ALGERNON PHARMACEUTICALS INC.

Condensed Interim Consolidated Financial Statements
(Unaudited)

For the nine months ended May 31, 2024 and 2023
(Expressed in Canadian dollars)

In accordance with National Instruments 51-102 released by the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the unaudited financial statements for the nine months ended May 31, 2024.

ALGERNON PHARMACEUTICALS INC.

Unaudited Condensed Interim Consolidated Statements of Financial Position
(Expressed in Canadian dollars)

As at	Note		May 31, 2024		August 31, 2023
ASSETS					
Current assets					
Cash and cash equivalents	*4*	$	609,524	$	125,085
Accounts receivable	*4,5*		9,196		96,056
Prepaid expenses	*6*		68,275		118,688
Total current assets			686,995		339,829
Non-current assets					
Restricted cash equivalents	*4,7*		28,750		57,500
Intangible assets	*8*		3,177,423		3,796,370
Total non-current assets			3,206,173		3,853,870
TOTAL ASSETS		$	3,893,168	$	4,193,699
LIABILITIES AND SHAREHOLDERS' EQUITY					
Current liabilities					
Accounts payable and accrued liabilities	*4,9,12*	$	1,931,044	$	2,719,760
Total liabilities			1,931,044		2,719,760
Shareholders' equity					
Share capital	*10*		29,137,323		28,149,932
Reserves	*10*		3,300,438		4,148,624
Accumulated other comprehensive loss			(40,272)		(32,275)
Deficit			(30,435,365)		(30,792,342)
Total shareholders' equity			1,962,124		1,473,939
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		$	3,893,168	$	4,193,699

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

Approved on behalf of the Board:

"Christopher Moreau" (signed)
Christopher Moreau
Director and Chief Executive Officer

"Harry Bloomfield" (signed)
Harry Bloomfield
Director

ALGERNON PHARMACEUTICALS INC.

Unaudited Condensed Interim Consolidated Statements of (Income) Loss and Comprehensive (Income) Loss
(Expressed in Canadian dollars)

	Note	Three months ended May 31, 2024	Three months ended May 31, 2023	Nine months ended May 31, 2024	Nine months ended May 31, 2023
EXPENSES					
General and administrative	*12*	$ 46,364	$ 58,822	$ 121,404	$ 186,639
Marketing		29,953	155,547	175,360	1,043,005
Professional fees	*12*	14,482	28,652	64,259	232,119
Research and development		109,534	460,576	616,124	906,802
Salaries and Benefits	*12*	180,957	164,958	661,950	525,161
Share-based payment	*10*	61,007	194,102	286,658	1,187,023
Shareholder communications		23,361	65,373	66,087	175,396
		465,658	1,128,030	1,991,842	4,256,145
Gain on sale of research program	*11*	(1,663,725)	-	(1,663,725)	-
Gain on settlement of trade payables	*9*	(245,461)	-	(245,461)	-
Interest income		(380)	(734)	(1,108)	(1,336)
Net (income) loss for the period		(1,443,908)	1,127,296	81,548	4,254,809
OTHER COMPREHENSIVE (INCOME) LOSS					
Item not classified into profit or loss:					
Foreign exchange (gain) / loss on translation to reporting currency		5,607	(13,250)	7,997	(2,630)
Comprehensive (income) loss for the period		$(1,438,301)	$ 1,114,046	$ 89,545	$ 4,252,179
(Income) loss per common share					
Basic		$ (0.07)	$ 0.10	$ -	$ 0.42
Weighted average number of common shares outstanding		21,779,909	11,099,688	18.934,791	10,081,543
Fully diluted		$ (0.06)	$ 0.10	$ -	$ 0.42
Weighted average number of common shares outstanding		22,284,909	11,099,688	18.934,791	10,081,543

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

ALGERNON PHARMACEUTICALS INC.

Unaudited Condensed Interim Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)

Nine months ended	May 31, 2024	May 31, 2023
OPERATING ACTIVITIES		
Net loss for the period	$ (81,548)	$ (4,254,809)
Items not involving cash		
Gain on sale of research program	(1,663,725)	-
Gain on settlement of trade payables	(245,461)	-
Share-based payments	286,658	1,187,023
Amortization	21,155	37,059
Unrealized foreign exchange loss	965	60,299
	(1,681,956)	(2,970,428)
Changes in non-cash operating working capital		
Accounts receivable	86,946	593,019
Prepaid expenses	50,413	671,610
Restricted cash equivalents	28,750	-
Accounts payable and accrued liabilities	(561,244)	(274,502)
	(2,077,091)	(1,980,301)
INVESTING ACTIVITY		
Proceeds from sale of research program	2,714,400	-
Transaction costs paid pursuant to sale of research program	(377,683)	-
Additions of intangible assets	(52,737)	(53,919)
	2,283,980	(53,919)
FINANCING ACTIVITIES		
Proceeds from units issued for cash, net of financing costs (Private Placement)	265,572	-
Proceeds from units issued for cash, net of financing costs (Rights Offering)	-	1,054,201
Proceeds from shares issued for cash, net of financing costs (ATM Financing)	-	4,525
Proceeds from stock options exercised	7,500	-
Proceeds from warrants exercised	-	102,929
Deferred share issue costs	-	(101,911)
	273,072	1,059,744
Effect of exchange rate fluctuations on cash held	4,478	201
Decrease in cash and cash equivalents	484,439	(974,275)
Cash and cash equivalents, beginning of period	125,085	1,408,509
Cash and cash equivalents, end of period	$ 609,524	$ 434,234
Supplemental cash flow information		
Non-cash investing and financing activities:		
Fair value of warrants issued with unit offering	$ 73,271	$ -
Fair value of finders warrants issued with unit offering	$ 2,977	$ -
Fair value of restricted share units settled	$ 768,067	$ -
Fair value of warrants expired	$ -	$ 1,069,286
Fair value of stock options exercised	$ 12,000	$ -
Fair value of stock options expired	$ 211,346	$ 195,175
Fair value of restricted share units expired	$ 227,179	$ -
Intangible assets included in accounts payable	$ 119,129	$ 51,311
Deferred share issue costs included in accounts payable	$ -	$ 95,061
Fair value of warrants exercised	$ -	$ 22,452
Interest paid	$ -	$ -
Taxes paid	$ -	$ -

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

ALGERNON PHARMACEUTICALS INC.

