BALLARD POWER SYSTEMS INC

Management's Discussion and Analysis

Third Quarter 2026

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CAUTION REGARDING FORWARD-LOOKING STATEMENTS

This document contains forward-looking statements about expected events and the financial and operating performance of Ballard Power Systems Inc. (“Ballard”, “the Company”, “we”, “us” or “our”). Forward-looking statements include any statements that do not refer to historical facts. Forward-looking statements are based on the beliefs of management and reflect our current expectations as contemplated under the safe harbor provisions of Section 21E of the United States Securities Exchange Act of 1934, as amended. Words such as "estimate", "project", "believe", "anticipate", "intend", "expect", "plan", "predict", "may", "should", "will", the negatives of these words or other variations thereof and comparable terminology are intended to identify forward-looking statements. Such statements include, but are not limited to, statements with respect to our objectives, goals, liquidity, sources and uses of capital, outlook, strategy, the anticipated strategic, operational and financial benefits of our recent acquisition of GeoPura Limited, order backlog, order book of expected deliveries, sales pipeline and future product sales; future product roadmap, including expected product costs and selling prices; future production capacities and volumes; the markets for our products; expenses and costs; research, technology and product development activities, including future product performance, attributes, and launches and product cost reduction plans; as well as statements with respect to our beliefs, plans, objectives, expectations, anticipations, estimates and intentions, including regarding our ability to implement, execute, complete or realize benefits of our restructuring initiatives on the timelines we expect, including our expectations with response to our expected restructuring changes, cost savings and the reduction of our planned capital expenditure. These statements are not guarantees of future performance and involve assumptions, risks and uncertainties that are difficult to predict. In particular, these forward-looking statements are based on certain factors and assumptions relating to our expectations with respect to hydrogen and fuel cell market development; the successful integration of GeoPura's business and the realization of the anticipated benefits of the acquisition; certain factors and assumptions relating to our existing customer and partner relationships; the generation of new sales; producing, delivering, and selling the expected product and service volumes at the expected prices and costs; and controlling our costs. They are also based on a variety of general factors and assumptions including, but not limited to, our expectations regarding technology and product development efforts; manufacturing capacity and cost; product and service pricing; market demand; and the availability and prices of raw materials, labour, and supplies. These assumptions have been derived from information available to the Company including information obtained by the Company from third parties. These assumptions may prove to be incorrect in whole or in part. In addition, actual results may differ materially from those expressed, implied, or forecasted in such forward-looking statements. Factors that could cause our actual results or outcomes to differ materially from the results expressed, implied or forecasted in such forward-looking statements include, but are not limited to: our ability to successfully execute our business plan; delays in integrating the acquisition of GeoPura and failure to realize anticipated benefits or synergies of the acquisition; payment of the contingent consideration pursuant to the acquisition of GeoPura and the achievement of the related financials milestones; commercial adoption of hydrogen in mobility and stationary power applications, including delays in hydrogen adoption and negative market sentiment; our expectation that our cash reserves will be reduced due to future operating losses, working capital requirements, capital expenditures and potential investments, and our ability to access additional capital when required; potential fluctuations in our financial and business results that make forecasting difficult and may restrict our access to funding; our dependence on a limited number of customers and risks associated with early-stage market activities; our dependence on third party suppliers for the supply of key materials and components and risks of supply chain disruption; our dependence on Original Equipment Manufacturer (“OEMs”) and system integrators; our limited experience manufacturing fuel cell products at commercial scale; risks inherent in international operations, including trade tariffs, currency restrictions and restrictions on repatriation of funds; risks under certain customer supply agreements; public policy and regulatory changes, including regulations relating to perfluoroalkyl and polyfluoroalkyl substances and changes to clean energy subsidies and incentives; adequate investment in hydrogen fueling infrastructure and competitive pricing of hydrogen fuel; geopolitical events and global economic risks; inflationary pressures, including relating to supply of materials and labour; commodity price fluctuations; competition and competitive technologies; risks associated with capital investments and new business processes; risks associated with mergers and acquisitions; our technology and products may not meet market requirements; we may not be able to sell our products on a commercially viable basis on the timetable anticipated, or at all; our ability to attract and retain key personnel; warranty claims, product performance guarantees, or indemnification claims; a mass market for our products may never develop or may take longer to develop than anticipated; cybersecurity threats; our ability to protect our intellectual property; climate change risks; regulatory agency actions that could affect existing or future investments, acquisitions or joint ventures; additional issuance of securities may dilute existing securityholders and affect the market price of our securities; exchange rate fluctuations; product safety, product liability or other claims; environmental liabilities; changes in U.S. tax laws and tax status related to “passive foreign investment company” designation; emerging diseases; and the general assumption that none of the risks identified in the Risks and Uncertainties section of this document or in our most recent Annual Information Form will materialize. Readers should not place undue reliance on Ballard's forward-looking statements. The forward-looking statements contained in this document speak only as of the date of this Management Discussion and Analysis (“MD&A”). Except as required by applicable legislation, Ballard does not undertake any obligation to release publicly any updates or revisions to these forward-looking statements to reflect events or circumstances after the date of this MD&A including the occurrence of unanticipated events.

MANAGEMENT'S DISCUSSION AND ANALYSIS

November 13, 2026

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1. INTRODUCTION

1.1 Preparation of the MD&A

This discussion and analysis of financial condition and results of operations of Ballard Power Systems Inc. (“Ballard”, “the Company”, “we”, “us” or “our”) is prepared as of November 13, 2026 and should be read in conjunction with our unaudited condensed consolidated interim financial statements and accompanying notes for the three and nine months ended September 30, 2026 and our audited consolidated financial statements and accompanying notes for the year ended December 31, 2025. The results reported herein are presented in U.S. dollars unless otherwise stated and have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board ("IASB"). Additional information relating to the Company, including our Annual Information Form, is filed with Canadian (www.sedarplus.ca) and U.S. (www.sec.gov) securities regulatory authorities and is also available on our website at www.ballard.com.

1.2 Disclosure Controls and Procedures and Internal Controls over Financial Reporting

Our disclosure controls and procedures are designed to provide reasonable assurance that relevant information is gathered and reported to senior management, including the Chief Executive Officer (“CEO”) and the Chief Financial Officer (“CFO”), on a timely basis so that appropriate decisions can be made regarding public disclosures. We have also designed internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

During the nine months ended September 30, 2026, there were no changes in internal controls over financial reporting that have materially affected, or are reasonably likely to materially affect, the Company’s internal controls over financial reporting. Our design of disclosure controls and procedures and internal controls over financial reporting includes controls, policies and procedures covering our subsidiaries including Ballard Fuel Cell Systems Inc.

1.3 Risks and Uncertainties

An investment in our common shares involves risk. Investors should carefully consider the risks and uncertainties described in our Annual Information Form. The risks and uncertainties described therein are not the only ones that we face. Additional risks and uncertainties, including those that we do not know about now or that we currently deem immaterial, may also adversely affect our business. For a more complete discussion of the risks and uncertainties which apply to our business and our operating results, please see our Annual Information Form and other filings with Canadian (www.sedarplus.ca) and U.S. (www.sec.gov) securities regulatory authorities.

2. CORE BUSINESS AND STRATEGY

2.1 Core Business

Ballard and its wholly owned subsidiary, GeoPura Limited ("GeoPura"), are accelerating the transition to cleaner, more resilient power. As an integrated Energy-as-a-Service provider ("EaaS"), we offer complete hydrogen power solutions to our customers, anywhere they need it, when they need it. We offer Sustainable Power Now, from green hydrogen production and logistics to zero-emission fuel cell engines and stationary Hydrogen Power Units, or HPUs.

Our principal business is zero-emission hydrogen energy solutions as an integrated EaaS provider. We provide vertically integrated hydrogen ecosystem solutions spanning hydrogen production, logistics, refueling, fuel cell engines, and stationary HPUs, as well as the delivery of services including after sales, rental, training, and other services.

A fuel cell is a clean electrochemical device that generates electricity by combining hydrogen with oxygen from the air. Ballard's proprietary proton exchange membrane ("PEM") fuel cells are designed to deliver high efficiency, durability, low emissions, quiet operation, and rapid response to changing power demands. Each product incorporates Ballard's PEM technology, including specialized membranes, catalysts, and other components.

At the core of every HPU™ is Ballard's PEM fuel cell technology. Operating without combustion, the fuel cell stack produces dependable electrical power with zero point-of-use emissions—emitting only pure water and usable heat and completely eliminating greenhouse gases, nitrogen oxides, and particulate matter. Inside an HPU, the fuel cell engine operates in tandem with an integrated high-efficiency battery storage system within an intelligent hybrid architecture: the PEM fuel cell supplies steady, continuous baseload power, while the onboard battery absorbs transient electrical fluctuations, balances dynamic load demands, and enables instantaneous start-up. The system is designed as an alternative to traditional diesel generators across off-grid, grid-constrained, and critical power applications.

We are based in Canada, with head office, development, manufacturing and after-sale service facilities in Burnaby, British Columbia. Our UK regional office is in Newcastle upon Tyne, alongside manufacturing, testing and after-sale service facilities. We also operate hydrogen production, logistics, development and testing facilities across four locations in the Midlands and Yorkshire, UK. In addition, we have sales and after-sale service facilities in Hobro and Kolding, Denmark, a module assembly facility in Bend, Oregon, and a sales and logistics office in Guangzhou, Guangdong Province, China.

On August 28, 2026, Ballard completed the acquisition of 100% of GeoPura, a UK-based provider of zero-emission, hydrogen-based power solutions. The combination of GeoPura's HPU platform, fuel production and logistics with Ballard's advanced fuel cell technology enables the Corporation to serve customers as a one-stop, zero-emission energy solution provider.

Equity-Accounted Investments

As a result of the acquisition of GeoPura, we now have a 50% jointly controlled interest in HyMarnham Power Limited ("HyMarnham JV"), located in Nottingham, UK. JG Pears (Holdings) Limited ("JGP") of the UK has the remaining 50% jointly controlled interest in HyMarnham JV. The JV Board must comprise equal numbers of directors from both parent companies. The Chair of the Board alternates between a GeoPura director and a JJGP director and has no casting vote. Board resolutions require both a majority of the eligible GeoPura directors and a majority of the eligible JGP directors. Important matters require unanimous shareholder approval and deadlock provisions apply if the directors cannot agree. HyMarnham JV's business is to provide low carbon hydrogen production, storage, and transportation.

We also have a non-controlling, 49% interest in Weichai Ballard Hy-Energy Technologies Co., Ltd. ("Weichai Ballard JV"), located in Weifang, Shandong Province, China. Weichai Power of China has a 51% controlling interest in Weichai Ballard JV, holding three of five Weichai Ballard JV board positions, with Ballard holding two board positions and certain shareholder protection provisions. Weichai Ballard JV's business is to manufacture certain fuel cell products utilizing Ballard's liquid cooled fuel cell stacks ("LCS") and LCS-based power modules for bus, commercial truck, and forklift applications with certain exclusive rights in China.

As a result of continued policy and other challenges in the China fuel cell market and underperformance of the Weichai Ballard JV, we initiated a strategic review of our China strategy in 2024 with consideration of all strategic options, including the Weichai Ballard JV. As a result of this review, we halted additional investment in China including in the Weichai Ballard JV. During the fourth quarter of 2025, we recognized impairment charges of ($4.6) million as we fully impaired our remaining equity-accounted investment in Weichai Ballard JV.

Long-Term Financial Investments

We have invested in three hydrogen infrastructure, decarbonization and/or growth equity funds: (i) a 10.4% interest in HyCap Fund I SCSP ("HyCap"), a special limited partnership registered in Luxembourg; (ii) a 1.5% interest in Clean H2 Infra Fund ("Clean H2"), a special limited partnership registered in France; and (iii) a 1.8% interest in Templewater Decarbonization I, L.P. ("Templewater"), a limited partnership registered in Cayman Islands.

We also have certain non-controlling and non-equity accounted investments including: (i) a 4.5% equity interest in Forsee Power SA ("Forsee Power"), a French public company specializing in the design, development, manufacture, commercialization, and financing of smart battery systems for sustainable electric transport; and (ii) a 7.2% equity interest in Wisdom Group Holdings Ltd. ("Wisdom Motor"), a Cayman Islands private holding company with operating subsidiaries whose business includes the design and manufacture of vehicles, including zero emission fuel cell electric buses, trucks, and battery-electric vehicles. During the fourth quarter of 2025, we recognized impairment charges of ($1.9) million to fully impair our investment in Wisdom Motor.

