Docusign Envelope ID: 285544BC-17C1-4C74-B390-A646C9B9B3CC

AAPKI Ventures Inc.

(Formerly Pushfor Tech Inc.)

Interim Financial Statements

Three and Nine Months Ended June 30, 2024, and 2023

(Unaudited - Expressed in Canadian Dollars)

NOTICE TO READER

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim financial statements of the Company have been prepared by and are the responsibility of the Company's management. The unaudited condensed interim financial statements have been prepared using accounting policies in compliance with International Financial Reporting Standards for the preparation of the condensed interim financial statements and are in accordance with IAS 34 – *Interim Financial Reporting.*

The Company's independent auditor has not performed a review of these unaudited condensed interim financial statements in accordance with standards established by the Canadian Chartered Professional Accountants for a review of the interim financial statements by an entity's auditor.

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AAPKI VENTURES INC. (Formerly PUSHFOR TECH INC.)
INTERIM STATEMENTS OF FINANCIAL POSITION
(Unaudited - Expressed in Canadian dollars)

		June 30, 2024	September 30, 2023
ASSETS		$	$
Current Assets			
Cash and cash equivalents		266,965	112,904
Investments	3	-	113
		266,965	113,017
Exploration and evaluation assets	6	-	67,645
Total assets		266,965	180,662
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities			
Accounts payable and accrued liabilities	4, 8	151,003	150,763
Convertible debenture	5	100,500	-
Notes payable	5	22,800	-
Total		274,303	150,763
SHAREHOLDERS' EQUITY (DEFICIENCY)			
Share capital	7	12,452,228	12,452,228
Subscription received	10	265,000	-
Reserves	7	3,729,670	3,729,670
Deficit		(16,454,236)	(16,151,999)
Total		(7,338)	29,899
Total liabilities and shareholders' equity (deficiency)		266,965	180,662
Nature and continuance of operations	1		
Subsequent event	10		

The accompanying notes are an integrate part of these interim financial statements

On behalf of the Board:

" Marcus D. Withers" — Director

"   John Flynn   " — Director

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AAPKI VENTURES INC. (Formerly PUSHFOR INVESTMENTS INC.)
INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Unaudited - Expressed in Canadian dollars)

	Three months ended June 30, 2024	Three months ended June 30, 2023	Nine months ended June 30, 2024	Nine months ended June 30, 2023
	$	$	$	$
OPERATING EXPENSES				
Consulting fees (Note 8)	68,359	10,250	208,759	257,834
Office and administration	1,308	5,678	2,876	8,755
Professional fees	2,100	8,000	5,445	25,521
Transfer agent and regulatory fees	10,348	4,563	20,236	23,914
Loss before the following:	(82,115)	(128,491)	(237,316)	(316,024)
OTHER ITEMS				
Foreign exchange gain (loss)	270	227	270	7,218
Gain (loss) on accounts payable settlement	4,325	-	4,325	224,832
Interest expenses and finance fees	(1,572)	(1,172)	(1,758)	(9,159)
Loss - impairment of mineral properties	(67,645)	-	(67,645)	-
Unrealized loss on fair value of investment	-	-	(113)	(227)
Net loss and comprehensive loss	(146,737)	(129,436)	(302,237)	(93,360)
Loss per share, basic and diluted	(0.01)	(0.01)	(0.02)	(0.01)
Weighted average number of shares, basic and diluted	20,210,986	13,090,107	20,210,986	10,991,775

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

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AAPKI VENTURES INC. (Formerly PUSHFOR TECH INC.)
INTERIM STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (DEFICIENCY)
(Unaudited - Expressed in Canadian dollars, except share number)

	Issued Common Shares					
	Number of Shares	**Amount**	**Subscription received**	**Other Reserve**	**Deficit**	**Total**
		$		$	$	$
Balance at September 30, 2022	**9,061,022**	**11,871,453**	**-**	**3,669,195**	**(15,914,975)**	**(374,327)**
Adjustment for share consolidation (Note 7)	(36)	-	-	-	-	-
Issuance of common shares for debt settlement	200,000	20,000	-	-	-	20,000
Issuance of common shares for cash	10,950,000	560,775	-	60,475	-	621,250
Loss of the year	-	-	-	-	(237,024)	(237,024)
Balance at September 30, 2023	**20,210,986**	**12,452,228**	**-**	**3,729,670**	**(16,151,999)**	**29,899**
Receipt of subscription (Note 10)	-	-	265,000	-	-	265,000
Loss of the period	-	-	-	-	(302,237)	(302,237)
Balance at June 30, 2024	**20,210,986**	**12,452,228**	**265,000**	**3,729,670**	**(16,454,236)**	**(7,338)**

