turnium
TECHNOLOGY GROUP INC.

Turnium Technology Group Inc. Reports Fiscal 2025 Audited Financial Results

January 27, 2026 – Vancouver, Canada – **Turnium Technology Group Inc.** (**TSX.V: TTGI**) (**FSE: E48**) ("Turnium" or "the Company"), a global leader in Technology-as-a-Service (TaaS) and partner enablement services, is pleased to announce its financial results for the 2025 fiscal year.

Doug Childress, CEO of Turnium stated, "For the year ended September 30, 2025, the Company generated total revenue of $8.79 million, representing an increase of 58.2% year-over-year. Excluding discontinued operations, revenue from continuing operations was $6.72 million (+90.1% y/y), reflecting the Company's ongoing core performance. The year-over-year change in total revenue was primarily driven by modest growth in TNSI, and the inclusion of a full year of Claratti results. We continue to move forward in transforming Turnium from a product-based business to a solutions-driven company. Our mission of driving sales, expanding our global network and actively pursuing accretive M&A opportunities are helping us reach our stated goal of achieving $100 million in revenue and $20 million in EBITDA by 2027."

Update on the Proposed Insentra Acquisition

As previously announced on December 29, 2025, the parties have signed an amendment to the previously announced non-binding letter of intent dated November 9, 2025 (the "**LOI**") with Insentra Management Services Pty Ltd on behalf of Insentra Holdings Pty Ltd., with respect to a potential transaction (the "**Insentra Acquisition**") to acquire substantially all the assets of Insentra Holdings Pty Ltd. and certain affiliated entities in the United States and the United Kingdom (collectively, "**Insentra**"), to extend the term period for entering into the definitive asset purchase agreement through to January 31, 2026.

For further details on the LOI and the Insentra Acquisition, please refer to the Company's press release dated November 10, 2025, a copy of which is available under the Company's SEDAR+ profile at www.sedarplus.ca. Further updates and particulars of the Insentra Acquisition will be provided upon the parties entering into the definitive asset purchase agreement in connection with the Insentra Acquisition.

There can be no assurance that the Insentra Acquisition will be completed on the terms proposed or at all. The completion of the Insentra Acquisition remains subject to satisfactory completion of due diligence by all parties, negotiation of a definitive asset purchase agreement and regulatory and other approvals, including the approval of the TSXV.

Assets Held for Sale and Discontinued Operations

As of the year end, the Company had an active plan to sell Tenacious Networks (TNET) assets. Thus, TNET is classified in these consolidated financial statements as held for sale and represents discontinued operations (Note 27).

Financial and Operational Results Summary

The Audited Consolidated Financial Statements and Management Discussion and Analysis ("MD&A") for the year ended September 30, 2025, are available on the Company's SEDAR profile at www.sedarplus.com. All financial information is presented in Canadian dollars unless otherwise indicated.

Fiscal Fourth Quarter 2025 Highlights (including discontinued operations):

- **Revenue** in the fourth quarter was CAD $2.29 million (up 47.7%), compared to CAD $1.55 million recorded in the fourth quarter of 2024;
- **Gross Margin** in the fourth quarter was CAD $0.687 million (down 25.8%), compared to CAD $0.926 million in the fourth quarter of 2024;
- **Total Expenses** in the fourth quarter were CAD $1.68 million (down 16%), compared to CAD $2.00 million in the fourth quarter of 2024;
- **Weighted Average Number of Common Shares Outstanding (basic)** at 2025 Fiscal Year End was 170,187,417, compared to 184,757,145 currently.

Quarterly Financial Highlights (including discontinued operations):

The Company's key financial results for the three months ended September 30, 2025, are as follows:

Canadian Dollars	**For the three months ended September 30, 2025***	**For the three months ended June 30, 2025**	**For the three months ended March 31, 2025**	**For the three months ended December 31, 2024**
Total revenue	2,286,459	2,337,977	2,189,664	1,973,697
Gross margin	686,818	1,577,142	1,279,799	1,344,216
Total Expenses	1,683,418	2,749,493	1,365,536	2,824,061
Other gain (loss)	(6,466,979)	(297,692)	-	(400,014)
Income Tax Recovery	-	-	-	10,017
Deferred income tax recovery	-	-	-	-
Other Income (Loss)	(47,065)	(8,245)	(49,342)	158,130
Net comprehensive income (Loss)	(7,510,644)	(1,478,288)	(493,884)	(1,711,712)
Weighted average number of common shares outstanding	170,187,417	165,122,873	164,962,446	164,962,446
Basic and diluted loss per common share	(0.04)	(0.01)	(0.00)	(0.01)

** The operating results of TNET are included in the data for the three months ended September 30, 2025. In the consolidated financial statements, TNET is classified as a disposal group, and the results of its operations for the year are reported as a net loss from discontinued operations in the consolidated statement of loss and comprehensive loss, with separate disclosure of its revenue, direct costs, and other gains or losses in the notes to the financial statements.*

The operating results of TNET for the three months ended September 30, 2025, were as follows:

Canadian Dollars	**September 30, 2025**
Revenue	530,556
Gross margin	116,889
Total Expenses	97,928
Net Income (loss)	18,961

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.

