



RIWI CORP.

MANAGEMENT'S DISCUSSION & ANALYSIS

For the three and six months ended June 30, 2025 and 2024

Containing information up to and including August 20, 2025

(Expressed in United States dollars)

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MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

Management's discussion and analysis ("MD&A") details RIWI Corp.'s ("RIWI" or the "Company") operating results and financial condition as at and for the three and six months ended June 30, 2025 and 2024, and is prepared as at August 20, 2025. This MD&A should be read in conjunction with the Company's unaudited condensed interim financial statements for the three and months ended June 30, 2025 and the notes thereto (collectively referred to as the "Financial Statements") which were prepared in accordance with International Financial Reporting Standards and International Accounting Standards as issued by the International Accounting Standards Board and Interpretations (collectively "IFRS Accounting Standards") applicable to interim financial information, as outlined in International Accounting Standard ("IAS") 34, Interim Financial Reporting and using the accounting policies consistent with those in the audited financial statements as at and for the year ended December 31, 2024 and are available on www.sedarplus.ca. Other information contained in this document has also been prepared by management and is consistent with the data contained in the Financial Statements.

Internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the financial statements for external purposes in accordance with IFRS. The Company's certifying Officers, based on their knowledge, having exercised reasonable diligence, are also responsible to ensure that these filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, with respect to the period covered by these filings, and these Financial Statements together with the other financial information included in these filings fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented in these filings.

The Board of Directors approves the Financial Statements and MD&A and ensures that management has discharged its financial responsibilities. The Board's review is accomplished principally through the Audit Committee, which meets periodically to review all financial reports, prior to filing.

CAUTION REGARDING FORWARD-LOOKING INFORMATION

This MD&A contains forward-looking information, future-oriented financial information, or financial outlooks (collectively, "forward-looking information"), which includes disclosure regarding possible events, conditions or financial performance that is based on assumptions about future economic conditions and courses of action. Often, but not always, forward-looking information can be identified by the use of words such as "plans", "seeks", "expects" or "does not expect", "is expected", "estimates", "intends", "anticipates", "projects", "budgets", "forecasts", "does not anticipate", "believes", "objective", "strives" or variations of such words and phrases, or statements that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved.

Should one or more of these risks or uncertainties materialize, or should assumptions underlying the forward-looking information prove incorrect, actual results, performance or achievement may vary materially from those expressed or implied by the forward-looking information contained in this MD&A. These risk factors should be carefully considered and readers are cautioned not to place undue reliance on forward-looking information, which speaks only as of the date of this MD&A. All subsequent forward-looking information attributable to the Company herein is expressly qualified in its entirety by the cautionary statements contained in or referred to herein. The Company does not undertake any obligation to release publicly any revisions to this forward-looking information to reflect events or circumstances that occur after the date of this MD&A or to reflect the occurrence of unanticipated events, except as may be required under applicable securities laws.

ADDITIONAL INFORMATION

Additional information relating to the Company is available from the SEDAR website at www.sedarplus.ca, under the Company's profile.

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RIWI OVERVIEW

RIWI Corp. ("RIWI" or the "Company") is a public company and its shares are all common shares listed on the TSX Venture Exchange (TSXV: RIWI). The Company was incorporated under the laws of Canada pursuant to the Canada Business Corporations Act on August 17, 2009. The Company's head office is located at 33 Bloor Street East, 5th Floor, Toronto, Ontario, M4W 3H1 and RIWI's registered office is located at 66 Wellington Street West, Suite 4100, Toronto, Ontario, M5K 1B7.

RIWI's vision is to uncover human insights that go beyond the obvious, in order to help clients drive meaningful results. RIWI gathers diverse opinions from people worldwide through its AI-powered, neuromarketing platform. RIWI's unique platform combines traditional surveys and interviews with measurements of how people respond without conscious thought. It also tracks what people look at visually and analyzes their facial expressions to understand emotional reactions. RIWI's expert team then helps clients make sense of these insights, translating complex data into practical solutions for their specific questions and challenges.

Building upon its core platform, RIWI is developing specialized business solutions that integrate the Company's technology, diverse respondent base, proprietary methodologies, and expert consulting services. These targeted offerings address specific client challenges in practical ways. For example, the Premium Packaging Solution helps clients evaluate how effectively their products attract shoppers and create desire at the point of purchase. Similarly, the Sonic Testing solution enables clients to measure the impact and effectiveness of their sonic logos and brand-related sounds in advertising campaigns. These solutions demonstrate RIWI's commitment to delivering actionable insights for real-world business applications.

RIWI offers clients flexible engagement models tailored to their specific needs. Clients can choose full-service white glove support with dedicated assistance from RIWI's expert team, self-service access for organizations with in-house capabilities, hybrid arrangements that combine internal and RIWI resources for specific project components, or programmatic integration through API connections. This versatile approach ensures clients can access RIWI's solutions and high-quality consumer and business respondent networks in the way that best suits their organizational structure and project requirements.

