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# MANAGEMENT'S DISCUSSION AND ANALYSIS

For the three and twelve months ended December 31, 2025 and 2024



**BLACK DIAMOND**  

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**GROUP**

# MANAGEMENT'S DISCUSSION AND ANALYSIS

This Management's Discussion and Analysis ("MD&A") compares the financial performance of Black Diamond Group Limited ("Black Diamond", the "Company", "our" and "we") for the three months ended December 31, 2025 (the "Quarter") with the three months ended December 31, 2024 (the "Comparative Quarter") and the twelve months ended December 31, 2025 (the "Year") with the twelve months ended December 31, 2024 (the "Prior Year"). This MD&A should be read in conjunction with the audited consolidated financial statements of the Company for the years ended December 31, 2025 and 2024. The accompanying audited consolidated financial statements of Black Diamond are prepared in accordance with International Financial Reporting Standards ("IFRS"). This MD&A contains non-GAAP financial measures, such as Adjusted EBITDA, Adjusted EBIT, Adjusted EBITDA as a % of Revenue, Net Debt, Net Debt to TTM Adjusted Leverage EBITDA, Funds from Operations, Free Cashflow, Gross Profit Margin, Return on Assets, VAPS as a % of Rental Revenue, Total Trade Value, Net Revenue Margin and Net Capital Expenditures, which do not have standardized meanings under generally accepted accounting principles ("GAAP") and, therefore may not be comparable to similar measures presented by other issuers. For definitions, reconciliations and further information please see the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A. This MD&A was prepared as of February 26, 2026 and, unless otherwise indicated, all amounts are stated in Canadian dollars. Black Diamond's common shares ("Common Shares") are listed on the Toronto Stock Exchange under the symbol "BDI" and quoted on the OTCQX Best Market under the symbol "BDIMF".

Additional information relating to Black Diamond, including Black Diamond's annual information form for the year ended December 31, 2025, may be found on the Black Diamond website at [www.blackdiamondgroup.com](http://www.blackdiamondgroup.com) or Black Diamond's profile on the System for Electronic Data Analysis and Retrieval+ at [www.sedarplus.ca](http://www.sedarplus.ca) ("SEDAR+").

Certain information set forth in this MD&A contains forward-looking statements including, but not limited to, the Company's outlook for 2026, expectations for and opportunities in different geographic areas, opportunities for organic investment, reinvesting operating cashflows, the Company's ability to fund organic and inorganic growth, management's goals and business objectives, the sales and opportunity pipeline, timing, payment of the Company's quarterly dividends, the anticipated timeline and budget for the Company's Enterprise Resource Planning ("ERP") system upgrade and implementation project and the effect of the project on the Company's business, macro-economic uncertainty, utilization levels, contract renewals, management's assessment of Black Diamond's future operations and what may have an impact on them, expectations regarding the rental rate environment, opportunities and effect of deploying investment capital, financial performance, business prospects and opportunities, changing operating environment including changing activity levels, effects on demand and performance based on the changing operating environment, expectations for demand and growth in the Company's operating and customer segments, future deployment of assets, amount of revenue anticipated to be derived from current contracts, anticipated debt levels, liquidity demands and sources, ongoing contractual terms and debt obligations, liquidity, working capital and other requirements, management's expectations regarding the ability to raise equity, sources and use of funds, economic life of the Company's assets, expected length of existing contracts, plans for completion of the assessment of the controls, policies and procedures of the acquired companies and future growth and profitability of the Company. With respect to the forward-looking statements in this MD&A, Black Diamond has made assumptions regarding, among other things: future commodity prices, the future interest rate environment, that Black Diamond will continue to raise sufficient capital to fund its business plans in a manner consistent with past operations, timing and cost estimates of the new ERP system, the effects of tariffs and trade-war related measures, that counterparties to contracts will perform the contracts as written and that there will be no unforeseen material delays in contracted projects. Although Black Diamond believes that the expectations reflected in the forward-looking statements contained in this MD&A, and the assumptions on which such forward-looking statements are made, are reasonable, there can be no assurances that such expectations or assumptions will prove to be correct. Readers are cautioned that assumptions used in the preparation of such statements may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties and other factors, many of which are beyond the control of Black Diamond. These risks include, but are not limited to: the volatility of industry conditions, dependence on agreements and contracts, competition, credit risk, information technology systems and cyber security, vulnerability to market changes, operating risks and insurance, weakness in industrial construction and infrastructure developments, weakness in natural resource industries, access to additional financing, dependence on suppliers and manufacturers, reliance on key personnel, workforce availability, market price of Common Shares, safety performance, expansion into new activities, government regulation, failure to realize anticipated benefits of acquisitions and dispositions, inflationary price pressure, environmental liability, environmental regulation of the Company's customers, environmental disasters, Indigenous relationships, dilution, disease outbreaks, variations in foreign exchange rates and interest rates, foreign operations, dependence on operating permits, maturity of credit facility, management of growth, seasonality in certain customer markets, litigation, potential replacement or reduced use of products and services, income taxes, conflicts of interest, restrictive covenants and leverage, the effects of tariffs and trade-war related measures and forward-looking information may

prove inaccurate. The risks outlined above should not be construed as exhaustive. Additional information on these and other factors that could affect Black Diamond's operations and financial results are included in Black Diamond's annual information form for the year ended December 31, 2025 and other reports on file with the Canadian securities regulatory authorities which can be accessed on Black Diamond's profile on SEDAR+. Readers are cautioned not to place undue reliance on these forward-looking statements. Furthermore, the forward-looking statements contained in this MD&A are made as at the date of this MD&A and Black Diamond does not undertake any obligation to update or revise any of the forward-looking statements, except as may be required by applicable securities laws.

## **INVESTOR INFORMATION SERVICES**

To subscribe to Black Diamond's investor news alerts please go to <https://www.blackdiamondgroup.com/investor/subscription/>.

# TABLE OF CONTENTS

Executive Summary	6
Outlook	8
Financial Review	9
Who We Are	14
Black Diamond's Strategy	15
Selected Financial Information	17
Summary of Quarterly Results	18
Consolidated Financial and Operational Review	22
Segmented Review of Financial Performance	30
Modular Space Solutions	31
Workforce Solutions	37
Corporate and Other	43
Liquidity and Capital Resources	44
Financial Instruments	47
Non-GAAP Financial Measures	47
Related Party Transactions	53
Risks and Uncertainties	54
Disclosure Controls and Procedures & Internal Controls Over Financial Reporting	54
Critical Accounting Policies, Judgments & Estimates and Assumptions	55

# EXECUTIVE SUMMARY

## Key Highlights from 2025

- Consolidated revenue of \$456.9 million and Adjusted EBITDA<sup>1</sup> of \$126.4 million increased 13% and 12%, respectively, from the Prior Year.
- Consolidated rental revenue of \$162.2 million increased 10% from the Prior Year, showcasing continued, steady compounding growth of the core rental business.
- Profit of \$34.8 million increased 35% from the Prior Year and basic earnings per share of \$0.55 increased 31% from the Prior Year.
- The Company's consolidated contracted future rental revenue remains robust at \$149.3 million, despite being down 6% from the Prior Year.
- Total capital expenditures of \$105.0 million were generally consistent with the Prior Year and the majority of capital allocated was for contract-backed assets and strategic growth initiatives contributing to the Company's compounding consolidated rental revenue.
- Modular Space Solutions ("MSS") generated record rental revenue of \$107.0 million, up 14% from the Prior Year contributing to Adjusted EBITDA<sup>1</sup> of \$82.9 million, up 7% from the Prior Year. Utilization for the Year remains within the optimal range at 79.9% despite a decrease of 140 basis points from the Prior Year.
- Workforce Solutions ("WFS") total revenue of \$233.1 million increased 30% from the Prior Year, contributing to Adjusted EBITDA<sup>1</sup> of \$67.4 million, up 16%. Non-rental, lodge services, sales and rental revenue increased from the Prior Year by 52%, 56%, 14% and 5%, respectively, due to variable project activity and the Royal Camp Services Ltd. ("Royal Camp") acquisition.
- LodgeLink continued to scale as Total Trade Value<sup>1</sup> of \$114.9 million increased 21% from the Prior Year, generating record net revenue of \$14.2 million, up 25% from the Prior Year. Total Travel Segments sold increased by 8% from the Prior Year to 605,718.
- The Company's top-decile safety performance strengthened with Total Recordable Injury Frequency ("TRIF") improving to 0.47 from 0.99 the Prior Year and maintained Lost Time Case ("LTC") of zero.
- On February 20, 2025 the Company expanded and extended its secured asset-based revolving credit facility ("ABL Facility") to \$425.0 million with maturity to 2030. Net Debt<sup>1</sup> increased to \$328.0 million at the end of the Year, while Net Debt to trailing twelve months ("TTM") Adjusted Leverage EBITDA<sup>1</sup> of 2.0x remains at the low end of the Company's target range of 2.0x to 3.0x. Available liquidity was \$95.9 million at the end of the Year.
- On July 15, 2025, with an effective date of July 1, 2025, the Company closed a tuck-in acquisition of Spencer Group of Companies Pty Ltd. ("Spencer Group of Companies"), a corporate travel management business in Australia, accelerating operations in the Asia-Pacific region.
- On July 16, 2025, the Company completed a bought deal public offering of Common Shares for aggregate gross proceeds of \$42.4 million, including the exercise in full of the over-allotment option granted to underwriters of \$5.5 million.
- On November 12, 2025, the Company successfully closed the acquisition of Royal Camp for an aggregate purchase price of approximately \$183.2 million, comprised of approximately \$148.4 million in cash and 1,377,911 Common Shares, expanding its integrated workforce solutions offering across Canada.
- Since re-instating the dividend in 2021, the Company has increased the quarterly dividend five times, including in 2025 by 29%. The Company returned \$8.7 million to shareholders in the form of dividends and repurchased an aggregate of \$8.1 million of Common Shares.

<sup>1</sup>Adjusted EBITDA, Total Trade Value and Net Debt are non-GAAP financial measures. Net Debt to TTM Adjusted Leverage EBITDA is a non-GAAP ratio. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure and ratio.

## Key Highlights from the Quarter

- Consolidated revenue of \$144.0 million and Adjusted EBITDA<sup>2</sup> of \$38.9 million increased 9% and 5%, respectively, from the Comparative Quarter.
- Consolidated rental revenue of \$44.5 million increased 16% from the Comparative Quarter.
- MSS rental revenue of \$27.0 million increased 4% from the Comparative Quarter driven by the number of units on rent and a 3% increase in average monthly rental rate per unit to \$900 from the Comparative Quarter.
- MSS value-added products and services ("VAPS") revenue of \$2.6 million was up substantially by 30% from the Comparative Quarter, driving VAPS as a % of Rental Revenue<sup>2</sup> to 10.3%.
- WFS revenue of \$90.3 million increased 51% from the Comparative Quarter, driven by increases in non-rental, lodge services and rental revenue of 122%, 108% and 39%, respectively, from the Comparative Quarter due to variable project activity and the Royal Camp acquisition.
- LodgeLink Total Trade Value<sup>2</sup> of \$32.0 million increased 47% from the Comparative Quarter, driving net revenue up 56% from the Comparative Quarter. Total Travel Segments sold of 151,047 increased 10% from the Comparative Quarter.
- Subsequent to the end of the Quarter, the Company declared a first quarter dividend of \$0.045 payable on or about April 15, 2026 to shareholders of record on March 31, 2026.

<sup>2</sup>Adjusted EBITDA and Total Trade Value are non-GAAP financial measure. VAPS as a % of Rental Revenue is a non-GAAP ratio. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure and ratio.

## OUTLOOK

2025 was another strong year for Black Diamond, with the Company successfully executing its operational and growth strategies, closing two strategic acquisitions and ultimately generating a double-digit percentage increase in consolidated rental revenue showcasing the compounding characteristics of the core rental business. This foundation supports momentum entering 2026 with steady operating conditions and supportive macro tailwinds anticipated in core end-market verticals across North America and Australia. Correlating stable demand is expected across the platform in the first half of the year.

The MSS portfolio demonstrates inherent stability due to its diversified end markets and broad geographic coverage. Rental and VAPS revenue continue to increase, while utilization of the fleet remains within the optimal range. Over the coming months, incremental rental revenue growth is anticipated to be driven by fleet additions and average rental rate growth generally correlating with inflation. Project driven variability of the sales and non-rental revenue streams is expected to persist. Given changes in U.S. economic policy, and shifts in public sector funding, we are seeing a transition within the market with delays in the U.S. education sales pipeline, offset by increased demand related to onshoring and the build out of major infrastructure projects. Overall, the fundamentals of the business remain healthy, and current demand supports further disciplined capital allocation to expand the fleet in line with customer activity.

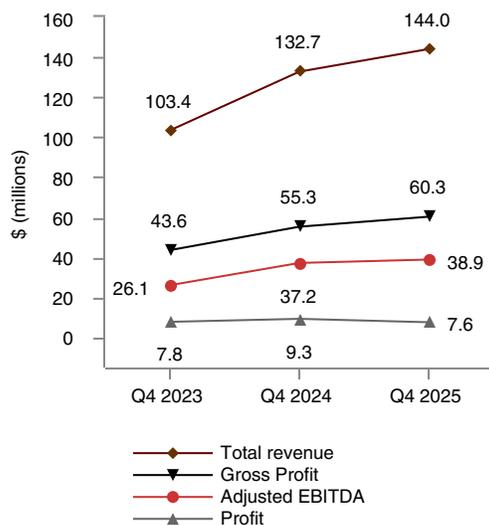
Recent strong performance of WFS highlights the somewhat episodic nature of this area of the business, given several one-time occurrences within the Quarter including rental revenue from an early contract-termination for a U.S. project and high sales revenue. In the near term, performance of WFS is expected to be steady, although the aforementioned contract termination will impact rental run rate and utilization in the region as assets are gradually redeployed on new projects. Revenue associated with elevated bid activity tied to major nation-building projects is not expected to materially affect results until late in 2026 and leading into 2027, given long lead times for these types of large-scale projects. Nonetheless, bidding activity has increased and we see significant catalysts on the horizon, which we are well-positioned to respond to with the combination of Black Diamond and Royal Camp fleet capacity, our integrated hospitality service offering and eminent Indigenous Partnerships.

Following last year's accelerated investment in LodgeLink's product development to enhance the platform and service-offering, this area of the business is poised for accelerating growth over the coming months. The total addressable workforce travel market is significant and the business is working to secure new customers, expand our wallet share of the current customer base and drive travel segment volumes, particularly in the U.S. and Asia-Pacific regions. As part of LodgeLink's ongoing evolution, we'll continue to advance software functionality to complement existing capabilities to provide customers increased efficiencies, further differentiating our offering in the market.

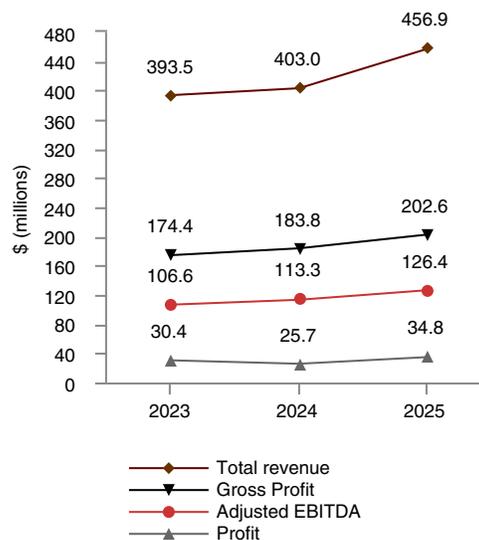
Our focus remains on growing high margin, recurring rental revenue, coupled with a broad menu of complementary products and services, while reinvesting generated free cash flow to scale the business and further compound shareholder returns. The potential for major resource and infrastructure development in Canada over the mid-to-long-term remains at the forefront and presents significant upside for the Company, with weighting towards the WFS segment given the magnitude of operating leverage yet to be unlocked. Within the current operating market, the Company is poised to continue delivering results with good visibility on consolidated contracted future rental revenue, an active and diverse sales pipeline, best-in-class operational excellence practices and ample financial flexibility to pursue continued organic and inorganic growth opportunities.

