, compared to a loss of $9.3 million in the Prior Year. The fair valuation adjustment on the Exchangeable Units is directly related to changes in the market price of Bridgemarq's Restricted Voting Shares.

- Cash provided by operating activities for the Quarter amounted to $4.9 million, compared to $1.8 million in the Prior Year Quarter. For the Year, cash flow from operations decreased by $7.2 million compared to the Prior Year primarily due to higher interest paid and non-cash working capital changes, partly offset by deferred payments

- Adjusted Net Earnings amounted to a loss of $1.2 million in the Quarter compared to a loss of $0.4 million in the Prior Year Quarter. For the Year, Adjusted Net Earnings was $5.0 million compared to $7.3 million in the Prior Year. The reduction in Adjusted Net Earnings is primarily due to higher commissions expense and higher operating expenses, partly offset by higher revenues, lower depreciation charges, and lower interest expense on the Company's debt. Adjusted Net Earnings per Share is also lower in the Quarter and Year due to the dilutive impact of issuing additional Exchangeable Units to complete the Transaction.

- The Company generated $1.4 million in Free Cash Flow during the Quarter compared to $1.8 million generated in the Prior Year Quarter. For the Year, Free Cash Flow amounted to $10.6 million, which was lower than the $16.8 million recorded in the Prior Year, primarily due to lower operating income and higher capital expenditures during the Year.

- The board of directors of Bridgemarq (the "Board") declared cash dividends of $0.34 per Restricted Voting Share during the Quarter, unchanged from the Prior Year Quarter. Total dividends paid during the Year amounted to $1.35 per Restricted Voting Share, unchanged from the Prior Year.

- During the Quarter, the Company reached an agreement with its lender to extend the maturity of its credit facilities to December 31, 2031.

- During the Quarter, the Company entered into an agreement with its largest shareholder, BBP, whereby the Company may defer the payment of distributions on the exchangeable units of Residential Income Fund L.P. (a subsidiary of the Company) to BBP for a twelve-month period beginning October 2025. BBP has also established a credit facility for the Company.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

OPERATING RESULTS SUMMARY

(in 000's) except per Share amounts	**Three months ended December 31, 2025**	Three months ended December 31, 2024	**Twelve months ended December 31, 2025**	Twelve months ended December 31, 2024
Gross Commission Income	**$ 83,555**	$ 86,699	**$ 341,669**	$ 288,360
Franchise fees	**10,948**	10,466	**46,345**	44,994
Other revenues	**3,988**	4,333	**19,361**	17,316
Revenues	**98,491**	101,498	**407,375**	350,670
Expenses				
Commissions	**(80,209)**	(83,411)	**(325,095)**	(274,907)
Cost of other revenue	**(596)**	(714)	**(6,366)**	(5,150)
Operating Expenses	**(13,025)**	(12,204)	**(50,507)**	(41,932)
Interest on debt	**(919)**	(1,056)	**(3,683)**	(4,646)
Interest on lease obligation	**(237)**	(303)	**(1,117)**	(936)
Share-based compensation	**(62)**	–	**(313)**	–
Write-off of intangible assets	**(1,491)**	(854)	**(1,638)**	(2,629)
Amortization of intangible assets	**(2,909)**	(3,404)	**(11,686)**	(11,995)
Depreciation, amortization and impairment	**(4,400)**	(4,258)	**(13,324)**	(14,624)
Operating income	**$ (957)**	$ (448)	**$ 6,970**	$ 8,475
Cash provided by operating activities	**$ 4,923**	$ 1,803	**$ 9,910**	$ 17,099
Dividends	**$ 3,201**	$ 3,201	**$ 12,803**	$ 12,803
Interest on Exchangeable Units	**$ 2,726**	$ 2,726	**$ 10,902**	$ 9,628
Net and comprehensive earnings (loss)	**$ 8,406**	$ (9,632)	**$ 7,270**	$ (10,322)
Diluted earnings (loss) per share	**$ 0.04**	$ (1.02)	**$ 0.44**	$ (1.09)
Adjusted net earnings (loss)	**$ (1,248)**	$ (413)	**$ 5,042**	$ 7,326
Adjusted net earnings (loss) per share	**$ (0.08)**	$ (0.03)	**$ 0.32**	$ 0.49

ORGANIZATION

Bridgemarq's Restricted Voting Shares are listed on the Toronto Stock Exchange ("TSX") under the symbol "BRE". Through its limited partnership holdings, Bridgemarq owns the Brokerage Operations, and the Franchise Operations which are comprised of certain Franchise Agreements and Trademarks of real estate services Brands in Canada.

Bridgemarq directly owns a 61.5% interest in the Partnership which, in turn, owns VCLP. In addition, Bridgemarq directly owns a 75% interest in the General Partner. The Partnership and VCLP own and operate the assets from which Bridgemarq derives its revenue.

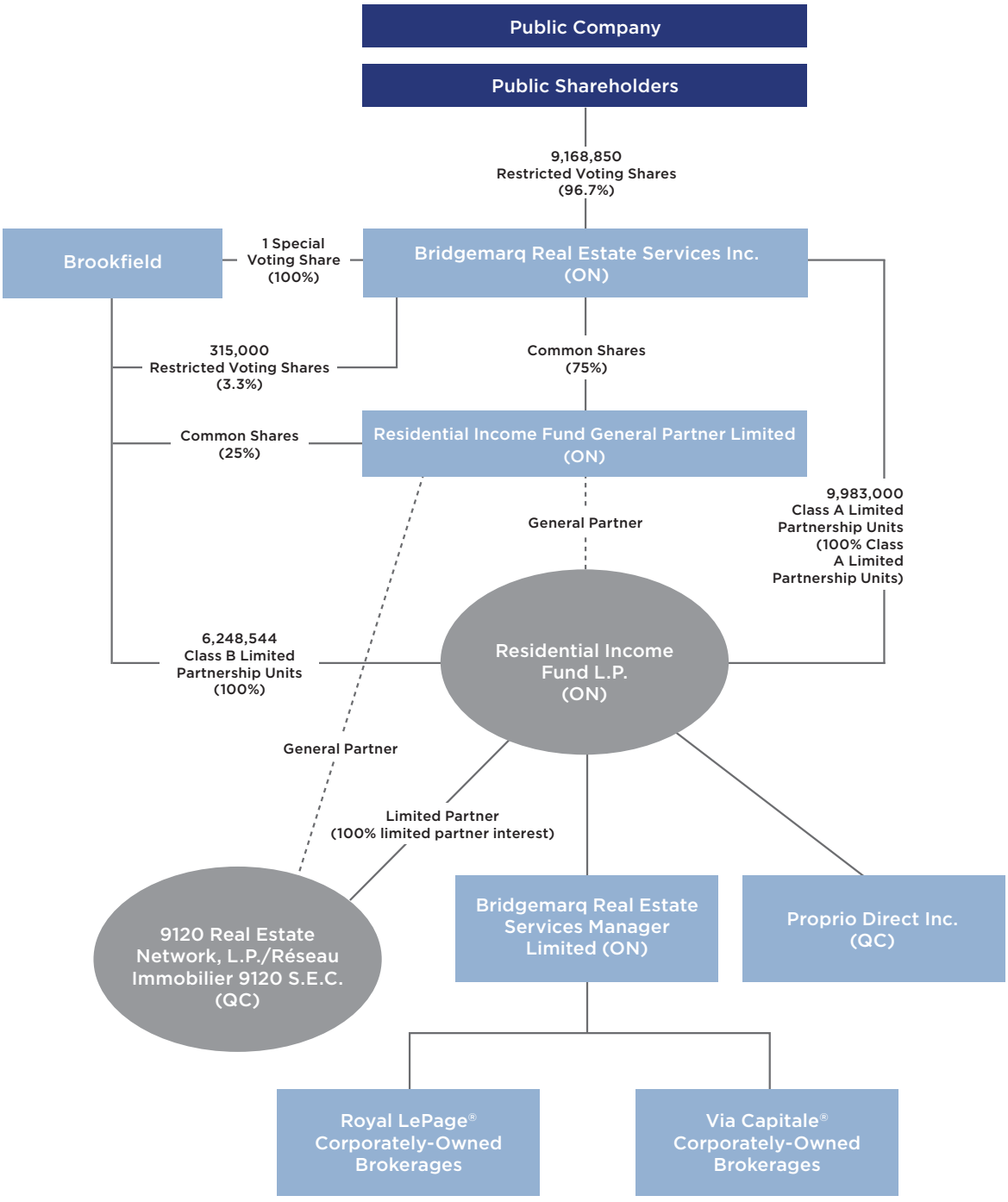
Brookfield owns the remaining 38.5% interest in the Partnership through its ownership of the Exchangeable Units, the remaining 25% interest in the General Partner through its ownership of 25 common shares in the General Partner and one Special Voting Share of Bridgemarq. The Special Voting Share entitles Brookfield to a number of votes at any meeting of the holders of Restricted Voting Shares equal to the number of Restricted Voting Shares that may be obtained upon the exchange of all the Exchangeable Units held by the holder and/or its affiliates, except that the holder of the Special Voting Share is not entitled to vote to approve or elect the independent directors of Bridgemarq elected by holders of Restricted Voting Shares. In addition to its ownership of the Exchangeable Units, the common shares of the General Partner and the Special Voting Share, Brookfield owns 315,000 Restricted Voting Shares.

Prior to April 1, 2024, the Company received certain management, administrative and support services from the Manager under the terms of the MSA. As part of the Transaction, the Company has internalized the management of the Company by acquiring the Manager. As such, the employees of the Manager are now employees of Bridgemarq, eliminating all payments of management fees to external parties.

Bridgemarq generates revenue from two reportable segments. The Franchise Operations derives its revenue from franchise fees and other ancillary services it provides to its franchisees and REALTORS®. The Brokerage Operations derives its revenue through the operation of full-service real estate brokerage locations in British Columbia, Ontario and Québec operating under the Royal LePage®, Via Capitale®, Proprio Direct®, Johnston & Daniel® and Les Immeubles Mont-Tremblant real estate brands. The Brokerage Operations provide services to REALTORS® which are complementary to those services provided under the Company's Franchise Operations.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

The ownership structure of the Company is set out below:



2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

BUSINESS OF THE COMPANY

The Company is a Canadian based real estate services firm that supplies REALTORS® with information, tools and services to assist them in providing efficient and effective delivery of real estate sales services in the communities they serve. Through a portfolio of prominent real estate services Brands, each of which offers a unique value proposition, the Company caters to the diverse service requirements of regional real estate professionals, in virtually all significant population centres across Canada. The Company operates in two distinct business segments:

- The Company's Brokerage Operations operate full-service real estate brokerages under the Royal LePage®, Proprio Direct®, Via Capitale®, Johnston & Daniel® and Les Immeubles Mont-Tremblant Brands. As at December 31, 2025, the Brokerage Operations were comprised of 2,413 REALTORS® operating out of 32 operating locations providing services to REALTORS® and their clients in the Greater Toronto Area, Greater Vancouver area and in various locations within the province of Québec.

- The Company's Franchise Operations provide franchise services to Brokerages under the Royal LePage® Brand across Canada, the Via Capitale® Brand in the province of Québec and Johnston & Daniel® in southern Ontario. As at December 31, 2025, the Franchise Network was comprised of 20,757 REALTORS® operating under 286 Franchise Agreements, from 727 locations, including 1,761 REALTORS® and 31 locations operated by the Brokerage Operations.

The complementary nature of these two business segments allows Bridgemarq to generate revenues at multiple points in the real estate transaction including the sale and purchase of real estate, the generation and sale of leads to Brokerages and REALTORS®, and by providing services to real estate practitioners through the franchising of the Company's brands.

The number of REALTORS® in the Franchise Network and at the Company's Brokerage Operations, the transaction volumes generated in the markets the Company serves, the transaction price of residential and commercial real estate, the success in attracting REALTORS® to the Company's Brands through their value propositions and the track record of the Company's Brands are all important factors in the Company's financial and operating performance. These factors, including, among others, general economic conditions and government and regulatory activity impact the Company's performance and are discussed in greater detail throughout this MD&A and in the Company's 2025 Annual Information Form, which is available on SEDAR+ at www.sedarplus.ca or on the Company's website at www.bridgemarq.com.

The Company seeks to increase its revenues and cash flow by:

- increasing the number of REALTORS® in the Franchise Network through entering into new Franchise Agreements;
- attracting and retaining REALTORS® to the Franchise Network and its Brokerage Operations; and
- providing services and additional fee for service offerings, which increase the productivity of REALTORS®.

ACQUISITION OF REAL ESTATE BROKERAGES AND INTERNALIZATION OF MANAGEMENT

On December 14, 2023, the Company announced that it had entered into a share purchase agreement among Bridgemarq, the Partnership and Brookfield to acquire all of the issued and outstanding shares in the capital of the Manager and Proprio Direct® from Brookfield and to settle certain deferred payments owing to Brookfield in consideration for the issuance of Exchangeable Units.

Bridgemarq was required to seek the approval of shareholders for the issuance of the Exchangeable Units pursuant to the Transaction in accordance with the rules of the TSX. At a meeting of shareholders held on March 25, 2024, the shareholders of Bridgemarq approved the issuance of those Exchangeable Units. Brookfield was not entitled to vote at the meeting. The Transaction closed on March 31, 2024.

Upon closing of the Transaction, the Partnership acquired the Acquired Businesses and settled the deferred payments owing to Brookfield by issuing 2,920,877 Exchangeable Units. During the second quarter of 2024, the Company paid $131,000 to Brookfield representing the difference between the actual working capital acquired in the Transaction and the working capital that was estimated on the closing date for the Transaction. The total value of the Transaction was approximately $40.9 million based on the closing price of Bridgemarq's Restricted Voting Shares of $13.97 on the TSX as of March 28, 2024, the last trading day prior to the closing of the Transaction. The value ascribed to the Transaction was apportioned between i) the acquisition of the brokerages and internalization of the management of the Company of $40.0 million, and ii) the settlement of certain deferred fees owing to Brookfield of $0.9 million. As a result of the Transaction, Brookfield's ownership interest in the Company (on a fully-diluted basis) increased from approximately 28.4% prior to the closing of the Transaction to approximately 41.7%.

As a result of the acquisition of the Brokerage Operations, the Company benefits from a broader revenue base and earns revenues from the Gross Revenue of the acquired brokerages in addition to the franchise fees and ancillary revenues it has historically generated from Franchisees. The completion of the Transaction adds to the Company's capability to capture future growth across a broader spectrum of the real estate industry through both organic growth and potential acquisition opportunities. In addition, the Transaction deleverages the business through the settlement of the deferred payments owing to the Manager and to Brookfield. The Company is party to a Management Services Agreement (the "MSA"), which, prior to April 1, 2024, governed the management of the Company and the delivery of services to Brokers and REALTORS® by the Manager. The internalization of management provides a simplified organizational structure and eliminates the requirement to pay management fees to a third party.

The Company has consolidated the operating results of the Acquired Businesses starting on March 31, 2024.

Prior to the completion of the Transaction, the Company owed certain deferred fees and other obligations to the Manager and to Brookfield. When the Manager was acquired, these obligations were effectively settled, resulting in settlement gains of $1.3 million recorded in the first quarter of 2024.

COMPANY REVENUES

The primary source of revenue earned by the Franchise Operations is franchise fees it receives from Franchisees. Fixed franchise fees represent approximately 76% of total franchise fees and are payable to the Company as a fixed monthly amount per REALTOR® without regard to transaction volumes generated by that REALTOR®. Variable franchise fees represent franchise fees that are payable to the Company based on the transaction volumes generated by REALTORS®, subject to a cap.

Royal LePage Franchisees pay a fixed monthly fee of $144 per REALTOR® (2024 – $139). An additional monthly fee of $100 is charged for each REALTOR® who participates in the Royal LePage® Commercial™ program. Fixed fees from Via Capitale Franchisees consist primarily of a fixed monthly fee of $192 per REALTOR® (2024 – $180).

Variable franchise fees are calculated as 1% of Gross Revenues earned by REALTORS® in the Royal LePage Franchise Network, subject to a cap of $1,525 per year (2024 – $1,500). Certain REALTORS® in the Royal LePage Network work as part of a Team. All REALTORS® who are members of a Team pay fixed franchise fees. However, for the purposes of determining variable fees for the Team, the Gross Revenues of all Team members are aggregated to one cap.

Other revenues earned by the Franchise Operations are derived from ancillary services provided to Franchisees outside of the services provided under the Franchise Agreements or amounts received from third parties and include the sale of leads and lead management services, conference and event registration fees and fees for referral services paid by third parties.

The Company's Brokerage operations generate revenue primarily from Gross Revenue received through serving as the broker at the closing of real estate transactions. The percentage of Gross Revenue paid to each sales representative is negotiated between the brokerage and the individual sales representative and is included in an Agent Agreement.

Other revenues earned by the Brokerage Operations include transaction processing fees, rent charged for sales representatives' office space, interest revenue earned on deposits, advertising and sponsorship and marketing support services.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

OVERVIEW OF 2025 OPERATING RESULTS

Years Ended December 31, (in 000's) except per Share amounts; Restricted Voting Shares outstanding; Exchangeable Units outstanding; Number of REALTORS®	2025	2024	2023
Gross Commission Income	**$ 341,669**	$ 288,360	$ –
Franchise fees	**46,345**	44,994	44,845
Other revenue	**19,361**	17,316	3,609
Revenues	**407,375**	350,670	48,454
Less:			
Commissions	**325,095**	274,907	–
Cost of other revenue	**6,366**	5,150	1,030
Compensation	**29,674**	21,158	–
General and administration	**5,642**	6,288	2,885
Software, hosting and licensing	**5,389**	3,570	–
Premises	**2,984**	2,387	–
Marketing and communications	**4,590**	2,296	–
Other operating	**2,228**	1,491	–
Management fees	**–**	4,742	19,159
Interest on debt	**3,683**	4,646	2,967
Interest on lease obligation	**1,117**	936	–
Share-based compensation	**313**	–	–
	$ 20,294	$ 23,099	$ 22,414
Impairment and write-off of intangible assets	**(1,638)**	(2,629)	(201)
Depreciation and amortization	**(11,686)**	(11,995)	(6,894)
Interest on Exchangeable Units	**(10,902)**	(9,628)	(5,806)
Gain (loss) on fair value of Exchangeable Units	**11,310**	(9,286)	(1,098)
Gain on settlement of deferred payments	**–**	1,224	–
Gain on settlement of contract transfer obligation	**–**	99	–
Loss on disposal of capital assets	**(139)**	–	–
Gain on deferred payments	**126**	–	–
Loss on termination of lease	**–**	(45)	–
Loss on disposal of property and equipment	**–**	(12)	–
Loss on interest rate swap	**–**	–	(1,386)
Gain (loss) on debt facility amendment	**1,833**	–	(122)
Current income tax expense	**(2,321)**	(2,907)	(3,396)
Deferred income tax (recovery) expense	**393**	1,758	488
Net and comprehensive earnings (loss)	**$ 7,270**	$ (10,322)	$ 3,998
Basic earnings (loss) per Restricted Voting Share	**$ 0.77**	$ (1.09)	$ 0.42
Diluted earnings (loss) per Share	**$ 0.44**	$ (1.09)	$ 0.42
Dividends paid per Restricted Voting Share	**$ 1.35**	$ 1.35	$ 1.35
Interest expense per Exchangeable Unit	**$ 1.74**	$ 1.74	$ 1.74
Restricted Voting Shares outstanding	**9,483,850**	9,483,850	9,483,850
Exchangeable Units outstanding	**6,248,544**	6,248,544	3,327,667
Number of REALTORS®	**21,409**	20,974	20,529

(in 000's) As at	December 31, 2025	December 31, 2024	December 31, 2023
Total assets	**$ 112,466**	$ 121,978	$ 64,892
Total liabilities	**$ 198,244**	$ 202,223	$ 122,012

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

Variation of Operating Results for the Year Compared to the Prior Year

Net Earnings:
For the Year, the Company generated net earnings of $7.3 million or $0.44 per Share, compared to a net loss of $10.3 million or $1.09 per Share in the Prior Year.

The primary drivers of the increase in net earnings compared to the Prior Year were:

- A gain of $11.3 million on the fair valuation of the Exchangeable Units compared to a loss of $9.3 million in the Prior Year;
- A $56.7 million increase in revenue less $51.4 million in commission expense and cost of other revenue primarily due to the results of the Acquired Businesses being included for nine months in the Prior Year and for 12 months in the Year;
- A $1.8 million gain on the amendment of the Company's debt facilities;
- A $1.0 million decrease in write-off and impairment of intangible assets;
- A $0.8 million decrease in interest expense on debt; and
- A $0.3 million decrease in depreciation and amortization;

partly offset by:

- An $8.6 million increase in operating expenses;
- A $1.3 million increase in interest on Exchangeable Units due to the additional Exchangeable Units issued as consideration in the Transaction;
- A $1.3 million gain on the settlement of deferred payments and the contract transfer obligation in the Prior Year;
- A $0.8 million increase in income tax expense; and
- A $0.3 million increase in share-based compensation.

Total Assets:
Total assets at the end of the Year decreased by $9.5 million compared to December 31, 2024 primarily driven by a $3.3 million decrease in cash, and, a decrease in intangible assets and right-of-use assets as a result of amortization expense recorded in the Year, partly offset by increases in accounts receivable, prepaid expenses, and current income taxes receivable.

Total Liabilities:
Total liabilities at the end of the Year decreased by $4.0 million compared to December 31, 2024. The main drivers of the net decrease were:

- An $11.3 million gain on the revaluation of Exchangeable Units
- A $2.3 million decrease in lease liabilities; and
- A $1.0 million decrease in deferred tax liabilities;

partly offset by:

- A $6.1 million increase in long term debt;
- A $2.6 million increase in deferred payments; and
- A $1.6 million increase in accounts payable and accrued liabilities.

Dividends and distributions:
Dividends approved by the Board on the Restricted Voting Shares were $1.35 per share in the Year, consistent with the Prior Year.

Interest expense on Exchangeable Units increased as a result of the issuance of Exchangeable Units as consideration for the Acquired Businesses under the terms of the Transaction.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

Variation of Operating Results for the Prior Year Compared to 2023

Revenues:
Revenues for the Prior Year totaled $350.7 million, compared to $48.5 million in 2023. The increase in revenues was primarily due to the inclusion of GCI and other revenues of the Acquired Businesses. Franchise fees for the Prior Year increased marginally as the benefit of fee increases implemented at the start of the Year and improved market conditions were partly offset by the fact that the franchise fee revenues received from the Acquired Businesses were now eliminated in the consolidated accounts of the Company. The franchise fees received from the Acquired Businesses were treated as third party revenue prior to March 31, 2024.

