ENWAVE CORPORATION

Condensed Consolidated Interim Financial Statements

Three and nine months ended June 30, 2025, and 2024

(Unaudited – prepared by management)
(expressed in thousands of Canadian dollars)

NOTICE OF NO AUDITOR REVIEW OF CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, the financial statements must be accompanied by a notice indicating that they have not been reviewed by an auditor.

The accompanying unaudited condensed consolidated interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

The Company's independent auditor has not performed a review of these financial statements in accordance with standards established by CPA (Chartered Professional Accountants) Canada for a review of interim financial statements by an entity's auditor.

EnWave Corporation

Condensed Consolidated Interim Statements of Loss

For the three and nine months ended June 30, 2025 and 2024

(Unaudited, expressed in thousands of Canadian dollars, except per share data)

	Note	Three months ended June 30, 2025 $	Three months ended June 30, 2024 $	Nine months ended June 30, 2025 $	Nine months ended June 30, 2024 $
Revenues	15	**2,744**	2,622	**7,610**	4,547
Direct costs		**2,209**	1,471	**5,526**	3,330
		535	1,151	**2,084**	1,217
Expenses					
General and administration		**532**	665	**1,541**	1,742
Sales and marketing		**485**	358	**1,407**	1,149
Research and development		**388**	342	**1,124**	1,127
Stock-based compensation	13(c)	**59**	32	**330**	218
Foreign exchange loss (gain)		**194**	(9)	**53**	(36)
Gain on disposal of assets		**-**	-	**(11)**	-
Finance income	4a,9	**(26)**	(42)	**(103)**	(148)
Finance expense	17	**65**	40	**205**	103
		1,697	1,386	**4,546**	4,155
Loss from continuing operations before income taxes		**(1,162)**	(235)	**(2,462)**	(2,938)
Income tax expense					
Current		**-**	-	**-**	-
Deferred		**-**	-	**-**	-
Loss from continuing operations		**(1,162)**	(235)	**(2,462)**	(2,938)
(Loss) income from discontinued operations	19	**(9)**	(32)	**1,109**	(35)
Loss for the period		**(1,171)**	(267)	**(1,353)**	(2,973)
Net loss per share:					
Continuing operations, basic and diluted		**(0.01)**	0.00	**(0.02)**	(0.02)
Discontinued operations, basic and diluted		**0.00**	0.00	**0.01**	0.00
		(0.01)	0.00	**(0.01)**	(0.02)
Weighted average number of common shares outstanding:					
Basic		**111,125,952**	110,819,560	**111,023,576**	110,771,898
Diluted		**112,311,606**	110,819,560	**111,716,129**	110,771,898

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

EnWave Corporation

Condensed Consolidated Interim Statements of Comprehensive Loss

For the three and nine months ended June 30, 2025 and 2024

(Unaudited, expressed in thousands of Canadian dollars)

	Three months ended		Nine months ended	
	June 30, 2025 $	**June 30, 2024 $**	**June 30, 2025 $**	**June 30, 2024 $**
Net loss for the period	**(1,171)**	(267)	**(1,353)**	(2,973)
Other comprehensive (loss) gain				
Items that may be subsequently reclassified to income or loss				
Foreign exchange translation (loss) gain	**(16)**	2	**11**	11
Total comprehensive loss for the period	**(1,187)**	(265)	**(1,342)**	(2,962)

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

EnWave Corporation

Condensed Consolidated Interim Statements of Financial Position

As at June 30, 2025 and September 30, 2024

(Unaudited, expressed in thousands of Canadian dollars)

	Note	June 30, 2025 $	September 30, 2024 $
Assets			
Current assets			
Cash and cash equivalents	4(a)	**4,641**	4,762
Restricted cash	4(b)	**41**	92
Trade receivables	6	**1,486**	642
Due from customers on contract	5	**1,380**	298
Loans receivable, current	9	**332**	979
Inventory	8	**2,598**	2,698
Prepaids and other receivables	7	**439**	470
		10,917	9,941
Non-current assets			
Loans receivable, non-current	9	**62**	46
Prepaid, deposits and other receivables	7	**111**	56
Plant and equipment		**1,321**	1,811
Right-of-use assets	12(a)	**711**	1,293
		2,205	3,206
Total assets		**13,122**	13,147
Liabilities			
Current liabilities			
Trade and other payables	10	**2,744**	1,830
Customer deposits and deferred revenue	5	**602**	322
Current portion of borrowings	11	**120**	-
Current portion of lease liabilities	12(b)	**410**	576
		3,876	2,728
Non-current liabilities			
Long-term portion of borrowings	11	**285**	-
Long-term portion of lease liabilities	12(b)	**525**	998
		810	998
Total liabilities		**4,686**	3,726
Equity			
Share capital	13(b)	**80,272**	79,973
Contributed surplus		**12,567**	12,509
Foreign currency translation reserve		**535**	524
Deficit		**(84,938)**	(83,585)
Total equity		**8,436**	9,421
Total liabilities and equity		**13,122**	13,147
Subsequent event	21		

