



DIAGNOS Inc.

Consolidated Financial Statements

Years ended March 31, 2026 and March 31, 2025

Independent Auditor's Report

**Raymond Chabot
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To the Shareholders of
Diagnos Inc.

Opinion

We have audited the consolidated financial statements of Diagnos Inc. (hereafter “the Company”), which comprise the consolidated statements of financial position as at March 31, 2026 and 2025, and the consolidated statements of loss and comprehensive loss, the consolidated statements of changes in equity and the consolidated statements of cash flows for the years then ended, and notes to consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2026 and 2025, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standard Board (hereafter “IFRS Accounting Standards”).

Basis for opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the “Auditor’s responsibilities for the audit of the consolidated financial statements” section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to Note 1 to the consolidated financial statements, which indicates the existence of a material uncertainty that may cast significant doubt about the Company’s ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial

statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Except for the matter described in the “Material uncertainty related to going concern” section, we have determined that there are no key audit matters to communicate in our report.

Information other than the consolidated financial statements and the auditor’s report thereon

Management is responsible for the other information. The other information comprises the information included in Management’s Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management’s Discussion and Analysis prior to the date of this auditor’s report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditor’s report. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company’s financial reporting process.

Auditor’s responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation;
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to

communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are, therefore, the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Karine Desrochers.

Raymond Chabot Grant Thornton LLP¹

Montréal
June 11, 2026

¹ CPA auditor, public accountancy permit no. A127023

DIAGNOS Inc.
Consolidated Statements of Financial Position
(amounts in Canadian dollars)

		As at March 31,	
		2026	2025
	Note	\$	
ASSETS			
Current			
Cash		310,012	88,722
Investments	5	1,616,779	3,146,656
Accounts receivable	6	212,384	170,444
Prepaid expenses		60,986	60,092
		<u>2,200,161</u>	<u>3,465,914</u>
Non-current			
Capital assets	7	<u>190,369</u>	<u>170,190</u>
Total assets		<u>2,390,530</u>	<u>3,636,104</u>
LIABILITIES			
Current			
Accounts payable and accrued liabilities	8	301,987	331,321
Loans	9	188,099	146,413
Leases	10	103,568	94,206
Convertible debentures	11	884,274	2,545,017
		<u>1,477,928</u>	<u>3,116,957</u>
Non-current			
Loans	9	138,858	201,958
Leases	10	86,847	84,079
		<u>225,705</u>	<u>286,037</u>
Total liabilities		<u>1,703,633</u>	<u>3,402,994</u>
SHAREHOLDERS' EQUITY			
Share capital	12	49,626,253	44,964,173
Reserve	13	10,475,898	10,129,647
Deficit		(59,488,590)	(54,933,391)
Foreign exchange differences		73,336	72,681
		<u>686,897</u>	<u>233,110</u>
Total liabilities and shareholders' equity		<u>2,390,530</u>	<u>3,636,104</u>

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

(signed) André Larente
Director

DIAGNOS Inc.

Consolidated Statements of Loss and Comprehensive Loss

(amounts in Canadian dollars)

		Year ended March 31,	
	Note	2026	2025
		\$	
Revenue	14	65,478	103,797
Cost of services	15	(55,464)	(53,744)
Gross margin		10,014	50,053
Expenses			
Research and development		1,496,746	993,614
Sales and marketing		1,094,081	1,240,791
General and administration		1,682,147	1,639,774
	16	4,272,974	3,874,179
Loss before other income and interest expense		(4,262,960)	(3,824,126)
Other income	17	93,193	131,627
Interest expense	18	(385,432)	(593,950)
Net loss		(4,555,199)	(4,286,449)
Other comprehensive income items			
Item that will be subsequently transferred to profit or loss			
Net change in foreign exchange translation		655	271
Net loss and comprehensive loss		(4,554,544)	(4,286,178)
Basic and diluted net loss per share		(0.04)	(0.05)
Weighted-average number of common shares outstanding		107,879,603	88,278,561

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

DIAGNOS Inc.
Consolidated Statements of Changes in Equity
(amounts in Canadian dollars)

Year ended March 31, 2026

	Share capital	Reserve	Deficit	Foreign exchange differences	Total shareholders' equity
	\$				
Balance, beginning of year	44,964,173	10,129,647	(54,933,391)	72,681	233,110
Net loss	-	-	(4,555,199)	-	(4,555,199)
Other comprehensive loss items	-	-	-	655	655
Issuance of common shares	5,221,243	-	-	-	5,221,243
Issuance of warrants	-	86,423	-	-	86,423
Conversion options	152,972	(130,172)	-	-	22,800
Issue expenses	(712,135)	(3,077)	-	-	(715,212)
Stock-based compensation expense	-	393,077	-	-	393,077
Balance, end of year	49,626,253	10,475,898	(59,488,590)	73,336	686,897

Year ended March 31, 2025

	Share capital	Reserve	Deficit	Foreign exchange differences	Total shareholders' equity
	\$				
Balance, beginning of year	37,700,406	9,822,278	(50,646,942)	72,410	(3,051,848)
Net loss	-	-	(4,286,449)	-	(4,286,449)
Other comprehensive loss items	-	-	-	271	271
Issuance of common shares	7,455,708	(5,313)	-	-	7,450,395
Issuance of warrants	-	24,500	-	-	24,500
Issue expenses	(191,941)	-	-	-	(191,941)
Stock-based compensation expense	-	288,182	-	-	288,182
Balance, end of year	44,964,173	10,129,647	(54,933,391)	72,681	233,110

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

DIAGNOS Inc.
Consolidated Statements of Cash Flows
(amounts in Canadian dollars)

	Note	Year ended March 31,	
		2026	2025
		\$	
Cash flows from operating activities			
Net loss		(4,555,199)	(4,286,449)
Items not affecting cash			
Depreciation of capital assets		129,463	128,428
Accretion on leases		16,110	21,174
Accretion on convertible debentures		156,532	268,108
Accretion on governmental loan		17,345	18,750
Governmental grant amortization		(13,033)	(13,033)
Stock-based compensation expense		393,077	288,182
Gain on amendment to convertible debentures		(23,818)	(56,367)
		(3,879,523)	(3,631,207)
Net interest		198,175	235,173
Net change in operating working capital items	20	(72,168)	(241,418)
		(3,753,516)	(3,637,452)
Cash flows from investing activities			
Proceeds from disposal of investments		4,500,000	1,900,000
Acquisition of investments		(3,000,000)	(5,000,000)
Interest on investments		72,957	3,572
Additions to capital assets		(11,061)	(13,723)
		1,561,896	(3,110,151)
Cash flows from financing activities			
Issuance of common shares and stock warrants			
net of expenses		3,593,718	7,282,954
Expenses related to the issuance of convertible debentures			
and stock warrants		(1,921)	-
Repayment of convertible debentures		(765,000)	(220,000)
Lease payments		(142,561)	(134,790)
Repayment of loans		(25,726)	(25,724)
Expenses related to amendment of debentures and stock warrants		(5,000)	-
Payment of interest		(241,255)	(285,401)
		2,412,255	6,617,039
Net change in cash		220,635	(130,564)
Cash at beginning of year		88,722	219,015
Effect of changes in foreign exchange rates		655	271
Cash at end of year		310,012	88,722

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

DIAGNOS Inc.

Notes Consolidated Financial Statements

March 31, 2026 and March 31, 2025

(amounts in Canadian dollars)

1. Going concern assumption

These consolidated financial statements have been prepared on a going concern basis, which assumes that the Corporation will continue to operate for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business. However, there exist material uncertainties which cast significant doubt about the ability of the Corporation to continue as a going concern. The Corporation has not realized an annual profit since its inception. For the year ended March 31, 2026, the Corporation is reporting a net loss of \$4,555,199 (\$4,286,449 for the year ended March 31, 2025) and a cumulative deficit of \$59,488,590 as at the same date (\$54,933,391 as at March 31, 2025). To address these uncertainties, the Corporation is evaluating the implementation of some or all of the following measures:

- Additional financing
- Debt renegotiation
- Mergers & acquisitions opportunities

The Corporation believes that if it were to be successful in implementing some or all of the above risk mitigating measures, it will be able to continue as a going concern. There remain significant risk and uncertainty associated with implementing any of these measures which are dependent on a number of factors of which some may be outside of the Corporation's control.

