



**CANTERRA
SEEDS**



2026 Q1 REPORT

MANAGEMENT'S **DISCUSSION** and **ANALYSIS REPORT**



Management's Discussion and Analysis Report

REPORT FOR THE THREE MONTHS ENDED DECEMBER 31, 2025

CANTERRA SEEDS HOLDINGS LTD. (the Company) is a recognized leader in the pedigreed seed industry. Headquartered at 201-1475 Chevrier Boulevard in Winnipeg, Manitoba, the Company is committed to delivering high quality seed to its customers throughout Western Canada. The consolidated financial statements of the Company that follow are for the three months ended December 31, 2025.

CANTERRA SEEDS reports a net loss for the three months ended December 31, 2025, of \$2,180,456. This compares to the December 31, 2024, results where the Company recorded a net loss of \$1,779,650 for the same three-month period.

1. INTRODUCTION

The following Management's Discussion and Analysis (MD&A) provides information which is supplementary to the CANTERRA SEEDS HOLDINGS LTD. results of operations and financial position. The MD&A should be read in conjunction with the unaudited interim condensed consolidated financial statements and notes to the financial statements for the three-month period ending December 31, 2025. The financial data in this report and in the financial statements have been prepared in accordance with International Accounting Standard (IAS) 34 Interim Financial Reporting as issued by the International Accounting Standards Board (IASB).

All amounts reported both in the MD&A and in the consolidated financial statements are in Canadian currency and the consolidated financial statements were authorized for issue by the Company's Audit Committee and Board of Directors on February 19, 2026.

2. FORWARD-LOOKING INFORMATION

Certain statements in this MD&A may constitute forward-looking statements. These forward-looking statements can generally be identified with statements that include the phrases such as "believe," "expect," "anticipate," "intend," "plan," "likely," "will" or similar words or phrases. Similarly, statements that describe the Company's objectives, plans or goals are, or may be, forward-looking statements. These forward-looking statements are based on the Company's current expectations and its projections about future events. However, whether actual results and developments will conform to the Company's expectations and projections is subject to several risks and uncertainties. These include, among other things, the risks and uncertainties associated with seed production, product performance, competition, poor weather, commodity prices, credit, and foreign exchange risk. These are not necessarily all the important factors that could cause actual results to differ materially from those expressed in any of the Company's forward-looking statements. Other

known and unpredictable factors could also harm results. Consequently, there can be no assurance that the actual results or developments anticipated by the Company will be realized or, even if substantially realized, that they will have the expected consequences to, or effects on, the Company.

3. RESULTS OF OPERATIONS – THREE MONTHS ENDED DECEMBER 31

SALES AND GROSS PROFIT

CANTERRA SEEDS records revenue on the sale of canola seed when the product is shipped and delivered to the Company's seed retailers. While these products are ordered at various times between the months of October to June, the product will not be planted until spring, with seeding occurring mainly in April and May. When deliveries take place and when, therefore, revenue is recorded for canola, is dependent on many factors, both internal and external to CANTERRA SEEDS. These include the availability of warehouse space, the timing of seed treating, the availability of trucking for deliveries, the timing of quality testing and of course, when the customer (both the farmer and retailer) wants the product delivered to their operation. For the period of October 1, 2025, to December 31, 2025, there was only one small delivery of canola which created sales during the quarter. For the first quarter of the prior year, there were no deliveries of canola and therefore no sales recorded during the quarter.

The only other sales that occur from October 1 to December 31 is the recording of royalties and other transactions relating to winter seeded crops. These sales doubled from the previous year, but the amounts are still very low and to not have a material effect on total sales.

In total, CANTERRA SEEDS sales are higher by \$0.06 million from \$0.02 million in 2024 to \$0.08 million in 2025.

This increase in sales also created an increase in gross profit. In total, the gross profit is higher by \$0.02 million from essentially \$0 in 2024 to \$0.02 million in 2025. With the very low amount of sales in both the current and previous year the gross profit percentage change is not relevant for these quarters.

OTHER REVENUE

Other revenue had a significant increase during the quarter, from \$0.06 million in 2024 to \$0.3 million in 2025, an increase of \$0.24 million. There are effectively two reasons for this increase, first the Company decided to end its internal field research program during the 2025 fiscal year. During the first quarter of 2026 the Company sold some of the field trialing assets causing a gain on this sale. Secondly, as was discussed during the prior years MD&A the Company has

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invested in a canola research project. This research project is eligible for SRED credits, and this credit is included in the other revenue for Q1.

OPERATING, GENERAL AND ADMINISTRATIVE EXPENSES

These expenses are higher by \$0.62 million or 60.6%, from \$1.04 million for the three months ended December 31, 2024, to \$1.66 million for the three months ended December 31, 2025. The main reasons for this significant increase are as follows:

- As mentioned in the OTHER REVENUE section above, the Company invested in a canola research project during the year.
- CANTERRA SEEDS purchased Alliance Seed effective May 1, 2025. Therefore, the current year includes the expenses from Alliance Seed and the prior year does not.
- The balance is due to increases related to both an increase in staff along with inflationary increases.

