

CONSOLIDATEDFINANCIAL STATEMENTS

Three Months ended March 31, 2024 and 2023 (Expressed in Canadian Dollars)

[Notice: These interim condensed consolidated financial statements have not been audited or reviewed by Novra's independent auditor.]

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NOVRA TECHNOLOGIES INC. CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (Canadian dollars)

	NOTES	Ма	rch 31, 2024	Dec	ember 31, 2023
ASSETS					
Current Assets					
Cash	3(a)	\$	1,952,865		2,448,436
Trade and other receivables	3(b)		295,653		755,982
Sub-lease receivable - current portion			58,312		59,013
Inventories			1,375,553		1,338,035
Prepayments and other			93,948		36,608
Total Current Assets			3,776,331		4,638,074
Non-Current Assets					
Sub-lease receivable			33,249		47,627
Equipment			7,891		9,062
Right-of-use assets	4		1,271,942		1,317,292
Intangible assets			1,377,442		1,299,830
Total Non-Current Assets			2,690,524		2,673,811
TOTAL ASSETS		\$	6,466,855	\$	7,311,885
LIABILITIES AND SHAREHOLDERS' EQUITY					
Current Liabilities					
Trade and other payables		\$	1,594,670		1,618,232
Borrowings	6	•	204,833		170,195
Lease liabilities	11(a)		284,144		268,847
Customer deposits	(-)		144,595		62,898
Deferred revenue			874,376		947,539
Advances from related parties	5(c)		1,722,287		1,673,037
Total Current Liabilities			4,824,905		4,740,748
Non-Current Liabilities					
Borrowings	6		2,238,933		2,268,989
Lease liabilities	11(a)		1,381,901		1,448,864
Deferred revenue	()		227,804		198,083
Promissory notes from related party	5(d)		1,290,127		1,272,197
Total Non-Current Liabilities			5,138,765		5,188,133
TOTAL LIABILITIES		\$	9,963,670		9,928,881
Equity					
Share capital	7		7,372,749		7,372,749
Contributed surplus	,		500,576		500,576
Accumulated other comprehensive gain (loss)			(16,810)		13,900
Accumulated deficit			(11,440,867)		(10,713,049)
TOTAL EQUITY ATTRIBUTABLE TO SHAREHOLDERS OF NOVR	?Δ		(3,584,352)		(2,825,824)
Non-Controlling Interests			87,537		208,828
			01,001		_00,020
TOTAL EQUITY			(3,496,815)		(2,616,996)

The accompanying notes are an integral part of these Consolidated Financial Statements

NOVRA TECHNOLOGIES INC. CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (LOSS)

(Canadian dollars, except share data)

		T	hree months e	nded	l March 31,
	NOTES		2024		2023
REVENUE	10	\$	699,524	\$	1,086,553
COST OF REVENUE			492,976		390,860
GROSS PROFIT			206,548		695,693
OPERATING EXPENSES					
General and administrative			335,655		287,599
Sales and marketing			233,369		222,976
Research and development			458,069		540,627
Total operating expenses			1,027,093		1,051,202
OPERATING INCOME (LOSS)			(820,545)		(355,509)
Other Income (Expenses)					
Foreign exchange gain (loss)			17,418		84,923
Finance income	9(a)		-		165
Finance costs	9(b)		(45,982)		(53,356)
INCOME (LOSS) BEFORE INCOME TAXES			(849,109)		(323,777)
Income tax recovery (expense)			-		-
NET INCOME (LOSS)		\$	(849,109)	\$	(323,777)
OTHER COMPREHENSIVE INCOME, NET OF TAXES Foreign Currency Translation Adjustments on Wegener Consoli Total other comprehensive income, net of taxes	dation		(30,710)		146,998 146,998
					·
COMPREHENSIVE INCOME (LOSS)		\$	(879,819)	\$	(176,779)
EARNINGS (LOSS) PER SHARE:					
Basic		\$	(0.0218)	\$	(0.0100)
Diluted		\$	(0.0218)	\$	(0.0100)
Weighted average number of shares outstanding - basic			33,420,293		33,420,293
Weighted average number of shares outstanding - diluted			33,420,293		33,420,293
NET INCOME (LOSS) ATTRIBUTABLE TO :					
Shareholders of Novra		\$	(727,818)	\$	(333,274)
Non-controlling interest		\$	(121,291) (849,109)		9,496
			(2, 29		(-,,
COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:		•	(750 500)	ф	(406.070
Shareholders of Novra		\$	(758,528)	\$	(186,276)
Non-controlling interest		\$	(121,291) (879,819)		9,496 (176,779)
			(073,013)		(170,779)

