Dye & Durham Limited

Condensed consolidated interim financial statements
[Expressed in thousands of Canadian dollars]
For the three and nine months ended March 31, 2025 and 2024

Dye & Durham Limited

Condensed consolidated interim statements of financial position [unaudited]

[Expressed in thousands of Canadian dollars]

As at

	Note	March 31, 2025 $	June 30, [1] 2024 $	July 1, [1] 2023 $
Assets				
Current				
Cash and cash equivalents		**37,049**	80,316	36,265
Trade and other receivables		**101,129**	96,664	77,738
Prepaid expenses and other assets		**15,555**	13,417	10,560
Restricted financial asset	8	**25,000**	—	—
Restricted investments	8	**160,000**	—	—
Derivative assets, current	10	**7,139**	—	—
		345,872	190,397	124,563
Assets held for sale		**—**	—	114,758
		345,872	190,397	239,321
Non-current				
Other assets		**7,117**	1,412	2,292
Restricted cash	8	**—**	185,000	—
Derivative assets	8,10	**41,106**	—	—
Property and equipment, net		**8,028**	6,906	5,050
Right-of-use assets, net		**17,096**	16,984	11,522
Intangible assets, net	6	**734,020**	788,557	857,280
Goodwill	7	**1,100,306**	1,054,319	979,583
Total assets		**2,253,545**	2,243,575	2,095,048
Liabilities and equity				
Current				
Accounts payable and accrued liabilities		**77,178**	84,441	102,056
Customer advances		**21,038**	14,743	10,536
Holdbacks and contingent consideration on acquisitions, current	5	**47,965**	53,489	16,574
Lease liabilities, current		**5,461**	5,437	4,671
Loans and borrowings, current	8	**39,309**	21,965	4,448
Convertible debentures	9	**333,304**	309,336	266,081
		524,255	489,411	404,366
Liabilities directly associated with assets held for sale		**—**	—	30,092
		524,255	489,411	434,458
Non-current				
Holdbacks and contingent consideration on acquisitions	5	**20,997**	9,736	15,555
Lease liabilities		**14,067**	14,982	9,103
Loans and borrowings	8	**1,278,631**	1,196,152	1,063,914
Other liabilities		**2,098**	4,500	3,212
Derivative liability	10	**—**	19,711	—
Deferred tax liabilities		**108,684**	119,310	145,926
Total liabilities		**1,948,732**	1,853,802	1,672,168
Contingencies and commitments	17			
Equity				
Capital stock	11	**824,066**	819,533	681,206
Contributed surplus	16	**49,474**	96,057	72,288
Accumulated other comprehensive income (loss)		**(6,785)**	(16,372)	2,657
Reserves of a disposal group held for sale		**—**	—	(3,078)
Deficit		**(562,737)**	(509,877)	(329,992)
Non-controlling interests		**795**	432	(201)
		304,813	389,773	422,880
Total liabilities and equity		**2,253,545**	2,243,575	2,095,048

[1] Refer to note 4

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

On behalf of the Board:

"Signed"
Director - Tracey E. Keates

"Signed"
Director - Arnaud Ajdler

Dye & Durham Limited

Condensed consolidated interim statements of operations [unaudited]

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts]

		Three months ended March 31,		Nine months ended March 31,	
		2025	**2024**	**2025**	**2024**
	Note	$	$	$	$
Revenue	19	**108,326**	107,318	**348,949**	337,580
Expenses					
Direct costs		**(13,319)**	(9,377)	**(42,513)**	(29,341)
Technology and operations		**(25,545)**	(24,403)	**(74,526)**	(79,001)
General and administrative		**(9,426)**	(9,710)	**(30,824)**	(29,746)
Sales and marketing		**(4,787)**	(4,065)	**(13,387)**	(11,015)
Stock-based compensation (expense) recovery	11, 16	**(147)**	(10,356)	**42,289**	(20,678)
Finance costs	13	**(31,562)**	(30,053)	**(118,171)**	(114,255)
Amortization, depreciation and impairment	6	**(41,064)**	(39,822)	**(122,589)**	(120,883)
Loss on assets held for sale		**—**	—	**—**	(190)
Acquisition, restructuring and other costs	15	**(11,278)**	(7,090)	**(49,969)**	(19,065)
Loss before taxes		**(28,802)**	(27,558)	**(60,741)**	(86,594)
Income tax recovery		**7,027**	6,495	**12,017**	17,260
Net loss for the period		**(21,775)**	(21,063)	**(48,724)**	(69,334)
Attributable to:					
Non-controlling interests		**(116)**	727	**363**	827
Shareholders		**(21,659)**	(21,790)	**(49,087)**	(70,161)
		(21,775)	(21,063)	**(48,724)**	(69,334)
Net loss per common share	12				
Basic		**(0.32)**	(0.35)	**(0.73)**	(1.22)
Diluted		**(0.33)**	(0.35)	**(0.73)**	(1.22)
Weighted average number of shares outstanding	12				
Basic		**67,158**	62,006	**67,015**	57,282
Diluted		**73,695**	62,006	**67,015**	57,282

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

Dye & Durham Limited

Condensed consolidated interim statements of comprehensive income (loss) [unaudited]

[Expressed in thousands of Canadian dollars]

		Three months ended March 31,		Nine months ended March 31,	
		2025	**2024**	**2025**	**2024**
	Note	$	$	$	$
Net loss		**(21,775)**	(21,063)	**(48,724)**	(69,334)
Other comprehensive income (loss)					
Items that may be reclassified to profit or loss in subsequent periods					
Exchange differences on translation of foreign operations		**11,306**	(688)	**21,170**	5,926
Net change in fair value of derivatives designated as cash flow hedge, net of income taxes of three months $nil [2024 — $761] and nine months of $nil [2024 — ($710)]	13	**—**	2,111	**—**	(1,970)
Reclass of derivatives' fair value designated as cash flow hedge to loss, net of income taxes of three months $nil [2024 — $710]	10	**—**	1,970	**—**	1,970
		11,306	3,393	**21,170**	5,926
Item that will not be reclassified to profit or loss in subsequent periods					
Net change in fair value of convertible debentures attributable to change in own credit risk, net of income taxes of three months $nil [2024 — ($18,940)] and nine months of $nil [2024 — ($15,068)]	9	**(10,200)**	(52,531)	**(11,583)**	(41,792)
Other comprehensive income (loss)		**1,106**	(49,138)	**9,587**	(35,866)
Comprehensive income (loss)		**(20,669)**	(70,201)	**(39,137)**	(105,200)
Attributable to:					
Non-controlling interests		**(116)**	727	**363**	827
Shareholders		**(20,553)**	(70,928)	**(39,500)**	(106,027)
		(20,669)	(70,201)	**(39,137)**	(105,200)