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

EnWave Corporation

Condensed Consolidated Interim Statements of Changes in Equity

For the nine months ended June 30, 2025 and 2024

(Unaudited, expressed in thousands of Canadian dollars)

	Share capital				Foreign currency translation		
	Number	Value $	Warrants $	Contributed surplus $	reserve $	Deficit $	Total $
Balance – September 30, 2023	110,695,055	79,812	-	12,422	515	(81,187)	11,562
Net loss for the period	-	-	-	-	-	(2,973)	(2,973)
Effects of foreign currency translation	-	-	-	-	11	-	11
Shares issued with restricted share rights	130,000	161	-	(161)	-	-	-
Restricted share rights	-	-	-	61	-	-	61
Stock-based compensation	-	-	-	157	-	-	157
Balance – June 30, 2024	110,825,055	79,973	-	12,479	526	(84,160)	8,818
Balance – September 30, 2024	**110,825,055**	**79,973**	**-**	**12,509**	**524**	**(83,585)**	**9,421**
Net loss for the period	**-**	**-**	**-**	**-**	**-**	**(1,353)**	**(1,353)**
Effects of foreign currency translation	**-**	**-**	**-**	**-**	**11**	**-**	**11**
Shares issued on exercise of stock options	**116,666**	**41**	**-**	**(14)**	**-**	**-**	**27**
Shares issued with restricted share rights	**265,000**	**258**	**-**	**(258)**	**-**	**-**	**-**
Restricted share rights	**-**	**-**	**-**	**18**	**-**	**-**	**18**
Stock-based compensation	**-**	**-**	**-**	**312**	**-**	**-**	**312**
Balance – June 30, 2025	**111,206,721**	**80,272**	**-**	**12,567**	**535**	**(84,938)**	**8,436**

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

EnWave Corporation

Condensed Consolidated Interim Statements of Cash Flows

For the nine months ended June 30, 2025 and 2024

(Unaudited, expressed in thousands of Canadian dollars)

	Note	Nine months ended June 30, 2025 $	2024 $
Cash flows used in operating activities			
Net loss for the period from continuing operations		**(2,462)**	(2,938)
Items not affecting cash			
Depreciation and amortization		**890**	862
Stock-based compensation	13(c)	**330**	218
Gain on disposal of assets		**(11)**	-
Finance income	4a, 9	**(103)**	(148)
Finance expense	17	**205**	103
Other non-cash items		**(24)**	-
Foreign exchange gain		**53**	(36)
		(1,122)	(1,939)
Changes in non-cash working capital			
Restricted cash		**51**	125
Trade receivables		**(878)**	(1,200)
Prepaids and other receivables		**(18)**	317
Loans receivable		**661**	744
Inventory		**523**	628
Trade and other payables		**401**	(494)
Payment received from security deposits		**58**	17
Due from customers on contract and deferred revenue		**(820)**	1,410
Net cash used in operating activities before income taxes		**(1,144)**	(392)
Net cash generated by operating activities from discontinued operations		**1,090**	459
Net cash (used in) generated by operating activities		**(54)**	67
Cash flows from investing activities			
Acquisition of plant and equipment		**22**	(189)
Acquisition of intangible assets		**-**	(3)
Finance income received		**51**	72
Net cash generated by (used in) investing activities from continuing operations		**73**	(120)
Net cash generated from investing activities from discontinued operations		**-**	-
Net cash generated by (used in) investing activities		**73**	(120)
Cash flows from financing activities			
Proceeds from exercise of stock options		**26**	-
Net proceeds of Term debt	11	**406**	-
Payment of Term debt interest		**(27)**	-
Payment of lease principal liabilities	12(b)	**(433)**	(303)
Payment of lease interest	12(b)	**(96)**	(103)
Payment of other liability		**-**	(126)
Net cash used in financing activities from continuing operations		**(124)**	(532)
Net cash used in financing activities from discontinued operations		**-**	-
Net cash used in financing activities		**(123)**	(532)
Effect of foreign exchange translation on cash		**(16)**	31
Decrease in cash and cash equivalents - continuing operations		**(1,211)**	(1,013)
Increase in cash and cash equivalents - discontinued operations		**1,090**	459
Cash and cash equivalents - Beginning of period		**4,762**	4,171
Cash and cash equivalents - End of period		**4,641**	3,617
Non-cash transactions			
Acquisition of plant and equipment through accounts payable		**(11)**	23
Purchase of inventory through accounts payable		**(423)**	(12)

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

1 Nature of operations

EnWave Corporation ("EnWave" or "the Company") was incorporated under the Canada Business Corporations Act on July 14, 1999. The Company's principal business is the licensing of its intellectual property through royalty-bearing agreements and the design, construction, marketing and sales of vacuum-microwave dehydration machinery for the food, cannabis and biomaterial industries.

