

MOSS GENOMICS INC.

Management Discussion and Analysis
For the period ended December 31, 2024
(Expressed in Canadian Dollars)

This management's discussion and analysis ("MD&A") is management's interpretation of the financial condition and results of operations of Moss Genomics Inc. ("Moss" or the "Company") for the period ended December 31, 2024. This MD&A should be read in conjunction with the condensed consolidated interim financial statements of the Company for the periods ended December 31, 2024 and 2023, and the audited consolidated financial statements for the years ended June 30, 2024 and 2023, prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). This MD&A complements and supplements, but does not form part of, the Company's financial statements.

Management is responsible for the preparation and integrity of the financial statements, including the maintenance of appropriate information systems, procedures, and internal controls to ensure that information used internally or disclosed externally, including the financial statements and MD&A, is complete and reliable.

This MD&A has been prepared as of February 28, 2025

CAUTIONARY STATEMENT ON FORWARD-LOOKING INFORMATION

This MD&A contains "forward-looking statements" which reflect the Company's current expectations regarding the future results of operations, performance and achievements of the Company. The Company has tried, wherever possible, to identify these forward-looking statements by, among other things, using words such as "anticipate," "believe," "estimate," "expect" and similar expressions. With respect to forward-looking information contained herein, the Company has applied several assumptions including, but not limited to that any additional financing needed will be available on reasonable terms; that the Company's other corporate activities will proceed as expected and that general business and macro-economic conditions will not change in a materially adverse manner. The statements reflect the current beliefs of the management of the Company and are based on currently available information. Accordingly, these statements are subject to known and unknown risks, uncertainties and other factors, which could cause the actual results, performance, or achievements of the Company to differ materially from those expressed in, or implied by, these statements. Such risks include, among others, the risks set out under the heading "Financial Instruments and Risk Management" and "Risks and Uncertainties" in this MD&A and in the Company's long form prospectus dated December 13, 2022.

Forward-looking statements are not historical facts but reflect the Company's current expectations and assumptions regarding future results or events. In particular, fluctuations in the securities markets may cause significant reductions in the price of the Company's securities and render it difficult or impossible for the Company to raise the funds necessary to continue operations.

All of the Company's public disclosure filings, including its final long-form prospectus and other information, may be accessed via www.sedarplus.com and readers are urged to review these materials.

COMPANY OVERVIEW

Moss was incorporated under the British Columbia Business Corporations Act on September 25, 2018. The head office of the Company is located at Suite 907 – 1030 West Georgia Street, Vancouver, British Columbia, V6E 2Y3 and the registered and records office of the Company is located at Suite 2200 – 885 West Georgia Street, Vancouver, British Columbia, V6C 3E8.

On January 19, 2023, the Company received final receipt from the British Columbia Securities Commission of the Company's Long Form Prospectus dated January 19, 2023 and the Company's common shares were listed on the Canadian Securities Exchange ("CSE") under the trading symbol "MOSS".

SIGNIFICANT EVENTS

- In October 2023, 200,000 share purchases warrants were exercised for gross proceeds of \$20,000.
- On December 6, 2023, 100,000 warrants were exercised into an equivalent number of common shares for gross proceeds of \$10,000.
- On December 24, 2024, the Company announced the appointment of Jack Liu as CEO and Director, as we launch into our Moss Ethereum treasury division.
- On December 24, 2024, the Company issued 600,000 stock options to directors, officers, and consultants, exercisable at \$0.10 per option, for a period of 5 years

OVERALL PERFORMANCE

As at December 31, 2024, the Company has not paid any cash dividends on its common shares nor does it have any present intention of paying cash dividends on its common shares, as it anticipates that all available funds for the foreseeable planning horizon will be invested to finance its business activities. The Company had accumulated losses of \$1,681,989 since inception.

SELECTED ANNUAL INFORMATION

The Company's Financial Statements for the years ended June 30, 2024, 2023, and 2022, have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

	Year ended June 30, 2024 \$	Year ended June 30, 2023 \$	Year ended June 30, 2022 \$
Cash	11,740	17,587	687,739
Equipment and software	41,041	67,015	112,367
Total assets	72,658	126,783	801,761
Total liabilities	99,411	50,499	140,274
Shareholders' equity (deficiency)	(26,753)	76,284	661,487
Deficit	(1,610,171)	(1,477,134)	(746,743)
Comprehensive Loss	(133,037)	(730,391)	(655,365)
Basic and Diluted Loss Per Share	(0.00)	(0.02)	(0.02)

SELECTED QUARTLERY INFORMATION

The following financial information is derived from the Company's financial statements, prepared in accordance with IFRS.

