# **Quarterhill**

#### NEWS RELEASE

# Quarterhill Announces Q1 2024 Financial Results

2024-05-13

TORONTO, May 13, 2024 /PRNewswire/ - Quarterhill Inc. ("Quarterhill" or the "Company") (TSX: QTRH) (OTCQX: QTRHF), a leading provider of tolling and enforcement solutions in the Intelligent Transportation System ("ITS") industry, announces its financial results for the three months ended March 31, 2024. All financial information in this press release is reported in United States ("US") dollars, unless otherwise indicated.

Effective with the release of its results for the three months ended March 31, 2024, Quarterhill has changed the presentation currency of its financial statements to US dollars, its functional currency. A significant proportion of the Company's sales, expenses, assets, and liabilities are denominated in US dollars. This change in presentation currency aims to enhance external stakeholders' ability to assess Quarterhill's financial performance and to reduce the impact of foreign exchange volatility.

# Q1 2024 Highlights

- Revenue was \$34.9 million, up 23% compared to \$28.3 million in Q1 2023.
- Adjusted EBITDA<sup>1</sup> was \$0.2 million compared to (\$3.8) million in Q1 2023.
- Revenue backlog<sup>3</sup> was more than \$500 million at March 31, 2024.
- Announced acquisition of Red Fox I.D. Limited ("Red Fox"), a leading provider of Automatic Vehicle Detection and Classification ("AVDC") software.
- Enforcement unit was awarded a \$3.9 million contract with the Tennessee Department of Transportation, its first contract ever in the State.
- Tolling business signed a five-year extension with Illinois Tollway.

"Q1's solid revenue growth and significant year-over-year improvement in Adjusted EBITDA reflect the work we've done in the past year to strengthen project management, integrate operations and manage expenses," said Chuck Myers, CEO of Quarterhill. "We also made progress on our goal to enhance our technology and transportation software capabilities with the acquisition of Red Fox. We are already working to integrate their Quantum solution into our bids, and we see the potential to integrate it with both our tolling and enforcement units."

"We continue to make strides on the integration front with the launch of unified branding under one operating entity. We introduced Quarterhill branding and a consolidated website, <a href="www.quarterhill.com">www.quarterhill.com</a>, for all of the Company's subsidiaries and business units—including ETC, IRD, iCOMS, Sensor Line, and VDS. We also exhibited under the Quarterhill brand for the first time at the Intertraffic ITS industry event in Amsterdam."

"We believe there is still more that we can do to drive efficiency and effectiveness throughout the business. In an effort to further streamline operations, improve margins and drive positive cash flow, we have made adjustments to our workforce in the second quarter that are expected to save us approximately \$3.0 million in 2024 and approximately \$4.0 million on an annual basis going forward, without impacting our growth capabilities."

"Our goals are to generate top-line growth, margin expansion and reliable cash flows that will enable us to pursue organic and non-organic growth opportunities. With a significant revenue backlog and strong sales pipeline with both new and existing customers, we have good visibility into the year, and we expect our cash flow position to strengthen as we realize milestone payments on several ongoing tolling projects and as we benefit from a leaner, more optimized, organizational structure."

## Q1 2024 Financial Review

Quarterhill's Management's Discussion and Analysis and financial statements for the three months ended March 31, 2024 are available at the Company's website and at its profile at SEDAR+.

Financial statements for the three months ended March 31, 2023, have been prepared to reflect continuing operations, and therefore, exclude results during that period from Wi-LAN Inc. ("WiLAN"), which was sold by Quarterhill on June 15, 2023.

Revenues for the three months ended March 31, 2024 ("Q1 2024") were \$34.9 million compared to \$28.3 million in the three months ended March 31, 2023 ("Q1 2023"). The increase in Q1 2024 revenue was due to increased activity and improved performance with North American project revenue. Project revenues in Q1 2023 were impacted by project overruns in tolling operations.

Gross profit<sup>2</sup> as a value and as a percentage of revenues may be subject to significant variance in each reporting period due to the nature and type of contract and service work performed. Gross profit in Q1 2024 was \$6.4 million, or 18%, as compared to \$3.8 million, or 13%, in Q1 2023. The increase in gross profit margin percentage compared to Q1 2023 is primarily due to improved margin profile on tolling implementation projects which experienced expense overruns in the prior year period. The increase in gross profit margin percentage is also due to improved margins on certain tolling projects that have transitioned from implementation to maintenance operations.

Total operating expenses are comprised of selling, general and administrative costs ("SG&A"), research and development ("R&D") costs, depreciation, amortization of intangible assets and other charges. Total operating expenses for Q1 2024 were \$10.5 million compared to \$11.6 million in Q1 2023. The decrease was primarily due to lower SG&A and R&D expenses in Q1 2024.

Q1 2024 SG&A was \$6.4 million compared to \$7.0 million in Q1 2023. As a percentage of revenue, SG&A in Q1 2024 was 18% compared to 25% in Q1 2023. The Company has worked to drive efficiencies in the business through its integration efforts, which are reflected in the year-over-year decrease in SG&A.