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

AAPKI VENTURES INC. (Formerly PUSHFOR TECH INC.)
INTERIM STATEMENTS OF CASH FLOWS
(Unaudited - Expressed in Canadian dollars)

Nine months ended June 30,	2024	2023
OPERATING ACTIVITIES		
Net loss	(302,237)	(93,360)
Adjustments for non-cash items:		
Foreign exchange	(270)	(7,218)
Loss (gain) on accounts payable settlement	(4,325)	(224,832)
Loss - impairment of mineral properties	67,645	-
Unrealized loss on fair value of investment	113	227
Changes in non-cash working capital items:		
Accounts payable and accrued liabilities	6,335	(95,856)
Cash used in operating activities	(232,739)	(421,039)
FINANCING ACTIVITIES		
Proceeds from issuance of common shares	-	621,250
Proceeds from issuance of a convertible debenture	100,000	-
Receipt of share subscription	265,000	-
Repayment of a note payable	-	(125,000)
Proceeds from issuance of note payable	21,800	125,000
Cash provided by financing activities	386,800	621,250
Change in cash during the period	154,061	200,211
Cash, beginning of period	112,904	10,896
Cash, end of period	**266,965**	**211,107**

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

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1. NATURE AND GOING CONCERN

On November 17, 2023 Pushfor Investments Inc. changed its name to AAPKI Ventures Inc. (the "Company" or "AAPKI"). The Company was incorporated on November 29, 2007 under the British Corporations Act of the Province of British Columbia.

The Company is listed on the Canadian Securities Exchange (the "CSE") and trades under the symbol "APKI". The head office, principal address and records office of the Company are located at 9648-128th Street, Suite 210, Surrey, BC, V3T 2X9.

The Company has had recurring deficits since inception and the Company's continuation as a going concern is dependent upon its ability to attain profitable operations and generate funds from equity, and debt financing to meet its obligations. The Company currently does not generate revenue. There can be no assurance that the Company will be able to raise adequate financing to fund operations. These circumstances comprise a material uncertainty which may cast significant doubt on the Company's ability to continue as a going concern.

These financial statements do not reflect the adjustments to the carrying value of assets and liabilities and the reported expenses and statement of financial position classifications that would be necessary should the Company be unable to continue in existence. These adjustments could be material.

2. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

Statement of Compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standards ("IAS") 34 *Interim Financial Reporting* and should be read in conjunction with the annual financial statements for the year ended September 30, 2023, which have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and Interpretations of the International Financial Reporting Interpretations Committee ("IFRIC").

These condensed consolidated interim financial statements have been reviewed and authorized for issue by the Board of directors on August 27, 2024

Basis of Preparation

These financial statements have been prepared on a historical cost basis except for financial instruments classified as and measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting, except for cash flow information. These financial statements are presented in Canadian dollars, which is also the Company's functional currency, unless otherwise indicated. The preparation of financial statements in compliance with IFRS requires management to make certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies.

A certain part of the financial statements for the three and nine months ended June 30, 2023, has been reclassified according to the classification and presentation of the financial statements for the three and nine months ended June 30, 2024.

(Unaudited - Expressed in Canadian dollars)

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2. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Significant Estimates and Assumptions
The preparation of these financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, profit and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if it affects both current and future periods. Estimates and assumptions where there is significant risk of material adjustments to assets and liabilities in future accounting periods include the following:

- Deferred tax assets - Deferred tax assets, including those arising from un-utilized tax losses, require management to assess the likelihood that the Company may generate sufficient taxable earnings in future periods in order to utilize recognized deferred tax assets. Assumptions about the generation of future taxable profits depend on management's estimate of future cash flows. In addition, future changes in tax laws could limit the ability of the Company to obtain tax deductions in future periods. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the net deferred tax assets recorded at the reporting date could be impacted. As at September 30, 2023 and 2022, there are not deferred income tax assets recognized.

New Accounting Standards
Since the recent year ended September 30, 2023, the Company has not adopted new accounting standards that may have material impacts to the Company's interim financial statements for the three and nine months ended June 30, 2024.

