AGT

FOOD AND INGREDIENTS INC.

# CONSOLIDATED FINANCIAL STATEMENTS

**December 31, 2025**

AGT
FOOD AND INGREDIENTS INC.

## MANAGEMENT'S RESPONSIBILITY

***Consolidated Financial Statements***

The preparation and presentation of the accompanying consolidated financial statements ("Financial Statements"), Management's Discussion and Analysis and all financial information are the responsibility of management and have been approved by the Board of Directors of AGT Food and Ingredients Inc. ("AGT"). The Financial Statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards"). The Financial Statements reflect management's best estimates and judgments based on currently available information and Management has chosen those where alternative methods exist that it deems as most appropriate in the circumstances.

We, as AGT's Chief Executive Officer and Chief Financial Officer, have certified AGT's disclosure documents filed with the Canadian Securities Regulators in accordance with Canadian Securities Legislation.

An Audit Committee was established at the time of the Initial Public Offering and includes members that are independent of management and will meet at least four times per year with management and the external auditor. The Audit Committee and Board review the independence of the external auditor, approve audit and permitted non-audit services and review and approve the Financial Statements and other financial disclosure documents.

These Financial Statements have been audited by the independent auditor, PricewaterhouseCoopers LLP, and their report is presented separately.

| | |
|---|---|
| signed "Murad Al-Katib" | signed "Lori Ireland" |
| Murad Al-Katib | Lori Ireland |
| Chief Executive Officer | Chief Financial Officer |
| March 16, 2026 | March 16, 2026 |

# Independent auditor's report

To the Shareholders of AGT Food and Ingredients Inc.

## Our opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of AGT Food and Ingredients Inc. and its subsidiaries (together, the Company) as at December 31, 2025 and 2024, and its financial performance and its cash flows for the years then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards).

### What we have audited

The Company's consolidated financial statements comprise:

- the consolidated statements of financial position as at December 31, 2025 and 2024;
- the consolidated statements of loss for the years then ended;
- the consolidated statements of comprehensive loss for the years then ended;
- the consolidated statements of changes in equity for the years then ended;
- the consolidated statements of cash flow for the years then ended; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

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## 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Independence

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. We have fulfilled our other ethical responsibilities in accordance with these requirements.

## 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 for the year ended December 31, 2025. 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.

| Key audit matter | How our audit addressed the key audit matter |
|---|---|
| **Revaluation of property, plant and equipment**<br><br>*Refer to note 2 – Basis of presentation, note 3 – Material accounting policies and note 6 – Property, plant & equipment to the consolidated financial statements.*<br><br>The Company has elected to carry specialized land and buildings and specialized processing equipment at revalued amounts, being the fair values at the date of revaluation, less any subsequent depreciation and impairment loss. As of December 31, 2025, the carrying values of the specialized land and buildings and processing equipment were $107.5 million and $431.7 million, respectively. The determination of the carrying values of these assets requires significant estimates and judgment. In determining the revalued amount of specialized land and buildings, management uses the comparison approach methodology, where significant assumptions include the identification of properties of similar | Our approach to addressing the matter included the following procedures, among others:<br><br>**Specialized land and buildings:**<br><br>• With the assistance of professionals with specialized skill and knowledge in the field of valuation, developed an independent point estimate of the fair values of specialized land and buildings based on data and assumptions used by management, including:<br><br>– highest and best use, comparable market data, physical deterioration, functional and economic obsolescence.<br><br>• Tested the data and the reasonableness of the inputs used in the valuation models.<br><br>• Compared the independent point estimate to management's estimate to evaluate the reasonableness |

| Key audit matter | How our audit addressed the key audit matter |
|---|---|
| use, size, useful life, residual value and geographical region to obtain an estimate of comparable value per square meter. In determining the revalued amount of specialized processing equipment, management uses market value and replacement value methodologies, where significant unobservable inputs include assumptions related to replacement costs, residual useful lives, technological obsolescence and economic utility.<br><br>Absent significant or volatile changes in the fair values of specialized assets, management engages an independent external valuator every three to five years to perform the valuation based on the approaches noted above, with the last valuation being performed as of December 31, 2023.<br><br>In the intervening periods, management's processes include an assessment of economic events and other market factors in ensuring that the carrying values based on external valuation and adjusted for additions and disposals are still reasonable estimates of fair value amounts. Management uses various internal valuation models and techniques, including value in use and estimates of contribution to the enterprise value, along with reviewing available market price data and look back analysis on disposals. Management uses judgment to determine if fair values of specialized land, buildings and processing equipment remain stable.<br><br>We consider this a key audit matter due to the significant estimation uncertainty and required judgment by management in determining the fair values of these specialized assets, including the development of significant assumptions and in determining if fair values of specialized assets remain stable. This in turn led to a high degree of auditor judgment, subjectivity and effort in performing and evaluating audit evidence relating to the significant assumptions used by management. The audit effort involved the use of professionals with specialized skill and knowledge in the field of valuation who assisted us in performing our procedures. | of management's estimate of the specialized land and buildings.<br><br>• Performed an independent sensitivity analysis over the fair values of land and buildings.<br><br>**Specialized processing equipment:**<br><br>• Tested how management estimated the fair values of specialized processing equipment, which included the following:<br><br>– tested the operating effectiveness of the control related to the review and assessment of the specialized processing equipment's fair values and related valuation models, and whether economic events and other market factors have a significant impact on the fair values, including management's conclusion not to obtain an external valuator report in the current year;<br><br>– evaluated the appropriateness of management's valuation models and tested the mathematical accuracy thereof;<br><br>– tested the underlying data used by management in certain valuation models;<br><br>– tested the reasonableness of the assumptions such as discount rate and projected cashflows used in management valuation models by considering third party data and current and past performance; and<br><br>– evaluated the reasonableness of significant assumptions used by management related to market values and replacement cost by:<br><br>o testing, on a sample basis, the carrying values of existing assets by considering the market values of current year additions; and<br><br>o testing, on a sample basis, current year disposals and performing look back testing for reasonableness of carrying values. |

## Other information

Management is responsible for the other information. The other information comprises the Management's Discussion and Analysis, which we obtained prior to the date of the auditor's report, and the Annual Information Form, which is expected to be made available to us after that date.

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.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard. When we read the Annual Information Form, if we conclude that there is a material misstatement therin, we are required to communicate the matter to those charged with governance.

## 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 Company as a basis for forming an opinion on the consolidated 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 Patrick Green.

PricewaterhouseCoopers LLP

Chartered Professional Accountants
Winnipeg, Manitoba
March 16, 2026

AGT FOOD AND INGREDIENTS INC.

## Consolidated Statements of Financial Position
## as at December 31

| (Stated in thousands of Canadian Dollars) | Note | 2025 | 2024 |
|---|---|---|---|
| **Assets** | | | |
| Cash | | $ 61,411 | $ 57,227 |
| Trade accounts receivable | 13 | 280,811 | 318,500 |
| Inventory | 4 | 548,902 | 524,747 |
| Prepaid expenses and other | 5 | 206,374 | 159,804 |
| Derivative assets | 13 | 3,888 | 4,499 |
| Value added tax (VAT) and income tax receivable | | 35,920 | 25,338 |
| Assets held for sale | 23 | - | 207,860 |
| **Total current assets** | | **1,137,306** | **1,297,975** |
| Property, plant and equipment | 6, 20 | 818,387 | 799,255 |
| Right-of-use assets | | 6,371 | 8,187 |
| Intangible assets | 7, 20 | 80,014 | 79,577 |
| Goodwill | 7, 20 | 211,586 | 213,157 |
| Deferred income tax assets | 18 | 151,851 | 122,702 |
| Other | | 4,947 | 1,554 |
| **Total assets** | | **$ 2,410,462** | **$ 2,522,407** |
| **Liabilities** | | | |
| Bank indebtedness | 8 | $ 36,611 | $ 17,882 |
| Accounts payable and accrued liabilities | 11 | 725,913 | 752,160 |
| Derivative liabilities | 13 | 11,371 | 27,866 |
| Deferred revenue | | 37,339 | 42,012 |
| Current portion of long-term debt | 9 | 7,858 | 7,813 |
| Current portion of lease liabilities | | 2,202 | 2,941 |
| Income taxes payable | | 6,454 | 8,335 |
| Liabilities held for sale | 23 | - | 53,026 |
| **Total current liabilities** | | **827,748** | **912,035** |
| Long-term debt | 9 | 968,638 | 940,719 |
| Long-term supply chain arrangements | 10 | 116,240 | 122,429 |
| Long-term portion of lease liabilities | | 4,522 | 4,713 |
| Long-term derivative liabilities | 13 | 80,747 | 90,871 |
| Deferred income tax liabilities | 18 | 130,956 | 120,368 |
| **Total liabilities** | | **2,128,851** | **2,191,135** |
| **Total equity** | | **281,611** | **331,272** |
| **Total liabilities and equity** | | **$ 2,410,462** | **$ 2,522,407** |

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

signed "Murad Al-Katib"
Director – Murad Al-Katib

signed "Bill McFarland"
Director – Bill McFarland

AGT FOOD AND INGREDIENTS INC.

**Consolidated Statements of Loss**
**For the year ended December 31**

| (Stated in thousands of Canadian Dollars) | Note | 2025 | 2024 |
|---|---|---|---|
| **Revenues** | | $ 2,962,280 | $ 3,206,758 |
| **Cost of sales** | | (2,746,958) | (3,005,939) |
| **Net monetary gain** | | 81,860 | 123,928 |
| **Gross profit including net monetary gain** | | **297,182** | **324,747** |
| General and administrative expenses | | 123,181 | 86,920 |
| Marketing, sales and distribution expenses | | 62,371 | 53,525 |
| **Earnings from operations** | | **111,630** | **184,302** |
| **Other expenses (income):** | | | |
| Unrealized foreign exchange loss | | 22,496 | 76,733 |
| Finance expense | 15 | 139,522 | 116,307 |
| Gain on disposition of subsidiary | 23 | (5,984) | - |
| **Loss before income taxes** | | **(44,404)** | **(8,738)** |
| Income tax recovery | 18 | (8,116) | (4,629) |
| **Net loss** | | **$ (36,288)** | **$ (4,109)** |

| | Note | 2025 | 2024 |
|---|---|---|---|
| **Loss per share ($ per share)** | | | |
| **Basic** | 12 | $ (1.71) | $ (0.21) |
| **Diluted** | 12 | $ (1.71) | $ (0.21) |

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

## Consolidated Statements of Comprehensive Loss
## For the year ended December 31

| (Stated in thousands of Canadian Dollars) | Note | 2025 | 2024 |
|---|---|---|---|
| **Net loss** | | **$ (36,288)** | **$ (4,109)** |
| **Items that will not be reclassified to earnings or loss:** | | | |
| Revaluation of property, plant and equipment | 6 | 102,641 | 12,894 |
| Related tax | 18 | (25,660) | (3,224) |
| | | 76,981 | 9,670 |
| **Items that are or may be reclassified subsequently to earnings or loss:** | | | |
| Other comprehensive loss due to non-cash changes in foreign exchange | | (187,473) | (60,373) |
| Related tax | 18 | 8,393 | 7,746 |
| Hedge reserve | 13 | 2,124 | (12,283) |
| Related tax | 18 | (1,735) | 3,715 |
| | | (178,691) | (61,195) |
| **Other comprehensive loss, net of tax** | | **(101,710)** | **(51,525)** |
| **Total comprehensive loss** | | **$ (137,998)** | **$ (55,634)** |

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

AGT FOOD AND INGREDIENTS INC.

# Consolidated Statements of Changes in Equity

| (Stated in thousands of Canadian Dollars) | Share capital | Warrants | Share-based payment reserve | Accumulated other comprehensive loss (note 12(d)) | Retained earnings | Total AGT | Non-controlling interest | Total |
|---|---|---|---|---|---|---|---|---|
| Balance at December 31, 2024 | $ 344,498 | $ 15,083 | $ 28,568 | $ (285,862) | $ 227,367 | **$ 329,654** | $ 1,618 | **$ 331,272** |
| Opening impact of hyperinflation | - | - | - | - | 63,133 | **63,133** | - | **63,133** |
| Revaluation Surplus - Transfer | - | - | - | (29,079) | 29,079 | **-** | - | **-** |
| Net loss | - | - | - | - | (35,994) | **(35,994)** | (294) | **(36,288)** |
| Other comprehensive loss, net of tax | - | - | - | (101,710) | - | **(101,710)** | - | **(101,710)** |
| Share-based payments | - | - | 25,204 | - | - | **25,204** | - | **25,204** |
| **Balance at December 31, 2025** | **$ 344,498** | **$ 15,083** | **$ 53,772** | **$ (416,651)** | **$ 283,585** | **$ 280,287** | **$ 1,324** | **$ 281,611** |
| | | | | | | | | |
| Balance at December 31, 2023 | $ 279,314 | $ 22,667 | $ 23,888 | $ (234,337) | $ 178,132 | **$ 269,664** | $ 1,811 | **$ 271,475** |
| Opening impact of hyperinflation | - | - | - | - | 53,151 | **53,151** | - | **53,151** |
| Net loss | - | - | - | - | (3,916) | **(3,916)** | (193) | **(4,109)** |
| Other comprehensive loss, net of tax | - | - | - | (51,525) | - | **(51,525)** | - | **(51,525)** |
| Exercise of warrants | 65,184 | (7,584) | - | - | - | **57,600** | - | **57,600** |
| Share-based payments | - | - | 4,680 | - | - | **4,680** | - | **4,680** |
| **Balance at December 31, 2024** | **$ 344,498** | **$ 15,083** | **$ 28,568** | **$ (285,862)** | **$ 227,367** | **$ 329,654** | **$ 1,618** | **$ 331,272** |

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

AGT FOOD AND INGREDIENTS INC.

# Consolidated Statements of Cash Flow
## For the year ended December 31

| (Stated in thousands of Canadian Dollars) | Note | 2025 | 2024 |
|---|---|---|---|
| **Cash (used for) from the following:** | | | |
| **Operating activities** | | | |
| Net loss | | $ (36,288) | $ (4,109) |
| Adjustments for non-cash items | 17 | 84,893 | 69,660 |
| Income taxes paid | | (11,778) | (18,023) |
| Non-cash working capital | 17 | (68,136) | (86,295) |
| | | **(31,309)** | **(38,767)** |
| **Financing activities** | | | |
| Net increase (decrease) in bank indebtedness | 17 | 16,996 | (1,200) |
| Exercise of warrants | 12 | - | 57,600 |
| Proceeds from long-term debt | 17 | 350,168 | 263,380 |
| Repayment of long-term debt | 17 | (336,526) | (256,784) |
| Repayment of lease liabilities | 17 | (3,481) | (5,450) |
| Proceeds from long-term supply chain arrangements | 17 | - | 114,434 |
| Interest paid | | (66,132) | (78,177) |
| | | **(38,975)** | **93,803** |
| **Investing activities** | | | |
| Purchase of property, plant and equipment and intangible assets | | (55,259) | (61,659) |
| Proceeds from the sale of property, plant and equipment | | 13,132 | 751 |
| Proceeds from disposition of subsidiary | 23 | 164,463 | - |
| Change in other non-current assets | | (8,877) | - |
| | | **113,459** | **(60,908)** |
| Effect of exchange rate changes on cash | | (38,991) | 24,401 |
| Increase in cash position | | 4,184 | 18,529 |
| **Cash position, beginning of year** | | **57,227** | **38,698** |
| **Cash position, end of year** | | **$ 61,411** | **$ 57,227** |

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

## 1. Reporting entity

AGT Food and Ingredients Inc. ("AGT" or the "Company") is a globally diversified food company that produces high-quality, staple products for everyday consumption. The Company sells a range of retail and packaged foods, plant-based protein and food ingredients through 39 manufacturing facilities and sales offices operating across 5 continents. The Company operates an integrated supply chain allowing AGT to produce a growing portfolio of packaged food brands in staple categories including pasta, pulses, rice, and cereals. AGT continues to grow its packaged foods business including traditional and gluten-free pasta, bulgar, popcorn, beans and other packaged products largely for consumer purchase as well as food ingredients which includes the production of pulse ingredient flours, starches, proteins and fibres. AGT also supports food aid programs through a combination of tenders from governments and special interest entities. AGT's operations are reported in three interrelated reportable operating segments: Packaged Foods and Ingredients, Value Added Processing and Distribution.