2.2 Strategic Focus and Context

We strive to build shareholder value by developing, manufacturing, selling, and servicing industry-leading PEM fuel cell platforms and integrated zero-emission power solutions. The strategic acquisition of GeoPura expands our offerings beyond fuel cell stacks and engines into complete power generation systems and energy-as-a-service solutions.

Our capital allocation and commercial efforts prioritize market applications where zero-emission hydrogen power delivers clear functional and economic advantages over incumbent legacy systems:

- **Stationary, Temporary & Off-Grid Power:** Reliable, low-noise, zero-emission power generation to replace diesel generators across construction sites, EV charging , and critical backup power
- **Select Commercial Mobility:** High-duty cycle applications requiring heavy payload capacity, rapid refueling, and long operational range (such as bus, rail, marine, and off-road)

Our primary geographic markets remain Europe and North America, selected for their supportive policy environments, expanding hydrogen infrastructure, and stronger commercial customer demand. Serving both stationary power systems and selected mobility applications with shared core fuel cell architectures enables us to optimize manufacturing scale, accelerate unit cost reductions, and improve overall capital efficiency.

Given ongoing macroeconomic headwinds and energy sector consolidation, we remain committed to disciplined spending, operational efficiency, and balance sheet protection. We continuously adjust our investment plans to align with near-term adoption timelines while maintaining a strong financial position.

3. 2026 BUSINESS OUTLOOK

3.1 2026 Business Outlook

Consistent with prior practice, we are not providing specific revenue or net income (loss) guidance for 2026. Revenue in 2026 is expected to be back-half weighted. Our outlook for 2026 includes:

- Total Operating Expenses: 2026 outlook range of $90 million to $100 million – Expected total Operating Expenses for fiscal 2026 are $90 million to $100 million (including $65.3 million expensed in the first three quarters of 2026; compared to $108.9 million (or $86.0 million excluding restructuring and related expenses) in fiscal 2025) reflecting continued investment in product development, cost reduction, and commercialization activities.
- Capital Expenditures: 2026 outlook range of $10 million to $13 million – Expected Capital Expenditures (being additions to property, plant and equipment and investment in other intangible assets) for fiscal 2026 are $10 million to $13 million (including $3.0 million incurred in the first three quarters of 2026; compared to $10.2 million in fiscal 2025) for investment in HPU fleet, fuel cell manufacturing optimization, and product cost reduction.

Our expectations for 2026 are in part supported by our 12-month Order Book of approximately $61.4 million (derived from Order Backlog of approximately $180.6 million as of September 30, 2026). Order Backlog represents contracted orders, and the 12-month Order Book reflects expected deliveries over the next 12 months.

Our expectations are based on internal forecasts that consider current performance, existing orders, expected sales, cost commitments, and an assumed U.S./Canadian dollar exchange rate in the low-to-mid $0.70 range and an assumed Great Britain pound/U.S. dollar exchange rate of GBP 1.34/U.S. dollar.

The primary risk factors to our 2026 business expectations are:

- **Integration & Commercial Scaling:** Execution risks associated with expanding stationary power operations, scaling EaaS revenue models, and integrating acquired assets, including GeoPura.
- **Infrastructure & Policy Environment:** Delays in regional clean hydrogen infrastructure deployment, shifts in clean energy subsidies, and broader macroeconomic conditions.
- **Counterparty & Financial Exposure:** Financial and operational risks faced by mobility and EaaS customers, project developers, and key supply chain partners in early-stage markets.
- **Backlog Concentration:** High concentration of our Order Backlog among key power and mobility partners, exposing revenues to potential project delays, cancellations, or delivery schedule revisions.
- **Quarterly Volatility:** Financial performance variability driven by commercial deployment timing and market adoption maturity.

4. RECENT DEVELOPMENTS

4.1 Recent Developments (including Contractual Updates)

Ballard launches HPU Agile-H: 80kW of clean power in a lightweight, towable unit

On October 28, 2026, we announced that through our recent acquisition of GeoPura, we had launched the HPU Agile-H, a lightweight, towable HPU developed in response to customer demand for smaller, more flexible clean power. Available for sale across the UK, Europe and North America, it provides a mobile alternative to diesel generation for lower loads, short-term projects, remote locations and operations with limited access to the grid. HPU Agile-H combines a Ballard hydrogen fuel cell with integrated battery storage to deliver 80kW of continuous power. The battery responds instantly to changing demand, providing the stable, reliable electricity needed for applications ranging from construction sites to live broadcasting.

Built on years of operational experience, the unit brings proven hydrogen power technology into a compact format that customers can own and move between locations. It can be towed by a suitable SUV or large panel van and deployed by one technician in under 20 minutes. Multiple units can also work together to meet larger power requirements.

Review of the Ballard Forum

On October 22, 2026, we hosted the Ballard Forum for investors. Notable highlights included:

- Expanded Business Model: Ballard's business model has grown to add Energy-as-a-Service to existing equipment sales and services.
- Accelerating Revenue Growth: Ballard is targeting a 30% Compound Annual Growth Rate (CAGR) in corporate revenue over the next two fiscal years.
- Expanding Margin Profile: The Company anticipates gross margins exceeding 20% in 2027, scaling to greater than 25% by 2028.

- Strategic Fleet Expansion: Ballard plans to allocate $80 million to $120 million in capital expenditures to expand its Hydrogen Power Unit (HPU) fleet, with optionality in pace of investment. This investment is expected to be financed through asset-backed finance at greater than 80% loan to value, minimizing the cash outlay.

- Prudent Capital Allocation and Cash Management: There is no immediate need to invest in manufacturing expansion or hydrogen production. Cash use for operating costs is expected to decrease over time as margins and revenue grow.

- Path to Profitability: Ballard is targeting Adjusted EBITDA profitability by the end of 2027, sustaining full-year profitability throughout 2028.

Ballard Showcases Latest FCmove®-XD 150kW Fuel Cell Engine and Introduces Fleet360° at IAA TRANSPORTATION 2026

On September 7, 2026, we announced that we will put the next generation of heavy-duty fuel cell performance and integrated fleet services at the center of its presence at IAA TRANSPORTATION 2026. Ballard will present the latest FCmove®-XD 150kW for the first time at the show and introduce Ballard Fleet360°, a new lifecycle service offering for fuel cell fleets.

The latest development in Ballard's proven FCmove® platform is the powerful FCmove®-XD 150kWBallard's FCmove-XD twin module configuration fuel cell engine developed for demanding heavy-duty truck, bus, rail, and stationary applications. The engine delivers an increase of more than 90% in volumetric power density compared to previous generations. The new module builds on Ballard's operational experience covering more than 300 million kilometers of heavy-duty mobility, with a fuel cell stack lifetime of more than 25,000 operating hours (under standard conditions) and 98% in-service module power availability. It is also designed to optimize everyday operational requirements, including rapid start-up in temperatures as low as -30°C and remote monitoring that can help identify maintenance needs earlier.

Ballard will also introduce Ballard Fleet360°, a new lifecycle service offering designed to support OEMs and operators in maximizing uptime and lifecycle value of fuel cell fleets. By bringing together remote performance visibility, data analytics, maintenance planning, and access to Ballard's service expertise, Fleet360° is intended to help customers anticipate service needs, reduce unplanned downtime, and manage fleet performance over the vehicle lifecycle.

Ballard Closes Acquisition of GeoPura, Becoming an Integrated Hydrogen Energy Solutions Provider

On August 28, 2026, we closed the acquisition of GeoPura, a UK-based provider of zero-emission hydrogen-based power solutions. Founded in 2019, GeoPura's mission is to deliver reliable, zero-emission power where and when it is required. The company designs, manufactures, and operates their Hydrogen Power Unit™, or HPU™, that offers clean, low noise, off-grid power with near 100% reliability. Utilizing Ballard fuel cell modules at their core, these advanced systems convert hydrogen into clean electricity. GeoPura also produces green hydrogen, generated via electrolysis, at its dedicated production facilities and transports it with the UK's largest compressed hydrogen distribution fleet. The combined business brings together Ballard's proven fuel cell technology and global scale with GeoPura's Hydrogen Power Units, fuel supply capabilities and EaaS business model.

The transaction agreement includes total upfront consideration of up to £169.9 million ($230.7 million), comprising £77.0 million ($104.7 million) in cash, 49,584,212 newly issued Ballard common shares and restricted share units which will be settled in 12 months for an additional 1,084,540 Ballard common shares. On a pro-forma basis, former GeoPura shareholders hold approximately 14.1% of Ballard's outstanding common shares. Ballard may pay up to £27.5 million ($37.3 million), payable at its discretion in cash, Ballard common shares or a combination of both, in additional contingent consideration upon GeoPura's achievement of specified post-closing financial milestones.

Effective with closing, Andrew Cunningham has assumed the role of President of Ballard, reporting directly to Chief Executive Officer Marty Neese. In addition, Andrew Cunningham and Lord Richard Harrington, former UK Business and Industry Minister and Chairman of GeoPura, have joined Ballard's Board of Directors as nominees designated by the former GeoPura shareholders.

5. RESULTS OF OPERATIONS

5.1 Operating Segments

We report our results in the single operating segment, Energy Products and Services, which consists of the sale and rental of fuel cell and HPU products, the production and sale of hydrogen, and the delivery of services including after sales, rental, training, and other services. Revenues from the delivery of services are included in each of the respective revenue streams.

5.2 Summary of Key Financial Metrics – Three months ended September 30, 2026

Revenue and Gross Margin

(Expressed in thousands of U.S. dollars)	Three months ended September 30, 2026			
	2026	2025	$ Change	% Change
Equipment sales and services	**$ 21,571**	$ 32,501	**$ (10,930)**	**(34%)**
Energy sales and services	**888**	**—**	**888**	**—%**
Revenues	**$ 22,459**	**$ 32,501**	**$ (10,042)**	**(31%)**
Europe	**$ 8,956**	$ 11,235	$ (2,279)	(20%)
North America	**13,381**	17,831	(4,450)	(25%)
Rest of World	**122**	3,435	(3,313)	(96%)
Revenues	**22,459**	**32,501**	**(10,042)**	**(31%)**
Cost of goods sold	**17,927**	**27,539**	**(9,612)**	**(35%)**
Gross Margin	**$ 4,532**	**$ 4,962**	**$ (430)**	**(9%)**
Gross Margin %	**20%**	**15%**	**n/a**	**5pts**

Revenues of $22.5 million for the third quarter of 2026 decreased by (31%), or ($10.0) million, compared to the third quarter of 2025. The (31%) decrease was driven by lower Equipment Sales and Service revenues partially offset by new Energy Sales and Services revenues. Revenue decreases occurred in North America, Europe and Rest of World.

Equipment Sales and Services revenues of $21.6 million in the third quarter of 2026 consist of revenue from a variety of customers in North America, Europe, and the rest of the world, primarily for shipments of fuel cell modules and related components, and sales of hydrogen assets. Revenues on a quarter-to-quarter basis are impacted by product mix due to varying customer requirements and various fuel cell products, including numerous power configurations required by our customers (and the resulting impact on selling price) of our fuel cell modules, fuel cell stacks, membrane electrode assemblies ("MEAs"), and related component and parts kits.

Energy Sales and Services revenues of $0.9 million in the third quarter of 2026 consist of revenue generated from HPU rental fleet and hydrogen sales.

Gross margins were $4.5 million, or 20% of revenues, for the third quarter of 2026, compared to $5.0 million, or 15% of revenues, for the third quarter of 2025. The improvement in gross margin in 2026 as compared to 2025 is due primarily to product cost reduction initiatives and lower manufacturing overhead costs as a result of the global corporate restructuring initiated in July 2025, and through certain non-ratable adjustments to inventory provisions.

Operating Expenses

(Expressed in thousands of U.S. dollars)	Three months ended September 30, 2026			
	2026	2025	$ Change	% Change
Research and product development	**$ 13,390**	$ 11,522	$ 1,868	16%
General and administrative	**5,192**	4,158	1,034	25%
Sales and marketing	**1,761**	1,559	202	13%
Operating Expenses	**$ 20,343**	$ 17,239	$ 3,104	18%

Total Operating Expenses (excluding Other operating expenses) for the third quarter of 2026 were $20.3 million, an increase of $3.1 million, or 18%, compared to the third quarter of 2025. The 18% increase was driven by higher research and product development expenses of $1.9 million, higher general and administrative expenses of $1.0 million, and higher sales and marketing expenses of $0.2 million. This net $3.1 million, or 18%, increase in operating expenses was driven primarily by the impact of the acquisition of GeoPura, partially offset by the impact of the global corporate restructuring initiated in July 2025 which included a reduction in workforce, a rationalization of product development programs, and operational consolidation.

