



Turnium Technology Group Inc. Reports Fiscal 2024 Audited Financial Results

February 28, 2025 – Vancouver, Canada – **Turnium Technology Group Inc. (TSX.V: TTGI)** (FSE: E48) (“Turnium” or “the Company”), a leading provider of Technology as a Service (TaaS), is pleased to announce its financial results for the 2024 fiscal year. Turnium delivers its services to end customers through a network of 70+ worldwide channel partners, direct sales under the Tenacious Networks brand in Canada and the U.S., and via Claratti in Australia and the Asia-Pacific region.

Transformational Shift to a Solutions-Focused Business

“In fiscal 2024, Turnium embarked on a strategic initiative to transition from a ‘single product-focused’ business to a ‘solutions-focused’ enterprise,” said Doug Childress, Global CEO of Turnium. The first step in the transformation was the acquisition of Australian-based Claratti Pty Ltd, which closed on August 22, 2024. Claratti (pronounced Cla-ra-ti) operates under a subscription-based model, offering a comprehensive Technology-as-a-Service (TaaS) solution, and provides services to end clients through three distinct sales models: referral, direct sales, and channel partners.

Strategic Growth and Operational Efficiency

The acquisition of Claratti provides Turnium with an expanded product offering, enhanced technical capabilities, and a seasoned leadership team. Post-closing of the acquisition, Claratti’s founder and CEO Doug Childress was appointed Global CEO for TTGI, bringing over 38 years of executive management and technical expertise to the position.

Subsequent to the fiscal year end, management has focused its attention on streamlining operations which resulted in a headcount reduction of approximately 20%; and eliminating redundant systems, resulting in annual operational expense savings of more than \$1.1 million.

Vision for the Future

“As we make progress in transforming Turnium from a product-based business to a solutions-driven company,” said Childress, “our mission is to reach ‘Base Camp’, defined as achieving \$100 million in revenue and \$20 million in EBITDA by 2027. Our team remains focused on enhancing back-office systems, policies and processes, to enable scalability and drive widespread adoption of our products and services through inter-divisional collaboration, our global network of 70+ channel partners, direct sales, and strategic acquisitions.”

Fiscal Q1 2025 Guidance

For Q1 FY2025, ending December 31, 2024, the Company expects Revenue of \$1.75M to \$1.95M and Gross Margin of \$1.12M to \$1.29M.

Financial and Operational Results Summary

The Audited Consolidated Financial Statements and Management Discussion and Analysis (“MD&A”) for the year ended September 30, 2024, are available on the Company’s SEDAR profile at www.sedarplus.com. All financial information is presented in Canadian dollars unless otherwise indicated.

Fourth Quarter 2024 Highlights:

- **Revenue** in the fourth quarter was CAD \$1.55 million (up 23%), compared to CAD \$1.26 million recorded in the fourth quarter of 2023;
- **Gross Margin** in the fourth quarter was CAD \$0.926 million (up 6%), compared to CAD \$0.873 million in the fourth quarter of 2023;
- **Total Expenses** in the fourth quarter were CAD \$2.00 million (down 9.9%), compared to CAD \$2.22 million in the fourth quarter of 2023;
- **Weighted Average Number of Common Shares Outstanding (basic)** at 2024 Fiscal Year End was 136,923,348, compared to 164,962,446 currently.

Quarterly Financial Highlights:

The Company's key financial results for the three months ended September 30, 2024, are as follows:

Canadian Dollars	For the three months ended September 30, 2024	For the three months ended June 30, 2024	For the three months ended March 31, 2024	For the three months ended December 31, 2023
Total revenue	1,545,810	1,357,317	1,367,623	1,284,210
Gross margin	925,672	849,670	990,252	890,182
Total Expenses	2,000,367	1,363,395	1,365,759	1,495,940
Other gain (loss)	(520,613)	134,736	(27,739)	(19,084)
Income Tax Expense	(79,561)	-	-	-
Deferred income tax recovery	84,780			
Other Income/Loss	(86,806)	-	-	-
Net comprehensive income (loss)	(1,662,421)	(378,989)	(403,245)	(624,842)
Weighted average number of common shares outstanding	136,923,348	107,968,303	104,605,243	104,605,243
Basic and diluted loss per common share	(0.01)	(0.00)	(0.00)	(0.01)

Special Notes:

It is anticipated that revenues and expenses may vary, perhaps materially, from quarter to quarter due to several factors, including changes in product mix, costs related to planned increase in market share, global expansion costs and ongoing corporate development initiatives. Although revenues may fluctuate from quarter to quarter, and such fluctuations may be material, management expects that revenues will increase year over year.