As at March 31, 2026, the Corporation is current in its payroll taxes remittances and is not in default with regards to its debt.

2. Statutes of incorporation and nature of activities

DIAGNOS Inc. ("the Corporation") is incorporated under the Canada Business Corporations Act and the subsidiaries under the applicable regulations in their respective countries. The main office is located at 7005 Taschereau Blvd, Suite 265, Brossard, Quebec, Canada. The shares of the Corporation are listed on the TSX Venture Exchange.

The Corporation provides software-based services to assist health specialists in the detection of certain eye-related pathologies.

These consolidated financial statements have been approved and authorized for filing by the Board of Directors of the Corporation on June 11, 2026.

3. Basis of consolidation, statement of compliance with IFRS accounting standards and summary of material accounting policies

Basis of consolidation

These consolidated financial statements include the accounts of the Corporation and those of its subsidiaries. Subsidiaries consist of entities over which the Corporation has right, or is exposed, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Subsidiaries' financial statements are included in the consolidated financial statements from the date that control commences until the date that control ceases. Subsidiaries' year end and accounting policies are aligned with those adopted by the Corporation.

Percentage of interest in the Corporation's subsidiaries is as follows:

Name of entity	Location of entity	Percentage of ownership
Diagnos Internacional SA de CV	Mexico	99.8%
Diagnos Healthcare (India) Private Limited	India	99.74%

Inter-company transactions and balances and any unrealized revenue and expense are eliminated in preparing the consolidated financial statements.

DIAGNOS Inc.
Notes Consolidated Financial Statements

March 31, 2026 and March 31, 2025

(amounts in Canadian dollars)

3. Basis of consolidation, statement of compliance with IFRS accounting standards and summary of material accounting policies (continued)

Summary of material accounting policies

These consolidated financial statements were prepared in accordance with International Financial Reporting Standards ("IFRS Accounting Standards") accounting standards as issued by the International Accounting Standards Board. These policies have been applied throughout the year unless otherwise stated. The following is a list of the material accounting policies.

a) General

The consolidated financial statements have been prepared and measured at historical cost, except for certain financial instruments that are measured at fair value as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for the assets acquired and liabilities assumed. The reporting currency, as well as the functional currency, is the Canadian dollar.

b) Revenue recognition

The Corporation operates in one reportable segment; healthcare services.

Revenue from healthcare services typically arises from CARA (Computer Assisted Retina Analysis), a web-based software tool used by healthcare professionals principally for the detection of diabetic retinopathy. CARA services usually include sales support for the duration of the contract. In some cases, revenue may also arise from added services such as providing workforce to a client for the customization and the deployment of CARA. The Corporation accounts for the different services separately if they are distinct and the selling prices can be reasonably estimated.

The Corporation also renders various consulting services in the fields of data analysis and artificial intelligence.

Revenue from healthcare services and consulting services are recognized when service is rendered to a customer, over the period in which the services are rendered. Revenue is measured based on the consideration specified in a contract with a customer and excludes sales tax amounts and other amounts collected on behalf of third parties. Billing of services is usually done on a monthly basis. In some occasions, contract assets representing unbilled services rendered are presented under "Accounts receivable" in the consolidated statements of financial position. Contract liabilities representing amounts invoiced before the recognition of services or goods are presented under "Deferred revenue" in the consolidated statements of financial position.

Government assistance and grants

A government assistance and grants are recognized when there is reasonable assurance that (i) the Corporation has complied with all applicable conditions and (ii) the money will be received.

A grant related to assets is presented in the consolidated statement of financial position by deducting the grant in arriving at the carrying amount of the asset. A grant related to expenses is presented as other income in the consolidated statement of loss and comprehensive loss.

Government assistance resulting from the Canada Emergency Wage Subsidy program may be examined by the tax authorities. Retroactive application clarifications were introduced after the program was announced and some rules may be interpreted differently by the tax authorities, which may result in differences between amounts granted and amounts recorded in these financial statements.

c) Interest

Interest is accounted for using the effective interest method. The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

3. Basis of consolidation, statement of compliance with IFRS accounting standards and summary of material accounting policies (continued)

d) Investment tax credits

The Corporation records investment tax credits when it believes it has complied with the eligibility requirements as set out in the income tax legislation of Canada and its provinces and collection is reasonably assured. Refundable investment tax credits are presented in reduction of research and development expenses in the consolidated statements of loss and comprehensive loss. Investment tax credits related to capital expenditures are recorded as reductions of capital assets.

e) Capital assets and depreciation

Capital assets are stated at historical cost less accumulated depreciation, impairment losses and related tax credits. Historical cost includes all costs directly attributable to the acquisition. Computer equipment cost includes software that is integral to its functionality.

Useful lives, residual values and depreciation methods are reviewed at each year-end. Such a review takes into consideration the nature of the assets, their intended use and technological changes.

Depreciation of capital assets is provided on parts that have homogenous lives by using the straight-line method over the estimated useful lives, as follows:

	<u>Annual rates</u>
Office furniture and equipment	20%
Computer and medical equipments	50%
Right-of-use assets	Lease term

f) Income taxes

The Corporation uses the liability method of accounting for income tax. Under this method, future income tax assets and liabilities are determined based on deductible or taxable temporary differences between financial statement values and tax values of assets and liabilities using enacted or substantially enacted income tax rates expected to be in effect for the period in which the differences are expected to reverse. To the extent that it is not probable that taxable profit will be available against which the deductible temporary differences and unused tax losses can be utilized, the deferred tax asset is not recognized.

g) Stock-based compensation

Stock-based compensation is recorded as an expense in the consolidated statements of loss and comprehensive loss, using the fair value obtained by applying the Black - Scholes option pricing model, with a corresponding credit to reserve. The compensation expense is amortized according to the graded vesting method over the vesting period. Upon exercise of stock options, the accumulated compensation is reduced from reserve and added to share capital.

3. Basis of consolidation, statement of compliance with IFRS accounting standards and summary of material accounting policies (continued)

h) Equity

Share capital is recorded at the subscribed value of the shares issued less issuance costs. Proceeds from unit placements are allocated between share and warrants according to the residual value method, where the difference between the fair value and issue price of the share when warrants are issued is allocated to the warrants.

Reserve is composed of stock-based compensation, issuance of conversion options and issuance of stock warrants less accumulated stock-based compensation on exercise of stock options.

Foreign exchange differences comprise foreign currency translation differences arising from the translation of financial statements of the Corporation's foreign entities into Canadian dollars.

Deficit includes the losses from the current year and prior years.

Costs related to the issuance of common shares, stock warrants or stock options are recorded in equity net of tax.

i) Financial instruments

The following table below presents the measurement categories for each class of the Corporation's financial assets and financial liabilities.

Description	Category
Cash and investments	Financial assets at amortized cost
Accounts receivable, except tax credits and sales taxes	Financial assets at amortized cost
Accounts payable and accrued liabilities (except salaries and benefits and sales taxes), loans and convertible debentures	Financial liabilities at amortized cost

The Corporation aggregates its financial instruments into classes based on their nature and characteristics. Management determines the classification when the instruments are initially recognized, which is normally on the date of the transaction. Transaction costs related to financial instruments are measured initially at fair value and are added to the carrying value of the asset or netted against the carrying value of the liability.

The following is a description of the policies for subsequent measurement of financial assets and financial liabilities.

Financial assets at amortized cost

These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

Financial liabilities at amortized cost

These liabilities are subsequently measured at amortized cost using the effective interest method. Interest expenses, foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is recognized in profit or loss.