Unaudited Condensed Interim Consolidated Statements of Changes in Shareholders' Equity
(Expressed in Canadian dollars)

	Number of Shares	Share Capital	Reserves	Accumulated Other Comprehensive Loss	Deficit	**Total**
Balance at August 31, 2022	9,431,472	$ 27,115,383	$ 3,733,188	$ (37,026)	$ (25,186,887)	$ 5,624,658
Shares issued for cash, net of financing costs (ATM)	8,400	4,525	-	-	-	4,525
Units issued for cash, net of financing costs (Rights Offering)	4,883,769	618,847	435,354	-	-	1,054,201
Exercise of warrants	109,788	125,381	(22,452)	-	-	102,929
Settlement of restricted share units	117,328	148,080	(148,080)	-	-	-
Expiration of stock options	-	-	(195,175)	-	195,175	-
Expiration of warrants	-	-	(1,069,286)	-	1,069,286	-
Share-based payments	-	-	1,187,023	-	-	1,187,023
Other comprehensive loss	-	-	-	2,630	-	2,630
Net loss for the period	-	-	-	-	(4,254,809)	(4,254,809)
Balance at May 31, 2023	**14,550,757**	**$ 28,012,216**	**$ 3,920,572**	**$ (34,396)**	**$ (28,177,235)**	**$ 3,721,157**
Balance at August 31, 2023	15,775,814	$ 28,149,932	$ 4,148,624	$ (32,275)	$ (30,792,342)	$ 1,473,939
Units issued for cash, net of financing costs (Private Placement)	3,733,333	189,324	76,248	-	-	265,572
Settlement of restricted share units	2,131,632	768,067	(768,067)	-	-	-
Shares issued on exercise of stock options	100,000	12,000	(4,500)	-	-	7,500
Shares issued in connection with an investment banking agreement	200,000	18,000	-	-	-	18,000
Expiry of stock options	-	-	(211,346)	-	211,346	-
Expiry of restricted share units	-	-	(227,179)	-	227,179	-
Share-based payments	-	-	286,658	-	-	286,658
Other comprehensive loss	-	-	-	(7,997)	-	(7,997)
Net loss for the period	-	-	-	-	(81,548)	(81,548)
Balance at May 31, 2024	**21,940,779**	**$ 29,137,323**	**$ 3,300,438**	**$ (40,272)**	**$ (30,435,365)**	**$ 1,962,124**

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Algernon Pharmaceuticals Inc. (the "Company" or "Algernon") was incorporated on April 10, 2015 under the British Columbia *Business Corporations Act.* The registered office of Algernon is located at Suite 1500 – 1055 West Georgia Street, Vancouver, British Columbia, V6E 4N7.

On March 3, 2023, the Company completed a forward split of all of its issued and outstanding common shares on a 4 to 1 basis. Unless otherwise noted, all share, options, warrants, agent warrants, and restricted share unit information have been retroactively adjusted to reflect this forward split.

Algernon is a drug re-purposing company that investigates safe, already approved drugs for multiple new disease applications, moving them efficiently and safely into new human trials. The Company's lead compound is a drug called Ifenprodil which is being investigated in clinical trials for idiopathic pulmonary fibrosis ("IPF") and chronic cough.

Algernon is a clinical stage pharmaceutical development company focused on developing repurposed therapeutic drugs in the areas of non-alcoholic steatohepatitis ("NASH"), a type of liver disease, chronic kidney disease ("CKD") as well as advancing a stroke program using N,N-Dimethyltryptamine ("DMT"). Drug re-purposing (also known as re-profiling, re-tasking, or therapeutic switching) is the application of approved drugs and compounds to treat a different disease than what it was originally developed for. All the research and development ("R&D") work is carried out by the Company's 100% owned Canadian subsidiary, Nash Pharmaceuticals Inc. ("Nash Pharma"). On January 6, 2020, Nash Pharma established a 100% owned Australian subsidiary, Algernon Research Pty Ltd. ("AGN Research"). Through its ongoing research programs, Nash Pharma is seeking to minimize investment and drug development risk by taking advantage of regulatory approved drugs and discovering alternative clinical uses by accelerating entry into phase II clinical trials (human). On December 9, 2022, the Company established a 100% owned subsidiary incorporated in British Columbia, Algernon NeuroScience Inc. ("AGN Neuro") and on December 20, 2022, AGN Neuro acquired all of the assets of the Company's DMT program and all research and development activities pertaining to DMT will be carried out by AGN Neuro.

As at May 31, 2024, the Company has an accumulated deficit of $30,435,365 (August 31, 2023 - $30,792,342) and for the nine months then ended incurred a net loss of $81,548 (May 31, 2023 - $4,254,809). The Company will need to raise sufficient working capital to maintain operations. Without additional financing, the Company may not be able to fund its ongoing operations and complete development activities. Management anticipates that the Company will continue to raise adequate funding through equity or debt financings, although there is no assurance that the Company will be able to obtain adequate funding on favorable terms. These uncertainties may cast significant doubt on the Company's ability to continue as a going concern. These condensed consolidated interim financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business. These condensed consolidated interim financial statements do not reflect adjustments, which could be material, to the carrying value of assets and liabilities, which may be required should the Company be unable to continue as a going concern.

2. BASIS OF PRESENTATION

(a) Statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34") using policies consistent with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"). They have been prepared on a historical cost basis, except for certain financial instruments, which are stated at fair value. In addition, these condensed interim consolidated financial statements have been prepared using the accrual basis of accounting, except for the cash flow information.

