Unaudited Consolidated Interim Financial Statements of

COPLAND ROAD CAPITAL CORPORATION

For the three and nine months ending September 30, 2024 and 2023
(Expressed in Canadian dollars, unless stated otherwise)

NOTICE TO READER

These interim financial statements of Copland Road Capital Corporation have been prepared by management and approved by the Board of Directors of the Company.

In accordance with National Instrument 51-102, Part 4, subsequent 4.3(3)(a), released by the Canadian Securities Administrators, the Company discloses that its external auditors have not reviewed these interim consolidated financial statements, notes to the interim consolidated financial statements, or the related Management's Discussion and Analysis.

COPLAND ROAD CAPITAL CORPORATION

UNAUDITED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION

(Expressed in Canadian dollars)

As at	Note	**September 30, 2024**	December 31, 2023
ASSETS			
Current Assets			
Cash	6 (b)	**$ 586,077**	$ 835,925
Restricted Cash	6 (b)		782,565
HST receivable		**47,121**	35,955
Other assets		**3,294**	7,410
		$ 636,492	$ 1,661,855
Non-current Assets			
Loan Receivable	5	**411,000**	411,000
Investment in associates	6	**178,457**	178,457
		589,457	589,457
TOTAL ASSETS		**$ 1,225,949**	$ 2,251,312
LIABILITIES AND SHAREHOLDERS' EQUITY	1		
Current Liabilities			
Trade payables and accrued liabilities	7	**$ 25,069**	$ 70,271
Due to related parties	7	**-**	823,478
TOTAL LIABILITIES		**25,069**	893,749
SHAREHOLDERS' EQUITY			
Share capital	1,8	**3,407,300**	3,407,300
Reserves		**-**	-
Accumulated deficit		**(2,206,420)**	(2,049,737)
TOTAL SHAREHOLDERS' EQUITY		**1,220,880**	1,357,563
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**$ 1,225,949**	$ 2,251,312

Nature of operations and going concern 1

These consolidated financial statements were approved by the Board of Directors on Nov 26, 2024 by:

"Jared Carroll"
Director

"Bruce Langstaff"
Director

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

COPLAND ROAD CAPITAL CORPORATION

UNAUDITED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE (LOSS)

(Expressed in Canadian dollars)

	Note	**Three Months Ended**		Nine months ended	
		September 30, 2024	**September 30, 2023**	**September 30, 2024**	September 30, 2023
Expenses					
Selling, General & Administrative	9	**58,307**	60,692	**166,607**	187,046
Share-based Compensation		**-**	-	**-**	9,870
Depreciation and Amortization		**-**	-	**-**	-
Loss from Operations		**(58,207)**	(60,692)	**(166,607)**	(196,916)
Other Items					
Accretion expense		**-**	-	**-**	-
Gain on convertible debt extinguishment, net		**-**	-	**-**	-
Change in fair value of marketable securities		**-**	-	**-**	-
Foreign exchange gain (loss)		**-**		**-**	(27)
Interest and other income		**3,776**	3,907	**9,924**	6,861
Interest expense		**-**	-	**-**	-
		3,776	3,907	**9,924**	6,834
Net income (loss) for the period		**(54,531)**	(56,875)	**(156,683)**	(190,082)
Other Comprehensive loss:					
Items that may be reclassified to profit or loss		**-**	-	**-**	-
Exchange differences on translation of foreign operations		**-**	-	**-**	-
Total Comprehensive Loss		**(54,531)**	(56,785)	**(156,683)**	(190,082)
Basic and diluted income (loss) per share		**(0.00)**	(0.00)	**(0.01)**	(0.02)
Weighted average number of common shares outstanding, basic and diluted		**11,068,500**	10,205,156	**11,068,500**	10,205,126

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

COPLAND ROAD CAPITAL CORPORATION

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

For the nine months ended September 30, 2024

(Expressed in Canadian dollars)