Adjusted EBITDA<sup>1</sup> for O1 2024 was \$0.2 million compared to (\$3.8) million in O1 2023. The improvement in Adjusted EBITDA compared to the prior year period is due to the favorable changes to revenue and operating expenses as previously explained.

Net loss from continuing operations in Q1 2024 was (\$4.2) million, or (\$0.04) per diluted share, compared to a net loss from continuing operations of (\$9.1) million, or (\$0.08) per diluted share, in Q1 2023.

Cash used in continuing operations in Q1 2024 was (\$10.1) million compared to cash used in continuing operations of (\$6.6) million in Q1 2023.

Cash and cash equivalents were \$30.4 million at March 31, 2024, compared to \$42.7 million at December 31, 2023. Adjusted Working Capital was \$75.4 million at March 31, 2024, compared to \$78.9 million at December 31, 2023. Due to the nature of the Company's business activities, operating cash flows may vary significantly between periods due to changes and timing in working capital balances.

- Please refer to the Adjusted EBITDA Non-IFRS Financial Measures section for further information.

Please refer to Gross Margin % in the Supplementary Financial Measures section for further information. Please refer to the Backlog - Non-IFRS Financial Measures section for further information. Please refer to the Adjusted Working Capital - Non-IFRS Financial Measures section for further information.

# **Conference Call and Webcast**

Quarterhill will host a conference call to discuss its financial results on Monday, May 13, 2024, at 8:30 AM Fastern Time.

# Webcast Information

- Live audio webcast will be available at: <a href="https://app.webinar.net/2XgQ0qjpAOR">https://app.webinar.net/2XgQ0qjpAOR</a>
- Webcast replay will be available at: <a href="https://app.webinar.net/2XgQ0qipAOR">https://app.webinar.net/2XgQ0qipAOR</a>

# **Traditional Dial-in Information**

- To access the call from the U.S. and Canada, dial 1.888.664.6383 (Toll Free)
- To access the call from other locations, dial 1.416.764.8650 (International)

#### Rapidconnect

To instantly join the conference call by phone, please use the following URL to easily register and be

connected into the conference call automatically: <a href="https://emportal.ink/3JGS7Md">https://emportal.ink/3JGS7Md</a>

# **Telephone Replay**

Telephone replay will be available from May 13, 2024, until May 20, 2024, at: 1.888.390.0541 (Toll Free North America) or 1.416.764.8677.

Conference ID: 77628592 and Replay Passcode: 628592 #

#### Non-IFRS Financial Measures and Non-IFRS Ratios

Quarterhill uses both IFRS and certain non-IFRS financial measures to assess performance. Non-IFRS financial measures are financial measures disclosed by a company that (a) depict historical or expected future financial performance, financial position or cash flow of a company, (b) with respect to their composition, exclude amounts that are included in, or include amounts that are excluded from the composition of the most directly comparable financial measure disclosed in the primary financial statements of the company, (c) are not disclosed in the financial statements of the company and (d) are not a ratio, fraction, percentage or similar representation. Non-IFRS ratios are financial measures disclosed by a company that are in the form of a ratio, fraction, percentage or similar representation that has a non-IFRS financial measure as one or more of its components, and that are not disclosed in the financial statements of the company.

These non-IFRS financial measures and non-IFRS ratios are not standardized financial measures under IFRS, and, therefore, are unlikely to be comparable to similar financial measures presented by other companies. Management believes these non-IFRS financial measures and non-IFRS ratios provide transparent and useful supplemental information to help investors evaluate our financial performance, financial condition, and liquidity using the same measures as management. These non-IFRS financial measures and non-IFRS ratios should not be considered as a substitute for, or superior to, measures of financial performance prepared in accordance with IFRS.

## Adjusted EBITDA - Non-IFRS Financial Measures

We use the non-IFRS financial measure "Adjusted EBITDA" to mean net (loss) income adjusted for (i) income taxes, (ii) finance expense or income; (iii) amortization and impairment of intangibles; (iv) other charges and other one-time items; (v) depreciation of right-of-use assets and property, plant and equipment; (vi) stock- based compensation; (vii) foreign exchange (gain) loss; and (viii) other income which includes equity in earnings from joint ventures; (ix) dividends received from joint ventures; and \* changes in fair value of derivative liability. Adjusted EBITDA is used by our management to assess our normalized cash generated on a consolidated basis. Adjusted EBITDA is also a performance measure that may be used by investors to analyze the cash generated by Quarterhill. Adjusted EBITDA should not be interpreted as an alternative to net (loss) income and cash flows from operations as determined in accordance with IFRS or as measure of liquidity. The most directly comparable IFRS financial measure is Net (loss) income.

Adjusted EBITDA per share – Non-IFRS ratio

Adjusted EBITDA per share is calculated as Adjusted EBITDA divided by the basic weighted average of common shares. Adjusted EBITDA per share is used by our management and investors to analyze cash generated by Quarterhill on a per share basis. The most comparable IFRS measure is earnings per share.