RIWI's client-centric approach offers exceptional flexibility, enabling organizations to engage with any aspect of the Company's solutions in their preferred manner. By combining advanced technology, expert talent, and adaptable implementation models, RIWI creates a frictionless experience that naturally encourages clients to deepen their engagement over time.

The RIWI business model is strategically designed to cultivate and expand client relationships through a progressive engagement approach. Clients typically begin with targeted solutions - such as purchasing respondent access, conducting focused research, licensing platform capabilities, or acquiring specific data feeds - before experiencing RIWI's commitment to service excellence. The Company's team demonstrates how clients can enhance value through strategic add-ons or achieve cost efficiencies by transitioning to subscription models. RIWI's solution ecosystem facilitates seamless upselling and cross-selling opportunities; for instance, neuro-marketing platform licensees can effortlessly access RIWI's respondent network, while also leveraging the Company's expert services for survey programming or data analysis. Furthermore, RIWI's packaged solutions - which integrate multiple products into comprehensive offerings - provide clients with diverse capabilities that can be applied to adjacent business challenges, such as expanding from product testing to marketing evaluation.

While RIWI serves a global client base across multiple sectors, the Company strategically focuses on large brands, academic institutions, government agencies, and market research organizations. Priority attention is directed toward innovative global organizations capable of utilizing multiple RIWI products. RIWI's solution portfolio is designed to generate sustainable, high-margin, and predictable revenue streams. Client relationships typically begin with discrete engagements - small projects (project revenue), API access to RIWI's respondent network (transaction revenue), or limited platform/data subscriptions (recurring revenue). As RIWI consistently delivers exceptional service quality, clients naturally expand their relationships to achieve economies of scale, resulting in long-term recurring revenue arrangements supplemented by periodic project-based requirements.

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In addition to its organic growth initiatives and capitalizing on current market research industry valuations, RIWI continues to identify technology, data, and research service firms available for acquisition at potentially attractive valuations. The Company's acquisition strategy targets either complementary solutions that can be offered to existing RIWI clients or service organizations with clients who would benefit from RIWI's current solutions. This M&A approach delivers significant client advantages by establishing RIWI as a comprehensive one-stop solution provider, enabling scale across all client segments, and accelerating innovation.

RIWI distinguishes itself further through genuine client partnerships, functioning as an extension of clients' research teams. The Company places paramount importance on understanding and anticipating client needs. Clients rely on RIWI not only for exceptional execution but also for innovation leadership. Consequently, RIWI continuously invests in client relationships while maintaining technological leadership, enabling the Company to guide clients on optimal timing and methods for implementing emerging technologies.

RIWI's value grows in the AI era because the Company delivers what clients increasingly require: timely, privacy-first human data they can trust. Clients use both the Company's random web intercepts and targeted panels, and rely on its fraud and bias controls to ensure quality. They report that combining stated responses with behavioral signals (eye-tracking, emotion, implicit measures) produces clearer, decision-ready insights. AI accelerates the Company's workflows, but RIWI's solutions remain grounded in verified human data—serving as a trusted validation layer to calibrate models, confirm insights, and spot market shifts early.

RIWI highlights for the three months ended June 30, 2025 – in US Dollars:

- a) RIWI reported \$1,495,370 USD in revenues in the quarter ending June 30, 2025, up 45.7% from \$1,026,112 in Q2 2024. Revenue consisted of \$868,718 in transaction revenue, \$387,103 in recurring revenue and \$239,549 in project-based revenue. Twelve-month trailing revenue reached a record \$6,039,778 as of quarter-end. The Company recorded a net loss of \$336,380 and an operating loss of \$291,248 for the period as compared to a net loss of \$108,826 and an operating loss of \$96,269 for the quarter ending June 30, 2024.
- b) In early August 2025, RIWI initiated a cost savings plan ("**Cost Savings Plan**") in order to streamline sales and operations and focus on profitability. The Cost Savings Plan is expected to result in an annual cost savings to the business of approximately \$600,000 and is expected to begin to impact RIWI's financials in the third quarter of 2025. The Company is expected to experience the full impact of this plan in the fourth quarter of 2025.
- c) RIWI signed 32 customer contracts in the three months ended June 30, 2025, including 9 new RIWI customers, reflecting continued demand across its solutions.
- d) In the second quarter of 2025, RIWI released two new significant product enhancements. The first is a self-service sample portal enabling customers to check project feasibility of consumer-based sample themselves and if desired, purchase the sample, generate the survey redirect links and launch their project, all without the need for RIWI professional services. This platform is meant to grow the demand for RIWI sample and help corporate researchers accelerate their research. The second enhancement is the RIWI synthetic AI data generator which will help researchers access data based on real human personas that are statistically robust and privacy-preserving, at a fraction of the cost of real respondents.
- e) Subsequent to the second quarter of 2025, RIWI has also reached an agreement with Pathfinder Asset Management Limited (the "**Lender**"), an insider that beneficially owns or controls more than 10% of the issued and outstanding shares of the Company, to obtain a \$1,000,000 CAD working capital loan (the "**Loan**"). The Loan will have a term of two (2) years, will accrue interest at the rate of 12% per annum, with interest payable semi-annually and principal due at the end of the term. The Company will also pay a loan bonus to the Lender in common shares in the capital of the Company, in an amount equal to 20% of the value of the loan or \$200,000, at a deemed price per share of \$0.50 CAD, for an aggregate of 400,000 RIWI shares. The transaction is subject to the approval of the TSX Venture Exchange. The net proceeds of the Loan will be used for working capital management, general corporate purposes and will support the continued growth of RIWI and its focus on profitability.

