ADCORE INC.

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2025 AND 2024

UNAUDITED

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ADCORE INC.

UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	Note	September 30, 2025	December 31, 2024
		US $ in thousands	
CURRENT ASSETS:			
Cash and cash equivalents	3	5,213	7,502
Trade accounts receivable, net		4,005	4,556
Other accounts receivable		289	434
Total current assets		9,507	12,492
NON-CURRENT ASSETS:			
Property, plant and equipment, net		809	907
Intangible assets, net		3,029	2,873
Total non-current assets		3,838	3,780
TOTAL ASSETS		13,345	16,272
CURRENT LIABILITIES:			
Trade accounts payable		3,775	5,665
Other accounts payable		1,379	1,634
Lease liability		153	139
Total current liabilities		5,307	7,438
NON-CURRENT LIABILITIES:			
Accrued severance pay, net		7	7
Lease liability		374	465
Total non-current liabilities		381	472
SHAREHOLDERS' EQUITY:	4		
Share capital		*	*
Additional paid in capital		11,021	10,957
Treasury shares		(724)	(724)
Actuarial reserve		(71)	(71)
Retained loss		(2,569)	(1,800)
Total Equity		7,657	8,362
TOTAL LIABILITIES AND EQUITY		13,345	16,272

* Represents an amount lower than $ 1 thousand.

“Omri Brill”	*“Roy Nevo”*	November 12, 2025
Omri Brill Director	Roy Nevo Director	Date of approval of the financial statements

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

ADCORE INC.

UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Note	Three months ended September 30, 2025	Three months ended September 30, 2024	Nine months ended September 30, 2025	Nine months ended September 30, 2024
		Unaudited $ in thousands			
Revenues	5	5,544	5,660	15,154	15,567
Cost of revenues		3,315	3,021	8,554	8,497
Gross profit		**2,229**	**2,639**	**6,600**	**7,070**
Research and development expenses		357	392	1,124	1,269
Selling ,general and administrative expenses		2,075	2,331	6,190	6,582
Operating Loss		**(203)**	**(84)**	**(714)**	**(781)**
Finance expenses		133	57	286	351
Finance income		(35)	(21)	(255)	(66)
Loss before taxes on income		**(301)**	**(120)**	**(745)**	**(1,066)**
Tax (expenses) income		**(23)**	-	(24)	144
Total comprehensive Loss for the period		**(324)**	**(120)**	**(769)**	**(922)**
Basic and Diluted loss per share attributable to shareholders		(0.005)	(0.002)	(0.013)	(0.015)
Weighted average number of shares outstanding		60,668,249	60,236,645	60,727,055	60,237,005

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

ADCORE INC.

UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

For the nine months period ended September 30, 2025:

	Number of Shares	Share capital	Additional paid in capital	Treasury shares	Actuarial reserve	Retained earnings	Total Shareholders' equity
			US $ in thousands				
Balance at January 1, 2025	60,498,119	*	10,957	(724)	(71)	(1,800)	8,362
Changes during the period:							
Share-based compensation	-	-	62	-	-	-	62
Exercise of options	10,000	-	2	-	-	-	2
Exercise of RSUs	218,936	-	-	-	-	-	-
Comprehensive income for the period	-	-	-	-	-	(769)	(769)
Balance at September 30, 2025	60,727,055	*	11,021	(724)	(71)	(2,569)	7,657

For the nine months period ended September 30, 2024:

	Number of Shares	Share capital	Additional paid in capital	Treasury shares	Actuarial reserve	Retained earnings	Total Shareholders' equity
			US $ in thousands				
Balance at January 1, 2024	60,176,710	*	10,905	(701)	(72)	(1,259)	8,873
Changes during the period:			-				
Share-based compensation	-	-	40		-	-	40
Exercise of RSUs	199,459	-	-		-		-
Repurchase of shares	(139,500)			(23)		-	(23)
Comprehensive income for the period	-	-	-	-	-	(922)	(922)
Balance at September 30, 2024	60,236,669	*	10,945	(724)	(72)	(2,181)	7,968

(*) Represents an amount lower than $ 1 thousand.

