BRIDGEMARQ®
REAL ESTATE SERVICES

2025 Q1 REPORT

ROYAL LEPAGE® viacapitale ProprioDirect REAL ESTATE AGENCY LES IMMEUBLES MONT-TREMBLANT REAL ESTATE JOHNSTON & DANIEL® A DIVISION OF ROYAL LEPAGE® REAL ESTATE SERVICES LTD. BROKERAGE

PROFILE

Bridgemarq Real Estate Services Inc. ("Bridgemarq" and, together with its subsidiaries the "Company") is a leading provider of services to residential real estate brokers and REALTORS®[1] across Canada. The Company generates cash flow primarily from fixed and variable franchise fees that are received from real estate brokers and REALTORS® operating under the Royal LePage® brand name across Canada, under the Via Capitale® Real Estate Network, Proprio Direct® and Les Immeubles Mont-Tremblant brands in the province of Quebec, and under the Johnston & Daniel® banner in upscale neighbourhoods in Ontario. Approximately 76% of the Company's franchise fees in 2024 were fixed in nature; this provides revenue stability and helps insulate cash flows from fluctuations in the Canadian real estate market. Franchise fee revenues are supported by long-term franchise agreements, predominantly driven by fixed fees based on the number of REALTORS® in the Company's network. As at December 31, 2024, the Company network consisted of approximately 21,000 REALTORS® and participated in approximately 30% of all home resales in Canada during the year. Bridgemarq is listed on the TSX and trades under the symbol "BRE". For further information about the Company, please visit www.bridgemarq.com.

COMPANY OPERATIONS

The Company is a Canadian based real estate services firm that supplies REALTORS® with information, tools and services to assist them in providing efficient and effective delivery of real estate sales services in the communities they serve. Through a portfolio of highly regarded real estate services brands, the Company caters to the diverse service requirements of regional real estate professionals, in virtually all significant population centres across Canada.

ROYAL LEPAGE®

Serving Canadians since 1913, Royal LePage is the country's leading provider of services to real estate brokerages, with a network of more than 19,000 real estate professionals in over 640 locations nationwide. Since the mid-1990s, Royal LePage has more than tripled the size of its sales force. It offers its network of brokers and agents strong support with state-of-the-art marketing and lead generation tools, sophisticated business services, timely market data and analysis, as well as professional development through on-line and in-person training. Royal LePage is the only Canadian real estate company to have its own charitable foundation, the Royal LePage® Shelter Foundation™, which has been dedicated to supporting women's shelters and domestic violence prevention programs for more than 25 years.

PROPRIO DIRECT®

Established in 1987, Proprio Direct operates one of the largest real estate brokerages in the province of Quebec (based on REALTOR® count) from a single office located in the Greater Montreal Area. With approximately 700 real estate professionals, this unique, consumer-centric digital brokerage has established itself as a market leader by offering a unique business model that combines the visibility and support of a traditional brokerage with the flexibility today's consumers expect.

JOHNSTON & DANIEL®

Founded in 1950, Johnston & Daniel is a leading residential real estate boutique firm with approximately 175 real estate professionals selling distinctive homes in southern Ontario. Johnston & Daniel operates as a division of Royal LePage® Real Estate Services Ltd. and maintains its market leadership through a combination of rich training and development opportunities, strategic partnerships, in-house marketing services and powerful brand awareness.

VIA CAPITALE®

Via Capitale's mission is to deliver the best possible service by focusing on the human aspect of each transaction, professionalism and innovation. Via Capitale has more than 900 real estate professionals in 35 locations across the province of Quebec. It has launched numerous innovative, client focused programs into the Quebec market through specialized web platforms, and has been a leading developer of real estate insurance programs for more than 20 years – making it the pioneer in this field and keeping the company at the forefront of the industry. Today, the Via Capitale name is synonymous with protection and innovation in the province of Quebec.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

Introduction

This management's discussion and analysis ("MD&A") of the interim consolidated financial results and financial condition of Bridgemarq Real Estate Services Inc. for the three months ended March 31, 2025, has been prepared as at May 12, 2025. The three months ended March 31, 2025 shall be referred to in this MD&A as the "Quarter" and the comparative period for the three months ended March 31, 2024 shall be referred to as the "Prior Year Quarter". The financial information presented herein has been prepared on the basis of International Financial Reporting Standards® ("IFRS") and is expressed in Canadian dollars unless otherwise stated.

The definitions of certain capitalized terms in this MD&A are provided in the Glossary of Terms commencing on page 32.

This MD&A provides the reader with an assessment of the Company's past performance as well as its financial position, performance objectives and future outlook. The information in this document should be read in conjunction with the Company's unaudited condensed consolidated financial statements for the three months ended March 31, 2025 and the audited financial statements for the year ended December 31, 2024, which are prepared in accordance with IFRS. Additional information relating to the Company, including its 2024 Annual Information Form, is available on SEDAR+ at www.sedarplus.ca or on the Company's website at www.bridgemarq.com.

As discussed elsewhere in this MD&A, the Company internalized the management of the Company and acquired certain real estate brokerage operations during the first quarter of 2024 in a transaction with Brookfield. As the acquisition of these businesses was completed on March 31, 2024, the results for the Prior Year Quarter include the operating results of the Acquired Businesses since March 31, 2024.

This MD&A makes reference to Free Cash Flow and Free Cash Flow per Share as well as Adjusted Net Earnings and Adjusted Net Earnings per Share which are non-GAAP financial measures. These financial measures do not have any standardized meaning under IFRS and, accordingly, may not be comparable to similar measures used by other companies.

Free Cash Flow represents operating income before deducting interest on leases, depreciation and amortization and net impairment and write-off of intangible assets, minus current income tax expense, minus additions to property and equipment and intangible assets, minus repayment of contract transfer obligations, minus lease payments. Free Cash Flow per Share is calculated by dividing Free Cash Flow by the total number of Restricted Voting Shares outstanding, on a diluted basis. The Company believes that Free Cash Flow and Free Cash Flow per Share are useful supplemental measures of performance as they provide investors with an indication of the amount of cash flow generated by the Company which is available to holders of Restricted Voting Shares and Exchangeable Unitholders, subject to working capital and other investment requirements and principal debt repayments, if any. Please see *Free Cash Flow reconciled to Cash Flow from Operating Activities* for a reconciliation of Free Cash Flow to cash flow from operating activities in the consolidated statements of cash flows and *Free Cash Flow* for further information about Free Cash Flow and Free Cash Flow per Share.

Adjusted Net Earnings represents operating income minus income tax expense. Adjusted Net Earnings per Share is calculated by dividing Adjusted Net Earnings by the total number of Restricted Voting Shares outstanding, on a diluted basis. Management believes that Adjusted Net Earnings and Adjusted Net Earnings per Share are useful supplemental measures as they provide investors with an indication of the operating results of the Company on a fully-diluted basis (excluding certain non-cash or non-recurring items that do not directly impact the ongoing operations of the Company) as if all Exchangeable Units had been converted into Restricted Voting Shares at the beginning of the period presented. Non-cash and non-recurring items excluded from the calculation of Adjusted Net Earnings are comprised of gains on settlement of certain liabilities settled as a result of the Transaction. Adjusted Net Earnings also excludes interest on Exchangeable Units and losses on fair valuation of Exchangeable Units since Adjusted Net Earnings is determined on a fully-diluted basis. Please see *ADJUSTED NET EARNINGS* for a reconciliation of Adjusted Net Earnings to operating income and net and comprehensive earnings (loss) in the consolidated statements of net and comprehensive earnings (loss).

HIGHLIGHTS

Highlights for the Quarter include:

- Revenues for the Quarter amounted to $78.0 million, compared to the $11.9 million generated in the Prior Year Quarter. The increase in revenues is substantially due to the inclusion of the operating results of the Acquired Businesses from April 1, 2024. Franchise fees for the Quarter increased marginally due to the benefit of fee increases implemented at the start of the year, partly offset by the fact that the franchise fee revenues received from the Acquired Businesses are now eliminated in the consolidated accounts of the Company. The franchise fees received from the Acquired Businesses were treated as third party revenue prior to April 1, 2024.
- The Company generated net earnings of $6.0 million or $0.20 per Share in the Quarter, compared to a net loss of $0.4 million or $0.04 per Share in the Prior Year Quarter. The higher earnings are largely driven by a gain of $5.7 million in the Quarter on the valuation of the Exchangeable Units compared to a loss of $2.7 million in the Prior Year Quarter. The fair valuation adjustment on the Exchangeable Units is directly related to changes in the market price of Bridgemarq's Restricted Voting Shares.
- Cash used in operating activities amounted to $1.3 million, compared to cash provided by operating activities of $2.1 million in the Prior Year Quarter as the benefit of improved operating income was offset by an increase in working capital.
- Adjusted Net Earnings amounted to $3.1 million in the Quarter compared to $2.4 million in the Prior Year Quarter. The increase in Adjusted Net Earnings is primarily due to the operating results of the Acquired Businesses.
- The Company generated $4.1 million in Free Cash Flow during the Quarter compared to $4.0 million generated in the Prior Year Quarter.
- The board of directors of Bridgemarq (the "Board") declared cash dividends of $0.34 per Restricted Voting Share during the Quarter, unchanged from the Prior Year Quarter.

OPERATING RESULTS SUMMARY

(Unaudited)
(in 000's) except per Share amounts

For the three months ended March 31,		2025		2024
Gross Commission Income	$	61,628	$	–
Franchise fees		11,592		11,076
Other revenues		4,750		780
Revenues		77,970		11,856
Expenses				
Commissions		(56,840)		–
Cost of other revenue		(1,296)		(152)
Operating Expenses		(12,449)		(5,853)
Interest on debt		(900)		(1,283)
Interest on lease obligation		(287)		–
Depreciation, amortization and impairment		(2,911)		(3,247)
Operating income	$	3,287	$	1,321
Cash provided by (used in) operating activities	$	(1,270)	$	2,074
Dividends	$	3,201	$	3,201
Interest on Exchangeable Units	$	2,726	$	1,452
Net and comprehensive earnings (loss)	$	6,032	$	(378)
Diluted earnings (loss) per share	$	0.20	$	(0.04)
Adjusted net earnings	$	3,072	$	2,413
Adjusted net earnings per share	$	0.20	$	0.19

ORGANIZATION

Bridgemarq's Restricted Voting Shares are listed on the Toronto Stock Exchange ("TSX") under the symbol "BRE". Through its limited partnership holdings, Bridgemarq owns the Brokerage Operations, and the Franchise Operations which are comprised of certain Franchise Agreements and Trademarks of real estate services Brands in Canada.

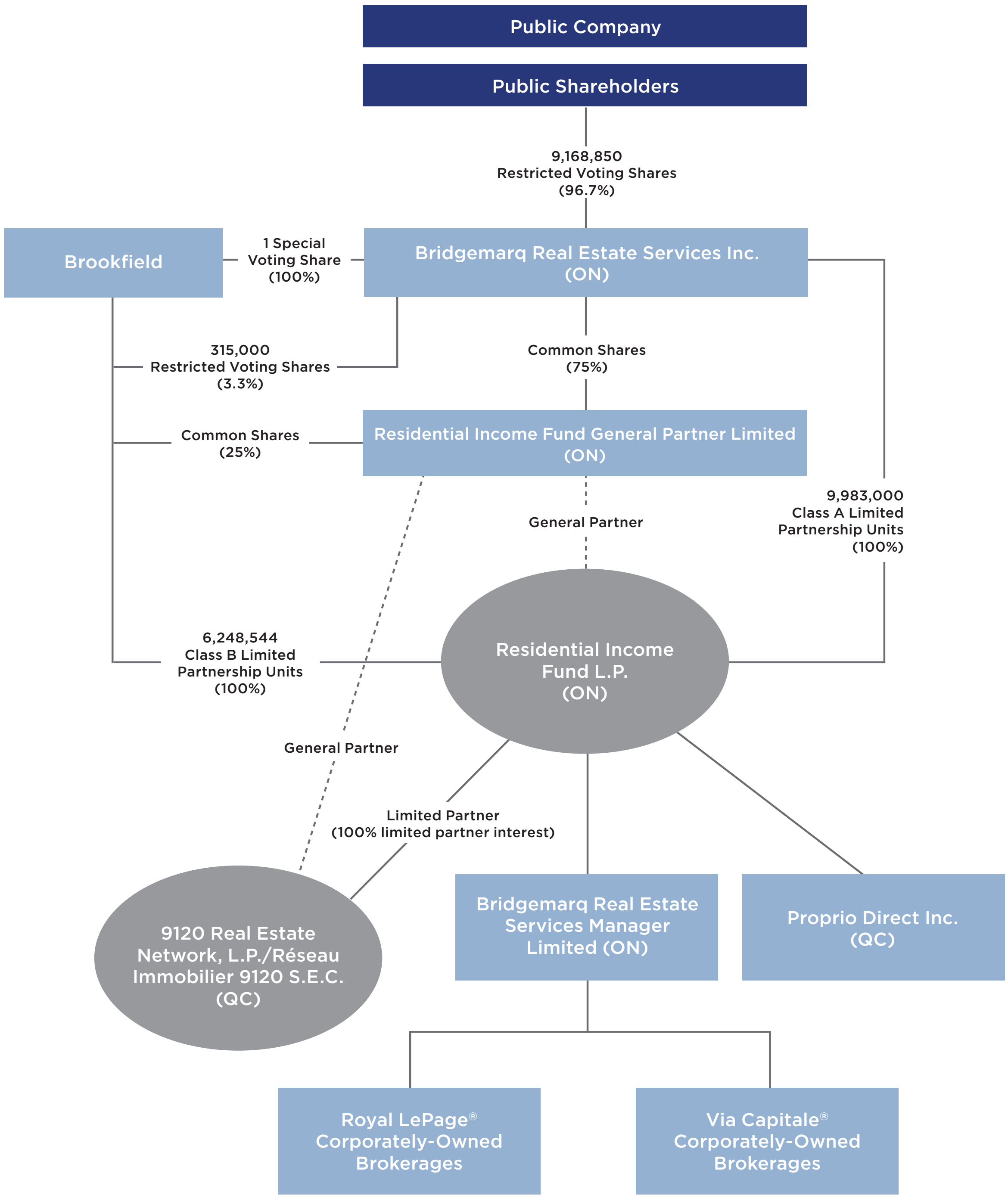
Bridgemarq directly owns a 61.5% interest in the Partnership which, in turn, owns VCLP. In addition, Bridgemarq directly owns a 75% interest in the General Partner. The Partnership and VCLP own and operate the assets from which Bridgemarq derives its revenue.

Brookfield owns the remaining 38.5% interest in the Partnership through its ownership of the Exchangeable Units, the remaining 25% interest in the General Partner through its ownership of 25 common shares in the General Partner and one Special Voting Share of Bridgemarq. The Special Voting Share entitles Brookfield to a number of votes at any meeting of the holders of Restricted Voting Shares equal to the number of Restricted Voting Shares that may be obtained upon the exchange of all the Exchangeable Units held by the holder and/or its affiliates, except that the holder of the Special Voting Share is not entitled to vote to approve or elect the independent directors of Bridgemarq elected by holders of Restricted Voting Shares. In addition to its ownership of the Exchangeable Units, the common shares of the General Partner and the Special Voting Share, Brookfield owns 315,000 Restricted Voting Shares.

Prior to April 1, 2024, the Company received certain management, administrative and support services from the Manager under the terms of the MSA. As part of the Transaction, the Company has internalized the management of the Company by acquiring the Manager. As such, the employees of the Manager are now employees of Bridgemarq, eliminating all payments of management fees to external parties.

Bridgemarq generates revenue from two operating segments. The Franchise Operations derives its revenue from franchise fees and other ancillary services it provides to its franchisees and REALTORS®. The Brokerage Operations derives its revenue through the operation of full-service real estate brokerage locations in British Columbia, Ontario and Québec operating under the Royal LePage®, Via Capitale®, Proprio Direct®, Johnston & Daniel® and Les Immeubles Mont-Tremblant real estate brands. The Brokerage Operations provide services to REALTORS® which are complementary to those services provided under the Company's Franchise Operations.