3. INVESTMENTS

As at June 30, 2024, and September 30, 2023, the Company's investments mainly comprised of 22,666 common shares of a public company which is measured at fair value. Details are as follows:

	June 30, 2024	September 30, 2023
Shares – Public Companies	$	$
Cost	22,950	22,950
Fair Value	-	113

4. ACCOUNTS PAYABLE AND ACCRUED LIABILITES

		June 30, 2024		September 30, 2023
Accounts payable	$	10,490	$	24,734
Accrued liabilities		4,500		23,400
Due to related parties (Note 8)		136,013		102,629
	$	151,003	$	150,763

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5. NOTE PAYABLE AND CONVERTIBLE DEBENTURE

In June 2024, the Company issued convertible debenture units (the "Debentures") for $100,000. The Debentures mature on the date 12 months from the date of issuance and bear interest at a rate of 10.0% per annum. The Debentures can be converted into units of the Company at a conversion price of $0.05 per unit. Each unit will comprise of one common share and one share purchase warrant. The warrants are exercisable into the Company's common share at $0.05 per share for a period of 3 years after issuance.

As at June 30, 2024, the Company had two promissory notes (totaling $21,800) owing to two entities related to a director of the Company. The two promissory notes are unsecured, payable on demand, and have an interest rate of 10% per annum. As at June 30, 2024, these promissory notes have a carrying value of $22,800 , including an accrued interest of $1,000, which have been fully repaid in July, 2024.

On December 29, 2022, the Company borrowed $50,000 from an arm's length entity. This loan is un-secured, due on March 29, 2023, has an interest rate of 15% per annum. The Company is required to pay $5,000 finance fees to the lender to secure this short-term borrowing. In February 2023, the Company paid the lender $56,875 (principal, finance fees, accrued interest inclusive) to fully settle this note payable.

In February 2023, the Company borrowed $75,000 from an arm's length entity. This loan is un-secured, due on February 7, 2024, and has an interest rate of 8% per annum, In June, 2023, the Company paid the lender $77,137 (principal and accrued interest inclusive) to fully settle this note payable.

6. EXPLORATION AND EVALUATION ASSET

On July 17, 2023, the Company entered into an option agreement with a Nevada-based privately held company ("Owner"), whereby the Company has acquired an option (the "Option") to purchase a 100% interest in the AT Lithium Project, (the "Lithium Property"), that is situated in the Amargosa Valley within Nye County, Nevada. The AT Property consists of 131 lode mining claims situated on unencumbered BLM land (approximately 2,600 acres) in the State of Nevada.

As at June 30, 2024, the Company decided not to move forward with this project and has fully impaired the Lithium Property and incurred an impairment loss of $67,645.

7. SHARE CAPITAL

On January 16, 2023, the Company consolidated its outstanding common shares on a 2-to-1 basis. The presentation of shares, options, warrants, and related information in these financial statements have been revised retroactively.

Authorized
Unlimited number of common shares without par value.

(Unaudited - Expressed in Canadian dollars)

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7. SHARE CAPITAL (Continued)

Share Issuances

2024

There was no issuance or cancellation of shares during the nine months ended June 30, 2024 (Note 10).

2023

On December 16, 2022, the Company issued 200,000 common shares with fair value of $20,000 to two former officers/directors for debt settlement (Note 8)

On February 1, 2023, the Company issued 2,950,000 units for $221,250 ($0.075 / unit) through a non-brokered private placement. Each unit is comprised of one common share and one common share purchase warrant. Each warrant can be exercised to one common share at $0.10 per share for a period of two years after issuance. The Company applied residual value method and allocated $60,475 for the issuance of warrants.

On June 19, 2023 the Company issued 8,000,000 units for $400,000 ($0.05/ unit). Each unit consists of one common share and one common share purchase warrant. Each warrant can be exercised to one common share of the Company at a price of $0.06 per share for a period of two years after issuance. These warrants are subject to a four month acceleration upon the shares trading for 10 consecutive days at $0.25 or more. The Company applied residual value method and allocated $Nil for the issuance of warrants.

Option

There was no option issuance, expiry, cancellation during the nine months ended June 30, 2024.
As at June 30, 2024, September 30, 2023 and 2022, the number of options outstanding was Nil.

Warrants

Details regarding warrants issued and outstanding are summarized as follows:

	Weighted Average Exercise Price	Number of Warrants
	$	
Balance, September 30, 2022	1.20	1,732,000
Issuance	0.10	2,950,000
Issuance	0.06	8,000,000
Balance, September 31, 2023, and June 30, 2024.	0.22	12,682,000

There was no warrant issuance or expiry during the nine months ended June 30, 2024. As at June 30, 2024, the Company's outstanding warrants have a weighted average exercise price of $0.22 per share and a weighted average remaining life of 1.20 years.