2. BASIS OF PRESENTATION (continued)

(a) Statement of compliance (continued)

These condensed interim consolidated financial statements have been prepared in accordance with the same accounting policies and methods of application as the most recent audited consolidated financial statements for the year ended August 31, 2023, except that they do not include all the disclosures required for the annual audited financial statements. These condensed interim consolidated financial statements should be read in conjunction with the audited consolidated financial statements for the Company for year ended August 31, 2023.

(b) Approval of the condensed interim consolidated financial statements

The condensed interim consolidated financial statements of the Company for the nine-month period ended May 31, 2024 were approved and authorized for issuance by the Board of Directors on July 29, 2024.

(c) Foreign currencies

The reporting currency is the Canadian dollar ("CAD"), which is the functional currency of Algernon, Nash Pharma and AGN Neuro. The functional currency of AGN Research is the Australian dollar ("AUD"). Transactions in currencies other than the functional currency are recorded at the rate of exchange prevailing on the date of the transaction, except amortization, which is translated at the rates of exchange applicable to the related assets. Monetary assets and liabilities that are denominated in foreign currencies are translated at the rate prevailing at each reporting date. Non-monetary items that are measured at historical cost in a foreign currency are translated at the exchange rate on the date of the initial transaction. Non-monetary items that are measured at fair values are reported at the exchange rate on the date when fair values are determined. Foreign currency translation differences are recognized in profit or loss, except for differences on the translation of foreign entities to reporting currency on consolidation, which are recognized in other comprehensive income.

On consolidation, the assets and liabilities of entities are translated into the reporting currency at the rate of exchange at the reporting date and the condensed interim consolidated statements of loss and comprehensive loss are translated at the average exchange rates for the period. The exchange differences arising on translation for consolidation purposes are recognized in other comprehensive loss.

(d) Use of accounting estimates and judgements

The preparation of condensed interim consolidated financial statements in accordance with IFRS requires management to make estimates that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the condensed interim consolidated financial statements and the reported amounts of revenues and expenses during the reporting period.

3. SIGNIFICANT ACCOUNTING POLICIES

Basis of consolidation

The condensed interim consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, which are entities over which the Company has control. Control exists when the Company has the power and ability, directly or indirectly, to direct the relevant activities of an entity so as to obtain benefit from its activities. Subsidiaries are fully consolidated from the date that control commences until the date the control ceases. The accounting policies of the Company's subsidiaries have been aligned with the policies adopted by the Company. When the Company ceases to control a subsidiary, the financial statements of that subsidiary are de-consolidated.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Basis of consolidation (continued)

All intercompany transactions and balances have been eliminated on consolidation.

4. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's risk exposure and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of loss associated with a counter party's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to its cash and cash equivalents and accounts receivable. The Company's accounts receivable is mainly comprised of GST receivable, accrued interest receivable from GIC's held with bank, and accrued Australia R&D tax credit receivable. GST receivable and Australia R&D tax credit receivable are not financial instruments as they do not arise from contractual obligations. The Company limits exposure to credit risk on bank deposits by holding demand deposits in high credit quality banking institutions in Canada and Australia. Management believes that the credit risk with respect to receivables is minimal.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they become due. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements. All of the Company's financial obligations are due within one year.

At May 31, 2024, the Company had a working capital deficit of $1,244,049 compared to working capital at August 31, 2023 of $2,379,931. This included cash and cash equivalents of $609,524 (August 31, 2023 - $125,085) available to meet short-term business requirements and current liabilities of $1,931,044 (August 31, 2023 - $2,719,760).

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk, and other price risks. The Company is not exposed to significant interest rate risk and other price risk.

a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize a loss as a result of a decline in the fair value of the cash is limited because of the short-term investment nature. The Company's financial asset exposed to interest rate risk consists of cash and cash equivalents and restricted cash equivalents. Restricted cash equivalents consists of GICs held at banking institutions that bear interest prime less 2.95% (August 31, 2023 – 2.90%) and mature one year from the purchase date.

b) Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk or foreign currency risk. The Company is not exposed to significant other price risk.

4. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Market risk (continued)

c) Foreign currency risk

Foreign currency risk is related to fluctuations in foreign exchange rates. The Company has certain expenditures that are denominated in US dollars ("US$"), Australian dollars ("AUD$"), Euros, British Pound Sterling ("GBP") and Swedish Krona and other operating expenses that are mainly in Canadian dollars ("CAD$").

The Company holds funds in its Australian subsidiary in AUD$ and may fund additional cash calls to this foreign subsidiary in the future. The Company's exposure to foreign currency risk arises primarily on fluctuations in the exchange rate of the CAD$ relative to the US$ and the AUD$.

As at May 31, 2024, the Company had monetary assets of US$414,783 or $565,639 (August 31, 2023 - US$4,438 or $6,005) at the CAD$ equivalent and monetary liabilities of US$486,175 or $662,997 (August 31, 2023 - US$498,244 or $674,174) at the CAD$ equivalent. The Company's sensitivity analysis suggests that a change in the absolute rate of exchange in US$ by 10% will increase or decrease comprehensive loss by approximately $9,736 (August 31, 2023 - $66,817).

As at May 31, 2024, the Company had monetary assets of AUD$5,443 or $4,936 (August 31, 2023 - AUD$74,445 or $65,229) at the CAD$ equivalent and monetary liabilities of AUD$21,818 or $19,785 (August 31, 2023 - AUD$481,839 or $422,188) at the CAD$ equivalent. The Company's sensitivity analysis suggests that a change in the absolute rate of exchange in AUD$ by 10% will increase or decrease comprehensive loss by approximately $1,485 (August 31, 2023 - $35,696).

As at May 31, 2024, the Company had monetary liabilities of $261,569 Euros or $387,174 (August 31, 2023 - $418,062 Euros or $613,799) at the CAD$ equivalent. The Company's sensitivity analysis suggests that a change in the absolute rate of exchange in the Euro by 10% will increase or decrease comprehensive loss by approximately $38,717 (August 31, 2023 - $61,380).