	Note	Number of shares		Share Capital		Shares to be Issued		Reserves		Accumulated Deficit		Total
Balance at December 31, 2023		**11,068,500**	**$**	**3,407,300**	**$**	**-**	**$**	**-**	**$**	**(2,049,737)**	**$**	**1,357,563**
Private placement	**8**	**-**		**-**		**-**		**-**		**-**		**-**
Share based compensation	**8**	**-**		**-**		**-**		**-**		**-**		**-**
Restricted stock units vested	**8**	**-**		**-**		**-**		**-**		**-**		**-**
Distribution to shareholders	**1**	**-**		**-**		**-**		**-**		**-**		**-**
Net loss and comprehensive loss		**-**		**-**		**-**		**-**		**(156,683)**		**(156,683)**
Balance at September 30, 2024		**11,068,500**	**$**	**3,407,300**	**$**	**-**	**$**	**-**	**$**	**(2,206,420)**	**$**	**1,200,880**

		Number of shares		Share Capital		Shares to be Issued		Reserves		Accumulated Deficit		Total
Balance at December 31, 2022		8,217,500	$	2,701,050	$	-	$	17,630		(1,893,982)	$	824,698
Private placement	8	2,713,500		678,750		-		-		-		678,750
Share based compensation	8	-		-		-		9,870		-		9,870
Restricted stock units vested	8	137,500		27,500		-		(27,500)		-		-
Distribution to shareholders	1	-		-		-		-		-		-
Net loss and comprehensive loss		-		-		-		-		(155,755)		(155,755)
Balance at December 31, 2023		11,068,500	$	3,407,300	$	-	$	-	$	(2,049,737)	$	1,357,563

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

COPLAND ROAD CAPITAL CORPORATION

UNAUDITED CONSOLIDATED STATEMENT OF CASHFLOWS

(Expressed in Canadian dollars)

		Nine months ended September 30, 2024		Nine months ended September 30, 2023
Operating Activities				
Net loss	**$**	**(156,683)**	$	(190,082)
Adjustment for non-cash items				
Share based compensation		**-**		(9,870)
Changes in non-cash working capital items				
Other receivables		**(52,883)**		(89,956)
Prepaids and deposits		**4,920**		308
Trade payables and accrued liabilities		**(45,202)**		(98,269)
Net cash flow used in operating activities		**(249,848)**		(387,869)
Investing Activities				
Investment in subsidiaries (“Spincos”)		**-**		(62,813)
Net cash flow (used in) provided from investing activities		**-**		(62,813)
Financing Activities				
Issuance of shares for cash		**-**		678,750
Private Placement for Spincos		**-**		932,565
Net cash flow provided from (used in) financing activities		**-**		1,611,315
Change in cash during the year		**(249,848)**		1,160,633
Cash, beginning		**835,925**		958,967
Cash, ending	**$**	**586,077**	$	2,119,600

Supplemental cash flow information				
Interest received	**$**	**9,924**	$	6,824

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

1. Nature of Operations and Going Concern

Operations

Copland Road Capital Corporation (the "Company") was incorporated on October 31, 2002 as Innovative Properties Inc. under the Canada *Business Corporations Act* and later continued into British Columbia on May 29, 2019 when the Company first changed its name from Innovative Properties Inc. to Nabis Holdings Inc. On January 14, 2022, the Company changed its name to Copland Road Capital Corporation. Its principal business is to effect mergers, arrangements, reverse takeover transaction and other corporate transactions with other entities with a view to providing liquidity to the owners of such entities in connection with "go public" transactions. The Company's shares are listed on the Canadian Securities Exchange under the symbol "CRCC". The head office of the Company is located at 217 Queen Street West, Suite 401, Toronto, Ontario, M5V 0R2.