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- f) RIWI continued to invest in building its brand by attending the Insights Innovation Exchange (IIE) event in Europe and exhibited at Quirk's Event for Marketing Research & Insights Professionals in New York City in the second quarter of 2025. These events, along with RIWI's marketing campaigns, continue to aid RIWI to gain market visibility and acceptance for its research and sample solutions that are differentiated in the market.

1. The RIWI Platform: the industry's first solution that combines what you say and what you feel

RIWI is building the first all-in-one, AI-powered neuro-science and neuro-marketing platform that combines eye tracking, facial expression analysis, implicit testing and quantitative measures with fully-integrated global audience that seeks to provide customers with:

- a. An easy-to-use platform that combines traditional quantitative methodologies with newer non-conscious methodologies enabling researchers to gather faster, deeper insights that go beyond the obvious.
- b. The widest global respondent access across multiple sampling frameworks, including RIWI's proprietary random web intercept, integrated online panels, and partnerships for telephone and in-person surveys.
- c. Third-party validated data quality, matching, routing, and reporting capabilities to ensure trust and transparency in all streams of RIWI data. The more that survey respondents and survey requesters (i.e., end customers) leverage the Company's platform, the more dynamic, precise and fast the profiling, matching, and routing mechanism needs to be, as this precision and speed provides higher conversion rates for respondents, quicker survey completions for survey requesters, and greater revenues for RIWI.
- d. Self-service capabilities and dashboards where market researchers can conduct their analyses as well as leverage tools for survey-building and gather meaningful insights from the data. To provide maximum value to customers, RIWI needs to support those that want both a full-service 'white-glove' experience as well as those that have strong research experience but require survey respondents, a new survey tool, or enhanced analytics. The customer view of the RIWI platform aims to enable customers to select from a menu of curated options where they can use all services required and at any time of their choosing. One of the Company's goals is to receive excellent customer feedback on the user-friendliness of its platform.
- e. Pre-built solutions on top of the RIWI platform that enable customers to gain the insights they need without having to figure out the correct methodology and without needing to configure complex studies. The RIWI Premium Packaging Solution that was announced on March 6, 2025 is an example of such a new solution that incorporates RIWI surveys, implicit testing, eye tracking, respondent sample, and professional services into one ready-to-use solution for any organization needing to bring a new product to market and understand both how consumers will perceive that product and how that product is differentiated from its competition.
- f. Access to ready-to-use, curated data across a number of topics, years, countries, and use cases in order to enable clients to make better decisions, such as where and why customers should re-allocate their resources. RIWI has collected over 2 billion survey responses and continues to grow its data sets every day. These data sets have significant value to current and future clients, especially when the data can be blended with intelligent analytics tools to identify patterns both across data sets and in places where clients did not expect to find correlations of significance to support their business needs (e.g., to adjust a go-to-market or branding strategy in different regions of the world).
- g. As RIWI advances its platform, a core priority is unifying its solutions into a curated customer journey that increases platform stickiness and value. Today, clients can run sensory R&D, ad testing, package testing, and related product marketing studies, but these are not yet connected into a single 360-degree product view. Going forward, RIWI will harmonize the end-to-end product lifecycle—linking R&D, testing, launch, and in-market performance—so insights flow seamlessly and decision-makers can track impact through to product profitability.

RIWI has completed three acquisitions since July 2022 and continues to consider others. To scale faster, RIWI is evolving its platform into a microservice-based architecture, enabling greater scalability and flexibility in delivering products and services to customers. The new architecture will both enable customers to leverage smaller key pieces of the platform, thus expanding the Company's potential customer base and supporting the integration of new acquisitions in a faster and more efficient manner. Additionally, RIWI is strategically advancing

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its capabilities in artificial intelligence technologies while developing a comprehensive framework for the responsible exploration and implementation of synthetic data methodologies in 2025, positioning the Company at the forefront of emerging research technologies.