# FINANCIAL REVIEW

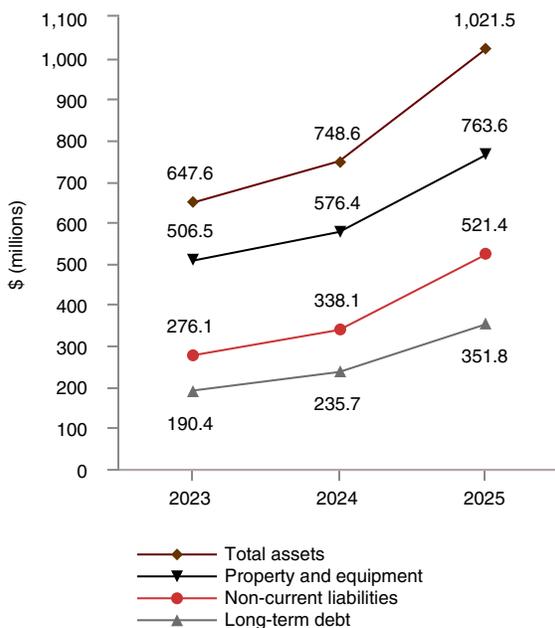
### Three Months Ended December 31, Financial Highlights



### Twelve Months Ended December 31, Financial Highlights



### As at December 31, Financial Highlights



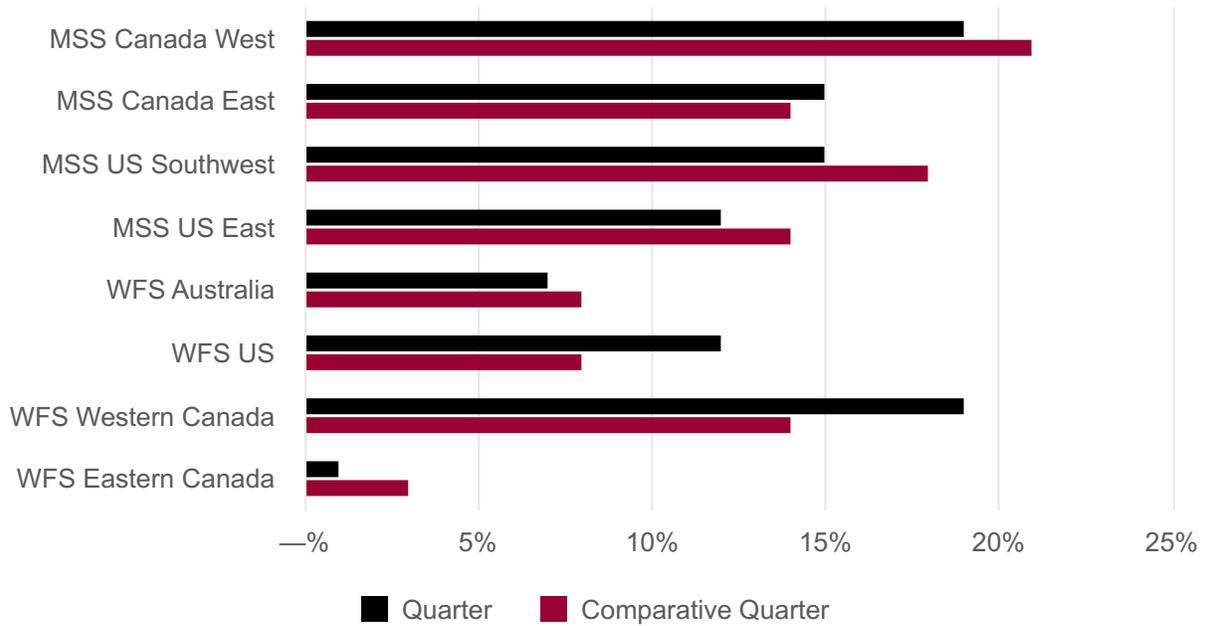
<sup>3</sup>Adjusted EBITDA is a non-GAAP financial measure. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure and ratio.

## Geographic Revenue Segmentation

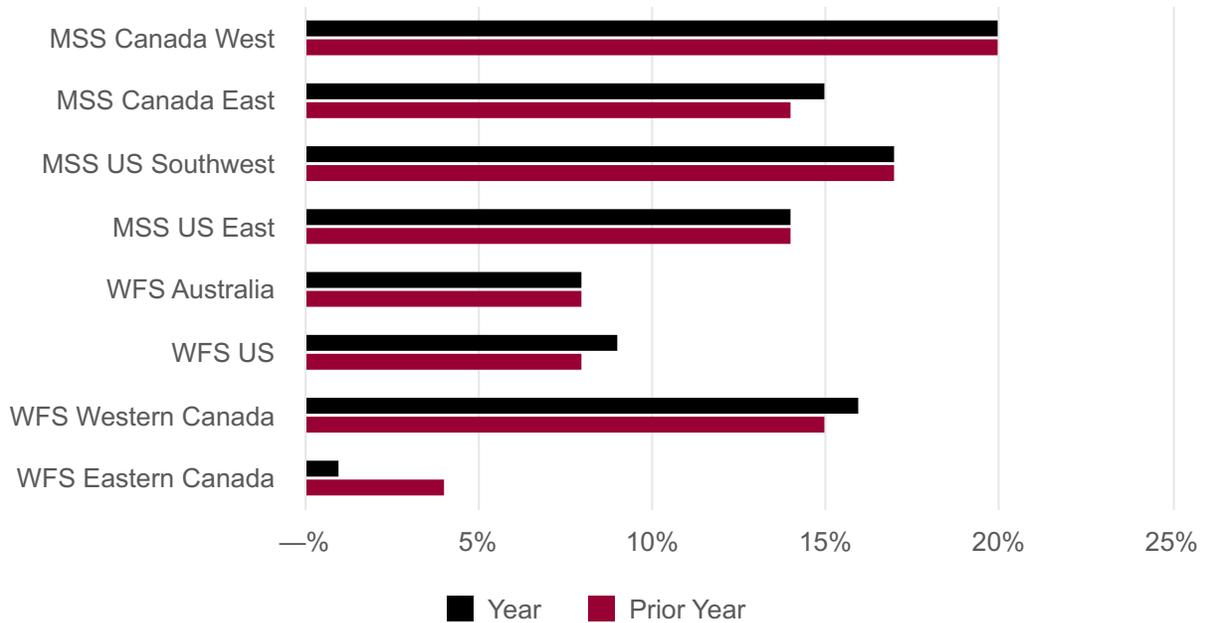
(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
<b>Revenue</b>						
Canada	94.5	72.7	30%	255.7	215.8	18%
United States	39.3	49.4	(20)%	160.0	156.0	3%
Australia	10.2	10.6	(4)%	41.2	31.2	32%
<b>Total</b>	<b>144.0</b>	<b>132.7</b>	<b>9%</b>	<b>456.9</b>	<b>403.0</b>	<b>13%</b>

Percentage of total revenue	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
<b>Revenue</b>						
Canada	65.6%	54.8%	1,080 bps	56.0%	53.6%	240 bps
United States	27.3%	37.2%	(990) bps	35.0%	38.7%	(370) bps
Australia	7.1%	8.0%	(90) bps	9.0%	7.7%	130 bps
<b>Total</b>	<b>100.0%</b>	<b>100.0%</b>	<b>—</b>	<b>100.0%</b>	<b>100.0%</b>	<b>—</b>

### Quarter Rental Revenue by Geography

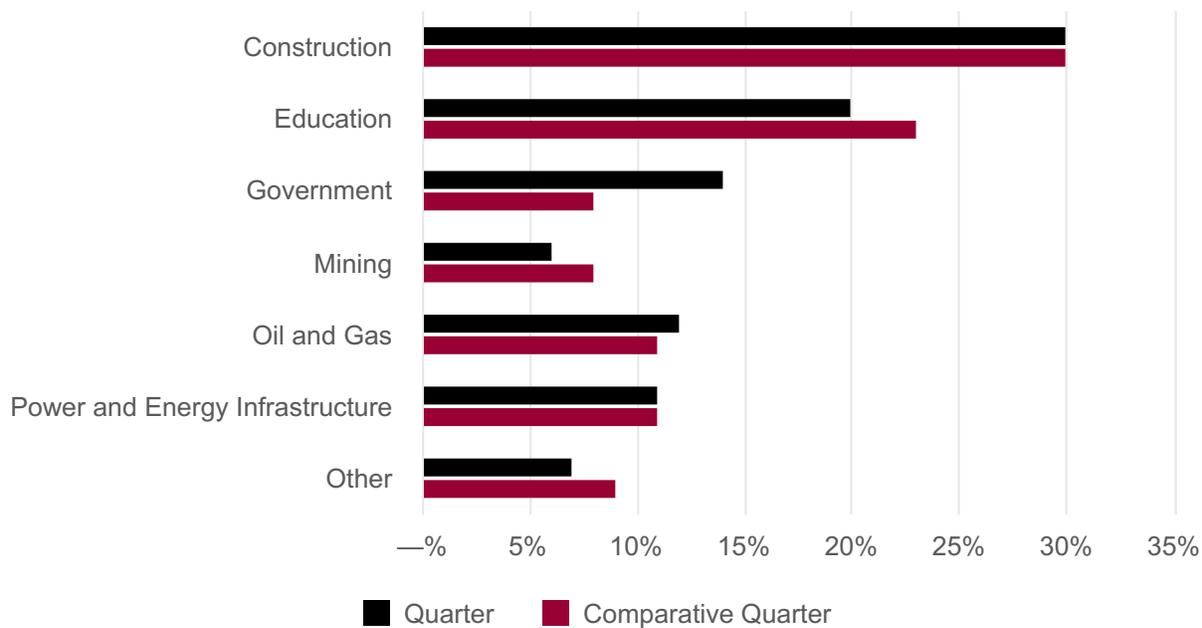


### Year Rental Revenue by Geography

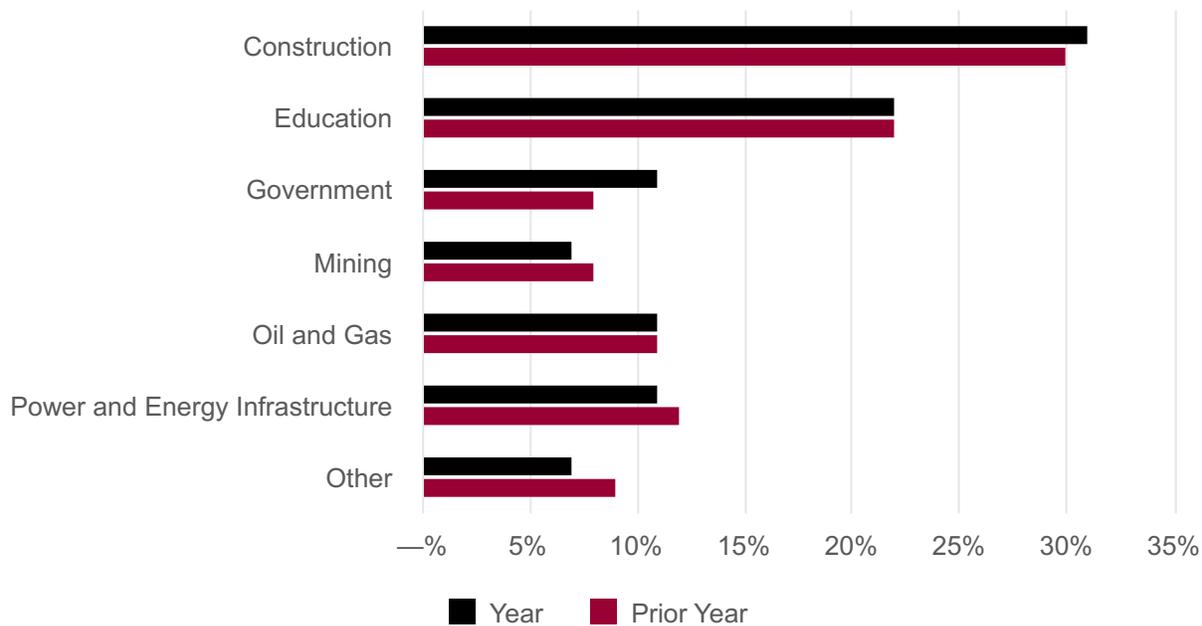


Rental revenue continues to balance more evenly across the operating regions, providing increasing geographic diversification. There was a significant increase in rental revenue in WFS Western Canada primarily due to the acquisition of Royal Camp, and an increase in rental revenue in WFS US due to early contract-termination revenue.

### Quarter Rental Revenue by Industry



### Year Rental Revenue by Industry



Rental revenue saw an increase in the government industry segment primarily due to an increase in activity for projects in WFS Western Canada in 2025 and early contract-termination revenue in the U.S.

## Capital Plan

**Net Capital Expenditures** is a non-GAAP financial measure which is calculated as total capital expenditures less revenue from used fleet sales. A reconciliation to total capital expenditures, the most comparable GAAP financial measure, is provided below. Management believes this non-GAAP financial measure is an important supplemental measure as it emphasizes cash used or generated on fleet purchases and disposals relating to the net change in property and equipment and intangible assets.

	Three months ended December 31,			Twelve months ended December 31,		
	2025 \$	2024 \$	Change %	2025 \$	2024 \$	Change %
(\$ millions, except as noted)						
Total capital expenditures <sup>(1)</sup>	35.7	14.7	143%	105.0	109.2	(4)%
Used fleet sales revenue	7.5	16.4	(54)%	26.3	35.0	(25)%
Net Capital Expenditures	28.2	(1.7)	1,759%	78.7	74.2	6%
Maintenance capital	2.6	3.3	(21)%	9.4	12.6	(25)%
Capital commitments	28.0	30.6	(8)%	28.0	30.6	(8)%

(1) Excludes business acquisitions.

Black Diamond markets its fleet of assets to customers primarily on a rental basis. However, occasionally a customer has preference for ownership when they have a longer-term need for the asset. In these circumstances, Black Diamond sells assets out of its fleet in the ordinary course of servicing its customers. This is a profitable business line for the Company and also helps the Company replenish its fleet with newer assets to maintain a relatively newer average age of the fleet.

The Company's total capital expenditures increased by \$21.0 million, or 143% compared to the Comparative Quarter due to the increase in the Company's investment related to contracted and project specific organic fleet growth in the Quarter.

## WHO WE ARE

Black Diamond is an industrial services and asset management company with two operating business units - MSS and WFS. We operate in Canada, the United States and Australia.

MSS through its principal brands, BOXX Modular, CLM and Schiavi, owns a large rental fleet of modular buildings of various types and sizes. Its network of local branches rent, sell, service and provide ancillary products and services to a diverse customer base in the construction, industrial, education, financial, and government sectors.

WFS, through its principal brands Black Diamond Lodging and Accommodations, Royal Camp and Summit Camps and Primco Dene Royal Camp Services Limited Partnership, owns a large rental fleet of modular accommodation assets of various types and offers a full range of catering and hospitality services both in concert with and independent of the provision of modular accommodation facilities. WFS rents, sells, services and provides ancillary products and services including turn-key operated camps with premium integrated catering and hospitality services to a wide array of customers in the resource, infrastructure, construction, disaster recovery and education sectors.

In addition, the WFS business unit also includes the Corporation's wholly owned subsidiary, LodgeLink, which operates through a proprietary software platform, offering sophisticated solutions for workforce travel and logistics across North America, Australia and the Asia-Pacific region, enabling customers to efficiently manage the full travel cycle through a rapidly growing network of hotels, remote lodges, and travel partners. LodgeLink solves the unique challenges associated with workforce crew travel and is complemented by Spencer Group of Companies' high-touch boutique corporate travel management service.

Our head office is located at Suite 1000, 440 - 2nd Avenue S.W., Calgary, Alberta, Canada T2P 5E9.

# BLACK DIAMOND'S STRATEGY

At its core, Black Diamond is an industrial services and asset management Company. Our best-in-class team's extensive experience within the rental categories we operate, and our expertise in managing the logistics and supply chain for these assets, enable us to deliver higher returns on capital, while exceeding our clients' expectations and contributing to the success of their unique project objectives.

Our management team has built a business platform that aims to solve the space, accommodations and travel needs of organizations and is designed to weather downturns through a prudent approach to capital allocation, risk management, business and geographic diversification and asset management.

## Asset Management

Since 2003, we have built a large rental fleet that consists primarily of remote workforce accommodation, space rental and surface rental assets. These assets generally maintain their value over their relatively long lives and require very little maintenance capital. To ensure we are managing our assets (and capital) efficiently, we set return targets for our assets based on their net book value. This creates discipline around the aging of our rental fleet, encouraging managers to regularly sell older, less economic rental assets on the secondary market. Through all parts of the market cycle, we have been able to sell our used fleet assets for more than their book value and this is recorded as sales revenue, with the book value of the asset recorded as a non-cash item in our consolidated statement of cash flows.

## Integrated Revenue Model

In addition to owning specialty rental assets, Black Diamond provides a comprehensive ancillary service offering including catering and hospitality, transportation, installation, power, water, waste management and security. These services are delivered through a combination of integrated in-house capabilities and subcontracted third-party service providers. With this approach, we have full flexibility to best serve our clients and enables us to maximize the return on our assets, while mitigating overhead risks associated with self-performing all services. This model also creates constructive pricing tension among our subcontractors that ensures we achieve competitive pricing.

## Business Diversification

We have actively worked to diversify Black Diamond's business with respect to geographies, the types of assets and services offered, and variety of customers and industries served. Our entries into Australia and the U.S. in previous years, as well as our North American MSS expansions and growth of the LodgeLink technology platform were predicated on the fundamental belief that this diversification strategy mitigates volatility during a downturn in any one geography, customer end market or asset class. Further, the recent acquisition of Royal Camp scales our Canadian WFS business, expands our service offering with premium integrated catering and hospitality services and broadens our meaningful Indigenous Partnerships.

## Capital Allocation

We are focused on achieving industry leading returns on the capital we deploy. Our approach is to own quality rental assets and, through strategic sales and disciplined management, realize a target return on capital invested in these rental assets through rental revenue and the sale of associated services.

Achieving this is only possible through focus, efficiency and effective third-party contracting. This means that we outsource functions that are not core to Black Diamond's expertise or where the capital risk is

deemed too high such as manufacturing, construction and any other functions that, while lucrative in a strong economy, might represent significant downside risk through the troughs of economic cycles.

## **Health and Safety**

The objective of our health and safety program is to achieve zero incidents and injuries and to adhere to global best practices for workplace health and safety.

By working closely with stakeholders across all aspects of the health and safety program we ensure the safety of our employees and our clients' operations, reducing the burden of injuries and incidents and enhancing the financial performance of Black Diamond.

## **Risk Management**

Through careful selection and contracting with Black Diamond's counterparties, our management team strives to share risk appropriately and promote mutually beneficial outcomes with both vendors and customers. Where capital is being deployed, our preference is to tie that capital to a long-term customer commitment. Doing so allows us to offer our customers lower rates in return for the certainty of increased asset utilization. This helps us attain our targeted return on capital and our customers achieve price certainty relative to spot rates for rental assets.

## SELECTED FINANCIAL INFORMATION

The following is a summary of selected financial and operating information that has been derived from, and should be read in conjunction with, the audited consolidated financial statements of Black Diamond for the three and twelve months ended December 31, 2025 and 2024.

