

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q

(Mark One)

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended September 30, 2026

OR

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

Commission file number: 001-35636

Everforth, Inc.

(Exact name of registrant as specified in its charter)

Delaware

95-4023433

(State or other jurisdiction of incorporation or organization)

(I.R.S. Employer Identification No.)

4400 Cox Road, Suite 110, Glen Allen, Virginia

23060

(Address of Principal Executive Offices)

(Zip Code)

(888) 482-8068

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class

Trading Symbol

Name of exchange on which registered

Common Stock

EFOR

NYSE

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. ☒ Yes ☐ No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). ☒ Yes ☐ No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

☒

Accelerated filer

☐

Non-accelerated filer

☐

Smaller reporting company

☐

Emerging growth company

☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

☐ Yes ☒ No

At October 23, 2026, the total number of outstanding shares of the Common Stock of Everforth, Inc. (the "Company") (\$0.01 par value) was 41.1 million.

EVERFORTH, INC. AND SUBSIDIARIES

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PART I — FINANCIAL INFORMATION

Item 1 — Condensed Consolidated Financial Statements (Unaudited)

EVERFORTH, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS (Unaudited)
(in millions, except share data)

	September 30, 2026	December 31, 2025
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 147.5	\$ 161.2
Accounts receivable, net	785.6	674.4
Other current assets	62.7	80.6
Total current assets	995.8	916.2
Property and equipment, net	78.6	84.5
Identifiable intangible assets, net	578.3	453.8
Goodwill	2,280.3	2,143.2
Other non-current assets	89.3	79.6
Total assets	<u>\$ 4,022.3</u>	<u>\$ 3,677.3</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ 66.3	\$ 47.2
Accrued payroll	251.9	231.4
Other current liabilities	149.1	145.7
Total current liabilities	467.3	424.3
Long-term debt	1,391.0	1,169.4
Deferred income tax liabilities	275.1	237.3
Other long-term liabilities	44.9	42.3
Total liabilities	2,178.3	1,873.3
Commitments and contingencies (Note 6)		
Stockholders' equity:		
Preferred stock, \$0.01 par value; 1.0 million shares authorized; no shares issued	—	—
Common stock, \$0.01 par value; 75.0 million shares authorized; 41.1 million and 41.7 million shares outstanding at September 30, 2026 and December 31, 2025, respectively.	0.4	0.4
Paid-in capital	741.8	713.5
Retained earnings	1,105.3	1,091.7
Accumulated other comprehensive loss	(3.5)	(1.6)
Total stockholders' equity	<u>1,844.0</u>	<u>1,804.0</u>
Total liabilities and stockholders' equity	<u>\$ 4,022.3</u>	<u>\$ 3,677.3</u>

See notes to condensed consolidated financial statements.

EVERFORTH, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME (Unaudited)
(in millions, except per share data)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
Revenues	\$ 1,031.4	\$ 1,011.4	\$ 3,006.7	\$ 3,000.3
Costs of services	739.8	714.5	2,163.9	2,134.7
Gross profit	291.6	296.9	842.8	865.6
Selling, general, and administrative expenses	217.7	212.2	668.3	643.5
Amortization of intangible assets	17.3	16.8	49.1	48.0
Operating income	56.6	67.9	125.4	174.1
Interest expense, net	(20.2)	(17.4)	(57.7)	(51.0)
Income before income taxes	36.4	50.5	67.7	123.1
Provision for income taxes	13.3	12.4	24.9	34.8
Net income	\$ 23.1	\$ 38.1	\$ 42.8	\$ 88.3
Earnings per share:				
Basic	\$ 0.56	\$ 0.88	\$ 1.04	\$ 2.02
Diluted	\$ 0.56	\$ 0.87	\$ 1.04	\$ 2.01
Shares and share equivalents used to calculate earnings per share:				
Basic	41.0	43.5	41.1	43.7
Diluted	41.1	43.7	41.2	43.9
Reconciliation of net income to comprehensive income:				
Net income	\$ 23.1	\$ 38.1	\$ 42.8	\$ 88.3
Foreign currency translation adjustment	(0.4)	(0.4)	(1.9)	3.0
Comprehensive income	\$ 22.7	\$ 37.7	\$ 40.9	\$ 91.3

See notes to condensed consolidated financial statements.

EVERFORTH, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (Unaudited)
(in millions)

	Common Stock		Paid-in Capital	Retained Earnings	Other	Total
	Shares	Par Value				
Three Months Ended September 30, 2026						
Balance at June 30, 2026	40.9	\$ 0.4	\$ 725.6	\$ 1,082.2	\$ (3.1)	\$ 1,805.1
Stock-based compensation expense	—	—	12.5	—	—	12.5
Issuances under equity plans	0.2	—	4.1	—	—	4.1
Tax withholding on restricted stock vesting	—	—	(0.4)	—	—	(0.4)
Other	—	—	—	—	(0.4)	(0.4)
Net income	—	—	—	23.1	—	23.1
Balance at September 30, 2026	<u>41.1</u>	<u>\$ 0.4</u>	<u>\$ 741.8</u>	<u>\$ 1,105.3</u>	<u>\$ (3.5)</u>	<u>\$ 1,844.0</u>

Three Months Ended September 30, 2025						
Balance at June 30, 2025	43.8	\$ 0.4	\$ 727.1	\$ 1,100.9	\$ (1.6)	\$ 1,826.8
Stock-based compensation expense	—	—	11.1	—	—	11.1
Issuances under equity plans	0.3	—	5.5	—	—	5.5
Tax withholding on restricted stock vesting	—	—	(0.8)	—	—	(0.8)
Stock repurchase and retirement of shares	(1.0)	—	(15.4)	(31.8)	—	(47.2)
Other	—	—	—	—	(0.4)	(0.4)
Net income	—	—	—	38.1	—	38.1
Balance at September 30, 2025	<u>43.1</u>	<u>\$ 0.4</u>	<u>\$ 727.5</u>	<u>\$ 1,107.2</u>	<u>\$ (2.0)</u>	<u>\$ 1,833.1</u>

