

**ZENITH CAPITAL CORPORATION**

(A Capital Pool Company)

**CONDENSED INTERIM FINANCIAL STATEMENTS**

**FOR THE SIX-MONTHS PERIOD ENDED JANUARY 31, 2025, AND 2024 (UNAUDITED)**

**(EXPRESSED IN CANADIAN DOLLARS)**

### **Notice of No Auditor Review of Interim Financial Statements**

The accompanying unaudited financial statements have been prepared by management and approved by the Audit Committee.

The Company's independent auditors have not performed a review of these financial statements in accordance with the standards established by the Canadian Institute to Chartered Accountants for a review of interim financial statements by an entity's auditors.

March 24, 2025

**ZENITH CAPITAL CORPORATION**  
**CONDENSED INTERIM STATEMENT OF FINANCIAL POSITION**  
(Unaudited – prepared by management)  
(Expressed in Canadian dollars)

	Note	As at	
		January 31, 2025	July 31, 2024
<b>ASSETS</b>			
<b>Current assets</b>			
Cash		\$ 2,774	\$ 6,673
Prepaid expenses		64	-
Tax receivable	4	808	429
<b>Total assets</b>		<b>\$ 3,646</b>	<b>\$ 7,102</b>
<b>LIABILITIES</b>			
<b>Current liabilities</b>			
Accounts payable and accrued liabilities	5	\$ 108,783	\$ 98,352
Due to related parties	7	37,614	10,865
<b>Total liabilities</b>		<b>\$ 146,397</b>	<b>\$ 109,217</b>
<b>EQUITY (DEFICIENCY)</b>			
Share capital	6	\$ 543,311	\$ 543,311
Contributed surplus		114,479	114,479
Deficit		(800,541)	(759,905)
<b>Total equity</b>		<b>(142,751)</b>	<b>(102,115)</b>
<b>Total liabilities and equity (deficiency)</b>		<b>\$ 3,646</b>	<b>\$ 7,102</b>

Nature of Business and continuation of operations (Note 1)

Approved and authorized for issue on behalf of the Board on March 24, 2025

"Charalambos Katevatis"  
Charalambos Katevatis, Director

"Vivian Katsuris"  
Vivian Katsuris, Director

The accompanying notes are an integral part of these condensed interim financial statements

**ZENITH CAPITAL CORPORATION**  
**CONDENSED INTERIM STATEMENT OF LOSS AND COMPREHENSIVE LOSS**  
(Unaudited – prepared by management)  
(Expressed in Canadian dollars)

	Note	For the Six-Months Ended		For the Three-Months Ended	
		January 31, 2025	January 31, 2024	January 31, 2025	January 31, 2024
<b>Expenses:</b>					
Professional fees		\$ 23,211	\$ 74,596	\$ 11,331	\$ 33,207
Transfer agent and filing fees		8,511	17,158	5,291	10,248
Regulatory Fees		652	-	83	-
Rent	7	7,500	7,500	5,000	5,000
Office, telephone and miscellaneous		762	973	359	431
Advertising and Marketing		-	193	-	193
<b>Total expenses</b>		<b>(40,636)</b>	<b>(100,420)</b>	<b>(22,064)</b>	<b>(49,079)</b>
<b>Net and comprehensive loss for the period</b>		<b>\$ (40,636)</b>	<b>\$ (100,420)</b>	<b>\$ (22,064)</b>	<b>\$ (49,079)</b>
<b>Net loss per share, basic and diluted</b>		<b>\$ (0.01)</b>	<b>\$ (0.01)</b>	<b>\$ (0.00)</b>	<b>\$ (0.01)</b>
<b>Weighted average number of shares outstanding</b>		<b>7,390,421</b>	<b>7,390,421</b>	<b>7,390,421</b>	<b>7,390,421</b>

The accompanying notes are an integral part of these condensed interim financial statements.