On December 13, 2022, the shareholders of the Company approved a plan of arrangement (the "SpinCo Arrangement") under Division 5 of Part 9 of the BCBCA, which involved, among other things, that the then current shareholders of the Company would exchange the existing common shares of the Company in exchange for:

a) new common shares of the Company, on a 1:1 basis; plus

b) common shares of each of its then wholly-owned subsidiaries (together, the "SpinCos" and each a "SpinCo"), on a 0.25 for one basis:

   (i) Bothwell Road Capital Corp. ("Bothwell Road"),

   (ii) Broomloan Road Capital Corp. ("Broomloan Road"),

   (iii) Edmiston Drive Capital Corp. ("Edmiston Drive"),

   (iv) Goram Capital Corp. ("Goram"),

   (v) James Bell Capital Corp. ("James Bell").

On January 31, 2023, the arrangement became effective and each shareholder deposited existing common shares to the Company (which were subsequently cancelled) and received one new common share of the Company, 0.25 Bothwell Road common shares, 0.25 Broomloan Road common shares, 0.25 Edmiston Drive common shares; 0.25 Goram common shares and 0.25 James Bell common share for each common share held at the time of the closing of the SpinCo Arrangement. Pursuant to the arrangement, the Company distributed 2,732,750 common shares of each SpinCo to its shareholders, and retained 1,253,250 common shares of each SpinCo. (Note 6) At the effective date of the arrangement, the Company valued the shares of the SpinCos at a nominal amount, and therefore, the distribution to shareholders is recorded for a nominal amount.

Going concern

These consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. The Company has incurred losses and negative cash flows from operations since inception that have primarily been funded through financing activities.

1. Nature of Operations and Going Concern (continued)

As at September 30, 2024, the Company has a deficit of $2,206,420 and $1,200,880 in working capital (September 30, 2023 – deficit of $2,084,065 and $1,323,235 in working capital).

These consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities, the reported expenses, and the statement of financial position classifications used, that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operations. Such adjustments could be material.

2. Basis of Preparation

(a) Statement of compliance

These unaudited consolidated interim financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS") and International Accounting Standards ("IAS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Issues Committee ("IFRIC"), applicable to the preparation of these consolidated interim financial statements for the nine months ended September 30, 2024 and 2023 are set out below. These policies have been consistently applied to all years presented, unless otherwise stated.

These unaudited consolidated interim financial statements were authorized for issuance and release by the Company's Board of Directors on November 26, 2024.

(b) Basis of measurement

These consolidated financial statements have been prepared on a historical cost basis. In addition, these consolidated financial statements have been prepared on an accrual basis, except for cash flow information.

(c) Basis of consolidation

These unaudited consolidated financial statements for the nine months ended September 30, 2024 include the accounts of the Company and its subsidiaries, which are the entities over which the Company has control. Control exists when the Company has the power to govern the financial and operating policies of an entity to obtain benefits from its activities.

The financial statements of the subsidiaries are fully consolidated from the date on which control is transferred to the Company until the date on which control ceases. All intercompany transactions are eliminated in full upon consolidation. The Company continues to wind down remaining inactive subsidiaries.

When the Company loses control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related non-controlling interest and other components of equity. Any resulting gain or loss is recognized in profit of loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

As at September 30, 2024, the following subsidiaries have been consolidated and presented within these unaudited consolidated financial statements for the period the Company possessed its control:

2. Basis of Preparation (continued)

Subsidiary	Location	Ownership interest September 30, 2024	Ownership interest September 30, 2023
Nabis (US) Corp. (i)	USA	100%	100%
Nabis AZ, LLC ("Nabis AZ") (i)	USA	100%	100%
Nabis Holdings California, LLC (i)	USA	100%	100%
Nabis Holdings Oklahoma Inc. (i)	USA	100%	100%
Nabis Oklahoma Patient Care Inc. (i)	USA	100%	100%
Bothwell Road Capital Corp. (ii)	Canada	22.98%	22.98%
Broomloan Road Capital Corp. (ii)	Canada	22.98%	22.98%
Edmiston Drive Capital Corp. (ii)	Canada	22.98%	22.98%
Goram Capital Corp. (ii)	Canada	22.98%	22.98%
James Bell Capital Corp. (ii)	Canada	22.98%	22.98%

(i) These companies are currently inactive with no operating assets or liabilities
(ii) The SpinCos were consolidated in the consolidated financial statements for the year ended December 31, 2022 and up to the date of the Arrangement. Pursuant to the Arrangement in Note 1, the Company's interest was reduced to 30.91 % and the SpinCos were classified as associates. Following the SpinCo Arrrangement and as at the date of this MD&A, the Company owns 22.98% of the issued and outstanding shares of each of the SpinCos. Refer to Note 6.