The registered office of the Company is 1100 One Bentall Centre - 505 Burrard Street, Vancouver, BC V7X 1M5, Canada.

The Company's wholly owned subsidiary, EnWave USA Corporation, is an incorporated subsidiary registered in the State of Washington.

NutraDried Food Company, LLC ("NutraDried"), is a wholly owned subsidiary of EnWave USA Corporation and a Limited Liability Corporation registered in Washington State. NutraDried manufactured, marketed and sold certain dehydrated food products manufactured using EnWave's proprietary technology. An orderly wind-down of NutraDried has been completed and the subsidiary is no longer operationally active. See Note 19.

The Company's wholly owned subsidiary, REV Technology Corporation, is an incorporated subsidiary registered in the State of Delaware.

2 Basis of preparation

Statement of compliance

These condensed consolidated interim financial statements ("interim financial statements") have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards"), as applicable to the preparation of interim financial statements, as set out in International Accounting Standard ("IAS") 34, Interim Financial Reporting. They do not include all the information required for a complete set of IFRS Accounting Standards financial statements and should be read in conjunction with the audited annual consolidated financial statements of the Company for the year ended September 30, 2024. There are selected explanatory notes included to explain events and transactions that are significant to an understanding of the changes in the Company's financial position and performance since the last annual consolidated financial statements as at and for the year ended September 30, 2024.

These interim financial statements were approved for issuance by the Board of Directors on August 21, 2025.

Critical accounting estimates

The preparation of consolidated financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, revenues and expenses. Actual results may differ from these estimates. The Company regularly reviews its estimates and assumptions; however, it is possible that circumstances may arise that may cause actual results to differ from management estimates, and these differences could be material. Estimates and underlying assumptions are reviewed on an ongoing basis and revisions to estimates are recorded prospectively.
Significant estimates and judgments used in the preparation of the consolidated financial statements are described in the annual audited consolidated financial statements for the year ended September 30, 2024.

3 Significant accounting policies

The accounting policies adopted are consistent with the September 30, 2024, annual consolidated financial statements and the unaudited condensed consolidated interim financial statements should be read in conjunction with the Company's 2024 annual audited consolidated financial statements.

Accounting standards and amendments issued and not yet adopted

The following IFRS standards have been issued by the ISAB and pronouncements that are not expected to have a significant impact have been excluded.

IFRS 18: Presentation and Disclosure in Financial Statements

IFRS 18 will replace IAS 1 Presentation of financial statements, introducing new requirements that will help to achieve comparability of the financial performance of similar entities and provide more relevant information and transparency to users. Even though IFRS 18 will not impact the recognition or measurement of items in the financial statements, its impacts on presentation and disclosure are expected to be pervasive, in particular those related to the statement of profit or loss and providing management-defined performance measures within the financial statements.

Management is currently assessing the detailed implications of applying the new standard on the Company's consolidated financial statements. From the preliminary assessment performed, the following potential impacts have been identified:

- Although the adoption of IFRS 18 will have no impact on the Company's net profit, the Company expects that grouping items of income and expenses in the statement of profit or loss into the new categories will impact how operating profit is calculated and reported.
- The line items presented in the financial statements might change as a result of the application of the concept of 'useful structured summary' and the enhanced principles on aggregation and disaggregation.
- The way in which the information is grouped in the financial statement notes might change as a result of the aggregation/disaggregation principles. In addition, there will be significant new disclosures required for:
    - management-defined performance measures;
    - a break-down of the nature of expenses for line items presented by function in the operating category of the statement of profit or loss; and
    - for the first annual period of application of IFRS 18, a reconciliation for each line item in the statement of profit or loss between the restated amounts presented by applying IFRS 18 and the amounts previously presented applying IAS 1.
- From a cash flow statement perspective, interest paid will be presented as financing cash flows and interest received as investing cash flows, which is a change from current presentation as part of operating cash flows.

The Company will apply the new standard from its mandatory effective date for annual reporting periods beginning on or after January 1, 2027. Retrospective application is required, and so the comparative information for the financial year ending September 30, 2027, will be restated in the financial year ending September 30, 2028, in accordance with IFRS 18.

(Unaudited, expressed in thousands of Canadian dollars)

4 Cash and cash equivalents and restricted cash

a) Cash and cash equivalents

As at June 30, 2025, the Company had $4,641 (September 30, 2024 - $4,762) in cash funds held in current accounts.

b) Restricted cash

As at June 30, 2025, the Company had a $41 (September 30, 2024 - $92) restricted cash deposit held as collateral for banking services.

5 Contract assets and contract liabilities

Due from customers on contract consists of unbilled amounts typically resulting from sales under equipment purchase contracts when the cost-to-cost method of revenue recognition is utilized and revenue recognized exceeds the amount billed to the customer. The Company receives payments from customers based on a billing schedule, as established in the contracts. Accounts receivables are recognized when the right to consideration becomes unconditional.

