



YANGAROO INC.

MANAGEMENT'S DISCUSSION & ANALYSIS

YEAR ENDED DECEMBER 31, 2025

(EXPRESSED IN UNITED STATES DOLLARS)

April 29, 2026

Introduction

Unless the context suggests otherwise, references to “the Company”, “Yangaroo”, or similar terms refer to Yangaroo Inc. This Management’s Discussion & Analysis (“MD&A”) is a discussion and review of operations, current financial position, and outlook for Yangaroo and should be read in conjunction with the audited financial statements for the years ended December 31, 2025 and 2024 (the “Financial Statements”), which are prepared in accordance with IFRS Accounting Standards (“IFRS”). The information below is prepared in accordance with IFRS and is presented in **United States dollars (“US dollar”)**, unless otherwise noted.

Forward Looking Statements

The Company’s reporting structure reflects how it manages its business and how it classifies its operations for planning and for measuring its performance. This MD&A contains assertions about the objectives, strategies, financial conditions, outlook, revenue guidance, Adjusted EBITDA and EBITDA guidance, and results of operations. These statements are considered “forward-looking” because they are based on current expectations of the Company’s business, in those markets in which it operates, and on various estimates and assumptions.

These forward-looking statements describe the Company’s expectations at April 29, 2026. The Company’s actual results could be materially different from its expectations if known or unknown risks affect the business, or if the Company’s estimates or assumptions turn out to be inaccurate. As a result, the Company cannot guarantee that any forward-looking statements will materialize. Forward-looking statements do not take into account the effects that transactions or non-recurring items, announced or occurring after the statements are made, may have on the business. The Company disclaims any intention or obligation to update any forward-looking statements, except as required by law, even if new information becomes available through future events or for any other reason. Risks that could cause the Company’s actual results to differ materially from its current expectations are stated in the Risk Management section.

Use of Non-IFRS Financial Measures

The following non-IFRS definitions are used in this MD&A because management believes that they provide useful information regarding the Company’s ongoing operations. Readers are cautioned that the definitions are not recognized measures under IFRS, do not have standardized meanings prescribed by IFRS, and should not be construed to be alternatives to revenues and net earnings determined in accordance with IFRS or as an indicator of performance, liquidity or cash flows. The Company’s method of calculating these measures may differ from the methods used by other entities and accordingly, these measures may not be comparable to similarly titled measures used by other entities or in other jurisdictions. EBITDA as defined by the Company means Earnings Before Interest and Financing costs (net of interest income), Income Taxes, Depreciation and Amortization. Normalized EBITDA as defined by the Company means EBITDA adjusted for one-time non-recurring items or non-cash items such as share-based compensation expenses, restructuring expenses, foreign-exchange (gains) loss, remeasurement of contingent consideration, remeasurement of embedded derivative liability, acquisition fees and gain from settlement. EBITDA margin and Normalized EBITDA margin as defined by the Company means EBITDA and Normalized

EBITDA, respectively, as a percentage of revenue.

Working capital, as defined by the Company, means current assets less current liabilities.

Liquidity, as defined by the Company, means cash plus available capacity in the Company's revolving credit facility.

The Company believes EBITDA, EBITDA margin, Normalized EBITDA, Normalized EBITDA margin, liquidity, and working capital are useful measures because they provide information to both management and investors with respect to the operating and financial performance of the Company.

Description of the Business

Yangaroo is a solutions provider serving the media and entertainment industry, powered by its cloud-based software platforms across the advertising, music, and awards sectors. The Company's core platform is a patented digital media distribution system (DMDS) that enables customers to submit content and associated orders through a single interface, incorporating asset quality control, campaign trafficking, legal broadcast clearance, closed captioning, and delivery within one streamlined workflow.

DMDS manages and tracks digital video and audio assets through a centralized, fully integrated system, ensuring efficiency, transparency, and secure distribution. The platform connects directly with a broad network of television and radio broadcasters, digital platforms, Connected TV (CTV) and over-the-top (OTT) services, and video publishers across North America and international markets, enabling the seamless management and distribution of advertising television spots, traffic instructions, radio advertising, music tracks, and music videos.

Yangaroo also provides an industry-leading platform for awards management, streamlining submissions, judging, and program administration for major entertainment and industry award shows.

Across its platforms, Yangaroo combines technology and expert services to improve operational efficiency, accelerate turnaround times, and deliver secure, transparent, and trackable distribution across business-to-business workflows.

Yangaroo Inc. is publicly traded and was incorporated on July 28, 1999, under the laws of Ontario as Musicrypt.com Inc. and changed to its present name on July 17, 2007. Yangaroo trades on the TSX Venture Exchange ("TSX-V") under the symbol YOO.

The address of the Company's corporate office and principal place of business is 360 Dufferin Street, Suite 203, Toronto, Ontario, M6K 1Z8.

Outlook and Business Update

During the year ended December 31, 2025, the Company experienced a 12% decline in revenue compared to 2024. This decrease was primarily driven by a broad-based reduction in advertising volumes across major customers, reflecting reduced discretionary marketing spend, ongoing cost pressures, and a continued shift in media mix toward digital channels.

Despite these headwinds, the Advertising division remained the primary driver of the Company's business. The Company continued to onboard new clients and reinforce the value of its integrated platform, which combines delivery, trafficking, clearance, and analytics within a unified workflow. In response to market conditions, the Company maintained a strong focus on operational efficiency and disciplined cost control, resulting in a smaller-than-expected impact on operating income.

The Company's Music Division experienced a year-over-year decline in revenue, primarily due to reduced music video delivery volumes from major record labels, while music audio promotional activity remained stable. Awards Division activity remained consistent with the prior year, reflecting the timing and cyclicity of major events, as well as the addition of new award show clients.

The Company also continued to expand its advertising broadcast clearance capabilities through enhancements to its self-serve platform and by advancing its role in supporting broadcast regulatory workflows in Canada.

Despite the overall decrease in revenue, as of December 31, 2025, the Company achieved its fourteenth consecutive quarter of positive Normalized EBITDA, reflecting stable operations and continued emphasis on cost discipline and service delivery.

As Yangaroo moves into 2026, and while tariff-related headwinds start to moderate, we remain focused on driving growth through expanded customer relationships, continued investment in our technology platform, and disciplined execution. With a strong operational foundation in place, we are well-positioned to capitalize on both organic growth and strategic opportunities ahead.

