Xigem Technologies Corporation

Interim Condensed Consolidated Financial Statements

For the three-month
periods ended March 31, 2024 and 2023

(Unaudited)

Xigem Technologies Corporation

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(Unaudited)

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Xigem Technologies Corporation
Interim Condensed Consolidated Statements of Financial Position
As at March 31, 2024 and December 31, 2023
(Expressed in Canadian dollars)
(Unaudited)

	Note	March 31, 2024	December 31, 2023
		$	$
ASSETS			
Current			
Cash		**105,750**	3,891
Accounts receivable	4(b), 8	**34,020**	13,191
Indirect taxes recoverable		**85,556**	73,757
		225,326	90,839
Property and equipment	5	**79,352**	109,049
Intangible assets	6	**827,995**	842,869
		1,132,673	1,042,757
LIABILITIES			
Current			
Accounts payable and accrued liabilities		**321,336**	381,835
		321,336	381,835
SHAREHOLDERS' EQUITY			
Share capital	4, 7	**11,024,854**	10,188,250
Warrant reserve	7	**597,048**	1,170,902
Options reserve	7	**2,970,008**	2,970,008
Deficit		**(13,780,573)**	(13,668,238)
		811,337	660,922
		1,132,673	1,042,757
Going concern	2(a)		
Contingencies and commitments	13		

On behalf of the Board:

Brian Kalish
Director

Xigem Technologies Corporation
Interim Condensed Consolidated Statements of Loss and Comprehensive Loss
For the three-month periods ended March 31, 2024 and 2023
(Expressed in Canadian dollars)
(Unaudited)

	Note	2024	2023
		$	$
REVENUE	4(b), 8	**694,307**	439,684
DIRECT COSTS		**673,477**	426,493
GROSS MARGIN		**20,830**	13,191
EXPENSES			
Management and consulting fees	8	**57,000**	62,984
Amortization	5, 6	**44,571**	34,654
Professional fees	8	**15,000**	21,288
Public filing fees	8	**13,235**	14,225
Investor relations		**1,721**	3,687
Advertising and promotion		**1,212**	3,837
Dues and subscriptions		**226**	1,510
Interest and bank charges		**200**	1,277
Share-based payments	7, 8	**-**	184,010
Insurance		**-**	12,166
		133,165	339,638
LOSS BEFORE INCOME TAXES		**(112,335)**	(326,447)
INCOME TAXES			
Current		**-**	-
Deferred		**-**	(2,355)
		-	(2,355)
NET LOSS AND COMPREHENSIVE LOSS		**(112,335)**	(324,092)
LOSS PER SHARE			
Basic	9	**(0.002)**	(0.039)
Diluted	9	**(0.002)**	(0.039)

The accompanying notes are an integral part of and should be read in conjunction with these interim condensed consolidated financial statements.

Xigem Technologies Corporation
Interim Condensed Consolidated Statements of Changes in Equity
For the three-month periods ended March 31, 2024 and 2023
(Expressed in Canadian dollars)
(Unaudited)

	Note	Share capital	Share capital	Warrant reserve	Options reserve	Deficit	**Total equity**
		#	$	$	$	$	**$**
Balance, as at December 31, 2022		19,832,210	8,671,914	1,170,902	2,866,083	(12,418,092)	290,807
Acquisition of EAFdigital Inc	4	8,924,495	892,450	-	-	-	**892,450**
Share-based payment	4	892,473	49,084	-	134,925	-	**184,010**
Net loss and comprehensive loss		-	-	-	-	(324,092)	**(324,092)**
Balance, as at March 31, 2023		**29,649,178**	**9,613,448**	**1,170,902**	**3,001,008**	**(12,742,184)**	**1,043,175**
Balance, as at December 31, 2023		47,051,275	10,188,250	1,170,902	2,970,008	(13,668,238)	660,922
Private placement	7(b)	2,500,000	105,000	-	-	-	**105,000**
Debt conversion	7(b)	3,155,000	157,750	-	-	-	**157,750**
Expiry of warrants	7(c)	-	573,854	(573,854)	-	-	**-**
Net loss and comprehensive loss		-	-	-	-	(112,335)	**(112,335)**
Balance, as at March 31, 2024		**52,706,275**	**11,024,854**	**597,048**	**2,970,008**	**(13,780,573)**	**811,337**

Xigem Technologies Corporation
Interim Condensed Consolidated Statements of Cash Flows
For the three-month periods ended March 31, 2024 and 2023
(Expressed in Canadian dollars)
(Unaudited)

	Note	**2024**	2023
		$	$
OPERATING ACTIVITIES			
Net loss and comprehensive loss		**(112,335)**	(324,092)
Items not affecting cash:			
Share-based payments		**-**	184,010
Amortization and impairment	5, 6	**44,571**	34,654
Interest expense		**-**	1,250
		(67,764)	(104,178)
Changes in non-cash working capital balances:			
Accounts receivable		**(20,829)**	(13,191)
Indirect taxes recoverable		**(11,800)**	79,155
Prepaid expenses		**-**	6,750
Share subscription receivable		**-**	50,000
Accounts payable and accrued liabilities		**97,252**	(142)
Deferred income tax		**-**	(2,355)
		64,623	120,217
		(3,141)	16,039
FINANCING ACTIVITIES			
Proceeds from issuance of promissory notes		**-**	50,000
Proceeds from issuance of shares	7(b)	**105,000**	-
		105,000	50,000
Change in cash		**101,859**	66,039
Cash, beginning of period		**3,891**	38,313
Cash, end of period		**105,750**	104,352

The accompanying notes are an integral part of and should be read in conjunction with these interim condensed consolidated financial statements.

1. General information

Xigem Technologies Corporation ("Xigem" or the "Company") seeks to become a leading technology platform for the remote working economy. Using patented and proprietary technology, the Company provides organizations with the infrastructure necessary to manage employees, assets, resources, and other business operations in remote working, learning and treatment environments.

10557536 Canada Corp. ("105CC") was incorporated on December 27, 2017 under the Canada Business Corporations Act with its head office located at 401 Bay Street, Suite #2100, Toronto, Ontario, Canada, M5H 2Y4.