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

Condensed consolidated interim statements of changes in equity [unaudited]

[Expressed in thousands of Canadian dollars and thousands of shares]

	Note	Number of common shares	Capital stock	Contributed surplus	Accumulated other comprehensive income (loss)	Reserves of a disposal group held for sale	Deficit	Non-controlling interests	Total
		#	$	$	$	$	$	$	$
Balance, June 30, 2023		54,951	681,206	72,288	2,657	(3,078)	(329,992)	(201)	422,880
Issuance of common shares, net of issuance costs	11	11,960	138,883	—	—	—	—	—	138,883
Dividends declared		—	—	—	—	—	(1,254)	—	(1,254)
Dividends paid	11	—	—	—	—	—	(2,285)	—	(2,285)
Stock options exercised	11	85	670	(213)	—	—	—	—	457
Stock-based compensation		—	—	17,414	—	—	—	—	17,414
Shares bought back	11	(108)	(1,358)	—	—	—	(111)	—	(1,469)
Assets and liabilities held for sale		—	—	—	—	3,078	—	—	3,078
Comprehensive loss for the period		—	—	—	(35,866)	—	(70,161)	827	(105,200)
Balance, March 31, 2024		66,888	819,401	89,489	(33,209)	—	(403,803)	626	472,504
Balance, June 30, 2024		**66,913**	**819,533**	**96,057**	**(16,372)**	**—**	**(509,877)**	**432**	**389,773**
Dividends declared	11	**—**	**—**	**—**	**—**	**—**	**(1,259)**	**—**	**(1,259)**
Dividends paid	11	**—**	**—**	**—**	**—**	**—**	**(2,514)**	**—**	**(2,514)**
Stock options exercised	11	**246**	**4,533**	**(2,577)**	**—**	**—**	**—**	**—**	**1,956**
Stock-based compensation	11, 16	**—**	**—**	**(44,006)**	**—**	**—**	**—**	**—**	**(44,006)**
Comprehensive income (loss) for the period		**—**	**—**	**—**	**9,587**	**—**	**(49,087)**	**363**	**(39,137)**
Balance, March 31, 2025		**67,159**	**824,066**	**49,474**	**(6,785)**	**—**	**(562,737)**	**795**	**304,813**

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

Dye & Durham Limited

Condensed consolidated interim statements of cash flows [unaudited]

[Expressed in thousands of Canadian dollars]

		Nine months ended March 31,	
		2025	**2024**
	Note	$	$
Cash flows from operating activities			
Net loss for the period		**(48,724)**	(69,334)
Items not affecting cash			
Amortization, depreciation and impairment	6	**122,589**	120,883
Loss on on disposal of assets held for sale		**—**	190
Stock-based compensation (recovery) expense	11, 16	**(42,289)**	20,678
Fair value adjustment on contingent consideration receivable		**—**	(2,446)
Income tax recovery		**(12,017)**	(17,260)
Finance costs, net	13	**118,171**	116,048
Taxes paid		**(13,025)**	(9,348)
Contingent consideration paid	5	**(12,337)**	—
Changes in non-cash working capital balances			
Trade and other receivables		**242**	(10,562)
Prepaid expenses and other assets		**(5,147)**	(11,512)
Accounts payable and accrued liabilities		**(14,631)**	(16,566)
Customer advances		**1,254**	1,371
Net cash provided by operating activities		**94,086**	122,142
Cash flows from financing activities			
Net proceeds from loans and borrowings	8	**39,128**	73,750
Proceeds from exercise of stock options	11, 16	**2,471**	670
Net proceeds from issuance of shares	11, 16	**—**	138,883
Payments for loans and borrowings	8	**(27,603)**	(114,104)
Net interest paid		**(68,782)**	(100,702)
Dividends paid	11(c)	**(3,769)**	(3,315)
Proceeds from interest rate swap		**—**	653
Shares bought back under NCIB and SIB		**—**	(1,473)
Issuance of convertible debentures, net	9	**—**	12,255
Payments for convertible debentures bought back	9	**—**	(36,144)
Payments for lease obligations		**(5,151)**	(4,056)
Net cash used in financing activities		**(63,706)**	(33,583)
Cash flows from investing activities			
Cash proceeds from investment divestiture		**—**	75,333
Acquisition consideration paid, net of cash acquired	5	**(17,686)**	(67,257)
Settlement of holdbacks and contingent consideration	5	**(37,974)**	(3,308)
Restricted investment and restricted financial asset	8	**(185,000)**	—
Additions to intangible assets	6	**(15,695)**	(25,572)
Purchases of property and equipment		**(3,243)**	(2,604)
Net cash used in investing activities		**(259,598)**	(23,408)
Change in cash and cash equivalents and restricted cash		**(229,218)**	65,151
Cash and cash equivalents and Restricted cash, beginning of period		**265,316**	36,265
Effect of foreign exchange on cash and cash equivalents		**951**	(3,438)
Cash and cash equivalents, end of period		**37,049**	97,978

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

Notes to condensed consolidated interim financial statements

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

As at and for the three and nine months ended March 31, 2025, and 2024

1. Description of the business

Dye & Durham Limited [the “Company”] is a provider of cloud-based software and technology solutions designed to boost efficiency and increase productivity for legal and business professionals in Canada, Australia, South Africa, Ireland and the United Kingdom [“UK”]. The Company provides critical information services and workflow, which clients use to manage their process, information and regulatory requirements. The Company was incorporated by articles of incorporation under the *Business Corporations Act* (Ontario) on June 26, 2020. The Company’s registered head office is located at 25 York Street, Suite 1100, Toronto, Ontario, Canada.

On July 17, 2020, the Company completed an initial public offering, and its common shares began trading on the Toronto Stock Exchange under the symbol “DND”.

2. Basis of preparation

These condensed consolidated interim financial statements were prepared in accordance with International Financial Reporting Standards [“IFRS”], as issued by the International Accounting Standards Board [“IASB”], applicable to the preparation of interim financial statements, including International Accounting Standard [“IAS”] 34 – *Interim Financial Reporting*. Accordingly, certain information and note disclosures normally included in the annual consolidated financial statements prepared in accordance with IFRS, as issued by the IASB, have been omitted or condensed. Accordingly, these condensed consolidated interim financial statements should be read in conjunction with the annual consolidated financial statements of the Company as at and for the year ended June 30, 2024.