- Advertising Division
 - Revenue of \$1,643,301 in Q4'25 versus revenue of \$1,727,689 in Q4'24
 - Revenue of \$5,266,043 for the year ended December 31, 2025, versus revenue of \$5,979,057 in 2024
- Entertainment Group (Music & Awards Divisions)
 - Revenue of \$456,886 in Q4'25 versus revenue of \$513,970 in Q4'24
 - Revenue of \$1,839,660 for the year ended December 31, 2025, versus \$2,077,447 in 2024
- Normalized EBITDA
 - Normalized EBITDA was \$1,227,607 for the year ended December 31, 2025, versus \$1,582,361 in 2024.
 - Fourteenth consecutive quarter of positive Normalized EBITDA:

| | |
|----------------------|----------------------|
| \$589,541 in Q4'2025 | \$237,581 in Q1'2024 |
| \$152,906 in Q3'2025 | \$211,061 in Q4'2023 |
| \$220,909 in Q2'2025 | \$266,269 in Q3'2023 |
| \$264,251 in Q1'2025 | \$541,952 in Q2'2023 |
| \$540,504 in Q4'2024 | \$116,293 in Q1'2023 |
| \$466,458 in Q3'2024 | \$833,974 in Q4'2022 |
| \$337,818 in Q2'2024 | \$ 1,927 in Q3'2022 |

- Cash Flow from Operating Activities
 - Net cash from operating activities was \$1,272,699 for the year ended December 31, 2025, a decrease of \$375,284 compared to the \$1,647,983 generated in 2024.
- Financing Activities
 - Reduced the term loan principal by \$371,486 for the year ended December 31, 2025, versus a repayment of \$552,060 in 2024.

The Advertising Division continued to drive growth by expanding engagement with existing clients and increasing adoption of the Company's integrated platform. Ancillary production services, such as long form digitization and syndication, continued to contribute incremental project-based revenue, while closed captioning and analytics capabilities reinforced our full-service offering. During the period, the Company advanced the DMDS platform to further streamline workflows. Key initiatives included continued optimization of the broadcast clearance capabilities in the USA and the advancement of Canadian preclearance under applicable regulatory frameworks. These developments further position the platform as a unified solution for managing advertising logistics across linear and digital destinations. The Company continues to build a pipeline of strategic opportunities and remains focused on converting these into revenue growth.

The Entertainment Group, comprising the Music and Awards Divisions, maintained stable operating performance with consistent client activity across both segments. Within the Music Division, music video delivery volumes declined, reflecting a major television broadcaster shifting away from music video programming. The Company continues to focus on its music track promotion and distribution services, serving both major labels and independent artists across North America.

The Awards Division continues to benefit from long-standing client relationships and multi-year agreements across leading award shows. Following the release of Yangaroo Awards v3, platform enhancements have improved submission workflows, administrative functionality, user experience, and security. These advancements support the Company's ability to scale its Awards platform and expand into a broader segment of the awards market.

The DMDS platform continued to see targeted enhancements across both the campaign trafficking and broadcast clearance features and functionality. The Company expanded its traffic management capabilities and increased the availability of detailed campaign data across destinations. In parallel, the broadcast clearance features continued to evolve, with enhancements to submission workflows and reporting

functionality, improving the tracking and management of clearance submissions and substantiation processes. These ongoing investments reinforce the Company's position as a one-stop integrated platform supporting campaign trafficking, production services, broadcast clearance, delivery, and analytics.

The year ended December 31, 2025, marks the fourteenth consecutive quarter of positive Normalized EBITDA. This achievement reflects our strategic focus on operational efficiency and client satisfaction, as well as our commitment to organic growth, as we explore various opportunities within the advertising and entertainment markets. However, our growth strategy is not only limited to organic growth. We also actively seek merger and acquisition opportunities that align with our vision and enhance our market position.

SELECTED ANNUAL FINANCIAL INFORMATION

The following table summarizes the Company's overall performance for the years ended December 31, 2025, 2024, and 2023.

| | 2025 | 2024 | 2023 |
|---|--------------------|-------------|-------------|
| Revenue | \$7,105,703 | \$8,056,504 | \$7,885,482 |
| Income Before Other Income (Expenses) | 199,607 | 767,839 | 13,702 |
| Total Net and Comprehensive Income (Loss) | 333,408 | 536,413 | (4,136,725) |
| Normalized EBITDA* | 1,227,607 | 1,582,361 | 1,135,575 |
| Basic and Diluted Income (Loss) per Share | 0.01 | 0.01 | (0.07) |
| Financial Position | | | |
| Cash | 161,112 | 231,083 | 150,928 |
| Total Assets | 4,799,728 | 5,099,953 | 5,089,901 |
| Total Liabilities | 3,360,240 | 4,068,874 | 4,595,235 |
| Total Shareholders' Equity | 1,439,488 | 1,031,079 | 494,666 |
| Common Shares Outstanding | 63,320,275 | 62,437,140 | 62,437,140 |

* A non-IFRS measure. See "Non-IFRS financial measures" for definitions and reconciliation of non-IFRS measures to the relevant IFRS measures.

Results of Operations

Statements of Net Income and Comprehensive Income

| | Three Months Ended | | December 2025 | Year Ended December 2024 |
|---|--------------------|------------------|--------------------|--------------------------------|
| | December 2025 | December 2024 | | |
| Revenue | \$2,100,187 | \$2,241,659 | \$7,105,703 | \$8,056,504 |
| Expenses | | | | |
| Salaries and Consulting | 1,135,759 | 1,069,562 | 4,360,039 | 4,511,859 |
| Depreciation and Amortization | 300,648 | 185,944 | 982,899 | 737,099 |
| General and Administrative | 163,392 | 196,938 | 806,592 | 824,878 |
| Technology and Production | 134,653 | 407,570 | 542,123 | 928,260 |
| Marketing and Promotion | 76,268 | 47,084 | 214,443 | 229,146 |
| Restructuring Expense | - | 65,240 | - | 77,422 |
| Government Subsidy | - | (19,999) | - | (19,999) |
| Acquisition Fees | - | (1,463) | - | - |
| Total Expenses | 1,810,720 | 1,950,876 | 6,906,096 | 7,288,665 |
| Income Before Other Income (Expenses) | 289,467 | 290,783 | 199,607 | 767,839 |
| Other Income (Expenses) | | | | |
| Gain from Settlement | 550,000 | - | 760,000 | - |
| Interest Expense | (69,450) | (82,651) | (301,910) | (391,896) |
| Foreign Exchange (Loss)/Gain | (97,254) | 199,531 | (148,159) | 215,923 |
| Remeasurement of Embedded Derivative Liability | 63,495 | 37,062 | (84,258) | 31,792 |
| Remeasurement of Contingent Consideration | (25,365) | (61,750) | (45,936) | (61,750) |
| Total Other Income (Expenses) | 421,426 | 92,192 | 179,737 | (205,931) |
| Net Income before Income Tax | 710,893 | 382,975 | 379,344 | 561,908 |
| Income Tax Expense (Recovery) | 36,949 | (97,327) | 45,936 | 25,495 |
| Total Net and Comprehensive Income | \$673,944 | \$480,302 | \$333,408 | \$536,413 |

Financial Highlights for the Three Months and Year Ended December 31, 2025

- Revenue for the three months ("Q4'2025") and year ended December 31, 2025, were \$2,100,187 and \$7,105,703 compared to \$2,241,659 and \$8,056,504 for the three months ("Q4'2024") and year ended December 31, 2024, respectively.
 - Q4'2025 revenue decreased by \$141,472, or 6%, versus Q4'2024. The decrease in revenue was due to lower Advertising and Entertainment revenue with a decrease of \$84,388, or 5%, and \$57,084, or 11%, respectively.