The ownership structure of the Company subsequent to the completion of the Transaction is set out below:



2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

BUSINESS OF THE COMPANY

The Company is a Canadian based real estate services firm that supplies REALTORS® with information, tools and services to assist them in providing efficient and effective delivery of real estate sales services in the communities they serve. Through a portfolio of prominent real estate services Brands, each of which offers a unique value proposition, the Company caters to the diverse service requirements of regional real estate professionals, in virtually all significant population centres across Canada. The Company operates in two distinct business segments:

- The Company's Brokerage Operations operate full-service real estate brokerages under the Royal LePage®, Proprio Direct®, Via Capitale®, Johnston & Daniel® and Les Immeubles Mont-Tremblant Brands. As at March 31, 2025, the Brokerage Operations were comprised of 2,639 REALTORS® operating out of 36 operating locations providing services to REALTORS® and their clients in the greater Toronto area, greater Vancouver area and in various locations within the province of Québec.

- The Company's Franchise Operations provide franchise services to Brokerages under the Royal LePage® Brand across Canada, the Via Capitale® Brand in the province of Québec and Johnston & Daniel® in southern Ontario. As at March 31, 2025, the Franchise Network was comprised of 20,137 REALTORS® operating under 282 Franchise Agreements from 684 locations, including 1,931 REALTORS® and 35 locations operated by the Brokerage Operations.

The complementary nature of these two business segments allows Bridgemarq to generate revenues at multiple points in the real estate transaction including the sale and purchase of real estate, the generation and sale of leads to Brokerages and REALTORS®, and by providing services to real estate practitioners through the franchising of the Company's brands.

The number of REALTORS® in the Franchise Network and at the Company's Brokerage Operations, the transaction volumes generated in the markets the Company serves, the transaction price of residential and commercial real estate, the success in attracting REALTORS® to the Company's Brands through their value propositions and the track record of the Company's Brands are all important factors in the Company's financial and operating performance. These factors, including, among others, general economic conditions and government and regulatory activity impact the Company's performance and are discussed in greater detail throughout this MD&A and in the Company's 2024 Annual Information Form, which is available on SEDAR+ at www.sedarplus.ca or on the Company's website at www.bridgemarq.com.

The Company seeks to increase its revenues and cash flow by:

- increasing the number of REALTORS® in the Franchise Network through entering into new Franchise Agreements;

- attracting and retaining REALTORS® to the Franchise Network and its Brokerage Operations; and

- providing services and additional fee for service offerings, which increase the productivity of REALTORS®.

ACQUISITION OF REAL ESTATE BROKERAGES AND INTERNALIZATION OF MANAGEMENT

On March 31, 2024 the Company acquired the Acquired Businesses and settled certain deferred payments owing to Brookfield by issuing 2,920,877 Exchangeable Units. The total value of the Transaction is approximately $40.9 million based on the closing price of Bridgemarq's Restricted Voting Shares of $13.97 on the TSX as of March 28, 2024 the last trading day prior to the closing of the Transaction.

As a result of the acquisition of the Brokerage Operations, the Company benefits from a broader revenue base and earns revenues from the Gross Revenue of the acquired brokerages in addition to the franchise fees and ancillary revenues it has historically generated from Franchisees. The completion of the Transaction adds to the Company's capability to capture future growth across a broader spectrum of the real estate industry through both organic growth and potential acquisition opportunities. The Company is party to a Management Services Agreement (the "MSA"), which, prior to April 1, 2024, governed the management of the Company and the delivery of services to Brokers and REALTORS® by the Manager. The internalization of management provides a simplified organizational structure and eliminates the requirement to pay management fees to a third party.

COMPANY REVENUES

The primary source of revenue earned by the Franchise Operations is franchise fees it receives from Franchisees. Fixed franchise fees represent approximately 74% of total franchise fees and are payable to the Company as a fixed monthly amount per REALTOR® without regard to transaction volumes generated by that REALTOR®. Variable franchise fees represent franchise fees that are payable to the Company based on the transaction volumes generated by REALTORS®, subject to a cap.

Royal LePage Franchisees pay a fixed monthly fee of $144 per REALTOR® (2024 - $139). An additional monthly fee of $100 is charged for each REALTOR® who participates in the Royal LePage Commercial™ program. Fixed fees from Via Capitale Franchisees consist primarily of a fixed monthly fee of $192 per REALTOR® (2024 - $180).

Variable franchise fees are calculated as 1% of Gross Revenues earned by REALTORS® in the Royal LePage Franchise Network, subject to a cap of $1,525 per year (2024 – $1,500). Certain REALTORS® in the Royal LePage Network work as part of a Team. All REALTORS® who are members of a Team pay fixed franchise fees. However, for the purposes of determining variable fees for the Team, the Gross Revenues of all Team members are aggregated to one cap.

Other revenues earned by the Franchise Operations are derived from ancillary services provided to Franchisees outside of the services provided under the Franchise Agreements or amounts received from third parties and include the sale of leads and lead management services, conference and event registration fees and fees for referral services paid by third parties.

The Company's Brokerage operations generate revenue primarily from Gross Revenue received through serving as the broker at the closing of real estate transactions. The percentage of Gross Revenue paid to each sales representative is negotiated between the brokerage and the individual sales representative and is included in an Agent Agreement.

Other revenues earned by the Brokerage Operations include transaction processing fees, rent charged for sales representatives' office space, interest revenue earned on deposits, advertising and sponsorship and marketing support services.

OVERVIEW OF FIRST QUARTER OPERATING RESULTS

(Unaudited) (in 000's) except per Share amounts; Restricted Voting Shares outstanding; Exchangeable Units outstanding; Number of REALTORS® For the three months ended March 31,		2025		2024
Gross Commission Income	$	61,628	$	–
Franchise fees		11,592		11,076
Other revenues		4,750		780
Revenues		77,970		11,856
Less:				
Commissions		56,840		–
Cost of other revenue		1,296		152
Compensation		7,252		–
General and administration		1,306		1,111
Software, hosting and licensing		1,286		–
Premises		730		–
Marketing and communications		1,268		–
Other operating		607		–
Management fees		–		4,742
Interest on debt		900		1,283
Interest on lease obligation		287		–
	$	6,198	$	4,568
Impairment and write-off of intangible assets		–		(1,552)
Depreciation and amortization		(2,911)		(1,695)
Interest on Exchangeable Units		(2,726)		(1,452)
Gain (loss) on fair value of Exchangeable Units		5,686		(2,662)
Gain on settlement of deferred payments		–		1,224
Gain on settlement of contract transfer obligation		–		99
Current income tax expense		(1,066)		(575)
Deferred income tax recovery		851		1,667
Net and comprehensive earnings (loss)	$	6,032	$	(378)
Basic earnings (loss) per Restricted Voting Share	$	0.64	$	(0.04)
Diluted earnings (loss) per share	$	0.20	$	(0.04)
Adjusted net earnings per share	$	0.20	$	0.19
Restricted Voting Shares outstanding		9,483,850		9,483,850
Exchangeable Units outstanding		6,248,544		3,327,667
Number of REALTORS®		20,845		21,308

(in 000's) As at		March 31, 2025		December 31, 2024
Total assets	$	160,351	$	157,445
Total liabilities	$	237,765	$	237,690

Variation of Operating Results for the Quarter Compared to the Prior Year Quarter

Revenues:

Revenues for the Quarter totaled $78.0 million, compared to $11.9 million for the Prior Year Quarter. The increase in revenues is primarily due to the inclusion of Gross Revenue and other revenues of the Brokerage Operations which were acquired on March 31, 2024. Franchise fees for the Quarter increased marginally as a benefit of fee increases implemented at the start of the year was partly offset by the fact that the franchise fee revenues received from the Brokerage Operations are now eliminated in the consolidated accounts of the Company. The franchise fees received from the Acquired Businesses were treated as third party revenue prior to March 31, 2024.

Net Earnings:

For the Quarter, the Company generated net earnings of $6.0 million or $0.2 per Share, compared to a net loss of $0.4 million or $0.04 per Share in the Prior Year Quarter.

The primary drivers of the increase in net earnings compared to the Prior Year Quarter were:

- A gain of $5.7 million on the fair valuation of the Exchangeable Units compared to a loss of $2.7 million in the Prior Year Quarter; and
- The inclusion of the results of the Acquired Business in the Quarter
- partly offset by;
- A $1.3 million increase in interest on Exchangeable Units due to the additional Exchangeable Units issued as consideration in the Transaction; and
- A $1.3 million increase in income tax expense.

Total Assets:

Total assets as at end of the Quarter increased by $2.9 million compared to December 31, 2024 primarily driven by a seasonal increase in working capital partly offset by decreases in intangible assets and right-of-use assets as a result of amortization expense.

Total Liabilities:

Total liabilities at the end of the Quarter increased marginally compared to December 31, 2024. The main drivers of the net increase were:

- A $4 million increase in long term debt;
- A $3 million increase in customer deposits;
- partly offset by;
- A $5.7 million gain on the revaluation of Exchangeable Units; and
- Payments of accounts payable and accrued liabilities and lease obligations.

Dividends and distributions:

Dividends approved by the Board on the Restricted Voting Shares were $0.34 per share in the Quarter, consistent with the Prior Year Quarter.

Interest expense on Exchangeable Units increased as a result of the issuance of Exchangeable Units as consideration for the Acquired Businesses under the terms of the Transaction.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

KEY PERFORMANCE DRIVERS

Key performance drivers of the Company's operating performance include:

1. The composition of the Company's revenue streams;
2. The number of REALTORS® in the Franchise Network and at the Brokerage Operations;
3. Transactional dollar volumes of the Canadian Market;
4. REALTOR® Productivity; and
5. Products and services offered to REALTORS®.

Composition of the Company's revenue streams

The Company's principal sources of revenue include fixed franchise fees, which are tied directly to REALTOR® count, and variable fees and GCI which are more closely correlated with the cyclicality of the Canadian real estate market. The GCI generated by the Brokerage Operations tends to increase or decrease depending on home sale activity. This revenue diversification complements the revenues of the Franchise Operations which are primarily fixed in nature and have provided a reliable base of cash flow to support the Company's operations, dividends and distributions to holders of Exchangeable Units. The Company estimates that for 2024, approximately 76% of its franchise fee revenues were fixed in nature which includes a portion of variable franchise fees which were effectively fixed in nature. For those REALTORS® or Teams who reach the variable fee cap, the variable franchise fee is effectively fixed in nature, in that the variable franchise fee paid by the REALTOR® or Team does not change based on changes in the Canadian Market.

Effective January 1, 2025, the Company increased the fees to be paid by REALTORS® operating under the Royal LePage and Johnston & Daniel Brands with the monthly fixed fees increasing by $5 to $144 and the maximum annual variable franchise fee increasing to $1,525. Monthly fees paid by REALTORS® operating under the Via Capitale Brand were increased to $192 on January 1, 2025.

Number of REALTORS® in the Franchise Network

The Franchise Network of 20,137 REALTORS® decreased by 146 REALTORS® compared to December 31, 2024. During the quarter the number of REALTORS in the franchise network fell by 1%, slightly better than the 3.4% drop in CREA membership.

As of December 31, except as noted	2021	2022	2023	2024	**2025**
Company Network					
Opening REALTOR® Count	19,046	20,159	20,686	20,529	**20,283**
Net REALTOR® growth (attrition) for the period	1,113	527	(157)	(246)	**(146)**
Closing REALTOR® Count[1]	20,159	20,686	20,529	20,283	**20,137**
% Change in the period	6%	3%	-1%	-1%	**-1%**

Canadian REALTOR® Population[2]	2021	2022	2023	2024	**2025**
CREA REALTOR® Membership	151,087	160,064	164,598	164,144	**158,483**
% Change in the period	11%	6%	3%	0%	**-3%**

[1] 2025 REALTOR® count is as at March 31, 2025

[2] CREA

The Company strives to increase the number of REALTORS® in the Franchise Network through converting competing brokerages and REALTORS® to the Company's Brands and developing programs to increase REALTOR® growth. The number of REALTORS® in the Franchise Network increases when the Company enters into new Franchise Agreements with Franchisees and when existing Franchisees are successful in increasing the number of REALTORS® at their Brokerage either through recruitment efforts or acquisitions.

The Franchise Network is geographically dispersed. The Company strives to grow the Franchise Network in all regions of Canada targeting proportionate participation across the country.

As at Mar. 31, 2025	Canadian[1] REALTOR® Population	Company REALTOR® Population
Ontario	58%	55%
British Columbia	16%	14%
Quebec	10%	18%
Alberta	10%	6%
Maritimes	3%	4%
Prairies	3%	3%
Total	100%	100%

[1] *Source: CREA*

FRANCHISE AGREEMENTS

Franchise Agreements are contracts between the Company and Franchisees, which govern matters such as use of the Trademarks, rights and obligations of Franchisees and the Company, renewal terms, services to be provided to Franchisees and franchise fees.

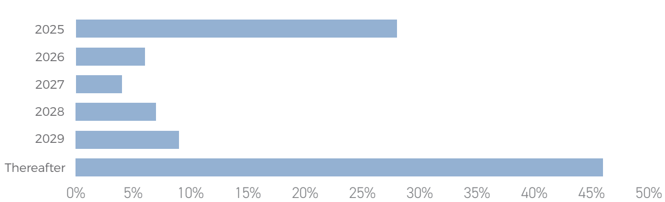
The Royal LePage Franchise Agreements, which represent 95% of REALTORS® in the Franchise Network, are for 10 to 20-year terms with a standard renewal term of ten years. These long-duration contracts exceed the industry standard of five years and thereby reduce agreement renewal risk. In addition, the Company regularly attempts to extend contract terms a further ten years in advance of renewal dates when opportunities present themselves.

The Via Capitale Franchise Agreements, which represent 5% of REALTORS® in the Franchise Network, are between five to ten years in duration.

A summary of the Company's agreement renewal profiles as at March 31, 2025 for the Franchise Network is shown below.

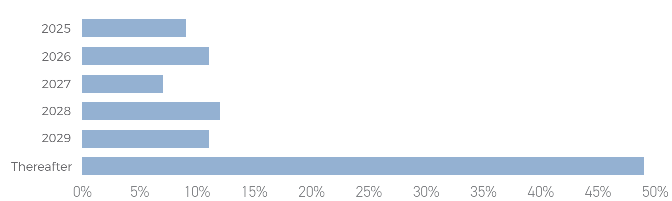
% Of Franchise Agreements Up For Renewal

(by Number of REALTORS®)



% Of Franchise Agreements Up For Renewal

(by Number of Agreements)



RENEWALS

The Company has historically achieved a very high renewal success rate with more than 96% of Franchise Agreements renewing in the past five years (expressed as a percentage of the underlying number of REALTORS® associated with those agreements). Due to the ongoing success of the Company's Franchisees, a number of opportunities, such as increasing Franchisee locations, present themselves to renew Franchise Agreements before they come due.