The Company was incorporated under the Business Corporations Act of Ontario on June 15, 2020. The Company's registered head office is located at 70 Great Gulf Drive, Suite 67, Vaughan, Ontario, L4K 0K7.

On July 15, 2022, the Company announced a consolidation of its issued and outstanding share capital on the basis of one (1) new common share for every ten (10) outstanding common shares, and accordingly, the share capital and related amounts have been retroactively adjusted to account for the share consolidation.

2. Basis of preparation

a) Going concern

These interim condensed consolidated financial statements have been prepared on a going concern basis, which assumes that the Company will continue in operations for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business. The realizable values may be substantially different from their carrying values, as shown in these interim condensed consolidated financial statements. These interim condensed consolidated financial statements do not affect adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Such adjustments could be material.

As at March 31, 2024, the Company had an accumulated deficit of $13,780,573 (2023 – $12,742,184). The Company has not yet been able to generate positive cash flows from operations. Whether and when the Company can generate sufficient cash flows to pay for its expenditures and settle its obligations as they fall due after March 31, 2024, is uncertain.

To address the going concern risk, the Company continues to seek equity and other financing alternatives to support ongoing operations, monitor general and administrative expenses compared to budget, and optimize its operating processes.

b) Statement of compliance

The interim condensed 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"). The policies applied in these consolidated financial statements are presented in Note 3 and are based on IFRS issued and outstanding as of May 23, 2024. These interim condensed consolidated financial statements were authorized for issuance by the Board of Directors on May 23, 2024.

2. Basis of preparation (cont'd)

c) Basis of consolidation

The interim condensed consolidated financial statements comprise the accounts of the Company and its controlled subsidiaries. The financial statements of subsidiaries are included in the interim condensed consolidated financial statements from the date that control commences until the date that control ceases. The interim condensed consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Company controls an investee if and only if the Company has all the following:

- power over the investee.
- exposure, or rights, to variable returns from its involvement with the investee; and
- the ability to use its power over the investee to affect the amount of the investor's returns.

All transactions and balances between the Company and its subsidiaries are eliminated on consolidation, including unrealized gains and losses on transactions between companies.

The Company's material subsidiaries as at March 31, 2024 are as follows:

Name of subsidiary	Country of incorporation	Ownership percentage	Functional currency
Xigem Technology Solutions Inc.	Canada	100%	Canadian Dollar
1000145269 Ontario Inc.	Canada	100%	Canadian Dollar

d) Basis of presentation

The interim condensed consolidated financial statements are prepared on a going concern basis using the historical cost method, except for certain financial instruments that have been measured at fair value. In addition, these interim condensed consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information. The Company presents its classified consolidated statements of financial position distinguished between current and non-current assets and liabilities.

e) Significant judgments

The preparation of the Company's interim condensed consolidated financial statements under IFRS requires management to exercise judgment in applying the Company's accounting policies. Judgments made by management in the ongoing application of IFRS that have a significant effect on the interim condensed consolidated financial statements are outlined below:

i) Going concern

The Company applies judgment to determine whether there are material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern.

2. Basis of preparation (cont'd)

e) Significant judgments (cont'd)

ii) Non-financial assets

The Company applies judgment to assess whether there are any indications that its non-financial assets may be impaired. This assessment requires an assessment of external, internal and other indicators at the end of each reporting period.

iii) Provisions and contingencies

The Company may encounter obligations arising from past events, which will only be confirmed by the occurrence or non-occurrence of future events not wholly within the control of the Company or where the obligation cannot be reliably estimated. The Company reviews such situations at each consolidated statement of financial position date and makes judgments on all information available to determine if an outflow of economic resources can be reliably estimated or not. If this is not possible, a contingency is reported for each material case.

iv) Research and development costs

Judgment is required to distinguish the research phase and the development phase to correctly identify costs that qualify for capitalization.

v) Income taxes

The Company applies judgment in determining the tax rates applicable to the temporary differences to determine the provision for income taxes. Deferred taxes relate to temporary differences between accounting and tax asset values. They are measured using tax rates that are expected to apply in the year when the asset is realized, or the liability is settled. Temporary differences are differences between accounting and tax asset values expected to be deductible or taxable in the future.

f) Use of estimates and assumptions

The preparation of the Company's interim condensed consolidated financial statements requires management to make estimates based on events and circumstances that existed at the consolidated statement of financial position date. Accordingly, actual results may differ from these estimates. Significant estimates made by management with a significant risk of material adjustment in the current and following years are discussed below:

i) Non-financial assets

The Company estimates the useful life of its non-financial assets, which include an assessment of the expected usage of the asset, product life-cycles, technological obsolescence and the period of control over the asset. The useful life impacts the amount of amortization recorded in profit or loss in during the year, and the corresponding reduction of the non-financial assets value.

2. Basis of preparation (cont'd)

f) Use of estimates and assumptions (cont'd)

ii) Share subscription receivable

The Company applies judgment in determining the recoverability of the share subscription receivable. The Company has, by way of resolution, approved the settlement of the subscription receivable during the fiscal year ending December 31, 2023 in consideration for services provided during the current fiscal year. As such, there were no issues with the recoverability of the share subscription receivable as at March 31, 2024.

iii) Share-based payments

The Company measures equity-settled share-based payment transactions based on an estimate of the fair value of goods or services received, unless that fair value cannot be estimated reliably, in which case the Company measures the fair value of the goods or services received based on the fair value of the equity instruments granted.

iv) Warrants

The Company uses the Black-Scholes model to calculate the value of warrants issued as part of the Company's private placements. The Black-Scholes model requires six key inputs to determine a value of warrants: risk-free interest rate, exercise price, market price at the date of issuance, expected dividend yield, expected life, and expected volatility. Certain of the inputs are estimates which involve considerable judgment and are or could be, affected by significant factors that are out of the Company's control. For example, a longer expected life of the warrants or higher volatility number used would result in an increase in the warrant value.

v) COVID-19

The outbreak of the novel strain of coronavirus, specifically identified as “COVID-19”, has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which will include the implementation of travel bans, self-imposed quarantine periods and social distancing have caused material disruption to businesses globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions. The duration and impact of the COVID-19 outbreak is unknown, as is the efficacy of the government and central bank interventions.