2. Roadmap for Growth

RIWI has a combined organic and acquisition-focused growth strategy that is centered around helping its customers make better decisions by leveraging the Company's trusted and transparent global data and actionable insights for its clients. This requires RIWI to continue building the industry's first market research platform that combines neuroscience and traditional research methods into one singular interface and adding the largest global audience to support customers around the world. As the Company grows its business through its organic growth strategy, and through a highly selective, disciplined value-based acquisition strategy, the Company continues to collect a critical set of important new customers that will enable the upselling and cross-selling of new data products, thereby significantly reducing current costs associated with new customer acquisition. This strategy also helps increase the lifetime value of an increasingly diverse customer base.

In terms of organic growth, RIWI is focused on selling its unique platform to organizations that are capable of leveraging it on its own, developing solutions on top of that platform that solve very specific business needs and providing customers with access to a diverse audience. While the RIWI platform can be leveraged in almost any customer segment and can be configured for many different use cases, RIWI is primarily focused on growing with large brands, market research agencies, universities and government agencies. This requires continued investment in building the RIWI brand within the specified customer segments, growing a sales and account management organization that is world-class, and developing more solutions on top of the platform that solve additional use cases for customers. This will allow RIWI to win new customers while also growing key strategic accounts. Part of the RIWI thesis is to win large brands and then expand the relationships in more and more use cases. The RIWI platform and solutions also are all intertwined and enable RIWI to generate project-based revenue, subscription-based revenue, and transaction-based revenue from all customers. For example, a client may initially subscribe to the RIWI platform, generating predictable recurring revenue, subsequently engage the RIWI professional services team for specialized project support, creating project-based revenue, and ultimately utilize RIWI's diverse respondent network to execute their research initiatives, producing transaction-based revenue streams.

RIWI's acquisition strategy focuses on targeted opportunities that provide scale advantages in specific customer segments or enhance the Company's platform capabilities through complementary technologies. The Company maintains disciplined acquisition criteria, pursuing only those opportunities that contribute near-term revenue and profitability. Management has identified favorable market conditions that present opportunities to acquire high-value assets at attractive valuations. RIWI's execution of this acquisition strategy is contingent upon access to cost-effective capital resources, which may include the strategic utilization of the Company's equity as consideration in transactions where such structure optimizes long-term shareholder value.

3. Revenue Mix

RIWI has three different revenue streams with which to grow:

- a) **Recurring revenue:** Recurring revenue is revenue where a customer signs a long-term contract with RIWI or subscribes to either the RIWI platform or to one of its data products, such as the RIWI Compass data series or the China data feed. Customers typically sign up for 12 months or longer or have no predetermined end date. Revenue in this category is recognized every month and is highly repeatable. In terms of the RIWI platform, customers can subscribe to the platform with a specified number of credits to be used within a 12-month period or can sign up for long-term, ongoing studies that are a minimum of 12 months in duration. With the acquisition of CoolTool, which was announced on April 24, 2024, RIWI is now also offering self-service tools for survey-building as well as non-conscious data capture solutions that can be purchased as a long-term subscription. Management expects that this category of revenue will grow substantially over the next few years as RIWI develops new digital data products, expands the platform, and converts more customers to long-term engagements. This revenue stream is highly predictable and scalable and provides RIWI with an ongoing relationship with customers in order to

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position the Company well to both learn about their growing data needs and to expand revenue per customer over time.

- b) **Project revenue:** Project revenue is traditional RIWI revenue where customers engage RIWI to do a specific survey or digital message test in one or more countries. Project-based revenue can vary from short-term projects (i.e., less than one month) to longer projects that have multiple waves and can last up to nine months. This type of revenue scales with both people and technology, thus requiring RIWI to hire more staff when there is a large growth in expected business (based on contract bookings). Project-based revenue is internally broken down into three sub-categories: (i) Customer proof of concept in order to prove RIWI's capabilities before a customer commits to a larger, longer-term program, (ii) Governmental or NGO-based projects that are funded at a project or program level where customers purchase multiple times over multiple years as funding is released, and (iii) One-off projects for customers that have a specific need and may not require ongoing services.
- c) **Transaction revenue:** Transaction revenue refers to the revenue arising from the RIWI respondent marketplace and is generated every time the RIWI platform matches a survey respondent to an active survey commissioned on one of the global research marketplaces or to a direct end customer and the respondent completes the survey. Transactional revenue scales by increasing the conversion rates of survey respondents being matched and completing specific surveys as well as by increasing the respondent pool. Management believes that RIWI's ongoing activities to increase the conversion rates, integrate more respondents into the platform, as well as service more survey marketplaces will greatly increase revenue without the need for associated new labor or personnel costs. RIWI's recent acquisition of TheoremReach falls into this category.