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
<b>Financial Highlights</b>	\$	\$	%	\$	\$	%
Total revenue	144.0	132.7	9%	456.9	403.0	13%
Gross profit	60.3	55.3	9%	202.6	183.8	10%
Administrative expenses	22.9	19.4	18%	82.9	74.4	11%
Adjusted EBITDA <sup>(4)</sup>	38.9	37.2	5%	126.4	113.3	12%
Adjusted EBIT <sup>(4)</sup>	23.1	22.6	2%	73.8	64.3	15%
Funds from Operations <sup>(4)</sup>	38.1	44.1	(14)%	127.4	124.6	2%
Per share (\$)	0.57	0.72	(21)%	2.00	2.04	(2)%
Profit before income taxes	14.8	16.2	(9)%	51.5	38.8	33%
Profit	7.6	9.3	(18)%	34.8	25.7	35%
Earnings per share - Basic (\$)	0.11	0.16	(31)%	0.55	0.42	31%
Earnings per share - Diluted (\$)	0.11	0.15	(27)%	0.54	0.41	32%
Capital expenditures	35.7	14.7	143%	105.0	109.2	(4)%
Property and equipment	763.6	576.4	32%	763.6	576.4	32%
Total assets	1,021.5	748.6	36%	1,021.5	748.6	36%
Long-term debt	351.8	235.7	49%	351.8	235.7	49%
Cash and cash equivalents	24.7	13.3	86%	24.7	13.3	86%
Return on Assets (%) <sup>(4)</sup>	21.0%	25.2%	(420) bps	18.8%	20.1%	(130) bps
Free Cashflow <sup>(4)</sup>	28.9	32.7	(12)%	88.0	79.9	10%

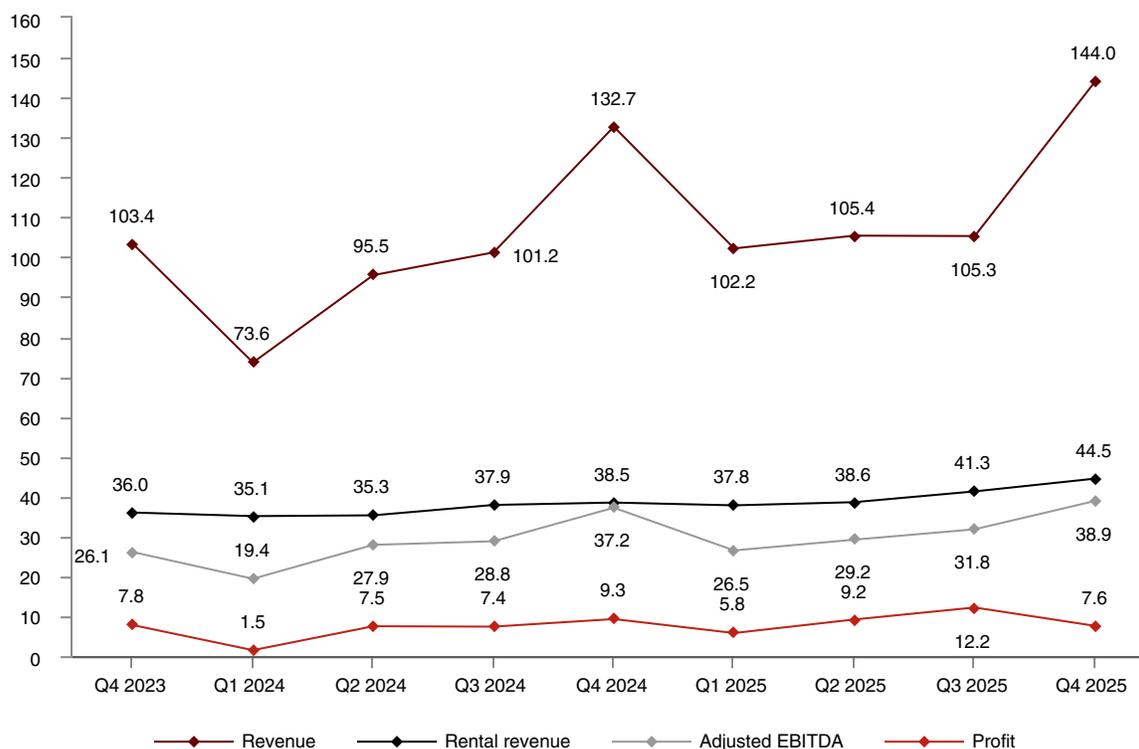
Margin Summary	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
(Percent of revenue)						
Gross Profit Margin <sup>(4)</sup>	41.9%	41.7%	20 bps	44.3%	45.6%	(130) bps
Administrative expenses	15.9%	14.6%	130 bps	18.1%	18.5%	(40) bps
Adjusted EBITDA <sup>(4)</sup>	27.0%	28.0%	(100) bps	27.7%	28.1%	(40) bps

<sup>4</sup>Adjusted EBITDA, Adjusted EBIT, Funds from Operations and Free Cashflow are non-GAAP financial measures. Return on Assets and Gross Profit Margin are non-GAAP ratios. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure and ratio.

# SUMMARY OF QUARTERLY RESULTS

The following is a summary of the previous nine quarters:

## Summary of Quarterly Results



In Q1 2024, revenue, Adjusted EBITDA<sup>5</sup> and profit decreased compared to Q4 2023 due to a decrease in sales, non-rental and lodge services revenue, as well as higher administrative expenses.

In Q2 2024, revenue, Adjusted EBITDA<sup>5</sup> and profit increased compared to Q1 2024 due to an increase in sales, non-rental and lodge services revenue combined with a higher gross profit, offset by an increase in administrative expenses.

In Q3 2024, revenue and Adjusted EBITDA<sup>5</sup> increased compared to Q2 2024 due to an increase in rental and non-rental revenue and lower administrative expenses. This was partially offset by higher depreciation and amortization and finance costs, resulting in a slight decline in profit for the quarter.

In Q4 2024, revenue, Adjusted EBITDA<sup>5</sup> and profit increased compared to Q3 2024 due to an increase in sales, lodge services and rental revenue combined with a higher gross profit. This was offset by higher direct costs, depreciation and amortization and administrative expenses due to higher ERP implementation and related costs.

<sup>5</sup>Adjusted EBITDA is a non-GAAP financial measure. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure.

In Q1 2025, revenue, Adjusted EBITDA<sup>6</sup> and profit decreased compared to Q4 2024 primarily due to a decrease in sales revenue. This was partially offset by an increase in lodge services revenue, and lower direct costs and depreciation and amortization due to a write-off of assets in Q4 2024.

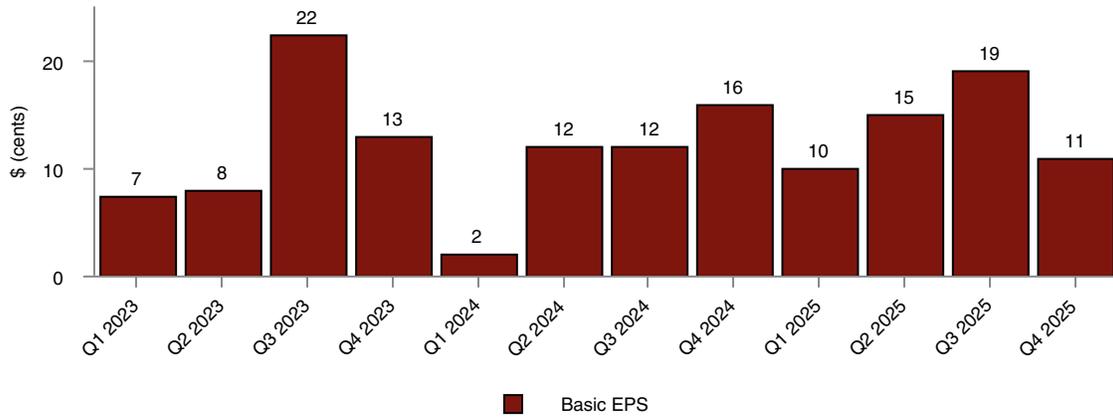
In Q2 2025, revenue, Adjusted EBITDA<sup>6</sup> and profit increased compared to Q1 2025 primarily due to an increase in non-rental and rental revenue combined with a higher gross profit. This was partially offset by an increase in administrative expenses. Profit also increased from Q1 2025 due to the net impact of wildfires in Northern British Columbia which resulted in the derecognition of a portion of asset retirement obligations, the write-off of destroyed assets, and the recognition of the initial insurance proceeds.

In Q3 2025, Adjusted EBITDA<sup>6</sup> and profit increased compared to Q2 2025 primarily due to an increase in rental and non-rental revenue combined with a higher gross profit. This was partially offset by a decline in lodge services revenue. Profit also increased from Q2 2025 due to the recognition of additional insurance proceeds this Quarter as a result of the wildfires in Northern British Columbia that occurred in Q2 2025.

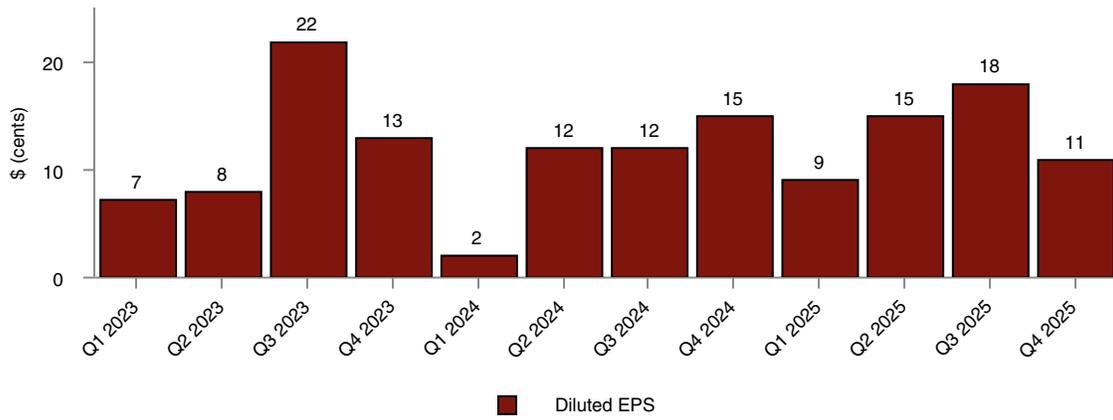
In the Quarter, revenue and Adjusted EBITDA<sup>6</sup> increased compared to Q3 2025 primarily due to an increase in sales and lodge services revenue combined with a higher gross profit. However, profit decreased primarily due to a lower gain on disposal of assets related to the wildfires in Northern British Columbia as compared to Q3 2025, and an increase in depreciation and amortization in Q4 2025 as a result of a higher asset base due to the acquisition of Royal Camp.

<sup>6</sup>Adjusted EBITDA is a non-GAAP financial measure. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure.

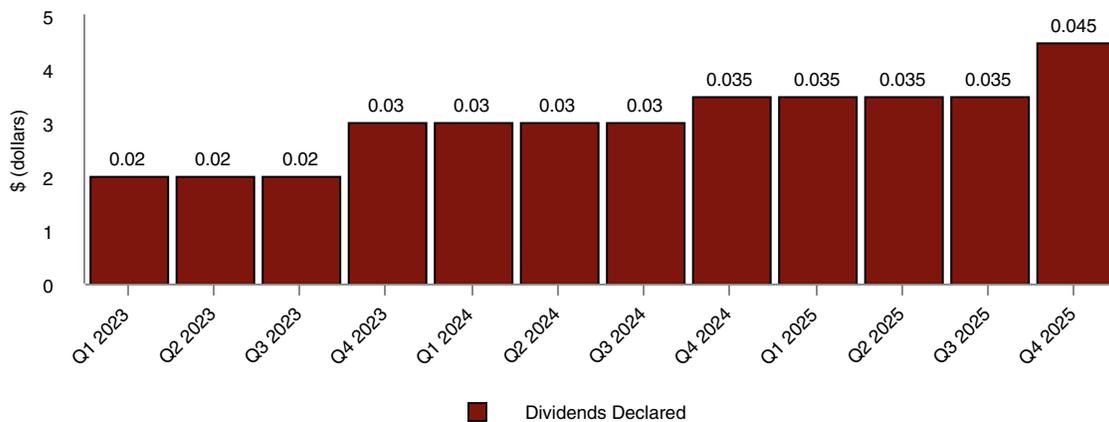
### Basic Earnings Per Share



### Diluted Earnings Per Share



## Dividends Declared



In each of the first, second and third quarters of 2023, the Company declared and subsequently paid quarterly dividends on its Common Shares in the amount of \$0.02 per share.

In Q4 2023, the Company increased its annual dividend per share payout by 50% from \$0.08 to \$0.12 and declared and subsequently paid a fourth quarter dividend on its Common Shares in the amount of \$0.03 per share.

In each of the first, second and third quarters of 2024, the Company declared and subsequently paid quarterly dividends on its Common Shares in the amount of \$0.03 per share.

In Q4 2024, the Company increased its annual dividend per share payout by 17% from \$0.12 to \$0.14 and declared and subsequently paid a fourth quarter dividend on its Common Shares in the amount of \$0.035 per share.

In each of the first, second and third quarters of 2025, the Company declared and subsequently paid quarterly dividends on its Common Shares in the amount of \$0.035 per share.

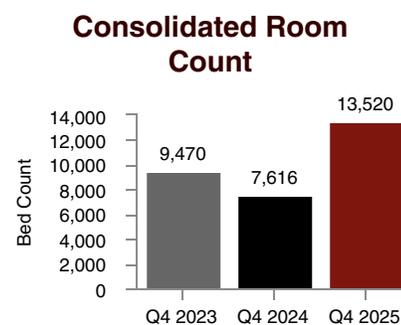
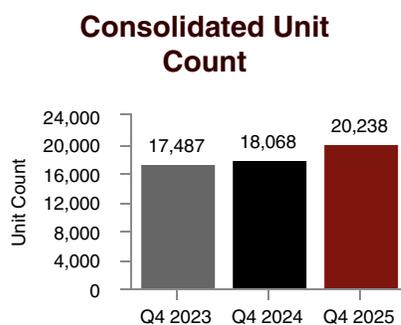
In the Quarter, the Company increased its annual dividend per share payout by 29% from \$0.14 to \$0.18 and declared and subsequently paid a fourth quarter dividend on its Common Shares in the amount of \$0.045 per share.

All dividends paid and declared are designated as "eligible dividends" for Canadian income tax purposes.

# CONSOLIDATED FINANCIAL AND OPERATIONAL REVIEW

## Consolidated Fleet

The consolidated number of rental units in Black Diamond's global fleet increased to 20,238 units at the end of the Year compared with 18,068 at the end of the Prior Year. This was due to an increase of 1,699 units in WFS primarily as a result of the addition of 2,013 new units from the acquisition of Royal Camp, partially offset with the disposal of units which includes used fleet sales and a write-off of 306 fleet units, of which 140 units were written off as a result of wildfires. Additionally, there was an increase of 471 units in MSS as a result of the addition of 839 new units, partially offset with the disposal of 368 units. Consolidated unit count includes accommodation units, modular space rental units and surface rental units. Consolidated room count in Black Diamond's global fleet increased to 13,520 rooms in the Year compared with 7,616 rooms in the Prior Year due to the acquisition of Royal Camp, partially offset by asset write-offs and used fleet sales in WFS.



## Fleet Utilization Rates

	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Modular Space Solutions	77.6%	82.4%	(480) bps	79.9%	81.3%	(140) bps
Workforce Solutions	54.6%	60.6%	(600) bps	56.8%	63.1%	(630) bps
Consolidated	72.2%	76.8%	(460) bps	75.5%	76.3%	(80) bps

Black Diamond measures utilization on the basis of the net book value of assets on rent divided by the net book value of the business unit's total fleet assets.

### Q4 2025 vs Q4 2024

Utilization for MSS for the Quarter was 77.6%, down 480 basis points when compared to the Comparative Quarter but remains healthy relative to long term industry trends. Utilization for WFS for the Quarter was 54.6% down 600 basis points from the Comparative Quarter due to a decline in utilization in the U.S., partially offset by higher utilization in Australia and Canada.

### Year to Date 2025 vs 2024

Utilization for MSS for the Year was 79.9%, down 140 basis points when compared to the Prior Year but remains healthy relative to long term industry trends. Utilization for WFS for the Year was 56.8%, down 630 basis points from the Prior Year primarily due to lower utilization in the U.S. and Australia.

## Revenue

Black Diamond's revenue is broken out into four categories: rental, sales, non-rental and lodge services.

**Rental Revenue** is associated with the rental of Black Diamond's owned assets to customers. Rental revenue carries the highest margin of the Company's revenue.

**Sales Revenue** is derived from the sale of both new and used fleet assets, including modular space, workforce accommodations, wellsite accommodations and surface equipment assets.

**Non-Rental Revenue** is derived from a number of services that are typically associated with the rental or sale of the Company's modular space or workforce assets, including the delivery, installation, pickup, dismantling of assets, sublease equipment, maintenance and catering services. The services offered are often required to support the deployment and remobilization of these assets. Also included in non-rental revenue is the revenue earned on bookings at third-party lodges and hotels through LodgeLink.

**Lodge Services Revenue** is generated from the provision of full turnkey lodge services provided to customers. The rooms in our lodge services fleet are marketed to individual customers at man day rates through LodgeLink or are contracted with customers for specific rates and/or number of man days. A man day is defined as one overnight stay in one room at a lodge and is used in calculating occupancy.

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Rental revenue	44.5	38.5	16%	162.2	146.8	10%
Sales revenue	38.1	53.2	(28)%	102.9	105.3	(2)%
Non-rental revenue	40.4	30.9	31%	138.4	116.6	19%
Lodge services revenue	21.0	10.1	108%	53.4	34.3	56%
Total revenue	144.0	132.7	9%	456.9	403.0	13%

Percentage of consolidated revenue	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Rental revenue	30.9%	29.0%	190 bps	35.5%	36.5%	(100) bps
Sales revenue	26.5%	40.1%	(1,360) bps	22.5%	26.1%	(360) bps
Non-rental revenue	28.0%	23.3%	470 bps	30.3%	28.9%	140 bps
Lodge services revenue	14.6%	7.6%	700 bps	11.7%	8.5%	320 bps

### Q4 2025 vs Q4 2024

Rental revenue for the Quarter was \$44.5 million, up 16% or \$6.0 million from the Comparative Quarter, primarily driven by a \$4.9 million increase in WFS due to additional contribution from Royal Camp, early contract-termination revenue in the U.S. and modest growth in Canada and Australia. Additionally, MSS had a \$1.1 million increase due to improved average rental rates and an increase in the number of units for rent in all regions as a result of organic growth capital expenditures.