Adjusted Working Capital

Adjusted Working Capital is calculated as current assets minus current liabilities, adjusted for convertible debentures and derivative liability. Adjusted Working Capital reflects our net working capital expected to be settled in cash within twelve months.

Backlog - Non-IFRS Financial Measures

We use the non-IFRS measure "backlog" to mean the total value of work that has not yet been completed but that in management's experience of similar situations has: (a) a high certainty of being performed pursuant to existing contracts or work orders specifying job scope, value and timing; (b) an expectation of expansion of existing contracts due to expected extensions; and/or (c) been awarded to one or more of our ITS operating subsidiaries as evidenced by a binding contract or where the finalization of a binding contract is reasonably assured. Activities under such contracts may cover a period of up to 15 years. We do not include in "backlog", the value of any expected but unsigned change orders that management considers may apply to such contracts.

# **Supplementary Financial Measures**

Supplementary financial measures are financial measures disclosed by a company that (a) are, or are intended to be, disclosed on a periodic basis to depict the historical or expected future financial performance, financial position or cash flow of a company (b) are not disclosed in the financial statement of the company, (c) are not non-IFRS financial measures, and (d) are not non-IFRS ratios.

Key supplementary measures disclosed are as follows:

Gross margin %

Calculated as gross profit as a percentage of revenue.

# **About Quarterhill**

Quarterhill is a leading provider of tolling and enforcement solutions in the Intelligent Transportation System (ITS) industry. Our goal is technology-driven global leadership in ITS, via organic growth of our tolling and enforcement businesses, and by continuing an acquisition-oriented investment strategy that capitalizes on attractive growth opportunities within ITS and its adjacent markets. Quarterhill is listed on the TSX under the symbol QTRH and on the OTCQX Best Market under the symbol QTRHF. For more information: <a href="https://www.quarterhill.com">www.quarterhill.com</a>.

# **Forward-looking Information**

This news release contains forward-looking information and forward-looking statements within the meaning of applicable Canadian securities laws (collectively, "forward-looking statements") regarding

Quarterhill, its operating subsidiaries and their respective businesses. Such forward-looking statements relate to future events, conditions or future financial performance of Quarterhill based on future economic conditions and courses of action. All statements other than statements of historical fact may be forward-looking statements. Such forward-looking statements are often, but not always, identified by the use of any words such as "seek", "anticipate", "budget", "plan", "goal", and similar expressions. These statements involve known and unknown risks, assumptions, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. The Company believes the expectations reflected in those forward-looking statements are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking statements included in this news release should not be unduly relied upon. In particular, this news release contains forward-looking statements pertaining to, but not limited to, the following: operational and financial expectations for the 2024 financial year, including revenue, gross margin and Adjusted EBITDA expectations; and the Company's business plan.

Although the forward-looking statements contained in this news release are based upon assumptions which management of the Company believes to be reasonable, the Company cannot assure investors that actual results will be consistent with these forward-looking statements. With respect to forward-looking statements contained in this news release, the Company has made assumptions regarding, but not limited to: the Company's ability to execute on its business plan; successful integration of Red Fox; general economic and industry trends; operating assumptions relating to the Company's operations; demand for the Company's products and services; cost estimates for fixed price contracts; and the other assumptions set forth in the Company's most recent annual information form available under the Company's profile on SEDAR+ at <a href="https://www.sedarplus.ca">www.sedarplus.ca</a>.

The Company's actual results could differ materially from those anticipated in the forward-looking statements, as a result of numerous known and unknown risks and uncertainties and other factors including, but not limited to: changes in demand for the Company's products and services; general economic, political, market and business conditions, including fluctuations in interest rates, foreign exchange rates, stock market volatility; reliance on key management personnel; risks related to competition within the Company's industry and relating to technological advances; litigation risks; cyber-security risks; fixed price contracts may result in unexpected costs to the Company; risks of health epidemics, pandemics and similar outbreaks; and the other risks set forth in the Company's most recent annual information form and management's discussion and analysis for the three and twelve months ended December 31, 2023 available under the Company's profile on SEDAR+ at <a href="https://www.sedarplus.ca">www.sedarplus.ca</a>.

The Company's actual results, performance or achievement could differ materially from those expressed in, or implied by, these forward-looking statements and, accordingly, no assurance can be given that any of the events anticipated by the forward-looking statements will transpire or occur, or if any of them do so, what benefits the Company will derive therefrom. Readers are therefore cautioned that the foregoing lists of important factors are not exhaustive, and they should not unduly rely on the forward-looking statements included in this news release. All forward-looking statements contained in this news release are expressly qualified by this cautionary statement. Quarterhill has no intention, and undertakes no obligation, to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

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This news release contains "future-oriented financial information" and "financial outlooks" within the meaning of applicable Canadian securities laws (collectively, "FOFI"), including about the financial results, revenue, gross margin and Adjusted EBITDA of Quarterhill for the year ended December 31, 2024. FOFI, as with forward-looking statements generally, are, without limitation, based on the assumptions and qualifications, and are subject to the risks, set out above in respect of forwardlooking statements. Quarterhill's actual financial position and results of operations may differ materially from management's current expectations and, as a result, the Company's financial results may differ materially from the FOFI provided in this news release. The Company and its management believe that the FOFI has been prepared on a reasonable basis, reflecting management's best estimates and judgments and the FOFI contained in this news release was approved by management as of the date hereof, for purposes of providing further information about the Company's future business operations and results. However, because this information is subjective and subject to numerous risks and assumptions, it should not be relied on as necessarily indicative of future results. Except as required by applicable securities laws, the Company undertakes no obligation to update such FOFI. Readers are cautioned that the FOFI contained in this news release should not be used for purposes other than for which it is disclosed herein, and such information is presented for illustrative purposes only and may not be an indication of the Company's actual financial position or results of operations.