The Company only has one operating and reportable segment.

(i) Functional and presentation currency

The consolidated financial statements are presented in Canadian dollars unless otherwise noted. The functional currency of the Company is measured using the principal currency of the primary economic environment in which each entity operates. The functional currency of the Company, its subsidiaries and associates are their respective local currencies.

(j) *Significant estimates and judgments*

The preparation of consolidated financial statements in accordance with IFRS requires the Company to make judgments, estimates and assumptions that affect the reported amount of assets and liabilities, the disclosure of contingent assets and contingent liabilities at the date of the financial statements and the reported amount of revenue and expenses during the year. Actual results could differ from these estimates. The Company's management reviews these estimates and underlying assumptions on an ongoing basis, based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions to estimates are adjusted for prospectively in the period in which the estimates are revised.

Recognition of deferred tax assets

Income taxes and tax exposures recognized in the consolidated financial statements reflect management's best estimate of the outcome based on facts known at the reporting date. When the Company anticipates a future income tax payment based on its estimates, it recognizes a liability. The difference between the expected amount and the final tax outcome has an impact on current and deferred taxes when the Company becomes aware of this difference.

2. Basis of Preparation (continued)

When the Company incurs losses for income tax purposes, it assesses the probability of taxable income being available in the future, based on cash flow forecasts. These forecasts are adjusted for certain non-taxable income and expenses and specific rules on the use of unused credits and tax losses. When the forecasts indicate that sufficient future taxable income will be available to deduct the temporary differences, a deferred tax asset is recognized for all deductible temporary differences.

Recoverability of loan receivable

The loss allowances for the loan receivable held is based on management's assumptions about Broomloan's risk of default. The Company uses judgement in making these assumptions, based on existing market conditions, as well as forward-looking estimates at the end of each reporting period.

Investments in associates

After the completion of the Arrangement, as described in Note 1, the Company's interest in the Spincos was reduced from 100% to 30.91%. At September 30, 2024, the Company owns a 22.98% interest in each Spinco.

The Company and each Spinco are governed by the same Directors and share management personnel. However, management has concluded that the Company has significant influence but not outright control subsequent to the Arrangement. In making its judgement, management considered the Company's voting rights, the relative size and dispersion of the voting rights held by other shareholders and how decisions over the relevant activities of each Spinco are made. For each Spinco, the relevant activities are approved based on a 2/3 majority vote, which prevents the Company from having the practical ability to direct the relevant activities of Spincos unilaterally.

Management continually reassesses its involvement in the Spincos in accordance with IFRS 10's control definition and guidance.

Impairment of investment in associates

The Company assesses the investment in associate companies for impairment if there is objective evidence that the investment in the associate is impaired. In making this assessment, management considers several factors including whether the associate is in significant financial difficulty. At December 31, 2023 management has assessed that there were no loss events that have come to their attention that would indicate the investment in associates is impaired.

Fair value of Spinco shares

The fair value of the retained interest held in the Spincos requires management to estimate the values of the Spinco shares at the date of Arrangement. Given that as of the date of the Arrangement, the Spinco's did not have any assets, liabilities or activity, management has estimated the share price to be a nominal amount. Changes in the assumptions can materially affect the fair value estimate.

Going concern assumption

The Company applies judgment in assessing whether material uncertainties exist that would cause doubt as to the whether the Company could continue as a going concern.

