

Condensed Interim Consolidated Financial Statements of:

Unidoc Health Corp.

For the three months ended June 30, 2024 and 2023

Expressed in Canadian Dollars

NOTE TO READER

Under National Instrument 51-102, if an auditor has not performed a review of interim financial statements, they must be accompanied by a note indicating that the interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements have been prepared by and are the responsibility of the management. The Company's independent auditor has not performed a review of these interim financial statements.

Unidoc Health Corp.
Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian dollars)

As at	Note	June 30, 2024	March 31, 2024
ASSETS			
Current			
Cash		\$ 99,645	\$ 398,885
Prepaid expenses and deposits		94,839	20,907
Inventory	5	32,345	32,345
Receivables		132,967	33,130
		359,796	485,267
Equipment	6	2,079	3,119
Right-of-use asset	7	18,336	26,195
Security deposits		2,503	2,503
TOTAL ASSETS		\$ 382,714	\$ 517,084
LIABILITIES AND EQUITY			
Current			
Accounts payable and accrued liabilities	8	\$ 2,067,169	\$ 2,305,569
Loans payable	10,11	31,797	34,997
Lease liability	9	18,766	26,388
		2,117,732	2,366,954
Loans payable	10,11	13,613	13,470
TOTAL LIABILITIES		2,131,345	2,380,424
Equity			
Share capital	12	5,496,574	3,646,073
Obligation to issue shares	12	228,645	50,000
Reserves	12	1,289,730	1,299,759
Deficit		(8,763,580)	(6,859,172)
		(1,748,631)	(1,863,340)
TOTAL LIABILITIES AND EQUITY		\$ 382,714	\$ 517,084

Going concern (Note 2)
Subsequent events (Note 16)

Approved on behalf of the Board of Directors on August 27, 2024:

"Antonio Baldassarre" (signed)
Director

"Franco Staino" (signed)
Director

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

Unidoc Health Corp.

Condensed Interim Consolidated Statements of Loss and Comprehensive Loss

(Expressed in Canadian dollars)

	Note	Three months ended June 30, 2024	Three months ended June 30, 2023
EXPENSES			
Advertising		\$ 1,392,229	\$ 22,613
Consulting	11	262,715	149,279
Depreciation	6,7	8,898	19,263
Foreign exchange (gain)/loss		6,047	(6,844)
Interest expense	9,10	1,475	2,449
Office and administrative		52,159	18,279
Professional fees		96,356	41,898
Regulatory and filing fees		16,644	5,277
Salaries and benefits		46,628	23,255
Share-based compensation	11,12	14,593	406,695
Travel and entertainment		6,664	24,192
NET AND COMPREHENSIVE LOSS		\$ (1,904,408)	\$ (706,356)
Weighted average number of shares outstanding - basic and diluted		35,064,454	22,295,271
Loss per share - basic and diluted		\$ (0.05)	\$ (0.03)

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

Unidoc Health Corp.

Condensed Interim Consolidated Statement of Changes in Equity

(Expressed in Canadian dollars)

	Number of common shares (Note 1)	Share capital	Reserves	Obligation to issue shares	Deficit	Total equity
Balance, March 31, 2023	21,866,700	\$ 2,762,655	\$ 935,887	\$ -	\$ (4,599,330)	\$ (900,788)
Exercise of unit warrants	500,000	50,250	(250)	-	-	50,000
Grant of options	-	-	406,695	-	-	406,695
Net loss	-	-	-	-	(706,356)	(706,356)
Balance, June 30, 2023	22,366,700	\$ 2,812,905	\$ 1,342,332	\$ -	\$ (5,305,686)	\$ (1,150,449)
Balance, March 31, 2024	28,685,900	\$ 3,646,073	\$ 1,299,759	\$ 50,000	\$ (6,859,172)	\$ (1,863,340)
Exercise of unit warrants	13,277,195	1,340,997	(13,277)	(50,000)	-	1,277,720
Exercise of warrants	1,968,636	492,159	-	-	-	492,159
Exercise of options	20,000	9,545	(3,545)	-	-	6,000
Shares issued for RSUs	40,000	7,800	(7,800)	-	-	-
Share-based compensation	-	-	14,593	-	-	14,593
Subscriptions received in advance	-	-	-	228,645	-	228,645
Net loss	-	-	-	-	(1,904,408)	(1,904,408)
Balance, June 30, 2024	43,991,731	\$ 5,496,574	\$ 1,289,730	\$ 228,645	\$ (8,763,580)	\$ (1,748,631)

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

Unidoc Health Corp.