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

ADCORE INC.

UNAUDITED INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

	Nine months ended September 30, 2025	Nine months ended September 30, 2024
	US $ in thousands	
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss for the period	(769)	(922)
Adjustments to reconcile net loss to net cash Used in operating activities:		
Depreciation and amortization	830	814
Share based compensation	62	40
Decrease in trade accounts receivable	551	487
Decrease in other accounts receivable	145	86
Decrease in deferred tax liability, net	-	(144)
Decrease in trade accounts payable	(1,959)	(1,017)
Increase (decrease) in other accounts payable	(255)	309
Net cash used in operating activities	(1,395)	(347)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of property, plant and equipment	(4)	(209)
Capitalized development cost	(884)	(544)
Net cash used in investing activities	(888)	(753)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Payments and interest of lease liabilities	(77)	(12)
Exercise of options, net	2	-
Purchase of treasury shares	-	(23)
Net cash used in financing activities	(75)	(35)
Exchange rate differences on cash and cash equivalents	69	-
Decrease in cash and cash equivalents	(2,289)	(1,135)
Cash and cash equivalents at beginning of the period	7,502	6,106
Cash and cash equivalents at the end of the period	5,213	4,971

APPENDIX A - AMOUNT PAID DURING THE PERIOD FOR:

	Nine months ended September 30, 2025	Nine months ended September 30, 2024
	Unaudited	
	US $ in thousands	
Recognition of right of use asset and liability.	-	641

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

NOTE 1 - GENERAL:

Adcore Inc. (the "Company" or "**Adcore**"), a reporting issuer listed on the TSX Exchange trading under the symbol ADCO.TO, The Company's registered address and principal place of business is 100 King Street West, Suite 1600, Toronto, ON M5X 1G5, Canada. Adcore is the parent Company of Podium Advertising Technologies Ltd., ("**Podium**") which her registered address and principal place of business is 1 Namal St, Tel Aviv-Yafo, 6350627, Israel, Adcore Australia Pty., ("**Adcore AU**") which her registered address and principal place of business is 101 Moray St, South Melbourne VIC 3205, Australia, Adcore US Inc. ("**Adcore US**") which her registered address and principal place of business is 691 S. Milpitas Blvd, Ste 212, Milpitas, CA 95035, Amphy EdTech Ltd., ("**Amphy**") which her registered address and principal place of business is 1 Namal St, Tel Aviv-Yafo, 6350627, Israel, and Adcore East Limited ("**Adcore East**") 50 Bonham Strand, Sheung Wan, Hong Kong 3806 Central Plaza, 18 Harbour Rd, Wanchai, Hong Kong, which holds Adcore China ("**Adcore CH**"), which her registered address and principal place of business is 22/F Tomson Commercial Building, 710 Dongfang Road, Shanghai, PRC, 200122. Podium was established and commenced its operations in July 2006, and is a leading provider of machine-learning powered advertising technologies used by digital advertisers to enhance and maximize their Search Engine Marketing ("SEM"). The company Adcore Inc. and its subsidiaries are referred in the financial statements as the Corporate.

The Company's principal place of business, operations and its facilities, where most of its employees are employed, are located in Tel Aviv, Israel. In addition, the majority of the Company's key employees and senior management are Israeli citizens.

On October 7, 2023, Hamas terrorists infiltrated Israel's southern border from the Gaza Strip and conducted a series of attacks on civilian and military targets. Following the attack, Israel declared war against Hamas and the Israeli military began to call-up reservists for an active duty. At the same time, there is also a war between Israel and Hezbollah in Lebanon. On November 27, 2024, a ceasefire agreement was signed by Israel and Lebanon until February 18, 2025. A large-scale fighting between Israel and Hezbollah has not resumed despite the ceasefire's expiry and the lack of a follow-up agreement. In June 2025, a significant escalation in hostilities occurred between Israel and Iran, resulting in widespread military operations. On June 24, 2025, Israel and Iran agreed on an immediate ceasefire. On October 9, 2025, the Israeli Cabinet approved a U.S. brokered cease fire and hostage exchange agreement between Israel and Hamas in Gaza, which came into effect on October 10, 2025.