During the Quarter, no Franchisees (Prior Year Quarter – two franchisees representing 130 REALTORS®), extended the term of their Franchise Agreements or renewed.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

Number of REALTORS® Affiliated with the Brokerage Operations

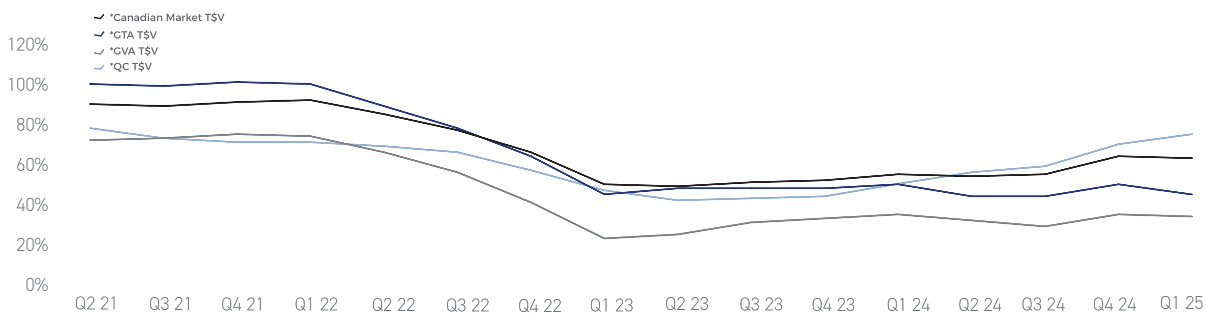
For the Quarter, the Brokerage operations declined by 67 REALTORS®. The Brokerage Operations employ a number of tools and techniques to recruit new and experienced REALTORS® into their operation. Of the 2,639 REALTORS® at the Brokerage operations, 1,931 also form part of the Franchise Network and benefit from recruiting programs offered by the Franchise Operations.

Transactional Dollar Volumes of the Canadian Market

The charts below show the cumulative growth in the Canadian Market and select urban markets since the second quarter of 2022.

QUARTERLY ROLLING TWELVE-MONTH % CHANGE

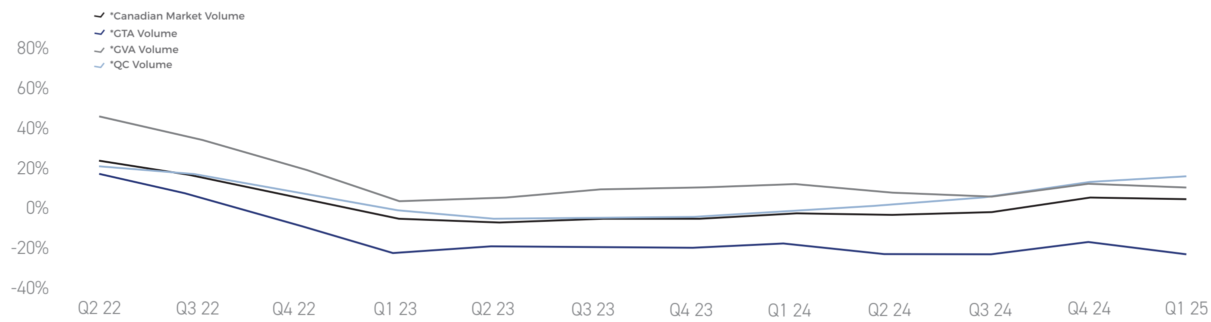
Transaction Dollar Volume



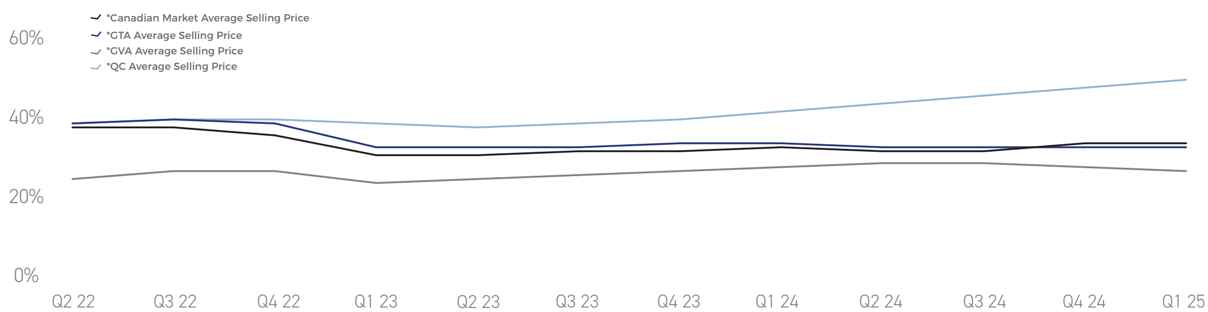
In the second quarter of 2022, house prices began to retreat from their historic highs as demand moved downward. Commencing in March 2022, the Bank of Canada embarked on a campaign to increase interest rates in an effort to curb inflationary pressures. Higher borrowing costs, as well as concerns over affordability in general, dampened consumer demand through the last three quarters of 2022. Overall for 2022, the Canadian Market dropped 24% compared to 2021, represented by a 25% reduction in home sale volumes and a 2% reduction in the selling price of homes. Borrowing costs climbed in 2022 and into 2023, as the Bank of Canada prioritized inflation control in tightening monetary policy. From March, 2022 to July, 2023, the bank rate increased from 0.5% to 5.25% pushing many would-be buyers to the sidelines and contributing to slowing increases in home prices. Transaction dollar volume was down 26% year-over-year for the first half of 2023, but was higher by 7% in the second half. Overall, transaction dollar volume in 2023 was down 14% from 2022 as a result of an 11% drop in volumes and a 4% drop in average selling price. During the first quarter of 2024, the Canadian Market saw a year-over-year increase in transactional dollar volume of 17%, albeit comparing to a very weak first quarter of 2023. Market growth tempered in the second and third quarters with apparent strength in the fourth quarter as transaction volumes showed a year-over-year increase of 38% while the average selling prices were up 9% compared to the Prior Year Quarter. During the Quarter, changes in international trade policies initiated by the US, renewed concerns over inflation and risks of possible economic slowdowns created uncertainty in many sectors of the economy which contributed to caution among homebuyers in much of the country. As a result, home sales in the Canadian Market dropped 7% compared to the Prior Year Quarter. Similarly, the greater Toronto and greater Vancouver markets also saw weaker market activity with lower volumes of 21% and 8%, respectively. However, markets in Québec actually improved in the Quarter with volumes up 13% and prices up 9% compared to the Prior Year Quarter.

The Canadian Market is generally measured in terms of transactional dollar volume which is the gross value of all homes sold in Canada for a given period. The charts below show the historical volume of homes sold in Canada and the average selling price on a quarterly basis.

Residential Home Sales Volume



Average Home Selling Price



During the Quarter, the Canadian Market closed down 7%, at $66.2 billion, as compared to the Prior Year Quarter at $71.1 billion. The decrease in transactional dollar volume was driven by a decrease of 5% in the number of units sold and a 2% decrease in price.

During the Quarter, the Greater Toronto Area ("GTA") market closed down 23% at $13.8 billion, as compared to the Prior Year Quarter at $17.9 billion. The decrease in transactional dollar volume was driven by a decrease of 21% in the number of units sold and a 2% decrease in price.

During the Quarter, the Québec market closed up 22%, at $12.5 billion, as compared to $10.2 billion in the Prior Year Quarter, driven by a 13% increase in units sold and by a 9% increase in selling price.

During the Quarter, the Greater Vancouver market closed down 12%, at $6.7 billion, as compared to the Prior Year Quarter, driven by a 7% decrease in units sold and by a 5% decrease in selling price.

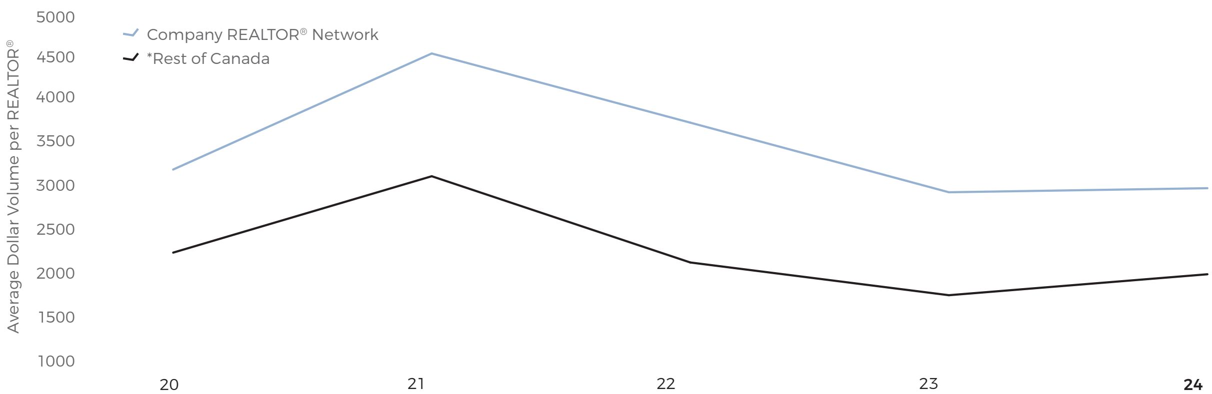
2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

REALTOR® Productivity

The average REALTOR® in the Franchise Network generated approximately $2.9 million in transactional dollar volume for the twelve months ended December 31, 2024, compared to an estimated $1.9 million in transactional dollar volume generated by an average Canadian REALTOR®, outside the Franchise Network. Management believes that the higher productivity of the Franchise Network makes the Company less prone to a loss of REALTORS® during a period of reduced transactional dollar volume. The average transactional dollar volume per REALTOR® for the past five calendar years is summarized in the chart below.

CANADIAN RESIDENTIAL REAL ESTATE MARKET REALTOR® PRODUCTIVITY

(Average T$V per REALTOR®, in '000 of Canadian dollars)



*Source: CREA

Products and Services Provided to REALTORS®

The Company provides a broad array of innovative products and services to Franchisees and REALTORS®. Most of these products and services are provided in exchange for the franchise fees or our share of the REALTOR's® GCI. These include, among other things, the use of our real estate Brands to promote their businesses, use of and access to internal and external communication tools including our websites and intranets, transaction processing services, compliance support, education and learning services, recruiting support, business development coaching and consulting, and access to fully integrated technology tools to help them manage their business.

In addition to those products and services, the Company provides additional services, which are useful to REALTORS® and Franchisees, but are not provided under the Franchise Agreements or the sales agreements. These include access to branded promotional materials, including office supplies and clothing, a lead referral service and mortgage referral services on behalf of certain financial institutions. Certain of these products and services provide incremental revenue to the Company.

During the Quarter, the Company launched its new "Proudly Canadian" national advertising campaign, highlighting the Royal LePage brand's uniquely Canadian products and services to both clients and prospects. In addition to a comprehensive digital advertising strategy, the campaign provided members of the Royal LePage network with a suite of high-resolution assets, enabling them to showcase and amplify the brand's Canadian identity across various social media platforms. Real estate agents operating under the luxury banner Johnston & Daniel continue to benefit from new and ongoing support for AI integration, a key focus of the brand to enhance productivity, efficiency and client service delivery.

During the Quarter, Proprio Direct developed a suite of artificial intelligence tools designed to assist brokers in enhancing their personal marketing efforts across digital platforms. Additionally, the Company launched new paid digital marketing campaigns aimed at agent recruitment, supporting the continued growth and expansion of the network. To enhance its public visibility, Via Capitale launched a comprehensive advertising campaign, including sponsorship of a popular television show, earning more than 50 million impressions to date across a range of media platforms.

THE CANADIAN RESIDENTIAL REAL ESTATE MARKET

The Canadian residential real estate market contracted by 7% in Q1 of 2025 compared to the Prior Year Quarter.[1] According to the Canadian Real Estate Association, total sales volumes declined 5% and the national average selling price dipped 2% in the Quarter, compared to the same period last year. On a quarter-over-quarter basis, sales and average selling price posted declines of 18% and 5%, respectively.

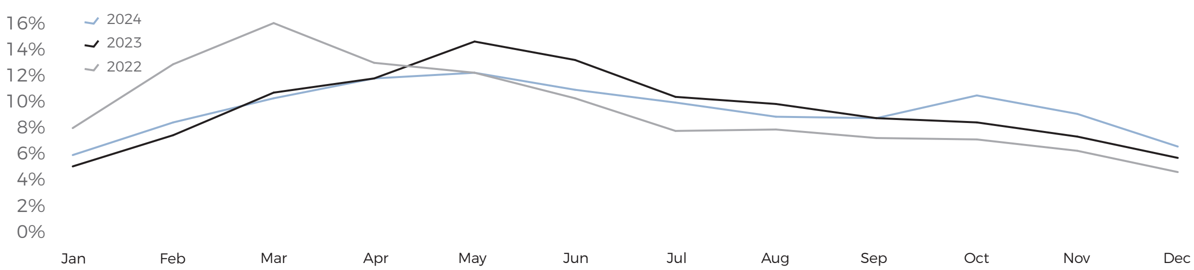
Concerns regarding the Canadian economy, driven largely by ongoing trade tensions with the United States, contributed to weakened consumer sentiment in the Quarter. As a result, demand for housing softened in some regions, with Canada's largest and most expensive real estate markets in Toronto and Vancouver experiencing a slower-than-usual start to the traditionally active spring season.

On April 16, 2025, the Bank of Canada held its target for the overnight lending rate – the first time since June 2024 that the central bank chose not to make a cut – at 2.75%.[2] In the face of mounting global economic uncertainty, the Governor cited rising odds of inflation and unpredictable GDP growth as the key factors in the Bank's decision to hold rates at their current level. In March, Canada's Consumer Price Index increased 2.3% year over year, down from the 2.6% recorded in February, mainly due to the lower cost of travel and gasoline.[3]

Amid the unprecedented trade conflict, it is unclear if the Bank of Canada will resume cuts to interest rates this year, although the election of a new Canadian government is expected to provide some political and economic stability. If consumer confidence improves, a modest increase in market activity could emerge in the latter half of the year.

CANADIAN RESIDENTIAL REAL ESTATE MARKET- SEASONALITY

(*% Canadian Market T$V by month)



*Source: CREA

Historically, the second quarter of each year, often referred to as the "spring market", has seen the highest value of real estate traded in a given year. However, the pandemic fueled strength in the markets in 2021 and contributed to the first quarter of 2022 being unusually strong. Historical seasonality patterns re-emerged in 2023 and 2024 with second quarter volumes being the strongest for the year.

[1] CREA Canadian Housing Market Statistics
[2] Bank of Canada holds policy rate at 2¾%, April 16, 2025
[3] Consumer Price Index, March 2025, April 15, 2025

ANALYSIS OF FIRST QUARTER OPERATING RESULTS AND CASH FLOWS

(Unaudited) (in 000's) except per Share amounts and number of REALTORS®; For the three months ended March 31,	2025	2024
Revenues		
Gross Commission Income	$ 61,628	$ –
Franchise fees	11,592	11,076
Other revenue	4,750	780
	77,970	11,856
Less:		
Commissions	56,840	–
Cost of other revenue	1,296	152
Compensation	7,252	–
General and administration	1,306	1,111
Software, hosting and licensing	1,286	–
Premises	730	–
Marketing and communications	1,268	–
Other operating	607	–
Management fee	–	4,742
Interest on debt	900	1,283
Interest on lease obligation	287	–
	$ 6,198	$ 4,568
Impairment and write-off of intangible assets	–	(1,552)
Depreciation and amortization	(2,911)	(1,695)
Interest on Exchangeable units	(2,726)	(1,452)
Gain (loss) on fair value of Exchangeable Units	5,686	(2,662)
Gain on settlement of deferred payments	–	1,224
Gain on settlement of contract transfer obligation	–	99
Earnings (loss) before income taxes	$ 6,247	$ (1,470)
Current income tax expense	1,066	575
Deferred income tax recovery	(851)	(1,667)
Net and comprehensive earnings (loss)	$ 6,032	$ (378)
Basic earnings (loss) per Restricted Voting Share	$ 0.64	$ (0.04)
Diluted earnings (loss) per Share	$ 0.20	$ (0.04)
Number of REALTORS®	20,845	21,308

Cash Flow Information (in 000's) Cash provided by (used for):		
Operating activities	$ (1,270)	$ 2,074
Investing activities	(380)	4,054
Financing activities	(260)	(3,277)

FIRST QUARTER OPERATING RESULTS AND CASH FLOWS

During the Quarter, the Company generated net earnings of $6.0 million compared to a net loss of $0.4 million in the Prior Year Quarter. The results of the Prior Year Quarter do not include the results of the Acquired Businesses as the Company completed the Transaction on March 31, 2024.