The duration and impact of the COVID-19 outbreak is unknown, as is the efficacy of the government and central bank interventions.

Management cannot accurately predict the future impact COVID-19 may have on: (i) the severity and the length of potential measures taken by governments to manage the spread of the virus and their effect on labor availability; (ii) availability of essential supplies; (iii) purchasing power of the Canadian dollar; and (iv) ability to obtain additional funding.

At the date of the approval of the interim condensed consolidated financial statements, the Canadian government has not introduced measures which impede the activities of the Company. However, it is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and conditions of the Company in future periods.

2. Basis of preparation (cont'd)

g) Functional and presentation currency

These interim condensed consolidated financial statements are presented in Canadian dollars, which is the Company’s functional and presentation currency.

3. Significant accounting policies

a) Future accounting pronouncements

The following standards have not yet been adopted and are being evaluated to determine their impact on the Company.

Amendments to IAS 1	*Classification of Liabilities as Current or Non-current*
Amendments to IAS 8	*Definition of Accounting Estimates and Errors*
Amendments to IAS 12	*Amendments to IFRS 16 Leases, IFRS 17 Insurance Contracts, and*
Annual Improvements to IFRS	*IAS 12 Income Taxes, deferred tax arising in single transaction and Pillar Two Disclosures*
Standards 2018-2020 Cycle	*Disclosure of Accounting Policies*
Amendments to IAS 1 and IFRS Practice Statement 2	

The directors do not expect that the adoption of the Standards listed above will have a material impact on the interim condensed financial statements of the Company in future periods.

b) Fair value measurement

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. Fair value is determined by incorporating all factors that market participants would consider in setting a price acting in their economic best interests, including commonly accepted valuation approaches.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability that is accessible by the Company.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its "highest and best use" or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

3. Significant accounting policies (cont'd)

b) Fair value measurement (cont'd)

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level of input that is significant to the fair value measurement as a whole:

- Level 1 - quoted (unadjusted) market prices in active markets for identical assets or liabilities,
- Level 2 - valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable,
- Level 3 - valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a fair value basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

c) Foreign currency translation

Transactions in foreign currencies are translated into the respective functional currencies of each company of the Group at the exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the report date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Nonmonetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Foreign currency differences are generally recognized in the consolidated statements of loss and comprehensive loss.

d) Cash

Cash comprise cash on hand, unrestricted cash, balances with banks, deposits held in trust, and short-term deposits, if any.

e) Property and equipment

Recognition and measurement

Property and equipment are carried at historical cost less any accumulated depreciation and impairment losses. Historical cost includes the acquisition cost or production cost as well as the costs directly attributable to bringing the asset to the location and condition necessary for its use in operations. When property and equipment include significant components with different useful lives, they are recorded and depreciated separately. Depreciation is computed using the straight-line and declining balance methods based on the estimated useful life of the assets. Useful life is reviewed at the end of each reporting period.

After initial recognition, the cost model is applied to property and equipment. Where parts of an item of property and equipment have different useful lives, they are accounted for as separate items of property and equipment.

3. Significant accounting policies (cont'd)

e) Property and equipment (cont'd)

Recognition and measurement (Cont'd)

The Company recognizes in the carrying amount of an item of property and equipment the cost of replacing part of such an item when that cost is incurred if it is probable that the future economic benefits embodied with the item will flow to the Company and the cost of the item can be measured reliably. All other costs are recognized in the consolidated statement of loss and comprehensive loss as an expense as incurred.

Depreciation

Depreciation is calculated to write off the cost of items of property and equipment less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognized in the consolidated statements of loss and comprehensive loss.

The estimated useful lives of property and equipment for current and comparative periods are as follows: Leasehold improvements are amortized over 2 years. Right-of-use assets over 5 years. Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

f) Leases

At the inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As a lessee

At commencement or modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Company presents right-of-use assets as 'property and equipment' in the consolidated statements of financial position.

The Company applies IAS 36 Impairment to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'property and equipment' policy.

3. Significant accounting policies (cont'd)

f) Leases (cont'd)

As a lessee (cont'd)

The lease liability is initially measured at the present value of lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if the rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses the incremental borrowing rate as the discount rate. The lease liability is measured at amortized cost using the effective interest method.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made. The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a significant event or change in circumstances resulting in a change the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- A lease contract is modified, and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Company did not make any such adjustments during the periods presented.

Short-term leases and leases of low-value assets

The Company has elected not to recognize right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

g) Intangible assets

Intangible assets, including patents, licenses and trademarks that are acquired by the Company and have finite useful lives are measured at cost less accumulated amortization and any accumulated impairment losses. Subsequent expenditures are capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates.

Amortization is calculated to write of the intangible assets less their estimated residual values using the straight-line method over their estimated useful lives and is recognized in the consolidated statements of loss and comprehensive loss. Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted, if appropriate. Intangible assets not yet available for intended use are not subject to amortization.

3. Significant accounting policies (cont'd)

g) Intangible assets (cont'd)

Expenditures during the research phase are expensed as incurred. Expenditures during the development phase are capitalized as internally generated intangible assets if the Company can demonstrate each of the following criteria:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- its intention to complete the intangible assets and use or sell it;
- how the asset will generate future economic benefits;
- the availability of resources to complete the asset; and
- the ability to measure reliably the expenditure during development.

The expenditure capitalized includes the cost of materials, direct labor and an appropriate proportion of overheads. Other development expenditure is recognized in the consolidated statement of loss and comprehensive loss as an expense as incurred.

h) Impairment of non-financial assets

Non-financial assets are reviewed for impairment if there is any indication that the carrying amount may not be recoverable. If any such indication is present, the recoverable amount of the asset is estimated to determine whether impairment exists. Where the asset does not generate cash flows that are independent from other assets, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Any intangible asset with an indefinite useful life is tested for impairment annually and whenever there is an indication that the asset may be impaired. Finite life intangible assets not yet available for use are tested annually for impairment.

