Condensed Consolidated Interim Financial Statements of:

Unidoc Health Corp.
For the three months ended June 30, 2025 and 2024

Expressed in Canadian Dollars
(Unaudited)

NOTE TO READER

Under National Instrument 51-102, if an auditor has not performed a review of interim financial statements, they must be accompanied by a note indicating that the interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed consolidated interim financial statements have been prepared by and are the responsibility of the management. The Company's independent auditor has not performed a review of these interim financial statements.

Unidoc Health Corp.
Condensed Consolidated Interim Statements of Financial Position
(Expressed in Canadian dollars)
(Unaudited)

As at	Note		June 30, 2025		March 31, 2025
ASSETS					
Current					
Cash		$	697,839	$	1,253,219
Prepaid expenses and deposits	6		522,426		645,251
Inventory	7		82,933		-
Receivables	8		240,294		148,043
			1,543,492		2,046,513
Equipment	9		4,407		3,942
Goodwill	10		372,750		372,750
Intangible assets	10		392,449		428,305
Right-of-use asset	11		46,617		53,978
TOTAL ASSETS		**$**	**2,359,715**	**$**	**2,905,488**
LIABILITIES AND EQUITY					
Current					
Accounts payable and accrued liabilities	12	$	1,774,996	$	1,614,853
Loans payable	14,15		10,634		14,144
Lease liability	13		29,069		28,148
Deferred revenue	10		345,223		367,329
Deferred acquisition costs	10		30,242		41,474
			2,190,164		2,065,948
Lease liability	13		18,766		26,388
Deferred revenue	10		94,329		113,275
Deferred acquisition costs	10		35,913		35,352
TOTAL LIABILITIES			2,339,172		2,240,963
Equity					
Share capital	16		12,374,970		12,374,970
Reserves	16		1,212,208		1,212,208
Accumulated other comprehensive loss			(1,522)		-
Deficit			(13,565,113)		(12,922,653)
			20,543		664,525
TOTAL LIABILITIES AND EQUITY		**$**	**2,359,715**	**$**	**2,905,488**

Going concern (Note 2)

Approved on behalf of the Board of Directors:

"Antonio Baldassarre" (signed)
Director

"Franco Staino" (signed)
Director

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

Unidoc Health Corp.
Condensed Consolidated Interim Statements of Loss and Comprehensive Loss
For the three months ended June 30, 2025 and 2024
(Expressed in Canadian dollars)
(Unaudited)

	Note		June 30, 2025		June 30, 2024
Revenue	17	$	134,043	$	-
Cost of sales	18		63,451		-
Gross profit			**70,592**		**-**
EXPENSES					
Accretion	10		4,642		-
Advertising			43,112		1,392,229
Consulting	15		374,070		262,715
Depreciation	9,10,11		43,986		8,898
Foreign exchange loss (gain)			(35,540)		6,047
Interest expense	13,14		1,942		1,475
General and administrative	19		74,924		52,159
Professional fees			83,346		96,356
Regulatory and filing fees			10,088		16,644
Salaries and benefits			44,733		46,628
Share-based compensation	15,16		-		14,593
Software			4,184		-
Travel and entertainment			70,693		6,664
Total operating expenses			**720,180**		**1,904,408**
OTHER ITEM					
Gain on fair value adjustment	10		7,128		-
NET LOSS FOR THE PERIOD			**(642,460)**		**(1,904,408)**
Exchange difference on translating foreign operations			(1,522)		-
COMPREHENSIVE LOSS FOR THE PERIOD		$	**(643,982)**	**$**	**(1,904,408)**
Weighted average number of shares outstanding - basic and diluted			76,350,090		35,064,454
Loss per share - Basic and diluted		$	(0.01)	$	(0.05)

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

Unidoc Health Corp.
Condensed Consolidated Interim Statements of Changes in Equity
(Expressed in Canadian dollars)
(Unaudited)