4. Summary of RIWI's Vision

RIWI is dedicated to developing a transformative market research firm that integrates an advanced platform, specialized solutions, and proprietary data assets to deliver insights that go beyond the obvious. The Company's strategic vision centers on creating a comprehensive end-to-end platform that seamlessly unifies diverse research methodologies with broad audience access, enhanced by sophisticated artificial intelligence capabilities. This integrated approach is positioned to fundamentally reshape industry standards by simultaneously accelerating insight generation and enhancing predictive accuracy. As this vision materializes, RIWI anticipates becoming an integral component of clients' strategic decision-making processes, resulting in sustainable recurring revenue streams with attractive margin profiles.

Management also understands the need for profitability and has thus prioritized profitability as its number one focus for the next 12 months. To that end, management will continue to focus on high-margin projects, predictable recurring revenue streams and will take a conservative approach to new investments.

NON-IFRS FINANCIAL MEASURE: Adjusted EBITDA

Within this MD&A, the Company uses the term Adjusted EBITDA. Adjusted EBITDA does not have any standardized meaning prescribed under IFRS and is therefore unlikely to be comparable to similar measures presented by other companies. Adjusted EBITDA allows a comparison of the Company's operating performance over time on a consistent basis. This measure may evolve over time as the Company seeks to provide the most reliable information possible relating to Adjusted EBITDA.

Adjusted EBITDA decreased by \$135,000 in the second quarter of 2025 compared to the second quarter of 2024. This decrease is reflective of several factors, including increased expenses due to the acquisition of and investment into (via staff additions) of CoolTool (which to date has not yet reached profitability) and hiring staff in implicit testing (which should increase project revenues over time), as well as lower than expected project and transaction revenues, which has decreased profitability. RIWI's Q2 results reflect higher operating costs and revenue shortfalls ahead of the restructuring. With the cost program now underway, savings are expected to begin in Q3 and reach full run-rate impact in Q4, supporting the path to profitability.

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Adjusted EBITDA increased by \$16,000 in the second quarter of 2025 compared to the first quarter of 2025. Project revenues declined by approximately \$126,000 (34.5%) due to ongoing USAID and NIH defunding in the U.S.. This decrease was partially offset by reversing approximately \$51,000 of employee performance bonuses accrued in Q1 2025 which are not expected to be achieved. The table that follows reconciles Adjusted EBITDA to operating loss before other income (or expense) for the quarters presented in the table.

<i>In thousands of US dollars</i>	Jun. 30	Mar. 31	Dec. 31	Sep. 30	Jun. 30
	2025	2025	2024	2024	2024
Operating loss	\$ (291)	\$ (321)	\$ (73)	\$ (395)	\$ (96)
Depreciation and amortization	88	88	73	43	10
Share-based payment expense	24	38	35	48	42
Adjusted EBITDA	\$ (179)	\$ (195)	\$ 35	\$ (304)	\$ (44)

SELECTED FINANCIAL INFORMATION

	Three months ended June 30		Six months ended June 30	
	2025	2024	2025	2024
Revenues	\$ 1,495,370	\$ 1,026,112	\$ 3,063,640	\$ 2,161,959
Net income (loss)	\$ (336,380)	\$ (108,826)	\$ (682,145)	\$ (81,739)

	June 30	December 31
	2025	2024
Total assets	\$ 4,377,257	\$ 4,065,634
Total long-term liabilities	\$ 977,644	\$ 967,473

FINANCIAL RESULTS FOR THE THREE MONTHS ENDED JUNE 30, 2025

The following is a discussion of the results of operations of the Company for the three months ended June 30, 2025 and June 30, 2024. The results should be read in conjunction with the unaudited interim condensed financial statements for the three and six months ended June 30, 2025 and 2024, and the related notes.

1. Revenues

	Three months ended June 30	
	2025	2024
Project revenues	\$ 239,549	\$ 264,883
Subscription or recurring revenues	387,103	400,945
Transaction revenues	868,718	360,284
	\$ 1,495,370	\$ 1,026,112

Revenues are fees that are charged to customers for providing digital surveys, subscriptions to digital data products, or transaction fees for matching survey respondents to survey marketplaces. RIWI's revenues for the first quarter ended June 30, 2025 increased by 45.7% or \$469,258 compared to the second quarter of 2025. The increase was driven by a 141% increase in transaction revenues which were partially offset by a 9.6% decrease in project revenues and a 3.5% decrease in subscription or recurring revenues. Transaction revenues grew as a result of the acquisition of TheoremReach. Project revenues continued to be impacted by USAID and NIH

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defunding in the United States, while expected growth from major Consumer Packaged Goods (CPG) clients is anticipated to increasingly offset these declines in Q3 and Q4.