3. Significant Accounting Policies

Financial instruments

(i) Classification

The Company classifies its financial instruments in the following categories: at fair value through profit or loss ("FVTPL"), at fair value through other comprehensive loss ("FVOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as FVOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

The following table shows the classification of financial instruments under IFRS 9:

Financial assets/liabilities	IFRS 9 classification
Cash	Amortized cost
Loan receivable	Amortized cost
Trade payables and accrued liabilities	Amortized cost
Due to related parties	Amortized cost

(ii) Measurement

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment. Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the consolidated statements of loss and comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the consolidated statements of loss and comprehensive loss in the period in which they arise.

(iii) Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in the consolidated statements of loss and comprehensive loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

(iv) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

3. Significant Accounting Policies (continued)

Investments in associates

Associates are those entities in which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

The results and assets and liabilities of associates are incorporated in these consolidated financial statements using the equity method of accounting. Under the equity method, investments in associates are initially recorded in the consolidated statement of financial position at cost. The carrying amount of the investment is increased or decreased to recognize the investor's share of the profit or loss of the investee after the date of acquisition. The Company's share of the investee's profit or loss is recognized in the Company's income or loss.

When the Company's shares of losses in an associate equal or exceeds its interest in the associate, the Company does not recognize further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the Company resumes recognizing its share of those profits only after its share of the profits equals the share of losses not recognized. Where a company entity transacts with an associate of the Company, profits and losses are eliminated to the extent of the Company's interest in the relevant associate.

After application of the equity method, the Company determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each reporting date, the Company determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss in the statement of loss and comprehensive loss.

Share capital

Share capital is presented at the fair value of the shares issued or the cash amount received. Costs related to the issuance of shares are reported in equity, net of tax, as a deduction from the issuance proceeds.

Foreign Currency Translation

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Nonmonetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Revenue Recognition

Revenue consists of interest earned on the Company's cash balances and is recognized when received.

Share-Based Payments

The Company established an Omnibus Long-Term Incentive Plan (the **"Plan"**) that was approved by shareholders on September 28, 2021, which allows eligible participants to receive stock options, restricted stock units ("RSUs") or performance stock units ("PSUs"), at the discretion of the Board of Directors.

3. Significant Accounting Policies (continued)

Under the terms of the Company's Plan, each RSU provides the right to receive a common share or cash equivalent of a common share to the fair market value of the common share at the applicable payment date at the discretion of

the Board of Directors. As the Company expects to settle any such RSUs using common shares of the Company from treasury, the fair value of the RSUs is recognized as a share-based compensation expense ratably over the vesting period, with a corresponding increase in reserve.

Income Taxes

Current Income Tax

Current income tax assets and liabilities for the period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date, in the countries where the Company operates and generates taxable income. Current income tax relating to items recognized directly in other comprehensive income or equity is recognized in other comprehensive income or equity and not in profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Tax

Deferred tax arises from temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and recognized only to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Provisions

A provision is recognized when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the obligation can be reliably estimated. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

Income (Loss) per Share

Basic income or loss per share is calculated by dividing the net income or loss available to common shareholders for the period by the weighted-average number of common shares outstanding in the period. The Company uses the treasury stock method to calculate diluted income or loss per share. Diluted income or loss per share reflects the potential dilution that could occur if potentially dilutive securities were exercised or converted to common stock. Diluted amounts are not present when the effect of the computations is anti-dilutive.

(Expressed in Canadian dollars)

4. Future changes in accounting policies

The following new amendment to standards and interpretations under IFRS are yet effective for the year ended December 31, 2023, and have been applied in preparing these consolidated financial statements:

Amendments to IAS 1 – Presentation of Financial Statements

On January 23, 2020, the IASB issued an amendment to IAS 1 Presentation of Financial Statements providing a more general approach to the classification of liabilities. The amendment clarifies that the classification of liabilities as current or non-current depends on the rights existing at the end of the reporting period as opposed to the expectations of exercising the right for settlement of the liability. The amendments further clarify that settlement refers to the transfer of cash, equity instruments, other assets, or services to the counterparty. The amendments are effective for annual periods beginning on or after January 1, 2024. Earlier adoption is permitted. The Company will adopt this amendment as of the effective date, and does not anticipate any material impacts on adoption.