	Number of common shares		Share capital		Reserves		Obligation to issue shares		Accumulated other comprehensive loss		Deficit		Total equity (deficiency)
Balance, March 31, 2024	**28,685,900**	**$**	**3,646,073**	**$**	**1,299,759**	**$**	**50,000**	**$**	**-**	**$**	**(6,859,172)**	**$**	**(1,863,340)**
Exercise of unit warrants	13,277,195		1,340,997		(13,277)		(50,000)		-		-		1,277,720
Exercise of warrants	1,968,636		492,159		-		-		-		-		492,159
Exercise of options	20,000		9,545		(3,545)		-		-		-		6,000
Shares issued for RSUs	40,000		7,800		(7,800)		-		-		-		-
Share-based compensation	-		-		14,593		-		-		-		14,593
Subscriptions received in advance	-		-		-		228,645		-		-		228,645
Net loss	-		-		-		-		-		(1,904,408)		(1,904,408)
Balance, June 30, 2024	**43,991,731**	**$**	**5,496,574**	**$**	**1,289,730**	**$**	**228,645**	**$**	**-**	**$**	**(8,763,580)**	**$**	**(1,748,631)**
Balance, March 31, 2025	**76,350,090**	**$**	**12,374,970**	**$**	**1,212,208**	**$**	**-**	**$**	**-**	**$**	**(12,922,653)**	**$**	**664,525**
Foreign currency translation	-		-		-		-		(1,522)		-		(1,522)
Net loss	-		-		-		-		-		(642,460)		(642,460)
Balance, June 30 2025	**76,350,090**	**$**	**12,374,970**	**$**	**1,212,208**	**$**	**-**	**$**	**(1,522)**	**$**	**(13,565,113)**	**$**	**20,543**

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

Unidoc Health Corp.
Condensed Consolidated Interim Statements of Cash Flows
For the three months ended June 30, 2025 and 2024
(Expressed in Canadian dollars)
(Unaudited)

	June 30, 2025	June 30, 2024
OPERATING ACTIVITIES		
Net loss	$ (642,460)	$ (1,904,408)
Non-cash items:		
Accretion	4,642	-
Depreciation	43,986	8,898
Interest expense	250	703
Fair value gain	(7,128)	-
Foreign exchange	(28,621)	-
Share-based compensation	-	14,593
Changes in non-cash working capital:		
Receivables	(92,251)	(99,837)
Prepaid expenses and deposits	122,825	(73,932)
Inventory	(82,933)	-
Accounts payable and accrued liabilities	155,175	(238,399)
Deferred revenue	(17,170)	-
Cash used in operating activities	**(543,685)**	**(2,292,382)**
INVESTING ACTIVITY		
Purchase of property and equipment	(1,234)	-
Cash used in investing activities	**(1,234)**	**-**
FINANCING ACTIVITIES		
Cash proceeds from exercise of warrants	-	492,159
Cash proceeds from exercise of unit warrants	-	1,277,720
Cash proceeds from exercise of options	-	6,000
Subscriptions received in advance	-	228,645
Repayment of loans	(3,760)	(3,760)
Lease liability payments	(8,393)	(8,394)
Interest on lease	1,692	772
Cash provided by (used in) financing activities	**(10,461)**	**1,993,142**
NET CHANGE IN CASH	(555,380)	(299,240)
CASH, BEGINNING	1,253,219	398,885
CASH, ENDING	**$ 697,839**	**$ 99,645**
SUPPLEMENTAL CASH FLOW INFORMATION		
Interest paid	$ 1,942	$ 1,475
Shares issued for vested RSUs	$ -	$ 7,800

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

1. NATURE OF BUSINESS

Unidoc Health Corp. (the "Company") was incorporated under the Business Corporations Act of British Columbia on February 1, 2021 as Unicheck Holdings Corp. and changed its name to Unidoc Health Corp. on April 8, 2021. Unicheck Holdings Corp., a wholly-owned subsidiary of the Company, was incorporated under the Business Corporations Act of British Columbia on April 8, 2021.

The Company operates in the healthcare services industry and plans to operate telehealth units which contain fully integrated diagnostic tools and will provide patients with the ability to have a live virtual visit with a doctor or other health professional. The Company acquired a telemedicine software platform during the year ended March 31, 2025 and commenced providing software as a service during the three months ended June 30, 2025 (Note 10). The Company trades on the Canadian Securities Exchange ("CSE") under the symbol UDOC.

The registered office of the Company is located at 750 Pender Street West, Suite 1200 Vancouver, British Columbia V6C 2T7, Canada. The head office of the Company is located at 81 Zenway Blvd. Unit 18 Woodbridge, Ontario L4H 0S5.

2. GOING CONCERN

These condensed consolidated interim financial statements have been prepared on the basis of accounting principles applicable to a going concern which assumes the Company will be able to continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations.

The Company has not generated positive cash flows from operations and relies on financing for its activities. During the three months ended June 30, 2025, the Company incurred a net loss of $642,460 and, as of that date, the Company's current liabilities exceeded its current assets by $646,672. The Company's ability to continue as a going concern is dependent upon raising additional capital, commercializing its business and generating profits and positive cash flows therefrom, or evaluating strategic alternatives. These factors indicate the existence of material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

These condensed consolidated interim financial statements do not reflect adjustments that would be necessary if the going concern assumption was not appropriate. If the going concern assumption was not appropriate for these financial statements, adjustments would be necessary to the statement of financial position classifications used. Such adjustments could be material.

