



## **First Quarter 2024 Interim Report**

# Management’s Discussion and Analysis

May 7, 2024

## Basis of Presentation

This Management’s Discussion and Analysis of the financial position and results of operations (“MD&A”) is the responsibility of management and has been reviewed and approved by Crescita’s board of directors (the “Board of Directors”). This MD&A has been prepared in accordance with the requirements of the Canadian Securities Administrators (“CSA”). While the Board of Directors is ultimately responsible for approving the MD&A, it carries out this responsibility mainly through the oversight of its Audit Committee, which has been appointed by the Board of Directors and is composed entirely of independent and financially literate directors.

Throughout this document, Crescita Therapeutics Inc. is referred to as “Crescita”, “we”, “our” or “Company”. This MD&A provides information that management believes is relevant to an assessment and understanding of the consolidated results of operations, cash flows and financial condition of the Company. The following information should be read in conjunction with Crescita’s Condensed Consolidated Interim Financial Statements and the notes thereto for the three months ended March 31, 2024 and 2023 (the “Q1-24 Interim Financial Statements”, “Q1-24”, and “Q1-23”, respectively) which have been filed on the Company’s profile on the System for Electronic Document Analysis and Retrieval+ (“SEDAR+”). Crescita’s accounting policies are in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”). Additional information relating to the Company, including its most recently filed Annual Information Form (“AIF”), can be found on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

## Materiality of Disclosures

This MD&A includes information we believe is material to investors. We consider something to be material if it results in or would reasonably be expected to result in a significant change in the market price or value of our shares, or if it is likely that a reasonable investor would consider the information important in making an investment decision.

All amounts in this MD&A are expressed in thousands of Canadian dollars (“CAD”), unless otherwise noted. This MD&A contains “forward-looking information”. Refer to *Forward-looking Information*.

The Company uses non-IFRS and key financial measures in this MD&A. Refer to the *Non-IFRS and Key Financial Measures*, and the *EBITDA and Adjusted EBITDA Reconciliation* sections of this MD&A.

## Highlights and Key Business Developments

### Financial Highlights

#### Q1-24 vs. Q1-23

- Revenue was \$4,996 compared to \$4,602, an increase of \$394;
- Gross profit was \$2,411 compared to \$2,736, a decrease of \$325;
- Operating expenses were \$3,142 compared to \$2,972, an increase of \$170;
- Adjusted EBITDA<sup>1</sup> was \$(325) compared to \$161, a decrease of \$486;
- Ending cash was \$9,531, an increase of \$146 for the quarter.

<sup>1</sup> Adjusted EBITDA is a non-IFRS measure. Refer to the *Non-IFRS and Key Financial Measures*, and the *EBITDA and Adjusted EBITDA Reconciliation* sections of this MD&A.

## Key Business Developments

For the quarter ended March 31, 2024 and up to the date of this MD&A:

### Update on Licensing Agreement for Pliaglis® in China

In April 2024, the National Medical Products Administration (the “NMPA”, formerly the China Food and Drug Administration or “CFDA”) confirmed the need for a local clinical trial to support the registration of Pliaglis in China. Our licensing partner, Juyou Bio-Technology Co. Ltd. (“Juyou”) has initiated plans to finalize the protocol for the clinical trial and to manufacture the required test articles. Juyou is presently assessing the timeline for the clinical trial, subsequent registration stages, and the projected launch date. Under the commercialization and development license agreement entered into in November 2020, Juyou is responsible for and shall bear all expenses related to obtaining regulatory approval in China and conducting the required clinical trials. Crescita will supply Pliaglis at a pre-determined transfer price including a profit margin and is eligible for potential regulatory and sales milestones that could exceed US\$2.2 million, as well as for tiered double-digit royalties should the product’s retail price surpass specified threshold amounts.

### Repurchases under our Normal Course Issuer Bid (“NCIB”)

In Q1-24, we repurchased 166,508 common shares through our NCIB at a weighted average purchase price per share of \$0.47 for total cash consideration of \$78. Refer to *Normal Course Issuer Bid*.

## Forward-looking Information

Certain statements in this MD&A constitute forward-looking statements and/or forward-looking information (collectively “forward-looking information”) within the meaning of applicable securities laws. All information in this MD&A, other than statements of current and historical fact, represents forward-looking information and is qualified by this cautionary note.

Forward-looking information may relate to the Company’s future financial outlook and anticipated events or results and may include information regarding the Company’s financial position, business strategy, growth strategies, addressable markets, budgets, operations, financial results, taxes, dividend policy, plans, objectives, and expectations. Such information is provided for the purpose of presenting information about management’s current expectations and plans relating to the future and allowing investors and others to get a better understanding of the Company’s anticipated financial position, results of operations and operating environment. Readers are cautioned that such information may not be appropriate for other purposes.

Often, but not always, forward-looking information can be identified by the use of forward-looking terminology such as: “outlook”, “objective”, “anticipate”, “intend”, “plan”, “goal”, “seek”, “believe”, “aim”, “project”, “estimate”, “expect”, “strategy”, “future”, “likely”, “may”, “should”, “will”, “growth strategy”, “future”, “prospects”, “continue”, and similar references to future periods or suggesting future outcomes or events. In addition, any statements that refer to expectations, intentions, projections or other characterizations of future events or circumstances contain forward-looking information.

Examples of forward-looking information include, but are not limited to, statements made in this MD&A under the headings “Key Business Developments”, “Outlook and Liquidity Update”, and “Vision and Growth Strategy”, including statements regarding the Company’s objectives, plans, goals, strategies, growth, performance, operating results, financial condition, business prospects, opportunities and industry trends, and similar statements concerning anticipated future events, results, circumstances, performance or expectations.

Forward-looking information is neither historical fact nor assurance of future performance. Instead, it reflects management’s current beliefs, expectations and assumptions and is based only on information currently available to us. Forward-looking information is necessarily based on a number of estimates and assumptions that, while considered reasonable by management of the Company as of the date of this MD&A, are inherently subject to significant business, economic, and competitive uncertainties and contingencies that are difficult to predict and many of which are outside of our control.

The Company's estimates, beliefs and assumptions, which may prove to be incorrect, include various assumptions regarding, among other things: the Company's future growth potential, results of operations, future prospects and opportunities; the Company's ability to retain and recruit, as applicable, customers, members of management and key personnel; industry trends; legislative or regulatory matters, including expected changes to laws and regulations and the effects of such changes; future levels of indebtedness; availability of capital; the Company's ability to secure additional capital and source and complete acquisitions; the Company's ability to maintain and expand its market presence and geographic scope; current economic conditions; the impact of currency exchange and interest rates; the Company's ability to maintain existing financing and insurance on acceptable terms; the Company's ability to execute on, and the impact of, its environmental, social and governance initiatives; the impact of competition; and the Company's ability to respond to changes to its industry and the global economy.

Forward-looking information involves risks and uncertainties that could cause Crescita's actual results and financial condition to differ materially from those contemplated by such forward-looking information. Important factors that could cause such differences include, among others:

- economic and market conditions, including factors impacting global supply chains such as pandemics and geopolitical conflicts and tensions, including the uncertainty created by the war in Ukraine and the Israel-Hamas war;
- the impact of inflation and rising interest rates together with the threats of stagflation or recession;
- the Company's ability to execute its growth strategies;
- the degree or lack of market acceptance of the Company's products;
- reliance on third parties for marketing, distribution and commercialization, and clinical trials;
- the impact of variations in the values of the Canadian dollar in relation to the U.S. dollar and Euro;
- the impact of the volatility in financial markets;
- the Company's ability to retain members of its management team and key personnel;
- the impact of changing conditions in the regulatory environment and product development processes;
- manufacturing and supply risks;
- increasing competition in the industries in which the Company operates;
- the Company's ability to meet its contractual obligations;
- the impact of product liability matters;
- the impact of litigation involving the Company and/or its products;
- the impact of changes in relationships with customers and suppliers;
- the degree of intellectual property protection of the Company's products;
- developments and changes in applicable laws and regulations, and;
- other risk factors described from time to time in the reports and disclosure documents filed by Crescita with Canadian securities regulatory agencies and commissions, including the sections entitled "Risk Factors" in the Company's most recent annual MD&A and AIF.

If any risks or uncertainties with respect to the above materialize, or if the opinions, estimates or assumptions underlying the forward-looking information prove incorrect, actual results or future events might vary materially from those anticipated in the forward-looking information. This list is not exhaustive of the factors that may impact the Company's forward-looking information. Although management has attempted to identify important risk factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other risk factors not presently known or that management believes are not material that could also cause actual results or future events to differ materially from those expressed in such forward-looking information. 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 information. Accordingly, investors should not place undue reliance on forward-looking information, which speaks only as of the date provided, and is subject to change after such date. Except as required by applicable securities laws, the Company undertakes no obligation to publicly update any forward-looking information, whether written or oral, that may be provided from time to time, whether as a result of new information, future developments or otherwise.

## Non-IFRS and Key Financial Measures

We report our financial results in accordance with IFRS. However, we use certain non-IFRS financial measures to assess our Company's performance. We believe these to be useful to management, investors, and other financial stakeholders in assessing Crescita's performance.

The non-IFRS measures used in this MD&A do not have any standardized meaning prescribed by IFRS and are therefore not comparable to similar measures presented by other issuers. These measures should be considered as supplemental in nature and not as a substitute for the related financial information prepared in accordance with IFRS.

The following are the non-IFRS and key financial measures used by management alongside their respective definitions:

<b>Profitability</b>	<ul style="list-style-type: none"> <li>• <b>EBITDA (non-IFRS)</b> – is defined as earnings before interest, income taxes, depreciation of property, plant and equipment and amortization of right-of-use asset and intangible assets. A reconciliation of EBITDA to its closest IFRS measure can be found under the <i>EBITDA and Adjusted EBITDA Reconciliation</i> section of this MD&amp;A.</li> <li>• <b>Adjusted EBITDA (non-IFRS)</b> – is defined as earnings before interest, income taxes, depreciation of property, plant and equipment and amortization of right-of-use asset and intangible assets, foreign exchange (gains) losses, share of (profit) loss of associates, fair value (gains) losses, share-based compensation costs, restructuring costs, and goodwill and intangible asset impairment, as applicable. Management believes that Adjusted EBITDA is an important measure of operating performance and cash flow and provides useful information to investors as it highlights trends in the underlying business that may not otherwise be apparent when relying solely on IFRS measures. A reconciliation of Adjusted EBITDA to its closest IFRS measure can be found under the <i>EBITDA and Adjusted EBITDA Reconciliation</i> section of this MD&amp;A.</li> <li>• <b>Net income (loss) before income taxes</b> – is a measure of income or loss generated by the Company during the period.</li> </ul>
<b>Liquidity</b>	<ul style="list-style-type: none"> <li>• <b>Cash provided by (used in) operating activities</b> – is a measure of cash generated from or used in managing our day-to-day business operations. We believe that operating cash flow is indicative of financial flexibility, allowing us to execute our growth strategy.</li> </ul>

## Reporting Segments

We have three reportable segments: (i) Commercial Skincare; (ii) Licensing and Royalties; and (iii) Manufacturing and Services.

### Commercial Skincare

In the Commercial Skincare (“Skincare”) reportable segment, we manufacture our branded non-prescription skincare products for sale in Canada and certain international markets. We also commercialize Pliaglis®, NCTF® Boost 135 HA, ART FILLER® and Obagi® Medical in Canada. Non-prescription products manufactured by the Company include the following brands: Laboratoire Dr Renaud® (“LDR”), Pro-Derm® and Alyria®. These premium skincare lines provide solutions for a range of common skin concerns such as aging, acne, hydration, pigmentation, and rosacea.