LOSS FROM JOINT VENTURES

This amount relates to CANTERRA SEEDS' 30% joint venture in Limagrain Cereals Research Canada (LCRC). The loss has increased from 2024 to 2025. They are higher by \$44 thousand from \$93 thousand for the three-month period ending December 31, 2024, to \$137 thousand for the same three-month period ending December 31, 2025. This increase is simply due to timing of expenditures year to year and is anticipated to reverse later in the year.

DEPRECIATION AND AMORTIZATION

Depreciation/Amortization costs increased by \$0.08 million from \$0.23 million for the three months ended December 31, 2024, to \$0.31 million for the three months ended December 31, 2025. This increase is due to the addition of Alliance Seed, between the additional amortization added from that company's assets, along with the amortization of the varieties intangible asset created from the consolidation of Alliance Seed into CANTERRA SEEDS HOLDINGS LTD.

SALARIES, WAGES & BENEFITS

Has increased by \$0.04 million from \$1.07 million for the three-month period ended December 31, 2024, to \$1.11 million for the three-month period ended December 31, 2025, an increase of 4.2%. This increase in salary costs is because Alliance Seed is now included in the consolidated earnings.

INTEREST

There is an increase in interest expenses. From \$13 thousand for the three months ended December 31, 2024, to \$16 thousand for the three months ended December 31, 2025. A very small change that occurred due to the Company using its line of credit to a slightly higher degree than it did in 2024.

4. SUMMARY OF QUARTERLY FINANCIAL INFORMATION

(\$'000's except per share amounts)	2025/26 Q1	2024/25 Q4	2024/25 Q3	2024/25 Q2	2024/25 Q1	2023/24 Q4	2023/24 Q3	2023/24 Q2
Total Revenue	80	4,016	30,820	23,253	21	3,273	3,045	40,408
Net Income (loss)	(2,180)	(899)	1,647	2,005	(1,780)	(744)	(1,529)	4,083
Earnings (loss) per Share (diluted)	(0.29)	(0.12)	0.22	0.27	(0.24)	(0.10)	(0.20)	0.54

CANTERRA SEEDS principal business is the distribution and sale of seed for the main field crops grown in Western Canada including canola which occurs from December until June. While most orders of canola take place from October to December, delivery of these sales generally takes place from December until May, as farmers prefer to defer delivery until a date closer to their time of seeding. Most of the deliveries

and sales take place in the months of February to April (Q2 & Q3). The October to December quarter consists mainly of the recording of royalties for fall seeded cereal varieties, along with some adjustments on late reported spring tech feels and some early deliveries of canola. The financial quarter Q2, from January to March, is made up mainly of canola seed deliveries and sales, along with some early deliveries of pedigreed

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products. Q3 sales consist of additional canola sales, along with the balance of the spring stock seed and registered and certified sales of CANTERRA SEEDS licensed seed. The quarter consisting of the months July to September (Q4) generally includes only royalties collected on sales of CANTERRA SEEDS licensed seed along with any adjustments on sales recorded during the previous three quarters.

If there are any write-downs of canola inventory this generally occurs in Q4, the months of July through to September. This is when the stock is tested for germination and hybridity and a future sales plan for each canola variety is finalized.

5. LIQUIDITY AND CAPITAL RESOURCES

The Company's cash and short-term investment position has reduced by \$5.49 million for the three months ended December 31, 2025.

Cash used for operating activities during the first quarter was \$5.05 million. The main uses are as follows:

- CANTERRA SEEDS paid down outstanding Accounts Payable balances by a total of \$10.17 million.
- The Company increased its inventory and prepaid expenses by \$5.79 million to have canola products available for sale for the 2026 and 2027 crop years.
- The loss recorded during the quarter and income tax payments and accruals used an additional \$2.48 million.

These were partially offset by some uses of cash as follows:

- Deposits made by customers for purchases of CANTERRA SEEDS products for the 2024 crop year. This increases totals to \$8.46 million.
- Payments were received on outstanding Accounts Receivable adding \$4.94 million.

For financing activities, the Company paid down \$0.1 million of lease obligations during the quarter.

The cash used for investing activities was \$0.34 million. The main amount here was a loan to an affiliated company that was paid back during the quarter. This caused a cash outflow of \$0.22 million. In addition, the Company had net purchases of long-term assets totaling to \$0.12 million during the quarter.