The address of AGT's registered office is 95 Wellington Street West Suite 800 Toronto, Ontario, Canada M5J 2N7. The management of day-to-day operations is carried out at 6200 E. Primrose Green Drive, Regina, Saskatchewan S4V 3L7. The consolidated financial statements ("Financial Statements") of AGT are comprised of AGT and its subsidiaries. The ultimate parent is Fairfax Financial Holdings Limited.

## 2. Basis of presentation

### (a) Statement of compliance

The Financial Statements and the notes thereto have been prepared in accordance with International Reporting Standards as issued by International Accounting Standards Board ("IFRS Accounting Standards").

The Financial Statements were approved and authorized for issue by the Board of Directors on March 16, 2026.

### (b) Basis of measurement

The Financial Statements are expressed in Canadian dollars which is AGT's presentation currency. All financial information has been rounded to the nearest thousand, with the exception of share units, earnings per share, useful life, or unless otherwise noted. The Financial Statements have been prepared on the historical cost basis except for certain financial instruments and certain specialized property, plant and equipment in Türkiye which are carried, subsequent to initial recognition, at fair value and those non-monetary assets and liabilities which have been restated for the effects of hyperinflation.

### (c) Functional currency

The identification of functional currency for each of the legal entities involves significant judgment. AGT has utilized this judgment and summarized the results in note 3(d).

### (d) Use of estimates and judgments

The preparation of the Financial Statements in conformity with IFRS Accounting Standards requires management to make judgments, estimates and assumptions that affect reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the Financial Statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ.

Estimates, judgments and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the year in which the estimates are revised and in any future periods affected.

The areas involving a higher degree of judgment or complexity or where assumptions and estimates are significant to the Financial Statements are as follows:

- **Revaluation of property, plant and equipment**

The Company has elected to carry specialized land and buildings and specialized processing equipment at revalued amounts, being the fair value at the date of revaluation, adjusted for additions and disposals, less any subsequent depreciation and impairment loss. The determination of the carrying values of these assets requires significant estimates and judgment. Judgment is required when establishing a class of assets that have a similar nature and use. The Company has identified two classes of specialized assets: Specialized Land and Building and Specialized Processing Equipment. Judgment is also required when determining the most appropriate valuation method for the underlying asset and may include the comparable methodology, market value, replacement value or some other methodology of fair value.

In determining the revalued amount of specialized land and buildings, management uses comparison approach methodology, where significant assumptions include the identification of properties of similar use, size, useful life, residual value and geographical region to obtain an estimate of comparable value per square meter. In determining the revalued amount of specialized processing equipment, management uses market value and replacement value methodologies, where significant unobservable inputs include assumptions related to replacement costs, residual useful lives, technological obsolescence and economic utility.

Absent significant or volatile changes in the fair value of specialized assets, management engages an independent external valuator every three to five years. Management processes include an assessment of reasonability of external valuation by estimating fair value through a number of various internal valuation models, including value in use and estimates of contribution to the enterprise value, along with reviewing available market price data and look back analysis on disposals, and on a quarterly basis, using those internal models for an assessment of whether economic events and other market factors have a significant impact on fair values, adjusted for additions and disposals. Management uses judgment to determine if fair values of specialized assets remain stable.

The selection of the valuation methodology used is a significant judgment and the use of a different valuation methodology could potentially have a material impact on the amount recorded by the Company. See note 6.

- **Financial reporting in hyperinflationary economies**

The financial reporting measurement in hyperinflationary economies requires significant estimates and judgment. AGT has elected to use third party data to determine the appropriate rate of inflation to estimate the impact of the results on the financial position. Key estimates require the use of Consumer Price Index ("CPI") and key judgments include estimates related to aging on inventory impacting hyperinflation included in ending inventory. See note 21.

- **Goodwill segment identification and impairment of non-financial assets**

Management applies significant judgment in determining the Company's operating segments under IFRS 8 – Operating Segments and in identifying cash generating units ("CGU's") for impairment testing under IAS 36 – Impairment of Assets. The determination of CGU's is based on management's assessment of independence of cash flows earned, operating asset utilization, shared infrastructure, geographic proximity and similarity of risk exposures. AGT also uses significant judgment in evaluating if a triggering event occurs which would warrant an evaluation of impairment of long-lived and intangible assets.

Recoverability is determined through assumptions and estimates regarding future cash flows, sustaining capital requirements, discount rates, and asset lives. A material change in assumptions may impact the potential recoverability of these assets, resulting in amounts charged against current earnings. See note 7.

- **Accounting for income taxes**

AGT operates through a number of legal entities and multiple tax jurisdictions and is required to estimate its income taxes in each of these jurisdictions in preparing its Financial Statements. Significant judgment is required related to the classification of transactions and assessment of probable outcomes as well as timing of future results. Significant estimates are required in determining income tax provisions and the recognition, recoverability and valuation of deferred income tax assets. In calculating income taxes, consideration is given to items such as tax rates in each jurisdiction, deductibility of expenses, changing tax laws, capital structure and management's expectations about future results. AGT estimates deferred income taxes based on temporary differences, income and losses for financial reporting purposes and income and losses determined under the substantively enacted tax laws and rates. The tax effect of these temporary differences is recorded as deferred tax assets or liabilities in the Financial Statements. If these estimates prove to be inaccurate, future earnings may be materially impacted. See note 18.

- **Derecognition of accounts receivable**

Significant judgment is applied when determining whether financial instruments qualify for derecognition and whether substantially all of the risks, as well as the rights, control and ownership of the accounts receivable and their cash flows were transferred to a third party. AGT has derecognized the accounts receivable determined to be sold from the Statements of Financial Position and recognizes any costs in finance expense. See note 13.

- **Fair value of derivative instruments**

The fair value of derivative instruments is estimated using inputs, including foreign exchange rates, commodity prices and interest rates (Level 2), as described in note 13. These inputs are subject to change on a regular basis based on the interplay of various market forces. Consequently, the fair values of AGT's derivative instruments are subject to change each reporting period.

- **Hedge accounting**

Judgment is required when determining if an item qualifies for hedge accounting and whether it is effective or ineffective. To qualify for hedge accounting, there must be an economic relationship between the hedged item and the hedging instrument; the effect of credit risk must not dominate the value changes resulting from that economic relationship; and the hedge ratio must reflect the quantities hedged. Hedge effectiveness is assessed at inception and at every reporting date to determine whether the economic relationship continues to exist. Hedge ineffectiveness may arise where the critical terms of the forecast transaction or hedged exposure no longer align with the hedging instrument. Potential sources of ineffectiveness include differences between the timing of the estimated and actual shipment date; changes in credit risk of the hedging instrument; or over-hedging if volumes of highly probable sales fall below hedged amounts. For the cross-currency swaps, hedge ineffectiveness may arise if the USD denominated net investment or the swap's designated notional amount differs from the hedged items, resulting in over or under hedging. A portion of the cross-currency swap notional amount is designated for hedge accounting, and any non-designated portion is recognized in profit or loss. Changes in credit risk or components excluded from the designated hedging instrument may also contribute to hedge ineffectiveness. See note 13.

- **Functional currency**

The identification of functional currency for each of the legal entities involves significant judgment. AGT has utilized this judgment and summarized the results in note 3(d).

- **Assets held for sale and discontinued operations**

Significant judgment is applied in determining whether the criteria for classification of assets and liabilities as held for sale or as discontinued operations have been met under IFRS 5 – Non-current Assets Held for Sale and Discontinued Operations.

In the case of Mobil Capital Holdings Ltd. ("Mobil"), management determined that the sale of Mobil and certain related assets met the criteria for held-for-sale classification as of September 30, 2024. Management concluded that the sale of Mobil did not meet the criteria for classification as discontinued operations as it did not qualify as a separate major line of business as defined by IFRS 5. See note 23.

## 3. Material accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these Financial Statements. The accounting policies have been applied consistently by AGT's entities.

### (a) Adoption of new and amended accounting standards

**IAS 21 Amendment – Lack of exchangeability**

The IFRS Accounting Standards interpretation committee amended IAS 21, "Lack of Exchangeability". The amendment defines instances when currencies are exchangeable and the process of determining the exchange rate when currencies are not exchangeable. Amendments to IAS 21 are effective for annual reporting periods beginning on or after January 1, 2025. This amendment had no impact on the Company's Financial Statements.

### (b) Revenue recognition

AGT recognizes revenue primarily from the sale of goods. These sales are based on industry accepted sales incoterms. Shipping and handling costs are included as a component of cost of goods sold.

For the majority of customers, control transfers at the time of delivery of the product. However, sales contracts based on industry accepted sales incoterms CFR, CIF and CPT include a performance obligation to provide freight services to a specified port of destination.

CFR - The seller clears the goods for export and delivers them on board the ship at the port of shipment. This is where risk transfers from seller to buyer and revenue is recognized. The seller, however, is responsible for contracting for and paying the costs associated with transport of the goods which includes costs and freight to the named port of destination.

CIF - The seller clears the goods for export and delivers them on board the ship at the port of shipment. This is where risk transfers from seller to buyer and revenue is recognized. The seller, however, is responsible for contracting for and paying the costs associated with transport of the goods which includes costs, freight and insurance to the named port of destination.

CPT - The seller is responsible for arranging carriage to the named destination, but not for insuring the goods to the name destination. Delivery of the goods takes place and risk transfers from seller to buyer at the point where the goods are taken in charge by a carrier and revenue is recognized.

The performance obligation related to the sale of the goods as part of the contract is satisfied at a point in time once the goods have been loaded onto the ship. The shipping and handling performance obligation is satisfied when transportation is completed.

Payment terms are negotiated on a contract-by-contract basis.

### (c) Basis of consolidation

**Business combinations**

AGT measures goodwill as the fair value of the consideration transferred including the recognized amount of any non-controlling interest in the acquiree, less the net recognized amount (fair value) of the identifiable assets acquired and liabilities assumed, all measured as of the acquisition date. When the excess is negative, a bargain purchase gain is recognized immediately in net earnings.

Transaction costs, other than those associated with the issue of debt or equity securities, that AGT incurs in connection with a business combination are expensed as incurred.

**Subsidiaries**

Subsidiaries are entities controlled by AGT. The financial statements of subsidiaries are included in the Financial Statements from the date that control commences until the date that control ceases. Control exists when AGT has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The accounting policies of subsidiaries are consistent with the policies adopted by AGT.

**Joint Ventures and Associates**

AGT has a 50% ownership in a joint venture, AGT Soileos. AGT accounts for its investment in Joint Ventures according to the equity method as described in IAS 28 Investment in Associates and Joint Ventures. Under the equity method of accounting, the investments are initially recognized at cost and adjusted thereafter to recognize the group's share of the post-acquisition profits or losses of the investee in profit or loss, and the group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from the joint venture, if any, would be recognized as a reduction in the carrying amount of the investment.

**Transactions eliminated on consolidation**

Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated in preparing the Financial Statements.

### (d) Foreign currency

**Foreign currency transactions**

Transactions in foreign currencies are translated to the respective functional currencies of AGT entities at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. Non-monetary assets and liabilities that are measured at historical cost are translated using the exchange rate at the date of the transaction. Determining functional currency involves significant judgment. AGT has assessed the functional currency of each of the subsidiaries as described below.

**Functional currency**

The functional currencies of AGT and its subsidiaries are as follows:

(Stated in thousands of Canadian dollars)

| Subsidiary | Location | Functional Currency | Ownership |
|---|---|---|---|
| AGT Food and Ingredients Inc. | Canada | Canadian Dollar (CDN) | 100% |
| Alliance Pulse Processors Inc. | Canada | CDN | 100% |
| AGT CLIC Foods Inc. | Canada | CDN | 100% |
| AGT Oats | Canada | CDN | 78% |
| United Pulse Trading Inc. | United States of America | US Dollar (USD) | 100% |
| Australia Milling Group Pty Ltd. | Australia | Australian Dollar (AUD) | 100% |
| Arbel Group | Türkiye | Turkish Lira (TL) | 100% |
| A. Poortman (London) Ltd. | United Kingdom | Great British Pounds (GBP) | 100% |
| AGT Foods Africa (Pty) Ltd. | South Africa | South Africa Rand (ZAR) | 100% |
| AGT (Tianjin) Import and Export Co. Ltd. | China | Chinese Renminbi (RMB) | 100% |
| AGT Foods (India) Private Ltd. | India | Indian Rupee (INR) | 100% |
| AGT (Switzerland) SA | Switzerland | USD | 100% |

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to Canadian dollars at exchange rates at the reporting date. The income and expenses of foreign operations are translated to Canadian dollars at exchange rates prevailing at the date of the transaction. Foreign currency differences are generally recognized in profit or loss. Foreign currency differences related to investments in subsidiaries are recognized in other comprehensive income.

Foreign exchange gains or losses arising from a monetary item receivable from or payable to a foreign operation, the settlement of which is neither planned nor likely to occur in the foreseeable future and which substance is considered to form part of the net investment in the foreign operation, are recognized in accumulated other comprehensive income in equity.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of foreign currency transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in currencies other than the Company's functional currency are recognized in the Consolidated Statements of Loss. The translation of monetary assets and liability transactions not yet settled at period end are translated at the period end exchange rates and are recorded in unrealized foreign exchange gain (loss) in the Consolidated Statements of Loss. Once these balances are settled and foreign exchange gains and losses are realized, associated foreign exchange gains and losses are reclassified from unrealized foreign exchange gain (loss) to other income recorded within revenue in the Consolidated Statements of Loss or cost of sales as appropriate.

When a foreign currency operation is disposed of, in its entirety or partially such that control, significant influence or joint control is lost, the relevant amount in the cumulative foreign currency translation difference is transferred from accumulated other comprehensive income to profit or loss on disposal. On the partial disposal of a subsidiary that includes a foreign operation, while retaining significant influence or joint control, the relevant portion of the cumulative foreign currency translation differences is re-attributed to non-controlling interest. In any other partial disposal of a foreign operation, the relevant portion is reclassified to profit or loss.

### (e) Financial instruments

**Classification and measurement**

**Financial assets**

On initial recognition, financial assets are measured at fair value and subsequently classified as measured at amortized cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL"), depending on AGT's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. Financial assets are not reclassified subsequent to their initial recognition, unless AGT changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as FVTPL:

(i) The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and

(ii) The contractual terms of the financial asset gives rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset is measured at FVOCI if it meets both of the following conditions and is not designated as FVTPL:

(i) The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

(ii) The contractual terms of the financial asset gives rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are subsequently measured at their fair values with changes in fair value, including any interest or dividend income, recognized in profit or loss.

AGT derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interests in transferred financial assets that are created or retained by AGT are recognized as a separate asset or liability. Refer to note 13 for derecognition of financial assets.

**Financial liabilities**

AGT initially recognizes debt securities at fair value less any directly attributable transaction costs. All other financial liabilities (including liabilities designated at FVTPL) are recognized initially at fair value on the trade date at which AGT becomes a party to the contractual provisions of the instrument. AGT derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire.

Subsequent to initial recognition, liabilities are measured at FVTPL or other liabilities measured at amortized cost using the effective interest method.

Financial assets and liabilities are offset and the net amount presented in the Consolidated Statements of Financial Position when, and only when, AGT has a legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

Sponsor notes extension is assessed in light of IFRS 9 guidelines. The extension of the sponsor note is categorized as a modification that does not result in a derecognition as long as there is no substantial modification to the terms as a result of the extension, and hence there is no extinguishment/derecognition of the liability.

