

ENTHEON BIOMEDICAL CORP.
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEARS ENDED NOVEMBER 30, 2023
AND 2022

(Expressed in Canadian Dollars)

INDEPENDENT AUDITORS' REPORT

To the Shareholders and Directors of Enttheon Biomedical Corp.

Opinion

We have audited the consolidated financial statements of Enttheon Biomedical Corp. and its subsidiaries (together, the "Company") which comprise:

- the consolidated statements of financial position as at November 30, 2023 and November 30, 2022;
- the consolidated statements of comprehensive loss for the years then ended;
- the consolidated statements of changes in equity for the years then ended;
- the consolidated statements of cash flows for the years then ended; and
- the notes to the consolidated financial statements, including material accounting policy information and other explanatory information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at November 30, 2023 and 2022, and its consolidated financial performance and its cash flows for the years then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the consolidated financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 of the accompanying consolidated financial statements, which describes matters and conditions that indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended November 30, 2023. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Except for the matter described in the Material Uncertainty Related to Going Concern section, we have determined that there are no key audit matters to communicate in our report.

Other Information

Management is responsible for the other information. The other information comprises the Company's Management Discussion and Analysis to be filed with the relevant Canadian securities commissions.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are, therefore, the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditors' report is Artem Valeev.

ENTHEON BIOMEDICAL CORP.

Consolidated Statements of Financial Position
Expressed in Canadian Dollars

As at	November 30, 2023	November 30, 2022
	\$	\$
Assets		
Current assets		
Cash and equivalents	344,633	680,166
Other receivables	6,234	42,194
Prepaid expenses	45,210	21,862
	396,077	744,222
Non-current assets		
Restricted cash	5,000	25,000
	401,077	769,222
Liabilities and shareholders' equity		
Current liabilities		
Accounts payable and accrued liabilities	85,326	154,650
Shareholders' equity		
Share capital (Note 9)	19,960,699	19,353,525
Reserves (Note 9)	1,663,366	2,872,230
Deficit	(21,308,314)	(21,611,183)
	315,751	614,572
	401,077	769,222

NATURE OF BUSINESS AND GOING CONCERN (Note 1)

SUBSEQUENT EVENT (Note 15)

Approved and authorized for issue on behalf of the Board on March 25, 2024:

"Timothy Ko", Director

"Christopher Gondi", Director

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

ENTHEON BIOMEDICAL CORP.

Consolidated Statements of Comprehensive Loss
Expressed in Canadian Dollars

	For the year ended November 30, 2023	For the year ended November 30, 2022
	\$	\$
Revenue		
Consulting (Note 6)	250,323	189,677
	250,323	189,677
Operating expenses		
Research and development (Note 10)	-	1,199,351
General and administrative (Note 11)	563,135	2,503,335
Share-based compensation	1,180	85,306
Depreciation and amortization	-	2,095
	550,129	3,790,087
Other (income) expense		
Interest income	(7,323)	(756)
Loss on disposal of equipment	-	1,713
(Gain) loss on investment settlement (Note 5)	(4,396)	526,772
Sale of clinical research technology (Note 6)	-	(1,338,304)
Other income (Note 6)	(1,293)	(250,000)
Unrealized (gain) on fair value adjustment (Note 5)	-	(457,441)
Foreign exchange loss (gain)	201	(20,919)
	(12,811)	(1,538,935)
Loss before discontinued operations	300,001	2,061,475
Discontinued operations		
Genetic test kits (Note 7)	-	6,459,258
Net loss and comprehensive loss	300,001	8,520,733
Net loss from continuing operations per share		
Basic and diluted	\$(0.05)	\$(0.35)
Net loss per share		
Basic and diluted	\$(0.05)	\$(1.44)
Weighted average number of common shares outstanding	5,908,926	5,908,926

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

ENTHEON BIOMEDICAL CORP.