An asset's recoverable amount is the higher of fair value less costs 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 current market assessments of the time value of money and the risks specific to the asset for which estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset or cash generating unit is estimated to be less than its carrying amount, the carrying amount is reduced to the recoverable amount. An impairment loss is recognized immediately in the consolidated statements of loss and comprehensive loss. Where an impairment subsequently reverses, the carrying amount is increased to the revised estimate of recoverable amount, but only to the extent that this does not exceed the carrying value that would have been determined if no impairment had previously been recognized. An impairment loss is reversed when there has been a change in estimate that is relevant for the determination of the asset's recoverable amount since the last impairment loss was recognized.

i) Provisions

Provisions are recognized when present (legal or constructive) obligations resulting from a past event will lead to a probable outflow of economic resources, and amounts can be estimated reliably. Provisions are measured at management's best estimate of the expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. The Company performs evaluations to identify onerous contracts and, where applicable, records provisions for such contracts. All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. In those cases where the possible outflow of economic resources as a result of present obligations is considered remote, no liability is recognized.

3. Significant accounting policies (cont'd)

j) Recognition and measurement of financial assets and liabilities

Financial assets include cash and accounts receivable. Financial liabilities include accounts payable and accrued liabilities. The Company determines the classification of its financial assets and financial liabilities at initial recognition. The classification of financial instruments depends on the purpose for which they are acquired or incurred. Financial instruments are initially recorded at fair value and, in the case of financial assets or liabilities carried at amortized cost, adjusted for directly attributable transaction costs.

The fair value of a financial instrument is the amount of consideration that could be agreed upon in an arm's length transaction between knowledgeable, willing parties who are under no compulsion to act. In certain circumstances, however, the initial fair value may be based on other observable current market transactions in the same instrument without modification or a valuation technique using market-based inputs.

The fair value of other assets and accounts payable and certain other liabilities are estimated based on discounted future cash flows using discount rates that reflect current market conditions for instruments with similar terms and risks.

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are no longer recognized when the rights to receive cash flows from the assets have expired or are assigned, and all the risks and rewards of ownership have been transferred to a third party. Financial liabilities are no longer recognized when the related obligation expires or is discharged or canceled.

The following table outlines the financial assets and liabilities and their classification of those values:

Financial instrument	Classification
Financial assets:	
Cash	Amortized cost
Accounts receivable	Amortized cost
Financial liabilities:	
Accounts payable and accrued liabilities	Amortized cost

Financial assets

The Company's financial assets are classified and measured based on both the business model in which the assets are managed and the asset's contractual cash flow characteristics. Financial assets subsequent to initial recognition are classified and measured based on three categories: (i) amortized cost; (ii) fair value through other comprehensive income ("FVOCI") with fair value gains or losses recycled to net income on derecognition for loans and receivables only; or (iii) fair value through profit or loss ("FVTPL").

Financial assets at amortized cost

Financial assets are recorded at amortized cost when financial assets are held to collect contractual cash flows, and those cash flows represent payments of principal and interest solely and are not designated as FVTPL. These assets are measured at amortized cost subsequent to initial recognition using the effective interest method. This method uses an effective interest rate that discounts estimated future cash receipts through the expected life of the financial asset or liability

3. Significant accounting policies (cont'd)

j) Recognition and measurement of financial assets and liabilities (cont'd)

Financial assets (cont'd)

to the net carrying amount of the financial asset or liability. The amortized cost is reduced by impairment losses if any. Interest income and impairment losses are recognized in the consolidated statements of loss and comprehensive loss. Any gain or loss on derecognition is recognized in the consolidated statements of loss and comprehensive loss.

Financial assets at FVOCI

These financial assets are measured at fair value after initial recognition. For debt instruments held to collect contractual cash flows and sell financial assets, interest income is calculated using the effective interest method, and impairment is recognized in the consolidated statements of loss and comprehensive loss. Other net fair value gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to the consolidated statements of loss and comprehensive loss. For equity instruments not held for trading and where an election to present changes in the fair value subsequent to the initial recognition of such instruments in other comprehensive income is made, dividends are recognized in the consolidated statements of loss and comprehensive loss, unless the dividend clearly represents a recovery of part of the investment cost. Other net fair value gains and losses are recognized in OCI and are never reclassified to the consolidated statements of loss and comprehensive loss. Regular way transactions are recorded on a trade date basis.

Financial assets at FVTPL

These financial assets are neither held at amortized cost nor at FVOCI as they are managed and evaluated on a fair value basis. These financial assets are measured at fair value subsequent to initial recognition. Net gains and losses, including any interest or dividend income, are recognized in the consolidated statements of loss and comprehensive loss unless they are derivative instruments designated in an effective hedging relationship.

Financial liabilities

Financial liabilities are initially measured at fair value, and subsequent to initial recognition, are classified and measured based on two categories: (i) amortized cost; or (ii) FVTPL.

Financial liabilities at amortized cost

Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense is recognized in the consolidated statements of loss and comprehensive loss. Any gain or loss on derecognition is recognized in the consolidated statements of loss and comprehensive loss.

3. Significant accounting policies (cont'd)

j) Recognition and measurement of financial assets and liabilities (cont'd)

Financial liabilities (cont'd)

Financial liabilities at FVTPL

A financial liability is classified as FVTPL if it is classified as held for trading. It is derivative or designated as FVTPL on initial recognition. Financial liabilities at FVTPL are subsequently measured at fair value, and net gains and losses, including any interest expenses, are recognized in the consolidated statements of loss and comprehensive loss unless they are derivative instruments designated in an effective hedging relationship.

k) Derecognition and measurement of financial assets and liabilities

Financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire. The Company also derecognizes a financial liability when its terms are modified and the cash flows or the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value. On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in the consolidated statements of loss and comprehensive loss.

l) Offsetting of financial assets and liabilities

Financial assets and financial liabilities are offset and the net amount presented on the consolidated statement of financial position, only when the Company has a legally enforceable right to offset the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

m) Impairment of financial assets

Expected credit losses ("ECLs") is the probability-weighted estimate of credit losses. The Company recognizes loss allowances for ECLs on financial assets measured at amortized cost and contract assets.

Loss allowances for trade receivables and contract assets are always measured at an amount equal to the lifetime ECLs.

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. For individual customers, the Company has a policy of writing off the gross carrying amount when the financial asset is 180 days past due based on historical experience of recoveries of similar assets and the Company expects no significant recovery from the amount written off.

