AURORA SPINE CORPORATION
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED DECEMBER 31, 2023
(Presented in US Dollars)

This management's discussion and analysis of financial conditions and results of operations ("MD&A") is intended to assist you in understanding the corporate structure of Aurora Spine Corporation ("the Company", "we", "our") and evaluating the changes in the Company's financial condition and operations for the years ended December 31, 2023 and December 31, 2022.

The MD&A should be read in conjunction with the audited consolidated financial statements for the years ended December 31, 2023 and December 31, 2022 prepared in accordance with IFRS together with the accompanying notes. Additional information is available on SEDAR at www.sedarplus.ca, and on our website at www.aurora-spine.com.

The Company's functional currency and presentation currency is US dollars and all amounts are shown in US dollars unless otherwise indicated. The financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

This MD&A is prepared as of April 29, 2024.

FORWARD-LOOKING STATEMENTS

This document may contain forward-looking statements that reflect management's current expectations of future events. Such forward-looking statements are subject to certain factors and involve risks and uncertainties. Actual results may differ from expected results. Factors that could cause our results, our operations and future events to change materially compared to the expectations expressed or implied by such forward-looking statements include, but are not limited to, market risk, interest rate risk, currency risk, credit risk and liquidity risk, uncertainty regarding additional funding requirements and our ability to obtain such funding and uncertainty regarding sales as well as those risks and uncertainties mentioned herein. We believe that the assumptions and expectations reflected herein are reasonable, but no assurance can be given that these assumptions and expectations will be correct. You should not place undue reliance on forward-looking statements as the plans, assumptions, intentions or expectations upon which they are based might not occur. Forward looking information is provided as of the date of this MD&A and we do not intend, and do not assume any obligation, to update this forward looking information, except as required by law.

CORPORATE STRUCTURE

The Company was incorporated under the laws of the Province of Ontario on July 4, 2013. The registered head office of the Company is located at 20 Holly Street, Suite 300, Toronto, Ontario, M4S 3B1. The principal office of the Company is located at 1930 Palomar Point Way, Suite 103, Carlsbad, California, 92008. The Company was formed as part of a reorganization to carry out a Public Offering ("Public Offering") and to acquire all of the outstanding capital stock of Aurora Spine, Inc. ("Aurora").

The Company filed an Initial Public Offering Prospectus on August 27, 2013 with securities regulatory authorities in the provinces of British Columbia, Alberta and Ontario which was subsequently completed in September 2013 offering 5,150,000 common shares at a price of US$0.70 per share, for gross proceeds of US$3,605,000. Trading began on September 10, 2013.

On September 5, 2013, the Company and its wholly-owned subsidiary AS Acquisition Corp. (a newly-formed Nevada corporation) and Aurora entered into a merger agreement which set forth the terms and conditions pursuant to which the Company acquired all of the issued and outstanding shares of capital stock of Aurora in exchange for the issuance to the existing shareholders of an aggregate of 7,272,059 Common Shares and 6,107,141 Restricted Voting Shares. Pursuant to the merger agreement, Aurora and AS Acquisition Corp. merged under the laws of the State of Nevada, with Aurora being the surviving entity. The reorganization closed immediately prior to the closing of the Public Offering and was intended to be treated as an integrated transaction with the Public Offering for U.S. federal income tax purposes.

Between 2014 and 2018, the Company completed various private placements raising aggregate gross proceeds of CDN$17,520,854 (US$15,515,338), issuing a total of 26,849,474 common shares.

On December 13, 2018, the Company issued to SILIF Corporation (SILIF) as consideration for the SILIF patent license, 1,000,000 common shares at a price of CDN$0.30 (US$0.224) per share, with all such shares being subject to a 5-year tiered lock-up agreement, with 20% of the shares released from the lock-up on each anniversary of the closing date of the transaction. The fair value of the shares issued was estimated at $238,180 using the Finnerty model to calculate a restriction discount. In addition, the Company issued to SILIF warrants to purchase up to 1,750,000 common shares of the Company, exercisable at CDN$0.35 for a period of 5 years following the date of grant. The warrants will vest in 20% increments on each anniversary of the closing date of the transaction. The fair value of the warrants issued was estimated at $365,716 using the Black-Scholes model.

In February 2020, the Company completed a private placement of 8,932,000 common shares for aggregate gross proceeds of CDN$2,333,000 (US$1,697,080). In connection with this offering, the Company paid cash commissions and fees of CDN$69,616 (US$59,281). A director of the Company subscribed to and received 1,579,000 shares in exchange for cash of CDN$394,750 (US$300,010).

On September 17, 2021, the Company completed a private placement. The Company issued 11,220,930 common shares and 8,976,743 warrants exercisable for an equivalent number of common shares for aggregate gross proceeds of US$5,116,139 (CDN$6,508,139). US$3,623,850 was allocated to common shares and US$1,492,209 was allocated to warrants. In connection with this offering, the Company paid commissions, fees, and incurred legal and other expenses of US$795,781 (CDN$1,002,766). The broker receives a fee of 7% if the investor warrants are exercised. Regarding the warrants, 8,415,697 are exercisable immediately and any time up to three years following the date of issuance at CDN$0.75 and 561,046 were issued to the broker and are exercisable commencing six months following the date of issuance to three years from the date of issuance at CDN$0.58. The broker warrants were valued at US$178,466 (CDN$217,491).

On October 19, 2023, the Company completed a private placement. The Company issued 6,445,939 common shares and 6,445,939 warrants exercisable for an equivalent number of common shares for aggregate gross proceeds of US$1,409,920 (CDN$1,933,782). US$803,149 was allocated to common shares and US$606,771 was allocated to warrants. In connection with this offering, the Company paid commissions, fees, and incurred legal and other expenses of US$68,001 (CDN$93,267). Regarding the warrants, 6,445,939 are exercisable immediately and any time up to two years following the date of issuance at CDN$0.50.

BUSINESS OF AURORA

Aurora is focused on bringing new solutions to the spinal implant market through a series of innovative, minimally invasive, regenerative spinal implant technologies. The Company's goal is to improve patients' quality of life by developing and distributing spinal implant products that relieve back pain and preserve spinal bone structure and anatomy. Once fully developed, we expect our product portfolio to primarily address the market need for minimally invasive spinal surgical devices.

The Company has developed intellectual property leading to ownership of most of its product portfolio. Aurora has augmented this with certain third party developed products. We continue to develop new IP and products, undertake patent filing applications, improve our designs using feedback from leading surgeons for product evaluation, and conduct surgeon training and education. We sell our products utilizing both direct sales and distribution models. We are a registered ISO 13485 certified company. We received FDA approval for our first product, the Company's ZIP™ Ultra Minimally Invasive Interspinous Fusion System (the "ZIP ULTRA™") on December 3, 2013.

Our Products and Customers

Our ISP ("interspinous process" or "ISP") lumbar fusion devices now include the ZIP®, the ZIP ULTR®, the ZIP LP™ and the ZIP-51™. We also offer a line of interbody products: Discovery for cervical procedures; SOLO™, an ALIF 3D printed stand-alone lumbar fusion device; SiLO™ a posterior allograft implant and SiLO TFX, a titanium implant device, both for sacroiliac ("SI") joint fusion; and Dexa-C a 3D printed cervical fusion device which is paired with the Apollo cervical plate. Certain of the Company's TiNano™ product line of lumbar fusion devices, including Echo SD are being transitioned to titanium from PEEK material to utilize our recently developed and patented Dexa technology.

Aurora's products generally fall into three product lines:

- ISP lumbar fusion devices
- Stand-alone ("SA") Cervical and Lumbar fusion cages
- SI joint fusion devices

In addition, Aurora markets certain third party developed products used during spine surgeries (i.e. surgical screws and bone growth biologic materials).