The accompanying notes are an integral part of these Consolidated Financial Statements

NOVRA TECHNOLOGIES INC. CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (Canadian dollars, except share data)

	Number of Common									Non- Controllina		Total Shareholders'		
	NOTES	Shares		Shares		Surplus	-	Loss		Deficit	٠	Interest	311	Equity
At January 1, 2024														
Total		35,420,293	\$	7,632,749	\$	500,576	\$	13,900	\$	(10,713,049)	\$	208,828	\$	(2,356,996)
Less: common shares held by subs	sidiary	(2,000,000)	\$	(260,000)										(260,000)
		33,420,293		7,372,749		500,576		13,900		(10,713,049)		208,828		(2,616,996)
Net income (loss)		-		-		-		-		(727,818)		(121,291)		(849,109)
Change in foreign currency translati	on	-		-		-		(30,710)		- 1		-		(30,710)
Share based compensation	7(a)	-		-		-				-		-		
Options Exercised	7(a)	-		-		-		-		-		-		-
Cancellation of common shares	7(a)	-		-		-		-		-		-		-
At March 31, 2024	• • •	33,420,293	\$	7,372,749	\$	500,576	\$	(16,810)	\$	(11,440,867)	\$	87,537	\$	(3,496,815)

	NOTES	Number of Common Shares	Common Shares	 ntributed Surplus	Accumulated Other omprehensive Loss	Α	.ccumulated Deficit	Non- Controlling Interest	Total Shareholders' Equity
At January 1, 2023									
Total		35,420,293	\$ 7,632,749	\$ 500,576	\$ (73,753)	\$	(10,613,436)	\$ (27,022)	(2,580,886
Less: common shares held by subs	sidiary	(2,000,000)	\$ (260,000)						(260,000
		33,420,293	7,372,749	500,576	(73,753)		(10,613,436)	(27,022)	(2,840,886
Net income (loss)		-	-	-	-		(186,276)	9,496	(176,779
Change in foreign currency translati	on	-	-	-	-		- '	-	-
Share based compensation	7(a)	-	-	-	-		-	-	-
Options Exercised	7(a)	-	-	-	-		-	-	-
Cancellation of common shares	7(a)	-	-	-	-		-	-	-
At March 31, 2023	•	33,420,293	\$ 7,372,749	\$ 500,576	\$ (73,753)	\$	(10,799,712)	\$ (17,526)	\$ (3,017,665

NOVRA TECHNOLOGIES INC. CONSOLIDATED STATEMENTS OF CASH FLOWS (Canadian dollars)

		Thi	ee Months E	ns Ended March 31,				
	NOTES	2	2024		2023			
OPERATING ACTIVITIES								
Net income (loss)		\$	(849,109)	\$	(323,777)			
Add items not affecting cash:		•	(===,===,	·	(, ,			
Depreciation and amortization	8		231,307		116,322			
Interest expense	9(b)		45,982		53,356			
Changes in non-cash working capital items								
Trade and other receivables			460,321		(136,535)			
Provision for trade and other receivables			8		(85,767)			
Sub-lease receivable			15,079		-			
Inventories			(37,518)		(136,190)			
Other assets			(57,340)		(129,255)			
Trade and other payables and accrued liabilities			(23,562)		(129,132)			
Customer deposits			81,697		117,866			
Deferred revenue			(43,442)		35,895			
Advances from Related Party			49,250		37,360			
Changes in promissory notes			17,930		-			
Interest paid			-		(27,581)			
Net cash provided by (applied to) operating activities			(109,397)		(607,438)			
INVESTING ACTIVITIES								
Intangible assets			(171,467)		(124,252)			
Net cash provided by (applied to) investing activities			(171,467)		(124,252)			
FINANCING ACTIVITIES								
Payments on lease liabilities	11(a)		(85,904)		(64,270)			
Payments on WEDC repayable contribution	6(c)		(12,870)		(12,870)			
Payments on Chymiak loan	6(b)		-		-			
Payments on disaster assistance funding	6(d)		(41,972)		-			
Net cash provided by (applied to) financing activities			(140,746)		(77,140)			
Effect of exchange rates on cash and cash equivalents			(73,961)		173,048			
Net decrease in cash			(495,571)		(635,782)			
Cash, beginning of year			2,448,436		1,965,537			
CASH, end of period		\$	1,952,865	\$	1,329,755			

The accompanying notes are an intergral part of these Consolidated Financial Statements

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Three Months ended March 31, 2024 and 2023

(Tabular amounts are in 000's, except share data)

1. General Information

Novra Technologies Inc. ("Novra") is incorporated under the Canada Business Corporations Act and its corporate office and principal place of business is 210-100 Innovation Drive, Winnipeg, Manitoba, Canada R3T 6G2. Novra is a publicly traded company on the TSX Venture Exchange ("TSX-V") under the symbol NVI.