	Common Stock		Paid-in Capital	Retained Earnings	Other	Total
	Shares	Par Value				
Nine Months Ended September 30, 2026						
Balance at December 31, 2025	41.7	\$ 0.4	\$ 713.5	\$ 1,091.7	\$ (1.6)	\$ 1,804.0
Stock-based compensation expense	—	—	42.2	—	—	42.2
Issuances under equity plans	0.6	—	11.0	—	—	11.0
Tax withholding on restricted stock vesting	—	—	(4.2)	—	—	(4.2)
Stock repurchase and retirement of shares	(1.2)	—	(20.7)	(29.2)	—	(49.9)
Other	—	—	—	—	(1.9)	(1.9)
Net income	—	—	—	42.8	—	42.8
Balance at September 30, 2026	<u>41.1</u>	<u>\$ 0.4</u>	<u>\$ 741.8</u>	<u>\$ 1,105.3</u>	<u>\$ (3.5)</u>	<u>\$ 1,844.0</u>

Nine Months Ended September 30, 2025						
Balance at December 31, 2024	43.8	\$ 0.4	\$ 684.2	\$ 1,097.1	\$ (5.0)	\$ 1,776.7
Stock-based compensation expense	—	—	36.8	—	—	36.8
Issuances under equity plans	0.5	—	14.2	—	—	14.2
Tax withholding on restricted stock vesting	—	—	(7.8)	—	—	(7.8)
Stock repurchase and retirement of shares	(1.7)	—	(28.6)	(78.2)	—	(106.8)
Acquisition	0.5	—	28.7	—	—	28.7
Other	—	—	—	—	3.0	3.0
Net income	—	—	—	88.3	—	88.3
Balance at September 30, 2025	<u>43.1</u>	<u>\$ 0.4</u>	<u>\$ 727.5</u>	<u>\$ 1,107.2</u>	<u>\$ (2.0)</u>	<u>\$ 1,833.1</u>

See notes to condensed consolidated financial statements.

EVERFORTH, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (Unaudited)
(in millions)

	Nine Months Ended September 30,	
	2026	2025
Cash Flows from Operating Activities		
Net income	\$ 42.8	\$ 88.3
Adjustments to reconcile net income to net cash provided by operating activities:		
Amortization and depreciation	88.1	83.6
Stock-based compensation	42.2	36.8
Other	5.8	9.2
Changes in operating assets and liabilities:		
Accounts receivable	(92.5)	(38.5)
Prepaid expenses and income taxes	2.1	(0.8)
Accounts payable	21.4	11.6
Accrued payroll	13.7	27.2
Income taxes payable	13.4	27.2
Other	(7.6)	(19.0)
Net cash provided by operating activities	129.4	225.6
Cash Flows from Investing Activities		
Cash paid for property and equipment	(27.5)	(31.2)
Cash paid for acquisitions, net of cash acquired	(283.6)	(306.1)
Net cash used in investing activities	(311.1)	(337.3)
Cash Flows from Financing Activities		
Proceeds from long-term debt	500.0	365.0
Principal payments of long-term debt	(283.3)	(230.4)
Debt issuance and amendment costs	(2.7)	—
Proceeds from employee stock purchase plan	11.0	14.2
Repurchase of common stock	(50.5)	(105.9)
Payment of employment taxes related to release of restricted stock awards	(4.2)	(7.8)
Other	(1.5)	(3.3)
Net cash provided by financing activities	168.8	31.8
Effect of exchange rate changes on cash and cash equivalents	(0.8)	1.2
Net decrease in Cash and Cash Equivalents	(13.7)	(78.7)
Cash and Cash Equivalents at Beginning of Year	161.2	205.2
Cash and Cash Equivalents at End of Period	\$ 147.5	\$ 126.5
Supplemental Disclosure of Cash Flow Information		
Cash paid for —		
Income taxes, net of refunds received	\$ 2.7	\$ 6.6
Interest	\$ 49.5	\$ 44.3
Operating leases	\$ 19.5	\$ 18.5
Noncash transactions —		
Operating lease right-of-use assets obtained in exchange for operating lease liabilities	\$ 18.9	\$ 14.7

See notes to condensed consolidated financial statements.

EVERFORTH, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

1. General

Business Description — On April 24, 2026, the Company changed its name to Everforth, Inc. from ASGN Incorporated. Everforth, Inc. and its subsidiaries ("Everforth" or the "Company") is a technology and digital engineering company that helps organizations adapt, innovate, and thrive in a world of constant change. The Company's six solution areas – AI and data, cloud and infrastructure, application and digital engineering, experience, cybersecurity, and enterprise platforms – accelerate time to value for our commercial and federal clients. Everforth provides these solutions across two segments (see *Note 9. Segment Reporting*). The Commercial Segment, which is the largest segment, provides IT solutions to Fortune 1000 and large mid-market clients across five industries: (i) Consumer and Industrial, (ii) Technology, Media, and Telecom ("TMT"), (iii) Financial Services, (iv) Healthcare, and (v) Business Services. The Federal Government Segment provides advanced IT solutions to the following four customer types: (i) Defense and Intelligence, (ii) National Security, (iii) Federal Civilian, and (iv) other clients.

Basis of Presentation — The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") and the rules of the Securities and Exchange Commission. Certain information and note disclosures normally included in annual financial statements prepared in accordance with GAAP have been condensed or omitted pursuant to those rules and regulations. The December 31, 2025 balance sheet was derived from audited financial statements. The financial statements include adjustments consisting of normal recurring items, which, in the opinion of management, are necessary for a fair presentation of the financial position of Everforth and its results of operations for the interim dates and periods set forth herein. The results for any of the interim periods are not necessarily indicative of the results to be expected for the full year or any other period. This Quarterly Report on Form 10-Q should be read in conjunction with the Company's Annual Report on Form 10-K for the year ended December 31, 2025 ("2025 10-K").