3. Basis of consolidation, statement of compliance with IFRS accounting standards and summary of material accounting policies (continued)

Component parts of compound instruments

The component parts of compound instruments, such as convertible debentures, issued by the Corporation are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangement and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Corporation's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recorded as a liability on an amortized cost basis using the effective interest rate method until extinguished upon conversion or at the instrument's maturity date.

The values of component parts classified as equity are determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This is recognized and included in equity, net of income tax effects, and is not subsequently remeasured.

Impairment of financial assets

The Corporation uses the expected credit losses impairment model with respect to its financial assets carried at amortized Cost. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since the initial recognition of the respective financial instrument. The Corporation accounts for expected credit losses over the life of financial assets measured at amortized cost. Expected credit losses over the life of the asset are expected credit losses for all of the default events that a financial instrument may experience over its expected life. The assessment of expected credit losses reflects reasonable and justifiable information about past events, current circumstances and forecasts of events and economic conditions and takes into account the factors specific to the accounts receivable, the general condition of the economy and a current as well as expected appreciation of the conditions prevailing at the financial position date, including the time value of the money, if any.

j) Leases

For any new contract entered into, the Corporation considers whether a contract is, or, contains a lease. A lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. To apply this definition the Corporation assesses whether the contract meets three key evaluations which are whether:

- a. the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Corporation,
- b. the Corporation has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract, and
- c. the Corporation has the right to direct the use of the identified asset throughout the period of use.

3. Basis of consolidation, statement of compliance with IFRS accounting standards and summary of material accounting policies (continued)

Measurement and recognition of leases

At lease commencement date, the Corporation recognises a right-of-use asset and a lease liability on the financial position statement. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Corporation, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Corporation depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Corporation also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Corporation measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Corporation's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Corporation has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

k) Standards, amendments and interpretations to existing standards that are not yet effective and have not been adopted early by the Corporation

At as the date of authorisation of these consolidated financial statements, several new, but not yet effective, standards and amendments to existing standards, and interpretations have been published by the International Accounting Standards Board. None of these standards or amendments to existing standards have been adopted early by the Corporation. Management anticipates that all relevant pronouncements will be adopted for the first period beginning on or after the effective date of the pronouncement. New standards, amendments and interpretations not adopted in the current year and not disclosed hereafter are not expected to have a material impact on the Corporation's financial statements.

IFRS 18, 'Presentation and Disclosure in Financial Statements'. The new requirements introduced in IFRS 18 will help to achieve comparability of the financial performance of similar entities, especially related to how 'operating profit or loss' is defined. The new disclosures required for some management-defined performance measures will also enhance transparency. Key changes in IFRS 18 include the introduction of a defined structure for the profit and loss statement including new defined categories (operating, investing, financing, income taxes and discontinued operations), required sub-totals (including 'operating income or loss', 'profit or loss' and 'profit or loss before financing and income taxes'). Other changes resulting from IFRS 18 include the requirement to disclose management defined performance measures, expenses by nature (if companies disclose their profit and loss statement by function), and enhanced guidance on the principles of aggregation and disaggregation of line items between the primary financial statements and the notes thereto. The new standard will be effective for annual reporting periods beginning on or after 1 January 2027, including for interim financial statements. Retrospective application is required, and so comparative information needs to be prepared under IFRS 18. The Corporation has not yet assessed the impact of this new standard on its financial reporting.

3. Basis of consolidation, statement of compliance with IFRS accounting standards and summary of material accounting policies (continued)

k) Standards, amendments and interpretations to existing standards that are not yet effective and have not been adopted early by the Corporation (continued)

Amendments to IFRS 9 and IFRS 7 'Amendments to the Classification and Measurement of Financial Instruments'. The amendments are:

- Derecognition of a financial liability settled through electronic transfer

The amendments permit an entity to deem a financial liability (or part of a financial liability) that is settled using an electronic payment system to be discharged (and derecognised) before the settlement date if specified criteria are met. If an entity elects to apply this accounting policy, it must do so for all settlements made through the same electronic payment system.

- Classification of financial assets

- Contractual terms that are consistent with a basic lending arrangement
The amendments provide guidance on how an entity should assess whether contractual cash flows of a financial asset are consistent with a basic lending arrangement. This is intended to assist an entity to apply the requirements for assessing contractual cash flow characteristics to financial assets with features linked to environmental, social and governance (ESG) concerns.
- Assets with non-recourse features
The amendments enhance the description of the term 'non-recourse', in particular to specify that a financial asset has non-recourse features if an entity's ultimate right to receive cash flows is contractually limited to the cash flows generated by specified assets.
- Contractually linked instruments
The amendments clarify the characteristics of contractually linked instruments that distinguish them from other transactions. Specifically, the amendments highlight that in such instruments a prioritisation of payments to the holders of financial assets using multiple contractually linked instruments (tranches) is established through a waterfall payment structure, resulting in concentrations of credit risk and a disproportionate allocation of losses between the holders of different tranches. The amendments also note that not all transactions with multiple debt instruments meet the criteria of transactions with multiple contractually linked instruments. In addition, the amendments clarify that the reference to instruments in the underlying pool can include financial instruments that are not within the scope of the classification requirements.

- Disclosures

- Investments in equity instruments designated at Fair Value Through Other Comprehensive Income (FVOCI)
The requirements in IFRS 7 are amended to require an entity to disclose the fair value gain or loss presented in other comprehensive income during the period, showing separately the fair value gain or loss that relates to investments derecognised in the period and the fair value gain or loss that relates to investments held at the end of the period.
- Contractual terms that could change the timing or amount of contractual cash flows
The amendments require an entity to disclose the contractual terms that could change the timing or amount of contractual cash flows on the occurrence (or non-occurrence) of a contingent event that does not relate directly to changes in a basic lending risks and costs. The requirements apply to each class of financial asset measured at amortised cost or FVOCI and each class of financial liability measured at amortised cost.

The amendments are effective for annual reporting periods beginning on or after 1 January 2026 with earlier application permitted. The Corporation has not yet assessed the impact of this new standard on its financial reporting.

4. Critical accounting judgments and key sources of estimation uncertainty

In the application of the Corporation's significant accounting policies, management is required to make judgments, estimates, and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from those estimates.

The following are the critical accounting judgments and the key estimates concerning the future, and other key sources of estimation uncertainty at the end of the reporting year, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

a) Going concern

The Corporation's ability to continue as a going concern is dependent on securing additional and immediate financing and on achieving and maintaining profitable operations. Management has to assess the outcome of these matters when preparing the Corporation's consolidated financial statements.

b) Tax credits on research and development expenses

The Corporation's receivables include refundable tax credits on research and development (R&D) expenses. Management has to make a critical judgment related to the eligibility of R&D expenses with regards to the provisions of the current tax credits programs.

c) Stock-based compensation

Stock-based compensation involves the valuation of grants of stock options. The Corporation relies on the fair value obtained by applying the Black - Scholes option pricing model. This model requires making assumptions related to the risk-free interest rate (with a term that matches the expected life of the options), the expected stock price volatility, the expected life of the options and the expected dividend yield on the Corporation's shares. Management also has to estimate the number of options that will eventually vest. Management relies on past experience to make these estimates.

d) Recognition of deferred tax assets

The extent to which deferred tax assets can be recognized is based on an assessment of the probability that future taxable income will be available against which the deductible temporary differences and tax loss carry-forwards can be utilised. In addition, significant judgment is required in assessing the impact of any legal or economic limits or uncertainties in various tax jurisdictions.

e) Fair value of financial instruments

Financial instruments are initially recorded at fair value. In the absence of active markets in the evaluation of financial assets and financial liabilities, the Corporation relies on evaluation techniques based on inputs that are not based on observable market data which could cause the actual results to differ from the estimates.

f) Leases

Recognising leases requires judgment and use of estimates and assumptions. Judgment is used to determine whether there is reasonable certainty that a lease extension or cancellation option will be exercised. Furthermore, management estimates are used to determine the lease terms and the appropriate interest rate to establish the lease liability.