Interim Condensed Consolidated Statements of (Loss) and Comprehensive (Loss) (in thousands and in United States dollars, except share and per share amounts)

	Three months ended March 31,	
	2024	2023
Revenues Direct cost of revenues	\$34,897 28,540	(restated) \$28,346 24,589
Gross profit	6,357	3,757
Operating expenses Selling, general and administrative expenses Research and development expenses Depreciation of right-of-use assets	6,375 317 <u>344</u>	6,958 869 337
Depreciation of property, plant and equipment Amortization of intangible assets Other charges	377 2,237 834	411 2,087 964
	10,484	11,626
Results from operations Finance income	(4,127) (268)	(7,869) (33) 1,637
Finance expense Foreign exchange (gain) loss Other expense (income)	1,705 (1,110) 133	335 (231)
Change in fair value of derivative liability	(495)	(204)
Loss before taxes	(4,092) 73	(9,373) 118
Current income tax expense Deferred income tax expense (recovery)	53	(408)
Income tax expense (recovery)	126	(290)
Net loss from continuing operations Net loss from discontinued operations	(4,218 <u>)</u>	(9,083) (2,467)
Net loss	(4,218)	(11,550)
Other comprehensive (loss) income that may be reclassified subsequently to net loss:  Foreign currency translation adjustment  Comprehensive loss	(685) (\$4,903)	315 (\$11,235)
Loss per share - Basic From continuing operations	(\$0.04)	(\$0.08)

From discontinued operations	-	(0.02)
Loss per share - Basic	(\$0.04)	(\$0.10)
•		, ,
Loss per share - Diluted		
From continuing operations	(\$0.04)	(\$0.08)
From discontinued operations	`` <u>-</u>	(\$0.08) (0.02)
Loss per share - Diluted	(\$0.04)	(\$0.10)

Interim Condensed Consolidated Statements of Financial Position (in thousands and in United States dollars)