**Derivative financial instruments and hedge accounting**
AGT holds derivative financial instruments to mitigate its interest rate, foreign currency and commodity risk exposures. AGT uses forward foreign exchange contracts to mitigate exchange rate exposure arising from forecast sales in USD and EUR. Related hedging gains and losses are recognized in revenue when the hedged sale has been invoiced.

Derivatives embedded in contracts where the host is a financial asset are not separated and the hybrid financial instrument as a whole is assessed for classification and measurement. Derivatives are recognized initially at fair value with attributable transaction costs recognized in net earnings as incurred. Except for hedged items, derivatives are measured at fair value and the changes in fair value are recognized immediately in net earnings.

AGT uses derivative financial instruments to hedge exposure to interest rate risk, foreign currency risk, and cross-currency risk. These hedges help manage fluctuations in cash flows and financial positions arising from these risks.

AGT applies hedge accounting to three types of arrangements:

(i) Interest Rate Hedges – AGT enters into interest rate swaps to hedge the variability in cash flows due to floating interest rates on its credit facilities. These swaps convert floating rate debt into fixed rate obligations, reducing volatility in interest payments.

(ii) Foreign Exchange Hedges – AGT uses foreign exchange forward contracts to hedge currency fluctuations affecting future cash flows related to foreign currency exposures.

(iii) Cross-Currency Swaps – AGT enters into cross-currency swaps to hedge both foreign exchange risk on its USD net investments and interest rate risk on CAD floating rate debt.

To qualify for hedge accounting, AGT ensures that:

- A clear economic relationship exists between the hedging instrument and the hedged item.
- Credit risk does not dominate the value changes in the hedge.
- The hedge ratio is aligned with the actual exposure being hedged.

AGT applies hedge accounting under IFRS 9, recognizing hedging instruments as risk management assets and liabilities in the Consolidated Statements of Financial Position.

Effective portions of hedge gains and losses are recorded in other comprehensive income (“OCI”) within the hedge reserve in equity.

Ineffective portions are recognized immediately in profit or loss.

If a hedge is discontinued or the forecasted transaction is no longer expected, related OCI amounts are reclassified to profit or loss.

AGT formally documents each hedging relationship at inception, including its risk management objective and strategy, and assesses hedge effectiveness on an ongoing basis. Refer to note 13 for the current year presentation of financial assets and liabilities by category.

**Impairment of financial assets**

AGT measures loss allowances for trade receivables at an amount equal to lifetime expected credit losses. AGT uses the expected credit loss model for calculating impairment and recognizes expected credit losses as a loss allowance for financial assets measured at amortized cost. Expected credit losses are calculated based on actual credit loss experience over a three-year period, adjusted by factors to reflect differences between economic conditions during the year over which the historical data is collected, current conditions and AGT's view of economic conditions over the expected lives of trade receivables.

AGT's trade and other receivables are typically short-term in nature with payments received within a twelve-month period, therefore recognizes an amount equal to the lifetime expected credit losses based on AGT's historical experience and including forward-looking information. The carrying amounts of these financial assets are presented in the Consolidated Statements of Financial Position net of any loss allowance.

AGT considers the model used and some of the assumptions used in calculating the expected credit losses as key sources of estimation uncertainty for trade receivables.

An impairment loss in respect of a financial asset that is measured at amortized cost or FVOCI is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognized in net earnings. Interest on the impaired asset continues to be recognized through the unwinding of the discount.

Trade accounts receivable are measured at amortized cost net of allowance for expected credit losses.

When a subsequent event causes the amount of a previous impairment loss to reverse or partially reverse, the decrease in impairment loss is reversed through net earnings.

**(f) Equity**

**Common shares**

Common shares are classified as equity. Incremental costs directly attributable to the issue of common shares are recognized as a deduction from equity, net of any tax effects.

**Common share purchase Warrants**

Common share purchase Warrants are classified as equity. Incremental costs directly attributable to the issue of common share purchase Warrants are recognized as a deduction from equity, net of any tax effects.

**Share-based payment reserve**

Equity settled share-based payment reserves are classified as equity. Equity settled share-based payments are recognized as an increase to equity.

**Accumulated other comprehensive loss is comprised of the following reserves:**

- Foreign exchange – gains and losses from the changes in foreign exchange, net of tax,
- Revaluation reserve – gains and losses from the revaluation of certain specialized property, plant and equipment, net of tax; and
- Hedge reserve – gains and losses on certain derivatives as hedging instruments in cash flow hedge relationships, net of tax.

**Retained earnings**

Retained earnings includes all current and prior period retained profits and losses.

**(g) Property, plant and equipment**

**Recognition and measurement**

Except for revalued specialized assets as described below, items of property, plant and equipment are recorded at cost, less accumulated depreciation and accumulated net impairment losses.

Cost includes expenditures that are directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use and borrowing costs on qualifying assets. During their construction, items of property, plant and equipment are classified as construction in progress. When the asset is available for use, it is transferred from construction in progress to the appropriate category of property, plant and equipment and depreciation of the item commences.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the net carrying amount of property, plant and equipment, and are recognized in net earnings.

The cost of replacing a part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to AGT, and its cost can be measured reliably. The net carrying amount of the replaced part is derecognized and recorded as an expense in AGT's net earnings. The costs of the day-to-day servicing of property, plant and equipment are recognized in net earnings as incurred.

The Company has elected to carry specialized land and buildings and specialized processing equipment at revalued amounts, being the fair value at the date of revaluation less any subsequent depreciation and impairment loss. AGT's specialized assets which include land, buildings and processing equipment are long-term stable assets that do not experience volatile changes in fair value. In determining the revalued amount of specialized land and buildings, management uses comparison approach methodology, where significant assumptions include the identification of properties of similar use, size, useful life, residual value and geographical region to obtain an estimate of comparable value per square meter. In determining the revalued amount of specialized processing equipment, management uses market value and replacement value methodologies, where significant unobservable inputs include assumptions related to replacement costs, residual useful lives, technological obsolescence and economic utility.

Absent significant or volatile changes in the fair value of specialized assets, management engages an independent external valuator every three to five years. Management processes include an assessment of reasonability of external valuation by estimating fair value through a number of various internal valuation models and, on a quarterly basis, using those internal models for an assessment of whether economic events and other market factors have a significant impact on fair values, adjusted for additions and disposals. Management uses judgment to determine if fair values of specialized assets remain stable.

Any revaluation change arising on the revaluation of the assets is credited to other comprehensive income, except to the extent that it reverses a revaluation decrease for the same asset previously recognized as an expense, in which case the increase is credited to profit or loss to the extent of the decrease previously expensed. A decrease in carrying amount arising on the revaluation of the asset is charged as an expense to the extent that it exceeds the balance, if any, held in the revaluation reserve relating to a previous revaluation of that asset.

**Depreciation**
Depreciation is recognized in net earnings on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. Depreciation related to production is recorded in inventory and costs of sales. Depreciation related to non-production assets is recorded through general and administration expenses.

The estimated useful lives for the current year is as follows:

| | | |
|---|---|---|
| • Buildings, rail and site improvements | Straight line | 10 to 50 years |
| • Motor vehicles | Straight line | 5 to 10 years |
| • Plant and equipment | Straight line | 2 to 30 years |
| • Fixtures and fittings | Straight line | 3 to 15 years |
| • Specialized buildings | Straight line | 10 to 50 years |
| • Specialized processing equipment | Straight line | Average of 25 years |

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate. Construction in progress is depreciated once the assets are put into service. Land has an unlimited useful life and therefore is not depreciated.

**(h) Leases**

A right-of-use asset and a lease liability are recognized at the commencement date of a lease. Right-of-use assets are initially measured at cost, which is the initial amount of the lease liability adjusted for any lease payments made before the commencement date and any initial direct costs incurred. Lease liabilities are initially measured at the present value of lease payments, discounted using the interest rate implicit in the lease, or if a rate cannot be readily determined, AGT's incremental borrowing rate. Right-of-use assets are presented separately from property, plant and equipment. Lease liabilities are presented separately from current portion of long-term debt and long-term debt on AGT's Consolidated Statements of Financial Position.

Subsequent to initial recognition, right-of-use assets are depreciated straight-line over the useful life of the asset if ownership of the asset is transferred to AGT or it is reasonably certain AGT will exercise the option to purchase the asset. For right-of-use assets where ownership of the asset is not transferred, the assets are depreciated using the straight-line method over the shorter of the lease term and the asset's useful life. Lease liabilities are measured at amortized cost using the effective interest method, with accretion of lease liabilities recognized as finance expense in AGT's Consolidated Statements of Loss. Any interest and the principal portions of cash payments on lease liabilities are included as financing activities in AGT's Consolidated Statements of Cash Flow.

Right-of-use assets and lease liabilities are not recognized for short-term leases that have a lease term of twelve months or less, or for low value leases. Payments for short-term and low value leases are recognized over the lease term in AGT's Consolidated Statements of Loss and included as operating activities in AGT's Consolidated Statements of Cash Flow.

**(i) Goodwill**

Goodwill that arises upon the acquisition of subsidiaries is recorded at cost less accumulated impairment losses. Goodwill is not amortized and is assessed annually for impairment as at September 30th, unless a triggering event occurs that would signify that its carrying amount may not be recoverable. For measurement of goodwill at initial recognition, see note 3(c).

### (j) Intangible assets

**Intangible assets measurement**
Intangible assets that are acquired by AGT and have finite useful lives are measured at cost less accumulated amortization and net accumulated impairment losses. Intangible assets which have an indefinite life are measured annually for impairment as at September 30$^{th}$, unless a triggering event occurs that indicates that the carrying amount may not be recoverable. Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditures, including expenditures on internally generated goodwill and brands, are recognized in net earnings as incurred.

**Amortization**
Amortization is calculated over the cost of the asset, less its residual value. Amortization is recognized in net earnings as part of general and administration on a straight-line basis over the estimated useful lives of intangible assets, other than goodwill and indefinite life intangible assets, from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful lives range from 4 to 25 years.

Amortization methods, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate.

### (k) Inventory

Inventory is valued at the lower of cost and net realizable value. Cost is determined on a weighted average basis and includes direct costs related to the purchase such as cost of grain, direct materials, direct labour, operational overhead expenses, depreciation and freight costs. Net realizable value for finished products, intermediate products and raw materials is generally considered to be the selling price of the finished product in the ordinary course of business less the estimated costs of completion and estimated costs to make the sale. Inventory is reviewed quarterly to determine if the carrying value exceeds net realizable value. If so, impairment is recognized in cost of goods sold. The impairment may be reversed if the circumstances which caused it no longer exist.

### (l) Impairment of non-financial assets

The carrying amounts of AGT's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill and indefinite life intangible assets, in the absence of a triggering event, the recoverable amount is estimated annually as at September 30th.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets. For the purposes of goodwill impairment testing, goodwill acquired in a business combination is allocated to the CGU, or the group of CGUs, that is expected to benefit from the synergies of the combination. Impairment of goodwill is tested at the level goodwill is monitored for internal management purposes, which is at a level no higher than an operating segment.

An impairment loss is recognized if the carrying amount of assets exceed estimated recoverable amounts. Impairment losses are recognized in net earnings. Impairment losses are allocated first to reduce the carrying amount of any goodwill, and then to reduce the carrying amounts of the other non-monetary assets on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's net carrying amount does not exceed the net carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

**(m) Employee and director benefits**

**Short-term employee benefits**
Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for legal or constructive obligations resulting from past service by the employee and the obligation can be estimated reliably.

**Share-based payment arrangements**
The grant date fair value of equity-settled share-based payment arrangements granted to employees is generally recognized as an expense, with a corresponding increase in equity, over the expected vesting period of the awards. The amount recognized as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met and changes in the vesting period assumptions, such that the amount ultimately recognized is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

The fair value of amounts payable to directors in respect of share-based payments which are settled in cash, is recognized as an expense with a corresponding increase in liabilities, over the period during which the director becomes unconditionally entitled to payment. The liability is remeasured at each reporting date and at settlement date based on the fair value. Any changes in the liability are recognized in profit or loss.

AGT utilizes a Black-Scholes model to determine the value of cash-settled share-based payments recognized.

**Pension obligations**
AGT has various defined contribution plans for its employees. A defined contribution plan is a pension plan under which AGT pays fixed contributions into a separate entity. AGT has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and future periods. AGT records these employee benefits in cost of sales, general and administration expenses and marketing, sales and distribution as appropriate.

**(n) Provisions**

A provision is recognized if, as a result of a past event, AGT has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

A provision for onerous contracts is recognized when the expected benefits to be derived by AGT from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, AGT recognizes any impairment loss on the assets associated with that contract, if an asset exists.

**(o) Finance expense**

Finance expense is comprised of interest expense, fees on borrowings, amortization of discounts on long-term debt, and the impact of foreign exchange on the settlement of certain debt instruments. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognized in net earnings using the effective interest method.

**(p) Prepaid expenses**

Prepaid expenses are recognized as assets when the Company has paid for goods or services prior to receiving them and expects to derive future economic benefits. Common prepaid expenses include advances for inventory, insurance, rent, and marketing costs. Prepaid expenses are initially measured at cost and subsequently either removed from prepaid expenses when the inventory is received or expensed on a systematic basis over the period to which they relate.

**(q) Disposal group held for sale**

AGT classifies disposal groups as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. Disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of the disposal group, excluding finance costs and income tax expense. The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the disposal group is available for immediate sale in its present condition. See note 23.

**(r) Segment reporting**

An operating segment is a component of AGT that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of AGT's other components. All operating segments' operating results are reviewed regularly by AGT's Chief Executive Officer who is AGT's Chief Operating Decision Maker ("CODM") to make decision about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available. The CODM additionally reviews the segmentation of goodwill and intangible assets as well as additions to property, plant and equipment.

Segment results that are reported to the CODM include items directly attributable to a segment as well as those that can be allocated on a reasonable and consistent basis. Items from the Consolidated Statements of Loss that are not allocated to operating segments include corporate and head office expenses, income taxes, finance expense, unrealized foreign exchange gains and losses and the impacts of hyperinflation and revaluation depreciation which are reported through the Corporate and Eliminations segment. As AGT manages the business on a pre-hyperinflation and revaluation depreciation basis, the segment results reported to the CODM exclude the impacts of hyperinflation and those expenses are recorded through the Corporate and Eliminations segment.

### (s) Gross profit including net monetary gain

Due to the fact that the Financial Statements of the Company are subject to hyperinflation accounting, and that this accounting treatment significantly impacts both revenue and cost of goods sold transactions throughout the year, net monetary gain is included as a component to gross profit. The net monetary gain is the non-cash offset to the impacts of hyperinflation throughout the Financial Statements primarily by adjusting Turkish revenue and cost of goods sold transactions throughout the year for CPI changes during the period. As the primary drivers of the net monetary gain result from revenue and cost of goods sold, it is included within gross profit. Monetary gains and losses are primarily driven by CPI changes.

### (t) Income tax

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognized in net earnings except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit nor loss. In addition, deferred tax is not recognized for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Exposure to uncertain tax positions is evaluated and a provision is made where it is probable that this exposure will materialize.

Deferred tax is provided on temporary differences arising on investments in subsidiaries except where the timing of the reversal of temporary difference is controlled by AGT and it is probable the temporary difference will not reverse in the foreseeable future.

### (u) Earnings per share

The Company presents basic and diluted earnings per share ("EPS") data for its common shares. Basic EPS is calculated by dividing the net earnings attributable to common shareholders of AGT adjusted by net preferred securities distributions by the weighted average number of common shares outstanding during the year. Diluted EPS is determined by adjusting the net earnings attributable to common shareholders and the weighted average number of common shares outstanding for the effects of all dilutive potential common shares, such as compensation options granted to employees and Directors and common share purchase Warrants.