Consolidated Statements of Changes in Equity

Expressed in Canadian Dollars

	Common Shares				
	Number of shares	Amount	Reserves	Deficit	Total
		\$	\$	\$	\$
Balance, November 30, 2021	5,908,926	19,353,525	3,242,548	(13,546,074)	9,049,999
Share-based compensation	-	-	85,306	-	85,306
Options forfeited during the year	-	-	(455,624)	455,624	-
Comprehensive loss for the year	-	-	-	(8,520,733)	(8,520,733)
Balance, November 30, 2022	5,908,926	19,353,525	2,872,230	(21,611,183)	614,572

	Common Shares				
	Number of shares	Amount	Reserves	Deficit	Total
		\$	\$	\$	\$
Balance November 30, 2022	5,908,926	19,353,525	2,872,230	(21,611,183)	614,572
Share-based compensation	-	-	1,180	-	1,180
Options expired during the year	-	-	(602,870)	602,870	-
Warrants expired during the year	-	607,174	(607,174)	-	-
Comprehensive loss for the year	-	-	-	(300,001)	(300,001)
Balance, November 30, 2023	5,908,926	19,960,699	1,663,366	(21,308,314)	315,751

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

ENTHEON BIOMEDICAL CORP.

Consolidated Statements of Cash Flows
Expressed in Canadian Dollars

	For the year ended November 30, 2023	For the year ended November 30, 2022
	\$	\$
Cash provided by (used in):		
Operating activities		
Net loss from continuing operations	(300,001)	(2,061,475)
Items not affecting cash:		
Depreciation and amortization	-	2,095
Loss on disposal of equipment	-	1,713
(Gain) loss on investment settlement	(4,396)	526,772
Share-based compensation	1,180	85,306
Unrealized (gain) on fair value adjustment	-	(457,441)
Changes in non-cash working capital balance:		
Other receivables	35,885	(7,224)
Prepaid expenses	(23,273)	1,077,901
Accounts payable and accrued liabilities	(69,324)	(633,817)
Cash used in operating activities	(359,929)	(1,466,170)
Cash used in discontinuing operating activities (Note 7)	-	(488,438)
Investing activities		
Proceeds from investment settlements (Note 5)	4,396	633,874
Restricted cash	20,000	(25,000)
Cash provided by investing activities	24,396	608,874
Cash used in discontinued investing activities (Note 7)	-	(23,231)
Financing activities		
Cash provided by financing activities	-	-
Decrease in cash, continuing operations	(335,533)	(857,296)
Decrease in cash, discontinued operations (Note 7)	-	(511,669)
Cash, beginning of the year	680,166	2,049,131
Cash and equivalents, end of the year	344,633	680,166
Supplemental cash flow disclosures:		
Income taxes paid	-	-
Interest paid	-	-

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

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

1. NATURE OF BUSINESS AND GOING CONCERN

Entheon Biomedical Corp. ("Entheon") or ("the Company") was incorporated on April 6, 2010 under the Canadian Business Corporations Act and maintains its head office at Suite 720, 999 West Broadway, Vancouver, British Columbia, Canada, V5Z 1K5 and registered office at 10th Floor, 595 Howe Street, Vancouver, British Columbia, Canada, V6C 2T5. The Company is traded on the Canadian Securities Exchange ("CSE") under symbol ENBI.

These consolidated financial statements are prepared on a going concern basis, which contemplates 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 business. At present, the Company's operations do not generate sufficient cash flow. The Company has incurred losses since inception and had an accumulated deficit of \$21,308,314 as at November 30, 2023. In order to continue as a going concern and meet its corporate objectives, the Company will require additional financing through debt or equity issuances or other available means. Although the Company has been successful in the past in obtaining financing, there is no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company. Should the Company identify a suitable asset or business acquisition, it would be required to raise additional capital to finance the transaction. These conditions indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern.

These consolidated financial statements do not include adjustments that would be required if the going concern assumption is not an appropriate basis for preparation of the consolidated financial statements. These adjustments could be material.

These consolidated financial statements were authorized for issue on March 25, 2024 by the directors of the Company.

2. BASIS OF PREPARATION

Statement of Compliance

These consolidated financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB") and Interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC").

Basis of measurement

These consolidated financial statements have been prepared on a historical cost basis except for certain financial instruments that are measured at revalued amounts or fair values. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

Basis of consolidation

These consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries, Entheon Holdings Corp. ("Entheon Holdings"), HaluGen Life Sciences Inc. ("Halugen") and Lobo Genetics Inc. ("Lobo"). All significant intercompany accounts and transactions between the Company and its subsidiaries have been eliminated upon consolidation.

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

Foreign currency transactions

The functional currency for Entheon and its wholly-owned subsidiaries including Entheon Holdings, HaluGen and Lobo, is the Canadian dollar. Transactions in currencies other than the functional currency of the reporting entity are recorded at rates of exchange prevailing on the dates of such transactions. Monetary assets and liabilities that are denominated in currencies other than the functional currency are translated at rates prevailing at the end of each reporting period. Non-monetary items that are measured in terms of historical cost in the foreign currency are not re-translated.