3. Significant accounting policies (cont'd)

m) Impairment of financial assets (cont'd)

However, financial assets that are written off could still be subject to enforcement activities to comply with the Company's procedures for recovery of amounts due.

At each reporting date, each financial asset measured at amortized cost is assessed for impairment under an expected credit loss ("ECL") model. The Company applies the simplified approach which uses lifetime ECLs for accounts receivable and other receivables.

n) Income taxes

The Company is subject to tax under *Part I* of the *Income Tax Act of Canada* and is subject to the general rate applicable to Canadian corporations. Current and deferred taxes are recognized in the consolidated statements of loss and comprehensive loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive loss or directly in equity, respectively.

Current income taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences to unused tax losses.

The current income tax charge is calculated based on the tax laws enacted or substantively enacted at the end of the reporting period in Canada, where the Company and its subsidiaries and associates operate and generate taxable income.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, based on amounts expected to be paid to the tax authorities.

Deferred income taxes

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted at the end of the reporting period and are expected to apply when the related deferred income tax asset is realized, or the deferred income tax liability is settled.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

o) Share capital

Common shares are classified as equity. Transaction costs directly attributable to the issue of common shares are recognized as a deduction from equity, net of any tax effects. Preferred shares are classified as equity if it is non-redeemable or redeemable only at the Company's option and dividends are discretionary. Dividends thereon are recognized as distributions within equity upon approval of the Company's shareholders.

3. Significant accounting policies (cont'd)

p) Share-based compensation

Where equity instruments are granted to employees, they are recorded at the fair value of goods and services received in the statement of loss and comprehensive loss. The fair value is measured at the grant date and recognized over the period during which the options vest. The fair value of options granted is measured using the Black-Scholes option pricing model taking into account the terms and conditions upon which the options were granted. At the end of each reporting period, the amount recognized as an expense is adjusted to reflect the actual number of share options that are expected to vest. When the value of goods and services received in exchange for the share-based payment cannot be reliably estimated, the goods or services received are measured, indirectly, by reference to the fair value of equity instruments granted, measured at the date the Company obtains the goods or the counterparty renders the service.

q) Financial derivatives – warrants

A financial derivative such as a warrant that will be settled with the issuing of the Company's equity instruments will be classified as an equity instrument if the derivative is used to acquire a fixed number of the Company's equity instruments for a fixed amount of Canadian dollars.

A financial derivative will be considered as a financial liability at fair value through the consolidated statements of loss and comprehensive loss if it is used to acquire either a variable number of equity instruments or consideration in a foreign currency, and the warrants were not offered pro-rata to all existing owners of the same class of non-derivative equity instruments.

The fair value of warrants is determined upon their issuance either as part of private placements or in settlement of issuance costs and finders fees, using the Black-Scholes model. All such warrants are classified in warrant reserve, within equity. If the warrants are converted, the value attributable to the warrants is transferred to common share capital. Upon expiry, the amounts recorded for expired warrants is transferred to equity from the warrant reserve. Shares are issued from treasury upon the exercise of share purchase warrants.

r) Loss per share

The basic loss per common share is calculated by dividing net loss by the weighted average number of common shares outstanding during the year. Diluted net loss per common share is calculated by dividing the applicable net loss by the sum of the weighted average number of common shares outstanding and all additional shares that would have been outstanding if potentially dilutive common shares had been issued during the year.

s) Acquisitions

The Company assesses whether an acquisition should be accounted for as an asset acquisition or a business combination under International Financial Reporting Standard 3 – Business Combinations ("IFRS 3"). This assessment requires management to make judgements on whether the assets acquired and liabilities assumed constitute a business as defined in IFRS 3 and if the integrated set of activities, including inputs and processes acquired, is capable of being conducted and managed as a business and the Company obtains control of the business inputs and processes.

3. Significant accounting policies (cont'd)

t) Revenue

The Company recognizes revenue from its management agreement with Carnance Inc. under which it earns income through royalties. The contract is classified as a revenue agreement with a customer, and royalty revenue is recognized in the period in which the right to receive payment is established. The royalties are tied to the sales of Carnance Inc., from which the royalty rates are applied as stipulated in the management agreement. Revenue is recognized in the period that the sales occur as this reflects the Company's satisfaction of its performance obligation.

The Company applies the practical expedient by not adjusting the transaction price for the effects of a significant financing component as the Company expects, at contract inception, that the period between when the services are transferred to the customer and when the customer pays for those services will be one year or less.

Revenue recognized from the management agreement for the period ended March 31, 2024 was $694,307 where $694,307 attributed to royalties. These amounts are included in the statement of loss and comprehensive loss.

This revenue recognition policy reflects the Company's activities under its management agreement with Carnance Inc.

4. Acquisition

a) Cylix Data Group

On January 7, 2022, the Company entered into an asset purchase agreement ("APA") for substantially all of the assets of 2747524 Ontario Inc. o/a Cylix Data Group ("Cylix"), a business intelligence technology company whose software improves efficiency and increases productivity for business professionals through the supply of information required to implement risk-management and decision-making processes. The APA closed on January 24, 2022.

A business combination is a transaction or event in which an acquirer obtains control of one or more businesses and is accounted for using the acquisition method. The total consideration paid for the acquisition is the aggregate of the fair values of assets given, liabilities incurred or assumed, and equity instruments issued in exchange for control of the acquiree at the acquisition date. The acquisition date is the date where the Company obtains control of the acquiree. The identifiable assets acquired and liabilities assumed are recognized at their acquisition date's fair values, except for deferred taxes and share-based payment awards where IFRS provides exceptions to recording the amounts at fair value. Acquisition costs are expensed to the consolidated statements of loss and comprehensive loss.

Acquisitions that do not meet the definition of a business combination are accounted for as an asset acquisition. Consideration paid for an asset acquisition is allocated to the individual identifiable assets acquired and liabilities assumed based on their relative fair values. Upon completion of concentration test, management treated this transaction as an asset acquisition as substantially all of the fair value of the gross assets are concentrated in a single identifiable asset or group of similar identifiable assets.