These condensed consolidated interim financial statements were approved and authorized for issuance by the Board of Directors on May 13, 2025.

Basis of measurement

These condensed consolidated interim financial statements are prepared on a going concern basis, under the historical cost convention except for certain financial assets and liabilities, which are presented at fair value in Canadian dollars, the Company’s reporting currency. All financial information is presented in Canadian dollars rounded to the nearest thousands, except as otherwise indicated.

Basis of consolidation

These condensed consolidated interim financial statements comprise the financial statements of the Company and its subsidiaries, which are the entities over which the Company has control. Control exists when the entity is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases. The financial statements of the Company’s subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. All intra-company balances, transactions, unrealized gains and losses resulting from intra-company transactions, and dividends are eliminated in full.

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

These condensed consolidated interim financial statements include the accounts of the Company and the following material subsidiaries as at March 31, 2025, and June 30, 2024:

Subsidiary	Country of incorporation	Ownership percentage March 31, 2025	Ownership percentage June 30, 2024
Dye & Durham Corporation	Canada	100%	100%
Dye & Durham (UK) Limited	United Kingdom	100%	100%
Dye & Durham Solutions Pty Limited	Australia	100%	100%
Dye & Durham Information Pty Ltd.	Australia	100%	100%

3. Material accounting policy information

The preparation of the Company’s condensed consolidated interim financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. The Company bases its estimates on historical experience as well as on various other assumptions that are believed to be reasonable under the circumstances at the time. Under different assumptions or conditions, the actual results would differ, potentially materially, from those previously estimated. Many of the conditions impacting these assumptions and estimates are beyond the Company’s control. Revisions to the accounting estimates are recognized in the period in which the estimates are revised and will be recorded with a corresponding impact on net income.

Significant accounting judgments and estimates are consistent with those disclosed in note 4 of the annual consolidated financial statements of the Company as at and for the year ended June 30, 2024, except the following:

Financial instruments

Derivative instruments embedded in financial or non-financial contracts are assets and liabilities that are accounted for as separate derivatives if their risks and characteristics are not closely related to their host contracts, and the contracts are not measured at fair value. The Company's $754,763 [USD 555,000] 8.625% senior secured notes due in April 2029 [the “Senior Secured 2029 Notes”] contain prepayment options [*see note 8*] that are accounted for as embedded derivative financial instruments. Changes in the fair values of the prepayment options are recognized in finance costs within the condensed consolidated interim statements of operations and condensed consolidated interim statements of comprehensive income (loss). The fair value is determined using binomial tree/lattice approach based on the Hull-White single factor interest rate term structure model valuation technique. Inputs from observable markets are used where possible, applying a degree of judgment to ultimately arrive at a fair value for the embedded derivatives.

Fair value of financial instruments

In July 2024, the Company changed the valuation technique to measure the fair values of the Convertible Debentures (as defined below) from a combination of the discounted cash flow model and the Black-Scholes model to an amortizing convertible bond calculator produced by FINCAD (acquired by Numerix). This model is based on 'partial differential equations' solved using finite differences methods to value financial instruments by solving the differential equation that the financial instrument satisfies. There is no material change in the fair value of the Convertible Debentures due to change in the valuation technique.

4. Changes in accounting policies

New accounting pronouncements or policies adopted

The Company adopted the following new standards and amendments to standards, effective July 1, 2024. These changes did not have a material impact on the Company's condensed consolidated interim financial statements for the three and nine months ended March 31, 2025, except IAS 1. The adoption of IAS 1 amendments resulted in the reclassification of all outstanding Convertible Debentures to current. This classification to current is mainly because the Convertible Debentures can be converted at the option of the holders, and the Company cannot defer settlement beyond twelve months in such an event. With the adoption of the IAS 1 amendment, the Company has restated prior years retrospectively. Prior to this IAS 1 amendment, the outstanding Convertible Debentures were presented as non-current.

- *Non-current Liabilities with Covenants (Amendments to IAS 1 – Presentation of Financial Statements)*
- *Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7 – Financial Instruments: Disclosures)*

The Company is in the process of assessing any potential impacts of the following, which will become effective in fiscal year 2026 or after:

- *Lack of Exchangeability (Amendments to IAS 21 - The Effects of Changes in Foreign Exchange Rates)*
- *Amendments IFRS 9 and IFRS 7 regarding the classification and measurement of financial instruments*
- *Presentation and Disclosures in Financial Statements (IFRS 18)*

5. Acquisitions

Acquisitions that are determined to be business combinations have been recorded under the purchase method of accounting and results have been included in the condensed consolidated interim statements of operations and condensed consolidated interim statements of comprehensive income (loss) from their respective acquisition dates.

Accordingly, the allocation of the purchase price to assets and liabilities is based on the fair value, with the excess of the purchase price over the fair value of the assets acquired being allocated to goodwill.

During the nine months ended March 31, 2025, the Company completed asset-based and share-based acquisitions with cash consideration of $17,874, with remaining undiscounted deferred consideration of $44,899, and contingent consideration up to $4,629. The deferred consideration is payable in four tranches over a five to twenty-three month period. These acquisitions were all accounted for as business combinations.

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

For acquisitions made, management assessed the information obtained and assumptions to be used in estimating the fair value of acquired assets and liabilities assumed. For the acquisitions completed during the nine months ended March 31, 2025, the allocation of the fair value to the identifiable assets acquired and liabilities assumed as at the date of acquisition was as follows:

	Nine months ended March 31, 2025		
	Acquisition of shares	**Acquisition of net assets**	**Total**
	$	$	$
Cash consideration	**7,325**	**10,549**	**17,874**
Holdbacks	**6,968**	**28,837**	**35,805**
Contingent consideration	**—**	**3,749**	**3,749**
Total purchase price	**14,293**	**43,135**	**57,428**
Cash and cash equivalents	**188**	**—**	**188**
Trade and other receivables	**38**	**3,463**	**3,501**
Prepaid expenses and other assets	**68**	**37**	**105**
Software technologies and licenses	**4,049**	**4,490**	**8,539**
Brands and trademarks	**182**	**—**	**182**
Customer lists	**455**	**27,495**	**27,950**
Accounts payable and accrued liabilities	**(329)**	**(1,392)**	**(1,721)**
Customer advances	**(322)**	**(4,530)**	**(4,852)**
Deferred tax liability	**(129)**	**(8,178)**	**(8,307)**
Net assets identified	**4,200**	**21,385**	**25,585**
Goodwill	**10,093**	**21,750**	**31,843**

The purchase price allocations of acquisitions completed during the nine months ended March 31, 2025 are considered preliminary and subsequent adjustments during the measurement period will occur as the Company completes its estimation of the fair values of assets acquired and liabilities assumed, including the valuation of intangible assets and contingent consideration.