Revenues for the Quarter totaled $78.0 million, compared to $11.9 million for the Prior Year Quarter. The increase in revenues is primarily due to the inclusion of Gross Revenue and other revenues of the Brokerage Operations which were acquired on March 31, 2024. Franchise fees for the Quarter increased marginally as a benefit of fee increases implemented at the start of the year was partly offset by the fact that the franchise fee revenues received from the Brokerage Operations are now eliminated in the consolidated accounts of the Company. The franchise fees received from the Acquired Businesses were treated as third party revenue prior to March 31, 2024.

Commissions expense represents commissions paid to sales representatives who sell real estate in the Company's Brokerage Operations.

Cost of other revenue represents the direct costs associated with ancillary and other revenues.

Compensation represents compensation expense paid to employees. Prior to the completion of the Transaction, the Company had no employees. All management services were provided under the terms of the MSA prior to April 1, 2024.

General and administration expenses of $1.3 million for the Quarter increased compared to the Prior Year Quarter due to the inclusion of costs of the Acquired Businesses partly offset by lower legal and consulting costs associated with the evaluation and negotiation of the Transaction in the Prior Year Quarter.

Software, hosting and licensing, premises, marketing and communications and other operating expenses represent the expenses incurred by the Acquired Businesses in the Quarter. These represent the expenses of operating the Brokerage Operations as well as expenses that were previously incurred by the Manager in fulfilling its obligations to the Company under the terms of the MSA.

Management fee expenses are nil in the Quarter as management of the Company has been internalized as a result of the Transaction.

Interest on debt of $0.9 million was lower than the Prior Year Quarter due to lower interest rates compared to the Prior Year Quarter.

Interest on lease obligation represents the interest charge related to the leased premises of the Brokerage Operations.

Depreciation and amortization for the Quarter of $2.9 million increased by $1.3 million compared to the Prior Year Quarter due to the acquisition of the Brokerage Operations. Under the Transaction, the Company acquired a number of sales agreements associated with the Brokerage Operations, which are amortized over a period of five years.

Interest on Exchangeable Units represents the distributions to Exchangeable Unitholders. For the Quarter, total distributions amounted to $0.44 per Exchangeable Unit, unchanged from the Prior Year Quarter. Aggregate payments, however, totaled $2.7 million compared to $1.5 million in the Prior Year Quarter due to the additional Exchangeable Units issued as consideration under the Transaction. Distributions to Exchangeable Unitholders are determined with reference to dividends paid on Bridgemarq's Restricted Voting Shares.

Gain (loss) on fair value of Exchangeable Units represents the change in the fair value of the Exchangeable Units. The Exchangeable Units are valued based on the market value of the Company's Restricted Voting Shares. At March 31, 2024, the Company's Restricted Voting Shares were valued at $14.12 per share compared to $15.03 per share at December 31, 2024, resulting in a gain of $5.7 million for the Quarter. This gain represents a decrease in the obligation associated with the conversion features of the Exchangeable Units. For the Prior Year Quarter, the price of the Company's Restricted Voting Shares increased from $13.17 per share at December 31, 2024 to $13.97 per share at March 31, 2024 resulting in a loss of $2.7 million.

Income tax expense. The effective income tax rate paid by the Company for the Quarter was 3% (Prior Year Quarter – 74%). The Company's effective income tax rate is significantly different than the Company's enacted income tax rate of 26.5%. The difference in the effective income tax rate is driven by a number of items that are included in the determination of net earnings but excluded from the determination of taxable income (including, among other things, non-deductible amortization of intangible assets, interest on Exchangeable Units and fair valuation adjustments on Exchangeable Units) as well as items that are excluded from the determination of net earnings but included in the determination of taxable income (including, among other things, payments associated with franchise agreement expenses).

Cash used in operating activities increased by $3.3 million compared to the Prior Year Quarter as the benefit of improved operating income was offset by an increase in working capital.

Cash used in investing activities decreased by $4.4 million compared to the Prior Year Quarter as $4.1 million in cash was acquired on Acquisition and additions to property and equipment and intangible assets increased by $0.3 million compared to the Prior Year Quarter.

Cash used in financing activities is comprised of dividends paid to shareholders, borrowings under debt facilities and lease payments. During the Quarter, the Company borrowed $4.0 million under its debt facilities.

2025 MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS AND FINANCIAL CONDITION

SUMMARY OF QUARTERLY RESULTS

For three months ended	**2025**	2024				2023		
(in 000's) except per Share amounts and number of REALTORS®;	**Mar. 31**	Dec. 31	Sept. 30	June 30	Mar. 31	Dec. 31	Sept. 30	June 30
Revenues								
Gross Commission Income	**$ 61,628**	$ 86,699	$109,624	$ 92,037	$ –	$ –	$ –	$ –
Franchise fees	**11,592**	10,466	11,523	11,929	11,076	10,059	11,852	11,755
Other revenues	**4,750**	4,333	5,665	6,538	780	766	945	1,086
	77,970	101,498	126,812	110,504	11,856	10,825	12,797	12,841
Less:								
Commissions	**56,840**	83,411	104,444	87,052	–	–	–	–
Cost of other revenue	**1,296**	714	1,973	2,311	152	193	267	345
Compensation	**7,252**	7,518	6,642	6,998	–	–	–	–
General and administration	**1,306**	1,419	1,884	1,874	1,111	1,060	510	948
Software, hosting and licensing	**1,286**	1,095	1,225	1,250	–	–	–	–
Premises	**730**	766	778	843	–	–	–	–
Marketing and communications	**1,268**	830	746	720	–	–	–	–
Other operating	**607**	576	288	627	–	–	–	–
Management fees	**–**	–	–	–	4,742	4,422	4,997	4,888
Interest on debt	**900**	1,056	1,102	1,205	1,283	738	746	740
Interest on lease obligation	**287**	303	313	320	–	–	–	–
	6,198	3,810	7,417	7,304	4,568	4,413	6,278	5,920
Impairment and write-off of intangible assets	**–**	(854)	(54)	(169)	(1,552)	–	(8)	(91)
Depreciation and amortization	**(2,911)**	(3,404)	(3,422)	(3,473)	(1,695)	(1,708)	(1,711)	(1,734)
Interest on Exchangeable units	**(2,726)**	(2,726)	(2,726)	(2,725)	(1,452)	(1,452)	(1,452)	(1,452)
Gain (loss) on fair value of Exchangeable Units	**5,686**	(6,436)	(10,810)	10,622	(2,662)	(1,364)	6,755	(499)
Loss on termination of lease	**–**	(45)	–	–	–	–	–	–
Loss on disposal of property and equipment	**–**	(12)	–	–	–	–	–	–
Gain on settlement of deferred payments	**–**	–	–	–	1,224	–	–	–
Gain on settlement of contract transfer obligation	**–**	–	–	–	99	–	–	–
Loss on interest rate swap	**–**	–	–	–	–	(436)	(420)	(152)
Earnings (loss) before income tax	**6,247**	(9,667)	(9,595)	11,559	(1,470)	(548)	9,442	1,992
Current income tax expense	**1,066**	592	1,246	494	575	642	990	827
Deferred income tax expense (recovery)	**(851)**	(627)	–	536	(1,667)	(151)	(149)	26
Net and comprehensive earnings (loss)	**$ 6,032**	$ (9,632)	$ (10,841)	$ 10,529	$ (378)	$ (1,039)	$ 8,602	$ 1,139
Adjusted net earnings (loss)	**$ 3,072**	$ (413)	$ 2,695	$ 2,632	$ 2,413	$ 2,213	$ 3,718	$ 3,242
Adjusted net earnings (loss) per share	**$ 0.20**	$ (0.03)	$ 0.17	$ 0.17	$ 0.19	$ 0.17	$ 0.29	$ 0.25
Number of REALTORS®	**20,845**	20,974	21,144	21,266	21,308	20,529	20,796	20,752

DEBT FACILITIES

As at March 31, 2025, the Company's $95.0 million financing is comprised of the following three arrangements:

- A $55.0 million non-revolving term facility (the "Term Facility");
- A $30.0 million revolving acquisition facility (the "Acquisition Facility") to support acquisitions pursued by the Company. A standby fee of 0.15% applies on undrawn amounts under this facility; and
- A $10.0 million revolving operating facility (the "Operating Facility") to meet the Company's day-to-day operating requirements.

As at March 31, 2025, the Company has drawn $55.0 million on the Term Facility, $12.0 million on the Acquisition Facility and $4.0 million on the Operating Facility.

Borrowings under each of these arrangements bear interest at a variable rate of Banker's Acceptances ("BAs") +2.0% or Prime + 0.8% and are secured by a first ranking security interest in substantially all assets of the Company.

The covenants of this financing prescribe that the Company must maintain a ratio of Consolidated EBITDA to Senior Interest Expense at a minimum of 3:1 and a ratio of Senior Indebtedness to Consolidated EBITDA at a maximum of 4:1 as outlined in the loan agreement. Consolidated EBITDA is defined as earnings before income tax adjusted for amortization and net impairment or recovery of intangible assets, interest expense, hedging activities and fair value adjustments on the Exchangeable Units. Senior Indebtedness is defined as borrowings on the Company's debt facilities. Senior Interest Expense is defined as interest on Senior Indebtedness. The Company is compliant with these covenants for all periods presented.

FREE CASH FLOW

Free Cash Flow represents operating income before deducting interest on leases, depreciation and amortization and net impairment and write-off of intangible assets, minus current income tax expense, minus additions to property and equipment and intangible assets, minus repayment of contract transfer obligations, minus lease payments. Free Cash Flow is used by the Company as a measure of the amount of cash generated by the Company, which is available for distribution to the Company's shareholders on a diluted basis, subject to working capital and other investment requirements.

The calculation of Free Cash Flow for the Quarter and the Year is presented in the table below with comparative amounts for the Prior Year Quarter and the Prior Year.

(Unaudited)
($ 000's)

For the three months ended March 31,	2025	2024
Revenues	$ 77,970	$ 11,856
Non-cash items included in revenue	116	131
	$ 78,086	$ 11,987
Less:		
Commissions	56,840	–
Cost of other revenue	1,296	152
Compensation	7,252	–
General and administration	1,306	1,111
Software, hosting and licensing	1,286	–
Premises	730	–
Marketing and communications	1,268	–
Other operating	607	–
Management fees	–	4,742
Interest on debt	900	1,283
Current income tax expense	1,066	575
Lease payments	1,059	–
Additions to property and equipment and intangible assets	380	88
Repayment of contract transfer obligation	–	4
Free Cash Flow	$ 4,096	$ 4,032
Free Cash Flow per share	$ 0.26	$ 0.31

Free Cash Flow per Share is calculated by dividing Free Cash Flow by the number of outstanding Restricted Voting Shares on a diluted basis. Free Cash Flow per Share is used by the Company to measure the amount of cash per Share generated which is available for distribution to the Company's shareholders on a diluted basis, subject to working capital and other investment requirements.

Free Cash Flow for the Quarter totaled $4.1 million, consistent with $4.0 million generated in the Prior Year Quarter.

Free Cash Flow and Free Cash Flow per Share are non-GAAP financial measures and do not have standardized meanings under IFRS and, accordingly, may not be comparable to similar measures used by other companies. The Company believes that Free Cash Flow and Free Cash Flow per Share are useful supplemental measures of performance as they provide investors with an indication of the amount of cash flow generated after investing activities and lease payments which is available to holders of Restricted Voting Shares and Exchangeable Unitholders, subject to working capital and other investment requirements. Investors are cautioned, however, that Free Cash Flow and Free Cash Flow per Share should not be interpreted as alternatives to using net earnings or net earnings per Share (as measures of profitability) or cash provided by operating activities (as a measure for cash flows) to evaluate the Company's financial performance.

Free Cash Flow Reconciled to Cash Flow from Operating Activities

The table below reconciles cash flow from operating activities, as presented in the consolidated statements of cash flows, to Free Cash Flow for the Quarter. Free Cash Flow is a measure used by the Company to assess the resources available to the Company for distribution to holders of Restricted Voting Shares and holders of Exchangeable Units subject to other uses for cash.

(Unaudited) ($ 000's) For the three months ended March 31,	**2025**	2024
Cash flow from (used in) operating activities	**$ (1,270)**	$ 2,074
Add (deduct):		
Interest on Exchangeable Units	**2,726**	1,452
Interest on Lease Obligation	**287**	–
Current Income tax expense	**(1,066)**	(575)
Income taxes paid	**711**	750
Changes in non-cash working capital	**4,441**	865
Interest expense	**(3,913)**	(2,824)
Interest paid	**3,619**	2,382
Interest income	**272**	98
Interest received	**(272)**	(98)
Lease payments	**(1,059)**	–
Additions to property and equipment and intangible assets	**(380)**	(88)
Repayment of contract transfer obligation and other	**–**	(4)
Free Cash Flow	**$ 4,096**	$ 4,032

The Company has paid out, in the past, and could pay out, in any given period, cash in excess of net earnings to shareholders as a significant portion of the Company's operating expenses is made up of non-cash amortization of intangible assets and other non-cash charges to net earnings. Management does not view the payment of cash in excess of net earnings as an economic return of capital as these intangible assets and other non-cash charges are not expected to require a further cash outlay in the future.

LIQUIDITY

Revenues from franchise fees and other services provided to Franchisees by the Franchise Operations have historically been the largest source of liquidity for the Company. Given that Franchisees are contractually obligated to pay franchise fees for up to ten years under the Franchise Agreements and given the high degree of success the Company has had in renewing its Franchise Agreements in the past when they come due, the Company believes that the existing portfolio of Franchise Agreements, along with its non-cash working capital and capital resources, will continue to generate strong cash flow for the Company. Following the closing of the Transaction, the Company benefits from the operating cash flows of the Brokerage Operations. In addition, the Company has $7.2 million in cash and access to $24.0 million in credit facilities to supplement the operating cash flows and Free Cash Flow generated by the Company. The Company believes that there is sufficient liquidity to allow it to meet its operating commitments in the foreseeable future.

The Company's ability to grow its Free Cash Flow is dependent upon its ability to increase the size of the Franchise Network, which it may achieve by, a) supporting Franchisees and Company-owned brokerages in their efforts to recruit REALTORS® to their Brokerages, b) assisting Franchisees to acquire Brokerages from outside the Franchise Network c) acquiring additional Company-owned brokerages and, d) entering into new Franchise Agreements. The Company also expects to add to its capability to capture future growth across a broader spectrum of the real estate industry through both organic growth and future acquisition opportunities. In addition, the Company has the opportunity to further grow its sources of other revenue and may consider other types of investments in the future. The Acquisition Facility provides capital resources for the Company to pursue growth opportunities.

During the Quarter, the Company generated Free Cash Flow of $4.1 million, compared to $4.0 million in the Prior Year Quarter.

The Company paid dividends to shareholders and interest to holders of Exchangeable Units totaling $5.9 million for the Quarter (Prior Year Quarter - $4.7 million). Distributions to Exchangeable Unitholders are determined with reference to dividends paid on Bridgemarq's Restricted Voting Shares.

During the Quarter, the Company used $1.3 million in cash for operating activities, compared to $2.1 million cash generated from operating activities in the Prior Year Quarter.

WORKING CAPITAL

Changes in the Company's net working capital are primarily driven by cash flow from operating activities, collections of accounts receivable, payments of accounts payable and payment of dividends and interest.