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5. Investments

	As at March 31,	
	2026	2025
	\$	
Guaranteed investment certificates	1,616,779	3,146,656

As at March 31, 2026			
Type	Interest rate	Expiry	Amount (\$)
Cashable	2.25%	December 11, 2026	1,616,779

As at March 31, 2025			
Type	Interest rate	Expiry	Amount (\$)
Cashable	3.50%	September 25, 2025	1,128,950
Non-cashable	2.75%	May 7, 2025	1,014,116
Non-cashable	3.05%	August 18, 2025	1,003,590
			3,146,656

The following table presents a reconciliation of changes in short-term investments.

	Year ended March 31,	
	2026	2025
	\$	
Balance, beginning of year	3,146,656	-
Acquisitions	3,000,000	5,000,000
Proceeds from disposals	(4,500,000)	(1,900,000)
Accrued interests	(29,877)	46,656
Balance, end of year	1,616,779	3,146,656

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6. Accounts receivable

	As at March 31,	
	2026	2025
	\$	
Customers	10,195	10,412
Tax credits on research and development expenses	140,850	73,843
Demand loan bearing annual interest rate of 4%	2,399	20,000
Advances, no interest bearing	17,522	17,983
Sales taxes	40,005	46,892
Others	1,413	1,314
	212,384	170,444

All amounts are due in the short term. The net carrying amounts are a reasonable approximation of their fair value.

Accounts receivable from customers are presented net of an allowance for expected credit loss of \$1,305 (\$4,805 as at March 31, 2025). The allowance for expected credit loss represents the Corporation's estimates of incurred losses arising from the failure or inability of customers to make payments when due. The expected credit losses is presented net of customers balance at year end and reported under "General and administration" in the consolidated statement of loss and comprehensive loss.

The following table presents a reconciliation of changes in allowance for expected credit loss.

	Year ended March 31,	
	2026	2025
	\$	
Balance, beginning of year	4,805	-
Amount receivable from one customer	-	4,805
Amount recovered from one customer	(3,500)	-
Balance, end of year	1,305	4,805

7. Capital assets

The following tables disclose a reconciliation of changes in capital assets.

Year ended March 31, 2026					
	Right-of-use assets				
	Office furniture and equipment	Computer and Medical equipments	Computer equipment - lease	Head office - lease	Total
	\$				
Cost, beginning of year	59,918	1,062,110	354,607	304,467	1,781,102
Additions	1,814	9,247	-	138,581	149,642
Expired	-	-	-	(304,467)	(304,467)
Cost, end of year	61,732	1,071,357	354,607	138,581	1,626,277
Accumulated depreciation, beginning of year	59,918	1,049,518	223,519	277,957	1,610,912
Depreciation	685	12,269	56,149	60,360	129,463
Expired	-	-	-	(304,467)	(304,467)
Accumulated depreciation, end of year	60,603	1,061,787	279,668	33,850	1,435,908
Net carrying value at end of year	1,129	9,570	74,939	104,731	190,369
Year ended March 31, 2025					
	Right-of-use assets				
	Office furniture and equipment	Computer and Medical equipments	Computer equipment - lease	Head office - lease	Total
	\$				
Cost, beginning of year	59,918	1,048,387	326,623	304,467	1,739,395
Additions	-	13,723	27,984	-	41,707
Cost, end of year	59,918	1,062,110	354,607	304,467	1,781,102
Accumulated depreciation, beginning of year	59,918	1,031,845	174,245	216,476	1,482,484
Depreciation	-	17,673	49,274	61,481	128,428
Accumulated depreciation, end of year	59,918	1,049,518	223,519	277,957	1,610,912
Net carrying value at end of year	-	12,592	131,088	26,510	170,190

8. Accounts payable and accrued liabilities

	As at March 31,	
	2026	2025
	\$	
Suppliers and accrued liabilities	163,951	173,190
Interests	16,335	62,144
Salaries and benefits	121,701	95,987
	301,987	331,321

9. Loans

	As at March 31,	
	2026	2025
	\$	
Unsecured demand loans	125,000	125,000
Secured interest-free loan	143,628	169,353
fair value discount	(54,489)	(71,833)
deferred grant	72,818	85,851
Bank loan	40,000	40,000
	326,957	348,371
Current	188,099	146,413
Non-current	138,858	201,958

The unsecured demand loans totalling \$125,000 bear interest at the annual rate of 10% and are payable upon demand.

The secured interest-free loan of \$143,628 (March 31, 2025 - \$169,353) will mature in October 2031. Monthly payments amount to \$2,144. The loan has an effective interest rate of 18.43%.

The bank loan of \$40,000 was provided under the Canada Emergency Business Account (CEBA) program. The loan bears interest at an annual rate of 5% and is payable on December 31, 2026.

The following table presents a reconciliation of changes in loans.

	Year ended March 31,	
	2026	2025
	\$	
Balance, beginning of year	348,371	368,378
Repayment	(25,726)	(25,724)
Accretion	17,345	18,750
Amortization of grant	(13,033)	(13,033)
Balance, end of year	326,957	348,371

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10. Leases

	As at March 31,	
	2026	2025
	\$	
Finance leases	190,415	178,285
Current	103,568	94,206
Non-current	86,847	84,079

During the quarter ended September 30, 2025, the Corporation signed a new lease for its head office for a term of 24 months ending August 31, 2027. As a result, an amount of \$138,581 has been recognized as a right-of-use asset and was calculated based on the following assumptions:

Maturity:	24 months
Effective interest rate:	9.43%
Monthly payments:	\$6,359

During the quarter ended March 31, 2025, the Corporation entered into one lease agreement for computer equipment. The minimum monthly payment amounts to \$832 for a term of 36 months ending in February 2028. The cost of the equipment under the lease of \$27,984 is included in capital assets as part of right-of-use assets.

The following table presents a reconciliation of changes in leases.

	Year ended March 31,	
	2026	2025
	\$	
Balance, beginning of year	178,285	263,917
Office space	138,581	-
Computer equipment	-	27,984
Accretion	16,110	21,174
Payments	(142,561)	(134,790)
Balance, end of year	190,415	178,285

Contractual undiscounted cashflows under lease liabilities are as follows:

	Year ended March 31,	
	2026	2025
	\$	
Within one year	115,768	98,872
1 to 2 years	76,785	39,465
2 to 5 years	12,283	50,916
Total	204,836	189,253

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10. Leases (continued)

The following table discloses other amounts recognized in profit or loss.

	Year ended March 31,	
	2026	2025
	\$	
Interest on lease liabilities	16,110	21,175
Short-term leases	1,723	8,463
	17,833	29,638

11. Convertible debentures

	As at March 31,	
	2026	2025
	\$	
Unsecured convertible debentures	910,000	2,675,000
Fair value discount	(23,746)	(121,847)
Issue expenses	(1,980)	(8,136)
	884,274	2,545,017

The unsecured convertible debentures bear interest at 10%, mature at various dates until March 26, 2027. They are convertible into common shares of the Corporation at the holders' option at conversion prices varying between \$0.28 and \$0.37

During the quarter ended March 31, 2026, the Corporation amended the terms of unsecured convertible debentures (each, an "Q4-Amended Debenture") for an aggregate value of \$510,000, which were due for repayment on March 1, 2026. The Q4-Amended Debentures bear interest at an annual rate of 10% and will mature on March 1, 2027. At the sole option of the Amended Debenture holder, the principal amount of the Amended Debentures may be converted at any time during the term into common shares of the Corporation at a price of \$0.32 per common share (\$0.38 as at March 31, 2025).

The fair value of the Q4-Amended Debentures has been established at \$489,417 using the discounted cash flows valuation method with the following weighted average assumptions:

Maturity:	1 year	Nominal interest rate:	10%
Interest payment frequency:	2 per year	Effective interest rate:	14.38%

The difference of \$20,583 between the nominal value of \$510,000 and the fair value of \$489,417 has been allocated to the conversion options.