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

	Year ended June 30, 2024		
	Acquisition of shares $	Acquisition of net assets $	Total $
Cash consideration	63,626	4,482	68,108
Holdbacks	13,934	6,393	20,327
Contingent consideration	2,268	3,604	5,872
Total purchase price	79,828	14,479	94,307
Cash and cash equivalents	851	—	851
Trade and other receivables	3,357	—	3,357
Prepaid expenses and other assets	433	—	433
Property and equipment	220	—	220
Software technologies and licenses	6,511	—	6,511
Brands and trademarks	1,718	331	2,049
Customer lists	30,646	9,279	39,925
Accounts payable and accrued liabilities	(6,255)	—	(6,255)
Loans and borrowings, non-current	(46)	—	(46)
Deferred tax liability	(9,751)	(2,403)	(12,154)
Net assets identified	27,684	7,207	34,891
Goodwill	52,144	7,272	59,416

The goodwill recognized in connection with the above acquisitions is primarily attributable to the anticipated improvement in the operations of the companies acquired and synergies with existing operations because of implementing management's business strategies and methodologies. Goodwill also includes other intangibles such as assembled workforce that do not qualify for separate recognition under IFRS.

For the fiscal year ended June 30, 2024, the Company completed acquisitions for total consideration of $94,307 with upfront payments of $68,108 and fair value of deferred and contingent consideration of $26,199. The purchase price allocations of acquisitions completed during the fiscal year ended June 30, 2024, are final.

Holdbacks and contingent consideration

Business combinations during the nine months ended March 31, 2025, included the following additions to holdbacks and contingent consideration:

[I] Contingent consideration of up to $4,629 (acquisition-date fair value of $3,749), payable within 12 months, subject to the businesses acquired during the nine months ended March 31, 2025, meeting certain performance obligations. The contingent consideration is based on maintenance of customer revenue following acquisition.

[ii] Holdbacks with total consideration of $44,899 (acquisition-date present value of $35,805), payable in four tranches within five to twenty-three months, which are not subject to any earn-out conditions.

As at March 31, 2025, the Company increased the fair value of contingent consideration related to asset and share acquisitions completed in prior fiscal years by $14,286 as part of its ongoing assessment of potential earnouts payable. This change is reflected within finance costs on the condensed consolidated interim statement of operations.

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

Business combinations to date resulted in total holdbacks and contingent consideration of $68,962 as at March 31, 2025, summarized as follows:

	Holdbacks	Contingent consideration	Total
	$	$	$
Balance, June 30, 2024	**36,479**	**26,746**	**63,225**
Acquisition of subsidiaries	**35,805**	**3,749**	**39,554**
Change in fair value	**—**	**14,286**	**14,286**
Amendments to holdbacks	**(4,020)**	**—**	**(4,020)**
Interest accretion	**5,067**	**317**	**5,384**
Payments during the period	**(30,709)**	**(19,602)**	**(50,311)**
Effects of foreign exchange	**(746)**	**1,590**	**844**
Balance, March 31, 2025	**41,876**	**27,086**	**68,962**
Current	**20,879**	**27,086**	**47,965**
Non-current	**20,997**	**—**	**20,997**

6. Intangible assets

	Software technologies	Brand and trademarks	Licenses	Customer lists	Total
	$	$	$	$	$
Cost					
Balance, June 30, 2023	285,218	46,512	22,009	815,654	1,169,393
Additions	35,178	—	—	—	35,178
Acquired through acquisitions	6,511	2,049	—	39,925	48,485
Effects of foreign exchange	2,054	604	—	6,216	8,874
Balance, June 30, 2024	328,961	49,165	22,009	861,795	1,261,930
Additions	**16,993**	**—**	**—**	**—**	**16,993**
Acquired through acquisitions	**8,539**	**182**	**—**	**27,950**	**36,671**
Effects of foreign exchange	**4,426**	**1,216**	**—**	**10,464**	**16,106**
Balance, March 31, 2025	**358,919**	**50,563**	**22,009**	**900,209**	**1,331,700**
Accumulated amortization and impairment loss					
Balance, June 30, 2023	107,546	15,256	11,332	177,979	312,113
Amortization	57,017	8,249	2,232	83,953	151,451
Impairment loss	6,621	—	—	—	6,621
Effects of foreign exchange	913	211	—	2,064	3,188
Balance, June 30, 2024	172,097	23,716	13,564	263,996	473,373
Amortization	**42,564**	**6,060**	**1,674**	**64,781**	**115,079**
Impairment loss	**3,293**	—	—	—	**3,293**
Effects of foreign exchange	**1,563**	**733**	—	**3,639**	**5,935**
Balance, March 31, 2025	**219,517**	**30,509**	**15,238**	**332,416**	**597,680**
Carrying value					
Balance, June 30, 2024	156,864	25,449	8,445	597,799	788,557
Balance, March 31, 2025	**139,402**	**20,054**	**6,771**	**567,793**	**734,020**

Additions to intangible assets include $1,297 grouped under accounts payable and accrued liabilities.

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

7. Goodwill

	$
Balance, June 30, 2023	979,583
Additions due to new acquisitions *[note 5]*	59,416
Effects of foreign exchange	15,320
Balance, June 30, 2024	**1,054,319**
Additions due to new acquisitions *[note 5]*	**31,843**
Effects of foreign exchange	**14,144**
Balance, March 31, 2025	**1,100,306**

8. Loans and borrowings

Loans and borrowings as at March 31, 2025 and June 30, 2024 comprise the following:

	March 31, 2025	**June 30, 2024**
	$	$
Current		
Senior Secured 2029 Notes [a]	**29,140**	13,952
Term Loan B [a]	**5,202**	3,963
New Revolving Facility [a]	**44**	—
Convertible debentures accrued interest [*note 9*]	**4,923**	4,050
	39,309	21,965
Non-current		
Senior Secured 2029 Notes [a]	**788,090**	741,701
Term Loan B [a]	**455,995**	454,285
New Revolving Facility [a]	**34,500**	—
Other	**46**	166
	1,278,631	1,196,152
	1,317,940	1,218,117

[a] FY2024 Credit Facility

On April 11, 2024, the Company settled its then outstanding Ares credit facility [the “Ares Credit Facility”] and undertook a refinancing transaction, which resulted in [i] the issuance of $754,763 [USD 555,000] aggregate principal amount of Senior Secured 2029 Notes, [ii] a $475,977 [USD 350,000] aggregate principal amount of senior secured term loan B facility [“Term Loan B”], and [iii] a $105,000 revolving credit facility [“New Revolving Facility”, and together with Term Loan B, the “FY2024 Credit Facility”] [collectively, the “Refinancing Transaction”]. The aggregate amount committed pursuant to the Refinancing Transaction is $1,335,740, comprising of the Senior Secured 2029 Notes and the FY2024 Credit Facility.