6. OUTSTANDING SHARE DATA AND TRADING HISTORY

Issued securities as of February 19, 2026, are as follows:

Issued	Book Value
7,551,147 Class A common shares	\$12,109,827
2,220,000 Class B series 1 shares	\$569,281

CANTERRA SEEDS HOLDINGS LTD. is a reporting issuer. Shares of the Company can be traded privately between two parties, with or without using the assistance of a broker, or can be sold "over the counter" at a licensed security trader. There have been no sales out of treasury so far for the 2025/26 fiscal year but in the last 12 months CANTERRA SEEDS sold an additional 24,000 Class B shares out of treasury. For the previous twelve-month period ending December 31, 2024, CANTERRA SEEDS also sold an additional 24,000 Class B shares out of treasury. The Company did not sell any Class A common shares out of treasury over the last twenty-four months.

Besides the share transactions from treasury, there are share transactions that are trades between outgoing and new shareholders. During the last twelve months there were 77,445 Class A shares and 24,000 Class B shares transferred outside of treasury. During the 2023/24 fiscal year there were 1,532,198 Class A shares and 36,000 Class B shares transferred outside of treasury. Included in this was the sale of 1,286,187 Class A shares sold by Ceres Global Ag. Corp. to United Farmers of Alberta Co-operative Limited.

7. FINANCIAL INSTRUMENTS

A very small portion of the Company's revenues and expenses are denominated in US dollars. The Company is therefore exposed to currency fluctuations on transactions in US dollars. Currency fluctuations may impact on the profitability of the Company, specifically for CANTERRA SEEDS who buys more US dollars than it would earn when the Canadian exchange rate is weaker compared to the US dollar it will work to reduce margins of the Company. This risk is managed, where practicable, with foreign exchange forward contracts to fix the exchange rates on future net foreign currency cash outflows along with fixed Canadian \$ priced contracts for untreated canola seed. The Company does not hold or issue derivative contracts for speculative purposes. As of December 31, 2025, CANTERRA SEEDS has no outstanding foreign currency forward contracts in place.

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8. OUTLOOK

The most effective way to analyze the seed sales at CANTERRA SEEDS is to break the business down into their two methods: (1) canola sales where CANTERRA SEEDS acts as the manufacturer and processor and sells the seed in a CANTERRA SEEDS branded bag, and (2) pedigreed seed sales where the products are owned and distributed by CANTERRA SEEDS seed grower shareholders and the Company collects a tech fee (royalty plus margin) for the grower's right to produce and sell these varieties which are under exclusive license from the breeder to CANTERRA SEEDS.

With canola, the Company will continue to focus on the critical success factors:

- The Company will continue to introduce "leading-edge" spring canola hybrids into the western Canadian and U.S. markets. The Company partners with several of the top canola seed and trait developers in Western Canada. This ensures that only those hybrids that meet or exceed the market standard are introduced. CANTERRA SEEDS is selling hybrids that deliver the agronomic traits farmers expect and require such as clubroot and blackleg tolerance, shatter tolerance, TruFlex® canola, Clearfield® (non-GMO) production system for canola and LibertyLink® canola, with various ranges of maturity, that compete with the best in the market. For the 2025 crop year CANTERRA SEEDS introduced two new canola varieties. First, CS3300 TF, a TruFlex® canola hybrid. This product is an early maturity variety with multigenic blackleg resistance, 1st generation clubroot resistance, and excellent straight cut abilities due to its PodProtect™ shatter tolerance rating of 7+. In addition, the Company launched its second LibertyLink® canola variety. CS4100 LL is a mid-season hybrid suitable for all growing zones, has multigenic blackleg resistance, both 1st and 2nd generation clubroot resistance, and excellent straight cut abilities due to its PodProtect™ shatter tolerance rating of 7+. For the 2026 crop year CANTERRA SEEDS is introducing two new canola varieties. First, CS3400 TF, a TruFlex® canola hybrid. This product is a mid-maturity variety with R - A, E2 blackleg resistance, 1st, and 2nd generation clubroot resistance, and excellent straight cut abilities due to its PodProtect™ shatter tolerance rating of 7+. In addition, the Company has launched its third LibertyLink® canola variety. CS4200 LL is a hybrid suitable for growing zones with mid to late maturity, has multigenic blackleg resistance, both 1st and 2nd generation clubroot resistance, and excellent straight cut abilities due to its PodProtect™ shatter tolerance rating of 8.0. The Company has excellent relationships with several of the top canola breeding companies and anticipates continuing to introduce leading-edge canola varieties into the future.
- As was mentioned earlier in this report, CANTERRA SEEDS has made the decision to invest in a research project. This investment is expected to bring more market leading varieties to the Company over the next few years.
- The Company will continue to distribute products that are of impeccable quality. To this end, CANTERRA SEEDS has implemented a quality control policy that is of the highest standard in the industry. It ensures that the canola seed quality not only meets the standards set by the Canada Seeds Act but exceeds these standards and the competition in the market.
- There is always the risk of inventory obsolescence with all seed products. This could be due to germination levels no longer meeting the required specifications or because the variety is no longer competitive in the market. The Company proactively manages the lifecycles of the specific hybrids and varieties as well as following its strict seed quality protocol that keeps these risks to a minimum.
- It is critical that the Company ensures its canola products are accessible to as many farmers as possible. CANTERRA SEEDS has worked diligently to continually improve the corporate brand and canola distribution footprint, ensuring CANTERRA SEEDS canola hybrids are easily accessible at a local retailer. The Company is now distributing its canola product directly with its retail partners, including all UFA and P&H retail locations, across Western Canada. In addition, CANTERRA SEEDS has added a few retail sites of Paterson Grain for the 2026 crop year. Every farmer in the Prairies has access to a local retailer who distributes CANTERRA SEEDS canola. In addition, the Company continues to expand its distribution into the US. Beginning in 2025, it now markets its seed to 5 separate distributors in the upper mid-west of the country.