Our sales force calls on aesthetic spas, medispas as well as medical aesthetic clinics in Canada under a business-to-business (“B2B”) model. Some of our brands are also sold directly to consumers through online platforms and certain retail outlets, and are distributed by partners in international markets including the United States (“U.S.”), South Korea and Malaysia

### Licensing and Royalties

The Licensing and Royalties (“Licensing”) reportable segment currently derives revenue from licensing the intellectual property (the “IP”) related to Pliaglis and would include any revenue from licensing the IP for the use of our transdermal delivery technologies, Multiplexed Molecular Penetration Enhancers™ (“MMPE”) and DuraPeel™ (the “Technologies”), in the development of any topical formulation. While we may still do so from time to time, leveraging our Technologies to fuel our licensing pipeline is no longer a strategic focus for the Company. The key revenue streams in the Licensing segment include upfront and pre- and post-commercialization milestone payments, royalties determined using the agreed-upon formulas as described in each respective licensing agreement, and product sales under supply agreements with the Company’s licensing partners.

### Manufacturing and Services

The Manufacturing and Services (“Manufacturing”) reportable segment includes two main revenue streams: 1) revenue from the sale of topical products manufactured to client specifications under our contract development and manufacturing organization (“CDMO”) infrastructure; and 2) revenue from product development services. Clients in the Manufacturing segment use our services to manufacture topicals either under a private label or a brand name and may use a combination of Crescita’s existing formulations, their own formulations or novel formulations (with or without the utilization of our Technologies).

Refer to the *Revenue by Segment* and *Gross Profit by Segment* sections of this MD&A and to Note 4 - *Segmented Information* to our Q1-24 Interim Financial Statements.

## Outlook and Liquidity Update

Our objectives when managing our liquidity and capital structure are to maintain enough cash to fund our operations, including organic growth initiatives, to pursue strategic licensing deals and acquisitions as part of our growth strategy, and to meet contractual obligations as they become due. As of March 31, 2024, Crescita had working capital (defined as current assets minus current liabilities) of \$13,249, including a cash balance of \$9,531. Our cash and other current assets at March 31, 2024 were sufficient to meet our current accounts payable, accrued liabilities, lease and other obligations. In addition, we have a revolving demand credit facility (the "Facility") for an authorized amount, subject to margin requirements, of \$3,500. Based on our accounts receivable and inventory values at quarter end, the full authorized amount of \$3,500 was available under the Facility. The Facility bears no financial covenants, and no amounts have yet been drawn.

Our ability to generate sufficient revenue to reach sustained profitability depends on the successful implementation of our growth strategy. The ability to raise additional financing for future activities may be impaired, or such financing may not be available on favourable terms, due to conditions beyond our control. This exposure is further discussed in the *Risks Factors* section of our most recent annual MD&A and AIF.

## Normal Course Issuer Bid

On August 29, 2023, we announced that the TSX approved the proposed NCIB to purchase up to a maximum of 1,821,616 Common Shares for cancellation starting August 31, 2023 and ending August 30, 2024 or such earlier date as the Company completes its purchases pursuant to the NCIB or provides notice of termination.

In connection with the NCIB, we adopted an automatic securities purchase plan ("ASPP") containing strict parameters regarding how our Common Shares may be repurchased during times when we would ordinarily not be permitted to purchase Common Shares due to regulatory restrictions or self-imposed blackout periods. Such purchases are executed by the designated broker based on parameters established by the Company prior to the pre-established ASPP period.

The following table provides a summary of the details of the Common Shares repurchased for cancellation under the NCIB for the three months ended March 31, 2024 and 2023:

<b>For the three months ended March 31,</b>	<b>2024</b>	<b>2023</b>
<i>In 000's of CAD, except number of shares and average price</i>	<b>\$</b>	<b>\$</b>
Common Shares repurchased for cancellation <sup>1</sup>	<b>166,508</b>	-
Weight average purchase price per share	<b>0.47</b>	-
Total purchase price	<b>78</b>	-

<sup>1</sup> The number of 166,508 Common Shares repurchased for the three months ended March 31, 2024 includes 52,949 Common Shares that were cancelled after quarter end.

## Outstanding Share Data

The following table provides the designation and number of each class and series of voting, equity, or convertible securities of Crescita, outstanding:

	As at May 6, 2024
Common shares	19,441,171
Stock options <sup>1</sup>	2,967,587

<sup>1</sup> This amount includes 2,344,691 options which have vested.

## Selected Quarterly Financial Information

	Three months ended March 31,		
<i>In thousands of CAD, except per share data and number of shares</i>	2024	2023	Change
<b>Operations</b>	\$	\$	\$
Revenues	4,996	4,602	394
Cost of goods sold	2,585	1,866	719
<b>Gross profit</b>	<b>2,411</b>	<b>2,736</b>	<b>(325)</b>
<b>Gross margin (%)</b>	<b>48.3%</b>	<b>59.5%</b>	<b>-11.2%</b>
Operating expenses	3,142	2,972	170
<b>Operating loss</b>	<b>(731)</b>	<b>(236)</b>	<b>(495)</b>
Interest income, net	(116)	(98)	(18)
Foreign exchange (gain) loss	2	(36)	38
Share of (profit) loss of an associate	9	(8)	17
Net loss on convertible note measured at fair value through profit or loss	-	13	(13)
<b>Loss before income taxes</b>	<b>(626)</b>	<b>(107)</b>	<b>(519)</b>
Deferred income tax expense	-	166	(166)
<b>Net loss</b>	<b>(626)</b>	<b>(273)</b>	<b>(353)</b>
Adjusted EBITDA <sup>1</sup>	(325)	161	(486)
Loss per share			
Basic and diluted	\$ (0.03)	\$ (0.01)	\$ (0.02)
Weighted average number of common shares outstanding			
Basic and diluted	19,591,906	20,334,153	(742,247)
<b>Balance Sheet as at March 31,</b>			
Cash and cash equivalents	9,531	10,275	(744)
Total assets	24,069	27,841	(3,772)
Total non-current financial liabilities <sup>2</sup>	804	1,233	(429)
Total liabilities	5,925	6,992	(1,067)
Total equity	18,144	20,849	(2,705)

<sup>1</sup> Adjusted EBITDA is a non-IFRS measure. Refer to the *Non-IFRS and Key Financial Measures*, and the *EBITDA and Adjusted EBITDA Reconciliation* sections of this MD&A.

<sup>2</sup> Non-current financial liabilities are defined as the sum of the long-term portions of lease obligations and other obligations.



# Corporate Overview

## About Crescita

Crescita (TSX: CTX and OTC US: CRRTF) is a growth-oriented, innovation-driven Canadian commercial dermatology company with in-house R&D and manufacturing capabilities. The Company offers a portfolio of high-quality, science-based non-prescription skincare products and a commercial stage prescription product. In addition, we own multiple proprietary transdermal delivery platforms that support the development of patented formulations to facilitate the delivery of active ingredients into or through the skin.

Our non-prescription portfolio includes a variety of dermocosmetic products, skincare therapeutics and devices. To qualify as a dermocosmetic, a product must contain active ingredients whose effectiveness against a specific skin concern has been evidenced through clinical studies. Our dermocosmetic products include face creams, cleansers, exfoliants, masks, serums and suncare products. Each product or group of products is formulated to address specific skin concerns and intended to be used as part of a skincare protocol to provide a personalized regimen to meet each consumer's unique needs. The portfolio is designed for preventive care to the first signs of aging, as well as for common skin concerns.

Our product portfolio serves two subsets of the Canadian aesthetic market: (i) aesthetic skincare and (ii) medical aesthetics.

- (i) Professional aestheticians use our dermocosmetic skincare products to target well-known and common skin concerns, such as mild acne, aging, dehydration, pigmentation, sensitivity, and rosacea, using non-invasive skincare protocols. Our lead dermocosmetic skincare brand is Laboratoire Dr Renaud.
- (ii) Medical aesthetics is a niche market positioned between the cosmetic market and the plastic surgery market and includes medical treatments that are focused on improving patients' cosmetic appearance. Qualified doctors and nurses typically perform both non-invasive and minimally invasive procedures or skincare treatments such as chemical peels, advanced retinol facials, microdermabrasion, hyaluronic acid and neurotoxin injections, and various laser and device treatments. Our primary medical grade dermocosmetic brand is Pro-Derm. We also distribute NCTF, ART FILLER and Obagi Medical under exclusive distribution agreements in Canada, and sell Pliaglis in the Canadian physician-dispensed skincare market.

Our sales force calls on spas, medical aesthetic clinics and medispas across Canada. In addition, our skincare brands are sold in Malaysia and South Korea through distributors, as well as online through various platforms, while Alyria, a direct-to-consumer ("DTC") brand is also sold in select retail outlets.

Pliaglis is a topical local anesthetic cream that provides safe and effective local dermal analgesia on intact skin prior to superficial dermatological procedures. The product is currently approved by regulatory authorities in 37 countries and licensed to seven commercial partners for sale in 39 countries.

In addition, our expertise in topical product formulation and development can be used in combination with our Technologies to develop and manufacture creams, liquids, gels, ointments, and serums under our CDMO infrastructure. We provide our services to several North American clients under full cGMP ("Current Good Manufacturing Practice"). Our manufacturing capabilities range from laboratory to pilot batches to scale-ups. We deliver turnkey solutions, sometimes integrating manufacturing with in-house R&D, supply chain, and quality functions. Our integrated approach aims to simplify our clients' supply chain to maximize value, supporting timely and cost-effective product launches. We run our operations from our head office located in the Biotech City in Laval, Québec, including a 50,000 square-foot production facility where we also manufacture the majority of our non-prescription skincare products. Formulations manufactured by or for Crescita include cosmetics, natural health products ("NHP") and products with Drug Identification Numbers ("DIN"). We maintain a registered office located at 333 Bay Street, Suite 3400, Toronto, Ontario, M5H 2S7.

## Vision and Growth Strategy

Our vision is to become a Canadian leader in innovative, science-based skincare solutions, providing improved outcomes for all our clients' skincare concerns.

Our corporate growth strategy is comprised of four pillars, each of which is based on the fundamentals of our business model. Together, we refer to these as our "Four-Pillar Growth Strategy."

- Pillar 1: Organic Growth
- Pillar 2: Strategic Acquisitions and/or In-licensing Agreements
- Pillar 3: Strategic Out-licensing of Assets
- Pillar 4: Contract Development and Manufacturing Services

Our strategy is designed to generate growth over the long-term. There have been no changes to our vision and growth strategy since our year ended December 31, 2023, other than the reduction in the strategic significance of out-licensing our Technologies. While we may take advantage of future opportunities as they arise, seeking such partnerships is currently not a strategic focus. For further details, please refer to the section entitled "Vision and Growth Strategy" on page 11 of Crescita's 2023 Annual Report, which is available on our website at [www.crescitatherapeutics.com](http://www.crescitatherapeutics.com) and which was filed on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca). Refer to *Transdermal Delivery Technologies*.

## Competitive Conditions

There have been no changes to the Company's competitive conditions since our last fiscal year ended December 31, 2023. For further details please refer to the section entitled "Competitive Conditions" on page 15 of Crescita's 2023 Annual Report, which is available on our website at [www.crescitatherapeutics.com](http://www.crescitatherapeutics.com) and which was filed on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

## Non-Prescription Skincare Product Portfolio

### Laboratoire Dr Renaud

Founded over 75 years ago, Laboratoire Dr Renaud is a pioneer in the Canadian cosmetics industry. The product line was founded in France in 1947 by Dr. Louis Raymond Renaud, a well-known French dermatologist and was launched as a Canadian brand in Montreal in 1963. Laboratoire Dr Renaud is inspired by nature to develop personalized solutions to address daily skin concerns such as: aging, acne, rosacea, pigmentation, dehydration, and sensitivity. With research and innovation at the heart of the brand, Laboratoire Dr Renaud's skincare solutions represent the synergy between science and aesthetics. Products are designed according to the principles of biomimicry which attempt to mimic natural processes, making them compatible with our skin. Crescita owns the trademark rights for the skincare line in North America, certain South American countries, and the Pacific Rim as well as the worldwide rights for the formulations. Virtually all the Laboratoire Dr Renaud products are manufactured at our Laval facility and can be purchased either through a professional aesthetician or online.