4. Acquisition (cont'd)

a) Cylix Data Group (cont'd)

The acquisition of the Cylix assets for an aggregate consideration of $2,362,322, has been settled through the issuance of 6,470,000 units ("Purchaser Units"), with each Purchaser Unit comprised of one common share of the Company, and one-seventh (1/7) of one common share purchase warrant (each whole warrant, a "Purchaser Warrant"). Each Purchaser Warrant entitles the holder to acquire an additional common share of the company at a price of $6.00 for a period of 24 months. The securities issued under the Transaction are subject to contractual restrictions on trading, such that 50% may not be traded until six months after the closing of the Transaction, and the remaining 50% may not be traded until 12 months after the closing.

In accordance with IFRS 2, the Company measures equity-settled share-based payment transactions at the fair value of the goods or services received, unless that fair value cannot be estimated reliably in which case these are measured at the fair value of the equity instruments granted. On January 24, 2022, the fair value of common shares was estimated at $0.365 per share after applying a discount for lack of marketability, discount factor for restrictions to the market price of the shares.

Subsequent to the closing of the APA, the Company's management is of the view that that the vendor of Cylix has breached certain key provisions of the asset purchase agreement currently making it highly improbable for the Company to recognize sole control of the Cylix asset and the books and records associated with it; resulting in the Company's inability to formally control the Cylix asset and treating the transaction as not consummated.

As a result, Xigem recorded a loss on the non-consummated acquisition of the assets of Cylix of $2,362,322 and has had to recognize an impairment of the Cylix asset on its consolidated statement of loss and comprehensive loss in the year ended December 31, 2022.

Notwithstanding various attempts at obtaining control of the Cylix assets and its books and records, as defined in the APA, the Company is, as of the date of these consolidated financial statements, unable to access or utilize the Cylix assets.

It is management's view that, considering recent developments concerning the vendor of Cylix, neither returning the Purchaser Units to treasury nor cancelling the Purchaser Units is a likely or probable outcome at this time.

b) Acquisition of SaaS, EAFdigital Inc.

On November 24, 2022, the Company entered into a letter of intent to acquire substantially all of the assets of EAFdigital Inc. ("EchoDigital"), an online SaaS-based artificial intelligence-driven automobile shopping and delivery platform, for aggregate consideration that is to be determined prior to closing, to be satisfied through and paid in common shares on the basis of a deemed price per Common Share equal to the share price at the day of Closing on which the Company's shares have traded on the Canadian Securities Exchange ("CSE"), unless otherwise mutually agreed to by the parties.

On February 24, 2023, the Company closed the acquisition of "EchoDigital". The Company purchased substantially all of the assets of EchoDigital from EAF Group of Companies for aggregate consideration of 8,924,495 common shares. Based on the closing price of the Company's common shares on February 24, 2023, the EchoDigital's shares were valued at $892,450.

(Expressed in Canadian dollars)

4. Acquisition (cont'd)

b) Acquisition of SaaS, EAFdigital Inc. (cont'd)

On March 8, 2023, the Company announced that it had closed its acquisition of substantially all of the assets of EchoDigital.

In addition to the Shares issued to the Vendor, a finder's fee of 892,450 common shares of the Company, representing approximately 10% of the value of the Transaction has been issued to an arm's-length party and is subject the customary four (4) month resale restriction under applicable securities laws.

During April of 2023, the Company learned that an EAF GROUP member received a temporary suspension of their dealer's license. As a result, this suspension adversely impacted EchoDigital's royalty revenues.

During August of 2023, the Company was made aware by the Vendor that all of its shares have been sold to Carnance Inc., a dealer of new and pre-owned vehicles. The Company was subsequently made aware that the change in control of Carnance Inc. was approved by the Ontario Motor Vehicle Industry Council. As a result of the transaction, the royalty and service-based management agreement and loan agreement entered into between the Company and the Vendor as part of the Acquisition have been assumed, in their entirety, by Carnance Inc.

In accordance with the royalty and service-based management agreement between Xigem and Carnance Inc., in 2023 Xigem: (i) charged a royalty fee of $439,684 and (ii) accrued a management fee payable to Carnance Inc. of $426,493. In the first quarter of 2024, Xigem (i) charged royalty fees totaling $694,307, and (ii) accrued a total management fee of $673,477.

5. Property and equipment

	Right-of-use asset	Leasehold improvements	Total
	$	$	**$**
Cost			
Balance at December 31, 2023	173,270	313,273	486,543
Additions	-	-	-
Balance at March 31, 2024	173,270	313,273	**486,543**
Accumulated amortization			
Balance at December 31, 2023	93,389	284,105	377,494
Amortization	8,811	20,886	29,697
Balance at March 31, 2024	102,200	304,991	**407,191**
Carrying amounts			
At December 31, 2023	79,881	29,168	109,049
At March 31, 2024	**71,070**	**8,282**	**79,352**

The right-of-use asset consists of a lease for corporate office facilities and is amortized on a monthly basis over 5-year term of lease on a straight-line basis, ending on April 30, 2026.

The useful life of the leasehold improvement is 2 years, amortized on a straight-line basis.

(Expressed in Canadian dollars)

6. Intangible assets

	Licences and trademarks	Software	Total
	$	$	**$**
Cost			
Balance at December 31, 2023	640,750	1,617,734	2,258,484
Additions	-	-	-
Balance at March 31, 2024	640,750	1,617,734	**2,258,484**
Accumulated amortization			
Balance at December 31, 2023	640,750	774,865	1,415,615
Amortization	-	14,874	14,874
Balance at March 31, 2024	640,750	789,739	**1,430,489**
Carrying amounts			
At December 31, 2023	-	842,869	842,869
At March 31, 2024	**-**	**827,995**	**827,995**

The Company periodically reassess the estimated economic life and the recoverability of the capitalized software costs. If the Company determines that the capitalized amounts are not recoverable based on the expected net cash flows to be generated from sales of the applicable software solutions, the amount by which the unamortized capitalized costs exceed the net realizable value is written down as a charge to the consolidated statements of operations and comprehensive loss. The software is amortized over a period of 180 months on straight-line basis.

7. Equity

a) Authorized

Unlimited — Common shares.

Unlimited — First Preference Shares, voting, non-cumulative, issuable in series with rights, privileges, restrictions and conditions determined by the directors and officers of the Company.