Subsequent Events and Other Q4 Highlights:

- **January 5, 2026** – TTGI announce the appointment of Aldo G. Gallone as Vice President of Global Strategy and Partnerships. **(LINK)**
- **December 29, 2025** – TTGI extends exclusivity period of non-binding Letter of Intent with Insentra. The parties sign an amendment to the LOI (the "**Amendment**") to extend the term period for entering into the definitive asset purchase agreement through to January 31, 2026. **(LINK)**
- **December 22, 2025** - TTGI announces offering of secured debentures and warrants and provides an update on the proposed Insentra acquisition. **(LINK)**
- **December 18, 2025** – TTGI announces a global commercialization partnership with Syntheia Corp. ("Syntheia") (CSE: SYAI), a leading provider of conversational AI solutions for inbound and outbound telephone call management. **(LINK)**
- **December 9, 2025** - TTGI announces extending of promissory notes totaling $1,073,000 through the issuance of new unsecured Loan Agreements (the "Loans"), and receives conditional approval from the TSX Venture Exchange ("TSXV"). **(LINK)**
- **November 17, 2025** – TTGI announces the successful deployment of its revolutionary Version 7.x RAC1 platform to 46 OEM partner environments, representing 75% of its partner ecosystem. **(LINK)**
- **November 11, 2025** – TTGI announces it has entered into a marketing agreement (the "Agreement") with Winning Media LLC. ("**Winning Media**"). **(LINK)**
- **November 10, 2025** – TTGI announces it has entered into a non-binding Letter of Intent ("**LOI**") with Insentra Management Services Pty Ltd on behalf of Insentra Holdings Pty Ltd. to acquire substantially all the assets of Insentra Holdings Pty Ltd. and certain affiliated entities in the United States and the United Kingdom (collectively, "**Insentra**"). **(LINK)**

- **September 10, 2025** – TTGI announces the official launch of "Turnium *Insight*," a breakthrough solution that empowers partners and customers with unmatched visibility, control, and security across their networks. **(LINK)**

- **September 4, 2025** – TTGI partners with Styx Intelligence announce Global Strategic Partnership agreement. TTGI will offer Styx Intelligence through its global partner ecosystem, offering organizations unified digital risk protection, rapid threat visibility, and immediate security action. **(LINK)**

- **September 2, 2025** - TTGI and 01 Quantum announce the signing of a global strategic alliance to deliver quantum-safe email encryption solutions. **(LINK)**

- **August 14, 2025** - TTGI Deploys 750+ Instances of Turnium Insight Worldwide. Turnium announces the immediate, full availability of Turnium Insight for all Turnium partners worldwide. Turnium Insight is a powerful network visibility and management platform, fully integrated into the Turnium suite of solutions, delivering unmatched control, intelligence, and operational efficiency to service providers and their customers. **(LINK)**

- **July 21, 2025** - Turnium's Claratti Secures Its Fourth Order from Seafarer Connect. Turnium announces that its Claratti subsidiary has secured a fourth order from Seafarer Connect valued at C$185,487 Total Contract Value (TCV) over 24 months for 19 additional CrewMate Lite devices. **(LINK)**

- **July 2, 2025** - Comms365 Renews C$1.16M 3-Year Partnership with Turnium Technology Group for Advanced SD-WAN Solutions. In addition to the partnership renewal, Comms365 to launch Turnium's Insight software, an innovative cloud-based analytics and intelligence solution, into the UK market. **(LINK)**

Fiscal Year 2025 Financial Results Summary (from continuing operations):

Results for the Fiscal Years ended September 30, 2025 and 2024 are as follows:

Income Statement Data

	Year Ended Sep 30, 2025 Consolidated	Year Ended Sep 30, 2024 Consolidated
Revenue	6,717,094	3,533,099
Direct costs	(2,370,599)	(437,761)
Agent revenue	3,521	39,445
Gross profit	4,346,495	3,095,338
Expenses	8,172,865	5,711,425
Loss before other income	(3,826,370)	(2,616,087)
Other income (loss)	(6,601,502)	(399,900)
Deferred income tax recovery	-	84,780
Net loss for the year – continuing operations	**(10,427,872)**	**(2,931,207)**
Net loss for the year – discontinued operations	**(860,867)**	**(51,484)**

Net loss for the year – total	**(11,288,739)**	**(2,982,691)**
Other comprehensive income (loss)	53,478	(86,806)
Net comprehensive loss for the year	**(11,235,261)**	**(3,069,497)**
Basic and diluted loss per common share – continuing operations	$ (0.06)	$ (0.03)
Weighted average number of common - shares outstanding	170,187,417	113,327,470

About Turnium Technology Group Inc.

Turnium 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. Turnium'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—because ***"Connectivity Matters."***

For more information, contact sales@ttgi.io, visit www.ttgi.io or follow us on X @turnium.

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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.