### Pro-Derm

Pro-Derm is a line of high-quality dermocosmetic products for the medical aesthetic market and is sold to medispas and medical aesthetic clinics. Pro-Derm is used in conjunction with anti-aging medical procedures both pre and post treatment, such as dermal filler injections for lines and wrinkles, facial peels, laser treatments, aesthetic surgery as well as to prevent the undesired effects of aging. Developed by a Canadian team of chemists and a dermatologist, the products are designed to achieve and maintain healthy-looking skin and to optimize cosmetic procedures offered by physicians.

By offering a range of clinically proven effective products, Pro-Derm combines the benefits of both cosmetic and pharmaceutical ingredients. Our formulas are free from parabens, dyes, perfumes, alcohol, mineral oils, and other harsh chemicals, as well as from ingredients of animal origin. Crescita owns the trademark rights for Canada and the worldwide formulations and marketing rights for Pro-Derm. Virtually all the Pro-Derm products are manufactured at our Laval facility and can be purchased at medispas, medical aesthetic clinics or online.

## **Alyria**

Alyria is a medical grade dermocosmetic skincare line developed using scientific research to target major skincare concerns. Previously a B2B brand sold to medispas and medical aesthetic clinics, Alyria was rebranded, reformulated and re-launched as a DTC brand in the Canadian skincare market in Q1-23. Alyria's offering was built around a series of serums formulated with clinically proven active ingredients, specifically targeting skin hydration. Alyria is primarily targeted at millennials and marketed and sold online and in certain retail outlets. All Alyria products are manufactured at our Laval facility. Crescita owns the trademark rights for Canada, Europe, certain South American countries, and the U.S. In addition, Crescita owns the worldwide marketing rights for Alyria as well as the rights to the product formulations, which are, in some cases, on a non-exclusive basis.

## **NCTF Boost 135 HA**

NCTF is a skin revitalization solution primarily used for the improvement of skin quality and fine lines. Comprising free hyaluronic acid and more than 50 key ingredients including amino acids, vitamins, co-enzymes, and minerals, NCTF is a hydration booster providing the essential ingredients for skin health. Suitable for all age groups, it specifically targets age-related skin changes such as dryness, dullness, uneven complexion, dilated pores and wrinkles. Since 1978, NCTF has been a leader in skin revitalization with over four million bottles sold annually by Laboratoires FILLMED ("FILLMED") and its partners around the world. We sell NCTF to medispas and medical aesthetic clinics across Canada under an exclusive distribution agreement with FILLMED. Refer to *Significant Partnerships*.

## **ART FILLER**

ART FILLER is an exclusive collection of hyaluronic acid-based dermal fillers designed to smooth-out superficial to deep wrinkles and create or restore the volumes and contours of the face. Developed, manufactured and launched in 2016 by FILLMED, ART FILLER injectables benefit from the Tri-Hyal<sup>®</sup> technology, an innovation in the R&D space. The gels are made of non-animal origin hyaluronic acid and feature an optimized equilibrium between free hyaluronic acid, long chains and very long chains of hyaluronic acid. Each product of the range has been developed with consideration of a precise treatment objective. The performance and the tolerance of ART FILLER have been demonstrated through a unique study combining clinical evaluations and instrument-based measurements. We sell ART FILLER in the Canadian medical aesthetic market under our exclusive distribution agreement with FILLMED. Refer to *Significant Partnerships*.

## **Obagi Medical**

The Obagi Medical product line provides skincare products formulated to minimize signs of aging, address dark spots, hyperpigmentation, fine lines and wrinkles and to protect and enhance skin tone and texture. Some of the most well-known products include the Obagi Nu-Derm Fx<sup>®</sup> Systems, the Obagi-C<sup>®</sup> Fx Systems, the Obagi360<sup>®</sup> System, the CLENZIderm M.D.<sup>®</sup> Systems and the Professional-C<sup>®</sup> Collection. We sell Obagi to medispas and medical aesthetic clinics across Canada and online under an exclusive distribution agreement with Obagi Cosmeceuticals LLC.

## **Prescription Product Portfolio**

### **Pliaglis<sup>®</sup>**

Pliaglis is a topical local anesthetic cream that provides safe and effective local dermal analgesia on intact skin prior to superficial dermatological procedures. The formulation contains a eutectic mixture of 7% lidocaine and 7% tetracaine that utilizes our proprietary phase-changing topical cream Peel technology. The Peel technology consists of a drug-containing cream which, once applied to a patient's skin, dries to form a pliable layer that releases the active ingredients into the skin. Pliaglis is applied to intact skin for 20 to 30 minutes prior to superficial dermatological procedures such as dermal filler injections, non-ablative laser facial resurfacing, or pulsed-dye laser therapy and 60 minutes prior to procedures such as laser-assisted tattoo removal (the "Application Period"). Following the Application Period, the pliable layer is easily removed from the skin allowing the procedure to be performed with minimal to no pain. In clinical studies, the mean duration of anesthesia has been shown to be in the range of 7 to 9 hours after the application of Pliaglis.

The product is currently approved in 37 countries and licensed to seven commercial partners for sale in 39 countries. Crescita provides regulatory support to its international partners to ensure timely approval of Pliaglis in countries where the product is yet to be approved and supports commercial launch activities in the rest-of-world (“ROW”) countries where Pliaglis is approved.

### **Enhanced Formulation of Pliaglis®**

The Company developed alternate enhanced formulations of Pliaglis with extended patent protection through 2031 in multiple jurisdictions. The alternate formulations also contain 7% lidocaine and 7% tetracaine but possess improved application and removal properties compared to the original formulation of Pliaglis.

On March 31, 2020, the USPTO granted U.S. Patent No. 10,603,293 for *Solid-Forming Anesthetic Formulations for Pain Control*, which covers both Pliaglis and enhanced formulations of Pliaglis through January 14, 2031. The new patent was listed in a publication called *Approved Drug Products with Therapeutic Equivalence Evaluations* (commonly known as the “Orange Book”) on April 14, 2020. The Orange Book identifies drug products approved on the basis of safety and effectiveness by the FDA under the Federal Food, Drug, and Cosmetic Act and related patent and exclusivity information.

On August 25, 2020, the USPTO granted U.S. Patent No. 10,751,305 for *Solid-Forming Topical Formulations for Pain Control*, which covers enhanced formulations of Pliaglis through January 14, 2031. The new patent was listed in the FDA’s Orange Book on September 21, 2020.

## **Transdermal Delivery Technologies**

Crescita has multiple drug delivery platforms supporting the development of patented formulations that deliver active ingredients into or through the skin.

While the Technologies continue to be used to formulate novel topical products for both our own portfolio and/or for our CDMO clients, we are no longer actively leveraging our Technologies to fuel our licensing pipeline or pursuing out-licensing opportunities, as they are not a strategic focus for the Company.

### **Peel and DuraPeel**

The Peel and DuraPeel technologies are self-occluding, film-forming cream/gel formulations that provide extended-release delivery of the active ingredients to the site of application. The cream/gel contains a drug that, when applied to a patient’s skin, forms a pliable layer that releases the active ingredient into the skin for up to 12 hours. The benefits of the Peel and DuraPeel technologies include proven compatibility with a variety of active pharmaceutical ingredients (“APIs”). A self-occluding film reduces product transference risk, provides fast drying time, facilitates easy application and removal, and enables application to large and irregular skin surfaces.

While the Peel technology typically involves a single solvent that dries to form a pliable film, the DuraPeel technology involves a two-solvent system which includes a volatile solvent component that dries to form a self-occluding film and a non-volatile solvent component that remains in the formulation to facilitate prolonged release of the active ingredient from the formulation into the skin.

Peel technology patents have been issued in 22 countries including the U.S., with the latest expiring in 2031. In addition, a patent application is pending in the U.S. DuraPeel patents have been issued in Canada and in the U.S., with the latest expiry in 2027.

### **MMPE**

The MMPE technology uses synergistic combinations of certain specific pharmaceutical excipients included on the FDA’s Inactive Ingredients Database (“IID”) for improved topical delivery of active ingredients into or through the skin. The benefits of this technology include the potential for increased penetration of APIs with the possibility of improved efficacy, lower API concentration and/or reduced dosing. Issued U.S. patents provide intellectual property protection through March 6, 2027. Australian, Canadian, Mexican, U.S. and European patents (validated in Germany, France, Ireland, Spain, Italy and the United Kingdom) were issued with term to 2036. In addition, an application is pending in New Zealand, with term to 2036.

## Pipeline Products

### Non-Prescription Skincare Products

The non-prescription skincare business requires that the product lines be rejuvenated from time-to-time with the introduction of new product offerings and innovations, which in some cases utilize our patented transdermal delivery technologies. Crescita has established a multi-disciplinary product development committee that screens and identifies new products to be developed or existing products to be upgraded. These new products are selected based on sales and marketing trends, but also include regulatory, manufacturing and cost considerations. The products under development are usually kept confidential for competitive reasons.

### Prescription Drug Products

Crescita has a portfolio of development and commercial stage products and proprietary platform technologies, which include MMPE and DuraPeel. The following table summarizes the Company's key prescription drug products and product candidates and associated intellectual property.

Product	Therapeutic Area	Stage of Development	Intellectual Property <sup>2</sup>
Pliaglis and enhanced formulations of Pliaglis (U.S.)	Local anesthesia prior to superficial dermatological procedures	Commercial	Three Orange Book listed U.S. patents covering Pliaglis and/or enhanced formulations expiring in 2031. Application pending in the U.S. through 2031.
Pliaglis and enhanced formulations of Pliaglis (ROW)	Local anesthesia prior to superficial dermatological procedures	Commercial	Patents granted for enhanced formulation in AU, BR, CA, CN, AT, BE, CH, DE, ES, FR, GB, GR, IT, LU, NL, PL, TR, HK, JP, MX, and RU, with latest expiring in 2031.
CTX-101 <sup>1</sup>	Plaque Psoriasis	Phase 3 – <i>on hold</i>	Patents granted in the U.S. expiring in 2027. Patents granted in AU, CA, MX, DE, FR, IE, GB, ES, IT and the U.S. expiring in 2036. Application pending in NZ through 2036.
CTX-102 <sup>1</sup>	Dermatological skin treatment	Phase 1 – <i>on hold</i>	Patents granted in the U.S. expiring in 2027. Patent granted in AU, CA, MX, DE, FR, IE, GB, ES and IT expiring in 2036. Application pending in NZ through 2036. U.S. patent granted through 2040. Applications pending in CA and U.S. through 2040.
Dermatology products utilizing MMPE <sup>3</sup>	Prescription treatments of skin diseases	Pre-clinical – <i>on hold</i>	Patent granted in the U.S. expiring in 2027.

1. In April 2014, we entered into a joint venture agreement with two development partners to develop and formulate two topical dermatology product candidates utilizing our MMPE technology, CTX-101 and CTX-102 (the "Product Candidates"). Under this agreement, upon completion of the formulations, the development partners would oversee and fund the formulations' advancement through Phase 2 clinical studies, after which, it was anticipated that the Product Candidates would be made available for licensing. However, with reimbursement challenges for dermatology products in the U.S., securing a licensing partner for CTX-101 has been more difficult than expected for our development partners and there is no certainty as to whether any of their partnering discussions will be successful. Pending the outcome of these discussions, the CTX-102 development program has been suspended. Crescita does not intend to dedicate any further resources to CTX-101 and CTX-102. For more detailed information, please refer to our most recent annual MD&A and AIF.
2. Country abbreviations defined as follows: Australia (AU), Brazil (BR), Canada (CA), China (CN), Austria (AT), Belgium (BE), Switzerland (CH), Germany (DE), Spain (ES), France (FR), Great Britain (GB), Greece (GR), Ireland (IE), Italy (IT), Luxembourg (LU), Netherlands (NL), Poland (PL), Turkey (TR), Hong Kong (HK), Japan (JP), Mexico (MX), Russian Federation (RU), United States (U.S.), Rest of World (ROW).
3. Crescita licensed the MMPE technology to a U.S.-based, major dermatological CRO. The licensee, in this case, will oversee and fund the total cost of the development program.