Sales revenue for the Quarter was \$38.1 million, down 28% or \$15.1 million from the Comparative Quarter, primarily driven by a \$14.3 million decrease in MSS due to lower custom and used fleet sales.

Non-rental revenue for the Quarter was \$40.4 million, up 31% or \$9.5 million from the Comparative Quarter primarily driven by an increase of \$15.4 million in WFS due to growth in Canada and additional

contribution from Royal Camp. This was partially offset by a \$5.9 million decrease in MSS due to lower installation revenue.

Lodge services revenue for the Quarter was \$21.0 million, up 108% or \$10.9 million from the Comparative Quarter primarily due to additional contribution from Royal Camp.

## Year to Date 2025 vs 2024

Rental revenue for the Year was \$162.2 million, up 10% or \$15.4 million from the Prior Year primarily driven by an increase of \$12.9 million in MSS due to improved average rental rates and a larger fleet size, and an increase of \$2.5 million in WFS due to additional contribution from Royal Camp, early contract-termination revenue in the U.S. and an improvement of utilization in Australia.

Sales revenue for the Year was \$102.9 million, down 2% or \$2.4 million from the Prior Year primarily driven by a decrease of \$8.2 million in MSS due to a decrease in custom sales in all regions. This was partially offset by an increase of \$5.8 million in WFS due to higher custom sales in all regions and used fleet sales in Australia.

Non-rental revenue for the Year was \$138.4 million, up 19% or \$21.8 million from the Prior Year primarily driven by an increase of \$26.7 million in WFS due to growth in all regions. This was partially offset by a decrease of \$4.9 million in MSS due to lower installation revenue.

Lodge services revenue for the Year was \$53.4 million, up 56% or \$19.1 million from the Prior Year due to additional contribution from Royal Camp as well as increased average rates and occupancy.

## Direct Costs and Gross Profit

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Direct costs	83.7	77.4	8%	254.3	219.2	16%
Gross profit	60.3	55.3	9%	202.6	183.8	10%

Percentage of consolidated revenue	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Direct costs	58.1%	58.3%	(20) bps	55.7%	54.4%	130 bps
Gross Profit Margin <sup>(7)</sup>	41.9%	41.7%	20 bps	44.3%	45.6%	(130) bps

Gross Profit Margin<sup>7</sup> fluctuates depending on the mix between rental, sales, non-rental and lodge services revenue streams. Revenue streams ancillary to rental revenue generally realize lower gross margins than fleet rental margins.

<sup>7</sup>Gross Profit Margin is a non-GAAP financial measure. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure.

Direct costs related to rental revenue include labour, fuel, materials, freight, maintenance and servicing of rental units. Direct costs related to lodge services revenue include catering services, utilities costs, consumable materials and other services required to provide turnkey lodge services. From time to time, Black Diamond will sell used units from its fleet, rent equipment from third parties and re-rent the equipment, provide installation and render other services to customers. These activities are captured in sales and non-rental revenue. Direct costs related to non-rental and sales revenue include the net book value of used fleet units sold, the cost of units sub-leased from others and the cost of third parties in delivering some of these services.

<b>Direct Costs</b> (\$ millions, except as noted)	<b>Three months ended December 31,</b>			<b>Twelve months ended December 31,</b>		
	<b>2025</b>	<b>2024</b>	<b>Change</b>	<b>2025</b>	<b>2024</b>	<b>Change</b>
	<b>\$</b>	<b>\$</b>	<b>%</b>	<b>\$</b>	<b>\$</b>	<b>%</b>
Construction and transportation services	<b>23.6</b>	18.2	30%	<b>78.9</b>	66.3	19%
Custom sales	<b>21.6</b>	30.2	(28)%	<b>58.1</b>	56.6	3%
Catering, utilities and other consumable costs	<b>10.9</b>	6.1	79%	<b>31.2</b>	22.1	41%
Labour costs	<b>12.1</b>	5.2	133%	<b>29.8</b>	21.9	36%
Repairs and maintenance	<b>5.9</b>	4.0	48%	<b>21.6</b>	17.9	21%
Used fleet sales	<b>3.4</b>	9.3	(63)%	<b>14.1</b>	17.9	(21)%
Subleased equipment	<b>2.9</b>	3.2	(9)%	<b>12.1</b>	10.9	11%
Other direct costs	<b>2.7</b>	0.8	238%	<b>6.2</b>	3.7	68%
Fleet insurance	<b>0.4</b>	0.3	33%	<b>1.4</b>	1.1	27%
Rent expense - subleased properties	<b>0.2</b>	0.1	100%	<b>0.9</b>	0.8	13%
<b>Total direct costs</b>	<b>83.7</b>	77.4	8%	<b>254.3</b>	219.2	16%

### **Q4 2025 vs Q4 2024**

Direct costs for the Quarter were \$83.7 million, up 8% or \$6.3 million from the Comparative Quarter due to increases in labour costs, construction and transportation services and catering, utilities and other consumable costs. This was partially offset by decreases in custom sales and used fleet sales, which is in line with the changes in the related revenue streams.

Gross profit for the Quarter was \$60.3 million, up 9% or \$5.0 million from the Comparative Quarter primarily due to increases in non-rental, lodge services and rental revenue due to an improvement in rental rates and an increase in sales margins, partially offset by a decline in sales revenue and lodge services margins.

### **Year to Date 2025 vs 2024**

Direct costs for the Year were \$254.3 million, up 16% or \$35.1 million from the Prior Year primarily due to increases in construction and transportation services, catering, utilities and other consumable costs, and labour costs which is in line with the changes in the related revenue streams.

Gross profit for the Year was \$202.6 million, up 10% or \$18.8 million from the Prior Year primarily due to increases in non-rental, lodge services and rental revenue.

## Administrative Expenses

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Personnel costs	14.9	12.9	16%	53.9	51.1	5%
General administrative expenses	5.2	4.1	27%	17.6	15.0	17%
Occupancy and insurance	1.4	1.0	40%	4.8	4.3	12%
ERP implementation and related costs	1.4	1.4	—%	6.6	4.0	65%
<b>Total administrative expenses</b>	<b>22.9</b>	<b>19.4</b>	<b>18%</b>	<b>82.9</b>	<b>74.4</b>	<b>11%</b>
<i>% of consolidated revenue</i>	<b>15.9%</b>	14.6%	130 bps	<b>18.1%</b>	18.5%	(40) bps

General administrative expenses include costs related to professional services, information technology, advertising and promotions, travel and accommodations, and office administration and communication.

The ERP implementation and related costs are in relation to the ERP upgrade project, which is expected to improve operational efficiency and enable the Company's long-term growth objectives. This project continues to progress on time and within budget, with \$7.7 million invested and approximately \$4.2 million remaining to expend prior to the scheduled go-live for this phase of the project in the first half of 2026.

### Q4 2025 vs Q4 2024

Total administrative expenses for the Quarter were \$22.9 million, up 18% or \$3.5 million from the Comparative Quarter.

The various components of Black Diamond's total administrative expenses are broken out below:

- Personnel costs for the Quarter were \$14.9 million, up 16% or \$2.0 million from the Comparative Quarter due to an increase in profit incentives in the Quarter.
- General administrative expenses for the Quarter were \$5.2 million, up 27% or \$1.1 million from the Comparative Quarter primarily due to an increase in bad debt expense and advertising and promotions.
- Occupancy and insurance costs for the Quarter were \$1.4 million, up 40% or \$0.4 million from the Comparative Quarter.
- ERP implementation and related costs for the Quarter were \$1.4 million, consistent with the Comparative Quarter.

### Year to Date 2025 vs 2024

Total administrative expenses for the Year were \$82.9 million, up 11% or \$8.5 million from the Prior Year. The total administrative expenses for the Year have increased in line with the increase in gross profit for the Year.

The various components of Black Diamond's total administrative expenses are broken out below:

- Personnel costs for the Year were \$53.9 million, up 5% or \$2.8 million from the Prior Year primarily due to an increase in salaries and wages tied to higher headcount and profit incentives in the Year.
- General administrative expenses for the Year were \$17.6 million, up 17% or \$2.6 million from the Prior Year primarily due to increases in advertising and promotions, information technology, bad debt expense and professional fees.
- Occupancy and insurance costs for the Year were \$4.8 million, up 12% or \$0.5 million from the Prior Year.
- ERP implementation and related costs for the Year were \$6.6 million, up 65% from the Prior Year primarily due to the commencement of the second phase of the implementation of the ERP

upgrade on October 1, 2024, which resulted in increased development costs from the initial implementation in the Prior Year.

## Adjusted EBITDA

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Adjusted EBITDA <sup>(8)</sup>	38.9	37.2	5%	126.4	113.3	12%
Adjusted EBITDA as a % of Revenue <sup>(8)</sup>	27.0%	28.0%	(100) bps	27.7%	28.1%	(40) bps

Adjusted EBITDA as a % of Revenue<sup>8</sup> will fluctuate from period to period depending on the proportion of rental revenue compared to ancillary revenue streams such as sales, non-rental and lodge services which generally yield a lower Adjusted EBITDA as a % of Revenue<sup>8</sup>.

### Q4 2025 vs Q4 2024

Adjusted EBITDA<sup>8</sup> for the Quarter was \$38.9 million, up 5% or \$1.7 million from the Comparative Quarter primarily due to increases in non-rental, lodge services and rental revenue, partially offset by a decline in sales revenue, and increased direct costs and administrative expenses. Adjusted EBITDA<sup>8</sup> for the Quarter excludes \$1.4 million of non-recurring items related to ongoing ERP implementation and related costs, as well as \$1.2 million of acquisition costs. Adjusted EBITDA as a % of Revenue<sup>8</sup> decreased 100 basis points to 27.0% primarily as a result of lower margins on lodge services revenue.

### Year to Date 2025 vs 2024

Adjusted EBITDA<sup>8</sup> for the Year was \$126.4 million, up 12% or \$13.1 million from the Prior Year primarily due to increases in non-rental, lodge services and rental revenue, partially offset by increased direct costs and administrative expenses. Adjusted EBITDA<sup>8</sup> for the Year excludes \$6.6 million of ongoing ERP implementation and related costs, as well as \$2.9 million of acquisition costs. Adjusted EBITDA as a % of Revenue<sup>8</sup> was 27.7%, relatively consistent with the Prior Year.

## Depreciation and Amortization

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Depreciation and amortization	15.8	14.6	8%	52.6	49.0	7%

### Q4 2025 vs Q4 2024

Depreciation and amortization for the Quarter was \$15.8 million, up 8% or \$1.2 million from the Comparative Quarter primarily due to fleet growth.

### Year to Date 2025 vs 2024

Depreciation and amortization for the Year was \$52.6 million, up 7% or \$3.6 million from the Prior Year primarily due to fleet growth and an increase in right-of-use assets.

<sup>8</sup>Adjusted EBITDA is a non-GAAP financial measure. Adjusted EBITDA as a % of Revenue is a non-GAAP ratio. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure and ratio.

## Finance Costs

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Finance costs	4.0	3.8	5%	14.6	15.3	(5)%
Long-term debt	351.8	235.7	49%	351.8	235.7	49%
Average interest rate <sup>(1)</sup>	4.35%	5.36%	(101) bps	4.59%	5.96%	(137) bps

(1) Average interest rate does not include lease interest.

### Q4 2025 vs Q4 2024

Finance costs for the Quarter were \$4.0 million, up 5% or \$0.2 million from the Comparative Quarter primarily due to increased draws under the ABL Facility, partially offset by a lower average interest rate in the Quarter.

### Year to Date 2025 vs 2024

Finance costs for the Year were \$14.6 million, down 5% or \$0.7 million from the Prior Year primarily due to a lower average interest rate during the Year, despite increased draws under the ABL Facility.

## Income Tax

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Current tax expense	1.4	0.9	56%	2.6	1.1	136%
Deferred tax expense	4.2	5.4	(22)%	11.6	10.4	12%
<b>Total tax expense</b>	<b>5.6</b>	<b>6.3</b>	<b>(11)%</b>	<b>14.2</b>	<b>11.5</b>	<b>23%</b>

### Q4 2025 vs Q4 2024

For the Quarter, Black Diamond recognized an income tax expense of \$5.6 million, a decrease of \$0.7 million from the Comparative Quarter which is primarily due to the return to provision adjustment in the Comparative Quarter, partially offset by the higher taxable income in the U.S. and Australia in the Quarter. This is also partially offset by the decrease in the blended U.S. statutory rate from 24.26% in 2024 to 23.42% in 2025, due to the apportionment of revenue and salaries across state jurisdictions. The tax provision has been calculated at the enacted tax rate of 24.67% in Canada, 23.42% in the U.S. and 30.00% in Australia.

### Year to Date 2025 vs 2024

For the Year, Black Diamond recognized an income tax expense of \$14.2 million, an increase of \$2.7 million from the Prior Year which is primarily due to the higher taxable income in the U.S. and Australia and changes in the timing of the reversal of temporary differences for the Year. This is partially offset by the decrease in the blended U.S. statutory rate from 24.26% in 2024 to 23.42% in 2025 due to the apportionment of revenue and salaries across state jurisdictions. The tax provision has been calculated at the enacted tax rate of 24.67% in Canada, 23.42% in the U.S. and 30.00% in Australia.

## Non-Controlling Interests

The non-controlling interests ("NCI") represent earnings attributable to the Fort Nelson First Nation's interest in the Black Diamond Dene Limited Partnership, the West Moberly First Nation's interest in the Black Diamond West Moberly Limited Partnership, the Beaver Lake Cree Nation's interest in the Black Diamond Nehiyawak Limited Partnership and the Whitecap Dakota First Nation's interest in Whitecap Black Diamond Limited Partnership (collectively, the "BDI Indigenous Partnerships").

On November 12, 2025, the Company acquired Royal Camp and its NCI. The NCI represents earnings attributable to the Bigstone Cree First Nation's interest in the Bigstone Cree Royal Camp Services Limited Partnership, the Burns Lake First Nation's interest in Burns Lake Summit Camp Services Ltd., the Blueberry River First Nation's interest in Blueberry River First Nation, the Chief Isaac First Nation's interest in Chief Isaac Summit Camp Services Ltd., the Moricetown Band First Nation's interest in the Kyah Summit Camp Services Limited Partnership, the Nak'Azdli First Nation's interest in the Nak'Azdli Summit Camp Services Limited Partnership, the Na-cho Nyak Dun First Nation's interest in Na-cho Nyak Dun Summit Camp Services Ltd. and the Primco Dene First Nation's interest in Primco Dene Royal Camp Services Limited Partnership (together with the BDI Indigenous Partnerships, the "Indigenous Partnerships").

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Non-controlling interests	1.6	0.5	220%	2.4	1.6	50%

### Q4 2025 vs Q4 2024

The NCI for the Quarter was \$1.6 million, up 220% or \$1.1 million from the Comparative Quarter primarily due to an increase in profit earned through the limited partnerships and the addition of limited partnerships due to the acquisition of Royal Camp.

### Year to Date 2025 vs 2024

The NCI for the Year was \$2.4 million, up 50% or \$0.8 million from the Prior Year primarily due to the addition of limited partnerships due to the acquisition of Royal Camp and an increase in profit earned through the limited partnerships.

## Profit

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Profit	7.6	9.3	(18)%	34.8	25.7	35%

### Q4 2025 vs Q4 2024

Profit for the Quarter was \$7.6 million, a decrease of 18% or \$1.7 million from the Comparative Quarter primarily due to an increase in administrative expenses, depreciation and amortization, and acquisition costs. This was partially offset by an increase in gross profit.

### Year to Date 2025 vs 2024

Profit for the Year was \$34.8 million, an increase of 35% or \$9.1 million from the Prior Year primarily due to an increase in gross profit and a gain on disposal of assets of \$9.2 million due to the recognition of insurance proceeds for assets that were destroyed by a wildfire in Northern British Columbia. This was partially offset by increases in administrative expenses, depreciation and amortization, acquisition costs and income tax expense.

## SEGMENTED REVIEW OF FINANCIAL PERFORMANCE

The Company's senior management evaluates segment performance based on a variety of financial measures including Return on Assets<sup>9</sup>, revenue, profit, operating expenses and Adjusted EBITDA<sup>9</sup>.

The following is a summary of the Company's segmented results for the three and twelve months ended December 31, 2025 and 2024, detailing revenue and Adjusted EBITDA<sup>9</sup> by each of the Company's business units.

### Segmented Revenue

Revenue presented by segment in the tables below exclude inter-segment revenue.

(\$ millions, except where noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025 \$	2024 \$	Change %	2025 \$	2024 \$	Change %
<b>Revenue</b>						
Modular Space Solutions	53.7	72.8	(26)%	223.8	224.0	—%
Workforce Solutions	90.3	59.9	51%	233.1	179.0	30%
<b>Total revenue</b>	<b>144.0</b>	<b>132.7</b>	<b>9%</b>	<b>456.9</b>	<b>403.0</b>	<b>13%</b>

### Segmented Adjusted EBITDA

Adjusted EBITDA<sup>9</sup> presented by segment in the tables below exclude inter-segment Adjusted EBITDA<sup>9</sup>.

(\$ millions, except where noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025 \$	2024 \$	Change %	2025 \$	2024 \$	Change %
<b>Adjusted EBITDA<sup>(9)</sup></b>						
Modular Space Solutions	20.4	25.2	(19)%	82.9	77.8	7%
Workforce Solutions	25.3	16.5	53%	67.4	58.1	16%
Corporate and Other	(6.8)	(4.5)	(51)%	(23.9)	(22.6)	(6)%
<b>Total Adjusted EBITDA<sup>(9)</sup></b>	<b>38.9</b>	<b>37.2</b>	<b>5%</b>	<b>126.4</b>	<b>113.3</b>	<b>12%</b>

<sup>9</sup>Adjusted EBITDA is a non-GAAP financial measure. Return on Assets is a non-GAAP ratio. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure and ratio.