Revenue for the current quarter increased by 23% over the same quarter last year (including Claratti's results from August 22, 2024), while cost of goods sold increased by 61%. The Company reported a combined profit margin of 60% for the quarter, compared to 69% for the same quarter last year. The Company expects its combined profit margin will remain relatively constant in the near-term, and improve with organic growth through cross-selling into our respective customer bases.

There are no known trends or seasonal impacts on the Company's business although seasonal trends may develop as the Company grows.

Subsequent Events and Other Q4 Highlights:

- **February 19, 2025** – The Company renewed an annual contract with Australian-based Tyro Payments for the 11th consecutive year. [\(SEE LINK\)](#)
- **February 10, 2025** – The Company was featured on SmallCapInterviews webinar. [\(SEE LINK\)](#)
- **February 7, 2025** – The Company released its second podcast featuring global Chief Executive Officer Doug Childress and Vice President of product and development Josh Hicks. [\(SEE LINK\)](#)
- **January 30, 2025** – The Company is planning a new strategic initiative to build an Intel-based next-generation universal edge device (or appliance) that will include advanced features such as artificial-intelligence-based dynamic traffic steering and post quantum cryptography (PQC). [\(SEE LINK\)](#)
- **January 17, 2025** – The Company closed the final tranche of its non-brokered private placement of unsecured convertible notes and has raised aggregate gross proceeds of \$1,173,000. The final tranche is for a total of \$449,000. The notes bear interest at a rate of 15 per cent per annum, will mature in 18 months of the issuance date and will be convertible, at the sole discretion of the holder, into units of the company at a conversion price of eight cents per unit for the first 12 months and 10 cents for the remaining term. [\(SEE LINK\)](#)
- **January 6, 2025** – The Company launched a new podcast series. [\(SEE LINK\)](#)
- **December 5, 2024** – The Company made strategic operational enhancements as part of its continuing commitment to delivering shareholder value and achieving profitability. [\(SEE LINK\)](#)
- **October 21, 2024** - SDWAN & SASE Solutions, an existing channel partner, won a long-term managed service contract to deploy its Omnia platform to replace the legacy MPLS (Multi-Protocol Label Switching) connectivity used by a major United Kingdom retail chain with more than 200 locations. Omnia is a connectivity and security solution that integrates the Company's SD-WAN software platform. [\(SEE LINK\)](#)
- **October 8, 2024** – The Company released the results of its annual and special meetings of shareholders held on Friday, October 4, 2024, in Vancouver, Canada. Six nominees were elected to the board of directors of the company to hold office until the next annual meeting of shareholders, or until their successors are duly appointed or elected. The new board members are Ralph Garcea, Doug Childress, Johan Arnet, Jim Lovie, Erin Campbell and Craig Pentland. In addition, shareholders approved appointing Zeifmans LLP as auditor of the company for the ensuing year, and approving the omnibus equity incentive plan of the company. [\(SEE LINK\)](#)
- **September 3, 2024** – AllEdge, an innovative new managed service provider in Morocco with a focus on finance, retail, education and health sectors, has adopted the Company's SD-WAN platform to drive business growth and offer advanced, secure communications and business services across the Middle East and North African (MENA) region. [\(SEE LINK\)](#)

- **August 22, 2024** – The Company completed its acquisition of 100 per cent of the issued and outstanding securities of Claratti Pty. Ltd. (formerly Claratti Ltd.). The acquisition was completed pursuant to a definitive share purchase agreement dated May 30, 2024, with Claratti and each of the securityholders of Claratti (the vendors). Certain non-material terms of the share purchase agreement were amended pursuant to an amending agreement between the company and Claratti dated July 26, 2024, and a second amending agreement between the company and Claratti dated as of August 22, 2024. As a result of the acquisition, Claratti is now a wholly owned subsidiary of Turnium. [\(SEE LINK\)](#)
- **August 22, 2024** – The Company completed its previously announced upsized non-brokered private placement of 11,139,303 units at a price of seven cents per unit for aggregate proceeds of approximately \$780,000. Each unit comprised one common share of the company and one-half of one common share purchase warrant. [\(SEE LINK\)](#)

Fiscal Year Financial Results Summary:

Results for the Fiscal Years ended September 30, 2024 and 2023 are as follows:

Income Statement Data

	Year Ended September 30, 2024 Consolidated	Year Ended September 30, 2023 Consolidated
Revenue	5,554,960	5,212,633
Cost of good sold	(1,899,184)	(1,609,389)
Agent revenue	39,445	42,103
Gross profit	3,655,776	3,603,244
Expenses	6,225,461	7,413,341
Loss before other income	(2,569,685)	(3,810,097)
Other income (loss)	(418,225)	(198,513)
Income Tax Expense	(79,561)	-
Other Income/Loss	(86,806)	-
Deferred Income Tax Recovery	84,780	-
Net comprehensive loss for the year	(3,069,497)	(4,008,610)
Basic and diluted loss per common share	\$ (0.03)	\$ (0.05)
Weighted average number of common shares outstanding	113,327,470	74,303,162

Promissory Notes – Subsequent to Year End

The Company also announces that, subsequent to the fiscal year end, it has completed loan agreements (the “Loan Agreements”) with lenders (the “Lenders”) borrowing a total of C\$600,000 (the “Loans”). The Loans will bear interest of 1.5% per month. The Maturity Date of the Loans will be March 31, 2025, unless extended to another Maturity Date and agreed to in writing by both parties. One Lender is a Director of the

Company, and the other Lenders are at arms-length to the Company. In connection with the Loan Agreements, the Company has issued six (6) million share purchase warrants (the "Loan Bonus Warrants"). Each Loan Bonus Warrant entitles the holder to purchase one common share of the Company at an exercise price of C\$0.10 for a period of 36 months. Any shares issuable on exercise thereof are subject to a hold period expiring on four months from the day of issuance of the warrants. The warrants will be subject to an acceleration clause allowing for the acceleration of the warrants should the shares trade at or above C\$0.30 for any 10 consecutive trading days. Two (2) million of the warrants were issued to an insider pursuant to the Loan Agreement ("Insider Participation"), and is considered to be a related party transaction within the meaning of TSX Venture Exchange (TSXV) Policy 5.9 and Multilateral Instrument 61-101 ("MI 61-101"). The Company relied on the exemptions from the valuation and minority shareholder approval requirements of MI 61-101 contained in Sections 5.5(b) and 5.7(1)(b) of MI 61-101 in respect of the Insider Participation. This Agreement and the obligations of the Company hereunder to issue and deliver the Loan Bonus Warrants are subject to the prior acceptance for filing of this Agreement by the TSXV.

About Turnium Technology Group Inc.: "Let's get IT done."

Turnium Technology Group Inc. (TTGI) acquires companies that complement its Technology-as-a-Service (TaaS) strategy, integrates them to generate efficiencies, and delivers their solutions through a global channel partner program to customers worldwide. TTGI's mission is to provide IT providers with a complete, white-labelled portfolio of business technology solutions, enabling them to quickly add new services in response to customer demand.

In essence, Turnium is building a TaaS platform that incorporates all the services, platforms, and capabilities that ISPs, MSPs, IT Providers, VoIP/UCaaS, CCaaS, or Cloud Providers might need. Additionally, Turnium provides deployment resources, hardware, delivery, support, and marketing and sales enablement to help channel partners go to market quickly and deliver exceptional quality.

Turnium delivers secure, cost-effective, uninterrupted, and scalable global IT solutions to its channel partners and their end-customers—ensuring that "We get IT done, right."

For more information, contact sales@ttgi.io, visit www.ttgi.io or follow us on Twitter [@turnium](https://twitter.com/turnium).

###

Turnium Contact:

Investor Relations: Bill Mitoulas, Email: investor.relations@ttgi.io, Telephone: +1 416-479-9547

Media inquiries: please email media@ttgi.io

Sales inquiries: please email sales@ttgi.io

www.ttgi.io, www.turnium.com, www.claratti.com

CAUTIONARY NOTES

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSXV) accepts responsibility for the adequacy or accuracy of this release.

Forward-Looking Information

This press release contains "forward-looking information" within the meaning of applicable Canadian securities legislation. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled",

"estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain acts, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company, as the case may be, to be materially different from those expressed or implied by such forward-looking information. Some of these risks are described under the "Caution on Forward-Looking Information" section and "Risk Factors" section of the MD&A. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking information. Actual results and developments may differ materially from those contemplated by these statements. The Company does not undertake to update any forward-looking information, except in accordance with applicable securities laws.