2. Operating Expenses**(a) General and administrative**

	Three months ended June 30	
	2025	2024
Personnel costs	\$ 136,623	\$ 137,085
Director cash compensation	52,931	28,666
Consulting and professional fees	37,739	50,549
Share-based payment expense	24,668	41,699
Occupancy and miscellaneous costs	43,174	34,059
Expected credit losses	(1,782)	-
Depreciation	88,463	10,013
Foreign exchange gain	-	913
	\$ 381,816	\$ 302,984

General and administrative expenses for the second quarter ended June 30, 2025 increased by 26.0% or \$78,832 compared to the second quarter of 2024. The most significant variations are as follows:

- Director cash compensation increased in the second quarter of 2025 as directors strategically elected to receive compensation entirely in cash to conserve the limited option pool rather than the previous structure of 50% cash and 50% options used in the second quarter of 2024.
- Consulting and professional fees decreased due to the end of the use of an external bookkeeping firm in Q2 2024.
- Share-based payment expense decreased largely due to the change in the directors' election noted above.
- Occupancy and miscellaneous costs increased due to the acquisition of TheoremReach which brings insurance and bank charges.
- Depreciation also increased due to amortization of the intangible assets acquired in the CoolTool and TheoremReach acquisitions.
- Foreign exchange losses and gains have been reclassified to Other Expenses.

(b) Operations

	Three months ended June 30	
	2025	2024
Personnel costs	\$ 133,550	\$ 28,279
Third party consulting fees	78,762	81,822
Project costs	139,774	159,483
Transaction revenue costs	711,775	261,021
	\$ 1,063,861	\$ 530,605

Operations costs for the second quarter ended June 30, 2025 increased by 100.5% or \$533,256 compared to the second quarter of 2024. The increase is a result of the acquisitions of TheoremReach and CoolTool, which increased personnel and transaction revenue costs, as well as hiring additional staff engaged in the implicit testing area of the project revenue stream. Additionally, project costs decreased during the quarter, substantially in proportion to decreased project-based revenue. Concurrently, transaction revenue costs increased following the integration of TheoremReach operations, reflecting the expanded scale of the Company's transactional-based revenue activities.

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(c) Technology

	Three months ended June 30	
	2025	2024
Personnel costs	\$ 93,242	\$ 45,544
Third party consulting fees	66,218	63,653
	\$ 159,460	\$ 109,197

Technology expenses for the second quarter ended June 30, 2025 increased by 46% or \$50,263 compared to the second quarter of 2024. This increase primarily reflects the integration of technical personnel and infrastructure from the TheoremReach and CoolTool acquisitions, which expanded the Company's technology resource base through the addition of specialized employees and contractors.

(d) Sales and Marketing

	Three months ended June 30	
	2025	2024
Personnel costs	\$ 152,334	\$ 62,769
Third party consulting fees	14,118	100,343
Promotion and travel	15,029	16,483
	\$ 181,481	\$ 179,595

Sales and Marketing expenses for the second quarter ended June 30, 2025 increased 1% or \$1,886 compared to the second quarter of 2024. This increase reflects the transfer of most third-party contract staff to employee status, as well as small annual increases in base compensation.

3. Operating income/loss and net income/loss

RIWI's operating loss was \$291,248 for the three months ended June 30, 2025, as compared to an operating loss of \$96,269 for the three months ended June 30, 2024.

RIWI incurred a net loss of \$336,380 for the three months ended June 30, 2025, as compared to a net income of \$108,826 for the three months ended June 30, 2024. The acquisitions of TheoremReach and CoolTool expanded the Company's revenue base and created a differentiated platform for growth, while elevating its cost structure. As noted elsewhere in this MD&A, the Company is executing a disciplined plan to drive revenue, realize integration synergies, and control expenses to achieve consistent profitability.

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The following is a discussion of the results of operations of the Company for the six months ended June 30, 2025 and June 30, 2024. The results should be read in conjunction with the unaudited interim condensed financial statements for the three and six months ended June 30, 2025 and 2024, and the related notes.

1. Revenues

	Six months ended June 30	
	2025	2024
Project revenues	\$ 605,274	\$ 564,287
Subscription or recurring revenues	781,038	808,282
Transaction revenues	1,677,328	789,390
	\$ 3,063,640	\$ 2,161,959

Revenues are fees that are charged to customers for providing digital surveys, subscriptions to digital data products, or transaction fees for matching survey respondents to survey marketplaces. RIWI's revenues for the six months ended June 30, 2025 increased by 41.7% or \$901,681 compared to the six months ended June 30, 2024. The increase was driven by a 112.5% increase in transaction revenues as well as a 7.3% increase in project revenues, which were partially offset by a 3.4% decrease in subscription or recurring revenues. Transaction revenues grew as a result of the acquisition of TheoremReach. Organic project revenue growth was positive, but still below management's expectations.