In Advertising, volumes softened as brands and agencies reduced discretionary marketing spend amid tariff-related cost pressures and the current economic uncertainty, though the Company maintained strong service levels, added new clients, and expanded its U.S. and Canadian clearance service capabilities.

In Entertainment, our radio promotions continue to remain steady, while music-video delivery volumes have declined primarily due to reduced music-video programming with a major TV broadcaster. Awards Show revenue reflected the timing of events only. The Company continued to support major U.S. and Canadian Awards Shows and invest in platform improvements designed to improve configurability, shorten onboarding timelines, and expand future opportunities.
 - Revenue decreased by \$950,801, or 12%, in the year ended December 31, 2025, compared to the same period of 2024. The decrease in revenue is again attributed to lower Advertising revenue by \$713,014 or 12%, as well as decreased Music and Award revenue by \$194,027 or 18% and \$43,760 or 4%, respectively.
- Operating expenses in Q4'2025 and the year ended December 31, 2025, were \$1,810,720 and \$6,906,096 compared to \$1,950,876 and \$7,288,665 in Q4'2024 and the year ended December 31, 2024, respectively.
 - Operating expenses decreased by \$140,156 or 7% versus Q4'2024. The decrease in operating expenses is primarily attributed to a decrease in technology and production expenses, slightly offset by a higher depreciation expense related to amortization of the capitalized development costs, as well as the higher legal fees related to the acquisition related lawsuit.
 - Operating expenses decreased by \$382,569 or 5% in the year ended December 31, 2025, compared to the same period of 2024. The decrease in operating expenses is primarily attributed to lower salary and consulting, general and administrative, technology and production, and marketing and promotion expenses, slightly offset by higher depreciation during the period.
- Normalized EBITDA in Q4'2025 and the year ended December 31, 2025, were \$589,541 and \$1,227,607 compared to \$540,504 and \$1,582,361 in Q4'2024 and the year ended December 31, 2024, respectively.
 - Q4'2025 Normalized EBITDA increased by \$49,037 or 9% compared to Q4'2024. The increase is primarily attributed to the overall lower general and administrative expenses and technology and production expense and was partially offset by reduced revenue and a slight increase in salaries and marketing expenses.
 - Normalized EBITDA decreased by \$354,754 or 22% compared to the year ended December 31, 2024. The decrease was primarily attributed to overall lower revenue in 2025, slightly offset by the lower operating expenses.

Summary of Quarterly Results

The information below has been prepared in accordance with IFRS Accounting Standards and is unaudited quarterly information.

| | Q4 2025 | Q3 2025 | Q2 2025 | Q1 2025 |
|---|----------------|----------------|----------------|----------------|
| Cash | \$161,112 | \$160,165 | \$271,234 | \$217,088 |
| Working Capital Deficiency ¹ | (1,255,379) | (2,033,182) | (2,140,887) | (1,900,378) |
| Liquidity ² | 764,301 | 645,044 | 656,059 | 686,618 |
| Revenue | 2,100,187 | 1,572,017 | 1,651,441 | 1,782,058 |
| Operating Expenses | 1,810,720 | 1,667,626 | 1,670,218 | 1,757,532 |
| Other Expenses (Income) | (421,426) | (166,455) | 255,720 | 152,424 |
| Income Tax Expense | 36,949 | 1,407 | 6,671 | 909 |
| Net and Comprehensive Income (Loss) | 673,944 | 69,439 | (281,168) | (128,807) |
| Income (Loss) per Share – Basic | \$0.01 | \$0.00 | (\$0.00) | (\$0.00) |
| Income (Loss) per Share – Diluted | \$0.01 | \$0.00 | (\$0.00) | (\$0.00) |
| EBITDA | 1,080,991 | 361,515 | 63,051 | 158,596 |
| EBITDA Margin % | 51.47% | 23.00% | 3.82% | 8.90% |
| Normalized EBITDA * | 589,541 | 152,906 | 220,909 | 264,251 |
| Normalized EBITDA Margin % * | 28.07% | 9.73% | 13.38% | 14.83% |

* A non-IFRS measure. See "Non-IFRS financial measures" for definitions and reconciliation of non-IFRS measures to the relevant IFRS measures.

| ¹ Working Capital Deficiency | Q4 2025 | Q3 2025 | Q2 2025 | Q1 2025 |
|---|--------------------|--------------------|--------------------|--------------------|
| Current Assets | \$1,948,612 | \$1,560,865 | \$1,685,539 | \$1,860,820 |
| Current Liabilities | (3,203,991) | (3,594,047) | (3,826,426) | (3,761,198) |
| Working Capital Deficiency | (1,255,379) | (2,033,182) | (2,140,887) | (1,900,378) |
| ² Liquidity | Q4 2025 | Q3 2025 | Q2 2025 | Q1 2025 |
| Available Capacity in Credit Facility | \$603,189 | \$484,879 | \$384,825 | \$469,530 |
| Cash on Hand | 161,112 | 160,165 | 271,234 | 217,088 |
| Liquidity | \$764,301 | \$645,044 | \$656,059 | \$686,618 |

| | Q4 2024 | Q3 2024 | Q2 2024 | Q1 2024 |
|---|----------------|----------------|----------------|----------------|
| Cash | \$231,083 | \$105,906 | \$86,118 | \$207,998 |
| Working Capital Deficiency ³ | (1,841,495) | (1,787,761) | (1,932,157) | (1,810,041) |
| Liquidity ⁴ | 717,583 | 550,386 | 378,358 | 521,092 |
| Revenue | 2,241,659 | 1,942,525 | 1,949,689 | 1,922,631 |
| Operating Expenses | 1,950,878 | 1,593,542 | 1,838,985 | 1,905,260 |
| Other Expenses (Income) | (92,194) | 179,406 | 118,863 | (144) |
| Income Tax Expense (Recovery) | (97,327) | - | 120,872 | 1,950 |
| Net and Comprehensive Income (Loss) | 480,302 | 169,577 | (129,031) | 15,565 |
| Income (loss) per Share – Basic | \$0.01 | \$0.00 | (\$0.00) | \$0.00 |
| Income (loss) per Share – Diluted | \$0.01 | \$0.00 | (\$0.00) | \$0.00 |
| EBITDA | 651,570 | 374,900 | 307,730 | 356,704 |
| EBITDA Margin % | 29.07% | 19.30% | 15.78% | 18.55% |
| Normalized EBITDA * | 540,504 | 466,458 | 337,818 | 237,581 |
| Normalized EBITDA Margin % * | 24.11% | 24.01% | 17.33% | 12.36% |

* A non-IFRS measure. See "Non-IFRS financial measures" for definitions and reconciliation of non-IFRS measures to the relevant IFRS measures.