Novra has been in the satellite data distribution business since 2000. During 2016, Novra significantly expanded its product portfolio and global footprint with the acquisition of International Datacasting Corporation and its wholly-owned U.S. subsidiary (collectively referred as "IDC"), a long-time leader in the same sector. On December 29, 2017, Novra acquired a 51.6% controlling interest of Wegener Corporation ("Wegener") to further expand its footprint in digital media management and distribution technologies for applications including digital signage, radio and television.

With its subsidiaries, Novra offers a comprehensive product portfolio including hardware, software, and services. In addition to its core video, radio, and data products, areas of expertise and added value include: encryption, next-generation hybrid networks (satellite/terrestrial/cloud), and efficient bandwidth utilization.

In these Consolidated Financial Statements, "Novra", "Company", "we", "us", or "our" refers to Novra Technologies Inc. and its subsidiaries.

The Board of Directors authorized the Condensed Consolidated Financial Statements for issue on May 30, 2024. These unaudited interim financial statements should be read in conjunction with Novra's annual audited Consolidated Financial Statements for the year ended December 31, 2023.

2. Basis of Preparation and Presentation

We have prepared these unaudited interim Condensed Consolidated Financial Statements in accordance with International Financial Reporting Standards ("IFRS") applicable to the preparation of interim financial statements, including International Accounting Standard ("IAS") 34, Interim Financial Reporting. Accordingly, they do not include allof the information and footnotes normally required in annual financial statements prepared under IFRS. In the opinion of management, these unaudited interim Condensed Consolidated Financial Statements reflect all adjustments considered necessary for a fair presentation of Novra's financial position and results of operations for the periods presented. The results of operations for any interim period are not necessarily indicative of the results for a full year. For areas involving a higher degree of management judgment or complexity, refer to Note 3 of the audited Consolidated Financial Statements for the year ended December 31, 2023.

The Condensed Consolidated Statement of Financial Position at March 31, 2024 and the Condensed Consolidated Statements of Operations and Comprehensive Income (Loss), of Changes in Equity and of Cash Flows for the periods ended March 31, 2024 and 2023 have not been audited or reviewed by Novra's auditors. The Condensed Consolidated Statement of Financial Position at December 31, 2023 is derived from Novra's audited Consolidated Financial statements.

The tabular disclosures herein are presented in thousands, except for share data.

Functional and Presentation Currency

These consolidated statements are presented in Canadian dollars, which is the Company's functional currency.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Three Months ended March 31, 2024 and 2023

(Tabular amounts are in 000's, except share data)

3. Current Assets

Details of selected asset balances are as follows:

a) Cash and cash equivalents

The Company's cash and cash equivalents are comprised of bank balances at financial institutions.

b) Accounts receivable

The Company's accounts receivable is comprised of the following:

	Mar	ch 31, 2024	Marc	h 31, 2023
Trade accounts receivable	\$	512	\$	933
Less: allowance for doubtful accounts		216		12
Total trade and other receivables	\$	296	\$	921

As at March 31, 2024, six customers individually accounted for 61% of total receivables from contracts with customers.

4. Right-of-use Assets

The following table presents right-of-use assets for the Company:

	2023	2022
Balance, January 1	\$ 1,317	\$ 1,454
Depreciation	(54)	(77)
Effects on movement in exchange rates	9	28
Balance, March 31	\$ 1,272	\$ 1,405

5. Related Party Transactions

The following is a summary of Novra's related party transactions:

a) Key management personnel compensation

Key management personnel are those persons having the authority and responsibility for planning, directing, and controlling activities of Novra. The key management personnel of Novra is the executive management team and the Board of Directors, who collectively control approximately 18% (CEO has direct and indirect ownership of 16%) of the total outstanding and issued common shares of Novra at March 31, 2024.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Three Months ended March 31, 2024 and 2023

(Tabular amounts are in 000's, except share data)

The following table discloses the compensation for the key management personnel for the first quarter.