### (v) New standards, amendments and interpretations

The IASB and IFRS Interpretations Committee have issued the following standards, amendments and IFRIC® interpretations that have not been applied in preparing these Financial Statements as their effective dates fall in periods beginning subsequent to the current reporting period.

| Proposed Standard | Description | Effective Date | Expected Impact |
|---|---|---|---|
| IFRS 9 and IFRS 7 - Classification and Measurement of Financial Instruments | The amendments clarify the date of recognition and derecognition of some financial assets and liabilities and clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest criterion. The amendments also add new disclosures for certain instruments with contractual terms that can change cash flows such as instruments with features linked to the achievement of environment, social and governance targets and update the disclosures for equity instruments designated at FVOCI. | January 1, 2026 | AGT will implement these amendments on their effective date and implementation will not have a significant impact on the Financial Statements. |
| Annual Improvements to IFRS Accounting Standards - Volume 11 | The IASB uses the annual improvements to make necessary but non-urgent, amendments to IFRS Accounting Standards that will not be included as part of another major project. | January 1, 2026 | AGT will implement these amendments on their effective date and implementation will not have a significant impact on the Financial Statements. |
| IFRS 18 - Presentation and Disclosure in Financial Statements | This new Standard issued in April 2024 replaces IAS 1 Presentation of Financial Statements. It sets out the overall requirements for presentation and disclosures in the financial statements and introduces new requirements that will improve comparability in the statement of profit or loss, enhance transparency of management-defined performance measures, and provide more useful grouping of information in the financial statements. This includes the modification of the presentation of the Consolidated Statements of Income, with presentation of revenue and expenses within three categories – operating, investing and financing. The standard is to be applied retrospectively. | January 1, 2027 | AGT is currently assessing the impact on the Financial Statements. |

(Stated in thousands of Canadian dollars)

Management continues to assess the potential impact of all standards, amendments, and interpretations effective in future years in the above table for impacts on both quantitative and qualitative disclosure. AGT expects to adopt these standards on their respective effective dates.

## 4. Inventory

| | 2025 | 2024 |
|---|---|---|
| Raw materials | $ 115,543 | $ 168,310 |
| Processed/split product | 362,103 | 327,240 |
| Packaged product | 65,446 | 23,738 |
| Other | 5,810 | 5,459 |
| | $ 548,902 | $ 524,747 |

| | 2025 | 2024 |
|---|---|---|
| Inventory expensed in cost of goods sold | $ 2,597,688 | $ 2,846,403 |

## 5. Prepaid expenses and other

| | 2025 | 2024 |
|---|---|---|
| Advances for inventory | $ 173,744 | $ 119,147 |
| Prepaid expenses and other | 32,630 | 40,657 |
| | $ 206,374 | $ 159,804 |

(Stated in thousands of Canadian dollars)

## 6. Property, plant and equipment

| | Land | Building, Rail and Site Improvement | Plant and Equipment | Motor Vehicles, Fixtures and Fittings | Specialized Land and Building | Specialized Processing Equipment | Construction in Progress | Total |
|---|---|---|---|---|---|---|---|---|
| **Cost** | | | | | | | | |
| Balance at December 31, 2023 | $ 33,789 | $ 257,691 | $ 197,883 | $ 17,123 | $ 106,222 | $ 417,004 | $ 13,418 | **$ 1,043,130** |
| Additions | 2,033 | 7,737 | 8,246 | 996 | 284 | 6,028 | 30,633 | **55,957** |
| Disposals | - | - | (935) | (1,104) | - | - | - | **(2,039)** |
| Revaluation | - | - | - | - | 1,819 | 11,075 | - | **12,894** |
| Reclassified to assets held for sale | (7,537) | (167,098) | (82,007) | (3,515) | - | - | (217) | **(260,374)** |
| Transfer between categories | - | 1,797 | 3,344 | 213 | - | - | (5,354) | **-** |
| Effects of movements in exchange rates and hyperinflation | (3,368) | 7,919 | 24,652 | 3,837 | (1,824) | (9,637) | 6,030 | **27,609** |
| Balance at December 31, 2024 | $ 24,917 | $ 108,046 | $ 151,183 | $ 17,550 | $ 106,501 | $ 424,470 | $ 44,510 | **$ 877,177** |
| Additions | 116 | 228 | 1,367 | 10,657 | 1,031 | 4,293 | 36,728 | **54,420** |
| Disposals | (2,272) | (4,850) | (7,889) | (884) | (2) | (907) | (431) | **(17,235)** |
| Revaluation | - | - | - | - | 12,652 | 75,626 | - | **88,278** |
| Transfer between categories | 31 | 773 | 4,145 | 138 | - | 5,863 | (10,950) | **-** |
| Effects of movements in exchange rates and hyperinflation | 309 | (2,072) | (4,391) | 169 | (12,670) | (77,645) | (1,157) | **(97,457)** |
| Balance at December 31, 2025 | $ 23,101 | $ 102,125 | $ 144,415 | $ 27,630 | $ 107,512 | $ 431,700 | $ 68,700 | **$ 905,183** |
| **Accumulated Depreciation** | | | | | | | | |
| Balance at December 31, 2023 | $ - | $ 28,491 | $ 51,289 | $ 4,638 | $ - | $ - | $ - | **$ 84,418** |
| Depreciation | - | 6,751 | 18,248 | 1,458 | 1,128 | 15,619 | - | **43,204** |
| Disposals | - | - | (647) | (1,052) | - | - | - | **(1,699)** |
| Revaluation | - | - | - | - | (1,032) | (14,882) | - | **(15,914)** |
| Reclassified to assets held for sale | - | (26,646) | (29,421) | (2,072) | - | - | - | **(58,139)** |
| Effects of movements in exchange rates and hyperinflation | - | 4,913 | 19,687 | 2,285 | (96) | (737) | - | **26,052** |
| Balance at December 31, 2024 | $ - | $ 13,509 | $ 59,156 | $ 5,257 | $ - | $ - | $ - | **$ 77,922** |
| Depreciation | - | 4,403 | 14,970 | 3,109 | 1,074 | 14,924 | - | **38,480** |
| Disposals | - | (1,663) | (4,137) | (529) | - | - | - | **(6,329)** |
| Revaluation | - | - | - | - | (964) | (13,399) | - | **(14,363)** |
| Effects of movements in exchange rates and hyperinflation | - | (328) | (5,369) | (1,582) | (110) | (1,525) | - | **(8,914)** |
| Balance at December 31, 2025 | $ - | $ 15,921 | $ 64,620 | $ 6,255 | $ - | $ - | $ - | **$ 86,796** |
| **Net Book Value at December 31, 2024** | **$ 24,917** | **$ 94,537** | **$ 92,027** | **$ 12,293** | **$ 106,501** | **$ 424,470** | **$ 44,510** | **$ 799,255** |
| **Net Book Value at December 31, 2025** | **$ 23,101** | **$ 86,204** | **$ 79,795** | **$ 21,375** | **$ 107,512** | **$ 431,700** | **$ 68,700** | **$ 818,387** |

Certain specialized assets in Türkiye are accounted for under the revaluation method, and changes in value are recorded in accumulated other comprehensive loss. Management has determined that the Company's specialized assets are long-term stable assets that have not experienced volatile changes in fair value.

The most recent independent external valuation was conducted effective December 31, 2023. In determining the revalued amount of specialized land and buildings, management uses comparison approach methodology, where significant assumptions include the identification of properties of similar use, size, useful life, residual value and geographical region to obtain an estimate of comparable value per square meter. In determining the revalued amount of specialized processing equipment, management uses market value and replacement value methodologies, where significant unobservable inputs include assumptions related to replacement costs, residual useful lives, technological obsolescence and economic utility.

The revaluation reserve is $445,516 (December 31, 2024 – $397,614), net of tax. See note 12 (d).

(Stated in thousands of Canadian dollars)

## 7. Intangibles and goodwill

| | Indefinite Life Intangible Assets - Brands | Finite Life Intangible Assets | Total Intangible Assets | Goodwill | Total |
|---|---|---|---|---|---|
| **Cost** | | | | | |
| Balance at December 31, 2023 | $ 41,763 | $ 35,098 | **$ 76,861** | $ 198,657 | **$ 275,518** |
| Additions | - | 5,702 | **5,702** | - | **5,702** |
| Disposals | - | (4,621) | **(4,621)** | - | **(4,621)** |
| Reclassified to assets held for sale | - | (2,400) | **(2,400)** | - | **(2,400)** |
| Effects of movements in exchange rates and hyperinflation | 5,095 | 8,078 | **13,173** | 14,500 | **27,673** |
| Balance at December 31, 2024 | $ 46,858 | $ 41,857 | **$ 88,715** | $ 213,157 | **$ 301,872** |
| Additions | - | 839 | **839** | - | **839** |
| Disposals | - | (6) | **(6)** | - | **(6)** |
| Effects of movements in exchange rates and hyperinflation | 449 | 1,552 | **2,001** | (1,571) | **430** |
| Balance at December 31, 2025 | $ 47,307 | $ 44,242 | **$ 91,549** | $ 211,586 | **$ 303,135** |
| **Accumulated Depreciation** | | | | | |
| Balance at December 31, 2023 | $ - | $ 11,789 | **$ 11,789** | $ - | **$ 11,789** |
| Amortization | - | 2,975 | **2,975** | - | **2,975** |
| Disposals | - | (4,621) | **(4,621)** | - | **(4,621)** |
| Reclassified to assets held for sale | - | (2,140) | **(2,140)** | - | **(2,140)** |
| Effects of movements in exchange rates and hyperinflation | - | 1,135 | **1,135** | - | **1,135** |
| Balance at December 31, 2024 | $ - | $ 9,138 | **$ 9,138** | $ - | **$ 9,138** |
| Amortization | - | 2,335 | **2,335** | - | **2,335** |
| Disposals | - | (6) | **(6)** | - | **(6)** |
| Effects of movements in exchange rates and hyperinflation | - | 68 | **68** | - | **68** |
| Balance at December 31, 2025 | $ - | $ 11,535 | **$ 11,535** | $ - | **$ 11,535** |
| **Net Book Value at December 31, 2024** | **$ 46,858** | **$ 32,719** | **$ 79,577** | **$ 213,157** | **$ 292,734** |
| **Net Book Value at December 31, 2025** | **$ 47,307** | **$ 32,707** | **$ 80,014** | **$ 211,586** | **$ 291,600** |

The brands AGT recognizes are considered intangible assets having an indefinite life. The brands are actively managed with no current expectation that the brand will cease to exist.

Amortization of intangibles is recorded in the general and administrative expenses on the Consolidated Statements of Loss.

The recoverable amount of the cash generating units was assessed using a value in use model. The value in use was determined by discounting management's estimate of expected cash flows.

**Key assumptions used in discounted cash flow projection calculations**

The fair value assessment is based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall recoverable amount measurement. The value in use method has been utilized. For the purposes of the annual impairment testing, goodwill and intangible assets are allocated to the following CGUs:

(Stated in thousands of Canadian dollars)

| | 2025 | | 2024 | |
|---|---|---|---|---|
| **Segment** | **Goodwill** | **Indefinite life intangible assets** | **Goodwill** | **Indefinite life intangible assets** |
| Packaged Foods and Ingredients | $ 108,201 | $ 22,364 | $ 110,279 | $ 25,230 |
| Value added processing | 103,385 | 24,943 | 102,878 | 21,628 |
| Distribution | - | - | - | - |
| Total | $ 211,586 | $ 47,307 | $ 213,157 | $ 46,858 |

There was no impairment identified.

Key assumptions used in the calculation of recoverable amounts are the discount rates and the growth rate for future cash flows. AGT used budgeted earnings before interest, taxes, depreciation and amortization less sustaining capital expenditures as an approximation for baseline cash flows. It is not expected that a reasonably possible change in assumptions would result in carrying value exceeding the recoverable amount.

Discount rates are pre-tax measures that reflect risks specific to AGT based on AGT's weighted average cost of capital. Pre-tax discount rates were determined from post-tax rates of 10.62% (December 31, 2024 – 9.26%). Differences arise between the post-tax and pre-tax discount rates because of the timing of future tax cash flows and discrepancies between the carrying amount of an asset and its tax base.

Cash flows were projected based on AGT's 2026 - 2030 budget which incorporated management's past experience and expectations of future unit performance. Management based growth rates over the first five years of the cash flow projection on a combination of historical growth in the unit and management's expectation of performance over the forecast period. Changes in cash flows associated with various working capital account balances due to estimated growth have been factored into the estimated cash flows. Cash flows into perpetuity have been assumed based on the inclusion of an annual cash outflow associated with sustaining capital expenditures. These are estimated expenditures that are intended to maintain the performance of the property, plant and equipment of the CGU. Key assumptions include adjusted earnings before interest, taxes, depreciation, and amortization ("Adjusted EBITDA") compound growth rates of approximately 7.49% (December 31, 2024 – 4.53%) and terminal period growth rate of 3.70% (December 31, 2024 - 3.70%).

## 8. Bank Indebtedness

At December 31, 2025, AGT had total operating lines of $59,524 (December 31, 2024 - $52,530). At December 31, 2025, $36,611 (December 31, 2024 - $17,882) of the facilities were utilized. The weighted average interest rate on available operating lines at December 31, 2025 is 8.51% (December 31, 2024 – 9.66%). See also note 24 subsequent events.

(Stated in thousands of Canadian dollars)

## 9. Current and long-term debt

| | | 2025 | | 2024 |
|---|---|---|---|---|
| Current debt: | | | | |
| Senior syndicated credit facilities | $ | 5,595 | $ | 5,595 |
| Current portion of long-term debt - other | | 2,263 | | 2,218 |
| Total current debt | | 7,858 | | 7,813 |
| Long-term debt: | | | | |
| Senior syndicated credit facilities | | 631,027 | | 614,015 |
| Sponsor notes payable | | 320,815 | | 307,589 |
| Long-term debt - other | | 16,796 | | 19,115 |
| Total long-term debt | | 968,638 | | 940,719 |
| Total debt | $ | 976,496 | $ | 948,532 |

On September 25, 2024, the sponsor notes payable to the controlling shareholder were extended to a maturity date of April 2027. Upon extension of the sponsor notes, the senior syndicated credit facility's maturity date was automatically extended to the earlier of 30 days prior to the sponsor notes maturity, or the senior syndicate commitment date in March 2028. As the sponsor notes maturity in April 2027 is earlier, the deemed maturity date is 30 days prior, or March 2027. Sponsor notes payable bear interest at 6.0% and senior syndicated credit facilities bear interest using a combination of prime plus 1.25% and Canadian Overnight Repo Rate plus 2.75% and spread adjustment, for a weighted average combined rate at December 31, 2025 of 5.48% (December 31, 2024 – 6.46%).

The sponsor notes and senior syndicated debt were repaid subsequent to year end changing the amount and timing of scheduled maturities. The updated maturities of long term debt following the IPO are presented in note 24.

For the long-term debt that is fixed rate debt, primarily consisting of sponsor notes payable, at December 31, 2025, carrying value: $329,860 and fair value: $329,860 (December 31, 2024, carrying value: $317,751 and fair value: $317,751).

For the long-term debt that is variable rate debt, at December 31, 2025, carrying value: $646,636 and fair value: $646,636 (December 31, 2024, carrying value: $630,781 and fair value: $630,781). See note 13 for further details on AGT's interest rate swap agreement for $325,000 on this debt.

## 10. Long-term supply chain arrangements

At December 31, 2025, AGT had long-term supply chain arrangements of $116,240 ($85,000 USD) (December 31, 2024 – $122,429 ($85,000 USD)) bearing interest at Adjusted Term Secured Overnight Financing Rate (SOFR) plus 1.65% per annum, guaranteed by Fairfax Financial Holdings Ltd, and due February 2027. See note 24.