Significant estimates and judgements

The preparation of these consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amounts of 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. Significant areas requiring the use of management estimates include:

- i) The valuation of options and warrants requires estimation and assumptions for valuation techniques. Changes in such assumptions and estimates could materially impact the recorded amounts.

Significant judgments

The preparation of these consolidated financial statements requires management to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments in applying the Company's consolidated financial statements include:

- i) The assessment of the Company's ability to continue as a going concern involves judgment regarding future funding available and working capital requirements and whether there are events or conditions that may give rise to significant uncertainty.
- ii) Amortization of intangible assets are dependent upon estimates of useful lives, which are determined through the exercise of judgement. In addition, the assessment of any impairment of these assets is dependent upon recoverable amounts that take into account factors such as economic and market conditions and the useful lives of assets.
- iii) The determination of deferred income tax assets or liabilities requires subjective assumptions regarding future income tax rates and judgment on the likelihood of utilizing tax carry-forwards. Changes in these assumptions could materially affect the recorded amounts.

Revenue Recognition

Consulting Services

Revenue from consulting services is recognized over time based on the completion of contractual performance obligations.

The Company applies IFRS 15, Revenue from Contracts with Customers. Accordingly, revenue is recognized with a client obtains controls of the goods or services. Determining the timing of the transfer of control – at a point in time or over time – requires judgement. Revenue is measured based on the

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

consideration specified in the contract with a client and excludes amounts collected on behalf of third parties.

The Company's generates revenues through a contract with a customer in which one of the Company's employees provides consulting services to the customer. Revenue relating to the services is recognized when the deliverables for services are provided to the customer and an amount that reflects the consideration the Company expects to receive in exchange for the goods and services. Revenues from these contracts are recognized monthly over the term of the contract when invoiced to the customer by the Company.

Genetic Tests

The Company derives revenue from the sale of its psychedelic genetic test. Revenue is recognized upon transfer of control of the promised goods and services to customers in an amount that reflects the consideration of the Company expects to receive in exchange for those goods or services. Performance obligations are satisfied, and revenue is recognized, either over time or at a point in time. Certain activities may give rise to deferred revenue, which are contract liabilities under IFRS 15 and relate to payments received in advance of performance under contracts with customers. Contract liabilities are recognized as revenue as (or when) the Company satisfies its performance obligations under the contracts. Revenue from the sale of the psychedelic genetic test is recognized when the customer places the order, a sales receipt is issued and payment is made which typically happens simultaneously, and products are received by the customer.

Intangible Assets

Intangible assets consist mainly of purchased developed technology or in process research and development, licenses and technology for DMT products. Intangible assets are carried at cost and will be amortized over their expected useful lives as disclosed in Note 5. The Company's intangible assets are subject to impairment testing when there are indicators of impairment. Any impairment of intangible assets is recognized in the consolidated statement of comprehensive loss but increases in intangible asset values are not recognized. Estimated useful lives of intangible assets are shorter of the economic life and the period the right is legally enforceable. The assets' useful lives are reviewed, and adjusted if appropriate, at each statement of financial position date. Research costs are expensed as incurred. Development costs are capitalized only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development to use or sell the asset. Other development expenditures are recognized in profit or loss as incurred.

Equipment

Equipment is stated at historical cost less accumulated depreciation and accumulated impairment losses.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized in profit or loss.

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

Amortization is charged over the estimated useful lives on a straight-line basis as follows:

Computer equipment	3 - 5 years
Leasehold improvement	over the shorter of the lease term or 10 years
Lab equipment and systems	3 years

Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. An impairment loss is recognized whenever the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. Impairment losses are recognized in profit or loss.

The recoverable amount of assets is the greater of an asset's fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is only reversed if there is an indication that the impairment loss may no longer exist and there has been a change in the estimates used to determine the recoverable amount, however, not to an amount higher than the carrying amount that would have been determined had no impairment loss been recognized in previous years.

Assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment.

Loss per share

Basic loss per share is computed by dividing net loss available to ordinary shareholders by the weighted-average number of ordinary shares outstanding during the reporting period where ordinary shares include Common shares. If applicable, diluted income per share is computed similar to basic income per share except that the weighted average shares outstanding are increased to include potential ordinary shares for the assumed exercise of share options, warrants, and convertible debentures, if dilutive. The number of potential ordinary shares is calculated by assuming that outstanding share options, warrants and convertible debentures were exercised or converted and that the proceeds from such exercises were used to acquire common shares at the average market price during the reporting periods. For the years presented, this calculation proved to be anti-dilutive.