As at May 31, 2024, the Company had monetary liabilities of GBP$77,452 or $134,511 (August 31, 2023 - GBP$66,639 or $114,245) at the CAD$ equivalent. The Company's sensitivity analysis suggests that a change in the absolute rate of exchange in the GBP by 10% will increase or decrease comprehensive loss by approximately $13,451 (August 31, 2023 - $11,425).

As at May 31, 2024, the Company had monetary liabilities of $114,900 Swedish Krona or $14,880 (August 31, 2023 – nil Swedish Krona or nil) at the CAD$ equivalent. The Company's sensitivity analysis suggests that a change in the absolute rate of exchange in the Swedish Krona by 10% will increase or decrease comprehensive loss by approximately $1,488 (August 31, 2023 - nil).

The Company has not entered into any foreign currency contracts to mitigate this risk. Foreign currency risk is considered low relative to the overall financial operating plan.

Fair Value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. 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.

(Expressed in Canadian dollars)

4. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Fair Value (continued)

- Level 1 – fair values are based on quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 – fair values are based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); or
- Level 3 – fair values are based on inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company classified its financial instruments at Level 1 and as follows:

	Financial Assets	**Financial Assets**	**Financial Liabilities**
	Fair Value Through Profit	Measured at Amortized Cost	Measured at Amortized Cost
May 31, 2024			
Cash and cash equivalents	$ 609,524	$ -	$ -
Restricted cash equivalents	28,750	-	-
Accounts receivable	-	184	-
Accounts payable and accrued liabilities	$ -	$ -	$ (1,931,044)

	Financial Assets	**Loans and Receivables**	**Financial Liabilities**
	Fair Value Through Profit	Measured at Amortized Cost	Measured at Amortized Cost
August 31, 2023			
Cash and cash equivalents	$ 125,085	$ -	$ -
Restricted cash equivalents	57,500	-	-
Accounts receivable	-	1,015	-
Accounts payable and accrued liabilities	$ -	$ -	$ (2,719,760)

(Expressed in Canadian dollars)

5. ACCOUNTS RECEIVABLE

	May 31, 2024	August 31, 2023
Accrued interest receivable	$ 184	$ 1,015
GST receivable	9,012	31,330
Other receivable(1)	-	63,711
	$ 9,196	$ 96,056

(1) The Australia R&D tax credit allows qualifying companies to receive a cash refund at 43.5% of the eligible R&D expenditure connected to R&D activities undertaken in Australia. As at May 31, 2024, there were no cash refundable tax credits (August 31, 2023 - $63,711) recognized as a recovery of R&D expenditures over the relevant periods to match it with the related expenditures.

6. PREPAID EXPENSES

	May 31, 2024	August 31, 2023
Marketing (1)	$ 8,000	$ 87,183
Research and development	16,933	15,412
Conferences	18,567	-
Office and general	3,326	-
Shareholders communications	21,449	16,093
	$ 68,275	$ 118,688

(1) On July 4, 2022, the Company entered into a twelve-month marketing agreement with a third party for $200,000 USD, whose founder participated in the Company's Unit offering completed on July 4, 2022 for 102,700 units at a price of $3.75 per unit for total proceeds of $385,125. As at May 31, 2024, there are no amounts recorded within prepaid expenses pertaining to this contract (August 31, 2023 - $25,183).

7. RESTRICTED CASH EQUIVALENTS

As at May 31, 2024, the Company classified $28,750 (August 31, 2023 - $57,500) as restricted cash equivalents. This amount is held as collateral for the Company's corporate credit cards and is invested in GICs at a rate of prime less 2.95% (August 31, 2023 – 2.90%) and mature one year from the purchase date.

(Expressed in Canadian dollars)

8. INTANGIBLE ASSETS

	Acquisition of Nash Pharma(1)	Trademark Application Costs(2)	In-licensed Patents(3)	Patent Application Costs(4)	Total
Cost					
Balance, August 31, 2022	$ 4,862,756	$ 15,723	$ 50,292	$ 362,324	$ 5,291,095
Additions	-	5,625	16,036	110,254	131,915
Write-downs	(1,458,827)	-	(66,328)	(54,476)	(1,579,631)
Balance, August 31, 2023	$ 3,403,929	$ 21,348	$ -	$ 418,102	$ 3,843,379
Additions	-	585	-	56,615	57,200
Disposals (note 11)	(486,275)	-	-	(189,851)	(676,126)
Balance, May 31, 2024	**$ 2,917,654**	**$ 21,933**	**$ -**	**$ 284,866**	**$ 3,224,453**

	Acquisition of Nash Pharma(1)	Trademark Application Costs(2)	In-licensed Patents(3)	Patent Application Costs(4)	Total
Accumulated Amortization					
Balance, August 31, 2022	$ -	$ (1,572)	$ (9,598)	$ (23,766)	$ (34,936)
Amortization	-	(1,685)	(20,915)	(27,798)	(50,398)
Write-downs	-	-	30,513	7,812	38,325
Balance, August 31, 2023	$ -	$ (3,257)	$ -	$ (43,752)	$ (47,009)
Amortization	-	(1,658)	-	(19,497)	(21,155)
Disposals (note 11)	-	-	-	21,134	21,134
Balance, May 31, 2024	**$ -**	**$ (4,915)**	**$ -**	**$ (42,115)**	**$ (47,030)**

	Acquisition of Nash Pharma(1)	Trademark Application Costs(2)	In-licensed Patents(3)	Patent Application Costs(4)	Total
Net Book Value					
Balance, August 31, 2023	$ 3,403,929	$ 18,091	$ -	$ 374,350	$ 3,796,370
Balance, May 31, 2024	**$ 2,917,654**	**$ 17,018**	**$ -**	**$ 242,751**	**$ 3,177,423**

(1) On October 19, 2018, the Company completed the acquisition transaction of Nash Pharma. No amortization was taken on the intangibles acquired as the assets with finite life are not available for use. On an annual basis, the intangibles with finite life including those not available for use, are reviewed for impairment or more frequently if there are indicators of impairment. The Company will impair or write-off the intangible assets related to the acquisition of Nash Pharma when the recoverable value is less than the carrying value. The Nash Pharma intangibles are tested annually for impairment at August 31.