## 11. Accounts payable and accrued liabilities

| | | 2025 | | 2024 |
|---|---|---|---|---|
| Trade payables | $ | 227,247 | $ | 288,500 |
| Short-term supply chain arrangements | | 455,187 | | 397,468 |
| Other payables and accrued liabilities | | 43,479 | | 66,192 |
| Accounts payable and accrued liabilities | $ | 725,913 | $ | 752,160 |

(Stated in thousands of Canadian dollars)

Information about AGT's exposure to currency and liquidity risk is included in note 13.

**Short-term supply chain arrangements**

Short-term supply chain arrangements are characterized by one or more finance providers offering to pay amounts:

- that AGT owes its suppliers and AGT agreeing to pay according to the terms and conditions of the arrangements at the same date as, or a date later than, when suppliers are paid, and
- to AGT related to a sale or shipment of goods by AGT to a customer for which IFRS Accounting Standards recognition criteria have not yet been met and AGT agreeing to pay according to the terms and conditions of the arrangement once payment is received from the customer.

The principal purpose of these arrangements is to facilitate efficient payment processing, provide AGT with additional liquidity and provide the willing suppliers early payment terms, compared with the related invoice payment due date. The payable to the finance provider noted above has replaced the original trade payables that were recorded without substantially modifying the original trade payable owing.

From AGT's perspective, the arrangement does not significantly extend payment terms beyond the normal terms agreed with other suppliers for which these supply chain arrangements are not employed; however, the arrangement does provide liquidity for earlier payment of suppliers. AGT includes the amounts subject to the arrangement within trade payables because the nature and function of these payables remains the same as those of other trade payables.

Additional information about AGT's trade payables and short-term supply chain arrangements is provided below.

| | 2025 | 2024 |
|---|---|---|
| **Carrying amount of financial liabilities** | | |
| Presented within accounts payable and accrued liabilities | $ 455,187 | $ 397,468 |
| - of which suppliers have received payment from the finance provider | 47,779 | 28,788 |
| **Range of payment due dates** | | |
| Trade payables subject to supplier finance arrangement (days after invoice date) | 60-120 | 60-120 |
| Comparable trade payables (days after invoice date) | 0-45 | 0-45 |
| **Non-cash changes** | | |
| There were no significant non-cash changes in the carrying amount of financial liabilities subject to supplier finance arrangements. | | |

The payments under these arrangements are included within operating cash flows because they continue to be part of the normal operating cycle of the Company and their principal nature remains operating, for example, early provision of funds related to the sale of inventory and payments for the purchase of goods and services. The payments to a supplier by the bank of $47,779 (December 31, 2024 - $28,788) are considered non-cash transactions.

For additional information about how these arrangements affect the Group's exposure to liquidity risk, see note 13.

(Stated in thousands of Canadian dollars)

## 12. Equity

### (a) Share Capital

**Authorized**

Class “A” common shares - unlimited number of voting common shares without par value
Class “B” common shares - unlimited number of voting common shares without par value
Class “C” common shares - unlimited number of voting common shares without par value
Class “D” common shares - unlimited number of voting common shares without par value

**Issued and outstanding**

| | # of Common Shares | Amount |
|---|---|---|
| Class "A" common shares | 13,755,556 | 209,965 |
| Class "C" common shares | 5,111,994 | 92,016 |
| Class "D" common shares | 2,362,070 | 42,517 |
| **Balance at December 31, 2025 and December 31, 2024** | **21,229,620** | **$ 344,498** |

AGT has not issued dividends during the past two years ended December 31.

### (b) Common share purchase Warrants

On April 17, 2019, in conjunction with the business combination, AGT amended existing common share purchase Warrants (the “Warrants”) to be 3,200,000, each exercisable into one common share of AGT and exercisable at $18 per share. AGT assigned a fair value at issuance of $7,584 to the Warrants using an options pricing model. On August 19, 2024, these 3,200,000 common share purchase Warrants were exercised, resulting in the issuance of 3,200,000 common shares of the Company for cash proceeds of $57,600.

The assumed inputs to the preliminary model include the following:
i) Valuation date: April 17, 2019
ii) Expiry date: August 31, 2024
iii) Initial AGT share price: $13.74
iv) Share price volatility: 28.8%
v) Risk free rate: 2.2%

Also on April 17, 2019 and amended effective January 1, 2024, AGT issued 15,111,111 common share purchase Warrants, each exercisable into one common share of AGT and exercisable at $22.50 per share. AGT assigned a fair value at issuance of $15,083 to the Warrants using an options pricing model. The expiry date was extended in 2024 to April 15, 2027. These Warrants were exercised in conjunction with an Initial Public Offering (“IPO”). See note 24.

The assumed inputs to the preliminary model include the following:
i) Valuation date: April 17, 2019
ii) Expiry date: April 15, 2027
iii) Initial AGT share price: $13.74
iv) Share price volatility: 25%

v) Risk free rate: 2.2%

**(c) Share-based payment arrangements**

At December 31, 2025, AGT had the following share-based payment arrangements:

**Equity Incentive Plan (equity - settled)**
On September 30, 2020, AGT finalized arrangements for employees to participate in an Equity Incentive Plan ("EIP"). The EIP includes Regular Performance Share Units ("PSU"), Super Vesting PSU, and Restricted Share Units ("RSU"). The Regular and Super Vesting PSU contain performance conditions and service conditions.

In December 2025, the Board approved a modification in which the vesting period of all outstanding Regular and Super Vesting PSU were accelerated upon the occurrence of an IPO and became fully vested as the applicable performance conditions were met.

The number of PSU issued was adjusted following the common share purchase Warrants being exercised in conjunction with the IPO, as described in note 12 (b) above. At December 31, 2025, the number of Regular PSU available is 1,802,962 and the number of Super Vesting PSU available is 901,481. On exercise of the common share purchase Warrants, the Board approved the issuance of an additional Regular PSU equivalent to 10% of common shares issued equating to 1,831,111 Regular PSU, and an additional Super Vesting PSU equivalent to 5% of the related common shares issued equating to 915,556 Super Vesting PSU. AGT utilizes a discounted cash flow ("DCF") model to determine the fair value of share-based payments granted. No accrual has been made in the Financial Statements for the additional PSU grants that were issued in conjunction with the exercise of the Warrants.

Performance Periods are defined as:
(i) EBITDA Target Performance Period – ending December 31, 2023
(ii) Change of Control Performance Period – ending December 31, 2026

**Regular PSU Performance Vesting Conditions:**
(i) AGT meets or exceeds adjusted EBITDA of $112,000 in respect of any fiscal year during the EBITDA Target Performance Period; and
(ii) the occurrence of the earlier of December 31, 2026, an initial public offering (IPO) or Change of Control Event.

The first condition has been met with respect to the Regular PSU performance vesting conditions.

**Super Vesting PSU Performance Vesting Conditions:**
(i) AGT meets or exceeds adjusted EBITDA of $150,000 in respect of any fiscal year during the EBITDA Target Performance Period; and
(ii) the occurrence of the earlier of December 31, 2026, an IPO or Change of Control Event.

At December 31, 2025, the first condition had been met with respect to the Super Vesting PSU performance vesting conditions.

The assumed input for share price at grant date was $20.50. This resulted in the measurement of the fair values at grant date, of the equity-settled share-based payment arrangement as follows:

i) Regular PSU fair value at grant date: $36,950
ii) Super Vesting PSU fair value at grant date: $18,475

At December 31, 2025, there are no RSUs issued.

The estimated expense related to share-based payment arrangements is determined by estimating the likelihood of various vesting scenarios occurring within the vesting windows. The Board approved modification in December 2025 resulted in an acceleration of vesting of all outstanding PSU and increased the full year 2025 expense to $25,204 (2024 - $4,680). The remaining unrecognized fair value of awards for which the performance conditions had been met was recognized immediately in salary and benefits expense, with a corresponding increase in the share-based payments equity reserve. At December 31, 2025, total fair value of $53,772 (December 31, 2024 - $28,568) has been amortized to salary and benefits expense in general and administrative expense starting October 31, 2020 with a corresponding increase in the share-based payments equity reserve.

**Deferred Share Unit Plan (cash – settled)**

On September 30, 2020, AGT offered a Deferred Share Unit Plan. The Board may, in its discretion, grant Deferred Share Units (“DSU”) to eligible directors on such terms and conditions as it determines, including vesting and the treatment of unvested DSU upon the occurrence of a termination event. In December 2025, the Board approved a modification in which the vesting period of all outstanding DSU was accelerated upon the occurrence of an IPO and the awards became fully vested as the applicable performance conditions were met. 150,000 units were granted with 100,000 units outstanding at December 31, 2025 and 50,000 units exercised during 2025.

Performance Periods are defined as:
(i) EBITDA Target Performance Period – ending December 31, 2023
(ii) Change of Control Performance Period – ending December 31, 2026

**DSU Performance Vesting Conditions:**

(i) AGT meets or exceeds EBITDA of $112,000 in respect of any fiscal year during the EBITDA Target Performance Period; and
(ii) the occurrence of the earlier of December 31, 2026, an IPO or Change of Control Event is completed prior to December 31, 2026.

Following the Board approved modification in December 2025, which resulted in the vesting for all outstanding DSU, the remaining unrecognized fair value of awards for which the performance conditions have been met was recognized immediately.

The assumed inputs used in the measurement of the fair values at grant date of the cash-settled share-based payment arrangement was as follows:

i) Fair value at grant date: $22.43
ii) Share price at grant date: $20.50
iii) Share price volatility: 30%
iv) Risk free rate: 2.2%
v) Estimated vesting date: December 31, 2025

(Stated in thousands of Canadian dollars)

For the year ended December 31, 2025, DSUs expense of $1,646 (December 31, 2024 - $1,176) was amortized to general and administrative expense with a corresponding increase in liabilities. At December 31, 2025, the DSU liability was $2,910 (December 31, 2024 - $2,393). The liability will be remeasured each period based on movements in the Company's share price.

### (d) Accumulated other comprehensive loss

The following table shows the change in accumulated other comprehensive loss net of tax:

| | Foreign Exchange | Revaluation Reserve | Hedge Reserve | Total |
|---|---|---|---|---|
| Balance at December 31, 2024 | $ (678,165) | $ 397,614 | $ (5,311) | **$ (285,862)** |
| Transfer from retained earnings | - | (29,079) | - | **(29,079)** |
| Other comprehensive (loss) gain | (179,080) | 76,981 | 389 | **(101,710)** |
| **Balance at December 31, 2025** | **$ (857,245)** | **$ 445,516** | **$ (4,922)** | **$ (416,651)** |
| | | | | |
| Balance at December 31, 2023 | $ (625,538) | $ 387,944 | $ 3,257 | **$ (234,337)** |
| Other comprehensive (loss) gain | (52,627) | 9,670 | (8,568) | **(51,525)** |
| **Balance at December 31, 2024** | **$ (678,165)** | **$ 397,614** | **$ (5,311)** | **$ (285,862)** |

During the year, a transfer of $29,079 was made from Accumulated Other Comprehensive Income - Revaluation Surplus to Retained Earnings. This transfer represents the portion of the revaluation surplus related to the depreciation on revalued property, plant, and equipment.

### (e) Loss per share

The calculation of loss per share is based on net loss after tax and the weighted average number of shares outstanding during the year. Details of the loss per share are set out below:

| | | 2025 | | 2024 |
|---|---|---|---|---|
| **Loss per share computation** | | | | |
| Net loss | $ | (36,288) | $ | (4,109) |
| Weighted average number of shares, basic | | 21,229,620 | | 19,209,948 |
| Effect of dilutive securities | | | | |
| Share-based payment arrangements | | 5,451,110 | | 5,451,110 |
| Share warrants | | 15,111,111 | | 17,130,783 |
| Weighted average number of shares, diluted | $ | 41,791,841 | $ | 41,791,841 |
| **Loss per share ($ per share)** | | | | |
| **Basic** | $ | (1.71) | $ | (0.21) |
| **Diluted** | $ | (1.71) | $ | (0.21) |

**13. Financial instruments**

**Fair values**

The fair value of a financial instrument is the amount at which the financial instrument could be exchanged in an arm's length transaction between knowledgeable and willing parties under no compulsion to act. Fair values for AGT's derivative instruments are determined using models requiring the use of inputs, as described below.

All financial instruments are measured at fair value, are short-term in nature and are categorized into one of three levels, described below, for disclosure purposes. Each level is based on transparency of inputs used to measure the fair value of assets and liabilities:

Level 1 – values based on unadjusted quoted prices in active markets that are accessible at the measurement date for identical assets or liabilities. There were no items measured at fair value using Level 1 in 2025 or 2024.

Level 2 – values based on quoted prices in markets that are not active or by using model inputs that are observable either directly or indirectly for substantially the full term of the asset or liability. In determining the inputs for calculating fair values, AGT looks to readily observable market inputs, primarily currency rates, interest rates and forward rates based on the nature of AGT's derivative instruments. The fair value of long-term debt with fixed interest rates is estimated based on readily available market information from a third party.

Level 3 – values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. Specialized land and building and specialized processing equipment is measured at fair value using Level 3 in 2025 or 2024.

The following items, shown in the Consolidated Statements of Financial Position are measured at fair value on a recurring basis using Level 2 inputs:

(Stated in thousands of Canadian dollars)

| | 2025 | 2024 |
|---|---|---|
| **Derivative assets:** | | |
| **Current** | | |
| Foreign exchange derivatives | $ 1,272 | $ 590 |
| Foreign exchange derivatives - hedged | 1,449 | - |
| Commodity derivatives | 1,167 | 3,909 |
| Total current derivative assets | 3,888 | 4,499 |
| **Derivative liabilities:** | | |
| **Current** | | |
| Foreign exchange derivatives | 9,592 | 20,424 |
| Foreign exchange derivatives - hedged | - | 5,320 |
| Interest rate swap derivatives - hedged | 1,532 | 1,229 |
| Commodity derivatives | 247 | 893 |
| Total current derivative liabilities | 11,371 | 27,866 |
| **Long-term** | | |
| Foreign exchange derivatives | 77,454 | 87,220 |
| Interest rate swap derivatives - hedged | 3,293 | 3,651 |
| Total long-term derivative liabilities | 80,747 | 90,871 |
| Total | $ (88,230) | $ (114,238) |

No financial instruments moved between levels.