2. Balance Sheet Details

The table below presents selected balance sheet account balances (in millions):

	September 30, 2026	December 31, 2025
Other current assets:		
Prepaid expenses and income taxes	\$ 46.3	\$ 46.9
Deferred compensation plan assets	—	19.1
Other	16.4	14.6
	<u>\$ 62.7</u>	<u>\$ 80.6</u>
Other non-current assets:		
Operating lease right-of-use assets	\$ 60.4	\$ 58.0
Other	28.9	21.6
	<u>\$ 89.3</u>	<u>\$ 79.6</u>
Other current liabilities:		
Operating lease liabilities	\$ 22.2	\$ 21.0
Contract liabilities	34.9	26.2
Deferred compensation plan liabilities	—	19.1
Income taxes payable	15.5	2.1
Other	76.5	77.3
	<u>\$ 149.1</u>	<u>\$ 145.7</u>
Other long-term liabilities:		
Operating lease liabilities	\$ 41.8	\$ 41.5
Other	3.1	0.8
	<u>\$ 44.9</u>	<u>\$ 42.3</u>

In the second quarter of 2025, the Company terminated its deferred compensation plan ("DCP"). As of September 30, 2026, all remaining participant account balances had been distributed.

3. Acquisition

In March 2026, the Company acquired Quinnox Inc. (“Quinnox”), an agile, results-driven digital solutions provider, for \$290.0 million in cash. Quinnox is part of the Commercial Segment and its results of operations are included in the consolidated results of the Company from the date of its acquisition. The purchase accounting for this acquisition remains incomplete with respect to the provisional fair value of assets acquired and liabilities assumed, as management continues to gather and evaluate information about circumstances that existed as of the acquisition date. Measurement period adjustments will be recognized prospectively within 12 months from the date of acquisition. The preliminary fair value of the identifiable intangible asset and goodwill related to this acquisition is as follows (in millions):

	Estimated Useful Life in Years	
Customer relationships	13	\$ 173.6
Goodwill	—	\$ 137.4

None of the Quinnox goodwill is tax-deductible.

4. Goodwill and Identifiable Intangible Assets

Goodwill by reportable segment is as follows (in millions):

	Commercial	Federal Government	Total
Balance as of December 31, 2024	\$ 1,074.8	\$ 818.3	\$ 1,893.1
Acquisition of TopBloc	248.7	—	248.7
Translation adjustment	1.4	—	1.4
Balance as of December 31, 2025	1,324.9	818.3	2,143.2
Acquisition of Quinnox	137.4	—	137.4
Translation adjustment	(0.3)	—	(0.3)
Balance at September 30, 2026	\$ 1,462.0	\$ 818.3	\$ 2,280.3

Acquired identifiable intangible assets consisted of the following (in millions):

		September 30, 2026			December 31, 2025		
	Estimated Useful Life in Years	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount
Subject to amortization:							
Customer and contractual relationships	6 - 13	\$ 621.0	\$ 351.2	\$ 269.8	\$ 447.4	\$ 305.2	\$ 142.2
Non-compete agreements	3 - 7	21.4	20.2	1.2	21.4	18.2	3.2
Internally developed software	3	4.4	2.3	2.1	4.4	1.2	3.2
		646.8	373.7	273.1	473.2	324.6	148.6
Not subject to amortization:							
Trademarks		305.2	—	305.2	305.2	—	305.2
		\$ 952.0	\$ 373.7	\$ 578.3	\$ 778.4	\$ 324.6	\$ 453.8

Estimated future amortization expense is as follows (in millions):

Remainder of 2026	\$ 17.3
2027	53.3
2028	36.1
2029	30.7
2030	25.0
Thereafter	110.7
	\$ 273.1

5. Long-Term Debt

Long-term debt consisted of the following (in millions):

	September 30, 2026	December 31, 2025
Senior Secured Credit Facility:		
\$600 million revolving credit facility, due 2031	\$ 373.0	\$ 45.0
Term loan A	—	98.8
Term loan B, due 2030	485.0	488.8
Unsecured Senior Notes, due 2028	541.0	550.0
	1,399.0	1,182.6
Unamortized deferred loan costs	(3.0)	(4.4)
Principal payments due in the next 12 months	(5.0)	(8.8)
Long-term debt	<u>\$ 1,391.0</u>	<u>\$ 1,169.4</u>

The Company is required to make quarterly minimum principal payments on term loan B totaling \$5.0 million annually until maturity. These payments are reflected in other current liabilities on the accompanying condensed consolidated balance sheets. Considering the annual required principal payments, \$466.3 million will be due at maturity.

Senior Secured Credit Facility — In July 2026, the Company amended its revolving credit facility (the "facility") to increase the revolving credit facility (the "revolver") from \$500.0 million to \$600.0 million and extend the maturity date from February 14, 2028 to July 7, 2031, subject to certain provisions. In connection with the amendment, proceeds from borrowings under the revolver were used to repay and terminate term loan A. Following the amendment, the facility consists of term loan B and the \$600.0 million revolver.

At the Company's election, (i) term loan B bears interest at SOFR plus 1.75 percent, or the bank's base rate plus 0.75 percent, and (ii) borrowings under the revolver bear interest at SOFR plus 1.75 to 2.75 percent, or the bank's base rate plus 0.75 to 1.75 percent. A commitment fee of 0.30 to 0.45 percent is payable on the undrawn portion of the revolver.

The facility is subject to various restrictive covenants, including a maximum ratio of senior secured debt to trailing-twelve-months of lender-defined consolidated EBITDA ("leverage ratio") of 3.75 to 1, which decreases to 3.50 to 1 beginning with the quarter ending June 30, 2027 and to 3.25 to 1 beginning with the quarter ending June 30, 2028. The leverage ratio was 2.12 to 1 at September 30, 2026. The facility is secured by substantially all of the Company's assets and at September 30, 2026, the Company was in compliance with its debt covenants.

Unsecured Senior Notes — In August 2026, the Company repurchased and retired \$9.0 million principal amount of its unsecured senior notes due in 2028 in the open market at a discount of \$0.2 million, resulting in \$541.0 million outstanding at September 30, 2026. The notes bear interest at 4.625 percent payable semiannually in arrears on May 15 and November 15. These notes are unsecured obligations and are subordinate to the senior secured credit facility. These notes also contain certain customary limitations, including the Company's ability to incur additional indebtedness, engage in mergers and acquisitions, transfer or sell assets, and make certain distributions.

6. Commitments and Contingencies

We are involved in various legal proceedings, investigations, claims, indemnification claims, and litigation, including purported collective class and Private Attorneys General Act ("PAGA") actions alleging violations of wage and hour laws, job posting laws, and other actions. However, based on the facts currently available, we do not believe that the disposition of matters that are pending or asserted will have a material effect on our financial position, results of operations, or cash flows.