**ZENITH CAPITAL CORPORATION**  
**CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY (DEFICIENCY)**

(Unaudited – prepared by management)

(Expressed in Canadian dollars)

	Share capital		Contributed Surplus	Deficit	Total
	Number of shares (Note 6)	Amount			
<b>Balance, July 31, 2023</b>	7,390,421	\$ 543,311	\$ 114,479	\$ (575,478)	\$ 82,312
Net and comprehensive loss	-	-	-	(100,420)	(100,420)
<b>Balance, January 31, 2024</b>	<b>7,390,421</b>	<b>\$ 543,311</b>	<b>\$ 114,479</b>	<b>\$ (675,898)</b>	<b>\$ (18,108)</b>
<b>Balance, July 31, 2024</b>	<b>7,390,421</b>	<b>\$ 543,311</b>	<b>\$ 114,479</b>	<b>\$ (759,905)</b>	<b>\$ (102,115)</b>
Net and comprehensive loss	-	-	-	(40,636)	(40,636)
<b>Balance, January 31, 2025</b>	<b>7,390,421</b>	<b>\$ 543,311</b>	<b>\$ 114,479</b>	<b>\$ (800,541)</b>	<b>\$ (142,751)</b>

The accompanying notes are an integral part of these condensed interim financial statements.

**ZENITH CAPITAL CORPORATION**  
**CONDENSED INTERIM STATEMENT OF CASH FLOWS**  
(Unaudited – prepared by management)  
(Expressed in Canadian dollars)

	For the Six-Months Ended	
	January 31, 2025	January 31, 2024
Cash Provided By (Used In)		
<b>Operating Activities</b>		
Net loss for the year	\$ (40,636)	\$ (100,420)
Changes in working capital:		
Tax receivable	(379)	4,910
Due to related parties	26,749	(4,830)
Prepaid	(64)	-
Accounts payable and accrued liabilities	10,431	30,541
<b>Net cash used in operating activities</b>	<b>(3,899)</b>	<b>(69,799)</b>
Increase (decrease) in cash	(3,899)	(69,799)
Cash, beginning of the period	6,673	79,530
<b>Cash, end of the period</b>	<b>\$ 2,774</b>	<b>\$ 9,731</b>

The accompanying notes are an integral part of these condensed interim financial statements.

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**ZENITH CAPITAL CORPORATION**  
**NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS**  
**FOR THE SIX-MONTHS PERIOD ENDED JANURAY 31, 2025 AND 2024**  
(Unaudited – prepared by the management)  
(Expressed in Canadian dollars)

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**1. NATURE AND CONTINUANCE OF OPERATIONS**

Zenith Capital Corporation (the “Company”) was incorporated on March 11, 2019, under the Business Corporation Act in the province of British Columbia. During the year ended July 31, 2020, the Company completed its Initial Public Offering to be classified as a Capital Pool Company (“CPC”) as defined by the TSX Venture Exchange (“TSXV”). The Company trades its shares on the TSXV under the trading symbol ZENI.P. The address of the Company’s registered office and head office is 2475 Queens Avenue, West Vancouver, British Columbia, V7V 2Y9.

The principal activity of the Company is the identification and evaluation of assets or a business and once identified or evaluated, to negotiate an acquisition of, or participation in, a business subject to receipt of shareholders’ approval, if required, and acceptance by regulatory authorities (the “Qualifying Transaction”). Where an acquisition or participation is warranted, additional funding may be required. The ability of the Company to fund its potential future operations and commitments is dependent upon the ability of the Company to identify, evaluate and negotiate an acquisition, participate in or invest in an interest in a Qualifying Transaction, and obtain additional financing. The Company has not identified a business or asset that warrants acquisition or participation. These condensed interim financial statements (the “financial statements”) have been prepared on a going concern basis, which contemplates the realization of assets and settlement of liabilities in the normal course of business.