The following table represents the change in derivative fair values recognized primarily in unrealized foreign exchange loss, general and administrative expenses, and other comprehensive income in the Consolidated Statements of Loss and Comprehensive Loss:

| | 2025 | 2024 |
|---|---|---|
| **Derivative assets:** | | |
| Foreign exchange derivatives | $ 682 | $ (4,310) |
| Foreign exchange derivatives - hedged | 1,449 | (3,556) |
| Interest rate swap derivatives - hedged | - | (821) |
| Commodity derivatives | (2,742) | 407 |
| **Derivative liabilities:** | | |
| Foreign exchange derivatives | 20,598 | (27,492) |
| Foreign exchange derivatives - hedged | 5,320 | (5,320) |
| Interest rate swap derivatives - hedged | 55 | (4,880) |
| Commodity derivatives | 646 | (671) |
| | **$ 26,008** | **$ (46,643)** |

(Stated in thousands of Canadian dollars)

The carrying value and fair value of AGT's financial instruments are as follows:

| | Fair value through profit or loss | Derivatives used for hedging (FV) | Amortized cost | Carrying amount | Fair value |
|---|---|---|---|---|---|
| **December 31, 2025** | | | | | |
| **Financial Assets** | | | | | |
| Cash | $ - | $ - | $ 61,411 | $ 61,411 | $ 61,411 |
| Trade accounts receivable | - | - | 214,624 | 214,624 | 214,624 |
| Trade accounts receivable - securitized | 66,187 | - | - | 66,187 | 66,187 |
| Derivative assets | 2,439 | 1,449 | - | 3,888 | 3,888 |
| **Financial Liabilities** | | | | | |
| Bank indebtedness | - | - | 36,611 | 36,611 | 36,611 |
| Accounts payable and accrued liabilities | - | - | 589,841 | 589,841 | 589,841 |
| Accounts payable - securitized | 136,072 | - | - | 136,072 | 136,072 |
| Derivative liabilities | 87,293 | 4,825 | - | 92,118 | 92,118 |
| Sponsor notes payable | - | - | 320,815 | 320,815 | 320,815 |
| Senior syndicated credit facilities | - | - | 636,622 | 636,622 | 639,194 |
| Long-term debt | - | - | 19,059 | 19,059 | 19,059 |
| Long-term supply chain arrangements | - | - | 116,240 | 116,240 | 116,240 |

| | Fair value through profit or loss | Derivatives used for hedging (FV) | Amortized cost | Carrying amount | Fair value |
|---|---|---|---|---|---|
| **December 31, 2024** | | | | | |
| **Financial Assets** | | | | | |
| Cash | $ - | $ - | $ 57,227 | $ 57,227 | $ 57,227 |
| Trade accounts receivable | - | - | 273,145 | 273,145 | 273,145 |
| Trade accounts receivable - securitized | 45,355 | - | - | 45,355 | 45,355 |
| Derivative assets | 4,499 | - | - | 4,499 | 4,499 |
| **Financial Liabilities** | | | | | |
| Bank indebtedness | - | - | 17,882 | 17,882 | 17,882 |
| Accounts payable and accrued liabilities | - | - | 584,761 | 584,761 | 584,761 |
| Accounts payable - securitized | 167,399 | - | - | 167,399 | 167,399 |
| Derivative liabilities | 108,537 | 10,200 | - | 118,737 | 118,737 |
| Sponsor notes payable | - | - | 307,589 | 307,589 | 307,589 |
| Senior syndicated credit facilities | - | - | 619,610 | 619,610 | 619,239 |
| Long-term debt | - | - | 21,333 | 21,333 | 22,258 |
| Long-term supply chain arrangements | - | - | 122,429 | 122,429 | 122,429 |

## Risk management

As a result of the nature of AGT's operations, it may be exposed to various forms of risk related to financial instruments including credit risk, interest rate risk, foreign exchange risk, liquidity risk and commodity risk.

AGT uses financial derivatives to reduce market risk exposures from changes in foreign exchange rates and interest rates. AGT does not hold or use any derivative instruments for trading or speculative purposes. Overall, AGT's Board of Directors has responsibility for the establishment and approval of AGT's risk management policies. Management continually performs risk assessments to ensure that all significant risks have been reviewed and assessed to reflect changes in market conditions and AGT's operating activities.

## Credit risk

Credit risk is the risk that one party to a transaction will fail to discharge an obligation and cause the other party to incur a financial loss. Concentration of credit risk relates to groups of customers or counterparties that have similar economic or industry characteristics that cause their ability to meet obligations to be similarly affected by changes in economic or other conditions. AGT minimizes this risk by having a diverse customer base and established credit policies, including the use of accounts receivable insurance. Credit risk associated with cash is minimized substantially by investing these financial assets with highly rated financial institutions.

(Stated in thousands of Canadian dollars)

AGT manages counterparty risk associated with economic hedging by dealing with highly rated counterparties and limiting our exposure. At December 31, 2025 all significant counterparties to foreign exchange hedging contracts had a DBRS credit rating of A or better.

The carrying amount of financial assets represents the maximum credit exposure as follows:

| | 2025 | 2024 |
|---|---|---|
| Cash | $ 61,411 | $ 57,227 |
| Trade accounts receivable | 280,811 | 318,500 |
| **Total** | **$ 342,222** | **$ 375,727** |

AGT ages trade accounts receivable based on their due date. The aging categories are the number of days overdue.

The allowance for doubtful receivables represents specific provisions charged to expenses. The allowance is an estimated amount that management believes will be adequate to absorb expected credit losses on existing receivables that may become uncollectible due to current economic conditions and inherent risks in the receivables.

Management assumptions to estimate expected credit losses are based on reasonable and supportable information available to management at the reporting date, considering current credit risk management, current economic conditions, and forward-looking information available at the time of reporting.

The table below summarizes trade accounts receivable aging. Expected credit losses are recognized in general and administrative expenses in the Consolidated Statements of Loss.

| | 2025 | 2024 |
|---|---|---|
| Current | $ 188,259 | $ 203,414 |
| 1-30 days past due | 48,567 | 79,344 |
| 31-60 days past due | 14,822 | 17,783 |
| Greater than 60 days past due | 37,987 | 23,993 |
| Allowance for impairment | (8,824) | (6,034) |
| **Total carrying value** | **$ 280,811** | **$ 318,500** |

The movement in the allowance for impairment in respect of trade receivables during the year was as follows:

| | 2025 | 2024 |
|---|---|---|
| Balance at January 1 | $ 6,034 | $ 6,209 |
| Amounts written off | (748) | (553) |
| Net remeasurement of loss allowance | 3,538 | 378 |
| **Balance at December 31** | **$ 8,824** | **$ 6,034** |

AGT has entered into Receivables Purchase Agreements ("RPA") with certain financial institutions. These RPA allow the sale of specific North American, Australian and Turkish trade accounts receivable that are insured through Export Development of Canada ("EDC") to the financial institutions. These RPA collectively permit AGT to securitize up to $362,916 ($265,000 USD) (December 31, 2024 - $381,692 ($265,000 USD)) worth of insured receivables and shipments.

The agreements have AGT continuing to be administratively involved in the collection of receivables and submission of those collections to the financial institutions. However, AGT bears no risk and any uncollected amounts would result in EDC making a payment directly to the financial institutions.

As at December 31, 2025, AGT has sold for cash proceeds $293,141 (December 31, 2024 - $381,319) of trade accounts receivable and ongoing shipments, and for the year incurred $14,815 (December 31, 2024 - $21,269) in transaction fees, included in finance expense.

**Interest rate risk**
AGT manages interest rate risk by using interest rate swaps to hedge floating rate debt. These swaps convert floating rate debt to fixed rate obligations, reducing the volatility of future cash flows related to interest payments.

- Interest Rate Swap: AGT entered into an interest rate swap in 2022, effectively converting $325,000 of its floating rate debt to a fixed rate of 5.884% through to April 2029.

- Sensitivity to Interest Rates: A 0.25% increase in the underlying forward interest rates could result in a mark to market change of approximately $3,000 (December 31, 2024 - $3,000) in other comprehensive income. A 1% change in interest rates would impact pre-tax earnings by approximately $3,582 (December 31, 2024 - $3,226). After the closing of the IPO, the Company has more limited exposure to variable interest rates given repayment of approximately $600 million in debt.

**Foreign currency risk**
AGT is exposed to foreign currency risk due to its sales denominated in USD and costs incurred in local currencies. To mitigate this risk, the Company uses foreign exchange forward contracts to hedge up to 75% of its forecasted non-Canadian sales a quarter in advance. These contracts help manage fluctuations in exchange rates, particularly for sales in USD, EUR, GBP, and AUD.

At December 31, 2025 the value of the USD relative to the Canadian dollar was $1.00 (USD) for $1.37 (CDN), down from $1.00 (USD) for $1.44 (CDN) at December 31, 2024. The exchange rate averaged $1.00 (USD) for $1.40 (CDN) for 2025, up from $1.00 (USD) for $1.37 (CDN) for the prior year.

AGT had the following significant contracts in place:

- Foreign currency forward contracts for the sale of $153,319 (USD) with an average exchange rate of $1.00 (USD) for $1.38 (CDN). December 31, 2024 $218,678 (USD) with an average exchange rate of $1.00 (USD) for $1.38 (CDN).
- Foreign currency forward contracts for the sale of $24,700 (USD) with an average exchange rate of $1.00 (USD) for $1.52 (AUD). December 31, 2024 $52,960 (USD) with an average exchange rate of $1.00 (USD) for $1.52 (AUD).

**Cross Currency Swap**
In addition to the foreign exchange and interest rate hedges, AGT has a cross currency swap with a notional value of $200,000 (USD) which hedges both foreign exchange risk on its USD net investments and interest rate risk on its CAD floating-rate debt. The interest rate exposure is fully designated for hedge accounting, while 60% of the foreign exchange exposure is designated as net investment hedge, with the remaining foreign exchange

(Stated in thousands of Canadian dollars)

risk not designated and recognized in profit or loss.

The following are the movements in the hedge reserve:

| | 2025 | 2024 |
|---|---|---|
| Opening balance hedge reserve | $ (5,311) | $ 3,257 |
| Change in fair value of hedging instrument recognized in other comprehensive income | (4,299) | (8,651) |
| Reclassified from hedge reserve to profit or loss due to hedged relationship complete | 6,423 | (3,632) |
| Deferred income tax (liability) asset | (1,735) | 3,715 |
| Closing balance hedge reserve | $ (4,922) | $ (5,311) |

During 2025 a net of tax gain of $389 (December 31, 2024 – loss of $8,568) was recognized in other comprehensive income.

The potential sources of hedge ineffectiveness include (a) differences between the timing of the cash flows of the hedged item and hedging instrument (b) changes in credit risk of the hedging instrument (c) potential over-hedging should volumes of highly probable sales fall below hedged amounts. Due to short term relationships, the small differences in timing are not considered to give rise to any significant ineffectiveness. At the current time, no significant ineffectiveness has arisen from credit risk or from over-hedging although this is monitored on an ongoing basis.

The hedging instrument relates to the forward contracts in their entirety, with hedging on a forward to forward basis. The effect of hedge accounting on AGT's financial position and performance is as follows, including the outline timing and profile of the hedging instruments.

(Stated in thousands of Canadian dollars)

| | 2025 | 2024 |
|---|---|---|
| Carrying amount included in derivative assets on Consolidated Statements of Financial Position | | |
| USD forward contracts | $ 1,449 | $ - |
| Carrying amount included in derivative liabilities on Consolidated Statements of Financial Position | | |
| USD forward contracts | - | (5,320) |
| CAD interest rate swap | (4,825) | (4,880) |
| CAD/USD cross currency swap | (51,464) | (57,229) |
| Notional amount | | |
| USD forward contracts (in USD) | 81,003 | 120,481 |
| CAD interest rate swap | 325,000 | 325,000 |
| CAD/USD cross currency swap | 200,000 | 200,000 |
| Hedge ratio | | |
| USD forward contracts and CAD interest rate swap | 1:1 | 1:1 |
| CAD/USD cross currency swap | 0.6:1 | 0.6:1 |
| Maturity date | 2026 - 2030 | 2025 - 2029 |
| Average forward rate | | |
| USD forward contracts | 1.36 | 1.43 |
| CAD interest rate swap | 3.64 | 4.05 |
| CAD/USD cross currency swap | 1.39 | 1.39 |
| Change in fair value of outstanding hedging instruments | | |
| USD forward contracts | 6,769 | (8,876) |
| CAD interest rate swap | 55 | (5,701) |
| CAD/USD cross currency swap | 4,717 | (4,000) |
| Change in fair value of the hedged item used to determine hedge effectiveness | | |
| USD forward contracts | (6,749) | 8,867 |
| CAD interest rate swap | (55) | 5,701 |
| CAD/USD cross currency swap | 4,680 | (2,285) |
| | $ (2,124) | $ 12,283 |

The hedge relationships relate to the foreign exchange risk arising from the highly probable sales and the resulting receivable. Reclassification to profit and loss occurs at the time of the associated sale being recognized and then further movements to profit and loss to match the retranslation of the associated receivable. The above movements relating to the hedging instrument and hedged item exclude those elements reclassified by the reporting date.

AGT measures its exposure to foreign exchange risk on financial instruments as the change in carrying values that would occur as a result of reasonably possible changes in foreign exchange rates, holding all other variables constant. AGT has determined its pre-tax exposure to foreign currency exchange risk on significant financial instruments to be as follows based on a 5% strengthening of the significant currencies AGT is exposed to. A 5% weakening of these same currencies at December 31, 2025 would have had an equal but opposite effect on the amounts shown below, assuming all other variables remained constant.

Percentages have been determined based on the market volatility in exchange rates in the previous 12 months for USD to CDN which represents the most significant exposure to AGT:

(Stated in thousands of Canadian dollars)

| | Currency | | Carrying Value (CDN) 2025 | | Gain (loss) CDN |
|---|---|---|---|---|---|
| Accounts receivable | USD | $ | 69,510 | $ | 3,476 |
| Bank indebtedness | USD | | 15,885 | | (794) |
| Accounts payable and accrued liabilities | USD | | 281,348 | | (14,067) |
| Long-term supply chain arrangements | USD | | 116,240 | | (5,812) |
| Net foreign currency derivative liabilities | USD | | 87,617 | | (28,802) |
| | | | | $ | (45,999) |

| | Currency | | Carrying Value (CDN) 2024 | | Gain (loss) CDN |
|---|---|---|---|---|---|
| Accounts receivable | USD | $ | 74,903 | $ | 3,745 |
| Bank indebtedness | USD | | 5,399 | | (270) |
| Accounts payable and accrued liabilities | USD | | 302,784 | | (12,658) |
| Long-term supply chain arrangements | USD | | 122,118 | | (6,106) |
| Net foreign currency derivative liabilities | USD | | 116,026 | | (36,155) |
| | | | | $ | (51,444) |

The above sensitivity analysis for foreign currency risk does not include translation risk or the impact on AGT's sales contracts that would be associated with the foreign currency derivatives. As discussed above, AGT manages currency exposure on revenue with these foreign currency derivatives and would expect gains or losses to be offset. Translation exposures arise from financial and non-financial items of operations with functional currencies different from AGT's reporting currency. AGT recognizes currency translation adjustments in other comprehensive income. The sensitivity at the reporting date is not representative of the sensitivity throughout the year as the Consolidated Statements of Financial Position date exposure may not reflect the exposure during the year.

**Liquidity risk**

Liquidity risk is the risk that AGT cannot meet a demand for cash or fund its obligations as they become due. Liquidity risk also includes the risk of not being able to liquidate assets in a timely manner at a reasonable price.

In connection with and following the IPO discussed in note 24, the sponsor notes were repaid, and the senior syndicated debt was repaid and replaced with a smaller facility impacting the contractual maturities that existed at December 31, 2025. See note 24 for a revised schedule of contractual maturities of financial and other liabilities, including interest payments that incorporates these impacts.

Future expected operational cash flows and sufficient assets are on hand to fund these obligations. In addition, AGT practices an accounts receivable management program that tracks cargo and documentation flows to ensure the timely receipt of payment from customers. AGT's diversified customer base ensures that concentration risks are minimized and that inflows are more predictable. The cash flow management activities and the continued expected cashflows of AGT's operations allow for substantial mitigation of liquidity risk.

**Commodity risk**

AGT is a processor and supplier of pulse crops and bears significant exposure to changes in prices of these products. Prices are volatile and are influenced by numerous factors beyond AGT's control, such as supply and demand fundamentals, geographical events and weather.

(Stated in thousands of Canadian dollars)

AGT's sales contracting focuses on reducing the volatility in future earnings and cash flow, while providing protection against changes in market price. To mitigate the risks associated with the fluctuations in the market price for pulse crops, AGT seeks to maintain a portfolio of product sales contracts with varying delivery dates and pricing mechanisms that reflect the delivery dates and pricing with customers

## 14. Capital management

AGT manages its capital to ensure financial flexibility. This allows AGT to respond to changes in economic and/or marketplace conditions. In the management of capital, AGT utilizes bank indebtedness (net of cash), long-term debt and equity. It may be difficult to accurately predict market conditions for attracting capital. AGT has guarantees on certain of its debt facilities that require security in the form of all accounts receivable, inventory and property, plant and equipment. Certain long-term lenders have priority claim on the property, plant and equipment, ranking in priority to other lenders.