(2) The Company has filed trademark applications for the name “ALGERNON”. During the year ended August 31, 2022, the Company changed its estimate in relation to the useful life of trademarks and began to amortize the trademarks over their estimated useful life of ten years. The Company recorded $1,658 of amortization within general and administrative expenses on the condensed interim consolidated statement of loss and comprehensive loss for the nine months ended May 31, 2024 (May 31, 2023 - $1,203).

(3) The Company in-licensed an issued patent relating its oncology program, for payments including up-front and annual license fees and patent filing costs reimbursed and was amortizing the patents based on its estimated useful life of 4.75 years. During the year ended August 31, 2023, the Company wrote-off the in-licensed patent pertaining to its oncology program, which was no longer being pursued by the Company. The Company did not record any amortization within research and development expenses on the condensed interim consolidated statement of loss and comprehensive loss for the nine months ended May 31, 2024 (May 31, 2023 - $15,599).

8. INTANGIBLE ASSETS (continued)

(4) The Company had filed new method of use patents for lead compounds for treatment of various disease areas: NASH, CKD and stroke. In addition to method of use, the applications for the stroke lead compounds also includes claims for composition of matter as well as formulations, dosages and devices. The likelihood of the application success is not known. During the year ended August 31, 2022, the Company changed its estimate in relation to the useful life of patent application costs and began to amortize these costs over their remaining estimated useful life representing the remaining months to expiration of the associated patent. The Company recorded $19,497 of amortization within research and development expenses on the condensed interim consolidated statement of loss and comprehensive loss for the nine months ended May 31, 2024 (May 31, 2023 - $20,257).

9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

During the three months ended May 31, 2024, the Company negotiated an amount payable with a vendor of the Company resulting in a gain on settlement of trade payables totaling $245,461 recorded on the unaudited condensed interim consolidated statements of (income) loss and comprehensive (income) loss for the three and nine months ended May 31, 2024.

10. SHARE CAPITAL AND RESERVES

Share capital

Authorized

Unlimited number of common shares without par value.

Issued and outstanding

As at May 31, 2024, there were 21,940,779 (August 31, 2023 – 15,775,757) common shares issued and outstanding. Details of common shares are as follows:

During the nine-month period ended May 31, 2024:

- On December 27, 2023, the Company completed a private placement of 3,733,333 units of the Company at a price of $0.075 per unit for gross proceeds of $280,000 (the "December 2023 Offering"). Each unit consisted of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one common share at the price of $0.20 for a period of 24 months after the closing date until December 27, 2025.

  The fair value of the share purchase warrants was valued using the relative fair value approach and the Black-Scholes option pricing model with the following inputs on date of issuance: share listed price of $0.07, exercise price of the warrant of $0.20; expected life of 2 years; expected volatility of 112.56%; risk-free rate of return of 3.91%; and expected dividend yield of 0%. The fair value of the share purchase warrant was determined to be $73,271.

  In connection with the December 2023 Offering, the Company issued a total of 120,000 finders' warrants from units sold under the December 2023 Offering to purchasers introduced by eligible finders. Each finders' warrant entitles the holder to purchase one common share until December 27, 2025 at a price of $0.20. The Company also paid cash finders fees in the aggregate amount of $9,000 from the sale of units to purchasers introduced by the eligible finders and incurred other professional fees associated with the December 2023 Offering of $5,428, which were recorded as a reduction in the value of the shares issued as share issuance costs.

10. SHARE CAPITAL AND RESERVES (continued)

Share capital (continued)

The fair value of the finders' warrants was valued using the Black-Scholes option pricing model with the following inputs on date of issuance: share listed price of $0.07, exercise price of the warrant of $0.20; expected life of 2 years; expected volatility of 112.56%; risk-free rate of return of 3.91%; and expected dividend yield of 0%. The fair value of the finders' warrants was determined to be $2,977, which were recorded as a reduction in the value of the shares issued as share issuance costs. The total fair value of the warrants associated with the units of the December 2023 Offering and the fair value of the finders' warrants issued was $76,248.

- There were 506,703 common shares issued to officers and directors of the Company as a result of the settlement of RSU's that vested between January 1, 2023 and January 1, 2024.

- There were 1,625,000 common shares issued to officers and directors of the Company as a result of the settlement of RSU's that vested on January 30, 2024.

- There were 100,000 common shares issued to a consultant of the Company as a result of the exercise of 100,000 stock options with an exercise price $0.075 per share.

- There were 200,000 common shares issued to Maxim Group LLC. ("Maxim") pursuant to an investment banking agreement signed on June 23, 2023 following the sale of the Company's chronic cough and IPF research program.

During the nine-month period ended May 31, 2023:

- On May 5, 2023, the Company closed a rights offering which expired on April 27, 2023 (the "Rights Offering"). At closing, the Company issued 4,753,369 units (the "Rights Offering Units") at the subscription price of $0.25 per Rights Offering Unit for total gross proceeds of approximately $1,188,342. Each Rights Offering Unit consists of one common share and one common share purchase warrant (a "Rights Offering Warrant"), with each Rights Offering Warrant being exercisable for one common share at the exercise price of $0.52 until November 5, 2024, subject to acceleration to a date that is not less than 30 days following delivery of an acceleration notice to the holders of the Rights Offering Warrants if the volume weighted average price of the Shares for each of the ten consecutive trading days on the Canadian Securities Exchange exceeds $1.04.

  Pursuant to a dealer manager agreement entered into by the Company with the soliciting dealer (the "Soliciting Dealer"), the Company paid the Soliciting Dealer a cash fee of $42,292, of which $10,000 of the fee was settled by way of the issuance of 40,000 Rights Offering Units, and a corporate finance fee of $22,600, which was settled by way of the issuance of 90,400 Rights Offering Units.