| ³ Working Capital Deficiency | Q4 2024 | Q3 2024 | Q2 2024 | Q1 2024 |
|---|--------------------|--------------------|--------------------|--------------------|
| Current Assets | \$1,923,459 | \$1,812,882 | \$2,017,881 | \$2,220,576 |
| Current Liabilities | (3,764,954) | (3,600,643) | (3,950,038) | (4,030,617) |
| Working Capital Deficiency | (1,841,495) | (1,787,761) | (1,932,157) | (1,810,041) |
| ⁴ Liquidity | Q4 2024 | Q3 2024 | Q2 2024 | Q1 2024 |
| Available Capacity in Credit Facility | \$486,500 | \$444,480 | \$292,240 | \$313,094 |
| Cash on Hand | 231,083 | 105,906 | 86,118 | 207,998 |
| Liquidity | \$717,583 | \$550,386 | \$378,358 | \$521,092 |

Revenue

Three Months Ended December 31, 2025

For the three months ended December 31, 2025, revenue was \$2,100,187, a decrease of \$141,472 over the same period in 2024 and an increase of \$528,170 from the previous quarter (Q3'2025 - \$1,572,017).

| | Q4 2025 | Q4 2024 | \$ Change | % Change |
|------------------------|--------------------|-------------|-----------|----------|
| Advertising Division | \$1,643,301 | \$1,727,689 | (84,388) | (5%) |
| Entertainment Division | 456,886 | 513,970 | (57,084) | (11%) |
| Total Revenue | \$2,100,187 | \$2,241,659 | (141,472) | (6%) |

- Advertising

The Company earned advertising revenue of \$1,643,301 in the three months ended December 31, 2025, a decrease of \$84,388 over the same period in 2024 and an increase of \$587,675 versus the previous quarter (Q3'2025 - \$1,055,626). The decrease year over year was due to the reduced volumes as certain brands and agencies reduced their spending, though the Company maintained strong service levels, added new clients, and expanded its U.S. and Canadian clearance service capabilities. The increase compared to the previous quarter was primarily attributed to seasonality, with the fourth quarter traditionally having the highest volume in the Advertising Division.
- Entertainment

The Company earned entertainment revenue of \$456,886 in the three months ended December 31, 2025, representing a decrease of \$57,084 over the same period in 2024 and a decrease of \$59,505 versus the previous quarter (Q3'2025 - \$516,391). Both of these decreases were primarily attributed to music-video delivery volumes. The volumes have declined primarily due to reduced music-video programming with a major TV broadcaster. Awards Show revenue reflected the timing of events only.

Revenue

Year Ended December 31, 2025

Revenue was \$7,105,703 for the year ended December 31, 2025, a decrease of \$950,801 over the \$8,056,504 earned in 2024.

| | 2025 | 2024 | \$ Change | % Change |
|------------------------|--------------------|-------------|-----------|----------|
| Advertising Division | \$5,266,043 | \$5,979,057 | (713,014) | (12%) |
| Entertainment Division | 1,839,660 | 2,077,447 | (237,787) | (11%) |
| Total Revenue | \$7,105,703 | \$8,056,504 | (950,801) | (12%) |

- Advertising

The Company earned advertising revenue of \$5,266,043 in the year ended December 31, 2025, a decrease of \$713,014 over the same period in 2024. The decrease from the previous year was primarily attributed to softer volumes as certain brands and agencies reduced their spending, though the Company maintained strong service levels, added a number of new clients, and expanded its U.S. and Canadian clearance service capabilities.

- Entertainment
The Company earned entertainment revenue of \$1,839,660 in the year ended December 31, 2025, representing a decrease of \$237,787 over the same period in 2024. The decrease from 2024 was primarily attributed to music-video delivery volumes. The volumes have declined primarily due to reduced music-video programming with a major TV broadcaster. Awards Show revenue reflected the timing of events only.

Operating Expenses

Three Months Ended December 31, 2025

Total operating expenses for the three months ended December 31, 2025, were \$1,810,720, a decrease of \$140,156 over the same period in 2024 and an increase of \$143,094 from the previous quarter (Q3'2025 - \$1,667,626).

| | Q4 2025 | Q4 2024 | \$ Change | % Change |
|---------------------------------|--------------------|----------------|------------------|-----------------|
| Salaries and Consulting | \$1,135,759 | \$1,069,562 | \$66,197 | 6% |
| Depreciation and Amortization | 300,648 | 185,944 | 114,704 | 62% |
| General and Administrative | 163,392 | 196,938 | (33,546) | (17%) |
| Technology and Production | 134,653 | 407,570 | (272,917) | (67%) |
| Marketing and Promotion | 76,268 | 47,084 | 29,184 | 62% |
| Restructuring Expense | - | 65,240 | (65,240) | (100%) |
| Government Subsidy | - | (19,999) | 19,999 | (100%) |
| Acquisition Fees | - | (1,463) | 1,463 | (100%) |
| Total Operating Expenses | \$1,810,720 | \$1,950,876 | \$(140,156) | (7%) |

- Salaries and Consulting and Restructuring
Salaries and consulting expenses for Q4'2025 were \$1,135,759, representing an increase of \$66,197 over the same period in 2024 and an increase of \$83,200 from the previous quarter (Q3'2025 - \$1,052,559). This increase was due to the increased headcount in the fourth quarter.
- General and Administrative
General and administrative expenses for Q4'2025 were \$163,392, a decrease of \$33,546 over the over the same period in 2024 and a decrease of \$53,501 from the previous quarter (Q3'2025 - \$216,893). The decrease was primarily related to reduced professional service fees associated with legal matters as the lawsuit finally reached a settlement and a reduction in allowances for doubtful accounts as the Company continues to improve the collection of accounts receivable.
- Technology and Production
Technology and production expenses for Q4'2025 were \$134,653, representing a decrease of \$272,917 over the same period in 2024 and an increase of \$8,011 from the previous quarter (Q3'2025 - \$126,642). The large decrease year over year was related to a one-time adjustment to Scientific Research and Experimental Development ("SR&ED") made in the fourth quarter of 2024.

- Marketing and Promotion

Marketing and promotion expenses for Q4'2025 were \$76,268, representing an increase of \$29,184 compared to the same period in 2024 and an increase of \$42,269 compared to the previous quarter (Q3'2025 - \$33,999). The increase was primarily attributed to the Company's attendance at a conference event during the fourth quarter in 2025.

Year Ended December 31, 2025

Total operating expenses for the year ended December 31, 2025, were \$6,906,096, a decrease of \$382,569 over the prior year period.

| | 2025 | 2024 | \$ Change | % Change |
|---------------------------------|--------------------|-------------|-----------|----------|
| Salaries and Consulting | \$4,360,039 | \$4,511,859 | (151,820) | (3%) |
| Depreciation and Amortization | 982,899 | 737,099 | 245,800 | 33% |
| General and Administrative | 806,592 | 824,878 | (18,286) | (2%) |
| Technology and Production | 542,123 | 928,260 | (386,137) | (42%) |
| Marketing and Promotion | 214,443 | 229,146 | (14,703) | (6%) |
| Restructuring Expense | - | 77,422 | (77,422) | (100%) |
| Government Subsidy | - | (19,999) | 19,999 | (100%) |
| Total Operating Expenses | \$6,906,096 | \$7,288,665 | (382,569) | (5%) |

- Salaries and Consulting

Salaries, consulting, and restructuring expenses for the year ended December 31, 2025, were \$4,360,039, representing a decrease of \$151,820 over the same period in the prior year. This decrease was due to the efforts made in the second half of 2024 to streamline headcount and the strategic optimization plan to improve operating efficiency. The year ended December 31, 2025, also had a non-cash, share-based compensation expense of \$45,101, whereas no such expense was incurred in the same period of 2024.