Our products are used by two groups of physicians: (i) Orthopaedic and Neuromolecular surgeons, and (ii) Pain and Interventional Radiological surgeons. Depending upon where these groups practice medicine our sales are to Hospitals, Ambulatory Surgical Centers and private surgical offices.

ZIP **ISP Products**

Our ZIP family of ISP devices are designed for patients suffering from degenerative disc disease whose pain has not been eliminated by non-surgical treatment methods. The vast majority of these patients have traditionally been treated using open surgery to install pedicle screws and rods to fix and ultimately allow two or more vertebrae to fuse together.

Our ZIP ISP product design utilizes an interlocking two-piece design consisting of two titanium side plates with a hollow titanium core chamber to host bone or biologic grafting material. The side plates have been designed as solid geometries with proprietary swiveling spikes to aid in attachment to uneven bone surfaces. The outer portions of the device are durable enough to last a lifetime under both compressive and tensile loads, while still maintaining required stiffness in the interspinous space. The hollow core chamber will be available in a variety of diameters to fit most patient anatomies.

Our ZIP ISP devices are also designed with a proprietary mechanism along the barrel for locking the side plates together. We believe this is superior to our competitors' screw/nut locking mechanisms for permanence, stability and ease of implantation.

We currently offer a lower spine (lumbar) ISP device although some of our devices have been used mid-spine (thoracic). In the future, we may introduce a multi-segment ISP device that will cover a larger number of spine segments and be designed to allow surgeons to perform corrective procedures (e.g., for scoliosis) without pedicle fixation.

Ti-PEEK Interbody Cages

In November 2013, we entered into an agreement with Intuitive Spine, LLC to purchase interbody cage devices for use in cervical spinal fusion procedures (“AURORA DISCOVERY” or “DISCOVERY”). DISCOVERY is a cervical intervertebral body fusion device consisting of teeth on the inferior and superior surfaces to prevent back out and migration. The implant design is rectangular with a hollow core for bone graft to promote integration and fusion between the endplates. The DISCOVERY cage products are constructed of radiolucent PEEK material. As a result of the DISCOVERY agreement, we acquired PEEK interbody cages and the instrument sets used to implant the cages and the U.S. Food and Drug Administration (“FDA”) 510(k) approval associated with the cages.

In February 2014, the Company began introduction of its sterile-packed titanium plasma spray coated (“TiNano™”) spinal infusion implants. TiNano™ is the Company’s Titanium Plasma Spray coating on PEEK Interbody implants allowing for bone growth due to its porous structure. TiNano-coated implants provide the advantages of all implant materials, bone-titanium osseo-integration from the titanium coating, as well as the modulus and post-op imaging advantages of PEEK fusion implants. The Company uses the TiNano™ technology in almost all of its interbody fusion devices, including configurations for Anterior Cervical (“ACIF”), Posterior Lumbar (“PLIF”), Transforaminal Lumbar (“TLIF”) and Direct Lateral (“DLIF”) interbody spacers.

SA-ALIF Cages

SA-ALIF technology allows for the cage, plate and screws to be integrated into a single unit; a feature some surgeons prefer. 3D Printed Stand-Alone ALIF Cage (SA-ALIF) are made of porous titanium and combine an integrated plate and spacer system that helps to preserve the natural anatomic profile while providing spinal column support and stability.

Anterior lumbar interbody fusion (ALIF) is a spine surgery that involves approaching the spine from the front (anterior) of the body to remove all or part of a herniated disc from in between two adjacent vertebrae (interbody) in the lower back (lumbar spine), then fusing, or joining together, the vertebrae on either side of the remaining disc space using bone graft or bone graft substitute. Anterior approaches, such as in SA-ALIF, allow surgeons access to the discs at the front of the spine and do not require muscle stripping as in posterior approaches. SA-ALIF provides the surgeon with a clear approach to the lumbar spine.

Utilizing our ZIP® ISP platform in harmony with 3D Printed SA-ALIF Cage Technology allows Aurora to participate in the full procedure in a Lumbar fusion surgery, adding value to the patient, the doctor and the company. Multiple published clinical studies support the procedure, documenting positive clinical outcomes such as reduced blood loss, less time in the O.R., and shortened hospital stays as compared to traditional posterior fusion procedures.

DEXA Technology and Interbody Cages

The Company recorded an intangible for US patent #10,779,954 B1 titled “Body Density Scan Result-Matched Orthopedic Implants and Methods of Use”. The patent will be utilized to create spinal implants that match the patient’s specific bone density based on a DEXA Scan/T-score allowing for the best bone fusion treatment and most favorable

outcome based on that patient's bone density. By comparing and using a product that matches a patient's bone density, the technology should promote quicker bone growth and employ superior fixation.

Aurora Spine's DEXA Technology™ is part of the company's patent focused innovation. DEXA Technology™ was created and patented to combine the essential design benefits of better patient fusion clinical outcomes with modern 3D printing, and additive implant manufacturing. Aurora Spine's new DEXA Technology™ will provide surgeons with additional solutions in selecting the right implant for their patient. Traditionally, medical devices for spinal procedures are designed as 'one size fits all' and assumes that every patient's bone density is similar.

Interbody cage products are used to fill the space between vertebrae after degenerative disc material has been removed. The cages with embedded screws, or cages with external plates and screws, provide spacing and stability between the vertebrae while bone grows to complete the fusion process. The DEXA-C™ Cervical Interbody System is a porous 3D-printed intervertebral cage that incorporates low-, mid-, or high-density lattice pattern options to support the matching of patients' bone quality utilizing Aurora's patented DEXA Technology™. The profile of the device is rectangular with a hollow core for bone graft to promote bone integration and fusion between the endplates. The device is available in various footprints and heights to accommodate variability among patients and is manufactured from titanium alloy per ASTM F3001.

SI Joint Fusion Devices

In addition to solving musculoskeletal disorders of the spine, Aurora is doing the same for sacropelvic anatomy. We have developed proprietary minimally invasive surgical implant systems to address sacroiliac joint dysfunction. Our products include both allograft implants and patented titanium implants and the instruments used to implant them. Since launching our first-generation SILO system in 2021, we have launched a new patented implant, SILO-TFX in 2023. Within the United States, our SILO, and SILO-TFX implant systems have clearances for applications across sacroiliac joint dysfunction and fusion, and degeneration. Minimally invasive sacroiliac (SI) joint fusion is an increasingly common treatment for patients with low back pain due to SI joint dysfunction. Therefore, it represents a high-growth potential niche in the orthopedic spine market.

SPINAL IMPLANT MARKET

Product Regulation

Sale of our products requires approval under the FD&C Act in the United States, registration and approval of a CE mark in the European Union, and similar regulatory approvals in other jurisdictions around the world. Further, our products require approval by the governing board of hospitals at which our implants will be used in surgery.

All of our products are classified as Class II devices in the United States. Class II devices require either approval or clearance from the U.S. Food and Drug Administration (FDA) before they can be marketed in the United States. Products that have substantial similarity to products that already have been approved by the FDA can obtain clearance for sale through the Premarket Notification process under Section 510k of the FD&C Act. Devices that are not substantially similar to previously approved products must obtain FDA approval through the more rigorous, time-consuming and expensive Premarket Approval process, which in most cases requires extensive clinical trials.

We believe that all of our products that are currently in development have predicate devices already approved or cleared by the FDA, and that as a result we will be able to take advantage of the more streamlined Premarket Notification clearance process.

In the US, most spinal implants today are paid for by third-party payors, either private insurance companies or government programs, including Medicare, Medicaid or state workers compensation programs. We believe that surgeons, hospitals and ambulatory surgical centers can use current North American Spine Society ("NASS") and Medicare-approved payment codes with any of our proposed products, and that our products are reimbursable under both private and government-sponsored insurance plans.