## Significant Partnerships

### Distribution and Promotion Agreement with Laboratoires FILLMED

In 2020, we entered into an exclusive distribution and promotion agreement with FILLMED for the distribution of NCTF and ART FILLER in Canada. FILLMED is a French aesthetic medicine company with expertise in developing aesthetic anti-ageing treatment solutions using hyaluronic acid. The partnership with FILLMED allows Crescita to expand its product offering in the medical aesthetic field.

We sell NCTF and ART FILLER to medispas and medical aesthetic clinics across the country through our dedicated sales force.

### Licensing Agreement with Cantabria Labs

In 2019, we entered into a commercialization license agreement with Cantabria Labs Inc. (“Cantabria” and the “Cantabria Agreement”) for an initial term of 15 years, granting Cantabria the exclusive rights to sell and distribute Pliaglis in Italy, Portugal, France, and Spain (the “Territories”).

Under the Cantabria Agreement, we are eligible to receive double-digit royalties on the net sales of Pliaglis in the Territories, with minimum guaranteed sales-based royalties per year, and milestones related to the launch and sales performance of Pliaglis in each of the Territories.

Cantabria initially completed the transfer of the manufacturing process and analytical test methods for Pliaglis to its manufacturing facility in Santander, Spain in 2020, allowing it to supply Pliaglis in Europe. In addition, the parties later agreed that Cantabria would supply Pliaglis to Crescita outside the Territories.

Cantabria is promoting Pliaglis through its field force, calling on physicians such as aesthetic doctors and dermatologists. Cantabria currently sells Pliaglis in Italy.

## Results of Operations

### Fluctuations in Operating Results

Crescita’s results of operations have fluctuated significantly from period-to-period in the past and are likely to do so in the future. Crescita anticipates that its quarterly and annual results of operations may be impacted in the foreseeable future by several factors including the timing and amount of product and contract manufacturing sales, royalties, milestone and upfront payments received pursuant to current and future collaboration and licensing arrangements, and the level and timing of selling, general and administrative expenditures, as well as R&D costs related to product formulation efforts. Due to these fluctuations, Crescita believes that the period-to-period comparisons of its operating results are not necessarily an adequate indicator of future performance.

### Foreign Exchange Rates

Crescita is exposed to changes in foreign currency rates as a result of certain international operations. Accordingly, as prescribed by IFRS, we value assets, liabilities and transactions measured in foreign currencies using various exchange rates. We report all amounts in Canadian dollars, unless otherwise noted. Refer to Note 14 – *Financial Instruments and Risk Management - Currency Risk* of our Q1-24 Interim Financial Statements for a further discussion on the impact of foreign currency fluctuations on our results of operations.

Average rates	Three months ended March 31,	
	2024	2023
U.S. dollar	1.3488	1.3518
Euro	1.4640	1.4507

Spot rates	As at March 31,	
	2024	2023
U.S. dollar	1.3550	1.3533
Euro	1.4632	1.4708

## Revenue by Segment

Three months ended March 31,	2024	2023	Change
<i>In thousands of CAD</i>	\$	\$	\$
Commercial Skincare	2,535	2,492	43
Licensing and Royalties	-	21	(21)
Manufacturing and Services	2,461	2,089	372
<b>Total revenue</b>	<b>4,996</b>	<b>4,602</b>	<b>394</b>

### Commercial Skincare

Commercial Skincare sales remained essentially flat year-over-year with revenue totaling \$2,535 for the three months ended March 31, 2024 compared to \$2,492 for the three months ended March 31, 2023.

### Licensing and Royalties

Licensing and Royalties revenue for the three months ended March 31, 2024 was \$nil compared to \$21 for the three months ended March 31, 2023, representing guaranteed royalties above the annual contractual minimum under the Cantabria Agreement.

### Manufacturing and Services

Manufacturing and Services revenue for the three months ended March 31, 2024 was \$2,461 compared to \$2,089 for the three months ended March 31, 2023. The increase of \$372 was mainly due to the fulfillment of a previously deferred purchase order initially scheduled for delivery in the second half of 2023 and reflects pricing concessions on volume.

The timing and value of third-party manufacturing purchase orders are variable from period to period depending on our clients' commercial activities and may not be recurring in nature.

## Revenue Distribution

The following tables provide additional information regarding our revenue mix by geography and reportable segment for the three months ended March 31, 2024 and 2023:

### By Geography (based on client's billing address)

Three months ended March 31,	2024	2023
Canada	54%	54%
U.S.	42%	40%
ROW	4%	6%
	<b>100%</b>	<b>100%</b>

## By Segment

Three months ended March 31,	2024	2023
Commercial Skincare	51%	55%
Licensing and Royalties	0%	0%
Manufacturing and Services	49%	45%
	100%	100%

## Major Customers

Under IFRS 8 – *Operating Segments*, major customers are those that account for greater than 10% of a company’s consolidated revenue. For the three months ended March 31, 2024 and 2023, we had one major customer in the Manufacturing segment that accounted for 42% and 37%, respectively, of our consolidated revenue.

## Gross Profit by Segment

Gross profit is calculated by subtracting the cost of goods sold (“COGS”) from revenue, either on a consolidated or on a by segment basis. Gross margin, as reported below and elsewhere in this MD&A, is an expression of gross profit as a percentage of revenue, either on a consolidated or by segment basis. COGS primarily includes: the costs associated with manufacturing and packaging our products, provisions for inventory obsolescence, freight-in, the cost of products purchased from third parties, and costs for the development of formulas under our CDMO services.

Three months ended March 31,	2024	2023	Change
<i>In thousands of CAD</i>	\$	\$	\$
Revenue	4,996	4,602	394
Cost of goods sold	2,585	1,866	719
<b>Gross profit</b>	<b>2,411</b>	<b>2,736</b>	<b>(325)</b>
<i>Gross margin %</i>	<b>48.3%</b>	59.5%	-11.2%

## Commercial Skincare

Three months ended March 31,	2024	2023	Change
<i>In thousands of CAD</i>	\$	\$	\$
Revenue	2,535	2,492	43
Cost of goods sold	943	946	(3)
<b>Gross profit</b>	<b>1,592</b>	<b>1,546</b>	<b>46</b>
<i>Gross margin %</i>	<b>62.8%</b>	62.0%	0.8%

For the three months ended March 31, 2024, gross profit in the Skincare segment was \$1,592, representing a gross margin of 62.8%, compared to \$1,546 and 62.0%, respectively, for the three months ended March 31, 2023, essentially flat year-over-year.



## Licensing and Royalties

Three months ended March 31, <i>In thousands of CAD</i>	2024	2023	Change
	\$	\$	\$
Revenue	-	21	(21)
Cost of goods sold	-	-	-
<b>Gross profit</b>	<b>-</b>	<b>21</b>	<b>(21)</b>
<i>Gross margin %</i>	<b>N/A</b>	<b>100.0%</b>	<b>N/A</b>

For the three months ended March 31, 2024, gross profit in the Licensing segment was \$nil, compared to gross profit of \$21 and a gross margin of 100.0% for the three months ended March 31, 2023.

## Manufacturing and Services

Three months ended March 31, <i>In thousands of CAD</i>	2024	2023	Change
	\$	\$	\$
Revenue	2,461	2,089	372
Cost of goods sold	1,642	920	722
<b>Gross profit</b>	<b>819</b>	<b>1,169</b>	<b>(350)</b>
<i>Gross margin %</i>	<b>33.3%</b>	<b>56.0%</b>	<b>-22.7%</b>

For the three months ended March 31, 2024, gross profit in the Manufacturing segment was \$819, representing a gross margin of 33.3%, compared to \$1,169 and 56.0%, respectively, for the three months ended March 31, 2023. The decreases of \$350 in gross profit and 22.7% in gross margin year-over-year were mainly driven by the impact of pricing concessions relating to a purchase order deferred from 2023 into Q1-24.

The gross margins generated by our Manufacturing segment are dependent on the specific terms of each agreement and vary by customer. The timing of customer orders and the mix of customers will continue to have an impact on our margins.

## Operating Expenses

Three months ended March 31, <i>In thousands of CAD</i>	2024	2023	Change
	\$	\$	\$
Research and development	170	160	10
Selling, general and administrative	2,587	2,437	150
Depreciation and amortization	385	375	10
<b>Total operating expenses</b>	<b>3,142</b>	<b>2,972</b>	<b>170</b>

### Research and Development

R&D expenses are mainly composed of employee compensation costs, clinical trial costs, clinical manufacturing and scale-up costs and other third-party laboratory testing and service fees. In the normal course of business, we allocate a significant part of our R&D resources to the rejuvenation of our non-prescription skincare lines through product development and reformulations, as well as to support business activities in our Manufacturing segment.

Product portfolio rejuvenation and innovation activities are ongoing and are a key success factor for Crescita because they allow us to remain competitive in our product offerings. To a lesser extent, we may also incur formulation development and clinical costs related to our prescription product candidates. R&D expenditures vary depending on the stage of development of products and product candidates in our pipeline and management's allocation of internal resources to these activities and to each product specifically.

For the three months ended March 31, 2024, R&D expenses were \$170 compared to \$160 for the three months ended March 31, 2023. The year-over-year increase of \$10 was mainly due to higher headcount-related expenses.

### Selling, General and Administrative

For the three months ended March 31, 2024, SG&A expenses were \$2,587 compared to \$2,437 for the three months ended March 31, 2023. The year-over-year increase of \$150 was mainly due to higher headcount-related expenses and commercial partnership fees to support our digital strategy, partly offset by lower advertising and promotion spend.

### Depreciation and Amortization

For the three months ended March 31, 2024, depreciation and amortization expense was \$385 compared to \$375 for the three months ended March 31, 2023. The year-over-year increase of \$10 was due to higher amortization expense for our property, plant and equipment, and right-of-use asset.

## Other (Income) Expenses

Three months ended March 31,	2024	2023	Change
<i>In thousands of CAD</i>	\$	\$	\$
Interest expense	18	23	(5)
Interest income	(134)	(121)	(13)
Foreign exchange (gain) loss	2	(36)	38
Share of (profit) loss of an associate	9	(8)	17
Net loss on convertible note measured at fair value through profit and loss	-	13	(13)
<b>Total other income</b>	<b>(105)</b>	<b>(129)</b>	<b>24</b>

### Interest

For the three months ended March 31, 2024, interest expense was \$18 compared to \$23 for the three months ended March 31, 2023. The year-over-year decrease of \$5 was mainly due to lower interest expense related to our lease obligation.

For the three months ended March 31, 2024, interest income was \$134 compared to \$121 for the three months ended March 31, 2023, representing an increase of \$13 year-over-year, primarily due to higher market interest rates. The Company earns interest on its cash balances and short-term investments and records interest accretion on the contract asset recognized under the Cantabria Agreement and its convertible note with The Best You® ("TBY"). Refer to Note 6 – *Contract Assets* and Note 7 - *Investment in an Associate and Convertible Note* to our Q1-24 Interim Financial Statements.

### Foreign Exchange (Gain) Loss

For the three months ended March 31, 2024, we recorded a net foreign currency loss of \$2 compared to a net foreign currency gain of \$36 for the three months ended March 31, 2023. Currency variances are mainly driven by the timing of payments and settlements of foreign currency denominated balances, and the revaluation of certain balance sheet items including the contract asset in the amount of \$1,509 related to the Cantabria Agreement denominated in euros.

### Share of (Profit) Loss of an Associate

In Q3-21, we acquired a minority interest in Akyucorp Ltd. d/b/a The Best You, a privately held network of seven medical aesthetic clinics in Ontario. Each quarter, we record our proportionate share of profit or loss from our investment in TBY. In Q1-24, we recorded a loss of \$9 compared to profit \$8 in Q1-23.