7. Income Taxes

For interim reporting periods, the Company's provision for income taxes is calculated using its annualized estimated effective tax rate for the year. This rate is based on its estimated full-year income and the related income tax expense for each jurisdiction in which the Company operates. The effective tax rate can be affected by changes in the geographical mix, permanent differences, and the estimate of full year pre-tax accounting income. This rate is adjusted for the effects of discrete items occurring in the period.

8. Earnings per Share

The following is a reconciliation of the number of shares and share equivalents used to calculate basic and diluted earnings per share (in millions, except per share data):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
Net income	\$ 23.1	\$ 38.1	\$ 42.8	\$ 88.3
Weighted-average number of common shares outstanding - basic	41.0	43.5	41.1	43.7
Dilutive effect of common share equivalents	0.1	0.2	0.1	0.2
Weighted-average number of common shares and share equivalents outstanding - diluted	41.1	43.7	41.2	43.9
Earnings per share:				
Basic	\$ 0.56	\$ 0.88	\$ 1.04	\$ 2.02
Diluted	\$ 0.56	\$ 0.87	\$ 1.04	\$ 2.01

9. Segment Reporting

Everforth is a technology and digital engineering company that provides IT solutions to clients across the commercial and government sectors through its two segments: Commercial Segment and Federal Government Segment (see *Note 1. General*). The Company's chief operating decision maker is its chief executive officer, and he reviews segment revenues, gross profit and operating income for each segment. He also considers forecast-to-actual variances on a monthly basis for these financial measures when making decisions about allocating resources to the segments and uses these segment financial measures in the annual budget process. Virtually all of the Company's revenues are generated in the United States. Segment information is as follows (in millions):

	Three Months Ended September 30, 2026			Nine Months Ended September 30, 2026		
	Commercial	Federal Government	Total	Commercial	Federal Government	Total
Revenues	\$ 719.9	\$ 311.5	\$ 1,031.4	\$ 2,097.1	\$ 909.6	\$ 3,006.7
Costs of services	489.9	249.9	739.8	1,433.0	730.9	2,163.9
Gross profit	230.0	61.6	291.6	664.1	178.7	842.8
Segment depreciation and other amortization	9.0	1.9	10.9	31.2	5.8	37.0
Other segment expenses	151.6	27.3	178.9	457.2	81.6	538.8
Segment SG&A expenses	160.6	29.2	189.8	488.4	87.4	575.8
Amortization of intangible assets	11.6	5.7	17.3	32.0	17.1	49.1
Segment operating income	57.8	26.7	84.5	143.7	74.2	217.9
Corporate SG&A expenses			27.9			92.5
Operating income			56.6			125.4
Interest expense, net			20.2			57.7
Income before taxes			36.4			67.7
Provision for income taxes			13.3			24.9
Net income			\$ 23.1			\$ 42.8

	Three Months Ended September 30, 2025			Nine Months Ended September 30, 2025		
	Commercial	Federal Government	Total	Commercial	Federal Government	Total
Revenues	\$ 711.3	\$ 300.1	\$ 1,011.4	\$ 2,091.6	\$ 908.7	\$ 3,000.3
Costs of services	475.4	239.1	714.5	1,404.6	730.1	2,134.7
Gross profit	235.9	61.0	296.9	687.0	178.6	865.6
Segment depreciation and other amortization	10.2	1.4	11.6	28.2	4.4	32.6
Other segment expenses	147.3	27.9	175.2	442.6	86.2	528.8
Segment SG&A expenses	157.5	29.3	186.8	470.8	90.6	561.4
Amortization of intangible assets	10.5	6.3	16.8	28.8	19.2	48.0
Segment operating income	67.9	25.4	93.3	187.4	68.8	256.2
Corporate SG&A expenses			25.4			82.1
Operating income			67.9			174.1
Interest expense, net			17.4			51.0
Income before taxes			50.5			123.1
Provision for income taxes			12.4			34.8
Net income			\$ 38.1			\$ 88.3

Costs of services include an immaterial amount of depreciation expense.

Other segment expenses include compensation-related expenses, rent, marketing, and other general and administrative expenses.

Corporate SG&A expenses include compensation-related expenses, stock-based compensation, depreciation, acquisition, integration and strategic planning expenses, and public company expenses.

In the three and nine months ended September 30, 2026, approximately 87 percent of Commercial Segment revenues were generated from time-and-materials ("T&M") contracts, with the remainder generated from firm-fixed-price contracts. Substantially all of its revenues in 2025 were generated from T&M contracts. Commercial segment revenues by industry are as follows (in millions):

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
Consumer and Industrial	\$ 230.6	\$ 236.0	\$ 685.4	\$ 685.3
Technology, Media, and Telecom	157.1	137.1	440.0	407.3
Financial Services	132.3	134.9	391.6	405.1
Healthcare	116.8	125.8	349.8	351.2
Business Services	83.1	77.5	230.3	242.7
	\$ 719.9	\$ 711.3	\$ 2,097.1	\$ 2,091.6

The Company updated its revenue disaggregation for the Commercial Segment to reflect the evolution of the Company's go-to market strategy, which is industry-focused. Prior-period revenue disaggregation has been updated to conform to the current period presentation.

Federal Government Segment revenues by customer and contract type are as follows (in millions):

Customer type:	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
Defense and Intelligence Agencies	\$ 121.5	\$ 130.7	\$ 369.8	\$ 395.8
National Security	99.8	80.7	278.6	242.1
Federal Civilian	61.5	57.1	167.4	176.9
Other	28.7	31.6	93.8	93.9
	\$ 311.5	\$ 300.1	\$ 909.6	\$ 908.7

Contract type:	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2026	2025	2026	2025
Firm-fixed-price	\$ 94.7	\$ 84.2	\$ 268.2	\$ 260.2
T&M	108.3	117.0	329.9	371.2
Cost reimbursable	108.5	98.9	311.5	277.3
	<u>\$ 311.5</u>	<u>\$ 300.1</u>	<u>\$ 909.6</u>	<u>\$ 908.7</u>

10. Fair Value Measurements

Recurring Fair Value Measurements — The carrying amounts of cash and cash equivalents, accounts receivable, accounts payable, and accrued payroll approximate their fair value based on their short-term nature.