Overall, working capital decreased to a deficit of $89.3 million as at March 31, 2025 compared to a deficit of $86.2 million as at March 31, 2024. The decrease in working capital resulted primarily from:

- A $1.4 million decrease in cash;
- A $1.4 million increase in accounts payable and accrued liabilities;
- A $0.9 million increase in the value of the Exchangeable Units;
- A $0.5 million decrease in income taxes receivable; and
- A $0.4 million increase in interest payable to Exchangeable Unitholders;
- partly offset by;
- A $0.8 million decrease in lease liabilities; and
- A $0.7 million increase in prepaids and other current assets.

The Exchangeable Units do not represent a liability that requires any payment of cash. The Exchangeable Units are exchangeable on a one-for-one basis for Restricted Voting Shares at the option of the holder. If a takeover bid is made for 25% or more of the outstanding Restricted Voting Shares and a contemporaneous identical offer is not made for the Exchangeable Units, the holder can exchange the Exchangeable Units at a ratio of 1.1 Restricted Voting Shares per Exchangeable Unit. They are classified as a current liability under IAS 1 notwithstanding the fact that, under no circumstance, can the holder exchange the Exchangeable Units for any asset other than Restricted Voting Shares.

A summary of the Company's working capital is presented below:

($ 000's) As at	**Mar. 31, 2025**	Dec. 31, 2024	Sept. 30, 2024	June 30, 2024	Mar. 31, 2024	Dec. 31, 2023	Sept. 30, 2023	June 30, 2023	Change in Quarter	Change in Year
Current assets										
Cash	**$ 7,178**	$ 9,088	$ 12,135	$14,080	$ 8,594	$ 5,743	$ 6,943	$ 5,915	$ (1,910)	$ (1,416)
Cash held in trust	**38,475**	35,467	37,785	61,564	52,367	–	–	–	3,008	(13,892)
Accounts receivable and current portion of notes receivable	**7,761**	5,837	5,435	7,104	7,570	3,781	4,253	4,497	1,924	191
Prepaid expenses and other current assets	**5,094**	3,326	2,719	4,359	4,415	805	385	362	1,768	679
Current income tax receivable	**90**	155	147	133	616	85	–	190	(65)	(526)
Interest rate swap asset	**–**	–	–	–	–	–	436	857	–	–
	58,598	53,873	58,221	87,240	73,562	1 0,414	12,017	11,821	4,725	(14,964)
Current liabilities										
Accounts payable and accrued liabilities	**$ 16,191**	$ 16,837	$ 14,752	$ 19,328	$ 14,799	$ 1,407	$ 1,655	$ 1,508	$ (646)	$ 1,392
Customer deposits	**38,475**	35,467	37,785	61,564	52,367	–	–	–	3,008	(13,892)
Contract transfer obligation	**–**	–	–	–	–	356	419	481	–	–
Lease liabilities	**2,928**	3,000	2,944	3,265	3,731	–	–	–	(72)	(803)
Current income tax liability	**139**	–	–	–	–	–	73	–	139	139
Interest payable to Exchangeable Unitholders	**909**	909	909	909	484	484	484	484	–	425
Dividends payable to Restricted Voting shareholders	**1,067**	1,067	1,067	1,067	1,067	1,067	1,067	1,067	–	–
Debt facilities	**–**	–	–	–	–	–	–	–	–	–
Exchangeable Units	**88,229**	93,916	87,480	76,670	87,292	–	–	–	(5,687)	937
	147,938	151,196	144,937	162,803	159,740	3,314	3,698	3,540	(3,258)	(11,802)
Net working capital	**$(89,340)**	$(97,323)	$ (86,716)	$(75,563)	$ (86,178)	$ 7,100	$ 8,319	$ 8,281	$ 7,983	$ (3,162)

CASH AND CAPITAL RESOURCES

A summary of cash and capital resources available to the Company as at March 31, 2025 and December 31, 2024 is presented below:

(in 000's) As at	March 31, 2025	December 31, 2024
Cash	$ 7,178	$ 9,088
Acquisition Facility	18,000	18,000
Operating Facility	6,000	10,000
Net borrowing capacity	$ 24,000	$ 28,000
Available resources	$ 31,178	$ 37,088

As at March 31, 2025, $12.0 million of the Acquisition Facility and $4.0 million of the Operating Facility has been drawn by the Company, leaving $24.0 million of net borrowing capacity under the debt facilities.

In addition to the cash and capital resources included in the table above, the Company generates substantial cash flow from operating activities, which can be used to fund dividend payments and interest on Exchangeable Units and to repay amounts owing under the debt facilities, subject to working capital requirements and other investment opportunities.

COMMITMENTS AND CONTINGENCIES

The estimated contractual liabilities and their dates of maturity are summarized in the chart below.

As at March 31,	2025	2026	2027	2028	2029	Beyond 2029	Total
Accounts payable and accrued liabilities	$ 16,191	$ –	$ –	$ –	$ –	$ –	$ 16,191
Customer deposits	38,475	–	–	–	–	–	$ 38,475
Leases	2,928	2,423	2,185	2,087	2,012	7,979	$ 19,614
Income taxes	139	–	–	–	–	–	$ 139
Interest payable to Exchangeable Unitholders	909	–	–	–	–	–	$ 909
Dividends payable to shareholders	1,067	–	–	–	–	–	$ 1,067
Interest on long-term debt	3,716	3,716	–	–	–	–	$ 7,432
Debt facilities	–	71,000	–	–	–	–	$ 71,000
Exchangeable Units	88,229	–	–	–	–	–	$ 88,229
Total	$ 151,654	$ 77,139	$ 2,185	$ 2,087	$ 2,012	$ 7,979	$ 243,056

The Company and certain of its Brokerage Operations have been named as defendants in two legal actions seeking orders certifying the actions as class proceedings filed in April, 2021 and January, 2024, respectively, which include, among other things, allegations of anti-competitive behaviour and seek general and special damages in an amount to be proven at trial. The April, 2021 action initially named the Toronto Regional Real Estate Board, CREA, seven major real estate brokerages (including certain of the Brokerage Operations) and five franchisors (including certain of the Franchise Operations). The franchisors were removed as defendants following a motion to strike ruled on by the Federal Court of Canada in September, 2023. This ruling was appealed, which appeals were heard over two days during the Quarter. The court's decision is anticipated sometime in 2025. The January, 2024 action names CREA, numerous real estate boards across the provinces and territories, eight major real estate brokerages (excluding any of the Brokerage Operations) and eleven franchisors (including certain of the Franchise Operations). The outcome of this claim continues to largely depend on the outcome of the April 2021 action. Neither of these actions has been certified as a class action. One of the franchisors named in the two actions, has entered into a settlement agreement with the plaintiffs. This franchisor has publicly stated that the decision to settle is a business decision and this franchisor does not admit any wrongdoing. The terms include a settlement amount of CAD $7,800,000 and the settlement is subject to court approval. Notwithstanding this settlement, the Company continues to believe that all allegations in both actions are entirely without merit and that the likelihood of any negative impact on the Company is remote.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off–balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

As at the date of this MD&A, Brookfield controlled approximately 41.7% of the Company through its ownership of the Exchangeable Units of the Partnership and 315,000 Restricted Voting Shares.

Brookfield provides the Company with certain administrative support and other services which were transacted at contracted rates or at exchange amounts approximating fair market value. A summary of these amounts can be found in Note 12 of the interim consolidated financial statements.

CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS

Substantially all of the Company's activities are based on cash transactions, with revenue and expenditures based on contracted terms. The operating activities not based on contractual terms include bad debt expense (which is included in the Company's administration costs), and the amortization of intangible assets.

The Company's intangible assets are regularly monitored for indications of impairment and reversal of impairment in the carrying value of these assets. The Company's accounts receivables are regularly monitored to determine their collectability.

The preparation of financial statements requires management to select appropriate accounting policies and to make judgements, estimates and assumptions that affect the reported amounts of assets and liabilities, 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. In particular, critical accounting policies and estimates utilized in the normal course of preparing the Company's consolidated financial statements require; the determination of cash generating units, estimating of future cash flows utilized in assessing the fair value and related net impairment or recovery of intangible assets, determining the useful life of intangible assets, assessing the recoverability of accounts receivable, measuring deferred income taxes, measuring the fair value of the Exchangeable Units and measuring fair values used for disclosure purposes.

In making estimates, management relies on external information and observable conditions where possible, supplemented by internal analysis as required. These estimates have been applied in a manner consistent with prior periods. External influences and events including, but not limited to, changes in the supply or demand of houses for sale in Canada or in any particular region within Canada, changes in the selling price for houses in Canada or any particular region within Canada, changes in the Company's strategies, changes in government policy, laws or regulations which could reasonably affect the housing markets in Canada or the economy in general, consumer response to any changes in the housing markets in Canada or any changes in government policy, laws or regulations, changes in general economic conditions (including interest rates, consumer confidence, inflation and other general economic factors or indicators), changes in global and regional economic growth (including international trade relations, the impact of tariffs and political uncertainty), changes in the demand for and prices of natural resources on local and international markets, the level of residential real estate transactions may affect the Company's future earnings, cash flows and financial condition and such effects are uncertain, including the nature, severity and duration of any resulting general economic impact and any effect on Canadian real estate markets and the Canadian economy in general. Accordingly, estimates used in the preparation of the Company's financial statements including those associated with evaluations of intangible assets and collectability of accounts receivable may be subject to significant adjustments in future periods. The interrelated nature of these factors prevents the Company from quantifying the overall impact of these movements on the Company's consolidated financial statements in a meaningful way. These sources of estimation uncertainty relate in varying degrees to virtually all asset and liability account balances.

CRITICAL JUDGEMENTS IN APPLYING ACCOUNTING POLICIES

The following are the critical judgements that have been made in applying the Company's accounting policies and that have the most significant impact on the amounts recorded in the consolidated financial statements.

IMPAIRMENT OF INTANGIBLE ASSETS AND RECOVERY OF IMPAIRMENT

The Company ensures that the carrying value of intangible assets is not higher than its recoverable amount (i.e. the higher of: a) fair value less costs of disposal; and b) value-in-use). The Company reviews intangible assets at each reporting period to determine whether indicators of impairment or a reversal of impairment exist on Agent Agreements, individual Franchise Agreements, franchise agreement expenses, Brands and Trademarks. Determining whether the value of an intangible asset, cash generating unit or the portfolio of intangible assets is impaired or has increased requires considerable judgement. When reviewing indicators for impairment or recovery of previously impaired intangible assets, the Company considers certain factors including, financial performance of the business, revenues earned, term to maturity of relevant contractual arrangements, historical agent count, collectability of receivables, estimated future revenues expected to be earned and underlying market conditions. The estimation of future cash flows and other forward-looking information requires significant judgement and is highly uncertain.

IMPAIRMENT OF GOODWILL

The Company annually reviews the carrying value of goodwill to determine if there is any impairment. Determining whether the value of goodwill is impaired requires considerable judgement. The assessment of impairment involves the use of accounting estimates and assumptions, changes in which could materially impact the financial condition or operating performance if actual results differ from such estimates and assumptions. Furthermore, significant negative industry or economic trends, disruptions to the business, unexpected significant changes or planned changes in use of the assets, a decrease in business results, growth rates that fall below management's assumptions, divestitures, or a significant loss in the number of sales representatives at a given brokerage may have a negative effect on the fair values and key valuation assumptions. The estimation of future cash flows and other forward-looking information requires significant judgement and is highly uncertain.

FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash, cash held in trust, accounts receivable, notes receivable, accounts payable and accrued liabilities, customer deposits, interest payable to Exchangeable Unitholders, dividends payable to holders of Restricted Voting Shares and debt facilities.

The Company is exposed to credit risk with respect to accounts and notes receivable to the extent that any Franchisees are unable to pay their fees or sales representatives do not pay amounts owing to the Brokerage Operations. The Company's credit risk is limited to the recorded amount of accounts and notes receivable. Management reviews the financial position of all Franchisees during the application process and closely monitors outstanding amounts receivable on an ongoing basis to evaluate the risk of a default occurring over the expected life of the accounts receivable. This monitoring includes evaluating the franchisee's historical payment patterns, the current financial health of the franchisee and expected or possible changes in future events or market conditions to determine whether an allowance for doubtful accounts should be recorded. Credit risk is also mitigated by the fact that the Brokerage Operations have the ability to deduct any amounts owing from sales representatives from the commission income they earn on their transactions with customers.

The Company is exposed to the risk of interest rate fluctuations on its $55.0 million Term Facility, its $30.0 million Acquisition Facility and its $10.0 million Operating Facility as the interest rates on these facilities are based on Prime or BA interest rates.

DISCLOSURE CONTROLS AND INTERNAL CONTROLS OVER FINANCIAL REPORTING

The Company takes all necessary steps to ensure that material information regarding the Company's reports filed or submitted under securities legislation fairly presents the financial information of the Company. Responsibility for this resides with management, including the President and Chief Executive Officer and the Chief Financial Officer. Management is responsible for establishing, maintaining and evaluating disclosure controls and procedures as well as internal control over financial reporting.

DISCLOSURE CONTROLS AND PROCEDURES ("DC&P")

The evaluation of the effectiveness of DC&P, as defined in National Instrument 52-109 Certification of Disclosures in Issuers' Annual and Interim Filings, was performed under the supervision of the President and Chief Executive Officer and the Chief Financial Officer. They concluded that these DC&P were adequate and effective as at March 31, 2025. The Company's management can therefore provide reasonable assurance that it receives material information relating to the Company in a timely manner so that it can provide investors with complete and reliable information.

INTERNAL CONTROL OVER FINANCIAL REPORTING ("ICFR")

Management has designed ICFR to provide reasonable assurance that the Company's financial reporting is reliable and that the Company's consolidated financial statements were prepared in accordance with IFRS. The design and effectiveness of ICFR was evaluated as defined in National Instrument 52-109 under the supervision of the President and Chief Executive Officer and the Chief Financial Officer. Based on the evaluations, they conclude that ICFR is adequate and effective to provide such assurance as at March 31, 2025. The design of ICFR is undertaken in accordance with the 2013 COSO framework.

OUTSTANDING RESTRICTED VOTING SHARES

Bridgemarq is authorized to issue an unlimited number of Restricted Voting Shares, an unlimited number of preferred shares and one Special Voting Share. As of May 12, 2025, Bridgemarq has issued 9,483,850 Restricted Voting Shares, no preferred shares and one Special Voting Share.

Each Restricted Voting Share represents a proportionate voting right in Bridgemarq, and holders of Bridgemarq's Restricted Voting Shares are entitled to dividends declared and distributed by Bridgemarq.

The Special Voting Share is owned by Brookfield and represents the proportionate voting rights of Exchangeable Unitholders in the Company. The Special Voting Share is not eligible to receive dividends and can be redeemed at $0.01 per share.

RISK FACTORS

Risks related to the real estate brokerage industry and the business of the Company are outlined in the Company's Annual Information Form, which is available at www.sedarplus.ca and on the Company's website at www.bridgemarq.com under Investor Centre/Other Disclosure Reports. Additional discussion regarding these risks as appropriate is provided in this MD&A.