- General and Administrative

General and administrative expenses for the year ended December 31, 2025, were \$806,592, a decrease of \$18,286 over the prior year. The decrease was primarily related to the decrease in bad debt, insurance, telephone, and internet expenses, slightly offset by higher professional service fees associated with legal matters during the year ended December 31, 2025.

- Technology and Production

Technology and production expenses for the year ended December 31, 2025, were \$542,123, representing a decrease of \$386,137 over the same period for the prior year. The decrease was primarily attributed to decreased licence and infrastructure costs, as well as a one-time adjustment to SRED made during the fourth quarter of 2024.

- Marketing and Promotion

Marketing and promotion expenses for the year ended December 31, 2025, were \$214,443, representing a decrease of \$14,703 compared to the prior year. The decrease was due to the fact that the Company has aligned marketing and sales activities to match revenue expectations as part of its focus on business optimization.

Net Income and Comprehensive Income

The Company generated net and comprehensive income of \$673,944 in Q4'2025, an increase of \$193,642 from the same period in 2024 (Q4'2024 – net income of \$480,302) and an increase of \$604,505 versus the previous quarter (Q3'2025 – net income of \$69,439).

The Company generated net and comprehensive income of \$333,408 in the year ended December 31, 2025, a decrease of \$203,005 from the net and comprehensive income of \$536,413 for the year ended December 31, 2024. Details are provided in the “Results of Operations for the year ended December 31, 2025”.

Normalized EBITDA

The Company defines EBITDA as net income or loss before interest, income taxes, and amortization. Normalized EBITDA removes the remeasurement of embedded derivative liability, remeasurement of contingent consideration, any restructuring expenses, share-based compensation, foreign exchange gain and loss and gain from settlement. Management uses these measures in managing the business and making operational decisions. EBITDA and Normalized EBITDA are not intended as substitutes for IFRS measures.

For the three months ended December 31, 2025, the Company's Normalized EBITDA was \$589,541, representing an increase of \$49,037 over the same period in 2024 (Q4'2024 - \$540,504) and an increase of \$436,635 from the previous quarter (Q3'2025 – \$152,906). The increase over the previous quarter was primarily attributed to the increased revenue related to seasonality during the fourth quarter.

For the year ended December 31, 2025, the Company's Normalized EBITDA was \$1,227,607 in comparison to a Normalized EBITDA of \$1,582,361 for the year ended December 31, 2024. The decrease in Normalized EBITDA was primarily attributed to the decreased overall revenue generated by the Company's top three Advertising customers as well as the decline in music video deliveries, slightly offset by lower headcount costs, and increased operational efficiency.

| | Year over Year Twelve Months Ended December 31, | |
|--|--|--------------------|
| EBITDA | 2025 | 2024 |
| Net and Comprehensive Income | \$333,408 | \$536,413 |
| Add: Interest Expense | 301,910 | 391,896 |
| Add: Income Tax | 45,936 | 25,495 |
| Add: Depreciation and Amortization | 982,899 | 737,099 |
| EBITDA Income | 1,664,153 | 1,690,903 |
| Normalized EBITDA | | |
| EBITDA Income | \$1,664,153 | \$1,690,903 |
| Add/Less: | | |
| Contractual Severance / Restructure | - | 77,422 |
| Share-Based Payments | 45,101 | - |
| Gain from Settlement | (760,000) | - |
| Foreign Exchange Loss/(Gain) | 148,159 | (215,923) |
| Remeasurement of Contingent Consideration | 45,936 | 61,750 |
| Remeasurement of Embedded Derivative Liability | 84,258 | (31,792) |
| Normalized EBITDA * | 1,227,607 | \$1,582,361 |

* A non-IFRS measure. See "Non-IFRS financial measures" for definitions and reconciliation of non-IFRS measures to the relevant IFRS measures.

| | Q4 2025 | Q3 2025 | Q2 2025 | Q1 2025 |
|--|--------------------|------------------|--------------------|--------------------|
| Income (Loss) for the Period | \$673,944 | \$69,439 | (\$281,168) | (\$128,807) |
| Reconciling Items: | | | | |
| Interest Expense | 69,450 | 53,136 | 108,713 | 70,611 |
| Depreciation and Amortization | 300,648 | 237,533 | 228,835 | 215,883 |
| Income Tax Expense | 36,949 | 1,407 | 6,671 | 909 |
| EBITDA * | \$1,080,991 | \$361,515 | \$63,051 | \$158,596 |
| Reconciling items: | | | | |
| Share-Based Compensation | (574) | 10,982 | 10,851 | 23,842 |
| Gain from Settlement | (550,000) | (150,000) | (60,000) | - |
| Foreign Exchange Loss (Gain) | 97,254 | (121,518) | 136,877 | 35,546 |
| Remeasurement of Embedded Derivative Liability | (63,495) | 31,356 | 70,130 | 46,267 |
| Remeasurement of Contingent Consideration | 25,365 | 20,571 | - | - |
| Normalized EBITDA * | \$589,541 | \$152,906 | \$220,909 | \$264,251 |
| Normalized EBITDA Margin % | 28.07% | 9.73% | 13.38% | 14.83% |

* A non-IFRS measure. See "Non-IFRS financial measures" for definitions and reconciliation to the relevant IFRS measures.

| | Q4 2024 | Q3 2024 | Q2 2024 | Q1 2024 |
|--|------------------|------------------|--------------------|------------------|
| Income (Loss) for the Period | \$480,302 | \$169,577 | (\$129,031) | \$15,565 |
| Reconciling Items: | | | | |
| Interest Expense | 82,651 | 87,848 | 102,421 | 118,977 |
| Depreciation and Amortization | 185,944 | 117,475 | 213,468 | 220,212 |
| Income Tax Expense (Recovery) | (97,327) | - | 120,872 | 1,950 |
| EBITDA * | \$651,570 | \$374,900 | \$307,730 | \$356,704 |
| Reconciling items: | | | | |
| Acquisition Fees | (1,463) | - | 1,463 | - |
| Restructuring Expenses | 65,240 | - | 12,182 | - |
| Foreign Exchange Loss (Gain) | (199,531) | 58,039 | 15,847 | (90,278) |
| Remeasurement of Embedded Derivative Liability | (37,062) | 33,519 | 596 | (28,845) |
| Remeasurement of Contingent Consideration | 61,750 | - | - | - |
| Normalized EBITDA | \$540,504 | \$466,458 | \$337,818 | \$237,581 |
| Normalized EBITDA Margin % | 24.11% | 24.03% | 17.33% | 12.36% |

* A non-IFRS measure. See "Non-IFRS financial measures" for definitions and reconciliation to the relevant IFRS measures.