	Three months ended March 31						
		2024		2023			
Salaries and employee benefits	\$	119	\$	8	5		
Share-based compensation		-		-			
Directors' fees		3			3		
Total	\$	122	\$	8	8		

b) Transactions with other related parties

	Three Months Ended March 31,					
	2024 2023					
Interest on unsecured promissory notes						
InfoMagnetics Technologies Inc.("IMT") (1)	\$	19		18		
	\$	19	\$	18		

Novra's CEO has a controlling interest in IMT.

These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

c) The breakdown of advances from related parties by party was as follows:

	Marcl	n 31, 2024	Dece	mber 31, 2023
Key management and directors (see part (a))		1,220		1,171
IMT		502		502
	\$	1,722	\$	1,673

AtMarch 31, 2024, \$1.17 million (March 31, 2023: \$903thousand) was due to Novra's CEO in regardsto unpaid salaries and expense reimbursements for current and prior years in which he voluntarily chose to not collect payment in the interest of preserving liquidity in the company. The payable amount bears no interest and has no repayment term.

At March 31, 2024, \$502 thousand (March 31, 2023: \$502 thousand) was due to IMT relating to amounts invoiced but not paid for current and prior years. The payable amount bears no interest and has no repayment term.

d) The movement of unsecured promissory notes due to IMT was as follows:

	2024	2023
At January 1	\$ 1,272	\$ 1,200
Interest charged	19	18
Interest paid	-	(18)
At March 31	\$ 1,291	\$ 1,200

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Three Months ended March 31, 2024 and 2023

(Tabular amounts are in 000's, except share data)

The following table shows the presentation of the above total IMT loans on Novra's Consolidated Statements of Financial Position at March 31:

	2024		2023	
Current portion	\$	-	\$	-
Non-current portion		1,291		1,200
Total	\$	1,291	\$	1,200

6.Borrowings

The following is a breakdown of our total borrowings with third parties at:

	March 31, 2024	December 31, 2023
Revolving line of credit with the Chymiak Trust	2,191	2,139
WEDC repayable contribution	38	51
Government disaster assistance funding	215	249
Total borrowings	2,444	2,439
Less: current portion	(205)	(170)
Total borrowings - non-current	\$ 2,239	\$ 2,269

a) Bank borrowings

The Royal Bank of Canada Credit Facility ("RBC Credit Facilities") includes a revolving demand facility up to \$1.2 millionand corporate Visa credit cards available for use up to a maximum limit of \$60 thousand. There was no movement in the credit facilities during the first quarter.

b) Revolving line of credit with the Chymiak Trust

There was no movement in the revolving line of credit with the Chymiak Trust during the current quarter. The increase results from foreign exchange translation.

c) WEDC repayable contribution

During the current quarter, we did not receive any additional funds from WEDC. Repayment is scheduled for 60 consecutive monthly installments which commenced on April 1, 2019. Repayment obligations were paused from April to December 2020 due to the COVID-19 pandemic. Repayments recommenced on January 1, 2021. The contributions are subject to interest at the average bank rate plus 3% if any payments are late.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Three Months ended March 31, 2024 and 2023

(Tabular amounts are in 000's, except share data)

d) Disaster assistance funding

Novra received funding from the Government of Canada through the Canada Emergency Business Account (CEBA) in the amount of \$40 thousand. The loan was interest free and administered through RBC. Repayment on or before January 18, 2024 was to result in forgiveness of 25% (up to \$10 thousand). This loan was repaid on January 8, 2024 and \$10 thousand subsequently forgiven.

In August 2020, Wegener received financing in the amount of \$190,980 (USD\$150,000) through the U.S. SmallBusiness Administration, Office of Disaster Assistance. Funds were advanced with the following terms: interest of 3.75%, installment payments of US\$731/month begin after 12 months and the balance of principal and interest payable 30 years from the funding date. In 2021, SBA deferred repayments to begin 24 months from the funding date. In March 2022, SBA deferred repayments to begin 30 months from the funding date. Interest continues to accrue on the balance of the loan outstanding. Wegener began making repayments in November 2022. Included in borrowings is an accrued interest payable of \$11 thousand (2023: \$20 thousand).