These condensed consolidated interim financial statements have been prepared on the basis that the Company will continue as a going concern, which assumes that the Company will be able to realize its assets and satisfy its liabilities in the normal course of business for the foreseeable future.

3. BASIS OF PRESENTATION

Statement of Compliance

These unaudited condensed consolidated interim financial statements have been prepared in accordance with IAS 34 – Interim Financial Reporting as issued by the International Accounting Standards Board ("IASB"). Accordingly, certain disclosures included in annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the IASB have been condensed or omitted and these unaudited condensed consolidated interim financial statements should be read in conjunction with the Company's audited financial statements for the year ended March 31, 2025.

These condensed consolidated interim financial statements were authorized for issue by the Company's Board of Directors on August 28, 2025.

Basis of Presentation

These condensed consolidated interim financial statements have been prepared on a historical cost basis, except for certain financial instruments, which are stated at fair value. In addition, they have been prepared using the accrual basis of accounting, except for the cash flow information.

Basis of Consolidation

These condensed consolidated interim financial statements include the accounts of the Company and its subsidiaries. Subsidiaries are those entities over which the Company has control. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity and be exposed to variable returns from its activities. Subsidiaries are included in the financial results of the Company from the effective date of acquisition up to the effective date of disposition or loss of control.

Details of the Company's subsidiaries are as follows:

SUBSIDIARIES	OWNERSHIP PERCENTAGE	JURISDICTION OF INCORPORATION
Unicheck Holdings Corp.	100%	British Columbia, Canada
Unidoc Health Corp. Colombia	100%	Colombia
Unidoc Managed Services Inc.	100%	United States

All inter-company balances, transactions, income, and expenses have been eliminated upon consolidation.

Foreign currencies

The functional currency is the currency of the primary economic environment in which the entity operates and has been determined for each entity within the Company. The functional currency of the Company and Unicheck Holdings Corp. is the Canadian dollar ("CAD"). The functional currency of Unidoc Managed Services Inc. is the Unites States dollar ("USD").

The presentation currency of the Company and its subsidiaries is the Canadian dollar.

3. BASIS OF PRESENTATION (continued)

Foreign currencies (continued)
Accordingly, the accounts of Unidoc Managed Services Inc. are translated into CAD as follows:

- all of the assets and liabilities are translated at the rate of exchange in effect on the date of the statement of financial position;
- income and expense are translated at the average exchange rate over the reporting period; and
- exchange gains and losses arising from translation are included in accumulated other comprehensive income (loss).

Transactions occurring in currencies other than the functional currency of the entity in question are recorded at the rate of exchange prevailing on the date of the transaction. Monetary assets and liabilities that are denominated in foreign currencies are translated at the rate prevailing at each reporting date. Non-monetary items that are measured at historical cost in a foreign currency are translated at the exchange rate on the date of the initial transaction. Non-monetary items that are measured at fair values are reported at the exchange rate on the date when fair values are determined. Foreign currency translation differences are recognized in profit or loss.

Critical Accounting Estimates and Judgments
The Company’s management makes judgments in its process of applying the Company’s accounting policies in the preparation of its unaudited condensed consolidated interim financial statements. In addition, the preparation of the financial data requires that the Company’s management make assumptions and estimates of the effects of uncertain future events on the carrying amounts of the Company’s assets and liabilities at the end of the reporting period and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates as the estimation process is inherently uncertain. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered to be relevant under the circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Company’s assets and liabilities are accounted for prospectively. The critical judgments and estimates applied in the preparation of the Company’s unaudited condensed consolidated interim financial statements are consistent with those applied and disclosed in the Company’s audited financial statements for the year ended March 31, 2025.

4. MATERIAL ACCOUNTING POLICY INFORMATION

These condensed consolidated interim financial statements have been prepared, for all periods presented, following the same accounting policies and methods of computation as the Company’s audited annual consolidated financial statements for the year ended March 31, 2025 and should be read in conjunction with those annual consolidated financial statements and notes thereto.

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Standards issued but not yet effective

IFRS 18, Presentation and Disclosure of Financial Statements ("IFRS 18"): In April 2024, the IASB issued IFRS 18 to bring more transparency and comparability to the financial performance of companies, enabling investors to make better investment decisions. IFRS 18 introduces three sets of new requirements: improved comparability of the profit or loss statement (statement of income), improved transparency of management-defined performance measures, and more useful grouping of information in financial statements. IFRS 18 will replace IAS 1, Presentation of Financial Statements. This standard becomes effective for years beginning on or after January 1, 2027, and companies may apply it earlier subject to authorization by relevant regulators. The Company is assessing the impacts of adopting IFRS 18.

5. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's financial instruments are comprised of cash, receivables, accounts payable and accrued liabilities, deferred acquisition costs, and its loans payable. Fair values of financial instruments are classified in a fair value hierarchy based on the inputs used to determine fair values. The levels of the fair value hierarchy are as follows:

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

As at June 30, 2025 the fair value of cash held by the Company was based on Level 1 of the fair value hierarchy.

The Company's deferred acquisition cost liabilities are estimated using discounted earnings models that use unobservable inputs for revenue and cash flow projections. The fair value measurements of deferred acquisition costs are categorized within Level 3 of the fair value hierarchy.

The fair values of receivables, accounts payable and accrued liabilities, and loan payable approximate their carrying values due to their short-term maturity.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Financial instruments that potentially subject the Company to a significant concentration of credit risk consist of cash and receivables. The risk arises from the non-performance by counterparties of contractual financial obligations. To minimize credit risk, the Company places cash with high credit quality financial institutions. The Company's receivables primarily consist of input tax credits due from the Government of Canada; and as such, receivables are not subject to significant credit risk.

(Expressed in Canadian Dollars)

5. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company seeks to ensure there is sufficient capital in order to meet short-term business requirements, after taking into account cash flows from operations and the Company's holdings of cash. As at June 30, 2025, the Company had a cash balance of $697,839 to settle current liabilities of $2,190,164. Historically, the Company's sources of funding has been through equity financings. The Company's access to financing is uncertain. There can be no assurance of continued access to significant debt or equity funding.

		Within one year		Between one and five years		More than five years
Accounts payable and accrued liabilities	$	1,774,996	$	-	$	-
Deferred acquisition costs		30,242		35,913		-
Loan payable		10,634		-		-
Lease liability		29,069		18,766		-
	$	1,844,941	$	54,679	$	-

6. PREPAID EXPENSES AND DEPOSITS

		June 30, 2025		March 31, 2025
Advertising	$	317,038	$	285,714
Consulting		181,157		245,179
Deposits on inventory		-		71,978
Regulatory		15,355		22,346
Office and other		8,876		20,034
Total	**$**	**522,426**	**$**	645,251

7. INVENTORY

As at June 30, 2025, the Company held inventory of $82,933 (March 31, 2025 - $Nil) which comprised raw materials related to telehealth units.

8. RECEIVABLES

		June 30, 2025		March 31, 2025
Sales tax receivable	$	175,035	$	148,043
Trade receivables		65,259		-
Total	**$**	**240,294**	**$**	**148,043**

(Expressed in Canadian Dollars)

9. EQUIPMENT

		Computer equipment
Cost		
Balance, March 31, 2024	$	35,063
Additions		5,326
Balance, March 31, 2025		**40,389**
Additions		1,234
Balance, June 30, 2025	**$**	**41,623**
Accumulated depreciation		
Balance, March 31, 2024	$	31,944
Depreciation		4,503
Balance, March 31, 2025		**36,447**
Depreciation		769
Balance, June 30, 2025	**$**	**37,216**
Net book value		
March 31, 2025	**$**	**3,942**
June 30, 2025	**$**	**4,407**

10. BUSINESS COMBINATION

On March 18, 2025, the Company entered into an Asset Purchase Agreement with AMD Global Telemedicine, Inc. (“AMD”) to acquire certain assets, including AGNES Connect software and the assets which support this software for cash consideration of $252,430 (the “AMD Transaction”). The AMD Transaction closed on March 26, 2025 (the “Closing Date”).

In accordance with the AMD Transaction, the Company will be required to pay AMD a royalty of 10% to 40% on certain gross subscriptions related to AGNES Connect software for a period of three years from the Closing Date (the “Revenue Share”). The Revenue Share represents contingent consideration or deferred acquisition costs of the AMD Transaction, the fair value of which was determined as $76,826 based on the expected future gross subscriptions to be collected by the Company for a period of three years from the Closing Date.

Included in the identifiable assets acquired at the Closing Date are inputs (technology and customer relationships), operational processes and an organized workforce. The Company has determined that together the acquired inputs and processes significantly contribute to the ability to create revenue. The AMD Transaction was determined to be a business combination as substantive processes and assets were acquired as part of the transaction. The Company also retained the services of certain former personnel of AMD, including software engineers.

In connection with the AMD Transaction, amounts payable by the Company to AMD in the amount of $6,840 were forgiven.