Net Loss

(Expressed in thousands of U.S. dollars)	Three months ended September 30, 2026			
	2026	2025	$ Change	% Change
Net loss	**$ (21,115)**	$ (28,070)	$ 6,955	25%

Net loss for the third quarter of 2026 was ($21.1) million, or ($0.07) per share, compared to a net loss of ($28.1) million, or ($0.09) per share, in the third quarter of 2025. The $7.0 million decrease in net loss in the third quarter of 2026 was driven primarily by the decrease in Adjusted EBITDA loss of $18.8 million. These improvements were partially offset by higher acquisition-related costs of ($6.8) million, higher stock-based compensation expense of ($2.7) million, higher depreciation expense of ($1.2) million, higher finance expense of ($0.5) million and lower finance income of $0.6 million.

The ($0.6) million decrease in finance and other income in the third quarter of 2026, as compared to the third quarter of 2025, was primarily due to lower investment income of ($1.2) million; a mark-to-market loss in the third quarter of 2025 compared to nominal mark-to-market gain in the third quarter of 2026 resulting in an impact of $0.9 million on our long-term investments including HyCap, Clean H2, Forsee Power, and Templewater; and higher foreign exchange losses on net monetary assets of ($0.3) million.

As a significant amount of our net operating costs (primarily labour) are denominated in Canadian dollars, and now in Great Britain pounds ("GBP"), gross margin, operating expenses, Adjusted EBITDA, and net loss are impacted by changes in the Canadian dollar and GBP relative to the U.S. dollar.

Adjusted EBITDA

(Expressed in thousands of U.S. dollars)	Three months ended September 30, 2026			
	2026	2025	$ Change	% Change
Adjusted EBITDA	**$ (12,409)**	$ (31,161)	$ 18,752	60%

EBITDA and Adjusted EBITDA are non-GAAP measures. We use certain Non-GAAP measures to assist in assessing our financial performance. Non-GAAP measures do not have any standardized meaning prescribed by GAAP and are therefore unlikely to be comparable to similar measures presented by other companies. See the reconciliation of Adjusted EBITDA to GAAP in the Supplemental Non-GAAP Measures and Reconciliations section. Adjusted EBITDA adjusts EBITDA for stock-based compensation expense, transactional gains and losses, finance and other income, asset impairment charges, acquisition-related costs, and the impact of unrealized gains and losses on foreign exchange contracts.

Adjusted EBITDA (see Supplemental Non-GAAP Measures and Reconciliations) for the third quarter of 2026 was ($12.4) million, compared to ($31.2) million for the third quarter of 2025. The decrease in Adjusted EBITDA loss of $18.8 million was driven primarily by lower restructuring and related expenses of $16.9 million, lower operating expenses (excluding depreciation and amortization expense, and stock-based compensation expense) of $0.4 million and by lower equity in loss of investments in joint ventures and associates of $1.6 million comprised of lower equity in loss of investment in Weichai Ballard JV of ($1.9) million partially offset by higher equity in loss of investment in HyMarnham Power JV of $0.3 million. This was partially offset by the decline in gross margin of $0.4 million.

5.3 Summary of Key Financial Metrics – Nine months ended September 30, 2026

Revenue and Gross Margin

(Expressed in thousands of U.S. dollars)	Nine months ended September 30, 2026			
	2026	2025	$ Change	% Change
Equipment sales and services	**$ 61,590**	$ 65,732	**(4,142)**	**(6%)**
Energy sales and services	**888**	**—**	**888**	**—%**
Revenues	**$ 62,478**	**$ 65,732**	**$ (3,254)**	**(5%)**
Europe	**$ 21,692**	$ 30,732	$ (9,040)	(29%)
North America	**40,138**	30,745	9,393	31%
Rest of World	**648**	4,255	(3,607)	(85%)
Revenues	**62,478**	**65,732**	**(3,254)**	**(5%)**
Cost of goods sold	**51,103**	**65,873**	**(14,770)**	**(22%)**
Gross Margin	**$ 11,375**	**$ (141)**	**$ 11,516**	**8167%**
Gross Margin %	**18%**	**—%**	**n/a**	**18pts**

Revenues of $62.5 million for the first three quarters of 2026 decreased (5%), or ($3.3) million, compared to the first three quarters of 2025. Revenue increases in North America were partially offset by lower revenues in Europe and Rest of World.

Equipment Sales and Service revenues of $61.6 million for the first three quarters of 2026 consist of revenue from a variety of customers in North America, Europe, and the rest of the world, primarily for shipments of fuel cell modules and related components, and sales of hydrogen assets. Revenues are impacted by product mix due to varying customer requirements and various fuel cell products, including numerous power configurations required by our customers (and the resulting impact on selling price) of our fuel cell modules, fuel cell stacks, membrane electrode assemblies, and related component and parts kits.

Energy Sales and Services revenues of $0.9 million for the first three quarters 2026 consist of revenue generated from HPU rental fleet and hydrogen sales. This reflects the results of GeoPura for the one-month period since its acquisition.

Gross margins were $11.4 million, or 18% of revenues, for the first three quarters of 2026, compared to ($0.1) million, or (nil%) of revenues, for the first three quarters of 2025. The improvement in gross margin in 2026 as compared to 2025 is due primarily to product cost reduction initiatives and lower manufacturing overhead costs as a result of the global corporate restructuring initiated in July 2025, through certain non-ratable adjustments to warranty and inventory provisions.

Operating Expenses

(Expressed in thousands of U.S. dollars)	Nine months ended September 30, 2026			
	2026	2025	$ Change	% Change
Research and product development	**$ 33,119**	$ 47,803	$ (14,684)	(31%)
General and administrative	**15,156**	13,611	1,545	11%
Sales and marketing	**4,655**	6,413	(1,758)	(27%)
Operating Expenses	**$ 52,930**	$ 67,827	$ (14,897)	(22%)

Total Operating Expenses (excluding Other operating expenses) for the first three quarters of 2026 were $52.9 million, a decrease of ($14.9) million, or (22%), compared to the first three quarters of 2025. The (22%) decrease was driven by lower research and product development expenses of ($14.7) million and lower sales and marketing expenses of ($1.8) million, partially offset by higher general and administrative expenses of $1.5 million. This net ($14.9) million, or (22%), decrease in operating expenses was driven primarily by the impact of the global corporate restructuring initiated in July 2025 which included a reduction in workforce, a rationalization of product development programs, and operational consolidation. These cost savings were partially offset by the impact of the acquisition of GeoPura.

Net Loss

(Expressed in thousands of U.S. dollars)	Nine months ended September 30, 2026			
	2026	2025	$ Change	% Change
Net loss	**$ (52,783)**	$ (73,387)	$ 20,604	28%

Net loss for the first three quarters of 2026 was ($52.8) million, or ($0.17) per share, compared to a net loss ($73.4) million, or ($0.24) per share, in the first three quarters of 2025. The $20.6 million decrease in net loss in the first three quarters of 2026 was driven primarily by the decrease in Adjusted EBITDA loss of $55.7 million and lower impairment charges on property, plant and equipment of $2.9 million. These improvements were partially offset by lower finance and other income of ($23.0) million, higher acquisition-related costs of ($10.8) million, higher stock-based compensation expense of ($1.9) million, lower gains on forward foreign exchange contracts of ($0.7) million, higher depreciation expense of $1.3 million and higher finance expense of $0.4 million.

The ($23.0) million decrease in finance and other income in the first three quarters of 2026, as compared to the first three quarters of 2025, was primarily due to a mark-to-market gain in the first three quarters of 2025 compared to a mark-to-market loss in the first three quarters of 2026 resulting in an impact of ($16.5) million on our long-term investments including HyCap, Clean H2, Forsee Power, and Templewater; lower investment income of ($4.3) million; and foreign exchange losses on net monetary assets in the first three quarters of 2026 compared to foreign exchange gains on net monetary assets in the first three quarters of 2025, resulting in an impact of ($2.0) million.

As a significant amount of our net operating costs (primarily labour) are denominated in Canadian dollars, and now in GBP, gross margin, operating expenses, Adjusted EBITDA, and net loss are impacted by changes in the Canadian dollar and GBP relative to the U.S. dollar.

Adjusted EBITDA

(Expressed in thousands of U.S. dollars)	Nine months ended September 30, 2026			
	2026	2025	$ Change	% Change
Adjusted EBITDA	**$ (33,615)**	$ (89,335)	$ 55,720	62%

EBITDA and Adjusted EBITDA are non-GAAP measures. We use certain Non-GAAP measures to assist in assessing our financial performance. Non-GAAP measures do not have any standardized meaning prescribed by GAAP and are therefore unlikely to be comparable to similar measures presented by other companies. See the reconciliation of Adjusted EBITDA to GAAP in the Supplemental Non-GAAP Measures and Reconciliations section. Adjusted EBITDA adjusts EBITDA for stock-based compensation expense, transactional gains and losses, finance and other income, asset impairment charges, acquisition-related costs, and the impact of unrealized gains and losses on foreign exchange contracts.

Adjusted EBITDA (see Supplemental Non-GAAP Measures and Reconciliations) for the first three quarters of 2026 was ($33.6) million, compared to ($89.3) million for the first three quarters of 2025. The decrease in Adjusted EBITDA loss of $55.7 million was driven primarily by the improvement in gross margin of $11.5 million, lower operating expenses (excluding depreciation and amortization expense, and stock-based compensation expense) of $18.2 million, lower restructuring and related expenses of $22.3 million, lower accounts receivable impairment expenses of $0.4 million, and by lower equity in loss of investment in joint venture and associates of $2.8 million comprised of lower equity in loss of investment in Weichai Ballard JV of $3.2 million, partially offset by higher equity in loss of investment in HyMarnham JV of ($0.3) million. the improvement in gross margin of $11.5 million.

5.4 Operating Expenses and Other Items – Three and nine months ended September 30, 2026

Research and product development expenses

(Expressed in thousands of U.S. dollars)	Three months ended September 30, 2026			
	2026	2025	$ Change	% Change
Research and product development expense	**$ 13,390**	$ 11,522	$ 1,868	16%

(Expressed in thousands of U.S. dollars)	Nine months ended September 30, 2026			
	2026	2025	$ Change	% Change
Research and product development expense	**$ 33,119**	$ 47,803	$ (14,684)	(31%)

Research and product development expenses for the three months ended September 30, 2026, were $13.4 million, an increase of $1.9 million, or 16%, compared to the corresponding period in 2025.

The $1.9 million, or 16%, increase in research and development expenses in the third quarter of 2026, as compared to the third quarter of 2025, was driven primarily by the impact of the acquisition of GeoPura. Expenses for research and development in 2026 include expenditures on technology and product development activities including the design and development of next generation fuel cell stacks and engines and HPUs, and continuation engineering investment, including activities related to product cost reduction.

Product development expenses in the third quarter of 2026 includes expenditures related to the development, cost reduction, reliability and performance optimization of our fuel cell stacks, systems and HPU protocols.

Research and product development expenses for the nine months ended September 30, 2026, were $33.1 million, a decrease of ($14.7) million, or (31%), compared to the corresponding period in 2025.

The ($14.7) million, or (31%), decrease in research and development expenses in the first three quarters of 2026, as compared to the first three quarters of 2025, was driven primarily by the impacts of the global corporate restructurings initiated in July 2025 and September 2024 which included a reduction in workforce, a rationalization in product development programs, and operational consolidation. These cost savings were partially offset by the impact of inflationary wage pressures in 2026. Expenses for research and development in 2026 include expenditures on technology and product development activities including the design and development of next generation fuel cell stacks and engines and HPUs, and continuation engineering investment, including activities related to product cost reduction.

Product development expenses in the the first three quarters of 2026 includes expenditures related to the development, cost reduction, reliability and performance optimization of our fuel cell stacks, systems and HPU protocols.

General and administrative expenses

(Expressed in thousands of U.S. dollars)	Three months ended September 30, 2026			
	2026	2025	$ Change	% Change
General and administrative expense	**$ 5,192**	$ 4,158	$ 1,034	25%

(Expressed in thousands of U.S. dollars)	Nine months ended September 30, 2026			
	2026	2025	$ Change	% Change
General and administrative expense	**$ 15,156**	$ 13,611	$ 1,545	11%

General and administrative expenses for the three months ended September 30, 2026 were $5.2 million, an increase of $1.0 million, or 25%, compared to the corresponding period in 2025.