FORWARD-LOOKING STATEMENTS

This MD&A contains forward-looking information and other "forward-looking statements" within the meaning of applicable securities legislation. Words such "ability", "acquiring", "affect", "allow", "anticipated", "appears", "assessing", "assisting", "assumptions", "attracting", "attempts", "believe", "believes", "can", "capability", "changes", "consider", "contingent", "continues", "could", "depending", "dependent", "determine", "determining", "entering", "estimated", "estimates", "estimation", "expected", "expects", "extend", "forward-looking", "further", "generate", "grow", "growth", "if", "impact", "increasing", "judgments", "likelihood", "may", "may have", "may not", "maybe", "measuring", "not expected", "objectives", "opportunities", "outcome", "outlook", "possible", "potential", "provide", "providing", "pursue", "renew", "retaining", "seeks", "should", "should not", "strives", "subject to", "supporting", "uncertain", "uncertainty", "unexpected", "understanding", "whether", "will", and other expressions that are predictions of or could indicate future events and trends and that do not relate to historical matters, identify forward-looking statements. Reliance should not be placed on forward-looking statements because they involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of the Company to differ materially from anticipated future results, performance or achievement expressed or implied by such forward-looking statements. Factors that could cause actual results to differ materially from those indicated in the forward-looking statements include, but are not limited to: changes in the supply or demand of houses for sale in Canada or in any particular region within Canada, changes in the selling price for houses in Canada or any particular region within Canada, changes in the Company's cash f low, changes in the Company's strategy with respect to and/or ability to pay dividends, changes in the productivity of the Company's REALTORS® or the commissions they charge their customers, changes in government policy, laws or regulations which could reasonably affect the housing markets in Canada or the economy in general, changes to any products or services developed or offered by the Company, consumer response to any changes in the housing markets in Canada or any changes in government policy, laws or regulations, changes in general economic conditions (including interest rates, consumer confidence, inflation and other general economic factors or indicators), changes in global and regional economic growth (including international trade relations, the impact of tariffs, political uncertainty), changes in the demand for and prices of natural resources on local and international markets, the level of residential real estate transactions, competition from other real estate brokers or from discount and/or Internet-based real estate alternatives, the closing of existing real estate brokerage offices, other developments in the residential real estate brokerage industry or the Company that reduce the number of REALTORS® in the Company's network or revenue from the Company's network of REALTORS®, our ability to maintain brand equity through the use of trademarks, the methods used by shareholders or analysts to evaluate the value of the Company and its publicly-traded securities, natural disasters, war or acts of terrorism, changes in tax laws or regulations, and other risks detailed in the Company's annual information form, which is filed with securities commissions and posted on SEDAR+ at www.sedarplus.ca. Forward-looking information is based on various material factors or assumptions, which are based on information currently available to management. Material factors or assumptions that were applied in drawing conclusions or making estimates set out in the forward-looking statements include, but are not limited to: anticipated economic conditions, anticipated impact of government policies, anticipated financial performance, anticipated market conditions, business prospects, the successful execution of the Company's business strategies and recent regulatory developments. The factors underlying current expectations are dynamic and subject to change. Although the forward-looking statements contained in this MD&A are based upon what management believes are reasonable assumptions, the Company cannot assure readers that actual results will be consistent with these forward-looking statements. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

SUPPLEMENTAL INFORMATION

SHARE PERFORMANCE

(in Canadian dollars) except shares outstanding and average daily volume For three months ended,	**Mar. 31, 2025**	Dec. 31, 2024	Sept. 30, 2024	June 30, 2024	Mar. 31, 2024	Dec. 31, 2023	Sept. 30, 2023	June 30, 2023
Trading price range of units (TSX: "BRE")								
Close	**$ 14.12**	$ 15.03	$ 14.00	$ 12.27	$1 3.97	$ 13.17	$ 12.76	$ 14.79
High	**$ 15.24**	$ 15.79	$ 14.24	$ 14.00	$ 14.35	$ 13.38	$ 15.93	$ 15.15
Low	**$ 14.94**	$ 13.93	$ 12.15	$ 11.50	$ 12.76	$ 11.06	$ 12.68	$ 14.00
Average daily volume	**10,221**	9,517	8,000	6,963	7,750	10,669	6,692	8,087
Number of restricted voting shares outstanding at period end	**9,483,850**	9,483,850	9,483,850	9,483,850	9,483,850	9,483,850	9,483,850	9,483,850
Market capitalization ($000's)	**$ 222,141**	$236,458	$220,254	$ 193,036	$ 219,782	$ 168,728	$ 163,475	$ 189,482

CANADIAN REAL ESTATE MARKET

For Three months ended	**Mar. 31 2025**	Dec. 31 2024	Sept. 30 2024	June 30 2024	Mar. 31 2024	Dec. 31 2023	Sept. 30 2023	June 30 2023
Canada								
Transaction dollar volume[1]	**$ 66,244**	$ 84,910	$ 80,247	$ 102,011	$ 71,085	$ 56,625	$ 76,727	$ 106,545
Average selling price	**$ 672,661**	$ 710,114	$ 662,214	$ 700,012	$ 684,190	$ 653,881	$ 657,774	$ 718,874
Number of units sold	**98,481**	119,572	121,180	145,728	103,896	86,599	116,647	148,211
Number of REALTORS® at period end[2]	**158,483**	164,144	163,002	160,989	160,012	164,598	164,453	163,188
Housing starts	**45,302**	58,800	58,404	60,925	49,568	57,954	62,229	63,264
Greater Toronto Area								
Transaction dollar volume[1]	**$ 13,820**	$ 17,502	$ 16,689	$ 23,502	$ 17,867	$ 13,404	$ 16,644	$ 28,213
Average selling price	**$ 1,074,952**	$1,109,008	$1,094,946	$ 1,161,227	$1,093,003	$ 1,097,239	$ 1,104,425	$ 1,178,202
Number of units sold	**12,856**	15,782	15,242	20,239	16,347	12,216	15,070	23,946
Housing starts	**5,072**	5,770	9,419	10,381	12,148	7,448	14,212	15,665
Greater Vancouver Area								
Transaction dollar volume[1]	**$ 6,699**	$ 8,300	$ 7,665	$ 10,574	$ 7,607	$ 6,422	$ 8,446	$ 11,837
Average selling price	**$ 1,227,993**	$1,266,433	$1,266,457	$1,333,354	$1,290,786	$1,280,989	$1,285,690	$1,295,055
Number of units sold	**5,455**	6,554	6,052	7,930	5,893	5,013	6,569	9,140
Housing starts	**4,834**	7,609	6,225	6,651	7,627	8,027	7,759	10,340
Greater Montreal Area								
Transaction dollar volume[1]	**$ 7,338**	$ 6,834	$ 5,895	$ 7,883	$ 6,083	$ 4,153	$ 5,091	$ 6,839
Average selling price	**$ 620,900**	$ 631,405	$ 618,996	$ 606,929	$ 584,539	$ 578,468	$ 597,045	$ 581,647
Number of units sold	**11,818**	10,823	9,523	12,989	10,407	7,180	8,527	11,758
Housing starts	**5,327**	5,081	3,116	6,558	2,815	4,348	4,960	2,945
Quebec								
Transaction dollar volume[1]	**$ 12,487**	$ 11,616	$ 10,282	$ 13,072	$ 10,218	$ 7,340	$ 8,744	$ 11,091
Average selling price	**$ 519,889**	$ 515,657	$ 502,512	$ 501,928	$ 478,886	$4 63,921	$ 477,517	$ 473,461
Number of units sold	**24,018**	22,527	20,462	26,043	21,337	15,821	18,312	23,426
Housing starts	**10,137**	12,432	9,610	12,422	6,757	8,779	10,101	7,632

[1] (in millions Canadian dollars)
[2] CREA

For Twelve months ended	**Mar. 31 2025**	Dec. 31 2024	Sept. 30 2024	June 30 2024	Mar. 31 2024	Dec. 31 2023	Sept. 30 2023	June 30 2023
Canada								
Transaction dollar volume[1]	**$ 333,413**	$ 338,253	$309,969	$306,449	$ 310,983	$300,825	$298,304	$ 291,620
Average selling price	**$ 687,504**	$ 689,783	$ 677,670	$ 676,682	$682,948	$ 678,282	$ 674,095	$ 668,768
Number of units sold	**484,961**	490,376	457,403	452,870	455,353	443,511	442,525	436,056
Housing starts	**223,431**	227,697	226,851	230,676	233,015	223,513	226,360	231,277
Greater Toronto Area								
Transaction dollar volume[1]	**$ 71,513**	$ 75,561	$ 71,462	$ 71,417	$ 76,128	$ 74,336	$7 4,359	$ 74,269
Average selling price	**$ 1,115,320**	$ 1,117,600	$ 1,115,833	$ 1,118,126	$ 1,126,505	$ 1,126,604	$ 1,122,102	$ 1,115,638
Number of units sold	**64,119**	67,610	64,044	63,872	67,579	65,982	66,268	66,571
Housing starts	**30,642**	37,718	39,396	44,189	49,473	47,428	52,189	51,357
Greater Vancouver Area								
Transaction dollar volume[1]	**$ 33,237**	$ 34,145	$ 32,266	$ 33,047	$ 34,311	$ 33,350	$ 32,793	$ 30,994
Average selling price	**$ 1,278,789**	$ 1,291,948	$1,296,460	$1,300,823	$ 1,289,149	$ 1,277,232	$1,263,684	$1,245,840
Number of units sold	**25,991**	26,429	24,888	25,405	26,615	26,111	25,950	24,878
Housing starts	**25,319**	28,112	28,530	30,064	33,753	33,244	32,843	31,731
Greater Montreal Area								
Transaction dollar volume[1]	**$ 27,950**	$ 26,695	$ 24,015	$ 23,211	$ 22,167	$ 20,800	$ 20,890	$ 20,442
Average selling price	**$ 618,998**	$ 610,285	$ 598,888	$ 593,589	$ 585,306	$ 574,845	$ 569,848	$ 563,001
Number of units sold	**45,153**	43,742	40,099	39,103	37,872	36,184	36,658	36,309
Housing starts	**20,082**	17,570	16,837	18,681	15,068	15,235	15,329	15,966
Quebec								
Transaction dollar volume[1]	**$ 47,457**	$ 45,188	$ 40,912	$ 39,374	$ 37,393	$ 35,197	$ 34,973	$ 34,340
Average selling price	**$ 510,016**	$500,042	$489,007	$483,036	$ 473,957	$464,085	$ 458,918	$ 452,325
Number of units sold	**93,050**	90,369	83,663	81,513	78,896	75,841	76,207	75,918
Housing starts	**44,601**	41,221	37,568	38,059	33,269	32,590	34,466	35,493

[1] (in millions Canadian dollars)
Source: CREA, CMHC, TREB

ADJUSTED NET EARNINGS

The calculation of Adjusted Net Earnings for the Quarter is presented in the table below with comparative amounts for the Prior Year Quarter.

(in 000's) except per Share amounts For three months ended March 31,		2025		2024
Revenues		77,970		11,856
Expenses				
Commissions		(56,840)		–
Cost of other revenue		(1,296)		(152)
Operating Expenses		(12,449)		(5,853)
Interest on debt		(900)		(1,283)
Interest on lease obligation		(287)		–
Depreciation, amortization and impairment		(2,911)		(3,247)
Operating Income	$	3,287	$	1,321
Income tax expense (recovery)		(215)		1,092
Adjusted net earnings	$	3,072	$	2,413
Adjusted net earnings per share	$	0.20	$	0.19

The table below presents a reconciliation of net and comprehensive earnings (loss), as presented in the interim consolidated statements of net and comprehensive earnings (loss), to Adjusted Net Earnings for the Quarter with comparative amounts for the Prior Year Quarter.

(in 000's) except per Share amounts; Restricted Voting Shares outstanding; Exchangeable Units outstanding; Number of REALTORS® For three months ended March 31,		2025		2024
Net and comprehensive earnings (loss)	$	6,032	$	(378)
Add (deduct):				
Interest on Exchangeable Units		2,726		1,452
Loss (gain) on fair value of Exchangeable Units		(5,686)		2,662
Gain on settlement of deferred payments		–		(1,224)
Gain on settlement of contract transfer obligation		–		(99)
Adjusted net earnings	$	3,072	$	2,413
Adjusted net earnings per share	$	0.20	$	0.19

GLOSSARY OF TERMS

"Acquired Businesses" means the Brokerage Operations, the Manager and its subsidiaries and Proprio Direct acquired from Brookfield under the terms of the Transaction.

"Adjusted Net Earnings" means operating income minus income tax expense. Adjusted Net Earnings is used by the Company to measure the operating results of the Company on a fully-diluted basis excluding certain non-cash or non-recurring non-operating items that do not directly impact the ongoing operations of the Company. Adjusted Net Earnings is a non-GAAP financial measure and does not have any standard meaning prescribed by IFRS and therefore may not be comparable to similar measures presented by other companies.

"Adjusted Net Earnings per Share" means Adjusted Net Earnings divided by the total number of Restricted Voting Shares outstanding, on a diluted basis. Adjusted Net Earnings per Share is used by the Company to measure the operating results of the Company on a fully-diluted basis excluding certain non-cash or non-recurring non-operating items that do not directly impact the ongoing operations of the Company. Adjusted Net Earnings per Share is a non-GAAP financial measure and does not have any standard meaning prescribed by IFRS and therefore may not be comparable to similar measures presented by other companies.

"Agent Agreement" means the agreement under which a real estate Brokerage agrees to provide certain services to a sales representative in exchange for a fee, generally determined as a percentage of the Gross Revenue earned by the sales representative.

"Brands" means the real estate services brands owned or controlled by Bridgemarq namely, Royal LePage, Johnston & Daniel, Via Capitale, Proprio Direct and Les Immeubles Mont-Tremblant.

"Bridgemarq" means Bridgemarq Real Estate Services Inc., a corporation incorporated under the laws of the Province of Ontario.

"Broker" means a REALTOR® who is licensed with the relevant regulatory body to manage a Brokerage.

"Broker-Owner" means the individual or a controlling group of individuals who have entered into Franchise Agreements to provide services under the Royal LePage, Johnston & Daniel or Via Capitale brands and are licensed with the relevant regulatory body to manage a Brokerage.

"Brokerage" means a real estate brokerage company, usually owned or controlled by a Broker, which may operate one or more offices or divisions.

"Brokerage Operations" means the real estate brokerage operations of the Company operating under the Royal LePage®, Johnston & Daniel®, Via Capitale®, Proprio Direct® and Les Immeubles Mont-Tremblant Brands.

"Brookfield" means Brookfield BBP (Canada) L.P., a limited partnership governed by the laws of Ontario and a subsidiary of Brookfield Business Partners LP, together with its affiliates but excluding the Manager and the subsidiaries of the Manager.

"Canadian Market" means the real estate market in Canada.

"Company" means Bridgemarq, together with its subsidiaries.

"Exchangeable Unitholder" means the holder(s) of the Exchangeable Units, being Brookfield.

"Exchangeable Units" means the Class B subordinated limited partnership units of the Partnership, of which 6,248,544 are outstanding as of the date hereof and were issued by the Partnership at the inception of the Company to an affiliate of Brookfield in partial consideration for the Partnership's acquisition of the assets of the Partnership from that affiliate and as consideration for the Transaction. The Exchangeable Units, except as otherwise noted, have economic and voting rights equivalent in all material respects to the Class A limited partnership units of the Partnership which are owned by Bridgemarq. The Exchangeable Units are indirectly exchangeable, on a one-for-one basis, subject to adjustment, for Restricted Voting Shares.

"Franchise" means a residential real estate Brokerage franchise operated pursuant to a Franchise Agreement with the Manager's comprehensive systems consisting of proprietary technological, marketing, promotional, communication and support systems.

"Franchise Agreements" means the franchise agreements and addendums thereto pursuant to which Brokerage offices offer residential brokerage services to their REALTORS®, including use of the Trademarks.

"Franchisees" means Brokerages which pay franchise fees under the Franchise Agreements.

"Franchise Network" means collectively the Royal LePage Network and the Via Capitale Network.

"Franchise Operations" means the franchise real estate services operations of the Company operating under the Royal LePage®, Johnston & Daniel® and Via Capitale® Brands.

"Free Cash Flow" means operating income before deducting interest on leases, depreciation and amortization and net impairment and write-off of intangible assets, minus current income tax expense, minus additions to property and equipment and intangible assets, minus repayment of contract transfer obligations, minus lease payments. Free Cash Flow is used by the Company to measure the amount of cash generated from operations which is available to the Company's shareholders and holders of Exchangeable Units, subject to working capital and other investment requirements. Free Cash Flow is a non-GAAP financial measure and does not have any standard meaning prescribed by IFRS and therefore may not be comparable to similar measures presented by other companies.