# MODULAR SPACE SOLUTIONS

MSS has a network of branches in key geographic areas across North America where it provides modular buildings, either for rent, or as a permanent solution through custom sales or used fleet sales. Products include mobile office units, classroom facilities, large multi-unit office complexes, lavatories, storage units, high security modular buildings, health care facilities and custom manufactured modular facilities. MSS provides delivery, installation and dismantlement of these modules as support to the primary rental or sales of equipment.

MSS also provides ancillary products and services that are complementary to the modular buildings and provides customers with unique packaged solutions that enhances their productivity and allows for immediate use. These value-added products and services ("VAPS") include furniture rental, steps/ramps and landings, appliances, maintenance programs, utility services, disaster recovery programs, subleased equipment and more.

MSS customers operate in the construction, education, power and energy infrastructure, and government industries. As a result of this diversification across customer verticals and geographic end markets, MSS generates steady cash flows from its recurring rental revenue, supporting continued investment in fleet assets.

## Revenue

There are three revenue streams to which these assets contribute.

1. **Rental:** MSS provides assets to customers on a rental basis. Customers often renew units after the initial contract term expires on either a month-to-month or committed term basis. Rental often includes VAPS rental revenue when the ancillary equipment is owned by Black Diamond.
2. **Sales:** MSS complements its core, recurring rental revenue business with product sales. This sales activity is an extension of the asset rental business as many customers have long term or permanent projects where it may be more cost-effective to purchase rather than rent.

There are two categories of asset sales:

- Custom sales which involves the purchase of new units to customer specifications from our broad network of third-party manufacturers. Black Diamond will provide project management services including design work, procurement, installation, delivery and other associated services. We do not purchase new custom fleet units for resale unless we have already obtained a commitment from the customer.
  - Used fleet sales of non-utilized assets have been both a profitable and cost-effective method to dispose of less desirable assets to finance the replenishment or upgrade of the rental fleet while generating free cash flow.
3. **Non-rental:** Non-rental revenue is derived from a number of services that are typically associated with the rental or sale of the Company's modular space assets, including the delivery, installation, pickup, dismantling of assets and sublease of equipment. The Company provides these services to customers for an additional fee beyond the rental and sales costs. Also included are VAPS that are provided to our customers where we are performing a service or supplying equipment that is not owned by Black Diamond.

## Financial Highlights

Rental revenue for MSS is directly proportional to the number of rental fleet units, the utilization rate of the fleet and the realized unit rental rates. Rental rates will vary between projects and periods due to the size of the fleet unit types available, asset configuration, quantity, project location and contract duration.

Due to the diversity of the locations and customers that MSS contracts with, the recurring rental revenue in MSS is predictable and experiences consistently high margins. Non-rental and sales revenue, on the other hand, can fluctuate. The realized margins on non-rental and sales revenue are lower than margins for rental revenue due to the direct costs associated with non-rental revenue and building costs associated with sales revenue. As a result, changes in the mix between rental, non-rental and sales revenue, and the general variability in non-rental and sales revenue margins, can lead to fluctuations in Adjusted EBITDA as a % of Revenue<sup>10</sup> between periods.

Revenue by Stream (\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Rental revenue	27.0	25.9	4%	107.0	94.1	14%
Sales revenue	14.3	28.6	(50)%	56.4	64.6	(13)%
Non-rental revenue	12.4	18.3	(32)%	60.4	65.3	(8)%
Total revenue	53.7	72.8	(26)%	223.8	224.0	—%
Adjusted EBITDA <sup>(10)</sup>	20.4	25.2	(19)%	82.9	77.8	7%
Adjusted EBITDA as a % of Revenue <sup>(10)</sup>	38.0%	34.6%	340 bps	37.0%	34.7%	230 bps
Return on Assets <sup>(10)</sup>	17.6%	22.7%	(510) bps	18.3%	18.8%	(50) bps

**VAPS as a % of Rental Revenue** is a non-GAAP ratio which is calculated as VAPS revenue divided by rental revenue excluding VAPS revenue. A reconciliation to rental revenue, the most comparable GAAP financial measure, is provided below. Black Diamond uses this ratio as a measure of operating performance. Management believes this ratio is an important supplemental measure to appraise the growth of ancillary products and services in proportion to the growth of rental revenue.

Value Added Products & Services (\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Rental revenue	27.0	25.9	4%	107.0	94.1	14%
Less:						
VAPS revenue within rental revenue	1.8	1.4	29%	6.8	5.3	28%
Rental revenue excluding VAPS revenue	25.2	24.5	3%	100.2	88.8	13%
VAPS revenue	2.6	2.0	30%	9.7	7.9	23%
VAPS as a % of Rental Revenue <sup>(10)</sup>	10.3%	8.2%	210 bps	9.7%	8.9%	80 bps

<sup>10</sup>Adjusted EBITDA is a non-GAAP financial measure. Adjusted EBITDA as a % of Revenue, Return on Assets and VAPS as a % of Rental Revenue are non-GAAP ratios. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure and ratio.

Revenue by Geography (\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Canada	22.6	29.3	(23)%	89.4	89.2	—%
United States	31.1	43.5	(29)%	134.4	134.8	—%
Total revenue	53.7	72.8	(26)%	223.8	224.0	—%

## Q4 2025 vs Q4 2024

MSS total revenue for the Quarter was \$53.7 million, down 26% or \$19.1 million from the Comparative Quarter.

- **Rental revenue** during the Quarter was \$27.0 million, up 4% or \$1.1 million from the Comparative Quarter due to improved average rental rates and an increase in the number of units for rent in all regions due to organic growth capital expenditures.
- **Sales revenue** during the Quarter was \$14.3 million, down 50% or \$14.3 million from the Comparative Quarter due to a decrease in custom and used fleet sales. These sales can be variable from quarter to quarter depending on the number and timing of projects reaching completion in a given period.
- **Non-rental revenue** during the Quarter was \$12.4 million, down 32% or \$5.9 million from the Comparative Quarter primarily due to lower installation revenue from reduced project activity.

VAPS revenue within rental revenue during the Quarter was \$1.8 million, significantly up by 29% from the Comparative Quarter due to the deployment of additional rental units and higher VAPS per deployed unit.

Adjusted EBITDA<sup>11</sup> for the Quarter was \$20.4 million, down 19% or \$4.8 million from the Comparative Quarter due to decreased sales and non-rental revenue, partially offset by higher rental revenue.

Adjusted EBITDA as a % of Revenue<sup>11</sup> for the Quarter increased 340 basis points to 38.0% as compared to the Comparative Quarter. This increase was driven by lower sales and non-rental revenue, which typically have lower margin percentages.

Return on Assets<sup>11</sup> for the Quarter decreased 510 basis points to 17.6% as compared to the Comparative Quarter primarily due to lower contribution from sales and non-rental revenue.

<sup>11</sup>Adjusted EBITDA is a non-GAAP financial measure. Adjusted EBITDA as a % of Revenue and Return on Assets are non-GAAP ratios. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure and ratio.

## Year to Date 2025 vs 2024

MSS total revenue for the Year was \$223.8 million, relatively consistent with the Prior Year.

- **Rental revenue** for the Year was \$107.0 million, up 14% or \$12.9 million from the Prior Year due to improved average rental rates and an increase in the number of units for rent in all regions due to organic growth capital expenditures.
- **Sales revenue** for the Year was \$56.4 million, down 13% or \$8.2 million from the Prior Year primarily due to a decrease in custom sales in all regions, partially offset by an increase in used fleet sales in the U.S.
- **Non-rental revenue** for the Year was \$60.4 million, down 8% or \$4.9 million from the Prior Year primarily due to a decrease in installation revenue.

VAPS revenue within rental revenue for the Year was \$6.8 million, significantly up by 28% from the Prior Year due to the deployment of additional rental units and higher VAPS per deployed unit.

Adjusted EBITDA<sup>12</sup> for the Year was \$82.9 million, up 7% or \$5.1 million from the Prior Year primarily due to increased rental revenue and margins.

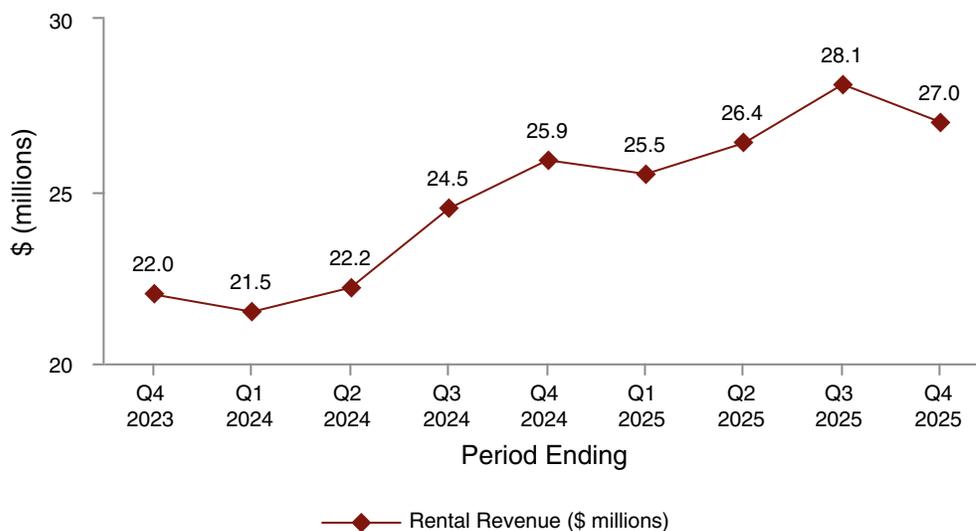
Adjusted EBITDA as a % of Revenue<sup>12</sup> for the Year increased 230 basis points to 37.0% as compared to the Prior Year. This increase was driven by higher rental revenue, which typically has a higher margin percentage, and a decrease in sales and non-rental revenue, which typically has a lower margin percentage.

Return on Assets<sup>12</sup> for the Year decreased 50 basis points to 18.3% as compared to the Prior Year due to lower sales and non-rental revenues and margins.

<sup>12</sup>Adjusted EBITDA is a non-GAAP financial measure. Adjusted EBITDA as a % of Revenue and Return on Assets are non-GAAP ratios. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure and ratio.

## Rental Revenue

Rental revenue continued to show positive quarter over comparative quarter growth. This is a continuation of the growth trend from quarter to comparative quarter that MSS has seen over the last two plus years. Rental revenue grew at an 11.0% compound annual growth rate from Q4 2023 to Q4 2025.



## Rental Term

Rental durations typically exceed the original rental contract due to rental renewals or customers going month-to-month. The average duration of the MSS lease portfolio was 52.4 months as at December 31, 2025, an increase of 1.0 month from 51.4 months as at December 31, 2024. This was driven by an increase in month-to-month contracts extending their term.

## Contracted Future Rental Revenue

Contracted future rental revenue for assets on rent is calculated as the total value of rental revenue yet to be recognized in the future related to performance obligations not yet satisfied as at the reporting period. Assets on rent is comprised of only assets that are on rent as at the reporting date.

Contracted future rental revenue for assets on rent as at December 31, 2025 was \$121.9 million, a decrease of \$6.8 million or 5% from \$128.7 million as at December 31, 2024. This is primarily driven by a decrease in the number of contracted assets on rent in the U.S. Contracted future rental revenue does not include rental contracts with a month-to-month term.

## Space Rental Assets and Average Utilization

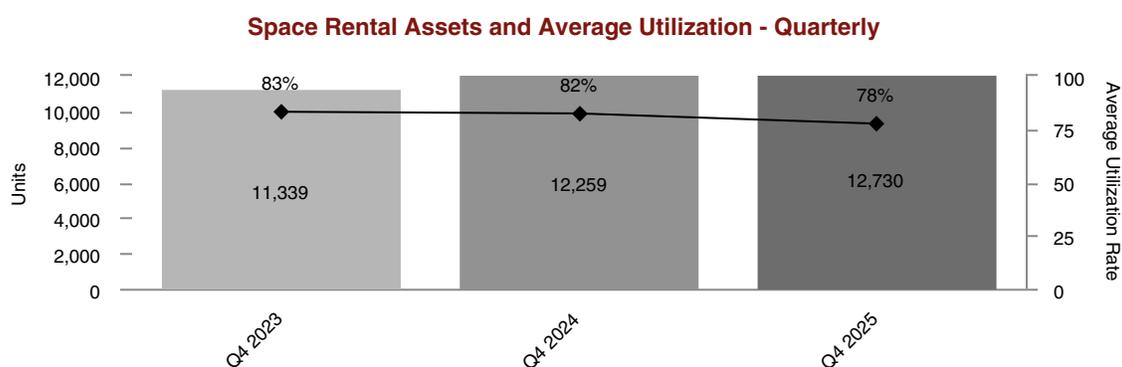
The MSS fleet consisted of 12,730 units as at December 31, 2025, which increased from 12,259 units as at December 31, 2024. This was due to the addition of 839 new units, partially offset by dispositions of 368 units primarily driven by organic capital expenditures and customer demand for used fleet sales.

## MSS Consolidated

MSS assets, utilization, and rates	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Property and equipment net book value (\$ millions) <sup>(1)</sup>	440.2	417.9	5%	440.2	417.9	5%
Modular space assets	12,730	12,259	4%	12,730	12,259	4%
Average utilization <sup>(2)</sup>	77.6%	82.4%	(480) bps	79.9%	81.3%	(140) bps
Average monthly rental rate per unit	\$900	\$873	3%	\$892	\$837	7%

(1) Net book value of property and equipment is influenced by changes in foreign exchange rates.

(2) Calculated as the net book value of fleet assets on rent, divided by the net book value of total fleet assets.



### Q4 2025 vs Q4 2024

Utilization for the Quarter was 77.6%, down 480 basis points when compared to the Comparative Quarter. Utilization remains at healthy consolidated levels across the platform relative to long term industry trends. Asset additions were focused selectively on highly utilized unit types in specific geographic markets that are typically pre-contracted on long term contracts.

The average monthly rental rate per unit has increased as compared to the Comparative Quarter by 3%, due to higher rates across all regions as assets on expiring long term contracts continue to renew at the higher rates. On a constant currency basis, the average monthly rental rate per unit increased by 3% as compared to the Comparative Quarter.

### Year to Date 2025 vs 2024

Utilization for the Year was 79.9%, down 140 basis points when compared to the Prior Year. Utilization remains at healthy consolidated levels across the platform relative to long term industry trends. Asset additions were focused selectively on highly utilized unit types in specific geographic markets that are typically pre-contracted on long term contracts.

The average monthly rental rate per unit has increased as compared to the Prior Year by 7% due to higher rates across all regions as assets on expiring long term contracts continue to renew at the higher rates. On a constant currency basis, the average monthly rental rate per unit increased by 5% as compared to the Prior Year.

# WORKFORCE SOLUTIONS

WFS owns a large rental fleet of modular accommodation assets of various types and offers a full range of catering and hospitality services both in concert with and independent of the provision of modular accommodation facilities operating in Canada, the U.S. and Australia. Its primary service offerings are asset rental, catering and hospitality services and travel management logistics. To support the core rental business, WFS also offers associated services such as installation, transportation and dismantling, and the sale of new and used fleet assets.

The assets included in WFS are modular accommodation structures that are assembled into large scale camps in a variety of dormitory configurations with kitchen/diner complexes, recreation facilities and single-unit or multi-unit complexes. These assets are often necessary for operations related to power and energy infrastructure, oil and gas, government, disaster relief, social housing, mining, construction, education and other industries. These assets can also be configured as open lodges which generate revenue based on occupancy. These accommodations typically house workforces in remote locations where local accommodation infrastructure is either insufficient or non-existent.

Within WFS, is LodgeLink, which operates through a proprietary software platform, offering sophisticated solutions for workforce travel and logistics across North America, Australia and the Asia-Pacific region, enabling customers to efficiently manage the full travel cycle through a rapidly growing network of hotels, remote lodges and travel partners. The platform applies technology to remove inefficiency from the travel management process for work crews saving corporate customers time and money managing complicated travel itineraries through consolidated invoicing, virtual payment processing and powerful reporting. LodgeLink solves the unique challenges associated with workforce crew travel and is complemented by Spencer Group of Companies' high-touch boutique corporate travel management service.

## Revenue

There are four revenue streams to which these assets contribute.

1. **Rental:** WFS provides assets to customers on a rental basis. Rental contracts can be multi-year or month-to-month. A small proportion of WFS accommodation or surface rental assets may also be billed based on daily rates. Rental revenue is viewed by management as a core revenue stream and generates a proportionately higher margin than other revenue streams.
2. **Sales:** WFS sells used and custom workforce accommodations, wellsite accommodations and surface equipment assets.
3. **Non-Rental:** WFS provides complete installation, delivery, maintenance services, catering services and subleased equipment. Installation and delivery of assets is typically associated with rental contracts or sales of new and used fleet, contracted on a lump sum basis. Catering contracts where third-parties are providing services or sublease contracts can also be associated with a rental contract of accommodations assets and are included in non-rental revenue. Also included is revenue earned on room nights sold at third-party lodges and hotels through LodgeLink. Non-rental margins are variable in nature and non-rental revenue is an auxiliary service to the rental revenue stream. Non-rental activity typically reduces once assets are installed and on rent.
4. **Lodge Services:** WFS generates revenue from the provision of full turnkey lodge services to our customers. Lodge services revenue is earned both at the Company's open lodges and at turnkey sites where the Company is providing accommodation assets and additional management or self-performed catering services. Lodge services revenue is typically earned on a day rate or days occupied basis.