The $1.0 million, or 25%, increase in general and administrative expenses in the third quarter of 2026, as compared to the third quarter of 2025, was primarily due to the impact of the acquisition of GeoPura, partially offset by the impact of the global corporate restructuring initiated in July 2025 which included a reduction in workforce.

General and administrative expenses for the nine months ended September 30, 2026 were $15.2 million, an increase of $1.5 million, or 11%, compared to the corresponding period in 2025.

The $1.5 million, or 11%, increase in general and administrative expenses in the first three quarters of 2026, as compared to the first three quarters of 2025, was due primarily to higher stock-based compensation expense, increased consulting services and higher software license costs, partially offset by the impact of the global corporate restructuring initiated in July 2025 which included a reduction in workforce.

The impact of unrealized (gains) losses on foreign exchange contracts included in general and administrative expense for the nine months ended September 30, 2026, was $nil million compared to ($0.7) million for the corresponding period in 2025. Periodically, we use forward foreign exchange contracts to help manage our exposure to currency rate fluctuations. We record these contracts at their fair value as of the statement of financial position date as either assets or liabilities with any changes in fair value in the period recorded in profit or loss (general and administrative expense) as these contracts were not designated or qualified under hedge accounting criteria. These forward foreign exchange contracts were discontinued in the third quarter of 2025.

Sales and marketing expenses

(Expressed in thousands of U.S. dollars)	Three months ended September 30, 2026			
	2026	2025	$ Change	% Change
Sales and marketing expense	**$ 1,761**	$ 1,559	$ 202	13%

(Expressed in thousands of U.S. dollars)	Nine months ended September 30, 2026			
	2026	2025	$ Change	% Change
Sales and marketing expense	**$ 4,655**	$ 6,413	$ (1,758)	(27%)

Sales and marketing expenses for the three months ended September 30, 2026 were $1.8 million, an increase of $0.2 million, or 13%, compared to the corresponding period in 2025.

The $0.2 million or 13% increase in sales and marketing expenses in the third quarter of 2026, as compared to the third quarter of 2025, was due primarily to the acquisition of GeoPura.

Sales and marketing expenses for the nine months ended September 30, 2026 were $4.7 million, a decrease of ($1.8) million, or (27%), compared to the corresponding period in 2025.

The ($1.8) million, or (27%), decrease in sales and marketing expenses in the first three quarters of 2026, as compared to the third quarter and first three quarters of 2025, was due primarily to the impact of the global corporate restructuring initiated in July 2025 which included a reduction in workforce.

Other operating expenses

(Expressed in thousands of U.S. dollars)	Three months ended September 30, 2026			
	2026	2025	$ Change	% Change
Impairment loss on trade receivables	**$ 66**	$ 41	$ 25	61%
Acquisition-related costs	**6,847**	—	6,847	100%
Restructuring and related expense	**719**	17,618	(16,899)	(96%)
Other expenses	**$ 7,632**	$ 17,659	$ (10,027)	(57%)

(Expressed in thousands of U.S. dollars)	Nine months ended September 30, 2026			
	2026	2025	$ Change	% Change
Impairment loss on trade receivables	**$ 172**	$ 531	$ (359)	(68%)
Acquisition-related costs	**10,784**	—	10,784	100%
Restructuring and related expense	**1,423**	23,697	(22,274)	(94%)
Other expenses	**$ 12,379**	$ 24,228	$ (11,849)	(49%)

Other operating expenses for the three and nine months ended September 30, 2026, were $7.6 million and $12.4 million, respectively, compared to $17.7 million and $24.2 million, respectively, for the corresponding periods of 2025.

Acquisition-related costs for the three and nine months ended September 30, 2026 were $6.8 million and $10.8 million compared to $nil million and $nil million for the corresponding periods of 2025 and consist of professional fees, including financial advisory, legal and other consulting services, related to the acquisition of GeoPura.

Restructuring and related costs for the three and nine months ended September 30, 2026 were $0.7 million and $1.4 million, respectively, and consist of certain cost cutting measures and related personnel change costs.

Restructuring and related costs for the three and nine months ended September 30, 2025 were $17.6 million and $23.7 million, respectively, and consist primarily of initial amounts incurred related to the July 2025 corporate restructuring including personnel change costs including the CEO transition and other initial workforce reductions and related consulting and advisory services.

Impairment loss on trade receivables for the three and nine months ended September 30, 2026 were $0.1 million and $0.2 million, respectively, compared to $nil million and $0.5 million, respectively, for the corresponding periods of 2025. Amounts consist primarily of receivables from certain customers in Europe no longer deemed collectable. If we recover on an impaired trade receivable through legal or other means, the recovered amount is recognized in the period of recovery as a reversal of the impairment loss.

Finance income (loss) other

(Expressed in thousands of U.S. dollars)	Three months ended September 30, 2026			
	2026	2025	$ Change	% Change
Investment and other income	**$ 4,919**	$ 6,102	$ (1,183)	(19%)
Mark-to-market gain (loss) on financial assets	**5**	(915)	920	101%
Foreign exchange gain (loss)	**(1,315)**	(973)	(342)	(35%)
Finance income (loss) and other	**$ 3,609**	$ 4,214	$ (605)	(14%)

(Expressed in thousands of U.S. dollars)	Nine months ended September 30, 2026			
	2026	2025	$ Change	% Change
Investment and other income	**$ 14,732**	$ 18,996	$ (4,264)	(22%)
Mark-to-market gain (loss) on financial assets	**(9,652)**	6,855	(16,507)	(241%)
Foreign exchange gain (loss)	**(1,506)**	502	(2,008)	(400%)
Government recoveries	**—**	180	(180)	(100%)
Finance income (loss) and other	**$ 3,574**	$ 26,533	$ (22,959)	(87%)

Finance income (loss) and other for the three and nine months ended September 30, 2026 was $3.6 million and $3.6 million, respectively, compared to $4.2 million and $26.5 million for the corresponding periods of 2025.

Investment and other income for the three and nine months ended September 30, 2026 was $4.9 million and $14.7 million, respectively, compared to $6.1 million and $19.0 million, respectively, for the corresponding periods of 2025. Amounts were earned on our cash, cash equivalents and short-term investments, and loans receivable and have changed proportionately with the relative change in our average monthly cash balances and the overall change in the underlying market interest rates during 2026 and 2025.

Mark-to-market gain (loss) on financial assets for the three and nine months ended September 30, 2026 was $nil million and ($9.7) million, respectively, compared to ($0.9) million and $6.9 million, respectively, for the corresponding periods of 2025. Mark-to-market gain (loss) consist primarily of changes in the fair value of our long-term financial investments including HyCap, Clean H2, Forsee Power, and Templewater. Mark-to-market gains and losses are also impacted by the conversion of these long-term financial assets from their respective Euro or GBP denominated investment to the U.S. dollar.

Foreign exchange gain (loss) for the three and nine months ended September 30, 2026 was ($1.3) million and ($1.5) million, respectively, compared to ($1.0) million and $0.5 million, respectively, for the corresponding periods of 2025. Foreign exchange gains and losses are attributable primarily to the effect of changes in the value of the Canadian dollar, relative to the U.S. dollar, on our Canadian dollar-denominated net monetary position. Foreign exchange gains and losses are also impacted by the conversion of Ballard Power Systems Europe A/S' assets and liabilities from Danish kroner to the U.S. dollar and the conversion of GeoPura's assets and liabilities from GBP to the U.S. dollar at exchange rates in effect at each reporting date, which are recorded in other comprehensive income (loss).

Government recoveries for the three and nine months ended September 30, 2026 were $nil million and $nil million, respectively, compared to $nil million and $0.2 million, respectively, for the corresponding periods of 2025. Government recoveries relate primarily to reversals of withholding tax accruals on certain commercial contracts primarily in China.

Finance expense for the three and nine months ended September 30, 2026 was ($1.0) million and ($1.8) million, respectively, compared to ($0.5) million and ($1.5) million, respectively, for the corresponding periods of 2025. Finance expense represents the interest expense incurred on our right-of-use assets with a lease term of greater than 12-months, including our head office building, manufacturing facility, and related storage facilities, as well as similar right-of-use assets in all of our subsidiaries. Finance expense also includes the interest expense incurred on our long-term debt.

Equity in income (loss) of investments in joint ventures and associates for the three and nine months ended September 30, 2026 was ($0.3) million and ($0.3) million, respectively, compared to ($1.9) million and ($3.2) million, respectively, for the corresponding periods of 2025. The equity in loss of investments in 2026 was due to HyMarnham JV's operating losses primarily as a result of the ramp-up of its hydrogen production facility. The equity in loss of investments in 2025 was due to Weichai Ballard JV's continued operating losses primarily as a result of negative gross margin generated on product sales, inventory impairment charges, and operating expenses.

Equity in loss of investments in joint ventures and associates relates to the pickup of 50% of the net income (loss) of HyMarnham Power JV in the UK due to our 50% ownership position and the pickup of 49% of the net income (loss) of Weichai Ballard JV in China due to our 49% ownership position, both of which are accounted for using the equity method of accounting. During the fourth quarter of 2025, we recognized impairment charges of ($4.6) million to fully impair our remaining equity investment in Weichai Ballard JV as we exit from our operations in China and expect to recover nominal, or no amounts, on our equity investment at this time. As the investment is fully impaired, we are no longer recognizing our percentage of Weichai Ballard JV's profit or loss.

Impairment charges on property, plant and equipment for the three and nine months ended September 30, 2026 were $nil million and $0.3 million, respectively, compared to $nil million and $3.2 million, respectively, for the corresponding periods of 2025. Impairment charges in the first three quarters of 2026 of $0.3 million consist of prepayments made for capital assets in progress that were subsequently cancelled. Impairment charges in the first three quarters of 2025 of $3.2 million consist of additions in the period to the net impairment allowance against consolidated assets of ($91.6) million as we continued to impair these operating assets to their estimated total residual value of approximately $9.0 million.

5.5 Summary of Quarterly Results

The following table provides summary financial data for our last eight quarters:

(Expressed in thousands of U.S. dollars, except per share amounts and weighted average shares outstanding which are expressed in thousands)	Quarter ended,			
	Sep 30, 2026	Jun 30, 2026	Mar 31, 2026	Dec 31, 2025
Revenues	**$ 22,459**	$ 20,598	$ 19,421	$ 33,638
Net loss	**$ (21,115)**	$ (20,276)	$ (11,392)	$ (17,527)
Net loss per share, basic and diluted	**$ (0.07)**	$ (0.07)	$ (0.04)	$ (0.06)
Weighted average common shares outstanding	**320,032**	301,487	300,927	300,732

	Sep 30, 2025	Jun 30, 2025	Mar 31, 2025	Dec 31, 2024
Revenues	**$ 32,501**	$ 17,842	$ 15,389	$ 24,520
Net loss	**$ (28,070)**	$ (24,280)	$ (21,036)	$ (46,471)
Net loss per share, basic and diluted	**$ (0.09)**	$ (0.08)	$ (0.07)	$ (0.16)
Weighted average common shares outstanding	**300,512**	299,845	299,518	299,425

Summary of Quarterly Results: There were no significant seasonal variations in our quarterly results. Variations in our net loss for the above periods were affected primarily by the following factors:

- **Revenues**: Variations in fuel cell product and service revenues reflect the demand and timing of our customers' fuel cell vehicle, bus, and other fuel cell product deployments as well as the demand and timing of their engineering services projects. Variations in fuel cell product and service revenues also reflect the timing of work performed and the achievements of milestones under long-term fixed price contracts.

- **Operating expenses**: Operating expenses were impacted in the third quarter of 2026 and second quarter of 2026 by acquisition-related expenses of $6.8 million and $3.9 million, respectively. Operating expenses were impacted in the third quarter of 2025 and the second quarter of 2025 by restructuring and related charges of $17.6 million and $5.9 million, respectively. Operating expenses were also impacted in the fourth quarter of 2024 by impairment losses on trade receivables of $3.2 million, respectively. Operating expenses also include the impact of changes in the value of the Canadian dollar, versus the U.S. dollar, on our Canadian dollar denominated expenditures.

- **Net loss:** Net loss is impacted by the above-noted impacts on Revenues and Operating expenses. Net loss in the fourth quarter of 2025 was impacted by impairment charges on equity investment in joint venture and associates of $4.6 million and impacted by impairment charges on intangible assets of $1.1 million. Net loss in the second quarter of 2025, the first quarter of 2025, and the fourth quarter of 2024 was impacted by impairment charges on property, plant and equipment and intangible assets of $0.9 million, $2.2 million, and $5.0 million, respectively.