Surgical Solutions

Spinal surgery has been used since the early 1900's to treat back pain and neck spinal pain. However, surgery can be expensive and complicated, and generally is recommended only when conventional therapies such as physical therapy, exercise, traction, bed rest, braces and steroid and non-steroid anti-inflammatory medications, have failed.

Lower back pain is generally considered one of the most widely experienced health problems in the United States and many parts of the world, and one of the most frequent conditions for which people see a physician or are absent from work. Other factors driving the growth of the global spinal fusion market are believed to be growing awareness about

treatment of spinal disorders, rising income levels, rising obese populations and a rising number of spinal injury resulting from increased use of machinery and motor vehicles in certain regions of the world.

Growth Drivers

The increasing adoption of minimally invasive surgeries is anticipated to be the key factor driving the market during the forecast period, further improving diagnostic capabilities for sacroiliac joint disorders and the adoption of new technologies are likely to offer better SI joint fusion systems.

In addition, the increasing geriatric population in developed countries like the US and the growing incidences of chronic diseases are anticipated to make a significant contribution in boosting the market. The SiLO TFX procedure addresses this market.

Spinal Fusion

Spinal fusion is among the most common spinal surgeries performed today and is used primarily to eliminate the pain caused by abnormal motion of the vertebrae in a weak or unstable spine (caused by infections, tumors, or other degenerative conditions) and to treat spinal fractures. It is also used to treat spinal deformities such as scoliosis and kyphosis.

Spinal fusion is a surgical technique used to join two or more vertebrae. Spinal fusion works in conjunction with the body's natural bone growth processes to set up a biological response that causes a bone graft, using material implanted by the surgeon, to grow between the two vertebral elements and fuse the two vertebral elements together into one long bone, thereby stopping the motion that causes the pain. The fusion process typically takes six to twelve months after surgery to complete.

In most cases, spinal fusion is augmented by a process called fixation, which refers to the placement of permanent rigid or semi-rigid prosthetic devices made of titanium or other materials. These devices were developed in response to the need to limit compression on the affected vertebrae and stabilize them in order to facilitate bone fusion, without requiring the patient to be immobilized. These fusion/fixation devices include pedicle screws, rods or plates, titanium or PEEK cages and, more recently, ISP devices.

Spinal fusion techniques currently are used in both cervical and lumbar spines. Most fusions on the cervical spine are performed using anterior interbody fusion, in which, following an anterior discectomy, a bone graft is placed between two vertebrae and replaces the removed disc. During the healing process, the vertebrae grow together, creating a solid piece of bone out of the two vertebrae.

Three types of interbody fusion procedures are most commonly used today:

1. Anterior Lumbar Interbody Fusion, in which an abdominal incision is used to reach the lumbar spine.
2. Posterior Lumbar Interbody Fusion, in which an incision on the patient's back is used to reach the lumbar spine.
3. Lateral Lumbar Interbody Fusion, in which a lateral incision is used to reach the lumbar spine.

One of the challenges for both surgeons and spinal implant device companies is to bridge the gap between patient satisfaction and clinical success. Early fusion procedures performed without fixation devices and using grafts of the patient's own bone required a secondary surgical site from which the bone would be harvested, and often suffered from stabilization issues during the period needed for vertebral fusion to occur. Plate devices and pedicle screws, while effective at stabilization, involve more anatomically invasive procedures and can involve extended recovery times.

Other Surgical Options

The growing need to identify better solutions for degenerative disc of the spine has led to innovation in less-invasive spinal fusion procedures, spinal navigation systems and robotics, non-fusion, motion-preserving devices, and advanced biological products, including allografts, synthetics and bone-morphogenetic proteins ("BMPs"), which eliminate the need to harvest bone for grafts from the patient's own body.

In recent years, MIS devices have been introduced into the spinal implant market to provide a less invasive alternative to pedicle screw instrumentation in fusion procedures. ISP devices attach to the spine with a clamp, rather than screws, and utilize counter stresses to help maintain attachment. These devices are designed to provide the necessary fixation and stability, while preserving the patient's anatomy and reducing complications and recovery time. Also in recent years, so-called "motion preserving" techniques, such as artificial disc replacement, have begun to be offered as alternatives to fusion. These techniques have not yet been adopted on a widespread basis in the U.S. because,

amongst other things, reimbursement by third-party payors has not been rapidly forthcoming and the advantages of these techniques over fusion have not been well established.

Sacroiliac Joint Dysfunction and Degeneration

Over 30 million American adults are estimated to have chronic lower back pain. Studies indicate that 15% to 30% of patients with chronic low back pain may have symptoms originating with the sacroiliac joint. Based on our market experience and internal estimates, and the assumption that the average person suffering from sacroiliac joint dysfunction has been in pain for five years, we estimate that the potential market for sacroiliac joint fusion in the United States could be approximately 279,000 patients for a potential annual market in the United States of approximately $2.5 billion.

Sacroiliac joint patients may have experienced one or more events that have contributed to disruption and/or degeneration of the sacroiliac joint, such as pregnancy, falls, previous lumbar surgery, accidents, and aging, which may cause degeneration of the cushioning in the joint much like other joints. Patients with sacroiliac joint dysfunction frequently experience significant pain simply from sitting, standing, or rolling over in bed. The pain can be exacerbated with activity - when a patient walks or runs. We believe that approximately 65% of people who suffer from sacroiliac pain are women. Although several non-surgical treatments exist for sacroiliac joint pain, including physical therapy, opiates and non-steroidal anti-inflammatory medications, intra-articular injection of steroid medications and radio frequency ablation, these treatments did not provide long-term pain or disability relief in our randomized controlled clinical trials.

The Changing Market

Ortho and Neuro surgeons, utilizing pedicle screw systems continue to dominate the spinal fusion market. However, the introduction and movement towards newer technologies involving minimally invasive approaches like ISP, SI joint and facet devices is broadening their options with significant patient advantages. These technologies are also opening up the fusion market to pain surgeons and inteventional radiologists Other technologies such as dynamic stabilization (motion preserving devices) and artificial discs are also making limited inroads in spine surgery.

Competition

The global spinal surgery market is characterized by strong competition most os which is targeted toward Ortho/Neuro surgeons. Management believes the top five companies account for more than 70% of the overall market, and that the FDA's reclassification of spinal fusion devices from Class III to Class II in 2007 has attracted, and will continue to attract, new entrants in the market. We continue to see product launches and an increased focus on research and development activities, and we anticipate that intense competition between the new entrants and existing companies may lead to pricing pressure on all companies in the future.

Companies such as Medtronic Inc., Zimmer Biomet and DePuy Synthes, are the leading players in the global market for spinal surgery devices and represent a significant portion of the total market share. We believe that this is due, in large part, to their broad portfolios of spinal fusion devices. Other companies with significant market shares include Stryker Corporation and NuVasive Inc. Since spine surgery is a relatively new market for Pain doctors and Interventional Radiologists, Aurora believes that the market has less competitive intensity than traditional spine.

We believe that the worldwide spinal implant market currently includes over 200 pedicle screw systems, but that less than fifteen active competitors offer ISP fusion devices in the United States.

Further information and analysis regarding the Company’s overall performance is discussed below.

HIGHLIGHTS DURING THE YEAR

- **Positive growth in Revenue and EBITDAC** – After weaker sales in Q1 resulting from supplier backorders with our Appollo plate and lower surgeon demand for our Ti-Nano PEEK interbody cages combined with reimbursement issues on SI allograft systems, we posted steadily improving quarter over quarter revenues and improved EBITDAC. The latter improved from negative $377,871 in Q1 to positive $109,734 in Q4, a swing of more than $480,000.
- **Increased margin –** Margins increased to 56.5% for 2023 from 52.5% in 2022 due to lower inventory costs of 9.9% of sales in 2023 compared to 11.9% in 2022. and lower commissions to distributors of 26.4% of sales in 2023 compared to 30.1% in 2022. These increases are offset by an increase in royalty expense of 4.4% of sales in 2023 compared to 3.1% of sales in 2022.