Customer deposits and deferred revenue consists of advance payments and billings in excess of revenue recognized and deferred revenue. Contract liabilities are recognized as revenue when the Company performs under the contract.

Net contract assets (contract liabilities) consisted of the following:

	June 30, 2025 $	September 30, 2024 $
Due from customers on contract	1,380	298
Customer deposits and deferred revenues	(602)	(322)
	778	(24)

During the nine months ended June 30, 2025, the Company recognized revenue from equipment sales, tolling, machine parts sales, and construction contracts of $322 (June 30, 2024 - $375) that was included as deferred revenue at the beginning of the period.

6 Trade receivables

	June 30, 2025 $	September 30, 2024 $
Trade receivables	1,527	642
Less: Provision for expected credit losses	(41)	-
	1,486	642

(Unaudited, expressed in thousands of Canadian dollars)

7 Prepaids and other receivables

	June 30, 2025 $	September 30, 2024 $
Prepaid expenses[1]	484	485
Indirect tax receivable	28	41
Other receivables	38	-
	550	526
Current	373	429
Non-current	111	56
	484	485

[1] Prepaid expenses include transaction costs associated with the Desjardins Credit Facility, See Note 11.

8 Inventory

	June 30, 2025 $	September 30, 2024 $
Machine parts and work-in-progress	2,598	2,698
	2,598	2,698

During the nine months ended June 30, 2025, the Company recognized $nil (2024 - $nil) in inventory impairment related to machine parts and work-in-progress.

9 Loans receivable

	June 30, 2025 $	September 30, 2024 $
Current	332	979
Non-current	62	46
	394	1,025

The Company provides equipment finance loans to certain customers to finance equipment purchased from the Company. The loans receivable bear interest at a weighted average rate of 9%, have remaining terms ranging from 1 to 22 months and are amortized with monthly blended payments of interest and principal. The loans receivable are measured at amortized cost using the effective interest method and are secured by the underlying equipment purchased by the customer.

(Unaudited, expressed in thousands of Canadian dollars)

10 Trade and other payables

	June 30, 2025 $	September 30, 2024 $
Trade payables	1,663	931
Accrued liabilities	257	341
Personnel related accruals	596	411
Security deposits	58	3
Provision for warranty	170	144
	2,744	1,830

11 Indebtedness

Term Loan

On October 07, 2024, the Company signed a $500 loan agreement (the “Term Loan”) with Desjardins Tech and Innovation Banking of the Desjardins Group (“Desjardins”). The Term Loan has an amortization period of 48 months and is to be repaid monthly on equal and consecutive payments of principal plus interest at a rate of Canadian prime plus 2.00%.

The following is the carrying amount of the Term Loan and movements during the nine months ended June 30, 2025:

Borrowings:	**$**
Balance, October 01, 2024	-
Term Loan	500
Debt issue costs, net	(12)
Repayment of principal	(83)
Balance, June 30, 2025	405
Current	120
Non-current	285
	405

Desjardins Revolving Credit Facility

Concurrent with the Term Loan, the Company signed a revolving credit facility agreement (the “Credit facility”) with Desjardins. The amount available to the Company under the facility is calculated as the lesser of the $5,000 and a function of royalties, receivables and inventory at an interest rate of Canadian prime plus 1.50%. The Company incurs a monthly standby fee on the undrawn portion of the Credit Facility of 0.50%. The Credit Facility is supported by a performance security guarantee from Export Development Canada through the Trade Expansion and Lending Program (“TELP”). The Company incurs annual TELP fees of 1% of the Credit Facility, paid quarterly. As at June 30, 2025, the Company had not drawn on the $2,149 available under the Credit Facility.

(Unaudited, expressed in thousands of Canadian dollars)

The Credit Facility and Term Loan are secured by the Company's assets and include a Minimum Liquidity Position covenant (the "Covenant") which requires EnWave to maintain a liquidity position greater than or equal to the greater of the 6-month trailing or projected cash burn, calculated on a free cash flow basis. The Covenant is tested monthly. As at June 30, 2025, the Company is in compliance with the covenant.

12 Leases

a) The following are the carrying amounts of right-of-use assets recognized and the movements during the nine months ended June 30, 2025:

Leased buildings:	**$**
Balance, September 30, 2023	1,166
Lease modifications	616
Depreciation expense	(489)
Balance, September 30, 2024	1,293
Lease modifications [1]	(182)
Depreciation expense	(400)
Balance, June 30, 2025	711

b) The following are the carrying amounts of lease liabilities and the movements for the nine months ended June 30, 2025:

	$
Balance, September 30, 2023	1,384
Lease modifications	616
Lease payments	(566)
Interest expense on lease liabilities	140
Balance, September 30, 2024	1,574
Lease modifications [1]	(206)
Lease payments	(529)
Interest expense on lease liabilities	96
Balance, June 30, 2025	935
Current	410
Non-current	525
	935

[1] During the period, the Company entered into a lease termination agreement (the "Lease Termination). The early termination resulted in a lease modification pursuant to IFRS 16. Concurrent with the Lease Termination, the Company signed a new lease agreement. See Note 21.