(Expressed in Canadian Dollars)

10. BUSINESS COMBINATION (continued)

Consideration paid	**$**
Cash	252,430
Revenue share	76,826
Less: amounts payable forgiven	(6,840)
	322,416

Net identifiable assets acquired	
Customer relationships	194,270
Trade names	20,146
Technology	215,854
Goodwill	372,750
Deferred revenue	(480,604)
	322,416

The unallocated consideration of $372,750 was recognized as goodwill. Goodwill is comprised of synergies that are expected to be achieved from integrating AGNES Connect software into the Company, including future cross selling opportunities, access to new markets and increased market share, and product bundling with future sales of telehealth units. These benefits were not recognized separately from goodwill on the basis that they do not meet the recognition criteria for identifiable intangible assets.

(Expressed in Canadian Dollars)

10. BUSINESS COMBINATION (continued)

Intangible assets

	Customer relationships $	Trade names $	Technology $	Total $
Cost				
Balance, March 31, 2024	-	-	-	-
Acquired in business combination	194,270	20,146	215,854	430,270
Balance, March 31, 2025 and June 30, 2025	**194,270**	**20,146**	**215,854**	**430,270**
Amortization				
Balance, March 31, 2024	-	-	-	-
Depreciation	887	92	986	1,965
Balance, March 31, 2025	**887**	**92**	**986**	**1,965**
Depreciation	16,189	1,679	17,988	35,856
Balance, June 30, 2025	**17,076**	**1,771**	**18,974**	**37,821**
Net book value				
March 31, 2025	**193,383**	**20,054**	**214,868**	**428,305**
June 30, 2025	**177,194**	**18,375**	**196,880**	**392,449**

Goodwill

Goodwill is tested for impairment annually and when circumstances indicate that the carrying value may not be recoverable. Impairment is determined for goodwill by assessing the recoverable amount of each CGU or group of CGUs to which the goodwill relates. Where the recoverable amount of the CGU is less than its carrying amount including goodwill, an impairment loss is recognized. Impairment losses relating to goodwill cannot be reversed in future periods. The Company determined that all of the assets purchased in the AMD Transaction represent one CGU (the "AGNES CGU"). At March 31, 2025, the recoverable amount for the AGNES CGU was determined by reference to the consideration paid to AMD by the Company, being the transaction price in an orderly transaction between market participants, due to the short period of time between the Closing Date and year end.

(Expressed in Canadian Dollars)

10. BUSINESS COMBINATION (continued)

Deferred revenue

Deferred revenue represents cash received by the Company from customers for which either goods or services have not yet been delivered or the required IFRS criteria for revenue recognition have otherwise not been met.

Deferred revenue as at March 31, 2025 reflects the performance obligations attributable to customer contracts acquired in the AMD Transaction and was measured as the estimated cost for the Company to fulfill the performance obligation plus a profit margin under these acquired customer contracts. The Company commenced fulfilling these performance obligations during the three months ended June 30, 2025.

	$
Balance, March 31, 2024	**-**
Acquired in business combination	480,604
Balance, March 31, 2025	**480,604**
Billings	111,693
Revenue recognized	(128,863)
Foreign currency translation	(23,882)
Balance, June 30, 2025	**439,552**

As at June 30, 2025	
Current	345,223
Non-current	94,329
	439,552

Deferred acquisition costs

Deferred acquisition costs are liabilities for performance-based payments that are treated as purchase consideration for business combinations.

	$
Balance, March 31, 2023 and 2024	**-**
Acquired in business combination	76,826
Balance, March 31, 2025	**76,826**
Accretion of discount	4,642
Settlement of Revenue Share	(4,968)
Revaluation of fair value of Revenue Share	(7,128)
Foreign currency translation	(3,217)
Balance, June 30, 2025	**66,155**

As at June 30, 2025	
Current	30,242
Non-current	35,913
	66,155

(Expressed in Canadian Dollars)

10. BUSINESS COMBINATION (continued)

Deferred acquisition costs (continued)

The deferred acquisition costs are measured at the estimated fair value at each reporting date and is expected to be settled in full within three years of the Closing Date. It was determined based on a revenue forecast at the time of the acquisition. The deferred acquisition costs consist of additional payments for 10% of the gross receipts from revenue earned from existing customers for a period of three years from the Closing Date. The potential undiscounted amount of all future payments that the Company could be required to make related to deferred acquisition costs is between $14,000 and $170,000.

11. RIGHT-OF-USE ASSET

During the year ended March 31, 2022, the Company entered into a lease agreement for office space with an initial term of 36 months. The lease commenced on February 1, 2022, and a corresponding right-of-use asset was recognized. This lease concluded on January 31, 2025.