- **SiLO-TFX release –** The Company released the SiLO-TFX SI joint product in 2023. With full release in Q2, SI joint products sales were 27.2% of sales in 2023 (SiLO-TFX and SiLO allograft) compared to 21.7% in 2022 (SiLO allograft).
- **IRB Study –** Received IRB approval to commence the multicenter study for the DEXA-C cervical interbody system and continue to enroll patients in the study.
- **Sales force –** The Company hired new management in early 2023 to lead the sales team, added net new sales staff and reorganized its structure and compensation programs. This led to higher sales in Q4 2023 of $4,044,234 compared to $3,609,514 in Q4 2022. The Company will continue to expand its sales force in 2024.
- **Training** – Compared to 2022, the Company conducted more advanced training sessions and cadaver labs that introduced leading orthopedic, neurosurgical, and pain management physicians to the ZIP™ and SiLO™ implants.

OVERALL PERFORMANCE

Aurora Spine Corporation's consolidated financial statements are presented in US dollars which is its functional currency.

The financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

SELECTED STATEMENT OF FINANCIAL POSITION INFORMATION

The following table summarizes selected key financial data.

As at	December 31, 2023	December 31, 2022	December 31, 2021
	$	$	$
Cash	766,829	423,401	3,172,575
Receivables	3,968,439	3,666,310	2,668,174
Prepaid and other current assets	204,173	186,800	674,687
Inventory	3,562,349	3,054,173	1,889,640
Current Assets	8,501,790	7,330,684	8,405,076
Intangible Assets	753,180	881,354	854,331
Property and Equipment	2,275,478	1,910,940	1,304,242
Total Assets	11,985,076	10,122,978	10,563,649
Current Liabilities	3,273,058	3,029,599	2,627,281
Non-Current Liabilities	3,414,695	2,773,919	2,367,056
Share Capital	27,657,591	25,218,093	25,087,474

ANALYSIS OF FINANCIAL CONDITION AND FINANCIAL PERFORMANCE

Since inception, Aurora has focused on several initiatives and has become an established business in the spine market. The Company has expanded the range of products offered, applied for and received FDA approval for several products and increased the number of approved hospitals and ambulatory surgery centers where we do business.

The Company has several FDA cleared products and procedures, all designed to improve spine patient outcomes, drive continued surgeon interest, and provide unique benefits that deliver value to hospitals and patients. In 2023, management primarily focused on sales growth and designing a strategy to develop, market and launch additional products to replace or augment our current product offerings. We continued to keep our cost structure down during 2023. Overall, management has focused on building and strengthening the product foundation to support future growth. Inventory on-hand and product development is available to support our future growth.

SELECTED QUARTERLY INFORMATION

The Company's functional currency is US dollars (USD). The functional currency of the Company's US subsidiary Aurora Spine Inc. is US dollars (USD).

Operating results for each quarter for the last two fiscal years are presented in the table below.

Quarters End	**December 31, 2023**	September 30, 2023	June 30, 2023	March 31, 2023	**December 31, 2022**	September 30, 2022	June 30, 2022	March 31, 2022
	$	$	$	$	**$**	$	$	$
Revenue	**4,044,234**	3,949,530	3,568,583	2,958,088	**3,609,514**	3,648,680	4,067,166	3,551,964
Cost of goods sold	**(1,749,216)**	(1,592,530)	(1,537,410)	(1,429,987)	**(1,783,881)**	(1,706,677)	(1,926,683)	(1,650,355)
Gross profit	**2,295,018**	2,357,000	2,031,173	1,528,101	**1,825,632**	1,942,003	2,140,483	1,901,609
Operating expenses	**2,580,613**	2,606,618	2,513,587	2,191,039	**2,665,203**	2,057,655	2,367,985	2,288,186
EBITDAC*	**109,734**	120,796	(163,660)	(377,871)	**(358,311)**	150,687	96,285	(153,972)
Net loss	**(285,595)**	(249,618)	(482,414)	(662,938)	**(839,570)**	(115,652)	(159,667)	(386,577)
Basic and diluted loss per share**	**(0.00)**	(0.00)	(0.01)	(0.01)	**(0.01)**	(0.00)	(0.00)	(0.01)

***** EBITDAC is a non-GAAP, non IFRS measure defined as Earnings before Interest, Tax, Depreciation, Amortization and Stock based compensation. This amount includes Gains (losses) on sale of property and equipment and Other income (expense).
****** Outstanding options and warrants have not been included in the calculation of the diluted loss per share as they would have the effect of being anti-dilutive.

EBITDAC is a non-GAAP, non IFRS measure defined as Earnings before Interest, Tax, Depreciation, Amortization and Stock based compensation. EBITDAC is calculated as net income (loss) from continuing operations excluding interest, taxes, depreciation and amortization, and stock-based compensation, and non-recurring items. EBITDAC is intended to provide a proxy for the Company's operating cash flow and is widely used by industry analysts to compare the Company to its competitors and derive expectations of future financial performance for the Company.

EBITDAC for each quarter for the last two years are presented in the table below:

Quarters End	**December 30, 2023**	September 30, 2023	June 30, 2023	March 31, 2023	**December 31, 2022**	September 30, 2022	June 30, 2022	March 31, 2022
	$	$	$	$	**$**	$	$	$
Net Loss	**(285,595)**	(249,618)	(482,414)	(662,938)	**(839,569)**	(115,653)	(159,668)	(386,577)
Plus								
Interest	**47,491**	49,911	46,999	40,768	**41,455**	40,953	41,962	39,234
Taxes	**-**	-	-	-	**-**	-	-	-
Depreciation	**256,633**	256,633	206,633	201,125	**336,472**	183,737	182,963	152,637
Amortization	**34,666**	36,640	33,390	23,478	**64,110**	3,654	3,654	3,653
Stock-Based Compensation	**56,539**	27,230	31,732	19,696	**39,221**	37,996	27,374	37,081
EBITDAC	**109,734**	120,796	(163,660)	(377,871)	**(358,311)**	150,687	96,285	(153,972)

Since the Company has been in the development stage, quarterly operating results have varied in the past and may vary substantially in the future. Accordingly, the information above is not necessarily indicative of results for any future quarter.

Comparative - Three Months Ended December 31, 2023 and 2022

During the three months ended December 31, 2023 we generated revenues in the amount of $4,044,234 compared to $3,609,514 during the same period the previous year, an increase of $434,720 or 12.0%. The quarter saw increased activity in the pain market with increased SI joint implant sales due to SiLO TFX release and continued growth in Zip implants. We have also been targeting the pain market with increased marketing, training, new product releases, and an increase in the sales force. This has resulted in a changing product mix with large increases in our ZIP 51 and SiLO TFX sales.

During the current quarter, cost of sales was $1,749,216 and gross profit was $2,295,018 as compared to $1,783,881 and $1,825,633, respectively, in the comparable period last year. Gross margin in the current period was 56.7% of revenue compared to 50.6% of revenue in the comparable period. Margin was higher due to increased sales of higher margin implants and lower distributor commissions, offset by higher shipping and royalty costs.

Operating expenses during the current quarter were $2,580,613 compared to $2,665,203 during the same period the previous year, a decrease of $84,589. Operating expenses are lower during the current quarter primarily due to a

decrease in research and development, marketing costs, and software costs offset by higher salary costs. Salary costs increased as the Company hired more salespeople.

Executive compensation during the quarter was $156,153 compared to $148,276 during the same period the previous year. Salary expenses during the quarter were $889,879 compared to $551,272 during the same period the previous year. The Company hired new salespeople in Q3 and Q4 2024 and paid higher internal commission rates. Commissions were also higher due to higher sales.

Consulting fees incurred during the current quarter were $170,124 compared to $107,499 during the same period the previous year. These fees reflect amounts paid to independent sales consultants and physicians consulting on new and existing products. The increase was due to more projects being completed in 2023 including SiLO TFX and the updating of instruments.