As at June 30, 2025, the lease liabilities are payable on an undiscounted basis as follows:

	Undiscounted lease payments **$**
Less than one year	472
One to five years	565
More than five years	-
	1,037

(Unaudited, expressed in thousands of Canadian dollars)

13 Share capital

a) Authorized: unlimited number of voting common shares without par value.
Issued and outstanding: 111,206,721.

Authorized: unlimited number of voting preferred shares, issuable in series.
Issued and outstanding: nil.

b) Issued and fully paid:

		Share capital
	Number	**Value** **$**
Balance – October 1, 2023	**110,695,055**	**79,812**
Shares issued on vesting of restricted share rights	130,000	161
Balance – September 30, 2024	**110,825,055**	**79,973**
Shares issued on exercise of stock options	116,666	41
Shares issued on vesting of restricted share rights	265,000	258
Balance – June 30, 2025	**111,206,721**	**80,272**

i) On December 5, 2023, the TSX Venture Exchange ("TSXV") accepted the Company's notice of intention to commence a Normal Course Issuer Bid ("NCIB"). Pursuant to the NCIB, the Company may repurchase up to 10,799,564 common shares, representing approximately 10% of the public float as of December 5, 2023, but no more than 2,213,901 in any 30-day period. The NCIB period commenced on December 5, 2023 and ended December 6, 2024. The Company did not purchase nor cancel any common shares under the NCIB.

c) Stock options

The Company's stock option plan (the "Option Plan") is available to eligible persons, whereby up to 10% of the issued common shares of the Company may be reserved for issuance under the Option Plan. The aggregate number of common shares reserved for issuance to any person within any one year may not exceed 5% of the number of outstanding common shares, on a non-diluted basis.

The exercise price of the options will be determined by the Board of Directors at the time of grant of the options, such price not to be less than the last daily closing price of the Company's common shares prior to the date of grant, less the discount permitted by the policies of the TSXV.

Options issued under the Option Plan will vest according to the terms approved by the Board of Directors for each specific grant, except for options granted to individuals engaged in investor relations activities, which must vest over a 12-month period according to the Option Plan.

(Unaudited, expressed in thousands of Canadian dollars)

The changes in options for the nine months ended June 30, 2025 and 2024 were as follows:

	June 30, 2025		June 30, 2024	
	Number of options	Weighted average exercise price $	Number of options	Weighted average exercise price $
Outstanding, beginning of the period	3,978,769	0.71	5,662,981	1.04
Options granted	3,280,000	0.23	-	-
Options exercised	116,666	0.23	-	-
Options expired	(843,384)	1.20	(702,899)	1.69
Outstanding, end of the period	**6,298,719**	**0.40**	**4,960,082**	**0.95**
Exercisable, end of the period	**4,112,057**	**0.50**	**3,813,106**	**1.08**

The weighted average fair value of options granted during the nine months ended June 30, 2025, was $0.23 per option (2024 - $nil).

The following weighted average assumptions were used in calculating the fair value of the stock options granted using the Black-Scholes model for the nine months ended June 30, 2025 and 2024:

	Nine months ended June 30, 2025	2024
Risk-free interest rate	2.69%	N/A
Expected life	3.78	N/A
Estimated volatility	72.1%	N/A
Dividend rate	N/A	N/A

Stock options outstanding as at June 30, 2025 have the following expiry date and exercise prices:

Year of expiry	Exercise price per share $	Number of options
2025	1.06	150,000
2026	0.90	510,000
2027	0.44 - 0.63	310,000
2028	0.27 - 0.75	2,175,385
2029	0.19 - 0.23	3,133,334
2030	0.22 - 0.33	20,000
		6,298,719

During the nine months ended June 30, 2025, the Company recorded stock-based compensation expense of $330 (2024 - $218), which includes compensation expense for stock options and for RSRs. The fair value of each option and RSR is accounted for in the consolidated statement of loss over the vesting period, and the related credit is included in contributed surplus.

(Unaudited, expressed in thousands of Canadian dollars)

d) Restricted share rights

The Company has reserved up to a maximum of 1,895,000 common shares to be issued as RSRs under its restricted share rights plan ("RSR Plan"). The common shares reserved under the RSR Plan, together with stock options outstanding under the Option Plan, cannot exceed, in aggregate, 10% of the issued and outstanding shares of the Company.