During the year ended March 31, 2025, the Company entered into a lease agreement for office space with an initial term of 24 months (Note 13). The lease commenced on February 1, 2025, and a corresponding right-of-use asset was recognized.

		Building
Cost		
Balance, March 31, 2024	**$**	**94,301**
Additions		58,885
Disposals		(94,301)
Balance, March 31, 2025 and June 30, 2025	**$**	**58,885**
Accumulated depreciation		
Balance, March 31, 2024	**$**	**68,106**
Depreciation		31,102
Disposal		(94,301)
Balance, March 31, 2025		**4,907**
Depreciation		7,361
Balance, June 30, 2025	**$**	**12,268**
Net book value		
Balance, March 31, 2025	**$**	**53,978**
Balance, June 30, 2025	**$**	**46,617**

12. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

		June 30, 2025		March 31, 2025
Accounts payable (Note 15)	$	1,509,663	$	1,351,070
Accrued liabilities		265,333		263,783
Total	**$**	**1,774,996**	**$**	**1,614,853**

(Expressed in Canadian Dollars)

13. LEASE LIABILITY

During the year ended March 31, 2022, the Company entered into a lease agreement to lease an office space for an initial term of 36 months. The expiry date of the lease was January 31, 2025.

During the year ended March 31, 2025, the Company entered into a lease agreement to lease an office space for an initial term of 24 months. The expiry date of the lease is January 31, 2027. Upon expiration, the Company is entitled to renew the lease for an additional 36-month term on written notice of not less than 6 months prior to expiry of the initial term. This renewal option was not included in the measurement of the lease liability when assessing the lease term and total payments based on the likelihood of exercising such renewal option. Additional payments consisting of utilities and additional rent are expensed as incurred. The lease commenced on February 1, 2025 and the related lease liability was recorded.

		Building
Lease liability		
Balance, March 31, 2024	**$**	**26,388**
Lease liability recognized		58,885
Interest expense		2,837
Lease payments		(33,574)
Balance, March 31, 2025		**54,536**
Interest expense		1,692
Lease payments		(8,393)
Balance, June 30, 2025	**$**	**47,835**
As at June 30, 2025		
Current portion	**$**	29,069
Long-term portion		18,766
	$	**47,835**

At June 30, 2025, the Company is committed to minimum lease payments as follows:

Maturity analysis		
Less than one year	$	33,573
One to three years		19,584
Total undiscounted lease liabilities	**$**	**53,157**

14. LOANS PAYABLE

On February 28, 2023, the Company's Chief Executive Officer (the "CEO") took out a $40,000 loan through his personal credit card for the Company's working capital purposes. The loan bears interest of 7.99% annually and is due in 36 months.

On June 28, 2023, the Company received an additional loan of $20,000. The loan bore interest at 7.30% compounded annually and was due on July 31, 2024. The loan and all accrued interest were repaid during the year ended March 31, 2025.

(Expressed in Canadian Dollars)

14. LOANS PAYABLE (continued)

The continuity of loans payable for the year ended March 31, 2025 and three months ended June 30, 2025 is summarized below:

		Loans Payable
Balance, March 31, 2024	**$**	**48,467**
Interest expense		1,922
Loan payments		(36,245)
Balance, March 31, 2025		**14,144**
Interest expense		250
Loan payments		(3,760)
Balance, June 30, 2025	**$**	**10,634**

15. RELATED PARTY TRANSACTIONS

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

All related party transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties. All amounts either due from or due to related parties other than specifically disclosed are non-interest bearing, unsecured and have no fixed terms of repayments.

a) Related party transactions with directors, subsequent and former directors and companies and entities over which they have significant influence over:

		Three months ended June 30, 2025		Three months ended June 30, 2024
Consulting (i)	$	19,500	$	54,731
Share-based compensation (ii)		-		-
	$	19,500	$	54,731

(i) To companies controlled by directors of the Company.
(ii) To directors of the Company.

b) Key management compensation

		Three months ended June 30, 2025		Three months ended June 30, 2024
Consulting (iii)	$	122,803	$	75,000
Share-based compensation (iv)		-		9,286
	$	122,803	$	84,286

(iii) To companies controlled by the CEO and CFO.
(iv) To the CEO and CFO.

15. RELATED PARTY TRANSACTIONS (continued)

As at June 30, 2025, accounts payable and accrued liabilities included $569,242 (March 31, 2025 - $589,232) due to a company controlled by the CEO of the Company for consulting fees, $177,253 (March 31, 2025 - $143,051) due to the CEO of the Company for expense reimbursements, $9,975 (March 31, 2025 - $Nil) due to the CFO of the Company for consulting fees, $19,500 (March 31, 2025 - $Nil) due to a director of the Company for consulting fees, and $91 (March 31, 2025 - $Nil) due to a director of the Company for expense reimbursement. The balances due bear no interest, are unsecured, and are due on demand.