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

On closing of the Refinancing Transaction in April 2024, the Company received total gross proceeds of $1,230,740 from the Senior Secured 2029 Notes and Term Loan B, and incurred financing fees of $39,364. The Term Loan B bears a variable interest rate equal to [i] the Term SOFR Rate plus [ii] the Term SOFR adjustment plus [iii] Applicable percentage. Principal repayments of $1,180 [USD 875] are due on a quarterly basis on Term Loan B beginning from December 31, 2024. On September 26, 2024, the Company made a partial repayment of $20,206 on Term Loan B. The Senior Secured 2029 Notes, the New Revolving Facility and Term Loan B have a maturity date of April 15, 2029, April 11, 2029, and April 11, 2031, respectively. To the extent the Senior Secured 2029 Notes have not been paid in full, extended, refinanced or replaced before its maturity, the Term Loan B and the New Revolving Facility will each have an accelerated maturity of 91 days prior to the maturity date of the Senior Secured 2029 Notes. As at March 31, 2025, $34,500 was withdrawn under the New Revolving Facility. The FY2024 Credit Facility is classified as a financial liability at amortized cost and is accounted for using the effective interest rate method.

The Senior Secured 2029 Notes contain optional prepayment features that allow the Company to prepay the Senior Secured 2029 Notes prior to maturity at a premium [the "Derivative Asset"]. The Derivative Asset is accounted for as embedded derivative financial instruments, included under “Derivative assets” in the condensed consolidated interim statements of financial position. Below is a reconciliation of the Derivative Asset as at March 31, 2025:

	$
Embedded prepayment option	8,311
Change in fair value through profit & loss *[note 13]*	3,342
Effects of foreign exchange	1,464
Balance, March 31, 2025	**13,117**

Included in the restricted financial asset and restricted investments are $25,000 and $160,000, respectively, of cash and investments held in escrow that are required to be used for settlement of outstanding Original Debentures (as defined herein) in accordance with the agreement governing the FY2024 Credit Facility. The cash and investments are to be held to the earlier of (a) the repurchase by the Company of all the outstanding Original Debentures, or (b) the maturity date of the Original Debentures. During the nine months ended March 31, 2025, the Company invested $160,000 out of $185,000 in GICs maturing in Q3FY2026. The Company earned $5,601 interest on the restricted financial asset and restricted investments for the nine months ended March 31, 2025.

The FY2024 Credit Facility and Senior Secured 2029 Notes are secured by a first ranking security over all present and after-acquired properties in the form of a general security agreement. As at March 31, 2025, the Company was in compliance with its covenants. The Company may need written consent from the required revolving lenders in case the consolidated first lien net leverage ratio exceeds 5.8x and the total outstanding revolving loan on that date surpasses 35% of total revolving commitments. As at March 31, 2025, the consolidated first lien net leverage ratio is approximately 3.6x.

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

The balance outstanding under the FY2024 Credit Facility and Senior Secured 2029 Notes as at March 31, 2025, is as follows:

	Senior Secured 2029 Notes	Term Loan B	New Revolving Facility	Total
	$	$	$	$
Balance, June 30, 2024	**755,653**	**458,248**	**—**	**1,213,901**
Add (less)				
Proceeds during the period	—	—	39,500	39,500
Payment during the period	—	(22,603)	(5,000)	(27,603)
Interest and accretion expense	50,039	33,231	620	83,890
Interest paid	(32,496)	(30,649)	(576)	(63,721)
Unamortized prepayment option	6,923	—	—	6,923
Other	(228)	2,589	—	2,361
Effects of foreign exchange	37,339	20,381	—	57,720
Balance, March 31, 2025	**817,230**	**461,197**	**34,544**	**1,312,971**
Current	**29,140**	**5,202**	**44**	**34,386**
Non-current	**788,090**	**455,995**	**34,500**	**1,278,585**

9. Convertible debentures

	$
Balance, June 30, 2023	**266,081**
New Debentures issuance [b]	96,255
Original Debentures bought back [a]	(36,120)
Original Debentures swap [a]	(84,280)
Change in fair value through profit & loss [a] & [b]	25,520
Change in fair value through other comprehensive income (loss) [a] & [b]	41,880
Balance, June 30, 2024	**309,336**
Change in fair value through profit & loss [a] & [b]	12,385
Change in fair value through other comprehensive income (loss) [a] & [b]	11,583
Balance, March 31, 2025	**333,304**
Original Convertible Debentures	182,298
New Debentures	151,006
	333,304

[a] Original Convertible Debentures

In February 2021, the Company issued 345,000 convertible senior unsecured debentures [“Original Debentures”] for total cash proceeds of $345,000 with a maturity date of March 1, 2026. The Original Debentures bear an interest rate of 3.75% payable semi-annually and are convertible into common shares of the Company at an exercise price of $73.23 per common share.

The Company determined that the Original Debentures do not qualify as a compound instrument; therefore, there is no equity component to the instrument. This is because the Company has the right to settle the Original Debentures in cash if the holders elect to exercise their conversion option. Accordingly, the Original Debentures are classified and accounted for entirely as a financial liability, which the Company has elected to measure at FVTPL. The fair value of the Original Debentures is classified as Level 3 in the fair value hierarchy.

In January 2024, the Company undertook a substantial issuer bid to purchase up to $160,000 in aggregate principal amount of the Original Debentures (see [b]). Included in the restricted financial asset and restricted investments are $25,000 and $160,000 respectively, of cash and investments held in escrow that are required to be used for settlement of outstanding Original Debentures in accordance with the FY2024 Credit Facility agreement. The cash and investments are to be held to the earlier of a) the repurchase by the Company of all the outstanding Original Debentures, or (b) the maturity date of the Original Debentures *[see Note 8]*. The Company also engaged in a substantial issuer bid to repurchase for cancellation the remaining $185,000 aggregate principal amount of Original Debentures, which expired on June 21, 2024, with no repurchases being made thereunder.