As of the date of these unaudited interim condensed consolidated financial statements, these events have had no material impact on the Company's operations.

NOTE 2 - MATERIAL ACCOUNTING POLICIES:

The material accounting policies followed in the preparation of the condensed interim financial statements, on a consistent basis, are:

Basis of preparation

These unaudited interim condensed consolidated financial statements of the Corporate are for the three and nine months ended September 30, 2025 and 2024 are presented in US dollar, which is the presentation and functional currency of the Corporate. These financial statements of the Corporate have been prepared in accordance with IFRS Accounting Standards, as issued by the International Accounting Standards Board ("IASB") and Interpretations (collectively, IFRS Accounting Standards). These unaudited interim condensed consolidated financial statements have been prepared in accordance with the requirements of International Accounting Standard ("IAS") 34 Interim Financial Reporting.

They do not include all the information required in annual financial statements in accordance with IFRS Accounting Standards, and should be read in conjunction with the financial statements of the Corporate for the year ended December 31, 2024.

These unaudited interim condensed consolidated financial statements have been prepared in accordance with the same accounting policies adopted in the last annual financial statements of the Corporate for the year ended December 31, 2024.

Basis of consolidation

The Financial results of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. Intercompany balances and transactions and any unrealized income and expenses arising from such transactions are eliminated upon consolidation.

Estimates and assumptions

The preparation of the condensed interim financial statements requires management to make estimates and assumptions that have an effect on the application of the accounting policies and on the reported amounts of assets, liabilities, revenues and expenses. These estimates and underlying assumptions are reviewed regularly. Changes in accounting estimates are reported in the period of the change in estimate.

The key assumptions made in the condensed interim financial statements concerning uncertainties at the end of the reporting period and the critical estimates used by the Corporate that may result in a material adjustment to the carrying amounts of assets and liabilities are discussed below.

NOTE 2 - MATERIAL ACCOUNTING POLICIES (CONT.):

Future IFRS standards and interpretations issued but not yet effective:

On April 9, 2024, the International Accounting Standards Board published IFRS 18, "Presentation and Disclosure in Financial Statements," which replaces IAS 1, "Presentation of Financial Statements" and is mandatorily effective for annual reporting periods beginning on or after January 1, 2027; the main changes are aggregation and disaggregation of information including the introduction of overall principles for how information should be aggregated and disaggregated in financial statements. Aggregation and disaggregation of information including the introduction of overall principles for how information should be aggregated and disaggregated in financial statements. disclosures related to management defined performance measures.

The Company is currently assessing the impact of IFRS 18 on the financial statements, but at this stage it is unable to estimate such an impact. The effect of the new standard, however it may be, will only affect matters of presentation and disclosure.

New IFRSs adopted in the period

The following amendments are effective for the period beginning January 1, 2025:

On August 15, 2023, the IASB issued Lack of Exchangeability which amended IAS 21 The Effects of Changes in Foreign Exchange Rates (the Amendments).

These Amendments are applicable for annual reporting periods beginning on or after 1 January 2025. The Amendments introduce requirements to assess when a currency is exchangeable into another currency and when it is not. The Amendments require an entity to estimate the spot exchange rate when it concludes that a currency is not exchangeable into another currency. The Amendments also introduce additional disclosure requirements when an entity estimates a spot exchange rate because a currency is not exchangeable into another currency. IAS 21, prior to the Amendments, did not include explicit requirements for the determination of the exchange rate when a currency is not exchangeable into another currency, which led to diversity in practice. When applying the Amendments, an entity is not permitted to restate comparative information. These Amendments have had no material effect on the unaudited interim condensed consolidated financial statements.

On April 9, 2024, the International Accounting Standards Board published IFRS 18, "Presentation and Disclosure in Financial Statements," which replaces IAS 1, "Presentation of Financial Statements" and is mandatorily effective for annual reporting periods beginning on or after January 1, 2027; the main changes are aggregation and disaggregation of information including the introduction of overall principles for how information should be aggregated and disaggregated in financial statements.