  The fair value of the Rights Offering Warrants issued under the rights offering and the warrants issued as part of the Rights Offering Units to the Soliciting Dealer as payment of the cash fee and corporate finance fee were valued using the relative fair value approach and the Black-Scholes option pricing model with the following inputs on date of issuance: share listed price of $0.25, exercise price of the warrant of $0.52; expected life of 18 months; expected volatility of 112.09%; risk-free rate of return of 3.70%; and expected dividend yield of 0%. The fair value of the Rights Offering Warrants was determined to be $397,748 and the fair value of the warrants issued as part of the Rights Offering Units to the Soliciting Dealer was determined to be $10,912.

10. SHARE CAPITAL AND RESERVES (continued)

Share capital (continued)

The Company also issued to the Soliciting Dealer 165,166 Soliciting Dealer warrants (the "Soliciting Dealer Warrants"). Each Soliciting Dealer Warrant is exercisable for one Rights Offering Unit at the exercise price of $0.25 until November 5, 2024. The fair value of the Soliciting Dealer Warrants were recorded as a reduction in the value of the shares issued as share issuance costs.

The fair value of the Soliciting Dealer Warrants were valued using the Black-Scholes option pricing model with the following inputs on date of issuance: share listed price of $0.25, exercise price of the warrant of $0.25; expected life of 18 months; expected volatility of 112.09%; risk-free rate of return of 3.70%; and expected dividend yield of 0%. The fair value of the Soliciting Dealer Warrants were determined to be $26,604, which were recorded as a reduction in the value of the shares issued as share issuance costs. The total fair value of the all warrants associated with the rights offering was $435,264.

Total share issuance costs of the rights offering were $193,436, including the fair value of the warrants issued to the Soliciting Dealer.

- On December 23, 2022, the Company entered into an equity distribution agreement (the "Distribution Agreement") with Research Capital Corporation (the "Agent"). Under the Distribution Agreement, the Company will be entitled, at its discretion and from time-to-time during the term of the Distribution Agreement, to sell, through the Agent, as sole and exclusive placement agent, such number of common shares of the Company having an aggregate gross sales price of up to $5.0 million (the "ATM Offering"). The shares will be distributed at market prices or prices related to prevailing market prices from time to time. As a result, prices of the shares sold under the ATM Offering will vary as between purchasers and during the period of distribution. The ATM Offering will be effective until the earlier of the issuance and sale of all of the shares issuable pursuant to the ATM Offering and June 6, 2023, unless terminated prior to such date by the Company or the Agent in accordance with the terms of the Distribution Agreement.

  There were 8,400 common shares issued during the nine months ended May 31, 2023 as a result of the sale of shares through the Company's ATM Offering resulting in gross proceeds to the Company of $4,641.

- There were 109,788 common shares issued during the nine months ended May 31, 2023 as a result of the exercise of warrants resulting in gross proceeds to the Company of $102,929.

- There were 117,328 common shares issued to directors and consultants of the Company as a result of the settlement of RSU's that vested on January 1, 2023.

Stock options

Stock options to purchase common shares have been granted to directors, employees, contractors and consultants at exercise prices determined by reference to the market value on the date of the grant. The number of shares available for options to be granted under the Company's rolling stock option plan is 10% of the number of shares outstanding (the "Plan"). Options granted under the Plan vest immediately or over a period of time at the discretion of the Board of Directors.

(Expressed in Canadian dollars)

10. SHARE CAPITAL AND RESERVES (continued)

Stock options (continued)

Under the Plan, the number of shares reserved for issuance to any one optionee will not exceed 5% of the then issued and outstanding shares and the number of shares reserved for issuance to consultants will not exceed 2% of the then issued and outstanding shares. The options are non-assignable and non-transferable and will be exercisable up to 10 years from the date of grant. The minimum exercise price of an option granted under the Plan must not be less than the discounted market price, as such term is defined in the policies of the Canadian Securities Exchange ("CSE") and other applicable regulatory authorities.

The changes in stock options outstanding are as follows:

	Number of Stock Options	Weighted Average Exercise Price
Balance at August 31, 2022	943,000	$ 2.18
Expired	(12,000)	$ (12.00)
Balance outstanding at August 31, 2023	931,000	$ 2.05
Granted	100,000	$ 0.08
Exercised	(100,000)	$ (0.08)
Expired	(146,000)	$ (1.69)
Balance outstanding at May 31, 2024	785,000	$ 2.12
Balance exercisable at May 31, 2024	785,000	$ 2.12

As at May 31, 2024, the Company had the following stock options outstanding and exercisable:

Date of Grant	Date of Expiry	Number Outstanding	Exercise Price	Remaining Life in Years
February 13, 2020	February 13, 2025	100,000	$ 2.50	0.71
April 13, 2020	April 13, 2025	81,000	$ 7.25	0.87
August 17, 2020	August 17, 2025	14,000	$ 8.75	1.21
January 1, 2022	January 1, 2027	282,000	$ 1.03	2.59
August 31, 2022	August 31, 2027	308,000	$ 1.35	3.25
Total outstanding		785,000	$ 2.12	2.41
Total exercisable		785,000	$ 2.12	2.41

AGN Neuro adopted a Stock Option Plan (the "AGN Neuro Plan") on December 20, 2022. Under the AGN Neuro Plan, shares of AGN Neuro are authorized for issuance to employees, officers, directors, consultants and Algernon employees in an amount up to 10% of the issued and outstanding common shares of AGN Neuro. As at May 31, 2024, no stock options have been granted under the AGN Neuro Plan.

Restricted Share Units

Effective July 23, 2020, the Company has a 10% rolling restricted share unit plan which allows the Company to grant restricted share units ("RSUs") to directors, officers, employees and consultants of the Company, to a maximum of the number of shares equal to 10% of the shares issued and outstanding from time to time.