Net Earnings:
For the Prior Year, the Company generated a net loss of $10.3 million or $1.09 per Share, compared to net earnings of $4.0 million or $0.42 per Share in 2023.

The primary drivers of the decrease in net earnings compared to 2023 were:

- A $302.2 million increase in revenue less $279.0 million in commission expense and cost of other revenue primarily due to the results of the Acquired Businesses being included since April 1, 2024;
- A $1.4 million loss on the fair value of the interest rate swap upon settlement in the Prior Year; and
- A $1.3 million gain on the settlement of deferred payments and the contract transfer obligation;

partly offset by:

- A $19.9 million increase in operating expenses resulting from the acquisition of the Manager and the Brokerage Operations and increased professional fees associated with the Transaction;
- A loss of $9.3 million on the fair valuation of the Exchangeable Units compared to a loss of $1.1 million in 2023;
- A $5.1 million increase in depreciation and amortization expense due to the amortization of intangible assets acquired in the Transaction;
- A $3.8 million increase in interest on Exchangeable Units due to the additional Exchangeable Units issued as consideration in the Transaction;
- A $2.6 million increase in interest expense due to higher interest rates and the inclusion of interest on lease obligations assumed on the acquisition of the Brokerage Operations; and
- A $2.4 million increase in write-off and impairment of intangible assets, as the Company changed the methodology by which it allocates its expenses in determining the net recoverable amount of intangible assets after the acquisition of the Manager.

Total Assets:
Total assets as at end of the Prior Year increased by $57.1 million compared to December 31, 2023 primarily as a result of the assets acquired in the Transaction including property and equipment, goodwill and right-of-use assets.

Total Liabilities:
Total liabilities at the end of the Prior Year increased by $80.2 million compared to December 31, 2023. The main drivers of the net increase were:

- A $40.8 million increase in the liability associated with the Exchangeable Units issued as consideration in the Transaction;
- $32.9 million in liabilities assumed as a result of the Transaction including accounts payable and accrued liabilities and lease obligations; and
- A $9.3 million loss on the revaluation of Exchangeable Units.

Dividends and distributions:
Dividends approved by the Board on the Restricted Voting Shares were $1.35 per share in the Prior Year, consistent with 2023.

Interest expense on Exchangeable Units increased as a result of the issuance of Exchangeable Units as consideration for the Acquired Businesses under the terms of the Transaction.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

KEY PERFORMANCE DRIVERS

Key performance drivers of the Company's operating performance include:

1. The composition of the Company's revenue streams;
2. The number of REALTORS® in the Franchise Network and at the Brokerage Operations;
3. Transactional dollar volumes of the Canadian Market;
4. REALTOR® Productivity; and
5. Products and services offered to REALTORS®.

Composition of the Company's revenue streams

The Company's principal sources of revenue include fixed franchise fees, which are tied directly to REALTOR® count, and variable franchise fees and GCI which are more closely correlated with the cyclicality of the Canadian real estate market. The GCI generated by the Brokerage Operations tends to increase or decrease depending on home sale activity. This revenue diversification complements the revenues of the Franchise Operations which are primarily fixed in nature and have provided a reliable base of cash flow to support the Company's operations, dividends and distributions to holders of Exchangeable Units. The Company estimates that for 2025, approximately 76% of its franchise fee revenues were fixed in nature which includes a portion of variable franchise fees which were effectively fixed in nature. For those REALTORS® or Teams who reach the variable fee cap, the variable franchise fee is effectively fixed in nature, in that the variable franchise fee paid by the REALTOR® or Team does not change based on changes in the Canadian Market.

Effective January 1, 2025, the Company increased the fees to be paid by REALTORS® operating under the Royal LePage and Johnston & Daniel Brands with the monthly fixed fees increasing by $5 to $144 and the maximum annual variable franchise fee increasing to $1,525. Monthly fees paid by REALTORS® operating under the Via Capitale Brand were increased to $192 on January 1, 2025.

Number of REALTORS® in the Franchise Network

The Franchise Network of 20,757 REALTORS®, including agents operating under non-franchise affiliation agreements, increased by 474 REALTORS® compared to December 31, 2024. The number of REALTORS in the franchise network increased by 2%, despite a 3% decline in CREA membership.

As of December 31, except as noted	2021	2022	2023	2024	**2025**
Company Network					
Opening REALTOR® Count	19,046	20,159	20,686	20,529	**20,283**
Net REALTOR® growth (attrition) for the period	1,113	527	(157)	(246)	**474**
Closing REALTOR® Count	20,159	20,686	20,529	20,283	**20,757**
% Change in the period	6%	3%	-1%	-1%	**2%**

Canadian REALTOR® Population[1]	2021	2022	2023	2024	**2025**
CREA REALTOR® Membership	151,087	160,064	164,598	164,144	**158,656**
% Change in the period	11%	6%	3%	0%	**-3%**

[1] CREA

The Company strives to increase the number of REALTORS® in the Franchise Network through converting competing brokerages and REALTORS® to the Company's Brands and developing programs to increase REALTOR® growth. The number of REALTORS® in the Franchise Network increases primarily when the Company enters into new Franchise Agreements with Franchisees and when existing Franchisees are successful in increasing the number of REALTORS® at their Brokerage either through recruitment efforts or acquisitions.

The Franchise Network is geographically dispersed. The Company strives to grow the Franchise Network in all regions of Canada targeting proportionate participation across the country.

As at Dec. 31, 2025	Canadian[1] REALTOR® Population	Company REALTOR® Population
Ontario	58%	56%
British Columbia	16%	13%
Quebec	10%	18%
Alberta	10%	6%
Maritimes	3%	4%
Prairies	3%	3%
Total	100%	100%

[1] *Source: CREA*

Franchise Agreements

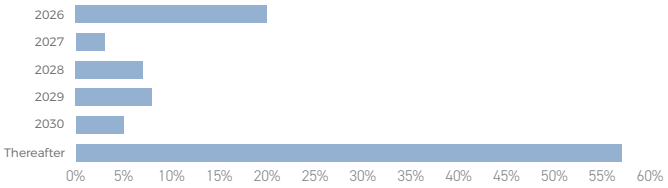
Franchise Agreements are contracts between the Company and Franchisees, which govern matters such as use of the Trademarks, rights and obligations of Franchisees and the Company, renewal terms, services to be provided to Franchisees and franchise fees.

The Royal LePage Franchise Agreements, which represent approximately 95% of REALTORS® in the Franchise Network, are for 10 to 20-year terms with a standard renewal term of ten years. These long-duration contracts exceed the industry standard of five years and thereby reduce agreement renewal risk. In addition, the Company regularly attempts to extend contract terms a further ten years in advance of renewal dates when opportunities present themselves.

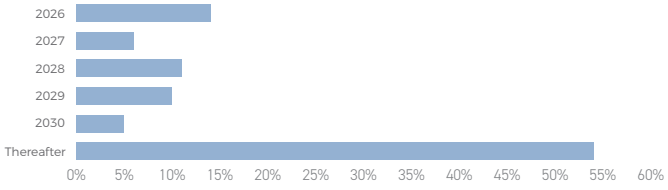
The Via Capitale Franchise Agreements, which represent approximately 5% of REALTORS® in the Franchise Network, are between five and ten years in duration.

A summary of the Company's agreement renewal profiles as at December 31, 2025 for the Franchise Network is shown below.

% Of Franchise Agreements Up For Renewal
(by Number of REALTORS®)



% Of Franchise Agreements Up For Renewal
(by Number of Agreements)



Renewals

The Company has historically achieved a very high renewal success rate with more than 96% of Franchise Agreements renewing in the past five years (expressed as a percentage of the underlying number of REALTORS® associated with those agreements). Due to the ongoing success of the Company's Franchisees, a number of opportunities, such as increasing Franchisee locations, present themselves to renew Franchise Agreements before they come due.

During the Quarter, three Franchisees (Prior Year Quarter – nine), representing 350 REALTORS® (Prior Year Quarter – 995), extended the term of their Franchise Agreements or renewed. During the Year, twenty-four Franchisees (Prior Year– twenty-five) representing 2,899 REALTORS® (Prior Year– 3,694) extended the term of their Franchise Agreements or renewed.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

Number of REALTORS® Affiliated with the Brokerage Operations

For the Quarter, the number of sales representatives in our Brokerage operations declined by 92 REALTORS®.

The Brokerage Operations employ a number of tools and techniques to recruit new and experienced REALTORS® into their operation. Of the 2,413 REALTORS® at the Brokerage operations, 1,761 also form part of the Franchise Network and benefit from recruiting programs offered by the Franchise Operations.

Transactional Dollar Volumes of the Canadian Market

From March 2022 to July 2023, the bank rate increased from 0.5% to 5.25%, pushing many would-be buyers to the sidelines and contributing to slowing increases in home prices. Transaction dollar volume was down 26% year-over-year for the first half of 2023 but was higher by 7% in the second half. Overall, transaction dollar volume in 2023 was down 14% from 2022 as a result of an 11% drop in volumes and a 4% drop in average selling price.

During the first quarter of 2024, the Canadian Market saw a year-over-year increase in transactional dollar volume of 17%, albeit comparing to a very weak first quarter of 2023. Market growth tempered in the second and third quarters with apparent strength in the fourth quarter as transaction volumes showed a year-over-year increase of 38% while the average selling prices were up 9% compared to the fourth quarter of 2023.

During the first quarter of 2025, changes in international trade policies initiated by the US, renewed concerns over inflation and risks of possible economic slowdowns created uncertainty in many sectors of the economy which contributed to caution among homebuyers in much of the country. As a result, home sales in the Canadian Market dropped 7% compared to the first quarter of 2024. During the second quarter, home sales in the Canadian Market dropped another 4% compared to the second quarter of 2024. The greater Toronto and greater Vancouver markets saw weaker market activity with lower volumes of 14% and 22%, respectively. Québec markets showed strength in the second quarter with volumes up 11% and prices up 8% compared to the second quarter of 2024. During the third quarter, home sales in the Canadian Market increased by 5% compared to the third quarter of 2024. The greater Toronto market improved marginally with home sales also increasing by 5% and the greater Vancouver market saw weaker market activity with a reduction in volumes of 1%. Québec markets continued to be strong with volumes up 10% and prices up 9% in the third quarter compared to the third quarter of 2024. During the Quarter, home sales in the Canadian Market decreased by 16% compared to the Prior Year Quarter. Home Sales in the greater Toronto market decreased by 13% and the greater Vancouver market saw a reduction in volumes of 16%. Québec markets continued to be strong with volumes up 4% and prices up 8% in the Quarter compared to the Prior Year Quarter.

The Canadian Market is generally measured in terms of transactional dollar volume which is the gross value of all homes sold in Canada for a given period.

During the Quarter, the Canadian Market closed down 16%, at $71.2 billion, as compared to the Prior Year Quarter at $84.9 billion. The decrease in transactional dollar volume was driven by a decrease of 13% in the number of units sold and a 4% decrease in price.

For the Year, the Canadian Market closed down 6%, at $319.6 billion, as compared to the Prior Year at $338.3 billion. The decrease in transactional dollar volume was driven by a decrease of 4% in the number of units sold and a 1% decrease in price.

During the Quarter, the Greater Toronto Area market closed down 13% at $15.2 billion, as compared to the Prior Year Quarter at $17.5 billion. The decrease in transactional dollar volume was driven by a decrease of 7% in the number of units sold and a 7% decrease in price.

For the Year, the Greater Toronto Area market closed down 12% at $66.7 billion, as compared to the Prior Year at $75.6 billion.

During the Quarter, the Québec market closed up 4%, at $12.1 billion, as compared to $11.6 billion in the Prior Year Quarter, driven by an 8% increase in selling price partly offset by a 3% decrease in units sold.

For the Year, the Québec market closed up 16%, at $52.6 billion, as compared to the Prior Year, driven by an 8% increase in units sold and by an 8% increase in selling price.

During the Quarter, the Greater Vancouver market closed down 16%, at $7.0 billion, as compared to the Prior Year Quarter, driven by a 14% decrease in units sold and by a 2% decrease in selling price.

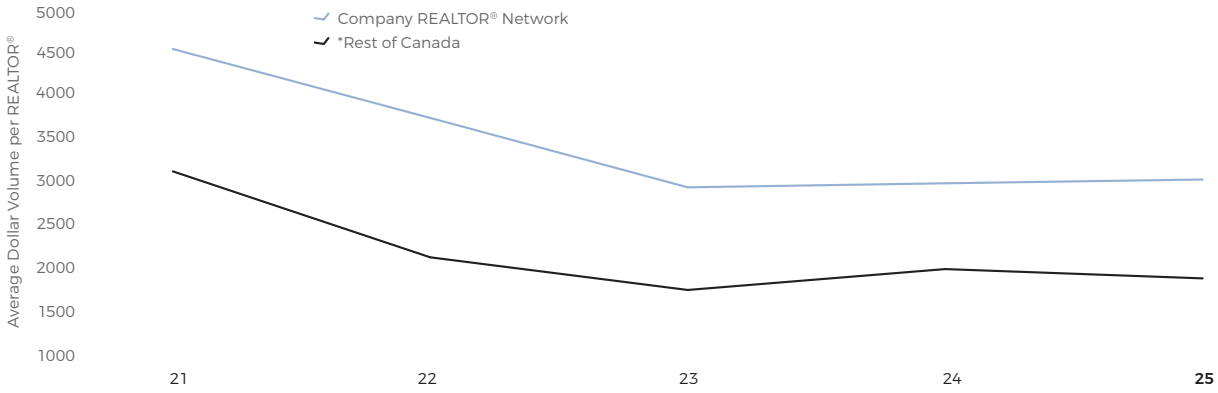
For the Year, the Greater Vancouver market closed down 14%, at $29.4 billion, as compared to the Prior Year, driven by a 10% decrease in units sold and a 4% decrease in selling price.

REALTOR® Productivity

The average REALTOR® in the Franchise Network generated approximately $3.0 million in transactional dollar volume for the twelve months ended December 31, 2025, compared to an estimated $1.8 million in transactional dollar volume generated by an average Canadian REALTOR®, outside the Franchise Network. Management believes that the higher productivity of the Franchise Network makes the Company less prone to a loss of REALTORS® during a period of reduced transactional dollar volume. The average transactional dollar volume per REALTOR® for the past five calendar years is summarized in the chart below.

CANADIAN RESIDENTIAL REAL ESTATE MARKET REALTOR® PRODUCTIVITY

(Average T$V per REALTOR®, in '000 of Canadian dollars)



*Source: CREA

Products and Services Provided to REALTORS®

The Company provides a broad array of innovative products and services to Franchisees and REALTORS®. Most of these products and services are provided in exchange for the franchise fees paid by our Franchisees. These include, among others, the use of our real estate Brands to promote their businesses, use of and access to internal and external communication tools including our websites and intranets, education and learning services, recruiting support, business development coaching and consulting, and access to fully integrated technology tools to help them manage their business.

In addition to those products and services, the Company provides additional services, which are useful to REALTORS® and Franchisees, but are not provided under the Franchise Agreements. These include access to branded promotional materials, including office supplies and clothing, a lead referral service and mortgage referral services on behalf of certain financial institutions. Certain of these products and services provide incremental revenue to the Company.

In 2025, the Company launched two national digital advertising campaigns, "Proudly Canadian" and "Agents of a Different Stripe", designed to reinforce its Canadian-first positioning and highlight the strength of its brand and business offerings to consumers. Cumulatively, the campaigns generated 16.1 million impressions. The Company also raised $5.3 million for the Royal LePage® Shelter Foundation™ to fund emergency and transitional shelters for women and children fleeing intimate partner violence, and national domestic violence prevention programs.

During the year, the Company advanced its digital modernization and professional development initiatives to strengthen regulatory compliance and operational effectiveness. A new recruiting microsite was also created, along with accompanying materials for franchisees to assist in their recruiting efforts. And, we continued to drive adoption of useful AI tools and technology, and facilitated training of Google's suite of AI applications for members of the network.

Proprio Direct implemented updated website technology and enhanced internal platforms to improve user experience, reinforce brand consistency, and optimize lead generation, including refreshed Recruitment and Brand Story pages. The Quebec-based brand also expanded its accredited training, onboarding, and continuing education programs, providing real estate professionals in our network with structured integration support and ongoing professional development resources.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

Our corporately-owned Toronto-based luxury banner, Johnston & Daniel, introduced a structured agent development framework in 2025, including the launch of a weekly Agent Academy and expanded workshops focused on AI integration, business planning, compliance, and advanced growth strategies.

Over the course of the year, Via Capitale continued to strengthen its footprint, including expansion within the Montreal market through the addition of new franchises. The brand also established a partnership with a real estate training academy to support talent development and enhance pathways for new professionals entering the industry.

THE CANADIAN RESIDENTIAL REAL ESTATE MARKET

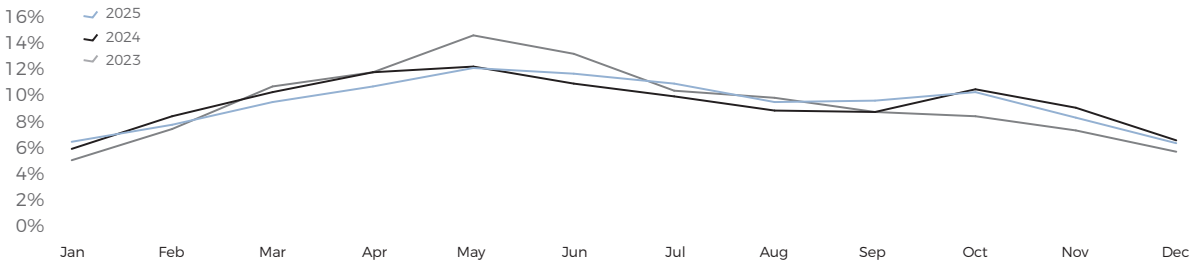
The Canadian residential real estate market contracted by 16% in Q4 of 2025 compared to the Prior Year Quarter, and 6% for the full year compared to 2024.[1] According to the Canadian Real Estate Association, unit sales recorded a 13% decrease in the Quarter compared to the same period in the Prior Year, while the national average selling price decreased 4%. On a quarter-over-quarter basis, the average selling price increased by 2% despite a decline in sales. For the full year, the national average selling price dipped 1% in 2025, and transaction volume declined by 4%.

Economic and geopolitical uncertainty weighed on homebuyer activity throughout 2025. Although borrowing costs continued to decline over the past year and inventory levels increased in most major regions, improving overall market balance, low consumer confidence continued to negatively impact sales activity. This softening was pronounced in the country's most expensive real estate markets, Greater Vancouver and the Greater Toronto Area.

With inflation remaining within the Bank of Canada's target range for several consecutive months, the Bank has indicated that its rate-cutting cycle is likely complete for the time being. The policy rate currently sits at 2.25%[2] and is expected to remain stable in the near term. While the central bank has acknowledged that monetary policy cannot offset the structural impacts of tariffs, it has signaled a readiness to support economic growth as conditions warrant.

CANADIAN RESIDENTIAL REAL ESTATE MARKET – SEASONALITY

(% Canadian Market T$V by month)



*Source: CREA

Historically, the second quarter of each year, often referred to as the "spring market", has seen the highest value of real estate traded in a given year. The impact of the seasonality of the Canadian Market is somewhat mitigated by the fixed-fee nature of the Company's revenues. In the latter part of the year, variable franchise fees can be negatively impacted by the Royal LePage REALTORS® and Teams who have capped with respect to variable franchise fees.

[1] *CREA Canadian Housing Market Statistics*
[2] *Bank of Canada maintains policy rate at 2¼%, January 28, 2026*

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

ANALYSIS OF FOURTH QUARTER AND ANNUAL OPERATING RESULTS AND CASH FLOWS

Years ended December 31, (in 000's) except per Share amounts and number of REALTORS®;	**Three months ended December 31, 2025**	Three months ended December 31, 2024	**Twelve months ended December 31, 2025**	Twelve months ended December 31, 2024
Revenues				
Gross commission income	**$ 83,555**	$ 86,699	**$ 341,669**	$ 288,360
Franchise fees	**10,948**	10,466	**46,345**	44,994
Other revenue	**3,988**	4,333	**19,361**	17,316
	98,491	101,498	**407,375**	350,670
Less:				
Commissions	**80,209**	83,411	**325,095**	274,907
Cost of other revenue	**596**	714	**6,366**	5,150
Compensation	**7,706**	7,518	**29,674**	21,158
General and administration	**1,247**	1,419	**5,642**	6,288
Software, hosting and licensing	**1,387**	1,095	**5,389**	3,570
Premises	**772**	766	**2,984**	2,387
Marketing and communications	**1,248**	830	**4,590**	2,296
Other operating	**665**	576	**2,228**	1,491
Management fees	**–**	–	**–**	4,742
Interest expense	**919**	1,056	**3,683**	4,646
Interest on lease obligation	**237**	303	**1,117**	936
Share-based compensation	**62**	–	**313**	–
	$ 3,443	$ 3,810	**$ 20,294**	$ 23,099
Impairment and write-off of intangible assets	**(1,491)**	(854)	**(1,638)**	(2,629)
Depreciation and amortization	**(2,909)**	(3,404)	**(11,686)**	(11,995)
Interest on Exchangeable units	**(2,726)**	(2,726)	**(10,902)**	(9,628)
Gain (loss) on fair value of Exchangeable Units	**10,560**	(6,436)	**11,310**	(9,286)
Gain on settlement of deferred payments	**–**	–	**–**	1,224
Gain on settlement of contract transfer obligation	**–**	–	**–**	99
Loss on termination of lease	**–**	(45)	**–**	(45)
Loss on disposal of property and equipment	**–**	(12)	**–**	(12)
Loss on disposal of capital assets	**(139)**	–	**(139)**	–
Gain on deferred payments	**126**	–	**126**	–
Gain (loss) on interest rate swap	**–**	–	**–**	–
Gain on debt facility amendment	**1,833**	–	**1,833**	–
Earnings (loss) before income taxes	**$ 8,697**	$ (9,667)	**$ 9,198**	$ (9,173)
Current income tax expense	**45**	592	**2,321**	2,907
Deferred income tax expense (recovery)	**246**	(627)	**(393)**	(1,758)
Net and comprehensive earnings	**$ 8,406**	$ (9,632)	**$ 7,270**	$ (10,322)
Basic earnings (loss) per Restricted Voting Share	**$ 0.89**	$ (1.02)	**$ 0.77**	$ (1.09)
Diluted earnings (loss) per Share	**$ 0.04**	$ (1.02)	**$ 0.44**	$ (1.09)
Number of REALTORS®	**21,409**	20,974	**21,409**	20,974

Cash Flow Information (in 000's)				
Cash provided by (used for):				
Operating activities	**$ 4,923**	$ 1,803	**$ 9,910**	$ 17,099
Investing activities	**(1,417)**	(463)	**(5,181)**	2,483
Financing activities	**(7,304)**	(4,387)	**(8,065)**	(16,237)

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

Fourth Quarter Operating Results and Cash Flows

During the Quarter, the Company generated net earnings of $8.4 million compared to net a net loss of $9.6 million in the Prior Year Quarter.