### Net Loss on Convertible Note

The Company holds a convertible note receivable related to its minority interest in TBY for an initial principal amount of \$500 (the "Note"). The Company may be required to invest an additional \$750, contingent on certain events and/or financial indicators being met. This financial instrument is remeasured at fair value at each reporting period using the discounted cash flow method, adjusted to reflect the changes in relevant credit spreads and changes in risk free rates, among other inputs.

## Net Loss and Loss per Share

Three months ended March 31,	2024	2023	Change
<i>In thousands of CAD, except number of shares and per share data</i>	\$	\$	\$
Loss before income taxes	(626)	(107)	(519)
Deferred income tax expense	-	166	(166)
<b>Net loss</b>	<b>(626)</b>	<b>(273)</b>	<b>(353)</b>
Weighted average number of common shares outstanding			
Basic and diluted	<b>19,591,906</b>	20,334,153	(742,247)
Loss per share			
Basic and diluted	<b>\$ (0.03)</b>	\$ (0.01)	\$ (0.02)

### Loss before Income taxes

For the three months ended March 31, 2024, loss before income taxes was \$626 compared to \$107 for the three months ended March 31, 2023. The year-over-year loss position increase of \$519 was mainly due to: 1) the net overall decrease in gross profit of \$325; and 2) higher SG&A expenses of \$150.

### Deferred Income Tax Expense

For the three months ended March 31, 2023, we recognized \$166 in deferred income tax expense related to taxable income generated by Crescita Skin Sciences Inc., a wholly owned subsidiary of Crescita Therapeutics Inc.

### Weighted Average Number of Common Shares Outstanding

The basic and diluted weighted average number of Common Shares outstanding are affected by the shares purchased for cancellation under the Company's NCIB. The diluted weighted average number of Common Shares outstanding for the periods is further impacted by any options and warrants that are "in the money".

## EBITDA and Adjusted EBITDA Reconciliation

The following table provides a reconciliation between net loss, as reported in accordance with IFRS, and EBITDA and Adjusted EBITDA, for the three months ended March 31, 2024 and 2023. Refer to the section titled *Loss before Income Taxes* for details.

Three months ended March 31, <i>In thousands of CAD</i>	2024 \$	2023 \$	Change \$
Net loss	(626)	(273)	(353)
<b>Adjust for:</b>			
Depreciation and amortization	385	375	10
Interest income, net	(116)	(98)	(18)
Deferred income tax expense	-	166	(166)
<b>EBITDA</b>	<b>(357)</b>	<b>170</b>	<b>(527)</b>
<b>Adjust for:</b>			
Share-based compensation	21	22	(1)
Foreign exchange (gain) loss	2	(36)	38
Share of (profit) loss of an associate	9	(8)	17
Net loss on convertible note measured at fair value through profit or loss	-	13	(13)
<b>Adjusted EBITDA</b>	<b>(325)</b>	<b>161</b>	<b>(486)</b>

## Liquidity and Capital Resources

### Consolidated Statement of Cash Flows

Three months ended March 31, <i>In thousands of CAD</i>	2024 \$	2023 \$	Change \$
Net loss	(626)	(273)	(353)
<b>Items not involving cash flows</b>	<b>308</b>	<b>564</b>	<b>(256)</b>
Cash from operations	(318)	291	(609)
Net change in non-cash working capital	696	1,840	(1,144)
Cash provided by operating activities	378	2,131	(1,753)
Cash provided by (used in) investing activities	-	-	-
Cash used in financing activities	(236)	(99)	(137)
Effect of foreign exchange rates on cash and cash equivalents	4	5	(1)
Net change in cash and cash equivalents during the period	146	2,037	(1,891)
Cash and cash equivalents beginning of period	9,385	8,238	1,147
<b>Cash and cash equivalents, end of period</b>	<b>9,531</b>	<b>10,275</b>	<b>(744)</b>

### Operating Activities

For the three months ended March 31, 2024, cash provided by operating activities was \$378 compared to \$2,131 for the three months ended March 31, 2023. The year-over-year decrease of \$1,753 was driven by the unfavorable movement in non-cash working capital items of \$1,144 and lower cash from operations of \$609.

The net change in non-cash working capital of \$696 for the three months ended March 31, 2024 was mainly driven by lower inventories and higher accounts payable, partly offset by the combined increase in accounts receivable and contract assets related to the timing of collections. The net change in non-cash working capital of \$1,840 for the three months ended March 31, 2023 was mainly driven by the combined decrease in accounts receivable and contract assets related to the timing of collections, partly offset by lower accounts payable.

### **Financing Activities**

For the three months ended March 31, 2024, cash used in financing activities totaled \$236 compared to \$99 for the three months ended March 31, 2023. The year-over-year increase of \$137 was mainly driven by incremental repurchases under our NCIB of \$78 and payment of other obligations of \$50.

## **Financial Instruments and Risk Management**

Please refer to Note 14 – *Financial Instruments and Risk Management* to our Q1-24 Interim Financial Statements for additional information.

### **Commitments**

We have commitments under a lease for the rental of our manufacturing and office facility. This lease is accounted for entirely on the Consolidated Interim Statement of Financial Position under IFRS 16 – *Leases*. There have been no material changes to these commitments since our fiscal year ended December 31, 2023. Refer to Note 3 – *Summary of Material Accounting Policies* and Note 14 – *Lease Obligation* to our Consolidated Audited Financial Statements for the fiscal years ended December 31, 2023 and 2022 (the “2023 Consolidated Audited Financial Statements”) for further details.

### **Off-Balance Sheet Arrangements**

Crescita does not have any off-balance sheet arrangements.

### **Guarantees**

The Company periodically enters into licensing, distribution, supply, or quality agreements with third parties that include indemnification provisions that are customary in the industry. These guarantees generally require the Company to compensate the other party for certain damages and costs incurred as a result of third-party intellectual property claims or damages arising from these transactions. In some cases, the maximum potential amount of future payments that could be required under these indemnification provisions is unlimited. These indemnification provisions generally survive termination of the underlying agreements. The nature of the intellectual property indemnification obligations prevents the Company from making a reasonable estimate of the maximum potential amount it could be required to pay. Historically, the Company has not made any indemnification payments under such agreements and no amounts were accrued in the results presented for the three months ended March 31, 2024.

## Capability to Deliver Results

The Company will need to spend resources to research, develop, manufacture and commercialize its products. Crescita may finance these activities through existing cash, revenue generated from product and contract manufacturing sales, royalties, upfront and milestone payments, licensing and co-development agreements for other product candidates or for its existing products in territories where they are not currently licensed or sold, by drawing on its Facility, by raising funds in the capital markets or by incurring debt.

We believe that we have sufficient capital resources from our cash and investment accounts and Facility to support our ongoing business operations and to execute our Four-Pillar Growth Strategy.

Crescita is dependent on its commercial teams, including its sales force, for the marketing and sale of its products to its Canadian customers. In certain foreign jurisdictions, Crescita relies on its commercial partners to market and sell its products. Management believes that it has appropriate in-house personnel with the experience and expertise to market and sell its existing products and to develop its pipeline. To execute the current business plan, Crescita may selectively add key personnel and in the future, may need to hire additional staff as activities expand. In addition, market acceptance of the Company's products by consumers, physicians or patients will depend on distribution channels accepting the product for sale.

## Critical Accounting Policies and Estimates

The Company's significant accounting policies are described in Note 3 – *Summary of Significant Accounting Policies* to its 2023 Consolidated Audited Financial Statements. The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and equity, the accompanying disclosure of contingent assets and liabilities at the date of the consolidated financial statements, as well as the reported amounts of revenue and expenses during the reporting periods.

Management has identified key areas of judgments, estimations or use of managerial assumptions that it believes are most critical to understanding the consolidated financial statements. These accounting estimates are considered critical because they require management to make subjective and/or complex judgments that are inherently uncertain and because they could have a material impact on the presentation of our consolidated financial condition and/or results of operations. The Company's actual results could differ from these estimates and such differences could also be material. These key areas are disclosed in Note 4 - *Use of Estimates and Judgments* to the Company's 2023 Consolidated Audited Financial Statements.

There were no changes to our critical accounting estimates and judgements since our fiscal year ended December 31, 2023. Refer to the "Critical Accounting Policies and Estimates" section on page 34 of our 2023 Annual Report for a full discussion of the applicable critical accounting judgments and estimates of the Company, a copy of which is available on the Company's profile on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

## Eight Quarter Summary - Selected Financial Information

As at and for the three months ended,	Mar. 31, 2024	Dec. 31, 2023	Sep. 30, 2023	Jun. 30, 2023	Mar. 31, 2023	Dec. 31, 2022	Sep. 30, 2022	Jun. 30, 2022
<i>In thousands of CAD except per share data and number of shares</i>	\$	\$	\$	\$	\$	\$	\$	\$
<b>Revenue by Segment</b>								
Commercial Skincare	2,535	2,851	2,412	2,685	2,492	2,422	1,672	2,392
Licensing and Royalties	-	1,547	163	299	21	1,481	92	227
Manufacturing and Services	2,461	327	458	2,178	2,089	2,127	4,268	3,893
Revenue	4,996	4,725	3,033	5,162	4,602	6,030	6,032	6,512
<b>Profitability</b>								
Gross profit	2,411	3,060	1,499	3,069	2,736	3,885	2,938	3,647
Total operating expenses	3,142	3,173	2,880	3,295	2,972	3,313	2,805	3,447
Net income (loss)	(626)	(150)	(1,282)	(281)	(273)	1,178	195	(37)
Adjusted EBITDA <sup>1</sup>	(325)	245	(988)	214	161	997	512	646
<b>Share information</b>								
Earnings (loss) per share								
Basic	\$ (0.03)	\$ (0.01)	\$ (0.06)	\$ (0.01)	\$ (0.01)	\$ 0.06	\$ 0.01	\$ (0.00)
Diluted	\$ (0.03)	\$ (0.01)	\$ (0.06)	\$ (0.01)	\$ (0.01)	\$ 0.06	\$ 0.01	\$ (0.00)
Weighted average number of common shares outstanding								
Basic	19,592	19,988	20,368	20,334	20,334	20,392	20,627	20,814
Diluted	19,592	19,988	20,368	20,334	20,334	20,643	20,912	20,814
<b>Financial Position</b>								
Cash and cash equivalents	9,531	9,385	10,021	10,226	10,275	8,238	10,738	10,502
Total assets	24,069	24,598	25,371	26,529	27,841	28,484	27,711	27,793
Total non-current financial liabilities <sup>2</sup>	804	912	1,033	1,134	1,233	1,331	1,406	1,495

<sup>1</sup> Adjusted EBITDA is a non-IFRS measure. Refer to the *Non-IFRS and Key Financial Measures*, and the *EBITDA and Adjusted EBITDA Reconciliation* sections of this MD&A.

<sup>2</sup> Non-current financial liabilities are defined as the sum of the long-term portions of lease obligations and other obligations.

## **Management's Responsibility for Financial Reporting**

### **Disclosure Controls and Procedures and Internal Control Over Financial Reporting**

Disclosure controls and procedures ("DCP") are designed to provide reasonable assurance that information required to be disclosed by the Company in its filings under Canadian securities legislation is recorded, processed, summarized, and reported in a timely manner. The system of DCP includes, among other things, the Company's Corporate Disclosure and Code of Conduct and Business Ethics policies, the review and approval procedures of the Corporate Disclosure Committee and continuous review and monitoring procedures by senior management.

Management, under the supervision of the CEO and the CFO, have designed, or caused to be designed, internal controls over financial reporting ("ICFR") in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

Due to their inherent limitations, DCP and ICFR may not prevent or detect all misstatements, errors, and fraud. In addition, the design of any system of control is based upon certain assumptions about the likelihood of future events and there can be no assurance that any design will succeed in achieving its stated goals under all future events, no matter how remote, or that the degree of compliance with the policies or procedures may not deteriorate. Accordingly, even effective DCP and ICFR can only provide reasonable, not absolute, assurance of achieving the control objectives for financial and other reporting.