(Expressed in Canadian dollars)

10. SHARE CAPITAL AND RESERVES (continued)

Restricted share units (continued)

The changes in RSUs outstanding are as follows:

	Number Outstanding
Balance at August 31, 2022	884,000
Settled	(117,328)
Balance at August 31, 2023	766,672
Granted	2,050,000
Settled	(2,131,672)
Forfeited	(180,000)
Balance at May 31, 2024	505,000
Balance vested at May 31, 2024	505,000

Share-based payments

(a) Stock options

- On January 30, 2024, the Company granted a total of 100,000 incentive stock options to a consultant of the Company with an exercise price of $0.075 per share. The options expire on January 30, 2026. The fair value of the incentive stock options were determined using a Black-Scholes valuation model, including the exercise price of $0.075, risk-free rate of 4.04%, estimated life of two years, no dividend yield and a volatility of 113.85%. The incentive stock options granted vested immediately.

- No stock options were granted during the nine months ended May 31, 2023.

- During the nine months ended May 31, 2024, there were 100,000 common shares issued to a consultant of the Company as a result of the exercise of 100,000 stock options with an exercise price $0.075 per share.

- There were no stock options exercised during the nine months ended May 31, 2023.

- During the nine months ended May 31, 2024, a total of 146,000 incentive stock options, 10,000 with exercise prices of $8.75, 76,000 with exercise prices of $1.03 and 60,000 with exercise prices of $1.35, were forfeited and cancelled.

- No unexercised stock options were forfeited, expired or cancelled during the nine months ended May 31, 2023.

- Under the graded vesting method, share-based payments recognized for stock options in the nine months ended May 31, 2024 totaled $4,500 (May 31, 2023 - $233,677).

(b) Restricted Share Units

- On May 21, 2024, a total of 525,000 RSU units were granted to an employee and a consultant, of the Company with a fair value of $0.14 per RSUs based on the five day volume average price of the Company's common shares on the Canadian Securities Exchange ("CSE"). The RSUs vested entirely on the grant date.

(Expressed in Canadian dollars)

10. SHARE CAPITAL AND RESERVES (continued)

Share-based payments (continued)

(b) Restricted Share Units (continued)

- On January 30, 2024, a total of 1,625,000 RSU units were granted to certain officers and directors, of the Company with a fair value of $0.08 per RSUs based on the five day volume average price of the Company's common shares on the Canadian Securities Exchange ("CSE"). The RSUs vested entirely on the grant date.
- No RSUs were granted or forfeited during the nine months ended May 31, 2023.
- During the nine months ended May 31, 2024, a total of 2,131,672 RSUs were settled resulting in the issuance of 2,131,672 common shares of the Company to officers and directors of the Company.
- During the nine months ended May 31, 2023, a total of 103,996 RSUs were settled resulting in the issuance of 117,328 common shares of the Company to directors and consultants of the Company.
- During the nine months ended May 31, 2024, a total of 180,000 RSUs were forfeited.
- No RSUs were forfeited during the nine months ended May 31, 2023.
- Under the graded vesting method, share-based payments recognized for RSUs in the nine months ended May 31, 2024 totaled $282,158 (May 31, 2023 - $953,346).

Overall, during the nine months ended May 31, 2024, the Company recorded a total of $286,658 (May 31, 2023 - $1,187,023) of share-based payment expense.

Share purchase warrants

The changes in warrants outstanding are as follows:

	Number of Warrants	Weighted Average Exercise Price
Balance at August 31, 2022	3,208,292	$ 2.34
Issued	5,908,769	$ 0.47
Exercised	(87,600)	$ (0.94)
Expired	(476,224)	$ 10.00
Balance at August 31, 2023	8,553,237	$ 0.64
Issued	3,733,333	$ 0.20
Balance at May 31, 2024	12,286,570	$ 0.51

(Expressed in Canadian dollars)

10. SHARE CAPITAL AND RESERVES (continued)

Share purchase warrants (continued)

As at May 31, 2024, the Company had the following warrants outstanding:

Date of Expiry	Exercise Price		Number of Warrants	Weighted Average Remaining Life in Years
July 4, 2027 (1)	$	0.94	1,148,868	3.09
August 22, 2027	$	1.06	1,495,600	3.23
November 5, 2024	$	0.52	4,883,769	0.44
July 27, 2025	$	0.25	1,025,000	1.16
December 27, 2025	$	0.20	3,733,333	1.58
Total	$	0.51	12,286,570	1.43

(1) The terms of the warrants issued on July 4, 2022 pursuant to the July 2022 Offering were amended as a result of anti-dilution provisions contained in those warrants. The July 2022 Offering consisted of one common share and one warrant. Upon issuance, the warrants were exercisable at a price of $1.18 per warrant and included anti-dilution provisions in the case of a "dilutive issuance to reduce the exercise price of the warrants and increase the number of shares issuable thereunder, if common shares are sold or issued for consideration per share less than the warrant exercise price, subject to certain exceptions".

On August 22, 2022, the Company closed the August 2022 Offering at a price of $0.94 per unit. The August 2022 Offering resulted in a dilutive issuance and the exercise price of the warrants issued in the July 2022 Offering was reduced to $0.94 per share and the number of shares issuable under each warrant was increased such that the aggregate exercise price payable after taking into account the decrease in the exercise price shall be equal to the aggregate exercise price prior to the adjustment. These 1,236,468 warrants became exercisable at a price of $0.94 per common share for approximately 1,549,704 common shares, subject to the rounding down of each warrant exercise.