General and administrative expenses were $467,095 during the current quarter compared to $584,016 during the same period the previous year. General and administrative expenses include business travel, office expenses, supplies, and foreign exchange gain or loss. The decrease is due to decreased software costs and bad debt expenses. General and administrative expenses include professional fees of $143,937 during the current quarter compared to $122,436 in the same period the previous year. Professional fees include costs related to legal fees, regulatory audits, financial audits, and tax preparation. Professional fees are included in general and administrative expenses.

Research and development expenses during the current quarter were $271,208 compared to $486,013 during the same period the previous year. The study related fees were lower as the Zip study finished enrollment, and as R&D projects completed in 2023 expenses were lower in Q4.

Marketing costs were $76,763 during the current quarter compared to $179,421 in the same period the previous year. Marketing expenses primarily relate to tradeshow attendance, advertising, and promotion and lab training. Lab trainings are used to train doctors on the Company's products and promote new products in a lab setting in which instruments and implants can be evaluated by doctors on a cadaver. Marketing costs were lower as training in Q4 2023 was lower and expenses related to society meetings were lower.

Insurance expenses during the current quarter were $154,061 compared to $127,448 during the same period the previous year. Insurance expenses include health insurance for the employees and premium costs for product insurance and general liability insurance. The increase is primarily due to health insurance due to a higher head count in 2023.

As a result of the above, EBITDAC during the three months ended December 31, 2023, was $109,734 compared to ($358,311) during the same period the previous year, an improvement of $468,046.

Cash Flows – Three Months Ended December 31, 2023 and 2022

Cash flows used in operating activities during the three months ended December 31, 2023, were $877,098, primarily consisting of the operating loss reduced by deprecation and non-cash share-based compensation and adjusted for changes in working capital components during the period.

Cash flows used in operating activities during the three months ended December 31, 2022, were $204,830, primarily consisting of the operating loss reduced by deprecation and non-cash share-based compensation and adjusted for changes in working capital components during the period.

Cash flows from financing activities during the three months ended December 31, 2023, were $1,234,115 due to private placement and warrant purchase during the quarter. Cash flows from financing activities in 2022 were $60,246.

Cash flows from investing activities during the three months ended December 31, 2023, was $36,428 and used in 2022 were $45,092. These amounts relate primarily to the purchase of instruments used by surgeons to implant devices. There was an adjustment to Q4 2024 that lowered instruments by $108,184.

Comparative - Years Ended December 31, 2023 and 2022

During the year ended December 31, 2023, we generated revenues of $14,520,436 compared to $14,877,324 during the previous year. This is a decrease of $356,888 or -2.4% primarily due to medical coding changes in the SiLO allograft product and decreased cervical implant sales. The year saw medical coding changes for the SiLO allograft implant that led to decreased sales, however the Company released the SiLO TFX implant that was sold under the existing medical coding. The SiLO allograft implant was given a permanent code in 2024. There was increased activity at ambulatory surgical centers and pain centers (where patient stays are much shorter in duration). We have also been targeting the pain market with increased marketing and development (clinical studies) efforts. This has resulted

in a changing product mix, including a $1.28 million increase in our ZIP sales offset by lower usage of lumbar screws and cervical cages and plates.

During the year ended December 31, 2023, cost of goods sold was $6,309,144 and gross profit was $8,211,292 or 56.5% of revenues. During the year ended December 31, 2022, cost of goods sold was $7,067,596 and gross profit was $7,809,728 or 52.5% of revenues. The change in margin is due in part to the changing product mix, particularly an increase in higher margin ZIP and SiLO TFX sales.

Operating expenses during the current year were $9,891,855 compared to $9,379,029 in the same period last year. The increase in operating expenses was primarily due to increased payroll, restructured commissions and insurance. The Company hired more salespeople for direct sales.

Executive compensation was comparable to the prior year at $557,109 during the current year compared to $518,821 during the previous year.

Salaries expenses were $3,129,426 during the current year compared to $2,454,105 during the previous year. The increase was due to an increased sales staff and increased commissions related to increased commission rates and more direct sales.

Consulting fees incurred during the year were $572,011 compared to $391,863 during the previous year. These fees reflect amounts paid to independent sales consultants and physicians consulting on new and existing products.

General and administrative expenses during the current year were $1,843,783 compared to $2,094,273 during the previous year. General and administrative expenses relate to general business operations including business travel, office expenses, licenses and permits, fees and foreign exchange gain or loss, and professional fees. The Company controlled general and administrative expenses in 2023 with lowered software costs and fewer travel expenses as compared to 2022. General and administrative expenses include professional fees of $476,432 during the current quarter compared to $532,420 in the same period the previous year. Professional fees include costs related to investor relations, legal fees, regulatory audits, financial audits, and tax preparation. There were fewer costs related to investor relations in 2023 as compared to 2022.

Research and development expenses during the current year were $1,114,259 compared to $1,160,313 during the previous year. Research and development expenses primarily relate to the development of new products and the enhancements to our existing product lines. As the Company completed research and development projects in 2023 the Company saw fewer expenses in the last half of the year.

Marketing costs during the current year were $722,290 compared to $1,045,957 during the previous year. Marketing expenses primarily relate to trade show attendance, advertising, promotion and physician training. The decrease was mainly due to a change in how the Company trained physicians, training in smaller regional labs as compared to large quarterly labs in 2022.

Insurance expense during the current year was $583,414 compared to $477,542 during the previous year. Insurance expense includes health insurance for employees and premium costs for product insurance and general liability insurance. The increase is mainly due to increased health insurance due to a higher head count.

Interest expense during the current year was $185,170 compared to 163,603 during the previous year. The expense relates to the interest on the related party note and the lease liability. The increase relates to the lease liability which include the renewed building lease.

Cash Flows – Year Ended December 31, 2023 and 2022

Cash flows used in operating activities during the current year were $935,061, consisting of the operating loss decreased primarily by depreciation, loan interest and non-cash share-based remuneration adjusted for changes in working capital. Changes in working capital primarily include increases in accounts receivable, prepaid, inventory and decrease in accounts payable.

Cash flows used in operating activities during the previous year were $1,557,816, consisting of the operating loss decreased primarily by depreciation, an inventory adjustment for obsolescence, loan interest and non-cash share-based remuneration adjusted for changes in working capital. Changes in working capital primarily include increases in accounts receivable, decrease in prepaid expenses, increase in inventory and accounts payable.

Cash flows from financing activities during the year current year were $1,757,619, resulting primarily from a private placement and warrant purchases offset by issuance costs and repayment of lease liability.

Cash flows used in financing activities during the previous year were $318,153, resulting primarily from principal paid on leases offset by warrants exercised.

Cash flows used in investing activities during the current year ended December 31, 2023, were $479,130 resulting primarily from additions to property and equipment. Cash flows used in investing activities during the year ended December 31, 2022, were $873,205 resulting primarily from additions to property and equipment and intangibles.

LIQUIDITY AND CAPITAL RESOURCES

Our objective is to maintain enough liquid resources to meet operational requirements. As at December 31, 2023, we had cash of $766,829 (2022 - $423,401). Working capital as at December 31, 2023 is $5,228,732 (2022 - $4,301,085).

Our principal uses of cash since inception have been for the development of our products, general and administrative activities, compensation and advertising and marketing efforts. Going forward, additional funds will be needed for continued product development and marketing as we continue our commercialization efforts.

In the event we are unable to generate significant revenue and achieve profitable net income in the long term, we will rely on equity and debt financing to fund our cash requirements. There is no guarantee that our operations will yield positive results in the future. There can be no assurance that new capital will be available as necessary to meet our continuing expenditures (if required), or if the capital is available, that it will be on terms acceptable to us.