The changes in RSRs for the nine months ended June 30, 2025 and 2024 were as follows:

	June 30, 2025		**June 30, 2024**	
	Number of RSRs	**Weighted average grant date fair value $**	**Number of RSRs**	**Weighted average grant date fair value $**
Outstanding, beginning of period	360,000	0.97	500,000	1.04
RSRs granted	90,000	0.22	-	-
RSRs vested	(265,000)	0.97	(130,000)	1.23
RSRs forfeited	(25,00)	0.23	(10,000)	0.90
Outstanding, end of period	**160,000**	**0.67**	**360,000**	**0.97**

During the nine months ended June 30, 2025, stock-based compensation expense of $18 (2024 - $61) was recorded for the RSRs vested during the period. RSRs vest three years from the award date, in accordance with the RSR Plan.

14 Related party transactions

a) Key management personnel compensation

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company and/or its subsidiaries, including any external director of the Company and/or its subsidiaries.

Remuneration of key management personnel of the Company during the three and nine months ended June 30, 2025 and 2024 comprises the following expenses:

	Three months ended June 30,		**Nine months ended June 30,**	
	2025 $	**2024 $**	**2025 $**	**2024 $**
Salaries, bonuses, and short-term employee benefits	232	215	687	645
Stock-based compensation	33	27	195	123
	265	242	882	768

(Unaudited, expressed in thousands of Canadian dollars)

b) Transactions with related parties

The Company had transactions with related parties for the three and nine months ended June 30, 2025 and 2024 in the normal course of business as shown in the table below:

	Three months ended June 30,		Nine months ended June 30,	
	2025 **$**	**2024** **$**	**2025** **$**	**2024** **$**
Directors' fees	15	15	45	55
Stock-based compensation	1	5	7	20
	16	20	52	75

15 Revenues

a) Revenue breakdown for the three and nine months ended June 30, 2025, and 2024 is as follows:

	Three months ended June 30,		Nine months ended June 30,	
	2025 **$**	**2024** **$**	**2025** **$**	**2024** **$**
Equipment construction contracts	2,119	1,243	4,615	1,933
Equipment sales	87	579	968	735
Royalties and licensing fees	431	425	1,464	1,319
Tolling fees	56	234	315	234
Equipment rental fees, testing fees and other	51	141	248	326
	2,744	2,622	7,610	4,547

Individual customers representing over 10% of the total revenue during the nine months ended June 30, 2025 and 2024 were as follows:

	June 30, 2025		June 30, 2024	
Customer	**$**	**%**	**$**	**%**
A	2,565	34	1,436	32
B	2,350	31	570	12
C	-	-	505	11
Others	2,695	35	2,036	45
	7,610	100	4,547	100

b) Trade receivables from customers representing more than 10% of the total amount were as follows:

	June 30, 2025		Septembe 30, 2024	
Customer	**$**	**%**	**$**	**%**
X	620	42	178	28
Y	409	27	153	24
Others	457	31	311	48
	1,486	100	642	100

(Unaudited, expressed in thousands of Canadian dollars)

16 Expenses by nature

Details of consolidated expenses by nature for direct costs, general and administration, sales and marketing, and research and development expenses for the three and nine months ended June 30, 2025 and 2024 are shown below:

	Three months ended June 30,		Nine months ended June 30,	
Details of expenses by nature	**2025 $**	**2024 $**	**2025 $**	**2024 $**
Cost of materials	1,512	739	3,421	1,206
Salaries, wages and employee expenses	1,157	1,160	3,339	3,398
Commissions, travel and promotional costs	204	150	693	481
Depreciation of plant and equipment	293	299	889	860
Professional services	224	271	628	800
Other expenses	62	77	178	191
Office and courier	44	74	190	217
Facility expenses	67	65	209	193
Bad debt	51	-	51	-
Total expenses	3,614	2,835	9,598	7,346

17 Finance Expense

Finance expense breakdown for the three and nine months ended June 30, 2025, and 2024 is as follows:

	Three months ended June 30,		Nine months ended June 30,	
	2025 $	**2024 $**	**2025 $**	**2024 $**
Financing and interest expense on Indebtedness (Note 11)	36	-	109	-
Interest expense on lease liabilities (Note 12)	29	39	96	102
	65	39	205	102

18 Financial instruments risk

The use of financial instruments exposes the Company to a number of risks. These risks include credit risk, liquidity risk, and market risk. The Company has established policies and procedures to manage these risks, with the objective of minimizing the adverse effects that changes in the variable factors underlying these risks could have on the Company's consolidated financial statements.

Credit risk

Credit risk is the risk that a counterparty will not meet its obligation under a financial instrument or customer contract, leading to a financial loss being incurred by the Company. Financial instruments that potentially subject the Company to concentrations of credit risk consist of cash and cash equivalents, restricted cash, trade receivables, and due from customers on contract. The Company mitigates its exposure to credit loss by maintaining the majority of cash balances with major Canadian financial institutions.