Agent warrant units

The changes in agent warrant units outstanding are as follows:

	Number of Warrants	Weighted Average Exercise Price	
Balance at August 31, 2022	125,300	$	1.03
Issued	165,166	$	0.25
Balance at August 31, 2023	290,466	$	0.59
Issued	120,000	$	0.20
Balance at May 31, 2024	410,466	$	0.47

As at May 31, 2024, the Company had the following agent warrant units outstanding:

Date of Expiry	Exercise Price		Number of Agent Warrant Units	Weighted Average Remaining Life in Years
July 4, 2027	$	1.03	43,380	3.09
August 22, 2027	$	1.03	81,920	3.23
November 5, 2024	$	0.25	165,166	0.44
December 27, 2025	$	0.20	120,000	1.58
Total	$	0.47	410,466	1.61

(Expressed in Canadian dollars)

11. GAIN ON SALE OF RESEARCH PROGRAM

On March 26, 2024, the Company closed an agreement with Seyltx, Inc. ("Seyltx"), a privately owned U.S. based drug development company, for the sale of the Company's Ifenprodil research and development program focused on IPF and chronic cough for the purchase price of USD $2.0M or approximately CAD $2.7 in cash and a 20% common share equity position in Seyltx on a fully-diluted basis. A letter of intent between the Company and Seyltx was previously announced on November 21, 2023 pursuant to the transaction. Fifty percent of the Company's initial common share position will be held in escrow for a period of six months from the closing date of the transaction and the Company received anti-dilution rights in certain circumstances. The Company has also committed to providing assistance and oversight to Seyltx until the completion of the expected Phase 2b clinical trial for chronic cough.

At the closing date, the common share equity position in Seyltx was determined to have a nominal value and will be subsequently accounted for using the equity method of accounting.

Set out below are the details of the sale of the research and development program focused on IPF and chronic cough:

Cash consideration received	$ 2,714,400
Transaction costs paid in cash	(377,683)
Transaction costs paid by issuance of common shares	(18,000)
Total consideration	2,318,717
Carrying amount of net assets sold	654,992
Net gain on sale of research program	**$ 1,663,725**

Transaction costs associated with the transaction consisted of legal fees and transaction advisory services. In connection with the transaction, Maxim was paid a transaction advisory services fee pursuant to an investment banking agreement with the Company whereby Maxim was retained to identify and evaluate potential merger and acquisition and strategic opportunities. Maxim also received 200,000 common shares of the Company in connections with the investment banking agreement.

12. RELATED PARTY TRANSACTIONS AND KEY MANAGEMENT COMPENSATION

Key management personnel are considered to be those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management includes senior officers and directors of the Company.

Related party transactions to key management personnel are as follows:

Nine months ended	May 31, 2024	May 31, 2023
Short-term benefits (1)	$ 644,165	$ 441,931
Consulting fees – other (2)	2,250	7,250
Share-based payments (3)	245,283	945,122
	$ 891,698	$ 1,394,303

(1) Salaries paid to officers and directors fees to independent directors:
- $330,000 (May 31, 2023 - $165,000) to Chief Executive Officer, including a bonus of $165,000;
- $180,000 (May 31, 2023 - $90,000) to Chief Financial Officer including a bonus of $90,000;
- $77,000 (May 31, 2023 - $97,500) to the Vice President Research and Operations, including a bonus of $44,500;
- $18,000 (May 31, 2023 - $30,501) to Chairman and independent director;
- $13,500 (May 31, 2023 - $19,500) to an independent director;
- $13,500 (May 31, 2023 - $19,500) to an independent director;
- $12,165 (May 31, 2023 - $19,930) to an independent director.

(Expressed in Canadian dollars)

12. RELATED PARTY TRANSACTIONS AND KEY MANAGEMENT COMPENSATION (continued)

(2) For the nine months ended May 31, 2024, $2,250 (May 31, 2023 - $2,250) was paid to a partnership where the Chairman and independent director was a partner for corporate secretarial services. For the nine months ended May 31, 2024, there were no amounts paid to independent directors pertaining to scientific consulting services provided to the Company (May 31, 2023 - $5,000).

(3) Share-based payments for the nine months ended May 31, 2024 were non-cash items that consisted of the fair value of the RSUs that were granted to key management personnel including members of the Board of Directors, but unvested during the nine months ended May 31, 2024.

Accounts payable and accrued liabilities include the following amounts due to related parties:

As at	May 31, 2024	August 31, 2023
Key management personnel – salary and bonus	$ 156,187	$ -
Key management personnel – directors fees	15,001	15,031
Key management personnel – consulting fees	1,288	1,288
Total	$ 172,476	$ 16,319

The amounts recorded within accounts payable and accrued liabilities that are due to related parties are unsecured, non-interest bearing and due on demand.

13. RISK AND CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it based on the funds available to the Company in order to support future business opportunities. The Company defines its capital as shareholders' equity. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to manage its capital to be able to sustain the future development of the Company's business. The Company currently has no source of revenues, and therefore, is dependent upon external financings to fund activities. In order to carry future projects and pay administrative costs, the Company will spend its existing working capital and raise additional funds as needed. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the nine months ended May 31, 2024. The Company is not subject to externally imposed capital requirements.

14. SEGMENTED DISCLOSURES

The Company is a Canadian clinical stage pharmaceutical development company that operates in two reportable operating segments: the development of repurposed therapeutic drugs in Canada, and the facilitation of the Company's lead drug candidates into off-label phase II clinical trials (humans) in Australia. All of the Company's expenditures are incurred in both Canada and Australia. Geographical information of the Company's long-term assets are as follows:

As at May 31, 2024, the Company's intangible assets are located as follows:

	Canada	**Australia**	**Total**
Intangible assets	$ 3,177,423	$ -	$ 3,177,423

(Expressed in Canadian dollars)

14. SEGMENTED DISCLOSURES (continued)

As at August 31, 2023, the Company's intangible assets are located as follows:

	Canada	Australia	Total
Intangible assets	$ 3,796,370	$ -	$ 3,796,370

15. SUBSEQUENT EVENTS

Subsequent to May 31, 2024:

Effective July 10, 2024, by way of director's resolution, the Company has limited its total stock options and RSUs to a combined 10% of the issued and outstanding common shares of the Company. Previously each plan allowed for the issuance of 10% of the issued and outstanding common shares of the Company.