COMMITMENTS, CONTINGENCIES AND OFF-BALANCE SHEET ARRANGEMENTS

Lease Commitment

At December 31, 2023, the liability related to the right of use assets is $1,084,294 of which $853,195 (2022- $356,419) is non-current and $231,098 (2022- $196,693) is current. During the year the Company entered into a new building lease for six years.

The lease liability is secured by the related underlying asset. Future minimum lease payments as at December 31, 2023 are as follows:

December 31, 2023	Within 1 year	1-2 years	2-3 years	3-4 years	4-5 years	5-6 years	Total
Lease payments	$ 276,692	$ 268,608	$ 271,728	$ 184,630	$ 173,475	$43,771	$ 1,218,904
Finance charges	46,352	36,815	26,933	17,021	7,827	421	135,369
	$ 323,044	$ 305,423	$ 298,662	$ 201,651	$ 181,301	$44,192	$ 1,354,273

Payments related to short-term leases were expensed on a straight-line basis. The expense related to these payments not included in the lease liability was $Nil for the year ended December 31, 2023 ($nil for year ended December 31, 2022).

COMMITMENTS

In November 2013, the Company entered into an asset agreement whereby the Company has agreed to pay a royalty payment of 5% for all sales of the Discovery PEEK cervical implants quarterly, within 30 days of the end of each calendar quarter for as long as the Company sells the implants. Gross sales are defined as total selling price, excluding taxes. Royalties of $7,518 were paid in 2023 ($29,502 in 2022).

In November 2018, the Company entered into an agreement whereby the Company has agreed to pay a 7% royalty for sales of the SiLO TFX implant quarterly, within 45 days of the end of each quarter. The license agreement allows the Company to offset the royalties earned with training expenses related to the SiLO TFX implant up to the royalty amount. Royalties expensed in 2023 were $192,197. The implant was first sold in 2023.

On September 27, 2021, the Company entered into an asset agreement whereby the Company has agreed to pay a royalty payment of 3% of net sales of the Hydra product for a period of 10 years following commercialization and issued 50,000 stock options upon execution and will grant up to an additional 300,000 stock options based on the achievement of specific milestones. Royalties of $1,769 were paid in 2023 ($nil in 2022)

The company enters into royalty agreements for consulting work. No single device has more than a 7% royalty.

Other

The Company had no other commitments for material capital expenditures, no contingencies, and no off-balance sheet arrangements, other than the above-mentioned items.

TRANSACTIONS BETWEEN RELATED PARTIES

The Company's related parties include key management and personnel that have authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management are the members of the Board of Directors, the chief executive officer, the chief financial officer, the chief technology officer and chief legal officer. Unless otherwise stated, none of the transactions incorporated special terms and conditions and no guarantees were given or received. Outstanding balances are usually settled in cash.

The following comprises the remuneration of key management of the Company:

	2023	2022
Salaries	$ 557,109	$ 518,821
Share-based compensation	20,945	2,579
Total	$ 578,054	$ 521,400

As at December 31, 2023 and 2022, there is an outstanding secured promissory note to a director of the Company with a principal amount of $1,600,000 which bears an interest rate of 9% per annum and is due on or before June 2025. As at December 31, 2023 and 2022, the accrued interest related to the loan is $961,500 and $817,500, respectively. The note is secured by the tangible and intangible assets of the Company. Interest expense of $144,000 (2022 - $144,000) was accrued during the year ended December 31, 2023.

PROPOSED CORPORATE TRANSACTIONS

The Company purchased the assets of a supplier for $207,000 in March 2024. The Company is not a party to any other proposed transaction that may influence the financial condition, results of operations or cash flows or qualify as a proposed asset or business combination.

ACCOUNTING POLICIES

Cash and cash equivalents

Cash and cash equivalents include demand deposits held with banks with original maturities of less than 90 days. Cash equivalents are carried at fair value. The Company only has cash held at US-based federally insured bank as at December 31, 2023 and December 31, 2022.

Inventories

Inventories are initially recognized at cost and subsequently stated at the lower of cost and net realizable value. The Company's inventory primarily consists of implants and consumables (devices consumed in surgery). Costs of each type of inventory is determined using the weighted average method and includes amounts incurred to acquire, sterilize and prepare the products for sale. The Company outsources its manufacturing operations.

Net realizable value is estimated selling price less applicable selling expenses. If carrying value exceeds net realizable amount, an adjustment is recognized. The adjustment may be reversed in a subsequent period if the circumstance that caused it no longer exists. When inventories are sold, the carrying amounts of inventories are recognized as an expense in the period that the related revenue is recognized.

The Company holds some third-party inventory on consignment which is sold to customers. The consignment inventory is not included in the Company's inventory as the third-party retains title to the inventory. The Company records inventory on the statement of financial positions when legal ownership is transferred.

Property and equipment

Property and equipment are recorded at cost and are depreciated over the estimated useful lives of the assets.

Management reviews the estimated useful lives, residual values and depreciation method at each year end, accounting for the effect of any changes in estimate on a prospective basis.

Intangible assets and research costs

The Company capitalizes the cost of intangible assets in accordance with IAS 38 – Intangible Assets. Management identifies these acquired or created intangible assets if it determines that a future economic value exists, and the costs are reliably measurable. These costs may include the acquisition of intellectual property and licenses, preparing the products to enter medical testing, and government approval. The cost of these assets is amortized over the useful life of the product once ready for use. Intellectual property and patents are amortized over 20 years and license agreements are amortized over 5 years, unless the economic life is shorter.

Annually, management assesses and estimates impairment and each asset remaining useful life. As at December 31, 2023 and 2022, management's assessment of impairment is based on the following judgements:

i) Intellectual rights are not expected to expire in the near term.

ii) The Company is continuing with further development and sales related to the assets.

Research costs are expensed as incurred. Expenditures on development activities are capitalized only if the product or process is technically and commercially feasible, development costs can be measured reliably, future economic benefits are probable, the Company intends to use or sell the asset, and the Company intends and has enough resources to complete development.

Impairment of property and equipment and intangible assets

At the end of each reporting period, management reviews the carrying amounts of its tangible and intangible assets to determine if those assets may have suffered an impairment loss. If it appears so, management estimates the asset's recoverable amount to determine the extent of the impairment loss, if any. When it is not possible to estimate a specific asset's recoverable amount, management estimates the recoverable amount of the cash-generating unit to which the asset belongs. The company has three cash-generating units: commissions, distributor sales for resale, and sales to hospitals and ambulatory surgery centers. Where a reasonable and consistent basis of allocation can be identified, assets are also allocated to specific cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the Company discounts estimated future cash flows to their present value using a pre-tax discount rate reflecting current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.
If an asset or cash-generating unit's recoverable amount is estimated to be less than its' carrying amount, the carrying amount is reduced to its recoverable amount, recognizing an impairment loss immediately in the statements of comprehensive loss. Where an impairment loss subsequently reverses, the carrying amount is increased to the revised estimate of its recoverable amount, without exceeding the carrying amount that would have been determined if no impairment loss had been recognized in prior years. A reversal of an impairment loss is recognized immediately in the consolidated statements of loss and comprehensive loss.

Revenue

The Company derives its revenues primarily from the sale of spinal surgery implants, consumable products used in spinal surgeries and service revenue for referring products to its customers. Revenue from the sale of products and services are recognized when the significant risks and rewards of ownership have been transferred to the customer, the sales price and costs can be measured reliably, and it is probable that the economic benefits will flow to the Company. These criteria are generally met at the time the product is delivered to the customer, title and risk have passed to the customer and acceptance of the product has been obtained.

To determine whether to recognize revenue, the Company follows a 5-step process:
Step 1: Identify the contract(s) with the customer
Step 2: Identify the performance obligations in the contract
Step 3: Determine the transaction price
Step 4: Allocate the transaction price to the performance obligations in the contract
Step 5: Recognize revenue when the entity satisfies a performance obligation

Revenue is recognized when the Company satisfies performance obligations by transferring the promised goods to the customer or when the product has been used in surgery.