(Unaudited, expressed in thousands of Canadian dollars)

The Company provides credit to its customers in the normal course of business and, as such, has exposure to credit risk in relation to the collection of trade receivables, due from customers on contract and loans receivable. Prior to issuing credit, management performs due diligence reviewing the customer, taking into account its financial position, historical experience, and other factors. The Company minimizes its credit risk associated with trade receivables and due from customers on contract by maintaining ongoing close contact with customers and by reviewing individual account balances and proactively following up on overdue amounts. The Company minimizes credit risk associated with loan receivables by performing due diligence prior to issuing loans, ensures customers are reputable companies, filing a lien on the equipment in the country the machine resides and using the machine equipment as collateral. As at June 30, 2025, the Company has recorded a $41 (2024 - $nil) provision for expected credit losses related to trade receivables.

The Company is exposed to credit risk in trade receivables by way of concentration of credit with a small number of customers. The Company determines its concentration of credit risk if the balance is more than 10% of total revenue or trade receivables. The Company expects these customers to remain as large customers in the future. Significant change in these customer relationships could materially impact the Company's future financial results. The Company seeks and ordinarily obtains progress advances in respect of its construction contracts. The maximum exposure to loss arising from trade receivables is equal to their total carrying amounts.

The Company transacts with a number of Canadian chartered banks and other brokerages. Due to the creditworthiness of its counterparties, the Company regards all changes in fair value of foreign exchange derivatives as arising only from changes in market factors, including foreign exchange rates. The Company monitors the exposure to any single counterparty along with its financial position. If it is determined that a counterparty has become materially weaker, the Company will work to reduce its credit exposure to that counterparty.

The following table provides information regarding the aging of receivables as at June 30, 2025:

	Neither past due nor impaired	**Past due but not impaired**		
	0 – 30	**31 – 90**	**91 – 365**	**Over 365**
Trade receivables	958	439	89	-
Due from customers on contract	1,380	-	-	-
Loans receivable	394	-	-	-
Indirect tax receivable	28	-	-	
	2,760	439	89	-

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due.

The Company manages liquidity risk through ongoing management and forecasting of cash flows, budgeting, and equity financings. Cash flow forecasting is performed to monitor cash requirements and to manage capital management decisions. Such forecasting takes into account current and potential customers, contractual obligations and the Company's technology development and commercialization expectations.

(Unaudited, expressed in thousands of Canadian dollars)

The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments with varying maturities selected with regards to the expected timing of expenditures from continuing operations.

The Company attempts to ensure that sufficient funds are available to meet its operating requirements, after taking into account existing cash. The Company manages liquidity risk through the management of its capital structure and financial leverage. At June 30, 2025, the Company had cash and cash equivalents of $4,641 to settle current liabilities of $3,876

a) Financial assets maturity table:

	0 – 30	31 – 90	91 – 365	Over 365
Cash and cash equivalents and restricted cash	4,641	-	41	-
Trade receivables	1,486	-	-	-
Due from customers on contract	38	79	790	473
Loans receivable	105	56	171	62
Indirect tax receivables	28	-	-	-
	6,298	135	1,002	535

b) Financial liabilities maturity table:

	0 – 30	31 – 90	91 – 365	Over 365
Trade and other payables	714	1,434	596	-
Customer deposits and deferred revenues	317	-	285	-
Borrowings	10	20	90	285
Lease liabilities	52	137	221	525
	1,093	1,591	1,192	810

Market risk

Market risk is the risk that the fair value of future cash flows of the Company will fluctuate due to changes in interest rates and foreign currency exchange rates.

Interest rate risk

Interest rate risk refers to the risk that the value of a financial instruments or cash flows associated with the instrument will fluctuate due to changes in market interest rates. The Company is exposed to interest risk from the interest rate impact on cash and cash equivalents, restricted cash, Term Loan and Credit Facility. The Company earns interest on deposits based on current market interest rates which during the nine months ended June 30, 2025 ranged from 2.50% to 3.75% (2024 – 5.00% to 5.40%). The interest rate on the Term Loan during the nine months ended June 30, 2025, ranged from 6.95% to 8.45% (2024 – nil%). A 1% change in interest rates would affect the results of operations by approximately $24 (2024 - $19).

Foreign exchange risk

The Company is exposed to the following foreign exchange risks related to the fluctuation of foreign exchange rates:

(Unaudited, expressed in thousands of Canadian dollars)

(i) The Company is exposed to currency risk through suppliers with purchase orders denominated in US dollars.

(ii) The Company is exposed to currency risk through customers with sales contracts denominated in US dollars.

A significant change in the currency exchange rate of the Canadian dollar relative to the US dollar could have an effect on the Company's results of operations. As at June 30, 2025, all of the Company's liquid assets and liabilities were held in Canadian dollars and US dollars.