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8. RELATED PARTY TRANSACTIONS

The Company had the following transactions with related parties during the nine months ended June 30, 2024

Position	Nature	2024	2023
		$	$
Grand Peak Capital Corp. (i)	Consulting	91,500	90,000
Officers	Consulting	117,259	163,334

(i) *In June 2023, Grand Peak Capital Corp.("GPK"), acquired 2,500,000 units of the Company at $0.05/unit (Note 7). Since then, the Company owned more than 20% of the Company's common shares on a fully diluted basis and became a significant shareholder of the Company.*

During the nine months ended June 30, 2023, the Company issued 200,000 common shares with fair value of $20,000 and paid cash of $13,651 to settle amounts payable to two former officers/directors. As a result, the Company recorded a gain of settlement accordingly.

As at June 30, 2024, the Company's accounts payable and accrued liabilities include an amount owing to the Company's Chief Executive Officer ("CEO") of $42,840 (2023/9/30- $77,436), $Nil payable to former directors (2023/9/30- $13,520), and $93,173 payable to Grand Peak Capital Corp. (2023/9/30 - $ 11,673)

9. FINANCIAL RISK AND CAPITAL MANAGEMENT

The Company is exposed in 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 Company has not changed its approach to handling these risks since its recent year ended September 30, 2023. 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 risk is its cash. The Company is not subject to material credit risk as at June 30, 2024.

Price Risk
The Company is exposed to price risk in relation to listed marketable securities held as FVTPL investment.

Currency Risk
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 currency risk on cash denominated in United States dollars. As of June 30, 2024, a change of 10% of the foreign exchange rate between US$ and Canadian $ would not have a material impact to the Company's interim financial statements for the three and nine months ended June 30, 2024.

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9. FINANCIAL RISK AND CAPITAL MANAGEMENT (Continued)

Market Risk

Market risk is the risk that the fair value of, or future cash flows from the Company's investment in marketable securities will significantly fluctuate because of changes in marketplaces. The Company is exposed to market risk or equity risk or equity price risk in trading its investment and unfavorable market conditions could result in dispositions of investments at less than favorable prices. Additionally, the Company marks its investments to market in accordance with accounting policies at each reporting period. This process could result in significant. write-downs of the Company's investment over one or more reporting periods, particularly during periods of declining markets.

Market risk includes price risk, interest rate risk and currency risk as well as factors specific to an individual investment or its issuer or risk specific to a certain market. Market risk is managed principally through diversification of investments. Management monitors the overall market risk position on a quarterly basis

Liquidity Risk

Liquidity risk is the risk that the Company may be unable to meet its financial obligations as they fall due. The Company reviews its working capital position regularly to ensure there is sufficient capital in order to meet short-term business requirements, taking into account its anticipated cash flows from operations and its holding of cash.

Classification of Financial Instruments

Financial assets and liabilities included in the statement of financial position are as follows:

	June 30, 2024	September 30, 2023
Financial assets	$	$
FVTPL:		
Cash	266,965	112,904
Investments, current	-	113
Financial liabilities- amortized		
Accounts payable and accrued liabilities	172,972	150,763
Convertible debenture	100,500	-
Notes payable	22,800	-

Fair Value

The fair value of the Company's financial assets and liabilities approximate the carrying amount whether due to their short-term nature. Financial instruments measured at fair value are classified into 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 quote prices in active markets for identical assets or liabilities;
- Level 2 Inputs other than quoted prices that are observable for the asset or liability;
- Level 3 Inputs that are not based on observable market data.

Investments consist of common shares of Canadian public companies (Note 3). Investments in common shares are measured using level 1 fair value measurements. The Company does not have any financial instruments subject to level 2 or level 3 fair value measurements.

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10. SUBSEQUENT EVENTS

In July, 2024, throughout a non-brokered private placement, the Company issued 58,000,000 security units at a price of $0.05 per unit (the “Units”) for gross proceeds of $2,900,000. Each Unit consists of one common and one common share purchase warrant (a “Warrant”). Each Warrant entitles the holder to purchase one additional common share of the Company at a price of $0.06 per share for a period of two (2) years after issuance. Warrants are subject to a four-month acceleration upon the shares trading for 10 consecutive days at $0.25 or more. Two insiders of the Company subscribed for an aggregate of 51,200,000 Units. As at June 30, 2024, the Company received $265,000 subscription in connection with this private placement.

These Units are subject to trading restrictions until November 4, 2024.

Proceeds from the issuance will be used by the Company to entertain project investment and working capital.