CANTERRA SEEDS is working to increase its market share in the western Canadian canola market. This improvement started in 2020 and has continued to grow through 2025. The Company sold the greatest number of bags in its history for the 2025 crop year and the orders that are registered as of February 19, 2026 show that sales will have a substantial increase again for the 2026 crop year.

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For the pedigreed seed business, the Company will focus on the critical success factors of the business as follows:

- CANTERRA SEEDS will continue to access leading edge varieties by focusing on the following:
 - Firstly, CANTERRA SEEDS has been very successful at acquiring high-performing varieties from public breeding entities like Agriculture and Agri-Food Canada, the Crop Development Centre, and the University of Alberta.
 - Secondly, the Company is a 30% partner with Limagrain, one of the world's largest and most innovative field seed companies, in the cereals breeding venture named LCRC. CANTERRA SEEDS has licensed several varieties from this partnership, including CS Daybreak, CS Accelerate, CS Recoil, CS Garde, CS Breadwinner, CS Baker, and CS Palisade. In addition, Limagrain has entered a joint venture with the pulse crop development board, Saskatchewan Pulse Growers. The objective of this joint venture is to bring the very best germplasm of peas and lentils in the western Canadian market into the future. CANTERRA SEEDS has a priority position to access products from this venture and has licensed the following small red lentil varieties from Limagrain, CDC 6928, CDC 6956, CDC 6930, CDC 7208, and CDC 7026-13. Also, CANTERRA SEEDS has licensed one yellow pea from this joint venture, CDC 5791. LCRC is now entering its tenth year of operation and is at the point where it's ramping up production of leading-edge varieties both in cereals and pulses. CANTERRA SEEDS has first right to any cereal varieties that are registered from this entity, which is now registering varieties bred in-house using top western Canadian parent lines, into the market. It also has a priority position on any peas and lentils that are registered by the Limagrain/SPG joint venture and while there aren't any in-house varieties currently being registered the joint venture is well on the way to make this happen. It is expected that this will continue to bring the very best new wheat and pulse varieties to Western Canada and will continue to ramp up the Company's market share in these crop types into the future. Agriculture and Agri-Food Canada recently made the determination to reduce its staff numbers by approximately 10%. While CANTERRA SEEDS is uncertain what this will mean for the future release of AAFC varieties, this decision further validates the choice to support and have preferred access to products that come out of the Limagrain Cereals Research Canada private program.
 - Lastly, CANTERRA SEEDS has arrangements with breeders throughout the world to test and register products in Western Canada. This has been very successful for the Company, and it's anticipated that this will continue to bring new top varieties into the western Canadian market.
- On the distribution side for pedigreed seed, CANTERRA SEEDS ensures that it partners with the premier seed growers in Western Canada. Currently, the Company has 187 seed licensees throughout the Prairies that are growing and selling CANTERRA SEEDS licensed varieties. This will ensure that the Company's varieties are readily available in the areas best suited to plant those products. The Company will continue to add growers where needed and as required, to ensure that farmers throughout the region will have access to the highest quality CANTERRA SEEDS product available. To that end, as has been mentioned earlier in the report, CANTERRA SEEDS purchased Alliance Seed effective May 1, 2025. This purchase has added the rights to more than 3 dozen varieties and more than 40 new growers to the consolidated CANTERRA SEEDS family. The plan is to keep this brand separate but give all the now approximately 230 growers the ability to access all varieties that are licensed to CANTERRA SEEDS and Alliance Seed.

With the affiliated companies results as mentioned earlier, LCRC will continue to improve its earnings as it continues to register new varieties for the western Canadian market and the Great Plains region of the US. LCRC is also part of the Variety Use Agreement (VUA) project which will enable it to receive royalties on all acreage seeded with its varieties. These improvements in revenue will occur while operating expenses are kept quite stable. Over the next four to five years, it is anticipated that this loss on investment will continue to reduce and will become income as LCRC varieties continue to increase their market share of spring wheat in North America.

For net operating expenses, CANTERRA SEEDS is being proactive by limiting expenses in areas where possible. As always, the focus will be to ensure that all expenses will guarantee a successful return on investment both in the current year and into the future. It has already been mentioned that the Company has entered a research project with a canola breeding company that is set to last at least 3 years. While this will continue to increase the operating expenses over the next couple of years the offset will be a lower cost to purchase product from that breeder in the future, along with expected access to improved varieties over the next few years.