As at January 31, 2025, the Company had cash of \$2,774 (July 31, 2024 – \$6,673), a working capital deficit of \$142,751 (July 31, 2024 - \$102,115) and an accumulated deficit of \$800,541 (July 31, 2024 – \$759,905). The Company’s solvency, its ability to meet its liabilities as they become due, and to continue its operations, is dependent on continued funding provided by investors. There is no assurance that the Company will receive such funding, or that the funding will be on terms favorable to the Company. If the Company is unable to raise additional capital in the future, the Company will need to curtail operations, liquidate assets, seek additional capital on less favorable terms and/or pursue other remedial measures or cease operations. These conditions may cast significant doubt upon the Company’s ability to continue as a going concern. These financial statements do not include any adjustments that might be necessary should the Company be unable to continue as a going concern. These adjustments could be material.

**2. BASIS OF PREPARATION**

a) Statement of compliance

The financial statements are prepared in accordance with IAS 34 Interim Financial Reporting (“IAS34”) using accounting policies consistent with the International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board (“IASB”) and Interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”). They do not include all financial information required for full annual financial statements and should be read in conjunction with the Audited Financial Statements of the Company for the year ended July 31, 2024.

The financial statements were approved and authorized for issue in accordance with a resolution from the Board of Directors on March 24, 2025.

**2. BASIS OF PREPARATION (continued)**

b) Basis of presentation

These financial statements have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value through profit and loss, which are stated at their fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

**3. MATERIAL ACCOUNTING POLICIES**

These financial statements have been prepared on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for its next fiscal year. Realization values may be substantially different from carrying values as shown and these financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern.

a) Significant Accounting Estimates and Judgements

The preparation of these financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions which affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and revenues and expenses for the periods reported. Significant areas requiring the use of management estimates are the measurement of deferred income tax assets and liabilities. Actual results could differ from these estimates.

Critical accounting judgements are accounting policies that have been identified as being complex or involving subjective or assessments with a significant risk of material adjustment. Significant areas requiring critical accounting judgements include the Company's ability to carry on as a going concern and the determination of financial assets and liabilities.

b) Income Taxes

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the financial statements date, and includes any adjustments to tax payable or receivable in respect of previous years. Deferred income taxes are recorded using the liability method whereby deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the statement of financial position date.



**3. MATERIAL ACCOUNTING POLICIES (continued)**

b) Income Taxes (continued)

Deferred tax is not recognized for temporary differences which arise on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting, nor taxable profit or loss.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

c) Loss Per Share

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. A diluted loss per share does not adjust the loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive. Basic and diluted loss per share excludes all the Company's common shares from the weighted average shares calculation that are contingently returnable.

d) Share Issuance Costs

Professional, consulting, regulatory and other costs directly attributable to financing transactions are recorded as deferred financing costs until the financing transactions are completed, if the completion of the transaction is considered likely; otherwise, they are expensed as incurred. Share issue costs are charged to share capital when the related shares are issued. Deferred financing costs related to financing transactions that are not completed are charged to operations.

e) Share-based payments.

The fair value of equity settled stock options awarded to employees defined under IFRS 2 Share based payments (i.e. employees for legal and tax purpose, directors and certain consultants), determined as of the date of grant, and awarded to non-employees defined under IFRS 2, as of the date of delivery of service, is recognized as share-based payments, included in general and administrative expenses in the statement of comprehensive loss, over the vesting period of the stock options based on the estimated number of options expected to vest, with a corresponding increase to equity.

f) Financial Instruments

On initial recognition financial assets are classified as measured at:

- i. Amortized cost.
- ii. Fair value through other comprehensive income ("FVOCI"); and
- iii. Fair value through profit and loss ("FVTPL").

**3. MATERIAL ACCOUNTING POLICIES (continued)**

f) Financial Instruments (continued)

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model. At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at FVTPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss. Financial assets are considered in their entirety when determining whether their cash flows are solely payment of principal and interest. Subsequent measurement of financial assets depends on their classification:

i. Amortized cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included as finance income using the effective interest rate method.