Condensed Interim Consolidated Statement of Cash Flows

(Expressed in Canadian dollars)

	Three months ended June 30, 2024	Three months ended June 30, 2023
OPERATING ACTIVITIES		
Net loss	\$ (1,904,408)	\$ (706,356)
Non-cash items:		
Depreciation	8,898	19,263
Interest expense	703	757
Share-based compensation	14,593	406,695
Changes in non-cash working capital:		
Receivables	(99,837)	(13,820)
Prepaid expenses and deposits	(73,932)	-
Accounts payable and accrued liabilities	(238,399)	214,877
Cash used in operating activities	\$ (2,292,382)	\$ (78,584)
FINANCING ACTIVITIES		
Cash proceeds from exercise of \$0.25 warrants	\$ 492,159	\$ -
Cash proceeds from exercise of unit warrants	1,277,720	50,000
Cash proceeds from exercise of options	6,000	-
Subscriptions received in advance	228,645	-
Cash proceeds from the issuance of loan	-	20,000
Repayment of loans	(3,760)	(3,760)
Lease liability payments	(7,622)	(6,701)
Cash provided by financing activities	\$ 1,993,142	\$ 59,539
NET CHANGE IN CASH	\$ (299,240)	\$ (19,045)
CASH, BEGINNING	398,885	51,323
CASH, ENDING	\$ 99,645	\$ 32,278
SUPPLEMENTAL CASH FLOW INFORMATION		
Interest paid	\$ 1,475	\$ 1,692
Shares issued for vested RSUs	\$ 7,800	\$ -
Equipment additions in accounts payable and accrued liabilities	\$ -	\$ 14,083

The accompanying notes are an integral part of these condensed interim consolidated financial statements.

Unidoc Health Corp.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months ended June 30, 2024 and 2023

(Expressed in Canadian Dollars)

1. NATURE OF BUSINESS

Unidoc Health Corp. (the “Company”) was incorporated under the Business Corporations Act of British Columbia on February 1, 2021 as Unicheck Holdings Corp. and changed its name to Unidoc Health Corp. on April 8, 2021. Unicheck Holdings Corp., a wholly-owned subsidiary of the Company, was incorporated under the Business Corporations Act of British Columbia on April 8, 2021.

The Company operates in the healthcare services industry and plans to operate telehealth units which contain fully integrated diagnostic tools and will provide patients with the ability to have a live virtual visit with a doctor or other health professional. The Company trades on the Canadian Securities Exchange (“CSE”) under the symbol UDOC.

The registered office of the Company is located at 750 Pender Street West, Suite 1200 Vancouver, British Columbia V6C 2T7, Canada. The head office of the Company is located at 81 Zenway Blvd. Unit 18 Woodbridge, Ontario L4H 0S5.

On April 1, 2024, the Company enacted a stock split of 1 to 2. All share and per share amounts in the consolidated financial statements have been retroactively restated to present the post stock split amounts.

These condensed interim consolidated financial statements were approved by the Board of Directors on August 27, 2024.

2. GOING CONCERN

These condensed interim consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern which assumes the Company will be able to continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations.

The Company has not generated any revenues or cash flows from operations and relies on financing for its activities. During the three months ended June 30, 2024, the Company incurred a net loss of \$1,904,408 and, as at June 30, 2024, the Company’s current liabilities exceeded its current assets by \$1,757,936. The Company’s ability to continue as a going concern is dependent upon raising additional capital or evaluating strategic alternatives. These factors indicate the existence of material uncertainty that may cast significant doubt about the Company’s ability to continue as a going concern.

These condensed interim consolidated financial statements do not reflect adjustments that would be necessary if the going concern assumption was not appropriate. If the going concern assumption was not appropriate for these financial statements, adjustments would be necessary to the statement of financial position classifications used. Such adjustments could be material.

These condensed interim consolidated financial statements have been prepared on the basis that the Company will continue as a going concern, which assumes that the Company will be able to realize its assets and satisfy its liabilities in the normal course of business for the foreseeable future.