The Company evaluated the effectiveness of its DCP and ICFR, supervised by and with the participation of the CEO and the CFO as of March 31, 2024. The CEO and the CFO concluded that, based on this evaluation, the Company's disclosure controls and procedures and internal controls over financial reporting were adequate and effective, at a reasonable level of assurance.

### **Risk Factors**

An investor should carefully consider the risks discussed in detail in the Company's most recent annual MD&A and AIF when deciding whether to make an investment in the securities of Crescita, together with other information contained in this MD&A and the Company's other continuous disclosure documents. Additional risks and uncertainties not presently known to the Company or that the Company believes to be immaterial may also adversely affect the Company's business. If any of the disclosed risks, or any other risks and uncertainties that we have not yet identified or that we currently consider not to be material, actually occur or become material risks, the Company's business, financial condition, results of operations and consequently, the price of our Common Shares, could be seriously affected.

### **Additional Information**

Additional information about the Company, including our most recently filed AIF, can be found on our profile on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).



## **NOTICE TO READER**

The accompanying condensed consolidated interim financial statements of Crescita Therapeutics Inc. (the “Company”) have been prepared by and are the responsibility of the Company’s management.

The Company’s independent external auditors, Ernst & Young LLP, have not performed a review or an audit of these condensed consolidated interim financial statements in accordance with Canadian generally accepted standards for a review of interim financial statements by an entity’s auditor.

The condensed consolidated interim financial statements include the selection of appropriate accounting principles, judgments and estimates necessary to prepare these financial statements in accordance with International Financial Reporting Standards. Management has determined such amounts on a reasonable basis in order to ensure that the condensed consolidated interim financial statements are presented fairly in all material respects.

**Crescita Therapeutics Inc.**  
**Consolidated Interim Statements of Financial Position**  
(Unaudited)

<i>(In thousands of Canadian dollars)</i>	<i>Notes</i>	<b>As at March 31, 2024</b>	<b>As at December 31, 2023</b>
		<b>\$</b>	<b>\$</b>
<b>Assets</b>			
<b>Current</b>			
Cash and cash equivalents		9,531	9,385
Accounts receivable	14	3,454	1,190
Inventories	5	5,059	6,125
Other current assets	14	270	223
Current portion of contract assets	6, 14	56	1,564
<b>Total current assets</b>		<b>18,370</b>	<b>18,487</b>
<b>Non-current</b>			
Contract assets	6, 14	1,453	1,478
Property, plant and equipment		625	687
Right-of-use asset		1,054	1,159
Intangible assets		1,775	1,993
Investment in an associate	7	349	358
Convertible note	7	443	436
<b>Total assets</b>		<b>24,069</b>	<b>24,598</b>
<b>Liabilities</b>			
<b>Current</b>			
Accounts payable and accrued liabilities	14	4,627	4,325
Current portion of lease obligation		444	439
Current portion of other obligations		50	100
<b>Total current liabilities</b>		<b>5,121</b>	<b>4,864</b>
<b>Non-current</b>			
Lease obligation		702	815
Other obligations		102	97
<b>Total liabilities</b>		<b>5,925</b>	<b>5,776</b>
<b>Equity</b>			
Capital Stock	9	53,888	54,341
Contributed surplus		6,359	5,956
Accumulated other comprehensive income (AOCI)		1,122	1,124
Deficit		(43,225)	(42,599)
<b>Total equity</b>		<b>18,144</b>	<b>18,822</b>
<b>Total liabilities and equity</b>		<b>24,069</b>	<b>24,598</b>

See accompanying Notes.

**Crescita Therapeutics Inc.**  
**Consolidated Interim Statements of Loss and Comprehensive Loss**  
(Unaudited)

<b>Three months ended March 31,</b>		<b>2024</b>	<b>2023</b>
<i>(In thousands of Canadian dollars, except per share data and number of shares)</i>	<b>Notes</b>	<b>\$</b>	<b>\$</b>
<b>Revenues</b>	10	<b>4,996</b>	4,602
<b>Operating expenses</b>			
Cost of goods sold	5, 12	<b>2,585</b>	1,866
Research and development	12	<b>170</b>	160
Selling, general and administrative	11, 12	<b>2,587</b>	2,437
Depreciation and amortization	12	<b>385</b>	375
<b>Operating loss</b>		<b>(731)</b>	(236)
Interest expense		<b>18</b>	23
Interest income		<b>(134)</b>	(121)
Foreign exchange (gain) loss		<b>2</b>	(36)
Share of (profit) loss of an associate	7	<b>9</b>	(8)
Net loss on convertible note measured at fair value through profit or loss	7	<b>-</b>	13
<b>Loss before income taxes</b>		<b>(626)</b>	(107)
Deferred income tax expense		<b>-</b>	166
<b>Net loss</b>		<b>(626)</b>	(273)
<b>Other comprehensive income (loss) to be reclassified to net income (loss) in subsequent periods</b>			
Unrealized loss on translation of foreign operations (net of income taxes)		<b>(2)</b>	(2)
<b>Total comprehensive loss</b>		<b>(628)</b>	(275)
<b>Loss per share</b>			
- Basic and diluted		<b>\$ (0.03)</b>	\$ (0.01)
<b>Weighted average number of common shares outstanding</b>			
- Basic and diluted		<b>19,591,906</b>	20,334,153

See accompanying Notes.

**Crescita Therapeutics Inc.**  
**Consolidated Interim Statements of Changes in Equity**  
(Unaudited)

	Common Shares	Contributed Surplus	Deficit	AOCI	Total	
<i>(In thousands of Canadian dollars, except for number of shares)</i>	\$	\$	\$	\$	\$	
<b>Notes</b>	9, 11	9, 11	9, 11			
Balance, December 31, 2022	20,334,153	56,304	4,271	(40,613)	1,134	21,096
Net loss	-	-	-	(273)	-	(273)
Share-based compensation expense	-	-	28	-	-	28
Unrealized loss on translation of foreign operations (tax effect of \$nil)	-	-	-	-	(2)	(2)
<b>Balance, March 31, 2023</b>	<b>20,334,153</b>	<b>56,304</b>	<b>4,299</b>	<b>(40,886)</b>	<b>1,132</b>	<b>20,849</b>
Net loss	-	-	-	(1,713)	-	(1,713)
Shares repurchased and cancelled	(418,737)	(1,159)	883	-	-	(276)
Shares repurchased but not cancelled	-	(832)	715	-	-	(117)
Shares issued through options exercised	40,000	28	(9)	-	-	19
Share-based compensation expense	-	-	68	-	-	68
Unrealized loss on translation of foreign operations (net of income tax recovery of \$1)	-	-	-	-	(8)	(8)
<b>Balance, December 31, 2023</b>	<b>19,955,416</b>	<b>54,341</b>	<b>5,956</b>	<b>(42,599)</b>	<b>1,124</b>	<b>18,822</b>
Net loss	-	-	-	(626)	-	(626)
Shares cancelled	(300,466)	-	-	-	-	-
Shares repurchased and cancelled	(113,559)	(309)	252	-	-	(57)
Shares repurchased but not cancelled	-	(144)	123	-	-	(21)
Share-based compensation expense	-	-	28	-	-	28
Unrealized loss on translation of foreign operations (tax effect of \$nil)	-	-	-	-	(2)	(2)
<b>Balance, March 31, 2024</b>	<b>19,541,391</b>	<b>53,888</b>	<b>6,359</b>	<b>(43,225)</b>	<b>1,122</b>	<b>18,144</b>

See accompanying Notes.

**Crescita Therapeutics Inc.**  
**Consolidated Interim Statements of Cash Flows**  
(Unaudited)

<b>Three months ended March 31,</b>		<b>2024</b>	<b>2023</b>
<i>(In thousands of Canadian dollars)</i>	<i>Notes</i>	<b>\$</b>	<b>\$</b>
<b>Operating Activities</b>			
Net loss		<b>(626)</b>	(273)
<b>Adjustments for:</b>			
Depreciation and amortization	12	<b>385</b>	375
Share-based compensation	11	<b>21</b>	22
Inventory write-down	5	<b>70</b>	43
Deferred income taxes		<b>-</b>	166
Net interest accretion		<b>(148)</b>	(9)
Share of (profit) loss of an associate	7	<b>9</b>	(8)
Net loss on convertible note measured at fair value through profit or loss	7	<b>-</b>	13
Other		<b>(29)</b>	(38)
		<b>(318)</b>	291
Net change in non-cash working capital	13	<b>696</b>	1,840
<b>Cash provided by operating activities</b>		<b>378</b>	2,131
<b>Investing Activities</b>			
Acquisition of property, plant and equipment		<b>-</b>	-
<b>Cash provided by (used in) investing activities</b>		<b>-</b>	-
<b>Financing Activities</b>			
Payment of principal portion of lease obligation		<b>(108)</b>	(99)
Repurchase of shares	9	<b>(78)</b>	-
Payment of other obligations		<b>(50)</b>	-
<b>Cash used in financing activities</b>		<b>(236)</b>	(99)
Effect of exchange rate changes on cash		<b>4</b>	5
Net change in cash and cash equivalents during the period		<b>146</b>	2,037
Cash and cash equivalents, beginning of period		<b>9,385</b>	8,238
<b>Cash and cash equivalents, end of period</b>		<b>9,531</b>	10,275
<b>Supplemental Cash Flow Information</b>			
<i>Interest paid <sup>(i)</sup></i>		<b>13</b>	17
<i>Interest received <sup>(i)</sup></i>		<b>65</b>	52

<sup>(i)</sup> Amounts paid and received were reflected as operating cash flows in the Consolidated Interim Statements of Cash Flows.

See accompanying Notes.

**Crescita Therapeutics Inc.**  
**Notes to the Condensed Consolidated Interim Financial Statements**

All amounts presented are in thousands of Canadian dollars, unless noted otherwise.

## 1. Corporate Information

Crescita Therapeutics Inc. (“Crescita” or the “Company”) is a publicly traded Canadian commercial dermatology company with in-house research & development (“R&D”) and manufacturing capabilities. The Company offers a portfolio of high-quality, science-based non-prescription skincare products and a commercial stage prescription product. Crescita also owns multiple proprietary transdermal delivery platforms that support the development of patented formulations to facilitate the delivery of active ingredients into or through the skin. The Company’s operations and corporate functions are carried out from its headquarters located at 2805, Place Louis-R-Renaud, Laval, Québec, H7V 0A3. Crescita maintains its registered office at 333 Bay Street, Suite 3400, Toronto, Ontario, M5H 2S7.

## 2. Basis of Preparation

### Statement of Compliance

These condensed consolidated interim financial statements for the three months ended March 31, 2024 and 2023 (the “Interim Financial Statements”) have been prepared by management in accordance with International Accounting Standard (“IAS”) 34 – *Interim Financial Reporting*, as issued by the International Accounting Standards Board (“IASB”), and accordingly, do not include all disclosures required for annual financial statements. These Interim Financial Statements should be read in conjunction with the Company’s most recent annual consolidated audited financial statements for the years ended December 31, 2023 and 2022 (“2023 Annual Financial Statements”), which are available on the Company’s profile on the System for Electronic Document Analysis and Retrieval+ (“SEDAR+”) at [www.sedarplus.ca](http://www.sedarplus.ca).

The Company’s Interim Financial Statements were authorized for issue by the board of directors on May 7, 2024.

### Basis of Measurement

The Interim Financial Statements have been prepared on a historical cost basis, except for certain financial assets and liabilities, which have been measured at fair value. Refer to Note 14 – *Financial Instruments and Risk Management*. Items included in the financial statements of each consolidated entity are measured using the currency of the primary economic environment in which the entity operates (the functional currency). These Interim Financial Statements are presented in Canadian dollars, the Company’s functional currency.