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11. Convertible debentures (continued)

During the quarter ended September 30, 2025, as part of a private placement of units comprised of unsecured convertible debentures and stock warrants, the Corporation issued 10 unsecured convertible debentures (each a "Q2-Debenture") and 100,000 stock warrants for gross proceeds of \$100,000 which amount was offset against a \$100,000 unsecured debenture which matured on August 31, 2025. The Q2-Debentures bear interest at an annual rate of 10% and will mature on September 5, 2026. At the sole option of the Q2-Debentures holder, the principal amount of the Q2-Debentures may be converted at any time into common shares of the Corporation at a price of \$0.28 per common share. The stock warrants entitle the holder to purchase one common share of the Corporation per stock warrant at a price of \$0.40 per common share for a period of 12 months ending on September 5, 2026.

The fair value of the Q2-Debentures has been established at \$95,970 using the discounted cash flows valuation method with the following assumptions:

Maturity:	1 year	Nominal interest rate:	10%
Interest payment frequency:	2 per year	Effective interest rate:	16.22%

Of the difference of \$4,030 between the nominal value of the Q2-Debentures, \$100,000, and the fair value of \$95,970, an amount of \$2,217 has been allocated to the conversion options and an amount of \$1,813 has been allocated to the stock warrants prorated based on their respective fair values using the Black-Scholes option pricing model with the following assumptions:

Expected life:	1 year	Risk-free interest rate:	2.80%
Volatility:	61%		

During the quarter ended June 30, 2025, the Corporation amended the terms of unsecured convertible debentures (each, an "Q1-Amended Debenture") for \$300,000, which were due May 18, 2025. The Q1-Amended Debentures bear interest at an annual rate of 10% and will mature on May 18, 2026. At the sole option of the Q1-Amended Debenture holder, the principal amount of the Amended Debentures may be converted at any time during the extended term into common shares of the Corporation at a price of \$0.37 per common share.

The fair value of the Q1-Amended Debentures has been established at \$276,183 using the discounted cash flows valuation method with the following assumptions:

Maturity:	1 year	Nominal interest rate:	10%
Interest payment frequency:	2 per year	Effective interest rate:	18.93%

The difference of \$23,817 between the nominal value of \$300,000 and the fair value of \$276,183 has been recognized as other income in the consolidated statements of loss and comprehensive loss.

During the quarter ended March 31, 2025, the Corporation amended the terms of unsecured convertible debentures (each, an "Amended Debenture") for an aggregate value of \$710,000, which were due March 1, 2025 (for \$590,000 unsecured convertible debentures) and March 25, 2025 (for \$120,000 unsecured convertible debentures). The Amended Debentures bear interest at an annual rate of 10% and will mature on March 1, 2026 (for \$590,000 Amended Debentures) and March 25, 2026 (for \$120,000 Amended Debentures). At the sole option of the Amended Debenture holder, the principal amount of the Amended Debentures may be converted at any time during the term into common shares of the Corporation at a price of \$0.38 per common share.

The fair value of the Amended Debentures has been established at \$653,633 using the discounted cash flows valuation method with the following weighted average assumptions:

Maturity:	1 year	Nominal interest rate:	10%
Interest payment frequency:	2 per year	Effective interest rate:	18.60%

The difference of \$56,367 between the nominal value of \$710,000 and the fair value of \$653,633 has been recognized as other income in the consolidated statements of loss and comprehensive loss.

11. Convertible debentures (continued)

The following table presents a reconciliation of changes in convertible debentures.

	Year ended March 31,	
	2026	2025
	\$	
Balance, beginning of the year	2,545,017	2,553,276
Repayments	(765,000)	(220,000)
Fair value discount	(24,613)	-
Accretion	156,532	268,108
Gain on amendment to convertible debentures	(23,818)	(56,367)
Issue expenses paid in cash	(1,844)	-
Amendment expenses	(2,000)	-
Conversion into common shares	(1,000,000)	-
Balance, end of the year	884,274	2,545,017

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12. Share capital

Share capital is composed of common shares without par value. All the shares have identical rights with respect to the distribution of dividends and the repayment of capital. Each share confers the right to one vote at the annual general meeting of shareholders. The Corporation is authorized to issue an unlimited number of common shares.

The following table presents a reconciliation of changes in share capital.

	Year ended March 31,			
	2026		2025	
	Number	\$	Number	\$
Balance, beginning of year	101,862,977	44,964,173	76,648,586	37,700,406
Private placements, net of issue expenses				
paid in cash	13,337,262	3,593,718	24,905,301	7,211,591
Issue expenses paid in stock warrants	-	(84,610)	-	(24,500)
Exercise of agent's commission options	666,863	220,065	-	-
Issue expenses paid in common shares	-	(220,065)	-	-
Exercise of stock warrants	-	-	159,090	41,363
Fair value of stock warrants exercised	-	-	-	5,313
Exercise of stock options	-	-	150,000	30,000
Conversion of debentures	4,545,447	1,152,972	-	-
Balance, end of year	120,412,549	49,626,253	101,862,977	44,964,173

During the quarter ended December 31, 2025, the Corporation closed a brokered private placement of 13,337,262 units issued at \$0.30 / unit, for gross proceeds of \$4,001,179 ("Q3-Private placement"). As part of the Q3-Private placement, 13,337,262 common shares and 13,337,262 stock warrants were issued to the subscribers. Additionally, an aggregate number of 666,863 common shares and 1,180,111 stock warrants were issued to brokers as part of their remuneration. 14,004,125 stock warrants can be exercised to purchase one common share per stock warrant at a price of \$0.40 per common share for a period of 18 months ending June 5, 2027. 513,248 stock warrants can be exercised to purchase one common share per stock warrant at a price of \$0.40 per common share for a period of 18 months ending June 6, 2027. The fair value of the stock warrants issued to the brokers as commission has been established at \$84,610 using the Black-Scholes option pricing model with the following weighted average assumptions:

Expected life:	18 months
Risk-free interest rate:	2.25%
Volatility:	56.90%

During the quarter ended March 31, 2025, the Corporation closed a non-brokered private placement of 6,715,370 units issued at \$0.30 / unit, for gross proceeds of \$2,014,611 ("Q4-Private placement"). As part of the Q4-Private placement, 6,715,370 common shares and 6,715,370 stock warrants were issued to the subscribers, and 130,821 stock warrants were issued to brokers as part of their remuneration. The stock warrants can be exercised to purchase one common share per stock warrant at a price of \$0.40 per common share for a period of 18 months ending August 5, 2026. The fair value of the stock warrants issued to subscribers has been established at \$0 using the residual value method. The fair value of the stock warrants issued to brokers has been established at \$10,400 using the Black-Scholes option pricing model with the following weighted average assumptions:

Expected life:	18 months
Risk-free interest rate:	3.03%
Volatility:	57.48%

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12. Share capital (continued)

During the quarter ended December 31, 2024, the Corporation closed a non-brokered private placement for gross proceeds of \$1,568,600 ("Q3-Private placement"). As part of the Q3-Private placement, 5,228,668 common shares and 5,228,668 stock warrants were issued to the subscribers, and 60,690 stock warrants were issued to brokers as part of their remuneration. The stock warrants can be exercised to purchase one common share per stock warrant at a price of \$0.40 per common share for a period of 18 months ending April 25, 2026. The fair value of the stock warrants issued to subscribers has been established at \$0 using the residual value method. The fair value of the stock warrants issued to brokers has been established at \$5,700 using the Black-Scholes option pricing model with the following weighted average assumptions:

Expected life:	18 months
Risk-free interest rate:	3.81%
Volatility:	63.9%

During the quarter ended September 30, 2024, the Corporation closed a non-brokered private placement for gross proceeds of \$2,500,000 ("Q2-Private placement"). As part of the Q2-Private placement, 8,333,333 common shares and 8,333,333 stock warrants were issued to one subscriber. The stock warrants can be exercised to purchase one common share per stock warrant at a price of \$0.40 per common share for a period of 18 months ending March 20, 2026. The fair value of the stock warrants issued to subscribers has been established at \$0 using the residual value method.