## Financial Highlights

The following is a summary of the key metrics used by management to assess performance. Revenue, Adjusted EBITDA<sup>13</sup>, Adjusted EBITDA as a % of Revenue<sup>13</sup> and Return on Assets<sup>13</sup> are key financial measures used by management which fluctuate in proportion to utilization, occupancy and rates.

Revenue by Stream (\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Rental revenue	17.5	12.6	39%	55.2	52.7	5%
Sales revenue	23.8	24.6	(3)%	46.5	40.7	14%
Non-rental revenue	28.0	12.6	122%	78.0	51.3	52%
Lodge services revenue	21.0	10.1	108%	53.4	34.3	56%
<b>Total revenue</b>	<b>90.3</b>	<b>59.9</b>	<b>51%</b>	<b>233.1</b>	<b>179.0</b>	<b>30%</b>

Revenue by Geography (\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Canada	71.8	43.4	65%	166.3	126.6	31%
United States	8.2	5.9	39%	25.6	21.2	21%
Australia	10.3	10.6	(3)%	41.2	31.2	32%
<b>Total revenue</b>	<b>90.3</b>	<b>59.9</b>	<b>51%</b>	<b>233.1</b>	<b>179.0</b>	<b>30%</b>

Adjusted EBITDA and Return on Assets (\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Adjusted EBITDA <sup>(13)</sup>	25.3	16.5	53%	67.4	58.1	16%
Adjusted EBITDA as a % of Revenue <sup>(13)</sup>	28.0%	27.5%	50 bps	28.9%	32.5%	(360) bps
Return on Assets <sup>(13)</sup>	37.4%	43.3%	(590) bps	39.0%	38.3%	70 bps

### Q4 2025 vs Q4 2024

WFS total revenue for the Quarter was \$90.3 million, up 51% or \$30.4 million from the Comparative Quarter.

- **Rental revenue** during the Quarter was \$17.5 million, up 39% or \$4.9 million from the Comparative Quarter, driven by the addition of Royal Camp, early contract-termination revenue in the U.S. and modest growth in Canada and Australia.
- **Sales revenue** during the Quarter was \$23.8 million, down 3% or \$0.8 million from the Comparative Quarter due to lower custom sales in Australia and the U.S., partially offset by higher custom sales in Canada. Sales volumes can be variable from quarter to quarter, and while management expects custom sales to be generally range-bound on an annual basis, these volumes can fluctuate when viewed over a shorter term time horizon.

<sup>13</sup>Adjusted EBITDA is a non-GAAP financial measure. Adjusted EBITDA as a % of Revenue and Return on Assets are non-GAAP ratios. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure and ratio.

- **Non-rental revenue** during the Quarter was \$28.0 million, up 122% or \$15.4 million from the Comparative Quarter due to an increase in non-rental revenue in Canada, as well as additional contribution from Royal Camp.
- **Lodge services revenue** during the Quarter was \$21.0 million, up 108% or \$10.9 million from the Comparative Quarter primarily due to contribution from Royal Camp.

Adjusted EBITDA<sup>14</sup> for the Quarter was \$25.3 million, up 53% or \$8.8 million from the Comparative Quarter primarily due to higher contribution from rental and non-rental revenue.

Adjusted EBITDA as a % of Revenue<sup>14</sup> for the Quarter of 28.0% was relatively consistent with the Comparative Quarter.

Return on Assets<sup>14</sup> for the Quarter decreased 590 basis points to 37.4% as compared to the Comparative Quarter. While Return on Assets<sup>14</sup> remains strong, the decline from the Comparative Quarter is driven by the inclusion of property and equipment and the related intangibles of the Company's recent acquisition of Royal Camp at fair market value as compared to the Company's existing WFS assets which are carried at depreciated values.

## Year to Date 2025 vs 2024

WFS total revenue for the Year was \$233.1 million, up 30% or \$54.1 million from the Prior Year.

- **Rental revenue** during the Year was \$55.2 million, up 5% or \$2.5 million from the Prior Year primarily due to contribution from Royal Camp, early contract-termination revenue in the U.S. and improving utilization in Australia. This was partially offset by lower contribution from Canada.
- **Sales revenue** during the Year was \$46.5 million, up 14% or \$5.8 million from the Prior Year due to higher custom sales in all regions and used fleet sales in Australia, partially offset by lower used fleet sales in Canada and the U.S.
- **Non-rental revenue** during the Year was \$78.0 million, up 52% or \$26.7 million from the Prior Year due to healthy growth in all regions, primarily driven in Canada where non-rental revenue was driven by not only typical installation, dismantle and transportation but also maintenance, catering and sublease activities.
- **Lodge services revenue** during the Year was \$53.4 million, up 56% or \$19.1 million from the Prior Year due to contribution from Royal Camp and higher rates and occupancy in Canada.

Adjusted EBITDA<sup>14</sup> for the Year was \$67.4 million, up 16% or \$9.3 million from the Prior Year due to increases in all revenue streams, partially offset by higher administrative expenses.

Adjusted EBITDA as a % of Revenue<sup>14</sup> for the Year decreased 360 basis points to 28.9% as compared to the Prior Year due to lower non-rental margin and higher administrative expenses driven by an increase in personnel costs in Canada as a result of the acquisition of Royal Camp.

Return on Assets<sup>14</sup> for the Year of 39.0% was relatively consistent with the Prior Year.

<sup>14</sup>Adjusted EBITDA is a non-GAAP financial measure. Adjusted EBITDA as a % of Revenue and Return on Assets are non-GAAP ratios. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure and ratio.

## Contracted Future Rental Revenue

Contracted future rental revenue from contracts in place is calculated as the total value of rental revenue yet to be recognized in the future related to performance obligations not yet satisfied as at the reporting period. The commencement date of the contracts in place includes both contracts that commenced before the reporting period or in some instances contracts signed but which will commence in future reporting periods.

As at December 31, 2025, contracted future rental revenue from contracts in place was \$27.4 million, a decrease of 11% or \$3.3 million from the Prior Year. The vast majority of rental contracts signed by WFS have a contracted term and are typically extended past their respective expiry date, usually on a month-to-month basis. Contracted future rental revenue from contracts in place does not include rental contracts with a month-to-month term.

## Workforce Solutions Fleet and Average Utilization

The following are key metrics used to measure and report on the performance of WFS fleet assets. Average asset utilization is calculated by dividing the net book value of fleet assets on rent and assets deployed at open lodges by the total net book value of total fleet assets. Fleet assets used to generate lodge services revenue at open lodges are shown as utilized.

Average Asset Utilization by Geography <sup>(1)</sup>	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Canada <sup>(2)</sup>	52.3%	50.7%	160 bps	52.4%	51.7%	70 bps
United States	49.5%	75.9%	(2,640) bps	69.9%	79.2%	(930) bps
Australia	70.2%	67.3%	290 bps	69.4%	74.0%	(460) bps
Consolidated WFS average asset utilization	54.6%	60.6%	(600) bps	56.8%	63.1%	(630) bps

(1) Calculated as the net book value of fleet assets on rent divided by the net book value of total fleet assets for the region.

(2) In Canada, approximately 66% of the fleet operates as rental, while the remaining 34% are configured as open lodges.

Fleet Count (Units) by Geography	As at December 31,		
	2025	2024	Change
Canada	5,404	3,750	44%
United States	531	522	2%
Australia	1,573	1,537	2%
Total Fleet Count	7,508	5,809	29%

Consolidated Room Count by Geography	As at December 31,		
	2025	2024	Change
Canada	11,875	5,880	102%
United States	1,024	995	3%
Australia	621	741	(16)%
Total Room Count	13,520	7,616	78%

Net Book Value by Geography (\$ millions)	As at December 31,		
	2025	2024	Change
Canada	222.3	70.8	214%
United States	33.4	36.0	(7)%
Australia	45.3	35.6	27%
	301.0	142.4	111%

## LodgeLink

LodgeLink net revenue is generated from the margin per room booked and rebates earned on the payment transaction with accommodation and travel suppliers. When the room is booked in a third-party hotel or lodge the revenue is categorized as non-rental revenue and revenue from bookings at Black Diamond owned lodges is categorized as lodge services revenue. A "Travel Segment" is a single, sellable unit of inventory that occupies a line item in a travel itinerary, such as room nights, flights and car rentals.

	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Total Trade Value (\$ millions) <sup>(15)</sup>	32.0	21.7	47%	114.9	94.8	21%
Net revenue (\$ millions)	3.9	2.5	56%	14.2	11.4	25%
Net Revenue Margin <sup>(15)</sup>	12.2%	11.5%	70 bps	12.4%	12.0%	40 bps
Total Travel Segments	151,047	137,827	10%	605,718	559,956	8%

### Q4 2025 vs Q4 2024

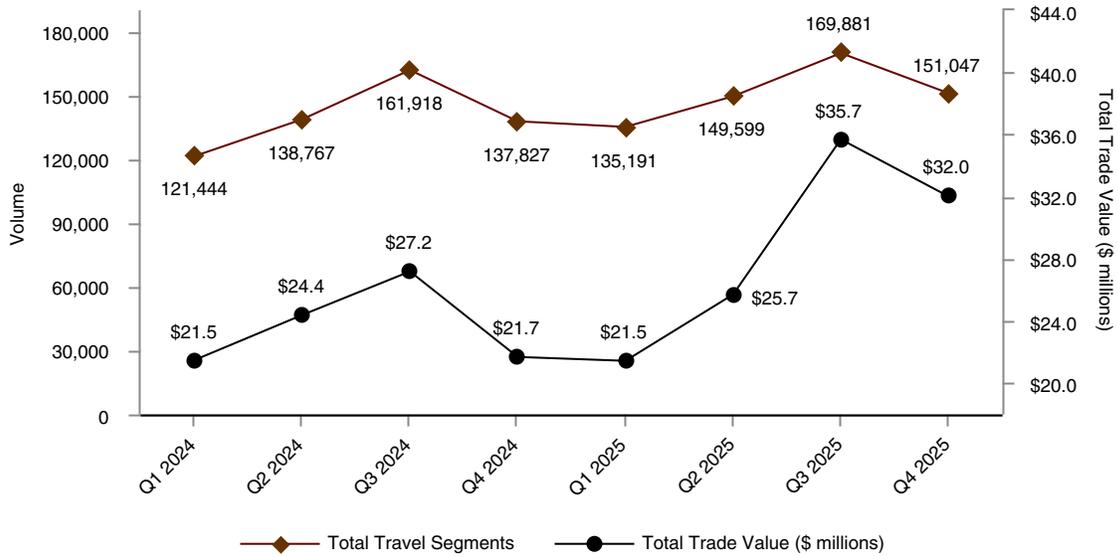
Total Travel Segments sold in the Quarter was 151,047, an increase of 10% from the Comparative Quarter. Total Trade Value<sup>15</sup> for the Quarter increased by 47%, from the Comparative Quarter due to the recent acquisition of Spencer Group of Companies. Net revenue during the Quarter was \$3.9 million, up 56%, or \$1.4 million from the Comparative Quarter due to customer and revenue mix and the acquisition of Spencer Group of Companies. Net Revenue Margin<sup>15</sup> of 12.2% for the Quarter increased by 70 basis points compared to the Comparative Quarter due to the revenue mix.

### Year to Date 2025 vs 2024

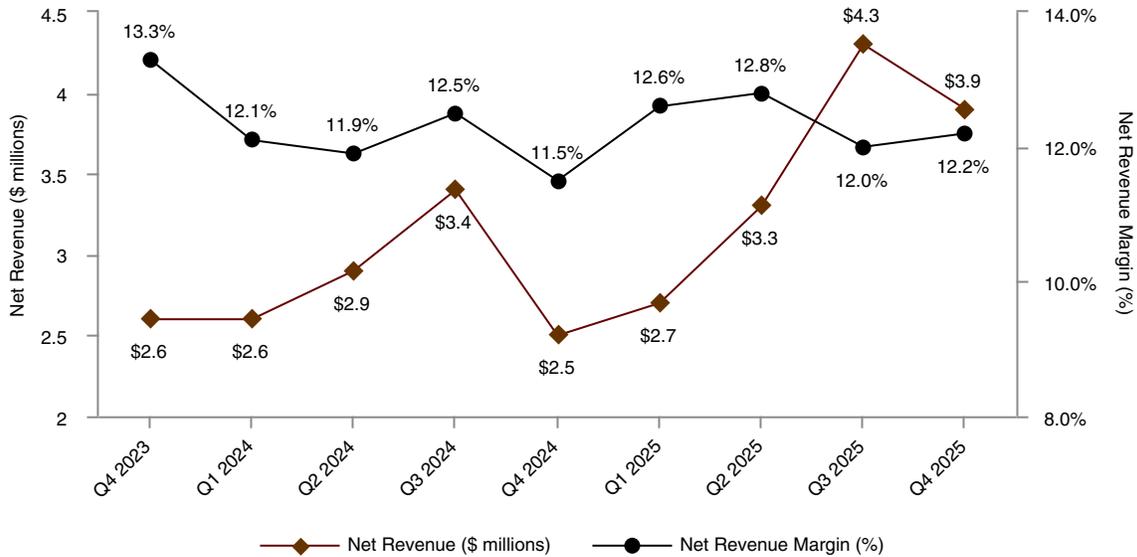
Net revenue for the Year was \$14.2 million, up 25%, or \$2.8 million from the Prior Year, resulting from an increase in Total Travel Segments sold of 605,718, which increased by 8%. Total Trade Value<sup>15</sup> increased by 21%, from the Prior Year, due to the increase in Total Travel Segments sold and the recent acquisition of Spencer Group of Companies. Net Revenue Margin<sup>15</sup> of 12.4% increased by 40 basis points compared to the Prior Year due to an increase in Total Travel Segments and the average rate per travel segment.

<sup>15</sup>Total Trade Value is a non-GAAP financial measure. Net Revenue Margin is a non-GAAP ratio. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure and ratio.

### Booking Volumes



### Net Revenue and Net Revenue Margin



<sup>16</sup>Total Trade Value is a non-GAAP financial measure. Net Revenue Margin is a non-GAAP ratio. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP ratio.

## CORPORATE AND OTHER

The Corporate and Other business unit includes costs related to administrative activities that support all business units. The administrative support functions include activities of the executive office, finance, human resources, health and safety, legal, annual profit incentives for the Company, insurance, software licensing and information technology. Included in the Corporate and Other business unit is non-material revenue that is not significant enough to report on its own.

### Financial Highlights

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Property and equipment net book value	26.1	16.1	62%	26.1	16.1	62%
Adjusted EBITDA <sup>(17)</sup>	(6.8)	(4.5)	(51)%	(23.9)	(22.6)	(6)%

#### Q4 2025 vs Q4 2024

Property and equipment net book value at the end of the Quarter was \$26.1 million, an increase of 62% or \$10.0 million from the end of the Comparative Quarter, primarily due to the purchase of land for use in the Company's operations.

Adjusted EBITDA<sup>17</sup> for the Quarter was negative \$6.8 million, a decrease of 51% or \$2.3 million compared to negative \$4.5 million in the Comparative Quarter, primarily due to higher personnel expenses in the Quarter as a result of higher estimated profit incentives.

#### Year to Date 2025 vs 2024

Property and equipment net book value at the end of the Year was \$26.1 million, an increase of 62% or \$10.0 million from the end of the Prior Year, primarily due to the purchase of land in the Year.

Adjusted EBITDA<sup>17</sup> for the Year was negative \$23.9 million, a decrease of 6% or \$1.3 million compared to negative \$22.6 million in the Prior Year primarily due to higher personnel expenses as a result of higher estimated annual profit incentives.

<sup>17</sup>Adjusted EBITDA is a non-GAAP financial measure. Refer to the "Non-GAAP Financial Measures", "Financial Review - Capital Plan" and "Modular Space Solutions - Financial Highlights" sections of this MD&A for more information on each non-GAAP financial measure.

# LIQUIDITY AND CAPITAL RESOURCES

## Cash Requirements

### Capital Expenditures

Black Diamond's capital expenditures relate primarily to:

- MSS - space rental structures and ancillary equipment;
- WFS - workforce accommodation structures, ancillary equipment, surface rental equipment, space rental structures in Australia and LodgeLink development costs; and
- Corporate and Other - land, leasehold improvements, computers, furniture and service-related equipment.

For the Quarter, Black Diamond expended \$35.7 million (Comparative Quarter – \$14.7 million) on additions to property and equipment and intangible assets. The expenditures on additions are set out in the table below.

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change %	2025	2024	Change %
Modular Space Solutions	13.4	8.5	58%	63.1	86.7	(27)%
Workforce Solutions	12.9	6.0	115%	29.9	21.6	38%
Corporate and Other	9.4	0.2	4,600%	12.0	0.9	1,233%
<b>Total capital expenditures<sup>(1)</sup></b>	<b>35.7</b>	<b>14.7</b>	<b>143%</b>	<b>105.0</b>	<b>109.2</b>	<b>(4)%</b>

(1) Excludes business acquisitions.

## Sources and Uses of Cash

Cash flows from operating, investing and financing activities, as reflected in the consolidated statement of cash flows, are summarized in the following table:

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change %	2025	2024	Change %
Cash from operating activities	46.1	30.2	53%	130.9	111.4	18%
Cash used in investing activities	(171.2)	(14.6)	1,073%	(240.1)	(112.3)	114%
Cash (used in) from financing activities	140.3	(17.2)	(916)%	121.0	7.5	1,513%
<b>Total cash (decrease) increase</b>	<b>15.2</b>	<b>(1.6)</b>	<b>1,050%</b>	<b>11.8</b>	<b>6.6</b>	<b>79%</b>

Liquidity needs can be met through a variety of sources, depending on specific circumstances, including: available cash, cash generated from operations, draw downs under the ABL Facility and the issuance of new equity or debt. Black Diamond's primary use of funds are operational expenses, sustaining and opportunity capital spending, interest, taxes, dividends and distributions and principal debt repayments.

Cash from operating activities was \$15.9 million higher in the Quarter than in the Comparative Quarter primarily due to a reduction of non-cash working capital, partially offset by lower used fleet sales and a decrease in profit in the Quarter.