NOTE 2 - MATERIAL ACCOUNTING POLICIES (CONT.):

Aggregation and disaggregation of information including the introduction of overall principles for how information should be aggregated and disaggregated in financial statements. disclosures related to management defined performance measures.

The Company is currently assessing the impact of IFRS 18 on the financial statements, but at this stage it is unable to estimate such an impact. The effect of the new standard, however it may be, will only affect matters of presentation and disclosure.

(US $ in thousands)

NOTE 3 – CASH AND CASH EQUIVALENTS:

The following tables presents cash and cash equivalents by region as of 30.09.2025 and 31.12.2024:

Cash and cash equivalents as of 30.09.2025

	APAC (*)	EMEA (**)	North America	**Total**
Cash	1,394	1,008	129	**2,531**
Deposits	-	1,506	1,176	**2,682**
Total	1,394	2,514	1,305	**5,213**

Cash and cash equivalents as of 31.12.2024

	APAC (*)	EMEA (**)	North America	**Total**
Cash	2,604	1,838	434	**4,876**
Deposits	-	1,461	1,165	**2,626**
Total	2,604	3,299	1,599	**7,502**

(*) APAC – Asia pacific

(**) EMEA – Europe, the Middle East and Africa

NOTE 4 - SHAREHOLDERS' EQUITY:

A. On May 17, 2023, Adcore Inc. announced that the Toronto Stock Exchange has accepted its notice of intention to proceed with the Normal-Course Issuer Bid (the " NCIB."). Pursuant to the notice, Adcore may purchase up to 3,024,452 of its common shares ("Shares"), representing approximately 5% of its issued and outstanding Shares of 60,489,043. The NCIB will be conducted during the twelve month period commencing May 19, 2023 and ending May 18, 2024. Under the NCIB, other than purchases made under block purchase exemptions, Adcore may purchase up to 2,160 Shares on the TSX during any trading day, which represents approximately 25% of 8,640, which represents the average daily trading volume on the TSX for the most recently completed six calendar months prior to the TSX's acceptance of the notice of the NCIB. Any Shares purchased under the normal course issuer bid will be cancelled.

On May 12, 2022, Adcore Inc. announced that the Toronto Stock Exchange has accepted its notice of intention to proceed with the Normal-Course Issuer Bid (the "NCIB"). Pursuant to the notice, Adcore may purchase up to 3,188,475 of its common shares ("Shares"), representing approximately 5% of its issued and outstanding Shares of 63,769,494. The NCIB will be conducted during the twelve month period commencing May 18, 2022 and ending May 17, 2023. Under the NCIB, other than purchases made under block purchase exemptions, Adcore may purchase up to 13,593 Shares on the TSX during any trading day,which represents approximately 25% of 54,370, which represents the average daily trading volume

(US $ in thousands)

NOTE 4 - SHAREHOLDERS' EQUITY (CONT.):

on the TSX for the most recently completed six calendar months prior to the TSX's acceptance of the notice of the NCIB. Any Shares purchased under the normal course issuer bid will be cancelled.

During the nine months ended 30 September 2025, the Corporation did not purchase any shares under the NCIB program.

B. Share based compensation:

Options

During the nine-month period, ended September 30, 2025, the Corporate granted 550,000 options with a CAD$0.235-CAD$0.245 exercise price per share per share to its directors, officers, employees and consultants. The options will vest between 0 and 24 months and will expire within 4 years from the issuance. The Corporate has applied a Black-Scholes option-pricing model to determine the fair value of options. Under the following inputs: Risk free rate: 2.5%, expected volatility: 57%, expected term: 4 years, expected dividend yield: 0%, p.a.

During the nine-month period, ended September 30, 2024, the Corporate granted 610,473 options with a CAD$0.185 exercise price per share per share to its directors, officers, employees and consultants. The options will vest between 0 and 24 months and will expire within 4 years from the issuance. The Corporate has applied a Black-Scholes option-pricing model to determine the fair value of options. Under the following inputs: Risk free rate: 3.8%, expected volatility: 46%, expected term: 4 years, expected dividend yield: 0%, p.a.