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In the last few months, there has been a tremendous amount of uncertainty and market change when it comes to the real and potential tariff wars between both Canada and the United States and Canada and China. For both the US and Canada, canola and canola products are part of the United States-Mexico-Canada Agreement and do not incur any tariffs so there has been only minor effects to CANTERRA SEEDS currently. However, the future is very uncertain when it comes to whether there will be tariffs on seed (canola or otherwise) in the future and with the US being Canada's largest market for grain this may have a very significant effect on the Canadian farm economy. For China, in March of 2025 China put a 100% tariff on any purchases of canola meal and oil from Canada, and then on August 14, 2025, China implemented a 75.8% duty on all canola shipments from Canada. Finally, on January 16, 2026, China and Canada came to an agreement where effective March 1, 2026, tariffs on Canadian canola seed imports into China would be reduced to 15% and this rate would stay in place until at least the end of the 2026 calendar year. China is Canada's second largest export customer for canola and without this reduction the significant duty/tariff would likely have shut down the Chinese canola market to Canadian canola. So, the current tariff situation appears to be resolved but it's clear that there is still a significant amount of instability within the canola export industry. As always, the management team continues to both evaluate and manage these issues to ensure that the negative affects to the Company are limited.

9. ADVANCES TO/FROM RELATED AFFILIATES

Advances to/from affiliates are unsecured, non-interest bearing and have no fixed terms of repayment. The advances are made to/from Limagrain Cereals Research Canada. Generally, the advances occurred because CANTERRA SEEDS is the administrative arm for LCRC and there are charges/payment that occur within CANTERRA SEEDS that are then charged/paid through to LCRC. In addition, since LCRC is one of CANTERRA SEEDS breeding partners, royalties are owed on tech fee reports during the year. The amounts owing at both December 31, 2024, and December 31, 2025, were repaid within the first three months of the reporting dates.

10. RESPONSIBILITIES, CONTROL AND POLICIES

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The consolidated financial statements, the MD&A and all other information in this interim report are the responsibility of Management and have been reviewed and approved by the Board of Directors.

Management, in accordance with International Financial Reporting Standards, has prepared the consolidated financial

statements. The MD&A has been prepared in accordance with the requirements of securities regulators. The financial statements and MD&A include items that are based on best estimates and judgments of the expected effects of current events and transactions. Management has determined such items on a reasonable basis to ensure that the financial statements and MD&A are presented fairly in all material respects.

The Board of Directors is responsible for ensuring that management fulfills its responsibilities for financial reporting, and is ultimately responsible for reviewing and approving the unaudited interim consolidated financial statements and MD&A. The Board of Directors carries out this responsibility principally through its Audit Committee.

The Audit Committee, appointed by the Board of Directors, is financially literate and is fully comprised of independent directors. The Audit Committee meets periodically with management to review the unaudited interim consolidated financial statements, the MD&A, auditing matters and financial reporting issues. The Audit Committee also discusses internal controls over the financial reporting process and ensures that each party is properly discharging its responsibilities. In addition, the Audit Committee has the duty to review the appropriateness of the accounting policies and significant estimates and judgments underlying the unaudited interim consolidated financial statements as presented by management. The Audit Committee also reviews and makes recommendations to the Board of Directors with respect to the fees of the external auditors. The Audit Committee reports its findings to the Board of Directors for its considerations when it approves the consolidated financial statements and MD&A for issuance to shareholders.

Meyers Norris Penny LLP, external auditors designated by the shareholders, meets annually with the Audit Committee to discuss audit activities, financial reporting matters and other related subjects.

This report and the unaudited interim consolidated financial statements were reviewed by the Company's Audit Committee and approved by the CANTERRA SEEDS Board of Directors on February 19, 2026.

Disclosure Controls

The Chief Executive Officer (CEO) and Chief Financial Officer (CFO) are responsible for establishing and maintaining disclosure controls and procedures for the Company. The disclosure controls and procedures have been conducted under the CEO's and CFO's supervision, to provide reasonable assurance that the material information relating to the Company is known to management in the period in which the interim filings are made.

INTERIM CONSOLIDATED FINANCIAL STATEMENTS



CANTERRA SEEDS Holdings Ltd.