During the quarter ended June 30, 2024, the Corporation closed two tranches of a non-brokered private placement for total gross proceeds of \$1,295,821 ("Q1-Private placement"). As part of the Q1-Private placement, 4,627,931 common shares and 4,627,931 stock warrants were issued to the subscribers, and 86,800 stock warrants were issued to brokers as part of their remuneration. 3,589,731 stock warrants can be exercised to purchase 3,589,731 common shares at a price of \$0.40 per common share for a period of 18 months ending December 5, 2025. 1,125,000 stock warrants can be exercised to purchase 1,125,000 common shares at a price of \$0.40 per common share for a period of 18 months ending November 9, 2025. The fair value of the 4,627,931 stock warrants issued to subscribers has been established at \$0 using the residual value method. The fair value of the 86,800 stock warrants issued to brokers has been established at \$8,400 using the Black-Scholes option pricing model with the following weighted average assumptions:

Expected life:	18 months
Risk-free interest rate:	4.71%
Volatility:	82.68%

Capital management

The Corporation closely manages its capital structure in conjunction with economic conditions in order to produce adequate returns on investments to its Shareholders. The key capital performance measures of the Corporation reside in its capability to meet its financial obligations and to invest in the development of its technology to stay competitive and continue as a going concern.

The Corporation's objectives when managing capital are to:

- Maintain financial flexibility in order to preserve its ability to meet financial obligations;
- Deploy capital to provide an appropriate investment return to its shareholders; and,
- Maintain a capital structure that allows multiple financing options to the Corporation.

The Corporation defines its capital as follows:

- Equity;
- Long term loans and debentures; and,
- Cash

In order to maintain or adjust its capital structure, the Corporation may issue shares, stock warrants, stock options, debt and sell some assets. During the year covered by these consolidated financial statements, the Corporation's strategy remained unchanged from the previous year.

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12. Share capital (continued)

Stock option plan

The Corporation maintains a stock option plan for its directors, key employees and consultants. Stock option grants vest at 50% per year, commencing with the first anniversary of the grant and can be exercised over five years. The conditions of exercise are determined by the Board of Directors in accordance with the policies of the TSX Venture Exchange. The stock options are granted at or above the share price at the close of market on the day preceding the date of grant.

The stock option plan provides that the maximum number of common shares, which may be reserved for issuance, may not exceed 12,200,000 common shares. The maximum number of common shares that may be reserved for issuance to insiders of the Corporation may not exceed 10% of the common shares issued and outstanding on the grant date.

The following table presents the changes which have occurred with respect to stock options.

	Year ended March 31, 2026		Year ended March 31, 2025	
	Number of stock options	Weighted-average exercise price (\$)	Number of stock options	Weighted-average exercise price (\$)
Outstanding, beginning of year	6,945,000	0.40	6,800,000	0.37
Granted	2,100,000	0.26	2,320,000	0.36
Exercised	-	0.00	(150,000)	0.20
Expired	(3,225,000)	0.43	(2,025,000)	0.26
Outstanding, end of year	5,820,000	0.33	6,945,000	0.40

The weighted-average share price at the moment of exercises of stock options was \$0.36 during the year ended March 31, 2025.

The stock-based compensation expense of \$393,077 for the year ended March 31, 2026 (year ended March 31, 2025 - \$288,182) arising from stock options granted to directors, key employees and consultants has been amortized according to the graded vesting method and is reported under "General and administration" expenses in the consolidated statements of loss and comprehensive loss.

The weighted-average fair value of each stock option grant is estimated at \$0.16 for the year ended March 31, 2026 (March 31, 2025 - \$0.25) and is calculated using the Black - Scholes option pricing model with the following weighted average assumptions:

Expected life:	5 years	Risk-free interest rate:	2.63% (March 31, 2025 – 4.36%)
Dividend yield:	0%	Expected Volatility:	74.81% (March 31, 2025 – 86.67%)
Average exercise price at date of grant:	\$0.27 (March 31, 2025 - \$0.36)	Average share price at date of grant:	\$0.27 (March 31, 2025 - \$0.32)
Forfeiture weighted average rate:	11%		

The expected volatility was calculated on the Corporation's share prices over the last 5 years.

12. Share capital (continued)

The following table summarizes information on stock options outstanding.

Options outstanding as at March 31, 2026				Options exercisable as at March 31, 2026		
Exercise price (\$)	Number of options outstanding	Weighted- average remaining contractual life (in years)	Weighted- average exercise price (\$)	Number of options exercisable	Weighted- average exercise price (\$)	
0.220 - 0.275	2,215,000	4.01	0.25	282,500	0.22	
0.276 - 0.330	500,000	2.97	0.30	375,000	0.29	
0.331 - 0.385	2,015,000	3.62	0.37	907,500	0.37	
0.386 - 0.440	890,000	1.97	0.42	890,000	0.42	
0.549 - 0.600	200,000	0.19	0.60	200,000	0.60	
	<u>5,820,000</u>	3.34	0.33	<u>2,655,000</u>	0.38	

Options outstanding as at March 31, 2025				Options exercisable as at March 31, 2025		
Exercise price (\$)	Number of options outstanding	Weighted- average remaining contractual life (in years)	Weighted- average exercise price (\$)	Number of options exercisable	Weighted- average exercise price (\$)	
0.180 - 0.275	915,000	1.25	0.20	850,000	0.19	
0.276 - 0.370	2,965,000	3.74	0.34	625,000	0.28	
0.371 - 0.465	1,050,000	2.95	0.42	1,000,000	0.42	
0.466 - 0.560	1,815,000	0.88	0.56	1,815,000	0.56	
0.570 - 0.600	200,000	1.19	0.60	200,000	0.60	
	<u>6,945,000</u>	2.47	0.40	<u>4,490,000</u>	0.42	

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13. Reserve

The following table presents a reconciliation of changes in reserve.

Year ended March 31, 2026				
	Stock warrants	Conversion options	Stock options	Total
	\$			
Balance, beginning of year	4,332,028	1,627,837	4,169,782	10,129,647
Stock-based compensation	-	-	393,077	393,077
Private placement - commission	84,610	-	-	84,610
Private placement - debentures	1,813	22,800	-	24,613
Conversion of debentures	-	(152,972)	-	(152,972)
Issue expenses paid in cash	-	(77)	-	(77)
Expenses related to stock warrants amendments	(3,000)	-	-	(3,000)
Balance, end of year	4,415,451	1,497,588	4,562,859	10,475,898

Year ended March 31, 2025				
	Stock warrants	Conversion options	Stock options	Total
	\$			
Balance, beginning of year	4,312,841	1,627,837	3,881,600	9,822,278
Stock-based compensation	-	-	288,182	288,182
Exercises	(5,313)	-	-	(5,313)
Issue expenses	24,500	-	-	24,500
Balance, end of year	4,332,028	1,627,837	4,169,782	10,129,647

Stock warrants amendments

During the quarter ended March 31, 2026, the Corporation extended the exercise period of 8,333,333 stock warrants to September 5, 2026. The warrants original expiry date was March 20, 2026. The exercise price remains at \$0.40 per common share. Except for statutory fees of \$1,000, the Corporation did not recognize any amount to reflect such extension.

During the quarter ended December 31, 2025, the Corporation extended the exercise period of an aggregate number of 4,627,931 stock warrants to August 5, 2026. Of the 4,627,931 stock warrants, 1,125,000 would have expired on November 9, 2025 and 3,502,931 would have expired on December 5, 2025. The exercise price remains at \$0.40 per common shares. Except for statutory fees of \$1,000, the Corporation did not recognize any amount to reflect such extension.