The Company does not have any assets classified as amortized cost.

ii. FVOCI

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains and losses, interest revenue, and foreign exchange gains and losses which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains (losses). Interest income from these financial assets is included as finance income using the effective interest rate method.

The Company does not have any assets classified at FVOCI.

iii. FVTPL

Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on an investment that is subsequently measured at FVTPL is recognized in profit or loss and presented net as revenue in the Statement of Loss and Comprehensive Loss in the period in which it arises.

The Company's cash is classified at FVTPL.

Financial Liabilities and Equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement. An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the group entities are recorded at the proceeds received, net of direct issue costs.

Financial liabilities are classified as measured at (i) FVTPL; or (ii) amortized cost.

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**3. MATERIAL ACCOUNTING POLICIES (continued)**

f) Financial Instruments (continued)

A financial liability is classified as at FVTPL if it is classified as held-for-trading or is designated as such on initial recognition. Directly attributable transaction costs are recognized in profit or loss as incurred. The amount of change in the fair value that is attributable to changes in the credit risk of the liability is presented in OCI and the remaining amount of the change in the fair value is presented in profit or loss.

The Company does not classify any financial liabilities at FVTPL.

Other non-derivative financial liabilities are initially measured at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these liabilities are measured at amortized cost using the effective interest method.

The Company classifies its accounts payable and due to related parties at amortized cost.

A financial liability is derecognized when the contractual obligation under the liability is discharged, cancelled or expires or its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

g) Adoption of new accounting standards, interpretations, and amendments

The Company has performed an assessment of new standards issued by the IASB that are not yet effective. The Company has assessed that the impact of adopting these accounting standards on its financial statements would not be significant.

**4. TAX RECEIVABLE**

The Company's tax receivable for the six-months period ended January 31, 2025, and July 31, 2024, are composed of the following:

	<b>January 31, 2025</b>	<b>July 31, 2024</b>
GST receivable	<b>\$ 808</b>	<b>\$ 429</b>
	<b>\$ 808</b>	<b>\$ 429</b>

**5. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

For the six-months period ended January 31, 2025, and July 31, 2024, the company's accounts payable consist of the following:

	<b>January 31, 2025</b>	<b>July 31, 2024</b>
Professional fees	<b>\$ 107,529</b>	<b>\$ 98,139</b>
Transfer Agent and filing fees	<b>1,255</b>	<b>213</b>
	<b>\$ 108,783</b>	<b>\$ 98,352</b>

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**6. SHARE CAPITAL**

Authorized

The Company has authorized share capital of an unlimited number of common shares and preferred shares without par value. Common and/or preferred shares are entitled to receive dividends when they are declared by the Board of Directors.

Issued and outstanding Common Shares

As at January 31, 2025, the Company has a total issued and outstanding common shares of 7,390,421 (July 31, 2024 – 7,390,421)

Escrow shares

As at January 31, 2025, there were 3,175,001 (July 31, 2024 – 3,175,001) common shares held in escrow.

Stock Options

During the year ended July 31, 2020, the Company adopted a Stock Option Plan ('Plan') for directors and officers of the Company. The Company may grant options to individuals, options are exercisable over periods of up to five years, as determined by the Board of Directors of the Company, to buy shares of the Company at the fair market value on the date the option is granted. The maximum number of shares which may be issuable under the Plan cannot exceed 10% of the total number of issued and outstanding shares on a non-diluted basis. Weighted average remaining life of stock options is 0.09.