## 3. Summary of Material Accounting Policies

The accounting policies applied in these Interim Financial Statements are based on International Financial Reporting Standards (“IFRS”). All material accounting policies have been applied on a basis consistent with those followed in the Company’s 2023 Annual Financial Statements.

### Use of Estimates and Judgments

The preparation of the Interim Financial Statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and equity, the accompanying disclosure of contingent assets and liabilities at the date of these Interim Financial Statements, as well as the reported amounts of revenue and expenses during the reporting periods.

Management has identified key areas of judgements, estimates or use of managerial assumptions that it believes are most critical to understanding these Interim Financial Statements. These accounting estimates are considered critical because they require management to make subjective and/or complex judgements that are inherently uncertain and because they could have a material impact on the presentation of the Company’s consolidated financial condition and/or results of operations. The Company’s actual results could differ from these estimates and such differences could also be material. These key areas are disclosed in Note 4 – *Use of Estimates and Judgments* to the Company’s 2023 Annual Financial Statements.

#### 4. Segmented Information

The Company has three reportable segments based on its current management structure: (i) Commercial Skincare; (ii) Licensing and Royalties; and (iii) Manufacturing and Services.

##### Commercial Skincare

In the Commercial Skincare reportable segment, we manufacture our branded non-prescription skincare products for sale in Canada and certain international markets. We also commercialize Pliaglis<sup>®</sup>, NCTF<sup>®</sup> Boost 135 HA, ART FILLER<sup>®</sup> and Obagi<sup>®</sup> Medical in Canada. Non-prescription products manufactured by the Company include the following brands: Laboratoire Dr Renaud<sup>®</sup>, Pro-Derm<sup>®</sup> and Alyria<sup>®</sup>. These premium skincare lines provide solutions for a range of common skin concerns such as aging, acne, hydration, pigmentation, and rosacea.

The Company's sales force calls on aesthetic spas, medispas as well as medical aesthetic clinics in Canada under a business-to-business ("B2B") model. Some of our brands are also sold directly to consumers through online platforms and certain retail outlets, and are distributed by partners in international markets including the United States ("U.S."), South Korea and Malaysia.

##### Licensing & Royalties

The Licensing and Royalties ("Licensing") reportable segment currently derives revenue from licensing the intellectual property (the "IP") related to Pliaglis and would include any revenue from licensing the IP for the use of our transdermal delivery technologies, Multiplexed Molecular Penetration Enhancers<sup>™</sup> ("MMPE") and DuraPeel<sup>™</sup> (the "Technologies"), in the development of any topical formulation. While we may still do so from time to time, leveraging our Technologies to fuel our licensing pipeline is no longer a strategic focus for the Company. The key revenue streams in the Licensing segment include upfront and pre- and post-commercialization milestone payments, royalties determined using the agreed-upon formulas as described in each respective licensing agreement, and product sales under supply agreements with the Company's licensing partners.

##### Manufacturing and Services

The Manufacturing and Services ("Manufacturing") reportable segment includes two main revenue streams: 1) revenue from the sale of topical products manufactured to client specifications under the Company's contract development and manufacturing organization ("CDMO") infrastructure; and 2) revenue from product development services. Clients in the Manufacturing segment use Crescita's services to manufacture topicals either under a private label or a brand name and may use a combination of Crescita's existing formulations, their own formulations or novel formulations (with or without the utilization of our Technologies).

##### Corporate and Other

Corporate and Other includes all the operating expenses to support Crescita's public company infrastructure and its three reportable segments, other expenses (income) which includes financing costs and the Company's share of profit or loss of its associate and net loss (gain) on its convertible note, as well as corporate income tax expenses.

	Commercial Skincare	Licensing & Royalties	Manufacturing and Services	Corporate and Other	Total
<b>Three months ended March 31, 2024</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>
Revenue	2,535	-	2,461	-	4,996
Cost of goods sold	943	-	1,642	-	2,585
	1,592	-	819	-	2,411
Research and development	-	-	-	170	170
Selling, general and administrative	-	-	-	2,587	2,587
Depreciation and amortization	-	-	-	385	385
Other income, net	-	-	-	(105)	(105)
Total expenses	-	-	-	3,037	3,037
	1,592	-	819	(3,037)	(626)

	Commercial Skincare	Licensing & Royalties	Manufacturing and Services	Corporate and Other	Total
Three months ended March 31, 2023	\$	\$	\$	\$	\$
Revenue	2,492	21	2,089	-	4,602
Cost of goods sold	946	-	920	-	1,866
	1,546	21	1,169	-	2,736
Research and development	-	-	-	160	160
Selling, general and administrative	-	-	-	2,437	2,437
Depreciation and amortization	-	-	-	375	375
Other income, net	-	-	-	(129)	(129)
Deferred income tax expense	-	-	-	166	166
Total expenses	-	-	-	3,009	3,009
	1,546	21	1,169	(3,009)	(273)

## 5. Inventories

Inventories consisted of the following as at:

	March 31, 2024	December 31, 2023
	\$	\$
Raw materials	2,536	2,500
Work-in-process	636	589
Finished goods	1,887	3,036
	5,059	6,125

During the three months ended March 31, 2024, inventories in the amount of \$2,515 were recognized in cost of goods sold (\$1,823 for the three months ended March 31, 2023).

During the three months ended March 31, 2024, \$70 of finished goods were written down (\$43 for the three months ended March 31, 2023).

There were no reversals of prior write-downs during the three months ended March 31, 2024 (\$nil - March 31, 2023).

## 6. Contract Assets

Under IFRS 15 – *Revenue from Contracts with Customers*, contract assets represent the present value of the future guaranteed minimum royalties that are expected to be received over the term of the licensing agreements. Contract asset balances are reduced as the contractual minimums are realized over the term of an agreement.

The timing of revenue recognition, billings and cash collections result in accounts receivables and unbilled receivables, representing the contract assets. Generally, billings occur subsequent to revenue recognition resulting in the recognition of accounts receivables. The Company's contract assets relate to licensing revenue attributable to future guaranteed minimum royalties which have not been billed at the reporting date. Unbilled receivables will be billed, and transferred to accounts receivable, in accordance with the agreed-upon contractual terms.

The following table presents the movements in the current and long-term portions of the contract assets:

	\$
Balance, December 31, 2023	3,042
Amounts billed to customers and transferred to accounts receivable	(1,564)
Interest accretion	30
Foreign exchange movement	1
<b>Balance, March 31, 2024</b>	<b>1,509</b>
Less: current portion	56
<b>Long-term balance</b>	<b>1,453</b>



## 7. Investment in an Associate and Convertible Note

On September 7, 2021, the Company announced the acquisition of a minority interest in The Best You (“TBY”), a privately-held network of seven medical aesthetic clinics in the province of Ontario. In consideration for the minority interest, Crescita issued 470,128 common shares (the “Common Shares”) at a price of \$0.70 per Common Share for total consideration of \$330 (the “Initial Investment”). The Company determined that it has significant influence over TBY from its representation on the board of directors and participation in significant business decisions. The investment is accounted for using the equity method. In October 2022, the Company acquired an additional interest in TBY for cash consideration of \$61.

In connection with the Initial Investment, the Company purchased a secured convertible promissory note (the “Convertible Note” or the “Note”) from TBY with an initial principal amount of \$500. The Company may be required to invest an additional \$750, contingent on certain events and/or financial indicators being met. The Convertible Note bears interest at variable rates up to 12% based on Crescita’s annual volume of product sales to TBY. The Note is convertible into an additional equity interest in TBY at Crescita’s option at any time following July 31, 2023, or upon the occurrence of certain events, and is mandatorily convertible should TBY achieve a specified level of financial performance. The Convertible Note matures on September 2, 2026 and qualifies as a financial asset to be measured at fair value through profit or loss (“FVTPL”).

The fair value of the Convertible Note is re-measured at each reporting period using the discounted cash flow method. Management’s best estimate of the annual volume of product sales to TBY is used to determine the interest component of future cash flows. The discount rate is adjusted at each reporting period based on changes in relevant credit spreads and changes in risk free rates.

The discount rate used for valuation at March 31, 2024 was 17.42% (17.42% at December 31, 2023). A 50-basis point increase (decrease) in the discount rate would have resulted in a \$5 decrease (increase) in the fair value of the Convertible Note at quarter end.

## 8. Credit Facility

The Company has a revolving demand credit facility (the “Facility”) with a Canadian chartered bank (the “Bank”) for an authorized amount, subject to margin requirements, of \$3.5 million. Loans drawn on the Facility are secured by a first-ranking charge in favour of the Bank over the Company’s accounts receivable and inventories. Drawings in excess of the first \$1.0 million are limited to a percentage of the Company’s outstanding accounts receivable and inventory, resulting in the maximum amount available under the Facility of \$3,500 at March 31, 2024 (\$2,069 at December 31, 2023). The Facility bears interest at the Bank’s prime rate (7.20% as at March 31, 2024) plus 0.25% and does not have any financial covenants. The Facility remained undrawn as at March 31, 2024 (\$nil at December 31, 2023).

## 9. Capital Stock

### Authorized

- Unlimited common shares, voting, without par value.
- Unlimited first and second preferred shares, non-voting, non-participating, issuable in series, number, designation, rights, privileges, restrictions, and conditions are determinable by the Company's board of directors.

### Issued and Outstanding

The following table summarizes Crescita's outstanding common shares:

	Number of Shares	\$
Balance, December 31, 2022	20,334,153	56,304
Shares repurchased and cancelled	(418,737)	(1,159)
Shares repurchased but not cancelled	-	(832)
Shares issued through options exercised	40,000	28
Balance, December 31, 2023	19,955,416	54,341
Shares cancelled	(300,466)	-
Shares repurchased and cancelled	(113,559)	(309)
Shares repurchased but not cancelled	-	(144)
<b>Balance, March 31, 2024</b>	<b>19,541,391</b>	<b>53,888</b>

On August 29, 2023, the Company announced that the Toronto Stock Exchange (the "TSX") approved its proposed normal course issuer bid (the "NCIB") to purchase up to a maximum of 1,821,616 Common Shares for cancellation starting August 31, 2023 and ending August 30, 2024 or such earlier date as the Company completes its purchases pursuant to the NCIB or provides notice of termination. In connection with the NCIB, the Company entered into an automatic securities purchase plan (the "ASPP") that contains strict parameters regarding how its Common Shares may be repurchased during times when it would ordinarily not be permitted to purchase Common Shares due to regulatory restrictions or self-imposed blackout periods. Such purchases are executed by the designated broker on parameters established by the Company prior to the pre-established ASPP period. The Company may terminate the NCIB provided that the insiders of the Company are not then in a trading blackout and the Company is not otherwise in possession of any material undisclosed information about its business.

During the three months ended March 31, 2024, 166,508 Common Shares with a carrying value of \$453 were repurchased for cancellation under the NCIB for cash consideration of \$78. The excess of the carrying value over the purchase price in the amount of \$375 was recorded to Contributed Surplus. Of the 166,508 Common Shares repurchased, 52,949 Common Shares were cancelled subsequent to March 31, 2024.

## 10. Revenues

The following table presents external revenues disaggregated by reportable segment, revenue source and geographic area (based on the customer's billing address) for the three months ended March 31, 2024 and 2023:

	For the three months ended March 31,							
	Canada		U.S.		Rest-of-World		Total	
	2024	2023	2024	2023	2024	2023	2024	2023
	\$	\$	\$	\$	\$	\$	\$	\$
<b>Commercial Skincare</b>								
Product Sales	2,412	2,266	13	9	110	217	2,535	2,492
<b>Licensing and Royalties</b>								
Licensing Revenue	-	-	-	-	-	21	-	21
<b>Manufacturing and Services</b>								
Product Sales	289	202	2,076	1,861	96	26	2,461	2,089
	<b>2,701</b>	<b>2,468</b>	<b>2,089</b>	<b>1,870</b>	<b>206</b>	<b>264</b>	<b>4,996</b>	<b>4,602</b>

## Major Customers

Under IFRS 8, major customers are those that account for greater than 10% of the Company's consolidated revenues. For the three months ended March 31, 2024 and 2023, the Company had one major customer in the Manufacturing segment that accounted for 42% and 37%, respectively, of the Company's consolidated revenue.