Revenues for the Quarter totaled $98.5 million, compared to $101.5 million for the Prior Year Quarter. The decrease in revenues is primarily driven by a decrease in gross commission income and other revenues due to weaker markets and lower agent counts in the Brokerage Operations. Franchise fees for the Quarter increased marginally as a benefit of fee increases implemented at the start of the year and an increase in the number of REALTORS®.

Commissions expense represents commissions paid to sales representatives who sell real estate in the Company's Brokerage Operations.

Cost of other revenue represents the direct costs associated with ancillary and other revenues.

Compensation represents compensation expense paid to employees. Prior to the completion of the Transaction, the Company had no employees. All management services were provided under the terms of the MSA prior to April 1, 2024.

General and administration expenses of $1.2 million for the Quarter decreased compared to the Prior Year Quarter due to lower legal and consulting costs associated with the evaluation and negotiation of the Transaction in the Prior Year Quarter.

Software, hosting and licensing, premises, marketing and communications and other operating expenses represent the expenses of operating the Brokerage Operations as well as expenses that were previously incurred by the Manager in fulfilling its obligations to the Company under the terms of the MSA.

Interest on debt of $0.9 million was lower than the Prior Year Quarter due to lower interest rates compared to the Prior Year Quarter partly offset by interest incurred on additional borrowings.

Interest on lease obligation represents the interest charge related to the lease obligations of the Company.

Share-based compensation represents incentive programs that provide incentives to certain members of senior management or directors of the Company. These incentive programs are administered by the Board.

Depreciation and amortization for the Quarter of $2.9 million decreased by $0.5 million compared to the Prior Year Quarter as intangible assets become fully amortized.

Interest on Exchangeable Units represents the distributions to Exchangeable Unitholders. For the Quarter, total distributions amounted to $0.44 per Exchangeable Unit, unchanged from the Prior Year Quarter. Distributions to Exchangeable Unitholders are determined with reference to dividends paid on Bridgemarq's Restricted Voting Shares.

Gain (loss) on fair value of Exchangeable Units represents the change in the fair value of the Exchangeable Units. The Exchangeable Units are valued based on the market value of the Company's Restricted Voting Shares. At December 31, 2025, the Company's Restricted Voting Shares were valued at $13.22 per share compared to $14.91 per share at September 30, 2025, resulting in a gain of $10.6 million for the Quarter. For the Prior Year Quarter, the price of the Company's Restricted Voting Shares increased from $14.00 per share at September 30, 2024 to $15.03 at December 31, 2024 resulting in a loss of $6.4 million. This loss represents an increase in the obligation associated with the conversion features of the Exchangeable Units.

Income tax expense. The Company's effective income tax rate is significantly different than the Company's enacted income tax rate of 26.5%. The difference in the effective income tax rate is driven by a number of items that are included in the determination of net earnings but excluded from the determination of taxable income (including, among other things, non-deductible amortization of intangible assets, interest on Exchangeable Units and fair valuation adjustments on Exchangeable Units) as well as items that are excluded from the determination of net earnings but included in the determination of taxable income (including, among other things, the allocation of certain taxable earnings under the terms of the partnership agreement governing the Partnership).

Cash provided by operating activities increased by $3.1 million compared to the Prior Year Quarter primarily as result of deferred payments.

Cash used in investing activities increased by $0.9 million compared to the Prior Year Quarter due to higher franchise agreement expenses.

Cash used in financing activities is comprised of dividends paid to shareholders, borrowings under debt facilities and lease payments. During the Quarter, the Company repaid $3.0 million under its debt facilities.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

Annual Operating Results and Cash Flows

For the Year, the Company generated net earnings of $7.3 million compared to a net loss of $10.3 million in the Prior Year.

Revenues for the Year totaled $407.4 million, compared to $350.7 million for the Prior Year. The increase in revenues is substantially due to the inclusion of gross commission income and other revenues of the Acquired Businesses for nine months in the Prior Year and for 12 months in the Year. Franchise fees for the Year improved, driven by fee increases implemented on January 1, 2025 and an increase in the number of REALTORS®, partly offset by the elimination of a portion of franchise fees received from the Acquired Businesses.

Commissions expense represents commissions paid to sales representatives who sell real estate in the Company's Brokerage Operations.

Cost of other revenue represents the direct costs associated with ancillary and other revenues.

Compensation represents compensation expense paid to employees. Prior to the completion of the Transaction, the Company had no employees. All management services were provided under the terms of the MSA prior to March 31, 2024.

General and administration expenses of $5.6 million for the Year are lower compared to the Prior Year as a benefit of lower costs associated with the Transaction, partly offset by the inclusion of the expenses of the Acquired Businesses for the Year compared to nine months in the Prior Year.

Software, hosting and licensing, premises, marketing and communications other operating expenses represent the expenses of operating the Brokerage Operations as well as expenses that were previously incurred by the Manager in fulfilling its obligation to the Company under the terms of the MSA.

Management fee expenses are nil as management of the Company was internalized effective March 31, 2024 as a result of the Transaction.

Interest on debt of $3.7 million was lower than the Prior Year due to lower interest rates partly offset by the impact of increased borrowing levels compared to the Prior Year.

Interest on lease obligation represents the interest charge related to the lease obligations of the Company.

Share-based compensation represents incentive programs that provide incentives to certain members of senior management or directors of the Company. These incentive programs are administered by Bridgemarq's Board of Directors.

Depreciation and amortization for the Year of $11.7 million decreased by $0.3 million compared to the Prior Year.

Interest on Exchangeable Units represents the distributions to Exchangeable Unitholders. For the Year, total distributions amounted to $10.9 million compared to $9.6 million in the Prior Year due to the additional Exchangeable Units issued as consideration in the Transaction. Distributions to Exchangeable Unitholders are determined with reference to dividends paid on Bridgemarq's Restricted Voting Shares.

Gain (loss) on fair value of Exchangeable Units represents the change in the fair value of the Exchangeable Units. The Exchangeable Units are valued based on the value of the Company's Restricted Voting Shares. At December 31, 2025, the Company's Restricted Voting Shares were valued at $13.22 per share compared to $15.03 at December 31, 2024, resulting in a gain of $11.3 million for the Year. This gain represents a decrease in the obligation associated with the conversion features of the Exchangeable Units. For the Prior Year, the price of the Company's Restricted Voting Shares increased from $13.17 at December 31, 2023 to $15.03 at December 31, 2024, resulting in a loss of $9.3 million.

Gains on settlement of deferred payments and contract transfer obligation totaling $1.3 million were recorded for the Prior Year Period when certain deferred fees and other obligations to the Manager and to Brookfield were effectively settled pursuant to the Transaction.

Income tax expense. The Company's effective income tax rate is significantly different than the Company's enacted income tax rate of 26.5%. The difference in the effective income tax rate is driven by a number of items that are included in the determination of net earnings but excluded from the determination of taxable income (including, among other things, non-deductible amortization of intangible assets, interest on Exchangeable Units and fair valuation adjustments on Exchangeable Units) as well as items that are excluded from the determination of net earnings but included in the determination of taxable income (including, among other things, the allocation of certain taxable earnings under the terms of the partnership agreement governing the Partnership).

Cash provided by operating activities decreased by $7.2 million compared to the Prior Year primarily due to lower operating income, higher interest paid, and changes in non-cash working capital partly offset by deferred payments.

Cash used in (provided by) investing activities decreased by $7.7 million primarily due to higher expenditures associated with franchise agreements and due to cash acquired in the Transaction in the Prior Year.

Cash used in financing activities increased by $8.2 million due to $12.6 million in borrowings partly offset by repayments under debt facilities of $4.5 million. Dividends paid to shareholders were consistent with the Prior Year.

The identifiable assets and liabilities acquired in the Transaction are as follows[1]:

Fair value of Exchangeable Units issued	$	39,909
Cash paid for working capital adjustment		131
Adjusted for:		
Cash acquired		(4,146)
Settlement of pre-existing relationships		2,432
Net Consideration	$	38,326
Accounts receivable		3,091
Other current assets		4,246
Property and equipment		2,599
Other non-current assets		217
Right-of-use assets		19,034
Deferred income taxes, net		(539)
Intangible assets		18,940
Goodwill		23,626
Accounts payable and accrued liabilities		(13,883)
Lease liabilities		(19,005)
Net assets acquired	$	38,326

Restated
In addition to the asset and liabilities acquired, cash held in trust representing customer deposits on pending real estate transactions were transferred to the Company on the date of the Acquisition.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

SUMMARY OF QUARTERLY RESULTS

(Unaudited) For three months ended, (in 000's) except per Share amounts and number of REALTORS®;	2025 Dec. 31	2025 Sept. 30	2025 June 30	2025 Mar. 31	2024 Dec. 31	2024 Sept. 30	2024 June 30	2024 Mar. 31
Revenues								
Gross Commission Income	**$ 83,555**	$ 106,261	$ 90,226	$ 61,628	$ 86,699	$109,624	$ 92,037	$ –
Franchise fees	**10,948**	11,607	12,198	11,592	10,466	11,523	11,929	11,076
Other revenues	**3,988**	5,032	5,591	4,750	4,333	5,665	6,538	780
	98,491	122,900	108,015	77,970	101,498	126,812	110,504	11,856
Less:								
Commissions	**80,209**	102,188	85,858	56,840	83,411	104,444	87,052	–
Cost of other revenue	**596**	2,370	2,105	1,296	714	1,973	2,311	152
Compensation	**7,706**	7,080	7,636	7,252	7,518	6,642	6,998	–
General and administration	**1,247**	1,455	1,633	1,306	1,419	1,884	1,874	1,111
Software, hosting and licensing	**1,387**	1,340	1,376	1,286	1,095	1,225	1,250	–
Premises	**772**	709	773	730	766	778	843	–
Marketing and communications	**1,248**	881	1,194	1,268	830	746	720	–
Other operating	**665**	375	581	607	576	288	627	–
Management fees	**–**	–	–	–	–	–	–	4,742
Interest on debt	**919**	918	945	900	1,056	1,102	1,205	1,283
Interest on lease obligation	**237**	314	279	287	303	314	320	–
Share-based compensation	**62**	199	53	–	–	–	–	–
	3,443	5,071	5,582	6,198	3,810	7,416	7,304	4,568
Impairment and write-off of intangible assets	**(1,491)**	(107)	(41)	–	(854)	(53)	(169)	(1,552)
Depreciation and amortization	**(2,909)**	(2,933)	(2,933)	(2,911)	(3,404)	(3,422)	(3,473)	(1,695)
Interest on Exchangeable units	**(2,726)**	(2,726)	(2,726)	(2,726)	(2,726)	(2,726)	(2,725)	(1,452)
Gain (loss) on fair value of Exchangeable Units	**10,560**	–	(4,936)	5,686	(6,436)	(10,810)	10,622	(2,662)
Gain on debt facility amendment	**1,833**	–	–	–	–	–	–	–
Loss on disposal of capital assets	**(139)**	–	–	–	–	–	–	–
Gain on deferred payments	**126**	–	–	–	–	–	–	–
Loss on termination of lease	**–**	–	–	–	(45)	–	–	–
Loss on disposal of property and equipment	**–**	–	–	–	(12)	–	–	–
Gain on settlement of deferred payments	**–**	–	–	–	–	–	–	1,224
Gain on settlement of contract transfer obligation	**–**	–	–	–	–	–	–	99
Earnings (loss) before income tax	**8,697**	(695)	(5,054)	6,247	(9,667)	(9,595)	11,559	(1,470)
Current income tax expense	**45**	148	1,062	1,066	592	1,246	494	575
Deferred income tax expense (recovery)	**246**	883	(670)	(851)	(627)	–	536	(1,667)
Net and comprehensive earnings (loss)	**$ 8,406**	$ (1,726)	$ (5,446)	$ 6,032	$ (9,632)	$ (10,841)	$ 10,529	$ (378)
Adjusted net earnings (loss)	**$ (1,248)**	$ 1,000	$ 2,216	$ 3,072	$ (413)	$ 2,695	$ 2,632	$ 2,413
Adjusted net earnings (loss) per share	**$ (0.08)**	$ 0.06	$ 0.14	$ 0.20	$ (0.03)	$ 0.17	$ 0.17	$ 0.19
Number of REALTORS®	**21,409**	21,617	21,409	20,845	20,974	21,144	21,266	21,308

DEBT FACILITIES

Effective December 30, 2025, the Company reached an agreement with the lender to, among other things, increase the Operating Facility from $10,000 to $20,000, decrease the Acquisition Facility from $30,000 to $20,000 and extend the term of the debt facilities through to December 31, 2031.

As at December 31, 2025, the Company's $95.0 million financing is comprised of the following three arrangements:

- A $55.0 million non-revolving term facility (the "Term Facility");
- A $20.0 million revolving acquisition facility (the "Acquisition Facility") to support acquisitions pursued by the Company. A standby fee of 0.15% applies on undrawn amounts under this facility; and
- A $20.0 million revolving operating facility (the "Operating Facility") to meet the Company's day-to-day operating requirements.

As at December 31, 2025, the Company has drawn $55.0 million on the Term Facility, $17.1 million on the Acquisition Facility and $3.0 million on the Operating Facility.

Borrowings under each of these arrangements bear interest at a variable rate of Banker's Acceptances ("BAs") +2.0% or Prime + 0.8% and are secured by a first ranking security interest in substantially all assets of the Company.

The covenants of this financing prescribe that the Company must maintain a ratio of Consolidated EBITDA to Senior Interest Expense at a minimum of 3:1 and a ratio of Senior Indebtedness to Consolidated EBITDA at a maximum of 4:1 as outlined in the loan agreement. Consolidated EBITDA is defined as earnings before income tax adjusted for amortization and net impairment or recovery of intangible assets, interest expense, hedging activities and fair value adjustments on the Exchangeable Units. Senior Indebtedness is defined as borrowings on the Company's debt facilities. Senior Interest Expense is defined as interest on Senior Indebtedness. The Company is compliant with these covenants for all periods presented.

The Company has a $5,000 credit facility (the "Credit Facility") available under an agreement with BBP to further support its liquidity. Repayment of principal outstanding can be paid in cash or by issuing additional exchangeable units to BBP. This facility remains undrawn.

FREE CASH FLOW

Free Cash Flow represents operating income before deducting interest on leases, share-based compensation, depreciation and amortization and net impairment and write-off of intangible assets, minus current income tax expense, minus additions to property and equipment and intangible assets, minus repayment of contract transfer obligations, minus lease payments. Free Cash Flow is used by the Company as a measure of the amount of cash generated by the Company, which is available for distribution to the Company's shareholders on a diluted basis, subject to working capital and other investment requirements.

The calculation of Free Cash Flow for the Quarter and Year is presented in the table below with comparative amounts for the Prior Year Quarter and the Prior Year.

($ 000's)	**Three months ended December 31, 2025**	Three months ended December 31, 2024	**Twelve months ended December 31, 2025**	Twelve months ended December 31, 2024
Revenues	**$ 98,491**	$ 101,498	**$ 407,375**	$ 350,670
Non-cash items included in revenue	**215**	(134)	**619**	490
	$ 98,706	$ 101,364	**$ 407,994**	$ 351,160
Less:				
Commissions	**80,209**	83,411	**325,095**	274,907
Cost of other revenue	**596**	714	**6,366**	5,150
Compensation	**7,706**	7,518	**29,674**	21,158
General and administration	**1,247**	1,419	**5,642**	6,288
Software, hosting and licensing	**1,387**	1,095	**5,389**	3,570
Premises	**772**	765	**2,984**	2,387
Marketing and communications	**1,248**	830	**4,590**	2,296
Other operating	**665**	575	**2,228**	1,491
Management fees	**–**	–	**–**	4,742
Interest on debt	**919**	1,056	**3,683**	4,646
Current income tax expense	**45**	592	**2,321**	2,907
Lease payments	**1,114**	1,105	**4,253**	3,276
Additions to property and equipment and intangible assets	**1,417**	463	**5,181**	1,528
Repayment of contract transfer obligation	**–**	–	**–**	4
Free Cash Flow	**$ 1,381**	$ 1,821	**$ 10,588**	$ 16,810
Free Cash Flow per share	**$ 0.09**	$ 0.12	**$ 0.67**	$ 1.18

Free Cash Flow per Share is calculated by dividing Free Cash Flow by the number of outstanding Restricted Voting Shares on a diluted basis. Free Cash Flow per Share is used by the Company to measure the amount of cash per Share generated which is available for distribution to the Company's shareholders on a diluted basis, subject to working capital and other investment requirements.

Free Cash Flow for the Quarter totaled $1.4 million, compared to $1.8 million generated in the Prior Year Quarter. For the Year, Free Cash Flow generated by the Company amounted to $10.6 million compared to $16.8 million in the Prior Year primarily due to lower earnings and higher capital expenditures.

Free Cash Flow and Free Cash Flow per Share are non-GAAP financial measures and do not have standardized meanings under IFRS and, accordingly, may not be comparable to similar measures used by other companies. The Company believes that Free Cash Flow and Free Cash Flow per Share are useful supplemental measures of performance as they provide investors with an indication of the amount of cash flow generated after investing activities and lease payments which is available to holders of Restricted Voting Shares and Exchangeable Unitholders, subject to working capital and other investment requirements. Investors are cautioned, however, that Free Cash Flow and Free Cash Flow per Share should not be interpreted as alternatives to using net earnings or net earnings per Share (as measures of profitability) or cash provided by operating activities (as a measure for cash flows) to evaluate the Company's financial performance.

Free Cash Flow Reconciled to Cash Flow from Operating Activities

The table below reconciles cash flow from operating activities, as presented in the consolidated statements of cash flows, to Free Cash Flow for the Quarter. Free Cash Flow is a measure used by the Company to assess the resources available to the Company for distribution to holders of Restricted Voting Shares and holders of Exchangeable Units subject to other uses for cash.

($ 000's)	**Three months ended December 31, 2025**	Three months ended December 31, 2024	**Twelve months ended December 31, 2025**	Twelve months ended December 31, 2024
Cash flow from operating activities	**$ 4,923**	$ 1,803	**$ 9,910**	$ 17,099
Add (deduct):				
Interest on Exchangeable Units	**2,726**	2,726	**10,902**	9,628
Interest on Lease Obligation	**237**	303	**1,117**	936
Deferred payments	**(2,727)**	–	**(2,727)**	–
Share-based compensation	**62**	–	**313**	–
Current Income tax expense	**(45)**	(592)	**(2,321)**	(2,907)
Income taxes paid	**441**	507	**2,694**	2,909
Changes in non-cash working capital	**(1,671)**	(1,028)	**204**	(4,284)
Interest expense	**(3,882)**	(4,083)	**(15,702)**	(15,210)
Interest paid	**3,848**	3,758	**15,632**	13,447
Interest income	**631**	378	**1,557**	1,526
Interest received	**(631)**	(378)	**(1,557)**	(1,526)
Lease payments	**(1,114)**	(1,105)	**(4,253)**	(3,276)
Additions to property and equipment and intangible assets	**(1,417)**	(463)	**(5,181)**	(1,528)
Repayment of contract transfer obligation and other	**–**	(5)	**–**	(4)
Free Cash Flow	**$ 1,381**	$ 1,821	$ 10,588	$ 16,810

The Company has paid out, in the past, and could pay out, in any given period, cash in excess of net earnings to shareholders as a significant portion of the Company's operating expenses is made up of non-cash amortization of intangible assets and other non-cash charges to net earnings. Management does not view the payment of cash in excess of net earnings as an economic return of capital as these intangible assets and other non-cash charges are not expected to require a further cash outlay in the future.

LIQUIDITY

Revenues from franchise fees and other services provided to Franchisees by the Franchise Operations have historically been the largest source of liquidity for the Company. Given that Franchisees are contractually obligated to pay franchise fees under the Franchise Agreements and given the high degree of success the Company has had in renewing its Franchise Agreements in the past when they come due, the Company believes that the existing portfolio of Franchise Agreements, along with its non-cash working capital and capital resources, will continue to generate strong cash flow for the Company. Following the closing of the Transaction, the Company benefits from the operating cash flows of the Brokerage Operations. In addition, the Company has $5.8 million in cash and access to $24.9 million in credit facilities, subject to certain covenants, to supplement the operating cash flows and Free Cash Flow generated by the Company. The Company believes that it has sufficient liquidity to meet its operating commitments in the foreseeable future.

During the Quarter, the Company generated Free Cash Flow of $1.4 million, compared to $1.8 million in the Prior Year Quarter.

The Company paid dividends to shareholders and interest to holders of Exchangeable Units totaling $5.9 million for the Quarter (Prior Year Quarter – $5.9 million). Distributions to Exchangeable Unitholders are determined with reference to dividends paid on Bridgemarq's Restricted Voting Shares.

During the Year, the Company generated $9.9 million in cash from operating activities, compared to $17.1 million cash generated from operating activities in the Prior Year.

The Company paid dividends to shareholders and interest to holders of Exchangeable Units totaling $23.7 million for the Year, compared to $22.4 million in the Prior Year due to the additional Exchangeable Units issued as consideration in the Transaction. Distributions to Exchangeable Unitholders are determined with reference to dividends paid on Bridgemarq's Restricted Voting Shares.

Working Capital

Changes in the Company's net working capital are primarily driven by cash flow from operating activities, collections of accounts receivable, payments of accounts payable and payment of dividends and interest.