2. Operating Expenses**(a) General and administrative**

	Six months ended June 30	
	2025	2024
Personnel costs	\$ 357,607	\$ 326,138
Director cash compensation	108,864	57,318
Consulting and professional fees	69,683	106,810
Share-based payment expense	62,273	74,141
Occupancy and miscellaneous costs	87,379	108,670
Expected credit losses	(1,782)	-
Depreciation	176,941	19,964
Foreign exchange gain	-	(1,302)
	\$ 860,965	\$ 691,738

General and administrative expenses for the six months ended June 30, 2025 increased by 24.5% or \$169,227 compared to the six months ended June 30, 2024. The most significant variations are as follows:

- Personnel costs increased as a result of the acquisition of TheoremReach as well as the hiring of several US-based contractors as employees, which resulted in increased employee payroll taxes and benefits.
- Director cash compensation increased in the first six months of 2025 as directors strategically elected to receive compensation entirely in cash to conserve limited option pool rather than the previous structure of 50% cash and 50% options used in the first six months of 2024.
- Consulting and professional fees decreased due to the end of the use of an external bookkeeping firm in Q2 2024.

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- Share-based payment expenses decreased due to a lower number of options vesting during the first six months of 2025.
- Occupancy and miscellaneous costs decreased due to the elimination of a premises rental agreement in Q4 2024 as well as the elimination of various software services previously used by ROM.
- Depreciation increased due to amortization of the intangible assets acquired in the CoolTool and TheoremReach acquisitions.
- Foreign exchange losses and gains have been reclassified to Other Expenses.

(b) Operations

	Six months ended June 30	
	2025	2024
Personnel costs	\$ 258,951	\$ 56,897
Third party consulting fees	168,106	134,032
Project costs	384,513	304,627
Transaction revenue costs	1,293,175	540,535
	\$ 2,104,745	\$ 1,036,091

Operations costs for the six months ended June 30, 2025 increased by 103.1% or \$1,068,654 compared to the six months ended June 30, 2024. The increase is a result of the acquisitions of TheoremReach and CoolTool, which increased personnel and transaction revenue costs, as well as hiring additional staff engaged in the implicit testing area of the project revenue stream. Additionally, project costs rose during the quarter in proportion to increased project-based revenue, though at lower margins due to the specific composition of projects delivered. Concurrently, transaction revenue costs increased following the integration of TheoremReach operations, reflecting the expanded scale of the Company's transactional-based revenue activities.

(c) Technology

	Six months ended June 30	
	2025	2024
Personnel costs	\$ 194,928	\$ 97,621
Third party consulting fees	139,030	118,294
	\$ 333,958	\$ 215,915

Technology expenses for the six months ended June 30, 2025 increased by 54.7% or \$118,043 compared to the six months ended June 30, 2024. This increase primarily reflects the integration of technical personnel and infrastructure from the TheoremReach and CoolTool acquisitions, which expanded the Company's technology resource base through the addition of specialized employees and contractors.

(d) Sales and Marketing

	Six months ended June 30	
	2025	2024
Personnel costs	\$ 285,086	\$ 96,265
Third party consulting fees	64,342	187,230
Promotion and travel	27,052	33,225
	\$ 376,480	\$ 316,720

Sales and Marketing expenses for the six months ended June 30, 2025 increased 18.9% or \$59,760 compared to the six months ended June 30, 2024. This increase is a result of increased sales headcount.

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3. Operating income/loss and net income/loss

RIWI's operating loss was \$612,508 for the six months ended June 30, 2025, as compared to an operating loss of \$98,505 for the six months ended June, 2024.

RIWI incurred a net loss of \$682,145 for the six months ended June 30, 2025, as compared to a net loss of \$81,739 for the six months ended June 30, 2024. The acquisitions of TheoremReach and CoolTool have increased the Company's revenue base and provided a unique platform for future growth, but also significantly increased costs. The most significant focus of the Company is growing revenue and controlling costs in order to become consistently profitable and generate positive cash flow on a monthly basis.

SUMMARY OF QUARTERLY RESULTS

This is a summary of selected results for the eight most recently completed quarters to June 30, 2025.

Summary of Quarterly Results <i>(in US Dollars)</i>	2025		2024				2023	
	Jun. 30	Mar. 31	Dec. 31	Sep. 30	Jun. 30	Mar. 31	Dec. 31	Sep. 30
Revenues	\$ 1,495,370	\$ 1,568,270	\$ 1,917,105	\$ 1,059,034	\$ 1,026,112	\$ 1,135,847	\$ 910,384	\$ 1,144,838
Loss from operations	\$ (291,248)	\$ (321,260)	\$ (71,148)	\$ (395,868)	\$ (96,269)	\$ (2,236)	\$ (307,947)	\$ (10,428)
Net income/(loss)	\$ (336,380)	\$ (345,766)	\$ (331,658)	\$ (393,177)	\$ (108,826)	\$ 27,087	\$ (537,496)	\$ 14,288
Net income/(loss) per share:								
basic	\$ (0.02)	\$ (0.02)	\$ (0.01)	\$ (0.02)	\$ (0.01)	\$ 0.00	\$ (0.03)	\$ 0.00
diluted	N/A	N/A	N/A	N/A	N/A	\$ 0.00	N/A	\$ 0.00