Nonrecurring Fair Value Measurements — Certain assets, such as goodwill and trademarks, are not measured at fair value on an ongoing basis but are subject to fair value adjustments in certain circumstances, such as when there is evidence of impairment. There were no fair value adjustments for non-financial assets or liabilities during the nine months ended September 30, 2026.

The carrying amount of long-term debt recorded in the Company's accompanying condensed consolidated balance sheet at September 30, 2026 was approximately \$1.4 billion (see *Note 5. Long-Term Debt*) and its fair value was slightly less than the carrying value. The fair value for the term loan B and senior notes was determined using quoted prices in active markets for identical liabilities (Level 1 inputs). The carrying value of the revolving credit facility approximates its fair value.

Item 2 — Management’s Discussion and Analysis of Financial Condition and Results of Operations

The information in this discussion contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Such statements are based upon current expectations, as well as management's beliefs and assumptions, and involve a high degree of risk and uncertainty. Any statements contained herein that are not statements of historical fact may be deemed to be forward-looking statements. Statements that include the words "believes," "anticipates," "plans," "expects," "intends," and similar expressions that convey uncertainty of future events or outcomes are forward-looking statements. Our actual results could differ materially from those discussed or suggested in the forward-looking statements herein. Factors that could cause or contribute to such differences include those described in Item 1A. Risk Factors of our Annual Report on Form 10-K for the year ended December 31, 2025 ("2025 10-K"). In addition, as a result of these and other factors, our past financial performance should not be relied on as an indication of future performance. All forward-looking statements in this document are based on information available to us as of the filing date of this Quarterly Report on Form 10-Q and we assume no obligation to update any forward-looking statements or the reasons why our actual results may differ.

OVERVIEW

Everforth is a technology and digital engineering company that provides IT solutions to clients across the commercial and government sectors through its two segments: Commercial Segment and Federal Government Segment (see *Note 1. General* in Part I, Item 1 in this Quarterly Report on Form 10-Q).

RESULTS OF OPERATIONS FOR THE THREE MONTHS ENDED SEPTEMBER 30, 2026 COMPARED WITH THE THREE MONTHS ENDED SEPTEMBER 30, 2025

Revenues

Consolidated revenues for the quarter were \$1.0 billion, up 2.0 percent year-over-year. The table below shows our revenues by segment for the three months ended September 30, 2026 and 2025 (in millions).

	2026	2025	Change	% of Total		
				2026	2025	Change
Commercial	\$ 719.9	\$ 711.3	1.2%	69.8%	70.3%	(0.5%)
Federal Government	311.5	300.1	3.8%	30.2%	29.7%	0.5%
Consolidated	<u>\$ 1,031.4</u>	<u>\$ 1,011.4</u>	2.0%	<u>100.0%</u>	<u>100.0%</u>	

Commercial Segment revenues were approximately 70 percent of total revenues and were up 1.2 percent year-over-year. From an industry perspective, the increase was attributable to higher revenue from clients across TMT and Business Services, partially offset by lower revenue from clients in Healthcare, Consumer and Industrial, and Financial Services. Federal Government Segment revenues were approximately 30 percent of total revenues and were up 3.8 percent year-over-year. The increase was driven by higher revenue from National Security and Federal Civilian agencies, partially offset by lower revenue from Defense and Intelligence agencies, and other clients.

Gross Profit and Gross Margin

The table below shows gross profit and gross margin by segment for the three months ended September 30, 2026 and 2025 (in millions).

	Gross Profit			Gross Margin		
	2026	2025	Change	2026	2025	Change
Commercial	\$ 230.0	\$ 235.9	(2.5%)	31.9%	33.2%	(1.3%)
Federal Government	61.6	61.0	1.0%	19.8%	20.3%	(0.5%)
Consolidated	<u>\$ 291.6</u>	<u>\$ 296.9</u>	(1.8%)	<u>28.3%</u>	<u>29.4%</u>	(1.1%)

Gross profit is comprised of revenues, less costs of services, which consist primarily of compensation for our contract professionals, other direct costs, and reimbursable out-of-pocket expenses.

Consolidated gross profit declined 1.8 percent year-over-year. Gross margin for the third quarter of 2026 was 28.3 percent, a compression of 110 basis points compared with the third quarter of 2025. Gross margin for the Commercial Segment was down 130 basis points year-over-year. Contributing to the compression was (i) a lower mix of high-margin permanent placement revenues, (ii) changes in foreign currency exchange rates primarily related to our delivery center in Mexico, and (iii) a shift in solutions mix, with stronger growth in certain cloud and infrastructure services that carry lower gross margins than other offerings in our portfolio. Gross margin for the Federal Government Segment was down 50 basis points year-over-year primarily due to an increase in revenues from cost reimbursable contracts which carry a lower margin than our other contract types.

Selling, General, and Administrative Expenses

Selling, general, and administrative ("SG&A") expenses consist primarily of compensation expense for our field operations and corporate staff, information systems, rent, public company expenses, and other general and administrative expenses. SG&A expenses were \$217.7 million, compared with \$212.2 million in the third quarter of 2025. SG&A expenses included \$8.3 million in acquisition, integration, and strategic planning expenses, compared with \$4.2 million in the third quarter of 2025.

Amortization of Intangible Assets

Amortization of intangible assets was \$17.3 million, compared with \$16.8 million in the third quarter of 2025. The increase relates to the effects of the Quinnox acquisition, partially offset by older intangibles reaching the end of their useful lives.

Interest Expense, Net

Interest expense, net, which consists primarily of cash-based interest expense, amortization and adjustments to deferred loan costs, and interest income, was \$20.2 million, up from \$17.4 million in the third quarter of 2025. The increase was due to higher outstanding borrowings. The weighted-average outstanding borrowings and cash-based interest rates in the third quarter of 2026 and 2025 were \$1.45 billion and 5.3 percent, and \$1.22 billion and 5.7 percent, respectively.