Share capital

Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset. The Company's common shares and options are classified as equity instruments.

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. The residual value method first allocates value to the more easily measurable component based on fair value and then the residual value, if any, to the less easily measurable component. The fair value of the common shares issued in private placements is determined to be the more easily measurable component as they are valued at their fair value which is

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

determined by the closing price on the issuance date. The remaining balance, if any, is allocated to the attached warrants. Any fair value attributed to the warrants is recorded to reserves. If the warrants expire unexercised, the value attributed to the warrants is transferred to share capital.

Incremental costs directly attributable to the issue of new shares or options are recognized as a deduction from equity, net of tax.

These consolidated financial statements reflect the 10:1 share consolidation approved by the board of directors on February 20, 2024.

Share-based compensation

Share-based compensation to employees is measured at the fair value of the instruments issued and recognized over the vesting periods. Share-based compensation to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the share option reserve. The Company records stock-based compensation expense for service-based stock options on a graded method over the requisite service period. The Company records stock-based compensation expense for non-market performance-based stock options on a graded method over the requisite service period, and only if performance-based conditions are considered probable to be satisfied.

The fair value of options is determined using the Black-Scholes Option Pricing Model which incorporates all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that eventually vest.

The Company transfers the value of expired unexercised vested stock options and compensatory warrants to deficit or share capital from reserves on the date of expiration based on the nature of the item.

Income taxes

Current income tax - current income tax assets and liabilities for the current 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 country where the Company operates and generates taxable income.

Deferred income tax - Deferred income tax is provided for based on 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 income 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 income tax asset to be utilized.

Deferred income 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 income tax assets and deferred income tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

Current income and deferred 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.

Research and development

Development expenditures can be capitalized only where a development project meets certain conditions, including technical feasibility of the intangible asset, intention to complete the project, ability to sell the intangible asset, probability that the intangible asset can produce future economic benefits, availability of resources to complete the project, and ability to reliably measure the expenditure attributable to the intangible asset. Development projects are reviewed as they arise and on an on-going basis to assess whether all conditions have been met. Amortization is calculated over the cost of the asset, or revalued amount, less its residual value. Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

New accounting standards issued but not yet effective

A number of new standards and amendments to existing standards have been issued by the IASB that are mandatory for accounting periods beginning on or after January 1, 2022, or later periods. The Company has not early adopted these new standards in preparing these consolidated financial statements. These new standards are either not applicable or are not expected to have a significant impact on the Company's consolidated financial statements.

3. PROPERTY AND EQUIPMENT

	Computer Equipment	Laboratory Equipment and Systems	Leasehold Improvements	Total
Cost	\$	\$	\$	\$
As at December 1, 2021	18,713	144,312	39,195	202,220
Additions	-	27,981	-	27,981
Dispositions	(18,713)	(13,219)	(39,195)	(71,127)
Write-down	-	(159,074)	-	(159,074)
As at November 30, 2022	-	-	-	-
As at November 30, 2023	-	-	-	-
Accumulated depreciation				
As at November 30, 2021	9,078	21,891	7,126	38,095
Depreciation	5,193	30,415	21,378	56,986
Dispositions	(14,271)	(12,319)	(28,504)	(55,094)
Write-down	-	(39,987)	-	(39,987)
As at November 30, 2022	-	-	-	-
As at November 30, 2023	-	-	-	-
Carrying amounts				
Balance, November 30, 2022	-	-	-	-
Balance, November 30, 2023	-	-	-	-

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

On November 30, 2022, the Company stopped sales and marketing of genetic test kits through its wholly owned subsidiaries Lobo and HaluGen. All equipment was disposed of or written down.