7. Shareholders' Equity

a) Common Stock

The following table provides a summary of authorized as well as issued and outstanding capital for Novra at:

		2	2024	:	2023
Authorized:					
Unlimited	Class "A" Common voting shares				
Unlimited	Class "B" Common non-voting shares				
Unlimited	Class "C" Preferred shares,				
	redeemable and retractable at \$1,000				
Issued:					
33,420,293 (De	cember 31, 2023: 33,420,293)				
Class "A" con	nmon voting shares	\$	7,373	\$	7,373

During the first quarter of 2024, there were no changes to common shares issued.

b) Stock Options

The following table provides a summary of stock option activity for the first guarter of 2024:

	Number of Options	Weighted Average Exercise Price
Outstanding, beginning of year	1,172,000	\$ 0.12
Granted	-	-
Exercised	-	-
Forfeited	-	-
Expired	-	-
Outstanding, end of year	1,172,000	\$ 0.12

AtMarch 31, 2024, the remaining stock option pool for future grants was 1,728,000.

The following table summarizes information about the stock options outstanding atMarch 31, 2024:

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Three Months ended March 31, 2024 and 2023

(Tabular amounts are in 000's, except share data)

	# of Options			Fair Value at	# of Options		
	Outstanding	Grant Date	Expiry Date	Grant Date	Exercisable	Exercise F	Price
Ī	1,172,000	11-May-17	10-May-24	\$ 0.07	1,172,000	\$	0.12

8. Depreciation and Amortization

The following table presents the total depreciation and amortization expense by function.

	Three months ended March 31,					
	2024 202					
Cost of revenue	\$ 13	\$	16			
Selling and marketing	7		16			
Research and development	196		72			
General and administrative	16		13			
	\$ 231	\$	117			

9. Finance Income and Finance Costs

(a) Finance Income

The Company did not recognize any finance income in the first quarter of 2024.

(b) Finance Costs

The following table provides a breakdown of total finance costs during the first quarter.

	Three M	lonths E	Ended I	March 31,
	2024	ļ		2023
Interest expense:				_
- Unsecured promissory notes (see Note 5(d))	\$	19	\$	18
- Lease Commitments (see Note 11)		25		28
- Other interest and finance costs		2		7
	\$	46	\$	53

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Three Months ended March 31, 2024 and 2023

(Tabular amounts are in 000's, except share data)

10.Revenues

The following table provides a breakdown of our revenues by category and geographic market at March 31:

	Three Months Ended March 31,				
Major Products/Service Lines	2024 202		2023		
Hardware and Software	\$	139	\$	431	
Services, Support and Extended Warranty		528		604	
Other		32		52	
	\$	700	\$	1,087	

	hree Months e	nded	March 31,	
Geographic Market		2024		2023
Americas (excluding Canada) (1)	\$	577	\$	1,018
Canada		67		30
EMEA (2)		26		1
APAC (3)		29		38
	\$	700	\$	1,087

⁽¹⁾ The geographic region of the Americas includes North America, Central America and South America.

The timing of revenue recognition may differ from the timing of invoicing to customers. The following table provides a breakdown of revenue timing:

	Three Months Ended March 31,				
Timing of Revenue Recognition	nition 2024			2023	
Products transferred at a point in time	\$	171	\$	483	
Products and services transferred over time		528		604	
	\$	700	\$	1,087	

⁽²⁾ EMEA consists of Europe, the Middle East and Africa.

⁽³⁾ APAC consists of East Asia, South Asia, Southeast Asia and Oceania.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS Three Months ended March 31, 2024 and 2023

(Tabular amounts are in 000's, except share data)

11. Commitments and Contingent Liabilities

a) Leases

The Company leases office and production space for the head office and subsidiaries. We had no significant operating leases for equipment. Changes in the right-of-use asset are summarized in Note 4 of these Interim Consolidated Financial Statements. The following table is a summary of the changes in the lease liability during the period:

		2024	2023	
Balance, January 1	\$	1,718	\$ 1,901	
Interest	25		5 28	
Effects on movement in exchange rates		9	(5)	
Lease payments		(86) (6		
Balance March 31		1,666	1,859	
Less: current portion		(284)	(244)	
Lease liabilities non-current, March 31	\$	1,382	\$ 1,615	

The following table presents the contractual undiscounted cash flows for lease obligations as at March 31:

	2024	2023
Less than one year	\$ (375) \$	(340)
One to five years	(1,405)	(1,708)
More than five years	(158)	(158)
Total undiscounted lease obligations	\$ (1,938) \$	(2,205)

b) Purchase Commitments

In the normal course of business, we may enter purchase commitments, including inventory and third-party software license embedded in our products, to achieve economy of scale. At March 31, 2024 and 2023, we had no purchase commitments which are due within one year.