Unidoc Health Corp.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months ended June 30, 2024 and 2023

(Expressed in Canadian Dollars)

3. BASIS OF PRESENTATION

Statement of Compliance

These unaudited condensed interim consolidated financial statements have been prepared in accordance with IAS 34 – Interim Financial Reporting as issued by the International Accounting Standards Board (“IASB”). Accordingly, certain disclosures included in annual financial statements prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the IASB have been condensed or omitted and these unaudited condensed interim consolidated financial statements should be read in conjunction with the Company’s audited financial statements for the year ended March 31, 2024.

Basis of Presentation

The Company’s management makes judgments in its process of applying the Company’s accounting policies in the preparation of its unaudited condensed interim consolidated financial statements. In addition, the preparation of the financial data requires that the Company’s management make assumptions and estimates of the effects of uncertain future events on the carrying amounts of the Company’s assets and liabilities at the end of the reporting period and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates as the estimation process is inherently uncertain. Estimates are reviewed on an ongoing basis based on historical experience and other factors that are considered to be relevant under the circumstances. Revisions to estimates and the resulting effects on the carrying amounts of the Company’s assets and liabilities are accounted for prospectively. The critical judgments and estimates applied in the preparation of the Company’s unaudited condensed interim consolidated financial statements are consistent with those applied and disclosed in the Company’s financial statements for the year ended March 31, 2024. The accounting policies applied in these unaudited condensed interim consolidated financial statements are consistent with those applied and disclosed in the Company’s audited financial statements for the year ended March 31, 2024.

The Company’s interim results are not necessarily indicative of its results for a full year.

Basis of Consolidation

These condensed interim consolidated financial statements include the accounts of the Company and its subsidiary. Subsidiaries are those entities over which the Company has control. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity and be exposed to variable returns from its activities. Details of the Company’s subsidiary are follows:

SUBSIDIARIES	OWNERSHIP PERCENTAGE	JURISDICTION OF INCORPORATION
Unicheck Holdings Corp.	100%	British Columbia, Canada

Inter-company balances and transactions are eliminated on consolidation.

Comparative Figures

Certain comparative figures have been reclassified to conform with the basis of presentation applied for the three months ended June 30, 2024.

Unidoc Health Corp.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months ended June 30, 2024 and 2023

(Expressed in Canadian Dollars)

4. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT**Financial Instruments**

The Company's financial instruments are comprised of cash, receivables, accounts payable and accrued liabilities and its loans payable. Fair values of financial instruments are classified in a fair value hierarchy based on the inputs used to determine fair values. The levels of the fair value hierarchy are as follows:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly (i.e. as prices) or indirectly (i.e. derived from prices);

Level 3 – Inputs that are not based on observable market data (unobservable inputs).

As at June 30, 2024 the fair value of cash held by the Company was based on Level 1 of the fair value hierarchy. The fair values of receivables, accounts payable and accrued liabilities, and loan payable approximate their carrying values due to their short-term maturity.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its cash. The Company limits exposure to credit risk by maintaining its cash with large financial institutions. The Company does not have cash that is invested in asset backed commercial paper. Credit risk is not concentrated with any particular customer. The Company's receivables consist of GST receivable and reimbursements.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company seeks to ensure there is sufficient capital in order to meet short-term business requirements, after taking into account cash flows from operations and the Company's holdings of cash. As at June 30, 2024, the Company had a cash balance of \$99,645 to settle current liabilities of \$2,117,732. Historically, the Company's sources of funding has been through equity financings. The Company's access to financing is uncertain. There can be no assurance of continued access to significant debt or equity funding.

	Within one year	Between one and five years	More than five years
Accounts payable and accrued liabilities	\$ 2,067,169	\$ -	\$ -
Loan payable	31,797	13,613	-
Lease liability	18,766	-	-
	\$ 2,117,732	\$ 13,613	\$ -

Unidoc Health Corp.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months ended June 30, 2024 and 2023

(Expressed in Canadian Dollars)

5. INVENTORY

As at June 30, 2024, the Company's inventory balance consists of one urgent care unit with a cost of \$32,345 (March 31, 2024 - \$32,345)

6. EQUIPMENT

The Company's demonstration units include three medical cart demonstration units and one urgent care demonstration units. The intention of these units is to demonstrate the effectiveness of the Company's virtual care solutions model in order to generate future sales. The units are sent to prospective customers for demonstration purposes and are not intended for sale.