Current assets	As at	March 31, 2024	December 31, 2023	January 1, 2023
Cash and cash equivalents         \$30,423         \$42,733         \$48,905           Short-term investments         -         -         1,142           Restricted short-term investments         -         -         -         4,812           Accounts receivable, enter         26,921         27,291         17,155           Unbilled revenue         36,429         34,247         30,529           Income taxes receivable         12,30         10,700         27           Income taxes receivable         12,30         10,700         20           Inventories (net of obsolescence)         12,30         4,927         4,795         5,050           Prepaid expenses and deposits         4,927         4,795         5,050           Non-current assets         4,439         4,364         397           Accounts and other long-term receivables         4,439         4,364         397           Long-term prepaid expenses and deposits         -         -         1,257           Right-of-use assets, net         5,832         5,288         7,600           Inchangible assets, net         7,482         79,082         104,104           Intensity of the complex of the com			(restated)	(restated)
Accounts receivable, net   17,155   1	Cash and cash equivalents Short-term investments	\$30,423 -	\$42,733 -	1,142
Inventories (net of obsolescence)   12,303   10,760   10,076   1	Accounts receivable, net Unbilled revenue	36,429		17,155 30,529
Non-current assets   A,439	Inventories (net of obsolescence)	12,303		10,076
Accounts and other long-term receivables		111,131	119,826	117,920
Intangible assets, net   77,489   79,092   104,164   Investment in joint venture   4,672   5,054   5,772   Investment in joint venture   4,672   5,054   5,772   Investment in joint venture   1,030   952   991   1,030   952   991   1,030   2,000   1,000	Accounts and other long-term receivables Long-term prepaid expenses and deposits Right-of-use assets, net	5,832	5,288	1,257 7,600
Deferred income tax assets   28,952   29,019   41,556   20,000	Intangible assets, net Investment in joint venture Investment in other entity	77,489 4,672 2,898	79,092 5,054 2,898	104,164 5,712 -
TOTAL ASSETS   \$240,345   \$250,629   \$303,604	Deferred income tax assets	· -	-	18,903
Liabilities           Current liabilities           Accounts payable and accrued liabilities         \$25,304         \$30,330         \$34,685           Income taxes payable         870         662         724           Current portion of lease liabilities         2,006         1,954         1,924           Current portion of deferred revenue         5,471         5,806         6,295           Current portion of long-term debt         2,125         2,125         2,125           Convertible debentures         37,794         38,196         35,655           Derivative liability         1,745         2,290         1,316           Non-current liabilities         859         621         2,022           Long-term lease liabilities         6,052         5,727         7,716           Long-term debt         16,802         17,312         -           Deferred compensation liabilities         1,017         945         862           Deferred income tax liabilities         1,017         945         862           TOTAL LIABILITIES         101,304         107,189         113,706           Shareholders' equity         25,989         25,826         11,519           TOTAL LIABILITIES         101,304	TOTAL ACCETS			
Current liabilities		<b>\$240,345</b>	\$250,029	<b></b> \$303,604
Non-current liabilities         859         621         2,022           Long-term lease liabilities         6,052         5,727         7,116           Long-term debt         16,802         17,312         -           Deferred compensation liabilities         1,017         945         862           Deferred income tax liabilities         1,259         1,221         1,519           TOTAL LIABILITIES         101,304         107,189         113,706           Shareholders' equity         2         314,001         313,738         401,248           Capital stock         314,001         313,738         401,248           Contributed surplus         126,370         126,129         37,545           Accumulated other comprehensive income         14,967         15,652         15,928           Deficit         (316,297)         (312,079)         (264,823)           139,041         143,440         189,898	Current liabilities Accounts payable and accrued liabilities Income taxes payable Current portion of lease liabilities Current portion of deferred revenue Current portion of long-term debt Convertible debentures	870 2,006 5,471 2,125 37,794 1,745	662 1,954 5,806 2,125 38,196 2,290	724 1,924 6,295 21,588 35,655 1,316
Deferred revenue         859         621         2,022           Long-term lease liabilities         6,052         5,727         7,116           Long-term debt         16,802         17,312         -           Deferred compensation liabilities         1,017         945         862           Deferred income tax liabilities         1,259         1,221         1,519           TOTAL LIABILITIES         101,304         107,189         113,706           Shareholders' equity         314,001         313,738         401,248           Contributed surplus         126,370         126,129         37,545           Accumulated other comprehensive income         14,967         15,652         15,928           Deficit         (316,297)         (312,079)         (264,823)           139,041         143,440         189,898		75,315	81,363	102,187
TOTAL LIABILITIES         101,304         107,189         113,706           Shareholders' equity         314,001         313,738         401,248           Capital stock         126,370         126,129         37,545           Accumulated other comprehensive income         14,967         15,652         15,928           Deficit         (316,297)         (312,079)         (264,823)           139,041         143,440         189,898	Deferred revenue Long-term lease liabilities Long-term debt Deferred compensation liabilities	6,052 16,802 1,017	5,727 17,312 945	7,116 - 862
Shareholders' equity         Capital stock       314,001       313,738       401,248         Contributed surplus       126,370       126,129       37,545         Accumulated other comprehensive income       14,967       15,652       15,928         Deficit       (316,297)       (312,079)       (264,823)         139,041       143,440       189,898	TOTAL LIADULTIES			
Capital stock     314,001     313,738     401,248       Contributed surplus     126,370     126,129     37,545       Accumulated other comprehensive income     14,967     15,652     15,928       Deficit     (316,297)     (312,079)     (264,823)       139,041     143,440     189,898		101,304	107,189	113,706
	Capital stock Contributed surplus Accumulated other comprehensive income	126,370 14,967 (316,297)	126,129 15,652 (312,079)	37,545 15,928 (264,823)
	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY			