Cash used in investing activities was \$156.6 million higher in the Quarter than in the Comparative Quarter primarily due to the acquisition of Royal Camp, as well as increased capital expenditures in the Quarter, partially offset by proceeds received from the disposal of assets as a result of a wildfire.

Cash from financing activities was \$157.5 million higher in the Quarter than in the Comparative Quarter primarily due to increased net advances of long-term debt.

## Working Capital

The following table presents summarized working capital information:

(\$ millions, except as noted)	December 31, 2025	December 31, 2024	Change \$	Change %
Current assets	141.2	108.6	32.6	30%
Current liabilities	99.6	83.4	16.2	19%
Working capital <sup>(1)</sup>	41.6	25.2	16.4	65%

(1) Working capital, a supplementary financial measure, is calculated as current assets minus current liabilities.

The increase in current assets of \$32.6 million from December 31, 2024 was due to an increase in accounts receivable of \$21.6 million, an increase in cash and cash equivalents of \$11.4 million and a decrease in prepaid expenses and other current assets of \$0.4 million.

The increase in current liabilities of \$16.2 million from December 31, 2024 was primarily due to an increase in accounts payable and accrued liabilities of \$19.8 million, partially offset by a decrease in deferred revenue of \$2.3 million and a decrease in lease liabilities of \$1.3 million.

## Contractual Obligations and Other Commitments

As at December 31, 2025, Black Diamond had capital expenditure commitments in the amount of \$28.0 million. Additionally, Black Diamond has a commitment of \$43.5 million related to the Company's office, equipment and yard leases, which have varying terms over the next six years. It is management's intention to meet the funding requirements for these commitments through internally generated cash flow.

## Principal Debt Instruments

Effective February 20, 2025, the Company reached an agreement with its lenders to extend and amend the ABL Facility, increasing the maximum revolving line from \$325.0 million to \$425.0 million while also providing advance rates against categories of rental assets that were previously excluded from the borrowing base. The maturity date was extended to February 20, 2030 and all other material terms remained the same. The ABL Facility has an uncommitted accordion of \$75.0 million.

The amount available for borrowing at any given time under the ABL Facility is based on 85 - 90% of the Net Orderly Liquidation Value (as defined in the ABL Facility) of eligible rental fleet and qualified receivables plus certain other qualifying assets, less specified reserves, up to a maximum of \$425.0 million.

In addition, the Company has bank term loans that have fixed interest rates ranging from 3.36% - 3.79%. These loans mature between June 2026 and December 2026, and are secured by specific equipment.

For the Quarter, the average interest rate on outstanding debt was 4.35% (Comparative Quarter - 5.36%). For the Year, the average interest rate on outstanding debt was 4.59% (Prior Year - 5.96%).

The Company uses debt to finance its business activities. Management believes that Black Diamond has the liquidity, barring any unforeseen circumstances, to continue to operate through the foreseeable future and pursue its planned business objectives.

Management believes that the ongoing management of cash generated from operations will be sufficient to allow it to meet ongoing requirements for working capital, repayment of the ABL Facility, maintenance costs, administrative expenses and interest costs. Black Diamond's cash generated from operations will be dependent upon future financial performance, which in turn will be subject to financial, business and other risk factors, including factors beyond Black Diamond's control. Management also believes that, dependent on capital market conditions, Black Diamond has room under its existing credit facilities and believes it has the ability to raise equity if required.

The Company is committed to maintaining a strong balance sheet and flexible capital structure.

The Company has entered into interest rate swap agreements, which are recognized as risk management assets or liabilities, with the ABL Facility lending syndicate for an aggregate of \$80.0 million, with termination dates between October 29, 2026 and August 29, 2029. As at December 31, 2025, the total value of the risk management liabilities were \$0.2 million (December 31, 2024 - \$0.1 million risk management assets).

## Debt Covenants

In accordance with the terms of the ABL Facility, the Company is required to maintain a Fixed Charge Coverage Ratio ("FCCR") of 1.1 to 1; however, this covenant is only tested in certain instances, principally when draws under the ABL Facility exceed 95% of the maximum revolving line of \$425.0 million. As at December 31, 2025, the Company's draws under the ABL Facility were \$50.2 million below the threshold that would trigger the springing FCCR covenant which does not include the additional liquidity represented by the \$24.7 million of cash and cash equivalents. Therefore the FCCR covenant was not applicable. Draws under the ABL Facility are limited to the lesser of the borrowing base and the authorization limit of \$425.0 million.

As at December 31, 2025, Black Diamond was in compliance with all debt covenants.

## Share Capital

As at December 31, 2025, Black Diamond had 67.8 million (December 31, 2024 - 61.2 million) Common Shares outstanding, net of 0.9 million (December 31, 2024 - 1.0 million) held in trust to settle equity-based compensation plans. In addition, as at December 31, 2025, Black Diamond had 4.5 million (December 31, 2024 - 3.2 million) Common Shares reserved for issuance pursuant to the exercise of options and restricted share units which have been granted pursuant to Black Diamond's share option plan and restricted and performance incentive award plan.

On July 16, 2025, the Company completed a bought deal equity financing arrangement with a syndicate of underwriters for the issuance of approximately 4.7 million Common Shares of the Company, including over-allotment, at a price of \$9.10 per Common Share for gross proceeds to the Company of \$42.4 million and net proceeds of \$40.5 million.

The following table summarizes Black Diamond's equity capitalization as at February 26, 2026 (in thousands):

Common Shares (net of shares held in trust)	67,803
Common Shares (held in trust)	912
Stock options	4,161
Restricted and performance share units	309

## Off-Balance Sheet Arrangements

The Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, a material current or future effect on the Company's financial condition, revenue or expenses, results of operations, liquidity or capital expenses.

## Contractual Obligations

The following table summarizes Black Diamond's total contractual obligations as at December 31, 2025:

(\$ millions, except as noted)	Payments due by period			
	Total	Less than 1 year	1 - 5 years	After 5 years
Accounts payable and accrued liabilities	62.2	62.2	—	—
Long-term debt	352.7	0.9	351.8	—
Lease obligations, undiscounted	33.9	9.5	22.9	1.5
Commitments	9.6	2.3	6.0	1.3
Capital commitments	28.0	28.0	—	—
<b>Total contractual obligations</b>	<b>486.4</b>	<b>102.9</b>	<b>380.7</b>	<b>2.8</b>

## FINANCIAL INSTRUMENTS

All of Black Diamond's financial instruments as at December 31, 2025 relate to standard working capital accounts, credit facility items and risk management contracts.

Black Diamond is subject to both cash flow and interest rate risk on its long-term debt facilities. The required cash flow to service the Company's long-term debt facilities will fluctuate as a result of changes in market rates.

## NON-GAAP FINANCIAL MEASURES

Black Diamond's consolidated financial statements have been prepared in accordance with IFRS. Non-GAAP financial measures are used to assist investors in understanding Black Diamond's operating results that may not be evident when relying solely on the GAAP financial measures. Black Diamond believes securities analysts, investors and other interested parties frequently use non-GAAP financial measures in the evaluation of the Company's results. Black Diamond uses non-GAAP financial measures to evaluate operating results from period to period, as internal reporting key performance indicators, and to determine elements of management compensation. Non-GAAP financial measures do not have any standardized meaning prescribed by IFRS and are therefore unlikely to be comparable to similar measures presented by other issuers for these non-GAAP financial measures. These non-GAAP financial measures include Adjusted EBITDA, Adjusted EBIT, Adjusted EBITDA as a % of Revenue, Net Debt, Net Debt to TTM Adjusted Leverage EBITDA, Funds from Operations, Free Cashflow, Gross Profit Margin, Return on Assets, VAPS as a % of Rental Revenue, Total Trade Value, Net Revenue Margin and Net Capital Expenditures.

**Adjusted EBITDA** is not a measure recognized under IFRS and does not have a standardized meaning prescribed by IFRS. Adjusted EBITDA refers to consolidated earnings before finance costs, tax expense, depreciation and amortization, accretion, foreign exchange, share-based compensation, non-controlling interests, write-down of property and equipment, impairment, gain on disposal of assets and non-recurring costs.

Black Diamond uses Adjusted EBITDA primarily as a measure of operating performance. Management believes that operating performance, as determined by Adjusted EBITDA, is meaningful because it

presents the performance of the Company's operations on a basis which excludes the impact of certain non-cash items as well as how the operations have been financed. In addition, management presents Adjusted EBITDA because it considers it to be an important supplemental measure of the Company's performance and believes this measure is frequently used by securities analysts, investors and other interested parties in the evaluation of companies in industries with similar capital structures.

Adjusted EBITDA has limitations as an analytical tool, and readers should not consider this item in isolation, or as a substitute for an analysis of the Company's results as reported under IFRS. Some of the limitations of Adjusted EBITDA are:

- Adjusted EBITDA excludes certain income tax payments and recoveries that may represent a reduction or increase in cash available to the Company;
- Adjusted EBITDA does not reflect the Company's cash expenditures, or future requirements, for capital expenditures or contractual commitments;
- Adjusted EBITDA does not reflect changes in, or cash requirements for, the Company's working capital needs;
- Adjusted EBITDA does not reflect the significant interest expense, or the cash requirements necessary to service interest payments on the Company's debt;
- Depreciation and amortization are non-cash charges, thus the assets being depreciated and amortized will often have to be replaced in the future and Adjusted EBITDA does not reflect any cash requirements for such replacements; and
- Other companies in the industry may calculate Adjusted EBITDA differently than the Company does, limiting its usefulness as a comparative measure.

Because of these limitations, Adjusted EBITDA should not be considered as a measure of discretionary cash available to invest in the growth of the Company's business. The Company compensates for these limitations by relying primarily on the Company's IFRS results and using Adjusted EBITDA only on a supplementary basis. A reconciliation to profit, the most comparable GAAP financial measure, is provided below.

**Adjusted EBIT** is Adjusted EBITDA less depreciation and amortization. Black Diamond uses Adjusted EBIT primarily as a measure of operating performance. Management believes that Adjusted EBIT is a useful measure for investors when analyzing ongoing operating trends. There can be no assurances that additional special items will not occur in future periods, nor that the Company's definition of Adjusted EBIT is consistent with that of other companies. As such, management believes that it is appropriate to consider both profit determined on a GAAP basis as well as Adjusted EBIT. A reconciliation to profit, the most comparable GAAP financial measure, is provided below.

**Adjusted EBITDA as a % of Revenue** is calculated by dividing Adjusted EBITDA by total revenue for the period. Black Diamond uses Adjusted EBITDA as a % of Revenue primarily as a measure of operating performance. Management believes this ratio is an important supplemental measure of the Company's performance and believes this measure is frequently used by securities analysts, investors and other interested parties in the evaluation of companies in industries with similar capital structures.

**Return on Assets** is calculated as annualized Adjusted EBITDA divided by average net book value of property and equipment and intangible assets. Annualized Adjusted EBITDA is calculated by multiplying Adjusted EBITDA for the Quarter and Comparative Quarter by an annualized multiplier. Management believes that Return on Assets is a useful financial measure for investors in evaluating operating performance for the periods presented. When read in conjunction with the Company's profit and property and equipment, two GAAP financial measures, this non-GAAP ratio provides investors with a useful tool to evaluate Black Diamond's ongoing operations and management of assets from period-to-period.

## Reconciliation of Consolidated Profit to Adjusted EBITDA, Adjusted EBIT, Adjusted EBITDA as a % of Revenue and Return on Assets:

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change %	2025	2024	Change %
Profit	7.6	9.3	(18)%	34.8	25.7	35%
Add:						
Depreciation and amortization	15.8	14.6	8%	52.6	49.0	7%
Finance costs	4.0	3.8	5%	14.6	15.3	(5)%
Share-based compensation	2.1	1.3	62%	7.5	5.6	34%
Non-controlling interests	1.6	0.5	220%	2.4	1.6	50%
Current income taxes	1.4	0.9	56%	2.6	1.1	136%
Deferred income taxes	4.2	5.4	(22)%	11.6	10.4	12%
Non-recurring costs						
ERP implementation and related costs <sup>(1)</sup>	1.4	1.4	—%	6.6	4.0	65%
Acquisition costs	1.2	—	100%	2.9	0.6	383%
Gain on disposal of assets	(0.4)	—	(100)%	(9.2)	—	(100)%
Adjusted EBITDA	38.9	37.2	5%	126.4	113.3	12%
Less:						
Depreciation and amortization	15.8	14.6	8%	52.6	49.0	7%
Adjusted EBIT	23.1	22.6	2%	73.8	64.3	15%
Total revenue	144.0	132.7	9%	456.9	403.0	13%
Adjusted EBITDA as a % of Revenue	27.0%	28.0%	(100) bps	27.7%	28.1%	(40) bps
Annualized multiplier	4	4		1	1	
Annualized adjusted EBITDA	155.6	148.8	5%	126.4	113.3	12%
Average net book value of property and equipment	739.3	590.5	25%	653.4	562.6	16%
Return on Assets	21.0%	25.2%	(420) bps	18.8%	20.1%	(130) bps

(1) This relates to the costs incurred for implementation of a new ERP system and are included in administrative expenses; the first phase of the implementation went live on May 1, 2024 and the second phase commenced on October 1, 2024.

## Reconciliation of Consolidated Profit to Adjusted EBITDA, Net Debt and Net Debt to TTM Adjusted Leverage EBITDA:

**Net Debt to TTM Adjusted Leverage EBITDA** is a non-GAAP ratio which is calculated as Net Debt divided by TTM Adjusted Leverage EBITDA. **Net Debt**, a non-GAAP financial measure, is calculated as long-term debt minus cash and cash equivalents. A reconciliation to long-term debt, the most comparable GAAP financial measure, is provided below. Net Debt and Net Debt to TTM Adjusted Leverage EBITDA removes cash and cash equivalents from the Company's debt balance. Black Diamond uses this ratio primarily as a measure of operating performance. Management believes this ratio is an important supplemental measure of the Company's performance and believes this measure is frequently used by securities analysts, investors and other interested parties in the evaluation of companies in industries with similar capital structures. Management believes including the additional information in this calculation helps provide information on the impact of trailing operations from business combinations on the Company's leverage position.

(\$ millions, except as noted)	2025	2025	2025	2025	2024	2024	2024	2024	Change
	Q4	Q3	Q2	Q1	Q4	Q3	Q2	Q1	
Profit	7.6	12.2	9.2	5.8	9.3	7.4	7.5	1.5	
Add:									
Depreciation and amortization	15.8	12.4	12.0	12.4	14.6	12.6	11.1	10.7	
Finance costs	4.0	3.2	3.6	3.8	3.8	4.3	3.4	3.8	
Share-based compensation	2.1	2.3	1.9	1.2	1.3	1.2	1.6	1.5	
Non-controlling interests	1.6	0.2	0.3	0.4	0.5	0.4	0.4	0.3	
Current income taxes	1.4	0.4	0.5	0.4	0.9	—	—	0.2	
Deferred income taxes	4.2	3.9	2.6	0.9	5.4	2.6	2.1	0.3	
Non-recurring costs									
ERP implementation and related costs <sup>(1)</sup>	1.4	1.7	1.8	1.6	1.4	0.3	1.8	0.5	
Acquisition costs	1.2	1.5	0.1	—	—	—	—	0.6	
Gain on disposal of assets	(0.4)	(6.0)	(2.8)	—	—	—	—	—	
Adjusted EBITDA	38.9	31.8	29.2	26.5	37.2	28.8	27.9	19.4	
Acquisition pro-forma adjustments <sup>(2)</sup>	6.4	7.3	15.5	11.8					
Adjusted Leveraged EBITDA	45.3	39.1	44.7	38.3	37.2	28.8	27.9	19.4	
TTM Adjusted Leverage EBITDA	167.4				113.3				48%
Long-term debt	351.8				235.7				49%
Cash and cash equivalents	24.7				13.3				86%
Current portion of long-term debt <sup>(3)</sup>	0.9				1.2				(25)%
Net Debt	328.0				223.6				47%
Net Debt to TTM Adjusted Leverage EBITDA	2.0				2.0				—%

(1) This relates to the costs incurred for the implementation of a new ERP system and are included in administrative expenses; the first phase of the implementation went live on May 1, 2024 and the second phase commenced on October 1, 2024.

(2) Includes pre-acquisition Adjusted EBITDA estimates as if the acquisition occurred on January 1, 2025. Pre-acquisition Adjusted EBITDA is not recognized measure under IFRS. The Company's method of calculating may differ from other entities and accordingly, may not be comparable to measures used by other entities.

(3) Current portion of long-term debt relating to the payments due within one year on the bank term loans assumed as part of the acquisition in the fourth quarter of 2022.

**Funds from Operations** is calculated as the cash flow from operating activities, the most comparable GAAP financial measure, excluding the changes in non-cash working capital. Management believes that Funds from Operations is a useful measure as it provides an indication of the funds generated by the operations before working capital adjustments. Changes in long-term accounts receivable and non-cash working capital items have been excluded as such changes are financed using the operating line of Black Diamond's credit facilities. A reconciliation to cash flow from operating activities, the most comparable GAAP financial measure, is provided below.

**Free Cashflow** is calculated as Funds from Operations minus maintenance capital, net interest paid (including lease interest), payment of lease liabilities, net current income tax expense (recovery), distributions declared to non-controlling interests and dividends paid on Common Shares plus net current income taxes received (paid). Management believes that Free Cashflow is a useful measure as it provides an indication of the funds generated by the operations before working capital adjustments and other items noted above. Management believes this metric is frequently used by securities analysts, investors and other interested parties in the evaluation of companies in industries with similar capital structures. A reconciliation to cash flow from operating activities, the most comparable GAAP financial measure, is provided below.