	December 31, 2024	September 30 2024	June 30 2024	March 31 2024	December 31 2023	September 30 2023	June 30 2023	March 31 2023
		\$	\$	\$	\$	\$	\$	\$
Total assets	58,829	76,957	72,658	87,622	94,749	86,851	126,783	300,483
Total liabilities	122,509	117,241	99,411	83,040	74,281	67,777	50,499	112,647
Revenue	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Net loss and comprehensive loss	(58,287)	(13,531)	(31,335)	(15,886)	(28,606)	(57,210)	(111,552)	(354,578)
Basic and diluted loss per share	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)	(0.01)

RESULTS OF OPERATIONS

For the three months ended December 31, 2024 and 2023:

During the three month period ended December 31, 2024, the Company incurred a comprehensive loss of \$58,287 compared to a comprehensive loss of \$28,606 for the three month period ended December 31, 2023. The change in comprehensive loss is primarily a result of:

- (i) Office and miscellaneous fees of \$217 (2023 - \$11,076) as the Company incurred less of these costs during the current period, as these costs were no longer needed.
- (ii) Share-based compensation of \$34,891 (2023 - \$Nil), s the Company issued 600,000 stock options to directors, officers, and employees during the current period.

For the six months ended December 31, 2024 and 2023:

During the six month period ended December 31, 2024, the Company incurred a comprehensive loss of \$71,818 compared to a comprehensive loss of \$85,816 for the six month period ended December 31, 2023. The change in comprehensive loss is primarily a result of:

- (i) Amortization of \$10,000 (2023 - \$15,974) as the software was already completely amortized in a prior period.
- (ii) Office and miscellaneous fees of \$217 (2023 - \$28,486) as the Company incurred less of these costs during the current period, as these costs were no longer needed.
- (iii) Professional fees of \$10,990 (2023 - \$26,968) as the Company had fewer transactions requiring professional services during the current period.
- (iv) Share-based compensation of \$34,891 (2023 - \$Nil), s the Company issued 600,000 stock options to directors, officers, and employees during the current period.

LIQUIDITY AND CAPITAL RESOURCES

The Company reported a working capital deficiency of \$94,721 as at December 31, 2024 (June 30, 2024 - \$67,794), which includes a cash balance of \$1,464 (June 30, 2024 - \$11,740).

Current liabilities as at December 31, 2024 consisted of accounts payable and accrued liabilities of \$87,509 (June 30, 2024 - \$99,411) and loans payable of \$35,000 (June 30, 2024 - \$Nil).

There is no assurance that the Company will identify an appropriate business for acquisition or investment, and even if so identified and warranted, it may not be able to finance such an acquisition or investment. As such, the Company's business involves a high degree of risk.

Additional funds will be required to enable the Company to pursue such an initiative and the Company may be unable to obtain such financing on terms which are satisfactory to it. Furthermore, there is no assurance that the Company will be profitable. Management intends to finance operating costs over the next twelve months with loans from directors and companies controlled by directors and/or private placement of common shares. These conditions indicate the existence of a material uncertainty that casts significant doubt about the Company's ability to continue as a going concern. As such, it is no guarantee that the Company may continue to operate into the future with the necessary working capital, and it is a clear risk that the liquidity situation of the Company may not remain adequate in order to continue working with suppliers and meeting its liabilities and financial obligations. Due to this fact, the Company recognizes that there is a significant risk around the sufficiency of cash and cash equivalents both now and looking into the future.

OFF-BALANCE SHEET ARRANGEMENTS

The Company had no off-balance sheet arrangements as at December 31, 2024, June 30, 2024 or as at the date hereof.

TRANSACTIONS WITH RELATED PARTIES

Key management personnel include those persons having authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined that key management personnel consists of members of the Board and corporate officers, including the Company's Chief Executive Officer and Chief Financial Officer.

During the three and six months ended December 31, 2024, the Company issued 600,000 stock options to directors and officers, resulting in a share-based compensation expense of \$34,891 (2023 - \$Nil).

As at December 31, 2024, included in accounts payable is \$12,325 (June 30, 2024 - \$12,235) owing to the former CEO of the Company.

As at December 31, 2024, included in Loans payable is \$30,000 (June 30, 2024 - \$Nil) owing to various shareholders of the Company, accruing interest at 10% per annum, with maturity dates ranging from August 12, 2025 – August 29, 2025.

As at December 31, 2024, included in loans payable is \$5,000 (June 30, 2024 - \$Nil) owing to a former director of the Company, with no terms of repayment, and no interest.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Fair values

Financial instruments are classified into one of the following categories: fair value through profit and loss (“FVTPL”); amortized cost; and fair value through other comprehensive income (“FVTOCI”). The carrying value of the Company’s financial instruments are classified into these categories, as follows:

Financial Instrument	Category	December 31, 2024	June 30, 2024
Cash	FVTPL	\$ 1,464	\$ 11,740
Accounts payable and accrued liabilities	Amortized cost	\$ 87,509	\$ 99,411
Loans payable	Amortized cost	\$ 35,000	\$ -

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy based on the degree to which the inputs used to determine the fair value are observable. The three levels of the fair value hierarchy are:

Level 1 Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.