RIWI is executing a strategic transformation to build a diversified revenue mix—sustainable recurring revenue, predictable transactional revenue with long-term customers, and project revenue that deepens client relationships. Near-term results may fluctuate quarter to quarter as the Company integrates acquisitions and optimizes its go-to-market strategy, but the direction is toward more durable growth and stronger gross margins. The Company is presently realizing cost synergies from TheoremReach and CoolTool and has implemented a restructuring to streamline operations; together with sales growth, these measures support a clear path to sustained profitability. Investments continue in targeted sales and partnerships and to productize the Company's platform into solutions with strong product-market fit, prioritizing initiatives that enhance predictability, margins, and cash generation.

LIQUIDITY AND CAPITAL RESOURCES

As at June 30, 2025, the Company had working capital of \$189,016 as compared to working capital of \$655,075 as at December 31, 2024, a decrease of \$466,059. This reflects operating losses ahead of the restructuring. Following quarter-end, RIWI secured working capital financing and initiated a cost restructuring expected to deliver approximately \$600,000 in annualized savings, supporting liquidity and an anticipated run-rate profitability impact in Q4 2025. These actions, combined with revenue momentum, are intended to stabilize working capital and fund disciplined growth.

	June 30, 2025	December 31, 2024
Current Assets	\$ 1,984,597	\$ 3,761,106
Current Liabilities	(1,795,587)	(3,106,031)
Working Capital	\$ 189,010	\$ 655,075

CAPITAL STRUCTURE

- a) **Common Shares:** The Company's authorized share capital consists of a potentially unlimited number of common shares without par value. As of August 20, 2025, the Company has 18,004,428 issued and outstanding common shares (December 31, 2024 - 18,004,428). The closing share price prior to August 20, 2025 was CAD \$0.50 per share.

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- b) Stock Options:** As of August 20, 2025, the Company has 3,437,668 options outstanding (December 31, 2024 - 2,766,815).

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements.

RELATED PARTY TRANSACTIONS

For the three months ended June 30, 2025, the Company provided compensation in the form of salaries and short-term benefits to directors, executives and related parties of the Company in the amount of \$265,371 (2024 - \$319,248) and for the six months ended June 30, 2025 in the amount of \$523,831 (2024 - \$521,993). For the three months ended June 30, 2025, the Company recognized share-based payment expenses in the amount of \$24,668 (2024 - \$39,293) for stock options granted to the directors and executives of the Company and for the six months ended June 30, 2025 in the amount of \$62,273 (2024 - \$69,329).

As at June 30, 2025 the Company had notes payable to its CEO and CFO in the amounts of \$706,576 and \$141,998, respectively (December 31, 2024 - \$688,903 and \$138,391). Interest expense in the amount of \$25,200 was paid on these notes payable for the three months ended June 30, 2025 (2024 - \$nil) and for the six months ended June 30, 2025 in the amount of \$50,020 (2024 - \$nil).

CRITICAL ACCOUNTING ESTIMATES

The condensed consolidated interim financial statements have been prepared in accordance with IFRS Accounting Standards. Management makes certain estimates and relies on certain assumptions relating to reporting the Company's assets and liabilities as well as operating results in order to prepare the audited financial statements in conformity with IFRS Accounting Standards. On an ongoing basis, the Company evaluates its estimates and assumptions including those related to intangible assets, revenue, the valuation of assets acquired in business combinations, share-based compensation expense, the measurement of progress towards satisfaction of performance of its performance obligations in project revenue contracts, the preparation of the financial statements on a going concern basis and the measurement of deferred income tax assets. Actual results could differ from those estimates, which follow.

- The assessment of any impairment of property and equipment, and intangible assets is dependent upon estimates of recoverable amounts that take into account factors, such as economic and market conditions and the useful lives of assets.
- The Company estimates the value of the assets acquired in the business combinations on the basis of fair value to the ongoing operations of the acquired business.
- The fair value of stock options is based on certain estimates applied to the Black-Scholes option pricing model as disclosed in the Company's financial statements.
- The measurement of progress towards complete satisfaction of the Company's performance obligations over time in project revenue contracts is based on the output method.

RECENT ACCOUNTING PRONOUNCEMENTS

At the date of the authorization of the financial statements, several new, but not effective Standards and amendments to existing Standards, and Interpretations have been published by the International Accounting Standards Board ("IASB"). None of these Standards or amendments to existing Standards have been adopted early by the Company.

Management anticipates that all relevant pronouncements will be adopted for the first period beginning on or after the effective date of the pronouncement. The IASB issued IFRS 18 - Presentation and Disclosure in the Financial Statements ("IFRS 18"), in April 2024 which is effective for annual reporting periods beginning on or after January 1, 2027. Management is currently assessing the impact of future adoption of IFRS 18 to the consolidated financial statements.