As at June 30, 2025, loans payable included $10,634 (March 31, 2025 - $14,144) which was drawn from the CEO of the Company's personal credit card (Note 14). During the three months ended June 30, 2025, the loan accrued interest of $250 (June 30, 2024 - $703) and the Company made repayments to the loan of $3,760 (June 30, 2024 - $3,760).

During the year ended March 31, 2025, the Company entered into a debt settlement agreement with a company controlled by a director which resulted in accrued interest of €60,000. As at June 30, 2025, accounts payable and accrued liabilities included $96,181 (March 31, 2025 - $93,240) related to accrued interest for the debt settlement agreement. The balance due bears no interest, is unsecured, and is due on demand.

16. EQUITY

(a) Share Capital

Authorized

Unlimited number of common shares without par value.

Issued

There were no common share issuances during the three months ended June 30, 2025.

For the three months ended June 30, 2024:

During the three months ended June 30, 2024, 13,277,195 warrants (the "Unit Warrants") were exercised for 13,277,195 units at an exercise price of $0.10 per unit, for total proceeds of $1,327,720. Each unit consists of one common share and one additional common share purchase warrant (the "Additional Warrant"). Each Additional Warrant was exercisable at $0.25 per share with an expiry date of December 13, 2024.

During the three months ended June 30, 2024, 1,968,636 Additional Warrants were exercised for 1,968,636 common shares at an exercise price of $0.25 per share, for total proceeds of $492,159.

During the three months ended June 30, 2024, 20,000 options were exercised for 20,000 common shares at an exercise price of $0.30 per share, for total proceeds of $6,000.

During the three months ended June 30, 2024, 40,000 shares were issued for RSUs which were vested.

(Expressed in Canadian Dollars)

16. EQUITY (continued)

(b) Warrants

The continuity of warrants for the year ended March 31, 2025 and three months ended June 30, 2025 is summarized below:

	Number of warrants		Weighted average exercise price	Weighted average life remaining
Balance, March 31, 2024	**8,883,800**	**$**	**0.56**	**1.28**
Issued	22,005,800		0.25	N/A
Exercised	(25,186,890)		0.25	N/A
Expired	(2,950,610)		0.25	N/A
Balance, March 31, 2025	**2,752,100**	**$**	**1.25**	**1.57**
Balance, June 30, 2025	**2,752,100**	**$**	**1.25**	**1.32**

As at June 30, 2025, the number of warrants outstanding and exercisable are as follows:

Number of warrants		Price	Expiry date
2,752,100	$	1.25	October 25, 2026

(c) Unit Warrants

The continuity of Unit Warrants for the year ended March 31, 2025 and three months ended June 30, 2025 is summarized below:

	Number of warrants		Weighted average exercise price	Weighted average life remaining
Balance, March 31, 2024	**22,543,300**	**$**	**0.10**	**0.70**
Exercised	(22,005,800)		0.10	N/A
Expired	(537,500)		0.10	N/A
Balance, March 31, 2025 and June 30, 2025	**-**	**$**	**-**	**-**

(d) Options

On September 28, 2023, the Company finalized its new Omnibus Equity Incentive Plan (the "Plan"), which will replace the existing stock option plan. The Plan provides that the Board of Directors of the Company may from time to time, in its discretion, grant to directors, officers, employees and technical consultants and contractors to the Company, equity incentive awards in the form of stock options, restricted share units, share appreciation rights, deferred share units, and performance share units.

(Expressed in Canadian Dollars)

16. EQUITY (continued)

(d) Options (continued)

All equity incentives granted pursuant to the Plan shall be subject to the terms and conditions of the Plan. The number of shares which will be available for purchase pursuant to an option will be equal to the number of shares as determined by the Board of Directors from time to time, provided that the number of common shares reserved for issuance will not exceed 20% of the issued and outstanding common shares. If any option expires or otherwise terminates for any reason without having been exercised in full, the number of shares in respect of such expired or terminated option shall again be available for the purposes of granting options pursuant to the Plan.

The grant date and the expiry date of an option shall be the dates fixed by the Board of Directors at the time the option is granted and shall be set out in the option certificate issued in respect of such option. The exercise price shall also be determined by the Board of Directors and set out in the option certificate issued in respect of the option. If the Company's shares are listed on a stock exchange, the exercise price will not be lower than the greater of the last closing price for the shares as quoted on the trading day prior to the grant date and the grant date.