Level 2 Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place.

Level 3 Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

The Company’s financial instruments consist of cash, accounts payable and accrued liabilities, and loans payable. Cash is carried at fair value using level 1 inputs. The fair values of accounts payable and accrued liabilities, and loans payable approximate their carrying values, due to their time to maturity.

Risk

The Company’s risk exposures and the impact on the Company’s financial instruments are summarized below:

(a) Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Financial instruments that potentially subject the Company to a concentration of credit risk consist primarily of cash. The Company limits its exposure to credit loss by depositing its cash with high credit quality financial institutions. The carrying amount of cash represents the maximum credit exposure, being \$1,464 at December 31, 2024.

(b) Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due.. As at December 31, 2024, the Company did not have sufficient cash on hand to cover its short-term financial liabilities. Subsequent to period end, the Company completed a financing, which provided sufficient capital to cover its short-term liabilities. (Note 12).

As at December 31, 2024, all of the Company's finance liabilities are due in one year or less.

(c) Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices. These fluctuations may be significant.

(i) *Interest Rate Risk*

Interest rate risk is the risk that the fair value or cash flows of a financial instrument will fluctuate because of changes in market interest rates. The exposure to interest rates for the Company is considered minimal, as the Company has no variable interest bearing borrowings.

(ii) *Foreign Currency Risk*

The Company is exposed to foreign currency risk on fluctuations related to accounts payable and accrued liabilities that are denominated in a foreign currency. As at December 31, 2024 the Company had \$15,488 in accounts payable dominated in US Dollars. A 5% fluctuation in foreign exchange rates between the US Dollar and the Canadian Dollar would result in a change to net and comprehensive loss of approximately \$775. The Company does not hedge its exposure to foreign exchange risk, as it considers this risk to be low.

(iii) *Other Price Risk*

Other price risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market prices (other than those arising from interest rate and currency risk). As at December 31, 2024, the Company is not exposed to other price risk.

PROPOSED TRANSACTIONS

At the time of this report, the Company is not contemplating any proposed transactions.

NEW ACCOUNTING STANDARDS AND ACCOUNTING STANDARDS NOT YET EFFECTIVE

During the three months ended September 30, 2023, the Company did not adopt any new accounting policies.

RISKS AND UNCERTAINTIES

There is no assurance that the Company will be able to finance its operations. As such, the Company's business involves a high degree of risk. Additional funds will be required to enable the Company to pursue such an initiative and the Company may be unable to obtain such financing on terms which are satisfactory to it. Furthermore, there is no assurance that the Company will be profitable. Management intends to finance operating costs over the next twelve months with loans from directors and companies controlled by directors and/or private placement of common shares. These conditions indicate the existence of a material uncertainty that casts significant doubt about the Company's ability to continue as a going concern.

OUTSTANDING SHARE DATA

The Company's authorized share capital is unlimited common shares without par value.

The following table summarizes information about the share data as at December 31, 2024 and February 28, 2025 :

	December 31, 2024	February 28, 2025
Number of common shares outstanding	44,827,000	55,167,000
Number of options outstanding	1,495,000	1,695,000
Number of warrants outstanding	Nil	Nil

SUBSEQUENT EVENTS

- On January 14, 2025, the Company successfully listed its shares on the Frankfurt Stock Exchange (FSE) under the symbol F73.
- On January 31, 2025, the Company closed a private placement of 2,500,000 common shares at \$0.10 per share, for total gross proceeds of \$250,000. Concurrently, the Company closed the acquisition of 160 Ethereum cryptocurrency in consideration of the issuance of 7,840,000 common shares.
- On January 31, 2025, the Company granted 200,000 stock options to certain directors, officers, and consultants of the Company. Each option is exercisable at \$0.20 for a period of 5 years.
- On February 3, 2025, the Company announced a non-brokered private placement of up to 2,000,000 common shares at a price of \$0.18 per share for aggregate proceeds of up to \$360,000 (the "Offering"). Additionally, the Company announced it has entered into arms'-length asset purchase agreements to acquire 460 Ethereum cryptocurrency ("ETH") for its treasury in exchange for the issuance of 10,988,889 common shares (the "ETH Financing"). As of the date of this MD&A, neither the Offering, nor the ETH Financing have closed.

DISCLAIMER

The information provided in this document is not intended to be a comprehensive review of all matters concerning the Company. It should be read in conjunction with all other disclosure documents provided by the Company, which can be accessed at www.sedarplus.ca.