Provision for Income Taxes

The provision for income taxes was \$13.3 million, up from \$12.4 million in the third quarter of 2025, despite lower income before income taxes. The effective tax rate was 36.5 percent, up from 24.6 percent in the third quarter of 2025. The increase in the effective tax rate reflects higher foreign income taxes, the non-renewal of the Work Opportunity Tax Credit ("WOTC"), and lower income before income taxes.

Net Income

Net income was \$23.1 million, down from \$38.1 million in the third quarter of 2025.

RESULTS OF OPERATIONS FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2026 COMPARED WITH THE NINE MONTHS ENDED SEPTEMBER 30, 2025

Revenues

Revenues for the first nine months of the year were \$3.0 billion, up 0.2 percent year-over-year. The table below shows our revenues by segment for the nine months ended September 30, 2026 and 2025 (in millions).

	2026	2025	Change	% of Total		Change
				2026	2025	
Commercial	\$ 2,097.1	\$ 2,091.6	0.3%	69.7%	69.7%	—%
Federal Government	909.6	908.7	0.1%	30.3%	30.3%	—%
Consolidated	<u>\$ 3,006.7</u>	<u>\$ 3,000.3</u>	0.2%	<u>100.0%</u>	<u>100.0%</u>	

Commercial Segment revenues were approximately 70 percent of total revenues and were stable year-over-year. Revenue growth in TMT more than offset declines in Business Services, Financial Services and Healthcare, while Consumer and Industrial remained relatively flat year-over-year. Federal Government Segment revenues were approximately 30 percent of total revenues and were also stable year-over-year. The increase was attributable to revenue increases from National Security agencies, offset by lower revenue from Defense and Intelligence and Federal Civilian agencies, and other clients.

Gross Profit and Gross Margin

The table below shows gross profit and gross margin by segment for the nine months ended September 30, 2026 and 2025 (in millions).

	Gross Profit			Gross Margin		
	2026	2025	Change	2026	2025	Change
Commercial	\$ 664.1	\$ 687.0	(3.3%)	31.7%	32.8%	(1.1%)
Federal Government	178.7	178.6	0.1%	19.6%	19.7%	(0.1%)
Consolidated	<u>\$ 842.8</u>	<u>\$ 865.6</u>	<u>(2.6%)</u>	<u>28.0%</u>	<u>28.9%</u>	<u>(0.9%)</u>

Consolidated gross profit declined 2.6 percent year-over-year. Gross margin for the first nine months of 2026 was 28.0 percent, a compression of 90 basis points from the first nine months of 2025. Gross margin for the Commercial Segment was down 110 basis points year-over-year. Contributing to the compression was (i) a lower mix of high-margin permanent placement revenues, (ii) changes in foreign exchange rates primarily related to our delivery center in Mexico, and (iii) a shift in solutions mix, with stronger growth in certain cloud and infrastructure services that carry lower gross margins than other offerings in our portfolio. Gross margin for the Federal Government Segment was down 10 basis points year-over-year primarily due to an increase in revenues from cost reimbursable contracts, partially offset by focused efforts to improve profitability across the contract portfolio.

Selling, General, and Administrative Expenses

SG&A expenses were \$668.3 million, compared with \$643.5 million in the first nine months of 2025. SG&A expenses in the first nine months of 2026 included \$30.9 million in acquisition, integration, and strategic planning expenses, compared with \$15.8 million in the first nine months of 2025. The increase primarily relates to costs for strategic initiatives including updates to our go-to market strategy, outsourcing of certain back-office functions, and an enterprise resource planning system implementation.

Amortization of Intangible Assets

Amortization of intangible assets was \$49.1 million, compared with \$48.0 million in the first nine months of 2025. The increase relates to the effects of the Quinnox acquisition, partially offset by older intangibles that have reached the end of their useful lives.

Interest Expense, Net

Interest expense, net was \$57.7 million, up from \$51.0 million in the first nine months of 2025. The increase was due to higher outstanding borrowings. The weighted-average outstanding borrowings and cash-based interest rates in the first nine months of 2026 and 2025 were \$1.41 billion and 5.3 percent, and \$1.21 billion and 5.6 percent, respectively.

Provision for Income Taxes

The provision for income taxes was \$24.9 million, down from \$34.8 million in the first nine months of 2025 due to lower income before income taxes. The effective tax rate was 36.8 percent, up from 28.3 percent in the first nine months of 2025. The increase in the effective tax rate reflects higher foreign income taxes, the non-renewal of the WOTC, and lower income before income taxes.

Net Income

Net income was \$42.8 million, down from \$88.3 million in the first nine months of 2025.

Commercial Segment - IT Consulting Metrics

The book-to-bill ratio represents the ratio of consulting bookings to related revenues for a specified period. Commercial IT consulting accounts for approximately 50 percent of the segment's revenues and has increased as a proportion of the segment's revenues over time. Bookings represent the value of new contracts entered into during the period, including adjustments for changes in contract scope and contract terminations. Measuring bookings involves the use of estimates and judgments and there are no independent standards or requirements governing the calculation of bookings. There is no assurance these bookings will result in future revenues.

	Three Months Ended		Trailing-Twelve-Months Ended	
	September 30,		September 30,	
	2026	2025	2026	2025
Book-to-Bill Ratio	0.9 to 1	1.0 to 1	1.1 to 1	1.2 to 1

Federal Government Segment Metrics

Contract backlog for our Federal Government Segment represents the estimated amount of future revenues to be recognized under awarded contracts, including task orders and options, at a point in time ("Contract Backlog"). These estimates are subject to change and may be affected by the execution of new contracts, the extension or early termination of existing contracts, the non-renewal or completion of current contracts, and adjustments to estimates for previously included contracts. There is no assurance our contract backlog will result in future revenues. The timing of the execution of new contracts and other changes are affected by the funding cycles of the government and can vary from quarter to quarter. New contract awards are the estimated amount of future revenues to be recognized under contracts awarded during a specified period, including adjustments to estimates for contracts awarded in previous periods ("New Contract Awards"). Information regarding New Contract Awards is not comparable to, nor should it be substituted for, an analysis of reported revenues. Due to variability, New Contract Awards are presented on a trailing-twelve-months ("TTM") basis. The book-to-bill ratio for our Federal Government Segment is the ratio of New Contract Awards to revenues for a specified period. Contract backlog coverage ratio is calculated as total Contract Backlog divided by TTM revenues.