	Medical cart and urgent care demonstration units		Computer equipment		Total
Cost					
Balance, March 31, 2023	\$	135,737	\$	35,063	\$ 170,800
Disposals		(17,727)		-	(17,727)
Impairment		(118,010)		-	(118,010)
Balance, March 31, 2024 and June 30, 2024	\$	-	\$	35,063	\$ 35,063
Accumulated depreciation					
Balance, March 31, 2023	\$	24,076	\$	18,723	\$ 42,799
Depreciation		23,607		13,221	36,828
Disposals		(3,402)		-	(3,402)
Impairment		(44,281)		-	(44,281)
Balance, March 31, 2024		-		31,944	31,944
Depreciation		-		1,040	1,040
Balance, June 30, 2024	\$	-	\$	32,984	\$ 32,984
Net book value					
March 31, 2024	\$	-	\$	3,119	\$ 3,119
June 30, 2024	\$	-	\$	2,079	\$ 2,079

Unidoc Health Corp.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months ended June 30, 2024 and 2023

(Expressed in Canadian Dollars)

7. RIGHT-OF-USE ASSET

During the year ended March 31, 2022, the Company entered into a lease agreement to lease an office space for an initial term of 36 months (Note 9). The lease commenced on February 1, 2022 and the related right-of-use asset was recorded.

		Building
Cost		
Balance, March 31, 2023 and 2024	\$	94,301
Additions		-
Balance, June 30, 2024	\$	94,301
Accumulated depreciation		
Balance, March 31, 2023	\$	36,673
Depreciation		31,433
Balance, March 31, 2024		68,106
Depreciation		7,859
Balance, June 30, 2024	\$	75,965
Net book value		
Balance, March 31, 2024	\$	26,195
Balance, June 30, 2024	\$	18,336

8. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

		June 30, 2024		March 31, 2024
Accounts payable	\$	1,742,248	\$	1,667,366
Accrued liabilities		324,921		637,943
Total	\$	2,067,169	\$	2,305,569

Unidoc Health Corp.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months ended June 30, 2024 and 2023

(Expressed in Canadian Dollars)

9. LEASE LIABILITY

During the year ended March 31, 2022, the Company entered into a lease agreement to lease an office space for an initial term of 36 months. The expiry date of the lease is January 1, 2025. Upon expiration, the Company is entitled to renew the lease for an additional 36 month term on written notice of not less than 6 months prior to expiry of the initial term. Additional payments consisting of utilities and additional rent are expensed as incurred. The lease commenced on February 1, 2022 and the related lease liability was recorded.

		Building
Lease liability		
Balance, March 31, 2023	\$	54,536
Interest expense		5,425
Lease payments		(33,573)
Balance, March 31, 2024		26,388
Interest expense		772
Lease payments		(8,394)
Balance, June 30, 2024	\$	18,766
As at June 30, 2024		
Current portion	\$	18,766
Long-term portion	\$	-
	\$	18,766
As at March 31, 2024		
Current portion	\$	26,388
Long-term portion	\$	-
	\$	26,388

At June 30, 2024, the Company is committed to minimum lease payments as follows:

Maturity analysis		
Less than one year	\$	19,584
One to five years		-
Total undiscounted lease liabilities	\$	19,584

10. LOANS PAYABLE

On February 28, 2023, the Company's Chief Executive Officer (the "CEO") took out a \$40,000 loan through his personal credit card for the Company's working capital purposes. The loan bears interest of 7.99% annually and is due in 36 months.

On June 28, 2023, the Company received an additional loan of \$20,000. The loan bears interest at 7.30% compounded annually and is due July 31, 2024.

The continuity of loans payable for the three months ended June 30, 2024 and the year ended March 31, 2024 is summarized below:

Unidoc Health Corp.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months ended June 30, 2024 and 2023

(Expressed in Canadian Dollars)

10. LOANS PAYABLE (continued)

	Loans Payable	
Balance, March 31, 2023	\$	40,257
Additions		20,000
Interest expense		3,249
Loan payments		(15,039)
Balance, March 31, 2024	\$	48,467
Interest expense		703
Loan payments		(3,760)
Balance, June 30, 2024	\$	45,410
Current portion	\$	31,797
Long-term portion	\$	13,613
	\$	45,410

11. RELATED PARTY TRANSACTIONS

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management personnel include the Company's executive officers and Board of Director members.