4. INTANGIBLE ASSETS

	Developed Technology – HaluGen (i)	Developed Technology - Lobo (ii)	Total
Cost	\$	\$	\$
As at November 30, 2021	4,663,939	1,689,883	6,353,822
Write-down	(4,663,939)	(1,689,883)	(6,353,822)
As at November 30, 2022	-	-	-
As at November 30, 2023	-	-	-
Accumulated amortization			
As at November 30, 2021	395,615	56,330	451,945
Amortization	480,230	170,345	650,575
Write-down	(875,845)	(226,675)	(1,102,520)
As at November 30, 2022	-	-	-
As at November 30, 2023	-	-	-
Carrying amounts			
Balance, November 30, 2022	-	-	-
Balance, November 30, 2023	-	-	-

- (i) The intangible asset consists of research and development for psychedelic products which was acquired through the acquisition of HaluGen and milestone completion payment. The intangible asset was impaired as of November 30, 2022, as the Company has discontinued research and development for psychedelic products (Note 8).
- (ii) The intangible asset consists of research and development for psychedelic products which was acquired through the acquisition of Lobo. The intangible asset was impaired as of November 30, 2022, as the Company has discontinued research and development for psychedelic products (Note 8).

5. INVESTMENTS

	Mydecine Innovation Group Inc. Common Shares (a) (b) (c)	Global Health Clinics Ltd. Common Shares (d) (e)	Heading Health LLC Preferred Shares (f)	Total
Investments Measured at FVTPL				
Balance, November 30, 2021	\$ 33,709	\$ 113,044	\$ 556,452	\$ 703,205
Settlement	(18,820)	(68,574)	(546,480)	(633,874)
Realized loss on share settlement	(75,346)	(451,426)	(9,972)	(536,744)
Fair value adjustment	60,457	406,956	-	467,413
Balance, November 30, 2022	\$ -	\$ -	\$ -	\$ -
Shares received	14,608	-	-	-
Realized loss on share settlement	(10,212)	-	-	-
Settlement	4,396	-	-	-
Balance, November 30, 2023	\$ -	\$ -	\$ -	\$ -

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

- (a) On February 28, 2023, the Company received an additional 26,560 common shares in the capital of Mydecine Innovation Group Inc. ("Mydecine") in connection with the June 16, 2020 share exchange agreement between the Company, MindLeap Health Inc. and Mydecine. The fair value of the common shares issued was determined to be \$14,608 based on the market value at the time of issuance. During the year ended November 30, 2023, the Company sold 26,560 common shares in the capital of Mydecine for total proceeds of \$4,396. A realized loss on investment of \$10,212 was recognized in the consolidated statement of comprehensive loss for the year ended November 30, 2023.
- (b) During the year ended November 30, 2022, the Company was issued an additional 105,928 common shares in the capital of Mydecine in connection with the June 16, 2020 share exchange agreement between the Company, MindLeap Health Inc. and Mydecine Innovations Group Inc. The fair value of the common shares issued was determined to be \$12,182 based on the market value at the time of issuance. A gain on investment settlement of \$12,182 was recognized in the consolidated statements of comprehensive loss for the year ended November 30, 2022.
- (c) During the year ended November 30, 2022, the Company sold 130,274 common shares in the capital of Mydecine for total proceeds of \$18,820. The adjusted cost base of the common shares sold was \$106,347. A loss on investment settlement of \$75,346 was recognized in the consolidated statement of comprehensive loss for the year ended November 30, 2022.

During the year ended November 30, 2022, Mydecine completed a reverse stock-split, thereby consolidating all of its issued and outstanding common shares on the basis of one (1) post-consolidation Common Share for every fifty (50) pre-consolidation Common Shares. On November 30, 2022, the Company sold all the common shares in the capital of Mydecine and recorded a realized loss, net of fair value adjustment of \$14,889.

- (d) During the year ended November 30, 2022, the Company sold 1,903,794 common shares in the capital of Global Health for total proceeds of \$68,574. The adjusted cost base of the common shares sold was \$520,000. A loss on investment settlement of \$451,426 was recognized in the consolidated statement of comprehensive loss for the year ended November 30, 2022.
- (e) During the year ended November 30, 2022, Global Health completed a reverse stock-split, thereby consolidating all its issued and outstanding common shares on the basis of one (1) post-consolidation Common Share for every twenty (20) pre-consolidation Common Shares. On November 30, 2022, the Company had sold all the common shares in the capital of Global Health and recorded a realized loss, net of fair value adjustment of \$44,470.
- (f) On October 3, 2022, the Company sold all of the Heading Health Series A Preferred stock for total proceeds of USD\$400,000 (CAD\$546,480) based on a price of USD\$0.80 per share. The Company recorded a realized loss of \$9,972.