- Net loss in the first and second quarters of 2026, all quarters in 2025, and the fourth quarter of 2024, was also impacted by mark-to-market gains (losses) on financial assets of ($7.7) million, ($1.9) million, ($5.1) million, ($0.9) million, $3.3 million, $4.4 million, and ($7.4) million, respectively, related primarily to our long-term financial investments in HyCap, Clean H2, Forsee Power, Wisdom, Quantron, and Templewater.

6. CASH FLOWS, LIQUIDITY AND CAPITAL RESOURCES

6.1 Summary of Cash Flows

Cash and cash equivalents were $373.9 million as of September 30, 2026, compared to $527.1 million as of December 31, 2025. The ($153.2) million decrease in cash and cash equivalents in 2026 was driven primarily by cash used in operating activities of ($54.6) million, the acquisition of GeoPura of ($91.1) million, net of cash acquired, purchases of property, plant and equipment of ($3.0) million, investment in intangible assets of ($0.5) million, long-term financial investments of ($4.4) million consisting of capital contributions for HyCap, Clean H2, and Templewater, principal repayments on long-term debt of ($3.1) million, and by finance lease repayments of ($2.5) million, partially offset by proceeds from principal repayments on loans receivable of $1.8 million, proceeds from long-term debt of $1.2 million and net proceeds from stock option exercises of $0.1 million.

6.2 Cash Provided by (Used in) Operating Activities

(Expressed in thousands of U.S. dollars)	Three months ended September 30, 2026		
	2026	2025	$ Change
Cash Operating Loss	**$ (16,733)**	$ (26,343)	$ 9,610
Change in Working Capital:			
Trade and other receivables	**(849)**	(9,057)	8,208
Inventory	**(1,929)**	7,485	(9,414)
Prepaid expenses and other current assets	**(3,631)**	(404)	(3,227)
Trade and other payables	**(13,026)**	3,795	(16,821)
Deferred revenue	**1,047**	1,997	(950)
Warranty provision	**(230)**	(330)	100
	(18,618)	3,486	(22,104)
Cash Provided by (Used in) Operating Activities	**$ (35,351)**	$ (22,857)	$ (12,494)

For the three months ended September 30, 2026, cash used in operating activities was ($35.4) million, compared to ($22.9) million for the three months ended September 30, 2025. The ($12.5) million increase in cash used in operating activities in the third quarter of 2026, as compared to the third quarter of 2025, was driven by the relative decrease in cash operating losses of $9.6 million and the relative increase in working capital requirements of ($22.1) million.

The relative $9.6 million decrease in cash operating losses in the third quarter of 2026 was driven primarily by the decrease in Adjusted EBITDA loss of $18.8 million and by several items included in cash operating losses but excluded from Adjusted EBITDA loss or vice-versa totaling ($9.2) million, including changes in inventory impairment and onerous contracts provision adjustments, finance and other income (excluding mark-to-market fair value changes on investments), and equity investment losses in joint ventures and associates.

The total change in working capital of ($18.6) million in the third quarter of 2026 was driven by higher deferred revenue of $1.0 million as we collected prepayments on certain product and service contracts in advance of work performed. These third quarter of 2026 inflows were partially offset by lower accounts payable and accrued liabilities of ($13.0) million, primarily as a result of the timing of supplier payments and annual compensation awards; higher prepaid expenses of ($3.6) million primarily due to the timing of insurance renewals; higher inventory of ($1.9) million primarily to support expected product shipments in the fourth quarter of 2026 and into 2027; and higher accounts receivable of ($0.8) million due primarily to the timing of revenues and the related customer collections.

The total change in working capital of $3.5 million in the third quarter of 2025 was driven by lower inventory of $7.5 million due primarily to increased shipments in the quarter; higher accounts payable and accrued liabilities of $3.8 million primarily as a result of the timing of restructuring expenses and supplier payments; and higher deferred revenue of $2.0 million as we collected pre-payments on certain product and service contracts in advance of work performed. These third quarter of 2025 inflows were partially offset by higher accounts and contract receivables of ($9.1) million due primarily to the timing of revenues and the related customer collections.

(Expressed in thousands of U.S. dollars)	Nine months ended September 30, 2026		
	2026	2025	$ Change
Cash Operating Loss	**$ (34,884)**	$ (68,850)	$ 33,966
Change in Working Capital:			
Trade and other receivables	**2,785**	(1,343)	4,128
Inventory	**612**	(6,095)	6,707
Prepaid expenses and other current assets	**(3,229)**	1,814	(5,043)
Trade and other payables	**(20,783)**	645	(21,428)
Deferred revenue	**2,974**	6,001	(3,027)
Warranty provision	**(2,030)**	233	(2,263)
	(19,671)	1,255	(20,926)
Cash Provided by (Used in) Operating Activities	**$ (54,555)**	$ (67,595)	$ 13,040

For the nine months ended September 30, 2026, cash used in operating activities was ($54.6) million, compared to ($67.6) million for the nine months ended September 30, 2025. The $13.0 million decrease in cash used in operating activities in the first three quarters of 2026, as compared to the first three quarters of 2025, was driven by the relative decrease in cash operating losses of $34.0 million and the relative increase in working capital requirements of ($20.9) million.

The relative $34.0 million decrease in cash operating losses in the first three quarters of 2026 was driven primarily by the decrease in Adjusted EBITDA loss of $55.7 million and by several items included in cash operating losses but excluded from Adjusted EBITDA loss or vice-versa totaling ($21.7) million, including changes in inventory impairment and onerous contracts provision adjustments, impairment losses on property, plant, and equipment, finance and other income (excluding mark-to-market fair value changes on investments), and equity investment losses in joint ventures and associates.

The total change in working capital of ($19.7) million in the first three quarters of 2026 was driven by lower accounts payable and accrued liabilities of ($20.8) million, primarily as a result of the timing of supplier payments, and annual compensation awards; higher prepaid expenses of ($3.2) million due primarily to the timing of annual insurance renewals and program requirements; and lower warranty provision of ($2.0) million related to adjustment and provisions for new product shipments. These first three quarters of 2026 outflows were partially offset by higher deferred revenue of $3.0 million as we collected prepayments on certain product and service contracts in advance of work performed; lower accounts receivable of $2.8 million, due primarily to the timing of revenues, and the related customer collections; and lower inventory of $0.6 million on conversion of inventory to sales and inventory management.

The total change in working capital of $1.3 million in the first three quarters of 2025 was driven by higher deferred revenue of $6.0 million as we collected pre-payments on certain product and service contracts in advance of work performed; lower prepaid expenses of $1.8 million due primarily to the timing of annual insurance renewals and program requirements. These first three quarters of 2025 inflows were partially offset by higher inventory of ($6.1) million primarily to support expected product shipments in the last quarter of 2025 and into 2026; and higher accounts and contract receivables of ($1.3) million primarily due to the timing of revenues and the related customer collections.

6.3 Cash Provided by (Used in) Investing Activities

Investing activities resulted in net cash outflows of ($91.1) million and ($95.1) million, respectively, for the three and nine months ended September 30, 2026, compared to net cash outflows of ($1.4) million and ($11.2) million, respectively, for the corresponding periods of 2025.

Investing activities in the third quarter of 2026 of ($91.1) million consist of the acquisition of GeoPura of ($91.1) million, net of cash acquired; proceeds from principal repayments on loans receivable of $1.8 million; long-term investments in HyCap growth equity fund of ($0.8) million; capital expenditures of ($1.6) million incurred primarily for production and test equipment; investment in intangible assets of ($0.5) million; and net decrease in short-term investments of $2.2 million. Investing activities in the first three quarters of 2026 of ($95.1) million consist of the acquisition of GeoPura of ($91.1) million, net of cash acquired; proceeds from principal repayments on loans receivable of $1.8 million; long-term investments in HyCap, Clean H2, and Templewater investment funds of ($4.4) million; capital expenditures of ($3.0) million incurred primarily for production and test equipment; investment in intangible assets of ($0.5) million; and net decrease in short-term investments of $2.2 million.

Investing activities in the third quarter of 2025 of ($1.4) million consist of capital expenditures of ($1.4) million incurred primarily for production and test equipment and certain intangible assets, and nominal long-term investments in Templewater. Investing activities in the first three quarters of 2025 of ($11.2) million consist of capital expenditures of ($6.4) million incurred primarily for production and test equipment and certain intangible assets, and long-term investments in HyCap growth equity fund of ($4.9) million and a nominal investment in Templewater, partially offset by proceeds on disposition of certain small stationary assets in Denmark of $0.1 million.

6.4 Cash Provided by (Used in) Financing Activities

Financing activities resulted in net cash outflows of ($2.8) million and ($4.3) million, respectively, for the three and nine months ended September 30, 2026, compared to net cash outflows of ($0.7) million and ($2.2) million, respectively, for the corresponding periods of 2025.

Financing activities in the third quarter of 2026 of ($2.8) million consist of principal repayments of long-term debt of ($3.1) million and finance lease payments of ($0.8) million, partially offset by proceeds from long-term debt of $1.2 million. Financing activities in the first three quarters of 2026 of ($4.3) million consist of principal repayments of long-term debt of ($3.1) million; finance lease payments of ($2.5) million, partially offset by proceeds from long-term debt of $1.2 million and proceeds from the exercise of share purchase options of $0.1 million.

Financing activities in the third quarter of 2025 of ($0.7) million consist of finance lease payments of ($0.7) million. Financing activities in the first three quarters of 2025 of ($2.2) million consist of finance lease payments of ($2.2) million.

6.5 Liquidity and Capital Resources

As of September 30, 2026, our consolidated cash, cash equivalents, and short-term investments stood at $375.9 million. While we historically operated with no bank debt, we have acquired $77.9 million in existing long-term debt as at the acquisition date, through the acquisition of GeoPura. After deducting the acquired debt, net liquidity was approximately $298 million. We expect to use available liquidity to service these obligations and fund our operations and investment requirements.

We have two Letters of Guarantee Facility (“LG Facility”) enabling our banks to issue letters of guarantee, standby letters of credit, performance bonds, or similar credits on our behalf from time to time up to a maximum of $5.4 million. As of September 30, 2026, $3.2 million was outstanding under the LG Facility.

We also have foreign exchange facilities ("FX Facility") in place with its banks, enabling the Corporation to enter into foreign exchange contracts to manage its exposure to movements in foreign currency exchange rates. The facilities provide for aggregate notional foreign exchange contracts of up to $13.4 million. As of September 30, 2026, there were no outstanding foreign exchange contracts under the FX Facility.

We also have a Loan Agreement (the “Loan Agreement”) enabling our bank to issue commercial credit cards, standby letters of credit, or similar credits on our behalf from time to time up to a maximum of approximately Canadian $13 million. As at September 30, 2026, letters of credit of Canadian $nil million were outstanding under the Loan Agreement.

Following the completion of the acquisition of GeoPura on August 28, 2026, our consolidated balance sheet now incorporates GeoPura’s outstanding bank loans and secured financing facilities. These consolidated borrowings comprise Buyers Credit Facility ("Credit Facility"), secured asset loan, and various asset-backed financing agreements.

The Credit Facility bears interest at the Sterling Overnight Index Average rate plus 7.17% margin per annum, maturing on March 31, 2032. Semi-annual principal repayments commenced in September 2026. The Credit Facility is secured by GeoPura's shareholding in the HyMarnham JV, the senior loan asset between GeoPura and a wholly owned subsidiary of the HyMarnham JV, and a floating charge over GeoPura. The Export and Investment Fund of Denmark (EIFO) has guaranteed 61% of the principal and interest of the Credit Facility. As at September 30, 2026, $33.5 million is outstanding on the Credit Facility.

The Credit Facility contains a covenant that the aggregate value of the assets of GeoPura shall be greater than 1.2 times the outstanding principal. As at September 30, 2026, the Corporation was in compliance with all applicable financial covenants.

The secured asset loan ("Asset Loan") bears interest at 6.76% per annum, maturing on September 30, 2029. Monthly principal repayments commenced in October 2024. The Asset Loan is secured by a chattel mortgage over the thirteen HPUs financed by the arrangement. As at September 30, 2026, $4.0 million is outstanding on the Asset Loan.

The asset-backed financing obligations comprise sale and leaseback of certain of GeoPura's HPUs and hydrogen transportation assets. The acquired obligations bear interest rates ranging from 7.39% to 16.10% per annum and mature between August 2028 and July 2041. During the three months ended September 30, 2026, an additional asset-backed financing was entered into for £885,000 ($1,187,000) bearing interest at 7.39% per annum that matures on October 31, 2036. These agreements are secured by charges over the underlying assets. As at September 30, 2026, $35.7 million is outstanding on the asset-backed financing agreements.