## 11. Share-Based Compensation and Other Share-Based Payments

### Share Option Plan

Below is a schedule of issued and outstanding options under the Company's Share Option Plan:

	Number of Options	Range of Exercise Price	Weighted Average Exercise Price
	000's	\$	\$
Balance, December 31, 2023	2,974	0.46 – 1.63	0.73
Forfeited	(7)	0.65 – 0.66	0.66
<b>Balance, March 31, 2024</b>	<b>2,967</b>	<b>0.46 – 1.63</b>	<b>0.73</b>

The following table summarizes the outstanding and exercisable share options held by directors, officers, employees and consultants as at March 31, 2024:

Exercise Price Range	Outstanding			Exercisable	
	Number of Options	Remaining Contractual Life	Weighted Average Exercise Price	Vested Options	Weighted Average Exercise Price
	000's	years	\$	000's	\$
0.43 - 0.58	948	4.97	0.48	840	0.48
0.60 - 0.81	1,617	5.76	0.66	1,103	0.66
1.63 - 1.65	402	2.13	1.63	402	1.63
	<b>2,967</b>	<b>5.01</b>	<b>0.73</b>	<b>2,345</b>	<b>0.76</b>

### Share Appreciation Rights ("SARs") Plan

Below is a schedule of issued and outstanding SARs under the Company's SARs Plan, and the related accrual:

	Number of SARs	Range of Grant Price	Weighted Average Grant Price	Range of Fair Value	Accrual
	000's	\$	\$	\$	\$
Balance, December 31, 2023	978	0.46 – 0.70	0.57	0.00 – 0.18	9
Expired	(263)	0.70	0.70	-	-
Adjustment to market value	-	-	-	-	2
<b>Balance, March 31, 2024</b>	<b>715</b>	<b>0.46 – 0.65</b>	<b>0.52</b>	<b>0.03 – 0.14</b>	<b>11</b>

262,500 SARs granted on January 1, 2021 expired on January 1, 2024 with no payment to participants as the grant price of \$0.70 exceeded the closing price of \$0.49 of the Common Shares on the TSX on December 29, 2023, the last trading day preceding the vesting date of January 1, 2024.

### Deferred Share Unit ("DSU") Plan

Below is a schedule of issued and outstanding DSUs under the Company's DSU Plan, and the related accrual:

	Number of DSUs	Fair Value	Accrual
	000's	\$	\$
Balance, December 31, 2023	233	0.49	114
Adjustment to market value	-	-	(9)
<b>Balance, March 31, 2024</b>	<b>233</b>	<b>0.45</b>	<b>105</b>

## Summary of Share-based Compensation

Share-based compensation expense is as follows:

Three months ended March 31,	2024	2023
	\$	\$
Share Option Plan	28	28
Share Appreciation Rights Plan	2	(4)
Deferred Share Unit Plan	(9)	(2)
<b>Share-based compensation expense</b>	<b>21</b>	<b>22</b>
<i>Recorded in the consolidated interim statements of loss and comprehensive loss as follows:</i>		
Selling, general and administrative expenses	21	22
<b>Share-based compensation expense</b>	<b>21</b>	<b>22</b>

## 12. Expenses by Nature

The consolidated interim statements of loss and comprehensive income loss include the following expenses by nature:

(a) Employee costs:

Three months ended March 31,	2024	2023
	\$	\$
Short-term employee wages, bonuses and benefits	2,049	2,023
Share-based payments <sup>(i)</sup> (Note 11)	30	22
<b>Total employee costs</b>	<b>2,079</b>	<b>2,045</b>
<b>Included in:</b>		
Cost of goods sold	529	566
Research and development expenses (R&D)	148	142
Selling, general and administrative expenses (SG&A)	1,402	1,337
<b>Total employee costs</b>	<b>2,079</b>	<b>2,045</b>

(i) Excludes share-based payments to directors.

(b) Depreciation and amortization:

Three months ended March 31,	2024	2023
	\$	\$
Cost of goods sold	144	136
Selling, general and administrative expenses <sup>(ii)</sup>	241	239
<b>Total depreciation and amortization</b>	<b>385</b>	<b>375</b>

(ii) Includes \$218 of amortization of intangible assets and \$23 of depreciation of tangible assets for the three months ended March 31, 2024 (\$218 and \$21 respectively for the three months ended March 31, 2023).

## 13. Net Change in Non-Cash Working Capital

The net change in non-cash working capital consisted of the following:

Three months ended March 31,	2024	2023
	\$	\$
Accounts receivable	(2,165)	343
Inventories	996	149
Other current assets	(47)	71
Contract assets	1,564	1,577
Accounts payable and accrued liabilities	348	(300)
<b>Net change in non-cash working capital</b>	<b>696</b>	<b>1,840</b>

## 14. Financial Instruments and Risk Management

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1 - determined by reference to quoted prices in active markets for identical assets and liabilities.

Level 2 - include those where valuations are determined using inputs other than quoted prices for which all significant outputs are observable, either directly or indirectly.

Level 3 - valuations are those based on inputs that are unobservable and significant to the overall fair value measurement.

The following table provides the fair value measurement hierarchy of the financial instruments measured at fair value subsequent to initial recognition in the consolidated interim statements of financial position as at:

	March 31, 2024			December 31, 2023		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
	\$	\$	\$	\$	\$	\$
<b>Recurring fair value measurements</b>						
Convertible note – TBY (Note 7)	-	-	443	-	-	436

### Valuation Methods and Assumptions

Assets and liabilities are classified based on the lowest level of input that is significant to the fair value measurements. The Company reviews the fair value hierarchy classification on a quarterly basis. Changes to the ability to observe valuation inputs may result in a reclassification of levels for certain securities within the fair value hierarchy. The Company did not have any transfer of assets and liabilities between Level 1, Level 2 and Level 3 of the fair value hierarchy during the three months ended March 31, 2024 and 2023.

The Company has determined the estimated fair values of its financial instruments based on appropriate valuation methodologies. However, considerable judgment is required to develop these estimates. Accordingly, these estimated values are not necessarily indicative of the amounts the Company could realize in a current market exchange. The estimated fair value amounts can be materially affected by the use of different assumptions or methodologies.

Level 3 assets represent the convertible note receivable from TBY. The fair value of the convertible note is revalued at each reporting period based on management's best estimate using the discounted cash flow method. Refer to Note 7 – *Investment in an Associate and Convertible Note*.

The fair values of the Company's non-current obligations, which are presented at amortized cost using the effective interest method, have been estimated using rates currently available to the Company for obligations with similar terms and remaining maturities. The fair values of these instruments approximate their carrying values and would be classified as Level 2.

### Risk Factors

The following is a discussion of liquidity, credit and market risks and related mitigation strategies that have been identified. This is not an exhaustive list of all risks nor will the mitigation strategies eliminate all risks listed.

### Liquidity Risk

The Company anticipates that its current cash, amount available under its revolving credit facility and the revenue it expects to generate from product and contract manufacturing sales, upfront, milestone and royalty payments related to licensing its products, will be sufficient to fund its committed obligations and expected level of expenses. Additional funding may be required for the development of new products and/or for future acquisitions.

The Company's exposure to liquidity risk is dependent on the sales growth and profitability of its operations which may be impacted by the status of competitive products and the success of the Company in developing and maintaining markets for its products. In addition, a number of other factors will have an impact on liquidity risk such as the level of commercial expenses including the costs associated with maintaining regulatory approvals, the acquisition costs of licenses for new products or technologies, and the timing of payments received or made under licensing arrangements.

## Credit Risk

Credit risk is the risk of financial loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. Financial instruments that may subject the Company to credit risk consist of cash, amounts receivable from customers including contract assets, and its Convertible Note. The Company manages its exposure to credit risk by holding cash on deposit in major financial institutions. The Company's accounts receivable are subject to normal industry risks in each geographic region in which the Company operates. In addition, the Company is exposed to credit-related losses on sales to its customers outside North America, including its contract asset related to its licensing agreement with Cantabria Labs Inc. (the "Cantabria Agreement"), due to potentially higher risks of enforceability and collectability.

As at March 31, 2024, 2% of accounts receivable related to customers outside North America and the European Union (December 31, 2023 - 5%).

The contract asset in the amount of \$1,509 at March 31, 2024 was related to the Cantabria Agreement and was denominated in euros. Included in total contract assets of \$3,042 at December 31, 2023 was a balance of \$1,699 related to the Cantabria Agreement and a balance of \$1,343 related to the licensing agreement with Taro Pharmaceuticals Inc., denominated in euros and U.S. dollars, respectively. These balances represent future guaranteed minimum royalties not yet billed. Refer to Note 6 – *Contract Assets*.

As at March 31, 2024, the Company had two customers that accounted for approximately 69% of the total accounts receivable (two customers that accounted for approximately 27% as at December 31, 2023).

Pursuant to their collective terms, accounts receivables were aged as follows as at:

	March 31, 2024	December 31, 2023
	\$	\$
<b>Current</b>	<b>2,326</b>	783
0-30 days past due	1,076	247
31-60 days past due	40	14
61-90 days past due	12	9
Over 90 days past due	47	184
	<b>3,501</b>	1,237
<b>Allowance for doubtful accounts</b>	<b>(47)</b>	(47)
	<b>3,454</b>	1,190

## Interest Rate Risk

The Company's practice is to minimize interest rate cash flow risk exposures on its financing. The Company is currently not exposed to interest rate variability as it had not drawn any amounts on its Facility as at March 31, 2024.

## Currency Risk

The Company operates internationally, which gives rise to a risk that earnings and cash flows may be adversely affected by fluctuations in foreign currency exchange rates. The Company is primarily exposed to the U.S. dollar and euro, but also transacts in other foreign currencies. At March 31, 2024, the Company had a US\$1,500 foreign currency forward contract (US\$1,000 at December 31, 2023) outstanding to limit its exposure to the U.S. dollar foreign exchange risk. The contract's fair value at March 31, 2024 and December 31, 2023 was nominal.

The significant balances in foreign currencies were as follows as at:

	Euros		U.S. Dollars	
	March 31, 2024	December 31, 2023	March 31, 2024	December 31, 2023
	€	€	\$	\$
Cash and cash equivalents	140	28	381	800
Accounts receivable	154	129	1,816	203
Other current assets	3	2	1	1
Contract assets	1,031	1,162	-	1,000
Accounts payable and accrued liabilities	(50)	(41)	(1,320)	(1,186)
	<b>1,278</b>	1,280	<b>878</b>	818

Based on the aforementioned net exposure as at March 31, 2024, and assuming that all other variables remain constant, a 10% appreciation or depreciation of the Canadian dollar against the U.S. dollar would have an effect of \$119 on total comprehensive loss and a 10% appreciation or depreciation of the Canadian dollar against the euro would have an effect of \$187 on total comprehensive loss.

In terms of the euro, the Company has four exposures: (i) its euro-denominated cash held in its Canadian operations; (ii) the cost of purchasing raw and packaging materials priced in euros or sourced from European suppliers; (iii) upfronts, royalties and milestones from licensing agreements for Pliaglis; and (iv) its net investment and net cash flows in its European operations.

In terms of the U.S. dollar, the Company has five exposures: (i) its U.S. dollar-denominated cash held in its Canadian operations; (ii) the cost of purchasing raw and packaging materials priced in U.S. dollars or sourced from U.S. suppliers; (iii) upfronts, royalties and milestones from licensing agreements for Pliaglis; (iv) its net investment and net cash flows in its U.S. operations; and (v) revenues generated in U.S. dollars from its product sales to U.S. customers.