Overall, working capital increased to a deficit of $91.2 million as at December 31, 2025 compared to a deficit of $97.3 million as at December 31, 2024. The increase in working capital resulted primarily from:

- An $11.3 million non-cash decrease in the value of the Exchangeable Units;
- A $1.0 million increase in accounts receivable and current portion of notes receivable;
- A $0.6 million increase in prepaid expenses and other current assets.
- A $0.5 million increase in assets held for sale; and
- A $0.4 million increase in current income tax receivable;

partly offset by:

- A $3.3 million decrease in cash;
- A $2.6 million increase deferred payments; and
- A $1.6 million increase in accounts payable

The Exchangeable Units do not represent a liability that requires any payment of cash. The Exchangeable Units are exchangeable on a one-for-one basis for Restricted Voting Shares at the option of the holder. If a takeover bid is made for 25% or more of the outstanding Restricted Voting Shares and a contemporaneous identical offer is not made for the Exchangeable Units, the holder can exchange the Exchangeable Units at a ratio of 1.1 Restricted Voting Shares per Exchangeable Unit. They are classified as a current liability under IAS 1 notwithstanding the fact that, under no circumstance, can the holder exchange the Exchangeable Units for any asset other than Restricted Voting Shares.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

A summary of the Company's working capital is presented below:

($ 000's) As at	**Dec. 31, 2025**	Sept. 30, 2025	June 30, 2025	Mar. 31, 2025	Dec. 31, 2024	Sept. 30, 2024	June 30, 2024	Mar. 31, 2024	Change in Quarter	Change in Year
Current assets										
Cash	**$ 5,752**	$ 9,550	$ 11,415	$ 7,178	$ 9,088	$ 12,135	$14,080	$ 8,594	$ (3,798)	$(3,336)
Accounts receivable and current portion of notes receivable	**6,810**	6,442	7,911	7,761	5,837	5,435	7,104	7,570	368	973
Prepaid expenses and other current assets	**3,982**	2,976	4,291	5,094	3,326	2,719	4,359	4,415	1,006	656
Assets held for sale	**538**	–	-	-	-	–	–	–	538	538
Current income tax receivable	**600**	261	–	90	155	1 47	133	616	339	445
	17,682	19,229	23,617	20,123	18,406	20,436	25,676	21,195	(1,547)	(724)
Current liabilities										
Accounts payable and accrued liabilities	**$18,596**	$ 15,336	$ 19,052	$ 16,191	$ 16,837	$ 14,752	$ 19,328	$ 14,799	$ 3,260	$ 1,759
Liabilities associated with assets held for sale	**223**	–	–	–	–	–	–	–	223	223
Lease liabilities	**2,893**	3,050	2,969	2,928	3,000	2,944	3,265	3,731	(157)	(107)
Interest payable to Exchangeable Unitholders	**909**	909	909	909	909	909	909	484	–	–
Dividends payable to Restricted Voting shareholders	**1,067**	1,067	1,067	1,067	1,067	1,067	1,067	1,067	–	–
Deferred payments	**2,622**	–	–	–	–	–	–	–	2,622	2,622
Exchangeable Units	**82,606**	93,166	93,166	88,229	93,916	87,480	76,670	87,292	(10,560)	(11,310)
	108,916	113,528	117,316	109,463	115,729	107,152	101,239	107,373	(4,612)	(6,813)
Net working capital	**$(91,234)**	$(94,299)	$(93,699)	$(89,340)	$ (97,323)	$ (86,716)	$(75,563)	$ (86,178)	$ 3,065	$ 6,089

CASH AND CAPITAL RESOURCES

A summary of cash and capital resources available to the Company as at December 31, 2025 and December 31, 2024 is presented below:

(in 000's) As at	December 31, 2025	December 31, 2024
Cash	**$ 5,752**	$ 9,088
Acquisition Facility	**2,900**	18,000
Operating Facility	**17,000**	10,000
Credit Facility	**5,000**	–
Net borrowing capacity	**$ 24,900**	$ 28,000
Available resources	**$ 30,652**	$ 37,088

As at December 31, 2025, $17.1 million of the Acquisition Facility, $3.0 million of the Operating Facility and $0 on the Credit Facility have been drawn by the Company, leaving $24.9 million of net borrowing capacity under the debt facilities.

In addition to the cash and capital resources included in the table above, the Company generates cash flow from operating activities, which can be used to fund dividend payments and interest on Exchangeable Units and to repay amounts owing under the debt facilities, subject to working capital requirements and other investment opportunities.

COMMITMENTS AND CONTINGENCIES

The estimated contractual liabilities and their dates of maturity are summarized in the chart below.

As at December 31,	2026	2027	2028	2029	2030	Beyond 2031	Total
Accounts payable and accrued liabilities	$ 18,596	$ –	$ –	$ –	$ –	$ –	$ 18,596
Leases	2,826	2,332	2,261	1,965	1,558	6,906	$ 17,848
Interest payable to Exchangeable Unitholders	909	–	–	–	–	–	$ 909
Dividends payable to shareholders	1,067	–	–	–	–	–	$ 1,067
Interest on long-term debt	3,403	3,403	3,403	3,403	3,403	3,403	$ 20,418
Debt facilities	–	–	–	–	–	75,100	$ 75,100
Deferred payments	2,727	–	–	–	–	–	$ 2,727
Total	$ 29,528	$ 5,735	$ 5,664	$ 5,368	$ 4,961	$ 85,409	$ 136,665

The Company and certain of the Brokerage Operations have been named as defendants in two legal actions seeking orders certifying the actions as class proceedings filed in April, 2021 and January, 2024, respectively, which include, among other things, allegations of anti-competitive behaviour and seek general and special damages in an amount to be proven at trial. The April, 2021 action initially named the Toronto Regional Real Estate Board, CREA, seven major real estate brokerages (including certain of the Brokerage Operations) and five franchisors (including certain of the Franchise Operations). The franchisors were removed as defendants following a motion to strike ruled on by the Federal Court of Canada in September, 2023. This ruling was appealed and the court's decision is anticipated sometime in 2026. The January, 2024 action names CREA, numerous real estate boards across the provinces and territories, eight major real estate brokerages (excluding any of the Brokerage Operations) and eleven franchisors (including certain of the Franchise Operations). The outcome of this claim continues to largely depend on the outcome of the April 2021 action. Neither of these actions has been certified as a class action. One of the franchisors named in the two actions has settled the matter, having publicly stated that the decision to settle is a business decision and this franchisor does not admit any wrongdoing. Notwithstanding this settlement, the Company continues to believe that all allegations in both actions are entirely without merit and that the likelihood of any negative impact on the Company is remote.

OFF-BALANCE SHEET ARRANGEMENTS

Not included in cash is cash held in trust which represents customer deposits held in trust accounts established pursuant to provincial regulations. During 2025, management revisited the classification of the cash held in trust balance as an asset and concluded that the Company did not have control over the cash held in trust accounts, as the Company held the funds in a fiduciary capacity, and thus should not recognize this amount nor the corresponding customer deposits liability on the consolidated balance sheets. The cash held in trust totaled $28 million and $35 million as of December 31, 2025 and December 31, 2024 respectively.

The Company has no other off–balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

As at the date of this MD&A, Brookfield controlled approximately 41.7% of the Company through its ownership of the Exchangeable Units of the Partnership and 315,000 Restricted Voting Shares.

Prior to the closing of the Transaction, the Manager operated the corporately-owned Royal LePage and Via Capitale residential Brokerage locations serving more than 2,000 REALTORS® primarily in the GTA market and Greater Vancouver and Greater Montréal Areas.

All of the corporately-owned Royal LePage and Via Capitale Brokerages operate under Franchise Agreements with standard fixed and variable franchise fees. The Franchise Agreements for the GTA were renewed during 2024. The Franchise Agreements for the Royal LePage Québec locations are up for renewal in 2028. The Franchise Agreements for the Via Capitale Brokerages expire between 2025-2028.

The Company acquired all of the Royal LePage and Via Capitale Brokerages owned by Brookfield under the terms of the Transaction.

Prior to completion of the Transaction, the management of the Company was provided by the Manager under the terms of the MSA. The Manager was a company controlled by Brookfield. Under the MSA, the Manager provided certain management, administrative and support services to the Company and its subsidiaries and, in return, was paid a monthly fee equal to $840,000 plus:

a) during the first five years of the initial term of the MSA, the greater of:

(i) 23.5% of the Distributable Cash (as such term is defined in the MSA) of the Company; and

(ii) 0.342% of the Current Market Value (as such term is defined in the MSA), and

b) after the first five years of the initial term of the MSA, the greater of:

(i) 25.0% of the Distributable Cash of the Company; and

(ii) 0.375% of the Current Market Value.

As a result of the capitalization of certain Franchise Agreements and other contracts transferred to the Company upon entering into the MSA, a portion of payments for management fees were allocated toward reducing the Company's contract transfer obligation and associated interest expense, with the remainder charged to the Company's consolidated statement of net and comprehensive earnings (loss).

The Company acquired the Manager under the terms of the Transaction and, as a result, the management of the Company has been internalized and the MSA is no longer be required. In addition, the contract transfer obligation and certain deferred fees owing to the Manager were settled as a result of the Transaction.

Brookfield provides the Company with certain administrative support and other services which were transacted at contracted rates or at exchange amounts approximating fair market value. A summary of these amounts can be found in Note 12 of the interim condensed consolidated financial statements.

Subsequent to September 30, 2025, the Company entered into an agreement with BBP whereby the Company may defer the payment of distributions on the exchangeable units of Residential Income Fund L.P. (a subsidiary of the Company) to BBP for a twelve-month period beginning October 2025. BBP has also established a credit facility for the Company. The Company can elect to pay the deferred distributions on the exchangeable units and any outstanding balance on the credit facility in cash or by issuing additional exchangeable units to BBP in certain circumstances (subject to applicable legal and stock exchange requirements).

CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS

Substantially all of the Company's activities are based on cash transactions, with revenue and expenditures based on contracted terms. The operating activities not based on contractual terms include bad debt expense (which is included in the Company's administration costs), and the amortization of intangible assets.

The Company's intangible assets are regularly monitored for indications of impairment and reversal of impairment in the carrying value of these assets. The Company's accounts receivables are regularly monitored to determine their collectability.

The preparation of financial statements requires management to select appropriate accounting policies and to make judgements, estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. In particular, critical accounting policies and estimates utilized in the normal course of preparing the Company's consolidated financial statements require; the determination of cash generating units, estimating of future cash flows utilized in assessing the fair value and related net impairment or recovery of intangible assets, determining the useful life of intangible assets, assessing the recoverability of accounts receivable, measuring deferred income taxes, measuring the fair value of the Exchangeable Units and measuring fair values used for disclosure purposes.

In making estimates, management relies on external information and observable conditions where possible, supplemented by internal analysis as required. These estimates have been applied in a manner consistent with prior periods. External influences and events including, but not limited to, changes in the supply or demand of houses for sale in Canada or in any particular region within Canada, changes in the selling price for houses in Canada or any particular region within Canada, changes in the Company's strategies, changes in government policy, laws or regulations which could reasonably affect the housing markets in Canada or the economy in general, consumer response to any changes in the housing markets in Canada or any changes in government policy, laws or regulations, changes in general economic conditions (including interest rates, consumer confidence, inflation and other general economic factors or indicators), changes in global and regional economic growth (including international trade relations, the impact of tariffs and political uncertainty), changes in the demand for and prices of natural resources on local and international markets, the level of residential real estate transactions may affect the Company's future earnings, cash flows and financial condition and such effects are uncertain, including the nature, severity and duration of any resulting general economic impact and any effect on Canadian real estate markets and the Canadian economy in general. Accordingly, estimates used in the preparation of the Company's financial statements including those associated with evaluations of intangible assets and collectability of accounts receivable may be subject to significant adjustments in future periods. The interrelated nature of these factors prevents the Company from quantifying the overall impact of these movements on the Company's consolidated financial statements in a meaningful way. These sources of estimation uncertainty relate in varying degrees to virtually all asset and liability account balances.

Critical Judgements in Applying Accounting Policies

The following are the critical judgements that have been made in applying the Company's accounting policies and that have the most significant impact on the amounts recorded in the consolidated financial statements.

Impairment of Intangible Assets and Recovery of Impairment

The Company ensures that the carrying value of intangible assets is not higher than its recoverable amount (i.e. the higher of: a) fair value less costs of disposal; and b) value-in-use). The Company reviews intangible assets at each reporting period to determine whether indicators of impairment or a reversal of impairment exist on Agent Agreements, individual Franchise Agreements, franchise agreement expenses, Brands and Trademarks. Determining whether the value of an intangible asset, cash generating unit or the portfolio of intangible assets is impaired or has increased requires considerable judgement. When reviewing indicators for impairment or recovery of previously impaired intangible assets, the Company considers certain factors including, financial performance of the business, revenues earned, term to maturity of relevant contractual arrangements, historical agent count, collectability of receivables, estimated future revenues expected to be earned and underlying market conditions. The estimation of future cash flows and other forward-looking information requires significant judgement and is highly uncertain.

Impairment of Goodwill

The Company annually reviews the carrying value of goodwill to determine if there is any impairment. Determining whether the value of goodwill is impaired requires considerable judgement. The assessment of impairment involves the use of accounting estimates and assumptions, changes in which could materially impact the financial condition or operating performance if actual results differ from such estimates and assumptions. Furthermore, significant negative industry or economic trends, disruptions to the business, unexpected significant changes or planned changes in use of the assets, a decrease in business results, growth rates that fall below management's assumptions, divestitures, or a significant loss in the number of sales representatives at a given brokerage may have a negative effect on the fair values and key valuation assumptions. The estimation of future cash flows and other forward-looking information requires significant judgement and is highly uncertain.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, accounts receivable, notes receivable, accounts payable and accrued liabilities, interest payable to Exchangeable Unitholders, dividends payable to holders of Restricted Voting Shares and debt facilities.

The Company is exposed to credit risk with respect to accounts and notes receivable to the extent that any Franchisees are unable to pay their fees or sales representatives do not pay amounts owing to the Brokerage Operations. The Company's credit risk is limited to the recorded amount of accounts and notes receivable. Management reviews the financial position of all Franchisees during the application process and closely monitors outstanding amounts receivable on an ongoing basis to evaluate the risk of a default occurring over the expected life of the accounts receivable. This monitoring includes evaluating the franchisee's historical payment patterns, the current financial health of the franchisee and expected or possible changes in future events or market conditions to determine whether an allowance for doubtful accounts should be recorded. Credit risk is also mitigated by the fact that the Brokerage Operations have the ability to deduct any amounts owing from sales representatives from the commission income they earn on their transactions with customers.

The Company is exposed to the risk of interest rate fluctuations on its $55.0 million Term Facility, its $20.0 million Acquisition Facility and its $20.0 million Operating Facility as the interest rates on these facilities are based on Prime or BA interest rates.

DISCLOSURE CONTROLS AND INTERNAL CONTROLS OVER FINANCIAL REPORTING

The Company takes all necessary steps to ensure that material information regarding the Company's reports filed or submitted under securities legislation fairly presents the financial information of the Company. Responsibility for this resides with management, including the President and Chief Executive Officer and the Chief Financial Officer. Management is responsible for establishing, maintaining and evaluating disclosure controls and procedures as well as internal control over financial reporting.

Disclosure Controls and Procedures ("DC&P")

The evaluation of the effectiveness of DC&P, as defined in National Instrument 52-109 *Certification of Disclosures in Issuers' Annual and Interim Filings*, was performed under the supervision of the President and Chief Executive Officer and the Chief Financial Officer. They concluded that these DC&P were adequate and effective as at December 31, 2025. The Company's management can therefore provide reasonable assurance that it receives material information relating to the Company in a timely manner so that it can provide investors with complete and reliable information.

Internal Control Over Financial Reporting ("ICFR")

Management has designed ICFR to provide reasonable assurance that the Company's financial reporting is reliable and that the Company's consolidated financial statements were prepared in accordance with IFRS. The design and effectiveness of ICFR was evaluated as defined in National Instrument 52-109 under the supervision of the President and Chief Executive Officer and the Chief Financial Officer. Based on the evaluations, they conclude that ICFR is adequate and effective to provide such assurance as at December 31, 2025. The design of ICFR is undertaken in accordance with the 2013 COSO framework.

OUTSTANDING RESTRICTED VOTING SHARES

Bridgemarq is authorized to issue an unlimited number of Restricted Voting Shares, an unlimited number of preferred shares and one Special Voting Share. As of March 12, 2025, Bridgemarq has issued 9,483,850 Restricted Voting Shares, no preferred shares and one Special Voting Share.

Each Restricted Voting Share represents a proportionate voting right in Bridgemarq, and holders of Bridgemarq's Restricted Voting Shares are entitled to dividends declared and distributed by Bridgemarq.

The Special Voting Share is owned by Brookfield and represents the proportionate voting rights of Exchangeable Unitholders in the Company. The Special Voting Share is not eligible to receive dividends and can be redeemed at $0.01 per share.

RISK FACTORS

Risks related to the real estate brokerage industry and the business of the Company are outlined in the Company's Annual Information Form, which is available at www.sedarplus.ca and on the Company's website at www.bridgemarq.com under *Investor Centre/Other Disclosure Reports.* Additional discussion regarding these risks as appropriate is provided in this MD&A.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

FORWARD-LOOKING STATEMENTS

This MD&A contains forward-looking information and other "forward-looking statements" within the meaning of applicable securities legislation. Words such : "anticipated", "approximately", "as", "assessing", "assumptions", "attempts", "attracting", "believe", "believes", "can", "considers", "could", "depend", "determination", "determine", "determining", "estimated", "estimates", "estimating", "estimation", "expected", "future", "generate", "growth", "if", "increase", "increasing", "indication", "judgement", "judgements", "likelihood", "may", "may not", "measuring", "new", "objectives", "opportunities", "outlook", "potential", "providing", "renewal", "retaining", "risk", "seeks", "shall be", "should be", "should not", "subject to", "support", "to", "to be", "uncertain", "uncertainty", "unexpected", "when", "whether", "will", and other expressions that are predictions of or could indicate future events and trends and that do not relate to historical matters, identify forward-looking statements. Reliance should not be placed on forward-looking statements because they involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of the Company to differ materially from anticipated future results, performance or achievement expressed or implied by such forward-looking statements. Factors that could cause actual results to differ materially from those indicated in the forward-looking statements include, but are not limited to: changes in the supply or demand of houses for sale in Canada or in any particular region within Canada, changes in the selling price for houses in Canada or any particular region within Canada, changes in the Company's cash flow, changes in the Company's strategy with respect to and/or ability to pay dividends, changes in the productivity of the Company's REALTORS® or the commissions they charge their customers, changes in government policy, laws or regulations which could reasonably affect the housing markets in Canada or the economy in general, changes to any products or services developed or offered by the Company, consumer response to any changes in the housing markets in Canada or any changes in government policy, laws or regulations, changes in general economic conditions (including interest rates, consumer confidence, inflation and other general economic factors or indicators), changes in global and regional economic growth (including international trade relations, the impact of tariffs, political uncertainty), changes in the demand for and prices of natural resources on local and international markets, the level of residential real estate transactions, competition from other real estate brokers or from discount and/or Internet-based real estate alternatives, the closing of existing real estate brokerage offices, other developments in the residential real estate brokerage industry or the Company that reduce the number of REALTORS® in the Company's network or revenue from the Company's network of REALTORS®, our ability to maintain brand equity through the use of trademarks, the methods used by shareholders or analysts to evaluate the value of the Company and its publicly-traded securities, natural disasters, war or acts of terrorism, changes in tax laws or regulations, and other risks detailed in the Company's annual information form, which is filed with securities commissions and posted on SEDAR+ at https://www.sedarplus.ca. Forward-looking information is based on various material factors or assumptions, which are based on information currently available to management. Material factors or assumptions that were applied in drawing conclusions or making estimates set out in the forward-looking statements include, but are not limited to: anticipated economic conditions, anticipated impact of government policies, anticipated financial performance, anticipated market conditions, business prospects, the successful execution of the Company's business strategies and recent regulatory developments. The factors underlying current expectations are dynamic and subject to change. Although the forward-looking statements contained in this MD&A are based upon what management believes are reasonable assumptions, the Company cannot assure readers that actual results will be consistent with these forward-looking statements. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

SUPPLEMENTAL INFORMATION

Share Performance

(in Canadian dollars) except shares outstanding and average daily volume For three months ended,	**Dec. 31, 2025**	Sept. 30, 2025	June 30, 2025	Mar. 31, 2025	Dec. 31, 2024	Sept. 30, 2024	June 30, 2024	Mar. 31, 2024
Trading price range of units (TSX: "BRE")								
Close	**$ 13.22**	$ 14.91	$ 14.91	$ 14.12	$ 15.03	$ 14.00	$ 12.27	$ 13.97
High	**$ 14.98**	$ 15.46	$ 15.17	$ 15.24	$ 15.79	$ 14.24	$ 14.00	$ 14.35
Low	**$ 12.35**	$ 14.49	$ 11.46	$ 12.95	$13.93	$ 12.15	$ 11.50	$ 12.76
Average daily volume	**16,384**	7,548	9,037	10,221	9,517	8,000	6,963	7,750
Number of restricted voting shares outstanding at period end	**9,483,850**	9,483,850	9,483,850	9,483,850	9,483,850	9,483,850	9,483,850	9,483,850
Market capitalization ($000's)	**$ 207,982**	$ 234,570	$ 234,570	$ 222,141	$ 236,458	$ 220,254	$ 193,036	$ 219,782

Canadian Real Estate Market

For Three months ended	**Dec. 31 2025**	Sept. 30 2025	June 30 2025	Mar. 31 2025	Dec. 31 2024	Sept. 30 2024	June 30 2024	Mar. 31 2024
Canada								
Transaction dollar volume[1]	**$ 71,175**	$ 84,438	$ 97,741	$ 66,244	$ 84,910	$ 80,247	$ 102,011	$ 71,085
Average selling price	**$ 684,964**	$ 671,065	$ 687,855	$ 672,661	$ 710,114	$ 662,214	$ 700,012	$ 684,190
Number of units sold	**103,911**	125,827	142,095	98,481	119,572	121,180	145,728	103,896
Number of REALTORS® at period end[2]	**158,656**	160,389	161,556	158,483	164,144	163,002	160,989	160,012
Housing starts	**63,138**	63,622	69,109	45,302	58,800	58,404	60,925	49,568
Greater Toronto Area								
Transaction dollar volume[1]	**$ 15,246**	$ 17,504	$ 20,107	$ 13,820	$ 17,502	$ 16,689	$ 23,502	$ 17,867
Average selling price	**$1,036,699**	$1,044,389	$ 1,110,219	$ 1,074,952	$ 1,109,008	$1,094,946	$ 1,161,227	$1,093,003
Number of units sold	**14,706**	16,760	18,111	12,856	15,782	15,242	20,239	16,347
Housing starts	**5,958**	7,554	7,503	5,072	5,770	9,419	10,381	12,148
Greater Vancouver Area								
Transaction dollar volume[1]	**$ 6,951**	$ 7,561	$ 8,212	$ 6,699	$ 8,300	$ 7,665	$ 10,574	$ 7,607
Average selling price	**$ 1,237,767**	$ 1,242,221	$ 1,251,608	$ 1,227,993	$1,266,433	$1,266,457	$1,333,354	$1,290,786
Number of units sold	**5,616**	6,087	6,561	5,455	6,554	6,052	7,930	5,893
Housing starts	**6,812**	7,602	7,937	4,834	7,609	6,225	6,651	7,627
Greater Montreal Area								
Transaction dollar volume[1]	**$ 6,970**	$ 6,987	$ 9,431	$ 7,338	$ 6,834	$ 5,895	$ 7,883	$ 6,083
Average selling price	**$ 678,855**	$ 666,171	$ 653,771	$620,900	$ 631,405	$ 618,996	$606,929	$ 584,539
Number of units sold	**10,267**	10,488	14,426	11,818	10,823	9,523	12,989	10,407
Housing starts	**8,446**	6,639	7,365	5,327	5,081	3,116	6,558	2,815
Province of Quebec								
Transaction dollar volume[1]	**$ 12,111**	$ 12,293	$ 15,717	$ 12,487	$ 11,616	$ 10,282	$ 13,072	$ 10,218
Average selling price	**$ 556,334**	$ 546,108	$ 544,524	$ 519,889	$ 515,657	$ 502,512	$ 501,928	$ 478,886
Number of units sold	**21,770**	22,510	28,863	24,018	22,527	20,462	26,043	21,337
Housing starts	**16,438**	11,927	15,718	10,137	12,432	9,610	12,422	6,757