Our liquidity objective is to maintain cash balances sufficient to fund at least six quarters of forecasted cash used by operating activities and contractual commitments. Our strategy to attain this objective is to continue our drive to attain profitable operations that are sustainable by executing a business plan that continues to focus on revenue growth, improving overall gross margins, maintaining discipline over operating expenses, managing working capital and capital expenditure requirements, and securing additional financing to fund our operations as needed until we do achieve profitable operations that are sustainable. We believe that we have adequate liquidity in cash and working capital to achieve our liquidity objective.

Failure to achieve or maintain this liquidity objective could have a material adverse effect on our financial condition and results of operations including our ability to continue as a going concern. There are also various risks and uncertainties affecting our ability to achieve this liquidity objective including, but not limited to: the market acceptance and rate of commercialization of our products; the ability to successfully execute our business plan; and general global economic conditions, certain of which are beyond our control. While we continue to make significant investments in product development and market development activities necessary to commercialize our products, make increased investments in working capital and capital expenditures as we grow our business, and make ongoing capital contributions in support of our investment in certain hydrogen infrastructure and growth equity funds, our actual liquidity requirements will also vary and will be impacted by future acquisitions and strategic partnerships and investments, our relationships with our lead customers and strategic partners including their ability to successfully finance and fund their operations and programs and agreements with us, our success in developing new channels to market and relationships with customers, our success in generating revenue growth from near-term product, service and licensing opportunities, our success in managing our operating expense and working capital requirements, foreign exchange fluctuations, and the progress and results of our research, development and demonstration programs.

We may also choose to pursue additional liquidity through the issuance of debt or equity in private or public market financings. To enable the timely issuance of equity securities in the public market, we renewed our Base Shelf Prospectus on file with the securities regulators in Canada on June 11, 2025. The Base Shelf Prospectus, which is effective for 25-months ending in July 2027, was filed in each of the provinces and territories of Canada, and a corresponding shelf registration statement on Form F-10 was also filed with the United States Securities and Exchange Commission ("SEC"). These filings will enable offerings of securities at any time during the 25-month period that the Base Shelf Prospectus remains effective. No offerings of securities under this Base Shelf Prospectus have been issued to date.

No assurance can be given that any such additional liquidity will be available or that, if available, it can be obtained on terms favorable to the Company. If any securities are offered under the Base Shelf Prospectus, the terms of any such securities and the intended use of the net proceeds resulting from such offering would be established at the time of any offering and would be described in a supplement to the Base Shelf Prospectus filed with applicable Canadian securities regulators and/or the SEC, respectively, at the time of such an offering.

7. OTHER FINANCIAL MATTERS

7.1 Off-Balance Sheet Arrangements and Contractual Obligations

Periodically, we use forward foreign exchange contracts to manage our exposure to currency rate fluctuations. We record these contracts at their fair value as either assets or liabilities on our statement of financial position. Any changes in fair value are either (i) recorded in other comprehensive income if formally designated and qualified under hedge accounting criteria; or (ii) recorded in profit or loss (general and administrative expense) if either not designated, or not qualified, under hedge accounting criteria. As of September 30, 2026, we did not have any outstanding foreign exchange currency contracts.

As of September 30, 2026, we did not have any other material obligations under guarantee contracts, retained or contingent interests in transferred assets, outstanding derivative instruments, or non-consolidated variable interests.

As of September 30, 2026, we had the following contractual obligations and commercial commitments calculated on a non-discounted basis (with the exception of finance leases):

(Expressed in thousands of U.S. dollars)	Payments due by period,				
Contractual Obligations	**Total**	Less than one year	1-3 years	4-5 years	After 5 years
Debt obligations	**$ 99,725**	$ 21,858	$ 38,006	$ 22,352	$ 17,509
Finance leases	**29,871**	6,441	7,268	6,451	9,711
Asset retirement obligations	**2,715**	—	—	—	2,715
Long-term investment (HyCap)	**3,773**	3,773	—	—	—
Long-term investment (Clean H2)	**18,919**	18,919	—	—	—
Long-term investment (Templewater)	**203**	203	—	—	—
Total contractual obligations	**$ 155,206**	**$ 51,194**	**$ 45,274**	**$ 28,803**	**$ 29,935**

As part of the acquisition of GeoPura (note 5), we acquired a 15-year hydrogen supply agreement ("HPA") with HyMarnham JV. The HPA includes a cost recovery guarantee under we will compensate HyMarnham JV for any losses incurred in the first two years of the agreement. Starting in the third year of the agreement, we are required to purchase a minimum quantity of hydrogen or make payments for any shortfall in volumes purchased over the remaining term, which concludes on March 31, 2041. As at September 30, 2026, outstanding minimum contractual commitments under the HPA are approximately £7,700,000 ($10,231,000) per annum over the remaining term.

Long-term investments include an investment committing us to be a limited partner in HyCap, a hydrogen infrastructure and growth equity fund. HyCap is to invest in a combination of hydrogen infrastructure projects and investments in companies along the hydrogen value chain. We have committed to invest £25.0 million (including £22.2 million invested as of September 30, 2026) into HyCap.

Long-term investments also include an investment committing us to be a limited partner in Clean H2, another hydrogen infrastructure and growth equity fund. Clean H2 is to invest in a combination of hydrogen infrastructure projects and investments in companies along the hydrogen value chain. We have committed to invest €30.0 million (including €13.3 million invested as of September 30, 2026) into Clean H2.

Long-term investments also include an investment committing us to be a limited partner in Templewater, a decarbonization climate technology and growth equity fund. We have committed to invest $1.0 million (including $0.8 million invested as of September 30, 2026) in Templewater.

In addition, we have outstanding commitments of $30.4 million as of September 30, 2026, related primarily to purchases of property, plant, and equipment, specifically investment in HPU fleet, of which $7.3 million is expected to be expended in the remainder of 2026. Capital expenditures and expenditures on other intangible assets pertain to our regular operations and are expected to be funded through cash on hand or through asset-backed financing. We also have outstanding commitments of $4.8 million as of September 30, 2026, related to strategic projects and cost reduction initiatives.

In connection with the acquisition of intellectual property from United Technologies Corporation ("UTC") in 2014, we have a royalty obligation in certain circumstances to pay UTC a portion of any future intellectual property sale and licensing income generated from certain of our intellectual property portfolio for a period of 15-years expiring in April 2029. No royalties were paid to UTC for the nine months ended September 30, 2026 and the year ended December 31, 2025.

As of September 30, 2026, we retain a previous funding obligation to pay royalties of 2% of revenues (to a maximum of Canadian $5.4 million) on sales of certain fuel cell products for commercial distributed utility applications. No royalties have been incurred to date due to this agreement.

We also retain a previous funding obligation to pay royalties of 2% of revenues (to a maximum of Canadian $2.2 million) on sales of certain fuel cell products for commercial transit applications. No royalties have been incurred to date due to this agreement.

In the ordinary course of business or as required by certain acquisition or disposition agreements, we are periodically required to provide certain indemnities to other parties. As of September 30, 2026, we have not accrued any significant amount owing, or receivable, due to any indemnity agreements undertaken in the ordinary course of business.

7.2 Related Party Transactions

Related parties include shareholders with a significant ownership interest in Ballard, including its subsidiaries and affiliates, key management personnel, and our equity accounted investees, HyMarnham JV and Weichai Ballard JV.

We enter into commercial transactions in the normal course of business with entities over which certain key management personnel have control or significant influence. As at September 30, 2026, we had outstanding contractual commitments of $1.3 million (2025 – $nil) with these entities for infrastructure and operational services related to zero-emission hydrogen projects. For the three and nine months ended September 30, 2026, transactions with these entities were not significant.

Transactions between us and our subsidiaries (50% owned equity-accounted investee, HyMarnham Power JV, and 49% owned equity-accounted investee, Weichai Ballard JV) are eliminated on consolidation. For the three and nine months ended September 30, 2026 and 2025, related party transactions and balances with HyMarnham Power JV and Weichai Ballard JV were as follows:

(Expressed in thousands of U.S. dollars)	Three months ended September 30, 2026	
Transactions with related parties	**2026**	2025
Revenues	**$ 1,340**	$ 17
Cost of goods sold and operating expense	**$ 947**	$ 8

(Expressed in thousands of U.S. dollars)	Nine months ended September 30, 2026	
Transactions with related parties	**2026**	2025
Revenues	**$ 1,340**	$ 265
Cost of goods sold and operating expense	**$ 947**	$ 147

(Expressed in thousands of U.S. dollars)	**As at Sep 30,**	As at Dec 31,
Balances with related parties	**2026**	2025
Accounts receivable	$ 4,139	$ 1,607
Loans receivable	34,103	—
Equity-accounted investment	2,189	—
Trade and other payables	619	—
Deferred revenue	1,607	1,607

We also provide key management personnel, being board directors and executive officers, certain benefits in addition to their salaries. Key management personnel also participate in the Company's share-based compensation plans. Key management personnel compensation is summarized in note 25 to our annual consolidated financial statements for the year ended December 31, 2025.

7.3 Outstanding Share and Equity Information

As of November 13, 2026	
Common share outstanding	351,645,092
Options outstanding	1,579,492
DSUs outstanding	958,866
RSUs / PSUs outstanding (subject to vesting and performance criteria)	7,745,970

8. USE OF PROCEEDS

8.1 Reconciliation of Use of Proceeds from Previous Financings

During 2021 and 2020, we completed the following offerings of our common shares ("Common Shares"):

- On February 23, 2021, we closed a bought deal offering of 14.87 million Common Shares at a price of $37.00 per Common Share for gross proceeds of $550.2 million and net proceeds of $527.3 million (the "2021 Offering").
- On September 1, 2020, we announced an at-the-market equity program to issue a total of 16.45 million Common Shares from treasury (the "$250 million ATM Program"). The 16.45 million Common Shares issued under the $250 million ATM Program were sold in the third and fourth quarters of 2020 at prevailing market prices at the time of sale for total gross proceeds of $250 million and total net proceeds of $244.1 million.
- On March 10, 2020, we announced an at-the-market equity program to allow the issuance of up to $75 million of Common Shares from treasury (the "$75 million ATM Program" and together with the $250 million ATM Program, the "2020 ATM Programs"). The 8.2 million Common Shares issued under the $75 million ATM Program were sold in the first three quarters of 2020 at prevailing market prices at the time of sale for total gross proceeds of $66.7 million and total net proceeds of $64.7 million.

The net proceeds from the 2021 Offering of $527.3 million were intended to be used to further strengthen the Company's financial position, thereby providing additional flexibility to fund growth strategies, including through activities such as product innovation, investments in production capacity expansion and localization, future acquisitions and strategic partnerships and investments. The net proceeds from the 2020 ATM Programs of $308.8 million were intended to be used for general corporate purposes. Pending their use, we disclosed our intention to invest the net proceeds from the 2021 Offering in short-term, investment grade, interest-bearing instruments or to hold them as cash and cash equivalents.

The following tables set out a comparison of the Company's disclosed expected use of net proceeds from the 2021 Offering and the 2020 ATM Programs to the actual use of such net proceeds to September 30, 2026. As of September 30, 2026, the residual net proceeds from the 2021 Offering and the 2020 ATM Programs were held in interest bearing cash accounts.