For sales to Hospitals, the Company generally satisfies its performance obligation and transfers control to the customer when the medical device is implanted in the patient. Revenue is recorded at the estimated amount of consideration to which the Company expects to be entitled.

For sales to Distributors, the Company generally satisfies its performance obligation and transfers control to the customer when the medical devices are shipped to the distributor. Revenue is recorded at the estimated amount of consideration to which the Company expects to be entitled.

Commission sales are generally for the use of third-party biologics during surgery in conjunction with the Company's medical devices. The third-party bills the hospital and remits a commission to the Company. The company records net revenue as an agent on the basis that the Company does not bear inventory or credit risk.

Cost of goods sold

Cost of goods sold includes the cost of sold manufactured finished goods inventory and the related packaging, distribution and transportation costs. Additionally, inventory adjustments related to excess, expired or obsolete inventory are expensed to cost of goods sold.

Provisions

The Company recognizes a provision when it has a present obligation (legal or constructive) as a result of a past event, it is probable that it will be required to settle the obligation, and it can make a reliable estimate of the amount of the obligation. The amount it recognizes as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

Share-based compensation

When equity-settled stock options are awarded to employees, the fair value of the stock options at the date of grant is charged to the statements of comprehensive loss over the vesting period. Performance vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognized over the vesting period is based on the number of options that eventually vest. Non-vesting conditions and market vesting conditions are factored into the fair value of the options granted. As long as all other vesting conditions are satisfied, a charge is made irrespective of whether these vesting conditions are satisfied. The cumulative expense is not adjusted for failure to achieve a market vesting condition or where a non-vesting condition is not satisfied.

When the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after modification, is also charged to the statement of comprehensive loss over the remaining vesting period. Where equity instruments are granted to employees, they are recorded at the fair value of the equity instrument at the grant date. The grant date fair value is recognized in the statements of comprehensive loss over the vesting period, described as the period during which all the vesting conditions have been met.

When equity instruments are granted to non-employees, they are recorded at the fair value of the goods or services received in the statements of comprehensive loss, unless they are related to the issuance of shares. Amounts related to the issuance of shares are recorded as a reduction of share capital. When the value of goods and services received in exchange for the share-based payment cannot be reliably estimated, the fair value is measured by use of a valuation model. The expected life used in the model is adjusted, based on management's best estimate, for the effects of exercise restrictions, and behavioral considerations. Equity settled share-based payments are reflected in share-based compensation reserve until exercised. Upon exercise, shares are issued from treasury and the amount reflected in share-based compensation reserve is credited to shareholders' capital, adjusted for any considerations. Any adjustment to cumulative share-based compensation resulting from a revision, such as changes in vesting expectations due to forfeitures or cancelations, is recognized in the current period.

Loss per share

Loss per share is computed by dividing net loss by the weighted average number of shares outstanding during the period. The computation of diluted loss assumes the conversion, exercise or contingent issuance of securities only when such conversion, exercise or issuance would have a dilutive effect on earnings per share. The dilutive effect of convertible securities is reflected in diluted loss per share by application of the "if converted" method. The dilutive effect of outstanding options and warrants and their equivalents is reflected in diluted earnings per share by application of the treasury stock method. In years when the Company reports a comprehensive loss, the effect of potential issuances of shares under options and warrants would be anti-dilutive, and therefore, basic and diluted loss per share are the same.

Foreign currency translation

The Company's functional currency is the US dollar ("USD"). The Company's subsidiaries functional currencies are the USD for Aurora Spine, Inc. and Aurora Spine Europe Limited. Monetary assets and liabilities denominated in a foreign currency are translated to USD at exchange rates in effect at the end of the reporting period and non-monetary assets are transferred at rates of exchange in effect when the assets were acquired, or obligations incurred. Revenue and expenses are translated at rates in effect at the time of the transactions. Foreign exchange gains and losses are included in statements of loss and comprehensive loss.

Financial instruments

Financial assets

Recognition and initial measurement

The Company recognizes financial assets when it becomes party to the contractual provisions of the instrument. Financial assets are measured initially at their fair value plus, in the case of financial assets not subsequently measured at fair value through profit or loss, transaction costs that are directly attributable to their acquisition. Transaction costs attributable to the acquisition of financial assets subsequently measured at fair value through profit or loss are expensed in profit or loss when incurred.

Classification and subsequent measurement

On initial recognition, financial assets are classified as subsequently measured at amortized cost, fair value through other comprehensive income ("FVOCI") or fair value through profit or loss ("FVTPL"). The Company determines the classification of its financial assets, together with any embedded derivatives, based on the business model for managing the financial assets and their contractual cash flow characteristics.

Financial assets are classified as follows:

- Amortized cost - Assets that are held for collection of contractual cash flows where those cash flows are solely payments of principal and interest are measured at amortized cost. Interest revenue is calculated using the effective interest method and gains or losses arising from impairment, foreign exchange and derecognition are recognized in profit or loss. Financial assets measured at amortized cost are comprised of accounts receivable.
- Fair value through other comprehensive income - Assets that are held for collection of contractual cash flows and for selling the financial assets, and for which the contractual cash flows are solely payments of principal and interest, are measured at fair value through other comprehensive income. Interest income calculated using the effective interest method and gains or losses arising from impairment and foreign exchange are recognized in profit or loss. All other changes in the carrying amount of the financial assets are recognized in other comprehensive income. Upon derecognition, the cumulative gain or loss previously recognized in other comprehensive income is reclassified to profit or loss. The Company does not hold any financial assets measured at fair value through other comprehensive income.
- Mandatorily at fair value through profit or loss - Assets that do not meet the criteria to be measured at amortized cost, or fair value through other comprehensive income, are measured at fair value through profit or loss. All interest income and changes in the financial assets' carrying amount are recognized in profit or loss. Financial assets mandatorily measured at fair value through profit or loss comprised of cash.
- Designated at fair value through profit or loss – On initial recognition, the Company may irrevocably designate a financial asset to be measured at fair value through profit or loss to eliminate or significantly reduce an accounting mismatch that would otherwise arise from measuring assets or liabilities, or recognizing the gains and losses on them, on different bases. All interest income and changes in the financial assets' carrying amount are recognized in profit or loss. The Company does not hold any financial assets designated to be measured at fair value through profit or loss.

Business model assessment

The Company assesses the objective of its business model for holding a financial asset at a level of aggregation which best reflects the way the business is managed, and information is provided to management. Information considered in this assessment includes stated policies and objectives.

Contractual cash flow assessment

The cash flows of financial assets are assessed as to whether they are solely payments of principal and interest based on their contractual terms. For this purpose, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money, the credit risk associated with the

principal amount outstanding, and other basic lending risks and costs. In performing this assessment, the Company considers factors that would alter the timing and amount of cash flows such as prepayment and extension features, terms that might limit the Company's claim to cash flows, and any features that modify consideration for the time value of money.

Impairment

The Company recognizes a loss allowance for the expected credit losses associated with its financial assets, other than financial assets measured at fair value through profit or loss. Expected credit losses are measured to reflect a probability-weighted amount, the time value of money, and reasonable and supportable information regarding past events, current conditions and forecasts of future economic conditions.

The Company applies the simplified approach for accounts receivable. Using the simplified approach, the Company records a loss allowance equal to the expected credit losses resulting from all possible default events over the assets' contractual lifetime.

The Company assesses whether a financial asset is credit-impaired at the reporting date. Regular indicators that a financial instrument is credit-impaired include significant financial difficulties as evidenced through borrowing patterns or observed balances in other accounts and breaches of borrowing contracts such as default events or breaches of borrowing covenants. For financial assets assessed as credit-impaired at the reporting date, the Company continues to recognize a loss allowance equal to lifetime expected credit losses.