[1] (in millions Canadian dollars)
[2] CREA

For Twelve months ended	**Dec. 31 2025**	Sept. 30 2025	June 30 2025	Mar. 31 2025	Dec. 31 2024	Sept. 30 2024	June 30 2024	Mar. 31 2024
Canada								
Transaction dollar volume[1]	**$ 319,599**	$ 333,333	$ 329,142	$ 333,413	$ 338,253	$309,969	$306,449	$ 310,983
Average selling price	**$ 679,543**	$685,906	$ 683,821	$ 687,504	$ 689,783	$ 677,670	$ 676,682	$ 682,948
Number of units sold	**470,314**	485,975	481,328	484,961	490,376	457,403	452,870	455,353
Housing starts	**241,171**	236,833	231,615	223,431	227,697	226,851	230,676	233,015
Greater Toronto Area								
Transaction dollar volume[1]	**$ 66,676**	$ 68,933	$ 68,118	$ 71,513	$ 75,561	$ 71,462	$ 71,417	$ 76,128
Average selling price	**$ 1,067,968**	$1,085,407	$1,098,842	$ 1,115,320	$ 1,117,600	$ 1,115,833	$ 1,118,126	$1,126,505
Number of units sold	**62,433**	63,509	61,991	64,119	67,610	64,044	63,872	67,579
Housing starts	**26,087**	25,899	27,764	30,642	37,718	39,396	44,189	49,473
Greater Vancouver Area								
Transaction dollar volume[1]	**$ 29,423**	$ 30,772	$ 30,875	$ 33,237	$ 34,145	$ 32,266	$ 33,047	$ 34,311
Average selling price	**$ 1,240,491**	$ 1,248,007	$ 1,253,972	$ 1,278,789	$ 1,291,948	$1,296,460	$ 1,300,823	$ 1,289,149
Number of units sold	**23,719**	24,657	24,622	25,991	26,429	24,888	25,405	26,615
Housing starts	**27,185**	27,982	26,605	25,319	28,112	28,530	30,064	33,753
Greater Montreal Area								
Transaction dollar volume[1]	**$ 30,726**	$ 30,590	$ 29,498	$ 27,950	$ 26,695	$ 24,015	$ 23,211	$ 22,167
Average selling price	**$ 653,752**	$ 643,247	$ 633,129	$ 618,998	$ 610,285	$ 598,888	$ 593,589	$ 585,306
Number of units sold	**46,999**	47,555	46,590	45,153	43,742	40,099	39,103	37,872
Housing starts	**27,777**	24,412	20,889	20,082	17,570	16,837	18,681	15,068
Province of Quebec								
Transaction dollar volume[1]	**$ 52,608**	$ 52,112	$ 50,102	$ 47,457	$ 45,188	$ 40,912	$ 39,374	$ 37,393
Average selling price	**$ 541,448**	$ 532,204	$ 522,602	$ 510,016	$500,042	$ 489,007	$ 483,036	$ 473,957
Number of units sold	**97,161**	97,918	95,870	93,050	90,369	83,663	81,513	78,896
Housing starts	**54,220**	50,214	47,897	44,601	41,221	37,568	38,059	33,269

[1] (in millions Canadian dollars)
Source: CREA, CMHC, TREB

Adjusted Net Earnings

The calculation of Adjusted Net Earnings for the Quarter is presented in the table below with comparative amounts for the Prior Year Quarter.

(in 000's) except per Share amounts	**Three months ended December 31, 2025**	Three months ended December 31, 2024	**Twelve months ended December 31, 2025**	Twelve months ended December 31, 2024
Revenues	**98,491**	101,498	**407,375**	350,670
Expenses				
Commissions	**(80,209)**	(83,411)	**(325,095)**	(274,907)
Cost of other revenue	**(596)**	(714)	**(6,366)**	(5,150)
Operating Expenses	**(13,025)**	(12,204)	**(50,507)**	(41,932)
Interest on debt	**(919)**	(1,056)	**(3,683)**	(4,646)
Interest on lease obligation	**(237)**	(303)	**(1,117)**	(936)
Share-based compensation	**(62)**	–	**(313)**	–
Depreciation, amortization and impairment	**(4,400)**	(4,258)	**(13,324)**	(14,624)
Operating Income	**$ (957)**	$ (448)	**$ 6,970**	$ 8,475
Income tax recovery	**(291)**	35	**(1,928)**	(1,149)
Adjusted net earnings (loss)	**$ (1,248)**	$ (413)	**$ 5,042**	$ 7,326
Adjusted net earnings (loss) per share	**$ (0.08)**	$ (0.03)	**$ 0.32**	$ 0.49

The table below presents a reconciliation of net and comprehensive loss, as presented in the interim consolidated statements of net and comprehensive earnings (loss), to Adjusted Net Earnings for the Quarter with comparative amounts for the Prior Year Quarter.

(in 000's) except per Share amounts; Restricted Voting Shares outstanding; Exchangeable Units outstanding; Number of REALTORS®	**Three months ended December 31, 2025**	Three months ended December 31, 2024	**Twelve months ended December 31, 2025**	Twelve months ended December 31, 2024
Net and comprehensive earnings (loss)	**$ 8,406**	(9,632)	**$ 7,270**	(10,322)
Add (deduct):				
Interest on Exchangeable Units	**2,726**	2,726	**10,902**	9,628
Loss (gain) on fair value of Exchangeable Units	**(10,560)**	6,436	**(11,310)**	9,286
Gain on debt facility amendment	**(1,833)**	–	**(1,833)**	–
Gain on settlement of deferred payments	**–**	–	**–**	(1,224)
Gain on settlement of contract transfer obligation	**–**	–	**–**	(99)
Loss on termination of lease	**–**	45	**–**	45
Loss on disposal of property and equipment	**–**	12	**–**	12
Loss on disposal of capital assets	**139**	–	**139**	–
Gain on deferred payments	**(126)**	–	**(126)**	–
Adjusted net earnings (loss)	**$ (1,248)**	$ (413)	**$ 5,042**	$ 7,326
Adjusted net earnings (loss) per share	**$ (0.08)**	$ (0.03)	**$ 0.32**	$ 0.49

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

GLOSSARY OF TERMS

"Acquired Businesses" means the Brokerage Operations, the Manager and its subsidiaries and Proprio Direct acquired from Brookfield under the terms of the Transaction.

"Adjusted Net Earnings" means operating income minus income tax expense. Adjusted Net Earnings is used by the Company to measure the operating results of the Company on a fully-diluted basis excluding certain non-cash or non-recurring non-operating items that do not directly impact the ongoing operations of the Company. Adjusted Net Earnings is a non-GAAP financial measure and does not have any standard meaning prescribed by IFRS and therefore may not be comparable to similar measures presented by other companies.

"Adjusted Net Earnings per Share" means Adjusted Net Earnings divided by the total number of Restricted Voting Shares outstanding, on a diluted basis. Adjusted Net Earnings per Share is used by the Company to measure the operating results of the Company on a fully-diluted basis excluding certain non-cash or non-recurring non-operating items that do not directly impact the ongoing operations of the Company. Adjusted Net Earnings per Share is a non-GAAP financial measure and does not have any standard meaning prescribed by IFRS and therefore may not be comparable to similar measures presented by other companies.

"Agent Agreement" means the agreement under which a real estate Brokerage agrees to provide certain services to a sales representative in exchange for a fee, generally determined as a percentage of the Gross Revenue earned by the sales representative.

"Brands" means the real estate services brands owned or controlled by Bridgemarq namely, Royal LePage, Johnston & Daniel, Via Capitale, Proprio Direct and Les Immeubles Mont-Tremblant.

"Bridgemarq" means Bridgemarq Real Estate Services Inc., a corporation incorporated under the laws of the Province of Ontario.

"Broker" means a REALTOR® who is licensed with the relevant regulatory body to manage a Brokerage.

"Broker-Owner" means the individual or a controlling group of individuals who have entered into Franchise Agreements to provide services under the Royal LePage, Johnston & Daniel or Via Capitale brands and are licensed with the relevant regulatory body to manage a Brokerage.

"Brokerage" means a real estate brokerage company, usually owned or controlled by a Broker, which may operate one or more offices or divisions.

"Brokerage Operations" means the real estate brokerage operations of the Company operating under the Royal LePage®, Johnston & Daniel®, Via Capitale®, Proprio Direct® and Les Immeubles Mont-Tremblant Brands.

"Brookfield" means Brookfield BBP (Canada) L.P., a limited partnership governed by the laws of Ontario and a subsidiary of Brookfield Business Partners LP, together with its affiliates but excluding the Manager and the subsidiaries of the Manager.

"Canadian Market" means the real estate market in Canada.

"Company" means Bridgemarq, together with its subsidiaries.

"Exchangeable Unitholder" means the holder(s) of the Exchangeable Units, being Brookfield.

"Exchangeable Units" means the Class B subordinated limited partnership units of the Partnership, of which 6,248,544 are outstanding as of the date hereof and were issued by the Partnership at the inception of the Company to an affiliate of Brookfield in partial consideration for the Partnership's acquisition of the assets of the Partnership from that affiliate and as consideration for the Transaction. The Exchangeable Units, except as otherwise noted, have economic and voting rights equivalent in all material respects to the Class A limited partnership units of the Partnership which are owned by Bridgemarq. The Exchangeable Units are indirectly exchangeable, on a one-for-one basis, subject to adjustment, for Restricted Voting Shares.

"Franchise" means a residential real estate Brokerage franchise operated pursuant to a Franchise Agreement with the Manager's comprehensive systems consisting of proprietary technological, marketing, promotional, communication and support systems.

"Franchise Agreements" means the franchise agreements and addendums thereto pursuant to which Brokerage offices offer residential brokerage services to their REALTORS®, including use of the Trademarks.

"Franchisees" means Brokerages which pay franchise fees under the Franchise Agreements.

"Franchise Network" means collectively the Royal LePage Network and the Via Capitale Network.

"Franchise Operations" means the franchise real estate services operations of the Company operating under the Royal LePage®, Johnston & Daniel® and Via Capitale® Brands.

"Free Cash Flow" means operating income before deducting interest on leases, share-based compensation, depreciation and amortization and net impairment and write-off of intangible assets, minus current income tax expense, minus additions to property and equipment and intangible assets, minus repayment of contract transfer obligations, minus lease payments. Free Cash Flow is used by the Company to measure the amount of cash generated from operations which is available to the Company's shareholders and holders of Exchangeable Units, subject to working capital and other investment requirements. Free Cash Flow is a non-GAAP financial measure and does not have any standard meaning prescribed by IFRS and therefore may not be comparable to similar measures presented by other companies.

"Free Cash Flow per Share" means Free Cash Flow divided by the number of outstanding Restricted Voting Shares on a diluted basis where such dilution represents the total number of shares of the Company that would be outstanding if holders of Exchangeable Units converted those Units into Restricted Voting Shares. Free Cash Flow per Share is a non-GAAP financial ratio and does not have any standard meaning prescribed by IFRS and therefore may not be comparable to similar measures presented by other companies.

"GCI" means gross commission income or Gross Revenue.

"General Partner" means Residential Income Fund General Partner Limited, a corporation incorporated under the laws of the Province of Ontario to be the general partner of the Partnership and a subsidiary of Bridgemarq.

"Gross Revenue" means, in respect of a Franchisee, the gross commission income (net of payments to cooperating Brokerages) earned in respect of the closings of residential resale real estate transactions through REALTORS® associated with such Franchisee.

"International Financial Reporting Standards" or **"IFRS"** means a set of accounting standards developed by an independent, not-for-profit organization called the International Accounting Standards Board (IASB). IFRS is a global framework that provides general guidance for the preparation of financial statements and its disclosure to the public to convey measurable and comparable financial information.

"Management Services Agreement" or **"MSA"** means the fourth amended and restated management services agreement, made effective November 6, 2018, together with any amendments thereto, between the Company and the Manager pursuant to which, among other things, prior to the completion of the Transaction, the Manager provided management and administrative services to the Company including management of the assets of the Company.

"Manager" means Bridgemarq Real Estate Services Manager Limited, a corporation incorporated under the laws of the Province of Ontario and a subsidiary of Bridgemarq. Prior to the completion of the Transaction, the Manager was a subsidiary of Brookfield and provided management and administrative services to the Company, including management of the assets of the Company.

"Network" means the collection of Brokerages and REALTORS® which operate under one of the Brands controlled by the Company.

"Partnership" means Residential Income Fund L.P., a limited partnership established under the laws of the Province of Ontario, and a subsidiary of Bridgemarq.

"Proprio Direct" means Proprio Direct Inc., a corporation incorporated under the laws of Canada which operates a real estate brokerage in the Province of Québec, and a subsidiary of Bridgemarq.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

"REALTOR®" and **"REALTORS®"** are the exclusive designation for a member/members of The Canadian Real Estate Association and are defined as an individual/group of individuals licensed to trade in real estate.

"Restricted Voting Share(s)" means the restricted voting shares in the capital of Bridgemarq.

"Royal LePage" means a nationally recognized real estate Brand controlled by the Company.

"Royal LePage Network" means the network of Franchisees operating under the Royal LePage and Johnston & Daniel Brands.

"Share" means a Restricted Voting Share on a diluted basis, where such dilution represents the total number of shares of the Company that would be outstanding if holders of Exchangeable Units converted their Exchangeable Units into Restricted Voting Shares.

"Special Voting Share" means the share of Bridgemarq issued to the holder of the Exchangeable Units to represent voting rights in Bridgemarq proportionate to the number of votes the Exchangeable Unitholder would obtain if they converted their Exchangeable Units to Restricted Voting Shares.

"SEDAR+" means the System for Electronic Data Analysis and Retrieval +, a Canadian mandatory document filing and retrieval system for all Canadian public companies where documents such as prospectuses, financial statements and material change reports are filed and are accessible by the public to further the goal of transparency and full disclosure.

"Team" means a group of REALTORS® who work together and market themselves as part of a team rather than as individual REALTORS®.

"Trademarks" means the trade-mark rights related to Bridgemarq's business.

"Transaction" means the transaction under which the Company acquired certain real estate brokerage operations of Brookfield, internalized the management of the Company and settled certain deferred payments owing to Brookfield as further described in Acquisition of Real Estate Brokerages and Internalization of Management.

"Via Capitale" means a real estate Brand controlled by the Company which operates primarily in the province of Québec.

"Via Capitale Network" means the network of Franchisees operating under the Via Capitale Brand.

"VCLP" means 9120 Real Estate Network, L.P./Réseau Immobilier 9120 S.E.C., a limited partnership established under the laws of the Province of Québec, and a subsidiary of Bridgemarq.

BRIDGEMARQ® & DESIGN / BRIDGEMARQ REAL ESTATE SERVICES® and JOHNSTON & DANIEL® are registered trademarks of Residential Income Fund L.P. and are used under licence. ROYAL LEPAGE® is a registered trademark of Royal Bank of Canada and is used under licence. VIA CAPITALE® is a registered trademark of 9120 Real Estate Network L.P. and is used under licence. PROPRIO DIRECT® is a registered trademark of Proprio Direct Inc. and is used under licence. Solely for convenience, certain trademarks, copyrights and trade names referred to in this MD&A may appear without the ®,™ or © symbol, but such references are not intended to indicate, in any way, that the Company will not assert, to the fullest extent under applicable law, its rights to these trademarks, copyrights and trade names.

The trademarks REALTOR®, REALTORS® and the REALTOR® logo are controlled by The Canadian Real Estate Association (CREA) and identify real estate professionals who are members of CREA.

INDEPENDENT AUDITOR'S REPORT

To the Shareholders and Board of Directors of
Bridgemarq Real Estate Services Inc.

OPINION

We have audited the consolidated financial statements of Bridgemarq Real Estate Services Inc. [the "Company"], which comprise the consolidated balance sheet as at December 31, 2025, and the consolidated statement of net and comprehensive earnings (loss), statement of changes in shareholders' deficit and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at December 31, 2025, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards ["IFRSs"] as issued by the International Accounting Standards Board ["IASB"].

BASIS FOR OPINION

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

EMPHASIS OF MATTER

We draw your attention to note 11[b] to the consolidated financial statements, which explains that certain comparative information for the year ended December 31, 2024 has been restated. Our opinion is not modified in respect of this matter.

The consolidated financial statements of the Company for the year ended December 31, 2024 [prior to the adjustment described in note 11[b] to the consolidated financial statements that were applied to restate certain comparative information] were audited by another auditor who expressed an unmodified opinion on those consolidated financial statements on March 17, 2025.

As part of our audit of the consolidated financial statements of the Company for the year ended December 31, 2025, we also audited the adjustments described in note 11[b] that were applied to restate certain comparative information presented. In our opinion, such adjustments are appropriate and have been properly applied.

We were not engaged to audit, review, or apply any procedures to the consolidated financial statements of the Company for the year ended December 31, 2024 other than with respect to the adjustments. Accordingly, we do not express an opinion or any other form of assurance on the consolidated financial statements for the year ended December 31, 2024 taken as a whole.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the consolidated financial statements of the current period. These matters were addressed in the context of the audit of the consolidated financial statements as a whole, and in forming the auditor's opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matter

Impairment of Goodwill

As at December 31, 2025, the Company has $23.6M of goodwill. Management assesses at least annually, or at any time if an indicator of impairment exists, whether there has been an impairment loss in the carrying value of goodwill by comparing the carrying value of the cash -generating unit ["CGU"] or group of CGUs ["GCGU"] with its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. When performing impairment tests, the Company estimates the recoverable amount of the CGUs and GCGU to which goodwill has been allocated using a discounted cash flow model to estimate the value in use.

Significant assumptions included cash flow forecasts, discount rates, and long-term growth rates. The Company discloses significant judgments, estimates and assumptions in Note 2 and the result of their analysis in respect of impairment in Note 17 to the consolidated financial statements.

This matter was identified as a key audit matter in respect to the Royal LePage GCGU and the Proprio Direct CGU, for which goodwill has been allocated, due to the significant estimation uncertainty and judgment applied by management in determining the recoverable amount. This is primarily due to the sensitivity of the significant assumptions described above to the future cash flows as a result of the expectations of future market and economic conditions and the effect that changes in these assumptions would have on the recoverable amount of these CGUs or GCGUs.

How our audit addressed the key audit matter
To test the estimated recoverable amount of the Royal LePage GCGU and Proprio Direct CGU, our audit procedures included the following, among others:

- With the assistance of our valuation specialists, we assessed the methodologies used and the mathematical accuracy of the discounted cash flow models.
- With the assistance of our valuation specialists, we assessed the selection and application of the discount rates used and long-term growth rates by developing our own independent estimate.
- We assessed the historical accuracy of management's estimates of cash flow forecasts by comparing management's past projections to historical performance and comparing it to current industry, market and economic trends.
- We performed a sensitivity analysis on cash flow forecasts, discount rates and long-term growth rates to evaluate the impact on the recoverable amounts that would result from changes in the assumptions.

OTHER INFORMATION

Management is responsible for the other information. The other information comprises:

- Management's discussion and analysis
- The information, other than the consolidated financial statements and our auditor's report thereon, in the

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, and in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

The Annual Report is expected to be made available to us after the date of the auditor's report. If based on the work we will perform on this other information, we conclude there is a material misstatement of other information, we are required to report that fact to those charged with governance.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

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

INDEPENDENT AUDITOR'S REPORT

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

Ernst & Young LLP

Chartered Professional Accountants
Licensed Public Accountants

Toronto, Ontario
March 12, 2026

INDEPENDENT AUDITOR'S REPORT

To the Shareholders and Board of Directors of Bridgemarq Real Estate Services Inc.

OPINION

We have audited, excluding the adjustments that were applied to restate certain comparative information as disclosed in Note 11(b), the consolidated financial statements of Bridgemarq Real Estate Services Inc. (the "Company"), which comprise the consolidated balance sheet as at December 31, 2024, and the consolidated statements of net and comprehensive earnings (loss), changes in shareholders' deficit and cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information (collectively, referred to as the "financial statements").

In our opinion, the accompanying financial statements, excluding the adjustments that were applied to restate certain comparative information as disclosed in Note 11(b), present fairly, in all material respects, the financial position of the Company as at December 31, 2024, and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IASB").

BASIS FOR OPINION

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

OTHER INFORMATION

Management is responsible for the other information. The other information comprises:

- Management's Discussion and Analysis
- The information, other than the financial statements and our auditor's report thereon, in the Annual Report.