All related party transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties. All amounts either due from or due to related parties other than specifically disclosed are non-interest bearing, unsecured and have no fixed terms of repayments.

- a) Related party transactions with directors, subsequent and former directors and companies and entities over which they have significant influence over:

	Three months ended June 30, 2024		Three months ended June 30, 2023	
Consulting (i)	\$	54,731	\$	53,579
Share-based compensation (ii)		-		49,274
	\$	54,731	\$	102,853

(i) To a company controlled by a director of the Company.

(ii) To directors of the Company.

- b) Key management compensation

	Three months ended June 30, 2024		Three months ended June 30, 2023	
Consulting (iii)	\$	75,000	\$	60,000
Share-based compensation (iv)		9,286		104,232
	\$	84,286	\$	164,232

(iii) To a company controlled by the CEO.

(iv) To the CEO, current CFO and former CFO.

Unidoc Health Corp.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months ended June 30, 2024 and 2023

(Expressed in Canadian Dollars)

11. RELATED PARTY TRANSACTIONS (continued)

As at June 30, 2024, accounts payable and accrued liabilities included \$478,697 (March 31, 2024 - \$404,280) due to a company controlled by the CEO of the Company, \$110,812 (March 31, 2024 - \$133,074) due to the CEO of the Company, \$583,826 (March 31, 2024 - \$605,833) due to a company controlled by a director of the Company, \$5,050 (March 31, 2024 - \$Nil) due to directors of the Company. The balances due bear no interest, are unsecured, and are due on demand.

As at June 30, 2024, loans payable included \$24,648 (March 31, 2024 - \$27,891) which was drawn from the CEO of the Company's personal credit card (Note 10).

12. EQUITY

(a) Share Capital

Authorized

Unlimited number of common shares without par value.

Issued

As at June 30, 2024, there were 43,991,731 (March 31, 2024 – 28,685,900) common shares issued and outstanding.

For the three months ended June 30, 2024:

During the three months ended June 30, 2024, 13,277,195 warrants (the "Unit Warrants") were exercised for 13,277,195 units at an exercise price of \$0.10 per unit, for total proceeds of \$1,327,720. Each unit consists of one common share and one additional common share purchase warrant (the "Additional Warrant"). Each Additional Warrant is exercisable at \$0.25 per share with an expiry date of December 13, 2024.

During the three months ended June 30, 2024, 1,968,636 Additional Warrants were exercised for 1,968,636 common shares at an exercise price of \$0.25 per share, for total proceeds of \$492,159.

During the three months ended June 30, 2024, 20,000 options were exercised for 20,000 common shares at an exercise price of \$0.030 per share, for total proceeds of \$6,000.

During the three months ended June 30, 2024, 40,000 shares were issued for RSUs which were vested.

For the three months ended June 30, 2023:

On April 12, 2023, the Company issued 500,000 common shares in connection with the exercise of 500,000 Unit Warrants at an exercise price of \$0.10 per unit, for total proceeds of \$50,000.

Unidoc Health Corp.

Notes to the Condensed Interim Consolidated Financial Statements

For the three months ended June 30, 2024 and 2023

(Expressed in Canadian Dollars)

12. EQUITY (continued)**(a) Share capital (continued)***Escrow*

Pursuant to a National Policy 46-201 escrow agreement dated June 24, 2021 (the “NP 46-201 Escrow Agreement”) among the Company, Odyssey Trust Company as escrow agent, and certain principals of the Company, 4,400,000 common shares and 500,000 stock options were deposited into escrow. 10% of the escrowed securities were released on the date the Company’s common shares were listed for trading on the CSE, which was December 13, 2021 (the “Listing Date”) and the remaining escrowed securities are scheduled for release in 15% tranches every six months thereafter.

An aggregate of 14,400,000 common shares are subject to voluntary resale restrictions (“Voluntary Resale Restrictions”) pursuant to which 10% of such shares will be released on the date that is 12 months after the Listing Date with the remaining shares being released in 15% tranches every four months thereafter.

In addition, an aggregate of 30,000,000 Unit Warrants (including underlying securities) were subject to escrow pursuant to which 25% of the Unit Warrants were released on the Listing Date, and the remaining Unit Warrants will be released in 25% tranches every six months thereafter.