The Company paid semi-annual interest on the Original Debentures totaling $6,938 [2024 – $9,938] for the nine months ended March 31, 2025. The notional value of outstanding Original Debentures as of March 31, 2025 is $185,000.

[b] New Convertible Debentures

In November 2023, the Company issued 20,425 convertible senior unsecured debentures [“New Debentures” and together with the Original Debentures, the “Convertible Debentures”] for total cash proceeds of $12,255 with a maturity date of November 1, 2028. The New Debentures bear an interest rate of 6.5% payable semi-annually and are convertible into common shares of the Company at an exercise price of $40.00 per common share.

In January 2024, the Company undertook a substantial issuer bid to purchase up to $160,000 in aggregate principal amount of the Original Debentures. As a result of the substantial issuer bid, the Company retired $48,000 in principal amount of the Original Debentures for total cash consideration of $36,144. The Company realized a loss of $266 upon the retirement of the Original Debentures, which was recorded in finance costs in the consolidated statements of operations and derecognized the Original Debentures from the consolidated statements of financial position. As part of the same transaction, the Company issued $140,000 in aggregate principal amount of New Debentures, in consideration for $112,000 in principal amount of the Original Debentures, accordingly the Company recognized a loss of $549, which was recorded in finance costs in the consolidated statements of operations.

The Company has treated the transaction as an extinguishment of the Original Debentures and the recognition of the New Debentures. After giving effect of the transaction, the Company has $182,298 of Original Debentures and $151,006 of New Debentures outstanding as of March 31, 2025.

The Company determined that the New Debentures do not qualify as a compound instrument; therefore, there is no equity component to the instrument. This is because the Company has the right to settle the New Debentures in cash if the holders elect to exercise their conversion option. Accordingly, the New Debentures are classified and accounted for entirely as a financial liability, which the Company has elected to measure at FVTPL. The fair value of the New Debentures is classified as Level 3 in the fair value hierarchy.

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

The Company paid semi-annual interest on the New Debentures totaling $5,214 [2024 – $nil] for the nine months ended March 31, 2025. The notional value of outstanding New Debentures as of March 31, 2025 is $160,425.

10. Derivative asset (liability)

During the 2024 fiscal year, the Company entered a series of swaps to partially hedge the interest rate risk and foreign currency risk associated with its Term Loan B and Senior Secured 2029 Notes. The fair value of these derivative instruments is measured at March 31, 2025, and recorded as a derivative asset on the condensed consolidated interim statement of financial position. As of March 31, 2025, the entirety of the mark-to-market was recorded to finance costs.

Below is a reconciliation of derivative asset as at March 31, 2025:

	$
Derivative liability, June 30, 2023	—
Change in fair value of interest rate swap *[a]*	(2,785)
Settlement of interest rate swap *[a]*	2,785
Change in fair value of cross-currency swaps [b]	(19,711)
Derivative liability, June 30, 2024	**(19,711)**
Change in fair value of cross-currency swaps, net [b]	**54,839**
Derivative asset, March 31, 2025	**35,128**
Current	7,139
Non-current	27,989
	35,128
Embedded prepayment option *[Note 8]*	13,117
Total Derivative assets, March 31, 2025	**48,245**

[a] In November 2023, the Company entered an interest rate swap with a lender, which exchanged its floating interest rate obligation on a notional $250,000 of the initial term loan under the Ares Credit Facility for a fixed interest rate payment of 4.39% per annum on the notional amount. The interest rate swap has a three-year and nine-month term ending September 30, 2027. The Company designated the interest rate swap as a cash flow hedge upon meeting the hedging relationship criteria between the hedging instruments and the hedged item. There is an economic relationship as the critical terms of interest rate swap and the forecasted cash transactions match (i.e. payment dates, notional amounts, etc.). On March 31, 2024, the Company discontinued the hedge accounting since the future forecasted cash flows being hedged were no longer expected to occur because of the Company's debt refinancing. Accordingly, the deferred loss recorded in accumulated other comprehensive income (loss) of $2,785 was reclassified to finance costs in the consolidated statements of operations and a realized gain of $653 recorded in finance costs in the consolidated statements of operations for cash interest received on the swap. The liability was cash-settled.

[b] In April 2024, in conjunction with the refinancing of the Ares Credit Facility, the Company entered into several cross-currency swaps with different lenders to partially hedge the foreign currency and interest rate risk associated with the new US dollar denominated FY2024 Credit Facility. During October 2024, the Company unwound $20,444 (US$15,000) of the notional amount of it swaps following a voluntary prepayment in the previous quarter for the same amount. During fiscal year 2025, the Company also made additional mandatory prepayments of $2,397 (US$1,750) towards the FY2024 Credit Facility, which were already reflected in the swaps. The entire remaining notional amount of the $1,216,730 (US$888,250) FY2024 Credit Facility is covered under the swaps. The cross-currency swaps fix the US dollar denominated interest payments to Canadian dollars, as well as fix the interest rate on a portion of the notional amount. Details of the swaps are summarized below. At March 31, 2025, the change in fair value of $54,839 during the current period was recorded as a reduction in finance costs, net of costs incurred to unwind $20,444 (US$15,000) of the notional amount of swaps.

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

Below is a summary of the Company's cross-currency swaps at March 31, 2025:

Hedged insrument	**Principal / Notional amount (US$)**	**Maturity date**	**Rate**	**Hedged rate**	**Equivalent (CDN$)**	**Exchange rate**	**Maturity**
Term Loan B	333,250	2031	SOFR + 4.00%	3M CORRA + 4.784%	204,935	1.3731	2026 - 2028
				8.781%	44,454	1.3731	
				8.782%	104,943	1.3629	
				8.569%	101,266	1.3570	
2029 Senior Secured Note	555,000	2029	8.625%	8.330%	196,353	1.3731	2026 - 2028
				8.280%	151,041	1.3731	
				8.450%	125,387	1.3629	
				8.365%	288,351	1.3731	
Total	**888,250**				**1,216,730**		

11. Capital stock

[a] Authorized

The authorized share capital of the Company consists of an unlimited number of common shares.