A change in the value of the Canadian dollar by 10% relative to foreign currencies the Company is exposed to would have affected the Company's loss for the nine months ended June 30, 2025, and 2024 as follows:

	2025 $	2024 $
Currency		
US dollar	758	416

Capital management

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern and to maintain a flexible capital structure which optimizes the cost of capital at an acceptable risk.

In the management of capital, the Company includes the components of equity attributable to common shareholders. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may attempt to issue new shares, issue debt and acquire or dispose of assets. In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions.

There were no changes in the Company's approach to capital management in the period. Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

19 Discontinued Operations

In fiscal 2023, management commenced an orderly wind-down and value maximization process for NutraDried and agreed to sell certain assets, including trademarks, auxiliary production equipment and select saleable inventory, to Creations Foods U.S. Incorporated ("Creations").

(Unaudited, expressed in thousands of Canadian dollars)

The results of operations of NutraDried are presented as discontinued operations for the nine months ended June 30, 2025:

	Nine months ended June 30	
	2025 **$**	**2024** **$**
Revenues	**-**	-
	-	-
Expenses		
General and administration	**(90)**	(69)
Sales and marketing	**25**	110
(Loss) income before other items	**(65)**	41
Other items:		
Loss on the sale of assets	**-**	(86)
Employee retention tax credit	**1,174**	-
Other income	**-**	10
Total other items	**1,174**	(76)
Income (loss) from discontinued operations	**1,109**	(35)

A tax refund of $836 USD was received for NutraDried in Q2 2025 and recognized in discontinued operations. The tax refund was for the Employee Retention Tax Credit (the "ERTC") which is a refundable tax credit from the United States government for businesses that were affected during the COVID-19 pandemic.

Cash flows from discontinued operations for the nine months ended June 30, 2025, are as follows:

	Nine months ended June 30,	
	2025 **$**	**2024** **$**
Cash flows generated from operating activities from discontinued operations		
Net income (loss) for the period from discontinued operations	**1,109**	(35)
Items not affecting cash		
Loss on sale of assets	**-**	86
	1,109	51
Changes in non-cash working capital		
Trade receivables	**22**	310
Prepaids	**-**	3
Trade and other payables	**(41)**	(581)
Income taxes receivable	**-**	676
Net cash generated from discontinued operations	**1,090**	459
Cash flows used in investing activities		
Net cash generated from investing activities from discontinued operations	**-**	-
Cash flows used in financing activities		
Net cash used in financing activities from discontinued operations	**-**	-
Increase in cash and cash equivalents-discontinued operations	**1,090**	459

(Unaudited, expressed in thousands of Canadian dollars)

20 Segmented information

The Company has assessed its operating segments to be EnWave and NutraDried according to the manner in which information is used by the Chief Operating Decision Maker (the "CODM"). The Company has determined that the Chief Executive Officer of the parent company is its CODM. The results of operations and the assets for each segment are shown below:

As at	June 30, 2025			September 30, 2024		
	EnWave $	NutraDried $	Total $	EnWave $	NutraDried $	Total $
Assets						
Trade receivables	1,486	-	1486	642	-	642
Due from customers on contract	1,380	-	1,380	298	-	298
Loans receivable	394	-	394	1,025	-	1,025
Prepaids, deposits and other receivable	512	38	550	500	26	526
Inventory	2,598	-	2,598	2,698	-	2,698
Plant and equipment	1,321	-	1,321	1,811	-	1,811
Right-of-use assets	711	-	711	1,293	-	1,293
	8,402	38	8,440	8,267	26	8,293
Liabilities						
Trade and other payables	2,725	19	2,744	1,773	57	1,830
Customer deposits and deferred revenue	602	-	326	322	-	322
Lease liabilities	935	-	1,341	1,574	-	1,574
Borrowings	405	-	435	-	-	-
	4,667	19	4,686	3,669	57	3,726

21 Subsequent Event

New Lease Commencement

Subsequent to the quarter and concurrent with the Lease Termination (see Note 12), the Company signed a new lease agreement with a term of 7 years 3 months. The lease contains a renewal option and has a lease commencement date of July 1, 2025.

Financing

Subsequent to the quarter, the Company entered into an agreement with Clarus Securities Inc. ("Clarus"), as lead agent and sole bookrunner, pursuant to which Clarus agreed to sell, on a "best efforts" private placement basis, up to 7,500,000 common shares of the Company (the "Offering Shares") at a price per Share of C$0.40 (the "Issue Price") for aggregate gross proceeds to the Company of up to C$3,000 (the "Offering"). The Offering closed on August 21, 2025, and was fully subscribed.

In consideration for their services, the Company agreed to pay Clarus a cash commission equal to 5.5% of gross proceeds from the Offering and that number of non-transferable compensation options (the "Compensation Options") as is equal to 5.5% of the aggregate number of Offering Shares sold under the Offering. Each Compensation Option is exercisable to acquire one Common Share at a price equal to the Issue Price for a period of 24 months from the closing date of the Offering.