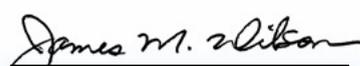
Consolidated Statement of Financial Position

For the three-month period ended December 31, 2025 and 2024

THESE FINANCIAL STATEMENTS ARE UNAUDITED AND WERE NOT REVIEWED BY AN AUDITOR

	2025 <i>Unaudited</i>	2024 <i>Unaudited</i>	2025 <i>Audited</i>
	\$	\$	\$
Assets			
Current			
Cash	1,587,425	-	7,077,559
Accounts receivable	1,064,391	908,833	5,992,939
Income taxes receivable	714,477	819,778	-
Inventory (Note 5)	25,294,336	22,992,332	18,240,542
Prepaid expenses and deposits	1,346,204	4,169,786	2,609,495
	30,006,833	28,890,729	33,920,535
Property and equipment	457,349	248,573	450,328
Intangible assets	3,801,511	2,632,223	3,907,188
Right-of-use assets	187,680	598,571	283,125
Goodwill	342,367	-	342,367
Investment in joint venture (Note 9)	17,114	655,314	153,806
Advances from related company (Note 6)	302,505	-	77,098
	35,115,359	33,025,410	39,134,447
Liabilities			
Current			
Bank indebtedness	-	1,658,641	-
Accounts payable and accruals	10,088,455	8,799,552	20,262,393
Deferred revenue (Note 7)	8,478,301	6,620,359	17,878
Advances to related company (Note 6)	-	26,812	-
Current portion of lease obligations	187,681	405,198	283,126
Income taxes payable	-	-	29,672
	18,754,437	17,510,562	20,593,069
Deferred Taxes	939,874	499,999	939,874
Lease Obligations	-	190,007	-
	19,694,311	18,200,568	21,532,943
Shareholders' Equity			
Share capital (Note 8)	12,679,108	12,655,108	12,679,108
Deficit	2,723,217	2,151,011	4,903,673
Contributed surplus	18,723	18,723	18,723
	15,421,048	14,824,842	17,601,504
Total Liabilities and Equity	35,115,359	33,025,410	39,134,447

APPROVED ON BEHALF OF THE BOARD



 Director



 Director

The accompanying notes are an integral part of these financial statements

CANTERRA SEEDS Holdings Ltd.

Consolidated Statements of Comprehensive Income

For the three-month period ended December 31, 2025 and 2024

THESE FINANCIAL STATEMENTS ARE UNAUDITED AND WERE NOT REVIEWED BY AN AUDITOR

	<i>Three months ended</i>	
	2025	<i>2024</i>
	Unaudited	<i>Unaudited</i>
	\$	\$
Sales	80,541	21,400
Cost of sales	63,249	19,271
Gross profit	17,292	2,129
Other revenue (Note 4)	299,963	60,841
	317,255	62,970
Operating, general and administrative	1,662,389	1,035,415
Loss from joint venture	136,692	92,910
Depreciation	313,184	227,902
Salaries, wages, and benefits	1,113,502	1,068,732
Interest	16,124	13,499
	3,241,891	2,438,458
Loss from operations before taxes	(2,924,636)	(2,375,488)
Income tax recovery	744,180	595,838
Loss and comprehensive loss	(2,180,456)	(1,779,650)
Loss per share		
Basic and fully diluted (Note 10)	(0.29)	(0.24)

The accompanying notes are an integral part of these financial statements

CANTERRA SEEDS Holdings Ltd.

Consolidated Statements of Cash Flows

For the three-month period ended December 31, 2025 and 2024

THESE FINANCIAL STATEMENTS ARE UNAUDITED AND WERE NOT REVIEWED BY AN AUDITOR

	2025	2024
	Unaudited	Unaudited
	\$	\$
Cash provided by (used for) the following activities		
Operating activities		
Net loss	(2,180,456)	(1,779,650)
Depreciation of plant and equipment	42,736	34,074
Depreciation of intangible assets	175,003	83,591
Depreciation of right-of-use assets	95,445	110,237
Interest expense – right of use	3,142	8,335
Loss from joint venture	136,692	92,910
Income tax accrual	(744,180)	(595,838)
ITC's	(12,000)	(9,000)
	(2,483,618)	(2,055,341)
Changes in working capital accounts		
Accounts receivable	4,940,579	1,637,624
Inventory	(7,053,794)	(6,468,809)
Prepaid expenses and deposits	1,263,291	1,030,918
Accounts payable and accruals	(10,173,938)	(8,488,569)
Deferred revenue	8,460,423	6,620,359
	(5,047,057)	(7,723,818)
Financing activities		
Lease obligation repayments	(98,588)	(119,048)
	(98,588)	(119,048)
Investing activities		
Purchases of property and equipment	(49,757)	(22,883)
Change in intangible assets	(69,326)	(94,479)
Repayments from (loans to) affiliated companies	(225,406)	(101,310)
	(344,489)	(218,672)
Increase in cash resources	(5,490,134)	(8,061,538)
Cash and investments (bank indebtedness), beginning of period	7,077,559	6,402,897
Cash and investments (bank indebtedness), end of period	1,587,425	(1,658,641)

The accompanying notes are an integral part of these financial statements

CANTERRA SEEDS Holdings Ltd.