6. SALE OF CLINICAL RESEARCH TECHNOLOGY

On July 8, 2022, the Company completed the sale of certain technology known as EBRX-101 to Cybin IRL Limited ("Cybin IRL"), a subsidiary of Cybin Inc. pursuant to an asset purchase agreement for a purchase price of \$1,000,000. In connection with the transaction, Cybin IRL assumed all accrued liabilities and accounts payable associated with EBRX-101. In connection with the sale, the Company entered a twelve-month consulting contract for \$40,000 per month. The consulting contract was terminated on April 28, 2023 as services had been fully rendered and fees payable by Cybin to the Company were accelerated as a result of the early termination. Upon termination of the contract, the Company received a termination fee of \$80,000.

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

The costs related to EBRX-101 were previously expensed as incurred and as a result the Company recorded a gain pertaining to this sale of \$1,338,304, which consists of the \$1,000,000 purchase price and \$338,304 relating to the accrued liabilities and accounts payable assumed by Cybin IRL. The Company also recognized \$250,000 as other income relating to a termination fee received from Cybin IRL pursuant to a Letter of Intent that was entered into by the Company and Cybin IRL in May 2022.

7. DISCONTINUED OPERATIONS

On November 30, 2022, the Company stopped sales and marketing of genetic test kits through its wholly owned subsidiaries Lobo and HaluGen. The discontinued operations include the loss during the period up to the date of termination. Losses from the discontinued operations is as follows:

	November 30, 2023	For the years ended November 30, 2022
	\$	\$
Revenue		
Sales of test kits	-	25,692
Cost of goods sold	-	14,518
	-	11,174
Operating expenses		
Research and development	-	1,947
General and administrative	-	397,789
Depreciation and amortization	-	705,466
	-	1,105,202
Other expense (income)		
Loss on disposal of equipment	-	8,670
Loss on write-down of inventory	-	28,376
Loss on write-down of intangible assets	-	5,251,302
Loss on write-down of property and equipment	-	119,987
Other expenses	-	10,944
Other income	-	(54,049)
	-	5,365,230
Loss from discontinued operations	-	6,459,258

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

Cash flows related to discontinued operations is as follows:

	For the year ended November 30, 2023	For the year ended November 30, 2022
	\$	\$
Cash provided by (used in):		
Operating activities		
Loss from discontinued operations	-	(6,459,258)
Items not affecting cash:		
Depreciation and amortization	-	705,466
Loss on disposal of equipment	-	8,670
Loss on write-down of intangible assets	-	5,251,302
Loss on write-down of property and equipment	-	119,987
Loss on write-down of inventory	-	28,376
Changes in non-cash working capital balance:		
Other receivables	-	(6,670)
Prepaid expenses	-	5,123
Inventory	-	(2,188)
Accounts payable and accrued liabilities	-	(139,246)
Cash used by discontinued operating activities	-	(488,438)
Investing activities of discontinued operations		
Purchase of equipment	-	(27,981)
Proceeds from sale of equipment	-	4,750
Cash used in discontinued investing activities	-	(23,231)
Change in cash from discontinued operations	-	(511,669)

8. RELATED PARTY TRANSACTIONS AND BALANCES

Key management personnel comprise the Company's Board of Directors, Chief Executive Officer, Chief Financial Officer, Chief Science Officer and Director of Operations, Chief Business Officer, and Corporate Secretary. Key management personnel compensation is comprised of the following:

	For the years ended	
	November 30, 2023	November 30, 2022
	\$	\$
Payroll, consulting fees, and other benefits	242,987	611,641

As at November 30, 2023, \$659 (November 30, 2022 - \$15,150) was due to directors and officers and companies controlled by directors and officers. The amounts are unsecured, non-interest bearing, due on demand and included in accounts payable and accrued liabilities. The share-based compensation for these related parties totaled \$1,014 for the year ended November 30, 2023 (2022 - \$223,986).

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

9. SHARE CAPITAL

Authorized

Unlimited number of common shares without par value

Issued and outstanding

As at November 30, 2023 and 2022 there were 5,908,926 common shares issued and outstanding.

During the year ended November 30, 2023: The Company did not have any share transactions.

During the year ended November 30, 2022: The Company did not have any share transactions.

These consolidated financial statements reflect the 10:1 share consolidation approved by the board of directors on February 20, 2024.

Stock options

The shareholders of the Company approved a share option plan (the "Options Plan") whereby the Board of Directors may grant to directors, officers, employees and suppliers of the Company share purchase options to acquire common shares of the Company. The terms of each share purchase option are determined by the Board of Directors. Options granted pursuant to the Options Plan shall vest and become exercisable by an optionee at such time or times as may be determined by the Board.