Intangible Assets – Development Costs

During the year ended December 31, 2025, the Company capitalized product development costs of \$630,922 (2024 – \$617,830). Significant capitalized projects for the year ended December 31, 2025, consisted of developing new features in the Advertising, Awards, and Music platforms, such as the continued development of the Analytics and Clearance solutions, the integration of Millenia3's functionality into the DMDS platform, and the redesigned Submission platform for Awards. In assessing whether costs can be capitalized for improvements, we exercised significant judgment when considering the extent of the improvement and whether it was substantial, sufficiently separable, and expected to derive future economic benefits from the improvement itself. Factors considered in assessing the extent of the improvement include, but are not limited to, the degree of change in functionality, the impact of the project on our ability to attract customers to our products, and the increase in customer engagement with our products. Costs that do not meet these criteria, such as enhancements and routine maintenance, are expensed when incurred. Future economic benefits from these capitalized projects include net cash flows from future advertising and music revenue, which are dependent upon our ability to attract customers to our products and increase customer engagement with our products, and may also include anticipated cost savings, depending upon the nature of the development project.

Corporate Activities

- On January 2, 2025, the Company issued 500,000 RSUs to Mr. Kanniah, the Company's Chief Financial Officer. These RSUs vest fully on the second anniversary of the grant date, upon which they will be payable in cash or in common shares, or a combination of both, at the discretion of the Company, subject to the terms of the Plan.
- On March 10, 2025, the Company issued 2,000,000 RSUs to Mr. Schuetrumpf, the Company's Chief Executive Officer. 1,000,000 of these RSUs are subject to certain performance requirements and as such will vest on the later of either the satisfaction of the performance requirements or March 10, 2026. The remaining 1,000,000 RSUs will vest on December 31, 2026, upon which they are expected to be settled through the issuance of common shares.
- The TSX Venture Exchange (the "Exchange") approved a previously disclosed shares for services arrangement (the "Shares for Services Arrangement") entered into between the Company and Grant Schuetrumpf, whereby the Company had agreed to pay to Mr. Schuetrumpf the lesser of USD \$2,500 per month and CAD \$5,000 per month (less applicable withholding taxes) (the "Monthly Share Compensation Value") in addition to Mr. Schuetrumpf's existing salary, by way of share issuance. For the months of January through October 2025, the Company issued 383,135 common shares of the Company.
- On June 6, 2025, Mr. Schuetrumpf exercised 500,000 stock options for 500,000 common shares of the Company with an exercise price of CAD \$0.0375 per share for total proceeds of \$13,727 USD.
- The Company received a notice from OTC Markets Group indicating that the OTC Pink Market will

be discontinued as of July 1, 2025. YANGAROO's shares traded on the OTC Pink Market under the symbol YOOIF. The Company does not intend to take the necessary steps to upgrade the Company's shares to the OTCID Basic Market at this time, however, may elect to do so at a future time. This may affect the liquidity of the Company's shares on the OTC Markets.

- On June 26, 2025, the Company's term loan and revolving Credit Facility reached its maturity date. The Company was in active discussion with the Bank to extend the Credit Facility and remains current on all scheduled interest and principal payments in accordance with the original terms of the Credit Facility. The Company continued to have access to the revolving portion of the Credit Facility, which supports its working capital requirements on an as-needed basis, while discussions with the Bank continue.
- During the year ended December 31, 2025, the Company reached settlement agreements in connection with the acquisition, for payments of \$60,000, \$150,000, and \$550,000 respectively. Following this settlement, the related legal proceedings have concluded.
- On November 7, 2025, the Company announced the launch of its Canadian pre-clearance services, expanding the Company's connected broadcast legal clearance and delivery platform across North America. This new service enables advertisers and agencies to manage every stage of campaign compliance from creative concept and script review to final broadcast approval and delivery within a single, unified Yangaroo platform. The Company becomes North America's only unified platform connecting creative submission, regulatory clearance, and broadcast delivery into one cohesive workflow.

Events After the Reporting Period

On March 23, 2026, the Company successfully amended its existing Credit Facility. The Credit Facility, which had previously matured on June 26, 2025, has been extended to a new maturity date of December 31, 2026.

As part of the amendment, covenant testing requirements have been waived through December 31, 2026. All other terms of the Credit Facility remain consistent as amended in August 2024.

Share Capital

The following securities were outstanding as of the date of this MD&A:

| | |
|------------------------|------------|
| Common Shares | 63,320,275 |
| Warrants | - |
| Stock Options | - |
| Restricted Share Units | 2,500,000 |

Capital Resources

As at December 31, 2025, the Company had a cash balance of \$161,112 and working capital deficiency of \$1,255,379. As at December 31, 2025, the Company had no capital commitments other than as disclosed in the financial statements.

The Company has a revolving credit facility in the amount of USD \$1,276,813 (CAD \$1,750,000) which is available by loan advances and is subject to standard borrowing base calculations and margining against trade accounts receivable. USD \$673,624 was drawn down as at December 31, 2025. Borrowings are due on demand and bear interest at the bank's prime rate plus 1.95% per annum.

Off-Balance Sheet Arrangements

The Company does not have any off-balance sheet arrangements, other than as disclosed in the financial statements.

Related Party Transactions

Key management personnel include the persons having authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of members of the Board and corporate officers, including the Company's Chief Executive Officer, Chief Financial Officer, and Chief Technology Officer.

In addition to their salaries, key management personnel also participate in the Company's share option program. During the year ended December 31, 2025, there were no other related party transactions.

During the year ended December 31, 2025, the Company entered into the following transactions with related parties:

- Management fees of \$275,000 (2024 – \$275,000) were paid to Grant Schuettrumpf, the Company's Chief Executive Officer.
- Management fees of \$133,208 (2024 – nil) were paid to Peter Kanniah, the Company's Chief Financial Officer.
- Management fees of \$158,456 (2024 – \$160,607) were paid to Richard Klosa, the Company's Chief Technology Officer.
- Management fees of \$93,531 (2024 – \$98,767) were paid to Adam Hunt, the Company's Executive Vice President of Music.
- Management fees of Nil (2024 – \$11,177) were paid to Jeff Wagner, the former Chief Financial Officer of the Company.
- Management fees of Nil (2024 – \$111,358) were paid to Frank Guo, the former Chief Financial Officer of the Company.

- Director fees of \$14,308 (2024 - \$14,601) were paid to Philip Benson, a company director.
- Director fees of \$17,885 (2024 - \$18,251) were paid to Shepard Boone, a company director.

As at December 31, 2025, \$52,190 (December 31, 2024 - \$54,223) owing to officers and directors of the Company was included in trade and other payables. The amount owing is unsecured, non-interest bearing, and due on demand.