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

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

The Annual Report is expected to be made available to us after the date of the auditor's report. If, based on the work we will perform on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact to those charged with governance.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

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

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

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

INDEPENDENT AUDITOR'S REPORT

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

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

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

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

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

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

Deloitte LLP

Chartered Professional Accountants
Licensed Public Accountants

Toronto, Ontario
March 17, 2025

CONSOLIDATED BALANCE SHEETS

As at, (In thousands of Canadian dollars)	Notes	December 31, 2025	December 31, 2024[1]
Assets			
Current assets			
Cash and cash equivalents	2	**$ 5,752**	$ 9,088
Accounts receivable	3	**6,613**	5,692
Current portion of notes receivable		**197**	145
Assets held for sale	16	**538**	–
Current income taxes recoverable		**600**	155
Prepaid expenses and other current assets		**3,982**	3,326
		17,682	18,406
Non-current assets			
Notes receivable		**160**	210
Property and equipment, net		**2,338**	2,273
Right-of-use assets, net	4	**16,508**	19,500
Deferred income tax assets	6	**9,256**	9,823
Intangible assets, net	5	**42,896**	48,140
Goodwill	11, 17	**23,626**	23,626
		$ 112,466	$ 121,978
Liabilities and shareholders' deficit			
Current liabilities			
Accounts payable and accrued liabilities		**$ 18,596**	$ 16,837
Liabilities associated with assets held for sale	16	**223**	–
Lease liabilities	4	**2,893**	3,000
Interest payable to Exchangeable Unitholders	8	**909**	909
Dividends payable to shareholders	10	**1,067**	1,067
Deferred payments	8	**2,622**	–
Exchangeable Units	8	**82,606**	93,916
		108,916	115,729
Non-current liabilities			
Debt facilities	7	**72,994**	66,904
Lease liabilities	4	**14,955**	17,251
Deferred income tax liabilities	6	**1,379**	2,339
		198,244	202,223
Shareholders' deficit			
Restricted voting shares	9	**140,076**	140,076
Deficit		**(225,854)**	(220,321)
		(85,778)	(80,245)
		$ 112,466	$ 121,978

See accompanying notes to the consolidated financial statements.
[1]Restated. See Note 11 (b) for details.

Approved on behalf of the Board

Gail Kilgour
Director

Lorraine Bell
Director

CONSOLIDATED STATEMENTS OF NET AND COMPREHENSIVE EARNINGS (LOSS)

Years ended December 31, (In thousands of Canadian dollars, except share and per share amounts)	Notes	2025	2024
Revenues			
Gross commission income		**$ 341,669**	$ 288,360
Franchise fees		**46,345**	44,994
Other revenues		**19,361**	17,316
		407,375	350,670
Expenses			
Commissions		**325,095**	274,907
Cost of other revenues		**6,366**	5,150
Compensation	12	**29,674**	21,158
General and administration	12	**5,642**	6,288
Software, hosting and licensing		**5,389**	3,570
Premises		**2,984**	2,387
Marketing and communications		**4,590**	2,296
Other operating		**2,228**	1,491
Management fees		**–**	4,742
Interest on debt	7	**3,683**	4,646
Interest on lease obligation	4	**1,117**	936
Share-based compensation	13	**313**	–
Impairment and write-off of intangible assets		**1,638**	2,629
Depreciation and amortization	4,5	**11,686**	11,995
		400,405	342,195
Operating income		**6,970**	8,475
Interest on Exchangeable Units	8	**(10,902)**	(9,628)
Gain (loss) on fair value of Exchangeable Units	8	**11,310**	(9,286)
Gain on settlement of deferred payments		**–**	1,224
Gain on settlement of contract transfer obligation		**–**	99
Loss on termination of lease		**–**	(45)
Loss on disposal of property and equipment		**–**	(12)
Loss on disposal of capital assets		**(139)**	–
Gain on deferred payments		**126**	–
Gain on debt facility amendment	7	**1,833**	–
Earnings (loss) before income taxes		**9,198**	(9,173)
Current income tax expense	6	**2,321**	2,907
Deferred income tax expense (recovery)	6	**(393)**	(1,758)
Income tax expense		**1,928**	1,149
Net and comprehensive earnings (loss)		**$ 7,270**	$ (10,322)
Basic earnings (loss) per share	10	**$ 0.77**	$ (1.09)
Weighted average number of shares outstanding used in computing basic earnings (loss) per share		**9,483,850**	9,483,850
Diluted earnings (loss) per share	10	**$ 0.44**	$ (1.09)
Weighted average number of shares outstanding used in computing diluted earnings (loss) per share		**15,732,394**	9,483,850

See accompanying notes to the consolidated financial statements.

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' DEFICIT

(In thousands of Canadian dollars)	Restricted Voting Shares	Deficit	Shareholders' Deficit
Balance, December 31, 2024	$ 140,076	$ (220,321)	$ (80,245)
Net and comprehensive earnings	–	7,270	7,270
Dividends declared	–	(12,803)	(12,803)
Balance, December 31, 2025	**$ 140,076**	**$ (225,854)**	**$ (85,778)**

(In thousands of Canadian dollars)	Restricted Voting Shares	Deficit	Shareholders' Deficit
Balance, December 31, 2023	$ 140,076	$ (197,196)	$ (57,120)
Net and comprehensive loss	–	(10,322)	(10,322)
Dividends declared	–	(12,803)	(12,803)
Balance, December 31, 2024	**$ 140,076**	**$ (220,321)**	**$ (80,245)**

See accompanying notes to the interim condensed consolidated financial statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS

Years ended December 31, (In thousands of Canadian dollars)	Notes	2025	2024
Cash provided by:			
Operating activities			
Net earnings (loss) for the year		**$ 7,270**	$ (10,322)
Adjusted for			
Loss (gain) on fair value of Exchangeable Units	8	**(11,310)**	9,286
Deferred payments		**2,727**	–
Gain on deferred payments		**(126)**	–
Interest expense		**15,702**	15,210
Interest paid		**(15,632)**	(13,447)
Interest income		**(1,557)**	(1,526)
Interest received		**1,557**	1,526
Current income tax expense	6	**2,321**	2,907
Income taxes paid		**(2,694)**	(2,909)
Deferred income tax expense (recovery)	6	**(393)**	(1,758)
Impairment and write-off of intangible assets		**1,638**	2,629
Depreciation and amortization	4,5	**12,305**	12,485
Gain on debt facility amendment	7	**(1,833)**	–
Loss on disposal of capital assets		**139**	–
Gain on settlement of deferred payments		**–**	(1,224)
Gain on settlement of contract transfer obligation		**–**	(99)
Loss on termination of lease		**–**	45
Loss on disposal of property and equipment		**–**	12
Net changes in non-cash working capital		**(204)**	4,284
		9,910	17,099
Investing activities			
Additions to property and equipment and intangible assets		**(5,181)**	(1,528)
Cash acquired on acquisition	11	**–**	4,015
Repayment of contract transfer obligation		–	(4)
		(5,181)	2,483
Financing activities			
Repayments under debt facilities	7	**(4,500)**	–
Borrowings under debt facilities	7	**12,600**	–
Financing fees	7	**(226)**	(158)
Lease payments	4	**(3,136)**	(3,276)
Dividends paid to shareholders	10	**(12,803)**	(12,803)
		(8,065)	(16,237)
Increase (decrease) in cash during the year		**(3,336)**	3,345
Cash and cash equivalents, beginning of the year		**9,088**	5,743
Cash and cash equivalents, end of the year		**$ 5,752**	$ 9,088

See accompanying notes to the interim condensed consolidated financial statements.

1. ORGANIZATION

Bridgemarq Real Estate Services Inc. ("Bridgemarq" and, together with its subsidiaries the "Company") is incorporated under the *Business Corporations Act* (Ontario). Bridgemarq is listed on the Toronto Stock Exchange ("TSX") under the symbol "BRE". The registered and head office of the Company is located at 39 Wynford Drive, Suite 200, Toronto, Ontario, M3C 3K5. Through its ownership interest in Residential Income Fund L.P. (the "Partnership"), Bridgemarq owns certain real estate brokerage operations ("Brokerages"), franchise agreements ("Franchise Agreements") and Trademark Rights ("Trademarks") of residential and commercial real estate brands in Canada.

Bridgemarq directly owns a 61.5% interest in the Partnership which, in turn, directly or indirectly owns 100% of the following entities:

9120 Real Estate Network, L.P.
Proprio Direct Inc.
Bridgemarq Real Estate Services Manager Limited ("BRESML" or the "Manager")
10572314 Canada Inc.
9106-2083 Quebec Inc.
9034-1496 Quebec Inc.
9333-0868 Quebec Inc.
9371-7536 Quebec Inc.
9120-5583 Quebec Inc.
Credit Valley Real Estate Inc.
RLPS GP Inc.
RLPS Limited Partnership
Royal LePage Real Estate Services Ltd.
Sequel Realty Ltd.

In addition, Bridgemarq directly owns a 75% interest in the general partner of the Partnership, Residential Income Fund General Partner Limited ("RIFGP").

Brookfield BBP (Canada) Holdings L.P. ("BBP"), a subsidiary of Brookfield Business Partners L.P, owns the remaining 38.5% interest in the Partnership through its ownership of exchangeable units of the Partnership (the "Exchangeable Units"), the remaining 25% interest in RIFGP through its ownership of 25 common shares in RIFGP and one special voting share of Bridgemarq. The special voting share entitles BBP to a number of votes at any meeting of the restricted voting shareholders equal to the number of restricted voting shares that would be obtained upon the exchange of all the Exchangeable Units held by the holder. In addition, BBP indirectly owns 315,000 restricted voting shares.

On March 31, 2024, the Company completed the acquisition of 100% of the outstanding shares of BRESML and Proprio Direct Inc. ("Proprio Direct"), which were previously owned by BBP (the "Acquisition").

As a result of the Acquisition, effective March 31, 2024, the Company has two reportable segments.

The brokerage operations ("Brokerage Operations") operates full service real estate brokerage locations in British Columbia, Ontario and Quebec. The Brokerage Operations provide services to real estate sales representatives to support them in assisting businesses or residential customers who wish to buy or sell residential or commercial real estate in Canada.

The franchise services operations (the "Franchise Operations") provides real estate support services to real estate brokerages and their real estate sales representatives across Canada.

Certain costs associated with the oversight of the Brokerage Operations and the Franchise Operations which are not reasonably allocable to those segments are included as unallocated costs. These include, among other expenses and services, certain executive compensation costs, public company expenses and directors' fees.

Prior to the Acquisition, the Company received certain management, administrative and support services from BRESML, which was acquired as part of the Acquisition (see Note 11 – Acquisition of Brokerage Operations and BRESML). The Partnership is party to an amended and restated Management Services Agreement (the "MSA") with BRESML, which governs the relationship between BRESML and the Company. The MSA has an initial term of 10 years expiring on December 31, 2028. As a result of the Acquisition, the MSA is no longer relevant and is eliminated on the consolidation of the operating results of BRESML into the Company as of April 1, 2024.

2. MATERIAL ACCOUNTING POLICIES

Basis of Presentation

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and have been authorized for issuance by the Board of Directors of Bridgemarq on March 12, 2026.

Certain amounts presented on the consolidated balance sheets have been reclassified to conform to the presentation adopted in the current period.

The consolidated financial statements have been prepared on a going-concern basis and include the accounts of the Company.

CASH AND CASH EQUIVALENTS

Cash and cash equivalents, comprise cash on hand and cash equivalents. Cash equivalents are short-term (generally with a maturity of three months or less) highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. Cash equivalents are held for meeting short-term cash requirements and not for investment purposes.

Not included in cash is cash held in trust that represents customer deposits held in trust accounts established pursuant to provincial regulations. The cash held in trust totalled $28 million and $35 million as at December 31, 2025 and 2024, respectively. These deposits are not assets of the Company and are therefore excluded from the accompanying consolidated balance sheets.

ACCOUNTS RECEIVABLE AND NOTES RECEIVABLE

Accounts receivable and notes receivable are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less any allowance for uncollectable amounts.

LEASES

The Company leases its operating premises and certain office equipment. Right-of-use assets represent the Company's right to use an underlying asset for the term of the lease and lease liabilities represent the Company's obligation to make lease payments under the terms of the lease. At the commencement of a lease arrangement, the Company records a liability for its lease obligation measured at the present value of the future lease payments adjusted for lease incentives and a right-of-use asset equal to the lease liability, adjusted for any prepayments and lease incentives received. The lease obligation is determined with reference to the term of the lease. Some leases include one or more options to renew or terminate the lease. The exercise of a lease renewal or termination option is assessed at the commencement of the lease and is reflected in the lease term if it is reasonably certain that the option will be exercised. The interest on the lease obligation is recorded as interest expense on lease obligation and recognized using the effective interest method over the term of the lease. Upon termination of a lease, the carrying amount of the right-of-use asset is derecognized and any gain or loss is recognized in the consolidated statement of net and comprehensive earnings (loss).

In addition to the contractual rental payments owing under individual lease agreements used in determining the cost amount of right-of-use assets, the Company may be obligated to pay other ancillary costs associated with the leased assets. These include utilities at leased premises, operating costs and operating escalation, property taxes, cleaning services and maintenance for leased assets. These expenses which are not reflected in the carrying value of right-of-use assets are charged to the consolidated statements of net and comprehensive earnings (loss) as they are incurred.

PROPERTY AND EQUIPMENT

Property and equipment includes furniture, fixtures, office equipment and leasehold improvements. Property and equipment are recorded at their initial cost, less accumulated depreciation. Depreciation expense on property and equipment is based on the estimated useful lives of the related assets which range from 3-5 years. Leasehold improvements are amortized over the lower of their estimated useful life or the term of the underlying lease.

INTANGIBLE ASSETS

Intangible assets, consist of sales representative contracts between brokerages and their sales agents ("Agent Agreements"), Franchise Agreements, Trademarks, brands ("Brands") and franchise agreement expenses and are accounted for using the cost method. Brands are recorded at initial cost less accumulated impairment losses and are not amortized as they are considered to have an indefinite useful life. All other intangible assets are recorded at initial cost less accumulated amortization and accumulated net impairment losses.

Agent agreements, while short-term in nature, are subject to a very high rate of renewal and are amortized on a straight-line basis over a five-year period. Franchise and other Agreements are amortized over the term of the agreements plus one renewal period using the straight-line method on an agreement-by-agreement basis. Trademarks are amortized on a straight-line basis over their expected useful lives of 30 years.

Franchise agreement expenses may be incurred prior to or concurrent with entering into Franchise Agreements and may include direct payments to franchisees or prospective franchisees as well as contract-specific legal costs. The Company may also provide fee rebates to franchisees under certain circumstances. These costs and rebates (net of any amounts recovered from franchisees) are capitalized on an agreement-by-agreement basis and amortized over the same term as the agreement to which they relate or, where the underlying agreement is less than a year, charged to the consolidated statements of net and comprehensive earnings (loss). The amortization charge for these fee rebates and any franchise agreement expenses represented by cash payments or rebates to franchisees is recorded as a reduction in revenues.

The Company reviews intangible assets each reporting period to determine whether indicators of impairment or a reversal of impairment exists on Agent Agreements, Franchise Agreements and Trademarks. Brands, a group of assets associated with a trademark or trade name protected through legal means, are reviewed annually or whenever events or changes in circumstances indicate that the carrying amount may not be fully recoverable. When reviewing for indicators of impairment or reversal of impairment of Agent Agreements and Franchise Agreements, the Company considers certain factors including, the financial performance of the underlying business, revenues earned, term to maturity of the relevant agreement, historical REALTOR® count, collectability of receivables, estimated future revenues expected to be earned and underlying market conditions. Where indicators of impairment exist, the Company recognizes impairment charges if the carrying amount of an Agent Agreement or Franchise Agreement exceeds its recoverable amount (recoverable amount is determined as the higher of a) estimated fair value less costs of disposal and b) value-in-use). Where the counterparties of one or more Franchise Agreements combine their operations by way of a merger, acquisition or other combination subsequent to entering into the initial Franchise Agreement, the carrying value of the underlying intangible assets are combined for purposes of evaluating impairment. Under the terms of the MSA, management fees were not directly allocable to individual Franchise Agreements but, rather, were considered on an aggregate basis for purposes of evaluating impairment on the total portfolio of Franchise Agreements. As a result of the Acquisition and direct ownership of the Manager, the operating costs of the Manager are now allocated to individual Franchise Agreements for purposes of evaluating impairment.

If the carrying value of the intangible asset exceeds the recoverable amount, the intangible asset is written down to the recoverable amount and an impairment loss is charged to the consolidated statements of net and comprehensive earnings (loss) in the period. When an intangible asset has been previously written down to its recoverable amount as a result of recording an impairment loss and the conditions causing such an impairment loss have become more favourable, the previously recorded impairment loss may be reversed. Where an impairment loss is reversed, the carrying value of the intangible asset is increased to its revised recoverable amount (the lesser of a) the revised estimate of its recoverable amount, and b) the carrying amount that would have been recorded had no impairment loss been recognized previously) and an impairment reversal is recognized as income in the period.

Intangible assets subject to early termination or non-renewal, are written off in the period of termination or when non-renewal becomes reasonably assured.

GOODWILL

Goodwill represents the excess of consideration paid over the fair value of the net tangible assets and identifiable intangible assets acquired in the Acquisition. Goodwill is not amortized, but is subject to impairment testing annually, or whenever events or changes in circumstances indicate that the carrying amount may not be fully recoverable. The impairment assessment is performed at the cash-generating unit ("CGU") and group of cash-generating units ("GCGU") level.

The assessment of goodwill impairment compares the carrying value of each CGU and GCGU, including the carrying value of the related goodwill to its respective recoverable amount, which is the higher of its fair value less costs of disposal and its value-in-use. Where the carrying value of the goodwill is in excess of its recoverable amount, an impairment charge for the excess is recorded in the Company's consolidated statements of net and comprehensive earnings (loss).

In determining the recoverable amount of each CGU and GCGU based on its value in use, the Company used a discounted cash flow approach. The value in use of the Company's CGU and GCGU is determined utilizing the Company's annual operating plans, and long-term cash flow forecasts (including estimates of future revenues and operating expenses, including commission expense) and terminal value assumptions as well as market and general economic conditions and trends in the industry. In addition, management uses other assumptions that management believes are reasonable including discount rates, cost of capital, and long-term growth rates.

SEGMENT REPORTING

Management has determined the operating segments based on the information regularly reviewed for the purposes of decision making, allocating resources and assessing performance by the Company's chief operating decision maker, which is the chief executive officer. The chief operating decision maker evaluates the financial performance of its operating segments primarily based on net income before interest, other income (expense) and income tax expense. Management applies the aggregation criteria to identify the reportable segments included in the consolidated financial statements. Factors used to identify reportable segments include similar economic characteristics, product categories and production methods, customers served and methods of distribution.

REVENUE RECOGNITION

Brokerage Operations

Gross commission income of the Brokerage Operations is recognized at the point in time when a real estate transaction is closed and finalized by the REALTOR® and/or a lease is signed by the vendor or lessor. The commission expense that the Company pays to REALTORS® is recognized concurrently with the associated revenue.

Other revenues earned by the Brokerage Operations include amounts received from brokerages to conduct advertising campaigns and amounts received from REALTORS® for miscellaneous services provided by the brokerages such as rent and deal processing. Other revenues are recognized at the time when the service is provided to the REALTOR®. The direct costs associated with other revenues are recorded as cost of other revenues in the consolidated statements of net and comprehensive earnings (loss).

Franchise Operations

Certain of the information and services provided to REALTORS® and real estate brokers (the "Service Offering") are provided in exchange for franchise fees received from franchisees. Franchisees who pay franchise fees under the Franchise Agreements cannot elect to purchase any service under the Service Offering individually or on a stand-alone basis.

Franchise fees include franchise fees that have both fixed and variable components. Fixed franchise fees are payable to the Company as a fixed monthly amount per REALTOR® and are recognized over time, which is when the control of the services and the right to use the Trademarks are transferred to the customer. Variable franchise fees are payable to the Company based on a percentage of a REALTORS®'s gross commission income earned on a transaction, subject to a cap, and are recognized at the point in time when a residential real estate transaction is closed and finalized by the REALTOR® and/or a lease is signed by the vendor or lessor.

In addition to the Service Offering, the Franchise Operations provides certain ancillary services to franchisees that can be purchased or utilized at the option of the franchisee independent of the Service Offering. These revenues include registration and attendance fees charged for awards, networking and other events, referral fees charged to external companies, lead management services provided to franchisees and other miscellaneous revenues. These revenues are recognized at the time the Company has completed its obligation under the relevant agreement or arrangement. The direct costs associated with lead management and other revenues are recorded as cost of other revenue in the consolidated statements of net and comprehensive earnings (loss).

EXCHANGEABLE UNITS

Exchangeable Units represent the future distribution obligation of the Company in respect of Class B LP units of the Partnership, and are convertible, on a one-for-one basis, subject to adjustment, into restricted voting shares of Bridgemarq. These financial instruments are classified as a financial liability under IAS 32 as conversion is at the option of the holder as well as by virtue of the Partnership Agreement, whereby the Partnership is required to distribute all of its income to the partners. The Company records any changes in the fair value of the Exchangeable Units through net and comprehensive earnings (loss) in the period the change occurs. The fair value of these financial liabilities is based on the market price of Bridgemarq's restricted voting shares and the number of Exchangeable Units outstanding at the reporting date. Under certain amendments to IAS 1, *Presentation of Financial Statements* ("IAS 1") issued by the IASB in October 2022, a company can classify a liability as non-current only if it has the right to defer settlement of that liability for a period of at least 12 months after the reporting date. Under the terms of the Exchangeable Units, the Company cannot defer the conversion of the Exchangeable Units into restricted voting shares if such conversion is requested by the holder of the Exchangeable Units. As such, effective January 1, 2024, the Company must classify the Exchangeable Units as a current liability notwithstanding the fact that the Company considers the Exchangeable Units to represent equity in the Company and that they can only be settled through the issuance of restricted voting shares of Bridgemarq and not through the payment of cash.

INCOME TAXES

Current income tax assets are measured at the net amount expected to be recovered from tax authorities based on the tax rates and laws enacted or substantively enacted as at the consolidated balance sheet dates. Deferred income tax assets or liabilities are determined using the liability method on temporary differences between the tax bases and the carrying amounts of assets and liabilities. Deferred income tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, if any, to the extent that it is probable that deductions, tax credits and tax losses will be utilized to reduce taxes owing in future periods. The carrying amount of deferred income tax assets is reviewed periodically and reduced to the extent it is no longer probable that the income tax asset will be recovered. Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability settled, based on the tax rates and laws that have been enacted or substantively enacted as at the balance sheet dates. Deferred income tax assets and liabilities are offset where the Company has a legally enforceable right to offset and the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority. Offsetting is on either the same taxable entity or different taxable entities which intend to settle current income tax liabilities and assets on a net basis or to realize the assets and settle the liabilities simultaneously in each future period in which significant amounts of deferred income tax liabilities or assets are expected to be settled or recovered.

EARNINGS (LOSS) PER SHARE

Earnings (loss) per share is based on the weighted average number of shares outstanding during the year. Diluted earnings (loss) per share is calculated to reflect the dilutive effect, if any, of the Exchangeable Unitholders exercising their right to exchange Class B LP units of the Partnership into restricted voting shares of Bridgemarq.