During the quarter ended September 30, 2025, the Corporation extended the exercise period of an aggregate number of 2,064,286 stock warrants to August 5, 2026. Of the 2,064,286 stock warrants, 1,414,286 would have expired on August 27, 2025 and 650,000 would have expired on September 22, 2025. The exercise price remains at \$0.40 per common shares. Except for statutory fees of \$1,000, the Corporation did not recognize any amount to reflect such extension.

13. Reserve (continued)

Stock warrants (continued)

The following table presents the changes to the number of stock warrants.

	Year ended March 31, 2026		Year ended March 31, 2025	
	Number of stock warrants	Weighted average exercise price (\$)	Number of stock warrants	Weighted average exercise price (\$)
Balance, beginning of year	28,239,254	0.40	4,079,732	0.42
Private placements	13,437,262	0.40	24,905,301	0.40
Private placements - issue expenses	1,180,111	0.40	278,311	0.40
Exercised	-	0.00	(159,090)	0.26
Expired	(1,078,156)	0.44	(865,000)	0.45
Balance, end of year	41,778,471	0.40	28,239,254	0.40

14. Segment information

The Corporation is active in one reportable segment, healthcare services.

Revenue by country:

	Year ended March 31,	
	2026	2025
	\$	
Canada	50,721	80,340
United States of America	5,363	8,950
Mexico	8,692	9,836
Chile	-	1,727
Others	702	2,944
	65,478	103,797

For the year ended March 31, 2026, 77% of revenue was attributable to one client (year ended March 31, 2025 - 77% of revenue was attributable to two clients, respectively 42% and 35%).

Capital assets are located in Canada.

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15. Cost of services

	Year ended March 31,	
	2026	2025
	\$	
Remuneration	55,464	46,481
Consulting fees	-	7,263
	<u>55,464</u>	<u>53,744</u>

16. Expenses

	Year ended March 31,	
	2026	2025
	\$	
Remuneration	2,558,228	2,282,352
Consulting fees	1,062,883	911,354
Outsourcing and software	150,462	78,826
Depreciation and amortization	129,462	128,428
Marketing	101,378	62,612
Travel	72,821	88,279
Overhead	67,466	77,985
Listing fees	63,859	73,583
Professional fees	42,873	96,601
Insurance	27,042	69,354
Bad debt	(3,500)	4,805
	<u>4,272,974</u>	<u>3,874,179</u>

During the quarter ended March 31, 2026, the Corporation adopted a new presentation in the consolidated statements of loss and comprehensive loss. For the year ended March 31, 2026, expenses are allocated between "Cost of services", "Research and development", "Sales and marketing" and "General and administration". The comparative figures for the year ended March 31, 2025 were reclassified to conform with the new presentation.

The Corporation also modified the classification of expenses:

- Professional fees are composed of Audit and Legal fees,
- Remuneration includes Stock-based compensation and Tax credits,
- Outsourcing and software and Listing fees include accounts that were part of Overhead, and
- Communications, Leasing, Foreign exchange and Equipment have been allocated to Overhead.

The Corporation renamed Travel and living to Travel.

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17. Other income

	Year ended March 31,	
	2026	2025
	\$	
Gain on amendment to convertible debentures	23,818	56,367
Interest on investments	43,081	50,227
Government loan program - Grant	13,033	13,033
Office sub-rent	12,000	12,000
Other	1,261	-
	<u>93,193</u>	<u>131,627</u>

18. Interest expense

	Year ended March 31,	
	2026	2025
	\$	
Interest on debentures	337,473	539,524
Interest on loans	31,849	33,251
Interest on lease liabilities	16,110	21,175
	<u>385,432</u>	<u>593,950</u>

19. Income taxes

Income taxes recoverable are composed essentially of non-capital losses. Based on available information, it is not probable that income taxes recoverable on these amounts will be realized in the near future, therefore, no deferred tax asset was recorded in these consolidated financial statements.

	Year ended March 31,	
	2026	2025
	\$	
Income taxes	-	-
Provision for deferred income taxes		
Deferred income taxes arising from the reversal of temporary differences	(1,105,652)	(1,068,018)
Un-recognized deferred tax assets on deductible temporary differences and deferred tax losses	1,105,652	1,068,018
	<u>-</u>	<u>-</u>
Provision for income taxes	<u>-</u>	<u>-</u>

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(amounts in Canadian dollars)

19. Income taxes (continued)

Reconciliation of tax rates:

	Year ended March 31,	
	2026	2025
	\$	
Net loss before income taxes	(4,555,199)	(4,286,449)
Statutory federal and provincial tax rates	26.50%	26.50%
Provision for income taxes calculated at statutory tax rates	(1,207,128)	(1,135,909)
Impacts of the following items:		
Non-deductible items	101,476	67,891
Un-recognized deferred tax assets on deductible temporary differences and deferred tax losses	1,105,652	1,068,018
	-	-

Deferred tax assets and liabilities

Changes to deferred tax assets (liabilities) related to temporary differences and unused tax losses are as follows:

	As at March 31,			
	2025	Equity	Recognized in net earnings	2026
	\$			
Non capital losses	34,445	1,068	(23,807)	11,706
Right of use assets	(41,763)	-	(5,849)	(47,612)
Lease liabilities	41,763	-	5,849	47,612
Convertible debentures	(34,445)	(1,068)	23,807	(11,706)
	-	-	-	-

	As at March 31,			
	2024	Equity	Recognized in net earnings	2025
	\$			
Non capital losses	90,557	-	(56,112)	34,445
Right of use assets	(63,563)	-	21,800	(41,763)
Lease liabilities	63,563	-	(21,800)	41,763
Convertible debentures	(90,557)	-	56,112	(34,445)
	-	-	-	-

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(amounts in Canadian dollars)

19. Income taxes (continued)

Timing differences and unused tax losses for which no deferred tax has been recognized are as follows:

	As at March 31,			
	2026		2025	
	Canada	Mexico	Canada	Mexico
	\$			
Operating losses carried forward	35,225,046	1,329,124	31,527,502	1,323,158
SR&ED expenditures	8,480,876	-	8,023,876	-
Capital assets and intangible assets	142,855	-	129,900	-
Lease liabilities	10,747	-	20,688	-
Issue expenses	477,059	-	219,931	-
	44,336,583	1,329,124	39,921,897	1,323,158

Operating losses carried forward

As at March 31, 2026, the Corporation had operating tax losses available in Canada and Mexico for which no deferred assets were accounted for. The following table summarizes the expiry of the losses per fiscal jurisdiction:

	Canada	Mexico	Total
	\$		
2027	56,609	271,379	327,988
2028	93,504	648,004	741,508
2029	1,585,387	304,958	1,890,345
2030	1,557,265	103,461	1,660,726
2031	854,107	1,323	855,430
2032	1,491,048	-	1,491,048
2033	1,314,504	-	1,314,504
2034	850,637	-	850,637
2035	1,948,091	-	1,948,091
2036	1,972,657	-	1,972,657
2037	1,496,200	-	1,496,200
2038	1,885,531	-	1,885,531
2039	2,660,713	-	2,660,713
2040	2,450,594	-	2,450,594
2041	1,792,423	-	1,792,423
2042	1,763,162	-	1,763,162
2043	1,783,548	-	1,783,548
2044	2,484,318	-	2,484,318
2045	3,487,203	-	3,487,203
2046	3,697,545	-	3,697,545
	35,225,046	1,329,125	36,554,171

As at March 31, 2026, the Corporation also has investment tax credits totalling \$2,340,982 (March 31, 2025 - \$2,247,269) available to offset future Canadian federal income taxes payable. The potential benefit of the investment tax credits has not been recognized in the accounts.