Critical Accounting Policies and Estimates

The preparation of financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements include the following: share-based payments, revenue recognition, investment tax credits, functional currency, collectability of accounts receivable, and capitalized development costs. Please refer to the Financial Statements for further information.

Internal Controls

Disclosure controls and procedures within the Company have been designed to provide reasonable assurance that all relevant information is identified to its management, including the Company's Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO"), as appropriate, to allow required disclosures to be made in a timely fashion.

Internal controls over financial reporting have been designed by management, under the supervision of and with the participation of the Company's CEO and CFO, to provide reasonable assurance regarding the reliability of the Company's financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

Disclosure of Internal Controls

Management has established processes to provide it with sufficient knowledge to support representations that it has exercised reasonable diligence to ensure that (i) the financial statements do not contain any untrue statements of material fact or omit to state a material fact that is required or that is necessary to ensure a statement is not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the financial statements, and (ii) the financial statements fairly present in all material respects the financial condition, results of operations, and cash flow of the Company, as of the date of and for the periods presented.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109 - Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI

52-109. In particular, the certifying officers filing such a certificate are not making any representations relating to the establishment and maintenance of:

- (i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings, or other reports filed or submitted under securities legislation is recorded, processed, summarized, and reported within the time periods specified in securities legislation; and
- (ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP (IFRS).

The Company's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in the certificate. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost-effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency, and timeliness of interim and annual filings and other reports provided under securities legislation.

Risk Management

The Company is exposed to a variety of risks, including, but not limited to the risks set out below. The Company considers these risks to be the most significant to potential investors, but not all of the risks associated with an investment in securities of Yangaroo Inc.

Financial Risk Management

Risk management is carried out by management under policies approved by the Board of Directors. Management is charged with the responsibility of establishing controls and procedures to ensure that financial risks are mitigated in accordance with the approved policies.

(a) Market Risk:

Market risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk is comprised of three types of risk, foreign currency risk, interest rate risk, and other price risk. Two types of these risks are applicable to the Company:

(i) Currency Risk:

The Company operates internationally, and the US Dollar is the functional and presentation currency. The Company, however, does have revenues, expenses, assets, and liabilities denominated in currencies other than USD, primarily the Canadian dollar (CAD). The principal foreign currency risk as at December 31, 2025, is therefore the CAD.

A 5% change in exchange rates would result in a \$128,961 impact on profit or loss. Financial instruments and lease obligations in CAD currency at December 31, 2025, are as follows:

| | Dec 31, 2025 (CAD) | Dec 31, 2024 (CAD) |
|-------------------------------|-----------------------|-----------------------|
| Cash | \$36,962 | \$37,859 |
| Accounts Receivable | 204,164 | 240,574 |
| Prepaid and Other Assets | 61,701 | 74,250 |
| Contract Assets | 8,088 | 14,485 |
| Total Assets | \$310,915 | \$367,168 |
| Trade and Other Payables | \$605,711 | \$843,417 |
| Revolving Credit Facility | 923,269 | 1,050,000 |
| Convertible Debentures | 777,233 | 520,540 |
| Term Loan | 1,135,169 | 1,668,604 |
| Capital Lease Obligation | 277,364 | 365,885 |
| Contract Liabilities | 127,246 | 117,609 |
| Total Liabilities | \$3,845,992 | \$4,566,055 |
| Net Liability Exposure | \$3,535,077 | \$4,198,887 |

(ii) Interest Rate Risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Interest rate risk is limited to potential decreases on the interest rate offered on cash held with chartered Canadian financial institutions and potential increases on the prime rate applied on the revolving credit facility available to the Company. The Company's revolving credit facility, term loan, and convertible debenture are floating interest rate facilities. A 100 bps change or 1% increase in the floating rate would result in a \$20,689 impact on profit or loss.

(b) Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Financial instruments which are potentially subject to credit risk for the Company consist primarily of the non-payment of our accounts receivable.

The Company mitigates this risk by monitoring the credit worthiness of its customers and by offering the platform service to numerous smaller customers. As at and during the year ended December 31, 2025, approximately 20% (2024 - 20%) of accounts receivable and 18% (2024 - 18%) of revenue are from two customers, respectively.

The definition of items that are past due is determined by reference to the payment terms agreed to with individual customers, which are normally within 30 to 90 days.

Aging of trade receivables that are past due, but not impaired, are as follows:

| | December 31, 2025 | December 31, 2024 |
|-----------------------|-------------------|-------------------|
| 0 to 30 days | \$1,169,027 | \$1,097,142 |
| 31 to 60 days | 239,004 | 105,355 |
| Over 60 days | 288,100 | 496,576 |
| Gross Carrying Amount | \$1,696,131 | \$1,699,073 |
| Loss Allowance | (65,107) | (202,598) |
| Total | \$1,631,024 | \$1,496,475 |

Continuity of estimated credit losses:

| | December 31, 2025 | December 31, 2024 |
|----------------------------------|-------------------|-------------------|
| Balance, Beginning of the Period | \$202,598 | \$179,684 |
| Accounts Written Off | (150,159) | - |
| Bad Debt Recovery | 2,444 | - |
| Remeasurement of Loss Allowance | 10,224 | 22,914 |
| Balance, End of Period | \$65,107 | \$202,598 |

The Company's allowance for doubtful accounts as of December 31, 2025, is \$65,107 (December 31, 2024 - \$202,598). Management believes that the expected credit loss allowance is adequate to address any anticipated collectability issues based on payment history and the expected credit loss of each customer.

(c) Liquidity Risk:

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company's policy is to ensure that it will have sufficient cash to allow it to meet its liabilities when they become due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company manages its liquidity risk by forecasting cash flows from operations and anticipating investing and financing activities. Senior management is also actively involved in the review and approval of planned expenditures.

Typically, the Company ensures that it has sufficient cash on demand to meet expected operational expenses. To achieve this objective, the Company prepares annual capital expenditure budgets, which are regularly monitored and updated as considered necessary.

The Company manages liquidity risk on the basis of expected maturity dates.