The aggregate number of common shares reserved for issuance pursuant to this Options Plan to all Participants shall not exceed 10% of the issued and outstanding common shares at the time of grant and the maximum number of common shares, which may be reserved for issuance to any optionee, may not exceed 10% of the outstanding common shares at the time of vesting and may not exceed 10% of the outstanding common shares to insiders within a one-year period. These options will expire no later than five years after being granted.

The exercise price per share is established by the Board at the time the option is granted, but, in the event that the common shares are traded on an exchange, the exercise price shall not be less than the closing price of the common shares on the exchange on the trading day immediately preceding the date of the option grant.

A continuity schedule of outstanding share purchase options is as follows:

	Number Outstanding	Weighted Average Exercise Price
		\$
November 30, 2022	222,500	6.58
Issued	-	-
Expired	(82,500)	7.10
November 30, 2023	140,000	6.28

During the year ended November 30, 2023, 82,500 share purchase options expired unexercised.

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

As at November 30, 2023, the Company had share purchase options outstanding and exercisable to acquire common shares of the Company as follows:

Grant Date	Expiry Date	Number of options	Exercisable	Exercise Price
December 3, 2020	December 3, 2025	110,000	110,000	\$ 7.10
July 29, 2021	July 29, 2026	20,000	20,000	\$ 3.30
August 25, 2021	August 25, 2026	10,000	10,000	\$ 3.20
		140,000	140,000	\$ 6.28

The share-based compensation from stock options for the year ended November 30, 2023, totalled \$1,180 (2022 – \$2,617).

Restricted share units

The shareholders of the Company approved a restricted share unit plan (the "RSU Plan") whereby the Board of Directors may grant to directors, officers, employees and consultants of the Company restricted share units ("RSUs") to acquire common shares of the Company. The terms of each RSU are determined by the Board of Directors. The grant of an RSU shall entitle the participant to the conditional right to receive for each RSU credited to the participant's account, at the election of the Company, either one Common Share or an amount in cash, net of applicable taxes and contributions to government sponsored plans, as determined by the Board, equal to the market price of one Common Share for each RSU credited to the participant's account on the settlement date, subject to the conditions set out in the RSU Grant Letter and in the RSU Plan, and subject to all other terms of the RSU Plan.

The maximum number of Common Shares made available for issuance pursuant to the RSU Plan shall be determined from time to time by the Board, but in any case, shall not exceed 10% of the Common Shares issued and outstanding from time to time, less any Common Shares reserved for issuance under all other Share Compensation Arrangements, subject to adjustments as provided in the RSU Plan.

A continuity schedule of outstanding share RSUs is as follows:

	Number Outstanding
November 30, 2022	115,000
Issued	-
November 30, 2023	115,000

The share-based compensation from RSUs for the year ended November 30, 2023, totaled \$nil (2022 - \$82,689).

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

Share purchase warrants

A continuity schedule of outstanding share purchase warrants is as follows:

	Number Outstanding	Weighted Average Exercise Price
		\$
November 30, 2022	231,150	9.80
Expired	(231,150)	9.80
November 30, 2023	-	-

During the year ended November 30, 2023, 231,150 share purchase warrants expired unexercised.

As at November 30, 2023, the Company had no share purchase warrants outstanding and exercisable to acquire common shares of the Company.

10. RESEACH AND DEVELOPMENT EXPENSE

Research and development expenses consist of the following:

	November 30, 2023	For the years ended November 30, 2022
	\$	\$
Clinical research and regulatory	-	872,785
Digital experience development	-	83,736
Electroencephalogram project expansion	-	166,962
Management, consulting, payroll	-	75,868
	-	1,199,351

11. GENERAL AND ADMINSTRATIVE EXPENSE

General and administrative expenses consist of the following:

	November 30, 2023	For the years ended November 30, 2022
	\$	\$
Management, consulting, payroll	303,335	1,312,139
Marketing and travel	-	60,595
Professional fees	93,062	447,881
Office and insurance	117,903	572,835
Transfer agent and filing fees	47,655	109,885
	561,955	2,503,335

12. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern.

The Company sets the amount of capital in proportion to risk. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new common shares, sell assets, reduce debt or increase its debt. The capital of the

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

Company comprises the shareholders' equity. The Company is not subject to any externally imposed capital requirements.