"Free Cash Flow per Share" means Free Cash Flow divided by the number of outstanding Restricted Voting Shares on a diluted basis where such dilution represents the total number of shares of the Company that would be outstanding if holders of Exchangeable Units converted those Units into Restricted Voting Shares. Free Cash Flow per Share is a non-GAAP financial ratio and does not have any standard meaning prescribed by IFRS and therefore may not be comparable to similar measures presented by other companies.

"GCI" means gross commission income or Gross Revenue.

"General Partner" means Residential Income Fund General Partner Limited, a corporation incorporated under the laws of the Province of Ontario to be the general partner of the Partnership and a subsidiary of Bridgemarq.

"Gross Revenue" means, in respect of a Franchisee, the gross commission income (net of payments to cooperating Brokerages) earned in respect of the closings of residential resale real estate transactions through REALTORS® associated with such Franchisee.

"International Financial Reporting Standards" or **"IFRS"** means a set of accounting standards developed by an independent, not-for-profit organization called the International Accounting Standards Board (IASB). IFRS is a global framework that provides general guidance for the preparation of financial statements and its disclosure to the public to convey measurable and comparable financial information.

"Management Services Agreement" or **"MSA"** means the fourth amended and restated management services agreement, made effective November 6, 2018, together with any amendments thereto, between the Company and the Manager pursuant to which, among other things, prior to the completion of the Transaction, the Manager provided management and administrative services to the Company including management of the assets of the Company.

"Manager" means Bridgemarq Real Estate Services Manager Limited, a corporation incorporated under the laws of the Province of Ontario and a subsidiary of Bridgemarq. Prior to the completion of the Transaction, the Manager was a subsidiary of Brookfield and provided management and administrative services to the Company, including management of the assets of the Company.

"Network" means the collection of Brokerages and REALTORS® which operate under one of the Brands controlled by the Company.

"Partnership" means Residential Income Fund L.P., a limited partnership established under the laws of the Province of Ontario, and a subsidiary of Bridgemarq.

"Proprio Direct" means Proprio Direct Inc., a corporation incorporated under the laws of Canada which operates a real estate brokerage in the Province of Québec, and a subsidiary of Bridgemarq.

"REALTOR®" and **"REALTORS®"** are the exclusive designation for a member/members of The Canadian Real Estate Association and are defined as an individual/group of individuals licensed to trade in real estate.

"Restricted Voting Share(s)" means the restricted voting shares in the capital of Bridgemarq.

"Royal LePage" means a nationally recognized real estate Brand controlled by the Company.

"Royal LePage Network" means the network of Franchisees operating under the Royal LePage and Johnston & Daniel Brands.

"Share" means a Restricted Voting Share on a diluted basis, where such dilution represents the total number of shares of the Company that would be outstanding if holders of Exchangeable Units converted their Exchangeable Units into Restricted Voting Shares.

"Special Voting Share" means the share of Bridgemarq issued to the holder of the Exchangeable Units to represent voting rights in Bridgemarq proportionate to the number of votes the Exchangeable Unitholder would obtain if they converted their Exchangeable Units to Restricted Voting Shares.

"SEDAR+" means the System for Electronic Data Analysis and Retrieval +, a Canadian mandatory document filing and retrieval system for all Canadian public companies where documents such as prospectuses, financial statements and material change reports are filed and are accessible by the public to further the goal of transparency and full disclosure.

"Team" means a group of REALTORS® who work together and market themselves as part of a team rather than as individual REALTORS®.

"Trademarks" means the trade-mark rights related to Bridgemarq's business.

"Transaction" means the transaction under which the Company acquired certain real estate brokerage operations of Brookfield, internalized the management of the Company and settled certain deferred payments owing to Brookfield as further described in Acquisition of Real Estate Brokerages and Internalization of Management.

"Via Capitale" means a real estate Brand controlled by the Company which operates primarily in the province of Québec.

"Via Capitale Network" means the network of Franchisees operating under the Via Capitale Brand.

"VCLP" means 9120 Real Estate Network, L.P./Réseau Immobilier 9120 S.E.C., a limited partnership established under the laws of the Province of Québec, and a subsidiary of Bridgemarq.

INTERIM CONDENSED CONSOLIDATED BALANCE SHEETS

(Unaudited) (In thousands of Canadian dollars)	Notes	March 31, 2025	December 31, 2024
Assets			
Current assets			
Cash and cash equivalents		$ 7,178	$ 9,088
Cash held in trust		38,475	35,467
Accounts receivable	3	7,593	5,692
Current portion of notes receivable		168	145
Current income taxes recoverable		90	155
Prepaid expenses and other current assets		5,094	3,326
		58,598	53,873
Non-current assets			
Notes receivable		166	210
Property and equipment, net		2,140	2,273
Right-of-use assets, net	4	18,721	19,500
Deferred income tax assets	6	10,560	9,823
Intangible assets, net	5	46,540	48,140
Goodwill		23,626	23,626
		$ 160,351	$ 157,445
Liabilities and shareholders' deficit			
Current liabilities			
Accounts payable and accrued liabilities		$ 16,191	$ 16,837
Customer deposits		38,475	35,467
Current income taxes payable		139	–
Lease liabilities	4	2,928	3,000
Interest payable to Exchangeable Unitholders	8	909	909
Dividends payable to shareholders	10	1,067	1,067
Exchangeable Units	8	88,229	93,916
		147,938	151,196
Non-current liabilities			
Debt facilities	7	70,916	66,904
Lease liabilities	4	16,686	17,251
Deferred income tax liabilities	6	2,225	2,339
		237,765	237,690
Shareholders' deficit			
Restricted voting shares	9	140,076	140,076
Deficit		(217,490)	(220,321)
		(77,414)	(80,245)
		$ 160,351	$ 157,445

See accompanying notes to the interim condensed consolidated financial statements.

Approved on behalf of the Board

Gail Kilgour
Director

Lorraine Bell
Director

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF NET AND COMPREHENSIVE EARNINGS (LOSS)

(Unaudited) For the three months ended March 31, (In thousands of Canadian dollars, except share and per share amounts)	Notes	2025	2024
Revenues			
Gross commission income		$ 61,628	$ –
Franchise fees		11,592	11,076
Other revenues		4,750	780
		77,970	11,856
Expenses			
Commissions		56,840	–
Cost of other revenue		1,296	152
Compensation	12	7,252	-
General and administration	3,12	1,306	1,111
Software, hosting and licensing		1,286	–
Premises		730	–
Marketing and communications		1,268	–
Other operating		607	–
Management fees		–	4,742
Interest on debt	7	900	1,283
Interest on lease obligation	4	287	–
Impairment and write-off of intangible assets		–	1,552
Depreciation and amortization	4,5	2,911	1,695
		74,683	10,535
Operating income		3,287	1,321
Interest on Exchangeable Units	8	(2,726)	(1,452)
Gain (loss) on fair value of Exchangeable Units	8	5,686	(2,662)
Gain on settlement of deferred payments	8	–	1,224
Gain on settlement of contract transfer obligation	8	–	99
Earnings (loss) before income tax		6,247	(1,470)
Current income tax expense	6	1,066	575
Deferred income tax recovery	6	(851)	(1,667)
Income tax expense (recovery)		215	(1,092)
Net and comprehensive earnings (loss)		$ 6,032	$ (378)
Basic earnings (loss) per share	10	$ 0.64	$ (0.04)
Weighted average number of shares outstanding used in computing basic earnings (loss) per share		9,483,850	9,483,850
Diluted earnings (loss) per share	10	$ 0.20	$ (0.04)
Weighted average number of shares outstanding used in computing diluted earnings (loss) per share		15,732,394	12,843,971

See accompanying notes to the interim condensed consolidated financial statements.

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' DEFICIT

(Unaudited) For the three months ended March 31, (In thousands of Canadian dollars)	Restricted Voting Shares	Deficit	Shareholders' Deficit
Balance, December 31, 2024	$ 140,076	$ (220,321)	$ (80,245)
Net earnings	–	6,032	6,032
Dividends paid	–	(3,201)	(3,201)
Balance, March 31, 2025	**$ 140,076**	**$ (217,490)**	**$ (77,414)**

(Unaudited) For the three months ended March 31, (In thousands of Canadian dollars)	Restricted Voting Shares	Deficit	Shareholders' Deficit
Balance, December 31, 2023	$ 140,076	$ (197,196)	$ (57,120)
Net loss	–	(378)	(378)
Dividends paid	–	(3,201)	(3,201)
Balance, March 31, 2024	**$ 140,076**	**$ (200,775)**	**$ (60,699)**

See accompanying notes to the interim condensed consolidated financial statements.

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(Unaudited) For the three months ended March 31, (In thousands of Canadian dollars)	Notes	**2025**	2024
Cash provided by (used in):			
Operating activities			
Net earnings (loss)		**$ 6,032**	$ (378)
Adjusted for			
Loss (gain) on fair value of Exchangeable Units	8	**(5,686)**	2,662
Interest expense		**3,913**	2,824
Interest paid		**(3,619)**	(2,382)
Interest income		**(272)**	(98)
Interest received		**272**	98
Current income tax expense	6	**1,066**	575
Income taxes paid		**(711)**	(750)
Deferred income tax recovery	6	**(851)**	(1,667)
Impairment and write-off of intangible assets		**–**	1,552
Depreciation and amortization	4,5	**3,027**	1,826
Gain on settlement of deferred payments		**–**	(1,224)
Gain on settlement of contract transfer obligation		**–**	(99)
Net changes in non-cash working capital		**(4,441)**	(865)
		(1,270)	2,074
Investing activities			
Additions to property and equipment and intangible assets		**(380)**	(88)
Cash acquired on acquisition	11	**–**	4,146
Repayment of contract transfer obligation		**–**	(4)
		(380)	4,054
Financing activities			
Borrowings under debt facilities	7	**4,000**	–
Financing fees	7	**–**	(76)
Lease payments	4	**(1,059)**	–
Dividends paid to shareholders	10	**(3,201)**	(3,201)
		(260)	(3,277)
Net increase (decrease) in cash and cash equivalents during the period		**(1,910)**	2,851
Cash and cash equivalents, beginning of the period		**9,088**	5,743
Cash and cash equivalents, end of the period		**$ 7,178**	$ 8,594

See accompanying notes to the interim condensed consolidated financial statements.

(Expressed in thousands of Canadian dollars, unless stated otherwise)

1. ORGANIZATION

Bridgemarq Real Estate Services Inc. ("Bridgemarq" and, together with its subsidiaries the "Company") is incorporated under the *Ontario Business Corporations Act.* Bridgemarq is listed on the Toronto Stock Exchange ("TSX") under the symbol "BRE". The registered and head office of the Company is located at 39 Wynford Drive, Suite 200, Toronto, Ontario, M3C 3K5. Through its ownership interest in Residential Income Fund L.P. (the "Partnership"), Bridgemarq owns certain real estate brokerage operations ("Brokerages"), franchise agreements ("Franchise Agreements") and Trademark Rights ("Trademarks") of residential real estate brands in Canada.

2. MATERIAL ACCOUNTING POLICIES

Basis of Presentation

These interim condensed consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting, issued by the International Accounting Standards Board® using the accounting policies described herein and the accounting policies used to prepare the audited annual consolidated financial statements of the Company as of and for the year ended December 31, 2024.

These interim condensed consolidated financial statements were authorized for issuance by the Board of Directors of Bridgemarq on May 12, 2025, and should be read in conjunction with the audited annual consolidated financial statements of the Company for the year ended December 31, 2024.

The interim condensed consolidated financial statements have been prepared on a going concern basis and include the accounts of the Company.

3. ACCOUNTS RECEIVABLE

As at March 31, 2025, the Company had accounts receivable of $7,593 (December 31, 2024 – $5,692) net of an allowance for doubtful accounts of $409 (December 31, 2024 – $407). During the three months ended March 31, 2025, general and administration expense included a bad debt expense $36 (2024 – $285).

Management reviews accounts receivable to determine whether an allowance for doubtful accounts is required by assessing the collectability of receivables owing from each individual debtor. This assessment takes into consideration certain factors including the aging of outstanding balances, debtor operating performance, historical payment patterns, current collection efforts, relevant forward-looking information and the Company's security interests, if any.

The table below summarizes the aging of accounts receivable as at March 31, 2025 and December 31, 2024:

As at,	March 31, 2025	December 31, 2024
Current	$ 5,333	$ 3,872
30 days past due	822	718
60 days past due	802	505
90+ days past due	1,045	1,004
Subtotal	$ 8,002	$ 6,099
Allowance for doubtful accounts	(409)	(407)
Accounts receivable	$ 7,593	$ 5,692

The Company recognizes revenues in income to the extent that collection is reasonably assured at the time the revenue is earned.

(Expressed in thousands of Canadian dollars, unless stated otherwise)

4. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

The table below summarizes the Right-of-Use Assets as at March 31, 2025 and December 31, 2024:

	Property	Equipment	Total
Cost			
At December 31, 2024	$ 22,073	$ 317	$ 22,390
Additions	88	47	135
At March 31, 2025	**$ 22,161**	**$ 364**	**$ 22,525**
Accumulated amortization			
At December 31, 2024	$ (2,723)	$ (167)	$ (2,890)
Amortization expense	(869)	(45)	(914)
At March 31, 2025	**$ (3,592)**	**$ (212)**	**$ (3,804)**
Carrying value			
At December 31, 2024	$ 19,350	$ 150	$ 19,500
At March 31, 2025	**$ 18,569**	**$ 152**	**$ 18,721**

The table below summarizes the lease liabilities as at March 31, 2025 and December 31, 2024:

As at,	March 31, 2025
Balance, at December 31, 2024	$ 20,251
Additions	135
Interest on lease obligation	287
Payment of lease liabilities	(1,059)
Balance, at March 31, 2025	**$ 19,614**

As at,	March 31, 2025	December 31, 2024
Current portion of lease liabilities	$ 2,928	$ 3,000
Long-term portion of lease liabilities	16,686	17,251
Total lease liabilities	**$ 19,614**	**$ 20,251**

(Expressed in thousands of Canadian dollars, unless stated otherwise)

5. INTANGIBLE ASSETS

Franchise agreement expenses are recorded as additions to intangible assets, net of any recovery of previously paid franchise agreement expenses.

For the three months ended March 31, 2024, the Company recorded an impairment charge of $1,552.

A summary of intangible assets as at March 31, 2025 and December 31, 2024 is provided in the tables below:

		Franchise Agreements & Ancillary Agreements		Trademarks		Agent Contract & Reacquired Rights		Brands		Total
Cost										
At December 31, 2024	$	200,950	$	5,427	$	16,440	$	2,500	$	225,317
Additions		362		–		–		–		362
At March 31, 2025	**$**	**201,312**	**$**	**5,427**	**$**	**16,440**	**$**	**2,500**	**$**	**225,679**
Accumulated amortization										
At December 31, 2024	$	(170,151)	$	(3,943)	$	(3,083)	$	–	$	(177,177)
Amortization expense		(1,125)		(47)		(790)		–		(1,962)
At March 31, 2025	**$**	**(171,276)**	**$**	**(3,990)**	**$**	**(3,873)**	**$**	**–**	**$**	**(179,139)**
Carrying value										
At December 31, 2024	$	30,799	$	1,484	$	13,357	$	2,500	$	48,140
At March 31, 2025	**$**	**30,036**	**$**	**1,437**	**$**	**12,567**	**$**	**2,500**	**$**	**46,540**

6. INCOME TAXES

The Company uses the liability method of tax allocation in accounting for income taxes. Under this method, temporary differences between the carrying amount of balance sheet items and their corresponding tax basis result in either deferred income tax assets or liabilities. Deferred income taxes are computed using substantively enacted tax rates applicable to the years in which the temporary differences are expected to reverse.