# (in thousands and in United States dollars)

Operating activities:         (\$4,218)         (\$9,085)           Operating activities:         (\$4,218)         (\$9,085)           Not loss from continuing operations         (\$4,218)         (\$9,085)           Actic (activity) non-cash items:         8         2,988         2,835           Elock-base dompensation expense         1,110         335           Experied and non-cash items:         1,110         335           Other expense (income)         181         (2,918)           Other expense (income)         181         (2,918)           Embedded derivatives         3         9           Change in fair value of derivative liability         4,95         (204)           Non-cash interest expense         540         479           Non-cash interest expense         540         479           Non-cash interest expense         1,011         (6,574)           Non-cash interest expense         1,021         (7,810)           Non-cash interest expense		Three months ended March 31,		
Operating activities:         (\$4,218)         (\$9,083)           Net loss from continuing operations         (\$4,218)         (\$9,083)           Add (deduct) non-cash items:         304         231           Stock-based compensation expense         504         231           Depreciation and amortization         2,958         2,835           Foreign exchange (gain) loss         (1,110)         335           Other expense (income)         181         (221)           Deferred and non-cash income tax expense (recovery)         53         (408)           Embedded derivatives         39         93           Change in fair value of derivative liability         (495)         (204)           Non-cash interest expense         540         479           Net change in non-cash working capital balances         (8,566)         (621)           Non-cash interest expense         (10,114)         (6,574)           Net change in non-cash working capital balances         (10,114)         (6,574)           Net class used in operations         (10,114)         (7,881)           Financing activities         (10,114)         (7,881)           Financing activities         (577)         (392)           Repayment of lease liabilities         (577)         (392) <th></th> <th>2024</th> <th>2023</th>		2024	2023	
Net loss from continuing operations         (\$4,218)         (\$9,083)           Add (deduct) non-cash items:         3504         231           Stock-based compensation expense         504         235           Depreciation and amortization         2,958         2,835           Foreign exchange (gain) loss         (1,110)         335           Other expense (income)         181         (231)           Deferred and non-cash income tax expense (recovery)         53         (408)           Embedded derivatives         39         93           Change in fair value of derivative liability         (495)         (204)           Non-cash interest expense         540         479           Net change in non-cash working capital balances         (8,566)         (621)           Cash used in continuing operations         (1,114)         (6,574)           Net capating cash flows attributable to discontinued operations         -         (1,307)           Net cash used in operating activities         (10,114)         (7,881)           Financing activities         (577)         (392)           Repayment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities			(restated)	
Add (deduct) non-cash items:         504         231           Stock-based compensation expense         504         235           Depreciation and amortization         2,958         2,835           Foreign exchange (gain) loss         (1,110)         335           Other expense (income)         181         (231)           Deferred and non-cash income tax expense (recovery)         53         (408)           Embedded derivatives         39         93           Change in fair value of derivative liability         (495)         (204)           Non-cash interest expense         540         479           Net change in non-cash working capital balances         (8,566)         (621)           Net change in non-cash working capital bed officentinued operations         10,114)         (6,574)           Net operating cash flows attributable to discontinued operations         -         (1,307)           Net cash used in operating activities         10,114)         (7,881)           Dividends paid         -         (1,060)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net financing activities	Operating activities:			
Stock-based compensation expense         504         231           Depreciation and amortization         2,958         2,835           Foreign exchange (gain) loss         (1,110)         335           Other expense (income)         181         (231)           Deferred and non-cash income tax expense (recovery)         53         (408)           Embedded derivatives         39         93           Change in fair value of derivative liability         (495)         (204)           Non-cash interest expense         540         479           Net change in non-cash working capital balances         (8,566)         (621)           Cash used in continuing operations         (10,114)         (6,574)           Net operating cash flows attributable to discontinued operations         -         (1,307)           Net cash used in operating activities         (10,114)         (7,881)           Financing activities:         (577)         (392)           Payment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net cash used in financing activities         (1,108)         (2,077)           Net cash used in financing activities         (1,108)         (2,027)           Investing activities <td>Net loss from continuing operations</td> <td>(\$4,218)</td> <td>(\$9,083)</td>	Net loss from continuing operations	(\$4,218)	(\$9,083)	
Depreciation and amortization         2,958         2,835           Foreign exchange (gain) loss         (1,110)         335           Other expense (income)         181         (231)           Deferred and non-cash income tax expense (recovery)         53         (408)           Embedded derivatives         39         93           Change in fair value of derivative liability         (495)         (204)           Non-cash interest expense         540         479           Net change in non-cash working capital balances         (8,566)         (621)           Cash used in continuing operations         (10,114)         (6,574)           Net cash used in operating activities         (10,114)         (7,881)           Financing activities         (10,114)         (7,881)           Financing activities         (577)         (392)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities         (1,108)         (2,127)           Purchase of property, plant and equipment         (201)	Add (deduct) non-cash items:			
Foreign exchange (gain) loss         (1,110)         335           Other expense (income)         181         (231)           Deferred and non-cash income tax expense (recovery)         53         (408)           Embedded derivatives         39         93           Change in fair value of derivative liability         (495)         (204)           Non-cash interest expense         540         479           Net change in non-cash working capital balances         (8,566)         (621)           Cash used in continuing operations         (10,114)         (6,574)           Net coperating cash flows attributable to discontinued operations         -         (1,307)           Net cash used in operating activities         -         (1,060)           Payment of lease liabilities         531         (625)           Repayment of long-term debt         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities         (201)         (333)           Purchase of property, plant and equipment         (201)         (333)           Cash used in investing activitie	Stock-based compensation expense	504	231	
Other expense (income)         181         (231)           Deferred and non-cash income tax expense (recovery)         53         (408)           Embedded derivatives         39         93           Change in fair value of derivative liability         (495)         (204)           Non-cash interest expense         540         479           Net change in non-cash working capital balances         (8,566)         (621)           Cash used in continuing operations         (10,114)         (6,574)           Net operating cash flows attributable to discontinued operations         -         (1,307)           Net cash used in operating activities         (10,114)         (7,881)           Financing activities:         **         (1,060)           Dividends paid         -         (1,060)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (551)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         ***         (50)         (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:	Depreciation and amortization	2,958	2,835	
Deferred and non-cash income tax expense (recovery)         53         (408)           Embedded derivatives         39         93           Change in fair value of derivative liability         (495)         (204)           Non-cash interest expense         540         479           Net change in non-cash working capital balances         (8,566)         (621)           Cash used in continuing operations         (10,114)         (6,574)           Net operating cash flows attributable to discontinued operations         -         (1,307)           Net cash used in operating activities         (10,114)         (7,881)           Financing activities:         -         (1,060)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         (1,108)         (2,127)           Purchase of property, plant and equipment         (201)         (333)           Captilized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign excha	Foreign exchange (gain) loss	(1,110)	335	
Embedded derivatives         39         93           Change in fair value of derivative liability         (495)         (204)           Non-cash interest expense         540         479           Net change in non-cash working capital balances         (8,566)         (621)           Cash used in continuing operations         (10,114)         (6,574)           Net operating cash flows attributable to discontinued operations         -         (1,307)           Net cash used in operating activities         (10,114)         (7,881)           Financing activities:         -         (1,060)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net financing cash flows attributable to discontinued operations         -         (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         (201)         (333)           Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Forei	Other expense (income)	181	(231)	