20. Net change in operating working capital items

The changes in working capital items are as follows:

	Year ended March 31,	
	2026	2025
	\$	
Increase in accounts receivable	(41,940)	(3,868)
Increase in prepaid expenses	(894)	(38,807)
Decrease in accounts payable and accrued liabilities	(29,334)	(190,350)
Decrease in deferred revenue	-	(8,393)
	(72,168)	(241,418)

21. Financial instruments and risk management

a) Presentation

	As at March 31, 2026	
	Amortized cost	
	Fair value	Book value
	\$	
Financial assets		
Cash	310,012	310,012
Short-term investments	1,616,779	1,616,779
Accounts receivable	31,529	31,529
Financial liabilities		
Accounts payable and accrued liabilities	180,286	180,286
Loans	326,957	326,957
Convertible debentures	884,274	884,274
	As at March 31, 2025	
	Amortized cost	
	Fair value	Book value
	\$	
Financial assets		
Cash	88,722	88,722
Short-term investments	3,146,656	3,146,656
Accounts receivable	49,709	49,709
Financial liabilities		
Accounts payable and accrued liabilities	235,334	235,334
Loans	348,371	348,371
Convertible debentures	2,545,017	2,545,017

21. Financial instruments and risk management (continued)

b) Fair value hierarchy

Financial instruments

Financial instruments recorded at fair value in the consolidated statements of financial position are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

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

The fair value hierarchy requires the use of observable market inputs whenever such inputs exist. A financial instrument is classified at the lowest level of the hierarchy for which a significant input has been considered in measuring fair value.

The following tables present fair value hierarchy described above:

As at March 31, 2026				
	Level 1	Level 2	Level 3	Total financial liabilities
	\$			
Financial liabilities				
Loans	-	326,957	-	326,957
Convertible debentures	-	884,274	-	884,274
Total financial liabilities	-	1,211,231	-	1,211,231

During the period, there has been no transfer of amounts between Level 1 and Level 2.

As at March 31, 2025				
	Level 1	Level 2	Level 3	Total financial liabilities
	\$			
Financial liabilities				
Loans	-	348,371	-	348,371
Convertible debentures	-	2,545,017	-	2,545,017
Total financial liabilities	-	2,893,388	-	2,893,388

The Corporation has determined that the fair value of its current financial assets and liabilities measured at amortized cost approximate their carrying amounts as at the balance sheet dates because of their short-term maturity.

The fair value of loans and convertible debentures was estimated by discounting expected cash flows at rates offered to the Corporation for debts of the same remaining maturities and conditions.

21. Financial instruments and risk management (continued)

Non financial instruments

The fair value of leases was \$190,415 as at March 31, 2026 (March 31, 2025 - \$178,285) and estimated by discounting expected cash flows at rates currently offered to the Corporation for debts of the same remaining maturities and conditions.

c) Risks

The Corporation is exposed to certain risks which could have a material impact on its ability to achieve its strategic growth objectives. The Corporation strives to control and mitigate its business and financial risks through management practices that require the ongoing evaluation, identification and implementation of risk mitigating measures that help reduce or eliminate risks related to its business operations.

The following describes the Corporation's main financial risks:

i. Credit Risks

In the normal course of business, the Corporation's exposure to credit risk results from the possibility that a customer or financial institution may default, in part or in whole, on their financial obligations, as they come due.

Cash and investments

Cash and investments are held by a recognized Canadian financial institution. Consequently, management considers the credit risk related to cash and short-term investments to be low as at March 31, 2026 and March 31, 2025.

Clients, advances and demand loan

The Corporation determines whether the credit risk of a financial asset has increased significantly since initial recognition considering reasonable and supportable information that is relevant and available without undue cost or effort, this includes both quantitative and qualitative information and analysis, based on the historical experience and informed assessment and including forward-looking information.

The Corporation assumes that the credit risk on financial asset has increased significantly if it is more than 90 days past due.

The Corporation considers a financial asset to be in default when the customer, or the debtor, is unlikely to fulfill the credit obligation to the Corporation in full, without recourse by the Corporation to actions such as realising security (if any is held) or the financial asset is more than 90 days past due.

As at March 31, 2026, the credit risk related to the advances of \$17,522 (March 31, 2025 - \$17,983) is high due to the absence of security.

As at March 31, 2026, 62% of accounts receivable from clients was attributable to two clients active in the vision care industry (March 31, 2025 – 60%, from two clients active in the vision care industry). It should be noted that given the specialization of the Corporation's market niche, it is most likely that such concentration risk is expected to continue. However, from one year to the next, it is rare that the same clients make up this concentration. Despite the concentration of its clients, the credit risk is mitigated through monitoring of its clients and the additional measures available to the Corporation, as previously described.

Additionally, as at March 31, 2026, 10% of accounts receivable from clients are over 90 days old (0% as at March 31, 2025).

Management is reasonably assured that its receivables will be collected and therefore considers the credit risk related to accounts receivable to be low as at March 31, 2026 and March 31, 2025.

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(amounts in Canadian dollars)

21. Financial instruments and risk management (continued)

ii. Liquidity Risks

Liquidity risk is the risk that the Corporation cannot meet its obligations as they come due. On an ongoing basis, the Corporation monitors and manages its actual and projected cash flows, with the primary objectives of maintaining liquidity and financial flexibility. In addition, the Corporation's policy is to target contracts that will generate positive cash flows throughout their execution.

The following are the contractual maturities of liabilities and commitments as at the end of the reporting date:

As at March 31, 2026				
	Less than one year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
	\$			
Accounts payable and accrued liabilities	180,286	-	-	-
Loans	190,724	25,724	77,173	33,335
Convertible debentures	910,000	-	-	-
Interests	99,518	-	-	-
	1,380,528	25,724	77,173	33,335

As at March 31, 2025				
	Less than one year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
	\$			
Accounts payable and accrued liabilities	235,334	-	-	-
Loans	150,724	65,724	77,173	54,748
Convertible debentures	2,675,000	-	-	-
Interests	161,409	1,500	-	-
	3,222,467	67,224	77,173	54,748

Until the Corporation is able to achieve and maintain profitable operations, the available liquidity to meet near term obligations remains dependent on the Corporation's ability in securing additional financing. Refer to going concern assumptions in note 1.

iii. Interest Rate Risk

Interest rate risk refers to the adverse consequences of interest rate changes on the Corporation's cash flows, financial position and income. Interest rate changes directly impact the fair value of the fixed interest rate accounts of the financial statements.

The Corporation is not exposed to interest risk since its financial instruments bear interest at fixed rate and are presented at amortized cost.

22. Related party disclosures

The Corporation's related parties include its subsidiaries as well as the Corporation's key management personnel. Key management personnel include directors, officers and any person and entity closely related to each director and officer.

The following table presents the transactions with key management personnel:

	Year ended March 31,	
	2026	2025
	\$	
Base salary	716,656	575,823
Stock-based compensation	292,385	248,079
Incentives	6,281	189,500
	<u>1,015,322</u>	<u>1,013,402</u>

During the year ended March 31, 2026, key management personnel participated for \$195,000 in private placements and one officer proceeded with the repayment of a demand loan for \$17,601.

The following table presents the outstanding balances with key management personnel:

	As at March 31,	
	2026	2025
	\$	
Unsecured convertible debentures payable	(220,000)	(220,000)
Demand loan receivable	2,399	20,000
	<u>(217,601)</u>	<u>(200,000)</u>

The unsecured convertible debentures (each, a "Debenture") bear interest at an annual rate of 10% and are convertible into common shares at prices of \$0.37 for \$100,000 Debentures, \$0.28 for \$100,000 Debentures and \$0.32 for \$20,000 Debentures. The Debentures are repayable to the holders at various dates between September 5, 2026 and May 18, 2027.

The demand loan bears interest at an annual rate 4% and is repayable to the Corporation through installments of \$750 every two weeks.

23. Subsequent event

On May 18, 2026, the maturity date for \$300,000 unsecured convertible debentures issued as part of a private placement of units initially announced on May 18, 2023, set for May 18, 2026, was extended to May 18, 2027. The Corporation has not yet determined the financial impact of the amendment.

DIAGNOS Inc.

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Stock Exchange Listings

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OTCQB: DGNOF
FWB: 4D4A

Transfer Agent and Registrar

Computershare Trust Company of Canada