Unlimited — First Preference Shares, non-voting, non-cumulative, issuable in series with rights, privileges, restrictions and conditions determined by the directors and officers of the Company.

(Expressed in Canadian dollars)

7. Equity (cont'd)

b) Issued and outstanding

	Note	Number of shares	Amount
			$
Balance, December 31, 2022		19,832,210	8,671,914
Acquisition of EAFdigital Inc.	4	9,816,944	941,534
Balance, March 31, 2023		29,649,154	9,613,448
Balance, December 31, 2023		47,051,275	10,188,250
Private placement		2,500,000	105,000
Debt conversion		3,155,000	157,750
Expiry of warrants		-	573,854
Balance, March 31, 2024		**52,706,275**	**11,024,854**

On March 8, 2023, the Company issued shares to acquire EAFdigital Inc. for $941,534, at $892,450 for all of EchoDigital's shares, and a $49,084 finder's fee.

On March 28, 2024, the Company entered into debt settlement agreements with certain of its creditors (together, the "Creditors") to issue 3,155,000 common shares (the "Settlement Shares") to such Creditors in exchange for outstanding accounts payable totaling $157,750 (the "Shares for Debt Transaction") owing to the Creditors. The Settlement Shares were issued at a price of $0.05, in accordance with the policies of the Canadian Securities Exchange (the "CSE"). The Shares for Debt Transaction included $107,350 settled for amounts owed to management.

On the same date, the Company also announced that it had closed its non-brokered private placement by issuing 2,500,000 units (the "Units") at a price of $0.042 per Unit for aggregate proceeds to the Company of $105,000. Each Unit consisted of one common share in the capital of the Company (each, a "Common Share"), and one common share purchase warrant (each a "Warrant"), with each Warrant entitling the holder to acquire an additional Common Share for a period of 24 months from closing at an exercise price of $0.065. The private placement included 595,238 units issued to management.

(Expressed in Canadian dollars)

7. Equity (cont'd)

c) Warrants

As at March 31, 2024, the Company had the following warrants outstanding with the corresponding average exercise prices:

	Note	Number of warrants	Weighted-avg. exercise price
		#	$
Balance, December 31, 2022		1,690,989	3.89
Granted		-	-
Expired		-	-
Balance, March 31, 2023		1,690,989	3.88
Balance, December 31, 2023		1,361,929	3.88
Granted		-	-
Expired		(924,286)	-
Balance, March 31, 2024		**437,643**	**2.30**

The following table reflects the warrants issued and outstanding as at March 31, 2024:

	Warrants outstanding			Warrants exercisable	
Expiry date	Number outstanding	Average exercise price	Average remaining contractual life (years)	Weighted number exercisable	Weighted number exercisable price
1-Jun-24	437,643	$ 2.30	0.17	437,643	$ 2.30
	437,643	**$ 2.30**	**0.17**	**437,643**	**$ 2.30**

The fair value was determined using the Black-Scholes pricing model using the following assumptions:

	Options	Warrants
Fair value	$ 0.07	$ -
Share price	$ 0.06	$ 0.06
Exercise price	$ 0.09	$ 6.00
Expected volatility	88%	165%
Expected life	4.02	0.12
Expected dividends	-	-
Risk-free interest rate	1.65%	0.05%

Expected volatility has been based on an evaluation of the historical trend of the Company's stock performance. The expected term of the instruments has been based on management's experience and general holder behavior. As at March 31, 2024, nil warrants were exercised, 924,286 warrants expired, and the weighted average remaining contractual lives of the warrants was 0.17 years.

(Expressed in Canadian dollars)

7. Equity (cont'd)

d) Options

The outstanding stock options as at March 31, 2024 are as follows:

	March 31, 2024	December 31, 2023
Opening # of options	**1,820,000**	-
Granted during the year	**-**	1,820,000
Exercised during the year	**-**	-
Cancelled/forfeited during the year	**-**	-
Closing # of options	**1,820,000**	1,820,000

On January 5, 2023, the Company issued 1,820,000 incentive stock options (the "Options") pursuant to its Stock Option Plan. The Options had been granted to several of the Company's directors, officers, consultants, and advisory board members. The Options have a strike price of $0.09 per share with expiry date on January 5, 2028.

e) Maximum share dilution

The following table presents the maximum number of shares that would be outstanding if all outstanding warrants and options were exercised as at March 31, 2024 and December 31, 2023:

	March 31, 2024	December 31, 2023
	#	#
Common shares outstanding	**52,706,275**	47,051,275
Warrants to purchase common shares	**437,643**	1,361,929
Options to purchase common shares	**1,820,000**	1,820,000
Maximum share dilution	**54,963,918**	50,233,204

8. Related party transactions and balances

(a) Key management personnel transactions

Key management includes the Company's directors, officers and any consultants with the authority and responsibility for planning, directing, and controlling the activities of an entity, directly or indirectly. Management of the Company appointed by the board of directors as follows: Chief Executive Officer, Chief Financial Officer, Chief Technical Officer.

(Expressed in Canadian dollars)

8. Related party transactions and balances (cont'd)

(a) Key management personnel transactions (cont'd)

During the period ended March 31, 2024, key management personnel compensation consisting exclusively of short-term benefits as follows:

	2024	2023
	$	$
Management and consulting fees incurred	**57,000**	62,984
Public filing fees and professional fees	**28,235**	35,513
Share based payments	**-**	184,010
	85,235	282,507

(b) EchoDigital

EchoDigital is considered a related party as it is controlled by the Company. This control relationship qualifies all transactions with EchoDigital as related party transactions.

The Company has entered into a management agreement with Carnance Inc., under which it earns all its revenues. The terms of the agreement stipulate that the Company is entitled to royalties based on certain sales metrics achieved by EchoDigital. Revenue is recognized on royalties earned from sales generated by EchoDigital. For the period ended March 31, 2024, the Company recognized $694,307 in royalty revenue.

As of March 31, 2024, the total amount receivable from EchoDigital stood at $34,020, which is presented on the statement of financial position under 'Accounts receivable'. This balance includes accrued royalty revenues. The balance is unsecured, interest free and due to be recovered in the next 12 months after March 31, 2024.