Change in fair value of derivative liability         (204)           Non-cash interest expense         540         479           Net change in non-cash working capital balances         (8.566)         (621)           Cash used in continuing operations         (10,114)         (6,574)           Net operating cash flows attributable to discontinued operations         -         (1,307)           Net cash used in operating activities         (10,114)         (7,881)           Financing activities:         -         (1,060)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net financing cash flows attributable to discontinued operations         -         (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         (1,108)         (2,127)           Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)	Deferred and non-cash income tax expense (recovery)	53	(408)	
Non-cash interest expense         540         479           Net change in non-cash working capital balances         (8,566)         (621)           Cash used in continuing operations         (10,114)         (6,574)           Net operating cash flows attributable to discontinued operations         -         (1,307)           Net cash used in operating activities         (10,114)         (7,881)           Financing activities:         Dividends paid         -         (1,060)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net financing cash flows attributable to discontinued operations         -         (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         (1,108)         (2,127)           Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents	Embedded derivatives	39	93	
Net change in non-cash working capital balances         (8,566)         (621)           Cash used in continuing operations         (10,114)         (6,574)           Net operating cash flows attributable to discontinued operations         -         (1,307)           Net cash used in operating activities         (10,114)         (7,881)           Financing activities:         -         (1,060)           Dividends paid         -         (1,060)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net financing cash flows attributable to discontinued operations         -         (50)           Net cash used in financing activities         -         (50)           Investing activities:         (1,108)         (2,127)           Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents         (12,310)         (11,903)	Change in fair value of derivative liability	(495)	(204)	
Cash used in continuing operations         (10,114)         (6,574)           Net operating cash flows attributable to discontinued operations         -         (1,307)           Net cash used in operating activities         (10,114)         (7,881)           Financing activities:         -         (1,060)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net financing cash flows attributable to discontinued operations         -         (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         (1,108)         (2,127)           Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents         (12,310)         (11,903)           Cash and cash equivalents, beginning of period         42,733         48,905	Non-cash interest expense	540	479	
Net operating cash flows attributable to discontinued operations         -         (1,307)           Net cash used in operating activities         (10,114)         (7,881)           Financing activities:         -         (1,060)           Dividends paid         -         (1,060)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net financing cash flows attributable to discontinued operations         -         (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         (1,108)         (2,127)           Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents         (12,310)         (11,903)           Cash and cash equivalents, beginning of period         42,733         48,905	Net change in non-cash working capital balances	(8,566)	(621)	
Net cash used in operating activities         (10,114)         (7,881)           Financing activities:         (1,060)           Dividends paid         -         (1,060)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net financing cash flows attributable to discontinued operations         -         (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         (1,108)         (2,127)           Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents         (12,310)         (11,903)           Cash and cash equivalents, beginning of period         42,733         48,905	Cash used in continuing operations	(10,114)	(6,574)	
Financing activities:         - (1,060)           Dividends paid         - (1,060)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net financing cash flows attributable to discontinued operations         - (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents         (12,310)         (11,903)           Cash and cash equivalents, beginning of period         42,733         48,905	Net operating cash flows attributable to discontinued operations	<u> </u>	(1,307)	
Dividends paid         -         (1,060)           Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net financing cash flows attributable to discontinued operations         -         (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents         (12,310)         (11,903)           Cash and cash equivalents, beginning of period         42,733         48,905	Net cash used in operating activities	(10,114)	(7,881)	
Payment of lease liabilities         (577)         (392)           Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net financing cash flows attributable to discontinued operations         -         (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents         (12,310)         (11,903)           Cash and cash equivalents, beginning of period         42,733         48,905	Financing activities:			
Repayment of long-term debt         (531)         (625)           Cash used in financing activities         (1,108)         (2,077)           Net financing cash flows attributable to discontinued operations         -         (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         -         (201)         (333)           Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents         (12,310)         (11,903)           Cash and cash equivalents, beginning of period         42,733         48,905	Dividends paid	-	(1,060)	
Cash used in financing activities         (1,108)         (2,077)           Net financing cash flows attributable to discontinued operations         -         (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         -         (201)         (333)           Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents         (12,310)         (11,903)           Cash and cash equivalents, beginning of period         42,733         48,905	Payment of lease liabilities	(577)	(392)	
Net financing cash flows attributable to discontinued operations         -         (50)           Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         201)         (333)           Purchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents         (12,310)         (11,903)           Cash and cash equivalents, beginning of period         42,733         48,905	Repayment of long-term debt	(531)	(625)	
Net cash used in financing activities         (1,108)         (2,127)           Investing activities:         Furchase of property, plant and equipment         (201)         (333)           Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents         (12,310)         (11,903)           Cash and cash equivalents, beginning of period         42,733         48,905	Cash used in financing activities	(1,108)	(2,077)	
Investing activities:       (201)       (333)         Purchase of property, plant and equipment       (201)       (333)         Capitalized software costs       (723)       (1,384)         Cash used in investing activities       (924)       (1,717)         Foreign exchange on cash held in foreign currencies       (164)       (178)         Net decrease in cash and cash equivalents       (12,310)       (11,903)         Cash and cash equivalents, beginning of period       42,733       48,905	Net financing cash flows attributable to discontinued operations		(50)	
Purchase of property, plant and equipment       (201)       (333)         Capitalized software costs       (723)       (1,384)         Cash used in investing activities       (924)       (1,717)         Foreign exchange on cash held in foreign currencies       (164)       (178)         Net decrease in cash and cash equivalents       (12,310)       (11,903)         Cash and cash equivalents, beginning of period       42,733       48,905	Net cash used in financing activities	(1,108)	(2,127)	
Capitalized software costs         (723)         (1,384)           Cash used in investing activities         (924)         (1,717)           Foreign exchange on cash held in foreign currencies         (164)         (178)           Net decrease in cash and cash equivalents         (12,310)         (11,903)           Cash and cash equivalents, beginning of period         42,733         48,905	Investing activities:			
Cash used in investing activities(924)(1,717)Foreign exchange on cash held in foreign currencies(164)(178)Net decrease in cash and cash equivalents(12,310)(11,903)Cash and cash equivalents, beginning of period42,73348,905	Purchase of property, plant and equipment	(201)	(333)	
Foreign exchange on cash held in foreign currencies(164)(178)Net decrease in cash and cash equivalents(12,310)(11,903)Cash and cash equivalents, beginning of period42,73348,905	Capitalized software costs	(723)	(1,384)	
Net decrease in cash and cash equivalents(12,310)(11,903)Cash and cash equivalents, beginning of period42,73348,905	Cash used in investing activities	(924)	(1,717)	
Cash and cash equivalents, beginning of period 42,733 48,905	Foreign exchange on cash held in foreign currencies	(164)	(178)	
	Net decrease in cash and cash equivalents	(12,310)	(11,903)	
Cash and cash equivalents, end of period \$30,423 \$37,002	Cash and cash equivalents, beginning of period	42,733	48,905	
	Cash and cash equivalents, end of period	\$30,423	\$37,002	