The following tables present the financial liabilities at year end by their remaining contractual maturity (contractual and undiscounted cash flows).

| | Lease Obligations | Contract Liabilities | Term Loan Facility | Trade & Other Payables | Revolving Credit Facility | Convertible Debt | Total |
|-------------------------------------|-------------------|----------------------|--------------------|------------------------|---------------------------|------------------|--------------------|
| < 1 year | \$181,394 | \$182,529 | \$827,571 | \$710,655 | \$673,624 | - | \$2,575,773 |
| 1- 3 years | 167,088 | - | - | - | - | 429,914 | 597,002 |
| Balance at December 31, 2025 | \$348,482 | \$182,529 | \$827,571 | \$710,655 | \$673,624 | \$429,914 | \$3,172,775 |

| | Lease Obligations | Contract Liabilities | Term Loan Facility | Trade & Other Payables | Revolving Credit Facility | Convertible Debt | Total |
|-------------------------------------|-------------------|----------------------|--------------------|------------------------|---------------------------|------------------|--------------------|
| < 1 year | \$172,828 | \$87,738 | \$1,197,822 | \$1,138,063 | \$729,750 | - | \$3,326,201 |
| 1- 3 years | 330,880 | - | - | - | - | 361,775 | 692,655 |
| Balance at December 31, 2024 | \$503,708 | \$87,738 | \$1,197,822 | \$1,138,063 | \$729,750 | \$361,775 | \$4,018,856 |

At present, the Company expects to either pay its liabilities or renew its debts at their contractual maturity. To meet these cash commitments, the Company anticipates generating sufficient cash inflows from operating activities and raising equity capital or obtaining the necessary financing to meet current and future obligations. Additionally, the Company utilizes a Credit Facility to provide cash on an as-needed basis. The Credit Facility matured June 26, 2025, and the Company remained in active discussion with the Bank at year end to extend the Credit Facility and remains current on all scheduled interest and principal payments in accordance with the original terms of the Credit Facility. The Company continues to have access to the revolving portion of the Credit Facility, which supports its working capital requirements, while discussions with the Bank continue.

Operational Risks

- Seasonality of advertising revenue. Advertising rates and revenues are impacted by seasonal cycles, which may cause our quarterly earnings to vary. Generally, lower revenue is generated in the 1st and 3rd quarters of the year and higher revenue is generated in the 2nd and 4th quarters of the year. This seasonality could impact our ability to generate predictable revenue and our ability to effectively manage such cycles may adversely impact our business, financial condition, and results of operations, including cash flow.
- Dependency on the internet as a medium for business and communication. Our business depends on the use of the internet. It's possible that delays in technological or procedure development to support internet use, increased government regulation, or other issues or interruptions that could affect internet use could impact our business.
- Online commerce security. Successful online commerce and communications must provide a secure transmission of confidential information over public networks. Despite implementation of security measures, it's possible our security measures may not prevent security breaches that could harm our business. It's possible that a party could illicitly obtain a user's password and access the user's personal data. In addition, any parties that can circumvent our security measures could acquire proprietary information, or cause interruptions in our operations or otherwise damage our reputation and business.

Any such compromise of our security could harm our reputation and, therefore, our business.

- **Network security.** Despite the implementation of security measures, our network infrastructure could be vulnerable to unforeseen issues. It's possible we could experience service interruptions in service due to accidental or deliberate actions of third parties or current and former employees. Unknown security risks may present themselves and the Company could face liability for this. This could also deter new customers. All of the foregoing could have a material adverse effect on our business, financial condition, or results of operations.
- **The ability to generate revenue and control operating costs.** Although we have experienced a fourteen consecutive quarter of positive Normalized EBITDA generation, there is no guarantee that this will continue or that we will continue to be able to generate steady revenues or control operating costs, especially if we expand our business.
- **Impact of human error.** Despite implementing robust training programs and operational protocols, our organization remains vulnerable to human error. Mistakes made by employees, whether due to insufficient training, oversight, or simple human fallibility, can lead to disruptions in our operations. These errors can result in data breaches, compliance failures, and operational inefficiencies, potentially causing financial losses and damage to our reputation. Additionally, human errors can undermine customer trust and deter potential clients, ultimately having a material adverse effect on our business, financial condition, or results of operations.
- **Customer concentration risk.** The Company is making efforts to grow its business, including its customer base, however the concentration of a significant portion of revenues in a small number of customers from time to time could have a material adverse effect on the Company in the event of the loss of any one or more of these customers.
- **Intellectual property.** The Company's business is based on its proprietary technology and the success of the Company's business depends in part upon protection of its intellectual property rights and technology. Despite efforts to protect our intellectual property, including the use of restrictive language in our customer agreements and confidentiality provisions in our employment and contractor agreements, there is no guarantee that we will be successful in protecting and enforcing our intellectual property rights. Third parties may infringe on our intellectual property rights, which we may or may not discover, and if such infringements are discovered, engaging in litigation is likely to be costly and will not necessarily result in a favorable outcome for the Company.

Non-Financial Risks

- **Heavy reliance on upper management and key personnel.** We rely heavily on a small group of management and key personnel. Any inability to retain such personnel could impact our ability to manage and grow our operations and could have a significant material adverse impact on the Company's operations and financial condition.

- **Management of growth.** As we are continually seeking organic growth opportunities, success in these efforts may require some or significant growth in operations, which may place further demands on our management, operational capacity, and financial resources and may require the recruitment of additional qualified personnel in all areas of its operations, including management, sales, marketing, and software development. We may not be able to attract and retain additional qualified personnel and/or otherwise effectively expand the business to support this growth, including the expansion of our current procedures and controls, which could have a material adverse effect on our business, financial condition, and results of operations.
- **Competition risks.** We operate in a highly competitive industry. We may lose audience or market share to competitors offering similar services, which could have a material adverse effect on our business, financial condition, and results of operations.
- **Price and volatility of public stock.** The market price of Yangaroo's shares may fluctuate or decline significantly in response to various factors beyond our control. The fluctuation may occur in response to business operations or other actions made by the Company or they may do so in ways unrelated or disproportionate to our performance. Declining share prices may result in difficulty in obtaining financing if required and may have other material adverse impacts on the Company.
- **Global conditions.** We operate primarily in North America but also offer our services internationally and are subject to related risks, such as changes in regulatory requirements, potential adverse tax consequences, limitations with respect to our ability to enforce our intellectual property rights, limitations on fund transfers, and other legal and political risks, any or all of which could have a material adverse effect on our business.
- **Litigation risk.** The Company may be subject to claims and legal proceedings that arise in the ordinary course of business. There can be no guarantee that the outcome of any legal matter will be decided in favour of the Company, which may have a material adverse effect upon the Company's reputation, business, operations, and financial condition.

Approval by the Board of Directors

The Board of Directors, on recommendation of the Audit Committee, approved the content of this MD&A on April 29, 2026. Disclosure contained in this document is current to this date, unless otherwise stated.

Other Information

Additional information relating to the Company is available under the Company's profile on SEDAR+ at www.sedarplus.ca.

CORPORATE INFORMATION

Address

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Website: www.yangaroo.com

Board of Directors

| | |
|--------------------|--|
| H. Shepard Boone | <i>Chair of the Board of Directors, Chair of Compensation Committee, Member Of Audit Committee</i> |
| Phil Benson | <i>Chair of Audit Committee & Member of Compensation Committee</i> |
| Grant Schuettrumpf | <i>Chief Executive Officer, Member of Audit Committee</i> |

Officers

| | |
|--------------------|--|
| Grant Schuettrumpf | <i>President and Chief Executive Officer</i> |
| Peter Kanniah | <i>Chief Financial Officer</i> |
| Richard Klosa | <i>Chief Technology Officer</i> |

Stock Exchange Listing

| | |
|----------------------|---------------------------|
| TSX Venture Exchange | <i>Stock Symbol – YOO</i> |
|----------------------|---------------------------|

Registrar and Transfer Agent

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