As of the date hereof, 425,000 stock options have been released from the NP 46-201 Escrow Agreement and 30,000,000 Unit Warrants have been released from escrow. 3,740,000 common shares have been released from the NP 46-201 Escrow Agreement. 4,320,000 common shares remain subject to the Voluntary Resale Restrictions.

(b) Warrants

The continuity of warrants for the three months ended June 30, 2024 and the year ended March 31, 2024 is summarized below:

	Number of warrants	Weighted average exercise price	Weighted average life remaining
Balance, March 31, 2023	5,045,014	\$ 0.84	0.99
Expired	(330,414)	0.88	N/A
Exercised	(1,325,000)	0.25	N/A
Issued	5,494,200	0.25	0.95
Balance, March 31, 2024	8,883,800	0.56	1.28
Exercised	(1,968,636)	0.25	N/A
Issued	13,277,195	0.25	0.45
Balance, June 30, 2024	20,192,359	\$ 0.39	1.20

As at June 30, 2024, the number of warrants outstanding and exercisable are as follows:

Number of warrants	Price	Expiry date
2,752,100	\$ 1.25	October 25, 2026
17,440,259	\$ 0.25	December 13, 2024

Unidoc Health Corp.

Notes to the Condensed Interim Consolidated Financial Statements

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12. EQUITY (continued)**(c) Unit Warrants**

The continuity of Unit Warrants for the three months ended June 30, 2024 and 2024 is summarized below:

	Number of warrants	Weighted average exercise price	Weighted average life remaining
Balance, March 31, 2022	28,037,500	\$ 0.10	1.71
Exercised	(5,494,200)	0.10	N/A
Balance, March 31, 2024	22,543,300	0.10	0.70
Exercised	(13,277,195)	0.10	N/A
Balance, June 30, 2024	9,266,105	\$ 0.10	0.45

(d) Options

On September 28, 2023, the Company finalized its new Omnibus Equity Incentive Plan (the “Plan”), which will replace the existing stock option plan. The Plan provides that the Board of Directors of the Company may from time to time, in its discretion, grant to directors, officers, employees and technical consultants and contractors to the Company, equity incentive awards in the form of stock options, restricted share units, share appreciation rights, deferred share units, and performance share units.

All equity incentives granted pursuant to the Plan shall be subject to the terms and conditions of the Plan. The number of shares which will be available for purchase pursuant to an option will be equal to the number of shares as determined by the Board of Directors from time to time, provided that the number of common shares reserved for issuance will not exceed 20% of the issued and outstanding common shares. If any option expires or otherwise terminates for any reason without having been exercised in full, the number of shares in respect of such expired or terminated option shall again be available for the purposes of granting options pursuant to the Plan.

The grant date and the expiry date of an option shall be the dates fixed by the Board of Directors at the time the option is granted and shall be set out in the option certificate issued in respect of such option. The exercise price shall also be determined by the Board of Directors and set out in the option certificate issued in respect of the option. If the Company’s shares are listed on a stock exchange, the exercise price will not be lower than the greater of the last closing price for the shares as quoted on the trading day prior to the grant date and the grant date.

On June 26, 2023, the Company issued 2,146,000 stock options exercisable at \$0.30 for a period of 2 years to officers, directors and consultants. The stock options vested immediately. The fair value of the options of \$380,386 was determined by using the Black-Scholes Options Pricing Model with the following weighted average assumptions: a 2 year expected life; share price at the grant date of \$0.57, 122.58% volatility; risk-free interest rate of 4.61%; and a dividend yield of 0%.

Total share-based compensation expense relating to stock options vesting for the three months ended June 30, 2024 was \$Nil (2023 - \$406,696).

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Notes to the Condensed Interim Consolidated Financial Statements

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12. EQUITY (continued)**(d) Options (continued)**

The continuity of stock options for the three months ended June 30, 2024 and the year ended March 31, 2024 is summarized below:

	Options Outstanding	Weighted average exercise price	Weighted average fair value	Weighted average life remaining
Balance, March 31, 2023	1,920,000	\$ 0.43	\$ 0.19	0.37
Granted	2,146,000	0.30	0.18	1.24
Expired	(1,040,000)	0.26	0.14	N/A
Cancelled	(880,000)	0.63	0.26	N/A
Balance, March 31, 2024	2,146,000	0.30	0.18	1.24
Exercised	(20,000)	0.30	0.18	N/A
Balance, June 30, 2024	2,126,000	\$ 0.30	\$ 0.18	0.99