All transactions and outstanding balances with EchoDigital are conducted in accordance with terms negotiated at arm's length, which include payment terms and other conditions. There are no provisions for doubtful debts pertaining to receivables from EchoDigital, as recovery is assured given the control relationship.

The Company acknowledges a significant economic dependence on its related party, EchoDigital, from which it currently derives all its revenues. This dependence is continually assessed as part of the Company's broader risk management and strategic planning processes.

(Expressed in Canadian dollars)

9. Loss per share

	Note	**2024**	2023
		$	$
Net income (loss) attributable to shareholders		**(112,335)**	(324,092)
Weighted-average common shares outstanding:			
Basic		**47,150,699**	23,302,824
Dilutive (antidilutive) effect of warrants	7(c)	**-**	3,291
Dilutive effect of stock options	7(d)	**-**	-
Diluted		**47,150,699**	23,306,115
Net loss per share attributable to shareholders:			
Basic		**(0.002)**	(0.014)
Diluted		**(0.002)**	(0.014)

10. Financial instruments

a) Accounting classifications and fair values

The following tables combine information about classes of financial instruments based on their nature and characteristics, and the carrying amounts of financial instruments.

As at March 31, 2024:

	FVTPL - mandatorily measured	**FVOCI - mandatorily measured**	**FVOCI - designated**	**Amortized cost**
	$	$	$	$
Financial assets:				
Cash	**-**	**-**	**-**	**105,750**
Accounts receivable	**-**	**-**	**-**	**34,020**
Carrying value at March 31, 2024	**-**	**-**	**-**	**139,770**
Financial liabilities:				
Accounts payable and accrued liabilities	**-**	**-**	**-**	**321,336**
Carrying value at March 31, 2024	**-**	**-**	**-**	**321,336**

(Expressed in Canadian dollars)

10. Financial instruments (cont'd)

a) Accounting classifications and fair values (cont'd)

As at December 31, 2023:

	FVTPL - mandatorily measured	FVOCI - mandatorily measured	FVOCI - designated	Amortized cost
	$	$	$	$
Financial assets:				
Cash	-	-	-	3,891
Accounts receivable	-	-	-	13,191
Share subscription receivable	-	-	-	-
Carrying value at December 31, 2023	-	-	-	17,082
Financial liabilities:				
Accounts payable and accrued liabilities	-	-	-	381,835
Promissory notes payable	-	-	-	-
Carrying value at December 31, 2023	-	-	-	381,835

b) Transfers

For periods ended March 31, 2024 and 2023, there have been no transfers between Level 1, Level 2, and Level 3.

c) Financial risk management

The Company has exposure to credit risk, liquidity risk, and market risk arising from financial instruments. Management considers credit risk and market risk to be low.

i) Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established the risk management committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the board of directors on its activities.

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

10. Financial instruments (cont'd)

c) <u>Financial risk management (cont'd)</u>

ii) *Liquidity risk (cont'd)*

The Company aims to maintain the level of its cash and cash equivalents at an amount in excess of expected cash outflows on liabilities (other than trade payables) over the next 60 days. The Company also monitors the level of expected cash inflows on trade and other receivables, together with the expected outflows on trade and other payables.

The Company's exposure to liquidity risk is $321,336 as at March 31, 2024 (December 31, 2023 – $381,835), for which the Company has cash of $105,750 on hand to satisfy its liabilities as at March 31, 2024 (December 31, 2023 – $3,891). There have been no changes to the method for managing liquidity risk.

iii) *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. In order to reduce its credit risk, the Company reviews a new customer's credit history before extending credit and conducts regular reviews of its existing customers' credit performance. An allowance for doubtful accounts is established based upon factors surrounding the credit risk of specific accounts, historical trends and other information.

iv) *Market risk*

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency rate risk, interest rate risk and other price risk. The Company is mainly exposed to interest rate and currency risk.

11. Capital management

The Company defines capital as its equity. The Company's objective when managing capital is: (i) to safeguard the ability to continue as a going concern so that it can continue to provide returns to shareholders and benefits to other stakeholders; and (ii) to provide an adequate return to shareholders by obtaining an appropriate amount of financing commensurate with the level of risk. The Company sets the amount of capital in proportion to the risk. The Company manages its capital structure and adjusts in light of the changes in economic conditions and the characteristic risk of underlying assets.

To maintain or adjust the capital structure, the Company may repurchase shares, return capital to shareholders, issue new shares, or sell assets to reduce debt. The Company's objective is met by retaining adequate liquidity to provide for the possibility that cash flows from assets will not be sufficient to meet operational, investing, and financing requirements. There have been no changes to the Company's capital management policies during the periods ended March 31, 2023 and 2024.

12. Segmented information

In measuring its performance, the Company does not distinguish or group its operations on a geographical or any other basis and accordingly has a single reportable operating segment. Management has applied judgment by aggregating its operating segments into one single reportable segment for disclosure purposes. Such judgment considers the nature of the operations and an expectation of operating segments within a reportable segment with similar long-term economic characteristics.

The Company's Chief Executive Officer is the chief operating decision-maker and regularly reviews The Company's operations and performance on an aggregate basis. The Company does not have any significant customers or any significant groups of customers.

13. Contingencies and commitments

a) Contingencies

On March 8, 2022, the Company was served with a statement of claim in the Ontario Superior Court of Justice. Lumbermens Credit Group Ltd. ("Lumbermens") has commenced a civil action against Xigem Technologies Corporation as well as 2747524 Ontario Inc. o/a Cylix Data, 997322 Ontario Inc., Roy Murad, Jacob Murad, Aaron Murad, Noah Murad and Monica Murad (the "Action"). The Action seeks, among other things, damages of $32,350,000 for alleged unlawful competition, misuse of confidential information, conversion and copyright infringement. In addition, the Action seeks certain declaratory relief, punitive damages of $1,000,000, interest and legal costs.

The Company has formally delivered its statement of defense on April 20, 2022. As of the date of these interim condensed consolidated financial statements, Lumbermens' civil action against Xigem has been dormant for over 12 months. Management intends to vigorously defend the Action and seek the costs for so doing from the plaintiff.

The Company has a continuing agreement with Nexus TradCo International that is a related party related through common ownership to provide professional consulting services for $10,000 per month on a month-to-month basis.