### Reconciliation of Cash Flow from Operating Activities to Funds from Operations and Free Cashflow:

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Cash Flow from Operating Activities	46.1	30.2	53%	130.9	111.4	18%
Add (deduct):						
Change in other long-term assets	(0.4)	1.9	(121)%	1.8	1.4	29%
Changes in non-cash operating working capital	(7.6)	12.0	(163)%	(5.3)	11.8	(145)%
Funds from Operations	38.1	44.1	(14)%	127.4	124.6	2%
Add (deduct):						
Maintenance capital	(2.6)	(3.3)	21%	(9.4)	(12.6)	25%
Payment for lease liabilities	(1.9)	(2.5)	24%	(8.6)	(9.1)	5%
Interest paid (including lease interest)	(3.8)	(3.7)	(3)%	(13.9)	(15.2)	9%
Net current income tax expense	1.4	0.9	56%	2.6	1.1	136%
Dividends paid on Common Shares	(2.3)	(1.8)	(28)%	(8.7)	(7.3)	(19)%
Distributions paid to non-controlling interests	—	(1.0)	100%	(1.4)	(1.6)	13%
Free Cashflow	28.9	32.7	(12)%	88.0	79.9	10%

**Gross Profit Margin** is a non-GAAP financial measure which is calculated by dividing gross profit, a GAAP financial measure calculated as total revenue less direct costs, by total revenue for the period. Management believes this ratio is an important supplemental measure of the Company's performance and believes this ratio is frequently used by securities analysts, investors and other interested parties in the evaluation of companies in industries with similar capital structures.

## Reconciliation of Gross Profit to Gross Profit Margin:

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Total revenue	144.0	132.7	9%	456.9	403.0	13%
Direct costs	83.7	77.4	8%	254.3	219.2	16%
Gross profit	60.3	55.3	9%	202.6	183.8	10%
Gross Profit Margin	41.9%	41.7%	20 bps	44.3%	45.6%	(130) bps

**Total Trade Value**, previously referred to as Gross Bookings, has been renamed to ensure alignment with terminology commonly used across the industry. Total Trade Value is a non-GAAP financial measure and is calculated as the total revenue billed to the customer which includes all fees and charges. Net revenue, a GAAP financial measure, is Total Trade Value less costs paid to suppliers. Revenue from bookings at third-party lodges and hotels through LodgeLink is recognized on a net revenue basis. LodgeLink is an agent in the transaction as it is not responsible for providing the service to the customer and does not control the service provided by a supplier. Management believes this non-GAAP financial measure is an important supplemental measure of LodgeLink's performance and cash generation and believes this non-GAAP financial measure is frequently used by interested parties in the evaluation of companies in industries with similar forms of revenue generation.

**Net Revenue Margin** is calculated by dividing net revenue by Total Trade Value for the period. Management believes this ratio is an important supplemental measure of LodgeLink's performance and profitability and believes this ratio is frequently used by interested parties in the evaluation of companies in industries with similar forms of revenue generation where companies act as agents in transactions.

## Reconciliation of Net Revenue to Total Trade Value and Net Revenue Margin:

(\$ millions, except as noted)	Three months ended December 31,			Twelve months ended December 31,		
	2025	2024	Change	2025	2024	Change
Net revenue <sup>(1)</sup>	3.9	2.5	56%	14.2	11.4	25%
Costs paid to suppliers <sup>(1)</sup>	28.1	19.2	46%	100.7	83.4	21%
Total Trade Value <sup>(1)</sup>	32.0	21.7	47%	114.9	94.8	21%
Net Revenue Margin	12.2%	11.5%	70 bps	12.4%	12.0%	40 bps

(1) Includes intercompany transactions.

Readers are cautioned that the non-GAAP financial measures are not alternatives to measures under IFRS and should not, on their own, be construed as an indicator of Black Diamond's performance or cash flows, a measure of liquidity or as a measure of actual return on the shares of Black Diamond. These non-GAAP financial measures should only be used in conjunction with the consolidated financial statements of Black Diamond.

## RELATED PARTY TRANSACTIONS

The amounts due to limited partners include distributions and royalties payable to the non-controlling interests. They are non-interest bearing and due on demand. The amounts due to other related parties are unsecured and are payable in cash.

The following table provides the total amount of transactions that have been entered into with related parties during the three and twelve months ended December 31, 2025 and 2024, as well as balances with related parties as at December 31, 2025 and December 31, 2024.

	Three months ended December 31,		Twelve months ended December 31,		Due to related parties as at	
	2025	2024	2025	2024	December 31, 2025	December 31, 2024
(\$ millions, except as noted)	\$	\$	\$	\$	\$	\$
<b>Non-controlling interests</b>						
Limited partners						
Royalties and distributions declared	1.5	0.6	4.0	2.2	(2.4)	(0.7)
<b>Other related parties</b>						
Purchases of goods and services	0.1	0.2	1.0	0.7	—	—

Services purchased from the entity controlled by a member of the board of directors are recorded at exchange value which management believes approximates fair value, and include sublease and servicing of generators and fuel tanks.

## Key Management Personnel Compensation

	Twelve months ended December 31,	
	2025	2024
Key Management Personnel Compensation	\$	\$
Salaries, bonuses, fees and other short-term employee benefits	5.3	4.2
Share-based compensation	5.6	3.3
<b>Total Compensation</b>	<b>10.9</b>	<b>7.5</b>

The Company has defined key management personnel as senior executive officers and all members of the board of directors, as they have the collective authority and responsibility for planning, directing and controlling the activities of the Company. The amounts disclosed in the table above are the amounts recognized as an expense during the Year related to key management personnel.

## RISKS AND UNCERTAINTIES

The operations of Black Diamond face a number of risks and uncertainties in the normal course of business that may be beyond its control, but which could have a material adverse effect on Black Diamond's financial condition, results of operations and cash flows. Many of these risk factors and uncertainties are outlined in the annual information form of Black Diamond for the year ended December 31, 2025 which is available on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca). Additional risks and uncertainties that management may be unaware of may become important factors which affect Black Diamond.

## DISCLOSURE CONTROLS AND PROCEDURES & INTERNAL CONTROLS OVER FINANCIAL REPORTING

Black Diamond's Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO") have, as at December 31, 2025, designed, or caused to be designed under their supervision, disclosure controls and procedures to provide reasonable assurance that: (i) material information relating to Black Diamond is made known to Black Diamond's CEO and CFO by others, particularly during the period in which the annual and interim filings are being prepared; and (ii) information required to be disclosed by Black Diamond in its annual filings, interim filings, or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time period specified in securities legislation. Under the supervision of the CEO and the CFO, Black Diamond conducted an evaluation of the effectiveness of the design and operation of the Company's disclosure controls and procedures. Based on this evaluation, the CEO and the CFO have concluded that, as at December 31, 2025, our disclosure controls and procedures, as defined in National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), was effective.

Black Diamond's CEO and CFO have designed or caused to be designed under their supervision, internal controls over financial reporting ("ICFR") for the Company to provide reasonable assurance regarding the reliability of Black Diamond's financial reporting and the preparation of financial statements for external purposes in accordance with GAAP. Black Diamond's management, under the supervision of the CEO and CFO, used the criteria and framework established in the 2013 Internal Controls - Integrated Framework, issued by the Committee of Sponsoring Organizations of the Treadway Commission to design Black Diamond's ICFR.

Under the supervision of the CEO and the CFO, Black Diamond conducted an evaluation of the effectiveness of the Company's ICFR as at December 31, 2025. Based on this evaluation, the officers concluded that as of December 31, 2025, Black Diamond maintained effective ICFR.

Black Diamond is required to disclose herein any change in Black Diamond's ICFR that occurred during the period beginning on October 1, 2025 and ended December 31, 2025 that has materially affected, or is reasonably likely to materially affect, Black Diamond's ICFR. No material changes in Black Diamond's ICFR were identified during such period that have materially affected, or are reasonably likely to materially affect Black Diamond's ICFR.

On July 15, 2025, with an effective date of July 1, 2025, Black Diamond completed the acquisition of Spencer Group of Companies. The results of the acquired company have been included in the consolidated financial statements of the Black Diamond since July 1, 2025. However, Black Diamond has not had sufficient time to appropriately assess the disclosure controls and procedures and ICFR previously used by the acquired company and integrate them with those of Black Diamond. As a result, the certifying officers have limited the scope of their design of disclosure controls and procedures and ICFR to exclude controls, policies and procedures of the acquired company. Black Diamond has a program in place to complete the assessment of the controls, policies and procedures of the acquired operation by June 30, 2026. During the three months ended December 31, 2025, the assets of the acquired company contributed revenue of \$1.8 million and a loss of \$0.2 million to the Company.

On November 12, 2025, Black Diamond completed the acquisition of Royal Camp. The results of the acquired company have been included in the consolidated financial statements of the Black Diamond since November 12, 2025. However, Black Diamond has not had sufficient time to appropriately assess the disclosure controls and procedures and ICFR previously used by the acquired company and integrate them with those of Black Diamond. As a result, the certifying officers have limited the scope of their design of disclosure controls and procedures and ICFR to exclude controls, policies and procedures of the acquired company. Black Diamond has a program in place to complete the assessment of the controls, policies and procedures of the acquired operation by October 31, 2026. During the three months ended December 31, 2025, the assets of the acquired company contributed revenue of \$19.7 million and profit of \$0.9 million to the Company.

It should be noted that a control system, including Black Diamond's disclosure and internal controls and procedures, no matter how well conceived or operated, can provide only reasonable, but not absolute, assurance that the objectives of the control system will be met and it should not be expected that the disclosure and internal controls and procedures will prevent all errors or fraud.

Additional information relating to Black Diamond, including Black Diamond's annual information form for the year ended December 31, 2025 is available on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

## **CRITICAL ACCOUNTING POLICIES, JUDGMENTS & ESTIMATES AND ASSUMPTIONS**

The preparation of the Company's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. If the underlying estimates and assumptions upon which the consolidated financial statements are based change in future periods, actual amounts may differ from those included in the accompanying consolidated financial statements.

### **Judgments**

In the process of applying the Company's accounting policies, management has made the following judgments, which have a significant effect on the amounts recognized in the consolidated financial statements:

#### **Impairment of non-financial assets**

Goodwill is assessed annually for impairment. Property and equipment and intangible assets are reviewed for indicators of impairment and impairment reversal whenever events or changes in circumstances indicate that the carrying amount may not be recoverable or that an impairment loss recognized in prior periods may no longer exist or may have decreased. An impairment review requires estimates in a variety of areas including the determination of fair value, selling costs, timing and size of forecasted cash flows, long-term growth rates, anticipated gross margin, discount rates, and other valuation variables; the application of these variables in valuation models requires judgment.

#### **Determination of control over subsidiaries**

The Company applies judgment in assessing whether it controls an investee in accordance with IFRS 10 Consolidated Financial Statements, particularly in cases where the Company holds less than a majority of the voting rights. Control is assessed based on the Company's power over the investee, exposure or rights to variable returns, and the ability to use its power to affect those returns. In making this assessment, management considers, among other factors, the purpose and design of the investee, the relevant activities and how decisions about those activities are made, substantive rights held by the Company and other investors, voting patterns at previous shareholders' meetings, and the existence of any contractual arrangements. Changes in facts and circumstances may require a reassessment of whether control exists.

## **Determination of a Cash Generating Unit ("CGU")**

Management's judgment is required in determining the Company's CGUs for the impairment assessment of its property and equipment, goodwill and definite life intangible assets. The CGUs have been determined considering the level of operating activities and independent cash flows generated from groups of assets. Management determined the smallest identifiable group of assets that independently generates cash inflows and whose cash flow is largely independent of the cash inflows from other assets or groups of assets as follows: Modular Space Solutions Canada East, Modular Space Solutions Canada West, Modular Space Solutions US, Workforce Solutions - Canada, Workforce Solutions - United States, Workforce Solutions - Australia, and LodgeLink.

## **Fair value measurement of financial instruments**

Financial assets and financial liabilities that are measured at fair value are classified into levels reflecting the method used to make the measurements. Fair values of assets and liabilities included in Level 1 are determined by reference to quoted prices in active markets for identical assets and liabilities. Assets and liabilities in Level 2 include valuations using inputs other than quoted prices for which all significant inputs are observable, either directly or indirectly. Level 3 valuations are based on inputs that are unobservable and significant to the overall fair value measurement. The inputs to these valuations are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility.

## **Income taxes**

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. As a multinational group of legal entities and businesses, the Company has undertaken various cross-border transactions. These transactions are subject to the review and audit of various tax authorities. The judgment used when developing and entering into these transactions is based on existing tax policies in each jurisdiction. Future changes in tax policies may necessitate associated adjustments to tax recoveries and expenses already recorded. The Company establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences in interpretation may arise for a wide variety of issues depending on the conditions prevailing in the respective domicile of the Company's legal entities. The Company applies judgment on the realization of future benefits from deferred tax assets using available evidence about future events, together with future tax planning strategies.

## **Aggregation of interest in subsidiaries**

Management has used judgment in determining whether it is appropriate to aggregate the disclosures required by IFRS 12, *Disclosure of Interests in Other Entities* for Black Diamond's interests in subsidiaries. In reaching a determination, management considered such factors as its interests in the subsidiaries' nature of business, their industry classification and their geographical location.

## **Estimates and Assumptions**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

## **Revenue recognition**

Revenue from certain types of contracts is recognized over time, using an input method to measure progress towards complete satisfaction of the service because the customer simultaneously receives and

consumes the benefits provided by the Company. In determining the progress towards complete satisfaction, estimates and assumptions are made in relation to costs incurred and the costs to complete the contracts. When the outcome of the transaction cannot be estimated reliably, estimates and assumptions are made on whether the Company will recover the transaction costs incurred.

### **Purchase price allocations**

The acquired assets and assumed liabilities are recognized at fair value on the date the Company obtains control of a business. The measurement of each business combination is based on the information available on the acquisition date and can include assumptions relating to forecast revenues, operating margins, growth rates, discount rates, and terminal values, which are inherently uncertain and require judgment. The resulting fair value measurements may differ from actual outcomes due to changes in economic conditions, market dynamics, or the performance of the acquired businesses and such differences are recognized in profit or loss in the period in which they become known.

### **Deferred tax assets**

The recognition of deferred tax assets requires management to estimate the amount and timing of future taxable profits against which deductible temporary differences and tax losses can be utilized. These estimates are based on approved business plans, forecasts of future financial performance, and the interpretation of applicable tax legislation. Deferred tax assets are recognized only to the extent that it is probable that sufficient taxable profits will be available.

### **Depreciation of property and equipment and amortization of intangible assets**

For purposes of determining depreciation and amortization expense, estimates and judgments are required to establish depreciation methods, useful lives, and residual values for the Company's assets. Determining depreciation methods requires management to make judgments that most appropriately reflect the pattern of an asset's future economic benefit expected to be realized by the Company. Useful life estimates include management's assumptions regarding the period over which the asset is expected to be available for use over their physical and economic useful lives. Depreciation methods, useful lives and residual values are reviewed on an annual basis and, if necessary, any changes are accounted for prospectively.

### **Impairment of non-financial assets**

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal ("FVLCD") and its value-in-use. The FVLCD calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. If no such transactions can be identified, an appropriate valuation model is used. The Company bases its impairment calculation on estimated future cash flows. The FVLCD calculation is based on a discounted cash flow ("DCF") model. The cash flows are estimated based on historical trends including consideration of the Company's budget for the next year and does not include significant future investments that could enhance the performance of the CGU being tested. Estimates for revenue growth and EBITDA margins were based on a review of historical information for each CGU, consideration of achievable rates and utilization during the forecast period, and consideration of future prospects given management's understanding of the operating environment. The discount rates used for each CGU were estimated based on the assumed weighted average cost of capital for a notional purchaser of each CGU. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows, margins, and the growth rate used for extrapolation purposes.

The Company is required to make judgments regarding the need for an impairment or impairment reversal at each reporting date by evaluating conditions specific to the organization that may lead to the impairment loss or impairment reversal of assets.

## **Asset retirement obligations**

The Company has recognized a provision for asset retirement obligations associated with land leases held by the Company. In determining the fair value of the provision, assumptions and estimates are made in relation to discount rates, the expected cost to dismantle and remove the camps from the leases and the expected timing of those costs.

## **Additional estimates**

Other estimates that management is required to make to conform with IFRS and prepare timely consolidated financial statements include accrual of unsettled transactions, collectability of accounts receivable, recognition of provisions and contingent obligations, the estimated useful lives of property and equipment, useful lives of intangible assets and the estimated fair value of share-based awards at grant date. Accordingly, actual results may differ from estimated amounts. Management has also used judgment in the estimates used in pricing its options and long-term share-based compensation plans.

## Changes in Accounting Policy and Disclosure

### Standards issued but not yet effective

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

#### *IFRS 18 Presentation and Disclosure in Financial Statements*

In April 2024, the International Accounting Standards Board ("IASB") issued IFRS 18 *Presentation and Disclosure in Financial Statements*, which will replace IAS 1 *Presentation of Financial Statements*. IFRS 18 will establish a revised structure for the consolidated statements of comprehensive income and improve comparability across entities and reporting periods. IFRS 18 is effective for annual periods beginning on or after January 1, 2027, with early adoption permitted. The new standard is required to be adopted retroactively, with certain transition provisions. The Company is evaluating the impact of adopting IFRS 18 on the consolidated financial statements.

#### *IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosures*

In May 2024, the IASB issued amendments to IFRS 9 *Financial Instruments* and IFRS 7 *Financial Instruments: Disclosures*, to provide further guidance on the timing of recognition and derecognition of financial instruments at settlement date, except for regular way purchases or sales of financial assets, and certain financial liabilities meeting conditions for a new exception which permits companies to elect to derecognize certain financial liabilities settled via electronic payment systems earlier than the settlement date. Additional guidance was also provided on assessing whether a financial asset meets the solely payments of principal and interest criterion, and issued new disclosure requirements. This amendment is effective for annual periods beginning on or after January 1, 2026, with early adoption permitted. The Company is evaluating the impact of the standard on the Company's consolidated financial statements.

The Company has not adopted these nor any other standard, interpretation or amendment that has been issued but is not yet effective.