(Dollars in millions)	TTM Ended September 30,	
	2026	2025
New Contract Awards	\$ 1,049.2	\$ 1,158.6
Book-to-Bill Ratio	0.9 to 1	1.0 to 1

(Dollars in millions)	September 30, 2026	December 31, 2025	September 30, 2025
Funded Contract Backlog	\$ 638.1	\$ 492.9	\$ 609.8
Negotiated Unfunded Contract Backlog	2,305.3	2,455.6	2,476.7
Contract Backlog	<u>\$ 2,943.4</u>	<u>\$ 2,948.5</u>	<u>\$ 3,086.5</u>
Contract Backlog Coverage Ratio	2.5 to 1	2.5 to 1	2.6 to 1

Liquidity and Capital Resources

Our working capital, which is current assets less current liabilities, at September 30, 2026, was \$528.5 million, and our cash and cash equivalents were \$147.5 million. Our cash flows from operating activities have been our primary source of liquidity and have been sufficient to meet our working capital and capital expenditure needs. At September 30, 2026, we had approximately \$227.0 million available under the \$600.0 million revolving credit facility. We believe that our cash and cash equivalents on hand, expected operating cash flows, and availability under our revolving credit facility will be sufficient to fulfill our obligations, working capital requirements, and capital expenditures for the next 12 months and beyond.

Net cash provided by operating activities was \$129.4 million for the first nine months of 2026, compared with \$225.6 million in the same period of 2025. Net cash provided by operating activities before changes in operating assets and liabilities was \$178.9 million, compared with \$217.9 million in the same period of 2025. Changes in operating assets and liabilities resulted in net cash usage of \$49.5 million for the first nine months of 2026, compared with net cash provided of \$7.7 million in the same period of 2025. This year-over-year change primarily related to an increase in accounts receivable days sales outstanding in the first nine months of 2026.

Net cash used in investing activities for the first nine months of 2026 was \$311.1 million, comprised of \$283.6 million used to acquire Quinnox and \$27.5 million used for capital expenditures. Net cash used in investing activities for the first nine months of 2025 was \$337.3 million, comprised of \$306.1 million used to acquire TopBloc and \$31.2 million used for capital expenditures.

Net cash provided by financing activities was \$168.8 million for the first nine months of 2026 and included net borrowings under the senior secured credit facility totaling \$225.5 million, offset by \$50.5 million used to repurchase the Company's common stock. Net cash provided by financing activities in the first nine months of the prior year was \$31.8 million and included net borrowings under the senior secured credit facility totaling \$134.6 million, offset by \$105.9 million used to repurchase the Company's common stock.

For details on the (i) senior secured credit facility, comprised of a revolving credit facility, and term loan B, and (ii) unsecured senior notes, see *Note 5. Long-Term Debt* in Part I, Item 1 in this Quarterly Report on Form 10-Q.

Commitments and Contingencies — There have been no material changes to our contractual cash obligations from those described in our 2025 10-K.

Recent Accounting Pronouncements

There have been no recent accounting pronouncements that significantly impact the Company.

Critical Accounting Policies

There were no material changes to our critical accounting policies and estimates during the third quarter of 2026 compared with those disclosed in *Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations* of our 2025 10-K.

Item 3 — Quantitative and Qualitative Disclosures about Market Risk

Interest Rates — With respect to our quantitative and qualitative disclosures about interest rate risks, there have been no material changes to the information included in our 2025 10-K. Our exposure to interest rate risk is associated with our debt instruments. See *Note 5. Long-Term Debt* in Part I, Item 1 in this Quarterly Report on Form 10-Q for a further description of our debt instruments. A hypothetical 100-basis-point change in interest rates on variable-rate debt would have resulted in an interest expense fluctuation of approximately \$8.6 million based on \$858.0 million of debt outstanding for any 12-month period. We have not entered into any market risk sensitive instruments for trading purposes.

Foreign Currencies — Our exposure to fluctuations in foreign currency exchange rates relates primarily to our foreign subsidiaries. Exchange rates impact the U.S. dollar value of our reported revenues and earnings. During the nine months ended September 30, 2026, our foreign subsidiaries' revenues and costs of services were approximately two and six percent of the respective consolidated totals.

Item 4 — Controls and Procedures

As of the end of the period covered by this report, our management carried out an evaluation, under the supervision and with the participation of our Principal Executive Officer and Principal Financial Officer, of the effectiveness of our disclosure controls and procedures (as defined in Rule 13a-15(e) of the Exchange Act). Based on this evaluation, our Principal Executive Officer and Principal Financial Officer have concluded that our disclosure controls and procedures are effective as of the end of the period covered by this report. The term "disclosure controls and procedures" means controls and other procedures of the Company that are designed to ensure that information required to be disclosed by the Company in the reports that it files or submits under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in the SEC's rules and forms. "Disclosure controls and procedures" include, without limitation, controls and procedures designed to ensure that information required to be disclosed by the Company in the reports that it files or submits under the Exchange Act is accumulated and communicated to the Company's management, including its Principal Executive Officer and Principal Financial Officer, or persons performing similar functions, as appropriate to allow timely decisions regarding required disclosure.

There were no changes in our internal controls over financial reporting that occurred during the three months ended September 30, 2026 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

PART II — OTHER INFORMATION

Item 1 — Legal Proceedings

We are involved in various legal proceedings, investigations, claims, indemnification claims, and litigation, including purported collective class and PAGA actions alleging violations of wage and hour laws, job posting laws, and other actions. However, based on the facts currently available, we do not believe that the disposition of matters that are pending or asserted will have a material effect on our financial position, results of operations, or cash flows.

Item 1A — Risk Factors

There have been no material changes to the risk factors previously described in our 2025 10-K.

Item 2 — Unregistered Sales of Equity Securities and Use of Proceeds

On November 20, 2025, the Company announced that the Company's Board approved a new stock repurchase program under which the Company may repurchase \$1.0 billion of its common stock and prior authorization amounts were cancelled. Under terms of the program, purchases can be made in the open market or under a Rule 10b5-1 trading plan. The stock repurchase program does not obligate the Company to acquire any particular amount of the Company's stock and may be suspended at any time at the Company's discretion. During the three months ended September 30, 2026, the Company did not repurchase any common stock and \$922.5 million remained available for future repurchases under the program as of September 30, 2026.