For financial assets measured at amortized cost, loss allowances for expected credit losses are presented in the statements of comprehensive loss as a deduction from the gross carrying amount of the financial asset. Financial assets are written off when the Company has no reasonable expectations of recovering all or any portion thereof.

Derecognition of financial assets

The Company derecognizes a financial asset when its contractual rights to the cash flows from the financial asset expire.

Financial liabilities

Recognition and initial measurement

The Company recognizes a financial liability when it becomes party to the contractual provisions of the instrument. At initial recognition, the Company measures financial liabilities at their fair value plus transaction costs that are directly attributable to their issuance, except for financial liabilities subsequently measured at fair value through profit or loss for which transaction costs are immediately recorded in profit or loss.

Classification and subsequent measurement

Subsequent to initial recognition, all financial liabilities are measured at amortized cost using the effective interest rate method. Interest, gains and losses relating to a financial liability are recognized in profit or loss.

Derecognition of financial liabilities

The Company derecognizes financial liabilities only when its contractual obligations are discharged, cancelled or expire.

Financial instruments

The financial instruments of the Company are classified as follows:

	IFRS 9	
	Classification	Measurement
Cash and cash equivalents	FVTPL	Fair value
Notes receivable	FVTPL	Fair value
Accounts receivable	Amortized cost	Amortized cost
Due to related parties	Other financial liabilities	Amortized cost
Accounts payables	Other financial liabilities	Amortized cost

The Company classifies financial instruments recognized at fair value in accordance with a fair value hierarchy that include the inputs used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in

active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

- Level 1 - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 - valuation techniques based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 - valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Financial assets at Fair Value Through Profit or Loss ("FVTPL") are measured at fair value at the date of the statement of financial position with any gain or loss recognized immediately in net income. Interest and dividends earned from these assets are also included in net income for the period. Cash is the only item currently classified as financial assets at FVTPL and is a Level 1.

Accounts receivable are measured at amortized cost using the effective interest method. Any gains or losses are recognized in the Statement of Comprehensive Loss. Other financial liabilities are measured at amortized cost using the effective interest method with interest expense recognized on an effective yield basis. This classification applies to the majority of the Company's financial liabilities, including accounts payables.

Income taxes

Income tax expense consists of current and deferred tax expense. Current and deferred tax are recognized in profit or loss except to the extent that it relates to items recognized directly in equity or other comprehensive loss.

Current tax is recognized and measured at the amount expected to be recovered from or payable to the taxation authorities based on the income tax rates enacted at the end of the reporting period and includes any adjustment to taxes payable in respect of previous years.

Deferred tax is recognized on any temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable earnings. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized, and the liability is settled. The effect of a change in the enacted or substantively enacted tax rates is recognized in net earnings and comprehensive loss or in equity depending on the item to which the adjustment relates. Deferred tax assets are recognized to the extent future recovery is probable. At each reporting period end, deferred tax assets are reduced to the extent that it is no longer probable that enough taxable earnings will be available to allow all or part of the asset to be recovered.

Leases

The Company has four leases which fall within the scope of IFRS 16. Additional information regarding the lease is in Note 14 – Leases. The Company has recognized a right-of-use asset ("ROU") representing its rights to use the underlying asset and a lease liability representing its obligation to make lease payments. The lease liability is initially measured at the present value of the lease payments outstanding at the date of transition, discounted using the Company's incremental borrowing rate which was determined to be between 1.50% to 10.2%. The right-of use asset is presented in 'Property and equipment' and the current and long-term portions of the lease liability are separately presented in the Statement of Financial Position.

The Company has also elected to not recognize right-of-use assets and lease liabilities for leases that have a lease term of 12 months or less and for leases of low-value assets, which were determined to be $5,000 or less in annual payments. The Company will also account for leases for which the lease term ends within 12 months as short-term leases.

FINANCIAL RISK MANAGEMENT

The Company manages risk through established policies that provide management control to mitigate risk over operations. These policies provide for risk identification and assessment, and that appropriate and effective procedures are in place to mitigate risk. Market risk is the risk that the fair value of a financial instrument will fluctuate because of changes in market prices. For purposes of this disclosure, market risk is segregated into three categories: other market risk, interest rate risk and currency risk. Other risks associated with financial instruments include credit risk, concentration and liquidity risk.

Credit risk

Credit risk arises when a failure by counterparties to discharge their obligations could reduce the amount of future cash inflows from financial assets on hand at the end of the reporting period.

Cash

The Company minimizes its exposure to credit risk by keeping all of its cash as cash on deposit in a FDIC (Federal Deposit Insurance Corporation) US-based bank. Management assesses the credit risk as negligible.

Accounts receivables

The exposure to credit risk for the Company's accounts receivable is considered minimal because its customer base is established and continuously monitored. Management consistently assesses customers for counter party risks.

The Company applies the simplified approach to providing for expected credit losses as prescribed by IFRS 9, which permits the use of the lifetime expected loss provision for all accounts receivables and contract assets. The loss allowance provision is based on the Company's historical collection and loss experience and incorporates forward-looking factors, where appropriate. The provision matrix below shows the excepted credit loss rate at each aging category of receivables.

Individual receivables which are known to be uncollectible are expensed by reducing the carrying amount to zero. Other receivables are assessed collectively to determine whether there is objective evidence that an impairment has been incurred, but not yet been identified. The Company maintains an expected credit loss that represents an estimate of the uncollectible amounts based on historical experience. The loss allowance provision is reduced by collections of receivables after the reporting date.

The Company considers an impairment if any of the following indicators are present:

- significant financial difficulties of the debtor;
- probability that the debtor will enter bankruptcy or financial reorganization; and/or
- default or delinquency in payments

Foreign currency risk

The prices paid by the Company's subsidiary for services and supplies are paid in US dollars. The Company raised funds in Canadian dollars, which have been converted to US dollars. All financial instruments are denominated in US dollars. The Company has foreign currency risk as it raises money in CAD and converts to USD. Currency risk as at December 31, 2023 and 2022 is not deemed to be a risk to be hedged at the present time.

Interest rate risk

Interest rate risk arises because of changes in market interest rates. Other than leases, the Company has no third-party borrowings bearing interest and considers itself to have minimal exposure to cashflow interest rate risk.

Liquidity risk

Liquidity risk includes the risk that the Company will not be able to meet operational liquidity requirements to conduct its business.

The Company's operating cash requirements include general, administrative and amounts necessary to obtain inventory and regulatory approval expenses to commercialize its products. The Company's objective is to maintain enough liquid resources to meet operational requirements and product line expansion.

The Company's current assets exceed current liabilities by $5,228,732 (December 31, 2022 - $4,301,085). The Company's continuing operations are dependent upon its ability to generate cash flow from operations and secure additional equity capital, none of which are assured. There can be no assurances that the Company's activities will be successful or that sufficient funds can be raised in a timely manner.

Capital management

The Company's objective when managing capital, defined as its debt and equity, is to safeguard the entity's ability to continue as a going concern so that it can provide returns for shareholders. The Company is not subject to any externally imposed capital requirements. Management's objective is to ensure adequate working capital to fund operations and commercialize and distribute products. If necessary, it will use the sale of equity or asset-based

borrowing to fund business operations to meet objectives. The Company's management considers its capital to be the aggregate of shareholders' equity, comprising share capital, warrants, share-based remuneration reserve and deficit, which at December 31, 2023 and 2022 was $5,297,323 and $4,316,960, respectively.

ADDITIONAL INFORMATION AND CONTINUOUS DISCLOSURE

This MD&A was prepared as of April 29, 2024. The Company regularly discloses additional information through the filing of press releases, material change reports, financial statements, quarterly and annual reports on SEDAR at http://www.sedarplus.ca, and on our website at www.auroraspine.us.

This report was approved on April 29, 2024.