Financial Instruments

The Company classifies its financial instruments as follows:

Financial Statement Item:	Classification:	Measurement:
Cash and cash equivalents	Amortized Cost	Amortized Cost
Accounts receivable	Amortized Cost	Amortized Cost
Notes receivable	Amortized Cost	Amortized Cost
Accounts payable	Amortized Cost	Amortized Cost
Interest payable to Exchangeable Unitholders	Amortized Cost	Amortized Cost
Dividends payable to shareholders	Amortized Cost	Amortized Cost
Debt facilities	Amortized Cost	Amortized Cost
Exchangeable Units	FVTPL	Fair Value

Critical Judgements and Estimates

The preparation of financial statements requires management to select appropriate accounting policies and to make judgements, estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities as at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. In particular, critical accounting policies and estimates utilized in the normal course of preparing the Company's consolidated financial statements require the determination of CGUs and GCGUs, the estimation of future cash flows utilized in assessing the fair value and related net impairment or recovery of intangible assets and goodwill, assessing the recoverability of accounts receivable, measuring deferred income taxes, measuring the fair value of the Exchangeable Units and measuring fair values of assets and liabilities used for disclosure purposes.

In making estimates, management relies on external information and observable conditions where possible, supplemented by internal analysis as required. These estimates have been applied in a manner consistent with prior periods. Estimates used in the preparation of our consolidated financial statements including those associated with evaluations of intangible assets and collectability of accounts receivable may be subject to significant adjustments in future periods. The estimates are impacted by, among other things, movements in interest rates, changes in Canadian housing markets, other changes in the Canadian economy and cash flow forecasts, which are judgements and are uncertain. The interrelated nature of these factors prevents the Company from quantifying the overall impact of these movements on the Company's consolidated financial statements as, the estimates used by the Company may not be indicative of actual results. These sources of estimation uncertainty relate in varying degrees to virtually all asset and liability account balances.

The following are the critical judgements that have been made in applying the Company's accounting policies and that have the most significant effect on the amounts in the consolidated financial statements:

Forward-Looking Information for Accounts Receivable and Notes Receivable

The measurement of estimated credit losses for accounts receivable and notes receivable and the assessment of increases in credit risk consider information about past events and current conditions as well as reasonable and supportable forecasts of future events and economic conditions. The estimation and application of forward-looking information requires significant judgement and is uncertain. In assessing the valuation of accounts receivable, the Company evaluates each franchisee's historical payment patterns, the current financial health of the franchisee and expected or possible changes in future events or market conditions to determine whether an allowance for doubtful accounts should be recorded or reversed.

Impairment of Intangible Assets and Recovery of Impairment

The Company ensures that the carrying value of intangible assets is not higher than its recoverable amount (i.e. the higher of: a) fair value less costs of disposal; and b) value-in-use). The Company reviews intangible assets as at each reporting period to determine whether indicators of impairment or a reversal of impairment exist on Agent Agreements, Franchise Agreements, franchise agreement expenses and Trademarks, while Brands are reviewed annually. Determining whether the value of an intangible asset is impaired or has increased requires considerable judgement. When reviewing indicators for impairment or recovery of previously impaired intangible assets, the Company considers certain factors including the financial performance of the underlying business, revenues earned, term to maturity of relevant contractual arrangements, historical agent count, collectability of receivables, estimated future revenues expected to be earned and underlying market conditions. The estimation of future cash flows and other forward-looking information requires significant judgement and is highly uncertain.

Impairment of Goodwill

The Company annually reviews the carrying value of goodwill to determine if there is any impairment. Determining whether the value of goodwill is impaired requires considerable judgement. The assessment of impairment involves the use of accounting estimates and assumptions, changes in which could result in material differences between the actual financial condition or operating performance of the underlying business compared to the financial condition or operating performance implied using such estimates and assumptions. Furthermore, significant negative industry or economic trends, disruptions to the business, unexpected significant changes or planned changes in use of the assets, a decrease in business results, growth rates that fall below management's assumptions, divestitures, or a significant loss in the number of sales representatives at a given brokerage may have a negative effect on the fair values and key valuation assumptions. The estimation of future cash flows and other forward-looking information requires significant judgement and is highly uncertain.

Fair Value of Assets and Liabilities in a Business Combination
On March 31, 2024, the Company acquired the shares of BRESML and Proprio Direct. The fair value of assets acquired and liabilities assumed in a business combination are estimated based on information available at the date of acquisition and involves considerable judgement in determining the fair values assigned to property and equipment and intangible assets acquired and liabilities assumed as a result of the Acquisition. The determination of these fair values involves analysis including the use of discounted cash flow models, estimated future margins, future growth rates and estimated future customer attrition. There is measurement uncertainty inherent in this analysis, particularly in the fair value measurement of contingent consideration, and actual results could differ from estimates.

SHARE-BASED COMPENSATION

The Company has established certain incentive programs that provide incentives to certain members of senior management ("Executives") or directors of the Company. These share-based compensation plans are measured at fair value at the grant date and compensation expense recognized in the consolidated statements of net and comprehensive earnings (loss) consistent with the vesting features of each plan. These incentive programs are administered by Bridgemarq's Board of Directors and consist of the following share-based compensation plans:

(i) A stock option plan ("SOP") under which certain Executives may be provided with options to purchase restricted voting shares ("Shares") of the Company ("Options") at a set price ("Strike Price"). Once vested, the Executive can elect to exercise the Option by purchasing Shares at the Strike Price or to settle the Option for a cash payment equal to the amount by which the market price of the Shares on the date of exercise exceeds the Strike Price. The Options issued under the SOP represent a compound instrument and the Company separately measures the costs of the debt component and the equity component of the Options.

The Company uses the Black-Scholes option pricing model to measure the debt component of the options. The market price of the Shares ("Market Price") is determined using the price of the Shares traded on the TSX on the measurement date. The expense associated with the grant of the Options is recognized as services are performed by the Executive over the vesting period of the Options. To the extent that the employee elects to settle the Option for cash, any payment in excess of the amount previously accrued would be recorded in profit and loss at the time of settlement. The liability associated with the Options is remeasured as at each reporting date with any adjustment recorded in profit and loss.

(ii) A restricted share unit plan ("RSU Plan") under which restricted share units ("RSUs") may be offered to Executives. The value of RSUs issued to each Executive is determined with reference to the number of RSUs issued and the Share price on the date of the grant. Settlement of RSUs occurs upon vesting by way of a cash payment for an amount equal to the Share price on the settlement date. The RSUs issued under the RSU Plan represent a liability award.

The expense associated with the issuance of RSUs is recognized as services are performed by the Executive over the vesting period. The liability associated with the RSUs is remeasured as at each reporting date with any adjustment recorded in profit and loss.

(iii) A performance share unit plan ("PSU Plan") under which performance share units ("PSUs") may be offered to certain Executives. The value of PSUs issued to each Executive is determined with reference to the underlying stock performance and financial performance of the Company ("PSU Performance Goals"). Settlement of PSUs occurs upon vesting by way of a cash payment based on the accomplishment of the PSU Performance Goals over the performance period. The PSUs represent a liability award. The fair value of PSUs is estimated using a Monte-Carlo simulation model, taking into account the terms and conditions on which the PSUs were granted. The model simulates the Total Shareholder Return and compares it against the group of principal competitors.

The expense associated with the issuance of PSUs is recognized as services are performed by the Executive over the vesting period. The liability associated with the PSUs is remeasured as at each reporting date with any adjustment recorded in profit and loss.

(iv) A deferred share unit plan ("DSU Plan") under which directors can elect to receive deferred share units ("DSUs") in lieu of cash payments for directors' fees that are otherwise payable for their service as directors of the Company. The DSUs vest on the grant date and the number of DSUs issued is determined with reference to the Share price on the date of the grant. Settlement of the DSUs occurs after the director ceases to be a member of the Board of Directors by way of a cash payment for an amount equal to the Share price on the settlement date for each vested DSU.

The expense associated with DSUs is recognized when the DSUs are issued as they represent payments for services that have already been performed. The liability associated with the DSUs is remeasured as at each reporting date with any adjustment recorded in profit and loss.

STANDARDS AND INTERPRETATIONS NOT YET ADOPTED

On April 4, 2024, the International Accounting Standards Board published IFRS 18, *Presentation and Disclosure in Financial Statements* ("IFRS 18") that will replace IAS 1. IFRS 18 includes a number of changes including, among other things, prescribed sub-totals and classifications in the financial statements, guidance on whether information should be included in the financial statements or the notes to those financial statements and the introduction of disclosures on management-defined performance measures (MPMs), which include both financial and non-financial performance measures. IFRS 18 will be effective for annual periods beginning on or after January 1, 2027 and will apply retrospectively. Early adoption is permitted and must be disclosed. The Company is in the process of evaluating the impact of this standard on its consolidated financial statements.

On May 30, 2024, the IASB issued amendments to IFRS 9, *Financial Instruments* and IFRS 7, *Financial Instruments: Disclosures.* The amendments are intended to, among other things, clarify the date of recognition and derecognition of some financial assets and liabilities, clarify and add additional guidance for assessing whether a financial asset meets the solely payments of principal and interest criterion and add new disclosures for instruments with contractual terms that can change cash flows (Environmental, Social and Governance (ESG)-linked features). The IASB also updated the disclosure requirements relating to equity instruments designated at fair value through other comprehensive income (FVOCI) and added disclosure requirements for financial instruments with contingent features. These amendments will be effective for annual periods beginning on or after January 1, 2026 and will be applied retrospectively with an adjustment to opening retained earnings. Prior periods will not be required to be restated and can only be restated without using hindsight. Entities can early adopt the amendments that relate to the classification of financial assets plus the related disclosures, and can apply other amendments subsequently. The Company does not expect material impacts from these amendments on its consolidated financial statements.

3. ACCOUNTS RECEIVABLE

As at December 31, 2025, the Company had accounts receivable of $6,613 (December 31, 2024 – $5,692) net of an allowance for expected credit losses of $490 (December 31, 2024 – $407). During the year ended December 31, 2025, general and administration expenses included a bad debt expense of $162 (2024 – $285).

Management reviews accounts receivable to determine whether an allowance for expected credit losses is required by assessing the collectability of receivables owing from each individual debtor. This assessment takes into consideration certain factors including the aging of outstanding balances, debtor operating performance, historical payment patterns, current collection efforts, relevant forward-looking information and the Company's security interests, if any.

The table below summarizes the aging of accounts receivable as at December 31, 2025:

As at,	**December 31, 2025**	December 31, 2024
Current	**$ 4,545**	$ 3,872
30 days past due	**1,068**	718
60 days past due	**434**	505
90+ days past due	**1,056**	1,004
Subtotal	**$ 7,103**	$ 6,099
Allowance for expected credit losses	**(490)**	(407)
Total accounts receivable	**$ 6,613**	$ 5,692

The Company recognizes revenues in income to the extent that collection is reasonably assured at the time the revenue is earned.

4. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

The table below summarizes the Right-of-use assets as at December 31, 2025:

	Property	Equipment	Total
Cost			
As at December 31, 2024	$22,073	$317	$22,390
Additions	746	201	947
Terminations	(373)	(8)	(381)
As at December 31, 2025	**$22,446**	**$510**	**$22,956**
Accumulated amortization			
As at December 31, 2024	(2,723)	(167)	(2,890)
Amortization expense	(3,523)	(204)	(3,727)
Terminations	165	4	169
As at December 31, 2025	**$(6,081)**	**$(367)**	**$(6,448)**
Carrying value			
As at December 31, 2024	$19,350	$150	$19,500
As at December 31, 2025	**$16,365**	**$143**	**$16,508**

The table below summarizes the lease liabilities as at December 31, 2025:

As at,	December 31, 2025
Balance, as at December 31, 2024	$20,251
Additions	947
Interest on lease liabilities	1,117
Disposals	(214)
Payment of lease liabilities	(4,253)
Balance, as at December 31, 2025	**$17,848**

As at,	December 31, 2025	December 31, 2024
Current portion of lease liabilities	**$ 2,893**	$ 3,000
Long-term portion of lease liabilities	**14,955**	17,251
Total lease liabilities	**$ 17,848**	$ 20,251

5. INTANGIBLE ASSETS

Franchise agreement expenses are recorded as additions to intangible assets, net of any recovery of previously paid franchise agreement expenses.

For the year ended December 31, 2025, the Company identified 17 Franchise Agreements with a carrying amount in excess of their recoverable amount (2024 – 27) resulting in a net impairment charge of $1,638 (2024 – $2,629).

A summary of intangible assets as at December 31, 2025 and 2024 is provided in the tables below:

	Franchise Agreements & Ancillary Agreements	Trademarks	Agent Contracts & Reacquired Rights	Brands	Total
Cost					
As at December 31, 2024	$ 200,950	$5,427	$16,440	$2,500	$225,317
Additions	4,491	–	–	–	4,491
Impairment and write-off	(3,037)	–	(189)	–	(3,226)
At December 31, 2025	**$ 202,404**	**$ 5,427**	**$ 16,251**	**$ 2,500**	**$ 226,582**
Accumulated amortization					
At December 31, 2024	$ (170,151)	$ (3,943)	$ (3,083)	$ –	$ (177,177)
Amortization expense	(4,624)	(190)	(3,144)	–	(7,958)
Impairment and write-off	1,399	–	50	–	1,449
At December 31, 2025	**$ (173,376)**	**$ (4,133)**	**$ (6,177)**	**$ –**	**$ (183,686)**
Carrying value					
At December 31, 2025	**$ 29,028**	**$ 1,294**	**$ 10,074**	**$ 2,500**	**$ 42,896**

6. INCOME TAXES

The Company uses the liability method of tax allocation in accounting for income taxes. Under this method, temporary differences between the carrying amount of balance sheet items and their corresponding tax basis result in either deferred income tax assets or liabilities. Deferred income taxes are computed using substantively enacted tax rates applicable to the years in which the temporary differences are expected to reverse.

A reconciliation of income taxes at Canadian statutory rates with reported income tax expense is as follows:

		2025		2024
Earnings (loss) before income tax:	**$**	**9,198**	$	(9,173)
Expected income tax expense (recovery) at statutory rate of 26.5% (2024 – 26.5%)		**2,437**		(2,431)
Increase (decrease) in income tax expense due to the following:				
Non-deductible amortization		**957**		1,186
Non-deductible loss (non-taxable gain) on fair value of Exchangeable Units and debt facility amendment		**(3,516)**		2,461
Non-deductible interest on Exchangeable Units		**2,889**		2,552
Income allocated to Exchangeable Unitholders		**(1,210)**		(1,432)
Change in deferred income tax assets not recognized		**681**		–
Adjustments for prior years and other		**(311)**		(1,187)
Total income tax expense	**$**	**1,928**	$	1,149

The deferred income tax assets not recognized are expected to expire in 8 to 18 years.

The major components of income tax expense include the following:

		2025		2024
Current income tax expense	**$**	**2,321**	$	2,907
Deferred income tax expense (recovery)		**(393)**		(1,758)
Total income tax expense	**$**	**1,928**	$	1,149

The significant components of the Company's deferred income tax assets are as follows:

	Net Opening Balance	Changes	Total
Deferred income tax assets:			
Intangible assets	$ 4,458	$ 1,643	$ 6,101
Lease liability	5,379	(595)	4,784
Tax loss carry forward	3,132	39	3,171
Deferred income tax liabilities:			
Other, net	48	(1,593)	(1,545)
Right-of-use assets	(5,180)	752	(4,428)
Property and equipment	(353)	147	(206)
Deferred income tax asset	**$ 7,484**	**$ 393**	**$ 7,877**

Classification in the Consolidated Financial Statements		December 31, 2025		December 31, 2024
Deferred income tax assets	$	9,256	$	9,823
Deferred income tax liabilities		(1,379)		(2,339)
Deferred income tax asset	**$**	**7,877**	**$**	**7,484**

Deferred income tax assets are recognized for tax loss carryforwards to the extent that the realization of the related tax benefit through future taxable profits is probable based on future estimated profits in excess of the profits arising on the reversal of existing taxable temporary differences. Evidence supporting recognition of these deferred income tax assets is primarily based on management's earnings forecasts.

7. DEBT FACILITIES

The Company's debt facilities consist of the following:

As at,	December 31, 2025	December 31, 2024
Term Facility	**$ 55,000**	$ 55,000
Acquisition Facility	**17,100**	12,000
Operating Facility	**3,000**	–
	$ 75,100	$ 67,000
Debt facility amendment adjustments and financing fees	**(2,106)**	(96)
Total debt	**$ 72,994**	$ 66,904

The Company has $95,000 in financing arrangements under a borrowing agreement with a Canadian chartered bank. Effective December 30, 2025, the Company reached an agreement with the lender to, among other things, increase the Operating Facility from $10,000 to $20,000, decrease the Acquisition Facility from $30,000 to $20,000 and extend the term of the debt facilities through to December 31, 2031 ("Maturity").

The debt facilities under this agreement consist of the following;

(i) A $55,000 non-revolving term variable rate facility (the "Term Facility"). Repayment of principal outstanding is due on Maturity.

(ii) A $20,000 revolving acquisition facility (the "Acquisition Facility") is available to support acquisitions pursued by the Company. A standby fee of 0.15% applies on undrawn amounts under the Acquisition Facility. Repayment of principal outstanding is due on Maturity.

(iii) A $20,000 revolving operating facility (the "Operating Facility") is available to meet the Company's day-to-day operating requirements. Repayment of principal outstanding is due on Maturity.

Borrowings under each of these arrangements are collateralized by a first ranking security interest in substantially all assets of the Company and bear interest at a variable rate of Banker's Acceptances ("BAs") +2.00% or Prime + 0.8% at the option of the Company.

The Company's ability to borrow under these arrangements is subject to the Company maintaining certain financial covenants. Under these covenants, the Company must maintain a ratio of Consolidated EBITDA to Interest Expense on Senior Indebtedness at a minimum of 3.0 to 1.0 and a ratio of Senior Indebtedness to Consolidated EBITDA at a maximum of 4.0 to 1.0. The Company is obligated to make limited principal repayments under the debt facilities in circumstances where the ratio of Senior Indebtedness to Consolidated EBITDA exceeds 3.4:1.0. Such payments shall continue until the ratio of Senior Indebtedness to Consolidated EBITDA is less than 3.25:1.0.

Consolidated EBITDA is defined as operating income before deducting interest on debt, interest on lease obligation, impairment and write-off of intangible assets and depreciation and amortization. Senior indebtedness is defined as borrowings on the Company's debt facilities. As at December 31, 2025 and 2024, the Company has complied with all covenants under the debt facilities.

The Company has a $5,000 credit facility available under an agreement with BBP to further support its liquidity. The facility matures in October 2027 and bears interest at a variable rate of the Canadian Overnight Repo Rate Average ("CORRA") + 2.0% initially. Repayment of principal outstanding can be paid in cash or by issuing additional exchangeable units to BBP.

8. EXCHANGEABLE UNITS

On March 31, 2024, the Company issued 2,920,877 Exchangeable Units to BBP pursuant to the Acquisition of certain assets from BBP and the settlement of certain deferred payments owing to BBP bringing the total number of Exchangeable Units outstanding to 6,248,544 (see Note 11 – Acquisition of Brokerage Operations and BRESML)).

The Exchangeable Units are exchangeable on a one-for-one basis for restricted voting shares of Bridgemarq at the option of the holder. If a takeover bid is made for 25% or more of the outstanding restricted voting shares of Bridgemarq and a contemporaneous identical offer is not made for the Exchangeable Units, the holder can exchange the Exchangeable Units at a ratio of 1:1 restricted voting shares per Exchangeable Unit subject to adjustment in certain cases. Under no circumstance can the holder exchange the Exchangeable Units for any asset other than restricted voting shares.

The Company measures the Exchangeable Units at their fair value using the closing price of the Company's restricted voting shares listed on the TSX. As at December 31, 2025, the Company used the closing market price of Bridgemarq's shares of $13.22 (December 31, 2024 – $15.03). During the year ended December 31, 2025, the Company recorded a gain of $11,310 related to the fair value of the Exchangeable Units (2024 – loss of $9,286).

The Exchangeable Unitholders are entitled to cash distributions from the Partnership in respect of their economic interest in the Partnership as and when declared by the Board of Directors of RIFGP. Such distributions are made on a before tax basis and are directly taxable in the hands of the Exchangeable Unitholders.

For the year ended December 31, 2025, the Board of Directors of RIFGP declared distributions payable to the Exchangeable Unitholders of $10,902 (2024 – $9,628).

During the year ended December 31, 2025, the Company entered into an agreement with BBP whereby the Company may defer the payment of distributions on the exchangeable units of Residential Income Fund L.P. (a subsidiary of the Company) to BBP for a 12 month period beginning October 2025. BBP has also established a credit facility for the Company. The Company can elect to pay the deferred distributions on the exchangeable units and any outstanding balance on the credit facility in cash or by issuing additional exchangeable units to BBP in certain circumstances (subject to applicable legal and stock exchange requirements).

The Company elected to defer the payment of interest of $2,727 on the Exchangeable Units. On initial recognition, the Company recorded the fair value of the deferred payment obligation at $2,600 using an income approach to determine fair value. For the year ended December 31, 2025, the Company recorded a gain of $126 related to these deferred payments and interest expense of $21 reflecting accretion of the carrying value of the deferred payments using the effective interest rate method.

9. SHARE CAPITAL

Bridgemarq is authorized to issue an unlimited number of restricted voting shares, an unlimited number of preferred shares and one special voting share.

Each restricted voting share represents a proportionate voting right in Bridgemarq, and holders of the restricted voting shares are entitled to dividends declared and distributed by Bridgemarq. No additional restricted voting shares were issued during the year ended December 31, 2025 or the year ended December 31, 2024.

No preferred shares were issued or outstanding as at December 31, 2025 or December 31, 2024.

The special voting share represents the proportionate voting rights of the Exchangeable Unitholders of the Partnership. The special voting share is redeemable by the holder at $0.01 per share, and the holder is not entitled to dividends declared by Bridgemarq.