During the three months ended September 30, 2026 and in connection with our stock-based compensation plans, 17,449 shares of our common stock with an aggregate value of \$0.4 million were tendered by employees for payment of applicable statutory tax withholding.

Item 3 — Defaults Upon Senior Securities

None.

Item 4 — Mine Safety Disclosures

None.

Item 5 — Other Information

(c) During the three months ended September 30, 2026, no director or officer of the Company adopted or terminated a “Rule 10b5-1 trading arrangement” or “non-Rule 10b5-1 trading arrangement,” as each term is defined in Item 408(a) of Regulation S-K.

Item 6 — Exhibits

INDEX TO EXHIBITS

Number	Description
3.1	<u>Amended and Restated Certificate of Incorporation of On Assignment, Inc., effective June 23, 2014 (incorporated by reference from Exhibit 3.1 to the Company's Current Report on Form 8-K filed with the SEC on June 25, 2014)</u>
3.2	<u>Certificate of Amendment of Amended and Restated Certificate of Incorporation of On Assignment, Inc. effective April 2, 2018 (incorporated by reference from Exhibit 3.1 to the Company's Current Report on Form 8-K filed with the SEC on March 16, 2018)</u>
3.3	<u>Certificate of Amendment of Amended and Restated Certificate of Incorporation of ASGN Incorporated, effective April 24, 2026 (incorporated by reference from Exhibit 3.1 to the Company's Current Report on Form 8-K filed with the SEC on April 24, 2026)</u>
3.4	<u>Sixth Amended and Restated Bylaws of ASGN Incorporated, effective September 18, 2025 (incorporated by reference from Exhibit 3.1 to the Company's Current Report on Form 8-K filed with the SEC on September 22, 2025)</u>
3.5	<u>Amendment No. 1 to the Sixth Amended and Restated Bylaws of Everforth, Inc., effective as of April 24, 2026 (incorporated by reference from Exhibit 3.2 to the Company's Current Report on Form 8-K filed with the SEC on April 24, 2026)</u>
4.1	Specimen Common Stock Certificate (incorporated by reference from an exhibit to the Company's Registration Statement on Form S-1 (File No. 33-50646) declared effective on September 21, 1992) (P)
31.1*	<u>Certification of Theodore S. Hanson, Chief Executive Officer, pursuant to Rule 13a-14(a) or 15d-14(a)</u>
31.2*	<u>Certification of Marie L. Perry, Chief Financial Officer, pursuant to Rule 13a-14(a) or 15d-14(a)</u>
32.1*	<u>Certification of Theodore S. Hanson, Chief Executive Officer, pursuant to 18 U.S.C. Section 1350</u>
32.2*	<u>Certification of Marie L. Perry, Chief Financial Officer, pursuant to 18 U.S.C. Section 1350</u>
101	The following material from this Quarterly Report on Form 10-Q of Everforth, Inc., Part I, Item 1 of this Form 10-Q formatted in Inline XBRL (Extensible Business Reporting Language): (i) Condensed Consolidated Balance Sheets; (ii) Condensed Consolidated Statements of Operations and Comprehensive Income; (iii) Condensed Consolidated Statement of Stockholders' Equity; (iv) Condensed Consolidated Statements of Cash Flows; and (v) related notes to these financial statements.
104	Cover page interactive data file (formatted in Inline XBRL and contained in Exhibit 101)
*	Filed herewith.
(P)	This exhibit was originally filed in paper format. Accordingly, a hyperlink has not been provided.

SIGNATURES

Pursuant to the requirements of the Exchange Act, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Everforth, Inc.

October 29, 2026

By: /s/ Marie L. Perry
Marie L. Perry
Executive Vice President and Chief Financial Officer
(Principal Financial Officer and Duly Authorized Officer)

October 29, 2026

By: /s/ Rose L. Cunningham
Rose L. Cunningham
Vice President, Chief Accounting Officer and Controller

**CERTIFICATION PURSUANT TO RULES 13a-14(a) AND 15d-14(a)
UNDER THE SECURITIES EXCHANGE ACT OF 1934 AS ADOPTED PURSUANT TO
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, Theodore S. Hanson, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Everforth, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's fourth fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - (a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

October 29, 2026

/s/ Theodore S. Hanson
Theodore S. Hanson
Chief Executive Officer
(Principal Executive Officer)

**CERTIFICATION PURSUANT TO RULES 13a-14(a) AND 15d-14(a)
UNDER THE SECURITIES EXCHANGE ACT OF 1934 AS ADOPTED PURSUANT TO
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, Marie L. Perry, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Everforth, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - (a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - (b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - (c) evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - (d) disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's fourth fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - (a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

October 29, 2026

/s/ Marie L. Perry

Marie L. Perry

Executive Vice President and Chief Financial Officer
(Principal Financial Officer)

**Certification Pursuant to Section 906
of the Sarbanes-Oxley Act of 2002 (18 U.S.C. Section 1350)**

The undersigned, the Chief Executive Officer of Everforth, Inc. (the "Company"), hereby certifies that, to his knowledge on the date hereof:

- (a) the Quarterly Report on Form 10-Q of the Company for the period ended September 30, 2026 filed on the date hereof with the Securities and Exchange Commission (the "Report") fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and
- (b) information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

October 29, 2026

/s/ Theodore S. Hanson

Theodore S. Hanson

Chief Executive Officer

(Principal Executive Officer)

**Certification Pursuant to Section 906
of the Sarbanes-Oxley Act of 2002 (18 U.S.C. Section 1350)**

The undersigned, the Chief Financial Officer of Everforth, Inc. (the "Company"), hereby certifies that, to her knowledge on the date hereof:

- (a) the Quarterly Report on Form 10-Q of the Company for the period ended September 30, 2026 filed on the date hereof with the Securities and Exchange Commission (the "Report") fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and
- (b) information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

October 29, 2026

/s/ Marie L. Perry

Marie L. Perry

Executive Vice President and Chief Financial Officer
(Principal Financial Officer)