Consolidated Statements of Changes in Equity

For the three-month period ended December 31, 2025 and 2024

THESE FINANCIAL STATEMENTS ARE UNAUDITED AND WERE NOT REVIEWED BY AN AUDITOR

	Share capital	Contributed Surplus	Surplus (deficit)	Total
Balance, September 30, 2024	12,655,108	18,723	3,930,661	16,604,492
Comprehensive income	-	-	(1,779,650)	(1,779,650)
Balance, December 31, 2024	12,655,108	18,723	2,151,011	14,824,842
Balance, September 30, 2025	12,679,108	18,723	4,903,673	17,601,504
Comprehensive income	-	-	(2,180,456)	(2,180,456)
Balance, December 31, 2025	12,679,108	18,723	2,723,217	15,421,048

The accompanying notes are an integral part of these financial statements

CANTERRA SEEDS Holdings Ltd.

Notes to the Consolidated Financial Statements

For the three-month period ended December 31, 2025 and 2024

THESE FINANCIAL STATEMENTS ARE UNAUDITED AND WERE NOT REVIEWED BY AN AUDITOR

1. Incorporation and Operations

Entity information

CANTERRA SEEDS Holdings Ltd. (the “Company”) was incorporated under the laws of the Province of Saskatchewan on March 14, 1996. The head and registered office for the Company is located at 201 – 1475 Chevrier Blvd., Winnipeg, Manitoba, Canada R3T 1Y7. The Company purchases, produces, markets, and sells seed varieties and related technologies. Due to the seasonal nature of the agricultural industry seed sales generally occur during the months of October to June. This same seasonal nature significantly affects the statement of financial position on a quarterly basis as accounts receivable, inventory and accounts payable and accrued liabilities have significant swings depending on the canola, corn, and cereals sales cycles.

The interim consolidated financial statements of the Company reflect the operations and financial position of the Company and its wholly owned subsidiaries: CANTERRA SEEDS (2002) Ltd. (a Canadian corporation), Alliance Seed Corporation, and CANTERRA SEEDS (USA) Ltd. (a US company) which are both fully consolidated, and its long-term investment; Limagrain Cereals Research Canada (a Canadian partnership), which is accounted for using the equity method.

2. Basis of presentation and continuing operations

Statement of compliance

The unaudited condensed consolidated interim financial statements (or “consolidated financial statements”) of the Company as of December 31, 2025, have been prepared in accordance with the requirements of International Accounting Standard (IAS) 34, Interim Financial Reporting as issued by the International Accounting Standards Board (IASB). These condensed financial statements do not include all the information required for consolidated financial statements and use the accounting policies consistent with the annual audited consolidated financial statements for the year ended September 30, 2025.

These interim condensed consolidated financial statements for the three-month period ended December 31, 2025, and 2024 were recommended for approval by the Audit Committee and were approved and authorized for issue by the Board of Directors on February 19, 2026.

3. Significant accounting policies

Revenue recognition

The Company recognizes revenue and profits from the sale of seed when the seed has been shipped. Volume related royalty revenue is recognized in the period in which the sale is reported to the Company by the seed grower. Scientific Research and Experimental Development credits are recognized when the related expenses have been incurred. Deferred revenue is taken into income in the period in which it is earned. Contract services and program payments are recognized when earned.

Key accounting estimates and judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Accounts receivables are stated after evaluation as to their collectability, and an appropriate allowance for doubtful accounts is provided where considered necessary. Provisions are made for slow moving and obsolete inventory. Amortization is based on the estimated useful lives of property, equipment, and other fixed assets. Scientific Research and Experimental Development tax credit claims are based on methodologies and assumptions applied by management in previous successful claims. Intangible assets consist of variety licenses and are depreciated over the life of the agreement. Management has evaluated using judgement long-term equity investments and determined if there is joint control and joint operations in place. Management has estimated that, while the terms of advances to related companies are not defined, the fair value approximates the carrying value due to the anticipated repayment dates of the advances. Management has estimated the Company's incremental borrowing rate for leases where the implicit rate cannot be determined.

These judgements, estimates and assumptions are reviewed periodically and, as adjustments become necessary, they are reported in earnings in the periods in which they become known.

CANTERRA SEEDS Holdings Ltd.

Notes to the Consolidated Financial Statements

For the three-month period ended December 31, 2025 and 2024

THESE FINANCIAL STATEMENTS ARE UNAUDITED AND WERE NOT REVIEWED BY AN AUDITOR

4. Other Revenue

	<i>Three Months Ended</i>	
	<i>December 31, 2025</i>	<i>December 31, 2024</i>
	\$	\$
Interest and investment income	19,844	36,871
Contract services, program payments and other	92,332	14,235
Scientific research and experimental development tax refundable	192,000	9,000
Gain (loss) on foreign exchange	(4,213)	735
	299,963	60,841

5. Inventory

	<i>December 31, 2025</i>	<i>December 31, 2024</i>	<i>September 30, 2025</i>
	\$	\$	\$
Finished goods	6,992,189	6,820,245	6,223,685
Raw materials	18,302,147	16,172,087	12,016,857
	25,294,336	22,992,332	18,240,542

The cost of inventories recognized as an expense and included in cost of sales in 2025 amounted to \$7,977. (2024 – \$Nil).