[b] Issued and outstanding

	Common shares #	Common shares $
Balance, June 30, 2023	54,951	681,206
Stock options exercised [i]	110	802
Common shares cancelled under NCIB [ii]	(108)	(1,358)
Issuance of common shares, net of issuance costs [iii]	11,960	138,883
Balance, June 30, 2024	66,913	819,533
Stock options exercised [iv]	**246**	**4,533**
Balance, March 31, 2025	**67,159**	**824,066**

[i] During the fiscal year ended June 30, 2024, 110 stock options were exercised for cash proceeds of $527 and the related grant date fair value of the stock options of $275 was reclassified from contributed surplus to capital stock.

[ii] During the fiscal year ended June 30, 2024, the Company purchased and cancelled 108 common shares for total consideration of $1,473 as part of a normal course issuer bid. The Company recorded a revaluation loss of $4

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

through finance costs by unfavorably settling its liability under the normal course issuer bid at a higher average share price. The deficit of $111 paid over the carrying value of the share issuance was charged to deficit.

[iii] During the fiscal year ended June 30, 2024, the Company issued 11,960 new common shares through a bought deal offering for total gross consideration of $144,716. The share issuance costs were $5,833, resulting in net cash proceeds of $138,883.

[iv] During the nine months ended March 31, 2025, 246 stock options were exercised for cash proceeds of $2,471 and the related grant date fair value of the stock options of $2,062 was reclassified from contributed surplus to capital stock.

[c] Dividends

The Company paid $2,514 of dividends to shareholders during the nine months ended March 31, 2025 [2024 – $2,285] based on a quarterly dividend of $0.01875 per common share. Please refer to Note 20 for additional information.

12. Loss per share

The following table reflects the loss and share data used in the basic and diluted loss per share ["EPS"] calculations:

	Three months ended March 31,		Nine months ended March 31,	
	2025	**2024**	**2025**	**2024**
	$	$	$	$
Net loss attributable to the shareholders of the Company [basic]	**(21,659)**	(21,790)	**(49,087)**	(70,161)
Interest expense on convertible debentures, net of tax	**3,191**	—	**—**	—
Change in fair value of convertible debentures, net of tax	**(5,796)**	—	**—**	—
Net loss attributable to the shareholders of the Company [diluted]	**(24,264)**	(21,790)	**(49,087)**	(70,161)
Weighted average number of shares for basic EPS	**67,158**	62,006	**67,015**	57,282
Effects of dilution from:				
Convertible debentures	**6,537**	—	**—**	—
Weighted average number of shares adjusted for the effect of dilution	**73,695**	62,006	**67,015**	57,282
Basic EPS	**(0.32)**	(0.35)	**(0.73)**	(1.22)
Diluted EPS	**(0.33)**	(0.35)	**(0.73)**	(1.22)

For the three months ended March 31, 2025, 9,090 stock options [2024: 22,695] were excluded from the diluted weighted average number of shares calculation as their effect would have been anti-dilutive. For the three months ended March 31, 2024, 185,000 Original Debentures and 160,425 New Debentures were excluded from the diluted weighted average number of shares calculation as their effect would have been anti-dilutive. For the nine months ended March 31, 2025, 7,844 stock options, 185,000 Original Debentures and 160,425 New Debentures [2024: 20,158, 185,000 and 160,425 respectively] were excluded from the diluted weighted average number of shares calculation as their effect would have been anti-dilutive.

Notes to condensed consolidated interim financial statements

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

As at and for the three and nine months ended March 31, 2025, and 2024

13. Finance costs, net

The Company's finance costs for the three and nine months ended March 31, 2025 and 2024 are as follows:

		Three months ended March 31,		Nine months ended March 31,	
		2025	**2024**	**2025**	**2024**
	Note	$	$	$	$
Interest and accretion costs		**34,772**	36,289	**103,072**	114,142
Change in fair value of contingent consideration	5	**5,126**	—	**14,286**	649
Amendments to holdbacks during the period	5	—	—	**(4,020)**	—
Change in fair value of derivative asset	8	**7,656**	—	**(3,342)**	—
Unrealized foreign exchange (gain) loss on USD denominated debt	8	**(2,708)**	—	**57,720**	—
Change in fair value of convertible debentures	9	**(7,886)**	(9,078)	**12,385**	(936)
Change in fair value of cross-currency swaps	10	**(3,408)**	—	**(54,839)**	—
Interest income		**(1,990)**	—	**(7,091)**	—
Realized loss on settlement of Original Debentures	9	**—**	266	**—**	266
Unrealized loss on New Debentures swap	9	**—**	549	**—**	549
Realized gain on interest rate swap	10	**—**	(653)	**—**	(653)
Loss on discontinuation of hedge accounting on interest rate swap	10	**—**	2,680	**—**	2,680
Revaluation loss on shares bought back	11	**—**	—	**—**	4
Change in fair value of contingent consideration receivable		**—**	—	**—**	(2,446)
		31,562	30,053	**118,171**	**114,255**

14. Employee compensation

The Company's employee compensation for the three and nine months ended March 31,2025 and 2024 is as follows:

	Three months ended March 31,		Nine months ended March 31,	
	2025	**2024**	**2025**	**2024**
	$	$	$	$
Technology and operations	**17,330**	15,512	**51,929**	55,187
General and administrative	**5,677**	4,682	**15,804**	13,306
Sales and marketing	**3,237**	2,090	**8,491**	6,108
Acquisition, restructuring and other costs	**6,161**	3,160	**24,788**	6,551
	32,405	25,444	**101,012**	81,152

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

15. Acquisition, restructuring and other costs

The Company's acquisition, restructuring and other costs for the three and nine months ended March 31, 2025 and 2024 are as follows:

	Three months ended March 31,		Nine months ended March 31,	
	2025	**2024**	**2025**	**2024**
	$	$	$	$
Acquisition expenses	**664**	1,872	**5,283**	7,553
Reorganization, divesture, listing and other expenses	**7,096**	4,161	**38,175**	8,602
Restructuring	**3,518**	1,057	**6,511**	2,910
	11,278	7,090	**49,969**	19,065

Acquisition expenses, reorganization, divesture, listing and other expenses consists mainly of separation costs to the former Chief Executive Officer ["CEO"] [*refer note 16*], professional fees and integration costs. Restructuring expenses mainly represent employee exit costs because of synergies created due to business combinations and organizational changes.