A continuity of the options outstanding and exercisable as at January 31, 2025 is as follows:

	<b>Number of options</b>	<b>Weighted average exercise</b>
Balance, July 31, 2023, and 2024	100,000	\$ 0.10
Exercised	–	–
<b>Balance, January 31, 2025</b>	<b>100,000</b>	<b>\$ 0.10</b>

**7. RELATED PARTY BALANCES AND TRANSACTIONS**

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

As of January 31, 2025, the Company has \$37,614 (July 31, 2024 – \$10,865) due to related parties, unsecured, non-interest bearing, and due on demand broken down as follows:

	<b>January 31, 2025</b>	<b>July 31, 2024</b>
Company controlled by the CEO	<b>\$ 25,114</b>	\$ 5,865
Company controlled by the Director	<b>12,500</b>	5,000
	<b>\$ 37,614</b>	\$ 10,865

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**ZENITH CAPITAL CORPORATION**  
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**7. RELATED PARTY BALANCES AND TRANSACTIONS (Continued)**

The Company has incurred the following costs from related parties:

	<b>January 31, 2025</b>	<b>January 31, 2024</b>
Company controlled by a Director – office rent	<b>\$ 7,500</b>	\$ 7,500
	<b>\$ 7,500</b>	\$ 7,500

Key management includes directors and key officers of the Company, including the President, Chief Executive Officer (“CEO”) and Chief Financial Officer (“CFO”) and key management compensation was \$Nil for the January 31, 2025, and January 31, 2024 period ends.

**8. MANAGEMENT OF CAPITAL**

The Company’s objectives when managing capital are to safeguard the Company’s ability to continue as a going concern and to maintain a flexible capital structure which will allow it to pursue the completion of a Qualifying Transaction (QT) as defined in TSX-V Policy 2.4. Therefore, the Company monitors the level of risk incurred in its expenditures relative to its capital structure.

The Company considers its capital structure to include equity. The Company monitors its capital structure and makes adjustments in light of changes in economic conditions and the risk characteristics of the potential underlying assets. To maintain or adjust the capital structure, the Company may issue new equity if available on favorable terms and approved by the TSX-V.

As a CPC, the Company will be subject to externally imposed capital requirements as outlined in the TSX-V Policy 2.4 and summarized below:

- (a) No salary, consulting, management fees or similar remuneration of any kind may be paid directly or indirectly to a related party of the Company or a related party of a QT;
- (b) Gross proceeds realized from the sale of all securities issued by a CPC may only be used to identify and evaluate assets or businesses and obtain shareholder approval for a QT.
- (c) No more than the lesser of \$210,000 and 30% of the gross proceeds from the sale of securities issued by a CPC may be used for purposes other than to identify and evaluate a QT; and
- (d) After the completion of its IPO and until the completion of a QT, a CPC may not issue any securities unless written acceptance of the TSX-V is obtained before the issuance of the securities.

There were no changes in the Company’s approach to capital management during the six-months ended January 31, 2025.

**9. FINANCIAL INSTRUMENTS AND FINANCIAL RISK**

**General Objectives, Policies, and Processes**

The Board of Directors has overall responsibility for the determination of the Company’s risk management objectives and policies and, while retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Company’s finance function.

The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Company’s competitiveness and flexibility. Further details regarding these policies are set out below.

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**9. FINANCIAL INSTRUMENTS AND FINANCIAL RISK (continued)**

**Fair value of financial instruments**

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.
- Level 2 – Quoted prices in markets that are not active, or inputs that are not observable, either directly or indirectly, for substantially the full term of the asset or liability.
- Level 3 – Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

Assets measured at fair value on a recurring basis were presented on the Company's statement of financial position as at January 31, 2025 and July 31, 2024 are as follows:

	Quoted Prices in Active Markets For Identical Instruments (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
	\$	\$	\$	\$
<b>As at January 31, 2025</b>				
<b>Assets:</b>				
Cash	2,774	-	-	2,774
Accounts Receivable	-	-	808	808
<b>Liabilities:</b>				
Accounts Payable	-	-	108,783	108,783
Due to related parties	-	-	37,614	37,614
<b>As at July 31, 2024</b>				
<b>Assets:</b>				
Cash	6,673	-	-	6,673
Accounts Receivable	-	-	429	429
<b>Liabilities:</b>				
Accounts Payable	-	-	98,352	98,352
Due to related parties	-	-	10,865	10,865

**Fair value**

The fair value of the Company's financial instruments approximates their carrying value as at January 31, 2025, because of the demand nature or short-term maturity of these instruments.