2021 Offering net Proceeds $527.3M			
Intended Use of Net Proceeds: Further strengthen the Company's balance sheet, thereby providing additional flexibility to fund growth strategies, including through activities such as product innovation, investments in production capacity expansion and localization, future acquisitions and strategic partnerships and investments.			
Actual Use of Net Proceeds (expressed in thousands of U.S. dollars)		**Variance – (Over)/ Under Expenditures**	**Explanation of Variance**
Research and Product Development (cash operating cost) expenditures including product development of next generation fuel cell stacks and modules	**$ 177,249**	N/A	N/A
Investments in property, plant and equipment and other intangible assets including production capacity expansion and localization	**$ 48,657**	N/A	N/A
Strategic partnerships and investments including HyCap, Clean H2, Forsee Power, Quantron, Wisdom, Templewater, Weichai Ballard JVCo, and acquisition-related expenses	**$ 39,496**	N/A	N/A
Acquisition of GeoPura, net of cash acquired	**$ 91,144**	N/A	N/A
Total expended to September 30, 2026	**$ 356,546**		

2020 ATM Programs Net Proceeds $308.8M			
Intended Use of Net Proceeds: General Corporate Purposes			
Actual Use of Net Proceeds (expressed in thousands of U.S. dollars)		**Variance – (Over)/ Under Expenditures**	**Explanation of Variance**
Gross Margin loss expenditures (net of inventory impairment charges)	**$ 42,322**	N/A	N/A
General and Administration (cash operating cost) expenditures	**$ 97,671**	N/A	N/A
Sales and Marketing (cash operating cost) expenditures	**$ 53,360**	N/A	N/A
Restructuring and related expenditures	**$ 49,831**	N/A	N/A
Working capital requirements	**$ 45,585**	N/A	N/A
Lease liability principal repayments	**$ 16,913**	N/A	N/A
Long-term debt principal repayments	**$ 3,118**	N/A	N/A
Total expended to September 30, 2026	**$ 308,800**		

9. GEOPURA ACQUISITION

9.1 GeoPura Purchase Price Allocation

On August 28, 2026, we acquired 100% of GeoPura, a UK-based provider of zero-emission, hydrogen-based power solutions. The acquisition allows the Corporation to become a vertically-integrated hydrogen energy solutions provider by combining its technical expertise in fuel cell engines with GeoPura's EaaS business model which bundles HPUs (powered by Ballard's fuel cell engines), hydrogen production, distribution and logistics. With this acquisition, our business model shifts toward recurring revenues by expanding its stationary power capabilities, broadening its customer base, and reducing costs through secure hydrogen supply.

We prepared the preliminary purchase price allocation for GeoPura using the acquisition method of accounting in accordance with IFRS 3 *Business Combinations*, with Ballard considered as the accounting acquirer and GeoPura as the accounting acquiree. As the accounting acquirer, consideration given by Ballard to acquire GeoPura has been allocated to the assets acquired and the liabilities assumed, based on their fair values as of the acquisition date of August 28, 2026.

As consideration for the transaction: (i) we made initial cash payments on closing of $104,667,000 (£77,075,000); (ii) issued 49,584,212 shares at $2.25 per share totalling $111,564,000 (£82,153,000); (iii) issued 1,084,540 restricted share units vesting one year from the acquisition date at a fair value of $2.25 per share, discounted for the timing delay in receiving the shares using an Asian put option pricing model, or approximately $1,991,000 (£1,466,000); and (iv) will make future payments of up to $37,345,000 (£27,500,000), payable at our discretion in cash, Ballard common shares or a combination of both, based on the achievement of certain projects and revenue milestones over a two-year period after the acquisition date, discounted using a probability-weighted approach, or $12,448,000 (£9,167,000).

The preliminary fair value of purchase consideration is as follows:

Cash consideration paid on closing	$	104,667
Share consideration issued on closing		111,564
Deferred share consideration issued at estimated fair value		1,991
Contingent consideration at estimated fair value		12,448
Total fair value (preliminary) of purchase consideration	**$**	**230,670**

In accordance with *IFRS 3*, the identifiable assets acquired and liabilities assumed as part of a business combination are recognized separately from goodwill at the acquisition date if they meet the definition of an asset or liability and are exchanged as part of the business combination. The identifiable assets acquired and liabilities assumed are then measured at their acquisition date fair values based on the contractual terms, economic conditions, the Corporation's operating and accounting policies and other pertinent conditions as of the acquisition date. The fair value review of GeoPura's assets and liabilities commenced with a review of the carrying amount of each respective asset and liability. Each asset and liability was then reviewed and measured for potential fair value adjustments from carrying cost to arrive at the preliminary fair value of each asset and liability as of the acquisition date of August 28, 2026.

The preliminary fair values of assets acquired and liabilities assumed are as follows:

Cash and cash equivalents	$	14,213
Trade and other receivables		12,219
Inventories		11,682
Prepaid expenses and other current assets		14,206
Property, plant and equipment		72,566
Loans receivable		38,057
Equity-accounted investments		2,526
Intangible assets		56,357
Goodwill		130,735
Accounts payable and accrued liabilities		(35,944)
Deferred revenue		(4,966)
Lease liabilities		(3,078)
Long-term debt		(77,903)
Fair value (preliminary) of assets acquired and liabilities assumed	**$**	**230,670**

The preliminary fair value of each of the acquired identifiable assets and liabilities assumed was determined as follows:

- The fair value of certain of the acquired working capital balances including trade and other receivables, prepaid expenses, and accounts payable and accrued liabilities, have been assessed at their carrying amounts on August 28, 2026, which is considered to approximately equate to fair value as a result of the short-term to maturity of each of these accounts.

- Acquired inventories consist primarily of HPUs and other hydrogen energy assets awaiting deployment to customers under contracts. The fair value of inventories was assessed to approximate its carrying amount on August 28, 2026.

- Acquired property, plant and equipment consists of GeoPura's HPU fleet and other hydrogen energy production assets, leased vehicles and corporate assets in support of business operations. The fair value of property, plant and equipment includes a fair value adjustment decrease of ($3,610,000) from its carrying amount on August 28, 2026.

  The fair value of property, plant and equipment was estimated based on the depreciated reproduction cost approach as the primary valuation methodology. Under this approach, reproduction cost new (“CRN”) represents the estimated current cost of reproducing substantially identical assets using similar design, materials and construction methods. Historical capitalized costs from the fixed asset listings were indexed to the valuation date using asset-specific indices to estimate the current CRN. The resulting CRN was then adjusted for applicable physical deterioration and any identified functional or economic obsolescence to estimate fair value.

  For certain specialized assets, the depreciated replacement cost approach was considered more appropriate where current replacement cost information was available. Under this approach, replacement cost new (“RCN”) represents the current cost of acquiring a substitute asset that provides equivalent utility. RCN was estimated using available market evidence, including budgetary supplier quotations and market research. The resulting RCN was similarly adjusted for applicable depreciation and obsolescence to arrive at an indication of fair value.

- Acquired loans receivable consists of a £27,000,000 loan from GeoPura to HyMarnham JV. The fair value of loans receivable was assessed at its carrying amount on August 28, 2026.

- Acquired equity-accounted investments consist of GeoPura's 50% ownership interest in HyMarnham JV. The fair value of the investment was estimated using the discounted cash flow ("DCF") method. Under the DCF method, the fair value was estimated based on the present value of forecast future cash flows attributable to the joint venture using a discount rate reflective of the risks associated with achieving the projected operating results. GeoPura's investment was then determined based on its 50% ownership interest in the joint venture. The fair value of equity-accounted investments includes a fair value adjustment increase of $1,253,000 from its carrying amount on August 28 2026.

- Acquired identified intangible assets consist of HPU technology (patents, know-how and in-process research and development), the GeoPura brand, and HPU rental customer relationships. The Corporation has concluded that each of the identified intangible assets meet the definition of an identified intangible asset (or non-monetary asset without physical substance) under *IAS 38 Intangible Assets* as the acquired intellectual property meets the definition of an asset and is identifiable. The fair value of all identified intangible assets includes a fair value adjustment increase of $35,696,000 from their original carrying amounts.

  Identified intangible assets of $56,357,000 consist of the following and are being amortized based on the following useful lives:

			Estimated useful life
Technology for HPUs	$	48,005	10 years
Brand		7,537	3 years
Customer relationships		815	7 years
Fair value (preliminary) of identified intangible assets	**$**	**56,357**	

The preliminary fair value of acquired identified intangible assets were calculated with the assistance of an independent valuator and were determined through a variety of valuation techniques.

The fair value of the acquired existing HPU technology (including patents, know-how and in-process research and development) totaling $48,005,000 was estimated using the relief-from-royalty method. Under this method, the fair value was estimated based on the present value of the after-tax royalty payments that would hypothetically be avoided by owning the technology rather than licensing it from a third party. The analysis considered forecast revenues attributable to the existing technology, the expected migration to future generations of technology, a market-based royalty rate and an appropriate discount rate.

The fair value of the acquired GeoPura brand totaling $7,537,000 was also estimated using the relief-from-royalty method. Under this method, the fair value was estimated based on the present value of the after-tax royalty payments that would hypothetically be avoided by owning the brand rather than licensing it from a third party. The analysis considered forecast revenues attributable to the existing brand, a market-based royalty rate and an appropriate discount rate.

The fair value of the acquired HPU rental customer relationships totaling $815,000 was estimated using the Multi-Period Excess Earnings Method ("MPEEM") approach. Under the MPEEM, the fair value was estimated by discounting the expected future cash flows attributable to the existing HPU rental customer relationships, after considering expected customer attrition and deducting contributory asset charges related to the other assets required to generate those cash flows. The resulting excess earnings attributable to the existing HPU rental customer relationships were discounted to present value using an appropriate risk-adjusted discount rate.

- Acquired deferred revenue consists primarily of certain government grant recoveries expected to be realized over their average estimated contract life of ten years. The fair value of the deferred revenue was estimated by using a cost build-up approach, based on the present value of a market participant's estimate of the costs required to fulfill the remaining performance obligations, plus an appropriate profit margin. The fair value of deferred revenue includes a fair value adjustment decrease of ($4,213,000) from its carrying amount on August 28, 2026.

- Acquired lease liabilities consist primarily of leases for equipment and hydrogen production assets. The fair value of the lease liabilities was assessed to approximate its carrying amount on August 28, 2026.

- Acquired long-term debt consists primarily of credit facilities and secured loans, along with sale and leaseback arrangements accounted for as asset-backed financing. The fair value of the long-term debt was assessed to approximate its carrying amount on August 28, 2026.

The remaining unallocated $130,735,000 of the total purchase price consideration of $230,670,000 has been ascribed as goodwill, which is not deductible for tax purposes. The goodwill resulting from the acquisition consists largely of the expectation that the acquisition of GeoPura will transform Ballard into a one-stop zero-emission EaaS hydrogen energy solutions provider by combining GeoPura's HPU platform, fuel production, and logistics with Ballard's advanced fuel cell technology.

10. ACCOUNTING MATTERS

10.1 Overview

Our consolidated financial statements are prepared in accordance with IFRS, which require us to make estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

10.2 Critical Judgments in Applying Accounting Policies

Critical judgments that we have made in the process of applying our accounting policies and that have the most significant effect on the amounts recognized in the consolidated financial statements are limited to our assessment of our ability to continue as a going concern (See Note 2 (e) to our annual consolidated financial statements for the year ended December 31, 2025).

Our material accounting policies are detailed in note 4 to our annual consolidated financial statements for the year ended December 31, 2025. The following accounting policies have been adopted as a result of the acquisition of GeoPura during the period.

BUSINESS COMBINATIONS

The Corporation accounts for business combinations in accordance with *IFRS 3 Business Combinations* using the acquisition method when the acquired set of activities and assets meets the definition of a business and control is transferred to the Corporation. A set of activities and assets is considered a business when the set of assets and activities acquired includes, at a minimum, an input and substantive process and whether the acquired set has the ability to produce outputs.
The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition-date fair value. At the acquisition date, identifiable assets acquired and liabilities assumed are recognized at fair value. Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not remeasured and settlement is accounted for within equity. Otherwise, other contingent consideration is remeasured at fair value at each reporting date and subsequent changes in the fair value of the contingent consideration are recognized in profit or loss. Acquisition-related costs are expensed as incurred, except if related to the issue of debt or equity securities.

Goodwill is initially measured at cost, being the excess of the aggregate consideration transferred and non-controlling interest over the net identifiable assets acquired and liabilities assumed, with any bargain purchase gain recognized immediately in profit or loss. After initial recognition, goodwill is measured at cost less any accumulated impairment losses and is assessed for impairment in accordance with the Corporation's policy on goodwill as disclosed in the Corporation's audited consolidated financial statements as at and for the year ended December 31, 2025.

If share-based payment awards (replacement awards) are required to be exchanged for awards held by the acquiree's employees (acquiree's awards), then all or a portion of the amount of the acquirer's replacement awards is included in measuring the consideration transferred in the business combination. This determination is based on the market-based measure of the replacement awards compared with the market-based measure of the acquiree's awards and the extent to which the replacement awards relate to pre-combination service.

If the initial accounting for a business combination is incomplete by the end of the reporting period, provisional amounts are reported and adjusted during the measurement period—not to exceed one year from the acquisition date—to reflect new information obtained about facts and circumstances that existed as of the acquisition date.

REVENUE: ENERGY AS A SERVICE

The Corporation supplies clean energy to customers through an integrated EaaS package that includes the rental of HPUs, engineer-backed service delivery and a hydrogen supply management system. While the customer obtains the energy output, the Corporation retains control of, and substantive substitution rights over, the HPUs, directing their use through its engineer-backed operations and fuel management systems. The equipment deployed under these agreements continues to be recognized and measured in accordance with the Corporation's accounting policies for property, plant and equipment. Revenues from these contracts are recognized for each distinct performance obligation as follows:

- HPU rental and engineer-backed service delivery are recognized over time, over the term of the agreement;

- Metered hydrogen supply is recognized at a point in time when fuel is delivered, with variable consideration trued up to actual consumption; and
- Maintenance and delivery or haulage services are recognized at a point in time when services are provided.