AGT includes net debt and equity as components of its capital structure. The calculation of net debt, equity and capital are set out in the following table:

.

| | 2025 | 2024 |
|---|---|---|
| Long-term debt | $ 968,638 | $ 940,719 |
| Bank indebtedness and current portion long-term debt | 44,469 | 25,695 |
| Cash | (61,411) | (57,227) |
| **Net debt** | **$ 951,696** | **$ 909,187** |
| Equity | 281,611 | 331,272 |
| **Total capital** | **$ 1,233,307** | **$ 1,240,459** |

AGT is bound by certain covenants within its general credit facilities. These covenants place restrictions on working capital ratios, total debt, including guarantees and set minimum levels of capital. As of December 31, 2025, and December 31, 2024. As of December 31, 2025, and December 31, 2024, AGT met these requirements.

AGT's senior syndicated credit facility, that its primarily covenants relate to, was repaid after year end. See note 24.

(Stated in thousands of Canadian dollars)

## 15. Finance expense

| | 2025 | 2024 |
|---|---|---|
| Interest on long-term debt | $ 39,748 | $ 48,642 |
| Interest on sponsor notes | 20,400 | 20,456 |
| Trade finance fees and expenses | 43,980 | 51,146 |
| Interest and bank charges on bank indebtedness | 3,113 | 2,910 |
| Amortization of discounts and accretion expense (income) on long-term debt and lease liability | 15,041 | (11,056) |
| Foreign exchange loss | 12,969 | 3,662 |
| Other finance expenses | 4,541 | 547 |
| | $ 139,522 | $ 116,307 |

## 16. Expenses by nature

Certain expenses have been allocated on the Consolidated Statements of Loss in order to analyze expenses by their function. These expenses were allocated in the cost of sales, general administrative expenses and marketing, sales and distribution expense lines. The nature of these expenses is as follows:

| | 2025 | 2024 |
|---|---|---|
| Employee salaries and benefits including share based compensation expense | $ 223,383 | $ 170,754 |
| Depreciation and amortization | 44,730 | 50,164 |

**Notes to the Consolidated Financial Statements**
For the years ended December 31, 2025 and 2024
(Stated in thousands of Canadian dollars)

## 17. Cash flow support

### Adjustments to operating cash flow

| | Note | 2025 | 2024 |
|---|---|---|---|
| Depreciation in cost of sales | | $ 39,358 | $ 44,246 |
| Depreciation and amortization in general and administration | | 5,372 | 5,918 |
| Interest expense | 15 | 62,991 | 72,008 |
| Amortization of discounts and accretion expense (income) on long-term debt and lease liability | 15 | 15,041 | (11,056) |
| Unrealized foreign exchange loss | | 22,496 | 76,733 |
| Net monetary gain | | (81,860) | (123,928) |
| Gain on disposal of property, plant and equipment | | (2,226) | (414) |
| Disposal of right-of-use asset | | (88) | (796) |
| Gain on disposition of subsidiary | 23 | (5,984) | - |
| Share-based payments | | 36,473 | 10,929 |
| Other provisions | | 1,436 | 649 |
| Income tax recovery | 18 | (8,116) | (4,629) |
| | | **$ 84,893** | **$ 69,660** |

### Non-cash working capital

Details of net change in each element of working capital relating to operations excluding cash are as follows:

| | 2025 | 2024 |
|---|---|---|
| **Increase in current assets:** | | |
| Trade accounts receivable | $ (9,884) | $ (91,713) |
| Inventory | (80,351) | (37,722) |
| Prepaid expenses and other | (73,264) | (38,209) |
| | **$ (163,499)** | **$ (167,644)** |
| **Increase in current liabilities:** | | |
| Accounts payable, accrued liabilities, deferred revenue and other | 95,363 | 81,349 |
| | **$ 95,363** | **$ 81,349** |
| | **$ (68,136)** | **$ (86,295)** |

(Stated in thousands of Canadian dollars)

### Financing activities and position

Details of changes in each element in the financing activities are as follows:

| | Bank indebtedness | Long-term debt | Long-term supply chain arrangements | Lease liability | Warrants | Share capital |
|---|---|---|---|---|---|---|
| **Balance at December 31, 2024** | **$ 17,882** | **$ 948,532** | **$ 122,429** | **$ 7,654** | **$ 15,083** | **$ 344,498** |
| Cash changes in financing | | | | | | |
| Payments | (206,385) | (336,499) | - | (3,481) | - | - |
| Increases | 223,381 | 350,168 | - | - | - | - |
| Debt issuance costs | - | (27) | - | - | - | - |
| Non-cash changes in financing | | | | | | |
| Amortization of discounts and accretion expense on long-term debt and lease liability | - | 14,533 | - | 508 | - | - |
| Additions to lease liability | - | - | - | 3,401 | - | - |
| Disposals of lease liability | - | - | - | (1,186) | - | - |
| Effects of movements in exchange rates | 1,733 | (211) | (6,189) | (172) | - | - |
| **Balance at December 31, 2025** | **$ 36,611** | **$ 976,496** | **$ 116,240** | **$ 6,724** | **$ 15,083** | **$ 344,498** |
| | | | | | | |
| **Balance at December 31, 2023** | **$ 18,205** | **$ 980,863** | **$ -** | **$ 10,939** | **$ 22,667** | **$ 279,314** |
| Cash changes in financing | | | | | | |
| Payments | (231,833) | (254,366) | - | (5,450) | - | - |
| Increases | 230,633 | 263,380 | 114,434 | - | - | - |
| Debt issuance costs | - | (2,418) | - | - | - | - |
| Exercise of warrants | - | - | - | - | (7,584) | 65,184 |
| Non-cash changes in financing | | | | | | |
| Amortization of discounts and accretion expense on long-term debt and lease liability | - | (11,632) | - | 576 | - | - |
| Additions to lease liability | - | - | - | 5,588 | - | - |
| Disposals of lease liability | - | - | - | (2,918) | - | - |
| Reclassified to liabilities held for sale | - | (28,307) | - | (1,276) | - | - |
| Effects of movements in exchange rates | 877 | 1,012 | 7,995 | 195 | - | - |
| **Balance at December 31, 2024** | **$ 17,882** | **$ 948,532** | **$ 122,429** | **$ 7,654** | **$ 15,083** | **$ 344,498** |

## 18. Income Taxes

### (a) Tax rate reconciliation

The provision for income taxes differs from the amount computed by applying the expected income tax rate to loss before income taxes. The reasons for these differences are as follows:

(Stated in thousands of Canadian dollars)

| | 2025 | 2024 |
|---|---|---|
| Loss before income taxes | $ (44,404) | $ (8,738) |
| Combined federal and provincial rate | 27.00% | 27.00% |
| Computed income tax recovery | (11,989) | (2,359) |
| (Decrease) increase in taxes resulting from: | | |
| Difference between Canadian rate and rates applicable to subsidiaries in other countries | (1,704) | (2,565) |
| Previously unrecognized benefit of tax losses in current year | (4,985) | (5,600) |
| Unrecorded tax benefit of losses | 597 | 2,172 |
| Taxes on hyperinflation recorded in net monetary gains | 9,208 | 9,914 |
| Permanent differences and other | 8,130 | 1,473 |
| Change in statutory tax requirements in foreign jurisdictions | (7,373) | (7,664) |
| Income tax recovery | $ (8,116) | $ (4,629) |
| Current | 14,064 | 18,431 |
| Deferred | (22,180) | (23,060) |
| | $ (8,116) | $ (4,629) |

**(b) Significant components of deferred tax assets and liabilities**

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. The significant components of net deferred income tax assets are as follows:

| | 2024 | Recognized in earnings | Recognized in equity[1] | Recognized in OCI[1] | 2025 |
|---|---|---|---|---|---|
| Assets: | | | | | |
| Operating loss carry forwards | $ 115,634 | $ (19,178) | $ - | $ 6,224 | $ 102,680 |
| Restricted Interest and Financing Expenses | 7,834 | 45,740 | - | - | 53,574 |
| Share issuance and financing costs | 7,196 | (606) | - | (348) | 6,242 |
| Unrealized foreign exchange | (1,902) | 1,253 | - | (694) | (1,343) |
| Inventory | 8,750 | (14,417) | - | 41 | (5,626) |
| Non-financial assets | (33,409) | (8,126) | 6,019 | 441 | (35,075) |
| Other costs and adjustments | 18,599 | 10,384 | 3,852 | (1,436) | 31,399 |
| | $ 122,702 | $ 15,050 | $ 9,871 | $ 4,228 | $ 151,851 |
| Liabilities: | | | | | |
| Operating loss carry forwards | $ (4,137) | $ (204) | $ 204 | $ - | $ (4,137) |
| Non-financial assets | 127,714 | (3,179) | 837 | 7,455 | 132,827 |
| Unrealized foreign exchange | (4,281) | 116 | 1,124 | 3,448 | 407 |
| Other costs and adjustments | 1,072 | (3,863) | (2,580) | 7,230 | 1,859 |
| | $ 120,368 | $ (7,130) | $ (415) | $ 18,133 | $ 130,956 |
| Net deferred income tax asset | $ 2,334 | $ 22,180 | $ 10,286 | $ (13,905) | $ 20,895 |

[1]includes the transitional impact of hyper-inflationary accounting

(Stated in thousands of Canadian dollars)

| | 2023 | Recognized in earnings | Recognized in equity[1] | Recognized in OCI[1] | Other | 2024 |
|---|---|---|---|---|---|---|
| Assets: | | | | | | |
| Operating loss carry forwards | $ 94,851 | $ 6,997 | $ - | $ 13,786 | $ - | $ 115,634 |
| Restricted Interest and Financing Expenses | - | 7,834 | - | - | - | 7,834 |
| Share issuance and financing costs | 6,667 | (58) | - | 587 | - | 7,196 |
| Unrealized foreign exchange | 12,718 | (13,705) | - | (915) | - | (1,902) |
| Inventory | 2,568 | 6,162 | - | 20 | - | 8,750 |
| Non-financial assets | (39,177) | (1,724) | 3,322 | (216) | 4,386 | (33,409) |
| Other costs and adjustments | 3,714 | 9,255 | 6,505 | (875) | - | 18,599 |
| | $ 81,341 | $ 14,761 | $ 9,827 | $ 12,387 | $ 4,386 | $ 122,702 |
| Liabilities: | | | | | | |
| Operating loss carry forwards | $ (3,722) | $ (739) | $ 324 | $ - | $ - | $ (4,137) |
| Non-financial assets | 144,355 | (1,184) | (120,407) | 122,637 | (17,687) | 127,714 |
| Unrealized foreign exchange | 559 | (6,947) | 2,093 | 14 | - | (4,281) |
| Other costs and adjustments | 872 | 571 | (1,196) | 825 | - | 1,072 |
| | $ 142,064 | $ (8,299) | $ (119,186) | $ 123,476 | $ (17,687) | $ 120,368 |
| Net deferred income tax asset | $ (60,723) | $ 23,060 | $ 129,013 | $ (111,089) | $ 22,073 | $ 2,334 |

[1]includes the transitional impact of hyper-inflationary accounting

The gross effect of the following amounts has not been recognized in the Financial Statements due to uncertainty of their utilization:

| Nature of Amount | | Amount | Year of Expiry |
|---|---|---|---|
| Operating Loss Carry Forwards | $ | 19,289 | 2032-12-31 |
| | | 6,799 | 2033-12-31 |
| | | 12,342 | 2034-12-31 |
| | | 18,149 | 2035-12-31 |
| | | 34,308 | 2037-12-31 |
| | | 7,318 | 2038-12-31 |
| Total Operating Loss Carry Forwards | $ | 98,205 | |
| Total Unrealized Foreign Exchange Losses | $ | 62,054 | Not applicable |
| Total Capital Losses | $ | 4,012 | Not applicable |

### (c) Tax legislative changes – Pillar Two

The Company has prepared its Financial Statements to consider enacted and substantively enacted Pillar Two legislation in jurisdictions in which it operates including Canada which enacted such legislation in June 2024 with retroactive application to January 1, 2024. There was no material impact on the Financial Statements for the year ended December 31, 2025. Furthermore, the Company has applied the exception from recognizing and disclosing information about deferred tax assets and liabilities related to Pillar Two tax, as permitted by IAS 12 – Income Taxes.

(Stated in thousands of Canadian dollars)

## 19. Related party transactions

### (a) Key management personnel

AGT has defined key management personnel as senior executive officers, as well as the Board of Directors, as they have the collective authority and responsibility for planning, directing and controlling the activities of AGT. The following table outlines the total compensation expense for key management personnel:

| | 2025 | 2024 |
|---|---|---|
| Short-term benefits (wage, bonus, vacation paid out, directors fees) | $ 6,030 | $ 5,255 |
| Post employment benefits (RRSP) | 190 | 180 |
| Long-term benefits | 3,700 | 3,606 |
| Share-based payments | 26,849 | 5,856 |
| | $ 36,769 | $ 14,897 |

| | 2025 | 2024 |
|---|---|---|
| Accounts receivable | $ 1,488 | $ 2,410 |
| Accounts payable | 5,443 | 6,835 |

The accounts receivable in the table above relates to employee amounts primarily related to share loans. The accounts payable in the table above relates to deferred compensation.

**Transactions with key management and corporations significantly influenced or controlled by AGT directors or key management**

Certain key management personnel, or their related parties, hold positions in other entities that result in them having control or significant influence over the financial or operating policies of those entities. The transactions were conducted in the normal course of business and were accounted for at the exchange amount.

| | 2025 | 2024 |
|---|---|---|
| Finance expense - accretion expense on note discount | $ - | $ 40 |

### (b) Transactions with other related parties

| | 2025 | 2024 |
|---|---|---|
| Revenues | $ 18 | $ 112 |
| Purchases | 55 | 186 |

The items in the above table relate primarily to transactions with companies which AGT is affiliated with but does not exhibit the definitions of control and are therefore not consolidated in AGT's overall results.

### (c) Transactions with corporations under common control

(Stated in thousands of Canadian dollars)

| | | 2025 | | 2024 |
|---|---|---|---|---|
| Sponsor notes payable | $ | 320,815 | $ | 307,589 |
| Accounts payable | | - | | 85,077 |

| | | 2025 | | 2024 |
|---|---|---|---|---|
| Finance expense - interest expense on sponsor notes | $ | 20,400 | $ | 20,456 |
| Finance expense - accretion expense on sponsor note in long-term debt | | 13,228 | | (13,199) |
| Finance expense - other | | 1,197 | | 4,124 |

A structured trade payable included in accounts payable in the table above was repaid in January 2025 (December 31, 2024 - $85,077).

## 20. Segment reporting and sales and selected geographic information

AGT's CODM reviews AGT's operations and resource allocation by multiple business segments. Business segments are strategic business units with different products, processes and marketing strategies. AGT has three reportable operating segments: (1) Packaged Foods and Ingredients (2) Value Added Processing and (3) Distribution.

- Packaged Foods and Ingredients includes the results from the pasta and semolina plants in Türkiye as well as packaged foods with packages less than five kilograms, operations in South Africa, the United Kingdom and the pulse fractionation and gluten-free pasta plants in Minot, North Dakota. This segment also includes the retail packaging and distribution business in Canada.

- Value Added Processing includes the operations of AGT factories across its global platform, sourcing pulses and grains from producers, adding value to the products through processing, sorting and packaging these products through its factories and selling these products to its network of clients around the world. The segment includes pulses processed in AGT factories in Canada, the United States, Australia and Türkiye.

- Distribution, relates to AGT's activities aimed at bringing its range of pulses and other specialty crops direct to wholesale and retail markets. The segment currently captures AGT operations in India, Switzerland and part of Canada and Türkiye.

The Corporate segment includes our corporate activities, shared services functions, as well as income taxes, finance expense and unrealized foreign exchange gains and losses. In accordance with IAS 29, Financial Reporting in Hyperinflationary Economies, Türkiye was considered a hyperinflationary economy, effective January 1, 2022. Additionally, AGT applies revaluation accounting pursuant to IAS 16 for certain specialized assets in Türkiye.