The following table discloses the number of options outstanding as at June 30, 2024:

Number of options	Price per share	Expiry date	Number of options vested
2,126,000	\$ 0.30	June 26, 2025	2,126,000
2,126,000			2,126,000

(e) RSUs

On February 21, 2024, the Company issued 110,000 RSUs to an officer and to a consultant (the “Participants”) pursuant to the Company’s Plan. The RSUs will vest on June 22, 2024 (the “Vesting Date”). Upon vesting, the RSUs will entitle the holder the right to acquire up to 110,000 common shares in the capital of the Company, or the cash equivalent of such shares at the fair market value on the date of settlement, or a combination of both, at the discretion of the Board of Directors. The Participants are entitled to defer the receipt of shares for the RSUs for a period of three years from the Vesting Date (the “Deferral Period”). Upon expiry of the Deferral Period, the shares will be automatically issued.

The fair values of the RSUs granted during the year ended March 31, 2024 were determined on the date of the grant using the following assumptions:

As of grant date	February 21, 2024
Closing market price	\$0.195
Value of RSUs	\$21,450

During the three months ended June 30, 2024, \$14,593 (2023 - \$Nil) of expense was recognized as share-based payment for the vesting of RSU’s.

Unidoc Health Corp.

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12. EQUITY (continued)**(e) RSUs (continued)**

The changes in RSUs are summarized as follows:

	Number of unvested RSUs	Weighted average fair value per award
Balance, March 31, 2023	-	\$ -
Granted	110,000	0.20
Balance, March 31, 2024	110,000	\$ 0.20
Vested	(110,000)	0.20
Balance, June 30, 2024	-	\$ -

As at June 30, 2024, there were 90,000 RSUs which were vested for which shares have not yet been issued.

13. SEGMENTED INFORMATION

The Company has one operating segment, being the provider of telehealth units. As at June 30, 2024 and March 31, 2024, the Company's equipment was located in Canada.

14. COMMITMENTS

The Company entered into a consulting agreement dated effective February 24, 2021 with a company controlled by the CEO and is committed to pay \$20,000 per month until the agreement is terminated.

Notwithstanding the above, the consulting fees will increase to \$25,000 per month once the Company has earned a profit.

The agreement has a three-year term which may be terminated by the company controlled by the CEO with a lump sum cash severance payment equal to 18 months of such company's aggregate monthly consulting fee currently in effect at the effective date of termination, subject to a minimum monthly consulting fee rate equal to \$16,667. If the agreement is terminated for cause, the foregoing severance will not be payable.

The Company entered into a consulting agreement dated effective February 28, 2021 with a company controlled by a director of the Company and is committed to pay US\$13,333 per month until the agreement is terminated.

Notwithstanding the above, the consulting fees will increase to US\$15,000 per month once the Company has earned a profit.

The Company has the right to terminate the agreement at any time for a lump sum severance payment of 18 months of the monthly consulting fee in effect at the time of termination subject to a minimum monthly consulting fee rate equal to US\$11,667.

Unidoc Health Corp.

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15. CAPITAL MANAGEMENT

The Company manages its capital to maintain its ability to continue as a going concern and to provide returns to shareholders and benefits to other stakeholders. The capital structure of the Company consists of equity which is comprised of issued share capital and deficit.

The Company manages its capital structure and makes adjustments to it in light of economic conditions. The Company, upon approval from its Board of Directors, will balance its overall capital structure through new share issues or by undertaking other activities as deemed appropriate under the specific circumstances.

The Company is not subject to externally imposed capital requirements as at June 30, 2024. There was no change to the Company's approach to capital management during the three months ended June 30, 2024.

16. SUBSEQUENT EVENTS

Subsequent to June 30, 2024, 4,077,647 Unit Warrants were exercised for 4,077,647 units at an exercise price of \$0.10 per unit, for total proceeds of \$407,765. Each unit consisted of one common share and one Additional Warrant, exercisable at \$0.25 per share with an expiry date of December 13, 2024.

Subsequent to June 30, 2024, 2,607,501 Additional Warrants were exercised for 2,607,501 common shares at an exercise price of \$0.25 per share, for total proceeds of \$651,875.