Amendments to IFRS 10 and IAS 28 - Sale of Contribution of Assets between an Investor and its Associate or Joint Venture

IFRS 10 – Consolidated Financial Statements ("IFRS 10") and IAS 28 – Investments in Associates and Joint Ventures ("IAS 28") were amended in September 2014 to address a conflict between the requirements of IAS 28 and IFRS 10 and clarify that in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business. The effective date of these amendments is yet to be determined, however early adoption is permitted.

5. Loan Receivable

On October 5, 2023, the Company entered into a promissory note with Broomloan for a principal amount of $411,000. The loan is unsecured, due on demand and bears interest at a rate of 2.4% per annum.

6. Investments In Associates

The Company has assessed that it has significant influence over each of the Spincos.

The Spincos were each incorporated to effect corporate transactions with other entities, such as a "go public" transaction, with a view to providing liquidity to the owners of such entities. The Spinco's head office is the same as the Company's.

The continuity of the Company's interests in the Spincos is as follows:

	Note	September 30, 2024	December 31, 2023
Opening balance		$ 178,457	$ -
Fair value of retained interests	a	-	-
Purchase of shares	b	-	62,813
Gain on dilution	b	-	149,099
Share of loss of associate	c	-	(33,455)
Ending balance		$ 178,457	$ 178,457

(Expressed in Canadian dollars)

6. Investment In Associates (continued)

a. Pursuant to the Arrangement, as described in Note 1, the Company's interests in the SpinCos was reduced to 30.91 %. Accordingly, as of the effective date of the Arrangement, management concluded that the Company had significant influence but not outright control.

   The Company retained a total of 1,253,250 shares in each Spinco. At January 31, 2023, management determined that the fair value of the Spinco shares was a nominal amount, and accordingly, there was no gain or loss recognized as a result of the loss of control.

b. On July 31, 2023, the Spincos completed a non-brokered private placement financing for the issuance of 1,945,250 shares per Spinco, at $0.10 per share and for total gross proceeds of $194,525. The Company subscribed for 125,625 common shares of each Spinco at a price of $0.10 per common share for total consideration of $12,563 per Spinco. As a result of the private placement, the Company's interest in each Spinco decreased to 22.98%.

   The Company recorded a gain on dilution of $149,099 in the fiscal year ending December 31, 2023.

   The Company facilitated the private placement on the Spincos' behalf and collected the total proceeds of $972,625. See Note 8. At December 31, 2023, the Company held a total of $823,479 in trust on behalf of the Spincos. The Company transferred the funds owing to each Spinco in the first quarter of the fiscal.

c. At December 31, 2023, the Company held 1,378,875 shares in each Spinco, representing 22.98%. The Company recognized a total of $33,455 as its share of loss from the Spincos from the period February 1 to December 31, 2023. At June 30, 2024, the Company held 1,378,875 shares in each Spinco, representing 22.98%.

7. Related Party Transactions

The Company's related parties includes its controlling parties, key management for the periods ended September 30, 2024 and 2023.

Key management compensation

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 consist of members of the Company's Board of Directors and corporate officers. The remuneration of directors and key management personnel for the nine months ended September 30, 2024 and 2023 are as follows:

	September 30, 2024	September 30, 2023
Director and consulting Fees	**$ 100,500**	$ 93,000
Share-based compensation		9,870
	$ 100,500	$ 102,870

(Expressed in Canadian dollars)

7. Related Party Transactions (continued)

At September 30, 2024, accounts payable and accrued liabilities included a total of $15,255 (2023 - $2,260 owing to key management personnel).

Due to and from the Spincos

The Company has the following balances with the Spincos:

		September 30, 2024		September 30, 2023
Due to Spincos		**-**		932,565
Amounts receivable from the Spincos		**112**		75,490
	$	**112**	$	857,075

The amounts owed from the Spincos have been entered in the normal course of business, are due on demand, unsecured and non-interest bearing.

8. Share Capital

(a) Authorized

The authorized share capital of the Company consists of an unlimited number of common shares with no par value.