The Company's financial instruments include cash, accounts payable and amounts due to related parties. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below.

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**9. FINANCIAL INSTRUMENTS AND FINANCIAL RISK (continued)**

Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

*(i) Currency risk*

The Company's expenses are denominated in Canadian dollars. The Company's corporate office is based in Canada and current exposure to exchange rate fluctuations is minimal.

The Company does not have any significant foreign currency denominated monetary liabilities. The principal business of the Company is the identification and evaluation of assets or a business and once identified or evaluated, to negotiate an acquisition or participation in a business subject to receipt of shareholder approval and acceptance by regulatory authorities.

*(ii) Interest rate risk*

The Company is exposed to interest rate risk on the variable rate of interest earned on bank deposits. The fair value interest rate risk on bank deposits is insignificant as the deposits are short-term.

The Company has not entered into any derivative instruments to manage interest rate fluctuations.

*(iii) Credit risk*

Credit risk is the risk of loss associated with the counterparty's inability to fulfill its payment obligations. Financial instruments that potentially subject the Company to concentrations of credit risks consist principally of cash. To minimize the credit risk the Company places these instruments with a high-quality financial institution.

*(iv) Liquidity risk*

In the management of liquidity risk of the Company, the Company maintains a balance between continuity of funding and flexibility through the use of borrowings. The Company has a working capital deficit and requires cash financing to fund operations and meet its current obligations. Management closely monitors the liquidity position and expects to have adequate sources of funding to finance the Company's projects and operations.

**10. SEGMENT INFORMATION**

Reportable segments are defined as components of an enterprise about which discrete financial information is available that is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing performance.

The Company operates in one business segment, being a Capital Pool Company. The Company is located only in Canada, their assets and income (loss) information is as follows:

	<b>January 31, 2025</b>	<b>January 31, 2024</b>
Total assets	\$ 3,646	\$ 16,368
Loss (income) for the period	\$ 40,636	\$ 100,420

## **11. QUALIFYING TRANSACTION**

On March 8, 2023, the Company entered into a binding letter of agreement (“LOI”) with Grand Samsara Consulting LLC (“Grand Samsara”) and CBGB Ventures Corp. (“Fundco”), where the Company was to acquire all of the issued and outstanding securities of each of Grand Samsara and Fundco, which was expected to result in a reverse take-over of the Company by the shareholders of Grand Samsara and Fundco (the “Proposed Transaction”).

The Proposed Transaction involves a securities exchange, where Grand Samsara and Fundco security holders will swap their securities for the Company's common shares, resulting in Grand Samsara and Fundco becoming wholly owned subsidiaries of the resulting issuer. Subsequent to the Proposed Transaction, existing shareholders of Grand Samsara and Fundco was to hold a majority of the resulting issuer's outstanding shares. The Proposed Transaction was intended to constitute the Company's Qualifying Transaction pursuant to Policy 2.4 of the TSX Venture Exchange.

On April 19, 2024, the Company announced that the non-binding Letter of Intent, originally signed on March 8, 2023, between the Company, Grand Samsara Development LLC, and CBGB Ventures Corp., had expired after being amended multiple times. As a result, the proposed qualifying transaction will not proceed. Consequently, the Company plans to apply to the TSX Venture Exchange to resume trading of its common shares on the exchange.

March 6, 2025, TSXV has approved its application for resumption of trading of the Corporation's common shares on the TSXV from March 10, 2025. This follows the expiration of the Corporations letter of intent with Grand Samsara Development LLC and CBGB Ventures Corp. as announced on April 19, 2024.