The following table reflects the activity with respect to options of the Corporate for the nine months ended September 30, 2025 compared to the nine months ended September 30, 2024:

	Nine months ended September 30, 2025		Nine months ended September 30, 2024	
	Number of options	**Weighted average Exercise price**	**Number of options**	**Weighted average Exercise price**
Outstanding at beginning of year	7,261,221	CAD 0.32	6,910,081	CAD 0.32
Granted	550,000	CAD 0.24	610,473	CAD 0.185
Exercised	(10,000)	CAD 0.27	-	-
Forfeited and cancelled	(110,000)	CAD 0.55	(239,333)	CAD 0.48
Outstanding at end of period	7,691,221	CAD 0.25	7,281,221	CAD 0.32
Exercisable options	5,997,954	CAD 0.23	6,779,954	CSD 0.30

(US $ in thousands)

NOTE 4 - SHAREHOLDERS' EQUITY (CONT.):

During the three months ended September 30, 2025 and 2024, the Corporate recorded expenses in the amount of $7 and $6, respectively.

During the nine months ended September 30, 2025 and 2024, the Corporate recorded expenses in the amount of $26 and $26, respectively.

Restricted Share Units

During the nine-month period, ended September 30, 2025, the Corporate approved an aggregate grant of 397,872 Restricted Share Units ("RSUs") to its directors, employees and senior officers. The RSUs will vest between 0 and 12 months. Each vested RSU entitles the holder to receive one common share of the Corporate for period of 4 years.

During the nine-month period, ended September 30, 2024, the Corporate approved an aggregate grant of 309,459 Restricted Share Units ("RSUs") to its directors, employees and senior officers. The RSUs will vest between 0 and 12 months. Each vested RSU entitles the holder to receive one common share of the Corporate for period of 4 years.

The following table reflects the activity with respect to RSUs of the Corporate for the nine months ended September 30, 2025 compared to the nine months ended September 30, 2024:

	Nine months ended September 30, 2025	**Nine months ended September 30, 2024**
	Number of RSUs	**Number of RSUs**
Outstanding at beginning of year	156,250	489,922
Granted	397,872	309,459
Exercised	(218,936)	(199,459)
Forfeited and cancelled	-	(182,222)
Outstanding at end of period	335,186	417,700
Exercisable RSUs	209,827	364,575

During the three months ended September 30, 2025 and 2024, the Corporate recorded expenses in the amount of $8 and $5, respectively.

During the nine months ended September 30, 2025 and 2024, the Corporate recorded expenses in the amount of $36 and $15, respectively.

(US $ in thousands)

NOTE 5 - REVENUES:

A. Geographic Areas Information:

The following present the total revenues for the three and nine months ended September 30, 2025 and 2024:

	For the three months period ended September 30, 2025	For the three months period ended September 30, 2024	For the nine months period ended September 30, 2025	For the nine months period ended September 30, 2024
APAC	2,598	2,469	7,940	5,936
EMEA	2,183	1,709	4,589	5,143
North America	763	1,482	2,625	4,488
Total	5,544	5,660	15,154	15,567

B. Major customers (as percentage of total revenues):

	For the three months period ended September 30, 2025	For the three months period ended September 30, 2024	For the nine months period ended September 30, 2025	For the nine months period ended September 30, 2024
Customer A	20%	0%	15%	0%
Customer B	13%	0%	13%	19%
Customer C	11%	17%	10%	9%
Customer D	3%	10%	9%	12%
Customer E	9%	10%	0%	0%
Customer F	0%	10%	0%	0%

(US $ in thousands)

NOTE 6 - RELATED PARTIES AND SHAREHOLDERS:

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party's making of financial or operational decisions, or if both parties are controlled by the same third party. The Corporate has transactions with key management personal.

The following transactions arose with related parties:

	For the Nine months period ended September 30,	
Transaction	**2025**	**2024**
Management fee to CEO and controlling shareholder	396	374
Share Based Compensation to CEO and controlling shareholder	-	2

Liabilities to related parties:

Transaction	**As of September 30, 2025**	**As of December 31, 2024**
Controlling shareholder	47	41