(b) ***Common shares issued and outstanding***

Under the Company's Plan, the Company can reserve up to 10% of the total issued and outstanding shares for the issuance and grant of options, RSUs and PSUs.

9. General and Administrative Expenses

	Nine months ended			
	September 30, 2024		September 30, 2023	
Salaries, director fees and benefits	**$**	**63,294**	$	73,336
Consulting and management fees		**53,500**		42,000
Professional fees		**19,570**		44,822
Business development, filing fees and office general		**29,754**		32,849
Banking and merchant fees		**1,489**		3,936
Total	**$**	**167,607**	$	196,943

10. Capital Management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to ensure that the Company is able to meet its financial obligations as they become due. The capital structure consists solely of shareholders' equity as at September 30, 2024. The basis for the Company's capital structure is dependent on the Company's expected future investments and changes in business environment. To maintain or adjust the capital structure, the Company may issue new shares, incur debt or return capital to

10. Capital Management (continued)

shareholders. The Company does not presently utilize any quantitative measures to monitor its capital, but rather relies on the expertise of the Company's management to sustain the future development of business. Management reviews its capital management approach on an ongoing basis. There were no changes to the Company's capital management policies or procedures during the nine months ended September 30, 2024 and 2023.

The Company is not subject to externally imposed capital requirements as at September 30, 2024.

11. Financial Risk Management

The Company is exposed to varying degrees to a variety of financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

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. The Company's primary exposure to credit risk is with its cash held in bank accounts and the loan receivable. The maximum credit exposure is the carrying value of these financial assets which amounted to $997,077 at September 30, 2024 (September 30, 2023 - $1,232,109).

Cash consists of deposit accounts held with major banks in Canada. As most of the Company's cash is held by one bank, there is a concentration of credit risk. This risk is managed by using major banks that are high credit quality financial institutions as determined by rating agencies.

The risk of credit loss on the loan receivable is substantially mitigated by assessing the credit quality of the counterparty, taking into account their financial position, past experience and other factors. Management actively monitors the Company's exposure to credit risk under its loan receivable.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company ensures that there are sufficient funds to meet its short-term business requirements, considering its anticipated cash flows from operations and its holdings of cash. All of the Company's financial liabilities are due within one year or on demand, and are therefore, presented as current.

At September 30, 2024 the Company had cash on hand of $586,077 (September 30, 2023 – $2,119,600) to settle its current liabilities of $25,069 (June 30, 2023 – $887,491).

Historically, the Company's sole source of funding has been the issuance of equity securities for cash, primarily through private placements, and debt financing. The Company's access to financing is always uncertain. There can be no assurance that equity and debt funding will be available to the Company on terms acceptable to the Company, or at all.

11. Financial Risk Management (continued)

Foreign Exchange Risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company is exposed to foreign exchange risk as it has U.S. dollar balances in cash. As at September 30, 2024, the Company has a nominal amount of cash denominated in U.S. dollars, therefore management considers foreign exchange to be a minimal risk. The Company has not hedged its exposure to currency fluctuations during the period.

Interest rate risk

Interest rate risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will significantly fluctuate due to changes in market interest rates. The Company considers interest rate risk to be minimal as the interest rate charged on the loan receivable is fixed.

Fair Value

The fair value of the Company's financial assets and liabilities approximates the carrying amount. 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 for identical assets or liabilities
Level 2	Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
Level 3	Inputs that are not based on observable market data

The Company determined that the carrying values of its short-term financial assets and liabilities approximate the corresponding fair values because of the relatively short periods to maturity of these instruments and the low credit risk.

The Company has no assets or liabilities reported at fair value as at September 30, 2024 or 2023. The carrying value of the Company's cash, loan receivable, trade payables and accrued liabilities, and due to related parties approximate their fair value due to the short term to maturity or the terms being due on demand.

a. Other Income

	September 30, 2024	September 30, 2024
Interest and other income	**$ 9,924**	$ 6,681
Total	**$ 9,924**	$ 6,681