# Interim Condensed Consolidated Statements of Shareholders' Equity (in thousands and in United States dollars)

	Capital Stock	Contributed Surplus	Accumulated Other Comprehensive Income	Deficit	Total Shareholders' Equity
Balance, January 1, 2023 (restated)	\$401,248	\$37,545	\$15,928	(\$264,823)	\$189,898
Net loss Other comprehensive income Stock-based compensation expense Dividends declared Balance, March 31, 2023 (restated)	- - - - \$401,248	248 - \$37,793	315 - - \$16.243	(11,550) - - (1,060) (\$277,433)	(11,550) 315 248 (1,060) \$177,851
Balance, January 1, 2024	\$313,738	\$126,129	\$15,652	(\$312,079)	\$143,440
Net loss Other comprehensive loss Stock-based compensation expense Common shares issued from restricted stock units Balance, March 31, 2024	- - - 263 \$314.001	504 (263) \$126,370	(685) - - \$14.967	(4,218) - - - - (\$316,297)	(4,218) (685) 504 - \$139,041

# Reconciliation of Net Loss to Adjusted EBITDA (in thousands and in United States dollars, except share and per share amounts)

	Three months ended March 31,			
	2024		2023	
	\$ 1	Per Share [2]	\$	Per Share
Net loss from continuing operations	(\$4,218)	(\$0.04)	(\$9,083)	(\$0.08)
Adjusted for: Income tax expense Foreign exchange (gain) loss Finance expense, net Other charges Depreciation and amortization Stock based compensation expense Change in fair value of derivative liability Other expense (income)	126 (1,110) 1,437 834 2,958 504 (495) 133	0.00 (0.01) 0.01 0.01 0.03 0.00 (0.00)	(290) 335 1,604 964 2,835 231 (204) (231)	(0.00) 0.00 0.01 0.01 0.03 0.00 (0.00)
Adjusted EBITDA <sup>[1]</sup>	\$169	\$0.00	(\$3,839)	(\$0.03)
Weighted average number of Common Shares Basic	115,097,297		114,639,700	

View original content: <a href="https://www.prnewswire.com/news-releases/quarterhill-announces-q1-2024-">https://www.prnewswire.com/news-releases/quarterhill-announces-q1-2024-</a> financial-results-302143195.html

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Please refer to the Adjusted EBITDA Non- IFRS Financial Measures section for further information.
 Please refer to the Supplementary Financial Measures for further information.