A reconciliation of income taxes at Canadian statutory rates with reported income tax expense (recovery) is as follows:

For the three months ended March 31,		2025		2024
Earnings (loss) before income tax:	**$**	**6,247**	$	(1,470)
Expected income tax expense (recovery) at statutory rate of 26.5% (2024 – 26.5%)		**1,655**		(390)
Increase (decrease) in income tax expense due to the following:				
Non-deductible amortization		**59**		112
Non-deductible loss (non-taxable gain) on fair value of Exchangeable Units		**(1,507)**		705
Non-deductible interest on Exchangeable Units		**722**		385
Non-deductible impairment and write-off of intangible assets, net		**–**		–
Income allocated to Exchangeable Unitholders		**(495)**		(314)
Adjustments for prior years and other		**(219)**		(1,590)
Total income tax expense (recovery)	**$**	**215**	$	(1,092)

(Expressed in thousands of Canadian dollars, unless stated otherwise)

The major components of income tax expense (recovery) include the following:

For the three months ended March 31,	2025	2024
Current income tax expense	$ 1,066	$ 575
Deferred income tax recovery	(851)	(1,667)
Total income tax expense (recovery)	$ 215	$ (1,092)

7. DEBT FACILITIES

The Company's debt is comprised of the following debt facilities:

As at,	March 31, 2025	December 31, 2024
Term Facility	$ 55,000	$ 55,000
Acquisition Facility	12,000	12,000
Operating Facility	4,000	–
	$ 71,000	$ 67,000
Debt facility amendment adjustments and financing fees	(84)	(96)
Debt facilities	$ 70,916	$ 66,904

The Company has $95,000 in financing available under a borrowing agreement with a Canadian chartered bank which matures on December 31, 2026 ("Maturity").

The debt facilities under this agreement are comprised of the following;

A $55,000 non-revolving term variable rate facility (the "Term Facility"). Repayment of principal outstanding is due on Maturity.

A $30,000 revolving acquisition facility (the "Acquisition Facility") is available to support acquisitions pursued by the Company. A standby fee of 0.15% applies on undrawn amounts under the Acquisition Facility. Repayment of principal outstanding is due on Maturity.

A $10,000 revolving operating facility (the "Operating Facility") is available to meet the Company's day-to-day operating requirements.

Borrowings under each of these arrangements are secured by a first ranking security interest in substantially all assets of the Company and bear interest at a variable rate of Banker's Acceptances (BAs) +2.00% or Prime + 0.8% at the option of the Company.

The Company's ability to borrow under these arrangements is subject to the Company maintaining certain financial covenants. Under these covenants, the Company must maintain a ratio of Consolidated EBITDA to Interest Expense on Senior Indebtedness at a minimum of 3.0 to 1 and a ratio of Senior Indebtedness to Consolidated EBITDA at a maximum of 4.0 to 1. The Company is obligated to make limited principal repayments under the debt facilities in circumstances where the ratio of Senior Indebtedness to Consolidated EBITDA exceeds 3.4:1. Such payments shall continue until the ratio of Senior Indebtedness to Consolidated EBITDA is less than 3.25:1.

Consolidated EBITDA is defined as operating income before deducting interest on debt, interest on lease obligation, impairment and write-off of intangible assets and depreciation and amortization. Senior Indebtedness is defined as borrowings on the Company's debt facilities. At March 31, 2025 and December 31, 2024, the Company has complied with all covenants under the debt facilities.

(Expressed in thousands of Canadian dollars, unless stated otherwise)

8. EXCHANGEABLE UNITS

On March 31, 2024, the Company issued 2,920,877 Exchangeable Units to BBP pursuant to the Acquisition and the settlement of certain deferred payments owing to BBP bringing the total number of Exchangeable Units outstanding to 6,248,544 (see Note 13 – Acquisition of Brokerage Operations and BRESML).

The Exchangeable Units are exchangeable on a one-for-one basis for restricted voting shares of Bridgemarq at the option of the holder. If a takeover bid is made for 25% or more of the outstanding restricted voting shares of Bridgemarq and a contemporaneous identical offer is not made for the Exchangeable Units, the holder can exchange the Exchangeable Units at a ratio of 1.1 restricted voting shares per Exchangeable Unit subject to adjustment in certain cases. Under no circumstance can the holder exchange the Exchangeable Units for any asset other than restricted voting shares.

The Company measures the Exchangeable Units at their fair value using the closing price of the Company's restricted voting shares listed on the TSX. At March 31, 2025, the Company used the closing market price of Bridgemarq's shares of $14.12 (December 31, 2024 - $15.03). During the three months ended March 31, 2025, the Company recorded a gain of $5,686 related to the fair value of the Exchangeable Units (2024 – a loss of $2,662).

The Exchangeable Unitholders are entitled to cash distributions from the Partnership in respect of their economic interest in the Partnership as and when declared by the Board of Directors of RIFGP. Such distributions are made on a before tax basis and are directly taxable in the hands of the Exchangeable Unitholders. For the three months ended March 31, 2025, the Board of Directors of RIFGP declared distributions payable to the Exchangeable Unitholders of $2,726 (2024 – $1,452).

9. SHARE CAPITAL

Bridgemarq is authorized to issue an unlimited number of restricted voting shares, an unlimited number of preferred shares and one special voting share.

Each restricted voting share represents a proportionate voting right in Bridgemarq, and holders of the restricted voting shares are entitled to dividends declared and distributed by Bridgemarq. No additional restricted voting shares were issued during the three months ended March 31, 2025 or the year ended December 31, 2024.

No preferred shares were issued or outstanding as at March 31, 2025 or December 31, 2024.

The special voting share represents the proportionate voting rights of the Exchangeable Unitholders of the Partnership. The special voting share is redeemable by the holder at $0.01 per share, and the holder is not entitled to dividends declared by Bridgemarq.

The following table summarizes the outstanding shares of Bridgemarq:

As at,	**March 31, 2025**	December 31, 2024
Restricted voting shares	**9,483,850**	9,483,850
Special voting share	**1**	1

10. EARNINGS (LOSS) PER SHARE

Basic and diluted earnings (loss) per share has been determined as follows:

(In thousands of Canadian dollars, except share and per share amounts)	Three months ended March 31, 2025	Three months ended March 31, 2024
Net earnings (loss) available to restricted voting shareholders – basic	$6,032	$ (378)
Interest on Exchangeable Units	2,726	1,452
Loss (gain) on fair value of Exchangeable Units	(5,686)	2,662
Net earnings available to restricted voting shareholders – diluted	$ 3,072	$ 3,736
Weighted average number of shares outstanding used in computing basic earnings (loss) per share	9,483,850	9,483,850
Total outstanding Exchangeable Units	6,248,544	6,248,544
Weighted average number of shares outstanding used in computing diluted earnings (loss) per share	15,732,394	12,843,971
Basic earnings (loss) per share	$ 0.64	$ (0.04)
Diluted earnings (loss) per share	$ 0.20	$ (0.04)
Dividends paid to shareholders	$ 3,201	$ 3,201
Restricted voting shares	9,483,850	9,483,850
Dividends per restricted voting share	$ 0.34	$ 0.34

11. ACQUISITION OF BROKERAGE OPERATIONS AND BRESML

On March 31, 2024, the Company completed the Acquisition and settled certain deferred payments owing to BBP. Under the Acquisition the Partnership acquired the outstanding shares of BRESML and Proprio Direct from BBP resulting in the Company diversifying into the real estate brokerage business and simplifying its management structure.

Consideration to acquire these assets consisted of 2,856,792 Exchangeable Units, with a value of $39,909 based on the closing price of Bridgemarq's restricted voting shares on March 28, 2024 and a cash payment of $131. The settlement of the deferred payments to BBP was completed by way of the issuance of 64,085 Exchangeable Units on March 31, 2024 with a value of $895.

The Company accounted for the Acquisition using the acquisition method in accordance with IFRS 3, *Business Combinations* and the results of the acquired businesses are consolidated with those of the Company from April 1, 2024.

The valuation of the net assets acquired as a result of the Acquisition were based on the Company's assessment of their fair values.

12. RELATED PARTY TRANSACTIONS

BBP provided certain administrative support and other services to the Company totalling $21 during the three months ended March 31, 2025 (2024 - $21). Prior to the date of the Acquisition in 2024, the Company earned $1,089 in revenues from the Brokerage Operations and paid management fees to BRESML of $4,766.

During the three months ended March 31, 2025, the remuneration paid to key management personnel included short-term compensation and benefits totalling $972 (2024 – nil). Prior to March 31, 2024, the Company had no employees.

Certain members of the Company's Board of Directors are compensated for their services. During the three months ended March 31, 2025, the Company incurred $112 in directors' fees (2024 – $82). Directors' fees are included in general and administration expense.

(Expressed in thousands of Canadian dollars, unless stated otherwise)

13. FINANCIAL INSTRUMENTS

In the normal course of business, the Company is exposed to a number of financial and other risks that can affect its operating performance. These risks are outlined below:

A) Credit Risk

Credit risk arises from the possibility that debtors may not pay amounts owing to the Company. The Company's credit risk is limited to the recorded amount of accounts receivable and notes receivable.

All real estate transactions at the Brokerage Operations require the purchaser to pay a deposit which reduces the likelihood that a buyer will not complete the transaction. Credit risk also arises from the possibility that sales representatives may not pay amounts owing to the Brokerage Operations. Credit risk is mitigated by the fact that the Brokerage Operations has the ability to deduct any amounts owing from sales agents from the commission income they earn on their transactions with customers.

The Company reviews the financial position of all franchisees during the application process and closely monitors outstanding accounts receivable on an ongoing basis to evaluate the risk of a default occurring over the expected life of the accounts receivable. This monitoring includes evaluating the franchisee's historical payment patterns, the current financial health of the franchisee and expected or possible changes in future events or market conditions to determine whether a provision should be recorded. The estimation and application of monitoring future events or market conditions requires significant judgment and is uncertain.

As at March 31, 2025, the Company has recorded an allowance for doubtful accounts related to accounts receivable and notes receivable of $409 (December 31, 2024 – $407).

B) LIQUIDITY RISK

The Company is exposed to liquidity risk in its ability to finance its working capital requirements and meet its cash flow needs, including paying dividends to shareholders of restricted voting shares and interest to Exchangeable Unitholders. The Company manages liquidity risk by maintaining conservative debt levels compared with those required by the covenants associated with the debt facilities. The Company has a $30,000 Acquisition Facility, of which $12,000 has been drawn, and a $10,000 Operating Facility, of which $4,000 has been drawn, each of which matures on December 31, 2026.

Estimated contractual maturities of the Company's financial liabilities are as follows:

As at March 31,	2025	2026	2027	2028	2029	Beyond 2029	Total
Accounts payable and accrued liabilities	$ 16,191	$ –	$ –	$ –	$ –	$ –	$ 16,191
Customer deposits	38,475	–	–	–	–	–	$ 38,475
Leases	2,928	2,423	2,185	2,087	2,012	7,979	$ 19,614
Income taxes payable	139	–	–	–	–	–	$ 139
Interest payable to Exchangeable Unitholders	909	–	–	–	–	–	$ 909
Dividends payable to shareholders	1,067	–	–	–	–	–	$ 1,067
Interest on debt	3,716	3,716	–	–	–	–	$ 7,432
Exchangeable Units	88,229	–	–	–	–	–	$ 88,229
Debt facilities	–	71,000	–	–	–	–	$ 71,000
Total	$ 151,654	$ 77,139	$ 2,185	$ 2,087	$ 2,012	$ 7,979	$ 243,056

C) INTEREST RATE RISK

The Company is exposed to the risk of interest rate fluctuations on its debt facilities as the interest rates on these facilities are based on the Prime rate and Banker's Acceptance rates.

The debt facilities bear interest at a variable rate of BAs + 2.00% or Prime + 0.8%. Management has elected to pay interest at variable interest rates on its outstanding debt facilities and monitors this position on an ongoing basis. An increase of 1% in the Company's effective interest rate on its variable rate debt would result in an increase in its annual interest expense on the debt facilities of approximately $710.

D) MARKET RISK

The Company operates real estate brokerage offices in a number of markets across the country. The Brokerage Operations generate revenue from its offices in the greater Toronto area, the Greater Vancouver area and throughout the Province of Quebec. Real estate markets are cyclical and unpredictable which may contribute to volatility in the Company's cash flows. This market volatility is somewhat mitigated by the lower volatility associated with franchise fee revenues earned by the Franchise Operations and the geographic diversification of the Brokerage Operations.

E) FAIR VALUE

The fair values of certain of the Company's financial instruments, including cash and cash equivalents, accounts receivable, notes receivable, accounts payable and accrued liabilities, interest payable to Exchangeable Unitholders and dividends payable to holders of restricted voting shares, are estimated by management to approximate their carrying values due to their short-term nature. The fair value of the Company's outstanding borrowings of $71,000 approximate their carrying value of $70,916 as a result of their floating rate terms.

F) FAIR VALUE HIERARCHY

The Exchangeable Units are valued using Level 1 valuation techniques. See Note 10 for disclosures related to fair values.

14. SEGMENT INFORMATION

The Company reports its operations in two business segments. These segments are determined based on the nature of their operations, the products and services they provide and the nature of the customers they service.

Within the Brokerage Operations, there are a number of brokerage locations that operate in different geographical regions under different real estate brands. These brokerage locations have been grouped to form the Brokerage Operations due to the nature of their operations and the commonality in how they generate revenues. All of the brokerage locations in the Brokerage Operations operate in Canada.

The Franchise Operations provide information and services to REALTORS® and real estate brokerages in Canada through a portfolio of real estate services brands. The economic characteristics are consistent across the Company's brands as they each provide services, similar in nature, in the Canadian residential real estate market.

The Company excludes certain corporate oversight expenses in the determination of each operating segment's performance. Unallocated costs include costs related to those activities and operations which are common to the other operating segments of the Company and include the elimination of transactions between the segments.

Management evaluates the operating results of each segment based upon revenue and EBITDA. EBITDA is defined as operating income before deducting interest on debt, interest on lease obligations, impairment and write-off of intangible assets, and depreciation and amortization. The Company's determination and presentation of EBITDA may not be comparable to similar measures used by other companies.

For the three-month period ended March 31, 2024, 100% of the operating results are attributable to the Franchise Operations. The operating results of the Brokerage Operations are included in the interim condensed consolidated statements of net and comprehensive earnings (loss) from April 1, 2024.

The franchise fees received from the Brokerage Operations were treated as third party revenue prior to April 1, 2024. Following the completion of the Acquisition, franchise fees and other revenues received from the Brokerage Operations are now eliminated in the consolidated accounts of the Company. Franchise fees and other revenues earned from these businesses, totalling $1,089, were recorded by the Company under what is now the Franchise Operations segment during the first quarter of 2024.

(Expressed in thousands of Canadian dollars, unless stated otherwise)

The table below reconciles operating income as presented in the statement of net and comprehensive earnings (loss) to EBITDA used by management to evaluate the business segments of the Company:

For the three months ended March 31,		2025		2024
Operating income		**$3,287**		$1,321
Add: Interest on debt		900		1,283
Interest on lease obligation		287		–
Impairment and write-off of intangible assets		–		1,552
Depreciation and amortization		2,911		1,695
EBITDA	**$**	**7,385**	$	5,851

The tables below provide selected segment disclosure for certain financial statement balances.

For the three months ended March 31,		2025		2024
Segment EBITDA				
Brokerage Operations	$	1,344	$	–
Franchise Operations		7,087		5,851
Unallocated EBITDA		(1,046)		–
Total EBITDA	**$**	**7,385**	$	5,851

For the three months ended March 31,		2025		2024
Segment Revenue				
Brokerage Operations	$	65,238	$	–
Franchise Operations		13,712		11,856
Eliminations		(980)		–
Total Revenue	**$**	**77,970**	$	11,856

For the three months ended March 31,		2025		2024
Segment Depreciation and Amortization				
Brokerage Operations	$	1,816	$	–
Franchise Operations		1,095		1,695
Total depreciation and amortization	**$**	**2,911**	$	1,695

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