The continuity of stock options for the year ended March 31, 2025 and three months ended June 30, 2025 is summarized below:

	Options Outstanding		Weighted average exercise price		Weighted average fair value	Weighted average life remaining
Balance, March 31, 2024	**2,146,000**	**$**	**0.30**	**$**	**0.17**	**1.24**
Exercised	(431,500)		0.30		0.17	N/A
Cancelled	(30,000)		0.30		0.17	N/A
Balance, March 31, 2025	**1,684,500**	**$**	**0.30**	**$**	**0.17**	**0.24**
Expired	(1,684,500)		0.30		0.17	N/A
Balance, June 30, 2025	**-**		**-**		**-**	**-**

(e) RSUs

On February 21, 2024, the Company issued 110,000 RSUs to an officer and to a consultant (the "Participants") pursuant to the Company's Plan. The RSUs vested on June 22, 2024 (the "Vesting Date"). Upon vesting, the RSUs entitle the holder the right to acquire up to 110,000 common shares in the capital of the Company, or the cash equivalent of such shares at the fair market value on the date of settlement, or a combination of both, at the discretion of the Board of Directors. The Participants are entitled to defer the receipt of shares for the RSUs for a period of three years from the Vesting Date (the "Deferral Period"). Upon expiry of the Deferral Period, the shares will be automatically issued.

During the three months ended June 30, 2025, $Nil (June 30, 2024 - $14,593) of expense was recognized as share-based payment for the vesting of RSU's.

As at June 30, 2025 and March 31, 2025, there were 70,000 RSUs which were vested for which shares have not yet been issued.

(Expressed in Canadian Dollars)

17. REVENUE

During the three months ended June 30, 2025, revenue is comprised of $134,043 generated from software as a service ("SaaS"), specifically AGNES Connect software (Note 10). Revenue includes amounts related to acquired contracts ($111,695) and contracts which commenced during the period ($22,348).

The Company did not recognize revenue during the three months ended June 30, 2024.

18. COST OF SALES

		Three months ended June 30, 2025		Three months ended June 30, 2024
Customer support personnel	$	30,824	$	-
Server hosting		32,627		-
Total	**$**	**63,451**	**$**	**-**

19. GENERAL AND ADMINISTRATIVE EXPENSES

		Three months ended June 30, 2025		Three months ended June 30, 2024
Bank charges and interest	$	696	$	5,195
IT and telecommunication		14,256		15,049
Office		2,638		6,860
Rent		39,694		16,683
Travel		17,640		8,372
Total	**$**	**74,924**	**$**	**52,159**

(Expressed in Canadian Dollars)

20. GEORGRAPHICAL INFORMATION

		Canada		United States
As at June 30, 2025				
Equipment (Note 9)	$	4,407	$	-
Goodwill (Note 10)	$	-	$	372,750
Intangible assets (Note 10)	$	-	$	392,449
As at March 31, 2025				
Equipment (Note 9)	$	3,942	$	-
Goodwill (Note 10)	$	-	$	372,750
Intangible assets (Note 10)	$	-	$	428,305
Three months ended June 30, 2025				
Revenue	$	-	$	134,043
Depreciation (Notes 9, 10 and 11)	$	8,130	$	35,856
Three months ended June 30, 2024				
Revenue	$	-	$	-
Depreciation (Notes 9 and 11)	$	8,898	$	-

21. COMMITMENTS

The Company entered into a consulting agreement dated effective February 24, 2021 with a company controlled by the CEO for services of $20,000 per month. The Company entered into an amending agreement dated and effective February 25, 2024 for services of US$22,917 per month until the agreement is terminated.

The agreement has a five-year term which may be terminated by the Company in which case the Company must pay to the Company controlled by CEO with a lump sum cash severance payment equal to lesser of consulting fees for any month's remaining in the five-year term, or the aggregate of the consulting fees for the 24-months following termination.

Notwithstanding the above, the consulting fees will increase to US$50,000 per month once the Company has earned a profit.

22. CAPITAL MANAGEMENT

The Company manages its capital to maintain its ability to continue as a going concern and to provide returns to shareholders and benefits to other stakeholders. The capital structure of the Company consists of equity which is comprised of issued share capital and deficit.

The Company manages its capital structure and makes adjustments to it in light of economic conditions. The Company, upon approval from its Board of Directors, will balance its overall capital structure through new share issues or by undertaking other activities as deemed appropriate under the specific circumstances.

The Company is not subject to externally imposed capital requirements as at June 30, 2025. There was no change to the Company's approach to capital management during the three months ended June 30, 2025.