SALE AND LEASEBACK

The Corporation first assesses whether the transfer of the underlying asset in these arrangements qualifies as a sale. If the transfer qualifies as a sale, the Corporation derecognizes the underlying asset and recognizes a right-of-use asset and corresponding lease liability. The right-of-use asset is measured based on the proportion of the previous carrying amount relating to the right of use retained, and the lease liability is measured at the present value of the lease payments. Any gain or loss is limited to the rights transferred to the buyer-lessor and recognized in profit or loss in the period of sale.

If the transfer does not qualify as a sale, the Corporation continues to recognize the underlying asset as property, plant and equipment and recognizes the proceeds received as a financial liability (asset-backed financing). The financial liability is initially measured at fair value and then subsequently measured at amortized cost using the effective interest method. Interest expense is recognized in profit or loss over the term of the financing.

10.3 Key Sources of Estimation Uncertainty

Key sources of estimation uncertainty that have a significant risk of resulting in a material adjustment to the reported amount of assets, liabilities, income, and expenses within the next fiscal year are detailed in note 5 to our annual consolidated financial statements for the year ended December 31, 2025 and also discussed in section 9.3 of our annual MD&A for the year ended December 31, 2025. There have been no changes to the nature of these sources of estimation uncertainty in the nine months ended September 30, 2026, except for the addition of purchase price allocation arising from business combinations that is described below. Updates relating to estimation uncertainty covering the nine-month period ended September 30, 2026 are as follows:

REVENUE RECOGNITION

During the three and nine months ended September 30, 2026 and 2025, there were no significant adjustments to revenues relating to revenue recognized in a prior period.

ASSET IMPAIRMENT (INCLUDING PROPERTY, PLANT, & EQUIPMENT AND INTANGIBLE ASSETS)

The carrying amounts of our non-financial assets, other than inventories, are reviewed at each reporting date to determine whether there is any indication of impairment or impairment reversal. If any such indicator exists, then the asset's recoverable amount is estimated. For assets including intangible assets and property, plant and equipment, the recoverable amount is estimated annually, or whenever events or circumstances indicate that the carrying amount may not be recoverable, or that past impairments may now be recoverable.

As a result of indicators of potential impairment including a decline in the Company's market capitalization in 2024 and the first three quarters of 2025, we updated our asset impairment tests as of December 31, 2024, March 31, 2025, June 30, 2025, and December 31, 2025.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In assessing fair value less costs to sell, the price that would be received on the sale of an asset in an orderly transaction between market participants at the measurement date is estimated. For the purposes of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other groups of assets. The allocation of goodwill and other non-financial assets to cash-generating units reflects the lowest level at which these assets are monitored for internal reporting purposes. Many of the factors used in assessing fair value are outside the control of management, and it is reasonably likely that assumptions and estimates will change from period to period. These changes may result in future impairments. For example, our revenue growth rate could be lower than projected due to economic, industry or competitive factors, or the discount rate used in our value-in-use model could increase due to a change in market interest rates.

An impairment loss is recognized if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount. Impairment losses are recognized in net loss. Impairment losses recognized in respect of the cash-generating unit are allocated first to reduce the carrying amount of any goodwill allocated to the unit, and then to reduce the carrying amounts of the other assets in the unit on a pro-rata basis. However, individual assets within the cash-generating unit are not impaired below their residual fair market value.

An impairment loss in respect of goodwill is not reversed. In respect of other assets including property, plant and equipment, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the cumulative loss has decreased or no longer exists. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

As a result of impairment tests performed in 2024, we recognized impairment charges on property, plant and equipment resulting in a net fair value impairment allowance recognized against consolidated property, plant and equipment of ($93.5) million as of December 31, 2024. During the year ended December 31, 2025, we recognized adjustments to the net ($93.5) million fair value impairment allowance on property, plant and equipment at December 31, 2024, consisting of (i) additions to the allowance for capital additions in the first six months of 2025 of ($3.2) million as the Company's market capitalization remained depressed below equity value during this time; (ii) deductions to the allowance for specifically identified capital assets totaling $6.2 million that were directly impaired or disposed of in the year; and (iii) deductions to the allowance for depreciation and amortization expense of $13.7 million that would have been recognized had the underlying assets not been fully impaired to estimated residual value during this time. As of December 31, 2025, the net fair value impairment allowance recognized against consolidated property, plant and equipment approximated ($76.7) million.

During the nine months ended September 30, 2026, we recognized adjustments to the net ($76.7) million fair value impairment allowance on property, plant and equipment consisting of (i) nominal deductions to the allowance for specifically identified capital assets that were directly impaired or disposed of in the period; and (ii) deductions to the allowance for depreciation and amortization expense of $12.1 million that would have been recognized had the underlying assets not been impaired to estimated residual value, resulting in a net ($64.6) million fair value impairment allowance on property, plant and equipment.

In the event that the Company identifies impairment reversal indicators in the future, including continued market capitalization recovery in excess of equity value, and other indicators of operating asset fair value increases, the remaining impairment allowance of ($64.6) million may be reversed in part or in full.

WARRANTY PROVISION

During the three and nine months ended September 30, 2026, we recorded provisions to accrued warranty liabilities of $1.2 million and $2.8 million, respectively, for new product sales, compared to $1.1 million and $3.0 million, respectively, for the three and nine months ended September 30, 2025.

We review our warranty assumptions and make adjustments to accrued warranty liabilities quarterly based on the latest information available and to reflect the expiry of contractual obligations. Adjustments to accrued warranty liabilities are recorded in cost of product and service revenues. As a result of these reviews and the resulting adjustments, our warranty provision and cost of revenues for the three and nine months ended September 30, 2026, were adjusted downwards by $nil million and $0.8 million, respectively, compared to $nil million and $0.8 million (upward adjustment), respectively, for the three and nine months ended September 30, 2025.

INVENTORY AND ONEROUS CONTRACT PROVISIONS

During the three and nine months ended September 30, 2026, net reversals of inventory impairment and onerous contract provisions of $0.7 million and $2.2 million, respectively, were recorded as a recovery to cost of product and service revenues, compared to positive inventory impairment and onerous contract provision adjustments of $1.7 million and $4.2 million, respectively, in the three and nine months ended September 30, 2025.

FAIR VALUE MEASUREMENT (INCLUDING INVESTMENTS)

During the three and nine months ended September 30, 2026, we recognized net mark-to-market gain (loss) on financial assets of $nil million and ($9.7) million, respectively, compared to ($0.9) million and $6.9 million, respectively, for the three and nine months ended September 30, 2025. Mark-to-market gains (losses) in 2026 and 2025 consist primarily of changes in the fair value of our long-term financial investments including HyCap, Clean H2, Forsee Power, Wisdom and Templewater.

BUSINESS COMBINATIONS (PURCHASE PRICE ALLOCATION)

On the completion of business acquisitions, management's judgment is required to estimate the fair value of purchase consideration, including contingent consideration liabilities, and to identify and estimate the fair values of assets and liabilities. The determination of the fair value of assets and liabilities acquired is based on management's estimates using the relief from royalty method and excess earnings method to value intangible assets using discounted cash flow models. Significant assumptions include revenue growth rates, ongoing costs, capital investments and discount rates.

10.4 Recently Adopted Accounting Policy Changes

Effective for January 1, 2026, we assessed any new IFRS standards, applicable amendments and interpretations, concluding that they did not have a material impact on our financial statements.

10.5 Future Accounting Policy Changes

The following is an overview of accounting standard changes that we will be required to adopt in future years. We do not expect to adopt any of these standards before their effective dates and we continue to evaluate the impact of these standards on our consolidated financial statements.

IFRS 18 Presentation and Disclosure in Financial Statements

In April 2024, the IASB issued I*FRS 18 Presentation and Disclosure in Financial Statements* to improve reporting of financial performance and replace *IAS 1 Presentation of Financial Statements*. While *IFRS18* carries forward many requirements from *IAS 1*, the new Standard introduces the following significant changes to the structure of a company's financial statements:

- Income and expenses in the statements of income or loss will be grouped into new categories resulting in new subtotals and/or line items being presented (including operating profit), along with changes in how certain existing subtotals are calculated;
- New disclosures will be required for management defined performance measures (MPM), commonly referred to as 'non-GAAP measures'; and
- New principles will apply to the aggregation and disaggregation of certain financial information in the financial statements.

IFRS 18 applies for annual periods beginning on or after January 1, 2027. Retrospective application is required, and the Company's comparative information will be restated in accordance with the Standard.

The impact of adoption of IFRS 18 is currently being assessed by us. Based on a preliminary assessment, we expect that the adoption of *IFRS 18* will change the presentation of the statement of loss and comprehensive loss, change the categorization of certain income and expense items in that statement, and require additional disclosures for MPMs and certain expenses in the notes to the financial statements. Since *IFRS 18* does not affect the recognition or measurement of items, we do not expect the adoption of *IFRS 18* to result in significant changes to the underlying information disclosed in the notes to the financial statements.

11. SUPPLEMENTAL NON-GAAP MEASURES AND RECONCILIATIONS

11.1 Overview

In addition to providing measures prepared in accordance with GAAP, we present certain supplemental non-GAAP measures. These measures are EBITDA and Adjusted EBITDA. These non-GAAP measures do not have any standardized meaning prescribed by GAAP and therefore are unlikely to be comparable to similar measures presented by other companies. We believe these measures are useful in evaluating the operating performance of the Company's ongoing business. These measures should be considered in addition to, and not as a substitute for, operating expenses, net income, cash flows and other measures of financial performance and liquidity reported in accordance with GAAP. The calculation of these non-GAAP measures has been made on a consistent basis for all periods presented.

11.2 EBITDA and Adjusted EBITDA

These supplemental non-GAAP measures are provided to assist readers in determining our operating performance. We believe these measures are useful in assessing performance and highlighting trends on an overall basis. We also believe EBITDA and Adjusted EBITDA are frequently used by securities analysts and investors when comparing our results with those of other companies. EBITDA differs from the most comparable GAAP measure, net loss, primarily because it does not include finance expense, income taxes, depreciation of property, plant and equipment, and amortization of intangible assets. Adjusted EBITDA adjusts EBITDA for stock-based compensation expense, transactional gains and losses, finance and other income, asset impairment charges, acquisition-related costs, and the impact of unrealized gains and losses on foreign exchange contracts.

The following tables show a reconciliation of net loss to EBITDA and Adjusted EBITDA for the three and nine months ended September 30, 2026 and 2025:

(Expressed in thousands of U.S. dollars)	Three months ended September 30, 2026		
EBITDA and Adjusted EBITDA	**2026**	2025	$ Change
Net loss	**$ (21,115)**	$ (28,070)	$ 6,955
Depreciation and amortization	**2,213**	1,035	1,178
Finance expense	**977**	453	524
Income taxes	**(8)**	—	(8)
EBITDA	**$ (17,933)**	$ (26,582)	$ 8,649
Stock-based compensation expense	**2,286**	(366)	2,652
Acquisition-related costs	**6,847**	—	6,847
Finance income (loss) and other	**(3,609)**	(4,214)	605
Impact of unrealized (gains) losses on foreign exchange contracts	**—**	1	(1)
Adjusted EBITDA	**$ (12,409)**	$ (31,161)	$ 18,752

(Expressed in thousands of U.S. dollars)	Nine months ended September 30, 2026		
EBITDA and Adjusted EBITDA	**2026**	2025	$ Change
Net loss	**$ (52,783)**	$ (73,387)	$ 20,604
Depreciation and amortization	**4,203**	2,914	1,289
Finance expense	**1,839**	1,454	385
Income taxes	**15**	24	(9)
EBITDA	**$ (46,726)**	$ (68,995)	$ 22,269
Stock-based compensation expense	**5,644**	3,789	1,855
Acquisition-related costs	**10,784**	—	10,784
Finance income (loss) and other	**(3,574)**	(26,533)	22,959
Impairment charge on property, plant and equipment	**257**	3,162	(2,905)
(Gain) loss on sale of property, plant and equipment	**—**	(73)	73
Impact of unrealized (gains) losses on foreign exchange contracts	**—**	(685)	685
Adjusted EBITDA	**$ (33,615)**	$ (89,335)	$ 55,720