13. FINANCIAL INSTRUMENTS

Fair Values and Classification

The Company's financial instruments consist of cash and restricted cash, investments in equity securities, and accounts payable. Financial instruments are classified into one of the following categories: FVTPL, FVTOCI, or amortized cost. The carrying values of the Company's financial instruments are classified into the following categories:

Financial Instrument	Category	November 30, 2023	November 30, 2022
Cash, equivalents and restricted cash	FVTPL	\$ 349,633	\$ 705,166
Accounts payable	Amortized cost	85,326	154,650

IFRS 9 Financial Instruments: Disclosures establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value as follows:

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

Cash, equivalents and restricted cash of \$349,633 is recorded at fair value and classified as level 1. The carrying amounts of the Company's accounts payable are a reasonable approximation of their fair values based on current market rates for similar financial instruments.

Financial instrument risk exposure

The Company's financial instruments are exposed to certain financial risks, including credit risk, liquidity risk, and market risk.

(a) Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company has exposure to credit risk through its cash and cash equivalents. The Company manages credit risk, in respect of cash, by maintaining the majority of cash at highly rated financial institutions.

The Company's maximum exposure to credit risk at the end of any period is equal to the carrying amount of these financial assets as recorded in the statement of financial position. At November 30, 2023 and 2022, no amounts were held as collateral.

(b) 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 required by its operating, investing and financing activities. The Company had cash and equivalents at November 30, 2023, in the amount of \$344,633 and working capital of \$310,751 in order to meet short-term business

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

requirements. Accounts payable have contractual maturities of approximately 30 to 90 days or are due on demand and are subject to normal trade terms.

The maturity profiles of the Company's contractual obligations and commitments as at November 30, 2023, are summarized as follows:

	Total	Less Than 1 Year	1-5 years	More Than 5 Years
Accounts payable	\$ 85,326	\$ 85,326	\$ -	\$ -
Total	\$ 85,326	\$ 85,326	\$ -	\$ -

(c) **Market Risk**

Market risk consists of interest rate risk, foreign currency risk and price risk. These are discussed further below.

Interest Rate Risk

Interest rate risk consists of two components:

- (i) To the extent that payments made or received on the Company's monetary assets and liabilities are affected by changes in the prevailing market interest rates, the Company is exposed to interest rate cash flow risk.
- (ii) To the extent that changes in prevailing market rates differ from the interest rates on the Company's monetary assets and liabilities, the Company is exposed to interest rate price risk.

In management's opinion, the Company is not exposed to significant interest rate risk as the risk is primarily on cash and cash equivalents.

Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company is not subject to significant foreign exchange risk.

Price Risk

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 exposed not exposed to any significant price risk.

Concentration Risk

The Company has terminated its consulting contract with Cybin IRL on April 28, 2023 and therefore has no concentration risk going forward. During the year ended November 30, 2023, the Company generated 100% of its consulting revenue from the consulting contract with Cybin IRL.

ENTHEON BIOMEDICAL CORP.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
For the years ended November 30, 2023 and 2022
(Expressed in Canadian dollars)

14. INCOME TAXES

The following table reconciles the amount of income tax recoverable on application of the combined statutory Canadian federal and provincial income tax rates:

	2023	2022
Loss before income taxes	\$(300,001)	\$(8,520,733)
Statutory rates	27%	27%
Expected income tax recovery	(81,000)	(2,301,000)
Non-deductible and other items	-	2,736,000
Unrecognized temporary differences	81,000	(435,000)
Deferred income tax recovery	\$ -	\$ -

At November 30, 2023 and 2022, the amount of deductible temporary differences for which no deferred tax asset is recognized in the statements of financial position is as follows:

	2023	2022
Non-capital loss	\$4,487,000	\$4,401,000
Share issuance costs	5,000	10,000
Property and equipment	-	-
Unrecognized deferred tax assets	(4,492,000)	(4,411,000)
Net deferred tax assets	\$ -	\$ -

As at November 30, 2023, the Company has non-capital losses of approximately \$16,616,000 for Canadian income tax purposes that may be carried forward to reduce taxable income derived in future years. These losses, if not utilized, will expire from 2039 to 2043.

In assessing the realizability of deferred income tax assets, management considers whether it is probable that some portion or all of the deferred income tax assets will not be realized. The ultimate realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. Management considers the scheduled reversal of deferred income tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. The amount of deferred income tax asset considered realizable could change materially in the near term based on future taxable income during the carry forward period.

15. SUBSEQUENT EVENTS

On February 20, 2024 the Board of Directors of the Company authorized a 10:1 share consolidation. These consolidated financial statements reflect the 10:1 share consolidation.