The following table summarizes the outstanding shares of Bridgemarq:

As at December 31,	**2025**	2024
Restricted voting shares	**9,483,850**	9,483,850
Special voting share	**1**	1

10. EARNINGS (LOSS) PER SHARE

Basic and diluted earnings (loss) per share has been determined as follows:

(In thousands of Canadian dollars, except share and per share amounts)

	2025	2024
Net earnings (loss) available to restricted voting shareholders – basic	**$ 7,270**	$ (10,322)
Interest on Exchangeable Units	**10,902**	9,628
Loss (gain) on fair value of Exchangeable Units	**(11,310)**	9,286
Net earnings available to restricted voting shareholders – diluted	**$ 6,862**	$ 8,592
Weighted average number of shares outstanding used in computing basic earnings (loss) per share	**9,483,850**	9,483,850
Weighted average number of shares outstanding used in computing diluted earnings (loss) per share	**15,732,394**	9,483,850
Basic earnings (loss) per share	**$ 0.77**	$ (1.09)
Diluted earnings (loss) per share	**$ 0.44**	$ (1.09)
Dividends paid to shareholders	**$ 12,803**	$ 12,803
Restricted voting shares	**9,483,850**	9,483,850
Dividends per restricted voting share	**$ 1.35**	$ 1.35

11. ACQUISITION OF BROKERAGE OPERATIONS AND BRESML

(a) Acquisition of Brokerage Operations and BRESML

On March 31, 2024, the Company completed the Acquisition and settled certain deferred payments owing to BBP. The Acquisition was completed by way of a purchase of the outstanding shares of BRESML and Proprio Direct from BBP and results in the Company diversifying into the real estate brokerage business and simplifying its management structure.

Under the regulations of the TSX, the Company was required to obtain approval of the transaction from the holders of restricted voting shares who are independent of BBP. This approval was obtained on March 25, 2024. The Company incurred costs of $956 (2023 – $1,530) to negotiate the Acquisition and to obtain the necessary shareholder and regulatory approvals. These transaction-related costs were charged to the consolidated statements of net and comprehensive earnings (loss) as general and administration expenses and included the cost of legal advisors and financial advisors and, incremental fees paid to directors of the Company who evaluated the terms of the Acquisition and other costs.

Consideration to acquire these assets consisted of 2,856,792 Exchangeable Units, with a value of $39,909 based on the closing price of Bridgemarq's restricted voting shares on March 28, 2024 and a cash payment of $131 on June 26, 2024 to reflect the excess of the actual working capital acquired over the working capital estimated balances used at the time of closing the Acquisition. The settlement of the deferred payments to BBP was completed by way of the issuance of 64,085 Exchangeable Units on March 31, 2024 with a value of $895.

The Company accounted for the Acquisition using the acquisition method in accordance with IFRS 3, *Business Combinations* and the results of the acquired businesses were consolidated with those of the Company from April 1, 2024.

The identifiable assets and liabilities acquired in the transaction were as follows[1]:

Fair value of Exchangeable Units issued	$	39,909
Cash paid for working capital adjustment		131
Adjusted for:		
Cash acquired		(4,146)
Settlement of pre-existing relationships		2,432
Net Consideration	$	38,326
Accounts receivable		3,091
Other current assets		4,246
Property and equipment		2,599
Other non-current assets		217
Right-of-use assets		19,034
Deferred income taxes, net		(539)
Intangible assets		18,940
Goodwill		23,626
Accounts payable and accrued liabilities		(13,883)
Lease liabilities		(19,005)
Net assets acquired	$	38,326

[1] Restated. See 11(b) for details.
In addition to the assets and liabilities acquired, cash held in trust representing customer deposits on pending real estate transactions were transferred to the Company on the date of the Acquisition.

As at March 31, 2025, the Company finalized the determination of the fair values of the assets and liabilities acquired as part of the Acquisition. The fair value of the financial assets acquired included accounts receivable with a fair value that approximated its gross contractual cash flows expected to be collected.

Management assessed that none of the goodwill acquired in the Acquisition would be deductible for income tax purposes.

The operating results of BRESML and Proprio Direct were included in the consolidated statements of net and comprehensive earnings (loss) from April 1, 2024. On a pro forma basis, had the Acquisition of BRESML and Proprio Direct been completed on January 1, 2024, the additional revenue and net earnings available to common shareholders for the three months ended March 31, 2024 would have increased by $56,779 and $1,030, respectively. For the nine months ended December 31, 2024, the statement of net earnings (loss) and comprehensive earnings (loss) reflected revenues generated by the operations acquired as a result of the Acquisition of $300,012 and a net loss available to holders of Restricted Voting Shares of $2,008.

(b) Prior period restatement
The Company holds cash balances in trust accounts representing deposits made by the buying party in connection with pending real estate transactions for which the Company's brokerages represent the seller. Upon completion of the Acquisition, the Company recorded these deposits as an asset on the consolidated balance sheet under the caption cash held in trust with a corresponding liability under the caption customer deposits. During 2025, management revisited the classification of the cash held in trust balance as an asset and concluded that the Company did not have control over the cash held in trust accounts, as the Company held the funds in a fiduciary capacity, and thus should not recognize this amount nor the corresponding customer deposits liability on the consolidated balance sheet. As a result, the Company has restated the table in note 11(a) to remove disclosure of the cash held in trust and customer deposits balances as part of the identifiable assets and liabilities acquired on March 31, 2024 of $52,367 and have removed the cash held in trust asset and customer deposits liability balances of $35,467 from the 2024 consolidated balance sheet.

The cash held in trust balances at each reporting date have been disclosed in note 2 to these consolidated financial statements. There is no other impact to the consolidated financial statements as a result of this change.

12. RELATED PARTY TRANSACTIONS

In addition to the credit facility entered into with BBP described in note 7, the Company completed the following related party transactions: BBP provided certain administrative support and other services to the Company totalling $118, during the year ended December 31, 2025 (2024 – $95). Prior to the date of the Acquisition in 2024, the Company earned $1,089 in revenues from the Brokerage Operations and paid management fees to BRESML of $4,766.

During the year ended December 31, 2025, the remuneration paid to key management personnel included short-term compensation and benefits totalling $3,488 (2024 –nine months ended December 31, 2024 – $1,648). In addition, during the year ended December 31, 2025, remuneration to key management personnel included entitlements under share-based compensation plans of $170. Prior to March 31, 2024, the Company had no employees.

Certain members of the Company's Board of Directors are compensated for their services. During the year ended December 31, 2025, the Company incurred $488 in directors' fees and DSUs of $143 (2024 – $457 in directors' fees and no DSUs). Directors' fees are included in general and administration expense.

13. SHARE-BASED COMPENSATION

In June 2025, various share-based incentive awards were granted to Executives and directors of the Company. During the year ended December 31, 2025, the Company recorded expenses associated with its share-based compensation plans totalling $313 (2024 – nil). Included in accounts payable and accrued liabilities are obligations totalling $313 related to these share-based compensation plans (December 31, 2024 – nil). Prior to June 2, 2025, the Company had no share-based compensation plans.

A) Stock Option Plan:

As at December 31, 2025, there were 398,295 options outstanding. The following table summarizes the stock option award activities:

	Number of Options	Weighted Average Exercise Price
Balance as at December 31, 2024	**–**	–
Stock options granted	**398,295**	$ 14.78
Balance as at December 31, 2025	**398,295**	$ 14.78

During the year ended December 31, 2025, the Company recorded expenses related to stock options totalling $66.

Using the Black-Scholes model, the fair value of options was measured to be $0.44 per option as at December 31, 2025 using the following assumptions:

Assumptions	
Expected dividend yield	**10%**
Expected share price volatility	**22.7%**
Risk-free interest rate	**3.12%**
Expected life of options (years)	**6.42**
Weighted Average Exercise Price	**$14.78**

B) Other Incentive Plans:

The following table summarizes the number of units outstanding:

	Restricted Share Units (RSUs)	Performance Share Units (PSUs)	Deferred Share Units (DSUs)
Balance as at December 31, 2024	–	–	–
Granted during the year	12,126	23,682	10,946
Balance as at December 31, 2025	**12,126**	**23,682**	**10,946**

i. The amount of compensation expense associated with the DSUs in the year ended December 31, 2025 totalled $143.

ii. The amount of compensation expense associated with the RSUs in the year ended December 31, 2025 totalled $100.

iii. The amount of compensation expense associated with the PSUs in the year ended December 31, 2025 totalled $4.

14. FINANCIAL INSTRUMENTS

In the normal course of business, the Company is exposed to a number of financial and other risks that can affect its operating performance. These risks are outlined below:

A) Credit Risk

Credit risk arises from the possibility that debtors may not pay amounts owing to the Company. The Company's credit risk is limited to the recorded amount of accounts receivable and notes receivable.

All real estate transactions at the Brokerage Operations require the purchaser to pay a deposit, which reduces the likelihood that a buyer will not complete the transaction. Credit risk also arises from the possibility that sales representatives may not pay amounts owing to the Brokerage Operations. Credit risk is mitigated by the fact that the Brokerage Operations has the ability to deduct any amounts owing from sales agents from the commission income they earn on their transactions with customers.

The Company reviews the financial position of all franchisees during the application process and closely monitors outstanding accounts receivable on an ongoing basis to evaluate the risk of a default occurring over the expected life of the accounts receivable. This monitoring includes evaluating the franchisee's historical payment patterns, the current financial health of the franchisee and expected or possible changes in future events or market conditions to determine whether a provision should be recorded. The estimation and application of monitoring future events or market conditions requires significant judgment and is uncertain.

As at December 31, 2025, the Company has recorded an allowance for expected credit losses related to accounts receivable and notes receivable of $490 (December 31, 2024 – $407).

B) Liquidity Risk

The Company is exposed to liquidity risk in its ability to finance its working capital requirements and meet its cash flow needs, including paying dividends to shareholders of restricted voting shares and interest to Exchangeable Unitholders. The Company manages liquidity risk by maintaining conservative debt levels compared with those required by the covenants associated with the debt facilities.

The Company has a $20,000 Acquisition Facility, of which $17,100 has been drawn, and a $20,000 Operating Facility, of which $3,000 has been drawn, each of which matures on December 31, 2031. During 2025, BBP established a $5,000 credit facility for the Company, which remains undrawn.

Estimated contractual maturities of the Company's financial liabilities are as follows:

As at September 30,	2026	2027	2028	2029	2030	Beyond 2030	Total
Accounts payable and accrued liabilities	$ 18,596	$ –	$ –	$ –	$ –	$ –	$ 18,596
Leases liabilities	2,826	2,332	2,261	1,965	1,558	6,906	17,848
Interest payable to Exchangeable Unitholders	909	–	–	–	–	–	909
Dividends payable to shareholders	1,067	–	–	–	–	–	1,067
Interest on debt	3,403	3,403	3,403	3,403	3,403	3,403	20,418
Debt facilities	–	–	–	–		75,100	75,100
Deferred payments	2,727	–	–	–	–	–	2,727
Total	$ 29,528	$ 5,735	$ 5,664	$ 5,368	$ 4,961	$ 85,409	$ 136,665

C) Interest Rate Risk

The Company is exposed to the risk of interest rate fluctuations on its debt facilities as the interest rates on these facilities are based on the Prime rate and BA rates.

The debt facilities bear interest at a variable rate of BAs + 2.00% or Prime + 0.8%. Management has elected to pay interest at variable interest rates on its outstanding debt facilities and monitors this position on an ongoing basis. An increase of 1% in the Company's effective interest rate on its variable rate debt would result in an increase in its annual interest expense on the debt facilities of approximately $751.

D) Market Risk

The Company operates real estate brokerage offices in a number of markets across the country. The Brokerage Operations generate revenue from its offices in the Greater Toronto Area, the Greater Vancouver Area and throughout the Province of Quebec. Real estate markets are cyclical and unpredictable which may contribute to volatility in the Company's cash flows. This market volatility is somewhat mitigated by the lower volatility associated with franchise fee revenues earned by the Franchise Operations and the geographic diversification of the Brokerage Operations.

E) Share Price Risk

The Company is exposed to share price risk as a result of the issuance of share-based compensation. Share-based compensation liabilities are recorded at their fair value based on market trading prices and negatively impact operating income when the share price rises and positively impacts operating income when the share price declines.

F) Fair Value

The fair values of certain of the Company's financial instruments, including cash and cash equivalents, accounts receivable, notes receivable, accounts payable and accrued liabilities, share-based compensation, interest payable to Exchangeable Unitholders and dividends payable to holders of restricted voting shares, are estimated by management to approximate their carrying values due to their short-term nature. The fair value of the Company's outstanding borrowings of $75,100 approximate their carrying value of $72,994 as a result of their floating rate terms.

G) Fair Value Hierarchy

The Exchangeable Units are valued using Level 1 valuation techniques. See Note 8 for related disclosures. The share-based compensation is valued using Level 2 valuation techniques. See Note 2 and Note 13 for related disclosures.

15. SEGMENT INFORMATION

The Company reports its operations in two reportable segments, the Brokerage Operations and the Franchise Operations. These segments are determined based on the nature of their operations, the products and services they provide and the nature of the customers they service.

The Company excludes certain corporate oversight expenses in the determination of each operating segment's performance. Unallocated costs include costs related to those activities and operations which are common to the other operating segments of the Company and include the elimination of transactions between the segments.

Management evaluates the operating results of each segment based upon revenue and Adjusted EBITDA. Adjusted EBITDA is defined as operating income before deducting interest on debt, interest on lease obligations, share-based compensation, impairment and write-off of intangible assets, and depreciation and amortization. The Company's determination and presentation of Adjusted EBITDA may not be comparable to similar measures used by other companies.

For the three-month period ended March 31, 2024, 100% of the operating results are attributable to the Franchise Operations. The operating results of the Brokerage Operations are included in the consolidated statements of net and comprehensive earnings (loss) from April 1, 2024.

The franchise fees received from the Brokerage Operations were treated as third-party revenue prior to April 1, 2024. Following the completion of the Acquisition, franchise fees and other revenues received from the Brokerage Operations are now eliminated in the consolidated accounts of the Company. Franchise fees and other revenues earned from these businesses, totalling $1,089, were recorded by the Company under what is now the Franchise Operations segment during the first quarter of 2024.

The table below reconciles operating income as presented in the consolidated statements of net and comprehensive earnings (loss) to Adjusted EBITDA used by management to evaluate the business segments of the Company:

		2025		2024
Operating income	**$**	**6,970**	$	8,475
Add:Interest on debt		**3,683**		4,646
Interest on lease obligation		**1,117**		936
Share-based compensation		**313**		–
Impairment and write-off of intangible assets		**1,638**		2,629
Depreciation and amortization		**11,686**		11,995
Adjusted EBITDA	**$**	**25,407**	$	28,681

The tables below provide selected segment disclosure for certain financial statement balances.

	2025	2024
Segment EBITDA		
Brokerage Operations	**$ 4,081**	$ 5,523
Franchise Operations	**25,974**	25,640
Unallocated EBITDA	**(4,648)**	(2,482)
Total Adjusted EBITDA	**$ 25,407**	$ 28,681

	2025	2024
Segment revenue		
Brokerage Operations	**$ 356,149**	$ 300,012
Franchise Operations	**55,269**	53,745
Eliminations	**(4,043)**	(3,087)
Total revenue	**$ 407,375**	$ 350,670

	2025	2024
Segment depreciation and amortization		
Brokerage Operations	**$ 7,308**	$ 5,566
Franchise Operations	**4,378**	6,429
Total depreciation and amortization	**$ 11,686**	$ 11,995

16. DISPOSAL GROUP CLASSIFIED AS HELD FOR SALE

On November 5, 2025, the Company committed to a plan to dispose of one of its subsidiary's assets and liabilities (the "Disposal Group"). On this date, the Disposal Group met the criteria to be classified as held for sale in accordance with IFRS 5, *Non-current Assets Held for Sale and Discontinued Operations* ("IFRS 5").

The disposal was completed on February 2, 2026.

Accordingly, the assets and liabilities of the Disposal Group have been presented separately as "Assets held for sale" and "Liabilities associated with assets held for sale" in the consolidated balance sheets.

Immediately prior to classification as held for sale, the assets and liabilities of the Disposal Group were measured in accordance with applicable IFRS. Upon classification, the Disposal Group was measured at the lower of its carrying amount and fair value less costs to sell. In accordance with IFRS 5, depreciation and amortization of non-current assets within the Disposal Group ceased from the date of classification as held for sale.

As at December 31, 2025, management determined that the carrying amount of the Disposal Group did not exceed its fair value less costs to sell and, accordingly, no impairment loss was recognized.

17. GOODWILL

As part of the Acquisition, the Company recorded goodwill of $23,626 on March 31, 2024 (see Note 11 – Acquisition of Brokerage Operations and BRESML). Goodwill is allocated to: (1) the Royal LePage Brokerages as a GCGU and (2) Proprio Direct as a CGU. Both the CGU and GCGU are reported within the Brokerage Operations segment.

The assessment of goodwill impairment compares the carrying value of each GCGU and CGU, including the carrying value of the related goodwill to its respective recoverable amount, which is the higher of its fair value less costs of disposal and its value-in-use. Where the carrying value of the goodwill is in excess of its recoverable amount, an impairment charge for the excess is recorded in the Company's consolidated statements of net and comprehensive earnings (loss).

In determining the recoverable amount of each CGU and GCGU based on its value in use, the Company used a discounted cash flow approach. The value in use of the Company's CGU and GCGU is determined utilizing the Company's annual operating plans, and long-term cash flow forecasts (including best estimates of future revenues and operating expenses, including commission expense) and terminal value assumptions as well as market and general economic conditions and trends in the industry. In addition, management uses other assumptions that management believes are reasonable including discount rates, cost of capital, and long-term growth rates.

The first five years of cash flow projections used in the model are based on management's internal budgets, and projections after five years are extrapolated using the assumed long-term growth rate of 2.0%. Inflation rates used in the cash flow model are based on a blend of a number of publicly available inflation forecasts. Cash flows in the model are discounted using a discount rate specific to the GCGU or CGU that is adjusted based on risk assessments for the GCGU or CGU. Discount rates reflect the current market assessments of the time value of money derived from the GCGU or CGU's weighted average cost of capital.

Although management believes that assumptions are reasonable, actual results may vary significantly. These impairment assessments involve the use of accounting estimates and assumptions, changes in which could materially impact our financial condition or operating performance if actual results differ from such estimates and assumptions. Furthermore, significant negative industry or economic trends, disruptions to our business, unexpected significant changes or planned changes in use of the assets, a decrease in our business results, growth rates that fall below our assumptions, divestitures, and a sustained decline in our stock price and market capitalization may have a negative effect on the fair values and key valuation assumptions. The calculation of recoverable amounts for both units is sensitive to many factors and assumptions, including but not limited to agent counts, agent productivity, market growth rates, commission expenses, operating efficiency, terminal growth rates, terminal values, and discount rates. Such changes could result in changes to our estimates of our fair value and a material impairment of goodwill.

Based upon the impairment analysis performed in the fourth quarter of 2025, there was no impairment of goodwill for both the GCGU and CGU for the year ended December 31, 2025.

BOARD OF DIRECTORS

The Company is governed by a Board of Directors with seven members, six of whom are independent of the Company. The Board oversees the business and affairs of the Company. The Directors have adopted formal terms of reference regarding their responsibilities and all matters of governance. The Company has three standing committees: the Audit Committee, the Governance Committee and the Human Resources & Compensation Committee.

COLUM BASTABLE FCA (IRL), LL.D
Independent Director
and Chair of the Audit Committee [2]

LORRAINE BELL CPA, CA,
Independent Director
and Chair of the Board [2,3]

JITANJLI DATT ICD.D
Independent Director [1,2]

SPENCER ENRIGHT CPA, CA,
Director and CEO of the Company

JOE FREEDMAN J.D. MBA
Independent Director [3]

BRIAN EDWARD HOECHT CPA, CA,
Independent Director [1]

GAIL KILGOUR ICD.D, MBA
Independent Director and
Chair of the Governance Committee and Chair of Human Resources & Compensation Committee

[1] Member of the Audit Committee
[2] Member of the Governance Committee
[3] Member of the Human Resource & Compensation Committee

MANAGEMENT TEAM

Spencer Enright
Chief Executive Officer

Philip Soper
President

Wallace Wang
Chief Financial Officer

Paul Zappala
Chief Legal Officer

Philippe Lecoq
Executive Vice President, Brokerage Operations
President, Proprio Direct

Alexandra Gélinas
President, Via Capitale

Aideen Kennedy
Senior Vice President, Human Resources

OUR COMMITMENT TO OUR COMMUNITIES

Royal LePage professionals understand that a house is only a home if the people who live there feel safe. That's why, more than 25 years ago, we unanimously agreed that helping women and children find safety from domestic abuse should be where we channeled our big hearts and charitable efforts. Since its founding in 1998, the Royal LePage® Shelter Foundation™ has proudly grown to become the largest public foundation in Canada dedicated exclusively to funding women's shelters and domestic violence prevention. Royal LePage is the only Canadian real estate company with its own charitable foundation.

The Shelter Foundation has raised more than $57 million to-date and currently supports 200 local women's shelters and national partners. Our agents donate a portion of their commissions, and Royal LePage offices across Canada host local fundraising events. Our brokers, agents and staff also volunteer and provide in-kind goods to benefit the women and children residing in their local shelters. Every dollar raised goes directly to helping the more than 50,000 women and children who are served each year by the shelters and support programs we fund. More information about the Royal LePage Shelter Foundation can be found at **www.royallepage.ca/shelter.**

Support for the Royal LePage Shelter Foundation is a touchstone of identifying as a Royal LePage agent. That's why a growing number of agents donate for every home sold, as part of the Foundation's commission donation program. Many of our Royal LePage agents have joined the brand, in part, to support the Royal LePage Shelter Foundation. The Company is grateful for their contribution.

SHAREHOLDER INFORMATION

We regularly provide shareholders with information about the Company through our annual report, quarterly reports, and news releases. Information is available online at www.bridgemarq.com. On the website you will find information about the Company including annual and quarterly reports, press releases, webcasts, slide presentations, and dividend information.

Head Office
Bridgemarq Real Estate Services Inc.
5160 Yonge Street, Suite 1201, Toronto ON
M2N 6L9
Tel: 416-380-7500
info@bridgemarq.com
www. bridgemarq.com

Transfer Agent And Registrar
TSX Trust Company
100 Adelaide Street West, Suite 301
Toronto, ON M5H 4H1
Tel: 416-682-3860 or 1-800-387-0825
Fax: 1-888-249-6189
shareholderinquiries@tmx.com
www.txtrust.com

Auditors
Ernst & Young LLP

Corporate Counsel
Goodmans LLP

Tsx Symbol: BRE
Shares are eligible investments for DPSPs, RRSPs, RRIFs and RESPs.

Direct Inquiries To:
Anne-Elise Cugliari Allegritti, Director, Investor Relations
Bridgemarq Real Estate Services
Tel: 416-510-5333
info@bridgemarq.com

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