6. Advances from Related Company

	<i>December 31, 2025</i>	<i>December 31, 2024</i>	<i>September 30, 2025</i>
	\$	\$	\$
Limagrain Cereals Research Canada	302,505	(26,812)	77,098
	302,505	(26,812)	77,098

Advances from related company is unsecured, non-interest bearing and have no fixed terms of repayment. The Company has a 30% has an investment in Limagrain Cereals Research Canada.

CANTERRA SEEDS Holdings Ltd.

Notes to the Consolidated Financial Statements

For the three-month period ended December 31, 2025 and 2024
THESE FINANCIAL STATEMENTS ARE UNAUDITED AND WERE NOT REVIEWED BY AN AUDITOR

7. Deferred Revenue

Deferred revenue is comprised of deposits received from customers for which the related product has not been shipped on December 31, 2025, or December 31, 2024.

8. Share Capital

Authorized

Unlimited number of Class A voting common shares.

Unlimited number of Class B shares, non-voting, non-participating, redeemable at the option of the Company if the shareholder fails to fully pay for shares, fails to exercise share purchase options, or if the shareholder causes the corporation to have its rights under any license agreement terminated.

Unlimited number of Class C shares without nominal or par value, non-voting, and non-redeemable.

		December 31, 2025	December 31, 2024	September 30, 2025
Issued		\$	\$	\$
Common shares				
7,551,147	Class A common shares (2024 – 7,551,147)	12,109,827	12,109,827	12,109,827
2,220,000	Class B series 1 shares (2024 – 2,196,000)	569,281	545,281	569,281
		12,679,108	12,655,108	12,679,108

CANTERRA SEEDS HOLDINGS LTD. is a reporting issuer. Shares of the Company can be traded privately between two parties, with or without using the assistance of a broker, or can be sold "over the counter" at a licensed security trader. There have been no sales out of treasury so far for the 2025/26 fiscal year but in the last 12 months CANTERRA SEEDS sold an additional 24,000 Class B shares out of treasury. For the previous twelve-month period ending December 31, 2024, CANTERRA SEEDS also sold an additional 24,000 Class B shares out of treasury. The Company did not sell any Class A common shares out of treasury over the last twenty-four months.

Besides the share transactions from treasury, there are share transactions that are trades between outgoing and new shareholders. During the last twelve months there were 77,445 Class A shares and 24,000 Class B shares transferred outside of treasury. During the 2023/24 fiscal year there were 1,532,198 Class A shares and 36,000 Class B shares transferred outside of treasury. Included in this was the sale of 1,286,187 Class A shares sold by Ceres Global Ag. Corp. to United Farmers of Alberta Co-operative Limited.

CANTERRA SEEDS Holdings Ltd.

Notes to the Consolidated Financial Statements

For the three-month period ended December 31, 2025 and 2024
THESE FINANCIAL STATEMENTS ARE UNAUDITED AND WERE NOT REVIEWED BY AN AUDITOR

9. Interest in Joint Ventures

The Company owns a 30% investment in Limagrain Cereals Research Canada, a cereal breeding and development partnership located in Saskatoon, Saskatchewan. Investments in this company, which are subject to joint control, are accounted for using the equity method.

The following amount represent the results and financial position of Limagrain Cereals Research Canada for the three months ending December 31, 2025, and 2024. The amounts below are in Canadian \$.

	2025	2024
	\$	\$
Current Assets	842,651	1,381,175
Long-term Assets	1,350,404	2,105,729
Current Liabilities	1,062,362	1,553,913
Revenues	1,770	6,753
Expenses	457,411	316,453
Net Loss	(455,641)	(309,700)
Cash provided by (used in) operating activities	478,208	(274,084)
Cash provided by (used in) investing and financing activities	(150,041)	(138,038)

Limagrain Cereals Research Canada is Canadian limited partnership and a 30% joint venture interest.

	2025	2024
	\$	\$
Investment in Limagrain Cereals Research Canada	17,114	655,314

10. Earnings Per Share

The basic income per share has been calculated based upon the weighted average number of shares outstanding during the three-month period ended December 31, 2025, of 7,551,147 (2024 – 7,551,147).

11. Commitments

The Company is involved in various legal matters arising in the ordinary course of business. The resolution of these matters is not expected to have a material effect on the Company's financial position, results of operations or cash flows.

Director and officer indemnification

The Company indemnifies its directors and officers against all claims or losses reasonably incurred in the performance of their service to the Company to the extent permitted by law.

12. Capital Management

A wholly owned subsidiary of the Company has externally imposed capital requirements as governed through its bank credit facilities. As of December 31, 2025, the Company is not in default of these capital requirements and is in good standing in its dealings with its bank.

13. Related Party Transactions

Certain shareholders have had transactions with the Company for the purchase and sale of seed and seed products. These transactions were in the normal course of business and were recorded at their exchange amount.



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