AGT's CODM, the CEO, evaluates segment performance on the basis of earnings before finance expense, income taxes, depreciation and amortization, unrealized foreign exchange gains and losses, impacts of hyperinflation and share-based compensation and other ("adjusted EBITDA"). Adjusted EBITDA in 2024 has also been adjusted to remove $14,960 related to AGT's rail assets that were sold on January 14, 2025. For further details related to the sale of AGT's rail assets see Note 23. Management believes that adjusted EBITDA is an important indicator of AGT's ability to generate liquidity through operating cash flow to fund future working capital needs, service outstanding debt and fund future capital expenditures and uses the metric for this purpose.

(Stated in thousands of Canadian dollars)

The accounting policies used within each segment are consistent with the policies outlined in the notes to the Financial Statements. Segmented revenues, expenses and results include transactions between segments in the normal course of business and were accounted for at the exchange amount. Certain estimates and assumptions were made by management in the determination of segment composition.

Inter-segment revenues are charged among segments at arm's-length rates, based on rates charged to third parties.

**Segments measure of net earnings**

| 2025 | Packaged Foods and Ingredients | Value Added Processing | Distribution | Corporate | Total |
|---|---|---|---|---|---|
| Adjusted EBITDA | $ 96,026 | $ 114,745 | $ 7,294 | $ (27,862) | $ 190,203 |
| Income tax | | | | | 8,116 |
| Finance expense | | | | | (139,522) |
| Depreciation and amortization | | | | | (44,730) |
| Unrealized foreign exchange loss | | | | | (22,496) |
| Hyperinflation impact | | | | | 23,950 |
| Share-based compensation and other | | | | | (51,809) |
| **Net loss** | | | | | **$ (36,288)** |

| 2024 | Packaged Foods and Ingredients | Value Added Processing | Distribution | Corporate | Total |
|---|---|---|---|---|---|
| Adjusted EBITDA | $ 90,353 | $ 128,494 | $ (369) | $ (28,341) | $ 190,137 |
| Income tax | | | | | 4,629 |
| Finance expense | | | | | (116,307) |
| Depreciation and amortization | | | | | (50,164) |
| Unrealized foreign exchange loss | | | | | (76,733) |
| Hyperinflation impact | | | | | 41,464 |
| Share-based compensation and other | | | | | (12,095) |
| Pro forma impact of disposed assets (Mobil) | | | | | 14,960 |
| **Net loss** | | | | | **$ (4,109)** |

(Stated in thousands of Canadian dollars)

**Segments revenues and cost of sales**

| 2025 | Packaged Foods and Ingredients | Value Added Processing | Distribution | Total |
|---|---|---|---|---|
| Third party revenue | $ 796,495 | $ 1,699,545 | $ 466,240 | $ 2,962,280 |
| Intersegment revenue | 51,582 | 114,027 | 170,769 | 336,378 |
| | $ 848,077 | $ 1,813,572 | $ 637,009 | $ 3,298,658 |
| Eliminations of intersegment revenue | (51,582) | (114,027) | (170,769) | (336,378) |
| Segment revenue | $ 796,495 | $ 1,699,545 | $ 466,240 | $ 2,962,280 |
| Cost of sales | $ 679,910 | $ 1,517,370 | $ 549,678 | $ 2,746,958 |

| 2024 | Packaged Foods and Ingredients | Value Added Processing | Distribution | Total |
|---|---|---|---|---|
| Third party revenue | $ 858,527 | $ 1,748,641 | $ 599,590 | $ 3,206,758 |
| Intersegment revenue | 6,326 | 63,402 | 225,351 | 295,079 |
| | $ 864,853 | $ 1,812,043 | $ 824,941 | $ 3,501,837 |
| Eliminations of intersegment revenue | (6,326) | (63,402) | (225,351) | (295,079) |
| Segment revenue | $ 858,527 | $ 1,748,641 | $ 599,590 | $ 3,206,758 |
| Cost of sales | $ 741,750 | $ 1,504,729 | $ 759,461 | $ 3,005,939 |

**Intangible assets, goodwill and purchases of property, plant and equipment**

| 2025 | Packaged Foods and Ingredients | Value Added Processing | Distribution | Corporate | Total |
|---|---|---|---|---|---|
| Intangible assets | $ 43,521 | $ 36,493 | $ - | $ - | $ 80,014 |
| Goodwill | 108,201 | 103,385 | - | - | 211,586 |
| Purchase of property, plant and equipment | 33,052 | 21,079 | 126 | 163 | 54,420 |

| 2024 | Packaged Foods and Ingredients | Value Added Processing | Distribution | Corporate | Total |
|---|---|---|---|---|---|
| Intangible assets | $ 42,847 | $ 36,730 | $ - | $ - | $ 79,577 |
| Goodwill | 110,279 | 102,878 | - | - | 213,157 |
| Purchase of property, plant and equipment | 36,434 | 7,333 | 12,099 | 91 | 55,957 |

Information about AGT's revenues is based on the product type and shipment destination. Shipping and handling is reported with the associated product.

Revenue derived from product type:

(Stated in thousands of Canadian dollars)

| | 2025 | 2024 |
|---|---|---|
| Pulses and specialty crops | $ 1,663,664 | $ 1,925,092 |
| Pasta, semolina and bulgur | 326,186 | 283,333 |
| Rice | 99,642 | 174,155 |
| Cereals and oilseeds | 441,303 | 267,667 |
| Other commodities and miscellaneous revenue | 431,485 | 556,511 |
| | $ 2,962,280 | $ 3,206,758 |

Revenue derived from final customers located in the following geographic areas:

| | 2025 | 2024 |
|---|---|---|
| Canada | $ 246,924 | $ 271,198 |
| Americas / Caribbean, excluding Canada | 274,151 | 290,374 |
| Asia / Pacific Rim | 507,677 | 502,748 |
| Europe / Middle East / Africa | 1,933,528 | 2,142,438 |
| | $ 2,962,280 | $ 3,206,758 |

The above table for December 31, 2025 reflects revenue, net of expected sales credits of $513 (December 31, 2024 - $481). In 2025, two food security customers located in the Europe / Middle East / Africa geography each generated more than 10% of total revenue of $411,564 and $394,024, respectively (December 31, 2024 – $375,262 and $335,972 respectively).

**Property, plant and equipment**

| | 2025 | 2024 |
|---|---|---|
| Türkiye | $ 601,248 | $ 579,453 |
| United States | 109,576 | 108,857 |
| Canada | 79,086 | 74,060 |
| Australia | 13,276 | 22,474 |
| Africa | 15,201 | 14,411 |
| | $ 818,387 | $ 799,255 |

**Intangibles**

| | 2025 | 2024 |
|---|---|---|
| Türkiye | $ 44,485 | $ 43,586 |
| Canada | 18,982 | 19,704 |
| South Africa | 7,432 | 7,026 |
| United States | 4,607 | 4,843 |
| United Kingdom | 4,048 | 3,969 |
| Australia | 460 | 449 |
| | $ 80,014 | $ 79,577 |

(Stated in thousands of Canadian dollars)

**Goodwill**

| | 2025 | 2024 |
|---|---|---|
| Canada | $ 84,473 | $ 84,473 |
| United States | 66,113 | 69,533 |
| Türkiye | 32,656 | 31,870 |
| United Kingdom | 16,381 | 16,018 |
| South Africa | 7,635 | 7,059 |
| Australia | 4,328 | 4,204 |
| | $ 211,586 | $ 213,157 |

## 21. Financial Reporting in Hyperinflationary Economies

In March 2022, the Türkiye three-year cumulative rate of inflation for consumer prices and wholesale prices reached a level in excess of 100%. The current three-year average rate is 211%. As a result, in accordance with IAS 29, Financial Reporting in Hyperinflationary Economies, Türkiye was considered a hyperinflationary economy, effective January 1, 2022. Accordingly, the Financial Statements include adjustments and reclassifications for the changes in the general purchasing power of the Turkish Lira.

On the application of IAS 29, the Company used the conversion coefficient derived from the consumer price index ("CPI") in Türkiye published by the Turkish Statistical Institute. The CPIs for the current and the prior year and the corresponding conversion coefficient since the year when the Turkish subsidiary was acquired were as follows:

Consumer price index numbers (2003 = 100)

| | Index | Conversion Coefficient | Annual Inflation Factor |
|---|---|---|---|
| 2024 - December | 2684.55 | 130.89% | 44.38% |
| 2025 - December | 3513.87 | 100.00% | 30.89% |

Additionally, the impact of revaluation depreciation on specialized Turkish land, buildings and equipment is calculated pursuant to IAS 16, Property, Plant and Equipment and these assets are restated at the end of year to their estimated fair value.

Hyperinflationary accounting applies a non-cash remeasurement to the Financial Statements to present Turkish Lira transactions and balances using the reporting date purchasing power. This impact increases or decreases earnings from operations, with an offset to monetary gain, and has an impact on overall net earnings. For long term non-monetary items, hyperinflation remeasurement generally offsets previous devaluation impacts due to weakening Turkish Lira providing a more representative Consolidated Statements of Financial Position.

## 22. Commitments and contingencies

AGT enters into contracts with producers. The contracts provide for delivery of specific quantities of commodities and include specific prices based on the grade of commodity that is delivered. The terms of the production contracts are not longer than one year. At December 31, 2025, AGT had provided letters of guarantee to cover its commitments in Türkiye of $39,315 (December 31, 2024 - $18,801), in Canada of $58,956 (December 31, 2024 - $74,523) and in USA of $1,600 (December 31, 2024 – $1,783).

AGT has various legal matters pending which, in the opinion of management, will not have a material negative effect on AGT's Financial Statements or results of operations. Should the ultimate resolution of actions differ from management's assessments and assumptions, a material adjustment to AGT's financial position or results of operations could result in future periods.

The Company is a party to two actions in connection with a terminal services agreement dated December 18, 2017 (the "TSA") between the Company and Fibreco Export Inc. ("Fibreco") pursuant to which Fibreco operates a terminal (the "Terminal") that provided terminal services to the Company and its subsidiaries, which included the handling of rail cars, the receiving, unloading and storing of the Company's agriproducts in the Port of Vancouver.

In the first action, as a result of the collapse of grain silo storage bins at the Terminal on September 11, 2020, the Company filed notices of civil claims in the Vancouver courts against both AG Growth International Inc. ("AGI"), the party who engineered and constructed the silos, and Fibreco, the owner and operator of the Terminal, for breaches of the duty of care, contractual breaches, and for damages for losses of its agriproducts and for costs, expenses and not having access to the Terminal. These matters, for which the Company is claiming damages in the approximate aggregate amount of $110,000,000, are currently before the court and are not expected to be heard prior to 2027. The Company has not recorded any benefit associated with these claims in its Financial Statements.

In the second action, effective January 31, 2025, the Company exercised its immediate termination rights under the TSA as a result of Fibreco breaching the TSA by committing unlawful acts by mixing wood pellets with the Company's agriproducts in contravention to the Canada Grain Act. On March 17, 2025, Fibreco filed a counterclaim against the Company seeking a declaration that the Company's termination of the TSA was invalid and sought injunctive relief for specific performance that the TSA should remain in full force and effect and that the Company replenish a letter of credit in the amount of $15,000,000 (the "Letter of Credit"). The Letter of Credit was posted by the Company as security for the Company's obligations under the TSA, and was fully drawn by Fibreco and expensed in the Financial Statements during the first 8 months of 2025. On November 6, 2025, the court delivered a decision denying Fibreco the remedy for specific performance so the Company is not required to replenish the Letter of Credit. The court also ruled that Fibreco had breached the TSA as a result of the unlawful acts but determined that the termination was invalid as a result of the Company not complying with a 90-day notice and consent provision pursuant to a consent agreement with a third-party lender who took the TSA as security for a loan to Fibreco. As a result of the court's decision that Fibreco breached the TSA by committing unlawful acts under the TSA, the Company believes that no provision is required in its Financial Statements. The potential damages related to the termination of the TSA, given the November 6, 2025 decision of the unlawful acts committed by Fibreco, are in management's opinion likely to be nominal. The maximum exposure is difficult to assess and is not likely to be a material amount considering Fibreco's obligation to mitigate any potential losses.

## 23. Disposal of assets and associated liabilities held for sale

On September 20, 2024, AGT signed a letter of intent to divest Mobil Capital Holdings Ltd., a wholly owned subsidiary, as well as certain grain handling assets and directly associated liabilities. The associated assets and liabilities are presented as held for sale at December 31, 2024. The sale was completed on January 14, 2025, for cash consideration of $164,463 net of associated debt repaid by the purchaser on behalf of AGT, transaction fees, and other items. The sale resulted in a pre-tax gain of $5,984.

(Stated in thousands of Canadian dollars)

## 24. Subsequent events

On March 9, 2026, the Company completed an Initial Public Offering of common shares of the Company to the public. The transaction consisted of a treasury offering of 18,478,212 common shares at a price of $23.00 per share (the “Offering Price”), for total gross proceed to the Company of approximately $425,000, and a secondary offering of 1,065,288 common shares controlled primarily by management shareholders at the Offering Price, for aggregate gross proceeds of approximately $24,500, and an over allotment option of 2,931,500 common shares for additional gross proceeds of up to approximately $50,300 and $17,100 to OMERS and the Company, respectively if the over-allotment is exercised in full. The Company received no proceeds from the secondary offerings.

Additionally, certain affiliates of Fairfax Financial Holdings Ltd have, concurrent with the closing of the Offering, purchased on a private placement basis an aggregate of 8,695,700 common shares at the Offering Price, for gross proceeds of $200 million (the "**Fairfax Private Placement**").

Immediately prior to closing, certain subsidiaries of Fairfax Financial Holdings Ltd. exercised 15,111,111 Common Share Warrants for gross proceeds of $340,000. These proceeds were used to repay the sponsor notes principal payable of $340,000 owing to certain subsidiaries of Fairfax Financial Holdings Ltd. Existing shareholders also converted 4,119,074 previously granted PSUs into common shares. 1,332,035 PSU’s held by a management shareholder, are fully vested and remain unexercised.

The net proceeds from the offering after underwriters fees and estimated expenses were $596,700 and were used to repay the existing Syndicated Credit Facility and replace it with a new $350,000 facility with a four-year maturity date. The Fairfax guarantees were also released on USD$220,000 of certain supply chain arrangements. The total number of shares issued from treasury in connection with the offering and related transactions (excluding the over-allotment) was 18,478,212. Fairfax has a 55.8% interest in the Company prior to the exercise of the over-allotment option. Total outstanding shares on March 9, 2026 following the offering, the exercise of Common Share Warrants and related transactions (excluding the over-allotment) is 67,626,474.

The contractual maturities of the Company including interest payments at December 31, 2025, are presented below on a pro forma basis after giving effect to the repayment of the sponsor notes and the reduction and replacement of the syndicated debt facility.

| 2025 | Carrying amount | Contractual cash flows | 1 year | 2 years | 3 – 5 years | More than 5 years |
|---|---|---|---|---|---|---|
| Bank indebtedness | $ 36,611 | $ 36,611 | $ 36,611 | $ - | $ - | $ - |
| Accounts payable and accrued liabilities | 725,913 | 725,913 | 725,913 | - | - | - |
| Derivative liabilities | 92,118 | 94,621 | 589 | - | 94,032 | - |
| Long-term debt | 58,993 | 70,111 | 4,971 | 4,837 | 56,224 | 4,079 |
| Long-term supply chain arrangements | 116,240 | 116,240 | - | 116,240 | - | - |
| Lease liability | 6,724 | 7,742 | 2,489 | 1,592 | 2,311 | 1,350 |
| | $ 1,036,599 | $ 1,051,238 | $ 770,573 | $ 122,669 | $ 152,567 | $ 5,429 |