The restructuring provision continuity for the period is as follows**:**

	$
Balance, June 30, 2024	1,966
Utilization (payments)	(3,736)
Net additions during the period	6,511
Balance, December 31, 2024	**4,741**

16. Related party transactions

The Company defines key management personnel as being the Board of Directors, the interim CEO and the executive leadership team. The remuneration of key management personnel, including severance during the period was as follows:

	Three months ended March 31,		Nine months ended March 31,	
	2025	**2024**	**2025**	**2024**
	$	$	$	$
Salaries and benefits	**5,339**	1,833	**10,759**	5,750
CEO separation costs	**—**	—	**10,800**	—
Stock-based compensation	**146**	8,082	**11,173**	17,043
CEO stock-based compensation recovery	**—**	—	**(51,137)**	—
	5,485	9,915	**(18,405)**	22,793

CEO stock-based compensation recovery relates to forfeited stock options belonging to the Company's former CEO.

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

17. Contingencies and commitments

In the ordinary course of business, from time to time, the Company is involved in various claims related to operations, rights, commercial, employment or other claims. Although such matters cannot be predicted with certainty, management does not consider the Company's exposure to these claims to be material to these condensed consolidated interim financial statements.

18. Fair value measurement

The fair values of cash and cash equivalents, trade and other receivables, accounts payable and accrued liabilities and customer advances approximate their carrying values due to the immediate or short-term maturity of these financial instruments. The fair value of holdbacks approximates their carrying value as these are due within 26 months. The fair value of Term Loan B and the New Revolving Facility approximates its carrying value due to the variable component of interest rate. The fair value of the Senior Secured 2029 Notes differs from their carrying value due to the current interest rate environment. Observable trades indicate a fair value for the Senior Secured 2029 Notes of approximately $103 to $104 for every $100-dollar notional amount. The Company measures its Convertible Debentures, derivatives and contingent consideration on acquisitions at fair value.

All assets and liabilities for which fair value is measured or disclosed in these condensed consolidated interim financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 – Quoted [unadjusted] market prices in active markets for identical assets or liabilities.
Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

Convertible Debentures, contingent consideration on acquisitions, contingent receivables and embedded prepayment option related to the Senior Secured 2029 Notes prepayment features are classified as Level 3 financial instruments. The derivative assets related to cross-currency swaps and the Senior Secured 2029 Notes are classified as a Level 2 financial instrument. Changes in the fair value of swaps are based on calculations and valuation models using observable market rates adjusted for applicable credit risk. The Convertible Debentures transferred from Level 2 to Level 3 during the fiscal year 2024, with the entirety of the balance of aggregate principal of $345,425 being transferred following the January 2024 substantial issuer bid.

Summary of Level 3 key inputs:

	Convertible Debt	**Contingent Receivable**	**Contingent earnouts**	**Embedded prepayment option**
Risk-free rate	**2 - 3%**	**2 - 5%**	*Based on operational and sales data*	USD SOFR Curve
Discount rate	**5 - 11%**	**14 - 19%**		3.54% + USD SOFR
Stock price volatility	**60 - 65%**	**—**		**—**
Asset volatility	**—**	**35 - 40%**		**—**

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

A change in unobservable inputs, namely the discount rate, by 1% will result in the following changes in fair value:

	Convertible Debt	Contingent Receivable	Embedded prepayment option
1% change in discount rates	$5,451	$nil	$2,614

The fair value of contingent consideration depends on the acquired businesses meeting certain performance obligations, such as the successful completion of integration activities, as well as meeting certain sales targets over a fixed measurement period.

See Notes 8 and 10 for additional details on the Derivative Asset and derivative liability.

19. Segment information

The Company's interim CEO has been identified as the chief operating decision maker ["CODM"]. The CODM reviews financial information, makes decisions and assesses the performance of the Company as a single operating segment.

The Company operates in multiple geographic regions, being Canada, UK and Ireland, Australia and other. The following tables present details on revenues derived and details on property and equipment and intangible assets domiciled in the following geographical locations.

Revenue based on the geographic locations for the three and nine months ended March 31, 2025, and 2024 are as follows:

	Three months ended March 31,		Nine months ended March 31,	
	2025	**2024**	**2025**	**2024**
	$	$	$	$
Canada	**60,709**	63,317	**198,396**	196,514
UK and Ireland	**29,755**	28,023	**90,847**	83,619
Australia	**16,843**	14,425	**51,345**	47,275
Other	**1,019**	1,553	**8,361**	10,172
	108,326	107,318	**348,949**	337,580

Revenue based on the core product lines for the three and nine months ended March 31, 2025, and 2024 are as follows:

	Three months ended March 31,		Nine months ended March 31,	
	2025	**2024**	**2025**	**2024**
	$	$	$	$
Legal Software	**84,112**	86,246	**274,281**	272,850
Banking Technology	**24,214**	21,072	**74,668**	64,730
	108,326	107,318	**348,949**	337,580

[Expressed in thousands of Canadian dollars and thousands of shares, except per share amounts and as otherwise stated]

Property and equipment and intangible assets by geographic region as at March 31, 2025, and June 30, 2024, are as follows:

	Canada	UK and Ireland	Australia	Other	Total
	$	$	$	$	$
June 30, 2024					
Property and equipment	3,145	1,799	1,605	357	6,906
Intangible assets	549,438	167,600	59,432	12,087	788,557
March 31, 2025					
Property and equipment	**2,404**	**3,543**	**1,451**	**630**	**8,028**
Intangible assets	**480,747**	**156,918**	**85,179**	**11,176**	**734,020**

20. Subsequent events

Declared dividend

On May 13, 2025, the Board of Directors approved a dividend for the three months ending March 31, 2025, in the amount of $0.01875 per common share, to be paid on or about May 27, 2025, to holders of common shares of record as of the close of business on May 21, 2025.

Swap extension

During April 2025, the Company amended certain cross-currency swaps to extend their maturity dates. The revised summary of the Company's cross-currency swaps is as follows:

Hedged insrument	Principal / Notional amount (US$)	Maturity date	Rate	Hedged rate	Equivalent (CDN$)	Exchange rate	Maturity
Term Loan B	333,250	2031	SOFR + 4.00%	3M CORRA + 4.784%	204,935	1.3731	2026 - 2028
				7.824%	44,716	1.3812	
				8.782%	104,943	1.3629	
				6.406%	105,826	1.4181	
2029 Senior Secured Note	555,000	2029	8.625%	8.330%	196,353	1.3731	2026 - 2028
				8.020%	151,932	1.3812	
				8.450%	125,387	1.3629	
				8.365%	288,351	1.3731	
Total	**888,250**				**1,222,443**		

Loans and Borrowings

Subsequent to March 31, 2025, the Company has drawn a net amount of $13,000 from its New Revolving Facility.